See a Social Security Number? Say Something!
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**Return of Private Foundation**

**or Section 4947(a)(1) Nonexempt Charitable Trust**

**Treated as a Private Foundation**

For calendar year 2012 or tax year beginning ___________ and ending ___________

**Name of foundation:**

**THE PACKARD HUMANITIES INSTITUTE**

**Number and street (P.O. box number if mail is not delivered to street address):**

300 SECOND STREET

**City or town, state, and ZIP code:**

LOS ALTOS, CA 94022

**Employer Identification Number:**

94-3038401

**Telephone number:**

(650) 948-0150

**Check all that apply:**

- Initial return
- Initial return of a former public charity
- Final return
- Amended return
- Address change
- Name change

**Check type of organization:**

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

**Fair market value of all assets at end of year (from Part II, col (c), line 16):**

642,321,496

**Accounting method:**

- Cash
- Accrual
- Other (specify)

**Analysis of Revenue and Expenses**

<table>
<thead>
<tr>
<th>Description</th>
<th>(a) Revenue and expenses per books</th>
<th>(b) Net investment income</th>
<th>(c) Adjusted net income</th>
<th>(d) Disbursements for charitable purposes (cash basis only)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Contributions, gifts, grants, etc., received</td>
<td>6,144.</td>
<td>6,144.</td>
<td></td>
<td>N/A</td>
</tr>
<tr>
<td>Checks remove for purposes other than supporting network</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Interest on savings and temporary cash investments</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Dividends and interest from securities</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Gross rents</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Net rental income or (loss)</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Net gain or (loss) from sale of assets not on line 10</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Gross sales price for all assets on line 8a</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Capital gain net income (from Part IV, line 2)</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Net short-term capital gain</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Income modifications</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Gross sales less returns and allowances</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Less Cost of goods sold</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Gross profit or (loss)</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Other income</td>
<td>1,594,464.</td>
<td>114,490.</td>
<td></td>
<td>STATEMENT 1</td>
</tr>
<tr>
<td>Total. Add lines 1 through 11</td>
<td>8,704,859.</td>
<td>7,224,885.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Compensation of officers, directors, trustees, etc</td>
<td>142,921.</td>
<td>4,288.</td>
<td>138,633.</td>
<td></td>
</tr>
<tr>
<td>Other employee salaries and wages</td>
<td>1,623,645.</td>
<td>48,709.</td>
<td>1,568,629.</td>
<td></td>
</tr>
<tr>
<td>Pension plans, employee benefits</td>
<td>777,810.</td>
<td>23,334.</td>
<td>755,708.</td>
<td></td>
</tr>
<tr>
<td>Legal fees</td>
<td>120,351.</td>
<td>0.</td>
<td>122,031.</td>
<td></td>
</tr>
<tr>
<td>Accounting fees</td>
<td>77,825.</td>
<td>2,335.</td>
<td>75,490.</td>
<td></td>
</tr>
<tr>
<td>Other professional fees</td>
<td>3,054,113.</td>
<td>88,379.</td>
<td>2,927,788.</td>
<td></td>
</tr>
<tr>
<td>Interest</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Taxes</td>
<td>487,808.</td>
<td>0.</td>
<td>73,820.</td>
<td></td>
</tr>
<tr>
<td>Depreciation and depletion</td>
<td>277,630.</td>
<td>0.</td>
<td>526,062.</td>
<td></td>
</tr>
<tr>
<td>Occupancy</td>
<td>549,566.</td>
<td>16,042.</td>
<td>526,062.</td>
<td></td>
</tr>
<tr>
<td>Travel, conferences, and meetings</td>
<td>41,797.</td>
<td>0.</td>
<td>41,226.</td>
<td></td>
</tr>
<tr>
<td>Printing and publications</td>
<td>123,925.</td>
<td>114,490.</td>
<td>10,330.</td>
<td></td>
</tr>
<tr>
<td>Other expenses</td>
<td>1,755,857.</td>
<td>4,276.</td>
<td>1,502,584.</td>
<td></td>
</tr>
<tr>
<td>Total operating and administrative expenses. Add lines 13 through 23</td>
<td>9,033,248.</td>
<td>301,853.</td>
<td>7,742,301.</td>
<td></td>
</tr>
<tr>
<td>Contributions, gifts, grants paid</td>
<td>12,524,658.</td>
<td>10,344,308.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Excess of revenue over expenses and disbursements</td>
<td>21,557,906.</td>
<td>301,853.</td>
<td>18,086,609.</td>
<td></td>
</tr>
<tr>
<td>Net investment income (if negative, enter -0-)</td>
<td>-12,853,047.</td>
<td>6,923,032.</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

**For Paperwork Reduction Act Notice, see instructions.**

Form 990-PF (2012)
## Part II Balance Sheets

<table>
<thead>
<tr>
<th>Assets</th>
<th>Beginning of year (a) Book Value</th>
<th>End of year (b) Book Value</th>
<th>(c) Fair Market Value</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Cash - non-interest-bearing</td>
<td>166,084,089</td>
<td>54,031,734</td>
</tr>
<tr>
<td>2</td>
<td>Savings and temporary cash investments</td>
<td>1,951,481.</td>
<td>54,031,734.</td>
</tr>
<tr>
<td>3</td>
<td>Accounts receivable</td>
<td>1,148,280.</td>
<td>1,951,481.</td>
</tr>
<tr>
<td></td>
<td>Less: allowance for doubtful accounts</td>
<td></td>
<td></td>
</tr>
<tr>
<td>4</td>
<td>Pledges receivable</td>
<td></td>
<td></td>
</tr>
<tr>
<td>5</td>
<td>Receivables due from officers, directors, trustees, and other disqualified persons</td>
<td></td>
<td></td>
</tr>
<tr>
<td>7</td>
<td>Other notes and loans receivable</td>
<td></td>
<td></td>
</tr>
<tr>
<td>8</td>
<td>Inventories for sale or use</td>
<td>2,742,348.</td>
<td>2,986,726.</td>
</tr>
<tr>
<td>9</td>
<td>Prepaid expenses and deferred charges</td>
<td>326,269.</td>
<td>81,055.</td>
</tr>
<tr>
<td>10a</td>
<td>Investments - U.S. and state government obligations</td>
<td></td>
<td></td>
</tr>
<tr>
<td>c</td>
<td>Investments - corporate bonds</td>
<td></td>
<td></td>
</tr>
<tr>
<td>11</td>
<td>Investments - land, buildings, and equipment, basis</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Less: accumulated depreciation</td>
<td></td>
<td></td>
</tr>
<tr>
<td>12</td>
<td>Investments - mortgage loans</td>
<td>STMT 8</td>
<td>426,393,604.</td>
</tr>
<tr>
<td>13</td>
<td>Investments - other</td>
<td>STMT 9</td>
<td>21,960,225.</td>
</tr>
<tr>
<td>14</td>
<td>Land, buildings, and equipment: basis</td>
<td>8,523,825.</td>
<td>21,960,225.</td>
</tr>
<tr>
<td></td>
<td>Less: accumulated depreciation</td>
<td>STMT 10</td>
<td>2,089,425.</td>
</tr>
<tr>
<td>15</td>
<td>Other assets (describe)</td>
<td>STATEMENT 11</td>
<td>6,236,204.</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>6,434,400.</td>
</tr>
<tr>
<td>16</td>
<td>Total assets (to be completed by all filers)</td>
<td>638,414,096.</td>
<td>642,321,496.</td>
</tr>
<tr>
<td>17</td>
<td>Accounts payable and accrued expenses</td>
<td>4,459,936.</td>
<td>13,257,383.</td>
</tr>
<tr>
<td>18</td>
<td>Grants payable</td>
<td>848,226.</td>
<td>2,863,576.</td>
</tr>
<tr>
<td>19</td>
<td>Deferred revenue</td>
<td></td>
<td></td>
</tr>
<tr>
<td>20</td>
<td>Loans from officers, directors, trustees, and other disqualified persons</td>
<td></td>
<td></td>
</tr>
<tr>
<td>21</td>
<td>Mortgages and other notes payable</td>
<td></td>
<td></td>
</tr>
<tr>
<td>22</td>
<td>Other liabilities (describe</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>DEFERRED TAXES</td>
<td></td>
<td></td>
</tr>
<tr>
<td>23</td>
<td>Total liabilities (add lines 17 through 22)</td>
<td>8,925,955.</td>
<td>19,892,090.</td>
</tr>
<tr>
<td>24</td>
<td>Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.</td>
<td>1</td>
<td></td>
</tr>
<tr>
<td>26</td>
<td>Temporarily restricted</td>
<td></td>
<td></td>
</tr>
<tr>
<td>27</td>
<td>Capital stock, trust principal, or current funds</td>
<td></td>
<td></td>
</tr>
<tr>
<td>28</td>
<td>Paid-in or capital surplus, or land, bldg., and equipment fund</td>
<td></td>
<td></td>
</tr>
<tr>
<td>29</td>
<td>Retained earnings, accumulated income, endowment, or other funds</td>
<td></td>
<td></td>
</tr>
<tr>
<td>30</td>
<td>Total net assets or fund balances</td>
<td>629,488,141.</td>
<td>622,429,406.</td>
</tr>
<tr>
<td>31</td>
<td>Total liabilities and net assets/fund balances</td>
<td>638,414,096.</td>
<td>642,321,496.</td>
</tr>
</tbody>
</table>

## 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)  
2. Enter amount from Part I, line 27a-  
3. Other increases not included in line 2 (itemize) ▶ UNREALIZED GAIN  
4. Add lines 1, 2, and 3  
5. Decreases not included in line 2 (itemize) ▶  
6. Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30

Form 990-PF (2012)
### Part IV | Capital Gains and Losses for Tax on Investment Income

**1a** JPMS DURATION BOND FUND CAPITAL GAIN

<table>
<thead>
<tr>
<th>(a) Description</th>
<th>(b) How acquired</th>
<th>(c) Date acquired (mo., day, yr.)</th>
<th>(d) Date sold (mo., day, yr.)</th>
</tr>
</thead>
<tbody>
<tr>
<td>DISTRIBUTION</td>
<td>P</td>
<td>VARIOUS</td>
<td>12/14/12</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>(e) Gross sales price</th>
<th>(f) Depreciation allowed (or allowable)</th>
<th>(g) Cost or other basis plus expense of sale</th>
<th>(h) Gain or (loss) (e) plus (f) minus (g)</th>
</tr>
</thead>
<tbody>
<tr>
<td>5,518.</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>(i) F.M.V. as of 12/31/69</th>
<th>(j) Adjusted basis as of 12/31/69</th>
<th>(k) Excess of col. (i) over col. (j), if any</th>
<th>(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))</th>
</tr>
</thead>
<tbody>
<tr>
<td>5,518.</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

### 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 [x]
- No

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

<table>
<thead>
<tr>
<th>(a) Base period years</th>
<th>(b) Adjusted qualifying distributions</th>
<th>(c) Net value of noncharitable-use assets</th>
<th>(d) Distribution ratio (col. (b) divided by col. (c))</th>
</tr>
</thead>
<tbody>
<tr>
<td>2011</td>
<td>36,621,598</td>
<td>640,988,792</td>
<td>0.057133</td>
</tr>
<tr>
<td>2010</td>
<td>22,986,056</td>
<td>635,398,288</td>
<td>0.036176</td>
</tr>
<tr>
<td>2009</td>
<td>23,642,383</td>
<td>561,006,930</td>
<td>0.042143</td>
</tr>
<tr>
<td>2008</td>
<td>26,972,362</td>
<td>674,875,563</td>
<td>0.039966</td>
</tr>
<tr>
<td>2007</td>
<td>67,171,049</td>
<td>757,662,623</td>
<td>0.088656</td>
</tr>
</tbody>
</table>

2. **Total** of line 1, column (d)

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. Enter the net value of noncharitable-use assets for 2012 from Part X, line 5

5. Multiply line 4 by line 3

6. Enter 1% of net investment income (1% of Part I, line 27b)

7. Add lines 5 and 6

8. Enter qualifying distributions from Part XII, line 4

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.
### Part VI: Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a. Exempt operating foundations described in section 4940(d)(2), check here □ and enter 'N/A' on line 1. Date of ruling or determination letter: __________________________ (attach copy of letter if necessary - see instructions)  

<table>
<thead>
<tr>
<th></th>
<th>1</th>
<th>2</th>
<th>3</th>
<th>4</th>
<th>5</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>69,230</td>
<td>0</td>
<td>69,230</td>
<td>0</td>
<td>69,230</td>
</tr>
</tbody>
</table>

b. Domestic foundations that meet the section 4940(e) requirements in Part V, check here □ and enter 1% of Part I, line 27b.

c. All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).

d. Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

2  
Add lines 1 and 2  
3  
Subtotal A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

4  
Tax based on investment income. Subtract line 3 from line 4. If zero or less, enter -0-  
5  
6  
Credits/Payments:

- a. 2012 estimated tax payments and 2011 overpayment credited to 2012  
  6a. 140,802

- b. Exempt foreign organizations - tax withheld at source  
  6b.  

