

Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation**2008****Note.** The foundation may be able to use a copy of this return to satisfy state reporting requirements.**For calendar year 2008, or tax year beginning , 2008, and ending , 20****G** Check all that apply: ☐ Initial return ☐ Final return ☐ Amended return ☒ Address change ☐ Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation Rockefeller Brothers Fund, Inc.		A Employer identification number 13 1760106
	Number and street (or P.O. box number if mail is not delivered to street address) 475 Riverside Drive	Room/suite 900	B Telephone number (see page 10 of the instructions) (212) 812-4200
	City or town, state, and ZIP code New York, New York 10115		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			D 1. Foreign organizations, check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 663,781,425			2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)			E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
			F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	183,823			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	924,317	924,317		
	4 Dividends and interest from securities	3,757,934	13,825,744		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 5a Schedule 2	57,134,152			
	b Gross sales price for all assets on line 6a 907,000,510				
	7 Capital gain net income (from Part IV, line 2)		80,842,039		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less: Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule) Schedule 3	600,065	2,246,481		
	12 Total. Add lines 1 through 11	62,600,291	97,838,581	0	
	13 Compensation of officers, directors, trustees, etc.	1,426,402	61,330	0	1,365,072
	14 Other employee salaries and wages	2,991,488	60,994		2,930,494
	15 Pension plans, employee benefits	1,802,389	48,840		1,836,555
	16a Legal fees (attach schedule) Schedule 4	332,821	19,756		397,381
	b Accounting fees (attach schedule) Schedule 4	160,000	112,000		25,830
	c Other professional fees (attach schedule) Schedule 4	6,514,409	4,074,434		2,780,283
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) Schedule 5	(2,940,807)			
	19 Depreciation (attach schedule) and depletion Schedule 6	1,706,667	32,606		
	20 Occupancy	2,226,892	587,655		1,615,700
	21 Travel, conferences, and meetings	1,055,794	5,086		1,048,829
	22 Printing and publications	283,896			302,939
	23 Other expenses (attach schedule) Schedule 7	1,159,685	31,249		1,264,890
	24 Total operating and administrative expenses. Add lines 13 through 23	16,719,636	5,033,950	0	13,567,973
	25 Contributions, gifts, grants paid	31,827,650			34,131,191
	26 Total expenses and disbursements. Add lines 24 and 25	48,547,286	5,033,950	0	47,699,164
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	14,053,006			
	b Net investment income (if negative, enter -0-)		92,804,631		
	c Adjusted net income (if negative, enter -0-)			0	

**Application for Extension of Time To File an
Exempt Organization Return**

OMB No. 1545-1709

► File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **X**
 - If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).
- Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Type or print File by the due date for filing your return. See instructions.	Name of Exempt Organization	Employer identification number
	THE ROCKEFELLER BROTHERS FUND, INC.	13-1760106
	Number, street, and room or suite no. If a P.O. box, see instructions.	
	437 MADISON AVE., 37TH FLOOR	
City, town or post office, state, and ZIP code. For a foreign address, see instructions.		
NEW YORK, NY 10022		

Check type of return to be filed (file a separate application for each return):

- | | | |
|---|---|------------------------------------|
| <input type="checkbox"/> Form 990 | <input type="checkbox"/> Form 990-T (corporation) | <input type="checkbox"/> Form 4720 |
| <input type="checkbox"/> Form 990-BL | <input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust) | <input type="checkbox"/> Form 5227 |
| <input type="checkbox"/> Form 990-EZ | <input type="checkbox"/> Form 990-T (trust other than above) | <input type="checkbox"/> Form 6069 |
| <input checked="" type="checkbox"/> Form 990-PF | <input type="checkbox"/> Form 1041-A | <input type="checkbox"/> Form 8870 |

- The books are in the care of ► LEAH D'ANGELO

Telephone No. ► 212-812-4228

FAX No. ► _____

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ . If this is for the whole group, check this box ☐ . If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension will cover.

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/17, 2009, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

- ☒ calendar year 2008 or
 ► ☐ tax year beginning _____, _____, and ending _____, _____

- 2 If this tax year is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	NONE
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	NONE
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	NONE

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form **8868** (Rev. 4-2008)

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**.
Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print File by the extended due date for filing the return. See instructions.	Name of Exempt Organization THE ROCKEFELLER BROTHERS FUND, INC.	Employer identification number 13-1760106
	Number, street, and room or suite no. If a P.O. box, see instructions. 437 MADISON AVENUE, 37TH FLOOR	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NEW YORK, NY 10022	

Check type of return to be filed (File a separate application for each return):

<input type="checkbox"/> Form 990	<input checked="" type="checkbox"/> Form 990-PF	<input type="checkbox"/> Form 1041-A	<input type="checkbox"/> Form 6069
<input type="checkbox"/> Form 990-BL	<input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust)	<input type="checkbox"/> Form 4720	<input type="checkbox"/> Form 8870
<input type="checkbox"/> Form 990-EZ	<input type="checkbox"/> Form 990-T (trust other than above)	<input type="checkbox"/> Form 5227	

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

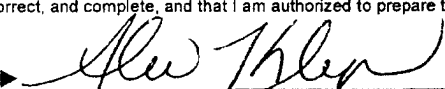
- The books are in the care of **LEAH D'ANGELO**
Telephone No. **212-812-4228** FAX No. _____
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- I request an additional 3-month extension of time until **11/16/2009**.
- For calendar year **2008**, or other tax year beginning _____ and ending _____.
- If this tax year is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period
- State in detail why you need the extension **INFORMATION NECESSARY TO PREPARE A COMPLETE AND ACCURATE RETURN IS NOT YET AVAILABLE.**

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a \$	583,000
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b \$	1,950,000
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c \$	NONE

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature Title **AUTHORIZED AGENT**

Date

8/4/08Form **8868** (Rev. 4-2009)

KPMG LLP - ATTN: ALAN KLUGER

345 PARK AVENUE

NEW YORK, NY 10154

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	262,299	161,583	161,583
	2 Savings and temporary cash investments	66,878,998	12,055,542	12,055,542
	3 Accounts receivable ▶ 22,100,067			
	Less: allowance for doubtful accounts ▶ 32,003,986			
	4 Pledges receivable ▶ 13,539,872			
	Less: allowance for doubtful accounts ▶ 13,539,872			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ 1,065,516			
	Less: allowance for doubtful accounts ▶ 40,562			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U.S. and state government obligations (attach schedule) Schedule 8 21,116,867			
	b Investments—corporate stock (attach schedule) Schedule 8 429,155,839			
	c Investments—corporate bonds (attach schedule) Schedule 8 25,656,559			
	11 Investments—land, buildings, and equipment: basis ▶ 510,000			
Liabilities	Less: accumulated depreciation (attach schedule) ▶ 510,000			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule) Schedule 10 385,141,918			
	14 Land, buildings, and equipment: basis ▶ 24,122,240			
	Less: accumulated depreciation (attach schedule) ▶ 5,724,798			
	15 Other assets (describe ▶ Schedule 12 1,485,000)			
	16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	982,541,652	663,781,425	663,781,425
	17 Accounts payable and accrued expenses	3,862,749	5,050,645	
	18 Grants payable	19,207,939	16,907,498	
	19 Deferred revenue			
Net Assets or Fund Balances	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ 3,995,770)			
	23 Total liabilities (add lines 17 through 22)	27,066,458	21,958,143	
	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	937,003,793	624,859,525	
	25 Temporarily restricted	10,576,401	9,068,757	
	26 Permanently restricted	7,895,000	7,895,000	
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see page 17 of the instructions)	955,475,194	641,823,282	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	982,541,652	663,781,425	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	955,475,194
2 Enter amount from Part I, line 27a	2	14,053,006
3 Other increases not included in line 2 (itemize) ▶ 3	3	
4 Add lines 1, 2, and 3	4	969,528,200
5 Decreases not included in line 2 (itemize) ▶ Schedule 13 5	5	327,704,918
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	641,823,282

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.)
1a				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	80,842,039
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the 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 page 18 of the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2007	41,088,800	922,756,652	4.45%
2006	36,930,163	815,963,975	4.53%
2005	33,914,557	744,329,891	4.56%
2004	33,403,835	687,274,753	4.86%
2003	28,256,440	605,008,217	4.67%
2 Total of line 1, column (d)			23.07%
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			4.61%
4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5			829,638,960
5 Multiply line 4 by line 3			38,279,542
6 Enter 1% of net investment income (1% of Part I, line 27b)			928,046
7 Add lines 5 and 6			39,207,588
8 Enter qualifying distributions from Part XII, line 4			49,405,573

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 on page 18.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling letter: (attach copy of ruling letter if necessary—see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	928,046	
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2		
3 Add lines 1 and 2	3	928,046	
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	928,046	
6 Credits/Payments:			
a 2008 estimated tax payments and 2007 overpayment credited to 2008	6a	1,950,000	
b Exempt foreign organizations—tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	1,950,000	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,021,954	
11 Enter the amount of line 10 to be: Credited to 2009 estimated tax 1,021,954 Refunded	11	0	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		<input checked="" type="checkbox"/>
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		<input checked="" type="checkbox"/>
c Did the foundation file Form 1120-POL for this year?		N/A
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ (2) On foundation managers. \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		<input checked="" type="checkbox"/>
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		<input checked="" type="checkbox"/>
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	<input checked="" type="checkbox"/>	
b If "Yes," has it filed a tax return on Form 990-T for this year?	<input checked="" type="checkbox"/>	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		<input checked="" type="checkbox"/>
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	<input checked="" type="checkbox"/>	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	<input checked="" type="checkbox"/>	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) New York, California		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	<input checked="" type="checkbox"/>	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2008 or the taxable year beginning in 2008 (see instructions for Part XIV on page 27)? <i>If "Yes," complete Part XIV</i>		<input checked="" type="checkbox"/>
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		<input checked="" type="checkbox"/>

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 page 20 of the instructions)	11		✓
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>www.RBF.org</u>	13	✓	
14	The books are in care of ▶ <u>Leah D'Angelo</u> Telephone no. ▶ <u>212812-4228</u> Located at ▶ <u>475 Riverside Drive, Suite 900, New York, New York</u> ZIP+4 ▶ <u>10115</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ <u>15</u>			

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	✓
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 2008?	1c	✓
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 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 page 20 of the instructions.)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2008 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 2008.)	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	✓
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 2008?	4b	✓

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

- 5a** During the year did the foundation pay or incur any amount to:
- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☒ Yes ☐ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the 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 page 22 of the instructions)? 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 you answered "Yes" to 6b, also 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

5b		✓
6b		✓
7b	N/A	

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 page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Schedule 15		1,426,402	336,706	17,730

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions).
If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Charles Granquist 475 Riverside Dr., Suite 900, NY, NY 10115	Executive Director, 35 hrs.	196,024	56,309	none
Michael Northrop 475 Riverside Dr., Suite 900, NY, NY 10115	Program Director, 35 hrs.	178,861	55,099	2,000
Ben Rodriguez-Cubenas 475 Riverside Dr., Suite 900, NY, NY 10115	Program Director, 35 hrs.	160,298	35,279	2,000
Shenyu Belsky 475 Riverside Dr., Suite 900, NY, NY 10115	Program Director, 35 hrs.	137,901	30,619	2,000
Judy Clark 475 Riverside Dr., Suite 900, NY, NY 10115	Assistant Director, 35 hrs.	132,562	44,381	1,882
Total number of other employees paid over \$50,000				36

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Investure, LLC 126 Garrett St., Suite J, Charlottesville, VA 22902	Investment Management	1,809,533
Greenrock Corporation 200 Lakes Road, Sleepy Hollow, NY 10591	Facilities Maintenance	1,228,333
Silchester International 780 Third Avenue, 42 Fl., New York, NY 10017	Investment Management	394,174
Patterson, Belknap, Webb & Tyler 1133 Avenue of the Americas, New York, NY 10036	Legal	375,877
Iridian Asset Management 276 Post Road West, Westport, CT 06880	Investment Management	319,328
Total number of others receiving over \$50,000 for professional services		9

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 See Schedule 16 - Pocantico Historic Area	4,012,575
2 See Schedule 16 - Assistance to Charitable Organizations	1,490,705
3 See Schedule 16 - Fellowships for Students of Color Entering the Teaching Profession	889,677
4 See Schedule 16 - Pocantico Conference Center	239,836

Part IX-B Summary of Program-Related Investments (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 None	0
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	840,590,154
b	Average of monthly cash balances	1b	1,682,902
c	Fair market value of all other assets (see page 24 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	842,273,056
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	842,273,056
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	12,634,096
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	829,638,960
6	Minimum investment return. Enter 5% of line 5	6	41,481,948

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	41,481,948
2a	Tax on investment income for 2008 from Part VI, line 5	2a	928,046
b	Income tax for 2008. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	928,046
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	40,553,902
4	Recoveries of amounts treated as qualifying distributions	4	4,649
5	Add lines 3 and 4	5	40,558,551
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	40,558,551

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	47,699,164
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	1,706,409
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	49,405,573
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	928,046
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	48,477,527

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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				40,558,551
2 Undistributed income, if any, as of the end of 2007:				
a Enter amount for 2007 only				
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2008:				
a From 2003				
b From 2004				99,557
c From 2005				
d From 2006				
e From 2007				
f Total of lines 3a through e	99,557			
4 Qualifying distributions for 2008 from Part XII, line 4: ▶ \$ 49,405,573				
a Applied to 2007, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
d Applied to 2008 distributable amount				40,558,551
e Remaining amount distributed out of corpus	8,847,022			
5 Excess distributions carryover applied to 2008. (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	8,946,579			
b Prior years' undistributed income. Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions		0		
e Undistributed income for 2007. Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2008. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2009				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a	8,946,579			
10 Analysis of line 9:				
a Excess from 2004				99,557
b Excess from 2005				
c Excess from 2006				
d Excess from 2007				
e Excess from 2008	8,847,022			

Part XIV Private Operating Foundations (see page 27 of the 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 2008, enter the date of the ruling ▶

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

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) 2008	(b) 2007	(c) 2006	(d) 2005	
N/A	N/A	N/A	N/A	N/A
N/A	N/A	N/A	N/A	N/A
N/A	N/A	N/A	N/A	N/A
N/A	N/A	N/A	N/A	N/A
N/A	N/A	N/A	N/A	N/A
N/A	N/A	N/A	N/A	N/A

b 85% of line 2a

c Qualifying distributions from Part XII, line 4 for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c

3 Complete 3a, b, or c for the alternative test relied upon:

a "Assets" alternative test—enter:

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test—enter $\frac{3}{4}$ 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 foundation had \$5,000 or more in assets at any time during the year—see page 27 of the 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).)

NONE

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

NONE

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

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

See Schedule 17

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

See Schedule 17

c Any submission deadlines:

See Schedule 17

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

See Schedule 17

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Schedule 18				34,131,191
Total			▶ 3a	34,131,191
b <i>Approved for future payment</i> See Schedule 18				16,907,499
Total			▶ 3b	16,907,499

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

- | | | Yes | No |
|---|--|-------|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | 1a(1) | ✓ |
| | (2) Other assets | 1a(2) | ✓ |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | ✓ |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | ✓ |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | ✓ |
| | (4) Reimbursement arrangements | 1b(4) | ✓ |
| | (5) Loans or loan guarantees | 1b(5) | ✓ |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | ✓ |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | ✓ |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

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

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

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

Sign Here

Signature of officer or trustee

10.29.09
Date

President

**Paid
Preparer's
Use Only**

Preparer's
signature

Firm's name (or yours if self-employed), address, and ZIP code

Date _____

10/28/09

Check if self-employed ☐

Preparer's identifying
number (see **Signature** on
page 30 of the instructions)

P00916443

EIN ► 13 : 5565207
Phone no. (212) 758-9700

ROCKEFELLER BROTHERS FUND, INC.

13-1760106

475 Riverside Drive, Suite 900

New York, New York 10115

FORM 990-PF

2008

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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, and 990-PF.

OMB No. 1545-0047

2008

Name of the organization

Employer identification number

Rockefeller Brothers Fund, Inc

13

1760106

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

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

General Rule

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

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990, or Form 990-EZ, that met the 33⅓% support test of the regulations under sections 509(a)(1)/170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on Form 990, Part VIII, line 1h or 2% of the amount on Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, aggregate contributions or bequests of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, some contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. (If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year.) ▶ \$

Caution. Organizations that are not covered by the General Rule and/or the Special Rules do not file Schedule B (Form 990, 990-EZ, or 990-PF), but they **must** answer "No" on Part IV, line 2 of their Form 990, or check the box in the heading of their Form 990-EZ, or on line 2 of their Form 990-PF, to certify that they do not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization

Rockefeller Brothers Fund, Inc

Employer identification number

13

1760106

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
-----	David Rockefeller 30 Rockefeller Plaza, Rm 5600 New York, New York 10112	\$ 125,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
-----	Anne Bartley 3580 Clay Street San Francisco, California 94118	\$ 47,823	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
-----	Ingrid Rockefeller 30 Rockefeller Plaza, Rm 5600 New York, New York 10112	\$ 5,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
-----		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
-----		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
-----		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization Rockefeller Brothers Fund, Inc	Employer identification number 13 1760106
---	---

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
.....	\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
.....	\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
.....	\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
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.....	\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
.....	\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
.....	\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

Rockefeller Brothers Fund, Inc

Employer identification number

13

1760106

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
.....	\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
.....	\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
.....	\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
.....	\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
.....	\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
.....	\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
.....	\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Employer identification number

13

1760106

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	625 Shares of Exxon Mobil Corporation	\$ 47,823	10 / 15 / 2008
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
.....	\$ / ... / 00
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
.....	\$ / ... / 00
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
.....	\$ / ... / 00
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
.....	\$ / ... / 00
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
.....	\$ / ... / 00
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
.....	\$ / ... / 00

Name of organization

Rockefeller Brothers Fund, Inc

Employer identification number

13

1760106

Part II Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
.....	\$/...../.....00
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
.....	\$/...../.....00
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
.....	\$/...../.....00
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
.....	\$/...../.....00
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
.....	\$/...../.....00
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
.....	\$/...../.....00
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
.....	\$/...../.....00

Name of organization

Employer identification number

Rockefeller Brothers Fund, Inc

13

1760106

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. 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.) ► \$

(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

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

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

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

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

Name of organization Rockefeller Brothers Fund, Inc	Employer identification number 13 1760106
---	--

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. 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.) ► \$

(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	
.....	

ROCKEFELLER BROTHERS FUND, INC.**13-1760106****475 Riverside Drive, Suite 900****New York, New York 10115****SCHEDULE 1****FORM 990-PF****YEAR 2008**Schedule of Dividends & Interest from Securities *Part I, line 4

Dividends	2,989,678
Interest	768,256

Total line 4, col. (a)	\$3,757,934
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Add: Dividends & Interest per Limited Partnerships K-1s	10,067,810
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Total line 4, col. (b)	<u>\$13,825,744</u>
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* Partnership income booked on cash receipts basis.

Schedule of Capital Gains and Losses

Part IV, line 2

	Gain or (Loss)
MFS	\$ 31
Frontier Capital Management	8,044,553
Westport Asset Management	8,096,253
Silchester International	48,097,884
Jennison Associates	630,401
Southern Asset Management	(3,175,047)
Iridian Asset Management	(1,989,696)
Warburg Pincus	(734,412)
Security Capital	73,200
Operating Reserve Fund	104,776
TIFF Absolute Return Pool	18,321
Mariner Select	2,825,794
GMO Emerging Market Fund	6,356,349
Investure Cash Fund	42,011
Axiom International	(2,468,994)
Alpine Real Estate	0
Alpine International	(3,200,424)
Colchester Global Fund	10,817
Rockwater Asset Management	1,604,659
Fiduciary Asset Management	621,510
LSV Emerging Markets	8,253,959
Investure Fixed Income	609,005
Private Advisors Income Fund	(14,995)
Third Avenue International	(2,679,288)
Fairholme	274,185
Income from partnerships accrued in audited financial statements	(14,266,699)
Net Gains per Books	57,134,152
Actual gains per limited partnerships (See attached schedule)	9,441,187
Less estimated income from partnerships accrued in audited financial statements	14,266,699
Total Part IV, line 2	80,842,038

ROCKEFELLER BROTHERS FUND, INC.**13-1760106****475 Riverside Drive, Suite 900****New York, New York 10115****FORM 990-PF****YEAR 2008**Schedule of Limited Partnerships' Gains and Losses per Schedules K-1Part IV

1818 Mezzanine	\$ 141,657
Ampersand 2001 Limited Partnership	(104,054)
Axiom International Equity Fund	(9,229,508)
Cabot Industrial Value Fund II	35,724
Carlyle Riverstone TE Partners III, LP	729,806
Colchester Global Bond Fund	11,489
Contrarian Capital Fund I, LP	(376,225)
CSFB Strategic Partners II	157,644
CSFB Strategic Partners III	243,443
CSFB Strategic Partners III VC	393,106
Cypress Merchant Banking Partners II, LP	49,169
DLJ Strategic Partners, LP	101,388
Investure Emerging Mrkt Fund LP	1,672,452
J.H. Whitney III	(59,542)
J.H. Whitney IV	(7,217)
Kayne Anderson Energy Fund III	51,347
LSV Emerging Markets Equity Fund, LP	649,957
Lehman Brothers Co-Investment Partners, LP	(107,056)
Lehman Brothers Secondary Opportunities Fund	324,544
Lexington Capital Partners II, LP	35,488
Lexington Capital Partners IV, LP	194,268
Morgan Stanley Real Estate Fund V International - TE, LP	2,489,918
Morgan Stanley Real Estate Fund VI	28,992
Natural Gas Partners VIII	289,195
New Enterprise Associates 10	(173,391)
Palamon European Equity 'B', LP	(930,476)
Private Advisors Income Fund, LP	76,913
Private Advisors Small Company Buyout Fund II, LP	154,870
Prospect Venture Partners	49,895
Silchester International	14,327,419
Siguler Guff	47,367
TCV IV	84,085
Three Arch Capital IV	219,363
Three Arch Capital, LP	142,746
Third Avenue Institutional Int'l Value Fund, LP	(2,449,062)
TIFF Partners I	(8,471)
TIFF Partners II	346,845
TIFF Partners IV	756,886
Trinity Ventures VI	245
Trinity Ventures VII	(53,146)
Trinity Ventures VIII	(83,605)
Weston Presidio Capital III	(597,768)
Weston Presidio Capital IV	(149,096)
Combined FAMCO K-1's:	
Atlas Pipeline Holdings, LP	(38,054)
Plains All American Pipeline LP	1,637

\$ 9,441,187

ROCKEFELLER BROTHERS FUND, INC.**13-1760106****475 Riverside Drive, Suite 900****New York, New York 10115****SCHEDULE 3****FORM 990-PF****YEAR 2008**Schedule of Other Income *Part I, line 11

Miscellaneous Investment Income	74,660
Administrative Income	3,500
Income from Subleases	521,906

Total line 11, col. (a)	\$600,066
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Add: Other Income per Limited Partnerships K-1s (See attached schedule)	1,646,415
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Total line 11, col. (b)	<u>\$2,246,481</u>
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* Partnership income booked on cash receipts basis.

Schedule of Other Income

Part I, line 11, col. (b)

	Other Income	Deductions Related to Portfolio Income	Net Other Income
Net Income received from the following Partnerships: *			
1818 Mezzanine		(6,022)	(6,022.00)
Alinda Infrastructure Fund I, LP	(19,458)	(234,296)	(253,754.00)
Ampersand 2001 Limited Partnership		(59,441)	(59,441.00)
Axiom International Equity Fund	(163,806)	(63,890)	(227,696.00)
Cabot Industrial Value Fund II	1	(1,082)	(1,081.00)
Carlyle Riverstone Partners Renewable Energy	(27,988)	(150,777)	(178,765.00)
Carlyle Riverstone TE Partners III, LP	12,347	(177,509)	(165,162.00)
Colchester Global Bond Fund	2,018,410		2,018,410.00
Contrarian Capital Fund I, LP	(267,915)	(7,934)	(275,849.00)
CSFB Strategic Partners II	22,254	(55,532)	(33,278.00)
CSFB Strategic Partners III	40,658	(252,760)	(212,102.00)
CSFB Strategic Partners III VC	6,245	(192,353)	(186,108.00)
Cypress Merchant Banking Partners II, LP		(30,939)	(30,939.00)
DLJ Strategic Partners, LP	2,246	(28,274)	(26,028.00)
Investure Emerging Mkt Fund LP	(26,206)	(503,131)	(529,337.00)
J.H. Whitney III	(105)	(975)	(1,080.00)
J.H. Whitney IV		(3,629)	(3,629.00)
Kayne Anderson Energy Fund III	305,030	(76,770)	228,260.00
Kayne Anderson Energy Fund IV		(106,825)	(106,825.00)
LSV Emerging Markets Equity Fund, LP	(10,355)	(39,058)	(49,413.00)
Lehman Brothers Co-Investment Partners, LP	14	(106,299)	(106,285.00)
Lehman Brothers Secondary Opportunities Fund	19,661	(240,371)	(220,710.00)
Lexington Capital Partners II, LP	(9,075)	(30,984)	(40,059.00)
Lexington Capital Partners IV, LP	44,917	(84,336)	(39,419.00)
Morgan Stanley Real Estate Fund V International - TE, LP	(210,197)	(70,654)	(280,851.00)
Morgan Stanley Real Estate Fund VI	(1,575)	(61,379)	(62,954.00)
Natural Gas Partners VIII	17,568	(84,299)	(66,731.00)
New Enterprise Associates 10		(37,972)	(37,972.00)
NGP Energy Technology Partners		(15,081)	(15,081.00)
Palamon European Equity 'B', LP	271,219	(134,149)	137,070.00
Permira IV LP 1	(11,492)	(1,898,812)	(1,910,304.00)
Private Advisors Income Fund, LP	35,911	(130,151)	(94,240.00)
Private Advisors Small Company Buyout Fund II, LP	47,697	(285,894)	(238,197.00)
Prospect Venture Partners		(52,973)	(52,973.00)
Silchester International	5,728,883	(122,620)	5,606,263.00
Siguler Guff	298	270,835	271,133.00
TCV IV	(14)	(112,341)	(112,355.00)
Three Arch Capital IV		(126,208)	(126,208.00)
Three Arch Capital, LP		(98,906)	(98,906.00)
Third Avenue Institutional Int'l Value Fund, LP	(208,297)	(227,013)	(435,310.00)
TIFF Partners I	7,115	(14,991)	(7,876.00)
TIFF Partners II	45,307	(44,753)	554.00
TIFF Partners IV	37,716	(105,879)	(68,163.00)
Trinity Ventures VI		(15,494)	(15,494.00)
Trinity Ventures VII		(33,939)	(33,939.00)
Trinity Ventures VIII		(32,154)	(32,154.00)
Weston Presidio Capital III		(33,170)	(33,170.00)
Weston Presidio Capital IV		(85,305)	(85,305.00)
Weston Presidio V, L.P.		(98,451)	(98,451.00)

ROCKEFELLER BROTHERS FUND, INC.**13-1760106****475 Riverside Drive, Suite 900****New York, New York 10115****SCHEDULE 3****FORM 990-PF****YEAR 2008****Combined FAMCO K-1's:**

Alliance Holdings GP, LP	(217)		(217.00)
Atlas Pipeline Holdings, LP	2,211	(2,234)	(23.00)
Copano Energy, LLC	0	(3)	(3.00)
DCP Midstream Partners, LP	(720)		(720.00)
EL Paso Pipeline Partners	(2,013)		(2,013.00)
Enterprise Products Partners LP	(597)		(597.00)
EV Energy Partners, LP	86,687	(26,756)	59,931.00
Genesis Energy LP	(12)		(12.00)
Global Partners LP		(3)	(3.00)
Inergy LP	(2)		(2.00)
Markwest Energy Partners, LP	(6)	(4)	(10.00)
Plains All American Pipeline LP	(1)	(1,066)	(1,067.00)
Spectra Energy Partners LP	(1,729)		(1,729.00)
TEPPCO Partners, LP	(657)		(657.00)
TC Pipelines LP	(912)		(912.00)
US Shipping Partners	(28)	(457)	(485.00)
Williams Pipeline Partners LP	(7,140)		(7,140.00)
	<u>\$ 7,781,878</u>	<u>\$ (6,135,463)</u>	

Other Income from Limited Partnerships

1,646,415

* Partnership income reported for investment income tax purposes on basis of Schedules K-1.

Attachments to IRS Form 990-PF
Rockefeller Brothers Fund, Inc.
13-1760106
Tax Year 2008

Schedule 4: Part I, Line 16a - Legal Fees

<u>Type of service</u>	<u>Amount</u>
1 General Legal Services	332,821
Total	<u><u>332,821</u></u>

Schedule 4: Part I, Line 16b - Accounting Fees

<u>Type of service</u>	<u>Amount</u>
1 Annual Financial Statements & 401K Audits and Tax Review	160,000
Total	<u><u>160,000</u></u>

Schedule 4: Part I, Line 16c - Other Professional Fees

<u>Type of service</u>	<u>Amount</u>
1 Investment Management Fees	3,730,384
2 Facilities Maintenance	1,451,717
3 Custody Fees	331,049
4 Consulting	1,001,258
Total	<u><u>6,514,409</u></u>

Attachments to IRS Form 990-PF
Rockefeller Brothers Fund, Inc.
13-1760106
Tax Year 2008

Schedule 5: Part I, Line 18 - Taxes

Type of tax	Amount
1 Federal Excise and Other Taxes	(2,940,807)
Total	<u>(2,940,807)</u>

13-1760106
475 Riverside Drive, Suite 900
New York, New York 10115

SCHEDULE 6
FORM 990-PF
YEAR 2008

SCHEDULE OF DEPRECIATION

Part I, line 19

[illegible]

Attachments to IRS Form 990-PF
Rockefeller Brothers Fund, Inc.
13-1760106
Tax Year 2008

Schedule 7: Part I, Line 23 - Other Expenses

Description		Amount
1	Printing & Stationery	29,180
2	Postage	18,048
3	Messenger	2,792
4	Dues & Subscriptions	17,629
5	Office Supplies	46,877
6	Maintenance & Repairs	120,659
7	Telephone	98,794
8	Staff Development & Retreat	79,389
9	General Insurance	236,911
10	Equipment Leases	30,532
11	Temporary Help & Employment Agency Fees	239,784
12	Fellowship Program Misc. Expense	48,082
13	Collections Maintenance	50,966
14	Miscellaneous General Office	140,041
Total		<u>1,159,685</u>

Attachments to IRS Form 990-PF
Rockefeller Brothers Fund, Inc.
13-1760106
Tax Year 2008

Schedule 8: Part II, Line 10 - Investments—Government Obligations, Corporate Stocks and Bonds

Line 10a - Investments - U.S. and state government obligations	Valued at Cost or Market Value	End of Year	
		Book Value	Fair Market Value
Total U.S. Government obligations			
1 INVESTURE FIXED INCOME		18,374,170	18,374,170
Total		18,374,170	18,374,170
<hr/>			
Line 10b - Investments - Corporate Stock			
1 THIRD AVENUE INSTITUTIONAL VALUE FUND		11,359,554	11,359,554
2 ALPINE INTERNATIONAL REAL ESTATE EQUITY FUND		4,356,116	4,356,116
3 AXIOM INTERNATIONAL EQUITY FUND		20,642,347	20,642,347
4 SECURITY CAPITAL RESEARCH		13,222,590	13,222,590
5 IRIDIAN ASSET MANAGEMENT		21,314,578	21,314,578
6 SOUTHEASTERN ASSET MANAGEMENT		17,549,974	17,549,974
7 INVESTURE CASH		20,195	20,195
8 FAIRHOLME		13,774,834	13,774,834
9 SILCHESTER INTERNATIONAL		22,568,802	22,568,802
10 INVESTURE EMERGING MARKETS		36,223,318	36,223,318
11 FIDUCIARY ASSET MANAGEMENT		5,985,811	5,985,811
Total		167,018,119	167,018,119
<hr/>			
Line 10c - Investments - Corporate Bonds			
1 COLCHESTER GLOBAL BOND FUND		12,284,640	12,284,640
Total		12,284,640	12,284,640

Attachments to IRS Form 990-PF
Rockefeller Brothers Fund, Inc.
13-1760106
Tax Year 2008

Schedule 9: Part II, Line 11 - Investments—Land, Buildings, and Equipment

Description:	Cost or Other Basis	Accumulated Depreciation	End of Year	
			Book Value	Fair Market Value
1 REAL ESTATE	510,000		510,000	510,000
Total	510,000	0	510,000	510,000

Attachments to IRS Form 990-PF
Rockefeller Brothers Fund, Inc.
13-1760106
Tax Year 2008

Schedule 10: Part II, Line 13 - Investments—Other

Description:	Valued at Cost or Market Value	End of Year	
		Book Value	Fair Market Value
1 ALINDA INFRASTRUCTURE		7,049,716	7,049,716
2 AMPERSAND 2001		7,388,311	7,388,311
3 BB 1818 MEZZANINE		482,848	482,848
4 CABOT INDUSTRIAL VALUE FUND II		8,335,416	8,335,416
5 CONTRARIAN		11,380,234	11,380,234
6 CONVEXITY OFFSHORE		19,671,580	19,671,580
7 DLJ STRATEGIC EQUITY		1,324,936	1,324,936
8 CSFB STRATEGIC PARTNERS II		2,071,486	2,071,486
9 CSFB STRATEGIC PARTNERS III LP		7,592,982	7,592,982
10 CSFB STRATEGIC PARTNERS III VC		4,395,994	4,395,994
11 CYPRESS MERCHANT II		1,831,088	1,831,088
12 ETON PARK OVERSEAS FUND		19,196,720	19,196,720
13 EUROPA II		2,314,058	2,314,058
14 FIR TREE VALUE INTERNATIONAL		20,198,545	20,198,545
15 FIR TREE INTERNATIONAL FUND II		7,897,440	7,897,440
16 INVESTURE ALTERNATIVE FUND		87,683,850	87,683,850
17 INVESTURE EVERGREEN FUND		50,949,717	50,949,717
18 JMB IV		19,965	19,965
19 KAYNE ANDERSON ENERGY FUND III		1,908,516	1,908,516
20 KAYNE ANDERSON ENERGY FUND IV		1,153,914	1,153,914
21 LEHMAN BROTHERS CO-INVESTMENT PARTNERS, LP		4,968,814	4,968,814
22 LEHMAN BROTHERS SECONDARY OPPORTUNITIES FUND		5,963,192	5,963,192
23 LEXINGTON CAPITAL PARTNERS II, LP		1,182,363	1,182,363
24 LEXINGTON CAPITAL PARTNERS IV, LP		2,083,939	2,083,939
25 MORGAN STANLEY REAL ESTATE FUND V		4,191,330	4,191,330
26 MORGAN STANLEY REAL ESTATE FUND VI		1,030,555	1,030,555
27 NEW ENTERPRISE ASSOCIATES, 10		2,390,252	2,390,252
28 NATURAL GAS PARTNERS VIII		4,713,555	4,713,555
29 NGP ENERGY TECHNOLOGY		646,236	646,236
30 NOMAD		17,419,835	17,419,835
31 ORION EUROPEAN R.E. FUND II		982,334	982,334
32 OSS OVERSEAS LTD		12,348,159	12,348,159
33 PRIVATE ADVISORS SMALL BUYOUT II		5,679,734	5,679,734
34 PALAMON EUROPEAN		7,319,855	7,319,855
35 PERMIRA EUROPE III		4,094,985	4,094,985
36 PERMIRA EUROPE IV		1,919,821	1,919,821
37 PRIVATE ADVISORS INCOME FUND		13,891,919	13,891,919
38 PROSPECT II		1,166,164	1,166,164
39 RIVERSTONE ENERGY III		19,489,560	19,489,560
40 RIVERSTONE RENEWABLE I		5,458,312	5,458,312
41 SIGULER GUFF		5,170,425	5,170,425
42 TCV IV		3,335,006	3,335,006
43 THREE ARCH III		3,409,824	3,409,824
44 THREE ARCH IV		2,110,191	2,110,191
45 TIFF PARTNERS I		333,292	333,292
46 TIFF PARTNERS II		1,061,298	1,061,298
47 TIFF PARTNERS IV		4,676,095	4,676,095
48 TRINITY VI		221,238	221,238
49 TRINITY VII		1,359,527	1,359,527
50 TRINITY VIII		1,664,532	1,664,532
51 WESTON PRESIDIO III		1,311,411	1,311,411
52 WESTON PRESIDIO IV		3,207,627	3,207,627
53 WESTON PRESIDIO V		2,258,321	2,258,321

Attachments to IRS Form 990-PF
Rockefeller Brothers Fund, Inc.
13-1760106
Tax Year 2008

54	J.H. WHITNEY III	306,022	306,022
55	J.H. WHITNEY IV	234,398	234,398
Total		<u>410,447,437</u>	<u>410,447,437</u>

Attachments to IRS Form 990-PF
Rockefeller Brothers Fund, Inc.
13-1760106
Tax Year 2008

Schedule 11: Part II, Line 14 - Land, Buildings, and Equipment

Description:	Cost or Other Basis	Accumulated Depreciation	End of Year	
			Book Value	Fair Market Value
1 LEASEHOLD IMPROVEMENTS	21,359,569	15,775,828	5,583,741	5,583,741
2 COMPUTER EQUIPMENT & SOFTWARE	1,671,147	1,552,108	119,039	119,039
3 OFFICE EQUIPMENT	1,091,524	1,029,871	61,653	61,653
Total	24,122,240	18,357,807	5,764,433	5,764,433

Schedule 12: Part II, Line 15 - Other Assets

Description:	End of Year	
	Book Value	Fair Market Value
1 Program-Related Loan Receivable	1,485,000	1,485,000
Total	1,485,000	1,485,000

Attachments to IRS Form 990-PF
Rockefeller Brothers Fund, Inc.
13-1760106
Tax Year 2008

Schedule 13: Part III, Line 5 - Decreases Not Included in Line 2

Description	Amount
1 CHANGE IN UNREALIZED APPRECIATION ON INVESTMENTS	325,218,771
2 NET PERIODIC BENEFIT COST	2,486,147
Total	327,704,918

SCHEDULE 14

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

Program-Related Investment Loan

1 Name and Address of Recipient:

RAMON MAGSAYSAY AWARD FOUNDATION
1680 Roxas Boulevard
1004, Manila PHILIPPINES

2 Date and Amount of Loan:

July 28, 1994	\$ 468,061.00
July 29, 1994	1,020,230.00
November 4, 1994	183,130.00
January 12, 1995	429,017.25
March 15, 1995	169,432.00
May 10, 1995	217,273.75
October 13, 1995	101,969.15
December 20, 1995	<u>410,886.85</u>
	\$3,000,000.00

Loan Re-payment through 12/31/08 <1,515,000.00>

3 Purpose of Loan:

For the renovation and upgrading of the Magsaysay Center.

