

Form **990**

Return of Organization Exempt From Income Tax
Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

OMB No. 1545-0047

2012

Department of the Treasury
Internal Revenue Service

The organization may have to use a copy of this return to satisfy state reporting requirements.

Open to Public Inspection

A For the 2012 calendar year, or tax year beginning **JUL 1, 2012** and ending **JUN 30, 2013**

B Check if applicable:
 Address change
 Name change
 Initial return
 Terminated
 Amended return
 Application pending

C Name of organization
AFRICAN WILDLIFE FOUNDATION, INC.
 Doing Business As
 Number and street (or P.O. box if mail is not delivered to street address) Room/suite
1400 16TH STREET, NW 120
 City, town, or post office, state, and ZIP code
WASHINGTON, DC 20036-2249

D Employer identification number
52-0781390

E Telephone number
(202) 939-3333

F Name and address of principal officer: **PATRICK BERGIN**
SAME AS C ABOVE

G Gross receipts \$ **39,457,331.**

H(a) Is this a group return for affiliates? Yes No
H(b) Are all affiliates included? Yes No
 If "No," attach a list. (see instructions)

H(c) Group exemption number ▶

I Tax-exempt status: 501(c)(3) 501(c) () ◀ (insert no.) 4947(a)(1) or 527

J Website: ▶ **WWW.AWF.ORG**

K Form of organization: Corporation Trust Association Other ▶

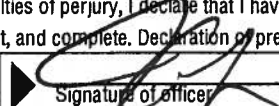
L Year of formation: **1961** **M** State of legal domicile: **DC**

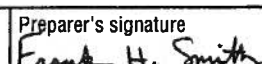
Part I Summary

Activities & Governance	1 Briefly describe the organization's mission or most significant activities: AWF WORKS TO ENSURE THE WILDLIFE AND WILD LANDS OF AFRICA WILL ENDURE FOREVER.		
	2 Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets.		
	3 Number of voting members of the governing body (Part VI, line 1a)	3	34
	4 Number of independent voting members of the governing body (Part VI, line 1b)	4	33
	5 Total number of individuals employed in calendar year 2012 (Part V, line 2a)	5	50
	6 Total number of volunteers (estimate if necessary)	6	39
	7 a Total unrelated business revenue from Part VIII, column (C), line 12	7a	0.
	b Net unrelated business taxable income from Form 990-T, line 34	7b	0.
Revenue	8 Contributions and grants (Part VIII, line 1h)	Prior Year 19,132,189.	Current Year 21,999,183.
	9 Program service revenue (Part VIII, line 2g)	483,098.	152,091.
	10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	406,343.	1,592,665.
	11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	-309,922.	231,462.
	12 Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	19,711,708.	23,975,401.
Expenses	13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)	5,767,833.	2,743,905.
	14 Benefits paid to or for members (Part IX, column (A), line 4)	0.	0.
	15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	7,330,014.	8,180,459.
	16 a Professional fundraising fees (Part IX, column (A), line 11e)	23,517.	215,728.
	b Total fundraising expenses (Part IX, column (D), line 25) ▶ 1,808,485.		
	17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	9,682,434.	9,425,000.
	18 Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	22,803,798.	20,565,092.
Net Assets or Fund Balances	19 Revenue less expenses. Subtract line 18 from line 12	-3,092,090.	3,410,309.
	20 Total assets (Part X, line 16)	Beginning of Current Year	End of Year
		32,775,642.	36,706,549.
		21 Total liabilities (Part X, line 26)	3,221,054.
22 Net assets or fund balances. Subtract line 21 from line 20	29,554,588.	32,293,084.	

Part II Signature Block

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

Sign Here Signature of officer:  Date: **2/14/2014**
JEFF CHRISFIELD, CHIEF OPERATING OFFICER
 Type or print name and title

Paid Preparer Use Only Print/Type preparer's name: **FRANK H. SMITH** Preparer's signature:  Date: **02/14/14** Check if self-employed PTIN: **P00639053**
 Firm's name: **RAFFA, P.C.** Firm's EIN: **52-1511275**
 Firm's address: **1899 L STREET, NW, SUITE 900 WASHINGTON, DC 20036** Phone no.: **(202) 822-5000**

May the IRS discuss this return with the preparer shown above? (see instructions) Yes No

Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response to any question in this Part III []

1 Briefly describe the organization's mission: THE AFRICAN WILDLIFE FOUNDATION INC. (AWF), TOGETHER WITH THE PEOPLE OF AFRICA, WORKS TO ENSURE THE WILDLIFE AND WILD LANDS OF AFRICA WILL ENDURE FOREVER.

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? [] Yes [X] No

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? [] Yes [X] No

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

4a (Code:) (Expenses \$ 15,849,373. including grants of \$ 2,743,905.) (Revenue \$ 65,435.) CONSERVATION PROGRAMS: AWF PLAYS A MAJOR ROLE IN ENSURING THE CONTINUED EXISTENCE OF SOME OF AFRICA'S MOST RARE AND TREASURED SPECIES SUCH AS ELEPHANTS, MOUNTAIN GORILLAS, RHINOCEROS, LIONS, AND CHEETAHS. AT THE CORE OF AWF'S WORK IS THE BELIEF THAT INVESTING IN TRAINING AND RESOURCES FOR AFRICAN INDIVIDUALS AND INSTITUTIONS IS CRITICAL TO ACHIEVING CONSERVATION SUCCESS. THIS APPROACH HAS HELPED AWF SIGNIFICANTLY INCREASE SCIENTIFIC UNDERSTANDING OF AFRICA'S ECOSYSTEMS THROUGH RESEARCH AND APPLY THESE FINDINGS TO REAL-LIFE CONSERVATION EFFORTS.

(SEE SCHEDULE O FOR CONTINUATION)

4b (Code:) (Expenses \$ 1,531,653. including grants of \$) (Revenue \$ 115,625.) OUTREACH AND EDUCATION PROGRAMS: THROUGH ITS PROGRAMS, AWF EDUCATES A WIDE VARIETY OF AUDIENCES ABOUT HOW SUSTAINABLE CONSERVATION IN AFRICA MEANS UNDERSTANDING HOW PEOPLE AND WILDLIFE LIVE TOGETHER, AS WELL AS HOW THEY CLASH. AWF ALSO BRINGS TO LIGHT HOW THE WELL BEING OF LOCAL PEOPLE AFFECTS CONSERVATION EFFORTS.

AWF'S MISSION COULD NOT BE ACCOMPLISHED ALONE, AND THEREFORE IT WORKS WITH PARTNERS AND SUPPORTERS AROUND THE WORLD TO MOBILIZE RESOURCES AND UNITE PEOPLE WHO ARE PASSIONATE ABOUT AFRICAN CONSERVATION.

(SEE SCHEDULE O FOR CONTINUATION)

4c (Code:) (Expenses \$ including grants of \$) (Revenue \$)

4d Other program services (Describe in Schedule O.) (Expenses \$ including grants of \$) (Revenue \$)

4e Total program service expenses 17,381,026.

Part IV Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? <i>If "Yes," complete Schedule A</i>	X	
2 Is the organization required to complete <i>Schedule B, Schedule of Contributors</i> ?	X	
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I</i>		X
4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? <i>If "Yes," complete Schedule C, Part II</i>		X
5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? <i>If "Yes," complete Schedule C, Part III</i>		X
6 Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? <i>If "Yes," complete Schedule D, Part I</i>	X	
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? <i>If "Yes," complete Schedule D, Part II</i>		X
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i>		X
9 Did the organization report an amount in Part X, line 21, for escrow or custodial account liability; serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? <i>If "Yes," complete Schedule D, Part IV</i>		X
10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V</i>	X	
11 If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.		
a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? <i>If "Yes," complete Schedule D, Part VI</i>	X	
b Did the organization report an amount for investments - other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VII</i>		X
c Did the organization report an amount for investments - program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VIII</i>		X
d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part IX</i>		X
e Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X</i>	X	
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? <i>If "Yes," complete Schedule D, Part X</i>	X	
12a Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI and XII</i>		X
b Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional</i>	X	
13 Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i>		X
14a Did the organization maintain an office, employees, or agents outside of the United States?	X	
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? <i>If "Yes," complete Schedule F, Parts I and IV</i>	X	
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? <i>If "Yes," complete Schedule F, Parts II and IV</i>	X	
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? <i>If "Yes," complete Schedule F, Parts III and IV</i>	X	
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? <i>If "Yes," complete Schedule G, Part I</i>	X	
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II</i>		X
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i>		X
20a Did the organization operate one or more hospital facilities? <i>If "Yes," complete Schedule H</i>		X
b If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?		

Part IV Checklist of Required Schedules (continued)

	Yes	No
21 Did the organization report more than \$5,000 of grants and other assistance to any government or organization in the United States on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i>	X	
22 Did the organization report more than \$5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i>		X
23 Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i>	X	
24a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25</i>		X
24b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		
24c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		
24d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?		
25a Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i>		X
25b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I</i>		X
26 Was a loan to or by a current or former officer, director, trustee, key employee, highest compensated employee, or disqualified person outstanding as of the end of the organization's tax year? <i>If "Yes," complete Schedule L, Part II</i>		X
27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? <i>If "Yes," complete Schedule L, Part III</i>		X
28 Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):		
28a A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		X
28b A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		X
28c An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV</i>		X
29 Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i>	X	
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i>		X
31 Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i>		X
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i>		X
33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i>		X
34 Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1</i>	X	
35a Did the organization have a controlled entity within the meaning of section 512(b)(13)?	X	
35b If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i>	X	
36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i>		X
37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i>		X
38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? Note. All Form 990 filers are required to complete Schedule O	X	

Part V Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response to any question in this Part V

X

Table with columns for question numbers (1a-14b), Yes, and No. Contains various tax-related questions and their corresponding 'Yes' or 'No' responses.

Part VI Governance, Management, and Disclosure For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

Check if Schedule O contains a response to any question in this Part VI [X]

Section A. Governing Body and Management

Table with columns for question number, description, and Yes/No responses. Includes questions 1a through 9 regarding governing body members, family relationships, and documentation.

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

Table with columns for question number, description, and Yes/No responses. Includes questions 10a through 16b regarding local chapters, conflict of interest policies, whistleblower policies, and joint ventures.

Section C. Disclosure

17 List the states with which a copy of this Form 990 is required to be filed AK, AL, AR, AZ, CA, CO, CT, FL, GA, HI, IL, KS
18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.
[X] Own website [] Another's website [X] Upon request [] Other (explain in Schedule O)
19 Describe in Schedule O whether (and if so, how), the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.
20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization:
JEFF CHRISFIELD - (202) 939-3333
1400 16TH STREET, NW, SUITE 120, WASHINGTON, DC 20036-2249

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Check if Schedule O contains a response to any question in this Part VII

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's **current** key employees, if any. See instructions for definition of "key employee."
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons.

Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee.

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) MR. DAVID THOMSON CHAIR	4.00	X		X				0.	0.	0.
(2) H.E. BENJAMIN W. MKAPA VICE-CHAIR	2.00	X		X				0.	0.	0.
(3) DR. MYMA BELO-OSAGIE SECRETARY	2.00	X		X				0.	0.	0.
(4) MS. MARLEEN GROEN TREASURER	4.00	X		X				0.	0.	0.
(5) MR. ROBIN BERKELEY, OBE TRUSTEE	1.00	X						0.	0.	0.
(6) MR. PAYSON COLEMAN TRUSTEE	1.00	X						0.	0.	0.
(7) MS. LYNN DOLNICK TRUSTEE	3.00	X						0.	0.	0.
(8) MS. LISA FIRESTONE TRUSTEE	1.00	X						0.	0.	0.
(9) MR. ADRIAN GARDINER TRUSTEE	1.00	X						0.	0.	0.
(10) DR. HELEN GICHOHI TRUSTEE	2.00	X						0.	0.	0.
(11) MR. DONALD GRAHAM TRUSTEE (THRU 11/2012)	1.00	X						0.	0.	0.
(12) MR. LARRY GREEN TRUSTEE (THRU 11/2012)	2.00	X						0.	0.	0.
(13) MR. PHILIPP H. GUTSCHE TRUSTEE	2.00	X						0.	0.	0.
(14) MS. HEATHER STURT HAAGA TRUSTEE	2.00	X						0.	0.	0.
(15) MS. MONA HAMILTON TRUSTEE	2.00	X						0.	0.	0.
(16) MS. CHRISTINE F. HEMRICK TRUSTEE	3.00	X						0.	0.	0.
(17) MR. WILLIAM E. JAMES TRUSTEE	1.00	X						0.	0.	0.

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)					(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee			
(18) MS. ADRIAN M. JAY TRUSTEE	1.00	X					0.	0.	0.
(19) HON. KRISTINA M. JOHNSON, PH.D. TRUSTEE	3.00	X					0.	0.	0.
(20) DR. STEPHEN JUELGAARD TRUSTEE	1.00	X					0.	0.	0.
(21) MR. WILLIAM S. KALEMA TRUSTEE (THRU 11/2012)	1.00	X					0.	0.	0.
(22) MR. RAHIM A. KHAN TRUSTEE	2.00	X					0.	0.	0.
(23) MR. ROBERT E. KING TRUSTEE	4.00	X					0.	0.	0.
(24) MS. DENISE KOOPMANS TRUSTEE	2.00	X					0.	0.	0.
(25) MS. KRISTA KRIEGER TRUSTEE	1.00	X					0.	0.	0.
(26) MS. SHANA LAURSEN TRUSTEE	3.00	X					0.	0.	0.
1b Sub-total							0.	0.	0.
c Total from continuation sheets to Part VII, Section A							1,409,727.	0.	230,728.
d Total (add lines 1b and 1c)							1,409,727.	0.	230,728.

