Form 990-PF

Return of Private Foundation

OMB No. 1545-0052

	Form 390-FFF or Section 4947(a)(1) Nonexempt Charitable Trust Department of the Treasury Treated as a Private Foundation							2006			
Int	ernal R	evenue Service			may be able to use a copy of this return to satisfy state reporting requirements.						
_			, or tax year beginn	<u> </u>	1	0/		6, and	l ending		12/31/2006
G	Che	eck all that apply:	X Initial return		Final return		Amended return		Address	change	Name change
		Name of f	oundation							A Employ	er identification number
ι	Jse th	ne IRS									
	lat	bel. BILL &	MELINDA GATE	ES FO	UNDATION					56-	2618866
			nd street (or P.O. box	number	if mail is not delivered	l to s	street address)	Roon	n/suite		ne number (see page 11 of
	•	int								the instr	uctions)
	-	ype. 1551 E	ASTLAKE AVENU	IF. F.A	ST					(20	6) 709-3100
			vn, state, and ZIP code							ption applicat	ion is
	istiu									g, check here	ions, check here
		SET TT	E, WA 98102								ions meeting the
н	Che	eck type of organiz		n 501(c)(3) exempt private	foi	Indation		85%	6 test, check h	ere and attach
ï		51 0	onexempt charitable tr				vate foundation		com	putation .	· · · · · · · · · · · · · · · · · · ·
Ļ		market value of a			unting method:	-	ash X Accrual				status was terminated
•				J ACCO					under	section 507(b)	(1)(A), check here
		ear (from Part II,	().	(Part I	Other (specify) column (d) must be						a 60-month termination
		▶ \$ <u>29,654</u> ,			,		casii basis.j		under	section 507(b)	(1)(B), check here
F	art	total of amounts i may not necessa	venue and Expense n columns (b), (c), and rily equal the amounts age 11 of the instruction	l (d) in	(a) Revenue and expenses per books		(b) Net investment income		(c) Adjuste incom		(d) Disbursements for charitable purposes (cash basis only)
-	1		ts, etc., received (attach sche	. , ,	94,738,78	4.					(The same only)
	2	if th	e foundation is not requ								
	3		ich Sch. B nd temporary cash investi	mente	97,94	2	97,942				
	4		rest from securities	nento				•			
	-		rest nom securites								
		Net rental income or				_					
Revenue	6a b		n sale of assets not on lin all	e 10							
š	7	Capital gain net ind	come (from Part IV, lin	e2) .							
Ľ.	8	Net short-term cap	ital gain								
	9	Income modification									
	10 a	Gross sales less retu and allowances									
	b	Less: Cost of goods s									
	с	Gross profit or (los	s) (attach schedule)								
	11		ch schedule)								
	12		through 11		94,836,72	6.	97,942				
_	13	Compensation of offic	cers, directors, trustees, e	etc.		NE					
	14		alaries and wages								
ŝ	15		ployee benefits								
Expenses	16 a		schedule)								
ê,			ttach schedule)								
шî,			fees (attach schedule								
<u>S</u>	17										
trat	18		IIe) (see page 14 of the instru		4,20	8	NON	F			NONE
list	19	,	ch schedule) and deple	,	+, 20		11011				NONL
Ē			, ,								
and Administrative	20	1 2 2 2 2									
pd	21		s, and meetings								
	22	e .	ations		-1 л		NT () 1	17			1 4 0
ţ	23		ttach schedule) STM		14	9.	NON	브			149.
Operating	24		d administrative exp					_			
ð		Add lines 13 throug			4,35		NON	E			149.
_	25		, grants paid		6,493,00						6,493,004.
_	26		bursements. Add lines 24	and 25	6,497,36	1.	NON	E			6,493,153.
	27	Subtract line 26 fro	om line 12:								
			r expenses and disburseme		88,339,36	5.					
			come (if negative, ent	,			97,942				
	c	Adjusted net inco	me (if negative, enter	-0-)						-0-	

For Privacy Act and Paperwork Reduction Act Notice, see the instructions. **STMT 1

For	m 990	-PF (2006)	56-2618866					
Б	ort II	Attached schedules and amounts in the description column should be for end-of-year	Beginning of year	of year				
P	art I	amounts only. (See instructions.)	(a) Book Value	(b) Book Value	(c) Fair Market Value			
	1	Cash - non-interest-bearing	NONE	100.	100.			
	2	Savings and temporary cash investments	NONE		5,524,412.			
	3	Accounts receivable			, , ,			
		Less: allowance for doubtful accounts						
	4	Pledges receivable						
	-	Less: allowance for doubtful accounts						
	5							
	6	Grants receivable Receivables due from officers, directors, trustees, and other						
	0							
	-	disqualified persons (attach schedule) (see page 16 of the instructions) Other notes and loans receivable (attach schedule)						
	7							
	•	Less: allowance for doubtful accounts						
ŝ	8	Inventories for sale or use						
Assets	9	Prepaid expenses and deferred charges	NONE	327,042.	327,042.			
Ä		Investments - U.S. and state government obligations (attach schedule)						
		Investments - corporate stock (attach schedule)						
	с 11	Investments - corporate bonds (attach schedule)						
		Investments - land, buildings, and equipment: basis						
		Less: accumulated depreciation (attach schedule)	NONE	11,157,821.	11,157,821.			
	12	Investments - mortgage loans						
	13	Investments - other (attach schedule) STMT 3	NONE	29,564,176,183.	29,564,176,183.			
	14	Land, buildings, and equipment: basis						
		Less: accumulated depreciation (attach schedule)	NONE	43,349,460.	43,349,460.			
	15	Other assets (describe ►STMT_4_)	NONE	30,005,792.	30,005,792.			
	16	Total assets (to be completed by all filers - see page 17 of						
		the instructions. Also, see page 1, item I)	NONE	29,654,540,810.	29,654,540,810.			
	17	Accounts payable and accrued expenses		2,025,262.				
	18	Grants payable		,				
ŝ	19	Deferred revenue						
Liabilities	20	Loans from officers, directors, trustees, and other disqualified persons						
bil	21	Mortgages and other notes payable (attach schedule)						
Ë	22	Other liabilities (describe ►)						
	22				-			
	23	Total liabilities (add lines 17 through 22)	NONE	2,025,262.				
-		Organizations that follow SFAS 117, check here	NONL	2,023,202.				
		and complete lines 24 through 26 and lines 30 and 31.						
ŝ	24	Unrestricted	NONE	29,652,515,548.				
ဦ			NONE	2,052,515,540.	•			
Balances	25	Temporarily restricted						
ñ	26	Permanently restricted						
Fund		Organizations that do not follow SFAS 117, check here and complete lines 27 through 31.						
ц	.							
s or	27	Capital stock, trust principal, or current funds						
Net Assets	28	Paid-in or capital surplus, or land, bldg., and equipment fund			-			
Ass	29	Retained earnings, accumulated income, endowment, or other funds						
et /	30	Total net assets or fund balances (see page 18 of the						
Ž		instructions)	NONE	29,652,515,548.				
	31	Total liabilities and net assets/fund balances (see page 18 of						
		the instructions)	NONE	29,654,540,810.				
		Analysis of Changes in Net Assets or Fund I						
1		I net assets or fund balances at beginning of year - Part II, col		-				
				1	NONE			
		r amount from Part I, line 27a		2	88,339,365.			
3	Othe	er increases not included in line 2 (itemize)	ement 5	3	29,564,176,183.			
		lines 1, 2, and 3			29,652,515,548.			
-	D			_				
6	Tota	I net assets or fund balances at end of year (line 4 minus line	5) - Part II, column (b).	line 30 6	29,652,515,548.			
					Eorm 990-PF (2006)			