4 Amount Expended by the Borrower:

The Lender has received from Borrower narrative and financial reports certifying that the entire amount of the loan was expended for the purpose for which it was made.

5 Whether the Grantee--to the knowledge of the Grantor--made any diversions of funds from the purpose of the Grant:

No.

6 Date of Reports received from the Grantee:

On November 7, 1994, and May 4, 1995, Lender received narrative and expenditure reports from Borrower certifying that the entire amount of the loan was expended for the purpose for which it was made. Pursuant to the loan agreement, the Lender receives quarterly unaudited financial statements from the Borrower, as well as annual audited financial statements. Such financial statements have been received for each quarter and year since the loan was made.

7 Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

(Remaining open from 2002, 2003, 2004, 2005, 2006 and 2007)

1. Name and Address of Recipient:

RADIO TELEVISION B92
Makedonska 22/VI
Beograd 11 000
YUGOSLAVIA

2. Date and Amount of Grant:

5/31/01 \$15,000

3. Purpose of Grant:

For a conference, "In Search of Truth and Responsibility: Toward a Democratic Future."

4. Amount Expended by Grantee:

Not currently known. Grantor is awaiting an updated report and has made efforts to secure same from grantee. Future payments to grantees who are delinquent in submitting satisfactory reports will be withheld.

5. Whether the Grantee--to the knowledge of the Grantor--made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

See number 4 above.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

(Remaining open from 2002, 2003, 2004, 2005, 2006, and 2007)

1. Name and Address of Recipient:

PUTER FOUNDATION
Permata Cimanggu Blok A No. 4
R.T./R.W. 008/007 Kedung Badak - Tanah Sareal
Bogor 16710
INDONESIA

2. Date and Amount of Grant:

10/1/01 \$35,000

3. Purpose of Grant:

To the Indonesian Network of Coastal and Marine NGOs (Jaring Pela).

4. Amount Expended by Grantee:

Not currently known. Grantor is awaiting an updated report and has made efforts to secure same from grantee. Future payments to grantees who are delinquent in submitting satisfactory reports will be withheld

5. Whether the Grantee--to the knowledge of the Grantor--made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

See number 4 above.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

#01-107

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

(Remaining open from 2003, 2004, 2005, 2006, and 2007)

1. Name and Address of Recipient:

PUTER FOUNDATION
Permata Cimanggu Blok A No. 4
R.T./R.W. 008/007 Kedung Badak - Tanah Sareal
Bogor 16710
INDONESIA

2. Date and Amount of Grant:

8/1/02 \$35,000

3. Purpose of Grant:

As a contribution to the Indonesian Network of Coastal and Marine NGOs (Jaring Pela).

4. Amount Expended by Grantee:

Not currently known. Grantor is awaiting an updated report and has made efforts to secure same from grantee. Future payments to grantees who are delinquent in submitting satisfactory reports will be withheld

5. Whether the Grantee--to the knowledge of the Grantor--made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

See number 4 above.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

(Remaining open from 2002, 2003, 2004, 2005, 2006 and 2007)

1. Name and Address of Recipient:

COUNCIL ON RENEWABLE ENERGY IN THE MEKONG REGION
c/o Solar Energy Research & Training Center
Naresuan University
Phitsanulok
THAILAND

2. Date and Amount of Grant:

8/1/01 \$40,000

3. Purpose of Grant:

Toward teaching, research, and outreach programs.

4. Amount Expended by Grantee:

The entire amount. Grantor has received from grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose in which it was made.

5. Whether the Grantee--to the knowledge of the Grantor--made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

On August 19, 2009, grantor has received from grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose in which it was made.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

(Remaining open from 2003, 2004, 2005, 2006, and 2007)

1. Name and Address of Recipient:

CITIZENS ACTION – CENTER FOR COMMUNITY ORGANIZING
Kapitulska 13
974 01 Banska Bystrica
SLOVAKIA

2. Date and Amount of Grant:

12/23/02 \$40,000

3. Purpose of Grant:

As a contribution for core support.

4. Amount Expended by Grantee:

The entire amount. Grantor has received from grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose in which it was made.

5. Whether the Grantee--to the knowledge of the Grantor--made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

On April 2, 2004, grantor has received from grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose in which it was made.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

(Remaining open from 2004, 2005, 2006, and 2007)

1. Name and Address of Recipient:

A ROCHA – CHRISTIANS FOR CONSERVATION
Kostnicka str. 85
CZ – 384 21 HUSINEC
CZECH REPUBLIC

2. Date and Amount of Grant:

10/2/03 \$12,500

3. Purpose of Grant:

For general budgetary purposes.

4. Amount Expended by Grantee:

The entire amount. Grantor has received from the grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose in which it was made.

5. Whether the Grantee--to the knowledge of the Grantor--made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

On October 10, 2004, grantor received from grantee narrative and financial reports certifying that the full amount of the grant was expended for the purpose for which it was made.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

(Remaining open from 2006 and 2007)

1. Name and Address of Recipient:

INSTITUTE OF NATURAL RESOURCES
Private Bag X01
Scottsville 3209
SOUTH AFRICA

2. Date and Amount of Grant:

12/14/04 \$41,000

3. Purpose of Grant:

As a contribution to its African Roots Project.

4. Amount Expended by Grantee:

The entire amount. Grantor has received from grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose in which it was made.

5. Whether the Grantee--to the knowledge of the Grantor--made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

On October 5, 2008, grantor received from grantee narrative and expenditure reports certifying that the full amount of the grant was expended for the purpose in which it was made.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

(Remaining open from 2004, 2005, 2006, and 2007)

1. Name and Address of Recipient:

YUNNAN PARTICIPATORY WATERSHED MANAGEMENT
RESEARCH AND PROMOTION CENTER
7th Floor, Old Building of Yunnan Social Academy
No. 133 Qixiang Road
Kunming, Yunnan Province
CHINA 650034

2. Date and Amount of Grant:

10/21/03 \$30,000

3. Purpose of Grant:

Toward its work on Participatory Social Impact Assessment.

4. Amount Expended by Grantee:

Not currently known. Grantor is awaiting an updated report and has made efforts to secure same from grantee. Future payments to grantees who are delinquent in submitting satisfactory reports will be withheld

5. Whether the Grantee--to the knowledge of the Grantor--made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

See number 4 above.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

#03-167

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

(Remaining open in 2007)

1. Name and Address of Recipient:

YUNNAN PARTICIPATORY WATERSHED MANAGEMENT
RESEARCH AND PROMOTION CENTER
7th Floor, Old Building of Yunnan Social Academy
No. 133, Qixiang Road
Kunming, Yunnan Province
CHINA 650034

2. Date and Amount of Grant:

12/19/05 \$30,000

3. Purpose of Grant:

To its work on Participatory Social Impact Assessment.

4. Amount Expended by Grantee:

Not currently known. Grantor is awaiting an updated report and has made efforts to secure same from grantee. Future payments to grantees who are delinquent in submitting satisfactory reports will be withheld

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

See number 4 above.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

#03-167

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

(Remaining Open from 2005, 2006, and 2007)

1. Name and Address of Recipient:

TRAIL ASSOCIATION
Dusanova 4/2
18000 Nis
SERBIA & MONTENEGRO

2. Date and Amount of Grant:

12/31/03 \$25,000

3. Purpose of Grant:

For its youth winter camp "In the Name of Our Future."

4. Amount Expended by Grantee:

Not currently known. Grantor is awaiting an updated report and has made efforts to secure same from grantee. Future payments to grantees who are delinquent in submitting satisfactory reports will be withheld.

5. Whether the Grantee--to the knowledge of the Grantor--made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

See number 4 above.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

(Remaining open from 2006 and 2007)

1. Name and Address of Recipient:

MULTIETHNIC CHILDREN AND YOUTH PEACE CENTER
House of Culture, 3rd Floor
MITROVICA, KOSOVO

2. Date and Amount of Grant:

1/8/04 \$10,000

3. Purpose of Grant:

As a contribution for its multiethnic magazine project.

4. Amount Expended by Grantee:

Not currently known. Grantor is awaiting an updated report and has made efforts to secure same from grantee. Future payments to grantees who are delinquent in submitting satisfactory reports will be withheld.

5. Whether the Grantee--to the knowledge of the Grantor--made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

See number 4 above.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

(Remaining open from 2006 and 2007)

1. Name and Address of Recipient:

BELGRADE FUND FOR POLITICAL EXCELLENCE
Dositejeva 9, 11000 Belgrade
SERBIA AND MONTENEGRO

2. Date and Amount of Grant:

8/9/05 \$75,000

3. Purpose of Grant:

As a contribution for general budgetary support.

4. Amount Expended by Grantee:

The entire amount. Grantor has received from the grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose in which it was made.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

On August 23, 2009, grantor received from grantee narrative and financial reports certifying that the full amount of the grant was expended for the purpose for which it was made.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

1. Name and Address of Recipient:

FOURTH FREEDOM FORUM, INC.
803 Main Street
Goshen, INDIANA 46528-2632

2. Date and Amount of Grant:

9/9/04 \$25,000

3. Purpose of Grant:

As a contribution for public outreach associated with the Forum's Secure America project.

4. Amount Expended by Grantee:

The entire amount. Grantor has received from the grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose in which it was made.

5. Whether the Grantee--to the knowledge of the Grantor--made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

On September 9, 2009, grantor received from grantee narrative and financial reports certifying that the full amount of the grant was expended for the purpose for which it was made.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

(Remaining open from 2006 and 2007)

1. Name and Address of Recipient:

BENTON FOUNDATION
The Commonwealth Building
1625 K Street, N.W., 11th Floor
WASHINGTON, D.C. 20006

2. Date and Amount of Grant:

12/23/04 \$100,000

3. Purpose of Grant:

Toward its OneWorld U.S. project.

4. Amount Expended by Grantee:

The entire amount. Grantor has received from the grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose in which it was made.

5. Whether the Grantee--to the knowledge of the Grantor--made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

On September 15, 2009, grantor received from grantee narrative and financial reports certifying the entire amount of the grant was expended for the purpose for which it was made.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

1. Name and Address of Recipient:

GREEN NETWORK OF VOJVODINA
Heroja Pinkija 32
21000 Novi Sad
Vojvodina
STATE UNION OF SERBIA AND MONTENEGRO

2. Date and Amount of Grant:

1/23/07 \$55,000

3. Purpose of Grant:

As a contribution for general operating support.

4. Amount Expended by Grantee:

The entire amount. Grantor has received from grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose in which it was made.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

On April 3, 2008, grantor received from grantee narrative and expenditure reports certifying that the full amount of the grant was expended for the purpose in which it was made.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

(Remaining open from 2006 and 2007)

1. Name and Address of Recipient:

ZED BOOKS, LTD.
7 Cynthia Street
LONDON, N1 9JF
ENGLAND

2. Date and Amount of Grant:

3/15/05 \$6,000

3. Purpose of Grant:

As a contribution to the translation into English of *Islam et Liberte*, by Mohamed Charfi.

4. Amount Expended by Grantee:

Not currently known. Grantor is awaiting an updated report and has made efforts to secure same from grantee. Future payments to grantees who are delinquent in submitting satisfactory reports will be withheld.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

See number 4 above.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

1. Name and Address of Recipient:

KOSOVAR INSTITUTE FOR POLICY RESEARCH AND DEVELOPMENT
Bregu I Diellit, Zona Prendimore, Rr. III
39 Pristina
UNMIK, KOSOVO

2. Date and Amount of Grant:

12/18/06 \$30,000

3. Purpose of Grant:

As a contribution to general support.

4. Amount Expended by Grantee:

The entire amount. Grantor has received from the grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose in which it was made.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

On July 15, 2008, grantor received from grantee narrative and financial reports certifying that the full amount of the grant was expended for the purpose for which it was made.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

(Remaining open from 2006 and 2007)

1. Name and Address of Recipient:

COMMUNITY CENTER-BAR
55 Jovana Tomasevica
85000 Bar
SERBIA AND MONTENEGRO

2. Date and Amount of Grant:

9/30/05 \$25,000

3. Purpose of Grant:

As a contribution for core needs and institutional strengthening of itself and two other community centers in Montenegro.

4. Amount Expended by Grantee:

\$20,000. Grantor received narrative and expenditure reporting that \$20,000 of the grant was expended; a balance of \$5,000 remains. Not currently known. Grantor is awaiting an updated report and has made efforts to secure same from grantee. Future payments to grantees who are delinquent in submitting satisfactory reports will be withheld.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

On October 31, 2006, grantor received from grantee narrative and expenditure reports certifying that \$20,000 of grant was spent. The report on the balance of \$5,000 was overdue in 2007.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

(Remaining open from 2007)

1. Name and Address of Recipient:

COMMUNITY CENTER-BAR
55 Jovana Tomasevica
85000 Bar
SERBIA

2. Date and Amount of Grant:

12/18/06 \$25,000

3. Purpose of Grant:

As a contribution for core needs and institutional strengthening of itself and tow other community centers in Montenegro.

4. Amount Expended by Grantee:

Not currently known. Grantor is awaiting an updated report and has made efforts to secure same from grantee. Future payments to grantees who are delinquent in submitting satisfactory reports will be withheld.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

See number 4 above.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

(Remaining open from 2006 and 2007)

1. Name and Address of Recipient:

MEDIA CENTAR NIS
Obrenoviceva 38
18000 Nis
SERBIA and MONTENEGRO

2. Date and Amount of Grant:

11/29/05 \$30,000

3. Purpose of Grant:

As a contribution to a project to produce a weekly video newsletter publicizing the efforts and achievements of local NGOs in southeast Serbia.

4. Amount Expended by Grantee:

The entire amount. Grantor has received from the grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose in which it was made.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

On December 1, 2006, grantor received from grantee narrative and financial reports certifying that the full amount of the grant was expended for the purpose for which it was made.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

(Remaining open since 2007)

1. Name and Address of Recipient:

MEDIA CENTAR NIS
Obrenoviceva 38
18000 Nis
SERBIA

2. Date and Amount of Grant:

12/18/06 \$30,000

3. Purpose of Grant:

As a contribution to a project to produce a weekly video newsletter publicizing the efforts and achievements of local NGOs in southeast Serbia.

4. Amount Expended by Grantee:

Not currently known. Grantor is awaiting an updated report and has made efforts to secure same from grantee. Future payments to grantees who are delinquent in submitting satisfactory reports will be withheld.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

See number 4 above.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

(Remaining open from 2006 and 2007)

1. Name and Address of Recipient:

KOSOVAR STABILITY INITIATIVE
Dardania R.B. 1/1-5
PRISHTINE, KOSOVO

2. Date and Amount of Grant:

8/5/05 \$20,000

3. Purpose of Grant:

As a contribution toward general support.

4. Amount Expended by Grantee:

The entire amount. Grantor has received from grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose in which it was made.

5. Whether the Grantee--to the knowledge of the Grantor--made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

On December 20, 2006, Grantor has received from grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose in which it was made.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

(Remaining open since 2007)

1. Name and Address of Recipient:

KOSOVAR STABILITY INITIATIVE
Dardania R.B. 1/1-5
Prishtine 10000
KOSOVO

2. Date and Amount of Grant:

12/20/06 \$20,000

3. Purpose of Grant:

As a contribution to general support.

4. Amount Expended by Grantee:

Not currently known. Grantor is awaiting an updated report and has made efforts to secure same from grantee. Future payments to grantees who are delinquent in submitting satisfactory reports will be withheld.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

See number 4 above.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

(Remaining open from 2006 and 2007)

1. Name and Address of Recipient:

THE DEVELOPMENT SCHOOL
58 Lordship Road
LONDON, N16 0QT
UNITED KINGDOM

2. Date and Amount of Grant:

9/22/05 \$15,000

3. Purpose of Grant:

For support of participation from Serbia and Montenegro in the postgraduate program, MA
Social Development Practice.

4. Amount Expended by Grantee:

Not currently known. Grantor is awaiting an updated report and has made efforts to secure
same from grantee. Future payments to grantees who are delinquent in submitting satisfactory
reports will be withheld.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the
purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

See number 4 above.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

(Remaining open from 2006 and 2007)

1. Name and Address of Recipient:

LUMIERE PRODUCTIONS, INC.
26 West 17th Street
NEW YORK, NEW YORK 10011

2. Date and Amount of Grant:

9/30/05 \$20,000

3. Purpose of Grant:

As a contribution for a documentary film entitled *When Muppets Dream of Peace*.

4. Amount Expended by Grantee:

The entire amount. Grantor has received from grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose in which it was made.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

On December 13, 2007, grantor received from grantee narrative and expenditure reports certifying that the full amount of the grant was expended for the purpose in which it was made.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

1. Name and Address of Recipient:

ASIAN CULTURAL COUNCIL
6 West 48th Street
NEW YORK, NEW YORK 10036

2. Date and Amount of Grant:

12/29/05 \$200,000

3. Purpose of Grant:

As a contribution toward general operating expenses during the organization's 2006 and 2007 fiscal years.

4. Amount Expended by Grantee:

The entire amount. Grantor has received from the grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose in which it was made.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

On April 30, 2007, grantor received from grantee narrative and financial reports certifying that the full amount of the grant was expended for the purpose for which it was made.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

(Remaining open from 2007)

1. Name and Address of Recipient:

CRISIS MANAGEMENT INITIATIVE
Pieni Roobertinkatu 13 B 24-36
FI-00130 Helsinki
FINLAND

2. Date and Amount of Grant:

1/10/06 \$30,000

3. Purpose of Grant:

As a contribution to its work assisting the United Nations Office of the Special Envoy for Kosovo (UNOSEK).

4. Amount Expended by Grantee:

Not currently known. Grantor is awaiting an updated report and has made efforts to secure same from grantee. Future payments to grantees who are delinquent in submitting satisfactory reports will be withheld.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

See number 4 above.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

1. Name and Address of Recipient:

VULEKA PRODUCTIONS
Post Office Box 15077
Bellair 4006
SOUTH AFRICA

2. Date and Amount of Grant:

3/16/06 \$10,000

3. Purpose of Grant:

As a contribution toward re-editing the documentary A Child is a Child (because of other people) as an educational and outreach tool to improve psychosocial support for children affected by HIV/AIDS.

4. Amount Expended by Grantee:

The entire amount. Grantor has received from grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose for which it was made.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

On November 22, 2007, grantor received from grantee narrative and expenditure reports certifying that the full amount of the grant was expended for the purpose in which it was made.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

1. Name and Address of Recipient:

ISANDLA INSTITUTE
Post Office Box 12263
Mill Street
Gardens 8010
CAPE TOWN, SOUTH AFRICA

2. Date and Amount of Grant:

4/20/06 \$70,000

3. Purpose of Grant:

As a contribution to a research project on HIV/AIDS and urban development.

4. Amount Expended by Grantee:

\$36,638. Grantor has received from grantee narrative and financial reports certifying that \$36,638 of the grant was expended for the purpose for which it was made.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

On May 31, 2007, grantor received from grantee narrative and expenditure reports certifying that \$36,638 of the grant was spent. The balance of \$33,362 will be reported in 2008*.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

*** Per the public support form received from Isandla Institute dated January 30, 2008, the organization now qualifies as publicly supported. Therefore, the RBF no longer needs to exercise expenditure responsibility.**

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

1. Name and Address of Recipient:

ARTLINK BELGRADE
Knez Miletina 1
11000 BELGRADE
REPUBLIC OF SERBIA

2. Date and Amount of Grant:

6/28/2007 \$15,000

3. Purpose of Grant:

Toward its Art Interventions project.

4. Amount Expended by Grantee:

The entire amount. Grantor has received from grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose in which it was made.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

On April 30, 2008, grantor received from grantee narrative and expenditure reports certifying that the full amount of the grant was expended for the purpose in which it was made.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

1. Name and Address of Recipient:

RECONSTRUCTION WOMEN'S FUND
Narodnog Fronta 66
11000 Beograd
SERBIA

2. Date and Amount of Grant:

12/20/06 \$35,000

3. Purpose of Grant:

As a contribution to its Violence Against Women program and its Roma Women's Initiative program.

4. Amount Expended by Grantee:

The entire amount. Grantor has received from grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose for which it was made.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

On December 28, 2007, grantor received from grantee narrative and expenditure reports certifying that the entire amount of the grant was expended for the purpose in which it was made.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

1. Name and Address of Recipient:

RECONSTRUCTION WOMEN'S FUND
Narodnog Fronta 66
11000 Beograd
SERBIA

2. Date and Amount of Grant:

1/18/2008 \$45,000

3. Purpose of Grant:

As a contribution to its Violence Against Women program and its Roma Women's Initiative program.

4. Amount Expended by Grantee:

The entire amount. Grantor has received from the grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose in which it was made.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

On December 26, 2008, grantor received from grantee narrative and financial reports certifying that the full amount of the grant was expended for the purpose for which it was made.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

1. Name and Address of Recipient:

GLOBAL COMMUNITY INITIATIVES, INC.
12 Parkside Drive
Montpelier, VERMONT

2. Date and Amount of Grant:

8/23/2007 \$43,000

3. Purpose of Grant:

To its Diepsloot Bikes project.

4. Amount Expended by Grantee:

The entire amount. Grantor has received from grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose in which it was made.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

On March 16, 2009, grantor received from grantee narrative and expenditure reports certifying that the full amount of the grant was expended for the purpose in which it was made.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

1. Name and Address of Recipient:

PESTICIDE ECO-ALTERNATIVES CENTER YUNNAN THOUGHTFUL ACTION
Room 30 E Chang Chun Garden Grand Bldg
22 Ren Min Zhong Lu Road
650021 Kunming, Yunann Province
PEOPLES REPUBLIC OF CHINA

2. Date and Amount of Grant:

8/24/06 \$35,000

3. Purpose of Grant:

As a contribution to its Case-based Community Health Risk Assessment on Exposure to Paraquat project.

4. Amount Expended by Grantee:

The entire amount. Grantor has received from grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose for which it was made.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

On September 15, 2008, grantor received from grantee narrative and expenditure reports certifying that the entire amount of the grant was expended for the purpose in which it was made.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

1. Name and Address of Recipient:

MEDIA & REFORM CENTER NIS
Obrenoviceva 38
18000 Nis
SERBIA

2. Date and Amount of Grant:

8/24/06 \$65,000

3. Purpose of Grant:

As a contribution for the project, Promoting Dialogue.

4. Amount Expended by Grantee:

Not currently known. Grantor is awaiting an updated report and has made efforts to secure same from grantee. Future payments to grantees who are delinquent in submitting satisfactory reports will be withheld.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

See number 4 above.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

1. Name and Address of Recipient:

RAMON MAGSAYSAY AWARD FOUNDATION
1680 Roxas Boulevard
1004, Manila
PHILIPPINES

2. Date and Amount of Grant:

8/10/06 \$150,000

3. Purpose of Grant:

As a contribution to the stipends for the 2006 Ramon Magsaysay Awards.

4. Amount Expended by Grantee:

The entire amount. Grantor has received from the grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose in which it was made.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

On December 28, 2006, grantor received from grantee narrative and financial reports certifying that the full amount of the grant was expended for the purpose for which it was made.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

(Remaining open from 2007)

1. Name and Address of Recipient:

CENTER FOR PROTECTION AND RESEARCH OF BIRDS OF MONTENEGRO
P.p.2
81000 Podgorica
MONTENEGRO

2. Date and Amount of Grant:

10/19/06 \$5,000

3. Purpose of Grant:

As a contribution for a book about birds and their habitat in Montenegro.

4. Amount Expended by Grantee:

Not currently known. Grantor is awaiting an updated report and has made efforts to secure same from grantee. Future payments to grantees who are delinquent in submitting satisfactory reports will be withheld.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

See number 4 above.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

1. Name and Address of Recipient:

PROTEUS DEVELOPMENT RESOURCES
5 Rose Way
Constantia 7806
SOUTH AFRICA

2. Date and Amount of Grant:

12/20/06 \$50,000

3. Purpose of Grant:

As a contribution to assist grantees of the Fund in the Western and Eastern Cape provinces.

4. Amount Expended by Grantee:

The entire amount. Grantor has received from grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose for which it was made.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

In June 2008, grantor received from grantee narrative and expenditure reports certifying that the entire amount of the grant was expended for the purpose in which it was made.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

1. Name and Address of Recipient:

PRINCESS TRUST
#25 Private Bag X9
Melville, SOUTH AFRICA

2. Date and Amount of Grant:

12/20/06 \$50,000

3. Purpose of Grant:

As a contribution to assist grantees of the Fund in the Gauteng and Mpumalanga provinces.

4. Amount Expended by Grantee:

\$39,804. Grantor has received from grantee narrative and financial reports certifying that \$39,804 of the grant was expended for the purpose for which it was made.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

On April 8, 2008, grantor received from grantee narrative and expenditure reports certifying that \$39,804 of the grant was expended for the purpose in which it was made. A report on the balance of \$10,196 will be due in 2009.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

1. Name and Address of Recipient:

BRIDGE INITIATIVE INTERNATIONAL
20 Bid Poissonniere
75009 PARIS
FRANCE

2. Date and Amount of Grant:

1/12/2007 \$50,000

3. Purpose of Grant:

Toward general support.

4. Amount Expended by Grantee:

The entire amount. Grantor has received from grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose in which it was made.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

On April 23, 2008, grantor received from grantee narrative and expenditure reports certifying that the full amount of the grant was expended for the purpose in which it was made.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

#06-353

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

1. Name and Address of Recipient:

BRIDGE INITIATIVE INTERNATIONAL
20, Bd Poissonniere,
75009 Paris
FRANCE

2. Date and Amount of Grant:

1/18/08 \$50,000

3. Purpose of Grant:

As a contribution for general support.

4. Amount Expended by Grantee:

The entire amount. Grantor has received from grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose for which it was made.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

On April 23, 2008, grantor received from grantee narrative and expenditure reports certifying that the full amount of the grant was expended for the purpose in which it was made.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

1. Name and Address of Recipient:

RAMON MAGSAYSAY AWARD FOUNDATION
1680 Roxas Boulevard
1004, Manila
PHILIPPINES

2. Date and Amount of Grant:

12/20/06 \$189,193

3. Purpose of Grant:

As a contribution to the activities of the Program for Asian Projects in 2006.

4. Amount Expended by Grantee:

\$154,193 has been spent. Grantor has received from grantee narrative and financial reports certifying that \$154,193 of the grant was expended for the purpose for which it was made. There is a remaining balance of \$35,000.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

On November 10, 2008, grantor received from grantee narrative and expenditure reports certifying that \$154,193 of the grant was expended for the purpose in which it was made. A report on the balance of \$35,000 will be due in 2009.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

#06-376

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

1. Name and Address of Recipient:

RAMON MAGSAYSAY AWARD FOUNDATION
1680 Roxas Boulevard
1004 Manila
PHILIPPINES

2. Date and Amount of Grant:

12/31/06 \$9,110

3. Purpose of Grant:

For the continued publication of the "Great Men and Women of Asia" series.

4. Amount Expended by Grantee:

The entire amount. Grantor has received from grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose in which it was made.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

On November 10, 2008, grantor received from grantee narrative and expenditure reports certifying that the full amount of the grant was expended for the purpose in which it was made.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

#06-398

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

1. Name and Address of Recipient:

RAMON MAGSAYSAY AWARD FOUNDATION
1680 Roxas Boulevard
1004 Manila
PHILIPPINES

2. Date and Amount of Grant:

12/31/06 \$18,808

3. Purpose of Grant:

For the compilation and publication of best practices from the work of the Ramon Magsaysay Awardees.

4. Amount Expended by Grantee:

The entire amount. Grantor has received from grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose in which it was made.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

On November 10, 2008, grantor received from grantee narrative and expenditure reports certifying that the full amount of the grant was expended for the purpose in which it was made.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

#06-399

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

1. Name and Address of Recipient:

RAMON MAGSAYSAY AWARD FOUNDATION
1680 Roxas Boulevard
1004 Manila
PHILIPPINES

2. Date and Amount of Grant:

12/31/06 \$2,122

3. Purpose of Grant:

For the publication of AwardeeLinks, an electronic newsletter.

4. Amount Expended by Grantee:

The entire amount. Grantor has received from grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose in which it was made.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

On November 10, 2008, grantor received from grantee narrative and expenditure reports certifying that the full amount of the grant was expended for the purpose in which it was made.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

1. Name and Address of Recipient:

CENTER FOR COMMUNITY DEVELOPMENT STUDIES
Yunnan Academy of Social Sciences
No. 133, Qixiang Road
Kunming, Yunnan 650032
PEOPLES REPUBLIC OF CHINA

2. Date and Amount of Grant:

3/202007 \$25,000

3. Purpose of Grant:

Toward its workshop on Environment, Health, and Poverty.

4. Amount Expended by Grantee:

The entire amount. Grantor has received from grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose in which it was made.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

On February 12, 2008. grantor received from grantee narrative and expenditure reports certifying that the full amount of the grant was expended for the purpose in which it was made.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

1. Name and Address of Recipient:

FREEDOM HOUSE EUROPE, Kht.
Falk Miksa u. 30 4/2
BUDAPEST, HUNGARY H-1055

2. Date and Amount of Grant:

11/16/2007 \$\$25,000

3. Purpose of Grant:

Toward its Kosovo-Serbia European Standards Project.

4. Amount Expended by Grantee:

Not currently known. Grantor is awaiting an updated report and has made efforts to secure same from grantee. Future payments to grantees who are delinquent in submitting satisfactory reports will be withheld.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

See number 4 above.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

1. Name and Address of Recipient:

GREEN NETWORK OF VOJVODINA
Heroja Pinkija 32
Vojvodina
Novi Sad 21000
SERBIA

2. Date and Amount of Grant:

12/20/2007 \$40,000

3. Purpose of Grant:

Toward general support.

4. Amount Expended by Grantee:

The entire amount. Grantor has received from the grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose in which it was made.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

On December 19, 2008, grantor received from grantee narrative and financial reports certifying that the full amount of the grant was expended for the purpose for which it was made.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

#07-134

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

1. Name and Address of Recipient:

GREEN NETWORK OF VOJVODINA
Heroja Pinkija 32
Vojvodina
Novi Sad 21000
SERBIA

2. Date and Amount of Grant:

4/18/2008 \$30,000

3. Purpose of Grant:

Toward general support.

4. Amount Expended by Grantee:

The entire amount. Grantor has received from the grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose in which it was made.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

On February 27, 2009, grantor received from grantee narrative and financial reports certifying that the full amount of the grant was expended for the purpose for which it was made.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

1. Name and Address of Recipient:

JOY IN ACTION

formerly known as JIA Work Camp Coordination Center

15-a-1106, Mingpu Garden

Xiangpu Street, Dongpu County

Tianhe District

GUANGZHOU, PRC

2. Date and Amount of Grant:

6/17/2008

\$35,000

3. Purpose of Grant:

As a contribution for its general and capacity training.

4. Amount Expended by Grantee:

The entire amount. Grantor has received from grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose in which it was made.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

On August 17, 2009, grantor received from grantee narrative and expenditure reports certifying that the full amount of the grant was expended for the purpose in which it was made.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

1. Name and Address of Recipient:

RAMON MAGSAYSAY AWARD FOUNDATION
1680 Roxas Boulevard
1004 Manila
PHILIPPINES

2. Date and Amount of Grant:

8/16/2007 \$50,000

3. Purpose of Grant:

Toward documentation and dissemination of information about the recipients of the Ramon Magsaysay Awards.

4. Amount Expended by Grantee:

The entire amount. Grantor has received from grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose in which it was made.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

Grantee had expended grant prior to receipt of payment. On October 17, 2008, grantor received from grantee narrative and expenditure reports certifying that the full amount of the grant was expended for the purpose in which it was made.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

1. Name and Address of Recipient:

RAMON MAGSAYSAY AWARD FOUNDATION
1680 Roxas Boulevard
1004 Manila
PHILIPPINES

2. Date and Amount of Grant:

12/2/08 \$11,148

3. Purpose of Grant:

Toward documentation and dissemination of information about the recipients of the Ramon Magsaysay Awards.