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization **9**

	Yes	No
3 Did the organization list any former officer, director, or trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual		X
4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If "Yes," complete Schedule J for such individual	X	
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If "Yes," complete Schedule J for such person		X

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation
PRODUCTION SOLUTIONS, INC. 1953 GALLOWS ROAD, #600, VIENNA, VA 22182	PRINTING AND MAILSHOP	676,016.
PAPPAS GROUP, 671 NORTH GLEBE ROAD, # 700, ARLINGTON, VA 22203	WEBSITE DEVELOPMENT	215,000.
CONSERVATION CAPITAL CONSULTING, NEW CAVENDISH STREET, LONDON, UNITED KINGDOM	DEVELOPMENT & STRATEGIC MGMT	213,470.
BLACKBAUD, INC. P.O. BOX 930256, CHARLESTON, SC 29492	SOFTWARE CONSULTING	200,336.
ABCO CONSTRUCTION, LTD., KAREN ROAD, OFF NGONG ROAD, P.O. BOX 1039-00502, NAIROBI, KENYA	CONSTRUCTION PROJECT	120,212.

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization **5**

SEE PART VII, SECTION A CONTINUATION SHEETS

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (check all that apply)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(27) MR. CHRISTOPHER LEE TRUSTEE	1.00	X						0.	0.	0.
(28) MS. VICTORIA LESLIE TRUSTEE	1.00	X						0.	0.	0.
(29) MS. ANN LUSKEY TRUSTEE (THRU 01/2013)	1.00	X						0.	0.	0.
(30) MR. JIMNAH MBARU TRUSTEE (THRU 11/2012)	1.00	X						0.	0.	0.
(31) H.E. FESTUS G. MOGAE TRUSTEE	1.00	X						0.	0.	0.
(32) H.E. RAZAN K. AL MUBARAK TRUSTEE	1.00	X						0.	0.	0.
(33) MS. KRISTINA PERSSON TRUSTEE	2.00	X						0.	0.	0.
(34) MS. ELIZABETH ROBERTSHAW TRUSTEE (THRU 11/2012)	1.00	X						0.	0.	0.
(35) MR. STUART SCOTT TRUSTEE	3.00	X						0.	0.	0.
(36) MS. AGGIE SKIRBALL TRUSTEE	2.00	X						0.	0.	0.
(37) MS. VERONICA VAREKOVA TRUSTEE	2.00	X						0.	0.	0.
(38) MR. CHARLES R. WALL TRUSTEE	4.00	X						0.	0.	0.
(39) MS. MARIA WILHELM TRUSTEE	3.00	X						0.	0.	0.
(40) PATRICK BERGIN CHIEF EXECUTIVE OFFICER	40.00	X	X					238,075.	0.	48,805.
(41) HELEN GICHOHI PRESIDENT (THRU 11/2012)	40.00			X				142,808.	0.	25,640.
(42) JOANNA ELLIOT VP OF KNOWLEDGE MGMT (THRU 03/2013)	40.00			X				166,492.	0.	35,804.
(43) JEFF CHRISFIELD CHIEF FINANCIAL OFFICER	40.00			X				162,069.	0.	25,790.
(44) CRAIG SHOLLEY VP OF PHILANTHROPY/MARKETING	40.00			X				161,641.	0.	21,447.
(45) DAUDI SUMBA VP OF PROGRAM OPERATIONS	40.00			X				154,596.	0.	19,910.
(46) HARRY VAN DER LINDE SNR DIR PROG DESIGN (THRU 10/2012)	40.00				X			177,459.	0.	13,944.
Total to Part VII, Section A, line 1c										

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (check all that apply)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(47) JOHN BUTLER DIRECTOR OF MARKETING & MEMBERSHIP	40.00				X			104,771.	0.	20,074.
(48) TYRENE HARALSON DIRECTOR OF FINANCE	40.00				X			101,816.	0.	19,314.
Total to Part VII, Section A, line 1c								1,409,727.		230,728.

COPY

Part VIII Statement of Revenue

Check if Schedule O contains a response to any question in this Part VIII

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514	
Contributions, Gifts, Grants and Other Similar Amounts	1 a Federated campaigns	1a					
	b Membership dues	1b					
	c Fundraising events	1c					
	d Related organizations	1d					
	e Government grants (contributions)	1e	10924096.				
	f All other contributions, gifts, grants, and similar amounts not included above	1f	11075087.				
	g Noncash contributions included in lines 1a-1f: \$		264,560.				
	h Total. Add lines 1a-1f		21999183.				
Program Service Revenue	2 a SAFARI INCOME	Business Code 900099	92,081.	92,081.			
	b PROGRAM INCOME	900099	36,466.	36,466.			
	c MEETINGS	900099	23,544.	23,544.			
	d						
	e						
	f All other program service revenue						
	g Total. Add lines 2a-2f		152,091.				
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts)		641,135.	28,969.		612,166.	
	4 Income from investment of tax-exempt bond proceeds					191,644.	
	5 Royalties		191,644.			191,644.	
	6 a Gross rents	(i) Real					
		(ii) Personal					
		b Less: rental expenses					
	c Rental income or (loss)						
	d Net rental income or (loss)						
	7 a Gross amount from sales of assets other than inventory	(i) Securities	16433460				
		(ii) Other					
		b Less: cost or other basis and sales expenses	15481930				
		c Gain or (loss)	951,530.				
	d Net gain or (loss)		951,530.			951,530.	
	8 a Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c). See Part IV, line 18	a					
		b Less: direct expenses					
c Net income or (loss) from fundraising events							
9 a Gross income from gaming activities. See Part IV, line 19	a						
	b Less: direct expenses						
	c Net income or (loss) from gaming activities						
10 a Gross sales of inventory, less returns and allowances	a						
	b Less: cost of goods sold						
	c Net income or (loss) from sales of inventory						
Miscellaneous Revenue		Business Code					
11 a MAILING LIST RENTAL	900099	19,143.			19,143.		
b MERCHANDISE SALES	900099	19,000.			19,000.		
c AFRICA REV. HOLDINGS	900099	1,675.			1,675.		
d All other revenue							
e Total. Add lines 11a-11d		39,818.					
12 Total revenue. See instructions.		23975401.	181,060.	0.	1795158.		

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A).

Check if Schedule O contains a response to any question in this Part IX

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the United States. See Part IV, line 21	316,136.	316,136.		
2 Grants and other assistance to individuals in the United States. See Part IV, line 22				
3 Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16	2,427,769.	2,427,769.		
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	1,096,231.	811,641.	195,886.	88,704.
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	4,638,082.	3,723,813.	388,983.	525,286.
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	470,465.	377,494.	39,782.	53,189.
9 Other employee benefits	1,738,066.	1,373,567.	172,729.	191,770.
10 Payroll taxes	237,615.	188,022.	23,897.	25,696.
11 Fees for services (non-employees):				
a Management				
b Legal	113,134.	110,104.	3,030.	
c Accounting	109,720.	12,929.	96,791.	
d Lobbying				
e Professional fundraising services. See Part IV, line 17	215,728.			215,728.
f Investment management fees	243,299.		243,299.	
g Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Sch O.)	1,812,578.	1,806,633.	5,945.	
12 Advertising and promotion	25,692.	20,602.	70.	5,020.
13 Office expenses	978,345.	846,556.	47,069.	84,720.
14 Information technology	425,057.	264,114.	58,608.	102,335.
15 Royalties				
16 Occupancy	601,446.	311,652.	289,794.	
17 Travel	1,226,451.	1,094,626.	27,246.	104,579.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	817,200.	726,574.		90,626.
20 Interest	30,722.	19,823.	4,661.	6,238.
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	349,449.	243,486.	103,611.	2,352.
23 Insurance	20,993.	11,866.	9,118.	9.
24 Other expenses. Itemize expenses not covered above. (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a DIRECT MAILING COSTS	797,736.	578,227.	0.	219,509.
b FIELD EQUIPMENT	641,031.	640,693.	0.	338.
c VEHICLE OPERATIONS	533,750.	531,052.	1,711.	987.
d CONSTRUCTION	376,744.	376,744.	0.	0.
e All other expenses	321,653.	566,903.	-336,649.	91,399.
25 Total functional expenses. Add lines 1 through 24e	20,565,092.	17,381,026.	1,375,581.	1,808,485.
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here <input checked="" type="checkbox"/> if following SOP 98-2 (ASC 958-720)	1,011,280.	407,937.	0.	603,343.

Part X Balance Sheet

Check if Schedule O contains a response to any question in this Part X

		(A) Beginning of year		(B) End of year	
Assets	1	Cash - non-interest-bearing	1,262,596.	1	2,794,946.
	2	Savings and temporary cash investments	1,053,919.	2	4,206,694.
	3	Pledges and grants receivable, net	5,982,163.	3	5,372,938.
	4	Accounts receivable, net	131,405.	4	159,425.
	5	Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L		5	
	6	Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instr). Complete Part II of Sch L		6	
	7	Notes and loans receivable, net	443,942.	7	741,548.
	8	Inventories for sale or use		8	
	9	Prepaid expenses and deferred charges	274,077.	9	354,257.
	10a	Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a 5,817,627.		
	b	Less: accumulated depreciation	10b 1,428,437.	10c	4,389,190.
	11	Investments - publicly traded securities	19,454,697.	11	18,595,768.
	12	Investments - other securities. See Part IV, line 11	-193,657.	12	-710,379.
	13	Investments - program-related. See Part IV, line 11		13	
	14	Intangible assets		14	
	15	Other assets. See Part IV, line 11	173,959.	15	802,162.
16	Total assets. Add lines 1 through 15 (must equal line 34)	32,775,642.	16	36,706,549.	
Liabilities	17	Accounts payable and accrued expenses	1,112,437.	17	1,470,599.
	18	Grants payable		18	
	19	Deferred revenue	1,044,955.	19	1,910,151.
	20	Tax-exempt bond liabilities		20	
	21	Escrow or custodial account liability. Complete Part IV of Schedule D		21	
	22	Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L		22	
	23	Secured mortgages and notes payable to unrelated third parties	621,962.	23	596,961.
	24	Unsecured notes and loans payable to unrelated third parties		24	
	25	Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D	441,700.	25	435,754.
	26	Total liabilities. Add lines 17 through 25	3,221,054.	26	4,413,465.
Net Assets or Fund Balances	Organizations that follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.				
	27	Unrestricted net assets	23,625,839.	27	23,895,112.
	28	Temporarily restricted net assets	3,656,434.	28	6,125,657.
	29	Permanently restricted net assets	2,272,315.	29	2,272,315.
	Organizations that do not follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 30 through 34.				
	30	Capital stock or trust principal, or current funds		30	
	31	Paid-in or capital surplus, or land, building, or equipment fund		31	
	32	Retained earnings, endowment, accumulated income, or other funds		32	
33	Total net assets or fund balances	29,554,588.	33	32,293,084.	
34	Total liabilities and net assets/fund balances	32,775,642.	34	36,706,549.	

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response to any question in this Part XI

1	Total revenue (must equal Part VIII, column (A), line 12)	1	23,975,401.
2	Total expenses (must equal Part IX, column (A), line 25)	2	20,565,092.
3	Revenue less expenses. Subtract line 2 from line 1	3	3,410,309.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	29,554,588.
5	Net unrealized gains (losses) on investments	5	-671,813.
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O)	9	0.
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	32,293,084.

Part XII Financial Statements and Reporting

Check if Schedule O contains a response to any question in this Part XII

- 1 Accounting method used to prepare the Form 990: Cash Accrual Other _____
 If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O.
- 2a Were the organization's financial statements compiled or reviewed by an independent accountant? _____
 If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both:
 Separate basis Consolidated basis Both consolidated and separate basis
- b Were the organization's financial statements audited by an independent accountant? _____
 If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both:
 Separate basis Consolidated basis Both consolidated and separate basis
- c If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? _____
 If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.
- 3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133? _____
- b If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits _____

	Yes	No
2a		X
2b	X	
2c	X	
3a	X	
3b	X	

Form 990 (2012)

SCHEDULE A
(Form 990 or 990-EZ)

Public Charity Status and Public Support

OMB No. 1545-0047

2012

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

Name of the organization **AFRICAN WILDLIFE FOUNDATION, INC.** Employer identification number **52-0781390**

Part I Reason for Public Charity Status (All organizations must complete this part.) See instructions.

The organization is not a private foundation because it is: (For lines 1 through 11, check only one box.)

- 1 A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i).**
- 2 A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E.)
- 3 A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii).**
- 4 A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii).** Enter the hospital's name, city, and state: _____
- 5 An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv).** (Complete Part II.)
- 6 A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**
- 7 An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi).** (Complete Part II.)
- 8 A community trust described in **section 170(b)(1)(A)(vi).** (Complete Part II.)
- 9 An organization that normally receives: (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions - subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2).** (Complete Part III.)
- 10 An organization organized and operated exclusively to test for public safety. See **section 509(a)(4).**
- 11 An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See **section 509(a)(3).** Check the box that describes the type of supporting organization and complete lines 11e through 11h.
 - a Type I
 - b Type II
 - c Type III - Functionally integrated
 - d Type III - Non-functionally integrated
- e By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2).
- f If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box
- g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?

	Yes	No
(i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?		
(ii) A family member of a person described in (i) above?		
(iii) A 35% controlled entity of a person described in (i) or (ii) above?		
- h Provide the following information about the supported organization(s).