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Ρ	art IV Capital Gains	s and Losses for Tax on Inv	vestment Income			
		d describe the kind(s) of property sold (errick warehouse; or common stock, 200 s		(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	<i>,</i>		,	Benduon		
b						
c						
c						
e						
	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale		(h) Gain or (lo (e) plus (f) minu	
a						
		wing goin in column (b) and owned	by the foundation on 12/21/60			
	complete only for assets sho	wing gain in column (h) and owned			Gains (Col. (h) g (k), but not less t	
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	COI.	Losses (from co	
a	1					
b)					
_ C	;					
_ C	1					
_e	•					
2	Capital gain net income or ((net capital loss) { If If	f gain, also enter in Part I, line 7 f (loss), enter -0- in Part I, line 7 }	2		
3	Net short-term capital gain	or (loss) as defined in sections 122				
		line 8, column (c) (see pages 13 an				
	-	line 8		3		
Р			ced Tax on Net Investment Inc	-		
-			ection 4940(a) tax on net investmen)	
(I				t meene.)	
lf s	section 4940(d)(2) applies, le	eave this part blank. NOT	AVAILABLE FOR INITIAL	YEAR F	RETURNS	
W	as the foundation liable for tl	he section 4942 tax on the distribut	able amount of any year in the base	period?		Yes No
		ot qualify under section 4940(e). Do		•		
1	Enter the appropriate amo	unt in each column for each year: s	ee page 19 of the instructions before	e makina	anv entries.	
<u> </u>	(a)				(d)	
	Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets		Distribution ra (col. (b) divided by	
	2005					
	2004					
	2003					
	2002					
	2001			ļ		
2	Total of line 1, column (d)			2		
3	Average distribution ratio f	or the 5-year base period - divide th	ne total on line 2 by 5, or by			
	the number of vears the fo	undation has been in existence if le	ess than 5 years	3		
	,					
4	Enter the net value of none	charitable-use assets for 2006 from	Part X, line 5	4		
5	Multiply line 4 by line 3			5		
6	Enter 1% of net investmen	it income (1% of Part I, line 27b)		6		
7	Add lines 5 and 6			7		
8	Enter qualifying distributior	ns from Part XII, line 4		8		
	If line 8 is equal to or greater than		complete that part using a 1% tax rate. See the	Part VI inst	uctions on page 19	

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Par	VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page	19 of the ins	tructi	ons)	
1a	Exempt operating foundations described in section 4940(d)(2), check here and enter "N/A" on line 1.				
	Date of ruling letter: (attach copy of ruling letter if necessary - see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check	1		1,	959.
	here and enter 1% of Part I, line 27b				
с	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2			
3	Add lines 1 and 2	3		1,	<u>959</u> .
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4]	NONE
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5		1,	<u>959</u> .
6	Credits/Payments:				
а	2006 estimated tax payments and 2005 overpayment credited to 2006 6a 10,000.				
b	Exempt foreign organizations-tax withheld at source 6b NONE				
с	Tax paid with application for extension of time to file (Form 8868) 6c NONE				
d	Backup withholding erroneously withheld 6d NONE				
7	Total credits and payments. Add lines 6a through 6d	7		10,0	000.
8	Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached	8			
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9			
10		10		8,0	041.
11		11			
Par	t VII-A Statements Regarding Activities				
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it			Yes	No
	participate or intervene in any political campaign?		1a		Х
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 20				
	of the instructions for definition)?		1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials				
	published or distributed by the foundation in connection with the activities.				
с	Did the foundation file Form 1120-POL for this year?		1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:				
	(1) On the foundation. \\$ NONE (2) On foundation managers. \\$ NONE	<u>E</u>			
е	Enter the reimbursement (if any) paid by the organization during the year for political expenditure tax imposed or	n			
	foundation managers. \$ NONE				
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?		2		X
	If "Yes," attach a detailed description of the activities.				
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles o	f			
	incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		3		Х
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		4a		Х
b	If "Yes," has it filed a tax return on Form 990-T for this year?		4b	N	/A
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?		5		Х
	If "Yes," attach the statement required by General Instruction T.				
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:				
	 By language in the governing instrument, or 				
	• By state legislation that effectively amends the governing instrument so that no mandatory directions	that			
	conflict with the state law remain in the governing instrument?		6	Х	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and	Part XV.	7	Х	
8a	Enter the states to which the foundation reports or with which it is registered (see page 20 of	the			
	instructions) ► WASHINGTON				
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney	General			
	(or designate) of each state as required by General Instruction G? If "No," attach explanation		8b	Х	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4	942(j)(3)			
	or 4942(j)(5) for calendar year 2006 or the taxable year beginning in 2006 (see instructions for Part	XIV on			
	page 28)? If "Yes," complete Part XIV		9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listin				
	names and addresses SEE STATE	MENT 6	10	Х	
		_	~~	A DE	

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Part	VII-A Statements Regarding Activities Continued		
11a	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the		
	meaning of section 512(b)(13)? If "Yes," attach schedule. (see instructions)	11a	Х
b	If "Yes," did the foundation have a binding written contract in effect on August 17, 2006, covering the interest,		
	rents, royalties, and annuities described in the attachment for line 11a?	11b	N/A
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract?	12	X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Х
	Website address WWW.GATESFOUNDATION.ORG		
14	The books are in care of ▶	-310	0
	Located at ▶1551 EASTLAKE AVENUE EAST, SEATTLE, WA ZIP+4 ▶98102		 _
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-F in lieu of Form 1041 - Check here		►
	and enter the amount of tax-exempt interest received or accrues during the year 15		
Part	VII-B Statements Regarding Activities for Which Form 4720 May Be Required		
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes No
1a	During the year did the foundation (either directly or indirectly):		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)		
	a disqualified person?		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?		
	(5) Transfer any income or assets to a disqualified person (or make any of either available		
	for the benefit or use of a disqualified person)?		
	(6) Agree to pay money or property to a government official? (Exception. Check "No"		
	if the foundation agreed to make a grant to or to employ the official for a period		
_			
	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations	46	N/A
	section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	1b	IN/A
	Organizations relying on a current notice regarding disaster assistance check here		
	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts,	1c	X
	that were not corrected before the first day of the tax year beginning in 2006?		
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
2	At the end of tax year 2006, did the foundation have any undistributed income (lines 6d		
	and 6e, Part XIII) for tax year(s) beginning before 2006?		
	If "Yes," list the years \blacktriangleright		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2)		
	(relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2)		
	to all years listed, answer "No" and attach statement - see page 22 of the instructions.)	2b	N/A
	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business		
	enterprise at any time during the year? Yes X No		
b	If "Yes," did it have excess business holdings in 2006 as a result of (1) any purchase by the foundation		
	or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved		
	by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3)		
	the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine		
	if the foundation had excess business holdings in 2006.)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable		
	purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2006?	4b	X