4. Amount Expended by Grantee:

The entire amount. Grantor has received from grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose in which it was made.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

On October 17, 2008, grantor received from grantee narrative and expenditure reports certifying that the full amount of the grant was expended for the purpose in which it was made.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

1. Name and Address of Recipient:

RAMON MAGSAYSAY AWARD FOUNDATION
1680 Roxas Boulevard
1004, Manila
PHILIPPINES

2. Date and Amount of Grant:

8/1/2007 \$150,000

3. Purpose of Grant:

Toward stipends for the 2007 Ramon Magsaysay Awards.

4. Amount Expended by Grantee:

The entire amount. Grantor has received from the grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose in which it was made

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

On December 3, 2007, grantor received from grantee narrative and financial reports certifying that the full amount of the grant was expended for the purpose for which it was made.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

1. Name and Address of Recipient:

ALLIANCE PUBLISHING TRUST
76 Sistova Road
LONDON, UNITED KINGDOM SW12 9QS

2. Date and Amount of Grant:

9/13/07 \$5,000

3. Purpose of Grant:

As a contribution for their publication of their issue on climate change.

4. Amount Expended by Grantee:

Not currently known. Grantor is awaiting an updated report and has made efforts to secure same from grantee. Future payments to grantees who are delinquent in submitting satisfactory reports will be withheld.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

See item 4 above.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

1. Name and Address of Recipient:

RAMON MAGSAYSAY AWARD FOUNDATION
1680 Roxas Boulevard
1004 Manila
PHILIPPINES

2. Date and Amount of Grant:

10/17/2007 \$55,000

3. Purpose of Grant:

To a research study on the impact of the awards on awardee work and in the context of developments in Asia.

4. Amount Expended by Grantee:

This grant was made for expenditures during the year following its payment. Accordingly, a report with respect to expenditure of the grant will not be timely until after that period.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

See number 4 above.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

1. Name and Address of Recipient:

RAMON MAGSAYSAY AWARD FOUNDATION
1680 Roxas Boulevard
1004 Manila
PHILIPPINES

2. Date and Amount of Grant:

10/17/2007 \$80,000

3. Purpose of Grant:

To a DVD series documenting best practices drawn from awardee work.

4. Amount Expended by Grantee:

This grant was made for expenditures during the year following its payment. Accordingly, a report with respect to expenditure of the grant will not be timely until after that period.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

See number 4 above.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

1. Name and Address of Recipient:

RAMON MAGSAYSAY AWARD FOUNDATION
1680 Roxas Boulevard
1004 Manila
PHILIPPINES

2. Date and Amount of Grant:

10/17/2007 \$100,000

3. Purpose of Grant:

To the activities of the Program for Asian Projects in 2007.

4. Amount Expended by Grantee:

Reporting on the balance of \$14,619 from the 2008 expenditure report is due November 2009 and will not meet the RBF's tax deadline for 2009. Accordingly, a report with respect to expenditure of the grant is due in 2010.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

On November 10, 2008, grantor received from grantee narrative and expenditure reports certifying that \$85,381 of the grant was expended for the purpose in which it was made. A report on the balance is due in mid November, 2009, and will be included in the RBF's 2010 expenditure responsibility report.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

1. Name and Address of Recipient:

RAMON MAGSAYSAY AWARD FOUNDATION
1680 Roxas Boulevard
1004 MANILA
PHILIPPINES

2. Date and Amount of Grant:

11/25/08 \$64,000

3. Purpose of Grant:

For the activities of the Program for Asian Projects during 2007 and 2008.

4. Amount Expended by Grantee:

This grant was made for expenditures during the year following its payment. Accordingly, a report with respect to expenditure of the grant will not be timely until after that period.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

See 4 above.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

1. Name and Address of Recipient:

PROTEUS DEVELOPMENT RESOURCES
5 Rose Way
Constantia 7806
SOUTH AFRICA

2. Date and Amount of Grant:

10/25/07 \$4,200

3. Purpose of Grant:

As a contribution for a meeting of service providers working with RBF grantees in South Africa.

4. Amount Expended by Grantee:

The entire amount. Grantor has received from grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose for which it was made.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

On March 6, 2008, grantor received from grantee narrative and expenditure reports certifying that the full amount of the grant was expended for the purpose in which it was made.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

1. Name and Address of Recipient:

CONVENE VENTURE PHILANTHROPY
66 Kerry Road
Parkview 2193
SOUTH AFRICA

2. Date and Amount of Grant:

12/14/2007 \$50,000

3. Purpose of Grant:

To its Orphans and Vulnerable Children Leadership and Innovation Network Initiative.

4. Amount Expended by Grantee:

The entire amount. Grantor has received from grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose for which it was made.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

On October 1, 2009, grantor received from grantee narrative and expenditure reports certifying that the entire amount of the grant was expended for the purpose in which it was made.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

1. Name and Address of Recipient:

CONVENE VENTURE PHILANTHROPY
66 Kerry Road
PARKVIEW 2193
SOUTH AFRICA

2. Date and Amount of Grant:

10/30/08 \$50,000

3. Purpose of Grant:

For its Orphans and Vulnerable Children Leadership and Innovation Network Initiative.

4. Amount Expended by Grantee:

The entire amount. Grantor has received from the grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose in which it was made.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

On October 1, 2009, grantor received from grantee narrative and financial reports certifying that the full amount of the grant was expended for the purpose for which it was made.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

1. Name and Address of Recipient:

RAMON MAGSAYSAY AWARD FOUNDATION
1680 Roxas Boulevard
Manila 1004
PHILIPPINES

2. Date and Amount of Grant:

12/20/2007 \$122,500

3. Purpose of Grant:

Toward its strategic planning effort designed to position the Ramon Magsaysay Awards for high impact and financial sustainability for the next 50 years.

4. Amount Expended by Grantee:

The entire amount. Grantor has received from the grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose in which it was made.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

On May 27, 2008, grantor received from grantee narrative and financial reports certifying that the full amount of the grant was expended for the purpose for which it was made.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

1. Name and Address of Recipient:

RAMON MAGSAYSAY AWARD FOUNDATION
1680 Roxas Boulevard
Manila 1004
PHILIPPINES

2. Date and Amount of Grant:

08/14/2008 \$122,500

3. Purpose of Grant:

Toward its strategic planning effort designed to position the Ramon Magsaysay Awards for high impact and financial sustainability for the next fifty years.

4. Amount Expended by Grantee:

This grant was made for expenditures during the year following its payment. Accordingly, a report with respect to expenditure of the grant will not be timely until after that period.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

See number 4 above.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

#07-355

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

1. Name and Address of Recipient:

VULEKA PRODUCTIONS
POBox 15077
Bellair 4006
SOUTH AFRICA

2. Date and Amount of Grant:

12/18/07 \$14,000

3. Purpose of Grant:

As a contribution for its work to support and amplify orphan and vulnerable children interventions through media.

4. Amount Expended by Grantee:

\$1,235. Grantor has received from grantee narrative and financial reports certifying that \$1,235 of the grant was expended for the purpose for which it was made.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

On April 30, 2008, grantor received from grantee narrative and expenditure reports certifying that the \$1,235 of the grant was expended for the purpose in which it was made. A report on the balance of \$12,765 is due in 2009.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

1. Name and Address of Recipient:

HELSINKI COMMITTEE FOR HUMAN RIGHTS IN SERBIA
Riga od Fere St. # 20/v
BELGRADE, SERBIA 11000

2. Date and Amount of Grant:

2/28/08	\$15,000
5/15/08	\$30,000
6/25/08	\$30,000

3. Purpose of Grant:

As a contribution toward the Serb-Serb Dialogue Project.

4. Amount Expended by Grantee:

The entire amount. Grantor has received from grantee narrative and financial reports certifying that the entire amount of the grants was expended for the purpose for which it was made.

5. Whether the Grantee--to the knowledge of the Grantor--made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

On October 10, 2008, grantor received from grantee narrative and expenditure reports certifying that the full amount of the grants was expended for the purpose in which it was made.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

1. Name and Address of Recipient:

ADM Capital Foundation Limited, The
2406 9 Queen's Road Central
HONG KONG, CHINA

2. Date and Amount of Grant:

5/8/08 \$150,000

3. Purpose of Grant:

As a contribution to its project, the Green Choice Initiative.

4. Amount Expended by Grantee:

\$57,264.37. Grantor received from grantee narrative and financial reports certifying that \$57,264.37 of the grant was expended for the purpose for which it was made. A report on the balance of \$92,735.63 is due in 2009.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

On December 11, 2008, grantor received from grantee narrative and financial reports certifying that the full amount of the grant was expended for the purpose for which it was made.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

1. Name and Address of Recipient:

ADM Capital Foundation Limited, The
2406 9 Queen's Road Central
HONG KONG, CHINA

2. Date and Amount of Grant:

12/16/08 \$150,000

3. Purpose of Grant:

As a contribution to its project, the Green Choice Initiative.

4. Amount Expended by Grantee:

This grant was made for expenditures during the year following its payment. Accordingly, a report with respect to expenditure of the grant will not be timely until after that period.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

See 4 above.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

1. Name and Address of Recipient:

JOINT US-CHINA COOPERATION ON CLEAN ENERGY
Tian An Center
338 West Nanjing Road, Suite 709
SHANGHAI,
PEOPLES REPUBLIC OF CHINA 200003

2. Date and Amount of Grant:

5/22/08 \$100,000

3. Purpose of Grant:

To support its work on China to improve energy efficiency.

4. Amount Expended by Grantee:

Not currently known. Grantor is awaiting an updated report and has made efforts to secure same from grantee. Future payments to grantees who are delinquent in submitting satisfactory reports will be withheld.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

See 4 above.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

1. Name and Address of Recipient:

STOCKHOLM ENVIRONMENT INSTITUTE
Krafttriket 2B
STOCKHOLM, SE-106 91
SWEDEN

2. Date and Amount of Grant:

4/4/08 \$150,000

3. Purpose of Grant:

To support its climate change meeting in Stockholm with Chinese economists and their western counterparts.

4. Amount Expended by Grantee:

Not currently known. Grantor is awaiting an updated report and has made efforts to secure same from grantee. Future payments to grantees who are delinquent in submitting satisfactory reports will be withheld.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

See 4 above.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

1. Name and Address of Recipient:

PROTEUS DEVELOPMENT RESOURCES
5 Rose Way
Constantia 7806
SOUTH AFRICA

2. Date and Amount of Grant:

4/4/08 \$60,000

3. Purpose of Grant:

As a contribution to provide organizational development support to grantees of the Fund in the Western and Eastern Cape provinces.

4. Amount Expended by Grantee:

The entire amount. Grantor has received from grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose for which it was made.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

On May 7, 2009, grantor received from grantee narrative and expenditure reports certifying that the entire amount of the grant was expended for the purpose in which it was made.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

1. Name and Address of Recipient:

FOOTSTEPS
23 Acacia Road
Glenwood
DURBAN 4001, SOUTH AFRICA

2. Date and Amount of Grant:

4/4/08 \$62,000

3. Purpose of Grant:

To provide organizational development support to grantees of the Fund in the KwaZulu-Natal province.

4. Amount Expended by Grantee:

This grant was made for expenditures during the year following its payment. Accordingly, a report with respect to expenditure of the grant will not be timely until after that period.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

See 4 above.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

1. Name and Address of Recipient:

AFRICA! IGNITE
59 Henwood Road
MORNINGSIDE 4001
SOUTH AFRICA

2. Date and Amount of Grant:

5/2/08 \$55,000

3. Purpose of Grant:

As a contribution for the grantee communications support initiative.

4. Amount Expended by Grantee:

This grant was made for expenditures during the year following its payment. Accordingly, a report with respect to expenditure of the grant will not be timely until after that period.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

See 4 above.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

1. Name and Address of Recipient:

CENTER FOR COMMUNITY DEVELOPMENT STUDIES
Yunnan Academy of Social Sciences
No. 133, Qixiang Road
KUNMING, YUNNAN

2. Date and Amount of Grant:

\$20,000 7/10/2008

3. Purpose of Grant:

For its pre-project study and preparation for a project on biogas implementation in poor minority communities in southwest China.

4. Amount Expended by Grantee:

The entire amount. Grantor has received from grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose in which it was made.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

On March 31, 2009, grantor received from grantee narrative and expenditure reports certifying that the full amount of the grant was expended for the purpose in which it was made.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

1. Name and Address of Recipient:

AFRICA! IGNITE
59 Henwood Road
MORNINGSIDE 4001
SOUTH AFRICA

2. Date and Amount of Grant:

6/25/08 \$2,000

3. Purpose of Grant:

As a contribution for the grantee communications support initiative.

4. Amount Expended by Grantee:

This grant was made for expenditures during the year following its payment. Accordingly, a report with respect to expenditure of the grant will not be timely until after that period.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

See 4 above.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

1. Name and Address of Recipient:

PESTICIDE ECO-ALTERNATIVES CETNER YUNNAN THOUGHTFUL ACTION
Room 30 E Chang Chun Garden Grand Bldg
22 Ren Min Zhong Lu Road
650021 Kunming, Yunann Province
PEOPLES REPUBLIC OF CHINA

2. Date and Amount of Grant:

7/10/08 \$75,000

3. Purpose of Grant:

As a contribution to its project "Building A Network to Promote Pesticide Reduction in China."

4. Amount Expended by Grantee:

\$28,219. Grantor has received from grantee narrative and financial reports certifying that \$28,219 of the grant was expended for the purpose for which it was made.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

On March 23, 2009, grantor received from grantee narrative and expenditure reports certifying that the \$28,219 of the grant was expended for the purpose in which it was made. A report on the balance of \$46,781 will be due in 2010.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

1. Name and Address of Recipient:

RAMON MAGSAYSAY AWARD FOUNDATION
1680 Roxas Boulevard
1004 Manila
PHILIPPINES

2. Date and Amount of Grant:

8/28/08 \$150,000

3. Purpose of Grant:

For the stipends for the 2008 Ramon Magsaysay Awards.

4. Amount Expended by Grantee:

The entire amount. Grantor has received from grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose for which it was made.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

On February 17, 2009, grantor received from grantee narrative and expenditure reports certifying that the full amount of the grant was expended for the purpose in which it was made.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

#08-195

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

1. Name and Address of Recipient:

SOCIETY FOR HARMONIUS DEVELOPMENT
B2, 335 Castle Peak Road
DING KAU, NT
HONG KONG

2. Date and Amount of Grant:

8/14/08 \$35,000

3. Purpose of Grant:

As a contribution for its Youth Leadership Training Project.

4. Amount Expended by Grantee:

Not currently known. Grantor is awaiting an updated report and has made efforts to secure same from grantee. Future payments to grantees who are delinquent in submitting satisfactory reports will be withheld.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

See 4 above.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

1. Name and Address of Recipient:

Colonnades Theatre Lab, Inc.
1880 Century Park East, Suite 618
Los Angeles, CALIFORNIA 90067

2. Date and Amount of Grant:

8/28/08 \$50,000

3. Purpose of Grant:

As a contribution for the Truth in Translation Project in Kosovo

4. Amount Expended by Grantee:

The entire amount. Grantor has received from the grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose in which it was made.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

On May 14, 2009, grantor received from grantee narrative and financial reports certifying that the full amount of the grant was expended for the purpose for which it was made.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

#08-247

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

1. Name and Address of Recipient:

HORIZON RESEARCH CONSULTANCY GROUP LIMITED
Rm. 1108, Xinhengji Guoji Dasha
No. 3, Maizidian West Road
BEIJING 100016
PEOPLES REPUBLIC OF CHINA

2. Date and Amount of Grant:

12/16/08 \$58,000

3. Purpose of Grant:

For the Youth Social Entrepreneurship program.

4. Amount Expended by Grantee:

This grant was made for expenditures during the year following its payment. Accordingly, a report with respect to expenditure of the grant will not be timely until after that period.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

See 4 above.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2008

1. Name and Address of Recipient:

RAMON MAGSAYSAY AWARD FOUNDATION
1680 Roxas Boulevard
1004 MANILA
PHILIPPINES

2. Date and Amount of Grant:

12/16/08 \$43,650

3. Purpose of Grant:

As a contribution toward documentation and dissemination of information about the recipients of the Ramon Magsaysay Awards.

4. Amount Expended by Grantee:

This grant was made for expenditures during the year following its payment. Accordingly, a report with respect to expenditure of the grant will not be timely until after that period.

5. Whether the Grantee—to the knowledge of the Grantor—made any diversions of funds from the purpose of the Grant:

No.

6. Date of Reports received from the Grantee:

See 4 above.

7. Dates and Results of the Verification of Grantee's Report(s):

Not required.

#08-375

ROCKEFELLER BROTHERS FUND, INC.

13-1760106

475 Riverside Drive, Suite 900

New York, New York 10115

SCHEDULE 15**FORM 990-PF****YEAR 2008**Compensation of Officers, Directors, and TrusteesPart VIII, (1)

<u>Name and Address</u>	<u>Title</u>	<u>Average Hours per Week Devoted to Position</u>	<u>Compensation</u>	<u>Contributions to Employee Benefit Plans</u>	<u>Expense Account and Other Allowances</u>
Abby M. O'Neill c/o Rockefeller Brothers Fund 475 Riverside Drive, Suite 900 New York, N.Y. 10115	Advisory Trustee	1 hr.	- 0 -	None	None
Steven C. Rockefeller c/o Rockefeller Brothers Fund 475 Riverside Drive, Suite 900 New York, N.Y. 10115	Trustee	1 hr.	- 0 -	None	None
David Rockefeller c/o Rockefeller Brothers Fund 475 Riverside Drive, Suite 900 New York, N.Y. 10115	Advisory Trustee	1 hr.	- 0 -	None	None
Richard G. Rockefeller c/o Rockefeller Brothers Fund 475 Riverside Drive, Suite 900 New York, N.Y. 10115	Trustee Chairman	1 hr.	- 0 -	None	None
Neva Goodwin c/o Rockefeller Brothers Fund 475 Riverside Drive, Suite 900 New York, N.Y. 10115	Trustee Vice Chair	1 hr.	- 0 -	None	None
William H. Luers c/o Rockefeller Brothers Fund 475 Riverside Drive, Suite 900 New York, N.Y. 10115	Advisory Trustee	1 hr.	- 0 -	None	None
Richard D. Parsons c/o Rockefeller Brothers Fund 475 Riverside Drive, Suite 900 New York, N.Y. 10115	Advisory Trustee	1 hr.	- 0 -	None	None
Robert B. Oxnam c/o Rockefeller Brothers Fund 475 Riverside Drive, Suite 900 New York, N.Y. 10115	Advisory Trustee	1 hr.	- 0 -	None	None
Anne Bartley c/o Rockefeller Brothers Fund 475 Riverside Drive, Suite 900 New York, N.Y. 10115	Trustee	1 hr.	- 0 -	None	None

ROCKEFELLER BROTHERS FUND, INC.

13-1760106

475 Riverside Drive, Suite 900

New York, New York 10115

SCHEDULE 15**FORM 990-PF****YEAR 2008**Compensation of Officers, Directors, and TrusteesPart VIII, (1)

<u>Name and Address</u>	<u>Title</u>	<u>Average Hours per Week Devoted to Position</u>	<u>Compensation</u>	<u>Contributions to Employee Benefit Plans</u>	<u>Expense Account and Other Allowances</u>
Vali Nasr c/o Rockefeller Brothers Fund 475 Riverside Drive, Suite 900 New York, N.Y. 10115	Trustee	1 hr.	- 0 -	None	None
Frank G. Wisner c/o Rockefeller Brothers Fund 475 Riverside Drive, Suite 900 New York, N.Y. 10115	Trustee	1 hr.	- 0 -	None	None
Jonathan F. Fanton c/o Rockefeller Brothers Fund 475 Riverside Drive, Suite 900 New York, N.Y. 10115	Advisory Trustee	1 hr.	- 0 -	None	None
Richard Chasin c/o Rockefeller Brothers Fund 475 Riverside Drive, Suite 900 New York, N.Y. 10115	Trustee	(2) 1 hr.	- 0 -	None	None
James Moltz c/o Rockefeller Brothers Fund 475 Riverside Drive, Suite 900 New York, N.Y. 10115	Trustee	1 hr.	2,000	None	None
John Morning c/o Rockefeller Brothers Fund 475 Riverside Drive, Suite 900 New York, N.Y. 10115	Trustee	1 hr.	- 0 -	None	None
R. Nicholas Burns c/o Rockefeller Brothers Fund 475 Riverside Drive, Suite 900 New York, N.Y. 10115	Trustee	(1) 1 hr.	- 0 -	None	None
Valerie Rockefeller Wayne c/o Rockefeller Brothers Fund 475 Riverside Drive, Suite 900 New York, N.Y. 10115	Trustee	1 hr.	- 0 -	None	None
James Gustave Speth c/o Rockefeller Brothers Fund 475 Riverside Drive, Suite 900 New York, N.Y. 10115	Trustee	1 hr.	- 0 -	None	None

ROCKEFELLER BROTHERS FUND, INC.

13-1760106

475 Riverside Drive, Suite 900

New York, New York 10115

SCHEDULE 15**FORM 990-PF****YEAR 2008**Compensation of Officers, Directors, and TrusteesPart VIII, (1)

<u>Name and Address</u>	<u>Title</u>	<u>Average Hours per Week Devoted to Position</u>	<u>Compensation</u>	<u>Contributions to Employee Benefit Plans</u>	<u>Expense Account and Other Allowances</u>
Joseph A. Pierson c/o Rockefeller Brother Fund 475 Riverside Drive, Suite 900 New York, N.Y. 10115	Trustee	1 hr.	- 0 -	None	None
Miranda M. Kaiser c/o Rockefeller Brother Fund 475 Riverside Drive, Suite 900 New York, N.Y. 10115	Trustee	1 hr.	- 0 -	None	None
Wendy O'Neill Wang c/o Rockefeller Brothers Fund 475 Riverside Drive, Suite 900 New York, N.Y. 10115	Trustee	1 hr.	- 0 -	None	None
Timothy O'Neill c/o Rockefeller Brothers Fund 475 Riverside Drive, Suite 900 New York, N.Y. 10115	Trustee	1 hr.	4,000	None	None
Wendy Gordon c/o Rockefeller Brothers Fund 475 Riverside Drive, Suite 900 New York, N.Y. 10115	Trustee	(3) 1 hr.	- 0 -	None	None
Stephen B. Heintz 475 Riverside Drive, Suite 900 New York, N.Y. 10115	Trustee, President	40 hrs.	475,000	68,407	4,150
Benjamin R. Shute, Jr. 475 Riverside Drive, Suite 900 New York, N.Y. 10115	Secretary	40 hrs.	227,391	65,294	3,482
Nancy L. Muirhead 475 Riverside Drive, Suite 900 New York, N.Y. 10115	Assistant Secretary	40 hrs.	155,759	53,942	3,721
Elizabeth C. Campbell 475 Riverside Drive, Suite 900 New York, N.Y. 10115	Vice President For Programs	40 hrs.	263,750	59,619	2,049
Leah A. D'Angelo 475 Riverside Drive, Suite 900 New York, N.Y. 10115	Comptroller	23 hrs.	92,313	38,197	1,274

ROCKEFELLER BROTHERS FUND, INC.

13-1760106

475 Riverside Drive, Suite 900

New York, New York 10115

SCHEDULE 15
FORM 990-PF
YEAR 2008
Compensation of Officers, Directors, and Trustees
Part VIII, (1)

<u>Name and Address</u>	<u>Title</u>	<u>Average Hours per Week Devoted to Position</u>	<u>Compensation</u>	<u>Contributions to Employee Benefit Plans</u>	<u>Expense Account and Other Allowances</u>
Geraldine F. Watson 475 Riverside Drive, Suite 900 New York, N.Y. 10115	Vice President, Finance and Operations	40 hrs	206,189	51,247	3,054
			<u>\$ 1,426,402</u>	<u>\$ 336,706</u>	<u>\$ 17,730</u>

(1) Effective June 20, 2008

(2) Until June 20, 2008

(3) Effective November 20, 2008

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Line 1 Pocantico Historic Area

In 1991, the Rockefeller Brothers Fund entered into an agreement with the National Trust for Historic Preservation in the United States under which the Fund is responsible for the renovation, maintenance, and operation of this historic site which is to be used both for a program of public visitation and for a philanthropic program. In 2008, the public visitation program, organized by Historic Hudson Valley, hosted 31,841 visitors. In its capacity as steward of the Pocantico Historic Area, in 2008 the Rockefeller Brothers Fund continued its efforts to preserve and conserve the collections and buildings in its care.

Amount: \$4,012,575

Line 2 Assistance to Charitable Organizations:

During 2008, 12 members of the staff of Rockefeller Brothers Fund provided technical assistance to charitable organizations, governmental bodies and committees, and 10 members of the staff served on 31 charitable organizations' boards, public commissions, or task forces.

Amount: \$1,490,705

Line 3 Fellowships For Aspiring Teachers of Color:

During 2008, the Rockefeller Brothers Fund (the Fund) continued to administer and award its Fellowships for Aspiring Teachers of Color. Activities included: monitoring of fellowship grants previously paid and approval of subsequent payments; maintaining contact with and reviewing the progress of fellows appointed; organizing and convening a four-day residential conference for the existing fellows and mentors; reviewing the involvement to date of the participating institutions; collecting and organizing data for use in evaluation of the fellowship program. An additional 25 new fellows were selected in 2008. In late 2007, it was decided that as the Fund's program architecture has evolved, it has become difficult to find collaborative opportunities between fellowships and scholarships, and the Fund's other thematic programs and pivotal places. During 2008, the board of trustees approved the phase-out of the Program for Fellowships for Aspiring Teachers of Color.

Amount: \$889,677

ROCKEFELLER BROTHERS FUND, INC. 13-1760106
475 Riverside Drive, Suite 900
New York, NY 10115

Schedule 16
FORM 990-PF
Year 2008

PART IX-A - Page 2 of 2

Line 4 Pocantico Conference Center

The Pocantico Conference Center of the Rockefeller Brothers Fund, located within the Pocantico Historic Area (see Line 1, above), began operations in April of 1994. The purpose of the Pocantico Conference Center is to provide a setting where nonprofit organizations and public sector institutions can bring together people of diverse backgrounds and perspectives to engage in discussions of critical issues related to the Fund's philanthropic program, leading to new levels of understanding and creative resolution of problems. In 2008, 63 conferences and 2 forums were hosted at the Conference Center. Pocantico Conferences, usually multi-day events, are designed by RBF staff, grantees and/or outside groups whose objectives are consistent with the program interests of the Fund.

Amount: \$239,836

PART XV, Line 2a

Letters of inquiry or proposals are accepted online at www.rbf.org.

PART XV, Line 2b

The Rockefeller Brothers Fund promotes social change that contributes to a more just, sustainable, and peaceful world. Its grantmaking is organized around three thematic programs—Democratic Practice, Peace and Security, and Sustainable Development and four pivotal places: New York City, South Africa, Southern China, and the Western Balkans. In 2006, the RBF trustees approved a new cross-programmatic grantmaking initiative on energy. In 2008, the Fund concluded grantmaking in a fourth program area, Human Advancement. The Fund supports efforts to expand knowledge, clarify values and critical choices, nurture creative expression, and shape public policy.

A letter of inquiry (LOI) is the recommended starting point for requesting a grant from the RBF. Each LOI is reviewed by staff for fit within current program guidelines, funding priorities, and budget constraints. The review process takes, on average, 30-60 days from the time the inquiry is received. While there is no application form, applicants may use the Fund's online LOI to submit their request. The LOI should be in English, between one to three pages in length, and include the following:

- Brief description of the project and the issue to be addressed.
- Expected outcomes, both immediate and long term.
- If the project is already underway, information on its progress to date.
- How the project relates to the Fund's program interests.
- Brief description of the organization, and why it is the right one to undertake this project.
- Information on key staff and full contact information.
- Approximate budget and timeframe.
- List of other sources of funding for the project, both confirmed and requests in process.
- Dissemination plans.
- Evaluation plans.

Applicants are strongly encouraged to submit LOIs via the Fund's online system. LOIs may be submitted through mail, fax, or e-mail; however, the processing time may be longer for applications submitted outside of the Web site.

If there is interest in considering a grant, staff will contact the applicant for additional information, including a detailed proposal. Applicants should not send a full proposal unless requested to do so by Fund staff. Details on what to include in the proposal can be found at www.rbf.org.

If a proposal is being considered for a grant, the approval process is generally completed within three months; however, the exact timeline may vary. Most grants are approved by the Fund's board of trustees, which in 2008 met three times (March, June, and November). A limited number of grants may be approved by the Fund's president between meetings. RBF staff will advise an applicant as to how and when a proposal is being reviewed for funding.

PART XV, Line 2c

The Rockefeller Brothers Fund Fellowships for Aspiring Teachers of Color – In November 2008, the RBF board of trustees decided to conclude the Human Advancement program. The core interests of the Human Advancement program—leadership, diversity, equity, and arts and culture—will continue to receive attention in the other RBF programs. A key component of the Human Advancement program, the Fellowships for Aspiring Teachers of Color, was transferred to the Woodrow Wilson National Fellowship Foundation, effective January 2009.

Charles E. Culpeper Arts & Culture Grants – The Charles E. Culpeper Arts & Culture grants honor the legacy of Charles E. Culpeper by supporting the artists and arts and cultural organizations that make New York City one of the world's most dynamic creative capitals. These grants support the creative process, build the capacity of small and mid-size arts and cultural institutions, and promote the pursuit of the creative life.

The standard RBF letter of inquiry process does not apply for these grants. Proposals are accepted each year, January 1 through March 1 (on the following business day if March 1st falls on a weekend). In 2008, proposals were submitted to:

Benjamin Rodriquez-Cubeñas
Rockefeller Brothers Fund
437 Madison Avenue, 37th Floor
New York, New York 10022-7001

Beginning with the 2009 award cycle, applications may only be submitted online. The Fund's new address, effective June 29, 2009, will be 475 Riverside Drive, Suite 900, New York, New York 10115.

PART XV, Line 2d

To qualify for a grant from the Rockefeller Brothers Fund, as from most other foundations, a prospective grantee in the United States must be either a tax-exempt organization or an organization seeking support for a project that would qualify as educational or charitable. A prospective foreign grantee must satisfy an RBF determination that it would qualify, if incorporated in the United States, as a tax-exempt organization or that the project for which support is sought would qualify in the United States as educational or charitable. A grantee must also be engaged in work that fits within the Fund's guidelines.

General Restrictions:

Regrettably, the RBF is able to support only a fraction of the great number of worthwhile inquiries it receives. We favor a flexible approach to grantmaking; however, we do not make grants that support individuals, biomedical research, or scholarships. Furthermore we only support conferences, symposia, publications, and documentaries that are integral to or an outgrowth of one of the Fund's programs.

Geographic Restrictions:

The United States and four pivotal places—New York City, South Africa, Southern China, and the Western Balkans—are the primarily geographic grantmaking focus.

RBF Program Statement

The Rockefeller Brothers Fund promotes social change that contributes to a more just, sustainable, and peaceful world. Through its grantmaking, the Fund supports efforts to expand knowledge, clarify values and critical choices, nurture creative expression, and shape public policy. The Fund's programs are intended to develop leaders, strengthen institutions, engage citizens, build community, and foster partnerships that include government, business, and civil society. Respect for cultural diversity and ecological integrity pervades the Fund's activities.

As an institutional citizen of an interdependent world, the Fund is active globally, nationally, and locally in its home city of New York. Grant programs are organized around three themes: Democratic Practice, Peace and Security, and Sustainable Development. In 2006, the RBF trustees approved a new cross-programmatic grantmaking initiative on energy. The Fund recognizes that achievement of progress in each of these program areas is often interconnected with developments in the others. As a private foundation, the Fund strives to promote philanthropic excellence and to enhance the effectiveness of the nonprofit sector.

As specified in the guidelines for each grant program, the Fund supports activities in a variety of geographic contexts. It also has identified several specific locations on which to concentrate cross-programmatic attention. The Fund refers to these as "RBF pivotal places": sub-national areas, nation-states, or cross-border regions which have special importance with regard to the Fund's substantive concerns and whose future will have disproportionate significance for the future of a surrounding region, an ecosystem, or the world. The Fund currently works in four pivotal places: New York City, South Africa, Southern China, and the Western Balkans.

The Pocantico Center of the Rockefeller Brothers Fund is located at the heart of the Rockefeller estate outside New York City and was created when the Fund leased the area from the National Trust for Historic Preservation in 1991. The conference center provides a unique setting where the RBF and other nonprofit organizations and public sector institutions can bring together people of diverse backgrounds and perspectives to engage critical issues, reach new levels of understanding, and develop creative solutions to pressing problems.

In the years since its founding in 1940, the Fund has developed a distinctive style of grantmaking that is reflected in the following characteristics:

Long View. Grantmaking is primarily concerned with fundamental problems and is designed to contribute to the achievement of long-term goals and to make a lasting impact.

Commitment. Extended commitments are frequently made to specific issues and geographic regions and even to particular grantees.

Synergy. Rather than considering opportunities on a stand-alone basis, the Fund looks for connections among the activities it supports and the themes it pursues, both within and across program areas and in specific geographic locations.

Initiative. The Fund initiates or participates in the development of many of the projects that it supports.

Engagement. In addition to providing financial support, the Fund often works closely with grantee organizations to help strengthen their capacity and advance their work.

Collaboration. The Fund actively seeks opportunities to collaborate with other funders.

Convening. The Fund devotes time and resources, including the use of its Pocantico Conference Center, to convening groups of diverse stakeholders and encouraging collaboration among government agencies, corporations, and nongovernmental organizations.

The goals and strategies in each of our programs are implemented through a variety of approaches to grantmaking. In some programs, as is noted in the guidelines, the Fund proactively identifies grantee partners and thus has limited ability to respond to unsolicited proposals. Grantseekers are encouraged to study the guidelines closely. Prospective grantees are also urged to consult the section "[How to Apply](#)" at www.rbf.org

for specific guidance on the application process.

PROGRAMS

Democratic Practice Program Guidelines

Democracy in the United States

Context: The United States faces a number of democratic deficits: a decline in many traditional forms of civic engagement, including youth engagement; reduced participation in the formal institutions of democracy, including but not limited to voting; and declining trust in all institutions, especially institutions of government. At the same time, American society is becoming increasingly polarized. The gap between rich and poor is widening, and residential patterns reinforce this separation along economic lines. All of these negative trends are particularly acute among young people, especially low-income youth and youth of color.

Today in U.S. politics there are few examples of bipartisanship and compromise. In the media, confrontation often passes for political dialogue and the concentration of media ownership reduces the number of public voices while crowding out nuanced views and a middle ground. Theoretically, cable television, the Internet, and other new technologies allow for many more channels of conversation, but they also have the potential to spread misinformation and make it easier to find and listen only to the voices with which one is comfortable.

Goal | Encouraging Civic Engagement in the U.S.

The Fund employs the following strategies to empower individuals and encourage civil society organizations, including philanthropy, to advance constructive social change through democratic decision making and social movements.