- c. Tax paid with application for extension of time to file (Form 8868)  
  6c. 30,000

- d. Backup withholding erroneously withheld  
  6d.  

7  
Total credits and payments. Add lines 6a through 6d  
8  
Enter any penalty for underpayment of estimated tax. Check here □ if Form 2220 is attached  
9  
Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed  
10  
Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid  
11  
Enter the amount of line 10 to be credited to 2013 estimated tax  
101,572  
Refunded

### Part VII-A: Statements Regarding Activities

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?  

<table>
<thead>
<tr>
<th></th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td>1a</td>
<td>X</td>
<td></td>
</tr>
</tbody>
</table>

1b. Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?  

- if the answer is "Yes" to 1a or 1d, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.

1c. Did the foundation file Form 1120-POL for this year?  

2. Has the foundation engaged in any activities that have not previously been reported to the IRS?  

- if "Yes," attach a detailed description of the activities.

3. Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, bylaws, or other similar instruments?  

- if "Yes," attach a conformed copy of the changes.

4a. Did the foundation have unrelated business gross income of $1,000 or more during the year?  

- if "Yes," has it filed a tax return on Form 990-T for this year?  

4b.  

3  
N/A

5. Was there a liquidation, termination, dissolution, or substantial contraction during the year?  

- if "Yes," attach the statement required by General Instruction T.

6. Are the requirements of sections 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?

2  
X

7. Did the foundation have at least $5,000 in assets at any time during the year?  

2  
X

8a. Enter the states to which the foundation reports or with which it is registered (see instructions)  

- CA, MA, VA, NY, ID

- 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?  

8b. X

9. Is the foundation claiming status as a private operating foundation within the meaning of section 4942(g)(3) or 4942(g)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)?  

9  
X

10. Did any persons become substantial contributors during the tax year?  

10  
X
### Part VII-A Statements Regarding Activities (continued)

<table>
<thead>
<tr>
<th>Question</th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td>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 &quot;Yes,&quot; attach schedule (see instructions)</td>
<td>X</td>
<td></td>
</tr>
<tr>
<td>12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If &quot;Yes,&quot; attach statement (see instructions)</td>
<td></td>
<td>X</td>
</tr>
<tr>
<td>13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?</td>
<td>X</td>
<td></td>
</tr>
</tbody>
</table>

**Website address**: WWW.PACKHUM.ORG

**Telephone number**: (650) 948-0150

**Address**: 300 SECOND STREET, LOS ALTOS, CA

**ZIP+4**: 94022

**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

**Yes** | **No**
---|---
| 15 | N/A

**At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?**

See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country

**Italy**

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

<table>
<thead>
<tr>
<th>Question</th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td>1a During the year did the foundation (either directly or indirectly):</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(1) Engage in the sale or exchange, or leasing of property with a disqualified person?</td>
<td>Yes</td>
<td>X</td>
</tr>
<tr>
<td>(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?</td>
<td>X</td>
<td>Yes</td>
</tr>
<tr>
<td>(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?</td>
<td>Yes</td>
<td>X</td>
</tr>
<tr>
<td>(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?</td>
<td>X</td>
<td>Yes</td>
</tr>
<tr>
<td>(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)?</td>
<td>Yes</td>
<td>X</td>
</tr>
<tr>
<td>(6) Agree to pay money or property to a government official? (Exception. Check &quot;No&quot; 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.)</td>
<td>Yes</td>
<td>X</td>
</tr>
</tbody>
</table>

**b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?**

**Organizations relying on a current notice regarding disaster assistance check here** |     |    |
| 1b | X  |

**c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?**

**d 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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?**

If "Yes," list the years

**b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) relating to incorrect valuation of assets to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see instructions.)**

**c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.**

**3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?**

**b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1989; (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 2012.)**

**d Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?**

**d Did the foundation make any investment in a prior year (but after December 31, 1989) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?**

**Form 990-PF (2012)**

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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))?  No
  2. Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?  No
  3. Provide a grant to an individual for travel, study, or other similar purposes?  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)?  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?  No

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

Organizations relying on a current notice regarding disaster assistance check here  No

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?  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?  No

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

If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?  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.

<table>
<thead>
<tr>
<th>(a) Name and address</th>
<th>(b) Title, and average hours per week devoted to position</th>
<th>(c) Compensation (If not paid, enter 0)</th>
<th>(d) Contributions to employees benefit plans and deferred compensation</th>
<th>(e) Expense account, other allowances</th>
</tr>
</thead>
<tbody>
<tr>
<td>SEE STATEMENT 12</td>
<td></td>
<td>142,921. 54,527. 2,078.</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>(a) Name and address of each employee paid more than $50,000</th>
<th>(b) Title, and average hours per week devoted to position</th>
<th>(c) Compensation</th>
<th>(d) Contributions to employees benefit plans and deferred compensation</th>
<th>(e) Expense account, other allowances</th>
</tr>
</thead>
<tbody>
<tr>
<td>WILKINS POE 300 SECOND ST, LOS ALTOS, CA 94022</td>
<td>EDITOR-PROGRAMMER 40.00</td>
<td>152,743. 56,143. 1,568.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>PAUL CORNEILSON 11-A MT AUBURN ST, CAMBRIDGE, MA 02138</td>
<td>MANAGING EDITOR 40.00</td>
<td>130,499. 57,703. 516.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>MARK KNOLL 11-A MT AUBURN ST, CAMBRIDGE, MA 02138</td>
<td>MUSIC EDITOR 40.00</td>
<td>108,079. 54,364. 710.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>LAURA BUCH 11-A MT AUBURN ST, CAMBRIDGE, MA 02138</td>
<td>MUSIC EDITOR 40.00</td>
<td>99,758. 24,188. 551.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>CYNTHIA MORTENSEN 300 SECOND ST, LOS ALTOS, CA 94022</td>
<td>PROGRAM MANAGER 40.00</td>
<td>89,490. 27,352. 348.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Total number of other employees paid over $50,000</td>
<td></td>
<td></td>
<td>13</td>
<td></td>
</tr>
</tbody>
</table>

Form 990-PF (2012)
### Part VIII: Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

<table>
<thead>
<tr>
<th>(a) Name and address of each person paid more than $50,000</th>
<th>(b) Type of service</th>
<th>(c) Compensation</th>
</tr>
</thead>
<tbody>
<tr>
<td>BAR ARCHITECTS</td>
<td>ARCHITECT</td>
<td>388,266.11</td>
</tr>
<tr>
<td>543 HOWARD ST, SAN FRANCISCO, CA 94105</td>
<td></td>
<td></td>
</tr>
<tr>
<td>FOUNDING FAMILIES INC</td>
<td>EDITORIAL WORK</td>
<td>163,915.84</td>
</tr>
<tr>
<td>PRINCETON UNIVERSITY, PRINCETON, NJ 08544</td>
<td></td>
<td></td>
</tr>
<tr>
<td>SMITH-EMERY COMPANY - 791 E. WASHINGTON BLVD., LOS ANGELES, CA 90021</td>
<td>ENGINEERING</td>
<td>480,431.15</td>
</tr>
<tr>
<td>MCL CONSULTING GROUP, LLC</td>
<td>CONSULTING</td>
<td>252,993.00</td>
</tr>
<tr>
<td>4718 HALKETT AVENUE, ROSEMEAD, CA 91770</td>
<td></td>
<td></td>
</tr>
<tr>
<td>WILLIAMS &amp; NOTARO &amp; ASSOCIATES LLC - 3928</td>
<td>ENGINEERING</td>
<td>166,909.00</td>
</tr>
<tr>
<td>PENDER DRIVE SUITE 220, FAIRFAX, VA 22030</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Total number of others receiving over $50,000 for professional services: 4

### 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.

<table>
<thead>
<tr>
<th>Activity Description</th>
<th>Expenses</th>
</tr>
</thead>
<tbody>
<tr>
<td>CONSTRUCTION COSTS FOR THE BUILDING OF A FILM ARCHIVE AND PRESERVATION CENTER IN SANTA CLARITA, CA</td>
<td>56,038,815.00</td>
</tr>
<tr>
<td>SEE STATEMENT 13</td>
<td>4,491,401.00</td>
</tr>
<tr>
<td>FILM PRESERVATION AND DIGITIZATION PROJECTS</td>
<td>1,316,914.00</td>
</tr>
<tr>
<td>COSTS FOR THE PROJECT AT THE HERCULANEUM</td>
<td>323,448.00</td>
</tr>
</tbody>
</table>

### Part IX-B: Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

<table>
<thead>
<tr>
<th>(a) N/A</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>1 N/A</td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
</tr>
</tbody>
</table>

All other program-related investments. See instructions.

3

Total. Add lines 1 through 3: 0.
### Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

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. $424,063,814
   - b. Average of monthly cash balances
     - 1b. $130,080,000
   - c. Fair market value of all other assets
     - 1c. $1,951,481
   - d. Total (add lines 1a, b, and c)
     - 1d. $556,095,295
   - e. Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)
     - 1e. 0

2. Acquisition indebtedness applicable to line 1 assets
   - 2. 0

3. Subtract line 2 from line 1d
   - 3. $556,095,295

4. Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)
   - 4. $8,341,429

5. Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4
   - 5. $547,753,866

6. Minimum investment return. Enter 5% of line 5
   - 6. $27,387,693

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

1. Minimum investment return from Part X, line 6
   - 1. $27,387,693

2a. Tax on investment income for 2012 from Part VI, line 5
   - 2a. $69,230

2b. Add lines 2a and 2b
   - 2b. $69,230

3. Distributable amount before adjustments. Subtract line 2c from line 1
   - 3. $27,318,463

4. Recoveries of amounts treated as qualifying distributions
   - 4. $1,479,974

5. Add lines 3 and 4
   - 5. $28,798,437

6. Deduction from distributable amount (see instructions)
   - 6. 0

7. Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1
   - 7. $28,798,437

### Part XII Qualifying Distributions (see instructions)

1. Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:
   - a. Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26
     - 1a. $18,086,609
   - b. Program-related investments - total from Part IX-B
     - 1b. 0

2. Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes
   - 2. $58,888,083

3. Amounts set aside for specific charitable projects that satisfy the:
   - a. Suitability test (prior IRS approval required)
     - 3a. 0
   - b. Cash distribution test (attach the required schedule)
     - 3b. 0

4. Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4
   - 4. $76,974,692

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
   - 5. $69,230

6. Adjusted qualifying distributions. Subtract line 5 from line 4
   - 6. $76,905,462

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

<table>
<thead>
<tr>
<th>(a)</th>
<th>(b)</th>
<th>(c)</th>
<th>(d)</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>Corpus</td>
<td>Years prior to 2011</td>
<td>2011</td>
</tr>
<tr>
<td>1</td>
<td>Distributable amount for 2012 from Part XI, line 7</td>
<td></td>
<td></td>
</tr>
<tr>
<td>2</td>
<td>Undistributed income, if any, as of the end of 2012</td>
<td></td>
<td></td>
</tr>
<tr>
<td>a</td>
<td>Enter amount for 2011 only</td>
<td></td>
<td></td>
</tr>
<tr>
<td>b</td>
<td>Total for prior years:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>3</td>
<td>Excess distributions carryover, if any, to 2012:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>a</td>
<td>From 2007</td>
<td></td>
<td></td>
</tr>
<tr>
<td>b</td>
<td>From 2008</td>
<td>9,715,037</td>
<td></td>
</tr>
<tr>
<td>c</td>
<td>From 2009</td>
<td>23,642,383</td>
<td></td>
</tr>
<tr>
<td>d</td>
<td>From 2010</td>
<td>22,986,056</td>
<td></td>
</tr>
<tr>
<td>e</td>
<td>From 2011</td>
<td>5,582,659</td>
<td></td>
</tr>
<tr>
<td>f</td>
<td>Total of lines 3a through e</td>
<td></td>
<td></td>
</tr>
<tr>
<td>4</td>
<td>Qualifying distributions for 2012 from Part XII, line 4: $76,974,692</td>
<td></td>
<td></td>
</tr>
<tr>
<td>a</td>
<td>Applied to 2011, but not more than line 2a</td>
<td></td>
<td></td>
</tr>
<tr>
<td>b</td>
<td>Applied to undistributed income of prior years (Election required - see instructions)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>c</td>
<td>Treated as distributions out of corpus (Election required - see instructions)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>d</td>
<td>Applied to 2012 distributable amount</td>
<td></td>
<td></td>
</tr>
<tr>
<td>e</td>
<td>Remaining amount distributed out of corpus</td>
<td></td>
<td></td>
</tr>
<tr>
<td>5</td>
<td>Excess distributions carryover applied to 2012 (if an amount appears in column (d), the same amount must be shown in column (a))</td>
<td></td>
<td></td>
</tr>
<tr>
<td>6</td>
<td>Enter the net total of each column as indicated below:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>a</td>
<td>Corpus: Add lines 3i, 4c, and 4e. Subtract line 5</td>
<td></td>
<td></td>
</tr>
<tr>
<td>b</td>
<td>Prior years' undistributed income. Subtract line 4b from line 2b</td>
<td></td>
<td></td>
</tr>
<tr>
<td>c</td>
<td>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</td>
<td></td>
<td></td>
</tr>
<tr>
<td>d</td>
<td>Subtract line 6c from line 6b. Taxable amount - see instructions</td>
<td></td>
<td></td>
</tr>
<tr>
<td>e</td>
<td>Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>f</td>
<td>Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013</td>
<td></td>
<td></td>
</tr>
<tr>
<td>7</td>
<td>Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>8</td>
<td>Excess distributions carryover from 2007 not applied on line 5 or line 7</td>
<td></td>
<td></td>
</tr>
<tr>
<td>9</td>
<td>Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a</td>
<td></td>
<td></td>
</tr>
<tr>
<td>10</td>
<td>Analysis of line 9:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>a</td>
<td>Excess from 2008</td>
<td>9,715,037</td>
<td></td>
</tr>
<tr>
<td>b</td>
<td>Excess from 2009</td>
<td>23,642,383</td>
<td></td>
</tr>
<tr>
<td>c</td>
<td>Excess from 2010</td>
<td>22,986,056</td>
<td></td>
</tr>
<tr>
<td>d</td>
<td>Excess from 2011</td>
<td>5,582,659</td>
<td></td>
</tr>
<tr>
<td>e</td>
<td>Excess from 2012</td>
<td>48,176,255</td>
<td></td>
</tr>
</tbody>
</table>
Part XIV | Private Operating Foundations (see instructions and Part VII-A, question 9)  
N/A

1. If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling.

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

3. Complete 2a, b, c or c for the alternative test relied upon:
   a. "Assets" alternative test - enter:
      - (1) Value of all assets
      - (2) Value of assets qualifying under section 4942(j)(3)(B)(i)
   b. "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.
   c. "Support" alternative test - enter:
      - (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)
      - (2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iv)
      - (3) Largest amount of support from an exempt organization
      - (4) Gross investment income

<table>
<thead>
<tr>
<th>Tax year</th>
<th>Prior 3 years</th>
</tr>
</thead>
<tbody>
<tr>
<td>(a) 2012</td>
<td>(b) 2011</td>
</tr>
</tbody>
</table>

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

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

   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 instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

      N/A

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

      N/A

   c. Any submission deadlines:

      N/A

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

      N/A

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<table>
<thead>
<tr>
<th>Recipient</th>
<th>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</th>
<th>Foundation status of recipient</th>
<th>Purpose of grant or contribution</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Paid during the year</strong></td>
<td></td>
<td></td>
<td></td>
<td><strong>SEE STATEMENT 14A</strong></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td><strong>10,344,308.</strong></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td><strong>SEE STATEMENT 14B</strong></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td><strong>2,306,100.</strong></td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td></td>
<td></td>
<td></td>
<td><strong>Total</strong></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td><strong>10,344,308.</strong></td>
</tr>
<tr>
<td><strong>Approved for future payment</strong></td>
<td></td>
<td></td>
<td></td>
<td><strong>2,306,100.</strong></td>
</tr>
</tbody>
</table>
### Part XVI-A  Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

<table>
<thead>
<tr>
<th>Program service revenue:</th>
<th>Unrelated business income</th>
<th>Excluded by section 512, 513, or 514</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>(a) Business code</td>
<td>(b) Amount</td>
</tr>
<tr>
<td>a C.P.E. BACH BOOK SALES</td>
<td></td>
<td></td>
</tr>
<tr>
<td>b MOZART OPERA FACSIMILE</td>
<td></td>
<td></td>
</tr>
<tr>
<td>c SALES</td>
<td></td>
<td></td>
</tr>
<tr>
<td>d</td>
<td></td>
<td></td>
</tr>
<tr>
<td>e</td>
<td></td>
<td></td>
</tr>
<tr>
<td>f</td>
<td></td>
<td></td>
</tr>
<tr>
<td>g Fees and contracts from government agencies</td>
<td></td>
<td></td>
</tr>
<tr>
<td>2 Membership dues and assessments</td>
<td></td>
<td></td>
</tr>
<tr>
<td>3 Interest on savings and temporary cash investments</td>
<td></td>
<td></td>
</tr>
<tr>
<td>4 Dividends and interest from securities</td>
<td></td>
<td></td>
</tr>
<tr>
<td>5 Net rental income or (loss) from real estate:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>a Debt-financed property</td>
<td></td>
<td></td>
</tr>
<tr>
<td>b Not debt-financed property</td>
<td></td>
<td></td>
</tr>
<tr>
<td>6 Net rental income or (loss) from personal property</td>
<td></td>
<td></td>
</tr>
<tr>
<td>7 Other investment income</td>
<td></td>
<td></td>
</tr>
<tr>
<td>8 Gain or (loss) from sales of assets other than inventory</td>
<td></td>
<td></td>
</tr>
<tr>
<td>9 Net income or (loss) from special events</td>
<td></td>
<td></td>
</tr>
<tr>
<td>10 Gross profit or (loss) from sales of inventory</td>
<td></td>
<td></td>
</tr>
<tr>
<td>11 Other revenue:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>a GRANT REFUND</td>
<td></td>
<td></td>
</tr>
<tr>
<td>b</td>
<td></td>
<td></td>
</tr>
<tr>
<td>c</td>
<td></td>
<td></td>
</tr>
<tr>
<td>d</td>
<td></td>
<td></td>
</tr>
<tr>
<td>e</td>
<td></td>
<td></td>
</tr>
<tr>
<td>12 Subtotal. Add columns (b), (d), and (e)</td>
<td>0</td>
<td>7,110,395</td>
</tr>
<tr>
<td>13 Total. Add line 12, columns (b), (d), and (e)</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

(See worksheet in line 13 instructions to verify calculations.)

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

**Line No.**

| Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). |

**1A**

**EDITING AND PUBLISHING THE MUSICAL SCORES OF CARL PHILIPP EMANUEL BACH (C.P.E. BACH), WHO WAS A SON OF THE FAMOUS JOHANN SEBASTIAN BACH. THE YOUNGER BACH WAS AN IMPORTANT AND PROLIFIC COMPOSER, BUT MOST OF HIS WORKS HAVE NOT BEEN PUBLISHED IN MODERN TIMES. PHI IS IN THE PROCESS OF PUBLISHING A COMPREHENSIVE MULTI-VOLUME EDITION OF ALL OF C.P.E. BACH'S COMPOSITIONS.**

**1B**

**EDITING AND PUBLISHING FACSIMILE EDITIONS OF MOZART'S OPERAS. PHI HAS MADE DIGITAL PHOTOGRAPHS OF THE ORIGINAL SCORES AND IS PUBLISHING FACSIMILES OF 7 OF MOZART'S OPERAS. PHI'S EXEMPT PURPOSES ARE SERVED BY MAKING THIS MUSIC AVAILABLE TO MANY PROFESSIONAL MUSICIANS, SCHOLARS, STUDENTS, LIBRARIES, COLLEGES, AND UNIVERSITIES IN THE U.S. AND ABROAD WHO WOULD OTHERWISE NOT HAVE AN OPPORTUNITY TO OBTAIN ACCESS TO THEM IN ANY FORM. AS THESE VOLUMES ARE COMPLETED, PHI MAKES THEM AVAILABLE FOR SALE, ON A NON-DISCRIMINATORY BASIS, TO ANY INTERESTED INDIVIDUAL OR INSTITUTION FOR A NOMINAL SALES PRICE WHICH DOES NOT COVER THE FULL COST OF PRODUCING AND DISTRIBUTING THE PUBLISHED VOLUMES.**
**Part XVII** Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

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

   - [ ] Yes
   - [x] No

   a. Transfers from the reporting foundation to a noncharitable exempt organization of:
      - (1) Cash
      - (2) Other assets

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

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

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

<table>
<thead>
<tr>
<th>(a) Line no</th>
<th>(b) Amount involved</th>
<th>(c) Name of noncharitable exempt organization</th>
<th>(d) Description of transfers, transactions, and sharing arrangements</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>N/A</td>
<td></td>
<td></td>
</tr>
<tr>
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<td></td>
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<td></td>
</tr>
</tbody>
</table>

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
   - [x] No

b. If "Yes," complete the following schedule.