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1-9 above or IRC section (see instructions))	(iv) Is the organization in col. (i) listed in your governing document?		(v) Did you notify the organization in col. (i) of your support?		(vi) Is the organization in col. (i) organized in the U.S.?		(vii) Amount of monetary support
			Yes	No	Yes	No	Yes	No	
Total									

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

Schedule A (Form 990 or 990-EZ) 2012

232021
12-04-12

COPY

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")	20683717.	20418220.	24614325.	19132189.	21999183.	106847634
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3	20683717.	20418220.	24614325.	19132189.	21999183.	106847634
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						2713181.
6 Public support. Subtract line 5 from line 4.						104134453

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
7 Amounts from line 4	20683717.	20418220.	24614325.	19132189.	21999183.	106847634
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	270,899.	504,472.	1039029.	865,510.	851,922.	3531832.
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)	11,032.	5,577.	10,190.	11,618.	20,675.	59,092.
11 Total support. Add lines 7 through 10						110438558
12 Gross receipts from related activities, etc. (see instructions)					12	1,292,006.
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here						<input type="checkbox"/>

Section C. Computation of Public Support Percentage

14 Public support percentage for 2012 (line 6, column (f) divided by line 11, column (f))	14	94.29	%
15 Public support percentage from 2011 Schedule A, Part II, line 14	15	90.53	%
16a 33 1/3% support test - 2012. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization	<input checked="" type="checkbox"/>		
b 33 1/3% support test - 2011. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization	<input type="checkbox"/>		
17a 10% -facts-and-circumstances test - 2012. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization	<input type="checkbox"/>		
b 10% -facts-and-circumstances test - 2011. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization	<input type="checkbox"/>		
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions	<input type="checkbox"/>		

Schedule A (Form 990 or 990-EZ) 2012

Part III Support Schedule for Organizations Described in Section 509(a)(2)

(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 Public support. (Subtract line 7c from line 6.)						

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
13 Total support. (Add lines 9, 10c, 11, and 12.)						

14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and **stop here**

Section C. Computation of Public Support Percentage

15 Public support percentage for 2012 (line 8, column (f) divided by line 13, column (f))	15	%
16 Public support percentage for 2011 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2012 (line 10c, column (f) divided by line 13, column (f))	17	%
18 Investment income percentage for 2011 Schedule A, Part III, line 17	18	%

19a 33 1/3% support tests - 2012. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization

b 33 1/3% support tests - 2011. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization

20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions

Part IV Supplemental Information. Complete this part to provide the explanations required by Part II, line 10; Part II, line 17a or 17b; and Part III, line 12. Also complete this part for any additional information. (See instructions).

SCHEDULE A, PART II, LINE 10, EXPLANATION FOR OTHER INCOME:

MISCELLANEOUS REVENUE

2008 AMOUNT: \$ 11,032.

2009 AMOUNT: \$ 5,577.

2010 AMOUNT: \$ 10,190.

2011 AMOUNT: \$ 11,618.

2012 AMOUNT: \$ 20,675.

COPY

Schedule B

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No. 1545-0047

2012

Name of the organization

AFRICAN WILDLIFE FOUNDATION, INC.

Employer identification number

52-0781390

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

501(c)(3) (enter number) organization

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

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

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

501(c)(3) taxable private foundation

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

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

General Rule

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

Special Rules

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

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

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

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Name of organization AFRICAN WILDLIFE FOUNDATION, INC.	Employer identification number 52-0781390
--	---

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>1</u>	<hr/> <hr/> <hr/>	\$ <u>968,845.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
<u>2</u>	<hr/> <hr/> <hr/>	\$ <u>1,398,369.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
<u>3</u>	<hr/> <hr/> <hr/>	\$ <u>1,311,625.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
<u>4</u>	<hr/> <hr/> <hr/>	\$ <u>6,249,371.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
<u>5</u>	<hr/> <hr/> <hr/>	\$ <u>958,073.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
<u>6</u>	<hr/> <hr/> <hr/>	\$ <u>2,029,859.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization AFRICAN WILDLIFE FOUNDATION, INC.	Employer identification number 52-0781390
--	---

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

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

COPY

Name of organization AFRICAN WILDLIFE FOUNDATION, INC.	Employer identification number 52-0781390
--	---

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once.) ▶ \$ _____
Use duplicate copies of Part III if additional space is needed.

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

SCHEDULE D
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

▶ Complete if the organization answered "Yes," to Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.
▶ Attach to Form 990. ▶ See separate instructions.

OMB No. 1545-0047

2012

Open to Public Inspection

Name of the organization

AFRICAN WILDLIFE FOUNDATION, INC.

Employer identification number
52-0781390

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" to Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year	1	
2 Aggregate contributions to (during year)		
3 Aggregate grants from (during year)		
4 Aggregate value at end of year	1,016,209.	

5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control? Yes No

6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit? Yes No

Part II Conservation Easements. Complete if the organization answered "Yes" to Form 990, Part IV, line 7.

1 Purpose(s) of conservation easements held by the organization (check all that apply).

Preservation of land for public use (e.g., recreation or education) Preservation of an historically important land area

Protection of natural habitat Preservation of a certified historic structure

Preservation of open space

2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.

	Held at the End of the Tax Year
a Total number of conservation easements	2a
b Total acreage restricted by conservation easements	2b
c Number of conservation easements on a certified historic structure included in (a)	2c
d Number of conservation easements included in (c) acquired after 8/17/06 and not on a historic structure listed in the National Register	2d

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ▶ _____

4 Number of states where property subject to conservation easement is located ▶ _____

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds? Yes No

6 Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ▶ _____

7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ▶ \$ _____

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)? Yes No

9 In Part XIII, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements.

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.

Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

1a If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIII, the text of the footnote to its financial statements that describes these items.

b If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items:

(i) Revenues included in Form 990, Part VIII, line 1 ▶ \$ _____

(ii) Assets included in Form 990, Part X ▶ \$ _____

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items:

a Revenues included in Form 990, Part VIII, line 1 ▶ \$ _____

b Assets included in Form 990, Part X ▶ \$ _____

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)

3 Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply):

- a Public exhibition
- b Scholarly research
- c Preservation for future generations
- d Loan or exchange programs
- e Other

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII.

5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? Yes No

Part IV Escrow and Custodial Arrangements. Complete if the organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? Yes No

b If "Yes," explain the arrangement in Part XIII and complete the following table:

	Amount
c Beginning balance	1c
d Additions during the year	1d
e Distributions during the year	1e
f Ending balance	1f

2a Did the organization include an amount on Form 990, Part X, line 21? Yes No

b If "Yes," explain the arrangement in Part XIII. Check here if the explanation has been provided in Part XIII

Part V Endowment Funds. Complete if the organization answered "Yes" to Form 990, Part IV, line 10.

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance	19,788,812.	15,239,993.	12,423,622.	11,375,778.	12,778,709.
b Contributions	1,382,884.	4,569,518.	1,641,519.	859,647.	1,360,424.
c Net investment earnings, gains, and losses	1,179,053.	424,401.	1,571,398.	188,197.	-2,241,114.
d Grants or scholarships					
e Other expenditures for facilities and programs	181,904.	445,100.	396,546.		522,241.
f Administrative expenses					
g End of year balance	22,168,845.	19,788,812.	15,239,993.	12,423,622.	11,375,778.

2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as:

- a Board designated or quasi-endowment 89.75 %
- b Permanent endowment 10.25 %
- c Temporarily restricted endowment .00 %

The percentages in lines 2a, 2b, and 2c should equal 100%.

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by:

	Yes	No
(i) unrelated organizations		X
(ii) related organizations		X
b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?	3b	

4 Describe in Part XIII the intended uses of the organization's endowment funds.

Part VI Land, Buildings, and Equipment. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land		961,961.		961,961.
b Buildings		2,191,696.	118,708.	2,072,988.
c Leasehold improvements		448,489.	180,726.	267,763.
d Equipment		1,089,754.	653,540.	436,214.
e Other		1,125,727.	475,463.	650,264.
Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10(c).)				4,389,190.

Part VII Investments - Other Securities. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other		
(A)		
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
(I)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 12.)		

Part VIII Investments - Program Related. See Form 990, Part X, line 13.

(a) Description of investment type	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
(10)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 13.)		

Part IX Other Assets. See Form 990, Part X, line 15.

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 15.)	

Part X Other Liabilities. See Form 990, Part X, line 25.

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	
(2) DEFERRED RENT AND LEASE INCENTIVES	227,441.
(3) ANNUITIES PAYABLE	103,906.
(4) DEFINED COMPENSATION LIABILITY	104,407.
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
(11)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 25.)	435,754.

2. FIN 48 (ASC 740) Footnote. In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740). Check here if the text of the footnote has been provided in Part XIII

Part XI Reconciliation of Revenue per Audited Financial Statements With Revenue per Return

1	Total revenue, gains, and other support per audited financial statements		1
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:		
a	Net unrealized gains on investments	2a	
b	Donated services and use of facilities	2b	
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIII.)	2d	
e	Add lines 2a through 2d		2e
3	Subtract line 2e from line 1		3
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIII.)	4b	
c	Add lines 4a and 4b		4c
5	Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12.)		5

Part XII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return

1	Total expenses and losses per audited financial statements		1
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:		
a	Donated services and use of facilities	2a	
b	Prior year adjustments	2b	
c	Other losses	2c	
d	Other (Describe in Part XIII.)	2d	
e	Add lines 2a through 2d		2e
3	Subtract line 2e from line 1		3
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIII.)	4b	
c	Add lines 4a and 4b		4c
5	Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 18.)		5

Part XIII Supplemental Information

Complete this part to provide the descriptions required for Part II, lines 3, 5, and 9; Part III, lines 1a and 4; Part IV, lines 1b and 2b; Part V, line 4; Part X, line 2; Part XI, lines 2d and 4b; and Part XII, lines 2d and 4b. Also complete this part to provide any additional information.

PART V, LINE 4: IN THE ABSENCE OF SPECIFIC SPENDING GUIDELINES

ESTABLISHED BY A DONOR, AWF HAS A POLICY TO SPEND FIVE PERCENT OF THESE ENDOWMENT FUNDS' AVERAGE BEGINNING INVESTED MARKET VALUES FOR THE PRIOR THREE FISCAL YEARS. HOWEVER, A FUND'S SPENDING RATE IS REDUCED OR ELIMINATED IF THE RESULTING INVESTED BALANCE OF THAT FUND WOULD FALL BELOW THE FAIR VALUE OF THE ORIGINAL GIFT(S). IN ESTABLISHING THIS POLICY, AWF CONSIDERED ITS STATED RETURN OBJECTIVE WITH THE INTENT TO, OVER THE LONG TERM, ALLOW ITS ENDOWMENT FUNDS TO GROW AT OR ABOVE THAT OF INFLATION.

Part XIII Supplemental Information (continued)

THIS IS CONSISTENT WITH THE ORGANIZATION'S OBJECTIVE TO MAINTAIN THE PURCHASING POWER OF THE ENDOWMENT FUNDS' ASSETS HELD IN PERPETUITY OR FOR A SPECIFIED TERM, AS WELL AS TO PROVIDE ADDITIONAL REAL GROWTH THROUGH NEW GIFTS AND INVESTMENT RETURN.

THE BOARD OF TRUSTEES HAS ADOPTED A SPENDING POLICY TO USE OF UP TO SEVEN PERCENT OF THE BEGINNING INVESTED MARKET VALUE OF THE BOARD-DESIGNATED ENDOWMENT IN CURRENT YEAR OPERATIONS, OR A LOWER AMOUNT AS AGREED THROUGH AWF'S ANNUAL BUDGETING PROCESS. THIS SPENDING POLICY TAKES INTO ACCOUNT THE BOARD OF TRUSTEE'S POLICY TO ADD UNRESTRICTED LEGACY GIFTS TO THE BOARD-DESIGNATED ENDOWMENT. THE FUNDS ARE USED TO FURTHER THE IMPACT OF AWF'S CONSERVATION PROGRAMS.

PART X, LINE 2: AWF PERFORMED AN EVALUATION OF UNCERTAIN TAX POSITIONS FOR THE YEAR ENDED JUNE 30, 2013 AND DETERMINED THAT THERE WERE NO MATTERS THAT WOULD REQUIRE RECOGNITION OR DISCLOSURE IN THESE CONSOLIDATED FINANCIAL STATEMENTS OR WHICH MAY HAVE AN EFFECT ON THE TAX-EXEMPT STATUS OF AWF, INC.

SCHEDULE F
(Form 990)

Department of the Treasury
Internal Revenue Service

Statement of Activities Outside the United States

▶ Complete if the organization answered "Yes" to Form 990,
Part IV, line 14b, 15, or 16.
▶ Attach to Form 990. ▶ See separate instructions.

OMB No. 1545-0047

2012

Open to Public
Inspection

Name of the organization

Employer identification number

AFRICAN WILDLIFE FOUNDATION, INC.

52-0781390

Part I General Information on Activities Outside the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 14b.

1 For grantmakers. Does the organization maintain records to substantiate the amount of its grants and other assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? Yes No

2 For grantmakers. Describe in Part V the organization's procedures for monitoring the use of its grants and other assistance outside the United States.

3 Activities per Region. (The following Part I, line 3 table can be duplicated if additional space is needed.)

(a) Region	(b) Number of offices in the region	(c) Number of employees, agents, and independent contractors in region	(d) Activities conducted in region (by type) (e.g., fundraising, program services, investments, grants to recipients located in the region)	(e) If activity listed in (d) is a program service, describe specific type of service(s) in region	(f) Total expenditures for and investments in region
SUB-SAHARAN AFRICA	0	142	EMPLOYEES		5,002,048.
SUB-SAHARAN AFRICA	0	0	FUNDRAISING		7,761.
SUB-SAHARAN AFRICA	0	0	GRANTMAKING		2,370,812.
SUB-SAHARAN AFRICA	0	0	PROGRAM SERVICES	CONSERVATION PROGRAMS, EDUCATION & OUTREACH	8,314,187.
SUB-SAHARAN AFRICA	19	0	MAINTAINING OFFICES		855,390.
EUROPE (INCLUDING ICELAND AND GREENLAND)	0	2	EMPLOYEES		228,226.
EUROPE (INCLUDING ICELAND AND GREENLAND)	0	0	GRANTMAKING		56,957.
3 a Sub-total	19	144			16,835,381.
b Total from continuation sheets to Part I	0	0			0.
c Totals (add lines 3a and 3b)	19	144			16,835,381.