Strategies:

- Identify and support innovative and experimental forms of civic participation, especially those that encourage the sustained involvement of participants.
Note: With a limited budget, the Fund concentrates on new approaches to civic engagement that have the potential to be effective in a wide variety of places and situations. In general, the Fund does not support traditional community organizing or single events that are not part of a strategy for sustained civic engagement.
- Support a limited number of youth-led organizations in which youth define their concerns and connect them to public policy making; develop and harness their own approaches to pursue policy change; and form a sophisticated and stable constituency. Organizations led by low-income youth and youth of color will receive special attention.
- Strengthen the capacity of the nonprofit sector to foster civic engagement, and encourage and assist a broad range of civil society organizations to engage more explicitly with public policy that leads to constructive social change.

Goal | Fostering Effective Governance in the U.S.

The Fund pursues the following strategies to strengthen the practices and institutions of democracy, including a free, principled, and vigorous press.

Strategies

- Support innovative and experimental forms of governance, public administration, and public decision-making that enhance the effectiveness, transparency, and responsiveness of the public

- sector. The Fund is also interested in efforts that foster the public's recognition of the positive role government plays in solving problems and providing services and public infrastructure.
- Promote experimental approaches to political campaign financing, with a special emphasis on both state and local public financing systems.
 - Explore the role of the media in democracy, with an emphasis on strengthening its ability to foster informed citizens who demand increased government transparency and accountability.

Global Governance

Context Globalization-the dramatic increase in social, cultural, political, and economic interdependence among nations-is the defining process of the 21st Century, and it offers both challenges and opportunities. Global governance attempts to bring standards and regulations to issues that transcend the authority of individual nations and can be created in several ways-by formal agreements among nations, by consensus among intergovernmental organizations, and by voluntary agreements and partnerships among businesses, nongovernmental organizations, and other civil society groups. Democracy in global governance, however, faces several challenges. It is hindered by the weakened state of the United Nations and the growing influence of international trade and financial institutions with their more limited transparency and inclusion. The spread and growth of multinational corporations also challenges the ability of nations to protect their common wealth and their citizens from the negative consequences of irresponsible corporate behavior. Finally, some of the greatest new opportunities for global governance involve areas considered as global commons, such as climate change and cross border flows of toxics and pollution, as well as pandemics and other health concerns.

Goal | Increasing Access to, and Participation in, Global Governance

The Fund works within the following strategies to improve democratic practice in global governance by expanding participation and effective representation in the political and policymaking processes of globalization. View related grants

Strategies:

- Expand the inclusiveness of leading international trade and development organizations by improving the effective participation and increased involvement of those communities, nongovernmental organizations and governments that shape trade and development policies. The Fund is particularly interested in organizations that represent and help give voice to the concerns of developing countries.
- Increase collaboration among nations to solve transnational problems through improved governance of the global commons.
- Broaden and strengthen the ability of civil society to contribute to setting international standards which encourage and reward the improved social and environmental practices of international business.

Goal | Ensuring Transparency and Accountability in Global Governance

The Fund works within the following strategies to increase transparency and accountability in global governance decision-making processes that affect the quality of people's lives and the integrity of the natural environment.

Strategies

- Encourage reforms within leading trade, development, and civil society institutions that increase the transparency and accountability of global governance decision making and reporting.
- Support the creation and growth of new civil society mechanisms that improve global governance

accountability within all transnational institutions, including nongovernmental organizations and international business.

- Selective limited efforts to advance new visions for democratic decision-making in global governance.

Sustainable Development Program Guidelines

Goal | Combating Global Warming

In the United States and globally, the Fund supports strategies to combat global warming and seeks to contribute to promote international cooperation on this issue through the following strategies:

Strategies

- Advancing cost-effective energy efficiency and renewable energy-based approaches to reducing greenhouse gas emissions.
- Building public and policymaker understanding of the threat of global warming and support for a range of actions to address this problem.
- Supporting efforts to strengthen and advance coordinated international action and policy, which are particularly critical to the mitigation of global warming.

Goal | Protecting Ecosystems and Conserving Biodiversity

The Fund seeks to conserve terrestrial and marine biodiversity by protecting and restoring ecosystems and by fostering sustainable communities that pursue locally-appropriate development plans. The Fund promotes this goal through the following strategies:

Strategies

- Supporting the conservation and sustainable use of remaining intact blocks of coastal temperate rainforest lands, especially in British Columbia.
- Promoting sustainable forest management practices that maintain healthy forest ecosystems and protect communities that are culturally and economically dependent on them throughout the world.
- Supporting the reform of unsustainable fishery management practices in the United States and British Columbia.
- Supporting efforts to protect Pacific Salmon, a "keynote species," by encouraging terrestrial and marine conservation programs that link the health of open ocean ecosystems to that of forest watersheds in the Russian Far East.

Note: Given limited funding and the very focused nature of our Sustainable Development goals and strategies, the RBF actively works to identify grantees in the field and is therefore only rarely able to support unsolicited proposals.

Peace and Security Program Guidelines

Goal | Advancing Responsible Approaches to U.S. Global Engagement in the 21st Century

The RBF seeks to advance U.S. policies and behaviors that reflect a broadly shared vision of constructive,

cooperative, principled, farsighted, and effective global engagement through the following strategies:

Strategies

- Supporting the development and dissemination of policy approaches with the potential to galvanize constructive debate and policy action across traditional issue and partisan divides. Priority is given to broad frameworks for responsible U.S. global engagement.
- Strengthening the communications capacity of organizations and networks that advocate on behalf of constructive U.S. action to address global challenges. Priority is given to innovative communications efforts that forge links among diverse groups, highlight broad patterns of U.S. behavior, reach large audiences, and promise to generate momentum for responsible U.S. global engagement.
 - In 2005, the RBF has decided to focus this strategy on selected advocacy and public engagement efforts chosen from the following issue areas: terrorism and the proliferation of deadly weapons, climate change, and fairness in global trade.
 - Across a broader range of issues, priority is also given to efforts with the potential to engage people of faith, young people, business leaders, and women.

Note: Given limited resources, the RBF can only fund a small number of communications-related projects each year. Staff actively work to identify strategic opportunities in the field, so funding for unsolicited proposals is the exception rather than the rule.

- Promoting effective collaboration among organizations seeking to build public support for responsible U.S. global engagement. At present, the Fund pursues this strategy primarily through involvement in the Connect US initiative.

Goal | Promoting Mutual Respect and Understanding between Muslim and Western Societies

The RBF seeks to reduce the divisive and destabilizing tensions that exist between much of the Islamic world and the West, particularly the United States, and to increase the potential for collaboration among Muslim and Western societies on behalf of a better, safer world through the following strategies:

Strategies

- Supporting efforts to ensure that U.S. policies and behaviors reflect an understanding of the complexity and diversity of Muslim societies and contribute to mutually respectful, productive relations with those societies.
- Supporting initiatives that contribute to deeper U.S. public understanding of Islam and Muslim societies. Priority is given to high-leverage efforts that have the potential, over time, to reduce persistent misperceptions and sources of tension between the U.S. and the Muslim world.
- Supporting joint Muslim-Western efforts to address issues and problems that are of shared concern and that have a significant bearing on the relationship between the U.S. and Muslim-majority countries.

Note: At present, the Fund pursues this strategy primarily at the global and transnational levels and is only rarely able to support community-based or country-specific programs.

- Supporting the efforts of Muslim organizations and scholars to contribute to dynamic debate within Muslim societies about the role and future of Islam and of Islamic peoples in a rapidly changing, increasingly interconnected world.

Note: Because of the exploratory nature of this strategy, the Fund will be pursuing it primarily through solicited proposals.

RBF Pivotal Places

The Fund pursues its three program interests—Democratic Practice, Sustainable Development, and Peace and Security—in a variety of geographic contexts. In addition, the Fund has identified several specific locations on which to concentrate cross-programmatic grantmaking attention. The Fund refers to these as RBF "pivotal places": sub-national areas, nation-states, or cross-border regions which have special importance with regard to the Fund's substantive concerns and whose future will have disproportionate significance for the future of a surrounding region, an ecosystem, or, indeed, the globe.

While there are many places in the world that might be considered pivotal, the selection of RBF pivotal places is guided by both the Fund's program interests and grantmaking history. These are places where the Fund judges that because of its experience, knowledge, and program interests, its grantmaking could be particularly effective, and where the Fund generally makes a long-term commitment. The Fund's engagement in these places is multidisciplinary, involving two or more RBF program interests. It is also responsive to local needs and priorities; indeed, the Fund may pursue its broad programmatic goals in different ways within each RBF pivotal place.

In 2008, the Fund worked in four RBF pivotal places:

New York City Pivotal Place Guidelines

The Fund pursues its three program interests—Democratic Practice, Sustainable Development, and Peace and Security—in a variety of geographic contexts. In addition, the Fund has identified several specific locations on which to concentrate cross-programmatic grantmaking attention. The Fund refers to these as RBF "pivotal places": subnational areas, nation-states, or cross-border regions which have special importance with regard to the Fund's substantive concerns and whose future will have disproportionate significance for the future of a surrounding region, an ecosystem, or, indeed, the globe.

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NEW YORK CITY

The Rockefeller Brothers Fund has been active in New York City since the RBF's founding there in 1940. New York City's extraordinarily diverse population, its economic prominence, and its cultural vitality combine to make the city pivotal to the future of its region, the nation, and the world.

New York City has the potential to be a model 21st century sustainable urban community that nourishes neighborhoods and civic life, supports individual achievement and artistic expression, generates widely shared prosperity, and preserves and enhances its built and natural environments. Linked as it is to the region, the nation, and the world, New York City can become a beacon of excellence and a force for positive change both within and well beyond its boundaries.

Two of the Fund's three program interests are reflected in the RBF's engagement with New York City as an RBF pivotal place. The Charles E. Culpeper Arts & Culture grants are a distinctive feature of the Pivotal Place: New York City program.

Democratic Practice

Goal: Encouraging Civic Engagement

The Fund seeks to build the capacity of community groups working to improve the quality of life in disadvantaged neighborhoods through the following strategies:

Strategies:

- Supporting civic initiatives and community processes that address locally identified priorities.
- Strengthening community leadership capacity, particularly among immigrant populations.
- Encouraging collaboration among local institutions and across sectors.

Goal: Encouraging Civic Participation in Public Education

The Fund seeks to promote civic responsibility for school improvement through the following strategies:

Strategies:

- Supporting projects that reach out to and engage new constituencies in public education improvement efforts.
- Fostering collaborations/networks among community groups, academic centers, education advocacy groups, and public institutions to improve the New York City public education system.
- Strengthening the capacity of community groups to engage in public education advocacy and reform-related initiatives.

Sustainable Development

Goal: Building Sustainable Communities

The Fund seeks to improve the safety, aesthetic quality, environmental stewardship, and the spiritual and community life of New York City neighborhoods through the following strategies:

Strategies:

- Assisting community-based initiatives that encourage, respect, and care for the natural and built environment and that enhance or reclaim public space.
- Supporting opportunities for community engagement in local development and planning processes.
- Advancing innovative ideas and projects that promote the concept of New York as a sustainable city.

CHARLES E. CULPEPER ARTS & CULTURE GRANTS

The Charles E. Culpeper Arts & Culture grants honor the legacy of Charles E. Culpeper by supporting the artists and arts and cultural organizations that make New York City one of the world's most dynamic creative capitals. These grants support the creative process, build the capacity of small and mid-size arts and cultural institutions, and promote the pursuit of the creative life.

The standard RBF letter of inquiry process does not apply for these grants. Proposals are accepted each year, January 1 through March 1 (on the following business day if March 1st falls on a weekend). Beginning with the 2009 award cycle, applications may only be submitted online at www.rbf.org.

Grantee organizations must wait a minimum of three years from their grant final payment before reapplying.

Goal: Supporting the Creative Process

The Fund seeks to foster an environment in which artists and the creative process can flourish through the following strategy:

Strategy:

- Supporting organizations that assist individual artists and the creative process, providing infrastructure to sustain the artistic life, and offering artists additional opportunities to develop skills complementary to their creative talents.

Goal: Building Capacity in Cultural Organizations

The Fund seeks to sustain and advance small and mid-size cultural organizations, particularly those that are community-based and/or culturally specific, with annual budgets under \$4 million, through the following strategies:

Strategies:

- Giving non-renewable, three-year capacity-building grants of up to \$50,000 per year, as a source of stable funding and added vitality in the immediate term.
- Providing endowment grants of up to \$250,000 matched on a one-to-one basis to cultural and arts organizations that demonstrate the potential for long-term leadership and excellence in the presentation of creative work to the broadest possible audiences.
- Awarding grants of up to \$15,000 for innovative, team-based, institutional leadership conferences designed to strengthen long-range organizational management and governance. Grants cover the costs of one or two-day conferences at the Fund's Pocantico Conference Center, including the participation of professional consultants, advisors, or facilitators.

South Africa Pivotal Place Guidelines

Human Advancement

Goal | Improving Basic Education

The Fund seeks to improve the quality and accessibility of basic education for children in the areas of early childhood development and primary learning through the following strategies:

Strategies

- Assisting efforts to address the impact of HIV/AIDS on basic education, including:
 - Enabling the introduction and evaluation of new models of early childhood education and primary learning that integrate a concern for HIV/AIDS.
 - Supporting new models of teacher training to respond to the need for more teachers and to assist teachers to support orphans and vulnerable children.
 - Assisting primary schools to become nodes of care, education, and support for increasingly vulnerable children.
- Supporting research and advocacy efforts to improve the quality and accessibility of basic education for children.

Goal | Assisting Orphans and Vulnerable Children

The Fund supports efforts to assist orphans and vulnerable children in achieving their full potential as individuals and as members of society through the following strategies:

Strategies

- Encouraging the development and evaluation of innovative models of care, education, and support for orphans and vulnerable children.
- Strengthening the institutional capacity of nonprofit organizations, university programs, and government agencies working with orphans and vulnerable children.
- Supporting targeted social science research that will improve the understanding and effectiveness of work related to orphans and vulnerable children.

Sustainable Development | Democratic Practice | Peace and Security

Goal | Addressing the Societal Impacts of HIV/AIDS

The Fund works to strengthen understanding of the linkages between HIV/AIDS and democratic practice, sustainable development, and peace and security issues in South Africa, and to promote integrated responses to the broad societal impacts of the HIV/AIDS pandemic through the following strategies:

Strategies

- Supporting and disseminating research to improve understanding of linkages between HIV/AIDS and sustainable development, democratic practice, and peace and security.
- Strengthening the capacity of nonprofit organizations, university programs, and government agencies working on linkages between HIV/AIDS and these three issues, including the facilitation of cross-sectoral communication and collaboration.
- Facilitating the introduction and evaluation of promising models of responses to the linkages between HIV/AIDS and these three core issues of RBF.

Southern China Pivotal Place Guidelines

In March 2004, the Rockefeller Brothers Fund decided to concentrate its Asian grantmaking in Southern China, one of the fastest growing and most dynamic regions of the world. This focus builds on the Fund's history of philanthropy in East and Southeast Asia and continues over a century of Rockefeller family philanthropy in China which includes the founding of the Peking Union Medical College in 1917.

The Fund's geographic area of interest encompasses the nine diverse and increasingly interconnected provinces of the Pan Pearl River Delta—Guangdong, Guangxi, Hunan, Yunnan, Sichuan, Guizhou, Fujian, Hainan, and Jiangxi—and, to a lesser extent, Hong Kong and Macau. This region accounts for one-third of China's population and 40 percent of its GDP. It has played a pivotal role in China's extraordinary progress over the last 25 years, progress which includes, among many achievements, the elevation of over 400 million people out of extreme poverty and the growth of China's economy into the fourth largest in the world.

Southern China's rapid development, however, has been accompanied by profound challenges including environmental degradation and growing disparities between rich and poor, urban and rural which, if not addressed, threaten the sustainability of development in the region, the country, and the world. The Chinese government and people have been responding vigorously to these complex challenges. The RBF's grantmaking seeks to assist these efforts, supporting work that advances one of its central programmatic interests: sustainable development.

Within this programmatic interest, the Fund has defined three areas of initial focus. These include addressing the links between the environment and human health; advancing sustainable approaches to meeting the region's energy needs; and strengthening community leadership in support of sustainable development.

At the core of all of the RBF's work in Southern China is a fundamental belief in the wisdom, creativity, and resourcefulness of the Chinese people. The Fund will encourage multidisciplinary approaches to problem solving that integrate social, economic, environmental, and cultural concerns and it will seek to foster collaboration at all levels and across sectors—government, business, civil society, and academia.

Sustainable Development

Goal: Promoting Healthy, Sustainable Communities by Addressing the Links between the Environment and Human Health

The health of ecological systems and human health are inextricably connected. The Fund seeks to work at the intersection of these two fields by supporting integrated, multidisciplinary approaches for improving the environment and public health.

Strategies:

- Increasing policymaker and citizen understanding of the relationship between the environment and human health by facilitating innovative research, information sharing, and public education.
- Strengthening the capacity of all sectors—government, business, academic institutions, and civil society—to respond to environmental threats to human health.

Goal: Addressing Global Warming by Advancing Ecologically, Economically, and Socially Sustainable Approaches to Energy Conservation and Clean Energy Production in China

Strategies:

- Support a broad range of initiatives to assist China's efforts to reduce greenhouse gas emissions, with a strong emphasis on work at the provincial and local levels. Priorities include: deepening awareness in all sectors of the threat of global warming; strengthening leadership capacity to develop innovative policy responses and improve implementation and enforcement; identifying and removing regulatory, financial, and market barriers to low-carbon development; encouraging research, development, manufacture, and marketing of cost-effective energy efficient and clean

energy technologies; and engaging the business sector in efforts to reduce GHG emissions.

- Build understanding and facilitate cooperation between the United States and China in pursuing effective policy and action on energy and climate challenges.

Goal: Strengthening Community Leadership to Support Sustainable Development

A strong civic sector can play a vital role in advancing sustainable development, particularly at the local level. The RBF will support a limited number of projects designed to strengthen community leadership.

Strategies:

- Nurturing indigenous philanthropy.
- Strengthening institutional capacity in the civic sector, including the development of creative models for engaging youth.
- Supporting initiatives that actively engage communities in integrating traditional wisdom and culture with their sustainable development goals.

Western Balkans Pivotal Place Guidelines

Democratic Practice

Goal | Improving the Performance, Accountability, and Transparency of Government

Strategies

- Supporting the development and implementation of internal reforms in select government institutions.
- Assisting government officials, parliamentarians, and emerging public sector leaders to acquire the skills necessary for effective governance.

Goal | Strengthening Constituencies of Citizens Actively Engaged in Building Democracy

Strategies

- Supporting public education and communications activities that promote a deeper understanding of the responsibilities and benefits of open societies and equip citizens to participate in democratic processes.
- Promoting civic engagement of youth, including leadership development activities and efforts to insert fresh ideas into public life at all levels of society.
- Strengthening civil society as an essential component of a robust democratic political culture.

Sustainable Development

Goal | Supporting Efforts to Nurture Economically, Ecologically, and Socially Sustainable Urban and Rural Communities

Strategies

- Fostering experimentation with urban, rural, and regional planning processes that actively engage the public.

- Promoting inclusive collaborations to promote the wise use of natural and cultural resources.
- Assisting efforts to integrate into formal education and life-long learning the knowledge, values, and skills needed for sustainable development.

Cross-Programmatic Initiative: Energy

In October 2006, the RBF trustees approved a new cross-programmatic grantmaking initiative on energy. The Cross-Programmatic Initiative: Energy was officially launched in 2007 to promote an energy future that: (1) protects against the devastating impacts of global warming; (2) enhances security and advances responsible U.S. global engagement; (3) promotes global sustainable development and economic growth.

ADDITIONAL INFORMATION

The Rockefeller Brothers Fund maintains a Web site at www.rbf.org that includes information about the Fund's program guidelines, descriptions of recent grants, and a list of publications, many of which are available online.

In addition the RBF submits information about its grantmaking on a regular basis to the Foundation Center for inclusion in its key print and electronic resources. The Foundation Center provides free access to a core collection of its publications and CD-ROMs through a network of reference libraries in New York; Washington, D.C.; Atlanta; Cleveland; and San Francisco, as well as Cooperating Collections in more than 200 locations nationwide. Information about the location of Cooperating Collections can be obtained from the Foundation Center by calling 1-800-424-9836.

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Recipient and Purpose	Tax Status	Beginning Balance	Approved in 2008	Lapsed in 2008	Paid in 2008	Ending Balance
1Sky Education Fund 6930 Carroll Avenue Suite 1000 Takoma Park, MD 20912 <i>For 1Sky, a campaign to galvanize a national movement to achieve global warming policy solutions commensurate with the scientific data on the scale and pace of climate change.</i>	2	\$900,000	\$0	\$0	\$900,000	\$0
1Sky Education Fund 6930 Carroll Avenue Suite 1000 Takoma Park, MD 20912 <i>For an alignment meeting of U.S. climate change leaders.</i>	2	\$0	\$20,000	\$0	\$20,000	\$0
2030 Inc. 607 Cerrillos Road Santa Fe, New Mexico 87505 <i>For general support.</i>	2	\$0	\$50,000	\$0	\$50,000	\$0
2030 Inc. 607 Cerrillos Road Santa Fe, New Mexico 87505 <i>To support its project Architecture 2030.</i>	2	\$0	\$250,000	\$0	\$155,000	\$95,000
3-Legged Dog, Inc. 80 Greenwich Street New York, New York 10006 <i>For its Cooperative Professional Resources program.</i>	2	\$0	\$70,000	\$0	\$70,000	\$0
Abraham Path Initiative, Inc. 1245 Pearl Street, Suite 208 Boulder, CO 80302 <i>For its programmatic and capacity building efforts</i>	2	\$75,000	\$0	\$0	\$75,000	\$0
ActionAid USA ActionAid International USA 1420 K Street, NW Suite 900 Washington, DC 20005 <i>For general support.</i>	2	\$0	\$150,000	\$0	\$113,000	\$37,000
ADM Capital Foundation Limited, The 2406 9 Queen's Road Central Hong Kong China <i>For the Green Choice Initiative.</i>	8	\$0	\$300,000	\$0	\$300,000	\$0
AFRICA! IGNITE 59 Henwood Road Morningside 4001 South Africa <i>For the South Africa grantee communications support initiative.</i>	8	\$0	\$55,000	\$0	\$55,000	\$0
AFRICA! IGNITE 59 Henwood Road Morningside 4001 South Africa <i>For travel related to the South Africa grantee communications support initiative.</i>	8	\$0	\$2,000	\$0	\$2,000	\$0
Alliance for Children and Families, Inc. 11700 W. Lake Park Drive Milwaukee, WI 53224-3021 <i>For its New Vision for Civic Engagement program.</i>	2	\$675,000	\$0	\$0	\$225,000	\$450,000
Alliance for Children's Entitlement to Social Security PostNet Suite 78, Private Bag X3 Plumstead 7801 SOUTH AFRICA <i>For general support.</i>	7	\$0	\$140,000	\$0	\$70,000	\$70,000
Alliance of Resident Theatres/New York, Inc. 520 Eighth Avenue Suite 319 New York, New York 10018 <i>For salary support for a senior development staff member and a facilities and outreach manager.</i>	2	\$0	\$50,000	\$0	\$25,000	\$25,000

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American Council on Renewable Energy P.O. Box 33518 Washington, DC 20033 <i>For its Renewable Energy Communications and Policy Program.</i>	2	\$250,000	\$0	\$0	\$250,000	\$0
American Council on Renewable Energy P.O. Box 33518 Washington, DC 20033 <i>To support its communications program.</i>	2	\$0	\$250,000	\$0	\$250,000	\$0
American Indian Artists (AMERINDA), Inc. c/o AFSC 12 Rutherford Place New York, New York 10003 <i>For program development and expansion.</i>	2	\$25,000	\$0	\$0	\$25,000	\$0
American Institute for Social Justice, Inc. 1024 Elysian Fields Avenue New Orleans, LA 70117-8402 <i>For its Association of Community Organizations for Reform Now New York chapter.</i>	2	\$0	\$130,000	\$0	\$65,000	\$65,000
American Iranian Council, Inc. 29A Wiggins Street Princeton, NJ 08540 <i>For the Shuttling Diplomacy project.</i>	2	\$0	\$50,000	\$0	\$50,000	\$0
American Opera Projects, Inc. 138 South Oxford Street Brooklyn, NY 11217 <i>For capacity-building initiatives.</i>	2	\$0	\$50,000	\$0	\$29,900	\$20,100
American Prospect, Inc. 1710 Rhode Island Avenue, N.W. 12th Floor Washington, DC 20036 <i>For a special report on comprehensive democracy initiatives.</i>	2	\$0	\$30,000	\$0	\$30,000	\$0
American Society for Muslim Advancement 475 Riverside Drive, Suite 248 New York, New York 10115 <i>For general support and the Women's Islamic Initiative in Spirituality and Equity and Muslim Leaders of Tomorrow projects.</i>	2	\$50,000	\$0	\$0	\$50,000	\$0
American Symphony Orchestra, Inc. 333 West 39th Street Suite 1101 New York, New York 10018 <i>For customer relationship management software.</i>	2	\$0	\$70,000	\$0	\$35,000	\$35,000
American University in Cairo, The 420 Fifth Avenue, 3rd Floor New York, New York 10018 <i>For the Muslim World Media Survey in Indonesia.</i>	2	\$0	\$50,000	\$0	\$50,000	\$0
Americans for Informed Democracy Corporation 701 Cathedral Street Suite L#3 Baltimore, MD 21201 <i>For general support.</i>	2	\$60,000	\$0	\$0	\$60,000	\$0
Americas Society, Inc. 680 Park Avenue New York, NY 10021 <i>Towards artist fees and costs associated with creation of site-specific work by Carlos Cruz-Diez, Marcello De Mellos Dias and Walter Stephen Riedwig, through its Visual Arts program.</i>	2	\$0	\$70,000	\$0	\$70,000	\$0
AmericaSpeaks, Inc. 1050 17th Street, NW, Suite 350 Washington, DC 20009 <i>For its Deliberative Democracy Consortium's work to bridge research and practice in the field of deliberative democracy.</i>	2	\$74,000	\$0	\$0	\$74,000	\$0

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AmericaSpeaks, Inc. 1050 17th Street, NW, Suite 350 Washington, DC 20009 <i>For the Citizen Engagement Sustainability Program of its Democracy Lab.</i>	2	\$0	\$150,000	\$0	\$75,000	\$75,000
Amigos del Museo del Barrio, Inc. 1230 Fifth Avenue New York, New York 10029 <i>Towards the development of the 2010 exhibition Caribbean: Crossroads of the World.</i>	2	\$0	\$60,000	\$0	\$25,000	\$35,000
Apollo Theater Foundation, Inc. 253 West 125th Street New York, New York 10027 <i>For the Apollo Salon Series.</i>	2	\$75,000	\$0	\$0	\$75,000	\$0
Arabella Legacy Fund 1816 Jefferson Place, NW Washington, DC 20036 <i>For its Creation Care Support Fund.</i>	2	\$150,000	\$0	\$0	\$150,000	\$0
Arabella Legacy Fund 1816 Jefferson Place, NW Washington, DC 20036 <i>For its project, the Fair Elections Legal Network.</i>	2	\$0	\$40,000	\$0	\$40,000	\$0
Asian Cultural Council, Inc. 6 West 48th Street, 12th Floor New York, NY 10036-1802 <i>To the organization's budget for unrestricted grantmaking.</i>	2	\$200,000	\$0	\$0	\$200,000	\$0
Aspen Institute, Inc., The One Dupont Circle, NW Suite 700 Washington, DC 20036 <i>For its project, Realizing Rights: The Ethical Globalization Initiative.</i>	2	\$14,000	\$0	\$0	\$14,000	\$0
Aspen Institute, Inc., The One Dupont Circle, NW Suite 700 Washington, DC 20036 <i>For its Congressional Program's project, Political Islam: Challenges for U.S. Policy.</i>	2	\$100,000	\$0	\$0	\$100,000	\$0
Aspen Institute, Inc., The One Dupont Circle, NW Suite 700 Washington, DC 20036 <i>For its Dialogue on International Climate Stabilization Policy.</i>	2	\$150,000	\$0	\$0	\$150,000	\$0
Aspen Institute, Inc., The One Dupont Circle, NW Suite 700 Washington, DC 20036 <i>For its Congressional Program.</i>	2	\$0	\$600,000	\$0	\$125,000	\$475,000
Association of Citizens for Democracy and Civic Education CIVIC INITIATIVES Bulevar Kralja Aleksandra 79/Vsprat Belgrade, 11120 Serbia <i>For general support.</i>	7	\$150,000	\$0	\$0	\$75,000	\$75,000
Balkan Community Initiatives Fund Gospodar Jevremova 45/III-8 Belgrade, 11000 Serbia <i>For general budgetary purposes.</i>	7	\$225,000	\$0	\$0	\$225,000	\$0
Balkan Investigative Reporting Regional Network Obala Kulina bana 10/2 Sarajevo, 71000 Bosnia and Herzegovina <i>For general support</i>	7	\$34,000	\$0	\$0	\$34,000	\$0

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Balkan Investigative Reporting Network Mesa e Studenteve, Kati I Prishtina, 10000 Kosovo <i>For its project for monitoring the performance and advocating for better public services in Kosovo with focus on Rule of Law, Health, and Education.</i>	7	\$0	\$95,000	\$0	\$95,000	\$0
Bank Information Center 1100 H Street, NW Suite 650 Washington, DC 20005 <i>To carry out a study on the greenhouse gas emissions associated with key projects of the World Bank Group's lending portfolio.</i>	2	\$0	\$12,000	\$0	\$12,000	\$0
Bank Information Center 1100 H Street, NW Suite 650 Washington, DC 20005 <i>For general support.</i>	2	\$0	\$200,000	\$0	\$100,000	\$100,000
Be The Change, Inc. 2 Canal Park Cambridge, MA 02141 United States <i>For the ServiceNation campaign.</i>	2	\$0	\$50,000	\$0	\$50,000	\$0
Belgrade Fund for Political Excellence Decanska 1 Belgrade, 11000 Serbia <i>For general budgetary support.</i>	7	\$100,000	\$0	\$0	\$100,000	\$0
Belgrade Fund for Political Excellence Decanska 1 Belgrade, 11000 Serbia <i>For building consensus in Serbia for European Integrations project.</i>	7	\$0	\$35,000	\$0	\$35,000	\$0
Better World Fund 1800 Massachusetts Avenue, NW Suite 400 Washington, DC 20036 <i>For its Task Force on Energy Efficiency and the Grid.</i>	2	\$100,000	\$0	\$0	\$100,000	\$0
Better World Fund 1800 Massachusetts Avenue, NW Suite 400 Washington, DC 20036 <i>To support its 25x25 Climate Change Initiative.</i>	2	\$0	\$400,000	\$0	\$200,000	\$200,000
Bridge Initiative International 20 Bld Poissonniere 75009 Paris France <i>For general support.</i>	8	\$50,000	\$0	\$0	\$50,000	\$0
Bronx Council on the Arts, Inc. 178 Hone Avenue Bronx, NY 10461-1486 <i>For the BX1: Indie Arte program.</i>	2	\$0	\$25,000	\$0	\$25,000	\$0
Bronx Council on the Arts, Inc. 178 Hone Avenue Bronx, NY 10461-1486 <i>For endowment.</i>	2	\$0	\$250,000	\$0	\$0	\$250,000
Bronx Museum of the Arts 1040 Grand Concourse Bronx, New York 10456-3999 <i>For capacity-building initiatives in marketing and program development.</i>	2	\$35,000	\$0	\$0	\$35,000	\$0
Brookings Institution, The 1775 Massachusetts Avenue, NW Washington, DC 20036- <i>For its project to examine the war on terror and develop alternative paths for its resolution.</i>	2	\$75,000	\$0	\$0	\$75,000	\$0

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Brookings Institution, The 1775 Massachusetts Avenue, NW Washington, DC 20036- <i>For its project, Managing Global Insecurity: American Leadership, International Institutions, and the Search for Peace in the 21st Century.</i>	2	\$75,000	\$0	\$0	\$75,000	\$0
Brookings Institution, The 1775 Massachusetts Avenue, NW Washington, DC 20036- <i>Towards Global Powers and a Rising Iran.</i>	2	\$0	\$150,000	\$0	\$150,000	\$0
Brooklyn Academy of Music, Inc. 30 Lafayette Avenue Brooklyn, NY 11217 <i>For programs to develop and present work by emerging artists.</i>	2	\$0	\$100,000	\$0	\$0	\$100,000
Brooklyn Academy of Music, Inc. 30 Lafayette Avenue Brooklyn, NY 11217 <i>For the implementation of the Illuminating Islam festival to be held in New York City, June 2009.</i>	2	\$0	\$150,000	\$0	\$150,000	\$0
Brooklyn Arts Council 55 Washington Street Suite 218 Brooklyn, New York 11201 <i>For an institutional leadership conference at the Pocantico Conference Center, to be held on October 20-21, 2008.</i>	2	\$0	\$15,000	\$0	\$15,000	\$0
Brooklyn Philharmonic Symphony Orchestra, Inc. 189 Montague Street Suite 200A Brooklyn, NY 11201 <i>For endowment.</i>	2	\$150,000	\$0	\$0	\$70,000	\$80,000
Brown University 164 Angell Street Providence, RI 02912 <i>For its Annenberg Institute for School Reform's Community Involvement Program.</i>	1	\$250,000	\$0	\$0	\$250,000	\$0
Business & Human Rights Resource Centre (U.S.), Ltd 333 Seventh Avenue New York, New York 10001 <i>For general support.</i>	2	\$0	\$50,000	\$0	\$50,000	\$0
Business for Social Responsibility 111 Sutter Street, 12th Floor San Francisco, California 94104 <i>For its project, Water and Environmental Health: Building Constituencies in Southern China</i>	2	\$0	\$200,000	\$0	\$100,000	\$100,000
California State Protocol Foundation 1215 K Street Suite 1400 Sacramento, CA 95814 <i>To support the Governors' Global Climate Solutions Summit.</i>	2	\$0	\$100,000	\$0	\$100,000	\$0
Campaign Finance Institute, The 1990 M Street, NW Washington, DC 20036 <i>For its Small Donor Project.</i>	2	\$50,000	\$0	\$0	\$50,000	\$0
Campaign Finance Institute, The 1990 M Street, NW Washington, DC 20036 <i>For its Small Donor Project.</i>	2	\$0	\$200,000	\$0	\$15,000	\$185,000
Campaign for Fiscal Equity, Inc. 110 William Street Suite 2602 New York, NY 10038 <i>For general support.</i>	2	\$0	\$200,000	\$0	\$100,000	\$100,000

