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

2001

Department of the Treasury
Internal Revenue Service

Note The organization may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2001, or tax year beginning , 2001, and ending

G Check all that apply Initial return Final return Amended return Address change Name change

Name of organization
THE OAK FOUNDATION, U S A
C/O P ROBERTS, PRICEWATERHOUSECOOPERS LLP

Number and street (or P O box number if mail is not delivered to street address) Room/suite
333 MARKET STREET

City or town, state, and ZIP code
SAN FRANCISCO, CA 94105-2119

A Employer identification number
13-3321196

B Telephone number (see page 10 of the instructions)
(415) 498-7866

C If exemption application is pending check here

D 1 Foreign organizations check here
2 Foreign organizations meeting the 65% test check here and attach computation

E If private foundation status was terminated under section 507(b)(1)(A) check here

F If the foundation is in a 60-month termination under section 507(b)(1)(B) check here

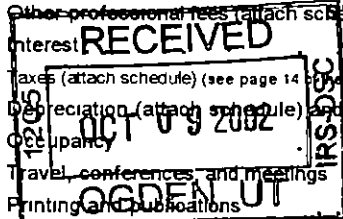
H Check type of organization Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II col (c), line 16) **241,476,885.**

J Accounting method Cash Accrual
 Other (specify) _____
(Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c) and (d) may not necessarily equal the amounts in column (a) (see page 10 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc. received (attach schedule). Check <input type="checkbox"/> if the foundation is not required to attach Sch. B	33,194,049.			
	2 Distributions from split-interest trusts				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	1,838,350	1,838,350		
	5a Gross rents				
	b (Net rental income or (loss) _____)				
	6a Net gain or (loss) from sale of assets not on line 10	-5,664,290			
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	29,368,109	1,838,350			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	153,450			153,450
	14 Other employee salaries and wages	249,551			249,551
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) STMT 1	16,811	NONE	NONE	16,811
	b Accounting fees (attach schedule) STMT 2	48,142	NONE	NONE	48,142
	c Other professional fees (attach schedule) STMT 3	2,414,651	2,191,457		223,194
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)				
	19 Depreciation (attach schedule) and depletion				
	20 Office expense	75,943			75,943
	21 Travel, conferences, and meetings	53,923			53,923
	22 Printing and publications				
	23 Other expenses (attach schedule) STMT 4	119,401			119,401
	24 Total operating and administrative expenses. Add lines 13 through 23	3,131,872	2,191,457	NONE	940,415
	25 Contributions, gifts, grants paid	7,616,753			7,616,753
26 Total expenses and disbursements. Add lines 24 and 25	10,748,625	2,191,457	NONE	8,557,168	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	18,619,484				
b Net investment income (if negative, enter -0-)		-0-			
c Adjusted net income (if negative, enter -0-)					

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	28,849,719	64,921,072	64,921,072
	3 Accounts receivable			
	Less allowance for doubtful accounts			
	4 Pledges receivable			
	Less allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7 Other notes and loans receivable (attach schedule)			
	Less allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule) STMT 5	20,704,258	200,000	83,335
	c Investments - corporate bonds (attach schedule)			
	11 Investments - land buildings and equipment basis			
Less accumulated depreciation (attach schedule)				
12 Investments - mortgage loans				
13 Investments - other (attach schedule) STMT 6	152,761,162	155,232,518	175,761,522	
14 Land, buildings and equipment basis				
Less accumulated depreciation (attach schedule) 176,936	46,608	117,772	130,328	
15 Other assets (describe STMT 7)	12,151	580,628	580,628	
16 Total assets (to be completed by all filers - see page 16 of the instructions Also, see page 1, item I)	202,445,062	221,064,546	241,476,885	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers directors trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
23 Total liabilities (add lines 17 through 22)	NONE	NONE		
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Organizations that do not follow SFAS 117, check here and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land bldg and equipment fund			
	29 Retained earnings accumulated income, endowment or other funds	202,445,062	221,064,546	
30 Total net assets or fund balances (see page 17 of the instructions)	202,445,062	221,064,546		
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	202,445,062	221,064,546		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	202,445,062
2 Enter amount from Part I, line 27a	2	18,619,484
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	221,064,546
5 Decreases not included in line 2 (itemize)	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	221,064,546

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a SEE PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	-5,664,290	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8					

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

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

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

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

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2000	6,604,281.	216,850,139	0.03045550734
1999	3,416,615.	194,247,961	0.01758893624
1998	3,751,954	171,977,396	0.02181655315
1997	8,417,684	166,601,721	0.05052579259
1996	1,080,962	16,923,324.	0.06387409471