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule F (Form 990) 2012

Part II Grants and Other Assistance to Organizations or Entities Outside the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 15, for any recipient who received more than \$5,000. Part II can be duplicated if additional space is needed.

1 (a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of cash disbursement	(g) Amount of non-cash assistance	(h) Description of non-cash assistance	(i) Method of valuation (book, FMV, appraisal, other)
		SUB-SAHARAN AFRICA	HEALTHY VILLAGE PROJECT IN MBANDAKA, DRC	18,000.	WIRE/EFT	0.		
		SUB-SAHARAN AFRICA	GRANT FOR OL MOLOG LODGE CONSTRUCTION	347,297.	WIRE/EFT	0.		
		SUB-SAHARAN AFRICA	DEVELOPMENT OF FISH PONDS	6,000.	WIRE/EFT	0.		
		SUB-SAHARAN AFRICA	DEVELOPMENT OF PARTICIPATORY AGROFORESTRY FOR SUSTAINABLE LAND USE	18,000.	WIRE/EFT	0.		
		SUB-SAHARAN AFRICA	INITIATION OF WMA ESTABLISHMENT IN YAEDA CHINI	50,329.	WIRE/EFT	0.		
		SUB-SAHARAN AFRICA	ECO-LODGE CONSTRUCTION ON NATIONAL PARK SITE IN UGANDA	250,000.	WIRE/EFT	0.		
		SUB-SAHARAN AFRICA	LIMIT DAMAGE AND RESTORE THE CORE AREA OF GIRAFFE DISTRIBUTION	10,252.	WIRE/EFT	0.		
		SUB-SAHARAN AFRICA	DEVELOPMENT SUPPORT OF FISH PONDS	10,500.	WIRE/EFT	0.		

2 Enter total number of recipient organizations listed above that are recognized as charities by the foreign country, recognized as tax-exempt by the IRS, or for which the grantee or counsel has provided a section 501(c)(3) equivalency letter 58

3 Enter total number of other organizations or entities 0

Part II	Continuation of Grants and Other Assistance to Organizations or Entities Outside the United States. (Schedule F (Form 990), Part II, line 1)									
1	(a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of cash disbursement	(g) Amount of non-cash assistance	(h) Description of non-cash assistance	(i) Method of valuation (book, FMV, appraisal, other)	
			SUB-SAHARAN AFRICA	WILDLIFE SCOUTS SUPPORT	58,979.	WIRE/EFT	0.			
			SUB-SAHARAN AFRICA	ANTI-POACHING OPERATIONS AND SUPPORT	69,993.	WIRE/EFT	0.			
			SUB-SAHARAN AFRICA	CREATION OF NEW CENTERS OF DISSEMINATION OF BROODSTOCK, EDUCATION	18,000.	WIRE/EFT	0.			
			SUB-SAHARAN AFRICA	ALTERNATIVE LIVELIHOODS TRAINING & SUPPORT	22,500.	WIRE/EFT	0.			
			SUB-SAHARAN AFRICA	SUPPORT AGRICULTURAL LIVELIHOODS IN MLW LANDSCAPE	29,958.					
			SUB-SAHARAN AFRICA	ELEPHANT ANTI-POACHING OPERATIONS AND SUPPORT	31,334.	WIRE/EFT	0.			
			SUB-SAHARAN AFRICA	WILDLIFE MANAGEMENT STUDIES	25,837.					
			SUB-SAHARAN AFRICA	DEVELOPING BIO-ENTERPRISES INCLUDING HONEY, COMMERCIAL PRODUCTION	27,330.	WIRE/EFT	0.			
			SUB-SAHARAN AFRICA	GREAT FISH RIVER RESERVE RHINO PROTECTION	50,000.	WIRE/EFT	0.			

Part II Continuation of Grants and Other Assistance to Organizations or Entities Outside the United States. (Schedule F (Form 990), Part II, line 1)

1 (a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of cash disbursement	(g) Amount of non-cash assistance	(h) Description of non-cash assistance	(i) Method of valuation (book, FMV, appraisal, other)
		SUB-SAHARAN AFRICA	DEVELOPMENT OF FISH PONDS	10,500.	WIRE/EFT	0.		
		SUB-SAHARAN AFRICA	EWASO LIONS PROJECT-PREDATOR WORK SUPPORT	7,392.	WIRE/EFT	0.		
		SUB-SAHARAN AFRICA	COUNTER-POACHING WORK OF WILDLIFE RESERVE RANGERS IN FARO NP	10,000.	WIRE/EFT	0.		
		SUB-SAHARAN AFRICA	PECTO CAPACITY BUILDING SUPPORT FOR COMMUNITY BASED TOURISM ENTERPRISES	14,666.	WIRE/EFT	0.		
		SUB-SAHARAN AFRICA	COMMUNITY HEALTH CENTER CONSTRUCTION	33,000.	WIRE/EFT	0.		
		SUB-SAHARAN AFRICA	ANTI-POACHING AWARENESS FOR RHINO HORN IN ASIA (SINGAPORE)	15,000.	WIRE/EFT	0.		
		SUB-SAHARAN AFRICA	FISHERIES DEVELOPMENT IN THE LANDSCAPE MLW	36,000.	WIRE/EFT	0.		
		SUB-SAHARAN AFRICA	CAPACITY BUILDING IN MAKAME WILDLIFE MANAGEMENT AREA	11,643.	WIRE/EFT	0.		
		SUB-SAHARAN AFRICA	CAPACITY BUILDING - FISH FARM MANAGEMENT	54,186.	WIRE/EFT	0.		

Part II Continuation of Grants and Other Assistance to Organizations or Entities Outside the United States. (Schedule F (Form 990), Part II, line 1)

1 (a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of cash disbursement	(g) Amount of non-cash assistance	(h) Description of non-cash assistance	(i) Method of valuation (book, FMV, appraisal, other)
		SUB-SAHARAN AFRICA	COMMUNITY SEED MULTIPLICATION TRAINING FOR INCREASED FOOD	129,467.	WIRE/EFT	0.		
		SUB-SAHARAN AFRICA	IMPROVE WATER SPRINGS AND WATER HARVEST ACTIVITIES	22,240.	WIRE/EFT	0.		
		SUB-SAHARAN AFRICA	WILDLIFE AND NATIONAL PARK CONSERVATION	36,690.	WIRE/EFT	0.		
		SUB-SAHARAN AFRICA	ENDUIMENT WMA SURVEY GRANT	18,615.	WIRE/EFT	0.		
		SUB-SAHARAN AFRICA	SUPPORT FORMAL RECOG OF LAND USE PLAN WORK IN MLW	71,304.	WIRE/EFT	0.		
		SUB-SAHARAN AFRICA	DONATION TO KALAHARI CONSERVATION SOCIETY PROTECTED AREA	10,000.	WIRE/EFT	0.		
		SUB-SAHARAN AFRICA	INFRASTRUCTURE, CAPACITY BUILDING AND CONSERVATION LAND	116,497.	WIRE/EFT	0.		
		SUB-SAHARAN AFRICA	VILLAGE OFFICE CONSTRUCTION PROJECT	9,000.	WIRE/EFT	0.		
		SUB-SAHARAN AFRICA	HIV/AIDS INTERVENTIONS SUPPORT	15,000.	WIRE/EFT	0.		

AFRICAN WILDLIFE FOUNDATION, INC. 52-0781390

Part II Continuation of Grants and Other Assistance to Organizations or Entities Outside the United States. (Schedule F (Form 990), Part II, line 1)

(a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of cash disbursement	(g) Amount of non-cash assistance	(h) Description of non-cash assistance	(i) Method of valuation (book, FMV, appraisal, other)
		SUB-SAHARAN AFRICA	CHAPOTO COMMUNITY DEVELOPMENT GRANT	11,718.	WIRE/EFT	0.		
		SUB-SAHARAN AFRICA	SAVE VALLEY CONSERVANCY RHINO ANTI-POACHING SUPPORT	50,000.	WIRE/EFT	0.		
		SUB-SAHARAN AFRICA	SUPPORT FOR BOREHOLE DRILLING	12,873.	WIRE/EFT	0.		
		SUB-SAHARAN AFRICA	CAPACITY BUILDING FOR PASTORALIST DEVELOPMENT	12,844.	WIRE/EFT	0.		
		SUB-SAHARAN AFRICA	WILDLIFE MANAGEMENT AREA AND SCOUTS TRAINING	5,034.	WIRE/EFT	0.		
		SUB-SAHARAN AFRICA	AGROFORESTRY CAPACITY BUILDING	12,000.	WIRE/EFT	0.		
		SUB-SAHARAN AFRICA	TLCT SUPPORT	5,687.	WIRE/EFT	0.		
		SUB-SAHARAN AFRICA	BONGANDANGE PROJECT DEVELOPMENT SUPPORT	39,844.	WIRE/EFT	0.		
		SUB-SAHARAN AFRICA	PROCESSING OF NTFPS AND AGRICULTURAL PRODUCTS	10,200.	WIRE/EFT	0.		

Part II Continuation of Grants and Other Assistance to Organizations or Entities Outside the United States. (Schedule F (Form 990), Part II, line 1)

1 (a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of cash disbursement	(g) Amount of non-cash assistance	(h) Description of non-cash assistance	(i) Method of valuation (book, FMV, appraisal, other)
		SUB-SAHARAN AFRICA	COMMUNITY SCOUTS SUPPORT	13,492.	WIRE/EFT	0.		
		SUB-SAHARAN AFRICA	CYBERTRACKER SUPPORT AND TRAINING NIOKOLO KOBA NATIONAL PARK	10,000.	WIRE/EFT	0.		
		SUB-SAHARAN AFRICA	KIDEPO NATIONAL PARK OFFICE RENOVATIONS	22,505.	WIRE/EFT	0.		
		SUB-SAHARAN AFRICA	GRANT AWARD FOR RANDLEN WMA TRAINING	16,318.	WIRE/EFT	0.		
		SUB-SAHARAN AFRICA	PROCESSING OF NTFPS AND AGRICULTURAL PRODUCTS	19,500.	WIRE/EFT	0.		
		SUB-SAHARAN AFRICA	ENVIRONMENTAL EDUCATION PROJECT	11,400.	WIRE/EFT	0.		
		SUB-SAHARAN AFRICA	EWASO LIONS PROJECT-PREDATOR WORK SUPPORT	7,392.	WIRE/EFT	0.		
		SUB-SAHARAN AFRICA	GRANT TO KWS FOR LARGE ANIMAL CENSUS IN SAMBURU	11,268.	WIRE/EFT	0.		
		SUB-SAHARAN AFRICA	ELERAI TRUST-OLTIYANI SCOUTS SALARIES	19,634.	WIRE/EFT	0.		

Part II Continuation of Grants and Other Assistance to Organizations or Entities Outside the United States. (Schedule F (Form 990), Part II, line 1)								
1 (a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of cash disbursement	(g) Amount of non-cash assistance	(h) Description of non-cash assistance	(i) Method of valuation (book, FMV, appraisal, other)
		SUB-SAHARAN AFRICA	ESTABLISHMENT OF THE SEKUTE CONSERVATION AREA	35,732.	WIRE/EFT	0.		
		SUB-SAHARAN AFRICA	LUP AND SOIL EROSION CONTROL- UPPER KITETE KARATU	15,328.	WIRE/EFT	0.		
		SUB-SAHARAN AFRICA	HIV/AIDS EDUCATION AND AWARENESS CAMPAIGN AMONG COMMUNITIES OF	12,534.	WIRE/EFT	0.		
		SUB-SAHARAN AFRICA	TAWIRI ASSESSMENT OF CARNIVORE SPECIES DENSITY	20,781.	WIRE/EFT	0.		
		SUB-SAHARAN AFRICA	SUPPORT TO TLCT FOR MANYARA RANCH	136,294.	WIRE/EFT	0.		
		SUB-SAHARAN AFRICA	UGANDA COMMUNITY TOURISM DEVELOPMENT AND CAPACITY BUILDING	37,578.	WIRE/EFT	0.		
		SUB-SAHARAN AFRICA	DEVELOPMENT OF MICRO LIVESTOCK ENTERPRISE IN BEFALE	12,000.	WIRE/EFT	0.		
		SUB-SAHARAN AFRICA	ZAMBIA WILDLIFE SCOUTS TRAINING FEES	8,440.	WIRE/EFT	0.		
		SUB-SAHARAN AFRICA	ECONOMIC ASSESSMENT OF LAIKIPIA NP CONSERVATION AND DEVELOPMENT	32,607.	WIRE/EFT	0.		

Part III Grants and Other Assistance to Individuals Outside the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 16.
 Part III can be duplicated if additional space is needed.

(a) Type of grant or assistance	(b) Region	(c) Number of recipients	(d) Amount of cash grant	(e) Manner of cash disbursement	(f) Amount of non-cash assistance	(g) Description of non-cash assistance	(h) Method of valuation (book, FMV, appraisal, other)
UNIVERSITY AND TEACHER TRAINING	SUB-SAHARAN AFRICA	1	9,300	EFT/CHECK	0.		
WAGABA CHILDREN SCHOLARSHIP FUND	SUB-SAHARAN AFRICA	5	5,168	EFT/CHECK	0.		
KAZUNGULA HEARTLAND EASEMENTS FOR EDUCATION	SUB-SAHARAN AFRICA	98	19,314	EFT/CHECK	0.		
CONSERVATION GRANT	SUB-SAHARAN AFRICA	1	12,636	EFT/CHECK	0.		