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Cape Town, University of Private Bag Rondebosch 7701 Cape Town SOUTH AFRICA <i>For a workshop for RBF grantees and policymakers entitled, HIV/AIDS and Society: Time for Policy-Relevant Evidence.</i>	6	\$0	\$50,000	\$0	\$50,000	\$0
Cape Town, University of Private Bag Rondebosch 7701 Cape Town SOUTH AFRICA <i>For the HIV/AIDS Program of its Children's Institute.</i>	6	\$0	\$140,000	\$0	\$70,000	\$70,000
Cape Town, University of Private Bag Rondebosch 7701 Cape Town SOUTH AFRICA <i>To support its Democracy in Africa Research Unit (DARU).</i>	6	\$0	\$120,000	\$0	\$73,000	\$47,000
Carnegie Council on Ethics and International Affairs, Inc. 170 East 64th Street New York, NY 10065 <i>For its Global Policy Innovations project.</i>	2	\$0	\$150,000	\$0	\$150,000	\$0
Carnegie Council on Ethics and International Affairs, Inc. 170 East 64th Street New York, NY 10065 <i>For their program on U.S. Global Engagement.</i>	2	\$0	\$200,000	\$0	\$100,000	\$100,000
Carnegie Endowment for International Peace 1779 Massachusetts Avenue, NW Washington, DC 20036 <i>For implementation of its New Vision strategic plan.</i>	2	\$300,000	\$0	\$0	\$245,000	\$55,000
Carnegie Endowment for International Peace 1779 Massachusetts Avenue, NW Washington, DC 20036 <i>For its project, Helping China's Provinces Deploy Energy Efficiency.</i>	2	\$0	\$400,000	\$0	\$200,000	\$200,000
Catholic Education Trust, The c/o Catholic Institute of Education P.O. Box 2083 Southdale 2135 Johannesburg South Africa <i>To strengthen monitoring, evaluation, and advocacy within the Caring Schools Project of its Catholic Institute of Education.</i>	7	\$60,000	\$0	\$0	\$60,000	\$0
Catholic Education Trust, The c/o Catholic Institute of Education P.O. Box 2083 Southdale 2135 Johannesburg South Africa <i>For general support.</i>	7	\$0	\$60,000	\$0	\$60,000	\$0
Cause Effective, Inc. 505 Eighth Avenue Suite 1212 New York, NY 10018 <i>For Resource Development Institute workshops for RBF arts and culture grantees.</i>	2	\$0	\$50,000	\$0	\$50,000	\$0
Cave Canem Foundation, Inc. 584 Broadway Suite 508 New York, New York 10012 <i>For staff and board development and fundraising.</i>	2	\$25,000	\$0	\$0	\$25,000	\$0
Center for a New American Security 1301 Pennsylvania Avenue, NW Suite 403 Washington, DC 20004 <i>For its Clout and Climate Change project.</i>	2	\$125,000	\$0	\$0	\$125,000	\$0

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Center for Book Arts 28 West 27th Street 3rd Floor New York, New York 10001 <i>For salary support, collections management, and an endowment campaign.</i>	2	\$0	\$75,000	\$0	\$25,000	\$50,000
Center for Civil Society Development KTA Building, Office No. 2 38220 Kos, Mitrovica Kosovo <i>For emergency assistance to replace office equipment and train civil society activists.</i>	7	\$0	\$25,000	\$0	\$25,000	\$0
Center for Civil Society Development Protecta TPC Kalca BI-43 Obrenoviceva bb Nis, 18000 Serbia <i>For general support.</i>	7	\$0	\$100,000	\$0	\$50,000	\$50,000
Center for Clean Air Policy 750 First Street, NE Suite 940 Washington, DC 20002 <i>To strengthen its communications and outreach capacity.</i>	2	\$75,000	\$0	\$0	\$75,000	\$0
Center for Climate Strategies, Inc. 1899 L Street NW Suite 900 Washington, DC 20036 <i>For the work of its Center for Climate Solutions to develop climate action plans at the state level.</i>	2	\$275,000	\$0	\$0	\$275,000	\$0
Center for Climate Strategies, Inc. 1899 L Street NW Suite 900 Washington, DC 20036 <i>For its project, the Center for Climate Strategies (CCS).</i>	2	\$150,000	\$0	\$0	\$150,000	\$0
Center for Climate Strategies, Inc. 1899 L Street NW Suite 900 Washington, DC 20036 <i>To support the work of its Center for Climate Strategies.</i>	2	\$0	\$350,000	\$0	\$350,000	\$0
Center for Community Change 1536 U Street, N.W. Washington, DC 20009 <i>For the FIRM Immigrant Youth program.</i>	2	\$20,000	\$0	\$0	\$20,000	\$0
Center for Community Change 1536 U Street, N.W. Washington, DC 20009 <i>For its Generation Change project.</i>	2	\$20,000	\$0	\$0	\$20,000	\$0
Center for Community Development Studies Yunnan Academy of Social Sciences No. 133, Qixiang Road Kunming, Yunnan 650032 P.R. OF CHINA <i>For a pre-project study on biogas implementation in poor minority communities.</i>	8	\$0	\$20,000	\$0	\$20,000	\$0
Center for Economic and Policy Research 1611 Connecticut Ave, NW Suite 400 Washington, DC 20009 <i>For general support.</i>	2	\$0	\$200,000	\$0	\$100,000	\$100,000
Center for Effective Philanthropy, Inc. 675 Massachusetts Avenue Seventh Floor Cambridge, MA 02139 <i>For general support.</i>	2	\$0	\$25,000	\$0	\$25,000	\$0

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Center for Governmental Studies 10951 West Pico Boulevard Suite 120 Los Angeles, CA 90064 <i>For its studies of state and local public campaign financing systems.</i>	2	\$0	\$100,000	\$0	\$50,000	\$50,000
Center for Lobbying in the Public Interest 1612 K Street, N.W. Suite 505 Washington, D.C. 20006 <i>For general support.</i>	2	\$30,000	\$0	\$0	\$30,000	\$0
Center for Lobbying in the Public Interest 1612 K Street, N.W. Suite 505 Washington, D.C. 20006 <i>For its Nonprofit Advocacy Tools for Foundations project.</i>	2	\$0	\$25,000	\$0	\$25,000	\$0
Center for Public Integrity 910 17th Street, N.W. 7th Floor Washington, DC 20006 <i>For general support.</i>	2	\$100,000	\$0	\$0	\$100,000	\$0
Center for Regionalism 35 Zeljeznicka Novi Sad SERBIA <i>For general support.</i>	7	\$70,000	\$0	\$0	\$35,000	\$35,000
Center for Rural Strategies, Inc. 46 East Main Street Whitesburg, KY 41858 United States <i>To support planning, facilitation, and follow up from a convening of the Wye Rural Development Philanthropy Collaborative</i>	2	\$0	\$25,000	\$0	\$25,000	\$0
Center for American Progress 1333 H Street, NW, 10th Floor Washington, DC 20005 <i>For its Energy Opportunity Program.</i>	2	\$0	\$250,000	\$0	\$125,000	\$125,000
Center on Budget and Policy Priorities 820 First Street NE Suite 510 Washington, DC 20002 <i>To support its work on the economic impacts of federal policy on climate change.</i>	2	\$0	\$100,000	\$0	\$100,000	\$0
Centre for AIDS Development, Research and Evaluation P.O. Box 94 Grahamstown 6140 South Africa <i>For an impact assessment of RBF research grants focused on HIV/AIDS and society.</i>	7	\$0	\$50,000	\$0	\$50,000	\$0
Centre for AIDS Development, Research and Evaluation P.O. Box 94 Grahamstown 6140 South Africa <i>For an impact assessment of RBF research grants focused on basic education and orphans and vulnerable children.</i>	7	\$0	\$14,000	\$0	\$14,000	\$0
Centre for the Study of Violence and Reconciliation P.O. Box 30778 Braamfontein 2017 Johannesburg South Africa <i>For its work in Southern Africa related to HIV/AIDS and police forces.</i>	7	\$70,000	\$0	\$0	\$70,000	\$0
Centre for the Study of Violence and Reconciliation P.O. Box 30778 Braamfontein 2017 Johannesburg South Africa <i>For dissemination of lessons learned from its research project on HIV/AIDS and security at the XVII International AIDS Conference in Mexico City, and to strengthen staff capacity through networking at the conference.</i>	7	\$0	\$9,500	\$0	\$9,500	\$0

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Ceres, Inc 99 Chauncey Street Boston, MA 02111-1703 <i>For its work with institutional investors to advocate for greenhouse gas reductions.</i>	2	\$0	\$500,000	\$0	\$250,000	\$250,000
Consultative Group on Biological Diversity Presido Building 1016 PO Box 29361 San Francisco, CA 94129-0361 <i>For general support and its funders network on energy and climate.</i>	2	\$40,000	\$0	\$0	\$25,000	\$15,000
chashama, Inc. 201 East 42nd Street 32nd Floor New York, New York 10017 <i>To launch an individual donor program.</i>	2	\$0	\$105,000	\$0	\$35,000	\$70,000
Chesapeake Climate Action Network P.O. Box 11138 Takoma Park, MD 20912 <i>For general support.</i>	2	\$0	\$50,000	\$0	\$50,000	\$0
Chez Bushwick, Inc. 304 Boerum Street Suite 23 Brooklyn, New York 11206 <i>For performances and community outreach for PULSE Contemporary Art Fair.</i>	2	\$0	\$35,000	\$0	\$35,000	\$0
Chicago Council on Global Affairs, The 332 South Michigan Avenue, Suite 1100 Chicago, IL 60604-4434 <i>For its project to convene a task force of Midwest leaders to develop an integrated regional strategy on energy security, climate change, and economic competitiveness.</i>	2	\$75,000	\$0	\$0	\$75,000	\$0
Children in Distress Network Post Office Box 157 Pietermaritzburg 3200 SOUTH AFRICA <i>For its project to improve access to basic education in the KwaZulu-Natal province.</i>	7	\$50,000	\$0	\$0	\$50,000	\$0
Children in Distress Network Post Office Box 157 Pietermaritzburg 3200 SOUTH AFRICA <i>A final contribution for its monitoring and evaluation work.</i>	7	\$0	\$70,000	\$0	\$35,000	\$35,000
Children's Rights Centre First Floor 480 Smith Street Durban 4001 SOUTH AFRICA <i>For general support.</i>	7	\$33,000	\$0	\$0	\$33,000	\$0
Children's Rights Centre First Floor 480 Smith Street Durban 4001 SOUTH AFRICA <i>Toward a conference of its Children's Sector HIV/AIDS National Network.</i>	7	\$0	\$15,000	\$0	\$15,000	\$0
Children's Rights Centre First Floor 480 Smith Street Durban 4001 SOUTH AFRICA <i>For general support.</i>	7	\$0	\$60,000	\$0	\$60,000	\$0
China Agricultural University Yuanmingyuan Xilu 2 Haidian District Beijing, 100094 Peoples Republic of China <i>For the Forum on Health, Environment, and Development.</i>	6	\$0	\$400,000	\$0	\$200,000	\$200,000

Recipient and Purpose	Tax Status	Beginning Balance	Approved in 2008	Lapsed in 2008	Paid in 2008	Ending Balance
China Council for International Cooperation on Environment and Development Beijing P.R. OF CHINA <i>To provide local Environmental Protection Bureaus with pollution-monitoring equipment to replace equipment lost during the May 12, 2008 earthquake.</i>	6	\$0	\$60,000	\$0	\$60,000	\$0
Chinese University of Hong Kong, The Shatin, NT Hong Kong China <i>For its project, Southern China Visiting Fellows Program for Civil Society Stakeholders</i>	6	\$0	\$200,000	\$0	\$100,000	\$100,000
Circle Foundation, Inc., The 1779 Massachusetts Avenue, N.W., Suite 510 Washington, DC 20036 <i>For the Program on International Policy Attitudes.</i>	2	\$0	\$100,000	\$0	\$100,000	\$0
City College 21st Century Foundation, Inc., The 160 Convent Avenue Shephard Hall, Room 154 New York, NY 10031 <i>For the City College Architecture Center's capacity-building initiatives.</i>	2	\$75,000	\$0	\$0	\$75,000	\$0
City College 21st Century Foundation, Inc., The 160 Convent Avenue Shephard Hall, Room 154 New York, NY 10031 <i>For the Charles B. Rangel Center for Public Service Mid-Career Program in Leadership and Public Innovation.</i>	2	\$0	\$50,000	\$0	\$50,000	\$0
Civic Association Kuda.Org Brace Mogin 2 P O Box 22 21113 Novi Sad Serbia <i>To support its Youth Center CK13 in Novi Sad.</i>	7	\$0	\$90,000	\$0	\$75,000	\$15,000
CIVICUS: World Alliance for Citizen Participation 1112 16th Street, N.W. Suite 540 Washington, DC 20036 <i>Toward CIVICUS' sabbatical project for Kumi Naidoo.</i>	2	\$0	\$25,000	\$0	\$25,000	\$0
Clean Air-Cool Planet, Inc., A Northeast Alliance 100 Market Street, Suite 204 Portsmouth, NH 03831 <i>For general support.</i>	2	\$60,000	\$0	\$0	\$60,000	\$0
Clean Energy Group 50 State Street Montpelier, VT 05602 <i>For general support.</i>	2	\$100,000	\$0	\$0	\$100,000	\$0
Clean Energy States Alliance, Inc. 50 State Street Montpelier, VT 05602 <i>To support a meeting of the Northeast and Mid-Atlantic Governors and their energy advisors.</i>	2	\$0	\$25,000	\$0	\$25,000	\$0
Climate Group, Inc., The 444 Park Avenue South 2nd Floor New York, NY 10016 <i>For a case study: Climate and the Changing Economics of Coal.</i>	2	\$0	\$35,000	\$0	\$35,000	\$0
Climate Registry, The 523 West 6th Street Los Angeles, CA 90014 <i>To the China Climate Registry project</i>	2	\$0	\$88,000	\$0	\$44,000	\$44,000

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Clubbed Thumb, Inc. 312 East 23rd Street Suite 4B New York, New York 10010 <i>For staff salary support and capacity-building.</i>	2	\$25,000	\$0	\$0	\$25,000	\$0
Coast Conservation Endowment Fund Foundation c/o Margaret Mason Bull, Housser & Tupper 3000-1055 West Georgia Street P.O. Box 11130 Stn Royal Centre Vancouver, BC V6E 3R3 Canada <i>To its capital campaign for the long term conservation and sustainable management of coastal British Columbia.</i>	7	\$250,000	\$0	\$0	\$250,000	\$0
Colonnades Theatre Lab, Inc., The 1880 Century Park E, Suite 618 Los Angeles, California 90067 <i>For the Truth in Translation Project in Kosovo.</i>	4	\$0	\$50,000	\$0	\$50,000	\$0
Columbia University in the City of New York, Trustees of Office of Research Administration 1210 Amsterdam Avenue Room 254 Engineering Terrace, Mail Code: 2205 New York, NY 10027 <i>To the Columbia School of Journalism's project, the CJR Daily to add coverage of climate issues.</i>	1	\$50,000	\$0	\$0	\$50,000	\$0
Columbia University in the City of New York, Trustees of Office of Research Administration 1210 Amsterdam Avenue Room 254 Engineering Terrace, Mail Code: 2205 New York, NY 10027 <i>For the Campaign Desk project of the School of Journalism's Columbia Journalism Review.</i>	1	\$0	\$50,000	\$0	\$50,000	\$0
Columbia University in the City of New York, Trustees of Office of Research Administration 1210 Amsterdam Avenue Room 254 Engineering Terrace, Mail Code: 2205 New York, NY 10027 <i>To develop a model of care and support for vulnerable young children and their families in rural areas of South Africa affected by HIV/AIDS and poverty.</i>	1	\$0	\$110,000	\$0	\$65,000	\$45,000
Columbia University in the City of New York, Trustees of Office of Research Administration 1210 Amsterdam Avenue Room 254 Engineering Terrace, Mail Code: 2205 New York, NY 10027 <i>For the Campaign Desk project of the School of Journalism's Columbia Journalism Review.</i>	1	\$0	\$50,000	\$0	\$50,000	\$0
Columbia University in the City of New York, Trustees of Office of Research Administration 1210 Amsterdam Avenue Room 254 Engineering Terrace, Mail Code: 2205 New York, NY 10027 <i>For its program, the Initiative for Policy Dialogue.</i>	1	\$0	\$100,000	\$0	\$100,000	\$0
Columbia University in the City of New York, Trustees of Office of Research Administration 1210 Amsterdam Avenue Room 254 Engineering Terrace, Mail Code: 2205 New York, NY 10027 <i>As a final contribution for its Developing Families Project-South Africa: A Model of Training, Care and Support for Very Young Children and Their Families.</i>	1	\$0	\$60,000	\$0	\$30,000	\$30,000

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Columbia University in the City of New York, Trustees of Office of Research Administration 1210 Amsterdam Avenue Room 254 Engineering Terrace, Mail Code: 2205 New York, NY 10027 <i>For the Institute of War and Peace Studies' project with Charney Research.</i>	1	\$0	\$12,000	\$0	\$11,000	\$1,000
Common Assets Defense Fund PO Box 14967 Minneapolis, MN 55414 <i>For its Tomales Bay Institute's efforts to promote the Cap and Dividend model.</i>	2	\$0	\$50,000	\$0	\$50,000	\$0
Common Cause Education Fund 1133 19th Street, NW Washington, DC 20036 <i>For the research and public education elements of its campaign for clean elections.</i>	2	\$100,000	\$0	\$0	\$50,000	\$50,000
Community Partners 1000 North Alameda Street Suite 240 Los Angeles, CA 90012 <i>For its project, the Funders Network on Trade and Globalization.</i>	2	\$0	\$45,000	\$0	\$45,000	\$0
Community Service Society of New York 105 East 22nd Street New York, NY 10010 <i>To implement its strategic plan.</i>	2	\$0	\$100,000	\$0	\$50,000	\$50,000
Constitution Project, The 1200 18th Street, N.W. Suite 1000 Washington, DC 20036 <i>For general support.</i>	2	\$0	\$100,000	\$0	\$50,000	\$50,000
Convene Venture Philanthropy 66 Kerry Road Parkview 2193 South Africa <i>For its Orphans and Vulnerable Children Leadership and Innovation Network Initiative.</i>	8	\$50,000	\$0	\$0	\$50,000	\$0
Cordoba Initiative, The P.O. Box 10600 Aspen, Colorado 81612 <i>For general support.</i>	2	\$15,000	\$0	\$0	\$15,000	\$0
Cornell University New York State School of Industrial and Labor Relations 121 Ives Hall Ithaca, NY 14853-3901 <i>To support the work of its Global Labor Institute on climate change.</i>	1	\$0	\$55,000	\$0	\$55,000	\$0
Corporate Ethics International 221 Pine Street, 4th Floor San Francisco, CA 94104 <i>For general support.</i>	2	\$75,000	\$0	\$0	\$75,000	\$0
Corporate Ethics International 221 Pine Street, 4th Floor San Francisco, CA 94104 <i>To support a markets campaign to stem demand for tar sands derived fuels in the United States.</i>	2	\$0	\$200,000	\$0	\$200,000	\$0
Council on Foreign Relations, Inc. 58 East 68th Street New York, NY 10021 <i>For the Toward a New U.S. Middle East Strategy initiative of the Council on Foreign Relations and Brookings Institution.</i>	2	\$34,700	\$0	\$0	\$34,700	\$0

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Council on Foreign Relations, Inc. 58 East 68th Street New York, NY 10021 <i>For the U.S.-Cuba Dialogue.</i>	2	\$0	\$50,000	\$0	\$50,000	\$0
Council on Foundations, Inc. 2121 Crystal Drive Suite 700 Arlington, VA 22202 <i>For general support for 2009.</i>	2	\$0	\$44,500	\$0	\$44,500	\$0
Cuban Artists Fund, Inc. 41 Union Square West Room 610 New York, NY 10003 <i>For implementation of strategic plan objectives.</i>	2	\$0	\$25,000	\$0	\$25,000	\$0
Cunningham Dance Foundation, Inc. 55 Bethune Street New York, New York 10014 <i>For the cash reserve portion of the organization's fiscal campaign entitled To Merce.</i>	2	\$75,000	\$0	\$0	\$75,000	\$0
Dance Theatre of Harlem, Inc. 466 West 152nd Street New York, New York 10031-1896 <i>For its donor development initiative.</i>	2	\$50,000	\$0	\$0	\$50,000	\$0
Dance Theater Workshop, Inc. 219 West 19th Street New York, NY 10011-4079 <i>For endowment support.</i>	2	\$125,000	\$0	\$0	\$125,000	\$0
Danspace Project, Inc. St. Mark's Church in-the-Bowery 131 East 10th Street New York, NY 10003 <i>For the organization's building reserve fund.</i>	2	\$75,000	\$0	\$0	\$75,000	\$0
David Suzuki Foundation 2211 W 4th Avenue, Suite 219 Vancouver, BC V6K 4S2 Canada <i>For its Wind/Bird BC Coast Mapping Project.</i>	7	\$0	\$15,000	\$0	\$15,000	\$0
Democracy Matters Institute, Inc. P.O. Box 157 Hamilton, NY 13346 <i>For general support.</i>	2	\$0	\$100,000	\$0	\$50,000	\$50,000
Demos: A Network for Ideas & Action, Ltd. 220 Fifth Avenue Fifth Floor New York, NY 10001 <i>For Public Works: The Demos Center for the Public Sector.</i>	2	\$375,000	\$0	\$0	\$125,000	\$250,000
Demos: A Network for Ideas & Action, Ltd. 220 Fifth Avenue Fifth Floor New York, NY 10001 <i>For its project, U.S. in the World.</i>	2	\$150,000	\$0	\$0	\$150,000	\$0
Demos: A Network for Ideas & Action, Ltd. 220 Fifth Avenue Fifth Floor New York, NY 10001 <i>for its Building Movement Project.</i>	2	\$0	\$200,000	\$0	\$100,000	\$100,000
Demos: A Network for Ideas & Action, Ltd. 220 Fifth Avenue Fifth Floor New York, NY 10001 <i>To support the Demos' Fellows Program for a book project on youth organizing, climate change, and democratic renewal.</i>	2	\$0	\$50,000	\$0	\$25,000	\$25,000

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Earth Island Institute 300 Broadway Suite 28 San Francisco, CA 94133-3312 <i>For the Campus Climate Challenge campaign of its project, the Energy Action Coalition</i>	2	\$0	\$350,000	\$0	\$175,000	\$175,000
Earth Island Institute 300 Broadway Suite 28 San Francisco, CA 94133-3312 <i>For its project, EcoEquity.</i>	2	\$0	\$200,000	\$0	\$100,000	\$100,000
Earth Policy Institute 1350 Connecticut Avenue NW Washington, DC 20036 <i>For its communications project to promote Plan B 3.0: Mobilizing to Save Civilization.</i>	2	\$0	\$25,000	\$0	\$25,000	\$0
ecoAmerica 1924 N Street, NW Washington, DC 20036 <i>For its project, the American College and University Presidents Climate Commitment.</i>	2	\$50,000	\$0	\$0	\$50,000	\$0
Ecologists Linked for Organizing Grassroots Initiatives and Action PO Box 268 4 Mill Street Middlebury, VT 05753 <i>To promote the use of sustainable methods, materials, and design in the rebuilding and repair of earthquake-damaged buildings from the May 12, 2008 earthquake.</i>	2	\$0	\$60,000	\$0	\$60,000	\$0
Educational Broadcasting Corporation 356 West 58th Street New York, NY 10019-1804 <i>For Con Voz y Vota: Participa 2008.</i>	2	\$0	\$100,000	\$0	\$100,000	\$0
Elijah Interfaith Institute USA Inc. 10 Caspi Street Jerusalem, 93554 Israel <i>For its project, Toward a Contemporary Theology of Islam's Religious Other.</i>	2	\$175,000	\$0	\$0	\$0	\$175,000
Environmental Grantmakers Association 55 Exchange Place, Suite 405 New York, NY 10005-1965 <i>To support February 2008 State of the States Briefing.</i>	2	\$0	\$10,000	\$0	\$10,000	\$0
Environmental Grantmakers Association 55 Exchange Place, Suite 405 New York, NY 10005-1965 <i>To support EGA projects.</i>	2	\$0	\$28,370	\$0	\$28,370	\$0
European Foundation Centre 51 Rue de la Concorde B-1050 Brussels Belgium <i>For its Global Fund for Community Foundations.</i>	7	\$0	\$50,000	\$0	\$50,000	\$0
Exit Art - The First World, Inc. 475 Tenth Avenue New York, New York 10018 <i>For the organization's working capital cash reserve.</i>	2	\$75,000	\$0	\$0	\$75,000	\$0
EXPEDITIO P.O. Box 85 Kotor, 85330 Montenegro <i>For general support.</i>	7	\$0	\$105,000	\$0	\$70,000	\$35,000
FIERCE 147 West 24th Street 6th Floor New York, New York 10011 <i>For an organizing campaign to develop a lesbian, gay, bisexual, and transgender youth center.</i>	2	\$0	\$50,000	\$0	\$50,000	\$0

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Families United for Racial and Economic Equality 81 Willoughby Street Suite 602 Brooklyn, New York 11201 <i>For community-organizing efforts and planning for the development of Downtown Brooklyn.</i>	2	\$45,000	\$0	\$0	\$45,000	\$0
Focus Project 1742 Connecticut Avenue, N.W. Washington, DC 20009 <i>For its Fueling Democracy: A 21st Century Right to Know Agenda project.</i>	2	\$25,000	\$0	\$0	\$25,000	\$0
Footsteps 23 Acacia Road Glenwood Durban 4001 South Africa <i>To provide organizational development support to grantees of the Fund in the KwaZulu-Natal province.</i>	8	\$0	\$62,000	\$0	\$62,000	\$0
Fordham University 441 East Fordham Road Bronx, NY 10458 <i>For its Center for Electoral Politics and Democracy conference on public campaign financing.</i>	1	\$0	\$10,000	\$0	\$10,000	\$0
Forest Stewardship Council, A.C. Charles-de-Gaulle 5 Bonn, 53113 Germany <i>For costs related to transition to new leadership.</i>	7	\$0	\$75,000	\$0	\$75,000	\$0
Forest Stewardship Council, A.C. Charles-de-Gaulle 5 Bonn, 53113 Germany <i>For sponsorships for 10 potential participants who have requested financial assistance to attend the FSC General Assembly.</i>	7	\$0	\$45,000	\$0	\$45,000	\$0
Forum for Civic Initiatives Bedri Pejani 7/A Prishtina, 10000 Kosovo <i>For general support and for its project networking with other NGOs to ensure civilian oversight of the security sector in Kosovo</i>	7	\$55,000	\$0	\$0	\$55,000	\$0
Forum on Democracy and Trade 690 East Colonel Wright Road Shelton, WA 98584 <i>For general support.</i>	2	\$0	\$300,000	\$0	\$200,000	\$100,000
Foundation Center 79 Fifth Avenue, 8th Floor New York, NY 10003 <i>For their Anniversary Campaign.</i>	2	\$250,000	\$0	\$0	\$103,000	\$147,000
Foundation Center 79 Fifth Avenue, 8th Floor New York, NY 10003 <i>For general support for 2009 and 2010.</i>	2	\$0	\$60,000	\$0	\$30,000	\$30,000
Foundation for Democratic Initiatives, The Besim Bishtazhini, No. 12 Gjakova KOSOVO <i>For general support</i>	7	\$100,000	\$0	\$0	\$50,000	\$50,000
Franklin and Eleanor Roosevelt Institute, The 711 Fifth Avenue Suite 900 New York, NY 10022 <i>For general support.</i>	2	\$0	\$25,000	\$0	\$25,000	\$0
Free Press 40 Main Street Suite 301 Florence, MA 01062 <i>For general support.</i>	2	\$75,000	\$0	\$0	\$75,000	\$0

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Fresh Energy 408 St. Peter Street Suite 220 St. Paul, MN 55102 <i>For its Global Warming Solutions program.</i>	2	\$50,000	\$0	\$0	\$50,000	\$0
Fund for Active Citizenship Serdara Jola Piletica 18/I-1 Podgorica, 81000 Montenegro <i>For general support.</i>	7	\$0	\$200,000	\$0	\$50,000	\$150,000
Fund for Independence in Journalism 1707 L Street, N.W. Suite 250 Washington, DC 20036 <i>For general support.</i>	2	\$50,000	\$0	\$0	\$50,000	\$0
Fund for the City of New York, Inc. 121 Avenue of the Americas New York, NY 10013 <i>For the development and implementation of The Cultural Enterprise Suite.</i>	2	\$50,000	\$0	\$0	\$50,000	\$0
Fund for the City of New York, Inc. 121 Avenue of the Americas New York, NY 10013 <i>For the Ethnic and Community Press Fellowship on Public Education, a program of the New York Community Media Alliance, which is a project of the organization's Incubator Program.</i>	2	\$30,000	\$0	\$0	\$30,000	\$0
Fund for the City of New York, Inc. 121 Avenue of the Americas New York, NY 10013 <i>For its project Sustainable Energy Transition.</i>	2	\$0	\$15,000	\$0	\$15,000	\$0
Future Generations HC 73 Box 100 Rt. 33 W at North Mountain Franklin, West Virginia 26807 <i>For the Green Long March project.</i>	2	\$0	\$50,000	\$0	\$50,000	\$0
Georgetown College (Georgetown University), The President and Directors 600 New Jersey Avenue, N.W. Washington, DC 20001-2022 <i>For its State-Federal Climate Resource Center.</i>	1	\$0	\$700,000	\$0	\$200,000	\$500,000
German Marshall Fund of the United States, The - A Memorial to the Marshall Plan 1744 R Street, NW Washington, DC 20009 <i>For their small grants program supporting youth engagement.</i>	2	\$0	\$250,000	\$0	\$50,000	\$200,000
Global Action Project, Inc. 4 West 37th Street 2nd Floor New York, NY 10018 <i>For its Youth Breaking Borders program.</i>	2	\$0	\$20,000	\$0	\$20,000	\$0
Global Environmental Institute, Beijing Chaoyang District Yongxu Building #5, Suite 1-401 The New World Villa Chongwen District, Beijing, 100062 P.R. OF CHINA <i>For the China-U.S. Climate Track II Dialogue activities, including work in Guangdong Province.</i>	7	\$0	\$400,000	\$0	\$200,000	\$200,000
Global Fairness Initiative, The 410 First Street, SE Suite 300 Washington, DC 20003 <i>Toward their organizational development process.</i>	2	\$0	\$25,000	\$0	\$25,000	\$0

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Global Greengrants Fund, Inc. 2840 Wilderness Place, Suite A Boulder, CO 80301 <i>For its regranting program that supports nongovernmental organizations in China.</i>	2	\$100,000	\$0	\$0	\$100,000	\$0
Global Kids, Inc. 137 East 25th Street, 2nd Floor New York, NY 10010 <i>for its U.S. in the World: A Global Citizenship Initiative for Young People program.</i>	2	\$0	\$50,000	\$0	\$50,000	\$0
Global Urban Development 1250 24th Street Suite 300 Washington, DC 20037 <i>For its Climate Prosperity Project.</i>	2	\$0	\$50,000	\$0	\$50,000	\$0
God's Golden Acre 9 Killarney Valley Road P.O. Box 331 Cato Ridge 3680, KwaZulu-Natal South Africa <i>For its Youth Development Community Programme.</i>	7	\$50,000	\$0	\$0	\$50,000	\$0
God's Golden Acre 9 Killarney Valley Road P.O. Box 331 Cato Ridge 3680, KwaZulu-Natal South Africa <i>For an evaluation of its youth development program.</i>	7	\$0	\$23,000	\$0	\$7,000	\$16,000
Grantmakers in the Arts 604 West Galer Street Seattle, WA 98119-3253 <i>For organizational membership.</i>	2	\$0	\$900	\$0	\$900	\$0
Grants Managers Network, Inc. 1101 14th Street, N.W. Suite 420 Washington, DC 20005 <i>For general support for 2009.</i>	2	\$0	\$2,250	\$0	\$2,250	\$0
Greater Jamaica Development Corporation 90-04 161st Street Jamaica, New York 11432 <i>To launch Culture Builds Jamaica.</i>	2	\$0	\$100,000	\$0	\$50,000	\$50,000
Greater Washington Educational Telecommunications Association, Inc. 2700 South Quincy Street Arlington, VA 22206 <i>For its By the People: America in the World project.</i>	2	\$85,000	\$0	\$0	\$85,000	\$0
Greater Washington Educational Telecommunications Association, Inc. 2700 South Quincy Street Arlington, VA 22206 <i>For the Overseas Reporting Unit of the NewsHour with Jim Lehrer.</i>	2	\$0	\$130,000	\$0	\$130,000	\$0
Green Network of Vojvodina Heroja Pinkija 32 Vojvodina Novi Sad, 21000 SERBIA <i>For general support.</i>	8	\$170,000	\$0	\$0	\$65,000	\$105,000
Greenpeace Fund 702 H Street, NW Suite 300 Washington, DC 20001 <i>For its Clean Water Campaign in China.</i>	2	\$75,000	\$0	\$0	\$75,000	\$0
Greenpeace Fund 702 H Street, NW Suite 300 Washington, DC 20001 <i>For its efforts to educate current and future policymakers about global warming.</i>	2	\$75,000	\$0	\$0	\$75,000	\$0

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Guangxi Academy of Social Sciences No. 5 Xinzhu Road Nanning, Guangxi 530022 China <i>For the Western Guangxi Manganese Mining Environmental Pollution and Minority Health Research Project.</i>	6	\$40,000	\$0	\$0	\$0	\$40,000
Harvard College, President and Fellows of 222 Longfellow Hall Appian Way Cambridge, MA 02138 <i>For its Graduate School of Education's project on trust and mistrust in contemporary American society, particularly as it is manifest among young persons.</i>	1	\$75,000	\$0	\$0	\$75,000	\$0
Harvard College, President and Fellows of Cambridge, MA 02138 <i>Towards two projects at its Law School, one exploring how civil society and democracy can be strengthened in Muslim societies, the other an innovative inter-faculty initiative on human rights and the contemporary Islamic state.</i>	1	\$20,000	\$0	\$0	\$20,000	\$0
Harvard College, President and Fellows of Cambridge, MA 02138 <i>For the Kosovo-Serbia Kennedy School Student Travel Fund Spring 2008.</i>	1	\$0	\$30,000	\$0	\$30,000	\$0
Harvard College, President and Fellows of Cambridge, MA 02138 <i>For the planning and preparation for a Pocantico Conference on social mobility.</i>	1	\$0	\$44,029	\$0	\$44,029	\$0
Helsinki Committee for Human Rights in Serbia Riga od Fere St. # 20/v Belgrade, 11000 Serbia <i>for their Serb-Serb Dialogue project.</i>	9	\$0	\$75,000	\$0	\$75,000	\$0
Highlander Research and Education Center, Inc. 1959 Highlander Way New Market, TN 37820 <i>For Seeds of Fire, a youth leadership development program.</i>	2	\$60,000	\$0	\$0	\$30,000	\$30,000
Hip-Hop Theater Festival, Inc. 57 Thames Street Suite 4B Brooklyn, New York 11237 <i>For general operating support.</i>	2	\$0	\$50,000	\$0	\$25,000	\$25,000
Hong Kong-America Center Limited Room 503, Esther Lee Building, Chung Chi College The Chinese University of Hong Kong Shatin, NT China <i>For a conference: Student Leadership Conference: Environmental Health and Harmony.</i>	7	\$0	\$25,000	\$0	\$25,000	\$0
Hoops for Hope, Inc. PO Box 895 East Hampton, NY 11937 <i>For general support.</i>	2	\$0	\$16,000	\$0	\$16,000	\$0
Horizon Research Consultancy Group Limited Rm. 1108, Xinhengji Guoji Dasha No. 3, Maizidian West Road Beijing, 100016 Peoples Republic of China <i>For the Youth Social Entrepreneurship program.</i>	9	\$0	\$150,000	\$0	\$58,000	\$92,000
Human Sciences Research Council Private Bag X41 Pretoria 0001 South Africa <i>For its Going to Scale Project.</i>	6	\$70,000	\$0	\$0	\$70,000	\$0
ICLEI-Local Governments for Sustainability USA, Inc. 436 14th Street Suite 1520 Oakland, CA 94612 <i>For general support.</i>	2	\$0	\$650,000	\$0	\$325,000	\$325,000