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Par	t VII-B Statements Regarding Activities for	Which Form 47	20 May Be Requir	red Continued		
5a	 During the year did the foundation pay or incur any amount (1) Carry on propaganda, or otherwise attempt to influence (2) Influence the outcome of any specific public election (so on, directly or indirectly, any voter registration drive? (3) Provide a grant to an individual for travel, study, or othe (4) Provide a grant to an organization other than a charitate in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (5) Provide for any purpose other than religious, charitable educational purposes, or for the prevention of cruelty to the section of the prevention of cruelty to the section of the prevention of the pr	e legislation (section 4 ee section 4955); or to er similar purposes? ele, etc., organization o see instructions) , scientific, literary, or	o carry described	Yes X No Yes X No Yes X No Xes No Yes No		
b	If any answer is "Yes" to $5a(1)$ -(5), did any of the transaction Regulations section 53.4945 or in a current notice regarding	g disaster assistance	(see page 23 of the inst		5b	X
c	Organizations relying on a current notice regarding disaster If the answer is "Yes" to question 5a(4), does the foundation tax because it maintained expenditure responsibility for the <i>If "Yes," attach the statement required by Regulations secti</i>	n claim exemption froi grant? on 53.4945-5(d).	n the ATTACHMENT C	Yes No	5	
	Did the foundation, during the year, receive any funds, direct premiums on a personal benefit contract? Did the foundation, during the year, pay premiums, directly		•••••	Yes X No	6b	X
	If you answered "Yes" to 6b, also file Form 8870. At any time during the tax year, was the foundation a party If yes, did the foundation receive any proceeds or have any	•		Yes X No		
	t VIII Information About Officers, Directors			. Highly Paid Emp	lovees.	N/A
	and Contractors List all officers, directors, trustees, foundation man				•	
<u> </u>	(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation		se account, owances
<u>SEE</u>	STATEMENT 7		NONE	NONE		<u>NONE</u>
	Compensation of five highest-paid employees (othe forme, enter "NONE."	r than those inclue	ded on line 1 - see p	age 24 of the instruc	ctions).	
(a)	Name and address of each employee paid more than \$50,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expens other all	se account, owances
	NONE					
Tota	number of other employees paid over \$50,000					NONE

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

³ Five highest-paid independent contractors for professional services (see page 24 of the instructions). "NONE."	lf none, enter
(a) Name and address of each person paid more than \$50,000 (b) Type of service	(c) Compensation
SEE STATEMENT 8	3,143,955.
Total number of others receiving over \$50,000 for professional services	. NONE
Part IX-A Summary of Direct Charitable Activities	
List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1_ <u>N/A</u>	
2	
3	
4	
Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)	
Describe the two largest program-related investments made up by the foundation during the tax year on lines 1 and 2.	Amount
1 PROCREDIT HOLDING, A.G SEE ATTACHMENT D	
	20,000,000.
2 OPPORTUNITY TRANSFORMATION INVESTMENTS, INC SEE ATTACHMENT D	
All other program-related investments. See page 25 of the instructions.	10,000,000
3_NONE	
Total. Add lines 1 through 3	30,000,000.

ve	highest-paid	independent	contractors	for	professional	services	(see	page	24	of	the	instructions).	lf	none,	e
10	NE."														

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Pa	tt X Minimum Investment Return (All domestic foundations must complete this part. Foreig see page 25 of the instructions.)	n foundat	ions,
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc.,		
	purposes:		
а	Average monthly fair market value of securities	1a	NONE
b	Average of monthly cash balances Fair market value of all other assets (see page 25 of the instructions)	1b	2,097,452.
С	Fair market value of all other assets (see page 25 of the instructions)	1c	11,163,612.
d	Total (add lines 1a, b, and c)	1d	13,261,064.
е	Total (add lines 1a, b, and c) Reduction claimed for blockage or other factors reported on lines 1a and		
	1c (attach detailed explanation)		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3		3	13,261,064.
4	Subtract line 2 from line 1d Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 26		· · ·
	of the instructions)	4	198,916.
5	of the instructions) Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	13,062,148.
6	Minimum investment return. Enter 5% of line 5 INITIAL YEAR RETURN	6	121,675.
Ра	rt XI Distributable Amount (see page 26 of the instructions) (Section 4942(j)(3) and (j)(5) private foundations and certain foreign organizations check here ► and do not complete this particular the particular term of te		
1	Minimum investment return from Part X, line 6	1	121,675.
2 a	Tax on investment income for 2006 from Part VI, line 52a1,959.		
b	Income tax for 2006. (This does not include the tax from Part VI.) 2b NONE	1 1	
c		2c	1,959.
3	Add lines 2a and 2b Distributable amount before adjustments. Subtract line 2c from line 1	3	119,716.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 2 and 4	5	119,716.
6	Deduction form distribute her example of the instructions)	6	NONE
7	Distributable amount (see page 26 of the instructions) Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII,		NONE
-		7	119,716.
Ра	rt XII Qualifying Distributions(see page 26 of the instructions)		
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
а	Expenses, contributions, gifts, etc total from Part I, column (d), line 26	1a	6,493,153.
b	Program-related investments - total from Part IX-B	1b	30,000,000.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc.,		
	purposes	2	43,349,460.
3	Amounts set aside for specific charitable projects that satisfy the:		
а	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	79,842,613.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment		
	income. Enter 1% of Part I, line 27b (see page 27 of the instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	79,842,613.
	Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating wheth qualifies for the section 4940(e) reduction of tax in those years.	her the fou	ndation