Part IV Foreign Forms

- 1 Was the organization a U.S. transferor of property to a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 926, Return by a U.S. Transferor of Property to a Foreign Corporation (see Instructions for Form 926)* Yes No
- 2 Did the organization have an interest in a foreign trust during the tax year? *If "Yes," the organization may be required to file Form 3520, Annual Return to Report Transactions with Foreign Trusts and Receipt of Certain Foreign Gifts, and/or Form 3520-A, Annual Information Return of Foreign Trust With a U.S. Owner (see Instructions for Forms 3520 and 3520-A)* Yes No
- 3 Did the organization have an ownership interest in a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 5471, Information Return of U.S. Persons With Respect To Certain Foreign Corporations. (see Instructions for Form 5471)* Yes No
- 4 Was the organization a direct or indirect shareholder of a passive foreign investment company or a qualified electing fund during the tax year? *If "Yes," the organization may be required to file Form 8621, Information Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund. (see Instructions for Form 8621)* Yes No
- 5 Did the organization have an ownership interest in a foreign partnership during the tax year? *If "Yes," the organization may be required to file Form 8865, Return of U.S. Persons With Respect To Certain Foreign Partnerships. (see Instructions for Form 8865)* Yes No
- 6 Did the organization have any operations in or related to any boycotting countries during the tax year? *If "Yes," the organization may be required to file Form 5713, International Boycott Report. (see Instructions for Form 5713)* Yes No

Schedule F (Form 990) 2012

Part V Supplemental Information

Complete this part to provide the information required by Part I, line 2 (monitoring of funds); Part I, line 3, column (f) (accounting method; amounts of investments vs. expenditures per region); Part II, line 1 (accounting method); Part III (accounting method); and Part III, column (c) (estimated number of recipients), as applicable. Also complete this part to provide any additional information.

SCHEDULE F, PART I, LINE 2: AWF OCCASIONALLY WORKS WITH SUB-RECIPIENTS.

IN SUCH CASES, ONLY KNOWN, VETTED ORGANIZATIONS ARE CHOSEN THAT CAN DEMONSTRATE AN ABILITY TO ACCOMPLISH THE PROGRAM OBJECTIVES.

SUB-RECIPIENTS ARE OFTEN INCLUDED BY NAME IN GRANT PROPOSALS.

SUB-RECIPIENTS ARE GENERALLY PROVIDED WITH ADVANCES, AND REQUIRED TO REPORT QUARTERLY. BOTH FINANCIAL AND PROGRAMMATIC REPORTS ARE REQUIRED TO BE SUBMITTED TO THE RELATED HL IMPLEMENTATION TEAMS (GENERALLY HL DIRECTOR). THE HEARTLAND FINANCE AND ADMINISTRATION OFFICER REVIEWS SUB-RECIPIENT FINANCIAL REPORTS AND FORWARD TO THE GRANT FINANCIAL MANAGER FOR A FURTHER QUALITY CONTROL. ONLY UPON HER REVIEW ARE FURTHER PAYMENTS OR ADVANCES PROVIDED. GENERALLY, LARGE SUB-RECIPIENTS ARE PAID THROUGH DC, AND THUS RECEIVE THE ADDED SCRUTINY OF THE ACCOUNTING MANAGER, DIRECTOR OF FINANCE, AND/OR CFO PRIOR TO DISTRIBUTION.

PART II, COLUMN (D):

REGION: SUB-SAHARAN AFRICA

(D) PURPOSE OF GRANT: CREATION OF NEW CENTERS OF DISSEMINATION OF BROODSTOCK, EDUCATION AND TRAINING IN FARMING TECHNIQUES AND ANIMAL HEALTH IN DJOLU

REGION: SUB-SAHARAN AFRICA

(D) PURPOSE OF GRANT: DEVELOPING BIO-ENTERPRISES INCLUDING HONEY, COMMERCIAL PRODUCTION OF WILD PLANTS

REGION: SUB-SAHARAN AFRICA

(D) PURPOSE OF GRANT: COMMUNITY SEED MULTIPLICATION TRAINING FOR

Part V Supplemental Information

Complete this part to provide the information required by Part I, line 2 (monitoring of funds); Part I, line 3, column (f) (accounting method; amounts of investments vs. expenditures per region); Part II, line 1 (accounting method); Part III (accounting method); and Part III, column (c) (estimated number of recipients), as applicable. Also complete this part to provide any additional information.

INCREASED FOOD SECURITY

REGION: SUB-SAHARAN AFRICA

(D) PURPOSE OF GRANT: PROTECTED AREA INFRASTRUCTURE, CAPACITY BUILDING AND CONSERVATION LAND GRANT

REGION: SUB-SAHARAN AFRICA

(D) PURPOSE OF GRANT: HIV/AIDS EDUCATION AND AWARENESS CAMPAIGN AMONG COMMUNITIES OF GALAPO, BAGARA, MAWE MAIRO, AND MWADA

SCHEDULE G
(Form 990 or 990-EZ)

Supplemental Information Regarding Fundraising or Gaming Activities

OMB No. 1545-0047

2012

Department of the Treasury
Internal Revenue Service

Complete if the organization answered "Yes" to Form 990, Part IV, lines 17, 18, or 19, or if the organization entered more than \$15,000 on Form 990-EZ, line 6a.
▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

Open To Public Inspection

Name of the organization **AFRICAN WILDLIFE FOUNDATION, INC.** Employer identification number **52-0781390**

Part I Fundraising Activities. Complete if the organization answered "Yes" to Form 990, Part IV, line 17. Form 990-EZ filers are not required to complete this part.

1 Indicate whether the organization raised funds through any of the following activities. Check all that apply.

- a Mail solicitations
- b Internet and email solicitations
- c Phone solicitations
- d In-person solicitations
- e Solicitation of non-government grants
- f Solicitation of government grants
- g Special fundraising events

2 a Did the organization have a written or oral agreement with any individual (including officers, directors, trustees or key employees listed in Form 990, Part VII) or entity in connection with professional fundraising services? Yes No

b If "Yes," list the ten highest paid individuals or entities (fundraisers) pursuant to agreements under which the fundraiser is to be compensated at least \$5,000 by the organization.

(i) Name and address of individual or entity (fundraiser)	(ii) Activity	(iii) Did fundraiser have custody or control of contributions?		(iv) Gross receipts from activity	(v) Amount paid to (or retained by) fundraiser listed in col. (i)	(vi) Amount paid to (or retained by) organization
		Yes	No			
SANKY COMMUNICATIONS, INC. - 599 11TH AVENUE, 6TH FLOOR,	MANAGEMENT OF DIRECT MAIL PROGRAM		X	1,654,640.	215,728.	1,438,912.
Total				1,654,640.	215,728.	1,438,912.

3 List all states in which the organization is registered or licensed to solicit contributions or has been notified it is exempt from registration or licensing.

AL, AK, AZ, AR, CA, CO, CT, DE, FL, GA, HI, ID, IL, IN, IA, KS, KY, LA, ME, MD, MA, MI, MN, MS, MO
MT, NE, NV, NH, NJ, NM, NY, NC, ND, OH, OK, OR, PA, RI, SC, SD, TN, TX, UT, VT, VA, WA, WV, WI, WY
DC

SEE PART IV FOR CONTINUATIONS

232081
01-07-13

COPY

Part II Fundraising Events. Complete if the organization answered "Yes" to Form 990, Part IV, line 18, or reported more than \$15,000 of fundraising event contributions and gross income on Form 990-EZ, lines 1 and 6b. List events with gross receipts greater than \$5,000.

		(a) Event #1	(b) Event #2	(c) Other events	(d) Total events
		(event type)	(event type)	(total number)	(add col. (a) through col. (c))
Revenue	1	Gross receipts			
	2	Less: Contributions			
	3	Gross income (line 1 minus line 2)			
Direct Expenses	4	Cash prizes			
	5	Noncash prizes			
	6	Rent/facility costs			
	7	Food and beverages			
	8	Entertainment			
	9	Other direct expenses			
	10	Direct expense summary. Add lines 4 through 9 in column (d)			()
	11	Net income summary. Combine line 3, column (d), and line 10			()

Part III Gaming. Complete if the organization answered "Yes" to Form 990, Part IV, line 19, or reported more than \$15,000 on Form 990-EZ, line 6a.

		(a) Bingo	(b) Pull tabs/instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (add col. (a) through col. (c))
		1	Gross revenue		
Direct Expenses	2	Cash prizes			
	3	Noncash prizes			
	4	Rent/facility costs			
	5	Other direct expenses			
	6	Volunteer labor	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No
7	Direct expense summary. Add lines 2 through 5 in column (d)				()
8	Net gaming income summary. Combine line 1, column d, and line 7				()

9 Enter the state(s) in which the organization operates gaming activities: _____
 a Is the organization licensed to operate gaming activities in each of these states? Yes No
 b If "No," explain: _____

10a Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year? Yes No
 b If "Yes," explain: _____

- 11 Does the organization operate gaming activities with nonmembers? Yes No
- 12 Is the organization a grantor, beneficiary or trustee of a trust or a member of a partnership or other entity formed to administer charitable gaming? Yes No
- 13 Indicate the percentage of gaming activity operated in:

13a		%
13b		%
- 14 Enter the name and address of the person who prepares the organization's gaming/special events books and records:

Name ▶ _____

Address ▶ _____

- 15a Does the organization have a contract with a third party from whom the organization receives gaming revenue? Yes No
- b If "Yes," enter the amount of gaming revenue received by the organization ▶ \$ _____ and the amount of gaming revenue retained by the third party ▶ \$ _____.
- c If "Yes," enter name and address of the third party:

Name ▶ _____

Address ▶ _____

- 16 Gaming manager information:
- Name ▶ _____
- Gaming manager compensation ▶ \$ _____
- Description of services provided ▶ _____
- _____
- _____
- Director/officer Employee Independent contractor

- 17 Mandatory distributions:
- a Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license? Yes No
- b Enter the amount of distributions required under state law to be distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year ▶ \$ _____

Part IV Supplemental Information. Complete this part to provide the explanations required by Part I, line 2b, columns (iii) and (v), and Part III, lines 9, 9b, 10b, 15b, 15c, 16, and 17b, as applicable. Also complete this part to provide any additional information (see instructions).

SCHEDULE G, PART I, LINE 2B, LIST OF TEN HIGHEST PAID FUNDRAISERS:

(I) NAME OF FUNDRAISER: SANKY COMMUNICATIONS, INC.

(I) ADDRESS OF FUNDRAISER: 599 11TH AVENUE, 6TH FLOOR, NEW YORK, NY 10036

COPY

**SCHEDULE I
(Form 990)**

Department of the Treasury
Internal Revenue Service

**Grants and Other Assistance to Organizations,
Governments, and Individuals in the United States**

Complete if the organization answered "Yes" to Form 990, Part IV, line 21 or 22.
▶ Attach to Form 990.

OMB No. 1545-0047

2012

Open to Public
Inspection

Name of the organization

AFRICAN WILDLIFE FOUNDATION, INC.

Employer identification number
52-0781390

Part I General Information on Grants and Assistance

1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? Yes No

2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States.

Part II Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Part II can be duplicated if additional space is needed.

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
UNIVERSITY OF MARYLAND 4101 CHESAPEAKE BOULEVARD COLLEGE PARK, MD 20742	52-6002033	501(C)(3)	78,409.	0.			SPATIAL MODELING FOR LANDSCAPE ZONING
WILDAID 744 MONTGOMERY STREET, SUITE 300 SAN FRANCISCO, CA 94111	20-3644441	501(C)(3)	135,000.	0.			WILDAID RHINO HORN CAMPAIGN
JANE GOODALL INSTITUTE 1595 SPRING HILL ROAD VIENNA, VA 22182	94-2474731	501(C)(3)	53,755.	0.			UGANDA NATIONAL PARK CAPACITY BUILDING
THE SCHOOL FOR FIELD STUDIES 100 CUMMINGS CENTER, SUITE 534-G BEVERLY, MA 01915	04-2711596	501(C)(3)	25,837.	0.			SFS PREDATOR ASSESSMENT-MANAGEMENT PLAN
INTERNATIONAL ECOTOURISM SOCIETY P.O. BOX 96503, #34145 WASHINGTON, DC 20009	03-0343403	501(C)(3)	15,000.	0.			ECOTOURISM STUDIES

2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table 5.

3 Enter total number of other organizations listed in the line 1 table 0.

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule I (Form 990) (2012)

Part III Grants and Other Assistance to Individuals in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 22. Part III can be duplicated if additional space is needed.

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance

Part IV Supplemental Information. Complete this part to provide the information required in Part I, line 2, Part III, column (b), and any other additional information.

SCHEDULE I, PART I, LINE 2: AWF OCCASIONALLY WORKS WITH SUB-RECIPIENTS. IN

SUCH CASES, ONLY KNOWN, VETTED ORGANIZATIONS ARE CHOSEN THAT CAN

DEMONSTRATE AN ABILITY TO ACCOMPLISH THE PROGRAM OBJECTIVES.

BOTH FINANCIAL AND PROGRAMMATIC REPORTS ARE REQUIRED TO BE SUBMITTED TO THE

RELATED HL IMPLEMENTATION TEAMS (GENERALLY HL DIRECTOR). THE HEARTLAND

FINANCE AND ADMINISTRATION OFFICER REVIEWS SUB-RECIPIENT FINANCIAL REPORTS

AND FORWARD TO THE GRANT FINANCIAL MANAGER FOR A FURTHER QUALITY CONTROL.

ONLY UPON HER REVIEW ARE FURTHER PAYMENTS OR ADVANCES PROVIDED. GENERALLY,

Part IV Supplemental Information

LARGE SUB-RECIPIENTS ARE PAID THROUGH DC, AND THUS RECEIVE THE ADDED
SCRUTINY OF THE ACCOUNTING MANAGER, DIRECTOR OF FINANCE, AND/OR CFO BEFORE
DISTRIBUTION.

