Form 990-PF

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2001

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

Use the IRS label. Otherwise, print or type. See Specific Instructions.

Name of organization
JOHN TEMPLETON FOUNDATION

A Employer identification number
62-1322826

Number and street (or P O box number if mail is not delivered to street address)
5 RADNOR CORPORATE CENTER
100 MATSONFORD ROAD

Room/suite
100

B Telephone number (see page 10 of the instructions)
(610) 687-8942

City or town, state and ZIP code
RADNOR, PA 19087

C If exemption application is pending check here ▶

D 1 Foreign organizations check here ▶

2 Foreign organizations meeting the 85% 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 [X] 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) ▶ 266,250,216

J Accounting method [ ] Cash [X] 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 ▶ [ ] if the foundation is not required to attach Sch B	421,075		N/A	STMT 1
	2 Distributions from split-interest trusts				
	3 Interest on savings and temporary cash investments	388,906	388,906		STMT 2
	4 Dividends and interest from securities	8,004,254	8,004,254.		STMT 3
	5a Gross rents	79,490	79,490		
	b (Net rental income or (loss) -10,205)				
	6a Net gain or (loss) from sale of assets not on line 10	244,687			
	b Gross sales price for all assets on line 6a 34,757,004				
	7 Capital gain net income (from Part IV, line 2)		244,687		
	8 Net short-term capital gain				
	9 Income modifications				
	10a 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	9,138,412	8,717,337		
Operating and Administrative Expenses	13 Compensation of officers, directors trustees, etc	633,516			650,723
	14 Other employee salaries and wages	921,992			884,793
	15 Pension plans, employee benefits	289,887.			277,690
	16a Legal fees (attach schedule) STMT 4	216,073	NONE	NONE	50,137
	b Accounting fees (attach schedule) STMT 5	26,901.	NONE	NONE	18,024
	c Other professional fees (attach schedule) STMT 6	722,650			1,188,773
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) STMT 7	604,831			98,682
	19 Depreciation (attach schedule) and depletion	138,617			
	20 Occupancy	451,043	89,695		371,553
	21 Travel, conferences and meetings	599,196			
	22 Printing and publications	93,373			
	23 Other expenses (attach schedule) STMT 8	14,979,972	-29,842		3,246,742
	24 Total operating and administrative expenses Add lines 13 through 23	19,678,051	59,853.	NONE	6,787,117
	25 Contributions, gifts, grants paid STMT 9	17,012,880			21,316,067
	26 Total expenses and disbursements. Add lines 24 and 25	36,690,931	59,853	NONE	28,103,184.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-27,552,519			
	b Net investment income (if negative, enter -0-)		8,657,484		
	c Adjusted net income (if negative enter -0-)			N/A	

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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	139,404	88,001	88,001
	2 Savings and temporary cash investments	8,577,454	2,096,377	2,096,377
	3 Accounts receivable ▶ 85,700			
	Less allowance for doubtful accounts ▶	11,106	85,700	85,700
	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	26,235	114,013.	114,013
	10 a Investments - U S and state government obligations (attach schedule) STMT 10	13,276,714.	22,261,590	22,261,590
	b Investments - corporate stock (attach schedule) STMT 11	28,892,153.	19,391,748	19,391,748
	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 12	246,829,526	221,839,930	221,839,930
	14 Land buildings and equipment basis ▶ 1,070,479 Less accumulated depreciation (attach schedule) ▶ 878,692	254,369	191,787	191,787
	15 Other assets (describe ▶ STMT 13)	119,651	181,070	181,070
	16 **Total assets** (to be completed by all filers - see page 16 of the instructions Also see page 1, item I)	298,126,612	266,250,216	266,250,216
Liabilities	17 Accounts payable and accrued expenses	1,005,316	284,414	
	18 Grants payable	36,141,327	43,837,481	
	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 ▶)	200,129	10,835	
	23 Total liabilities (add lines 17 through 22)	37,346,772	44,132,730	
Net Assets or Fund Balances	**Organizations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31**			
	24 Unrestricted	260,167,712.	221,631,828	
	25 Temporarily restricted	612,128	485,658	
	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			
	30 **Total net assets or fund balances** (see page 17 of the instructions)	260,779,840.	222,117,486	
	31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	298,126,612	266,250,216	

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	260,779,840
2 Enter amount from Part I, line 27a	2	-27,552,519
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	233,227,321
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 14	5	11,109,835.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	222,117,486

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	244,687
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the 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	26,640,682	297,001,151	0 08969891837
1999	24,452,922.	270,240,039	0 09048593277
1998	16,512,166.	252,071,631	0 06550584822
1997	13,478,106	233,954,135	0 05761003540
1996	12,290,741.	21,150,456	0 58110997701

2	**Total** of line 1, column (d)	2	0.88441071177
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	0.17688214235
4	Enter the net value of noncharitable-use assets for 2001 from Part X, line 5	4	260,025,855
5	Multiply line 4 by line 3	5	45,993,930
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	86,575
7	Add lines 5 and 6	7	46,080,505.
8	Enter qualifying distributions from Part XII, line 4	8	28,103,184

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ 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 ▶ ☐ and enter 1% of Part I line 27b		1	173,150
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	173,150
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	173,150
6	Credits/Payments			
a	2001 estimated tax payments and 2000 overpayment credited to 2001	6a 134,000.		
b	Exempt foreign organizations - tax withheld at source	6b NONE		
c	Tax paid with application for extension of time to file (Form 8868)	6c NONE		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d		7	134,000
8	Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached		8	1,283
9	Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed ▶		9	40,433
10	Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ▶		10	
11	Enter the amount of line 10 to be Credited to 2002 estimated tax ▶ Refunded ▶		11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	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?	1a		X
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)?	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 organization in connection with the activities			
c	Did the organization 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 organization ▶ $ _____ (2) On organization managers ▶ $ _____			
e	Enter the reimbursement (if any) paid by the organization during the year for political expenditure tax imposed on organization managers ▶ $ _____			
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*	2		X
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*	3	X	
4a	Did the organization have unrelated business gross income of $1,000 or more during the year?	4a		X
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? *If "Yes" attach the statement required by General Instruction T*	5		X
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	X	
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*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ TENNESSEE, PENNSYLVANIA			
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*	8b	X	
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*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X
11	Did the organization comply with the public inspection requirements for its annual returns and exemption application?	11	X	

Web site address ▶ WWW.TEMPLETON.ORG

12 The books are in care of ▶ VALERIE MARTIN Telephone no ▶ 610-687-8942

Located at ▶ RADNOR, PA ZIP+4 ▶ 19087

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 N/A

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
1 a	During the year did the organization (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No		
	(3) Furnish goods, services or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No		
	(6) Agree to pay money or property to a government official? (Exception Check "No" if the organization agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 19 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ ☐		1b		X
c	Did the organization engage in a prior year in any of the acts described in 1a other than excepted acts, that were not corrected before the first day of the tax year beginning in 2001?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the organization was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2001 did the organization have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2001? ☐ Yes ☒ No If "Yes" list the years ▶ _____, _____, _____, _____			
b	Are there any years listed in 2a for which the organization 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 19 of the instructions)		2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a list the years here ▶ _____, _____, _____, _____				
3 a	Did the organization hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2001 as a result of (1) any purchase by the organization 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 organization had excess business holdings in 2001)*		3b	N/A	
4 a	Did the organization invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the organization 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 2001?		4b		X
5 a	During the year did the organization pay or incur any amount to				
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on directly or indirectly, any voter registration drive?	☐ Yes ☒ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☒ Yes ☐ No			
	(4) Provide a grant to an organization other than a charitable, etc organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?	☒ Yes ☐ No			
	(5) Provide for any purpose other than religious, charitable scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No			
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ ☐		5b		X
c	If the answer is "Yes" to question 5a(4), does the organization claim exemption from the tax because it maintained expenditure responsibility for the grant? *If "Yes" attach the statement required by Regulations section 53 4945-5(d)*	☒ Yes ☐ No			
6 a	Did the organization during the year, receive any funds directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b	Did the organization during the year, pay premiums, directly or indirectly, on a personal benefit contract? *If you answered "Yes" to 6b, also file Form 8870*		6b		X

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 ATTACHMENT #3		633,516	50,906	-0-

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
ARTHUR SCHWARTZ	DIRECTOR OF PROGRAMS 40+/WK	106,285	12,724	
PAMELA THOMPSON	DIR COMMUNICATIONS 40+/WK	95,121	11,338	
PAUL WASON	DIRECTOR OF PROGRAMS 40+/WK	95,117	9,488	
PAMELA LAIRDIESON	CONTROLLER 24+/WK	82,413	9,884	
MARY ANN MEYERS	SENIOR FELLOW 28+/WK	79,167	9,439	

Total number of other employees paid over $50,000 ▶ 5

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
SHARPER VENTURES RADNOR, PA	CONSULTANT	466,123
DECHERT PHILADELPHIA, PA	LEGAL CONSULTING	266,801
GENESIS PENNSAUKEN, NJ	COMPUTER CONSULTING	181,341
HARMELIN MEDIA BALA CYNWYD, PA	MEDIA	174,512
QUADRA PRINTING PENNSAUKEN, NJ	PUBLIC RELATIONS	149,704