	Distributable amount for 2000 from Dart VI	(a) Corpus	(b) Years prior to 2005
1	Distributable amount for 2006 from Part XI,	Corpus	
_	line 7		
2	Undistributed income, if any, as of the end of 2005:		
а	Enter amount for 2005 only		
b	Total for prior years:,,,		
3	Excess distributions carryover, if any, to 2006:		
а	From 2001		
b	From 2002		
с	From 2003		
d	From 2004		
е	From 2005		
f	Total of lines 3a through e		
4	Qualifying distributions for 2006 from Part		
	XII, line 4: ►\$ 79,842,613.		
а	Applied to 2005, but not more than line 2a		
b	Applied to undistributed income of prior years		
	(Election required - see page 27 of the instructions)		
c	Treated as distributions out of corpus (Election required - see page 27 of the instructions)		
d	Applied to 2006 distributable amount		

	line 7			119,716.
	Undistributed income, if any, as of the end of 2005:			
а	Enter amount for 2005 only			
	Total for prior years:,,,			
Ĩ	Excess distributions carryover, if any, to 2006:			
	From 2002			
	From 2003			
	From 2004			
	From 2005			
f	Total of lines 3a through e			
	Qualifying distributions for 2006 from Part			
	XII, line 4: ► \$ 79,842,613.			
а	Applied to 2005, but not more than line 2a			
b	Applied to undistributed income of prior years			
	(Election required - see page 27 of the instructions)			
c	Treated as distributions out of corpus (Election			
Ŭ	required - see page 27 of the instructions)			
d	Applied to 2006 distributable amount			119,716.
	Remaining amount distributed out of corpus	79,722,897.		
;	Excess distributions carryover applied to 2006			
	(If an amount appears in column (d), the			
	same amount must be shown in column (a).)			
	Enter the net total of each column as indicated below:			
	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	79,722,897.		
b	Prior years' undistributed income. Subtract			
_	line 4b from line 2b			
С	Enter the amount of prior years' undistributed income for which a notice of deficiency has			
	been issued, or on which the section 4942(a)			
	tax has been previously assessed			
d	Subtract line 6c from line 6b. Taxable			
	amount - see page 27 of the instructions			
е	Undistributed income for 2005. Subtract line 4a from line 2a. Taxable amount - see page			
	27 of the instructions			
f	Undistributed income for 2006. Subtract			
•	lines 4d and 5 from line 1. This amount must			
	be distributed in 2007			
	Amounts treated as distributions out of			
	corpus to satisfy requirements imposed by section 170(b)(1)(E) or 4942(g)(3) (see page			
	28 of the instructions)			
	Excess distributions carryover from 2001 not			
	applied on line 5 or line 7 (see page 28 of the instructions)			
	Excess distributions carryover to 2007.			
	Subtract lines 7 and 8 from line 6a	79,722,897.		
	Analysis of line 9:			
2	F (0000			
	F (0000			
	Excess from 2003			
	Excess from 2004			
	Excess from 2005			
e	Excess from 2006 79, 722, 897.			

56-2618866

(c)

2005

Form 990-PF (2006)

5

6

7

8

9

10

Excess from 2006

(d)

2006

Form	n 990-PF (2006)				618866	Page 10
Pa	rt XIV Private Oper	ating Foundations (see page 28 of the	instructions and Par	t VII-A, question 9)	NOT APPLICABLE
1 a	If the foundation has foundation, and the ruling	•		t it is a private opera	ting	
b	Check box to indicate whe		Ŭ	a described in section	4942(j)(3) or	4942(j)(5)
5	Oneck box to indicate whe	Tax year		Prior 3 years	4342(j)(3) 0i	
2 a	Enter the lesser of the adjusted net income from	(a) 2006	(b) 2005	(c) 2004	(d) 2003	(e) Total
	Part I or the minimum	(a) 2000	(b) 2003	(0) 2004	(u) 2000	
	investment return from Part X for each year listed					
b	85% of line 2a					
С	Qualifying distributions from Part XII, line 4 for each year listed					
d	Amounts included in line 2c not used directly for active conduct					
	of exempt activities					
е	Qualifying distributions made					
	directly for active conduct of exempt activities. Subtract					
3	line 2d from line 2c					
3	Complete 3a, b, or c for the alternative test relied upon:					
а	"Assets" alternative test - enter:					
	 (1) Value of all assets (2) Value of assets qualifying 					
	(2) value of assets qualifying under section					
h	4942(j)(3)(B)(i) "Endowment" alternative test-					
~	enter 2/3 of minimum invest-					
	ment return shown in Part X,					
с	line 6 for each year listed "Support" alternative test - enter:					
•	(1) Total support other than					
	gross investment income					
	(interest, dividends, rents, payments on securities					
	loans (section 512(a)(5)), or royalties)					
	or royalties) (2) Support from general					
	public and 5 or more exempt organizations as					
	provided in section 4942 (j)(3)(B)(iii)					
	(3) Largest amount of sup-					
	port from an exempt organization					
	(4) Gross investment income					
Ра		ary Information (Co			n had \$5,000 or mo	ore in assets
	-	luring the year - see	· · ·	tructions.)		
1	Information Regarding	•		than 20/ of the t-t-l	oontributions receive	ad by the foundation
а	List any managers of before the close of any					ed by the foundation
	NONE					
b	List any managers of ownership of a partners					large portion of the

NONE

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

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

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

SEE STATEMENT 9

 ${\bf b}$ The form in which applications should be submitted and information and materials they should include:

SEE STATEMENT 9 AND WWW.GATESFOUNDATION.ORG

c Any submission deadlines:

NONE

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

SEE STATEMENT 9 AND WWW.GATESFOUNDATION.ORG

Grants and Contributions Paid Duri Recipient	If recipient is an individual,	Foundation		
Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
	or substantial contributor	recipient		
Paid during the year				
EE ATTACHMENT E				6,493,004
Tatal			► 3a	C 102 00/
	<u></u>		→ 3a	6,493,004
Approved for future payment				

Form 990-PF (2006)

Part XV

Supplementary Information (continued)

56-2618866

Enter gross amounts unless otherwise indicated. Unrelated business income Excluded by section 512, 513, or 514 Related or exfunction income 1 Program service revenue: (a) (b) (c) (d) Related or exfunction income a	me
(a) (b) (c) (d) (function income function income functin income function income function income fun	me
a	115.)
b	
c	
d	
e	
f	
2 Membership dues and assessments 14 97,942. 3 Interest on savings and temporary cash investments 14 97,942. 4 Dividends and interest from securities 1 14 14 5 Net rental income or (loss) from real estate: 1 1 1 a Debt-financed property 1 1 1 1 b Not debt-financed property 1 1 1 1 1 6 Net rental income or (loss) from personal property 1	
3 Interest on savings and temporary cash investments 14 97,942. 4 Dividends and interest from securities 1 97,942. 5 Net rental income or (loss) from real estate: 1 1 a Debt-financed property 1 1 b Not debt-financed property 1 1 6 Net rental income or (loss) from personal property 1 1 7 Other investment income 1 1 8 Gain or (loss) from sales of assets other than inventory 1 1	
3 Interest on savings and temporary cash investments 14 97,942. 4 Dividends and interest from securities 1 97,942. 5 Net rental income or (loss) from real estate: 1 1 a Debt-financed property 1 1 b Not debt-financed property 1 1 6 Net rental income or (loss) from personal property 1 1 7 Other investment income 1 1 8 Gain or (loss) from sales of assets other than inventory 1 1	
5 Net rental income or (loss) from real estate: Image: Constraint of the state of the sta	
a Debt-financed property b Not debt-financed property 6 Net rental income or (loss) from personal property 7 Other investment income 8 Gain or (loss) from sales of assets other than inventory	
b Not debt-financed property Image: Constraint of the sector of the sec	
6 Net rental income or (loss) from personal property	
7 Other investment income	
8 Gain or (loss) from sales of assets other than inventory	
9 Net income or (loss) from special events	
10 Gross profit or (loss) from sales of inventory	
11 Other revenue: a	
b	
C	
d	
12 Subtotal. Add columns (b), (d), and (e) 97, 942. 13 Table 10 (b) (c) (c) (c) (c) (c) (c) (c) (c) (c) (c	0.4.0
13 Total. Add line 12, columns (b), (d), and (e) 13 97 (See worksheet in line 13 instructions on page 29 to verify calculations.) 13 97	,942.
Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes	
Line No. Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed import the accomplishment of the foundation's exempt purposes (other than by providing funds for such purpose page 29 of the instructions.)	
NOT APPLICABLE	