2 Total of line 1, column (d)	2	0.18426088403
3 Average distribution ratio for the 5-year base period-divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years.	3	0.03685217681
4 Enter the net value of noncharitable-use assets for 2001 from Part X, line 5	4	212,704,101
5 Multiply line 4 by line 3	5	7,838,609
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	
7 Add lines 5 and 6	7	7,838,609
8 Enter qualifying distributions from Part XII, line 4	8	8,557,168

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b and complete that part using a 1% tax rate See the Part VI instructions on page 18

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

1 a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling letter _____ (attach copy of ruling letter if necessary - see instructions)		
b	Domestic organizations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	NONE
c	All other domestic organizations 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	NONE
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	NONE
6	Credits/Payments		
a	2001 estimated tax payments and 2000 overpayment credited to 2001	6 a	128,875
b	Exempt foreign organizations - tax withheld at source	6 b	NONE
c	Tax paid with application for extension of time to file (Form 8868)	6 c	NONE
d	Backup withholding erroneously withheld	6 d	
7	Total credits and payments. Add lines 6a through 6d	7	128,875
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	128,875
11	Enter the amount of line 10 to be Credited to 2002 estimated tax <input type="checkbox"/> 128,875 Refunded <input type="checkbox"/> 11	11	

Part VII-A Statements Regarding Activities

	Yes	No
1 a		X
b		X
c		X
d		
e		
2		X
3		X
4 a		X
4 b		N/A
5		X
6	X	
7		X
8 a		
b	X	
9		X
10		X
11	X	
12		
13		

1 a During the tax year, did the organization attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?
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 organization in connection with the activities

c Did the organization file Form 1120-POL for this year?

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year
(1) On the organization \$ NONE (2) On organization managers \$ NONE

e Enter the reimbursement (if any) paid by the organization during the year for political expenditure tax imposed on organization managers \$ NONE

2 Has the organization engaged in any activities that have not previously been reported to the IRS?
If "Yes," attach a detailed description of the activities

3 Has the organization made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes

4 a Did the organization have unrelated business gross income of \$1,000 or more during the year?
b If "Yes," has it filed a tax return on Form 990-T for this year?

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?
If "Yes," attach the statement required by General Instruction T

6 Are the requirements of 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?

7 Did the organization have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV

8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) MASSACHUSETTS
b If the answer is "Yes" to line 7, has the organization 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

9 Is the organization claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2001 or the taxable year beginning in 2001 (see instructions for Part XIV on page 25)? If "Yes," complete Part XIV

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

11 Did the organization comply with the public inspection requirements for its annual returns and exemption application?
Web site address _____

12 The books are in care of PAUL A ROBERTS Telephone no 415-498-7866
Located at C/O PWC LLP, 333 MARKET ST, S F, CA ZIP+4 94104-1798

13 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year 13

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

Table with columns for question descriptions, Yes/No checkboxes, and a grid for Yes/No responses. Includes questions 1a through 6b regarding disqualifying acts, taxes, and business holdings.

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 20 of the instructions)

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account other allowances
SEE STATEMENT 8		153,450	NONE	NONE

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 21 of the instructions) If none, enter "NONE"

(a) Name and address of each employee paid more than \$50,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account other allowances
KAREN PHAIR C/O PWC LLP SAN FRANCISCO, CA 94105-2119	EMPLOYEE 40 HRS/WK	75,242	2,971.	NONE
LESLIE HARROUN C/O PWC LLP SAN FRANCISCO, CA 94105-2119	EMPLOYEE 40 HRS/WK	69,730	2,971	NONE

Total number of other employees paid over \$50,000 ▶ NONE

3 Five highest-paid independent contractors for professional services - (see page 21 of the instructions) If none, enter "NONE"

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
KEMNAY SERVICES LTD. SWITZERLAND	INVESTMENT ADVISORY	1,137,082.
GEORGICA ADVISORS LLC NEW YORK, NY	INVESTMENT ADVISORY	1,004,975

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 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 21 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See page 22 of the instructions	
3 NONE	
Total Add lines 1 through 3	

Part X Minimum Investment Return (All domestic foundations must complete this part Foreign foundations, see page 22 of the instructions)