Total number of others receiving over $50 000 for professional services ▶ 6

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced etc	Expenses
1 SEE ATTACHMENT #4	1,733,317
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	259,748,393
b	Average of monthly cash balances	1b	3,664,677
c	Fair market value of all other assets (see page 22 of the instructions)	1c	572,570
d	**Total** (add lines 1a, b, and c)	1d	263,985,640
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	263,985,640
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 23 of the instructions)	4	3,959,785.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	260,025,855.
6	**Minimum investment return** Enter 5% of line 5	6	13,001,293

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	13,001,293
2 a	Tax on investment income for 2001 from Part VI, line 5	2a	173,150		
b	Income tax for 2001 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	173,150
3	Distributable amount before adjustments Subtract line 2c from line 1			3	12,828,143
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	12,828,143
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	12,828,143

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	28,103,184.
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	28,103,184
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	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	28,103,184

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				12,828,143
2 Undistributed income, if any as of the end of 2000				
a Enter amount for 2000 only			NONE	
b Total for prior years _____, _____, _____		NONE		
3 Excess distributions carryover, if any, to 2001				
a From 1996 11,431,060				
b From 1997 2,447,294				
c From 1998 4,295,011				
d From 1999 11,329,786				
e From 2000 13,192,957				
f Total of lines 3a through e	42,696,108			
4 Qualifying distributions for 2001 from Part XII, line 4 ▶ 28,103,184				
a Applied to 2000, but not more than line 2a			NONE	
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				12,828,143
e Remaining amount distributed out of corpus	15,275,041			
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	57,971,149			
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			NONE	
f Undistributed income for 2001 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2002				NONE
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)	11,431,060			
9 Excess distributions carryover to 2002. Subtract lines 7 and 8 from line 6a	46,540,089			
10 Analysis of line 9				
a Excess from 1997 2,447,294				
b Excess from 1998 4,295,011				
c Excess from 1999 11,329,786				
d Excess from 2000 13,192,957				
e Excess from 2001 15,275,041				

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

1a 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			
	(a) 2001	(b) 2000	(c) 1999	(d) 1998	(e) Total
2a 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)(iii)					
(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))

SIR JOHN TEMPLETON

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

NONE

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

Check here ▶ ☐ if the 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

SEE STATEMENT 15

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

SEE STATEMENT 16

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

SEE STATEMENT 17

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
a *Paid during the year*				
SEE ATTACHMENT #5				21,316,067
Total			▶ 3a	21,316,067
b *Approved for future payment*				
See Attachment #5				25,113,694
Total			▶ 3b	25,113,694

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512 513 or 514		(e) Related or exempt function income (See page 26 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	388,906	
4 Dividends and interest from securities			14	8,004,254	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property			16	-10,205	
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	244,687	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b) (d), and (e)				8,627,642	
13 Total Add line 12, columns (b), (d) and (e)				▶13	8,627,642

(See worksheet in line 13 instructions on page 26 to verify calculations)

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

Line No ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes) (See page 27 of the instructions)
	NOT APPLICABLE

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting organization to a nonchantable exempt organization of			
	(1) Cash	1a(1)	X	
	(2) Other assets	1a(2)		X
b	Other Transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a nonchantable exempt organization	1b(2)		X
	(3) Rental of facilities equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets or paid employees	1c		X

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

(a) Line no	(b) Amount involved	(c) Name of nonchantable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
1A(1)	31,500	RNA	SEE ATTACHMENT

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

b If "Yes," complete the following schedule

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

Sign Here

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 — Date: Nov 15, 2002 — Title: President

Paid Preparer's Use Only

Preparer's signature		Date: NOV 14 2002	Check if self-employed ☐
Firm's name (or yours if self-employed) address and ZIP code	PRICEWATERHOUSECOOPERS LLP 2001 MARKET ST, SUITE 1700 PHILADELPHIA, PA 19103	EIN ▶ 13-4008324	Preparer's SSN or PTIN (See Signature on page 28 of the instructions) 145-52-6146
		Phone no 267-330-3000	

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

JOHN TEMPLETON FOUNDATION

Employer identification number

62-1322826

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 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)*

If a section 501(c)(7), (8), or (10) organization received contributions or bequests for use exclusively for religious, charitable, etc , purposes (sections 170(c)(4), 2055(a)(3), or 2522(a)(3)) -

List in Part I each contributor whose contributions total more than $1,000 during the year that were for a religious, charitable, etc , purpose To determine the $1,000, aggregate all of a contributor's gifts for the year (regardless of amount) For a noncash contribution, complete Part II

All section 501(c)(7), (8), or (10) organizations that received **any** charitable contributions and listed **any** charitable contributors on Part I must also complete Part III

If a section 501(c)(7), (8), or (10) organization received charitable gifts, but is not required to list **any** charitable contributors on Part I, check the box on line **A** at the top of Schedule B (Form 990 or 990-EZ) and enter the amount of charitable contributions received in the space provided The organization need not complete and attach Part III

Specific Instructions

Note *You may duplicate Parts I, II, and III if more copies are needed Number each page of each Part*

Part I In column **(a)**, identify the first contributor listed as no 1 and the second contributor as no 2, etc Number consecutively Show the contributor's name, address, aggregate contributions for the year, and the type of contribution (e g , whether an individual, payroll, or noncash contribution) Report payroll contributions by listing the employer's name, address, and total amount given (unless an employee gave enough to be listed individually)

Part II In column **(a)**, show the number that corresponds to the contributor's number in Part I Describe the noncash contribution fully Report on property with readily determinable market value (i e , market quotations for securities) by listing its fair market value (FMV) For marketable securities registered and listed on a recognized securities exchange, measure market value by the average of the highest and lowest quoted selling prices (or the average between the bona fide bid and asked prices) on the contribution date See Regulations section 20 2031-2 to determine the value of contributed stocks and bonds When market value cannot be readily determined, use an appraised or estimated value To determine the amount of a noncash contribution that is subject to an outstanding debt, subtract the debt from the property's fair market value

Part III. Section 501(c)(7), (8), or (10) organizations that received contributions or bequests for use exclusively for religious, charitable, etc , purposes must complete Parts I through III for those persons whose gifts totaled more than $1,000 during the year Show also, in the heading of Part III, total gifts that were $1,000 or less and were for a religious, charitable, etc , purpose *Complete this information only on the first Part III page*

If an amount is set aside for a religious, charitable, etc , purpose, show in column **(d)** how the amount is held (e g , whether it is mingled with amounts held for other purposes) If the organization transferred the gift to another organization, show the name and address of the transferee organization in column **(e)** and explain the relationship between the two organizations

Name of organization: JOHN TEMPLETON FOUNDATION

Employer identification number: 62-1322826

Part I **Contributors** (See Specific Instructions)

(a) No	(b) Name, address and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	SIR JOHN TEMPLETON NASSAU, BAHAMAS	6,101	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
2	GIBSON FOUNDATION PITTSBURGH, PA	1,000	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
3	PETER GRUBER ST. THOMAS, US VIRGIN ISLANDS	1,000	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
4	JOHN DONALDSON - NEW PROVIDENCE ADVISORS LLC ATLANTA, GA	50,000	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
5	LYNN UNDERWOOD KALAMAZOO, MI	1,000	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
6	TEMPLETON RELIGION TRUST CAYMAN ISLANDS	25,000	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)

Name of organization: JOHN TEMPLETON FOUNDATION

Employer identification number: 62-1322826

Part I **Contributors** (See Specific Instructions)

(a) No	(b) Name, address and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
7	TEMPLETON WORLD CHARITY FOUNDATION TURKS AND CAICOS	336,974	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
			Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
			Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
			Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
			Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
			Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)

Name of organization: JOHN TEMPLETON FOUNDATION

Employer identification number: 62-1322826

Part III ***Exclusively*** **religious, charitable, etc. individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than $1,000 for the year.** (Complete columns (a) through (e) and the following line entry)

For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **$1,000 or less** for the year (Enter this information once - see instructions) ▶ $

(a) No from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	SEE STATEMENT 22		

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

(a) No from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

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

(a) No from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

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

(a) No from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

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

Form **2220**
Department of the Treasury
Internal Revenue Service

Underpayment of Estimated Tax by Corporations

▶ See separate instructions
▶ Attach to the corporation's tax return

OMB No 1545-0142

2001

Name: JOHN TEMPLETON FOUNDATION

Employer identification number: 62-1322826

Note *In most cases, the corporation **does not** need to file Form 2220 (See Part I below for exceptions) The IRS will figure any penalty owed and bill the corporation If the corporation does not need to file Form 2220, it may still use it to figure the penalty Enter the amount from line 36 on the estimated tax penalty line of the corporation's income tax return, but **do not** attach Form 2220*

Part I Reasons for Filing - Check the boxes below that apply to the corporation If any boxes are checked, the corporation must file Form 2220, even if it does not owe the penalty If the box on line 1 or line 2 applies, the corporation may be able to lower or eliminate the penalty

1 ☐ The corporation is using the annualized income installment method
2 ☐ The corporation is using the adjusted seasonal installment method
3 ☐ The corporation is a "large corporation" figuring its first required installment based on the prior year's tax.