Multiple horizontal lines for supplemental information.

**SCHEDULE J
(Form 990)**

Department of the Treasury
Internal Revenue Service

Compensation Information

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

▶ Complete if the organization answered "Yes" to Form 990, Part IV, line 23.

▶ Attach to Form 990. ▶ See separate instructions.

OMB No. 1545-0047

2012

Open to Public Inspection

Name of the organization

AFRICAN WILDLIFE FOUNDATION, INC.

Employer identification number

52-0781390

Part I Questions Regarding Compensation

1a Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items.

- | | |
|--|--|
| <input type="checkbox"/> First-class or charter travel | <input type="checkbox"/> Housing allowance or residence for personal use |
| <input type="checkbox"/> Travel for companions | <input type="checkbox"/> Payments for business use of personal residence |
| <input type="checkbox"/> Tax indemnification and gross-up payments | <input type="checkbox"/> Health or social club dues or initiation fees |
| <input type="checkbox"/> Discretionary spending account | <input type="checkbox"/> Personal services (e.g., maid, chauffeur, chef) |

b If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain

2 Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all officers, directors, trustees, and the CEO/Executive Director, regarding the items checked in line 1a?

3 Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III.

- | | |
|---|---|
| <input checked="" type="checkbox"/> Compensation committee | <input type="checkbox"/> Written employment contract |
| <input checked="" type="checkbox"/> Independent compensation consultant | <input checked="" type="checkbox"/> Compensation survey or study |
| <input checked="" type="checkbox"/> Form 990 of other organizations | <input checked="" type="checkbox"/> Approval by the board or compensation committee |

4 During the year, did any person listed in Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization:

a Receive a severance payment or change-of-control payment?

b Participate in, or receive payment from, a supplemental nonqualified retirement plan?

c Participate in, or receive payment from, an equity-based compensation arrangement?

If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.

Only section 501(c)(3) and 501(c)(4) organizations must complete lines 5-9.

5 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:

a The organization?

b Any related organization?

If "Yes" to line 5a or 5b, describe in Part III.

6 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:

a The organization?

b Any related organization?

If "Yes" to line 6a or 6b, describe in Part III.

7 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If "Yes," describe in Part III

8 Were any amounts reported in Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III

9 If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?

	Yes	No
1a		
1b		
2		
3		
4a	X	
4b		X
4c		X
5a		X
5b		X
6a		X
6b		X
7		X
8		X
9		

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule J (Form 990) 2012

Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees. Use duplicate copies if additional space is needed.

For each individual whose compensation must be reported in Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions, on row (ii). Do not list any individuals that are not listed on Form 990, Part VII.

Note. The sum of columns (B)(i)-(iii) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable column (D) and (E) amounts for that individual.

(A) Name and Title	(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported as deferred in prior Form 990
	(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
(1) PATRICK BERGIN CHIEF EXECUTIVE OFFICER	238,075.	0.	0.	40,808.	7,997.	286,880.	0.
(2) HELEN GICHOHI PRESIDENT (THRU 11/2012)	142,808.	0.	0.	14,281.	11,359.	168,448.	0.
(3) JOANNA ELLIOT VP OF KNOWLEDGE MGMT (THRU 03/2013)	166,492.	0.	0.	16,649.	19,155.	202,296.	0.
(4) JEFF CHRISFIELD CHIEF FINANCIAL OFFICER	162,069.	0.	0.	16,207.	9,583.	187,859.	0.
(5) CRAIG SHOLLEY VP OF PHILANTHROPY/MARKETING	161,641.	0.	0.	16,164.	5,283.	183,088.	0.
(6) DAUDI SUMBA VP OF PROGRAM OPERATIONS	154,596.	0.	0.	15,460.	4,450.	174,506.	0.
(7) HARRY VAN DER LINDE SNR DIR. PROG DESIGN (THRU 10/2012)	111,321.	0.	66,138.	11,132.	2,812.	191,403.	0.
	0.	0.	0.	0.	0.	0.	0.

Part III Supplemental Information

Complete this part to provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 3, 4a, 4b, 4c, 5a, 5b, 6a, 6b, 7, and 8, and for Part II. Also complete this part for any additional information.

PART I, LINE 4A: HARRY VAN DER LINDE, WHO SERVED AS SENIOR DIRECTOR OF PROGRAM DESIGN, UNTIL OCTOBER 31, 2012, RECEIVED A SEVERANCE PAYMENT OF \$66,138.

**SCHEDULE M
(Form 990)**

Noncash Contributions

OMB No. 1545-0047

2012

**Open to Public
Inspection**

Department of the Treasury
Internal Revenue Service

▶ **Complete if the organizations answered "Yes" on Form
990, Part IV, lines 29 or 30.
▶ Attach to Form 990.**

Name of the organization **AFRICAN WILDLIFE FOUNDATION, INC.** Employer identification number **52-0781390**

Part I Types of Property

	(a) Check if applicable	(b) Number of contributions or items contributed	(c) Noncash contribution amounts reported on Form 990, Part VIII, line 1g	(d) Method of determining noncash contribution amounts
1 Art - Works of art				
2 Art - Historical treasures				
3 Art - Fractional interests				
4 Books and publications				
5 Clothing and household goods				
6 Cars and other vehicles				
7 Boats and planes				
8 Intellectual property				
9 Securities - Publicly traded	X	29	264,560.	FAIR MARKET VALUE
10 Securities - Closely held stock				
11 Securities - Partnership, LLC, or trust interests				
12 Securities - Miscellaneous				
13 Qualified conservation contribution - Historic structures				
14 Qualified conservation contribution - Other				
15 Real estate - Residential				
16 Real estate - Commercial				
17 Real estate - Other				
18 Collectibles				
19 Food inventory				
20 Drugs and medical supplies				
21 Taxidermy				
22 Historical artifacts				
23 Scientific specimens				
24 Archeological artifacts				
25 Other ▶ (_____)				
26 Other ▶ (_____)				
27 Other ▶ (_____)				
28 Other ▶ (_____)				

29 Number of Forms 8283 received by the organization during the tax year for contributions for which the organization completed Form 8283, Part IV, Donee Acknowledgement **29**

	Yes	No
30a During the year, did the organization receive by contribution any property reported in Part I, lines 1-28 that it must hold for at least three years from the date of the initial contribution, and which is not required to be used for exempt purposes for the entire holding period?		X
b If "Yes," describe the arrangement in Part II.		
31 Does the organization have a gift acceptance policy that requires the review of any non-standard contributions?	X	
32a Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash contributions?		X
b If "Yes," describe in Part II.		
33 If the organization did not report an amount in column (c) for a type of property for which column (a) is checked, describe in Part II.		

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule M (Form 990) (2012)

Part II

Supplemental Information. Complete this part to provide the information required by Part I, lines 30b, 32b, and 33, and whether the organization is reporting in Part I, column (b), the number of contributions, the number of items received, or a combination of both. Also complete this part for any additional information.

Lined area for supplemental information.

SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on
Form 990 or 990-EZ or to provide any additional information.
▶ Attach to Form 990 or 990-EZ.

OMB No. 1545-0047

2012

Open to Public
Inspection

Name of the organization

AFRICAN WILDLIFE FOUNDATION, INC.

Employer identification number

52-0781390

FORM 990, PART V, LINE 4B, LIST OF FOREIGN COUNTRIES:

TANZANIA, SOUTH AFRICA, CONGO, DEM REP, ZAMBIA,

UNITED KINGDOM, MOZAMBIQUE, MAURITIUS, KENYA,

BURKINA FASO, UGANDA

FORM 990, PART VI, SECTION B, LINE 11: DATA AND INFORMATION FOR THE
FEDERAL FORM 990 ARE COMPILED BY THE FINANCE DEPARTMENT AND REVIEWED BY THE
CFO. UPON RECEIPT OF THE FEDERAL FORM 990 FROM AWF TAX ACCOUNTANTS, THE
COMPLETED RETURN UNDERGOES A SECOND LEVEL OF REVIEW BY THE CFO. CHANGES ARE
COMMUNICATED TO THE TAX ACCOUNTANTS AS NECESSARY AND APPROPRIATE. THE FINAL
DRAFT IS REVIEWED BY THE CFO AND THE CEO BEFORE BEING PRESENTED TO THE
AUDIT COMMITTEE. THEREAFTER, A COPY OF THE RETURN IS PROVIDED TO THE FULL
BOARD OF TRUSTEES BEFORE FILING WITH THE INTERNAL REVENUE SERVICE.

FORM 990, PART VI, SECTION B, LINE 12C: TRUSTEES AND OFFICERS RECEIVE AND
SIGN A CONFLICT OF INTEREST POLICY STATEMENT UPON ELECTION TO THE BOARD OF
TRUSTEES, WITH NEW FORMS COMPLETED AT LEAST ANNUALLY. IF A TRUSTEE FEELS
SHE/HE MAY HAVE A POTENTIAL CONFLICT OF INTEREST WITH AWF, THESE CONCERNS
ARE BROUGHT TO THE ATTENTION OF THE BOARD OF TRUSTEES' CHAIR AND/OR AUDIT
COMMITTEE OF THE BOARD OF TRUSTEES' FOR DELIBERATION.

ALL STAFF MEMBERS ARE REQUIRED TO SIGN A CONFLICT OF INTEREST POLICY UPON
HIRING AND WITH EACH NEW CONTRACT AMENDMENT. STAFF CONCERNS REGARDING
CONFLICTS OF INTEREST ARE BROUGHT TO THE HUMAN RESOURCES DEPARTMENT FOR
RESEARCH WITH REVIEW BY THE CHIEF FINANCIAL OFFICER AND OTHER MEMBERS OF
EXECUTIVE MANAGEMENT AS NECESSARY.

Name of the organization

AFRICAN WILDLIFE FOUNDATION, INC.

Employer identification number

52-0781390

WITH REGARD TO CONTRACT REVIEW, STAFF THAT REVIEW PURCHASES AND CONTRACTS ARE TRAINED TO QUESTION POTENTIAL CONFLICTS OF INTEREST. LOCAL FINANCE OFFICES REVIEW TRANSACTIONS UP TO \$1,000, WITH ADDITIONAL SCRUTINY GIVEN TO LARGER CONTRACTS. ANY POTENTIAL CONFLICTS OF INTEREST ARE FORWARDED TO THE CFO FOR REVIEW.

FORM 990, PART VI, SECTION B, LINE 15: A STUDY OF COMPENSATION FOR OFFICERS AND KEY EMPLOYEES IS CONDUCTED ANNUALLY. FOR ALL OFFICERS AND KEY STAFF LOCATED WITHIN THE UNITED STATES, INFORMATION FROM COMPARABLE ORGANIZATIONS IS COLLECTED THROUGH PUBLICLY AVAILABLE FEDERAL 990 FORMS. FOR KEY EMPLOYEES LOCATED OUTSIDE THE UNITED STATES, COMPENSATION STUDIES ARE OBTAINED AS NECESSARY TO PROVIDE COMPARABLE DATA.

COMPENSATION DATA IS SUMMARIZED IN A REPORT AND APPROVED FIRST BY THE BOARD COMPENSATION COMMITTEE, AND THEN BY THE FULL BOARD OF TRUSTEES EACH JANUARY. THE BOARD OF TRUSTEES SETS THE COMPENSATION FOR AWF'S CHIEF EXECUTIVE OFFICER, AND PROVIDES GUIDELINES FOR THE CEO TO SET OTHER EXECUTIVE SALARIES.

FORM 990, PART VI, LINE 17, LIST OF STATES RECEIVING COPY OF FORM 990:
AK, AL, AR, AZ, CA, CO, CT, FL, GA, HI, IL, KS, KY, LA, ME, MD, MA, MI, MN, MS, MO, NH, NJ, NM, NY
NC, ND, OH, OR, OK, PA, RI, SC, TN, UT, VA, WA, WV, WI

FORM 990, PART VI, SECTION C, LINE 19: AWF'S GOVERNING DOCUMENTS, POLICIES, FINANCIAL STATEMENTS AND FEDERAL FORM 990 ARE AVAILABLE TO THE PUBLIC UPON REQUEST. ADDITIONALLY, COPIES OF THE FEDERAL FORM 990 AND ANNUAL REPORTS ARE MAINTAINED ON THE WEBSITE.

232212
01-04-13

Schedule O (Form 990 or 990-EZ) (2012)

52

16070213 786783 AWF

2012.05030 AFRICAN WILDLIFE FOUNDATION AWF 1

COPY

Name of the organization

AFRICAN WILDLIFE FOUNDATION, INC.

Employer identification number

52-0781390

FORM 990, PART III, LINE 4A: AWF CONTINUES TO PIONEER THE USE OF COMMUNITY CONSERVATION ENTERPRISES, PROVIDE CRITICAL ASSISTANCE TO NATIONAL PARKS AND RESERVES, AND PROMOTE INTERNATIONAL COOPERATION TO PROTECT IMPORTANT SITES AND POPULATIONS THAT STRETCH ACROSS NATIONAL BOUNDARIES—DEMONSTRATING THAT WILDLIFE AND PEOPLE CAN THRIVE SIDE BY SIDE.

AWF'S WORK CAN BE CATEGORIZED INTO FOUR CORE AREAS: LAND AND HABITAT CONSERVATION, WILDLIFE PROTECTION, CONSERVATION ENTERPRISE, EDUCATION AND TRAINING. AWF IS ALSO ACTIVE IN CLIMATE CHANGE ACTIVITIES AND IN POLICY DISCUSSIONS. BELOW IS A BRIEF DESCRIPTION OF AWF'S PERSPECTIVE ON EACH CATEGORY AND KEY ACHIEVEMENTS WITHIN THE LAST FISCAL YEAR.