<table>
<thead>
<tr>
<th>(a) Name of organization</th>
<th>(b) Type of organization</th>
<th>(c) Description of relationship</th>
</tr>
</thead>
<tbody>
<tr>
<td>N/A</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
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<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

**Signature Here**

[Signature of officer or trustee]

[Signature of officer or trustee]

Date: 10/23/13

Title: CFO

**Paid Preparer Use Only**

Name: Sharon L. Zorba

Signature: Sharon L. Zorba

Date: 10/21/13

Check [ ] if self-employed

PTIN: P00125475

EIN: 86-1065772

Address: 225 West Santa Clara Street

City: San Jose

State: CA

Zip: 95113

Phone: 408-704-4000

Form 990-PF (2012)
### FORM 990-PF

<table>
<thead>
<tr>
<th>DESCRIPTION</th>
<th>(A) REVENUE PER BOOKS</th>
<th>(B) NET INVESTMENT INCOME</th>
<th>(C) ADJUSTED NET INCOME</th>
</tr>
</thead>
<tbody>
<tr>
<td>C.P.E. BACH BOOK SALES</td>
<td>90,669</td>
<td>90,669</td>
<td></td>
</tr>
<tr>
<td>MOZART OPERA FACSIMILE SALES</td>
<td>23,821</td>
<td>23,821</td>
<td></td>
</tr>
<tr>
<td>GRANT REFUND</td>
<td>1,479,974</td>
<td>0</td>
<td></td>
</tr>
<tr>
<td><strong>TOTAL TO FORM 990-PF, PART I, LINE 11</strong></td>
<td><strong>1,594,464.</strong></td>
<td><strong>114,490.</strong></td>
<td></td>
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</tbody>
</table>

### FORM 990-PF

<table>
<thead>
<tr>
<th>DESCRIPTION</th>
<th>(A) EXPENSES PER BOOKS</th>
<th>(B) NET INVESTMENT INCOME</th>
<th>(C) ADJUSTED NET INCOME</th>
<th>(D) CHARITABLE PURPOSES</th>
</tr>
</thead>
<tbody>
<tr>
<td>GENERAL LEGAL FEES</td>
<td>120,351</td>
<td>0</td>
<td></td>
<td>122,031</td>
</tr>
<tr>
<td>TO FORM 990-PF, PG 1, LN 16A</td>
<td>120,351</td>
<td>0</td>
<td></td>
<td>122,031</td>
</tr>
</tbody>
</table>

### FORM 990-PF

<table>
<thead>
<tr>
<th>DESCRIPTION</th>
<th>(A) EXPENSES PER BOOKS</th>
<th>(B) NET INVESTMENT INCOME</th>
<th>(C) ADJUSTED NET INCOME</th>
<th>(D) CHARITABLE PURPOSES</th>
</tr>
</thead>
<tbody>
<tr>
<td>AUDIT/TAX SERVICES</td>
<td>77,825</td>
<td>2,335.</td>
<td></td>
<td>75,490</td>
</tr>
<tr>
<td>TO FORM 990-PF, PG 1, LN 16B</td>
<td>77,825</td>
<td>2,335.</td>
<td></td>
<td>75,490</td>
</tr>
</tbody>
</table>

### FORM 990-PF

<table>
<thead>
<tr>
<th>DESCRIPTION</th>
<th>(A) EXPENSES PER BOOKS</th>
<th>(B) NET INVESTMENT INCOME</th>
<th>(C) ADJUSTED NET INCOME</th>
<th>(D) CHARITABLE PURPOSES</th>
</tr>
</thead>
<tbody>
<tr>
<td>CONSULTANTS/RESEARCHERS</td>
<td>2,799,313</td>
<td>0</td>
<td></td>
<td>2,762,862</td>
</tr>
<tr>
<td>INVESTMENT CUSTODY FEES</td>
<td>88,379</td>
<td>88,379</td>
<td>0</td>
<td></td>
</tr>
<tr>
<td>OTHER CONSULTING</td>
<td>7,715</td>
<td>0</td>
<td></td>
<td>7,699</td>
</tr>
<tr>
<td>MUSIC EDITING</td>
<td>152,986</td>
<td>0</td>
<td></td>
<td>151,519</td>
</tr>
<tr>
<td>PHOTOGRAPHY</td>
<td>2,464</td>
<td>0</td>
<td></td>
<td>2,452</td>
</tr>
</tbody>
</table>
THE PACKARD HUMANITIES INSTITUTE

RECORDING PERFORMERS

<table>
<thead>
<tr>
<th></th>
<th>3,256.</th>
<th>0.</th>
<th>3,256.</th>
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</table>

TO FORM 990-PF, PG 1, LN 16C

<table>
<thead>
<tr>
<th></th>
<th>3,054,113.</th>
<th>88,379.</th>
<th>2,927,788.</th>
</tr>
</thead>
</table>

FORM 990-PF

TAXES

<table>
<thead>
<tr>
<th>DESCRIPTION</th>
<th>(A) EXPENSES PER BOOKS</th>
<th>(B) NET INVESTMENT INCOME</th>
<th>(C) ADJUSTED NET INCOME</th>
<th>(D) CHARITABLE PURPOSES</th>
</tr>
</thead>
<tbody>
<tr>
<td>EXCISE TAXES</td>
<td>425,699.</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>CA FILING FEES</td>
<td>415.</td>
<td>0.</td>
<td>415.</td>
<td>0.</td>
</tr>
<tr>
<td>MA FILING FEES</td>
<td>500.</td>
<td>0.</td>
<td>500.</td>
<td>0.</td>
</tr>
<tr>
<td>NY FILING FEES</td>
<td>1,500.</td>
<td>0.</td>
<td>1,500.</td>
<td>0.</td>
</tr>
<tr>
<td>SALES TAX/PROPERTY TAX</td>
<td>59,694.</td>
<td>0.</td>
<td>71,405.</td>
<td>0.</td>
</tr>
</tbody>
</table>

TO FORM 990-PF, PG 1, LN 18

<table>
<thead>
<tr>
<th></th>
<th>487,808.</th>
<th>0.</th>
<th>73,820.</th>
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</table>

FORM 990-PF

OTHER EXPENSES

<table>
<thead>
<tr>
<th>DESCRIPTION</th>
<th>(A) EXPENSES PER BOOKS</th>
<th>(B) NET INVESTMENT INCOME</th>
<th>(C) ADJUSTED NET INCOME</th>
<th>(D) CHARITABLE PURPOSES</th>
</tr>
</thead>
<tbody>
<tr>
<td>PROPERTY MANAGEMENT</td>
<td>28,771.</td>
<td>0.</td>
<td>29,319.</td>
<td>0.</td>
</tr>
<tr>
<td>TELEPHONE &amp; COMMUNICATIONS</td>
<td>49,956.</td>
<td>1,499.</td>
<td>48,511.</td>
<td>7,192.</td>
</tr>
<tr>
<td>PHOTOCOPYING</td>
<td>7,192.</td>
<td>0.</td>
<td>1,675.</td>
<td>3,979.</td>
</tr>
<tr>
<td>MAINTENANCE &amp; REPAIR</td>
<td>1,675.</td>
<td>0.</td>
<td>3,979.</td>
<td>6,295.</td>
</tr>
<tr>
<td>INSURANCE</td>
<td>92,576.</td>
<td>2,777.</td>
<td>64,844.</td>
<td>8,276.</td>
</tr>
<tr>
<td>COMPUTER EXPENSES</td>
<td>9,112.</td>
<td>0.</td>
<td>8,408.</td>
<td>6,408.</td>
</tr>
<tr>
<td>BOOKS &amp; SUBSCRIPTIONS</td>
<td>65,055.</td>
<td>0.</td>
<td>64,844.</td>
<td>6,295.</td>
</tr>
<tr>
<td>MISCELLANEOUS EXPENSES</td>
<td>8,278.</td>
<td>0.</td>
<td>8,276.</td>
<td>6,408.</td>
</tr>
<tr>
<td>BANK FEES</td>
<td>6,408.</td>
<td>0.</td>
<td>6,408.</td>
<td>6,408.</td>
</tr>
<tr>
<td>STORAGE COSTS</td>
<td>271,197.</td>
<td>0.</td>
<td>174,997.</td>
<td>14,612.</td>
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<tr>
<td>MEMBERSHIPS &amp; DUES</td>
<td>4,477.</td>
<td>0.</td>
<td>4,477.</td>
<td>4,477.</td>
</tr>
<tr>
<td>SUPPLIES &amp; POSTAGE</td>
<td>84,284.</td>
<td>0.</td>
<td>84,284.</td>
<td>84,284.</td>
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<tr>
<td>TEMPORARY OFFICE HELP</td>
<td>68,587.</td>
<td>0.</td>
<td>69,680.</td>
<td>69,680.</td>
</tr>
<tr>
<td>BOOK DISTRIBUTION</td>
<td>37,923.</td>
<td>0.</td>
<td>37,923.</td>
<td>37,923.</td>
</tr>
<tr>
<td>DIRECT COSTS- SANTA CLARITA</td>
<td>353,094.</td>
<td>0.</td>
<td>353,094.</td>
<td>353,094.</td>
</tr>
<tr>
<td>DIRECT COSTS- FILM LAB LA</td>
<td>627,697.</td>
<td>0.</td>
<td>566,216.</td>
<td>566,216.</td>
</tr>
<tr>
<td>OPERATING EXPENSES</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
<td>-4,331.</td>
</tr>
<tr>
<td>STAFF DEVELOPMENT</td>
<td>1,268.</td>
<td>0.</td>
<td>1,268.</td>
<td>1,268.</td>
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</tbody>
</table>

TO FORM 990-PF, PG 1, LN 23

<table>
<thead>
<tr>
<th></th>
<th>1,755,857.</th>
<th>4,276.</th>
<th>1,502,584.</th>
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</thead>
</table>

20150808 099815 5HV3N9

2012.04010 THE PACKARD HUMANITIES INST 5HV3N91

15

STATEMENT(S) 4, 5, 6
BARBARA WRIGHT IS AN OFFICER OF PHI. HER FIRM, FINCH MONTGOMERY WRIGHT LLP, PROVIDES LEGAL SERVICES TO PHI. FEES FOR THESE SERVICES ARE PAID TO THE FIRM AND ARE FOR LEGAL SERVICES, NOT FOR SERVICES IN HER CAPACITY AS AN OFFICER.

G. GERVEISE DAVIS III IS A DIRECTOR ON THE BOARD OF PHI. HE PROVIDED LEGAL SERVICES TO PHI. FEES FOR LEGAL SERVICES ARE PAID TO HIM AND ARE FOR LEGAL SERVICES, NOT FOR SERVICES IN HIS CAPACITY AS A DIRECTOR OF THE BOARD.

MEMBERS OF THE FOUNDATION'S BOARD OF DIRECTORS SERVE WITHOUT COMPENSATION. THE FOUNDATION PAID A PREMIUM OF $20,680 FOR DIRECTORS' AND OFFICERS' INSURANCE FOR 2012, WHICH IS TREATED AS A NON TAXABLE FRINGE BENEFIT.
### CORPORATE STOCK

<table>
<thead>
<tr>
<th>DESCRIPTION</th>
<th>BOOK VALUE</th>
<th>FAIR MARKET VALUE</th>
</tr>
</thead>
<tbody>
<tr>
<td>AGILENT TECHNOLOGIES INC</td>
<td>201,049,298</td>
<td>201,049,298</td>
</tr>
<tr>
<td>HEWLETT PACKARD CO</td>
<td>50,435,025</td>
<td>50,435,025</td>
</tr>
<tr>
<td>EXCHANGE TRADED FUNDS</td>
<td>144,882,957</td>
<td>144,882,957</td>
</tr>
<tr>
<td>FIXED INCOME SECURITIES</td>
<td>30,026,324</td>
<td>30,026,324</td>
</tr>
<tr>
<td><strong>TOTAL TO FORM 990-PF, PART II, LINE 10B</strong></td>
<td><strong>426,393,604</strong></td>
<td><strong>426,393,604</strong></td>
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</tbody>
</table>

### OTHER INVESTMENTS

<table>
<thead>
<tr>
<th>DESCRIPTION</th>
<th>VALUATION METHOD</th>
<th>BOOK VALUE</th>
<th>FAIR MARKET VALUE</th>
</tr>
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<tbody>
<tr>
<td>LIMITED PARTNERSHIPS</td>
<td>FMV</td>
<td>21,960,225</td>
<td>21,960,225</td>
</tr>
<tr>
<td><strong>TOTAL TO FORM 990-PF, PART II, LINE 13</strong></td>
<td></td>
<td><strong>21,960,225</strong></td>
<td><strong>21,960,225</strong></td>
</tr>
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</table>

### DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT

<table>
<thead>
<tr>
<th>DESCRIPTION</th>
<th>COST OR OTHER BASIS</th>
<th>ACCUMULATED DEPRECIATION</th>
<th>BOOK VALUE</th>
</tr>
</thead>
<tbody>
<tr>
<td>OFFICE FURNITURE AND EQUIPMENT</td>
<td>1,037,378.</td>
<td>655,763</td>
<td>381,615</td>
</tr>
<tr>
<td>COMPUTER HARDWARE/SOFTWARE</td>
<td>865,152.</td>
<td>801,138</td>
<td>64,014</td>
</tr>
<tr>
<td>VIDEO EQUIPMENT</td>
<td>65,297.</td>
<td>65,297</td>
<td>0.</td>
</tr>
<tr>
<td>LIBRARY</td>
<td>9,077.</td>
<td>9,077</td>
<td>0.</td>
</tr>
<tr>
<td>LAND</td>
<td>3,232,303.</td>
<td>0.</td>
<td>3,232,303.</td>
</tr>
<tr>
<td>BUILDING</td>
<td>3,314,618.</td>
<td>558,150</td>
<td>2,756,468.</td>
</tr>
<tr>
<td><strong>TOTAL TO FM 990-PF, PART II, LN 14</strong></td>
<td><strong>8,523,825.</strong></td>
<td><strong>2,089,425.</strong></td>
<td><strong>6,434,400.</strong></td>
</tr>
</tbody>
</table>
### Form 990-PF Other Assets

<table>
<thead>
<tr>
<th>Description</th>
<th>Beginning of Year Book Value</th>
<th>End of Year Book Value</th>
<th>Fair Market Value</th>
</tr>
</thead>
<tbody>
<tr>
<td>Art Collection</td>
<td>17,267,064.</td>
<td>19,607,058.</td>
<td>19,607,058.</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td><strong>60,456,653.</strong></td>
<td><strong>128,482,271.</strong></td>
<td><strong>128,482,271.</strong></td>
</tr>
</tbody>
</table>

### Form 990-PF Part VIII - List of Officers, Directors, Trustees and Foundation Managers

**See Statement 7**

<table>
<thead>
<tr>
<th>Name and Address</th>
<th>Title and Avrg Hrs/Wk</th>
<th>Compensation</th>
<th>Employee Ben Plan Contrib</th>
<th>EXPENSE ACCOUNT</th>
</tr>
</thead>
<tbody>
<tr>
<td>David W. Packard</td>
<td>PRES/CHAIR/DIRECTOR</td>
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<td>0.00</td>
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<td>Susan Packard Orr</td>
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<td>G. Gervaise Davis III</td>
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THE PACKARD HUMANITIES INSTITUTE

PAMELA M. PACKARD
PHI, 300 SECOND STREET
LOS ALTOS, CA 94022
DIRECTOR
0.00
0.00
0.00
PART TIME

CHRISTOPH J. WOLFF
PHI, 300 SECOND STREET
LOS ALTOS, CA 94022
DIRECTOR
0.00
0.00
0.00
PART TIME

RICHARD HODGES
PHI, 300 SECOND STREET
LOS ALTOS, CA 94022
DIRECTOR
0.00
0.00
0.00
PART TIME

ARIANNA PACKARD MARTELL
PHI, 300 SECOND STREET
LOS ALTOS, CA 94022
DIRECTOR
0.00
0.00
0.00
PART TIME

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII
142,921.  54,527.  2,078.

FORM 990-PF SUMMARY OF DIRECT CHARITABLE ACTIVITIES STATEMENT 13

ACTIVITY TWO


EXPENSES

TO FORM 990-PF, PART IX-A, LINE 2

4,491,401.
American School of Classical Studies in Athens  6-8 Charlton Street, Princeton, NJ 08540
Purpose: Excavations in the ancient Agora (marketplace) of Athens
Foundation Status: public charity
Amount: $317,500.00  Grant # 12-1571

British Museum  Great Russell Street, London WC1B 3DG, United Kingdom
Purpose: Funding for exhibit - Dodwell: Beyond the Grand Tour
Foundation Status: government unit
Amount: $200,000.00  Grant # 12-1581

British School at Rome  Via Gramsci 61, 00197 Rome, Italy
Purpose: Conservation of the ancient Roman town of Herculaneum
Foundation Status: foreign organization
Amount: $1,014,900.00  Grant # 12-1559

British School at Rome  Via Gramsci 61, 00197 Rome, Italy
Purpose: Herculaneum Conservation Museum Project
Foundation Status: foreign organization
Amount: $254,400.00  Grant # 12-1579

British School at Rome  Via Gramsci 61, 00197 Rome, Italy
Purpose: Herculaneum Conservation Project work at the basilica area near Via Mare
Foundation Status: foreign organization
Amount: $560,000.00  Grant # 12-1584

British School at Rome  Via Gramsci 61, 00197 Rome, Italy
Purpose: Conservation of the ancient Roman town of Herculaneum
Foundation Status: foreign organization
Amount: $1,000,000.00  Grant # 12-1591

Buthrint Foundation  64a The Close, Norwich NR1 4DH, United Kingdom
Purpose: Activities of the Albanian Heritage Foundation and Gjirokastra Conservation & Development Organization
Foundation Status: foreign organization
Amount: $550,000.00  Grant # 12-1560

George Eastman House  Motion Picture Department, Rochester, NY 14607
Purpose: Motion Picture Department Staffing
Foundation Status: public charity
Amount: $262,800.00  Grant # 12-1565

International Mozarteum Foundation  Schwarzstrasse 26, 5020 Salzburg, Austria
Purpose: Support for key staff salaries and general expenses of the Digital Mozart Edition
Foundation Status: foreign organization
Amount: $720,000.00  Grant # 12-1582
The Packard Humanities Institute   FEIN: 94-3038401
Form 990-PF (2012) Part XV, 3a   Grants Paid   Statement 14A

International Mozarteum Foundation    Schwarzstrasse 26, 5020 Salzburg, Austria
Purpose: Support of Mozart Institute staff salaries and general expenses of the Digital Mozart Edition
Foundation Status: foreign organization
Amount: $1,250,000.00     Grant # 12-1583

Midsummer Mozart Festival    760 Market Street, #749 San Francisco, CA 94102
Purpose: Midsummer Mozart Festival
Foundation Status: public charity
Amount: $122,000.00     Grant # 12-1568

Ohio State University    OSU Research Foundation, Columbus, OH 43210
Purpose: Excavations at Isthma
Foundation Status: government unit
Amount: $129,400.00     Grant # 12-1572

Opera San Jose    2149 Paragon Drive, San Jose, CA 95131
Purpose: Warehouse rental and additional rehearsals
Foundation Status: public charity
Amount: $43,500.00     Grant # 12-1564

Opera San Jose    2149 Paragon Drive, San Jose, CA 95131
Purpose: Co-production of Idomeneo
Foundation Status: public charity
Amount: $203,708.00     Grant # 12-1580

PHI Directors' Matching Grants Program    The Packard Humanities Institute, 300 Second Street, Los Altos, CA 94022
Purpose: Matching Grants to public charities (other than Type III supporting organizations) made by PHI Directors (details available on request).
Foundation Status: public charity
Amount: $125,750.00     Grant # 11-1906

PHI Directors' Matching Grants Program    The Packard Humanities Institute, 300 Second Street, Los Altos, CA 94022
Purpose: Matching Grants to public charities (other than Type III supporting organizations) made by PHI Directors (details available on request).
Foundation Status: public charity
Amount: $50,750.00     Grant # 12-1907

Regents of the University of California    c/o UCLA Film Archive, 1015 North Cahuenga Boulevard, Hollywood, CA 90038
Purpose: Staffing expenses for UCLA Film Archive personnel
Foundation Status: government unit
Amount: $219,000.00     Grant # 12-1566
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<th>Amount (in)</th>
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<td>c/o UCLA Film Archive, 1015 North Cahuenga Boulevard, Hollywood, CA 90038</td>
<td>Facilities operating costs for the UCLA Film Archive</td>
<td>government unit</td>
<td>$316,600.00</td>
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<td>Regents of the University of California</td>
<td>c/o Pacific Film Archive, 2625 Durant Avenue, Berkeley, CA 94720</td>
<td>Support for the Pacific Film Archive in Berkeley, CA</td>
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<td>$135,000.00</td>
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<td>Regents of the University of California</td>
<td>c/o UCLA Film Archive, 1015 North Cahuenga Boulevard, Hollywood, CA 90038</td>
<td>Staffing expenses for UCLA Film Archive personnel</td>
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<td>Facilities operating costs for the UCLA Film Archive</td>
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<tr>
<td>Regents of the University of California</td>
<td>c/o UCLA Film Archive, 1015 North Cahuenga Boulevard, Hollywood, CA 90038</td>
<td>Processing and storage of the Jeff Joseph Collection of films</td>
<td>government unit</td>
<td>$200,000.00</td>
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<td>San Francisco Silent Film Festival</td>
<td>833 Market Street, Suite 812, San Francisco, CA 94103</td>
<td>Silent film festival at the Castro Theatre in San Francisco</td>
<td>public charity</td>
<td>$15,000.00</td>
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<td>Saxon Academy of Sciences</td>
<td>Karl-Tauchnitzstr. 1, 04107 Leipzig, Germany</td>
<td>Bach Repertorium research project</td>
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<td>Stanford Theatre Foundation</td>
<td>300 Second Street, Los Altos, CA 94022</td>
<td>Stanford Theatre general operating expenses</td>
<td>private foundation</td>
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<td>Stanford Theatre general operating expenses</td>
<td>private foundation</td>
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The Packard Humanities Institute  FEIN: 94-3038401
Form 990-PF (2012) Part XV, 3a  Grants Paid  Statement 14A

Stanford Theatre Foundation  300 Second Street, Los Alisos, CA 94022
Purpose: Stanford Theatre general operating expenses
Foundation Status: private foundation
Amount: $150,000.00  Grant # 12-1585

Stanford Theatre Foundation  300 Second Street, Los Alisos, CA 94022
Purpose: Replacement & repairs to Stanford Theatre roof
Foundation Status: private foundation
Amount: $70,000.00  Grant # 12-1588

University of Chicago  University Research Administration, 970 E 58th Street, Chicago, IL 60637,
Purpose: Works of Gioachino Rossini project
Foundation Status: public charity
Amount: $145,000.00  Grant # 12-1575

University of Texas at Austin  Office of Sponsored Projects, P.O. Box 7726, Austin, TX 78713
Purpose: Archaeological research at Metaponto and Croton, Italy and at Chersonesos, Ukraine
Foundation Status: government unit
Amount: $293,200.00  Grant # 12-1563

University of Texas at Austin  Office of Sponsored Projects, P.O. Box 7726, Austin, TX 78713
Purpose: Archaeological research at Metaponto and Croton, Italy and at Chersonesos, Ukraine
Foundation Status: government unit
Amount: $556,300.00  Grant # 12-1578

University of Western Australia  Research Grants Office, M459, 35 Stirling Highway, Crawley, WA 6009, Australia
Purpose: Aerial Photographic Archive for Archaeology in the Middle East
Foundation Status: foreign organization
 Amount: $394,000.00  Grant # 12-1570

Grand total: $10,344,308.00
City of Leipzig  

**Neue Rathaus, Martin Luther Ring 4-6, 04109 Leipzig, Germany**

**Purpose:** Acquisition of the Peter Music Library

Foundation Status: government unit

Amount: $655,000.00  Grant date: 12/4/12  Grant # 12-1586

Approved for Future Payment: $655,000.00

**PHI Directors’ Matching Grants Program**  

The Packard Humanities Institute, 300 Second Street, Los Altos, CA 94022

**Purpose:** Matching Grants to public charities (other than Type III supporting organizations) made by PHI Directors (details available on request).