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Ikamva Labantu P.O. Box 165 Cape Town 8000 South Africa <i>For its Ithemba Labantwana project.</i>	7	\$60,000	\$0	\$0	\$60,000	\$0
Ikamva Labantu P.O. Box 165 Cape Town 8000 South Africa <i>As a final contribution to strengthen its organizational capacity through the development of a comprehensive management information system.</i>	7	\$0	\$60,000	\$0	\$45,500	\$14,500
Independent Sector 1602 L Street, N.W. Suite 900 Washington, DC 20036 <i>For its Advancing Good Governance and Ethical Practice Initiative.</i>	2	\$0	\$50,000	\$0	\$25,000	\$25,000
Independent Sector 1602 L Street, N.W. Suite 900 Washington, DC 20036 <i>For general support for 2009.</i>	2	\$0	\$12,150	\$0	\$12,150	\$0
Infinite Family P.O. Box 2027 New York, NY 10108 <i>For general support to increase its remote mentoring program.</i>	2	\$60,000	\$0	\$0	\$60,000	\$0
Initiative for Kosova Community rr. Tiranës, p.m. Shtime, 72000 KOSOVO <i>For general support for the Initiative for Kosova Community.</i>	7	\$0	\$100,000	\$0	\$100,000	\$0
Initiative for Progress Rr/Str Ahmet Kaciku - No 35, fifth floor 70000 Ferizaj Kosovo <i>For its project to promote civic engagement among high school students.</i>	7	\$0	\$40,000	\$0	\$40,000	\$0
Innovation Center for Research and Transportation c/o The William and Flora Hewlett Foundation 2121 Sand Hill Road Menlo, California 94025 <i>For the Climate Registry Project.</i>	2	\$0	\$200,000	\$0	\$100,000	\$100,000
Institute for Agriculture and Trade Policy 2105 First Avenue South Minneapolis, MN 55404-2505 <i>For general support.</i>	2	\$100,000	\$0	\$0	\$100,000	\$0
Institute for Democracy in South Africa Box 56950 Arcadia 0007 SOUTH AFRICA <i>For research and advocacy related to HIV/AIDS and democratic practice in Southern Africa.</i>	7	\$0	\$140,000	\$0	\$70,000	\$70,000
Institute for Democracy in South Africa Box 56950 Arcadia 0007 SOUTH AFRICA <i>For dissemination of lessons learned from its research project on HIV/AIDS and democratic practice at the XVII International AIDS Conference in Mexico City and to strengthen staff capacity through networking at the conference.</i>	7	\$0	\$9,000	\$0	\$9,000	\$0
Institute for EastWest Studies, Inc. 700 Broadway, 2nd Floor New York, NY 10003 <i>For its Regional and Transfrontier Cooperation project.</i>	2	\$0	\$61,000	\$0	\$61,000	\$0

PART XV, Lines 3(a) and 3(b) Grants and Contributions Paid
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Institute for Governance and Sustainable Development, Inc. 2300 Wisconsin Ave., N.W. Suite 300B Washington, DC 20007 <i>For general support.</i>	2	\$0	\$150,000	\$0	\$75,000	\$75,000
Institute for International Economics 1750 Massachusetts Avenue, NW Washington, DC 20036-1903 <i>For its project Evaluating and Improving International Economic Policy Coordination.</i>	2	\$0	\$100,000	\$0	\$100,000	\$0
Institute for Policy Studies 1112 16th Street, NW Suite 600 Washington, D.C. 20036 <i>For communications capacity-building and salary support for a director of communications.</i>	2	\$0	\$200,000	\$0	\$100,000	\$100,000
Institute for Policy Studies 1112 16th Street, NW Suite 600 Washington, D.C. 20036 <i>To support an effort to jump-start analytic work to translate critical aspects of the global financial crisis for citizens and advocacy organizations.</i>	2	\$0	\$6,000	\$0	\$6,000	\$0
Institute for Public Accuracy 65 Ninth Street, Suite 3 San Francisco, CA 94103 <i>For general support.</i>	2	\$0	\$35,000	\$0	\$35,000	\$0
Institute for Security Studies P.O. Box 1787 Brooklyn Square 0075 SOUTH AFRICA <i>For its work in Africa related to HIV/AIDS and peace and security issues.</i>	7	\$0	\$120,000	\$0	\$60,000	\$60,000
Institute for Sustainable Communities 535 Stone Cutters Way Montpelier, VT 05602-3795 <i>For staff development and institution strengthening in support of civic engagement and sustainable development in two of the Fund's Pivotal Places, Serbia, Montenegro, Kosovo, and Southern China.</i>	2	\$88,400	\$0	\$0	\$88,400	\$0
Institute for Sustainable Communities 535 Stone Cutters Way Montpelier, VT 05602-3795 <i>For the Guangdong Community-based Energy Efficiency Project.</i>	2	\$150,000	\$0	\$0	\$150,000	\$0
Interfaith Youth Core 910 West Van Buren Street 4th Floor Chicago, Illinois 60607 <i>For general support.</i>	2	\$0	\$25,000	\$0	\$25,000	\$0
International Crisis Group 1629 K Street NW Room 450 Washington, DC 20006 <i>for general support</i>	2	\$0	\$75,000	\$0	\$75,000	\$0
International Economic Development Council, Inc. 734 15th Street NW, Suite 900 Washington, DC 20005 <i>To develop a Guidebook on Climate Prosperity for communities as part of the Climate Prosperity Project.</i>	2	\$0	\$10,000	\$0	\$10,000	\$0
International Forum on Globalization 1009 General Kennedy Avenue #2 San Francisco, CA 94129 <i>For general support.</i>	2	\$75,000	\$0	\$0	\$75,000	\$0
International Forum on Globalization 1009 General Kennedy Avenue #2	2	\$0	\$20,000	\$0	\$20,000	\$0

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San Francisco, CA 94129 <i>To support a strategy conference on the global economic governance aspects of international climate negotiations.</i>						
International Institute for Sustainable Development 161 Portage Avenue East 6th Floor Winnipeg, Manitoba R3B 0Y4 Canada <i>For its Investment for Sustainable Development program</i>	7	\$0	\$120,000	\$0	\$120,000	\$0
Internews Network Post Office Box 4448 Street Address: 876 7th Street, Arcata, CA 95521 Arcata, California 95521 <i>For the Southern China Environmental Journalism Project</i>	2	\$0	\$170,000	\$0	\$85,000	\$85,000
Isandla Institute P.O. Box 12263 Mill Street Gardens 8010 Cape Town SOUTH AFRICA <i>For research and advocacy related to HIV/AIDS and democratic practice in South Africa.</i>	7	\$0	\$140,000	\$0	\$70,000	\$70,000
Jazz Gallery, The 290 Hudson Street New York, New York 10013 <i>For general operating support.</i>	2	\$0	\$50,000	\$0	\$25,000	\$25,000
Jewish Funds for Justice, Inc. 330 Seventh Avenue Suite 1902 New York, NY 10001 <i>For its project, the Funders Collaborative on Youth Organizing.</i>	2	\$125,000	\$0	\$0	\$125,000	\$0
Johns Hopkins University 600 North Wolfe Street Blablock 1408 Baltimore, MD 21287-4961 <i>For the International Reporting Project.</i>	1	\$0	\$250,000	\$0	\$125,000	\$125,000
Johns Hopkins University 600 North Wolfe Street Blablock 1408 Baltimore, MD 21287-4961 <i>For two advocacy roundtables convened by the Listening Post Project of the University's Institute for Policy Studies.</i>	1	\$0	\$100,000	\$0	\$60,500	\$39,500
Johns Hopkins University Paul H. Nitze School of Advanced International Studies 1700 Massachusetts Avenue, NW Washington, DC 20036-1984 <i>For the Islamic-World Training Initiative of the International Reporting Project of the University's School of Advanced International Studies.</i>	1	\$125,000	\$0	\$0	\$125,000	\$0
Joint US-China Cooperation on Clean Energy Tian An Center 338 West Nanjing Road Suite 709 Shanghai China 200003 <i>To support its work on China to improve energy efficiency.</i>	9	\$0	\$100,000	\$0	\$100,000	\$0
Joint Venture: Silicone Valley Network 60 South Market Street Suite 1000 San Jose, CA 95113 <i>To support the design of a regional climate prosperity project.</i>	2	\$0	\$25,000	\$0	\$25,000	\$0
Joy in Action 15-a-1106, mingpu garden Xiangpu Street Dongpu County Guangzhou People's Republic of China	8	\$35,000	\$0	\$0	\$35,000	\$0

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<i>For general and capacity training support.</i>						
Jubilee USA Network 212 East Capitol Street, N.E. Washington, DC 20003 <i>To support an international study and strategy meeting on illegitimate debt</i>	2	\$0	\$15,000	\$0	\$15,000	\$0
Kosovar Gender Studies Center Parku i Qytetit Nr. 28 Prishtine Kosovo <i>for general support</i>	7	\$0	\$40,000	\$0	\$20,000	\$20,000
Kosovar Research and Documentation Institute <i>For general support.</i> Deshmoret e Kombit Nr.4 Pristina, Kosovo	7	\$25,000	\$0	\$25,000	\$0	\$0
KwaZulu-Natal, University of Education Building Private Bag X01 Scottsville, Pietermaritzburg 3201 Durban SOUTH AFRICA <i>To support its Health Economics Research and Development Unit (HEARD).</i>	6	\$0	\$62,000	\$0	\$62,000	\$0
La Fuente, A Tri-State Worker & Community Fund, Inc. 101 Avenue of the Americas 18th Floor New York, NY 10013 <i>For its New York Civic Participation Project.</i>	2	\$0	\$50,000	\$0	\$50,000	\$0
Land Institute, The 2440 East Water Well Road Salina, KS 67401 <i>To support its Climate & Energy Project.</i>	1	\$0	\$100,000	\$0	\$100,000	\$0
League of Young Voters Education Fund 45 Main Street Suite 628 Brooklyn, NY 11201 <i>For salary support related of an executive assistant to support the organization's new executive director.</i>	2	\$0	\$15,000	\$0	\$15,000	\$0
Legal Resources Trust P.O. Box 9495 Johannesburg 2000 South Africa <i>For the Children's Rights Project of the Trust's Legal Resources Centre.</i>	7	\$60,000	\$0	\$0	\$60,000	\$0
Ifetayo Cultural Arts Facility, Inc. 629A East 35th Street Suite 2 Brooklyn, New York 11203 <i>For salary support for a deputy director.</i>	2	\$0	\$105,000	\$0	\$35,000	\$70,000
Lincoln Center for the Performing Arts, Inc. 70 Lincoln Center Plaza New York, NY 10023-6583 <i>for the Harmony Atrium Project.</i>	2	\$0	\$25,000	\$0	\$25,000	\$0
Link Media, Inc. 901 Battery Street, Suite 308 San Francisco, CA 94111 <i>For capacity building support for the organization's Expansion Campaign, which seeks to enable the organization to sustain its operational costs by 2013 independent of foundation support.</i>	2	\$0	\$25,000	\$0	\$25,000	\$0
Location One, Inc. 26 Greene Street New York, New York 10013 <i>For its residency program for New York City-based artists.</i>	2	\$25,000	\$0	\$0	\$25,000	\$0

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Lower East Side Tenement Museum 91 Orchard Street New York, NY 10002 <i>For the Landmarking the Immigrant Portal project.</i>	2	\$0	\$55,000	\$0	\$55,000	\$0
Make the Road New York 301 Grove Street Brooklyn, NY 11237 <i>For its Civil Rights and Immigrant Power Project.</i>	2	\$0	\$75,000	\$0	\$75,000	\$0
Manhattan Theatre Club, Inc. 311 West 43rd Street 8th Floor New York, NY 10036 <i>For a play development program.</i>	2	\$0	\$25,000	\$0	\$25,000	\$0
MAPLight 1474 University Avenue, Suite 105 Berkeley, CA 94702 <i>For general support.</i>	2	\$60,000	\$0	\$0	\$60,000	\$0
Martha Graham Center of Contemporary Dance, Inc. 316 East 63rd Street New York, New York 10021 <i>For general operating support.</i>	2	\$0	\$75,000	\$0	\$25,000	\$50,000
Massachusetts Institute of Technology Office of Sponsored Programs 77 Massachusetts Avenue, E19-750 Cambridge, MA 02139 <i>For the Security Studies Program.</i>	1	\$0	\$50,000	\$0	\$50,000	\$0
Mayi Filipino Theatre Ensemble, Inc. 520 Eighth Avenue Suite 309 New York, New York 10018 <i>For endowment.</i>	2	\$250,000	\$0	\$0	\$85,000	\$165,000
Mayor's Fund to Advance New York City, The One Centre Street 23rd Floor New York, NY 10007 <i>To allow four members of the Mayor's Office of Long-Term Planning and Sustainability to attend the C40 Cities Climate Leadership Group summit in Tokyo on October 22-24, 2008.</i>	2	\$0	\$10,580	\$0	\$10,580	\$0
Media in Education Trust Africa P.O. Box 37590 Overport 4067 South Africa <i>For an advocacy and communications campaign to promote schools as centers of support and care for orphans and vulnerable children.</i>	7	\$50,000	\$0	\$0	\$50,000	\$0
Media Monitoring Project Trust P.O. Box 1560 Parklands 2121 South Africa <i>For general support.</i>	7	\$0	\$35,000	\$0	\$35,000	\$0
Meet the Composer, Inc. 90 John Street Suite 312 New York, NY 10038 <i>For endowment.</i>	2	\$0	\$250,000	\$0	\$0	\$250,000
Metropolitan Waterfront Alliance, Inc. 457 Madison Avenue New York, New York 10022 <i>For transition costs associated with the Metropolitan Waterfront Alliance.</i>	2	\$100,000	\$0	\$0	\$100,000	\$0
Minnesota Council of Nonprofits, Inc. 2314 University Avenue West, Suite 20 Saint Paul, MN 55114 <i>For its project, the Nonprofit Voter Engagement Network.</i>	2	\$35,000	\$0	\$0	\$35,000	\$0

Recipient and Purpose	Tax Status	Beginning Balance	Approved in 2008	Lapsed in 2008	Paid in 2008	Ending Balance
Morphoses, Limited/The Wheeldon Company 800 Fifth Avenue Suite 18F New York, NY 10021 <i>For a fundraising consultant.</i>	2	\$0	\$75,000	\$0	\$25,000	\$50,000
Movement Strategy Center 1611 Telegraph Avenue Suite 510 Oakland, CA 94612 <i>For its project, Building Leaders Organizing Communities.</i>	2	\$26,157	\$0	\$0	\$26,157	\$0
Muller/Works Foundation 131 West 24th Street New York, New York 10011 <i>For its donor development initiative.</i>	2	\$35,000	\$0	\$0	\$35,000	\$0
National Black United Fund, Inc. 40 Clinton Street Newark, NJ 07102 <i>For its project, the National Hip Hop Political Convention.</i>	2	\$0	\$25,000	\$0	\$25,000	\$0
National Center on Philanthropy and the Law, Inc. New York University 110 West 3rd Street, 2nd Fl. New York, NY 10012-1074 <i>For the Rockefeller Brothers Fund Fellowship in Nonprofit Law.</i>	2	\$25,000	\$0	\$0	\$25,000	\$0
National Council of Nonprofit Associations 1101 Vermont Avenue, N.W. Suite 1002 Washington, DC 20005 <i>For its policy and advocacy programs.</i>	2	\$75,000	\$0	\$0	\$75,000	\$0
National Dance Institute, Inc. 594 Broadway Room 805 New York, New York 10012 <i>For support of the Artistic Staff Retreat and expenses for the 2008-2009 curriculum development of the In-School Program.</i>	2	\$0	\$25,000	\$0	\$25,000	\$0
National Governors Association Center for Best Practices 444 N. Capitol Street Ste. 267 Washington, District of Columbia 20001-1512 <i>To support its Clean Energy States Grant Program.</i>	2	\$0	\$100,000	\$0	\$100,000	\$0
National Institute on Money in State Politics 833 N. Last Chance Gulch Second Floor Helena, MT 59601 <i>For participant expenses at its 2008 National Advisor Convening, its third annual strategic planning session with its board, funders, and national advisors to plan future initiatives for disseminating campaign finance data.</i>	2	\$0	\$5,000	\$0	\$5,000	\$0
National Institute on Money in State Politics 833 N. Last Chance Gulch Second Floor Helena, MT 59601 <i>For general support.</i>	2	\$0	\$150,000	\$0	\$50,000	\$100,000
National Iranian American Council c/o 1411 K Street NW Ste 600 Washington D.C., 20005 <i>For the U.S.-Iran Policy Program.</i>	2	\$0	\$35,000	\$0	\$35,000	\$0
National League of Cities Institute, Inc. 1301 Pennsylvania Avenue, N.W. Washington, DC 20004-1763 <i>For the Institute's Promoting Democratic Governance in Cities project.</i>	2	\$0	\$300,000	\$0	\$100,000	\$200,000

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National Parks of New York Harbor Conservancy Federal Hall National Memorial 26 Wall Street, 3rd Floor New York, New York 10005 <i>For its next phase of activities to develop New York Harbor.</i>	2	\$200,000	\$0	\$0	\$100,000	\$100,000
National Peace Corps Association 1900 L Street, NW Suite 404 Washington, DC 20036 <i>To launch the More Peace Corps Campaign.</i>	2	\$60,000	\$0	\$0	\$60,000	\$0
National Peace Corps Association 1900 L Street, NW Suite 404 Washington, DC 20036 <i>For the MorePeaceCorps Campaign.</i>	2	\$0	\$50,000	\$0	\$50,000	\$0
National Priorities Project, Inc. 17 New South Street Suite 302 Northampton, MA 01060 <i>For its project, Expanding the NPP Database: Bringing the Numbers Home.</i>	2	\$75,000	\$0	\$0	\$75,000	\$0
National Religious Partnership for the Environment Inc. 49 South Pleasant Street Suite 301 Amherst, MA 01002 <i>For its collaboration with the Evangelical Environmental Network to build evangelical support for action to mitigate global warming.</i>	2	\$200,000	\$0	\$0	\$200,000	\$0
National Wildlife Federation 11100 Wildlife Center Drive Reston, VA 20190-5362 <i>To mobilize hunters and anglers and to amplify their voices in the media on global warming.</i>	2	\$150,000	\$0	\$0	\$150,000	\$0
National Wildlife Federation 11100 Wildlife Center Drive Reston, VA 20190-5362 <i>To support its Campaign to Confront Global Warming in Ohio.</i>	2	\$0	\$100,000	\$0	\$100,000	\$0
Natural Capitalism Solutions, Inc. P.O. Box 398 Eldorado Springs, CO 80025 <i>For its Solutions at the Speed fo Business project.</i>	2	\$0	\$50,000	\$0	\$50,000	\$0
Natural History Museum of the Adirondacks 45 Museum Drive Tupper Lake, New York 12986 <i>for the Land of Opportunity, The American Response to Climate Change conference</i>	2	\$0	\$50,000	\$0	\$50,000	\$0
Natural Resources Defense Council, Inc. 40 West 20th Street New York, NY 10011 <i>For its project, Protecting the Public Health from Environmental Pollution--Building Cross-Disciplinary Communities for Environmental Change.</i>	2	\$150,000	\$0	\$0	\$150,000	\$0
Network 20/20, Inc. 850 Seventh Avenue, Suite 1200 New York, NY 10019 <i>For general support.</i>	2	\$0	\$50,000	\$0	\$50,000	\$0
Network for the Affirmation of NGO Sector-MANS, The Stari Aerodrom, Zgrada Podgorica Serbia and Montenegro <i>For its project to fight corruption and support citizen participation in the decision making processes in Montenegro.</i>	7	\$70,000	\$0	\$0	\$35,000	\$35,000

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New Horizon Igmanske zgrade 2 85360 Ulcinj MONTENEGRO <i>For general support.</i>	7	\$0	\$70,000	\$0	\$35,000	\$35,000
New Museum of Contemporary Art 235 Bowery New York, NY 10002 <i>For endowment for its education and community programs.</i>	2	\$165,000	\$0	\$0	\$85,000	\$80,000
New Rules for Global Finance Coalition 2200 Wilson Boulevard, Suite 650 Arlington, VA 22201 Washington, DC 20010 United States <i>For the global culminating conference of the Balancing the IMF Reform Debate project.</i>	2	\$0	\$50,000	\$0	\$50,000	\$0
New York City Audubon Society, Inc. 71 West 23rd Street Suite 1523 New York, New York 10010 <i>For general support.</i>	2	\$0	\$25,000	\$0	\$25,000	\$0
New York City Center, Inc. 130 West 56th Street New York, New York 10019 <i>Endowment for its annual Fall for Dance Festival.</i>	2	\$250,000	\$0	\$0	\$85,000	\$165,000
New York Community Trust, The 909 Third Avenue 22nd Floor New York, NY 10022 <i>For a capacity-building initiative of its Fund for New Citizens.</i>	2	\$0	\$50,000	\$0	\$50,000	\$0
New York Community Trust, The 909 Third Avenue 22nd Floor New York, NY 10022 <i>For its Donors Education Collaborative.</i>	2	\$0	\$100,000	\$0	\$50,000	\$50,000
New York Foundation for the Arts, Inc. 155 Avenue of the Americas 14th Floor New York, NY 10013-1507 <i>For endowment for its Artists' Fellowship program.</i>	2	\$200,000	\$0	\$0	\$75,000	\$125,000
New York Immigration Coalition, Inc., The 137-139 West 25th Street 12th Floor New York, NY 10001-7277 <i>For its Equity Monitoring Project for Immigrant and Refugee Education.</i>	2	\$0	\$150,000	\$0	\$75,000	\$75,000
New York Regional Association of Grantmakers, Inc. 79 Fifth Avenue Fourth Floor New York, NY 10003 <i>For general support for 2009.</i>	2	\$0	\$16,600	\$0	\$16,600	\$0
New York University 25 West Fourth Street New York, NY 10012 <i>For the Hemispheric Institute of Performance and Politics' Hemispheric New York project.</i>	1	\$100,000	\$0	\$0	\$50,000	\$50,000
New York University 25 West Fourth Street New York, NY 10012 <i>For its project, Dialogues: Islamic World-U.S.-The West.</i>	1	\$160,000	\$0	\$0	\$160,000	\$0
New Yorkers for Parks 355 Lexington Avenue 14th Floor New York, NY 10017 <i>For its Parks 2030 and Parkland Alienation Reform Coalition projects.</i>	2	\$90,000	\$0	\$0	\$90,000	\$0

Recipient and Purpose	Tax Status	Beginning Balance	Approved in 2008	Lapsed in 2008	Paid in 2008	Ending Balance
Next American City, Inc., The 1315 Walnut Street Suite 902 Philadelphia, PA 19107 <i>For its coverage of sustainable development issues in New York City.</i>	2	\$0	\$50,000	\$0	\$50,000	\$0
Nonprofit Coordinating Committee of New York, Inc. 1350 Broadway Suite 1801 New York, NY 10018 <i>For general support for 2009.</i>	2	\$0	\$1,500	\$0	\$1,500	\$0
North Star Fund 520 Eighth Avenue 22nd Floor New York, New York 10018 <i>For its re-granting program for immigrant-led organizations.</i>	2	\$0	\$100,000	\$0	\$100,000	\$0
Norwegian Institute of International Affairs Postbox 8159 Department OSLO, N-0033 Norway <i>For its research project examining the contemporary consequences of international sanctions imposed on Yugoslavia in the 1990s.</i>	6	\$92,000	\$0	\$0	\$92,000	\$0
Nurturing Orphans of AIDS for Humanity P.O. Box 1299 Umhlanga Rocks 4320 Durban South Africa <i>For research, evaluation, and advocacy efforts related to its work focused on children impacted by HIV/AIDS.</i>	7	\$12,000	\$0	\$0	\$12,000	\$0
Nurturing Orphans of AIDS for Humanity P.O. Box 1299 Umhlanga Rocks 4320 Durban South Africa <i>As a final contribution to general support.</i>	7	\$0	\$50,000	\$0	\$50,000	\$0
Oceana, Inc. 1350 Connecticut Avenue, NW 5th Floor Washington, DC 20036 <i>For general support.</i>	2	\$400,000	\$0	\$0	\$200,000	\$200,000
Oceana, Inc. 1350 Connecticut Avenue, NW 5th Floor Washington, DC 20036 <i>For a planning grant.</i>	2	\$0	\$10,000	\$0	\$10,000	\$0
ODA Pallati i Rinise, 111 Prishtine, 100030 Kosova <i>For the television series Politically Incorrect</i>	7	\$50,000	\$0	\$0	\$50,000	\$0
Ottawa, University of 55 Laurier E. (11101) Ottawa, ON K1N 6N5 Canada <i>To support the travel costs for a dialogue between Canadian and Iranian academics on the Canada-Iran relationship.</i>	6	\$0	\$17,000	\$0	\$17,000	\$0
Ottawa, University of 55 Laurier E. (11101) Ottawa, ON K1N 6N5 Canada <i>For the Canada-Iran dialogue process.</i>	6	\$0	\$50,000	\$0	\$0	\$50,000
Oxford, University of Oxford, OX2 6JF United Kingdom <i>For the Oriental Institute's project on gender, generation, and identity in contemporary Iran.</i>	6	\$0	\$25,000	\$0	\$25,000	\$0

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Pacific Environment and Resources Center 311 California, Suite 650 San Francisco, CA 94104 <i>For its environmental work in the Russian Far East.</i>	2	\$250,000	\$0	\$0	\$250,000	\$0
Pacific Institute for Studies in Development, Environment, and Security 654 13th Street Suite 104 Oakland, CA 94612 <i>For its work on international standard-setting.</i>	2	\$0	\$200,000	\$0	\$100,000	\$100,000
Page Seventy-Three Productions, Inc. 138 South Oxford Street Suite 5C Brooklyn, New York 11217 <i>For salary support.</i>	2	\$0	\$50,000	\$0	\$25,000	\$25,000
Partnership for Cures 70 West Madison Street Suite 1500 Chicago, Illinois 60602 United States <i>Long-term transition support for the Charles E. Culpeper Scholarships in Medical Science and the Charles E. Culpeper Biomedical Pilot Initiative.</i>	2	\$972,000	\$0	\$0	\$648,000	\$324,000
Pascal Rioult Dance Theatre, Inc. 246 West 38th Street 8th Floor New York, New York 10018 <i>For its fundraising program.</i>	2	\$35,000	\$0	\$0	\$35,000	\$0
PeaceWorks Network Foundation P.O. Box 1577 Old Chelsea Station New York, NY 10113 <i>For the OneVoice International Education Program.</i>	2	\$0	\$25,000	\$0	\$25,000	\$0
People for the American Way Foundation 2000 M Street, N.W. Suite 400 Washington, DC 20036 <i>For its project, Young People For.</i>	2	\$30,000	\$0	\$0	\$30,000	\$0
People for the American Way Foundation 2000 M Street, N.W. Suite 400 Washington, DC 20036 <i>For a nonpartisan voter education campaign.</i>	2	\$0	\$40,000	\$0	\$40,000	\$0
Performance Zone, Inc. 161 Sixth Avenue New York, New York 10013 <i>For upgrades of its information technology infrastructure.</i>	2	\$35,000	\$0	\$0	\$35,000	\$0
Pesticide Eco-Alternatives Center Yunnan Thoughtful Action Apt. 1212, 1214, 1216, 12/F Block 14 Yunnan Yingxiang Quarter Chuanjin Rd Kunming, Yunnan Province 650224 P.R. OF CHINA <i>For its project, Building a Network to Promote Pesticide Reduction in China</i>	8	\$0	\$215,000	\$0	\$75,000	\$140,000
Philanthropy for Active Civic Engagement 444 Sherman Street Suite 200 Denver, CO 80203 <i>For general support.</i>	2	\$0	\$24,500	\$0	\$24,500	\$0
Ploughshares Fund Fort Mason Center B-330 San Francisco, CA 94123 <i>for its project, the Peace and Security Funders Group</i>	2	\$0	\$20,000	\$0	\$20,000	\$0

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Ploughshares Fund Fort Mason Center B-330 San Francisco, CA 94123 <i>for its project, Peace and Security Initiative.</i>	2	\$0	\$50,000	\$0	\$50,000	\$0
Poets House, Inc. 72 Spring Street Second Floor New York, NY 10012 <i>For an institutional leadership conference at the Pocantico Conference Center, to be held on October 3-4, 2008.</i>	2	\$0	\$10,000	\$0	\$10,000	\$0
Policy Consensus Initiative, Inc. P.O. Box 1762 Portland, OR 97207 <i>To educate and train state legislators and other state and local public officials on the use of new collaborative governance mechanism and structures.</i>	2	\$55,000	\$0	\$0	\$55,000	\$0
Positive Futures Network PO Box 10818 Bainbridge Island, WA 98110-0818 <i>Toward outreach for the Just Foreign Policy issue of YES! Magazine.</i>	2	\$0	\$15,000	\$0	\$15,000	\$0
Pratt Institute Steuben Hall 379 DeKalb Avenue, Second Floor Brooklyn, NY 11205 <i>For the Pratt Center for Community Development to provide technical assistance to community-based organizations.</i>	1	\$50,000	\$0	\$0	\$50,000	\$0
Princess Trust #25 Private Bag X9 Melville 2109 South Africa <i>To provide organizational development support to grantees of the Fund in the Gauteng, Limpopo, and Mpumalanga provinces.</i>	9	\$0	\$100,000	\$100,000	\$0	\$0
Proteus Fund, Inc. 101 University Drive Suite A2 Amherst, MA 01002 <i>For its project, the Piper Fund.</i>	2	\$100,000	\$0	\$0	\$100,000	\$0
Proteus Fund, Inc. 101 University Drive Suite A2 Amherst, MA 01002 <i>For its project, the Piper Fund, to conduct an in-depth assessment of the public financing movement's legal infrastructure, and to strengthen its leadership role with the public financing community.</i>	2	\$0	\$25,000	\$0	\$25,000	\$0
Proteus Development Resources 5 Rose Way Constantia 7806 South Africa <i>To provide organizational development support to grantees of the Fund in the Western and Eastern Cape provinces.</i>	8	\$0	\$120,000	\$0	\$60,000	\$60,000
Public Agenda Foundation, Inc., The 6 East 39th Street New York, NY 10016-0112 <i>For the Yankelovich Initiative.</i>	2	\$60,000	\$0	\$0	\$60,000	\$0
Public Agenda Foundation, Inc., The 6 East 39th Street New York, NY 10016-0112 <i>For a national survey of voting experience in the presidential election.</i>	2	\$0	\$77,000	\$0	\$77,000	\$0

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Recipient and Purpose	Tax Status	Beginning Balance	Approved in 2008	Lapsed in 2008	Paid in 2008	Ending Balance
Public Campaign 1320 19th Street, N.W. Suite M-1 Washington, DC 20036 <i>For general support.</i>	2	\$0	\$200,000	\$0	\$100,000	\$100,000
Public Citizen Foundation, Inc. 1600 20th Street, N.W. Washington, DC 20009 <i>For its Global Trade Watch program.</i>	2	\$0	\$200,000	\$0	\$100,000	\$100,000
Public Interest Law Institute 333 Seventh Avenue 14th Floor New York, NY 10001 <i>For the civil society strengthening program in Serbia and Montenegro of its Public Interest Law Initiative.</i>	2	\$75,000	\$0	\$0	\$75,000	\$0
Public Interest Projects, Inc. 80 Broad Street Suite 1600 New York, NY 10004-3307 <i>For its project, Science First.</i>	2	\$350,000	\$0	\$0	\$175,000	\$175,000
Public Interest Projects, Inc. 80 Broad Street Suite 1600 New York, NY 10004-3307 <i>For membership in its project, the Funders' Committee for Civic Participation.</i>	2	\$0	\$4,750	\$0	\$4,750	\$0
Public Policy and Education Fund of New York, Inc. 94 Central Avenue Albany, NY 12206 <i>For its Clean Money, Clean Elections campaign finance reform project.</i>	2	\$0	\$25,000	\$0	\$25,000	\$0
Quebec-Labrador Foundation, Inc. 55 South Main Street Ipswich, MA 01938 <i>For its Central and Southeastern European Stewardship Program.</i>	2	\$60,000	\$0	\$0	\$60,000	\$0
Quebec-Labrador Foundation, Inc. 55 South Main Street Ipswich, MA 01938 <i>For The Sounds Conservancy, a conservation program for the estuaries and coastal waters of the six sounds of New York State and southern New England, and the protection of its marine resources through education, research, advocacy and preservation.</i>	2	\$0	\$25,000	\$0	\$25,000	\$0
Queens Museum of Art New York City Building Flushing Meadows Corona Park Queens, NY 11368 <i>For endowment.</i>	2	\$0	\$250,000	\$0	\$0	\$250,000
Rainforest Action Network 221 Pine Street Suite 500 San Francisco, CA 94104 <i>For its campaign to encourage banks to adopt sustainability policies.</i>	2	\$100,000	\$0	\$0	\$100,000	\$0
Ramon Magsaysay Award Foundation 1680 Roxas Boulevard Manila, 1004 Philippines <i>For documentation and dissemination of information about the recipients of the Awards.</i>	8	\$15,000	\$0	\$3,852	\$11,148	\$0
Ramon Magsaysay Award Foundation 1680 Roxas Boulevard Manila, 1004 Philippines <i>For the activities of this program during 2007 and 2008.</i>	8	\$64,000	\$0	\$0	\$64,000	\$0