A. LAND AND HABITAT CONSERVATION: AWF'S UNIQUE LARGE-LANDSCAPE APPROACH TO CONSERVATION FOCUSES ON IDENTIFYING AFRICA'S GREAT WILD SPACES, PIECING TOGETHER PARKS, PRIVATE LANDS, AND COMMUNITY LANDS, WHICH CAN BE SECURED AS A HOME FOR WILDLIFE. HISTORICALLY, AWF WORKED TO ESTABLISH NATIONAL PARKS AND WILDLIFE RESERVES, AND TO HELP LOCAL PEOPLE ESTABLISH COMMUNITY CONSERVANCIES. AWF IS NOW SUPPORTING THE MANAGEMENT OF PARKS AND EXPLORING NEW PRIVATE LAND CONSERVATION APPROACHES, INCLUDING LIMITED LAND ACQUISITION AND NEW TYPES OF CONSERVATION LEASES, TO PROTECT CRITICAL WILDLIFE HABITAT.

I. AWF BEGAN WORKING WITH WILDLIFE AND PROTECTED AREA AUTHORITIES IN UGANDA UNDER A NEW GRANT, USAID/UGANDA TOURISM FOR BIODIVERSITY PROGRAM. PART OF THIS WORK INVOLVES CAPACITY BUILDING OF AUTHORITIES TO BOOST UGANDA'S WILDLIFE TOURISM PRODUCT, BUT A BIG PORTION OF THIS WORK

Name of the organization

AFRICAN WILDLIFE FOUNDATION, INC.

Employer identification number

52-0781390

INVOLVES ENSURING ONGOING CONSERVATION AND PROTECTION OF UGANDA'S NATIONAL PARKS AND PROTECTED AREAS. AWF HAS BEGUN MEETING WITH LANDOWNERS IN SOME OF THE AREAS IMMEDIATELY SURROUNDING NATIONAL PARKS ON THE IDEA OF COMMUNITY CONSERVANCIES, WHERE PRIVATELY OWNED LAND IS PROTECTED FOR WILDLIFE BUT LANDOWNERS GET ECONOMIC BENEFITS FROM THESE CHOICES. WHILE AWF IS ASSISTING IN THE DISCUSSIONS AND THE PROCESS OF EXPLORING THE POTENTIAL FOR A COMMUNITY CONSERVANCY, THIS WILL BE A PROCESS VERY MUCH DRIVEN BY THE LOCAL LANDOWNERS, ENSURING THAT THIS LAND CONSERVATION EFFORT IS EMBRACED AT THE LOCAL LEVEL.

B. WILDLIFE PROTECTION: EVEN WHERE LAND AND HABITAT HAVE BEEN SECURED, CERTAIN SPECIES FACE UNIQUE THREATS AND REQUIRE A TARGETED CONSERVATION APPROACH. POPULATIONS OF RARE AND ENDANGERED SPECIES, SUCH AS THE RHINOCEROS, GORILLA, AND ALL OF THE GREAT CATS, HAVE BEEN DIMINISHED DUE TO POACHING, DISEASE, AND CONFLICT WITH HUMANS. AWF USES A NUMBER OF METHODS TO MONITOR AND PROTECT KEY POPULATIONS AND ENSURE THESE SPECIES SURVIVE AND THRIVE IN THEIR NATIVE HABITAT. ONE OF THESE TACTICS IS TO PROVIDE FUNDING TO PARTNERS ON THE GROUND THROUGH THE NEWLY LAUNCHED SPECIES PROTECTION GRANTS PROGRAM. THE GRANTS PROGRAM FUNDS PROJECTS IN SIX THEMATIC AREAS: ELEPHANTS, RHINOS, CARNIVORES, GREAT APES, LAW ENFORCEMENT, AND AWARENESS.

I. IN SOUTHERN AFRICA, AWF HAS PROVIDED FUNDING FOR THE PROTECTION OF RHINOS: SAVE VALLEY CONSERVANCY HAS A CRITICAL POPULATION OF BLACK RHINOS, BUT THE CONSERVANCY IS UNDER SEVERE ECONOMIC PRESSURE DUE TO LOSS OF TOURISM INCOME. AWF IS PROVIDING SUPPORT FOR THE CONSERVANCY TO APPROPRIATELY MANAGE AND PROTECT THESE RHINOS. IN SOUTH AFRICA, AWF'S SUPPORT OF GREAT FISH RIVER NATURE RESERVE HAS ALLOWED THE RESERVE TO

232212
01-04-13

Schedule O (Form 990 or 990-EZ) (2012)

54

16070213 786783 AWF

2012.05030 AFRICAN WILDLIFE FOUNDATION AWF 1

COPY

Name of the organization AFRICAN WILDLIFE FOUNDATION, INC.	Employer identification number 52-0781390
---	--

INSTALL NEW "SAFETY" DOORS ON ITS RHINO ENCLOSURES, BUILD AN AIRPLANE HANGAR FOR AERIAL SURVEILLANCE EFFORTS AND PURCHASE FOUR NEW MOTORBIKES FOR PATROLS OF THE RESERVE.

II. IN EAST AFRICA, AWF IS HELPING TO TIGHTEN SECURITY IN CRITICAL AREAS AND PROVIDE PROTECTION OF ELEPHANTS: UNDER THE NEW GRANTS PROGRAM, AWF HAS ENSURED THAT MANYARA RANCH CONSERVANCY, WHICH CONNECTS BOTH TARANGIRE NATIONAL PARK AND LAKE MANYARA NATIONAL PARK, IS UNDER TIGHTER SECURITY, WITH SPECIALIZED TRAINING FOR SCOUTS ON THE CONSERVANCY, AND THE PURCHASE OF NEW VEHICLES TO BETTER MONITOR THE PROTECTED AREA. AWF HAS ALSO COORDINATED AN ANTIPOACHING TASK FORCE WITH LOCAL PROTECTED AREA AUTHORITIES, THE REGIONAL CRIME OFFICE, AND THE STATE'S ATTORNEY'S OFFICE IN ARUSHA, AN EFFORT THAT HAS RESULTED IN THE APPREHENSION OF SEVERAL POACHERS SINCE THE BEGINNING OF THE 2013 CALENDAR YEAR.

III. IN CENTRAL AND WEST AFRICA, AWF LAUNCHED THE AFRICAN APES INITIATIVE TO HELP ENSURE THAT GREAT APES IN AFRICA'S LAST REMAINING FORESTED HABITATS GET SUPPORT AND PROTECTION: GREAT APES IN AFRICA ARE AT RISK FROM HABITAT FRAGMENTATION AND DESTRUCTION, THE PET TRADE, TRANSFER OF HUMAN DISEASE, AND MORE. UNDER THE AFRICAN APES INITIATIVE, AWF IS APPLYING ITS DECADES OF GREAT APE PROTECTION EXPERIENCE WITH BONOBOS AND MOUNTAIN GORILLAS TO THE OTHER GREAT APE SPECIES ON THE CONTINENT. THE INITIATIVE HAS ALREADY ALLOWED FOR AWF TO BEGIN TRAINING RANGERS IN NIOKOLO-KOBA NATIONAL PARK IN SENEGAL, DJA BIOSPHERE RESERVE IN CAMEROON AND BILI UELE ON ECOLOGICAL MONITORING AND THE USER OF THE CYBERTRACKER/TRIMBLE ECOLOGICAL MONITORING TECHNOLOGY.

Name of the organization

AFRICAN WILDLIFE FOUNDATION, INC.

Employer identification number

52-0781390

C. CONSERVATION ENTERPRISE: AWF BELIEVES THAT AFRICA'S WILDLIFE AND WILD LANDS CAN ONLY BE TRULY SECURE WHEN CONSERVATION OPERATIONS HAVE A SOUND FINANCIAL BASIS, AND WHEN ECONOMIC INCENTIVES EXIST FOR LOCAL PEOPLE TO HELP CONSERVE NATURAL SYSTEMS. OVER THE PAST SEVERAL YEARS, AWF HAS WORKED WITH PRIVATE SECTOR PARTNERS TO CREATE CUTTING-EDGE EXAMPLES OF CONSERVATION TOURISM PRODUCTS THAT INCLUDE EQUITY HOLDINGS AND OTHER INCENTIVES FOR LOCAL PEOPLE TO CONSERVE WILDLIFE AND ITS HABITAT. AWF IS CURRENTLY EXPANDING ITS EMPHASIS ON AGRICULTURE, LIVESTOCK, AND FISHERIES AS SMALL BUSINESSES THAT SUPPORT HUMAN NEEDS WHILE REDUCING RELIANCE ON THE EXPLOITATION OF WILDLIFE RESOURCES.

I. AWF OPENED A NEW COMMUNITY-OWNED CONSERVATION LODGE IN ZAMBIA: THE AREA WHERE ZAMBIA, BOTSWANA, NAMIBIA AND ZIMBABWE MEET IS A HEAVY TOURIST ATTRACTION, IN PARTICULAR BECAUSE OF THE LARGE ELEPHANT POPULATION THAT MAKES ITS HOME THERE. INCREASED DEVELOPMENT HAS INCREASED HUMAN-WILDLIFE CONFLICT, HOWEVER, AND NEITHER LOCAL RESIDENTS NOR ELEPHANTS HAVE BENEFITED SIGNIFICANTLY FROM AREA TOURISM. AWF BROKERED AN AGREEMENT WITH THE LOCAL COMMUNITY AND A PRIVATE SECTOR PARTNER WHEREIN THE COMMUNITY OWNS THE NEW MACHENJE FISHING LODGE AND THE PARTNER OPERATES IT. REVENUES ARE SPLIT BETWEEN THE COMMUNITY AND THE PRIVATE OPERATOR, WITH COMMUNITY REVENUES TO BE PUT TOWARD COMMUNITY DEVELOPMENT PROJECTS THAT WILL PROVIDE A BETTER LIFE FOR THE RESIDENTS AND INCENTIVIZE THEM INTO PROTECTING THE AREA ELEPHANTS.

II. AWF CONTINUES TO PROVIDE SUPPORT TO A FINANCIAL SERVICES ORGANIZATION IN KENYA. IN AN AREA WHERE WOMEN HAVE FEW OPPORTUNITIES AND WEALTH HAS TRADITIONALLY BEEN MEASURED BY THE SIZE OF ONE'S LIVESTOCK HERD, AWF HAS PROVIDED ONGOING SUPPORT TO A FINANCIAL

Name of the organization AFRICAN WILDLIFE FOUNDATION, INC.	Employer identification number 52-0781390
---	--

SERVICES ORGANIZATION, NASARUNI, THAT IN THE PAST THREE YEARS HAS GROWN FROM A MERE 141 MEMBERS AND ABOUT US\$250 IN ASSETS TO MORE THAN 1,100 MEMBERS AND AN ASSET BASE OF US\$102,000. A MAJORITY OF THE MEMBERS ARE WOMEN, AND THE HEAD OF THE NASARUNI BOARD IS A WOMAN. THE REPAYMENT RATE IS NEAR 90 PERCENT, AND THE BANK HAS ALLOWED WOMEN THROUGHOUT THE COMMUNITY TO ESTABLISH NEW BUSINESSES AND BUILD HOUSING FOR THEIR FAMILIES. MEANWHILE, KNOWLEDGE OF CONSERVATION ISSUES HAS INCREASED AMONG THE MEMBERSHIP.

D. EDUCATION AND TRAINING: AWF WAS FOUNDED ON THE BELIEF THAT CONSERVATION EFFORTS MUST ULTIMATELY REST IN THE HANDS OF THE PEOPLE OF AFRICA WHO, WITH EDUCATIONAL SUPPORT, WILL CONSTRUCT A VIABLE PLATFORM TO CONSERVE THE CONTINENT'S WILDLIFE HERITAGE. OVER THE PAST DECADES, AWF HAS SPONSORED HUNDREDS OF YOUNG AFRICAN CONSERVATIONISTS TO STUDY WILDLIFE MANAGEMENT AND TO ACQUIRE HIGHER DEGREES IN CONSERVATION-RELATED FIELDS. BEYOND FORMAL EDUCATION, AWF WORKS TO TRAIN LOCAL PEOPLE AND BUILD THE CAPACITY OF AFRICAN INSTITUTIONS TO PROTECT AND MANAGE WILDLIFE.

I. AWF CONTINUED ITS CONSERVATION MANAGEMENT TRAINING PROGRAM: AWF IMPLEMENTED AND BEGAN TRAINING ITS FIRST CLASS OF CONSERVATION MANAGEMENT TRAINEES, A NEW HIGH-LEVEL MANAGEMENT AND MENTORING PROGRAM FOR MASTER'S GRADUATES WHO HAVE AN INTEREST IN DEVELOPING THEIR PRACTICAL CONSERVATION KNOWLEDGE. TWO CANDIDATES, ONE FROM KENYA AND ONE FROM THE DEMOCRATIC REPUBLIC OF CONGO, BEGAN WITH THE PROGRAM IN AUGUST OF 2012 AND WERE IMMERSSED IN AWF'S PROGRAMS, POLICIES AND PROJECT WORK, FIRST AT AWF HEADQUARTERS IN NAIROBI, KENYA, AND LATER IN OUR LANDSCAPES. ONE OF OUR TRAINEES WAS STATIONED IN THE MAU FORESTS OF

Name of the organization

AFRICAN WILDLIFE FOUNDATION, INC.

Employer identification number

52-0781390

KENYA AND RECENTLY WAS HIRED AS A FULL-TIME PROJECT MANAGER IN THAT LANDSCAPE. THE OTHER TRAINEE WAS STATIONED IN KENYA'S SAMBURU LANDSCAPE FOR 9 MONTHS AND IS NOW UNDERGOING A SECOND PERIOD OF IMMERSION IN UGANDA, AS PART OF OUR USAID/UGANDA TOURISM FOR BIODIVERSITY PROGRAM.