Foundation Status: public charity

Amount: $95,750.00  Grant date: 6/30/12  Grant # 12-1907

Approved for Future Payment: $45,000.00

**Saxon Academy of Sciences**  

Karl-Tauchnitzstr 1, 04107 Leipzig, Germany

**Purpose:** Bach-Repertorium Research Project

Foundation Status: foreign organization

Amount: $165,000.00  Grant date: 12/10/12  Grant # 12-1587

Approved for Future Payment: $165,000.00

**Regents of the University of California**  

c/o UCLA Film Archive, 1015 North Cahuenga Boulevard, Hollywood, CA 90038

**Purpose:** Staffing expenses for the UCLA Film Archive personnel

Foundation Status: government unit

Amount: $951,550.00  Grant date: 12/11/12  Grant # 12-1589

Approved for Future Payment: $951,550.00

**Regents of the University of California**  

c/o UCLA Film Archive, 1015 North Cahuenga Boulevard, Hollywood, CA 90038

**Purpose:** Facilities operating costs for the UCLA Film Archive

Foundation Status: government unit

Amount: $489,550.00  Grant date: 12/11/12  Grant # 12-1590

Approved for Future Payment: $489,550.00

Grand total: $2,306,100.00
Bach Archive, Leipzig  Thonaskirchhof 15-16, 04109 Leipzig, Germany
Purpose: Historical research, conservation and publication of music by Bach.
Amount: $275,000.00  Grant date: 2/27/01  Grant # 01-1160
Expended: $275,000.00
Reports: 3/22/02, 7/27/03, 2/29/04, 11/10/05, 11/29/07, 12/16/08, 1/28/09, 12/16/09, 4/1/11, 8/6/12
Diversion and Verification:
To the knowledge of PHI, and based on the reports of the grantee, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.

Bach Archive, Leipzig  Thonaskirchhof 15-16, 04109 Leipzig, Germany
Purpose: Renovation of historic concert hall in Leipzig, Germany.
Amount: $465,000.00  Grant date: 2/28/01  Grant # 01-1161
Expended: $465,000.00
Reports: 1/29/03, 2/28/03, 2/29/04, 11/10/05, 7/25/07, 12/20/07, 4/30/08, 1/28/09, 12/16/09, 4/1/11, 8/6/12
Diversion and Verification:
To the knowledge of PHI, and based on the reports of the grantee, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.

Bach Archive, Leipzig  Thonaskirchhof 15-16, 04109 Leipzig, Germany
Purpose: Renovation of historic concert hall in Leipzig, Germany.
Amount: $385,000.00  Grant date: 4/25/02  Grant # 02-1209
Expended: $385,000.00
Reports: 9/2/03, 10/7/04, 6/16/05, 11/10/05, 7/25/07, 11/29/07, 4/30/08, 1/28/09, 12/16/09, 4/1/11, 8/6/12
Diversion and Verification:
To the knowledge of PHI, and based on the reports of the grantee, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.

Bach Archive, Leipzig  Thonaskirchhof 15-16, 04109 Leipzig, Germany
Purpose: Historical research, conservation and publication of music by Bach.
Amount: $400,000.00  Grant date: 3/10/03  Grant # 03-1243
Expended: $400,000.00
Reports: 10/7/04, 6/16/05, 11/10/05, 4/4/06, 1/19/07, 8/8/07, 4/30/08, 9/25/08, 1/28/09, 12/16/09, 3/4/10, 3/26/10, 4/1/11, 8/6/12
Diversion and Verification:
To the knowledge of PHI, and based on the reports of the grantee, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.

Bach Archive, Leipzig  Thonaskirchhof 15-16, 04109 Leipzig, Germany
Purpose: Historical research, conservation and publication of music by Bach.
Amount: $310,000.00  Grant date: 4/29/04  Grant # 04-1287
Expended: $310,000.00
Reports: 6/16/05, 11/10/05, 4/4/06, 1/19/07, 8/8/07, 4/30/08, 1/28/09, 12/16/09, 4/1/11, 8/6/12
Diversion and Verification:
To the knowledge of PHI, and based on the reports of the grantee, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.
Bach Archive, Leipzig  Thomaskirchhof 15-16, 04109 Leipzig, Germany
Purpose: Renovation of historic concert hall in Leipzig, Germany.
Amount: $1,100,000.00  Grant date: 11/5/07  Grant # 07-1433
Expended: $1,100,000.00
Reports: 4/30/08, 9/25/08, 1/28/09, 5/14/09, 12/16/09, 3/4/10, 3/29/10, 4/1/11, 4/18/11, 8/6/12
Diversion and Verification:
To the knowledge of PHI, and based on the reports of the grantee, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.

Bach Archive, Leipzig  Thomaskirchhof 15-16, 04109 Leipzig, Germany
Purpose: Historical research, conservation and publication of music by Bach.
Amount: $236,600.00  Grant date: 8/5/09  Grant # 09-1499
Expended: $236,600.00
Reports: 9/7/09, 12/16/09, 3/26/10, 4/18/11, 12/11/11
Diversion and Verification:
To the knowledge of PHI, and based on the reports of the grantee, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.

Bach Archive, Leipzig  Thomaskirchhof 15-16, 04109 Leipzig, Germany
Purpose: Bach family research, publications, library, museum and general operations
Amount: $146,500.00  Grant date: 6/2/10  Grant # 10-1528
Expended: $125,498.87
Reports: 4/18/11, 12/14/11, 1/24/12, 10/19/12
Diversion and Verification:
To the knowledge of PHI, and based on the reports of the grantee, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.

Bach Archive, Leipzig  Thomaskirchhof 15-16, 04109 Leipzig, Germany
Purpose: Completion of W. F. Bach Edition
Amount: $282,000.00  Grant date: 6/2/10  Grant # 10-1529
Expended: $35,313.84
Reports: 4/18/11, 12/14/11
During 2012, no reports were received from the grantee. PHI has made a diligent effort and has received the outstanding report in 2013.
Diversion and Verification:
To the knowledge of PHI, and based on the reports of the grantee, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.

Bach Archive, Leipzig  Thomaskirchhof 15-16, 04109 Leipzig, Germany
Purpose: Bach family research, publications, library, museum and general operations
Amount: $171,000.00  Grant date: 3/8/11  Grant # 11-1541
Expended: $116,478.81
Reports: 12/14/11, 8/6/12, 10/19/12
Diversion and Verification:
To the knowledge of PHI, and based on the reports of the grantee, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.
British Academy  
10 Carleton House Terrace, London SW1Y 5AH, United Kingdom
Purpose: Oxford Medieval Latin Dictionary
Amount: $1,390,000.00  Grant date: 9/21/06  Grant # 06-1386
Expended: $1,390,000.00
Reports: 12/12/07, 5/23/08, 6/5/08, 7/31/09, 2/23/10, 3/17/10, 6/1/10, 1/14/11, 2/7/11, 8/1/11, 11/23/12
Diversion and Verification:
To the knowledge of PHI, and based on the reports of the grantee, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.

British Academy  
10 Carleton House Terrace, London SW1Y 5AH, United Kingdom
Purpose: Oxford Medieval Latin Dictionary
Amount: $800,000.00  Grant date: 3/14/11  Grant # 11-1542
Expended: $564,648.00
Reports: 11/23/12
Diversion and Verification:
To the knowledge of PHI, and based on the reports of the grantee, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.

British Institute of Archaeology at Ankara  
10 Carleton House Terrace, London SW1Y 5AH, United Kingdom
Purpose: Renovation of the library.
Amount: $75,000.00  Grant date: 2/13/02  Grant # 02-1198
Expended: $75,000.00
Reports: 6/12/03, 3/16/04, 11/29/05, 8/15/07, 10/24/08, 11/19/09, 3/30/11
During 2012, no reports were received from the grantee. PHI has made a diligent effort and has received the outstanding report in 2013.
Diversion and Verification:
To the knowledge of PHI, and based on the reports of the grantee, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.

British Museum  
Great Russell Street, London WC1B 3DG, United Kingdom
Purpose: Funding for exhibit - Dodwell: Beyond the Grand Tour
Amount: $200,000.00  Grant date: 7/16/12  Grant # 12-1581
Expended: $0.00
Reports: No report due in 2012
Diversion and Verification:
To the knowledge of PHI, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.
British School at Rome  Via Gramsci 61, 00197 Rome, Italy

Purpose: Expansion and renovation of the library.
Amount: $1,000,000.00  Grant date: 4/28/00  Grant # 00-1098
Expended: $1,000,000.00
Reports: 10/3/01, 10/23/01, 12/11/02, 11/14/04, 6/6/05, 12/19/05, 11/29/06, 4/29/07, 7/17/09, 10/28/09, 5/12/10, 2/28/11, 8/7/12
Diversion and Verification:
To the knowledge of PHI, and based on the reports of the grantee, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.

British School at Rome  Via Gramsci 61, 00197 Rome, Italy

Purpose: Expansion and renovation of the library.
Amount: $425,000.00  Grant date: 4/16/02  Grant # 02-1204
Expended: $425,000.00
Reports: 12/15/02, 11/28/02, 10/6/04, 10/14/04, 12/6/05, 8/29/07, 11/29/07, 4/26/08, 7/17/09, 5/12/10, 2/28/11, 8/7/12
Diversion and Verification:
To the knowledge of PHI, and based on the reports of the grantee, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.

British School at Rome  Via Gramsci 61, 00197 Rome, Italy

Purpose: Renovation of the library.
Amount: $500,000.00  Grant date: 2/28/03  Grant # 03-1241
Expended: $500,000.00
Reports: 3/31/04, 10/14/04, 12/6/05, 8/29/07, 11/29/07, 4/26/08, 7/17/09, 10/28/09, 5/12/10, 2/28/11, 8/7/12
Diversion and Verification:
To the knowledge of PHI, and based on the reports of the grantee, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.

British School at Rome  Via Gramsci 61, 00197 Rome, Italy

Purpose: Conservation of the ancient Roman town of Herculaneum
Amount: $2,000,000.00  Grant date: 12/27/06  Grant # 06-1389
Expended: $2,000,000.00
Reports: 6/14/07, 12/14/08, 5/6/10, 12/20/11, 7/4/12
Diversion and Verification:
To the knowledge of PHI, and based on the reports of the grantee, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.

British School at Rome  Via Gramsci 61, 00197 Rome, Italy

Purpose: Staffing for extended hours for the library.
Amount: $138,230.00  Grant date: 10/17/07  Grant # 07-1430
Expended: $138,230.00
Reports: 4/26/08, 4/1/09, 7/17/09, 5/12/10, 2/28/11, 7/4/12, 8/8/12
Diversion and Verification:
To the knowledge of PHI, and based on the reports of the grantee, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.
The Packard Humanities Institute    FEIN: 94-3038401


British School at Rome    Via Gramsci 61, 00197 Rome, Italy

Purpose: Conservation of the ancient Roman town of Herculaneum.
Amount: $3,400,000.00    Grant date: 1/23/08    Grant # 08-1445
Expended: $3,400,000.00
Reports: 7/15/09, 7/17/09, 10/16/09, 5/3/10, 5/6/10, 2/28/11, 12/20/11, 7/4/12
Diversion and Verification:
To the knowledge of PHI, and based on the reports of the grantee, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.

British School at Rome    Via Gramsci 61, 00197 Rome, Italy

Purpose: Conservation of the ancient Roman town of Herculaneum.
Amount: $3,000,000.00    Grant date: 3/4/09    Grant # 09-1486
Expended: $3,000,000.00
Reports: 7/17/09, 10/16/09, 5/3/10, 5/6/10, 5/10/10, 4/18/11, 7/4/12
Diversion and Verification:
To the knowledge of PHI, and based on the reports of the grantee, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.

British School at Rome    Via Gramsci 61, 00197 Rome, Italy

Purpose: Herculaneum Conservation
Amount: $3,000,000.00    Grant date: 5/11/10    Grant # 10-1522
Expended: $3,000,000.00
Reports: 6/9/10, 3/31/11, 4/1/11, 4/18/11, 7/4/12
Diversion and Verification:
To the knowledge of PHI, and based on the reports of the grantee, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.

British School at Rome    Via Gramsci 61, 00197 Rome, Italy

Purpose: Staffing expenses for extended Library hours
Amount: $132,130.00    Grant date: 2/7/11    Grant # 11-1539
Expended: $54,427.78
Reports: 7/4/12
Diversion and Verification:
To the knowledge of PHI, and based on the reports of the grantee, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.