PART XV, Lines 3(a) and 3(b) Grants and Contributions Paid
During the Year and Approved for Future Payment
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Recipient and Purpose	Tax Status	Beginning Balance	Approved in 2008	Lapsed in 2008	Paid in 2008	Ending Balance
Ramon Magsaysay Award Foundation 1680 Roxas Boulevard Manila, 1004 Philippines <i>For strategic planning designed to position the Awards for high impact and financial sustainability for the next 50 years.</i>	8	\$122,500	\$0	\$0	\$122,500	\$0
Ramon Magsaysay Award Foundation 1680 Roxas Boulevard Manila, 1004 Philippines <i>For the stipends for the 2008 Ramon Magsaysay Awards</i>	8	\$0	\$150,000	\$0	\$150,000	\$0
Ramon Magsaysay Award Foundation 1680 Roxas Boulevard Manila, 1004 Philippines <i>Toward documentation and dissemination of information about the recipients of the Ramon Magsaysay Awards.</i>	8	\$0	\$43,650	\$0	\$43,650	\$0
Rand Corporation 1700 Main Street Santa Monica, CA 90407-2138 <i>For the Integrating Instruments of Power and Diplomacy: The Bottom-up Approach project.</i>	2	\$0	\$25,000	\$0	\$25,000	\$0
Reconstruction Women's Fund Narodnog Fronta 66, Beograd, 11000 Serbia and Montenegro <i>For its Violence Against Women program and its Roma Women's Initiative program.</i>	9	\$45,000	\$0	\$0	\$45,000	\$0
Reform Institute, Inc. 300 North Washington Street Suite 600 Alexandria, VA 22314 <i>For its State Strategies Initiative.</i>	2	\$25,000	\$0	\$0	\$25,000	\$0
Regional Plan Association, Inc. 4 Irving Place 7th Floor New York, NY 10003 <i>For the launch of a tri-state Mayors Institute on Climate Change.</i>	2	\$100,000	\$0	\$0	\$100,000	\$0
Regional Plan Association, Inc. 4 Irving Place 7th Floor New York, NY 10003 <i>To support its Campaign for New York's Future.</i>	2	\$0	\$200,000	\$0	\$200,000	\$0
Research Foundation of the State University of New York 411 State Street Albany, NY 12203-1003 <i>For their project The Future of the Arts in Cuba.</i>	2	\$0	\$15,000	\$0	\$15,000	\$0
Residents' Committee to Protect the Adirondacks PO Box 1180 Saranac Lake, NY 12983 <i>General support.</i>	2	\$0	\$10,000	\$0	\$10,000	\$0
Resource Media A Nonprofit Corporation 325 Pacific, 3rd Floor San Francisco, CA 94111 <i>For its Climate Science Initiative.</i>	2	\$0	\$200,000	\$0	\$100,000	\$100,000
Resources Aimed at the Prevention of Child Abuse and Neglect Suite 87, Private Bag X12 Tokai 7966 SOUTH AFRICA <i>for updating a manual for boys on gender issues</i>	7	\$0	\$15,000	\$0	\$15,000	\$0
Rhodes University P.O. Box 94 Grahamstown 6140 South Africa <i>For dissemination of lessons learned from its research project on HIV/AIDS and sustainable development at the XVII International AIDS Conference in Mexico City and to strengthen staff capacity through networking at the conference.</i>	6	\$0	\$8,500	\$0	\$8,500	\$0

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Recipient and Purpose	Tax Status	Beginning Balance	Approved in 2008	Lapsed in 2008	Paid in 2008	Ending Balance
Right Question Project, Inc. 2464 Massachusetts Avenue Suite 314 Cambridge, MA 02140 <i>For its project, Voter Engagement Strategy for Election Day and Beyond.</i>	2	\$0	\$50,000	\$0	\$50,000	\$0
Rob Smetherham Bereavement Service for Children Postnet Suite H46 Private Bag X9118 Pietermaritzburg 3200 SOUTH AFRICA <i>For general support.</i>	7	\$0	\$35,000	\$0	\$35,000	\$0
Rockefeller Philanthropy Advisors 6 West 48th Street 10th Floor New York, NY 10036 <i>For its Sustainable Endowments Institute project.</i>	2	\$37,500	\$0	\$0	\$37,500	\$0
Rocky Mountain Climate Organization PO Box 270444 Louisville, Colorado 80027 <i>For general support.</i>	2	\$0	\$120,000	\$0	\$120,000	\$0
Rocky Mountain Institute 1739 Snowmass Creek Road Snowmass, CO 81654 <i>For general support.</i>	2	\$150,000	\$0	\$0	\$150,000	\$0
Sage Foundation 220 Cambrie Street, Suite 680 Vancouver, BC V6B 2M9 Canada <i>To develop Web site: Oil Sands Tourism.</i>	7	\$0	\$50,000	\$0	\$50,000	\$0
Salzburg Global Seminar The Marble Works P.O. Box 886 Middlebury, VT 05753 <i>For their conference, United States in the World: New Strategies of Engagement.</i>	2	\$0	\$75,000	\$0	\$75,000	\$0
San Francisco State University Office of Research and Sponsored Programs 1600 Holloway Avenue, ADM 471 San Francisco, CA 94132 <i>For its project, the Research Collaborative on Youth Activism.</i>	1	\$35,000	\$0	\$0	\$35,000	\$0
The Save the Children Fund P.O. Box 14038 Hatfield 0028 Pretoria SOUTH AFRICA <i>For its Caring Schools Network</i>	7	\$0	\$100,000	\$0	\$50,000	\$50,000
School of Unity and Liberation 287 17th Street, Suite 225 Oakland, CA 94612 <i>For general support.</i>	2	\$25,000	\$0	\$0	\$0	\$25,000
Search for Common Ground 1601 Connecticut Avenue, N.W. Suite 200 Washington, DC 20009-1035 <i>For its US-Iran program.</i>	2	\$75,000	\$0	\$0	\$0	\$75,000
Search for Common Ground 1601 Connecticut Avenue, N.W. Suite 200 Washington, DC 20009-1035 <i>For its project, U.S. Engagement with the Global Muslim Community.</i>	2	\$75,000	\$0	\$0	\$75,000	\$0

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Recipient and Purpose	Tax Status	Beginning Balance	Approved in 2008	Lapsed in 2008	Paid in 2008	Ending Balance
Search for Common Ground 1601 Connecticut Avenue, N.W. Suite 200 Washington, DC 20009-1035 <i>For continued support of its United States Consensus Council.</i>	2	\$0	\$50,000	\$0	\$50,000	\$0
Search for Common Ground 1601 Connecticut Avenue, N.W. Suite 200 Washington, DC 20009-1035 <i>For The Bridge reality television show.</i>	2	\$0	\$100,000	\$0	\$0	\$100,000
Search for Common Ground 1601 Connecticut Avenue, N.W. Suite 200 Washington, DC 20009-1035 <i>For the U.S.-Muslim Engagement Project.</i>	2	\$0	\$75,000	\$0	\$75,000	\$0
Search for Common Ground 1601 Connecticut Avenue, N.W. Suite 200 Washington, DC 20009-1035 <i>For the Syria Dialogue Project.</i>	2	\$0	\$25,000	\$0	\$0	\$25,000
Seventh Generation Advisors 3110 Main Street, Ste. 220 Santa Monica, CA 90405 <i>Renewed support for its policy work related to climate change solutions</i>	2	\$0	\$100,000	\$0	\$100,000	\$0
Seventh Generation Advisors 3110 Main Street, Ste. 220 Santa Monica, CA 90405 <i>For its International Carbon Action Partnership conference.</i>	2	\$0	\$30,000	\$0	\$30,000	\$0
Shen Wei Dance Arts, Inc. 520 Eighth Avenue Suite 303 New York, New York 10018 <i>For capacity-building initiatives.</i>	2	\$0	\$105,000	\$0	\$35,000	\$70,000
SmartPower Connecticut, Inc. PO Box 1375 Glastonbury, CT 06033 <i>For general support.</i>	2	\$100,000	\$0	\$0	\$100,000	\$0
Social Science Research Council 810 Seventh Avenue New York, NY 10019 <i>For the South Africa-related research of its AIDS, Security, and Conflict Initiative.</i>	2	\$60,000	\$0	\$0	\$60,000	\$0
Social Science Research Council 810 Seventh Avenue New York, NY 10019 <i>To support its China Environment and Health Initiative.</i>	2	\$0	\$500,000	\$0	\$250,000	\$250,000
Society for Harmonious Development B2, 335 Castle Peak Road Ding Kau NT, Hong Kong <i>For its Youth Leadership Training Project.</i>	8	\$0	\$35,000	\$0	\$35,000	\$0
Society for the Preservation of Weeksville and Bedford Stuyvesant History P.O. Box 130120 St. John's Station Brooklyn, NY 11213 <i>For endowment.</i>	2	\$0	\$250,000	\$0	\$0	\$250,000
Soul City P.O. Box 1290 Houghton 2041 South Africa <i>To evaluate the impact on vulnerable children of its Schools as Nodes of Care and Support Program.</i>	7	\$0	\$210,000	\$0	\$70,000	\$140,000

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Recipient and Purpose	Tax Status	Beginning Balance	Approved in 2008	Lapsed in 2008	Paid in 2008	Ending Balance
Southern Africa Legal Services and Legal Education Project, Inc. 7409 Beverly Road Bethesda, MD 20814 <i>For the Legal Resources Center Oral History Project.</i>	2	\$0	\$25,000	\$0	\$25,000	\$0
South Centre Ch. du Champ d'Anier 17 PO Box 228 Geneva 19 Switzerland <i>To support its project to assist developing countries in negotiation on issues relating to global economic governance and World Trade organization institutional reform.</i>	7	\$0	\$200,000	\$0	\$100,000	\$100,000
South Centre Ch. du Champ d'Anier 17 PO Box 228 Geneva 19 Switzerland <i>For a pilot project that will identify opportunities and processes for exchanging information and experiences among developing country trade negotiators.</i>	7	\$0	\$70,000	\$0	\$70,000	\$0
South China Normal University Guangzhou Peoples Republic of China <i>For its community-based Sustainable Development Education Project.</i>	6	\$0	\$150,000	\$0	\$75,000	\$75,000
Sponsors for Educational Opportunity, Inc. 55 Exchange Place New York, NY 10005 <i>For its Career Program in Philanthropy.</i>	2	\$0	\$10,000	\$0	\$10,000	\$0
Henry L. Stimson Center, The 1111 19th Street, N.W., 12th Floor Washington, DC 20036 <i>For general programmatic support for its Security for a New Century program.</i>	2	\$0	\$25,000	\$0	\$25,000	\$0
Stockholm Environment Institute Kraftriket 2B SE-106 91 Stockholm Sweden <i>To support its climate change meeting in Stockholm with Chinese economists and their western counterparts.</i>	9	\$0	\$150,000	\$0	\$150,000	\$0
Sundance Institute 307 West 200 South Suite 5002 Salt Lake City, UT 84101 <i>For its Middle Eastern Screenwriters Lab project and related activities designed to support the development of the film industry in the Middle East and Gulf Region.</i>	2	\$25,000	\$0	\$0	\$25,000	\$0
Sustainable Markets Foundation 80 Broad Street Suite 1600 New York, NY 10004-2248 <i>To support its project, Step it Up's new initiative called Project 350.</i>	2	\$0	\$100,000	\$0	\$100,000	\$0
Sustainable Settings 6107 Highway 133 Carbondale, CO 81623 <i>To support 5th Annual American Renewable Energy Day, August 21-23, 2008.</i>	2	\$0	\$2,500	\$0	\$2,500	\$0
Synergos Institute, Inc., The 51 Madison Avenue, 21st Floor New York, NY 10010 <i>For the China Philanthropy project.</i>	2	\$0	\$15,000	\$0	\$15,000	\$0
Teachers and Writers Collaborative 520 Eighth Avenue Suite 2020 New York, NY 10018 <i>For a fellowship program for emerging writers.</i>	2	\$0	\$65,000	\$0	\$65,000	\$0

Recipient and Purpose	Tax Status	Beginning Balance	Approved in 2008	Lapsed in 2008	Paid in 2008	Ending Balance
Third World Network Berhad 131 Jalan Macalister Road 10400 Penang Malaysia <i>For its program to support developing country contributions to the multilateral trading and financial system.</i>	7	\$100,000	\$0	\$0	\$100,000	\$0
Third World Network Berhad 131 Jalan Macalister Road 10400 Penang Malaysia <i>For general support.</i>	7	\$0	\$200,000	\$0	\$100,000	\$100,000
Tides Center PO Box 29907 San Francisco, CA 9429-0907 <i>For its project, the Generational Alliance.</i>	2	\$175,000	\$0	\$0	\$175,000	\$0
Tides Center PO Box 29907 San Francisco, CA 9429-0907 <i>For its project, Peace and Security Media Initiative.</i>	2	\$50,000	\$0	\$0	\$50,000	\$0
Tides Center PO Box 29907 San Francisco, CA 9429-0907 <i>For its project, the Open Media and Information Companies Initiative (Open MIC).</i>	2	\$50,000	\$0	\$0	\$50,000	\$0
Tides Center PO Box 29907 San Francisco, CA 9429-0907 <i>For its Center for Small Business and the Environment.</i>	2	\$0	\$75,000	\$0	\$75,000	\$0
Tides Foundation Presidio Main Post, Bldg. #37 PO Box 29903 San Francisco, CA 94129-0903 <i>For its project, the Connect US Funders Collaborative.</i>	2	\$500,000	\$0	\$0	\$250,000	\$250,000
Tides Foundation Presidio Main Post, Bldg. #37 PO Box 29903 San Francisco, CA 94129-0903 <i>For its project, the Election Administration Fund.</i>	2	\$0	\$50,000	\$0	\$50,000	\$0
Tomorrow Trust 15 Alice Lane, 4th Floor West iBurst Building Sandton Johannesburg South Africa <i>For general support.</i>	7	\$0	\$100,000	\$0	\$50,000	\$50,000
Training and Resources in Early Education P.O. Box 35173 Northway 4065 South Africa <i>For research and advocacy on early childhood development sites as resources in AIDS-affected communities.</i>	7	\$70,000	\$0	\$0	\$70,000	\$0
Training and Resources in Early Education P.O. Box 35173 Northway 4065 South Africa <i>For dissemination of lessons learned from its work focused on the impact of HIV/AIDS on young children at the XVII International AIDS Conference in Mexico City, and to strengthen staff capacity through networking at the conference.</i>	7	\$0	\$2,000	\$0	\$2,000	\$0
Triple Candie, Inc. 337 Convent Avenue No. 1 New York, New York 10031 <i>For general support.</i>	2	\$25,000	\$0	\$0	\$25,000	\$0

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Trust for Public Land, The 116 New Montgomery Street Fourth Floor San Francisco, California 94105 <i>To support its work on implementing climate action plans in Florida cities.</i>	2	\$0	\$100,000	\$0	\$100,000	\$0
Trust for the Future, Inc. 3004-A Poston Avenue Nashville, TN 37293 <i>To support its Kilowatt Ours national television launch and energy solutions campaign.</i>	2	\$0	\$20,000	\$0	\$20,000	\$0
Trustees of Tufts College 108 Bromfield Medford, MA 02155 <i>For its Global Development and Environment Institute.</i>	1	\$75,000	\$0	\$0	\$75,000	\$0
Trustees of Tufts College 108 Bromfield Medford, MA 02155 <i>To its Global Development and Environment Institute for capacity building in strategic communications.</i>	1	\$0	\$12,000	\$0	\$12,000	\$0
US Working Group Inc. dba Forest Stewardship Council US 11100 Wildlife Center Drive Suite 100 Reston, VA 20190 <i>For general support</i>	2	\$20,000	\$0	\$0	\$20,000	\$0
U.S. Public Interest Research Group Education Fund, Inc. 218 D Street, S.E. Washington, DC 20003 <i>Toward its Fair and Open Elections Campaign.</i>	2	\$0	\$25,000	\$0	\$25,000	\$0
United Nations Association of the United States of America, Inc. 801 Second Avenue New York, NY 10017-4706 <i>For continuing support of the US - Iran Dialogue</i>	2	\$0	\$75,000	\$0	\$75,000	\$0
United Nations Association of the United States of America, Inc. 801 Second Avenue New York, NY 10017-4706 <i>For their roundtable discussion, Iran's Role in Iraq: U.S. Policy and Multilateral Diplomatic Strategies.</i>	2	\$0	\$3,000	\$0	\$3,000	\$0
United Nations Foundation 1800 Massachusetts Avenue, NW, Suite 400 Washington, DC 20036 <i>For a special session of the UN General Assembly on climate change.</i>	2	\$0	\$25,000	\$0	\$25,000	\$0
University of Washington 3935 University Way, N.E. Seattle, WA 98105-6613 <i>to the research of Russell Van Gelder, MD, PhD, concerning an important light-sensing system in the eye.</i>	1	\$0	\$0	\$0	\$0	\$0
Urban Agenda, Inc. 275 Seventh Avenue 18th Floor New York, NY 10001 <i>To support its Green Collar Jobs Roundtable.</i>	2	\$0	\$25,000	\$0	\$25,000	\$0
Urban Dove, Inc. 40 Exchange Place Suite 501 New York, NY 10005 <i>For the PULSE Contemporary Art Fair Shoot for Success program.</i>	2	\$0	\$15,000	\$0	\$15,000	\$0

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Recipient and Purpose	Tax Status	Beginning Balance	Approved in 2008	Lapsed in 2008	Paid in 2008	Ending Balance
UrbanGlassNew York Contemporary Glass Center 647 Fulton Street Brooklyn, New York 11217-1112 <i>For its Visiting Artist Fellowship and Urban Invites Programs.</i>	2	\$20,000	\$0	\$0	\$20,000	\$0
USAction Education Fund 1825 K St. N.W. Suite 210 Washington, DC 20006 <i>For its project of message research and dissemination on the role of government.</i>	2	\$0	\$80,000	\$0	\$40,000	\$40,000
Visiting Nurse Service of New York 107 East 70th Street New York, NY 10021-5087 <i>For the expansion of its Community Connections TimeBank into Manhattan's Lower East Side.</i>	2	\$0	\$50,000	\$0	\$50,000	\$0
Visual Arts Research and Resource Center Relating to the Caribbean 408 West 58th Street New York, New York 10019 <i>For the Women of Power: Visionaries summit.</i>	2	\$0	\$10,000	\$0	\$10,000	\$0
Washington, University of Seattle, WA 98015 <i>For the research of Russell Van Gelder, MD, PhD, concerning an important light-sensing system in the eye.</i>	2	\$0	\$4,493	\$0	\$4,493	\$0
West Harlem Environmental Action, Inc. 271 West 125th Street Suite 308 New York, NY 10027 <i>For its Sustainable Development Program's community engagement efforts and planning for Harlem Waterfront Park development and Columbia University's expansion.</i>	2	\$100,000	\$0	\$0	\$100,000	\$0
Western Cape Networking HIV/AIDS Community of South Africa P.O. Box 6358 Roggebaai 8012 Cape Town South Africa <i>As a final contribution for its Children's HIV/AIDS Network.</i>	7	\$0	\$50,000	\$0	\$25,000	\$25,000
Wilderness Foundation, The P.O. Box 12509 Central Port Elizabeth 6006 South Africa <i>To expand its Umzi Wethu Academy, which trains orphaned youth to work in ecotourism.</i>	7	\$70,000	\$0	\$0	\$70,000	\$0
Wilderness Foundation, The P.O. Box 12509 Central Port Elizabeth 6006 South Africa <i>For dissemination of lessons learned from its RBF grant focused on training vulnerable youth to work in the ecotourism industry.</i>	7	\$0	\$9,500	\$0	\$9,500	\$0
William J. Brennan, Jr., Center for Justice, Inc. 161 Avenue of the Americas 12th Floor New York, NY 10013 <i>For litigation, research, and public education on public financing of political campaigns.</i>	2	\$27,384	\$0	\$0	\$27,384	\$0
William J. Brennan, Jr., Center for Justice, Inc. 161 Avenue of the Americas 12th Floor New York, NY 10013 <i>For its Dobbins Litigation and Public Education project.</i>	2	\$0	\$50,000	\$0	\$25,000	\$25,000

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Recipient and Purpose	Tax Status	Beginning Balance	Approved in 2008	Lapsed in 2008	Paid in 2008	Ending Balance
Wits Health Consortium (Proprietary) Limited Postnet Suite 189 Private Bag X2600 Houghton 2041 SOUTH AFRICA <i>For its project, the Bigshoes Foundation.</i>	7	\$0	\$100,000	\$0	\$50,000	\$50,000
WNYC Radio One Centre Street New York, NY 10007 <i>For its new commissioning program, GreeneWorks.</i>	2	\$0	\$50,000	\$0	\$50,000	\$0
Women's Action for New Directions Education Fund, Inc. 691 Massachusetts Avenue Arlington, MA 02476 <i>For its Faith Seeking Peace and Voting Our Values initiative.</i>	2	\$0	\$50,000	\$0	\$50,000	\$0
Women's Environment and Development Organization WEDO 355 Lexington Avenue 3rd Floor New York, NY 10017-6603 <i>To support its global warming campaign, Women Demand Action on Climate Change.</i>	2	\$0	\$150,000	\$0	\$150,000	\$0
Women's Leadership Fund 110 Wall Street 16th Floor New York, NY 10005 <i>For its Real Security Initiative.</i>	2	\$50,000	\$0	\$0	\$50,000	\$0
Women's Leadership Fund 110 Wall Street 16th Floor New York, NY 10005 <i>For engagement of a strategy consultant.</i>	2	\$0	\$32,000	\$0	\$7,000	\$25,000
Women's Voices - Women Vote 1707 L Street, NW, Suite 750 Washington, DC 20036 <i>For its 2008 Get Out the Vote Program.</i>	2	\$0	\$100,000	\$0	\$100,000	\$0
Woodrow Wilson International Center for Schloars 1300 Pennsylvania Avenue Washington, DC 20004-3027 <i>for a project to publish a special pollution and health issue of the China Environment Series.</i>	2	\$0	\$50,000	\$0	\$50,000	\$0
Woodrow Wilson National Fellowship Foundation 5 Vaughn Drive Suite 300 Princeton, NJ 08543-5281 <i>For transition of the Fellowships for Aspiring Teachers of Color to the Woodrow Wilson National Fellowship Foundation.</i>	2	\$0	\$5,000,000	\$0	\$1,500,000	\$3,500,000
Woods Hole Research Center, Inc. 149 Woods Hole Road Falmouth, MA 02540 United States <i>for general support.</i>	2	\$25,000	\$0	\$0	\$25,000	\$0
Works and Process, Inc. 845 Third Avenue 16th Floor New York, New York 10022 <i>For endowment campaign planning.</i>	2	\$50,000	\$0	\$0	\$50,000	\$0
World Affairs Council of Northern California 312 Sutter Street Suite 200 San Francisco, CA 94108 <i>For its Global Philanthropy Forum for 2008.</i>	2	\$0	\$25,000	\$0	\$25,000	\$0

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Recipient and Purpose	Tax Status	Beginning Balance	Approved in 2008	Lapsed in 2008	Paid in 2008	Ending Balance
World Music Institute, Inc. 49 West 27th Street Suite 930 New York, New York 10001-6936 <i>To support improvements to its sales and marketing infrastructure.</i>	2	\$30,000	\$0	\$0	\$30,000	\$0
World Resources Institute 10 G Street, N.E. Washington, DC 20002 <i>To move the multilateral development banks to systematically support a transition to sustainable energy in developing countries.</i>	2	\$100,000	\$0	\$0	\$100,000	\$0
Yale University School of Forestry and Environmental Studies New Haven, CT 06511-2189 <i>To support its Governor's Conference on Climate Change.</i>	1	\$0	\$40,000	\$0	\$40,000	\$0
Young Women's Project, The 1328 Florida Ave, NW Suite 2000 20009; Washington, DC 20009 <i>For its Foster Care Campaign.</i>	2	\$0	\$20,000	\$0	\$20,000	\$0
Youth Initiative for Human Rights Cvijiceva 31 11000 Belgrade Serbia and Montenegro <i>For general support.</i>	7	\$150,000	\$0	\$0	\$50,000	\$100,000
Youth Initiative for Human Rights Cvijiceva 31 11000 Belgrade Serbia and Montenegro <i>For the New Policy School project in Serbia.</i>	7	\$0	\$30,000	\$0	\$30,000	\$0
Yunnan Health and Development Research Association Post Office Box 43 Kunming Medical College 191 Renmin West Road Kunming, 650031 China <i>For its Yunnan Environmental Health Initiative.</i>	7	\$42,500	\$0	\$0	\$42,500	\$0
Yunnan Health and Development Research Association Post Office Box 43 Kunming Medical College 191 Renmin West Road Kunming, 650031 China <i>For the establishment of the environment and health resource center.</i>	7	\$0	\$60,000	\$0	\$60,000	\$0
Zhongshan University RM 807, Science and Technology Park No. 135, Xingang West Road Guangzhou, Guangdong 510275 China <i>For the Institute for Civil Society.</i>	6	\$0	\$250,000	\$0	\$129,600	\$120,400
Zhongshan University RM 807, Science and Technology Park No. 135, Xingang West Road Guangzhou, Guangdong 510275 China <i>For the university's Institute for Civil Society for the initial phase of a project designed to learn from, consolidate, and build on the expanded role played by civil society in response to the earthquake in China on May 12, 2008.</i>	6	\$0	\$20,000	\$0	\$20,000	\$0
Zhongshan University RM 807, Science and Technology Park No. 135, Xingang West Road Guangzhou, Guangdong 510275 China <i>For the Law School's Environmental Law Clinic's Guangdong Environmental Law project.</i>	6	\$0	\$100,000	\$0	\$50,000	\$50,000
Total, Grants to Organizations		\$18,009,141	\$32,678,272	\$128,852	\$33,651,061	\$16,907,500
Total, Grants to Individuals (See Schedule Attached)		\$1,198,800	\$552,500	\$1,303,300	\$448,000	\$0
<i>Known Difference (historic rounding)</i>		(\$1)	\$0	\$0	\$0	(\$2)
GRAND TOTAL		\$19,207,940	\$33,230,772	\$1,432,152	\$34,099,061	\$16,907,498

2008 Matching Gifts (See Schedule Attached)

\$32,130

Recipient and Purpose	Tax Status	Beginning Balance	Approved in 2008	Lapsed in 2008	Paid in 2008	Ending Balance
Total Part XV, Line 3(a)					\$34,131,191	
Total Part XV, Line 3(b)					\$	16,907,498

Key to Tax Status

- 1 U.S. church, school, hospital, government agency
509(a)(1) and 170(b)(1)(A)(i-iii, v)
- 2 U.S. publicly supported organization
509(a)(1) and 170(b)(1)(A)(iv, vi); 509(a)(2); 509(a)(3);
including 4940(d)(2) (exempt operating foundation)
- 3 U.S. private operating foundation
- 4 U.S. private non-operating foundation
- 5 U.S. non 501(c)(3)
- 6 foreign church, school, hospital, government agency
- 7 foreign organization equivalent to publicly supported 501(c)(3)
- 8 foreign organization equivalent to private foundation
- 9 foreign organization not equivalent to 501(c)(3)

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**.
- Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print File by the extended due date for filing the return. See instructions.	Name of Exempt Organization	Employer identification number
	THE ROCKEFELLER BROTHERS FUND, INC.	13-1760106
	Number, street, and room or suite no. If a P.O. box, see instructions.	For IRS use only
	437 MADISON AVENUE, 37TH FLOOR	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	NEW YORK, NY 10022	

Check type of return to be filed (File a separate application for each return):

<input type="checkbox"/> Form 990	<input checked="" type="checkbox"/> Form 990-PF	<input type="checkbox"/> Form 1041-A	<input type="checkbox"/> Form 6069
<input type="checkbox"/> Form 990-BL	<input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust)	<input type="checkbox"/> Form 4720	<input type="checkbox"/> Form 8870
<input type="checkbox"/> Form 990-EZ	<input type="checkbox"/> Form 990-T (trust other than above)	<input type="checkbox"/> Form 5227	

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of LEAH D'ANGELO
- Telephone No. 212-812-4228 FAX No.
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 4 I request an additional 3-month extension of time until 11/16/2009.
- 5 For calendar year 2008, or other tax year beginning and ending .
- 6 If this tax year is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period
- 7 State in detail why you need the extension INFORMATION NECESSARY TO PREPARE A COMPLETE AND ACCURATE RETURN IS NOT YET AVAILABLE.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$ 583,000
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$ 1,950,000
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$ NONE

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature Alan KlugerTitle AUTHORIZED AGENTDate 8/4/08

Form 8868 (Rev. 4-2009)

KPMG LLP - ATTN: ALAN KLUGER

345 PARK AVENUE

NEW YORK, NY 10154

**Application for Extension of Time To File an
Exempt Organization Return**

OMB No. 1545-1709

► File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **X**
 - If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).
- Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Type or print File by the due date for filing your return. See instructions.	Name of Exempt Organization	Employer identification number
	THE ROCKEFELLER BROTHERS FUND, INC.	13-1760106
	Number, street, and room or suite no. If a P.O. box, see instructions.	
	437 MADISON AVE., 37TH FLOOR	
City, town or post office, state, and ZIP code. For a foreign address, see instructions.		
NEW YORK, NY 10022		

Check type of return to be filed (file a separate application for each return):

<input type="checkbox"/> Form 990	<input type="checkbox"/> Form 990-T (corporation)	<input type="checkbox"/> Form 4720
<input type="checkbox"/> Form 990-BL	<input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust)	<input type="checkbox"/> Form 5227
<input type="checkbox"/> Form 990-EZ	<input type="checkbox"/> Form 990-T (trust other than above)	<input type="checkbox"/> Form 6069
<input checked="" type="checkbox"/> Form 990-PF	<input type="checkbox"/> Form 1041-A	<input type="checkbox"/> Form 8870

- The books are in the care of ► LEAH D'ANGELO

Telephone No. ► 212-812-4228

FAX No. ► _____

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ . If this is for the whole group, check this box ☐ . If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension will cover.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/17, 2009, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

- ☒ calendar year 2008 or
 ► ☐ tax year beginning _____, _____, and ending _____, _____.

2 If this tax year is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	NONE
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	NONE
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	NONE

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form **8868** (Rev. 4-2008)

Part II Organizations with gross receipts of more than \$25,000 and private foundations regardless of amount of gross receipts - complete Part II or furnish substitute information. See Specific Line Instructions.

Receipts from Other Sources	1	Gross sales or receipts from all business activities. See instructions	• 1		00			
	2	Interest	• 2		00			
	3	Dividends	• 3		00			
	4	Gross rents SEE FEDERAL FORM 990-PF ATTACHED	• 4		00			
	5	Gross royalties	• 5		00			
	6	Gross amount received from sale of assets (See Instructions)	• 6		00			
	7	Other income. Attach schedule	• 7		00			
Expenses and Disbursements	8	Total gross sales or receipts from other sources. Add line 1 through line 7. Enter here and on Side 1, Part I, line 1				8		00
	9	Contributions, gifts, grants, and similar amounts paid. Attach schedule	• 9		00			
	10	Disbursements to or for members	• 10		00			
	11	Compensation of officers, directors, and trustees. Attach schedule	• 11		00			
	12	Other salaries and wages	• 12		00			
	13	Interest	• 13		00			
	14	Taxes	• 14		00			
	15	Rents	• 15		00			
	16	Depreciation and depletion (See instructions).	• 16		00			
	17	Other. Attach schedule	• 17		00			
	18	Total expenses and disbursements. Add line 9 through line 17. Enter here and on Side 1, Part I, line 9	18		00			

Schedule L Balance Sheet

	Beginning of taxable year		End of taxable year	
	(a)	(b)	(c)	(d)
Assets				
1 Cash				•
2 Net accounts receivable				•
3 Net notes receivable. Attach schedule				•
4 Inventories				•
5 Federal and state government obligations				•
6 Investments in other bonds. Attach schedule				•
7 Investments in stock. Attach schedule				•
8 Mortgage loans (number of loans _____)				•
9 Other investments. Attach schedule				•
10 a Depreciable assets				
b Less accumulated depreciation	()		()	
11 Land				•
12 Other assets. Attach schedule				•
13 Total assets				
Liabilities and net worth				
14 Accounts payable				•
15 Contributions, gifts, or grants payable				•
16 Bonds and notes payable. Attach schedule				•
17 Mortgages payable				•
18 Other liabilities. Attach schedule				•
19 Capital stock or principle fund				•
20 Paid-in or capital surplus. Attach reconciliation				•
21 Retained earnings or income fund				•
22 Total liabilities and net worth				

Schedule M-1 Reconciliation of income per books with income per return

Do not complete this schedule if the amount on Schedule L, line 13, column (d), is less than \$25,000

1	Net income per books	•	7	Income recorded on books this year not included in this return. Attach schedule	•
2	Federal income tax	•	8	Deductions in this return not charged against book income this year. Attach schedule	•
3	Excess of capital losses over capital gains	•	9	Total. Add line 7 and line 8	
4	Income not recorded on books this year. Attach schedule	•	10	Net income per return. Subtract line 9 from line 6	
5	Expenses recorded on books this year not deducted in this return. Attach schedule	•			
6	Total. Add line 1 through line 5				



ROCKEFELLER BROTHERS FUND, INC.

Financial Statements and Supplemental Schedule

December 31, 2008 and 2007

(With Independent Auditors' Report Thereon)



KPMG LLP
345 Park Avenue
New York, NY 10154

Independent Auditors' Report

The Board of Trustees
Rockefeller Brothers Fund, Inc.:

We have audited the accompanying statements of financial position of the Rockefeller Brothers Fund, Inc. (the Fund) as of December 31, 2008 and 2007 and the related statements of activities and cash flows for the years then ended. These financial statements are the responsibility of the Fund's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the Fund's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Rockefeller Brothers Fund, Inc. as of December 31, 2008 and 2007 and the changes in its net assets and cash flows for the years then ended, in conformity with U.S. generally accepted accounting principles.

Our audits were performed for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplemental schedule of functional expenses is presented for purposes of additional analysis and is not a required part of the basic financial statements. Such information has been subjected to the auditing procedures applied in the audit of the 2008 basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the 2008 basic financial statements taken as a whole.

KPMG LLP

July 10, 2009

ROCKEFELLER BROTHERS FUND, INC.

Statements of Financial Position

December 31, 2008 and 2007

				Ramon Magsaysay Award Foundation Fund	2008 RBF Funds	2007 RBF Funds
Assets	Principal Fund	Pocantico Fund	Pocantico II Fund			
Cash and cash equivalents	\$ 160,532	1,051	—	—	161,583	262,299
Accounts receivable	2,096,216	—	—	—	2,096,216	819,291
Contributions receivable	—	—	13,539,872	—	13,539,872	13,539,872
Interest and dividends receivable	340,863	77,545	—	6,277	424,685	1,075,778
Due from (to) brokers and dealers, net	17,759,381	1,612,727	113,185	93,873	19,579,166	30,108,917
Investments, at fair value	563,066,804	54,007,147	(514,400)	3,620,357	620,179,908	927,950,181
Program-related investments:						
Program mortgage loans	1,485,000	—	—	—	1,485,000	1,485,000
Real estate	510,000	—	—	—	510,000	510,000
Prepaid expenses	40,562	—	—	—	40,562	1,065,516
Fixed assets, net	1,706,686	4,057,747	—	—	5,764,433	5,724,798
Interfund	(1,103,082)	(1,991,294)	3,825,662	(731,286)	—	—
Total assets	\$ 586,062,962	57,764,923	16,964,319	2,989,221	663,781,425	982,541,652
Liabilities and Net Assets						
Liabilities:						
Accounts payable and accrued liabilities	\$ 3,960,869	1,068,068	562	21,146	5,050,645	3,862,749
Grants payable	16,907,498	—	—	—	16,907,498	19,207,939
Deferred taxes payable	—	—	—	—	—	3,995,770
Total liabilities	20,868,367	1,068,068	562	21,146	21,958,143	27,066,458
Commitments						
Net assets:						
Unrestricted	565,194,595	56,696,855	—	2,968,075	624,859,525	937,003,793
Temporarily restricted	—	—	9,068,757	—	9,068,757	10,576,401
Permanently restricted	—	—	7,895,000	—	7,895,000	7,895,000
Total net assets	565,194,595	56,696,855	16,963,757	2,968,075	641,823,282	955,475,194
Total liabilities and net assets	\$ 586,062,962	57,764,923	16,964,319	2,989,221	663,781,425	982,541,652

See accompanying notes to financial statements.

ROCKEFELLER BROTHERS FUND, INC.