Note *The corporation also must file Form 2220 if it has a suspended research credit allowed for the current year (see the instructions for line 4) or it is an indirectly affected taxpayer (see instructions)*

Part II Figuring the Underpayment

4	Total tax (see instructions)		4	173,150.
5a	Personal holding company tax (Schedule PH (Form 1120), line 26) included on line 4	5a		
b	Look-back interest included on line 4 under section 460(b)(2) for completed long-term contracts or section 167(g) for depreciation under the income forecast method	5b		
c	Credit for Federal tax paid on fuels (see instructions)	5c		
d	**Total** Add lines 5a through 5c		5d	
6	Subtract line 5d from line 4 If the result is less than $500, do not complete or file this form The corporation does not owe the penalty		6	173,150.
7	Enter the tax shown on the corporation s 2000 income tax return **Caution** *See instructions before completing this line*		7	1,402,333.
8	Enter the smaller of line 6 or line 7 If the corporation must skip line 7 enter the amount from line 6		8	173,150.

		(a)	(b)	(c)	(d)
9	**Installment due dates** Enter in columns (a) through (d) the 15th day of the 4th (***Form 990-PF filers*** Use 5th month), 6th 9th and 12th months of the corporation s tax year **Exception** Enter October 1 2001 instead of September 15 2001 ▶	9 05/15/2001	06/15/2001	10/01/2001	12/15/2001
10	**Required installments** If the box on line 1 and/or line 2 above is checked enter the amounts from Schedule A, line 40 If the box on line 3 (but not 1 or 2) is checked, see instructions for the amounts to enter If none of these boxes are checked enter 25% of line 8 above in each column	10 43,288.	43,288.	43,288.	43,286.
11	Estimated tax paid or credited for each period (see instructions) For column (a) only, enter the amount from line 11 on line 15	11	99,000.	35,000.	
	Complete lines 12 through 18 of one column before going to the next column				
12	Enter amount if any from line 18 of the preceding column	12		12,424.	4,136.
13	Add lines 11 and 12	13	99,000.	47,424.	4,136.
14	Add amounts on lines 16 and 17 of the preceding column	14	43,288.		
15	Subtract line 14 from line 13 If zero or less enter -0-	15	55,712.	47,424.	4,136.
16	If the amount on line 15 is zero, subtract line 13 from line 14 Otherwise enter -0-	16			
17	**Underpayment** If line 15 is less than or equal to line 10 subtract line 15 from line 10 Then go to line 12 of the next column Otherwise go to line 18	17 43,288.			39,150.
18	**Overpayment** If line 10 is less than line 15, subtract line 10 from line 15 Then go to line 12 of the next column	18	12,424.	4,136.	

Complete Part III on page 2 to figure the penalty. If there are no entries on line 17, no penalty is owed.

Part III Figuring the Penalty

		(a)	(b)	(c)	(d)
19 Enter the date of payment or the 15th day of the 3rd month after the close of the tax year whichever is earlier (see instructions) *(Form 990-PF and Form 990-T filers* Use 5th month instead of 3rd month)	19				
20 Number of days from due date of installment on line 9 to the date shown on line 19	20				
21 Number of days on line 20 after 4/15/2001 and before 7/1/2001	21				
22 Underpayment on line 17 x Number of days on line 21 / 365 x 8%	22				
23 Number of days on line 20 after 6/30/2001 and before 1/1/2002	23				
24 Underpayment on line 17 x Number of days on line 23 / 365 x 7%	24				
25 Number of days on line 20 after 12/31/2001 and before 4/1/2002	25	SEE PENALTY COMPUTATION WHITEPAPER DETAIL			
26 Underpayment on line 17 x Number of days on line 25 / 365 x 6%	26				
27 Number of days on line 20 after 3/31/2002 and before 7/1/2002	27				
28 Underpayment on line 17 x Number of days on line 27 / 365 x *%	28				
29 Number of days on line 20 after 6/30/2002 and before 10/1/2002	29				
30 Underpayment on line 17 x Number of days on line 29 / 365 x *%	30				
31 Number of days on line 20 after 9/30/2002 and before 1/1/2003	31				
32 Underpayment on line 17 x Number of days on line 31 / 365 x *%	32				
33 Number of days on line 20 after 12/31/2002 and before 2/16/2003	33				
34 Underpayment on line 17 x Number of days on line 33 / 365 x *%	34				
35 Add lines 22 24 26 28 30 32 and 34	35				

36 **Penalty** Add columns (a) through (d), of line 35 Enter the total here and on Form 1120, line 33, Form 1120-A, line 29, or the comparable line for other income tax returns . . . . . 36 1,283.

***For underpayments paid after March 31, 2002:** For lines 28, 30, 32, and 34, use the penalty interest rate for each calendar quarter, which the IRS will determine during the first month in the preceding quarter These rates are published quarterly in an IRS News Release and in a revenue ruling in the Internal Revenue Bulletin To obtain this information on the Internet, access the IRS Web Site at **www.irs gov** You can also call 1-800-829-1040 to get interest rate information

PENALTY COMPUTATION DETAIL - FORM 2220

DATE PD	UNDERPAYMENT	BEG.DATE	END DATE	DAYS	%	PENALTY
QUARTER 1, RATE PERIOD 1 (05/15/2001 - 06/30/2001)						
06/15/2001	43,288.	05/15/2001	06/15/2001	31	8	294.
TOTAL TO FORM 2220, LINE 22, COLUMN A						294.
QUARTER 4, RATE PERIOD 2 (12/15/2001 - 12/31/2001)						
	39,150.	12/15/2001	12/31/2001	16	7	120.
TOTAL TO FORM 2220, LINE 24, COLUMN D						120.
QUARTER 4, RATE PERIOD 3 (12/31/2001 - 03/31/2002)						
	39,150.	12/31/2001	03/31/2002	90	6	579.
TOTAL TO FORM 2220, LINE 26, COLUMN D						579.
QUARTER 4, RATE PERIOD 4 (03/31/2002 - 05/15/2002)						
	39,150.	03/31/2002	05/15/2002	45	6	290.
TOTAL TO FORM 2220						290.
TOTAL UNDERPAYMENT PENALTY						1,283.

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
BARCLAYS ACCOUNTS	3,050.	3,050.
ACCRUED INTEREST ON CANADIAN BONDS	219,463.	219,463.
WMCA	166,393.	166,393.
TOTAL	388,906.	388,906.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
TEMPLETON GROWTH FUND - ADVISOR CLASS	180,073.	180,073.
LONGLEAF PARTNERS FUND	2,064,425.	2,064,425.
TEMPLETON DRAGON	1,304,684.	1,304,684.
STORAGE USA	1,238,632.	1,238,632.
MATTHEWS KOREA FUND	434,716.	434,716.
UPM-KYMMENE OY CORP	168,470.	168,470.
HSBC HOLDINGS	178,866.	178,866.
INTEREST ON CANADIAN BONDS	1,437,033.	1,437,033.
ACCRETION ON US TREASURY STRIPS	997,355.	997,355.
TOTAL	8,004,254.	8,004,254.

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES		216,073.			50,137.
	TOTALS	216,073.	NONE	NONE	50,137.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ACCOUNTING FEES		26,901.			18,024
	TOTALS	26,901.	NONE	NONE	18,024

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
SUBCONTRACTED LABOR	722,650.	1,188,773.
TOTALS	722,650.	1,188,773.

FORM 990PF, PART I - TAXES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
FEDERAL EXCISE TAX		506,149.	
PAYROLL TAXES		98,682.	98,682.
	TOTALS	604,831.	98,682.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
PUBLICATIONS	20,915.		20,915.
TRANSLATION GAIN	-5,667.	-5,667.	
GAIN ON CONVERSION - PROGRAMS	-24,175.	-24,175.	
ADMINISTRATIVE MISCELLANEOUS	4,998.		4,998.
DUES AND SUBSCRIPTIONS	17,530.		17,530.
POSTAGE	35,585.		35,585.
PUBLIC RELATIONS	119,830.		119,830.
OFFICE EXPENSES	39,222.		39,222.
PROGRAM PROMOTION & ADMINISTRA Attachment #2	2,435,858.		2,722,827.
FOUNDATION ADMINISTERED PROGRA Attachment #6	12,309,352.		285,835.
FEDERAL PENALTY AND INTEREST	26,524.		
TOTALS	14,979,972.	-29,842.	3,246,742.

FORM 990PF, PART I - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
GRANTS PAID			
SEE ATTACHMENT #5			21,316,067
		TOTAL CONTRIBUTIONS PAID	21,316,067
GRANTS ACCRUED			
SEE ATTACHMENT #5			
		TOTAL APPROVED CONTRIBUTIONS ACCRUED	25,113,694
		TOTAL CONTRIBUTIONS PAID AND ACCRUED	46,429,761

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
US TREASURY STRIPS 11/15/2027	9,003,021.	9,003,021.
US TREASURY STRIPS 11/15/2021	13,258,569.	13,258,569.
TOTALS	22,261,590.	22,261,590.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
STORAGE USA	19,391,748.	19,391,748.
TOTALS	19,391,748.	19,391,748.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
TEMPLETON GROWTH ADVISORS	6,554,206.	6,554,206.
LONGLEAF PARTNERS FUND	98,201,106.	98,201,106.
TEMPLETON DRAGON FUND	10,751,061.	10,751,061.
FORMULA GROWTH FUND	11,415,612.	11,415,612.
CANADIAN BONDS	26,419,802.	26,419,802.
MATTHEWS KOREA FUND	7,788,143.	7,788,143.
BRANDYWINE FUND	60,710,000.	60,710,000.
TOTALS	221,839,930.	221,839,930.