British School at Rome    Via Gramsci 61, 00197 Rome, Italy

Purpose: Conservation of Telephus Roof
Amount: $500,000.00    Grant date: 3/21/11    Grant # 11-1545
Expended: $322,081.61
Reports: 4/18/11, 7/4/12, 8/8/12
Diversion and Verification:
To the knowledge of PHI, and based on the reports of the grantee, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.

Page 5 of 16
British School at Rome  

Via Gramsci 61, 00197 Rome, Italy

**Purpose:** Conservation of the ancient Roman town of Herculaneum

**Amount:** $1,014,900.00  
**Grant date:** 2/3/12  
**Grant #** 12-1559

**Expended:** $0.00

**Reports:** No report due in 2012

**Diversion and Verification:**

To the knowledge of PHI, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.

British School at Rome  

Via Gramsci 61, 00197 Rome, Italy

**Purpose:** Herculaneum Conservation Museum Project

**Amount:** $254,400.00  
**Grant date:** 5/22/12  
**Grant #** 12-1579

**Expended:** $0.00

**Reports:** No report due in 2012

**Diversion and Verification:**

To the knowledge of PHI, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.

British School at Rome  

Via Gramsci 61, 00197 Rome, Italy

**Purpose:** Herculaneum Conservation Project work at the basilica area near Via Mare

**Amount:** $560,000.00  
**Grant date:** 9/7/12  
**Grant #** 12-1584

**Expended:** $0.00

**Reports:** No report due in 2012

**Diversion and Verification:**

To the knowledge of PHI, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.

British School at Rome  

Via Gramsci 61, 00197 Rome, Italy

**Purpose:** Conservation of the ancient Roman town of Herculaneum

**Amount:** $1,000,000.00  
**Grant date:** 12/12/12  
**Grant #** 12-1591

**Expended:** $0.00

**Reports:** No report due in 2012

**Diversion and Verification:**

To the knowledge of PHI, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.
Butrint Foundation 64a The Close, Norwich NR1 4DH, United Kingdom

Purpose: Archaeological excavation and study in Albania.
Amount: $600,000.00  Grant date: 8/10/99  Grant # 99-1068
Expended: $600,000.00
Reports: 2/2/00, 3/24/00, 4/13/00, 8/17/00, 11/7/00, 1/24/01, 3/6/01, 4/6/01, 7/30/01, 10/23/01, 3/20/02, 3/27/02, 6/24/02, 3/31/03, 6/30/03, 11/15/04, 12/5/05, 8/2/07, 12/30/07, 12/31/07, 11/20/09, 12/14/09, 4/20/11
During 2012, no reports were received from the grantee. PHI has made a diligent effort and has received the outstanding report in 2013.

Diversion and Verification:
To the knowledge of PHI, and based on the reports of the grantee, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.

Butrint Foundation 64a The Close, Norwich NR1 4DH, United Kingdom

Purpose: Archaeological excavation and study in Albania.
Amount: $1,250,000.00  Grant date: 10/15/01  Grant # 01-1193
Expended: $1,250,000.00
Reports: 3/5/03, 3/30/04, 11/13/04, 12/8/05, 12/13/05, 5/11/06, 10/10/06, 12/31/07, 11/20/09, 12/14/09, 4/20/11
During 2012, no reports were received from the grantee. PHI has made a diligent effort and has received the outstanding report in 2013.

Diversion and Verification:
To the knowledge of PHI, and based on the reports of the grantee, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.

Butrint Foundation 64a The Close, Norwich NR1 4DH, United Kingdom

Purpose: Archaeological excavation and study in Albania.
Amount: $774,000.00  Grant date: 2/13/05  Grant # 05-1319
Expended: $774,000.00
Reports: 7/18/05, 11/28/05, 2/27/06, 12/11/07, 12/31/07, 5/8/08, 1/2/09, 12/14/09, 4/20/11
During 2012, no reports were received from the grantee. PHI has made a diligent effort and has received the outstanding report in 2013.

Diversion and Verification:
To the knowledge of PHI, and based on the reports of the grantee, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.

Butrint Foundation 64a The Close, Norwich NR1 4DH, United Kingdom

Purpose: Archaeological excavation and study in Albania.
Amount: $912,100.00  Grant date: 1/4/06  Grant # 06-1351
Expended: $912,100.00
Reports: 3/30/07, 12/11/07, 5/8/08, 1/2/09, 12/14/09, 4/20/11
During 2012, no reports were received from the grantee. PHI has made a diligent effort and has received the outstanding report in 2013.

Diversion and Verification:
To the knowledge of PHI, and based on the reports of the grantee, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.
The Packard Humanities Institute    FEIN: 94-3038401

Butrint Foundation    64a The Close, Norwich NR1 4DH, United Kingdom
Purpose: Excavations and study of the ancient site of Butrint in Albania.
Amount: $794,287.00     Grant date: 1/16/07     Grant # 07-1398
Expended: $794,287.00
Reports: 7/3/08, 1/2/09, 12/14/09, 3/9/10, 4/20/11
During 2012, no reports were received from the grantee. PHI has made a diligent effort and has received the outstanding report in 2013.
Diversion and Verification:
To the knowledge of PHI, and based on the reports of the grantee, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.

Butrint Foundation    64a The Close, Norwich NR1 4DH, United Kingdom
Purpose: Archaeological Research in Albania.
Amount: $991,901.00     Grant date: 1/16/07     Grant # 07-1399
Expended: $991,901.00
Reports: 7/3/08, 7/14/08, 1/2/09, 12/14/09, 4/20/11
During 2012, no reports were received from the grantee. PHI has made a diligent effort and has received the outstanding report in 2013.
Diversion and Verification:
To the knowledge of PHI, and based on the reports of the grantee, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.

Butrint Foundation    64a The Close, Norwich NR1 4DH, United Kingdom
Purpose: Support for archaeological excavation and study in Albania.
Amount: $1,189,000.00     Grant date: 1/23/08     Grant # 08-1443
Expended: $1,189,000.00
Reports: 1/2/09, 3/31/09, 5/15/09, 12/14/09, 12/2/10, 12/8/10, 4/20/11
During 2012, no reports were received from the grantee. PHI has made a diligent effort and has received the outstanding report in 2013.
Diversion and Verification:
To the knowledge of PHI, and based on the reports of the grantee, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.

Butrint Foundation    64a The Close, Norwich NR1 4DH, United Kingdom
Purpose: Excavation of the ancient city of Butrint in Albania.
Amount: $500,000.00     Grant date: 2/11/09     Grant # 09-1480
Expended: $343,415.47
Reports: 12/14/09, 3/9/10, 4/20/11, 4/27/11
During 2012, no reports were received from the grantee. PHI has made a diligent effort and has received the outstanding report in 2013.
Diversion and Verification:
To the knowledge of PHI, and based on the reports of the grantee, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.
The Packard Humanities Institute    FEIN: 94-3038401

**Butrint Foundation** 64a The Close, Norwich NR1 4DH, United Kingdom
Purpose: Archaeological excavation and study in Albania.
Amount: $750,000.00  Grant date: 2/11/09  Grant # 09-1481
Expended: $750,000.00
Reports: 12/2/10, 12/8/10, 4/27/11, 12/16/11
During 2012, no reports were received from the grantee. PHI has made a diligent effort and has received the outstanding report in 2013.

Diversion and Verification:
To the knowledge of PHI, and based on the reports of the grantee, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.

**Butrint Foundation** 64a The Close, Norwich NR1 4DH, United Kingdom
Purpose: Activities of the Albanian Heritage Foundation and the Gjirokastra Conservation Organization
Amount: $750,000.00  Grant date: 2/3/10  Grant # 10-1511
Expended: $618,273.42
Reports: 12/6/10, 12/8/10, 3/9/11, 4/20/11, 4/27/11
During 2012, no reports were received from the grantee. PHI has made a diligent effort and has received the outstanding report in 2013.

Diversion and Verification:
To the knowledge of PHI, and based on the reports of the grantee, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.

**Butrint Foundation** 64a The Close, Norwich NR1 4DH, United Kingdom
Purpose: Activities of the Albanian Heritage Foundation and Gjirokastra Conservation & Development Organization
Amount: $750,000.00  Grant date: 2/7/11  Grant # 11-1537
Expended: $750,000.00
Reports: 12/16/11
During 2012, no reports were received from the grantee. PHI has made a diligent effort and has received the outstanding report in 2013.

Diversion and Verification:
To the knowledge of PHI, and based on the reports of the grantee, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.

**Butrint Foundation** 64a The Close, Norwich NR1 4DH, United Kingdom
Purpose: Activities of the Albanian Heritage Foundation and Gjirokastra Conservation & Development Organization
Amount: $550,000.00  Grant date: 2/8/12  Grant # 12-1560
Expended: $0.00
Reports: No report due in 2012

Diversion and Verification:
To the knowledge of PHI, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.
Humboldt University in Berlin  
Forschungsabteilung, Unter den Linden 6, 10099 Berlin, Germany

Purpose: Analysis and restoration of archaeological artifacts from Sudan.
Amount: $100,000.00  Grant date: 6/29/09  Grant # 09-1492
Expended: $100,000.00
Reports: 7/25/10, 2/22/11, 3/11/11, 10/9/12
Diversion and Verification:
To the knowledge of PHL, and based on the reports of the grantee, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.

International Mozarteum Foundation  
Schwarzstrasse 26, 5020 Salzburg, Austria

Purpose: Copyright clearance for digital Mozart edition.
Amount: $400,000.00  Grant date: 5/21/01  Grant # 01-1185
Expended: $389,514.88
Reports: 11/27/02, 9/9/03, 10/24/03, 10/29/04, 10/17/05, 10/23/06, 7/31/07, 12/14/07, 9/2/08, 8/4/09, 6/22/11, 7/23/12
Diversion and Verification:
To the knowledge of PHL, and based on the reports of the grantee, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.

International Mozarteum Foundation  
Schwarzstrasse 26, 5020 Salzburg, Austria

Purpose: Support for new digital edition of Mozart.
Amount: $3,000,000.00  Grant date: 11/30/01  Grant # 01-1191
Expended: $845,864.96
Reports: 11/27/02, 9/9/03, 9/29/03, 10/29/04, 10/17/05, 10/29/05, 2/6/06, 10/23/06, 7/31/07, 9/2/08, 9/22/08, 7/20/09, 8/4/09, 8/2/10, 7/22/11, 7/23/12
Diversion and Verification:
To the knowledge of PHL, and based on the reports of the grantee, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.

International Mozarteum Foundation  
Schwarzstrasse 26, 5020 Salzburg, Austria

Purpose: Support for creation of a digital edition of Mozart.
Amount: $2,000,000.00  Grant date: 3/6/07  Grant # 07-1403
Expended: $2,000,000.00
Reports: 3/28/07, 5/2/07, 5/25/07, 6/12/07, 6/30/07, 7/31/07, 12/14/07, 12/21/07, 6/30/08, 9/2/08, 11/26/08, 12/31/08, 8/4/09, 10/14/09, 12/14/09, 8/2/10, 12/20/10, 12/2/11 - 12/17/11
Diversion and Verification:
To the knowledge of PHL, and based on the reports of the grantee, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.
International Mozarteum Foundation  
Schwarzstrasse 26, 5020 Salzburg, Austria

Purpose: Renovation to provide additional storage space for library.
Amount: $62,500.00  Grant date: 12/8/08  Grant # 08-1471
Expended: $62,500.00
Reports: 12/14/09, 12/21/09, 12/20/10, 12/2/11, 12/17/12
Diversion and Verification:
To the knowledge of PHL, and based on the reports of the grantee, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.

International Mozarteum Foundation  
Schwarzstrasse 26, 5020 Salzburg, Austria

Purpose: Support for digital edition of Mozart
Amount: $1,610,000.00  Grant date: 5/26/10  Grant # 10-1523
Expended: $1,308,125.33
Reports: 6/23/10, 12/16/10, 12/20/10, 7/22/11, 12/2/11, 7/23/12
Diversion and Verification:
To the knowledge of PHL, and based on the reports of the grantee, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.