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a Average monthly fair market value of securities	1a	214,381,144
b Average of monthly cash balances	1b	1,562,106
c Fair market value of all other assets (see page 22 of the instructions)	1c	NONE
d Total (add lines 1a, b, and c)	1d	215,943,250
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2 Acquisition indebtedness applicable to line 1 assets	2	NONE
3 Subtract line 2 from line 1d	3	215,943,250
4 Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 23 of the instructions)	4	3,239,149
5 Net value of noncharitable-use assets Subtract line 4 from line 3 Enter here and on Part V, line 4	5	212,704,101
6 Minimum investment return Enter 5% of line 5	6	10,635,205

Part XI Distributable Amount (see page 23 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here and do not complete this part)

1 Minimum investment return from Part X, line 6		1	10,635,205
2 a Tax on investment income for 2001 from Part VI, line 5	2a	NONE	
b Income tax for 2001 (This does not include the tax from Part VI)	2b		
c Add lines 2a and 2b	2c	NONE	
3 Distributable amount before adjustments Subtract line 2c from line 1	3	10,635,205	
4 a Recoveries of amounts treated as qualifying distributions	4a	NONE	
b Income distributions from section 4947(a)(2) trusts	4b		
c Add lines 4a and 4b	4c	NONE	
5 Add lines 3 and 4c	5	10,635,205	
6 Deduction from distributable amount (see page 23 of the instructions)	6	NONE	
7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	10,635,205	

Part XII Qualifying Distributions (see page 23 of the instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	8,557,168
b Program-related investments - Total from Part IX-B	1b	NONE
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3 Amounts set aside for specific charitable projects that satisfy the		
a 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	8,557,168
5 Organizations 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 24 of the instructions)	5	
6 Adjusted qualifying distributions Subtract line 5 from line 4	6	8,557,168

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

Part XIII Undistributed Income (see page 24 of the instructions)

		(a) Corpus	(b) Years prior to 2000	(c) 2000	(d) 2001
1	Distributable amount for 2001 from Part XI, line 7				10,635,205
2	Undistributed income, if any, as of the end of 2000				
a	Enter amount for 2000 only			7,526,150	
b	Total for prior years		NONE		
3	Excess distributions carryover, if any, to 2001				
a	From 1996	NONE			
b	From 1997	NONE			
c	From 1998	NONE			
d	From 1999	NONE			
e	From 2000	NONE			
f	Total of lines 3a through e	NONE			
4	Qualifying distributions for 2001 from Part XII, line 4 8,557,168				
a	Applied to 2000, but not more than line 2a			7,526,150	
b	Applied to undistributed income of prior years (Election required - see page 24 of the instructions)		NONE		
c	Treated as distributions out of corpus (Election required - see page 24 of the instructions)	NONE			
d	Applied to 2001 distributable amount				1,031,018
e	Remaining amount distributed out of corpus				
5	Excess distributions carryover applied to 2001 (If an amount appears in column (d) the same amount must be shown in column (a))	NONE			NONE
6	Enter the net total of each column as indicated below.				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b	Prior years' undistributed income Subtract line 4b from line 2b		NONE		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d	Subtract line 6c from line 6b Taxable amount - see page 25 of the instructions		NONE		
e	Undistributed income for 2000 Subtract line 4a from line 2a. Taxable amount - see page 25 of the instructions				
f	Undistributed income for 2001 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2002				9,604,187
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(E) or 4942(g)(3) (see page 25 of the instructions)	NONE			
8	Excess distributions carryover from 1996 not applied on line 5 or line 7 (see page 25 of the instructions)	NONE			
9	Excess distributions carryover to 2002 Subtract lines 7 and 8 from line 6a	NONE			
10	Analysis of line 9				
a	Excess from 1997	NONE			
b	Excess from 1998	NONE			
c	Excess from 1999	NONE			
d	Excess from 2000	NONE			
e	Excess from 2001	NONE			

Part XIV Private Operating Foundations (see page 25 of the instructions and Part VII-A, question 9) **NOT APPLICABLE**

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2001, enter the date of the ruling ▶

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

	Tax year		Prior 3 years		(e) Total
	(a) 2001	(b) 2000	(c) 1999	(d) 1998	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - Enter 2/3 of minimum investment return shown in Part X line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)) or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(ii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year - see page 26 of the instructions)

1 Information Regarding Foundation Managers

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

N/A

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

N/A

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

Check here if the organization only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the organization makes gifts, grants, etc. (see page 26 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

N/A

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

N/A

c Any submission deadlines

N/A

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

N/A

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient 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
<p>a <i>Paid during the year</i></p> <p>SEE STATEMENT 9</p>				
<p>Total ▶ 3a</p>				<p>7,616,753</p>
<p>b <i>Approved for future payment</i></p>				
<p>Total ▶ 3b</p>				

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

- 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code... a Transfers from the reporting organization to a noncharitable exempt organization of (1) Cash (2) Other assets b Other Transactions (1) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees d If the answer to any of the above is "Yes," complete the following schedule...