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
DUE FROM TF, INC	154,075.	154,075.
FEDERAL EXCISE TAX RECEIVABLE	26,995.	26,995.
TOTALS	181,070.	181,070.

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

DESCRIPTION		AMOUNT
UNREALIZED LOSS ON INVESTMENTS		11109835.
	TOTAL	11109835.

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

GRANTS ADMINISTRATOR, JOHN TEMPLETON FOUNDATION PO BOX 8322
RADNOR, PA 19087

990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

BRIEF DESCRIPTION OF PROPOSED PROJECT, AMOUNT REQUESTED AND VERIFICATION OF PUBLIC CHARITY STATUS. SEE WEBSITE AT WWW.TEMPLETON.ORG FOR A FULL DESCRIPTION OF REQUIRED DISCLOSURES.

990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

PROJECT SHOULD EXPLORE THE LINK BETWEEN SCIENCE AND RELIGION, FURTHER PROGRESS IN RELIGION, ENCOURAGE CHARACTER DEVELOPMENT OR THE APPRECIATION OF FREEDOM. NO BUILDINGS, CAPITAL IMPROVEMENTS, OR ENDOWMENTS.

SCHEDULE B, PART III - SECTION 501(C)(7),(8), OR (10) ORGANIZATIONS THAT RECEIVED MORE THAN $1,000 IN CHARITABLE GIFTS DURING THE YEAR

(A) NO. FROM PART I	(B) PURPOSE OF GIFT	(C) USE OF GIFT	(D) DESCRIPTION OF HOW GIFT IS HELD	(E) TRANSFER OF GIFT RECIPIENT'S NAME, ADDRESS, AND ZIP CODE	RELATIONSHIP TO TRANSFEREE
1					
(A) NO. FROM PART I	(B) PURPOSE OF GIFT	(C) USE OF GIFT	(D) DESCRIPTION OF HOW GIFT IS HELD		
2					

SCHEDULE B, PART III - SECTION 501(C)(7),(8), OR (10) ORGANIZATIONS THAT RECEIVED MORE THAN $1,000 IN CHARITABLE GIFTS DURING THE YEAR

(A) NO. FROM PART I	(B) PURPOSE OF GIFT	(C) USE OF GIFT	(D) DESCRIPTION OF HOW GIFT IS HELD	(E) TRANSFER OF GIFT RECIPIENT'S NAME, ADDRESS, AND ZIP CODE	RELATIONSHIP TO TRANSFEREE
3					

(A) NO. FROM PART I	(B) PURPOSE OF GIFT	(C) USE OF GIFT	(D) DESCRIPTION OF HOW GIFT IS HELD	(E) TRANSFER OF GIFT RECIPIENT'S NAME, ADDRESS, AND ZIP CODE	RELATIONSHIP TO TRANSFEREE
4					

SCHEDULE B, PART III - SECTION 501(C)(7),(8), OR (10) ORGANIZATIONS THAT RECEIVED MORE THAN $1,000 IN CHARITABLE GIFTS DURING THE YEAR

(A) NO. FROM PART I	(B) PURPOSE OF GIFT	(C) USE OF GIFT	(D) DESCRIPTION OF HOW GIFT IS HELD	(E) TRANSFER OF GIFT RECIPIENT'S NAME, ADDRESS, AND ZIP CODE	RELATIONSHIP TO TRANSFEREE
5					

SCHEDULE B, PART III - SECTION 501(C)(7),(8), OR (10) ORGANIZATIONS THAT RECEIVED MORE THAN $1,000 IN CHARITABLE GIFTS DURING THE YEAR

(A) NO. FROM PART I	(B) PURPOSE OF GIFT	(C) USE OF GIFT	(D) DESCRIPTION OF HOW GIFT IS HELD	(E) TRANSFER OF GIFT RECIPIENT'S NAME, ADDRESS, AND ZIP CODE	RELATIONSHIP TO TRANSFEREE
6					
(A) NO. FROM PART I	(B) PURPOSE OF GIFT	(C) USE OF GIFT	(D) DESCRIPTION OF HOW GIFT IS HELD		
7					

SCHEDULE B, PART III - SECTION 501(C)(7),(8), OR (10) ORGANIZATIONS THAT RECEIVED MORE THAN $1,000 IN CHARITABLE GIFTS DURING THE YEAR

(E) TRANSFER OF GIFT	
RECIPIENT'S NAME, ADDRESS, AND ZIP CODE	
RELATIONSHIP TO TRANSFEREE	

SCHEDULE D (Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041 (or Form 5227) See the separate instructions for Form 1041 (or Form 5227)

OMB No 1545-0092

2001

Name of estate or trust

JOHN TEMPLETON FOUNDATION

Employer identification number

62-1322826

Note: *Form 5227 filers need to complete only Parts I and II*

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

	(a) Description of property (Example, 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo day, yr)	(c) Date sold (mo day yr)	(d) Sales price	(e) Cost or other basis (see page 29)	(f) Gain or (Loss) (col (d) less col (e))
1						

2	Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3	Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4	Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2000 Capital Loss Carryover Worksheet	4	( )
5	**Net short-term gain or (loss)** Combine lines 1 through 4 in column (f) Enter here and on line 14 below ▶	5	

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

	(a) Description of property (Example, 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo day yr)	(c) Date sold (mo day yr)	(d) Sales price	(e) Cost or other basis (see page 29)	(f) Gain or (Loss) (col (d) less col (e))	(g) 28% Rate Gain or (Loss) *(see instr below)
6							
	SEE STATEMENT 1			34,757,004	34,512,317	244,687	NONE

7	Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7		
8	Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8		
9	Capital gain distributions	9		
10	Gain from Form 4797, Part I	10		
11	Long-term capital loss carryover Enter in both columns (f) and (g) the amount, if any, from line 14, of the 2000 Capital Loss Carryover Worksheet	11	( )	( )
12	Combine lines 6 through 11 in column (g)	12		
13	**Net long-term gain or (loss).** Combine lines 6 through 11 in column (f) Enter here and on line 15 below ▶	13	244,687	

*28% rate gain or loss includes all "collectibles gains and losses" (as defined on page 30 of the instructions) and up to 50% of the eligible gain on qualified small business stock (see page 28 of the instructions)

Part III Summary of Parts I and II

			(1) Beneficiaries' (see page 30)	(2) Estate's or trust's	(3) Total
14	**Net short-term gain or (loss)** (from line 5 above)	14			
15	**Net long-term gain or (loss)**				
a	28% rate gain or (loss) (from line 12 above)	15a			
b	Unrecaptured section 1250 gain (see line 17 of the worksheet on page 31)	15b			
c	Total for year (from line 13 above)	15c			244,687.
16	**Total net gain or (loss)** Combine lines 14 and 15c ▶	16			244,687

Note *If line 16 column (3), is a net gain enter the gain on Form 1041, line 4 If lines 15c and 16, column (2), are net gains go to Part V, and do not complete Part IV If line 16, column (3), is a net loss, complete Part IV and the Capital Loss Carryover Worksheet, as necessary*

Part IV Capital Loss Limitation

17 Enter here and enter as a (loss) on Form 1041, line 4, the **smaller** of
- a The loss on line 16, column (3) **or**
- b $3,000 . . .

17 ( )

*If the loss on line 16, column (3), is more than $3,000, **or** if Form 1041, page 1, line 22, is a loss, complete the **Capital Loss Carryover Worksheet** on page 32 of the instructions to determine your capital loss carryover*

Part V Tax Computation Using Maximum Capital Gains Rates (Complete this part **only** if both lines 15c and 16 in column (2) are gains, and Form 1041, line 22 is more than zero)

Note *If line 15a, column (2) or line 15b, column (2) is more than zero, complete the worksheet on page 34 to figure the instructions to figure the amount to enter on lines 20, 27, and 38 below and skip all other lines below Otherwise, go to line 18*

18	Enter taxable income from Form 1041, line 22			18	
19	Enter the **smaller** of line 15c or 16 in column (2)	19			
20	If the estate or trust is filing Form 4952, enter the amount from line 4e, otherwise, enter -0- ▶	20			
21	Subtract line 20 from line 19 If zero or less, enter -0-			21	
22	Subtract line 21 from line 18 If zero or less, enter -0-			22	
23	Figure the tax on the amount on line 22 Use the 2001 Tax Rate Schedule on page 20 of the instructions				23
24	Enter the **smaller** of the amount on line 18 or $1,800			24	
	If line 24 is greater than line 22, go to line 25 Otherwise, skip lines 25 through 31 and go to line 32				
25	Enter the amount from line 22			25	
26	Subtract line 25 from line 24 If zero or less, enter -0- and go to line 32			26	
27	Enter the estate's or trust's allocable portion of qualified 5-year gain, if any, from line 7c of the worksheet on page 33	27			
28	Enter the **smaller** of line 26 or line 27			28	
29	Multiply line 28 by 8% (08)				29
30	Subtract line 28 from line 26			30	
31	Multiply line 30 by 10% (10)				31
	If the amounts on lines 21 and 26 are the same, skip lines 32 through 35 and go to line 36.				
32	Enter the **smaller** of line 18 or line 21			32	
33	Enter the amount, if any, from line 26			33	
34	Subtract line 33 from line 32			34	
35	Multiply line 34 by 20% (20)				35
36	Add lines 23, 29, 31, and 35				36
37	Figure the tax on the amount on line 18 Use the 2001 Tax Rate Schedule on page 20 of the instructions				37
38	**Tax on all taxable income (including capital gains).** Enter the **smaller** of line 36 or line 37 here and on line 1a of Schedule G, Form 1041.				38

Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES					
BRANDYWINE FUND II	VARIOUS	VARIOUS	9,682,176.	11228176.	-1546000.
LONGLEAF PARTNERS FUND	VARIOUS	10/22/2001	3,415,668.	3,821,716.	-406,048.
JANUS WORLDWIDE FUND	VARIOUS	04/04/2001	8,899,735.	9,392,818.	-493,083.
HSBC HOLDINGS	VARIOUS	03/26/2001	7,128,638.	5,039,611.	2,089,027.
UPM-KYMMENE OY CORP	VARIOUS	VARIOUS	5,630,787.	5,029,996.	600,791.
TOTAL CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES			34757004.	34512317.	244,687.
Totals			34757004.	34512317.	244,687.