International Mozarteum Foundation  
Schwarzstrasse 26, 5020 Salzburg, Austria

Purpose: Support for key staff salaries and general expenses of the Digital Mozart Edition
Amount: $720,000.00  Grant date: 7/31/12  Grant # 12-1582
Expended: $0.00
Reports: No report due in 2012
Diversion and Verification:
To the knowledge of PHL, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.

International Mozarteum Foundation  
Schwarzstrasse 26, 5020 Salzburg, Austria

Purpose: Support of Mozart Institute staff salaries and general expenses of the Digital Mozart Edition
Amount: $1,250,000.00  Grant date: 7/31/12  Grant # 12-1583
Expended: $0.00
Reports: No report due in 2012
Diversion and Verification:
To the knowledge of PHL, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.

Mihai Eminescu Trust  
15 Clarendon Road, London W11 4JB, United Kingdom

Purpose: Conservation of historic village architecture and traditions in Romania.
Amount: $800,000.00  Grant date: 7/1/08  Grant # 08-1457
Expended: $800,000.00
Reports: 7/9/09, 7/24/09, 7/27/09, 8/3/09, 6/2/10, 7/30/10, 7/31/11, 8/31/11, 7/31/12
Diversion and Verification:
To the knowledge of PHL, and based on the reports of the grantee, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.
The Packard Humanities Institute     FEIN: 94-3038401

Mihai Eminescu Trust     15 Clarendon Road, London W11 4JB, United Kingdom
Purpose: Conservation of historic village architecture and traditions in Romania.
Amount: $720,000.00      Grant date: 7/6/09      Grant # 09-1493
Expended: $720,000.00
Reports: 6/2/10, 7/30/10, 8/31/11, 7/31/12
Diversion and Verification:
To the knowledge of PHI, and based on the reports of the grantee, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.

Mihai Eminescu Trust     15 Clarendon Road, London W11 4JB, United Kingdom
Purpose: Conservation of historic village architecture and traditions in Romania
Amount: $1,000,000.00      Grant date: 6/11/10      Grant # 10-1531
Expended: $543,763.00
Reports: 7/31/11, 8/31/11, 7/31/12
Diversion and Verification:
To the knowledge of PHI, and based on the reports of the grantee, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.

Saxon Academy of Sciences     Karl-Tauchnitzstr. 1, 04107 Leipzig, Germany
Purpose: Research and publication concerning music by Bach.
Amount: $162,025.00      Grant date: 10/19/04      Grant # 04-1312
Expended: $162,025.00
Reports: 10/7/04, 2/25/05, 11/17/05, 2/21/06, 3/14/06, 3/23/06, 5/26/06, 11/13/06, 2/12/07, 2/19/08, 2/9/09, 2/21/11, 8/21/12
Diversion and Verification:
To the knowledge of PHI, and based on the reports of the grantee, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.

Saxon Academy of Sciences     Karl-Tauchnitzstr. 1, 04107 Leipzig, Germany
Purpose: Research and publication concerning music by Bach.
Amount: $125,000.00      Grant date: 1/20/09      Grant # 09-1474
Expended: $125,000.00
Reports: 2/6/09, 2/16/10, 10/11/10, 2/21/11, 8/21/12
Diversion and Verification:
To the knowledge of PHI, and based on the reports of the grantee, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.

Saxon Academy of Sciences     Karl-Tauchnitzstr. 1, 04107 Leipzig, Germany
Purpose: Bach Repertorium research project.
Amount: $175,000.00      Grant date: 1/22/10      Grant # 10-1506
Expended: $175,000.00
Reports: 2/9/10, 10/11/10, 2/21/11, 2/28/12
Diversion and Verification:
To the knowledge of PHI, and based on the reports of the grantee, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.
The Packard Humanities Institute
FEIN: 94-3038401
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Saxon Academy of Sciences
Karl-Tauchnitzstr. 1, 04107 Leipzig, Germany
Purpose: Bach-Repertorium research project
Amount: $158,500.00  Grant date: 2/7/11  Grant # 11-1538
Expended: $158,500.00
Reports: 2/3/12
Diversion and Verification:
To the knowledge of PHI, and based on the reports of the grantee, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.

Saxon Academy of Sciences
Karl-Tauchnitzstr. 1, 04107 Leipzig, Germany
Purpose: Bach Repertorium research project
Amount: $160,000.00  Grant date: 1/17/12  Grant # 12-1558
Expended: $65,283.90
Reports: 2/3/12, 10/19/12
Diversion and Verification:
To the knowledge of PHI, and based on the reports of the grantee, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.

Saxon Academy of Sciences
Karl-Tauchnitzstr. 1, 04107 Leipzig, Germany
Purpose: Bach-Repertorium Research Project
Amount: $165,000.00  Grant date: 12/10/12  Grant # 12-1587
Expended: $0.00
Reports: No report due in 2012
Diversion and Verification:
To the knowledge of PHI, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.

Stanford Theatre Foundation
300 Second Street, Los Altos, CA 94022
Purpose: General support for exhibition of classic films to the public.
Amount: $200,000.00  Grant date: 2/10/09  Grant # 09-1477
Expended: $200,000.00
Reports: 5/22/09, 12/28/09, 12/31/10, 6/22/11, 6/22/12
Diversion and Verification:
To the knowledge of PHI, and based on the reports of the grantee, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.

Stanford Theatre Foundation
300 Second Street, Los Altos, CA 94022
Purpose: Additions and improvements to the organ at the Stanford Theatre.
Amount: $250,000.00  Grant date: 5/25/09  Grant # 09-1491
Expended: $250,000.00
Reports: 10/19/09, 12/28/09, 12/31/10, 7/11/11, 8/10/12
Diversion and Verification:
To the knowledge of PHI, and based on the reports of the grantee, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.
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<tr>
<th>Stanford Theatre Foundation</th>
<th>300 Second Street, Los Altos, CA 94022</th>
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<tr>
<td>Purpose:</td>
<td>Restorations and additions to the organ at the Stanford Theatre.</td>
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<tr>
<td>Amount: $100,000.00</td>
<td>Grant date: 10/20/09  Grant # 09-1500</td>
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<td>Diversion and Verification:</td>
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<th>300 Second Street, Los Altos, CA 94022</th>
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<tr>
<td>Purpose:</td>
<td>General support for exhibition of classic films to the public.</td>
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<tr>
<td>Amount: $150,000.00</td>
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<tr>
<td>Purpose:</td>
<td>Stanford Theatre general operating</td>
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<td>Amount: $250,000.00</td>
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<td>Purpose:</td>
<td>Stanford Theatre general operating expenses</td>
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<table>
<thead>
<tr>
<th>Stanford Theatre Foundation</th>
<th>300 Second Street, Los Altos, CA 94022</th>
</tr>
</thead>
<tbody>
<tr>
<td>Purpose:</td>
<td>Stanford Theatre general operating expenses</td>
</tr>
<tr>
<td>Amount: $100,000.00</td>
<td>Grant date: 10/18/11  Grant # 11-1557</td>
</tr>
<tr>
<td>Expended: $100,000.00</td>
<td></td>
</tr>
<tr>
<td>Reports: 2/12/12</td>
<td></td>
</tr>
<tr>
<td>Diversion and Verification:</td>
<td>To the knowledge of PHI, and based on the reports of the grantee, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.</td>
</tr>
</tbody>
</table>
The Packard Humanities Institute    FEIN: 94-3038401

**Stanford Theatre Foundation**  300 Second Street, Los Altos, CA 94022

Purpose: Stanford Theatre general operating expenses  
Amount: $225,000.00  Grant date: 2/17/12  Grant # 12-1561  
Expended: $225,000.00  
Reports: 5/22/12  
Diversion and Verification:  
To the knowledge of PHI, and based on the reports of the grantee, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.

**Stanford Theatre Foundation**  300 Second Street, Los Altos, CA 94022

Purpose: Stanford Theatre general operating expenses  
Amount: $150,000.00  Grant date: 5/7/12  Grant # 12-1577  
Expended: $150,000.00  
Reports: 8/20/12  
Diversion and Verification:  
To the knowledge of PHI, and based on the reports of the grantee, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.

**Stanford Theatre Foundation**  300 Second Street, Los Altos, CA 94022

Purpose: Stanford Theatre general operating expenses  
Amount: $150,000.00  Grant date: 9/10/12  Grant # 12-1585  
Expended: $150,000.00  
Reports: 12/19/12  
Diversion and Verification:  
To the knowledge of PHI, and based on the reports of the grantee, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.

**Stanford Theatre Foundation**  300 Second Street, Los Altos, CA 94022

Purpose: Replacement & repairs to Stanford Theatre roof  
Amount: $70,000.00  Grant date: 12/11/12  Grant # 12-1588  
Expended: $70,000.00  
Reports: 12/19/12  
Diversion and Verification:  
To the knowledge of PHI, and based on the reports of the grantee, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.

**University of Western Australia**  Research Grants Office, M459, 35 Stirling Highway, Crawley, WA 6009, Australia

Purpose: Aerial survey of archaeological sites in Jordan.  
Amount: $249,226.00  Grant date: 4/23/08  Grant # 08-1451  
Expended: $249,226.00  
Reports: 12/2/08, 12/1/09, 12/9/09, 12/12/09, 1/5/10, 1/17/11, 2/20/12  
Diversion and Verification:  
To the knowledge of PHI, and based on the reports of the grantee, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.
The Packard Humanities Institute   FEIN: 94-3038401

University of Western Australia   Research Grants Office, M459, 35 Stirling Highway, Crawley, WA 6009, Australia
Purpose: Aerial survey of archaeological sites in Jordan.
Amount: $250,000.00  Grant date: 1/28/09  Grant # 09-1475
Expended: $250,000.00
Reports: 12/7/09, 1/13/10, 2/25/10, 3/29/10, 1/16/11, 1/17/11, 8/2/12
Diversion and Verification:
To the knowledge of PHL, and based on the reports of the grantee, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.

University of Western Australia   Research Grants Office, M459, 35 Stirling Highway, Crawley, WA 6009, Australia
Purpose: Aerial Archeology in Jordan, 2010 season
Amount: $300,000.00  Grant date: 4/20/10  Grant # 10-1518
Expended: $300,000.00
Reports: 1/13/11, 1/31/11, 4/16/11, 6/14/12, 8/2/12
Diversion and Verification:
To the knowledge of PHL, and based on the reports of the grantee, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.

University of Western Australia   Research Grants Office, M459, 35 Stirling Highway, Crawley, WA 6009, Australia
Purpose: Aerial Photographic Archive for Archaeology in the Middle East
Amount: $400,000.00  Grant date: 3/21/11  Grant # 11-1546
Expended: $208,116.36
Reports: 5/17/12, 8/2/12
Diversion and Verification:
To the knowledge of PHL, and based on the reports of the grantee, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.

University of Western Australia   Research Grants Office, M459, 35 Stirling Highway, Crawley, WA 6009, Australia
Purpose: Aerial Photographic Archive for Archaeology in the Middle East
Amount: $394,000.00  Grant date: 5/7/12  Grant # 12-1570
Expended: $0.00
Reports: No report due in 2012
Diversion and Verification:
To the knowledge of PHL, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.

University of Würzburg   Zentralverwaltung, Referat V / 4, Sanderring 2, 97070 Würzburg, Germany
Purpose: Translation of introductions to complete Mozart edition.
Amount: $187,305.76  Grant date: 7/4/05  Grant # 05-1340
Expended: $173,033.06
Diversion and Verification:
To the knowledge of PHL, and based on the reports of the grantee, no part of the grant was used for other than the intended purpose, and no verification efforts have been considered necessary.
Form 8868 (Rev. 1-2013)

If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II and check this box □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ ▥...