Form	990-PF					56-2618866			ige 13
Par	t XVII	Information Exempt Orga		Transfers To and	Transaction	s and Relationships With	Nonc	hari	table
1	Did th	e organization directly or	indlrectly engage	in any of the following with	any other organi	zation described in section		Yes	No
	501(c)) of the Code (other than	section 501(c)(3)	organizations) or in sectior	n 527, relating to p	political organizations?		-	
а				charitable exempt organiza				{	
									X
							- 1a(2)		X
b		transactions:	9 KI 4	and the second					
							1	<u>}</u>	X X
									X
								<u> </u>	X
								1	X
с				er assets, or pald employee					X
			-) should always show the fair marke		of the	4
-						less than fair market value in any ti			
		-	•	ne goods, other assets, or s		-			
(a) L	ine no.	(b) Amount involved	(c) Name of	noncharitable exempt organiza	tion (d) D	Description of transfers, transactions, and sh	aring arra	ngemen	ts
		N/A			<u>N/A</u>				
			ļ						
			ļ						
						······			
	i								
			1						
2 9	ls the t	foundation directly or indi	irectly affiliated wi	th, or related to, one or mo	re tax-exempt or	anizations described In			
2 a		•	•	01(c)(3)) or In section 527?	to tax-oxompt org		П	es X	No
h		s," complete the following					L		
		(a) Name of organization		(b) Type of organ	ization	(c) Description of relatio	nship		
						hedules and statements, and to the bes in all information of which preparer has any			je and
		AN Illes	L 4 4	Juli	11.0/2	T/02 TRUSTEE			
e	Sic	gnature of officer or trustee			Date	Title			
Here	Ì				Date	Preparer	's SSN o	r PTIN	

Sign Her	id arer's Only	Preparer's signature	m Sanina	Date 10/21/07	Check if self-employed ►	Preparer's SSN or PTIN (See Signature on page 31 of the instructions.) P00000565
	Pa repa	Firm's name (or yours if	CLARK NUBER N.		EIN 🕨	91-1194016
	5	self-employed), address,	10900 NE 4TH, SUITE	1700		
		and ZIP code	BELLEVUE, WA	980	04 Phone n	p. 425 454-4919

Form **990-PF** (2006)

Schedule B

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

Schedule of Contributors

OMB No. 1545-0047

Supplementary Information for line 1 of Form 990, 990-EZ, and 990-PF (see instructions)

Name of organization

BILL & MELINDA GATES FOUNDATION

Employer identification number

56-2618866

Organization	type	(check one):	
--------------	------	--------------	--

Filers of:	Section:
Form 990 or 990-EZ	501(c)() (enter number) organization
	4947(a)(1) nonexempt charitable trust not treated as a private foundation
	527 political organization
Form 990-PF	X 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 -

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

Special Rules -

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

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

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

Caution: Organizations that are not covered by the General Rule and/or the Special Rules do not file Schedule B (Form 990, 990-EZ, or 990-PF), but they **must** check the box in the heading of their Form 990, Form 990-EZ, or on line 2 of their Form 990-PF, to certify that they do not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

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

Schedule B (Form 990, 990-EZ, or 990-PF) (2006)

Name of organization BILL & MELINDA GATES FOUNDATION

Employer identification number

56-2618866

Part I	Contributors	(See Specific	Instructions.)
		(

(a)	(b)	(c)	(d)
No.	Name, address, and ZIP + 4	Aggregate contributions	Type of contribution
1	BILL & MELINDA GATES FOUNDATION TRUST 1551 EASTLAKE AVENUE EAST SEATTLE, WA 98102	73,503,004.	Person X Payroll Noncash (Complete Part II if there is a noncash contribution.)
(a)	(b)	(c)	(d)
No.	Name, address, and ZIP + 4	Aggregate contributions	Type of contribution
2	BILL & MELINDA GATES FOUNDATION TRUST 1551 EASTLAKE AVENUE EAST SEATTLE, WA 98102	21,235,680.	Person X Payroll X Noncash X (Complete Part II if there is a noncash contribution.)
(a)	(b)	(c)	(d)
No.	Name, address, and ZIP + 4	Aggregate contributions	Type of contribution
		-	Person Payroll Noncash (Complete Part II if there is a noncash contribution.)
(a)	(b)	(c)	(d)
No.	Name, address, and ZIP + 4	Aggregate contributions	Type of contribution
		-	Person Payroll Noncash (Complete Part II if there is a noncash contribution.)
(a)	(b)	(c)	(d)
No.	Name, address, and ZIP + 4	Aggregate contributions	Type of contribution
		-	Person Payroll Noncash (Complete Part II if there is a noncash contribution.)
(a)	(b)	(c)	(d)
No.	Name, address, and ZIP + 4	Aggregate contributions	Type of contribution
		-	Person Payroll Noncash (Complete Part II if there is a noncash contribution.)

Schedule B (Form 990, 990-EZ, or 990-PF) (2006)

Name of organization BILL & MELINDA GATES FOUNDATION

Employer identification number

Schedule B (Form 990, 990-EZ, or 990-PF) (2006)

56-2618866

Part II N	Ioncash Property (See Specific Instructions.)		1
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2_	INVESTMENT IN IRIS HOLDINGS, LLC		11/1/2006
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

Form 8868 (Rev. 4-2007)