JOHN TEMPLETON FOUNDATION
62-1322826
990-PF

ATTACHMENT#1

PART XVII, LINE 1a(1) SCHEDULE

COLUMN (d) DESCRIPTION OF TRANSFERS, TRANSACTIONS AND SHARING ARRANGEMENTS.

A GRANT IN SUPPORT OF THE ANNUAL CONFERENCE AND PRINTED MATERIALS TO HELP FURTHER THE CAUSE OF INFORMED, ACCURATE AND FAIR REPORTING OF RELIGION IN THE SECULAR PRESS.

John Templeton Foundation
Federal ID# 62-1322826
Attachment #2

	Revenue and Expenses Per Books
Program promotion and administrative expenses:	
Administrative costs	9,569
Travel	30,667
Public relations	3,078
Church mailing project	399,485
Expert review honoraria	37,863
Symposia	103,997
A Campaign for Forgiveness Research	13,060
Courses in Science and Religion Years 03-06	1,039
Grove City College Outreach	12,000
International Society Development	94,596
Law of Life Essay Contests	106,330
Research News and Opportunities Newspaper	31,865
Science and Spirit Magazine	20,004
Spirituality and Healing in Medicine Course	24,669
Templeton Lecture Series	211,539
Unlimited Love	1,331,067
Other Program Expenses	5,030
	2,435,858

Attachment #3

John Templeton Foundation
December 31, 2001
Form 990 - PF Section VIII Item # 1

Name and Address	b Title/average hours per week devoted to position	c Compensation	d Contribution to employee benefit plans & deferred compensation	e Expense account, other allowance
Dr Charles L Harper Jr C/O John Templeton Foundation Five Radnor Corporate Center Radnor Pa 19087	Executive Director/Senior VP 40+ Hours per week	$288 156 (see footnote)	$19 625 (see footnote)	$0
Judith B Marchand C/O John Templeton Foundation Five Radnor Corporate Center Radnor Pa 19087	Asst Treasurer 40+ hours per week	$140 263	$16 628	$0
John M Templeton Jr M D C/O John Templeton Foundation Five Radnor Corporate Center Radnor Pa 19087	President/Trustee 30+ hours per week	$81 518	$9 688	$0
Frances D Schapperle C/O John Templeton Foundation Five Radnor Corporate Center Radnor Pa 19087	Vice President 32+ Hours per week	$45 834	$4 985	$0
Dr Robert Hermann C/O John Templeton Foundation Five Radnor Corporate Center Radnor Pa 19087	Trustee 80 hours per year	$12 450	$0	$0
Dr David G Myers C/O John Templeton Foundation Five Radnor Corporate Center Radnor Pa 19087	Trustee 50 hours per year	$12,350	$0	$0
John Barrow C/O John Templeton Foundation Five Radnor Corporate Center Radnor Pa 19087	Trustee 20 Hours per year	$12,150	$0	$0
Professor F Russell Stannard C/O John Templeton Foundation Five Radnor Corporate Center Radnor Pa 19087	Trustee 70 hours per year	$9,750	$0	$0
Mrs Ann Cameron C/O John Templeton Foundation Five Radnor Corporate Center Radnor Pa 19087	Trustee Treasurer/ Asst. Secretary 60 hours per year	$9,000	$0	$0
Dr Anne Zimmerman C/O John Templeton Foundation Five Radnor Corporate Center Radnor Pa 19087	Trustee 60 hours per year	$9,000	$0	$0
Reverend Dr Glenn Mosley C/O John Templeton Foundation Five Radnor Corporate Center Radnor Pa 19087	Trustee 50 hours per year	$8 000	$0	$0
Heather E Dill C/O John Templeton Foundation Five Radnor Corporate Center Radnor Pa 19087	Trustee 20 hours per year	$3 000	$0	$0
Mr Harvey M Templeton III C/O John Templeton Foundation Five Radnor Corporate Center Radnor Pa 19087	Secretary Assistant Treasurer 140 hours per year	$1,045	$0	$0
Dr Paul Davies C/O John Templeton Foundation Five Radnor Corporate Center Radnor Pa 19087	Trustee 30 hours per year	$1 000	$0	$0

John Templeton Foundation
December 31, 2001
Form 990 - PF Section VIII Item # 1

Mr George H Gallup Jr C/O John Templeton Foundation Five Radnor Corporate Center Radnor Pa 19087	Trustee 50 hours per year	$0	$0	$0
Sir John M Templeton C/O John Templeton Foundation Five Radnor Corporate Center Radnor Pa 19087	Chairman of the Board/ Trustee 30+ hours per year	$0	$0	$0
Totals		**$633,516**	**$50,906**	**$0**

Footnote In 1999 the Foundation entered into a non-vested incentive program with Dr Harper, based on certain performance goals Payments under the incentive program will be earned or made on April 1, 2001 and/or April 1 2004

Attachment # 4

JOHN TEMPLETON FOUNDATION
EIN# 62-1322826
DECEMBER 31, 2001

PART IX-A-SUMMARY OF DIRECT CHARITABLE ACTIVITIES

1 **The Freedom Project** An International Higher Education Initiative supporting the development of interdisciplinary courses crossing boundaries between the humanities and the social and natural sciences to explore issues and concepts pertaining to the notion of freedom During 2001, The Freedom Project funded 19 courses worldwide to promote the understanding of a free society The project is administered by the Atlas Economic Research Foundation, which received a grant from the John Templeton Foundation The Atlas and John Templeton Foundation's contend that today's students will become more responsible citizens of free societies if they engage in intensive interdisciplinary study of freedom in its many dimensions

$ 584

2. **The Templeton Prize for Progress in Religion** Honors a person who has shown originality in advancing ideas and institutions that deepen the world's understanding of God and of spiritual life and service The Templeton Prize was awarded to Rev'd Canon Dr Arthur Peacocke, a physical biochemist and theologian who was honored for having substantially advanced the understanding of the relationship between religion and the natural sciences, particularly biology The Prize is the largest individual cash prize awarded The 29th presentation for the Templeton Prize took place at both a public and private ceremony at Buckingham Palace, London, England. An independent judging panel of nine distinguished persons determined the winner The nomination process for the 2002 winner and ceremonies in London began in July 2001

$1,382,210

3 ***Laws of Life* Essay Contest:** In 2001, The *Laws of Life* activities included: producing and distributing the *Laws of Life* Newsletter to more than 2,500 constituents quarterly; mailing out approximately 4,000 information kits and videos to individuals, community organizations, businesses, colleges, and foundations interested in launching a local essay contest, promoting the essay contest at trade shows and academic conferences; and brokering fundraising alliances between contest sponsors and community organizations to launch large-scale contests More than 88,000 young people participated in a local essay contest over 32 countries around the world. There are currently 100 local essay contests.

$106,330

4 **Humble Approach Initiative:** Funds high-level symposia on research-in-progress to facilitate conversation among scientists, philosophers and theologians leading to new ideas for teaching, writing, and research In 2001, 2 international symposia were held with an average of 14 participants Two books related to an earlier symposia were published and 5 are scheduled for publication in 2002 and 2003.