Statements of Activities

Years ended December 31, 2008 and 2007

	Principal Fund	Pocantico Fund	Pocantico II Fund	Ramon Magsaysay Award Foundation Fund	2008 RBF Funds	2007 RBF Funds
Changes in unrestricted net assets:						
Operating revenues:						
Dividend income	\$ 2,704,164	254,422	—	14,051	2,972,637	8,908,693
Interest income	1,536,271	139,281	—	7,692	1,683,244	4,204,721
Other income	597,958	1,877	—	104	599,939	337,174
Contributions	183,823	—	—	—	183,823	160,500
Net assets released from restrictions	—	—	6,058	—	6,058	37,325
	<u>5,022,216</u>	<u>395,580</u>	<u>6,058</u>	<u>21,847</u>	<u>5,445,701</u>	<u>13,648,413</u>
Operating expenses:						
Direct charitable activities	1,379,403	4,081,068	—	—	5,460,471	4,669,518
Program and grant management	36,352,300	—	—	209,531	36,561,831	31,770,521
Investment management	3,966,845	391,104	23,071	19,024	4,400,044	5,405,665
General management	4,490,425	554,481	—	20,841	5,065,747	3,801,235
Federal excise and other taxes	(2,699,752)	(210,013)	(17,013)	(14,029)	(2,940,807)	2,369,733
	<u>43,489,221</u>	<u>4,816,640</u>	<u>6,058</u>	<u>235,367</u>	<u>48,547,286</u>	<u>48,016,672</u>
Deficiency of operating revenues over operating expenses	<u>(38,467,005)</u>	<u>(4,421,060)</u>	<u>—</u>	<u>(213,520)</u>	<u>(43,101,585)</u>	<u>(34,368,259)</u>
Nonoperating activities:						
Net realized gain from securities sales	51,677,840	4,862,119	—	268,530	56,808,489	98,969,047
Unrealized gain (loss) on investments	(294,160,381)	(27,676,119)	—	(1,528,525)	(323,365,025)	1,658,752
Amounts not yet recognized as a component of net periodic benefit cost	<u>(2,140,086)</u>	<u>(346,061)</u>	<u>—</u>	<u>—</u>	<u>(2,486,147)</u>	<u>—</u>
	<u>(244,622,627)</u>	<u>(23,160,061)</u>	<u>—</u>	<u>(1,259,995)</u>	<u>(269,042,683)</u>	<u>100,627,799</u>
(Decrease) increase in unrestricted net assets prior to effect of adoption of SFAS No. 158	<u>(283,089,632)</u>	<u>(27,581,121)</u>	<u>—</u>	<u>(1,473,515)</u>	<u>(312,144,268)</u>	<u>66,259,540</u>
Effect of adoption of SFAS No. 158	<u>—</u>	<u>—</u>	<u>—</u>	<u>—</u>	<u>—</u>	<u>(170,671)</u>
(Decrease) increase in unrestricted net assets	<u>(283,089,632)</u>	<u>(27,581,121)</u>	<u>—</u>	<u>(1,473,515)</u>	<u>(312,144,268)</u>	<u>66,088,869</u>
Changes in temporarily restricted net assets:						
Dividend income	—	—	17,041	—	17,041	47,468
Interest income	—	—	9,329	—	9,329	21,862
Other income	—	—	126	—	126	86
Net realized and unrealized gain (loss) on investments	—	—	(1,528,082)	—	(1,528,082)	536,169
Net assets released from restrictions	—	—	(6,058)	—	(6,058)	(37,325)
(Decrease) increase in temporarily restricted net assets	<u>—</u>	<u>—</u>	<u>(1,507,644)</u>	<u>—</u>	<u>(1,507,644)</u>	<u>568,260</u>
(Decrease) increase in net assets	<u>(283,089,632)</u>	<u>(27,581,121)</u>	<u>(1,507,644)</u>	<u>(1,473,515)</u>	<u>(313,651,912)</u>	<u>66,657,129</u>
Net assets:						
Beginning of year	<u>848,284,227</u>	<u>84,277,976</u>	<u>18,471,401</u>	<u>4,441,590</u>	<u>955,475,194</u>	<u>888,818,065</u>
End of year	<u>\$ 565,194,595</u>	<u>56,696,855</u>	<u>16,963,757</u>	<u>2,968,075</u>	<u>641,823,282</u>	<u>955,475,194</u>

See accompanying notes to financial statements.

ROCKEFELLER BROTHERS FUND, INC.

Statements of Cash Flows

Years ended December 31, 2008 and 2007

	<u>2008</u>	<u>2007</u>
Cash flows from operating activities:		
(Decrease) increase in net assets	\$ (313,651,912)	66,657,129
Adjustments to reconcile (decrease) increase in net assets to net cash used in operating activities:		
Net realized and unrealized loss (gain) on investments	268,084,618	(101,163,968)
Amount not yet recognized as a component of net periodic benefit cost	2,486,147	—
Effect of adoption of SFAS No. 158	—	170,671
Depreciation and amortization	1,706,666	1,421,007
Changes in operating assets and liabilities:		
Accounts receivable	(1,276,925)	66,210
Interest and dividends receivable	651,093	289,834
Prepaid expenses	1,024,954	(710,288)
Grants payable	(2,300,441)	(1,690,659)
Accounts payable and accrued liabilities	(1,298,251)	(96,363)
Deferred taxes payable	(3,995,770)	41,147
Net cash used in operating activities	<u>(48,569,821)</u>	<u>(35,015,280)</u>
Cash flows from investing activities:		
Proceeds from sales of investments	907,000,510	998,464,845
Purchases of investments	(867,314,855)	(932,623,272)
Decrease (increase) in due from (to) brokers and dealers, net	10,529,751	(30,379,394)
Reductions of program-related investment	—	120,000
Purchases of fixed assets	<u>(1,746,301)</u>	<u>(625,492)</u>
Net cash provided by investing activities	<u>48,469,105</u>	<u>34,956,687</u>
Net decrease in cash and cash equivalents	(100,716)	(58,593)
Cash and cash equivalents at beginning of year	<u>262,299</u>	<u>320,892</u>
Cash and cash equivalents at end of year	\$ <u><u>161,583</u></u>	\$ <u><u>262,299</u></u>
Supplemental disclosure of cash flow information:		
Cash paid for taxes	\$ 1,950,000	2,190,000

See accompanying notes to financial statements.

ROCKEFELLER BROTHERS FUND, INC.

Notes to Financial Statements

December 31, 2008 and 2007

(1) Organizations and Purpose

Rockefeller Brothers Fund, Inc. (the Fund) is a not-for-profit, charitable corporation existing under the New York State not-for-profit corporation law and is classified as a private foundation as defined in the Internal Revenue Code (the Code). In 1999, the Fund merged with the Charles E. Culpeper Foundation (Culpeper), a private, grantmaking corporation founded in New York. Under the terms of the merger, the Fund received all of the assets of Culpeper with a fair value of approximately \$212,000,000, consisting principally of investments, cash, and cash equivalents. In addition, four members of Culpeper's board of trustees were elected to the Fund's board of trustees. The Fund's principal purpose is to make grants to local, national, and overseas philanthropic organizations. The Fund also provides fellowships for aspiring teachers of color and scholarships for medical science and biomedical research. Late 2007, it was decided that as the Fund's program architecture has evolved, it has become difficult to find collaborative opportunities between these fellowships and scholarships, and the Fund's other thematic programs and pivotal places. During 2008, the board of trustees approved the phase-out of both the Program for Fellowships for Aspiring Teachers of Color, and the Culpeper Human Advancement Program.

The board of trustees has established the following special-purpose funds. Funding of these special-purpose funds has come from transfers from the Principal Fund, as well as donor contributions.

Pocantico Fund – For the preservation, maintenance, and operation of the Pocantico Historic Area at Pocantico Hills, New York, as a conference center and a historic park benefiting the public.

Pocantico II Fund – For the perpetual maintenance of the Playhouse parcel at the Pocantico Historic Area when ownership of that parcel passes to a charitable organization.

Ramon Magsaysay Award Foundation Fund – To support the Ramon Magsaysay Awards and other activities of the Ramon Magsaysay Award Foundation, Inc.

Asian Projects Fund – Income to be used for a period of 20 years from inception in 1987 for special projects that exemplify the spirit of the Ramon Magsaysay Awards and Asian program concerns of the Fund. Effective December 31, 2007, this fund was terminated, and its remaining assets transferred to the Principal Fund.

(2) Summary of Significant Accounting Policies

The financial statements of the Fund have been prepared on the accrual basis. The significant accounting policies followed are described below:

(a) Principles of Combination

The statements of financial position and statements of activities separately break out the special-purpose funds. All significant interfund and interorganizational balances and transactions are eliminated in combination.

The Fund considers net realized gains and losses from securities sales, unrealized gains and losses on investments, and other nonrecurring activities to be nonoperating activities.

ROCKEFELLER BROTHERS FUND, INC.

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(b) Basis of Presentation

Net assets and revenues, expenses, gains, losses, and other support are classified based on the existence or absence of donor-imposed restrictions. Accordingly, the net assets of the Fund and changes therein are classified and reported as follows:

Unrestricted net assets represent resources over which the board of trustees has full discretion with respect to use.

Temporarily restricted net assets represent expendable resources that have been time or purpose restricted by the donor. When a donor restriction expires, that is, when a stipulated time restriction ends or a purpose restriction is accomplished, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the statements of activities as net assets released from restrictions.

Permanently restricted net assets represent contributions and other gifts that require that the corpus be maintained intact and that only the income be used as designated by the donor. Depending upon the donor's designation, such income is reflected in the statements of activities as either temporarily restricted or unrestricted income.

Revenues are reported as increases in unrestricted net assets unless their use is limited by donor-imposed restrictions. Expenses are recorded as decreases in unrestricted net assets. Gains and losses on assets or liabilities are reported as increases or decreases in unrestricted net assets unless their use is restricted by explicit donor stipulation or by law.

(c) Investments

Investments in marketable securities are carried at quoted market prices. Unrealized gains or losses are determined using quoted market prices at the respective balance sheet dates. Security costs are determined on a first-in, first-out basis.

Investments in alternative investments are reported at fair value on the basis of the Fund's equity in the net assets of such partnerships as determined by the general partners. In certain instances, portions of the underlying investment portfolios of the alternative investments contain nonmarketable or thinly traded investments, which have been recorded at fair value as determined by management of the alternative investments. As of December 31, 2008 and 2007, approximately \$324,000,000 and \$271,000,000, respectively, of the Fund's underlying investments in alternative investments as discussed were recorded at fair value as determined by the alternative investment's management or their designee, which might differ significantly from the market value that would have been used had a readily available market for the investment existed. The Fund reviews and evaluates the values provided by the investment managers and general partners and agrees with the valuation methods used in determining the fair value of these alternative investments.

Investments of the Principal Fund, Pocantico Fund, Pocantico II Fund, and Ramon Magsaysay Award Foundation Fund are pooled; interest and dividend income and realized and unrealized gains or losses are allocated to each fund using the unitized investment method.

ROCKEFELLER BROTHERS FUND, INC.

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(d) *New Accounting Pronouncements*

Adoption of Statement of Financial Accounting Standards (SFAS) No. 157, *Fair Value Measurements*

Effective January 1, 2008, the Fund adopted SFAS No. 157. SFAS No. 157 defines fair value, establishes a framework for measuring fair value, and expands disclosures about fair value measurements. This pronouncement does not require any new fair value measurements. In February 2008, the Financial Accounting Standards Board (FASB) issued FASB Staff Position (FSP) No. FAS 157-2, *Effective Date of FASB Statement No. 157*, which defers the effective date of SFAS No. 157 for one year for nonfinancial assets and nonfinancial liabilities that are not disclosed at fair value in the financial statements on a recurring basis. The FSP did not defer the recognition and disclosure requirements for financial or nonfinancial assets and liabilities that are measured at least annually. In February 2008, the Fund adopted FSP No. FAS 157-2. In October 2008, the FASB issued FSP No. FAS 157-3, *Determining the Fair Value of a Financial Asset in a Market That Is Not Active*. FSP No. FAS 157-3 was effective upon issuance, and applies to periods for which financial statements have not been issued. The FSP's guidance clarifies various application issues with respect to the objective of a fair value measurement, distressed transactions, relevance of observable data, and the use of management's assumptions. The effect of the adoption of SFAS No. 157, and FAS 157-2, and 157-3 did not have a material effect on the changes in net assets or financial position of the Fund.

Adoption of FASB Staff Position No. FAS 117-1 (FAS 117-1), *Endowments of Not-for-Profit Organizations – Net Asset Classification of Funds Subject to an Enacted Version of the Uniform Prudent Management of Institutional Funds Act (UPMIFA) and Enhanced Disclosures for all Endowment Funds*

In August 2008, FAS 117-1 was issued, and its guidance is effective for fiscal years ended after December 15, 2008. A key component of FAS 117-1 is a requirement to classify the portion of a donor-restricted endowment fund that is not classified as permanently restricted net assets as temporarily restricted net assets until appropriated for expenditure. FAS 117-1 also improves the disclosures about an organization's endowment funds (both donor restricted endowment funds and board-designated endowment funds). New York State has not yet adopted UPMIFA, however, for the year ended December 31, 2008, the Fund has adopted the disclosure requirements of FAS 117-1.

(e) *Fair Value Hierarchy*

Fair value is defined as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date. SFAS No. 157 also establishes a fair value hierarchy, which requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. The standard describes three levels of inputs that may be used to measure fair value:

Level 1: Quoted prices in active markets for identical assets or liabilities. Level 1 assets and liabilities include debt and equity securities that are traded in an active exchange market, as well as U.S. Treasury securities.

ROCKEFELLER BROTHERS FUND, INC.

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Level 2: Observable inputs other than Level 1 prices such as quoted prices for similar assets or liabilities; quotes prices in markets that are not active; or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities. Level 2 assets and liabilities include debt securities with quoted market prices that are traded less frequently than exchange-traded instruments. This category generally includes certain U.S. Government and agency mortgage-backed debt securities, corporate-debt securities and certain alternative investments.

Level 3: Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the asset or liabilities. Level 3 assets and liabilities include financial instruments whose value is determined using pricing models, discounted cash flow methodologies, or similar techniques, as well as instruments for which the determination of fair value requires significant management judgment or estimation. This category generally includes certain private debt and equity instruments and certain alternative investments.

Fair value estimates are made at a specific point in time, based on available market information and judgments about the financial asset, including estimates of timing, amount of expected future cash flows and the credit standing of the issuer. In some cases, the fair value estimates cannot be substantiated by comparison to independent markets. In addition, the disclosed fair value may not be realized in the immediate settlement of the financial asset. In addition, the disclosed fair values do not reflect any premium or discount that could result from offering for sale at one time an entire holding of a particular financial asset. Potential taxes and other expenses that would be incurred in an actual sale or settlement are not reflected in amounts disclosed.

(f) Grants Payable

Grants are recorded at the time of approval by the trustees and notification to the recipient (note 8).

(g) Tax Status

The Fund is exempt from federal income tax under Section 501(c)(3) of the Code and has been classified as a "private foundation." Provision has been made for the federal excise tax on investment income.

(h) Fixed Assets

The Fund capitalizes fixed assets, which include leasehold improvements, office equipment, and computer equipment and software. Depreciation and amortization of fixed assets are provided over the following estimated useful service lives: leasehold improvements: shorter of useful life or life of lease; office equipment: seven years; computer equipment: four years; and computer software: three years. Fixed assets are presented net of accumulated depreciation and amortization of approximately \$18,358,000 and \$16,651,000 at December 31, 2008 and 2007, respectively.

(i) Contributions

Contributions, including unconditional promises to give, are recognized in the period received.

ROCKEFELLER BROTHERS FUND, INC.

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(j) Cash and Cash Equivalents

The Fund considers all highly liquid debt instruments purchased with original maturities of three months or less to be cash equivalents, except for those short-term investments managed by the investment managers as part of its long-term investment strategy.

(k) Functional Expenses

The Fund reports expenses on a functional basis, with all expenses charged either to a particular program or supporting service. Direct charitable activities and program and grant management comprise the Fund's program-related expenses and investment management and general management comprise the supporting activity expenses. Direct charitable activities include technical assistance provided to other charitable organizations, service of Fund staff on boards and committees of such organizations, and the costs of certain program-related projects undertaken directly by the Fund rather than through grants, including stewardship of the Pocantico Historic Area and conference activity at the Pocantico Conference Center. Overhead expenses, including occupancy, telephone, and insurance, are allocated to functional areas based upon space used or actual usage, if specifically identifiable. The allocation of salary and related expenses for management and supervision of program service functions are made by management based on the estimated time spent by executives in the various program service functions.

(l) Use of Estimates

The preparation of financial statements in accordance with U.S. generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

(3) Investments

The fair value of investments at December 31, 2008 and 2007 is summarized as follows:

	<u>2008</u>	<u>2007</u>
Short-term investments	\$ 12,055,542	66,878,998
Stocks and equity funds	167,018,119	429,155,839
Bonds and fixed income funds	30,658,810	46,773,426
Alternative investments	410,447,437	385,141,918
	<u>\$ 620,179,908</u>	<u>927,950,181</u>

ROCKEFELLER BROTHERS FUND, INC.

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The following table presents the Fund's fair value hierarchy for those assets and liabilities measured at fair value as of December 31, 2008. At December 31, 2008, Level 3 assets comprised approximately 83% of the Fund's total investment portfolio fair value.

	<u>Fair value</u>	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>
Financial assets:				
Investments:				
Short-term investments	\$ 12,055,542	12,055,542	—	—
Stocks and equity funds	167,018,119	76,015,918	209,840	90,792,361
Bonds and fixed income funds	30,658,810	18,153,691	221,100	12,284,019
Alternative investments	410,447,437	—	—	410,447,437
	<u>\$ 620,179,908</u>	<u>106,225,151</u>	<u>430,940</u>	<u>513,523,817</u>

The following table presents reconciliation for all Level 3 assets measured at fair value for the period January 1, 2008 to December 31, 2008.

	<u>Level 3</u>
Financial assets:	
Beginning balance, January 1, 2008	\$ 585,747,454
Total net unrealized losses	(252,278,071)
Purchases and settlements, net	<u>180,054,434</u>
Ending balance, December 31, 2008	<u>\$ 513,523,817</u>

Through a certain investment manager, the Fund purchases and sells warrants, exchange-traded options, and financial futures contracts. This investment was sold in 2008. The Fund's exposure at December 31, 2007 to these instruments at fair value was approximately \$6,800,000 with a notional amount of \$6,300,000.

As a result of its investing strategies, the Fund is a party to a variety of financial instruments. These financial instruments may include fixed income, and foreign currency futures and options contracts, foreign currency forwards, and interest rate cap and floor contracts. Much of the Fund's off-balance-sheet exposure represents strategies that are designed to reduce the interest rate and market risk inherent in portions of the Fund's investment program. Changes in the market values of these financial instruments are recognized currently in the statements of activities.

Financial instruments such as those described above involve, to varying degrees, elements of market risk and credit risk in excess of the amounts recorded on the statements of financial position. Market risk represents the potential loss the Fund faces due to the decrease in the value of financial instruments. Credit risk represents the maximum potential loss the Fund faces due to possible nonperformance by obligors and counterparties of the terms of their contracts.

ROCKEFELLER BROTHERS FUND, INC.

Notes to Financial Statements

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(4) Endowment Funds

The Fund has a board-designated endowment fund and permanently restricted funds.

The board of trustees of the Fund has established special-purpose funds (note 1), which constitute the Fund's board-designated endowment. Of these special-purpose funds, the net assets of the Principal Fund, Pocantico Fund, and Ramon Magsaysay Award Foundation Fund constitute unrestricted funds, which amounted to \$624,859,525 and \$937,003,793 in 2008 and 2007, respectively. The Pocantico II Fund, which was established in 1999 through a pledge by one donor in the amount of \$8 million, for purposes of perpetual maintenance of the Playhouse Parcel at the Pocantico Historic Area, includes both permanently restricted and temporarily restricted endowment funds. The permanently restricted portion reflects matching grants of Rockefeller family members to the original pledge, and includes net assets of \$7,895,000 in 2008 and 2007. The temporarily restricted portion reflects the original pledge, as well as income and appreciation earned on both the permanently restricted and temporarily restricted portions, and includes net assets of \$9,068,757 and \$10,576,401 in 2008 and 2007, respectively.

The Fund sets its annual spending policy by considering the Fund's long-term financial objectives, determining a rate of annual spending that would align with those long-term objectives, and choosing a formula that could be used consistently over a period of years to set the annual spending amount. Each year, the board of trustees establishes an annual budget using a spending model derived from a three-year average market value base, and considering the expected annual payout requirements as mandated by federal regulations and monitoring the impact of actual market trends during the year to make adjustments to spending as necessary.

In the year 2008, the Fund had the following endowment-related activities:

	Board- designated endowment funds	Temporarily restricted	Permanently restricted	Total
Endowment net assets at January 1, 2009	\$ 937,003,793	10,576,401	7,895,000	955,475,194
Investment return:				
Net investment income	5,255,820	26,496	—	5,282,316
Net depreciation	(266,556,536)	(1,528,082)	—	(268,084,618)
Contributions to endowment	183,823	—	—	183,823
Amounts appropriated for expenditure	(51,027,375)	(6,058)	—	(51,033,433)
Endowment net assets at December 31, 2008	<u>\$ 624,859,525</u>	<u>9,068,757</u>	<u>7,895,000</u>	<u>641,823,282</u>

(5) Program-Related Investments

The Fund's program-related investments have limited or no marketability. These investments and real estate are stated at the lower of cost or estimated fair value. The Fund's real estate has been leased rent-free to a not-for-profit organization under the terms of an agreement, which expires in the year 2056.

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In February 1994, the Fund entered into a loan agreement with the Ramon Magsaysay Award Foundation (RMAF), which authorized RMAF to borrow up to three million dollars during the period the loan commenced through December 31, 1995. The underlying promissory note initially charged interest on the unpaid principal at the rate of 6% per year; such interest accrued beginning January 1, 1995. The interest rate was reduced in 1999 to 3% for the remaining term of the loan. In 2004, the interest rate was further reduced to 1%. Payment of principal of \$120,000 and related interest are to be made annually over the term of the loan and on December 31, 2019, the outstanding balance will be payable in full. The Fund had loaned RMAF the full amount authorized as of December 31, 1995 and received the appropriate repayments of principal and interest in the years ended December 31, 1995 through 2007. The loan receivable balance from RMAF was \$1,485,000 at December 31, 2008 and 2007. There was no repayment of principal made during 2008, as a due diligence audit was currently being conducted to determine the feasibility for the Fund to forgive the outstanding loan balance in its entirety. These investments are considered to be Level 3 assets under the fair value hierarchy.

(6) Pension Plan

The Fund participates in the Retirement Income Plan for Employees of Rockefeller Brothers Fund, Inc., et al. (the Plan), a noncontributory defined benefit plan covering substantially all its employees. Effective December 31, 2003, the Plan was frozen.

In 2007, the Fund adopted the recognition and disclosure provisions of SFAS No. 158, *Employers' Accounting for Defined Benefit Pension and Other Postretirement Plan*. SFAS No. 158 requires organizations to recognize the funded status of defined benefit pension and other postretirement plans as a net asset or liability and to recognize changes in that funded status in the year in which the changes occur through a separate line within the change in unrestricted net assets, apart from expenses, to the extent those changes are not included in the net periodic cost. The funded status reported on the statement of financial position under SFAS No. 158 was measured as the difference between the fair value of plan assets and the benefit obligations as of December 31, 2008 and 2007.

The following table sets forth the Plan's funded status and amounts recognized in the financial statements at December 31, 2008 (accounts payable and accrued liabilities) and 2007 (prepaid expenses):

	<u>2008</u>	<u>2007</u>
Actuarial present value of benefit obligations:		
Accumulated benefit obligation	\$ <u>5,397,248</u>	<u>5,456,105</u>
Projected benefit obligation for services rendered to date	5,397,248	5,456,105
Plan assets at fair value	<u>4,523,955</u>	<u>6,378,403</u>
Funded status	<u>(873,293)</u>	<u>922,298</u>
Pension asset (liability)	\$ <u><u>(873,293)</u></u>	<u><u>922,298</u></u>

ROCKEFELLER BROTHERS FUND, INC.

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	<u>2008</u>	<u>2007</u>
Net pension cost included the following components:		
Interest cost on projected benefit obligation	\$ 337,366	326,203
Actual return on plan assets	(498,856)	(471,972)
Net amortization and deferral	16,197	(8,957)
Net periodic pension benefit	<u>\$ (145,293)</u>	<u>(154,726)</u>

The weighted average discount rates used in determining the actuarial present value of the projected benefit obligation were 6.25% in 2008 and 6.35% in 2007. The weighted average discount rates used in determining the period's benefit costs were 6.35% in 2008 and 5.75% in 2007. The expected long-term rate of return on assets was 8.00% in 2008 and 2007. Because the plan assets at fair value exceeded the accumulated benefit obligation at December 31, 2007, an additional minimum pension liability adjustment (credit) of \$(897,567) was recorded in 2007. Amortization of unrecognized prior service cost was \$16,197 in 2008 and \$16,191 in 2007.

The plan assets are currently invested in mutual funds, with an allocation of 65% equity and 35% debt securities. The Fund's investment goal is to obtain a competitive risk adjusted return on the pension plan assets commensurate with prudent investment practices and the Plan's responsibility to provide retirement benefits for its participants, retirees, and their beneficiaries. The Plan's asset allocation targets are strategic and long term in nature and are designed to take advantage of the risk reducing impacts of asset class diversification. Investments within each asset category are further diversified with regard to investment style and concentration of holdings.

The amount not yet recognized as a component of net periodic benefit cost was \$1,940,884 for the year ended December 31, 2008. The amounts recognized as the effect of adoption of SFAS No. 158 were \$149,927 of net actuarial gain and \$198,899 of prior service cost for the year ended December 31, 2007. The net actuarial loss and prior service cost that will be amortized into net periodic benefit cost in 2009 is approximately \$111,000.

The anticipated benefit payments cash flow for the next ten years is as follows:

Year ending December 31:	
2009	\$ 341,000
2010	341,000
2011	342,000
2012	348,000
2013	353,000
2014 – 2018	2,014,000

ROCKEFELLER BROTHERS FUND, INC.

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(7) Postretirement Healthcare Benefits

In addition to providing pension benefits, the Fund provides certain healthcare benefits for retired employees. Substantially, all of the Fund's employees may become eligible for these benefits if they reach age 55 while employed by the Fund and have accumulated at least five years of service. Such benefits are provided through an insurance company.

The following table sets forth the plan's status as of December 31, 2008 and 2007:

	<u>2008</u>	<u>2007</u>
Accumulated postretirement benefit obligations (APBO) included in accounts payable and accrued liabilities	\$ 3,362,032	2,652,761

The net periodic postretirement benefit cost included the following components as of December 31, 2008 and 2007:

	<u>2008</u>	<u>2007</u>
Service cost	\$ 141,961	144,192
Interest cost	192,926	161,070
Amortization of unrecognized loss	6,701	4,336
Net periodic postretirement benefit cost	\$ <u>341,588</u>	<u>309,598</u>

Actual retiree premiums paid by the Fund during 2008 and 2007 amounted to \$177,580 and \$104,731, respectively.

The discount rate assumed in determining the APBO was 6.00% in 2008 and 6.45% in 2007. The weighted average discount rates used in determining the period's benefit costs were 6.45% in 2008 and 5.75% in 2007. The medical cost trend rates assumed were 8% and 9% and declining to 5%, and 6%, respectively, over a five-year period for 2008 and 2007. Increasing the assumed medical cost trend rate by 1% each year would result in increases in both the APBO and the net periodic postretirement cost of approximately \$566,000 and \$72,000 in 2008 and \$479,000 and \$75,000 in 2007, respectively.

The anticipated benefit payments cash flow for the next ten years is as follows:

Year ending December 31:	
2009	\$ 132,000
2010	143,000
2011	149,000
2012	153,000
2013	163,000
2014 – 2018	1,033,000

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The amount not yet recognized as a component of net periodic benefit cost was \$545,263 for the year ended December 31, 2008. The amounts recognized as the effect of adoption of SFAS No. 158 was \$121,699 of net actuarial loss for the year ended December 31, 2007. The net actuarial loss that will be amortized into net periodic benefit cost in 2009 is approximately \$22,000.

(8) Reconciliation of Grants Awarded

The following table reconciles grants awarded and grants paid during 2008 and 2007:

Grants payable, December 31, 2006	\$ 20,898,598
Grants awarded 2007	28,460,930
Grants paid 2007	<u>(30,151,589)</u>
Grants payable, December 31, 2007	19,207,939
Grants awarded 2008	31,793,970
Grants paid 2008	<u>(34,094,411)</u>
Grants payable, December 31, 2008	<u>\$ 16,907,498</u>

The Fund estimates that the grants payable balance as of December 31, 2008 will be paid as follows:

Year ending December 31:	
2009	\$ 11,728,498
2010	4,754,000
2011	<u>425,000</u>
Total	<u>\$ 16,907,498</u>

The net present value of grants payable is not materially different from amounts committed to be paid.

(9) Related-Party Transactions

In December 2007, the Fund made a grant appropriation in the amount of \$1,000,000 to 1 Sky, a project of the Rockefeller Family Fund, for which the Rockefeller Family Fund provides fiscal and legal oversight. The Fund paid \$100,000 in 2007 and the remaining commitment of \$900,000 in 2008.

The Fund was reimbursed approximately \$526,000 and \$405,000 in 2008 and 2007, respectively, for the fair value of certain expenses, including accounting, occupancy, capital expenditures, and employee benefits, by the Rockefeller Family Fund, Inc. The Fund was also reimbursed \$258,000 and \$40,000 in 2008 and \$431,000 and \$34,000 in 2007 for the fair value of certain expenses, including accounting, occupancy, capital expenditures, and employee benefits, by ACC and the David Rockefeller Fund, respectively. The Fund received reimbursement for the fair value of certain expenses, including accounting, occupancy, capital expenditures, and employee benefits, in 2008 and 2007 in the amounts of \$1,123,000 and \$1,563,000, respectively, from Rockefeller Philanthropy Advisors.

ROCKEFELLER BROTHERS FUND, INC.

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The Fund paid fees of approximately \$1,228,000 and \$1,055,000 in 2008 and 2007, respectively, for maintenance of the Pocantico properties to Greenrock Corporation, which is wholly owned by Rockefeller family members.

(10) Federal Taxes

As a private foundation, the Fund is assessed an excise tax under the Code. The provision for federal excise tax consists of a current provision on realized net investment income and a deferred provision on unrealized appreciation of investments. This tax is generally equal to 2%; however, it is reduced to 1% if a foundation meets certain distribution requirements under Section 4940(e) of the Code. The Fund provided for excise taxes at the rate of 1% and 2% in 2008 and 2007, respectively. The Fund paid estimated federal excise taxes of \$1,950,000 in 2008 and \$2,190,000 in 2007. The federal excise tax expenses were approximately \$583,000 and \$2,200,000 in 2008 and 2007, respectively. An excise tax receivable of \$1,367,000 has been recorded during 2008 in the accompanying financial statements. Due to recognition of unrealized depreciation in 2008, the deferred tax liability was reduced to zero, and a deferred tax benefit of \$3,996,000 is included in federal excise and other taxes in the accompanying financial statements.

(11) Commitments

The Fund, together with its affiliates, occupies office facilities that provide for annual minimum rental commitments excluding escalation as follows:

2009	\$	2,296,000
2010		2,296,000
2011		2,296,000
2012		2,296,000
2013 – 2023		531,000

On January 1, 1998, the Fund entered into a new lease agreement and relocated its offices in June 1998. The terms of the lease for the Fund's offices expire in December 2012. Portions of this additional space have been subleased through 2012. Approximately \$927,000 is expected to be received each year through the end of the sublease agreement (2012). The Fund is seeking a subtenant for the remainder of its current space for occupancy from mid 2009 through 2012. On January 1, 2009, the Fund entered into a new lease agreement and expects to relocate its offices in June 2009. The terms of the lease for this location expire on December 31, 2023, with one five-year renewal option.

In 2004, the Fund received notice of a demand that it return amounts claimed as overpayments to the Fund in 1995 and 1996 as part of its liquidation of an investment in a certain partnership. The amount of the claim approximates \$2.3 million. Since legal issues underlying this claim are complex and a fair estimate of the potential liability can not be presently determined, no amount for the claim has been included in these financial statements.

ROCKEFELLER BROTHERS FUND, INC.

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On January 1, 1992, the Fund entered into a formal arrangement with the National Trust for Historic Preservation in the United States, whereby the Fund assumes the costs associated with maintenance and operations of the Pocantico Historic Area, including all utilities, real estate and other taxes, and impositions assessed against the property. In 2008 and 2007, these costs aggregated approximately \$1,783,000 and \$1,810,000, respectively. Under the same agreement, the Fund agreed to conduct a program of public visitation of the Pocantico Historic Area. Historic Hudson Valley was engaged by the Fund to operate this program on its behalf. The public visitation program commenced in April 1994.

Pursuant to its limited partnership agreements, the Fund is committed to invest approximately \$168,545,000 as of December 31, 2008. On January 1, 2009, the Investure Evergreen Fund reduced the Fund's commitment by approximately \$14,854,000, causing a reduction in the unfunded commitment to approximately \$153,814,000.

ROCKEFELLER BROTHERS FUND, INC.

Supplemental Schedule of Functional Expenses

Year ended December 31, 2008
(with summarized financial information for the year ended December 31, 2007)

	Direct charitable activities		Subtotal	Program and grant management	Investment management	General management and federal excise and other taxes	2008 RBF Funds	2007 RBF Funds
	General programs	Pocantico Fund						
Salaries and employee benefits:								
Salaries	\$ 396,923	660,443	1,057,366	1,709,274	122,324	1,522,926	4,411,890	3,782,920
Employee benefits	156,401	309,186	465,587	671,849	48,840	616,113	1,802,389	737,001
	553,324	969,629	1,522,953	2,381,123	171,164	2,139,039	6,214,279	4,519,921
Other expenses:								
Grants awarded	—	—	—	31,793,970	—	—	31,793,970	28,460,930
Fellowship and leadership — program expenses	337,177	—	337,177	—	—	—	337,177	259,092
Federal excise and other taxes	—	—	—	—	—	(2,940,807)	(2,940,807)	2,369,733
Consultants' fees	—	—	—	412,829	13,000	543,929	969,758	458,935
Investment services	—	—	—	—	4,061,434	—	4,061,434	4,784,666
Legal, audit, and professional fees	—	52,084	52,084	38,852	19,756	382,130	492,822	545,572
Travel	23,326	33,807	57,133	482,581	5,086	19,562	564,362	600,929
Rent and electricity	121,981	—	121,981	899,429	65,749	859,195	1,946,354	1,184,365
Program conferences and events	239,836	—	239,836	—	—	—	239,836	267,524
Facilities maintenance and operations	—	1,783,221	1,783,221	—	—	—	1,783,221	1,810,385
Telephone, facsimile, and internet	4,691	19,106	23,797	34,575	2,889	37,533	98,794	93,218
General office expenses	75,704	159,998	235,702	346,278	28,360	385,183	995,523	928,101
Publications	—	—	—	—	—	283,896	283,896	312,294
Depreciation and amortization	23,364	1,063,223	1,086,587	172,194	32,606	415,280	1,706,667	1,421,007
	\$ 1,379,403	4,081,068	5,460,471	36,561,831	4,400,044	2,124,940	48,547,286	48,016,672

See accompanying independent auditors' report.