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements.

2 a Is the organization directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes No

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship.

Under penalties of perjury, I declare that I have examined this return including accompanying schedules and statements, and to the best of my knowledge and belief it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge. Signature of officer or trustee: [Signature] Date: SEPT 23, 2002 Title: SECRETARY. Preparer's signature: [Signature] Date: SEP 20 2002 Check if self-employed: [] Preparer's SSN or PTIN: THEODORE BUDGE P00196112. Firm's name (or yours if self-employed), address, and ZIP code: PRICEWATERHOUSECOOPERS LLP, 400 SOUTH HOPE STREET, LOS ANGELES, CA 90071-2889 Phone no: 213-236-3000

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2001

Name of organization

THE OAK FOUNDATION, U S.A.

Employer identification number

13-3321196

Organization type (check one)

Filers of

Section

Form 990 or 990-EZ

501(c)() (enter number) organization

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

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

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

501(c)(3) taxable private foundation

Check if your organization is covered by the **General rule** or a **Special rule** (Note Only a section 501(c)(7), (8), or (10) organization can check box(es) for both the General rule and a Special rule — see instructions)

General Rule —

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

Special Rules —

- For a section 501(c)(3) organization filing Form 990, or Form 990-EZ, that met the 33 $\frac{1}{3}$ % 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 1 of their Form 990-PF, to certify that they do not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization **THE OAK FOUNDATION, U.S.A.** Employer identification number **13-3321196**

Part I Contributors (See Specific Instructions)

(a) No	(b) Name, address and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	THE FIDELITY CHARITABLE GIFT FUND 62 DEVONSHIRE STREET BOSTON, MA 02109	\$ 33,194,049	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
	----- ----- -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
	----- ----- -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
	----- ----- -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
	----- ----- -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
	----- ----- -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

- 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)

Part II Additional (not automatic) 3-Month Extension of Time — Must File Original and One Copy.		
Type or print File by the extended due date for filing the return See instructions	Name of Exempt Organization THE OAK FOUNDATION, U S A.	Employer identification number
	C/O PAUL A ROBERTS, PRICEWATERHOUSECOOPERS, LLP	13-3321196
	Number, street and room or suite no. If a PO box, see instructions 333 MARKET STREET	For IRS use only
	City, town or post office, state, and ZIP code For a foreign address, see instructions SAN FRANCISCO, CA 94105-2119	

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

Form 990 Form 990-EZ Form 990-T (sec 401(a) or 408(a) trust) Form 1041-A Form 5227 Form 8870
 Form 990-BL Form 990-PF Form 990-T (trust other than above) Form 4720 Form 6069

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

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

4 I request an additional 3-month extension of time until NOVEMBER 15, 2002

5 For calendar year 2001, or other tax year beginning _____, 20____ and ending _____, 20____

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

7 State in detail why you need the extension ALL INFORMATION, NECESSARY TO FILE ACCURATE AND COMPLETE RETURN, HAS NOT YET BEEN OBTAINED.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions \$ 128,875

b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868 \$ 128,875

c **Balance Due** Subtract line 8b from line 8a Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions \$ NONE

Signature and Verification

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

Signature T. A. Beck Title E. A. Date 8/12/02

Notice to Applicant — To Be Completed by the IRS

- 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 due date of the return for which an extension was requested
- Other _____

Director _____ By _____ 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

Type or print	Name PRICEWATERHOUSECOOPERS LLP, ATT LAYNE PINKERNELL	EXTENSION APPROVED
	Number and street (include suite, room, or apt. no.) Or a PO box number 400 SOUTH HOPE STREET	SEP 09 2002
	City or town, province or state, and country (including postal or ZIP code) LOS ANGELES, CA 90071	
		LINDA WEISKOPE FIELD DIRECTOR SUBMISSION PROCESSING CENTER

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)

Note 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)

Note Form 990-T corporations requesting an automatic 6-month extension — check this box and complete Part I only

All other corporations (including Form 990-C filers) must use Form 7004 to request an extension of time to file income tax returns
Partnerships, REMICs and trusts must use Form 8736 to request an extension of time to file Form 1065, 1066, or 1041

Type or print File by the due date for filing your return See instructions	Name of Exempt Organization	THE OAK FOUNDATION, U.S.A.	Employer identification number
	C/O A. WOODBERRY, PRICEWATERHOUSECOOPERS, LLP		13-3321196
	Number, street, and room or suite no. If a PO box, see instructions	333 MARKET STREET	
	City, town or post office, state, and ZIP code For a foreign address, see instructions	SAN FRANCISCO, CA 94105-2119	