▶ ☑ • If you are filing for an Additional (not automatic) 3-Month Extension, complete only Part II and check this box . Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868. If you are filing for an Automatic 3-Month Extension, complete only Part I (on page 1). Additional (not automatic) 3-Month Extension of Time. You must file original and one copy. Part II Name of Exempt Organization Employer identification number Type or print **Bill & Melinda Gates Foundation** 58 2618866 For IRS use only Number, street, and room or suite no. If a P.O. box, see instructions. File by the extended 1551 Eastlake Avenue East due date for filing the City, town or post office, state, and ZIP code. For a foreign address, see instructions. return. See Seattle, WA 98102 instructions Check type of return to be filed (File a separate application for each return): Form 990 Form 1041-A Form 6069 7 Form 990-PF Form 990-BL Form 990-T (sec. 401(a) or 408(a) trust) Form 4720 Form 8870 Form 990-EZ Form 990-T (trust other than above) Form 5227 STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868. • The books are in the care of
Gwen Sherman, Director of Finance & Administration FAX No. ► (206) 709-3186 Telephone No. ► (_____206__) 709-3100 • If the organization does not have an office or place of business in the United States, check this box • If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ ___. If this is for the whole group, check this box F []. If it is for part of the group, check this box [] and attach a list with the names and EINs of all members the extension Is for. November 15 I request an additional 3-month extension of time until 4 For calendar year _____, or other tax year beginning _____October 25 ____, 20.06 , and ending _____Oecember 31 ____, 20.06 5 If this tax year is for less than 12 months, check reason: 🗹 Initial return 🗌 Final return 🗋 Change in accounting period 6 State in detail why you need the extension Additional time is required to gather the necessary information from third parties 7 to assure preparation of a complete and accurate tax return. 8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, 8a \$ 4,210 less any nonrefundable credits. See instructions. b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any 86 \$ 10,000 amount paid previously with Form 8868. c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit 8c \$ 0 with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions. Signature and Verification Under penalties of perglung, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that Lam authorized to prepare this form. NUMAN Muman Title > Director of Finance & Administration Date > Signature > Notice to Applicant. (To Be Completed by the IRS) Γ_ We have approved this application. Please attach this form to the organization's return. []] We have not approved this application. However, we have granted a 10-day grace period from the later of the date shown below or the due date of the organization's return (including any prior extensions). This grace period is considered to be a valid extension of time for elections otherwise required to be made on a timely return. Please attach this form to the organization's return. We have not approved this application. After considering the reasons stated in item 7, we cannot grant your request for an extension of time to file. We are not granting a 10-day grace period. We cannot consider this application because It was filed after the extended due date of the return for which an extension was requested. Other_____ By: Director Date Alternate Mailing Address. Enter the address if you want the copy of this application for an additional 3-month extension returned to an address different than the one entered above. Name Number and street (include suite, room, or apt. no.) or a P.O. box number Type or print City or town, province or state, and country (including postal or ZIP code) Form 8868 (Rev. 4-2007)

WN 44 200724 135774

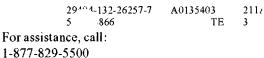
Department of the Treasury

Internal Revenue Service

OGDEN, UT 84201-0074

200612 670

9140 98102 K IRS USE ONLY



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.....

Notice Number: CP211A Date: June 25, 2007

Taxpayer Identification Number: 56-2618866 Tax Form: 990PF Tax Period: December 31, 2006

060896.395102.0237.006 1 AT 0.334 370



60896

BILL & MELINDA GATES FOUNDATION % WILLIAM H GATES III TTEE 1551 EASTLAKE AVE E SEATTLE WA 98102-3706518

APPLICATION FOR EXTENSION OF TIME TO FILE AN EXEMPT ORGANIZATION RETURN - APPROVED

We have received your Form 8868, Application for Extension of Time to File an Exempt Organization Return, for the return (form) and tax period identified above.

We have approved your request and have extended the due date to file your return to August 15, 2007.

Please attach a copy of this letter to your return when you file it. It is evidence that we granted an extension of time to file your return. A copy is provided for your records.

If you have any questions, please call us at the number shown above, or you may write us at the address shown at the top left of this letter.

For tax forms, instructions and information visit **www.irs.gov**. (Access to this site will not provide you with your specific taxpayer account information.)

Form 8868
(Rev. December 2006)
Department of the Treasury Internal Revenue Service

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

File a separate application for each return.

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

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

Section 501(c)(3) corporations required to file Form 990-T and requesting an automatic 6-month extension-check this box

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

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for section 501(c)(3) corporations required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for Charities & Nonprofits.

	e or	Name of Exempt Organization		identifica	ation number
prin		Bill & Melinda Gates Foundation	56	28	518866
due o filing		Number, street, and room or suite no. If a P.O. box, see instructions. P.O. Box 23350			
	n. See actions.	City, town or post office, state, and ZIP code. For a foreign address, see instructions. Seattle, WA 98102			
Che	ck type	of return to be filed (file a separate application for each return):			
	orm 990			Form 4	720
l I	orm 990	D-BL D-BL D-BL D-BL D-BL D-BL D-BL D-BL		Form 5	
	Form 990			Form 6	
	Form 990			Form 8	
Te • If • If for t	lephone the orga this is fo he whole t with the l reques until for the	are in the care of Gwen Sherman , Director of Finance & Administration No. (206) 709-3118 FAX No. (206) 709 nization does not have an office or place of business in the United States, check this r a Group Return, enter the organization's four digit Group Exemption Number (GEN) a group, check this box (1) If it is for part of the group, check this box . a names and EINs of all members the extension will cover. at an automatic 3-month (6 months for a section 501(c)(3) corporation required to file August 15 , 20 07, to file the exempt organization return for the organization organization's return for: calendar year 20 or tax year beginning <u>October 25</u> , 20 06, and ending <u>Decem</u>	box ► Form 990 named abo	. I and -T) exter ove. The	f this is attach nsion of time extension is
2	If this ta	ax year is for less than 12 months, check reason: 🗹 Initial return 🗌 Final return [] Change	in accou	unting period
3 a		upplication is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax y nonrefundable credits. See instructions.	а, За	\$	4,210
b		pplication is for Form 990-PF or 990-T, enter any refundable credits and estimated ta its made. Include any prior year overpayment allowed as a credit.	x 3b	\$	10,000
с	Balanc	e Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required	,		

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

For Privacy Act and Paperwork Reduction Act Notice, see Instructions. Cat. No. 27916D

System). See instructions.

deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment

Form 8868 (Rev. 12-2006)

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BILL & MELINDA GATES FOUNDATION EIN 56-2618866

FORM 990-PF FOR THE YEAR-ENDED DECEMBER 31, 2006

INDEX OF STATEMENTS AND ATTACHMENTS

STATEMENT	1	PART I - TAXES
STATEMENT	2	PART I - OTHER EXPENSES
STATEMENT	3	PART II - OTHER INVESTMENTS
STATEMENT	4	PART II - OTHER ASSETS
STATEMENT	5	PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES
STATEMENT	6	PART VII-A - NEW SUBSTANTIAL CONTRIBUTORS
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STATEMENT	8	PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS
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ATTACHMENT	А	PART II - INVESTMENT IN LAND, BUILDING & EQUIPMENT
ATTACHMENT	В	PART II - LAND, BUILDING & EQUIPMENT
ATTACHMENT	С	PART VII-B / PART XV - EXPENDITURE RESPONSIBILITY REPORTS
ATTACHMENT	D	PART IX-B - SUMMARY OF PROGRAM RELATED INVESTMENTS
ATTACHMENT	E	PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

FORM 990PF, PART I - TAXES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
EXCISE TAXES		4,208.	NONE	NONE
	TOTALS	4,208.	NONE	NONE
				=================

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME 	CHARITABLE PURPOSES
FEES, LICENSES & PERMITS		149.	NONE	149.
	TOTALS	149.	 NONE 	149.