II. AWF LAUNCHED ITS AWF CONSERVATION SCHOOLS INITIATIVE, A GROUNDBREAKING PROGRAM THAT AIMS TO BUILD AND SUPPORT PRIMARY SCHOOLS IN RURAL AREAS, IN EXCHANGE FOR THOSE RURAL COMMUNITIES MAKING CERTAIN CONSERVATION CONCESSIONS. BUILDING UPON ITS ONGOING SUPPORT OF MANAYRA RANCH SCHOOL IN TANZANIA AND LUPANI PRIMARY SCHOOL IN ZAMBIA, AWF WILL, THROUGH THE CONSERVATION SCHOOLS INITIATIVE, BUILD ECOLOGICALLY FRIENDLY BUILDINGS AND TEACHER HOUSING, PROVIDE ACCESS TO TECHNOLOGY, PROVIDE TEACHER INCENTIVES AND ONGOING TEACHER TRAINING, AND INCORPORATE CONSERVATION CURRICULA INTO THE EDUCATIONAL SPHERE IN RURAL AREAS. AWF HAS PARTNERED WITH AN ARCHITECTURAL FIRM, MASS DESIGN GROUP, TO BEGIN DESIGNS ON A NEW SCHOOL IN ILIMA, DEMOCRATIC REPUBLIC OF CONGO, AND HAS BEGUN ASSESSING THE POTENTIAL FOR SIMILAR SCHOOLS IN ETHIOPIA AND RWANDA.

III. AWF HAS PROVIDED A SPECIAL TECHNICAL ADVISOR IN JUBA, SOUTH SUDAN, AT THE REQUEST OF THE SOUTH SUDANESE GOVERNMENT. PLACED WITHIN THE MINISTER OF WILDLIFE CONSERVATION AND TOURISM, THE ADVISOR--A FORMER DIRECTOR OF AWF'S MAASAI STEPPE LANDSCAPE--IS HELPING THE GOVERNMENT TO CREATE NEW WILDLIFE POLICIES, PROVIDING GUIDANCE ON RANGER TRAINING, OFFERING AWF'S VAST EXPERTISE IN CONSERVATION METHODOLOGIES AND LAND USE POLITICES, AND ESTABLISHING AN OVERALL A CULTURE OF CONSERVATION WITHIN A COUNTRY PREVIOUSLY RAVAGED BY DECADES OF WAR.

Name of the organization

AFRICAN WILDLIFE FOUNDATION, INC.

Employer identification number

52-0781390

E. CLIMATE CHANGE AND POLICY WORK: AWF AND ITS PARTNERS ACROSS AFRICA'S LANDSCAPES CAN BE SUCCESSFUL ONLY IF RELEVANT POLICIES, LAWS, REGULATIONS, AND FINANCING MECHANISMS ARE SUPPORTIVE OF CONSERVATION AND RELATED ACHIEVEMENTS. AWF WORKS WITH INDIVIDUAL AFRICAN GOVERNMENTS, PARK AGENCIES, REGIONAL BODIES, AND INTERNATIONAL FUNDING AGENCIES TO HELP DEVELOP AND PROMOTE POLICIES THAT CREATE A ROBUST ENVIRONMENT FOR CONSERVATION AND SUSTAINABLE MODELS OF ECONOMIC DEVELOPMENT. AWF HAS ARTICULATED A SPECIFIC AGENDA, WHICH IS REVISITED EACH YEAR, OF THE MOST ESSENTIAL POLICY POSITIONS THAT WE URGE GOVERNMENTS TO ADOPT TO ENSURE THAT WILDLIFE SURVIVES WHILE CONTRIBUTING TO A PROSPEROUS FUTURE FOR AFRICA.

I. AWF CONTINUED ITS REDD PROJECTS IN TANZANIA, KENYA, AND THE DEMOCRATIC REPUBLIC OF CONGO. AWF RECENTLY EMBARKED ON A PROJECT TO INCORPORATE THE ENTIRETY OF THE CHYULU HILLS ECOSYSTEM IN SOUTHERN KENYA INTO A REDD+ PROJECT

II. AWF PARTICIPATED IN LOCAL, NATIONAL, REGIONAL AND INTERNATIONAL CONFERENCES: AWF CONTINUED TO MAINTAIN ITS PRESENCE ON THE WORLD STAGE, ATTENDING A NUMBER OF KEY INTERNATIONAL CONFERENCES AND PARTICIPATING IN SEVERAL LOCAL, NATIONAL AND REGIONAL WORKSHOPS AND SEMINARS AS WELL. FOR EXAMPLE, AWF WAS A VISIBLE PRESENCE CITES CONFERENCE OF THE PARTIES IN THAILAND IN MARCH. FURTHER, AWF INVOLVED IN DISCUSSIONS WITH THE STATE DEPARTMENT AND OTHER NGOS THAT LED TO THE NOVEMBER 2012 ANNOUNCEMENT BY THEN-SECRETARY OF STATE HILLARY CLINTON TO ADD ILLEGAL WILDLIFE TRAFFICKING TO THE STATE DEPARTMENT'S FOREIGN POLICY AGENDA. AWF CEO PATRICK BERGIN HAS SUBSEQUENTLY PARTICIPATED IN HIGH-LEVEL, CLOSED-DOOR DISCUSSIONS WITH OTHER CONSERVATION GROUPS AND FORMER

Name of the organization AFRICAN WILDLIFE FOUNDATION, INC.	Employer identification number 52-0781390
---	--

SECRETARY CLINTON ON THE TOPIC OF ILLEGAL WILDLIFE TRAFFICKING.

FORM 990, PART III, LINE 4B:

A. AWF INTENSIFIED ITS SAFARI PROGRAM OFFERINGS TO MEMBERS AND OTHER SUPPORTERS: DURING ONE OF SEVERAL AWF PLANNED SAFARIS OVER THE PAST YEAR, AWF LED A GROUP OF MEMBERS ON A 13-DAY SAFARI TO TANZANIA. THE TRIP WAS DESIGNED TO BUILD KNOWLEDGE ABOUT EAST AFRICA'S MAGNIFICENT WILDLIFE WHILE SPOTLIGHTING CONSERVATION PROJECTS THAT LINK WILDLIFE PROTECTION WITH IMPROVED HUMAN WELL-BEING. THIS SAFARI WAS PARTICULARLY SPECIAL THIS YEAR BECAUSE IT INCLUDED THE WINNER OF AWF'S SAFARI SWEEPSTAKES COMPETITION.

B. AWF CONTINUED ITS PARTNERSHIP WITH NATURE'S BEST PHOTOGRAPHY TO BUILD AWARENESS ABOUT WILDLIFE CONSERVATION: AWF SPONSORED AN AFRICAN WILDLIFE CATEGORY IN THE PRESTIGIOUS NATURE'S BEST PHOTOGRAPHY WINDLAND SMITH RICE INTERNATIONAL AWARDS. EVERY YEAR THE COMPETITION CELEBRATES THE BEAUTY AND DIVERSITY OF NATURE THROUGH THE ART OF PHOTOGRAPHY. WINNERS ARE FEATURED IN A SEVERAL-MONTH-LONG PRINT EXHIBITION AT THE SMITHSONIAN'S NATIONAL MUSEUM OF NATURAL HISTORY FOR THOUSANDS OF VISITORS TO ENJOY AND LEARN FROM.

C. AWF CONTINUED ITS PUBLIC AWARENESS CAMPAIGN IN CHINA ON RHINO POACHING, AND EXTENDED THAT CAMPAIGN TO ALSO EDUCATE ASIAN CONSUMERS ON ELEPHANT POACHING. BECAUSE POACHING OF ELEPHANTS AND RHINOS IN AFRICA IS BEING CAUSED BY DEMAND IN ASIA FOR IVORY AND RHINO HORN, AWF HAS CONTINUED ITS UNIQUE CAMPAIGN WITH FELLOW NGO WILDAID, USING THE POWER OF ASIAN CELEBRITIES TO EDUCATE CONSUMERS AND WOULD-BE CONSUMERS OF THESE WILDLIFE PRODUCTS THAT THEIR DEMAND IS RESULTING IN THE BRUTAL

Name of the organization

AFRICAN WILDLIFE FOUNDATION, INC.

Employer identification number

52-0781390

KILLINGS OF AFRICA'S ICONIC WILDLIFE. THUS FAR, PUBLIC SERVICE
 ANNOUNCEMENTS HAVE BEEN FILMED WITH FORMER NBA STAR YAO MING, MOVIE
 ACTION STAR JACKIE CHAN, VIETNAMESE-AMERICAN TV ACTRESS MAGGIE Q, AND
 OTHER CELEBRITIES WELL KNOWN IN ASIA. SOME OF THESE PSAS AND BILLBOARDS
 HAVE BEEN DISTRIBUTED ALREADY IN CHINA.

SCHEDULE R
(Form 990)

Department of the Treasury
Internal Revenue Service

Related Organizations and Unrelated Partnerships

▶ Complete if the organization answered "Yes" to Form 990, Part IV, line 33, 34, 35, 36, or 37.
▶ Attach to Form 990. ▶ See separate instructions.

OMB No. 1545-0047

2012
Open to Public Inspection

Name of the organization

AFRICAN WILDLIFE FOUNDATION, INC.

Employer identification number
52-0781390

Part I Identification of Disregarded Entities (Complete if the organization answered "Yes" to Form 990, Part IV, line 33.)

(a) Name, address, and EIN (if applicable) of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Total income	(e) End-of-year assets	(f) Direct controlling entity

Part II Identification of Related Tax-Exempt Organizations (Complete if the organization answered "Yes" to Form 990, Part IV, line 34 because it had one or more related tax-exempt organizations during the tax year.)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled entity?	
						Yes	No

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule R (Form 990) 2012

Part III Identification of Related Organizations Taxable as a Partnership (Complete if the organization answered "Yes" to Form 990, Part IV, line 34 because it had one or more related organizations treated as a partnership during the tax year.)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Predominant income (related, unrelated, excluded from tax under sections 512-514)	(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations?		(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
							Yes	No		Yes	No	

Part IV Identification of Related Organizations Taxable as a Corporation or Trust (Complete if the organization answered "Yes" to Form 990, Part IV, line 34 because it had one or more related organizations treated as a corporation or trust during the tax year.)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of-year assets	(h) Percentage ownership	(i) Section 512(b)(13) controlled entity?	
								Yes	No
AWC LIMITED	PROVISION OF CAPITAL		AFRICAN WILDLIFE FOUNDATION	C CORP	29,109.	57,715.	100%		X
C/O AXIS FIDUCIARY, 18N FRERE FELIX DE VALOIS PORT LOUIS, MAURITIUS	ENTERPRISES	MAURITIUS							
AWC CB1 LIMITED	PROVISION OF CAPITAL		MAURITIUS AWC LIMITED	C CORP	108,416.	2,609,475.	100%		X
C/O AXIS FIDUCIARY, 18N FRERE FELIX DE VALOIS PORT LOUIS, MAURITIUS	ENTERPRISES	MAURITIUS							
AWC CB2 LIMITED	PROVISION OF CAPITAL		MAURITIUS AWC LIMITED	C CORP	0.	2,678.	100%		X
C/O AXIS FIDUCIARY, 18N FRERE FELIX DE VALOIS PORT LOUIS, MAURITIUS	ENTERPRISES	MAURITIUS							

Part V Transactions With Related Organizations (Complete if the organization answered "Yes" to Form 990, Part IV, line 34, 35b, or 36.)

Note. Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule.

1 During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts I-IV?

	Yes	No
a Receipt of (i) interest (ii) annuities (iii) royalties or (iv) rent from a controlled entity	X	
b Gift, grant, or capital contribution to related organization(s)		X
c Gift, grant, or capital contribution from related organization(s)		X
d Loans or loan guarantees to or for related organization(s)	X	
e Loans or loan guarantees by related organization(s)		X
f Dividends from related organization(s)		X
g Sale of assets to related organization(s)		X
h Purchase of assets from related organization(s)		X
i Exchange of assets with related organization(s)		X
j Lease of facilities, equipment, or other assets to related organization(s)		X
k Lease of facilities, equipment, or other assets from related organization(s)		X
l Performance of services or membership or fundraising solicitations for related organization(s)		X
m Performance of services or membership or fundraising solicitations by related organization(s)		X
n Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)		X
o Sharing of paid employees with related organization(s)		X
p Reimbursement paid to related organization(s) for expenses		X
q Reimbursement paid by related organization(s) for expenses		X
r Other transfer of cash or property to related organization(s)		X
s Other transfer of cash or property from related organization(s)		X

2 If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds.

	(a) Name of other organization	(b) Transaction type (a-s)	(c) Amount involved	(d) Method of determining amount involved
(1)	AWC CB1 LIMITED	A	8,458.FMV	
(2)	AWC CB1 LIMITED	D	500,000.FMV	
(3)	AWC LIMITED	R	240,903.FMV	
(4)				
(5)				
(6)				

Part VI Unrelated Organizations Taxable as a Partnership (Complete if the organization answered "Yes" to Form 990, Part IV, line 37.)

Provide the following information for each entity taxed as a partnership through which the organization conducted more than five percent of its activities (measured by total assets or gross revenue) that was not a related organization. See instructions regarding exclusion for certain investment partnerships.

(a) Name, address, and EIN of entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Predominant income (related, unrelated, excluded from tax, under section 512-514)	(e) Are all partners sec. 501(c)(3) orgs.?		(f) Share of total income	(g) Share of end-of-year assets	(h) Dispropor- tionate allocations?		(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
				Yes	No			Yes	No		Yes	No	