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

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

• If the organization does not have an office or place of business in the United States, check this box

• If this is for a **Group Return**, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the **whole group**, check this box If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension will cover

1 I request an automatic 3-month (6-month, for 990-T corporation) extension of time until AUGUST 15, 2002, to file the exempt organization return for the organization named above. The extension is for the organization's return for

▶ calendar year 2001 or

▶ tax year beginning _____, 20____, and ending _____, 20____

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions \$ 128,875

b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit \$ 128,875

c **Balance Due** Subtract line 3b from line 3a Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions \$ NONE

Signature and Verification

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

Signature ▶ [Handwritten Signature] Title ▶ E.A. Date ▶ 5/13/02

For Paperwork Reduction Act Notice, see Instruction

FORM 990-PF - PART IV

CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		EQUITIES				P	VAR	VAR
		PROPERTY TYPE SECURITIES					-6198438	
		INVESTMENT FUNDS				P	VAR	VAR
		PROPERTY TYPE SECURITIES					534,148	
TOTAL GAIN (LOSS)					----- -5664290 =====	

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
BINGHAM DANA RICHARDS & O'NEIL	13,061. 3,750.			13,061. 3,750.
TOTALS	16,811.	NONE	NONE	16,811.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
PRICEWATERHOUSECOOPERS LLP	48,142.			48,142.
TOTALS	48,142.	NONE	NONE	48,142.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEE	2,191,457.	2,191,457.	223,194.
ADVISORY FEES	223,194.		
TOTALS	2,414,651.	2,191,457.	223,194.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
GRANT MONITORING COSTS	71,248.	71,248.
TELEPHONE & DELIVERY	17,830.	17,830.
OFFICE SUPPLIES	12,660.	12,660.
COMPUTER SERVICE	15,627.	15,627.
MISCELLANEOUS	2,036.	2,036.
TOTALS	119,401.	119,401.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
GEORGICA EQUITIES LONG QUOTED	200,000.	83,335.
TOTALS	200,000.	83,335.

FORM 990-PF, PART II, ASSETS-FAIR MARKET VALUE

INVESTMENT FUNDS	FMV
WEITZ SERIES VALUE FUND	48,226,603
CFH INDUSTRIAL TRUST	21,356,349
TAMARACK INTERNATIONAL LTD - SER 2	16,235,649
ALPHAGEN CAPELLA FUND LTD CL A	11,132,666
MIDTOWN NUCLEUS FUND	10,957,300
EGERTON EUROPEAN DOLLAR FUND	10,726,426
LEXINGTON CAPITAL PARTNERS	9,673,265
KINGDON OFFSHORE N V	9,387,953
ULYSSES OFFSHORE FUND	8,346,250
CERBERUS INTERNATIONAL LTD	7,197,039
EUREKA INTERACTIVE FUND	6,417,069
STONEHILL OFFSHORE PARTNERS LTD - CL B	6,141,646
STONEHILL OFFSHORE PARTNERS LTD - CL P	5,179,582
NARRAGANSETT FUND CLASS C SERIE 1	4,200,472
BLACKSTONE REAL ESTATE L P	282,159
GOTHAM PARTNERS - B 4	97,693
GOTHAM PARTNERS - B5	66,939
GOTHAM PARTNERS - B2	44,871
GOTHAM PARTNERS - B6	38,205
GOTHAM PARTNERS - B3	27,414
GOTHAM PARTNERS - B1	17,652
GOTHAM PARTNERS - B7	4,423
GOTHAM PARTNERS - B8	3,897
Total	<u><u>175,761,522</u></u>

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
DEPOSITS & TRAVEL ADVANCES	10,000.	10,000.
REDEMPTION PROCEEDS	570,628.	570,628.
TOTALS	580,628.	580,628.