BILL & MELINDA GATES FOUNDATION

56-2618866

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
INTEREST IN NET ASSETS OF BILL & MELINDA GATES FOUNDATION TRUST	NONE	29,564,176,183.	29,564,176,183.
TOTALS	NONE 	29,564,176,183. =============	29,564,176,183. =========

BILL & MELINDA GATES FOUNDATION

56-2618866

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
PROGRAM RELATED INVESTMENT RECEIVABLES EXCISE TAX RECEIVABLE	NONE NONE	30,000,000. 5,792.	30,000,000. 5,792.
TOTALS	 NONE 	30,005,792.	30,005,792.

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION

AMOUNT

INTEREST IN THE NET ASSETS OF BILL & MELINDA GATES FOUNDATION TRUST TOTAL 29,564,176,183.

FORM 990PF, PART VII-A, LINE 10 - NEW SUBSTANTIAL CONTRIBUTORS

NAME AND ADDRESS

WILLIAM H. GATES, III 2365 CARILLON POINT KIRKLAND, WA 98033

BILL & MELINDA GATES FOUNDATION TRUST 1551 EASTLAKE AVENUE EAST SEATTLE, WA 98102

WILLIAM H. GATES, III BECAME A SUBSTANTIAL CONTRIBUTOR, AS DEFINED IN IRC \$507(D)(2)(A), TO THE BILL & MELINDA GATES FOUNDATION IN 2006 BECAUSE THE TERM "SUBSTANTIAL CONTRIBUTOR", IN THE CASE OF A TRUST, INCLUDES THE CREATOR OF THE TRUST.

BILL & MELINDA GATES FOUNDATION TRUST BECAME A SUBSTANTIAL CONTRIBUTOR, AS DEFINED IN IRC \$507(D)(2), TO THE BILL & MELINDA GATES FOUNDATION IN 2006 EXCEPT WITH RESPECT TO IRC \$4941. FOR PURPOSES OF IRC \$4941(RELATING TO TAXES ON SELF-DEALING), THE TERM "SUBSTANTIAL CONTRIBUTOR" DOES NOT INCLUDE ANY ORGANIZATION WHICH IS DESCRIBED IN IRC \$501(C)(3). TREAS. REG. \$1.507-6(A)(2). THE BILL & MELINDA GATES FOUNDATION TRUST IS AN ORGANIZATION DESCRIBED IN IRC \$501(C)(3) AND, THEREFORE, IT IS NOT A SUBSTANTIAL CONTRIBUTOR TO THE BILL & MELINDA GATES FOUNDATION FOR PURPOSES OF IRC \$4941.

BILL & MELINDA GATES FOUNDATION

56-2618866

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

NAME AND ADDRESS	TITLE AND TIME DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCOUNT AND OTHER ALLOWANCES
WILLIAM H. GATES, III 1551 EASTLAKE AVENUE EAST SEATTLE, WA 98102	TRUSTEE 8 HRS/WK	NONE	NONE	NONE
MELINDA GATES 1551 EASTLAKE AVENUE EAST SEATTLE, WA 98102	TRUSTEE 8 HRS/WK	NONE	NONE	NONE
WARREN E. BUFFETT 1551 EASTLAKE AVENUE EAST SEATTLE, WA 98102	TRUSTEE 1 HR/WK	NONE	NONE	NONE
WILLIAM H. GATES, SR. 1551 EASTLAKE AVENUE EAST SEATTLE, WA 98102	CO-CHAIR 20 HRS/WK	NONE	NONE	NONE
PATRICIA STONESIFER 1551 EASTLAKE AVENUE EAST SEATTLE, WA 98102	CHIEF EXECUTIVE OFFICER 40 HRS/WK	NONE	NONE	NONE
SYLVIA MATHEWS BURWELL 1551 EASTLAKE AVENUE EAST SEATTLE, WA 98102	PRESIDENT, GLOBAL DEVELOPMENT 40 HRS/WK	NONE	NONE	NONE
ALLAN GOLSTON 1551 EASTLAKE AVENUE EAST SEATTLE, WA 98102	PRESIDENT, US PROGRAM 40 HRS/WK	NONE	NONE	NONE
TADATAKA YAMADA, MD 1551 EASTLAKE AVENUE EAST SEATTLE, WA 98102	PRESIDENT, GLOBAL HEALTH 40 HRS/WK	NONE	NONE	NONE
CHERYL SCOTT 1551 EASTLAKE AVENUE EAST SEATTLE, WA 98102	CHIEF OPERATING OFFICER 40 HRS/WK	NONE	NONE	NONE
CONNIE COLLINGSWORTH 1551 EASTLAKE AVENUE EAST SEATTLE, WA 98102	GENERAL COUNSEL AND SECRETARY 40 HRS/WK	NONE	NONE	NONE
	TOTAL	NONE	 NONE 	NONE
	FOR PUBI	IC DISCLOSURE		

STATEMENT 7

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS

NAME AND ADDRESS		TYPE OF SERVICE	COMPENSATION
NBBJ, LP 223 YALE AVENUE NORTH SEATTLE, WA 98109		ARCHITECTURAL DESIGN	2,981,571.
PRESTON, GATES & ELLIS 925 FOURTH AVENUE #2900 SEATTLE, WA 98104		LEGAL COUNSEL	100,123.
GEOENGINEERS 8410 154TH AVENUE NE REDMOND, WA 98052		ENVT'L SUPPORT	62,261.
	TOTAL COMPENSATIC	DN	3,143,955.

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FORM 990-PF, PART XV — NAME, ADDRESS, AND PHONE FOR APPLICATIONS

GLOBAL DEVELOPMENT DOES NOT ACCEPT UNSOLICITED REQUESTS FOR FUNDING AND ONLY ACCEPTS RESPONSES TO A REQUEST FOR PROPOSAL. GLOBAL HEALTH ACCEPTS LETTERS OF INQUIRY IN SPECIFIC AREAS ONLY OR IN RESPONSE TO A REQUEST FOR PROPOSAL. US PROGRAM AWARDS BY PROACTIVELY IDENTIFYING RECIPIENTS. UNSOLICITED LETTERS OF INQUIRY ARE ACCEPTED BY THE PACIFIC NORTHWEST INITIATIVE ONLY.

FOR MORE INFORMATION, SEE <u>WWW.GATESFOUNDATION.ORG</u> OR SEND REQUESTS TO:

BILL & MELINDA GATES FOUNDATION GRANTS INQUIRY ADMINISTRATOR P.O. BOX 23350 SEATTLE, WA 98102 (206) 709-3140

BILL & MELINDA GATES FOUNDATION EIN: 56-2618866 2006 FORM 990-PF PART II, LINE 11 - INVESTMENT IN LAND BUILDING & EQUIPMENT

Asset Class	Est. Useful <u>Life</u>	Asset Balances 01/01/2006	2006 Additions	2006 Retirements	Asset Balances 12/31/2006	Accum. Depreciation 01/01/2006	2006 Depreciation	2006 Retirements	Accum. Depreciation 12/31/2006
Land	n/a	-	7,724,834	-	7,724,834	-	-	-	-
Construction in progress	n/a	-	3,432,987	-	3,432,987	-	-	-	-
Computers, printers & software	3	-	-	-	-	-	-	-	-
Furniture & Fixtures	10	-	-	-	-	-	-	-	-
Telecommunications	5	-	-	-	-	-	-	-	-
Artwork		-	-	-	-	-	-	-	-
Vehicles	5	-	-	-	-	-	-	-	-
Leasehold improvements	10	-	-	-	-	-	-	-	-
		-	11,157,821	-	11,157,821	-	-	-	-
				Net >	11,157,821 Part II, line 11		Part I, line 19		Part II, line 11

Note: Straightline method of depreciation is used for all asset classes.