$244,193

Total $1,733,317

Attachment #5

Name		Title	Awarded in 2001	Paid in 2001	Future	Tax Status
Abbenford Associates	Irvine CA	2100 A Novel of the Next Century - Book Production	$ -	$ 30 000	$ 10,000	For Profit Organization
The Acton Institute for the Study of Religion and Liberty	Grand Rapids, Mi	General Contribution	6,000	8 000	2 000	Public Charity
The Acton Institute for the Study of Religion and Liberty	Grand Rapids MI	Templeton Project for the Study of Theology and Economics	-	3,500	-	Public Charity
American Association for the Advancement of Science	Washington, DC	Program of Dialogue on Science Ethics and Religion - Renewal	2 559,299	577 984	1 981,315	Public Charity
American Association for the Advancement of Science	Washington, DC	Program on Dialogue Between Science and Religion		148 687	-	Public Charity
American Association for the Advancement of Science	Washington, DC	Truth and Forgiveness in South Africa A Multidisciplinary Approach	-		11 150	Public Charity
American Psychological Association	Washington DC	Templeton Positive Psychology Prize	-	220 000	-	Public Charity
American Scientific Affiliation	Ipswich, MA	Templeton/ASA Lecture Series 1999-2001	(17 706)	120 504	-	Public Charity
American Tort Reform Foundation	Washington, DC	General Contribution	-	5 000	5,000	Public Charity
Americans for Oxford Inc	New York, NY	General Contribution	220,125	110 063	110 062	Public Charity
Arthur Peacocke	Oxford, UK	2001 Templeton Prize for Progress in Religion	1 027 250	1 005 830		Individual - Foreign
Association of American Colleges and Universities	Washington, DC	Liberal Learning and the Challenges of Uncommon Values Symposium and Special Issue of Peer Review	27 500	24,750	2,750	Public Charity
Association of American Medical Colleges	Washington DC	AAMC/GWISH Medical Education Conference 2001	41,917	36 917	5 000	Public Charity
Association of American Medical Colleges	Washington, DC	AAMC/NIHR Medical Education Conference 2000		9 000		Public Charity
Association of Orthodox Jewish Scientists	New York, NY	General Contribution	-	5,000	-	Public Charity
Association of Unity Churches, Inc	Lee's Summit, MO	General Contribution	21 587	21,587	-	Public Charity
Association of Unity Churches, Inc	Lee's Summit, MO	Expanding the Pathway to Peace Through Conflict - 2001-2004	344,400	75,000	269 400	Public Charity
Association of Unity Churches Inc	Lees Summit, MO	Planned Giving for the Future - 1999	-	50 000	-	Public Charity
Association of Unity Churches, Inc	Lees Summit, MO	Unity Church Development/Management Consultation - 2000-2002	158 000	155,000	196 000	Public Charity
Association of Unity Churches, Inc	Lee's Summit, MO	Unity Ministers Executive Institute 2000-2001	85,000	14,500	85,000	Public Charity
Association of Unity Churches Inc	Lee's Summit, MO	Unity Radio/Media Department 2000 - 2001	159 000	175,000	16,000	Public Charity
Association of Unity Churches, Inc	Lee's Summit, MO	Unity School Worldwide Laws of Life Templeton Scholarships	-	10 000	10,000	Public Charity
Atlas Economic Research Foundation	Fairfax, VA	General Contribution	-	2 000	2 000	Public Charity
Atlas Economic Research Foundation	Fairfax VA	The International Freedom Project 1999 2001	57 679	615 345	98 500	Public Charity
Award Winning Educational Institutions and Instructors	Radnor, PA	Courses in Science and Religion Years 3-4 Award Payments	-	15,000	10,000	Public Charity
The Becket Fund for Religious Liberty	Washington DC	General Contribution	10 000	10 000	-	Public Charity
Best Friends Foundation	Washington, DC	General Contribution	10 000	10,000		Public Charity
Blanton Peale Institute	New York NY	General Contribution	-	50,000	-	Public Charity
Harvard Reader's Guild, Inc Boston Book Review	Cambridge MA	Writers and Scholars Project 1999-2000	(5,000)		-	Public Charity
Boston Theological Institute	Newtown Centre, MA	Publishing Prizes for Science and Religion Students Publishing Subsidy for the Journal of Faith and Science Exchange	-	59 605	62 303	Public Charity

Name		Title	Awarded in 2001	Paid in 2001	Future	Tax Status
Trustees of Boston University	Boston, MA	Spirituality, Health and the Frontal Lobes	-	30 000	15,000	Public Charity
Trustees of Boston University	Boston MA	The John Templeton Seminar of Freedom, Markets, and Economic Justice-1999		2,500	-	Public Charity
Boy Scouts of America	Irving, TX	Laws of Life Essay Contest Bucks County 2001-2002	30 000		30 000	
Brigham Young University	Provo, UT	Religious Involvement as a Buffer Against Depression	-	1 880	-	Public Charity
Brock University	Ontario, Canada	Humanity and the Cosmos Symposium	2,000		2 000	Foreign Organization
The Brownson Institute, Inc	Notre Dame, IN	General Contribution	4,000	4,000	-	Public Charity
California State University, Fresno Foundation	Fresno, CA	The Question of the Relation of Character Education and Academic Achievement	-	-	3 000	Public Charity
Calvin College	Grand Rapids MI	Is the Cosmos All There is?	30,000	20,000	10 000	Public Charity
Calvin College	Grand Rapids MI	Templeton Awards for Exemplary Papers in Humility Theology 1998-1999	(38,241)	(28 241)	-	Public Charity
Calvin College	Grand Rapids, MI	Templeton Faculty Summer Seminar in Science and Religion	-	70,000	30 000	Public Charity
A Campaign for Forgiveness Research	Richmond VA	A Campaign for Forgiveness Research	-	25,000	25 000	Public Charity
A Campaign for Forgiveness Research	Richmond VA	Public Relations, Fund Raising, and Administration		33,968	-	Public Charity
Case Western Reserve University	Cleveland, OH	Humility, Egotism, Forgiveness and the Victim Role	-	19 095	14 315	Public Charity
Center for Islam & Science	Sherwood Park, UK	Web-Based Bio/Bibliographical Resources on Islam & Science	-	50,000	47 020	Foreign Organization
Center for Theology and the Natural Sciences	Berkeley, CA	Biology Religion and the Origins of Life Forum	10 000	10 000	-	Public Charity
Center for Theology and the Natural Sciences	Berkeley, CA	International Conference on Islam and Science Past, Present and Future	-	15,000		Public Charity
Center for Theology and the Natural Sciences	Berkeley, CA	Prize Competition for Outstanding Books in Theology and the Natural Sciences, Rounds 3-5	(7,979)	11 591		Public Charity
Center for Theology and the Natural Sciences	Berkeley, CA	Science and Religion Course Program Development Grant 2000 - 2002	125,000	109,000	21 000	Public Charity
Center for Theology and the Natural Sciences	Berkeley CA	Science and Religion Course Program Years 5-8	46 878	5 506,594	2 595 600	Public Charity
Center for Theology and the Natural Sciences	Berkeley CA	Science and the Spiritual Quest II	-	1,168 556	1 101 560	Public Charity
Center for Theology and the Natural Sciences	Berkeley, CA	Translation of Religion in an Age of Science'	-	-	2 500	Public Charity
Center for Theology and the Natural Sciences	Berkeley, CA	The Emergence of Spirit God Beyond Theism and Physicalism		-	25,000	Public Charity
Center for Theology and the Natural Sciences	Berkeley, CA	Time in Eternity Theology and Science in Mutual Interaction	-	-	25 000	Public Charity
Center of Theological Inquiry	Princeton, NJ	An Investigation of the Concept of the Person	-	18,000	7 000	Public Charity
Centre National de la Recherche Scientifique	Paris, France	Fine-Tuning from Galaxy Formation to the Stability of Planetary Systems	-	-	5 000	Foreign Organization
The Character Education Partnership, Inc	Washington DC	General Contribution	5 000	5,000		Public Charity
The Character Education Partnership, Inc	Washington, DC	National Schools of Character 2001 Bridge Grant	66 123	20,756	45 368	Public Charity

Name		Title	Awarded In 2001	Paid in 2001	Future	Tax Status
The Character Education Partnership, Inc	Washington, DC	National Schools of Character Program	-	50,000		Public Charity
The Character Education Partnership Inc	Washington, DC	What Works in Character Education A Literature Review	-	111 069	62 853	Public Charity
Christian Education Movement	Derby, UK	Discovering the Laws of Life - UK Schools Competition in Various Localities (Learning for Living)	89,434	83,388	89,434	Foreign Organization
Christian Education Movement	Derby UK	Exploring the Laws of Life Residential Programmes	-	9 856		Foreign Organization
Christian Education Movement	Derby UK	Schemes of Work for Religion Education in UK Schools	-	66,581	132 296	Foreign Organization
Christian Education Movement	Derby, UK	Science & Religion in UK Schools	-	4 458	-	Foreign Organization
Christian Education Movement	Derby, UK	Science & Religion in UK Schools 2001-2004	84,989	-	84,989	Foreign Organization
Good News Communication, Inc	Camarillo TX	General Contribution	4 000	4 000	-	Public Charity
Good News Communication Inc	Camarillo TX	Annual Movieguide Awards	123 651	130 000	73,651	Public Charity
Good News Communication, Inc	Camarillo, TX	Fundraising Grant Proposal	40,000	20 000	20 000	Public Charity
Christian Students in Science	Durham, UK	Window on Reality Video Booklet Course	-	-	23,068	Foreign Organization
Church of Iceland	Reykjavik Iceland	Iceland 2000 Faith in the Future	-	1,000	-	Foreign Organization
The Claremont Institute	Claremont, CA	The ACLU and Religion in America	45 000	10 125	34,875	Public Charity
College of St George	Berkshire UK	Templeton UK Project Trust Administration	-	9,583	11,491	Foreign Organization
Trustees of Columbia University in the City of New York	New York, NY	Fundraising grant to the Columnbia Center for the Study of Science and Religion	185,000	-	185,000	Public Charity
Compassion International Inc	Colorado Springs CO	Dominican Republic Laws of Life Essay Contest	14 780	13 302	1 478	Public Charity
Competitive Enterprise Institute	Washington, DC	General Contribution	500	500	-	Public Charity
Conference of European Churches	Geneva, Switzerland	RNA Templeton Award	5 571	3,095	2,476	Foreign Organization
Cooperating School Districts	St Louis, MO	Laws of Life Essay Contest in St Louis	-	-	43,600	Public Charity
Cornell College	Mount Vernon, IA	Creation and Evolution Lecture Series	10,000	10,000	-	Public Charity
Council for Christian Colleges & Universities	Washington, DC	Faithful Change Research Project	-	85 000	12 160	Public Charity
Council for Christian Colleges & Universities	Washington, DC	The John Templeton Seminars on Science and Religion at Oxford University	-	225,000	25 000	Public Charity
Discovery Institute for Public Policy	Seattle, WA	Being as Communion The Science and Metaphysics of Information	-	-	25,000	Public Charity
Dr Noah Efron	Tel Aviv, Isreal	Golem, God & Man Divine and Human in an Age of Biotechnology	-	-	25,000	Individual - Foreign
Drexel University	Philadelphia, PA	Tests of Cosmological Timing and Tuning from Galaxy Formation in Cosmic Voids	-	22 500	28,000	Public Charity
Duke University	Durham, NC	5-Year Post-Doc Research Fellowship in Religion/Spirituality and Health	843 123	-	843 123	Public Charity
Duke University	Durham, NC	Faith in the Future Aging Religion & Healthcare in the 21st Century Fundraising Grant	-	30,000	-	Public Charity