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 ACCT AND OTHER ALLOWANCES
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ALAN M. PARKER C/O PAUL ROBERTS PRICEWATERHOUSECOOPERS LLP 333 MARKET STREET SAN FRANCISCO, CA 94105	DIRECTOR/VP 1 HOUR/WK	NONE	NONE	NONE
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JETTE PARKER C/O PAUL ROBERTS PRICEWATERHOUSECOOPERS LLP 333 MARKET STREET SAN FRANCISCO, CA 94105	DIRECTOR/VP 1 HOUR/WK	NONE	NONE	NONE
--	--------------------------	------	------	------

GARY GOODMAN C/O PAUL ROBERTS PRICEWATERHOUSECOOPERS LLP 333 MARKET STREET SAN FRANCISCO, CA 94105	SECRETARY 1 HOUR/WK	NONE	NONE	NONE
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WILLIAM COTTER C/O PAUL ROBERTS PRICEWATERHOUSECOOPERS LLP 333 MARKET STREET SAN FRANCISCO, CA 94105	PRESIDENT 20 HRS/WK	153,450.	NONE	NONE
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GRAND TOTALS

		153,450.	NONE	NONE
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FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE SCHWAB FUND FOR CHARITABLE GIVING SAN FRANCISCO, CA	PUBLIC CHARITY	GENERAL SUPPORT	3,200,000
PRESIDENT & FELLOWS OF HARVARD COLLEGE BOSTON, MA	PUBLIC CHARITY	GENERAL SUPPORT	811,000
INT'L REHABILITATION COUNCIL FOR TORTURE VICTIMS COPENHAGEN, DENMARK	FOREIGN CHARITY	GENERAL SUPPORT	608,496
ROBIN HOOD FOUNDATION NEW YORK, NY	PUBLIC CHARITY	GENERAL SUPPORT	500,000
ROBIN HOOD RELIEF FUND NEW YORK, NY	PUBLIC CHARITY	GENERAL SUPPORT	500,000
WORLD RESOURCES INSTITUTE WASHINGTON, DC	PUBLIC CHARITY	GENERAL SUPPORT	251,099
ALL KINDS OF MINDS CHAPEL HILL, NC	PUBLIC CHARITY	GENERAL SUPPORT	250,000
FREDERIKSBERG HOSPITAL COPENHAGEN, DENMARK	FOREIGN UNIVERSITY HOSPITAL	GENERAL SUPPORT	186,104
WELLSPRING TRUST INC NORWALK, CT	NORWALK, CT	GENERAL SUPPORT	150,000

FORM 990FE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
LAND TRUST ALLIANCE WASHINGTON, DC	GENERAL SUPPORT	105,000
IPSCAN CHICAGO, IL	GENERAL SUPPORT	100,000
THE MOUNT SINAI HOSPITAL NEW YORK, NY	GENERAL SUPPORT	100,000
WILDLIFE CONSERVATION SOCIETY BRONX, NY	GENERAL SUPPORT	81,000
THE NATURE CONSERVANCY ARLINGTON, VA	GENERAL SUPPORT	75,000
DOCTORS OF THE WORLD NEW YORK, NY	GENERAL SUPPORT	75,000
FITCHEBURG ART MUSEUM FITCHEBURG, MA	GENERAL SUPPORT	75,000
THE BETTER HOMES FUND NEWTON CENTER, MA	GENERAL SUPPORT	75,000
WILDLIFE PRESERVATION TRUST INTERNATIONAL NORTH GRAFTON, MA	GENERAL SUPPORT	75,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
NEW ENGLAND AQUARIUM BOSTON, MA	GENERAL SUPPORT	72,554
CONSERVATION LAW FOUNDATION BOSTON, MA	GENERAL SUPPORT	70,000
THE SIERRA CLUB FOUNDATION SAN FRANCISCO, CA	GENERAL SUPPORT	50,000
URBAN JUSTICE CENTER NEW YORK, NY	GENERAL SUPPORT	50,000
CLEAN AIR COOL PLANET PORTSMOUTH, NH	GENERAL SUPPORT	25,000
WHEELS FOR HUMANITY NORTH HOLLYWOOD, CA	GENERAL SUPPORT	25,000
CENTER FOR URBAN COMMUNITY SERVICES INC NEW YORK, NY	GENERAL SUPPORT	15,000
WELLESLEY COLLEGE WELLESLEY, MA	GENERAL SUPPORT	12,500
AMERICAN CIVIL LIBERTIES FOUNDATION NEW YORK, NY	GENERAL SUPPORT	10,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR
AND
FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE WILD SALMON CENTER PORTLAND, OR	GENERAL SUPPORT	10,000
TIDES FOUNDATION SAN FRANCISCO, CA	GENERAL SUPPORT	15,000
WAKE FOREST UNIVERSITY WINSTON SALEM, NC	GENERAL SUPPORT	10,000
BOSTON UNIVERSITY BOSTON, MA	GENERAL SUPPORT	5,000
COMMONWEALTH SHAKESPEARE COMPANY BOSTON, MA	GENERAL SUPPORT	5,000
HUNTINGTON THEATRE COMPANY INC BOSTON, MA	GENERAL SUPPORT	5,000
PINE TREE SOCIETY FOR HANDICAPPED CHILDREN AND ADULTS INC BATH, ME	GENERAL SUPPORT	5,000
MGBH EDUCATIONAL FOUNDATION BOSTON, MA	GENERAL SUPPORT	5,000
COLEY COLLEGE WATERVILLE, ME	GENERAL SUPPORT	3,000

FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR
AND
FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
WELLS COLLEGE AURORA, NY	GENERAL SUPPORT	2,000
THE CHILDREN'S MUSEUM SAN DIEGO, CA	GENERAL SUPPORT	2,000
CLARK UNIVERSITY WORCESTER, MA	GENERAL SUPPORT	1,000
DUKE UNIVERSITY DURHAM, NC	GENERAL SUPPORT	1,000

TOTAL CONTRIBUTIONS PAID 7,616,753



**Annual Accounts 2001 for
Funding provided by
OAK Foundation USA, Inc.**

Income and Expenditure, 1st January - 31st December 2001

<u>Receipts:</u>	DKK
<i>OAK Foundation</i>	
OUSA-00-033, RECEIVED IN 2001	5 300.000
OUSA-00-033, RECEIVED IN 2000	5 300.000
Total	10.600.000
 <u>Expenses:</u>	
Salaries in year 2001 as per attachment	8 074 012
Telecommunication costs IRCT Headquarters	473 518
Rental costs year 2001 as per attachment	1 222 242
Running costs of Brussels Liaison Office	873 008
TOTAL EXPENSES	<u>10.642.780</u>
Expenses in excess of grant OUSA-00-033	<u>-42.780</u>
Balance of grant to be expensed in year 2002	<u>0</u>

International
Rehabilitation
Council for
Torture Victims

NGO in special
consultative status
with the Economic and
Social Council of
the United Nations

Borgergade 13
PO Box 9049
DK 1072 Copenhagen K
Denmark

tel +45 33 76 06 00
Fax +45 33 76 05 00
E-mail irct@irct.org
<http://www.irct.org>

CVR No 16 70 10 33

I hereby certify this is a correct account of expenditure

Copenhagen 27 March 2002

Erik Launzen
Financial Controller

2001
International Rehabilitation Council for Torture Victims
FINANCIAL OVERVIEW

(in USD)

	FY01 ending 31.12.2001	FY00 ending 31.12.2000
<u>Summary Balance Sheet</u>		
Assets	915 549 a)	1 653 867 b)
Liabilities	708 172 a)	1 518 821 b)
Fund Balances	207.377	135.046
<u>Summary Income Statement</u>		
Total Revenue	4 273 004 a)	4 629.808 b)
Expenditures		
Program	3 827 468 a)	4 157 519 b)
Administration	401 495 a)	456.921 b)
Total	4.228.963	4.614.440
Financial income/expenses	34 541 a)	21.786 b)
Excess	78 582 a)	37 154 b)

	FY01 ending 31.12.2001	FY00 ending 31.12.2000
Government support =	29,4% of revenue	19,3% of revenue
Inter governmental support =	22,4% of revenue	36,0% of revenue
Private Support =	48,2% of revenue	44,7% of revenue
Program Costs =	90,5% of expenditure	90,1% of expenditure
Administration/fundraising Costs =	9,5% of expenditure	9,9% of expenditure

a) Exchange rate 31 December 2001
b) Exchange rate 31 December 2000

1 DKK = USD
1 USD = DKK

0 11891
8,0205

2001
SCHEDULE OF FINANCIAL SUPPORT
PART ONE
(in USD)

	2001	2000	1999	1998	TOTAL
1 Gifts, grants and contributions received	4 273	4 630	4 378	2 973	16.254
2 Membership fees received					0
3 Gross receipts from admissions, merchandise sold, services performed, or facilities provided (only from activities whose conduct is related to the exempt purposes of the organization) (1)					0
4 Gross income from interest, rents and royalties (2)	35	22	73	25	155
5 Net income from business activities that are unrelated to the organization's exempt purposes (3)				3	3
6 Value of services or facilities furnished by a government unit without charge (4)					0
7 Total of lines 1 through 6	4 308	4 652	4 451	3 001	16.412
8 Line 7 minus line 3	4 308	4 652	4 451	3 001	16 412
9 Two per cent of the total for line 8					328
Complete Part TWO, then complete the rest of Part ONE					
10 Total from Column C, Part TWO					4.226
11 Public support-four year total of line 8 minus the four-year totals of line 4, 5 and 10					12.028
12 Public support percentage - line 11 divided by line 8					73,29%