BILL & MELINDA GATES FOUNDATION EIN: 56-2618866 2006 FORM 990-PF PART II, LINE 14 - LAND BUILDING & EQUIPMENT

Asset Class	Est. Useful <u>Life</u>	Asset Balances 01/01/2006	2006 Additions	2006 Retirements	Asset Balances 12/31/2006	Accum. Depreciation 01/01/2006	2006 Depreciation	2006 Retirements	Accum. Depreciation 12/31/2006
Land	n/a	-	20,447,603	-	20,447,603	-	-	-	-
Construction in progress	n/a	-	22,901,857	-	22,901,857	-	-	-	-
Computers, printers & software	3	-	-	-	-	-	-	-	-
Furniture & Fixtures	10	-	-	-	-	-	-	-	-
Telecommunications	5	-	-	-	-	-	-	-	-
Artwork		-	-	-	-	-	-	-	-
Vehicles	5	-	-	-	-	-	-	-	-
Leasehold improvements	10	-	-	-	-	-	-	-	-
		-	43,349,460	-	43,349,460	-	-	-	-
				Net >	43,349,460 Part II, line 14		Part I, line 19		Part II, line 14

Note: Straightline method of depreciation is used for all asset classes.

Bill & Melinda Gates Foundation

EIN 56-2618866

2006 Expenditure Responsibility Report PART VII-B, LINE 5C

Grantee Name & Address	PRI Id	Award	Amount	Paym	ent Information	PRI	Reports
	#	Date	Awarded	Date	Amount	Date	Amount spent
Onnertunity Transformation							
Opportunity Transformation Investments, Inc.	47040	11/22/2006	\$10,000,000	11/30/2006	\$10,000,000	01/09/2007	N/A ¹
2122 York Road, Suite 340			\$10,000,000	1.1.00/2000	<i>Q</i> 10,000,000	04/09/2007	N/A ¹
Oak Brook, IL 60523						06/27/2007	N/A ¹
						08/06/2007	N/A ¹
						00/00/2007	
					\$10,000,000		\$0
Purpose:	To rapidly s	scale microfina	ance operations	s for the very poo	or across multiple co	ountries in Af	rica
Diversion:		•			RI recipient's reports	· · ·	
	been divert	ed from the pu	urpose of the P	RI and no verific	ation efforts have be	een considei	ed necessary
Notes:	1) Quarterly	y Report					

Bill & Melinda Gates Foundation

EIN 56-2618866

2006 Expenditure Responsibility Report PART VII-B, LINE 5C

Grantee Name & Address	PRI Id	Award	Amount	Paym	ent Information	PRI	PRI Reports	
	#	Date	Awarded	Date	Amount	Date	Amount spent	
ProCredit Holding, A.G.	47043	11/20/2006	\$20,000,000	11/30/2006	\$20,000,000	03/14/2007	N/A ¹	
Kirschwaldstrasse 19						03/25/2007	\$0 ²	
Frankfurt am Main D-60435						05/14/2007	N/A ¹⁾	
Germany						08/14/2007	N/A ¹	
-								
					\$20,000,000		\$0	
1								
_								
Purpose:				neurs, small busi	nesses and low inc	ome groups	to responsible	
Purpose:		the access of vices in Africa		neurs, small busi	nesses and low inc	ome groups	to responsible	
	banking ser	vices in Africa	•	-		0	·	
Purpose: Diversion:	banking ser	vices in Africa	oundation and	pased on the PR	nesses and low inco I recipient's reports, tion efforts have be	no portion o	of the funds have	
	banking ser	vices in Africa	oundation and	pased on the PR	I recipient's reports,	no portion o	of the funds have	
·	banking ser	vices in Africa ledge of the fo d from the pu	oundation and	pased on the PR	I recipient's reports,	no portion o	f the funds have	

Bill & Melinda Gates Foundation EIN 56-2618866

2006 Expenditure Responsibility Report PART VII-B, LINE 5C

Grantee Name & Address	Grant ID	Award	Amount	Payment Information		Grantee Reports	
	#	Date	Awarded	Date	Amount	Date	Amount spent
ProCredit Holding, A.G. Kirschwaldstrasse 19 Frankfurt am Main D-60435 Germany	44865	11/20/2006	\$8,982,000	11/30/2006	\$4,590,500	02/13/2089	\$69,077
	To ingrosso (he cause of			\$4,590,500	-	\$69,077
Purpose:	10 Increase t	The access of	microentreprer	ieurs, small busi	nesses and low inco	ome groups t	to responsible
Purpose:	banking servi		microentreprer	ieurs, small busi	nesses and low inco	ome groups t	to responsible
Purpose: Diversion:	banking servi	ices in Africa edge of the fo	oundation and t	pased on the gra	nesses and low incontents, no p efforts have been c	ortion of the	funds have been
	banking servi	ices in Africa edge of the fo	oundation and t	pased on the gra	ntee's reports, no p	ortion of the	funds have been

BILL & MELINDA GATES FOUNDATION EIN: 56-2618866 2006 Form 990-PF Part IX-B, Summary of Program-Related Investments

	-	Amount
1.	ProCredit Holding, A.G. - Borrower intends to expand its operations in the African Markets to, among other things, provide access to affordable banking services to micro- entrepreneurs, small business and people with low incomes located in distressed areas in order to alleviate poverty, create jobs, facilitate employment opportunities and generate wealth for such poor individuals and contribute to the economic revitalization of the distressed communities in which they live.	20,000,000
2.	Opportunity Transformation Investments, Inc. - Borrower is seeking to expand its investments in microfinance institutions in the African Markets to, among other things, provide access to affordable banking services to micro-entrepreneurs, small business and people with low incomes in distressed areas in order to alleviate poverty, create jobs, facilitate employment opportunities and generate wealth for such poor individuals and contribute to the economic revitalization of the distressed communities in which they live.	10,000,000
	Total Program-Related Investments	30,000,000

Bill & Melinda Gates Foundation

2006 Form 990PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

EIN 56-2618866

Grantee Name and Address	Individual?	Foundation Status	Purpose	Amount
Opportunity International Inc. 2122 York Road, Suite 340 Oak Brook, IL 60523	No	501(c)(3) Public Charity	to create or expand commercial banks for the poor across five certain African countries	\$1,902,504
ProCredit Holding, A.G. Kirschwaldstrasse 19 Frankfurt am Main, D-60435 Germany	No	Foreign Organization (ER)	to increase the access of microentrepreneurs, small businesses and low income groups to responsible banking services in Africa	\$4,590,500

Total \$6,493,004