Name		Title	Awarded in 2001	Paid in 2001	Future	Tax Status
Duke University	Durham, NC	Faith in the Future Aging, Religion & Healthcare in the 21st Century CME Course	(8 098)	74 202	47 700	Public Charity
Duke University	Durham, NC	Faith in the Future Religion Aging and Healthcare in the 21st Century - Book Publication	25 000	-	25 000	Public Charity
Duke University	Durham, NC	Impact of Religion and Spirituality on Health Service Use	-	81 000	81 149	Public Charity
Duke University	Durham NC	Research Initiative for Core Resources and Infrastructure Development		192,944	192,944	Public Charity
Duke University	Durham NC	Maxims Matter to Me	-		367	Public Charity
East Nazarene College	Quincy MA	Species of Origins	-	5 000	7 000	Public Charity
Eastern Baptist Theological Seminary	Wynwood PA	Congregations Communities and Leadership Development Project	-	-	10 000	Public Charity
Emory University	Decatur, GA	The Faith and Health Consortium		10,000	-	Public Charity
Emory University	Atlanta, GA	How Chimpanzees Process and Overcome Socially Negative Events	-	30,474	-	Public Charity
Eotvos Lorand University	Budapest, Hungary	Carbon Production in Stars and Complexification Processes in the Universe	-	19,000	19,000	Foreign Organization
Ethics and Public Policy Center, Inc	Washington, DC	Role of Religious Higher Education in Forming a Healthy and Vibrant Nation Book Publication	30 000	15 000	15,000	Public Charity
Ethics Resource Center	Washington DC	Maximize the Moment Program	352 923	165 004	187,919	Public Charity
European Society for the Study of Science and Theology	Lund Sweden	Ninth European Conference on Science and Theology	35 000	19,810	15 000	Foreign Organization
Florida State University Foundation	Tallahassee, FL	National On-Line Journal of College and Character	-	40 000	60,800	Public Charity
Forderverein Institut fur Kommunikation und Kultur	Lucern, Switzerland	The Self Organization of Meaning A New Paradigm for Science and Religion	-	-	25,000	Foreign Organization
Foreign Policy Research Institute	Philadelphia, PA	General Contribution	1 000	1 000	-	Public Charity
The Foundation Center	New York NY	General Contribution	2,000	2,000	-	Public Charity
Foundation for Change	Orem UT	Evaluating the Efficacy of Spiritual Interventions in the Treatment of Eating Disorder Patients An Outcome Study	-	7 500	-	Public Charity
Foundation for Economic Education	Irvington, NY	General Contribution	30 000	10 000	20,000	Public Charity
Foundation for Economic Education	Irvington, NY	Support of the Fee High School Debate Program	7 500	6 750	750	Public Charity
Foundation for Individual Rights in Education, Inc	Boston, MA	General Contribution		5,000	10,000	Public Charity
Foundation for Individual Rights in Education, Inc	Boston, MA	Guide to Religious Liberty on Campus	80 000		80 000	Public Charity
Foundation Francisco Marroquin	Stuart, FL	General Contribution	5,300	5,300	-	Public Charity
Garrett-Evangelical Theological Seminary	Evanston IL	Science and Religion Web Portal to a Church Audience	46 800	30 800	16 000	Public Charity
The Gathering	Tyler TX	General Contribution	15,000	5,000	10,000	Public Charity
The Georgia Voyager Magazine	Norcross, GA	Publication of Georgia Laws of Life Essay Contest	9 000	9 000	-	For-Profit Organization

Name		Title	Awarded in 2001	Paid in 2001	Future	Tax Status
George Mason University	Fairfax VA	Shifts in Adult Attachment Related to Perceived Relationship with God	15 180	10 180	5 000	Public Charity
George Mason University	Fairfax VA	Psychological, Social and Situational Factors Contributing to Forgiveness in Close Relationships	-	18,282	13 930	Public Charity
George Washington University	Washington, DC	Beyond Relativism The Social Sciences Rediscover Values (Symposium) and Scholars from Developing Regions	(4 937)		-	Public Charity
George Washington University	Washington, DC	Award Prize for Psychology Residency Training Program - Children's National Medical Center	5,000	4 500	500	Public Charity
George Washington University	Washington DC	Evaluation Planning for Spirituality & Medicine Curricular Awards	49 431	44,488	4 943	Public Charity
George Washington University	Washington DC	Psychiatry and Primary Care Residency Training Awards	1 203 536	206 726	996 810	Public Charity
George Washington University	Washington, DC	Renewing and Expanding the Residency Awards Program	153 456	138,111	15,345	Public Charity
George Washington University	Washington, DC	Spirituality & Medicine Course Evaluations - 1998	42,962	20,000	22 962	Public Charity
George Washington University	Washington, DC	Spirituality & Medicine Curricular Awards - 1998	51,697	50,000	1 697	Public Charity
George Washington University	Washington, DC	Spirituality & Medicine Curricular Awards Compendium of Outstanding Curricula and AAMC Annual Meeting/GWISH Exhibit	1 042 515	402 272	640 243	Public Charity
George Washington University	Washington, DC	Spirituality and Medicine Course Evaluation - 1997	44 602	40 000	4 602	Public Charity
George Washington University	Washington DC	Spirituality and Medicine Curricular Awards - 1999	108 403	46 562	61 840	Public Charity
George Washington University	Washington DC	Spirituality and Medicine Curricular Awards Program - 1997	18 867	16 981	1 887	Public Charity
Gordon College	Wenham, MA	Courses in Science and Religion Year 3-4		-	85 202	Public Charity
Gordon College	Wenham, MA	Creative Research Ideas for New Spiritual Information	-	95,000	70 440	Public Charity
Gordon College	Wenham MA	Creative Research Ideas in Neurobiology	49 416	-	49,416	Public Charity
Gordon College	Wenham, MA	Expanding Humanity's Vision of God - Essay Contest	(10,000)	-	-	Public Charity
Gospel Films, Inc	Muskegon, MI	General Contribution	1,100	1 100	-	Public Charity
Christian University Acquisitions Inc	Phoenix AZ	Bibliography for the Ultimate Reality	75,000	65,000	10 000	Public Charity
The Greater Washington Educational Television Association, Inc	Arlington, VA	General Contribution	2,000	2,000	-	Public Charity
Harvard University	Cambridge, MA	Religion, Political Economy and Society	303,644	149,096	154,548	Public Charity
Harvard University	Cambridge MA	Peacemaking and Religion in the 21st Century	(25,395)	(20,395)	-	Public Charity
Hebrew College	Brookline, MA	Teaching and Learning Maxims from Proverbs, Ecclesiastes and Ethics of the Fathers	(230)	-	-	Public Charity
Heritage Foundation	Washington DC	General Contribution	-	5,000	-	Public Charity
History & Economics Research Institute	Fairfax, VA	The Freedom Project 2000 - 2001	995,818	665,818	330 000	Public Charity
Hobart and William Smith Colleges	Geneva, NY	Forgiveness, Health and Well Being in the Lives of Post-Collegiate Young Adults	-	2,802	-	Public Charity