**Schedule of Financial Support
Part TWO**

Instructions: Complete one line for each person or organization (but excluding governments or governmental units) who, during the entire four-year period, contributed more than the amount on Line 9, Part ONE

In Column A, identify each donor by name or otherwise

In Column B, enter the total amount donated by that person or organization during the four-year period

In Column C, enter the difference between the amount on Line 9 Part ONE, and the amount entered for that donor

In Column B Add the amounts entered in Column C, and enter the total for Column C at Line 10 Part ONE (previous page)

A. Identification of Donor	B: Total contributed	c. Excess Contributions
The OAK Foundation	4 554	4 226
TOTALS	4 554	4.226

2001 OAK Core grant justification

Name	Gross salary 2001
ROBERTSEN ULLA	105 339
CLARKE BIRGITTE	47 415
REVENTLOW JOHAN	98 497
CLARK SUZANNE MUNRO	559.296
HENRIKSEN KENJA DORA	398 662
RODENBURG ADRIANA NEELTJE	106 302
BUHELT ANDERS	93.295
REIMER KIRSTEN	331 380
TORBEN E HOLM	265 747
MELCHIOR JØRGEN	134 530
BRUUN ANNE DOROTHEA	70 574
GENEFKE INGE	753 092
SØRENSEN GITTE	333 957
LAURITZEN ERIK	497 093
JØRGENSEN CHRISTIAN KRONE	51 411
ZUSCHLAG ANJA L	305 032
THAYSEN LARS CHRISTIAN	246 934
DALTON PAUL	363 376
JENSEN DEA KOPP	273 358
NIELSEN POUL STRUVE	215 798
KESON BRITT	367 044
DEIBJERG EVA RYGE	135 084
ARCEL ELEFThERIA	304 763
SØRENSEN BENT	131 522
RASMUSSEN OLE VEDEL	199 617
KLEMENT DYMI	78 982
RAUN-PETERSEN IDA	175 361
JULIE REVENTLOW	56 849
MODVIG JENS	777 250
JENSEN SUSAN STUDSGAARD	334 306
SKOGØY CHARLOTT	221 991
NIELSEN LENE HELMER	40 155
<hr/>	
Salaries Total	8.074.012
Telecommunication cost acc. to annual accounts 2001 (note 13)	473.518
Rental cost:	
Gross acc to annual accounts 2001 (note 13)	2 336 155
less	
Subsidized as part of EU Core grant	-276 234
Subsidized as part of DMFgrant	-837 679
Balance:	1.222.242
Brussels Liaison Office acc to annual accounts 2001 (note 9)	873 008
TOTAL	10 642.780
Vs: Total OAK core grant	10.600 000



Frederiksberg Hospital

Copenhagen Hospital Corporation

Date

19 december 2001

- Oak Philanthropy Limited
Att. Gary Goodmann
Geneva Branch
4, rue de la Tour de L'île
1204 Geneva
Switzerland

The Parker Institute,

Direct line +45 3816 4154
Local fax +45 3816 4159
Our ref
Your ref

Dear Sir,

Re Oak Foundation Grant Number OUSA-01-030

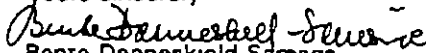
Thank you for your letter of 29th November 2001


We can confirm that the five-year grant of DKK 17,500,00, will be expended in accordance with the terms stipulated in your letter. The amount will be split like DKK 5 million for the Interdisciplinary Experimental and Intervention Research Associate-Professorship program, DKK 5 million for the Interdisciplinary Experimental and Intervention Research "Other Projects" program, and DKK 7.5 million for the Imaging Documentation Research in Rheumatic Diseases by MRI and ultrasound program.

- The Frederiksberg General Hospital is a non-profit corporate body, which is 100% owned, directed and administrated by the municipalities of Copenhagen and Frederiksberg and the State of Denmark
- The Frederiksberg Hospital is a university hospital affiliated to the University of Copenhagen
- Under no circumstances could an individual or group of individuals reap financial gain from the hospital's activities
- We are prepared to provide any additional information in our power, should this be necessary, in order for the Foundation to meet its obligations under US tax laws
- Any grant funds not expended will be returned to The Oak Foundation

We greatly appreciate this financial support from The Oak Foundation and look forward to the work that now lies ahead of us

Yours sincerely


Bente Dønneskriold-Samsøe
Director of Research, MD, DMSc

Head of Department

Stig Hvidtfeldt
Director

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DK-2000 Frederiksberg
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125 09 71