Name		Title	Awarded in 2001	Paid in 2001	Future	Tax Status
Hope College	Holland, MI	Embodied Forgiveness Empirical Studies of Cognitive, Emotional and Physical Dimesnions of Forgiveness - related Responses	2 713	2,713		Public Charity
The Hospice at the Texas Medical Center	Houston TX	Forgiveness at the End of Life		-	18,187	Public Charity
The Independent Institute	Oakland, CA	General Contribution		5,000	-	Public Charity
INFEMIT USA	Rockville, MD	Survey Grant for Research Project	15 000	13,500	1 500	Public Charity
Institut fur Wissenschaftsgeschite	Gottinggen Germany	Eminent Lives in Twentieth-Century Science and Religion A Three Volume Set of Biographies	198 956	37 227	161 729	Foreign Organization
The Institute for Advanced Catholic Studies	Dayton, OH	Science Evolution and Catholicism Contemporary Perspectives	20,000	20 000	-	Public Charity
Institute for Humane Studies	Anderson, IN	General Contribution	2,000	2,000	-	Public Charity
Institute for Humane Studies	Anderson IN	Support for Research Fellow	9 000	8,000	1,000	Public Charity
The Institute of Economic Affairs	London UK	Student & Teacher Outreach Programme and Student Essay Contest	250,500	40,500	210 000	Foreign Organization
Instituto Libertad y Democracia	Lima, Peru	General Support for Instituto Libertad y Democracia	25 000	5,000	20 000	Foreign Organization
Intercollegiate Studies Institute Inc	Wilmington, DC	General Contribution	2 000	2,000	-	Public Charity
Intercollegiate Studies Institute, Inc	Wilmington, DC	Liberating the Poor The Compassion of the Market The Promise of the Entrepreneur - Essay Contest	-	115,000	10 000	Public Charity
International Education and Resource Network	New York, NY	Laws of Life A Student Essay Project	-	32 000	-	Public Charity
International Forgiveness Institute	Madison WI	Empirical Study of Forgiveness Education with Cardiac Patients	-	54 852	15,000	Public Charity
International Forgiveness Institute	Madison, WI	Decision Based Forgiveness in Marital and Intergenerational Family Relationships	-	42 054	4,560	Public Charity
Jnana Deepa Vidyapeeth	Pune, India	Expansion of the Base and Activities of Association of Science, Society and Religion	-	15 000	7 500	Foreign Organization
Jnana Deepa Vidyapeeth	Pune, India	Science Religion Dialogue Centre	-	1,000	-	Foreign Organization
John Hood	Raleigh, NC	Investor Politics - Book Tour	18 000	16,200	1 800	Individual - US
Junior Achievement Inc	Colorado Springs, CO	General Contribution	42,000	16,000	30 000	Public Charity
Junior Achievement Inc	Colorado Springs, CO	Development of a Web-Based Interactive Global Business Ethics Curriculum and Annual Global Business Competition	383 675	130 000	253 675	Public Charity
Kevin Sharpe, Inc	Oxford UK	"Sleuthing the Divine" - Book		30,400	-	For-Profit Organization
Lansing Middle School	Lansing NY	"Maxim"-Izing Your Life	(500)	-	-	Public Charity
Lawrence Sullivan	Wellesley Hills, MA	Writing Grant	25,000	-	25 000	Individual - US
New York Foundation for the Arts	New York, NY	The Infinite Mind - Radio Program	-	8 000	-	Public Charity

Name		Title	Awarded in 2001	Paid in 2001	Future	Tax Status
Logic Media Group	Nashville, TN	Science and Religion Speaker's Bureau	-	43 608	66 774	For-Profit Organization
Manhattan Institute for Policy Research	New York, NY	Templeton Lecture at Manhattan Institute	50 000	50 000	-	Public Charity
Massachusetts Institute of Technology	Cambridge, MA	Early Enzymes of Life	-	20,000	15,000	Public Charity
Medical College of Virginia Foundation, Inc	Richmond VA	Family Spiritual Values in the Transition from Adolescence to Young Adulthood - Research Project	-	-	40,125	Public Charity
Medical College of Virginia Foundation , Inc	Richmond, VA	The Causes and Effects of Forgiveness A Twin-Family Study	-	40 609	98,477	Public Charity
Messiah College	Grantham PA	Science and Religion Chicago Style Religious Pamphlets by Major American Scientists	20 725	13 725	7,000	Public Charity
Mind/Body Medical Institute	Boston, MA	S T E P Study of the Therapeutic Effects of Intercessory Prayer	-	-	30 000	Public Charity
Mind/Body Medical Institute	Boston MA	Spirituality and Healing in Medicine Practical Usage in Contemporary Healthcare December 2001	50 000	48 000	2 000	Public Charity
Mind/Body Medical Institute	Boston, MA	Spirituality and Healing in Medicine Mainstreaming Spirituality - December 2000		-	18,000	Public Charity
National Bible Association	New York NY	General Contribution	5,000	5 000	-	Public Charity
National Center for Family Philanthropy, Inc	Washington DC	Faith and Family Philanthropy Journal		25 000		Public Charity
The National Center on Addiction and Substance Abuse at Columbia University	New York, NY	The Role of Religion and Spirituality in Substance Abuse Prevention, Treatment and Recovery	-	30 000	15,000	Public Charity
National Institute for Healthcare Research	Rockville, MD	Consensus Conference on Spirituality and Health Advisory Group Meeting	-	40,358	10 000	Public Charity
National Institute for Healthcare Research	Rockville MD	Evaluation Planning for Spirituality & Medicine Curricular Awards 1996 - 2000	(49 431)	(42 431)	-	Public Charity
National Institute for Healthcare Research	Rockville, MD	Faith and Medicine Course Evaluations and Curricular Awards 1997 2001	(75 969)	(2 527)	-	Public Charity
National Institute for Healthcare Research	Rockville, MD	Integrated Advancement Office - Matching Funds 2000 - 2002	-	171 250	478,750	Public Charity
National Institute for Healthcare Research	Rockville, MD	Speakers Bureau 2000 - 2002	25,000	217 475	147,525	Public Charity
National Institute for Healthcare Research	Rockville, MD	Renewing and Expanding NIHR s Residency Awards Program 2000 - 2001	(153 456)	104,344	-	Public Charity
National Institute for Healthcare Research	Rockville, MD	Spirituality and Medicine Course Evaluations and Curricular Awards(formerly Faith & Medicine) 1998 - 2002	(99,659)	24 930	-	Public Charity
National Institute for Healthcare Research	Rockville MD	Spirituality and Medicine Course Evaluations and Curricular Awards 1999 - 2004	(208,403)	11,397	-	Public Charity
National Institute for Healthcare Research	Rockville MD	Targeted Opinion Leader Outreach 2000 01		27 500	265 375	Public Charity
National Institute of Advanced Studies	Bangalore, India	Science and Metaphysics - Conference	-	12 000	-	Foreign Organization
The National Right to Work Legal Defense Foundation	Springfield, VA	The Freedom of Conscience Project	-	5 000	35 000	Public Charity

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The Network Inc	Belmont MA	Humankind Public Radio Series	-	27 600	2 938	Public Charity
OPPORTUNITY International, Inc	Oak Brook, IL	General Contribution	1,000	1,000	-	Public Charity
Pacific Lutheran University	Tacoma, WA	Religion and Science in Search of Truth The Universe and God's Grand Purpose	10,000	10 000	-	Public Charity
Pascal Centre Redeemer College	Ancaster, Ontario, Canada	Pascal Centre Bibliographic Database	-	83,667	334,666	Foreign Organization
Pascal Centre, Redeemer College	Ancaster, Ontario Canada	Science in Theistic Contexts Cognitive Dimensions Conference	(36 249)	-		Foreign Organization
Persephone Productions, Inc	Arlington, VA	PBS Two Part Series on Spirituality Health and Healing		40 000		Public Charity
Philadelphia Center for Religion and Science	Unionville PA	META Expansion	135 000	386 540	313,460	Public Charity
Philadelphia Center for Religion and Science	Unionville, PA	Science and Religion Local Societies Program	-	290,000	4 860 000	Public Charity
Philadelphia Center for Religion and Science	Unionville, PA	Spiritual Transformation Research Program	2,475,000	150 000	2 325,000	Public Charity
Philadelphia Center for Religion and Science	Unionville, PA	Templeton Research Lectures on the Constructive Engagement of Science and Religion	-	176,397	508 399	Public Charity
Philanthropy Roundtable	Indianapolis IN	General Contribution	2 500	2 500	-	Public Charity
Pittsburgh Theological Seminary	Pittsburgh, PA	Science and Religion Web Portal Targeted to a Church Audience	(7,500)	32 100	-	Public Charity
Pontificio Ateneo Della Santa Croce	Rome, Italy	Interdisciplinary Dictionary on Religion and Science	-	750	750	Foreign Organization
Population Communications International , Inc	New York, NY	African Outreach Fundraising Grant	-	10 000		Public Charity
Population Communications International , Inc	New York, NY	Kenya Communication Program	78 540		78 540	Public Charity
Presidential Scholars Foundation	Washington, DC	Laws of Life Essay Competition for Presidential Scholars	-	12,350	13 650	Public Charity
Princeton Theological Seminary	Princeton NJ	General Contribution	1,000	1,000	-	Public Charity
Trustees of Princeton University	Princeton, NJ	Forgiveness in Faith-Based Groups	(9,552)	20 114	-	Public Charity
Trustees of Princeton University	Princeton, NJ	The Origins and Implications of Order in the Genetic Code		29,925	19 075	Public Charity
Prison Fellowship	Washington, DC	General Contribution	5 000	5 000	-	Public Charity
Prof Wolfgang Mieder	Burlington, VT	Children and Proverbs Speak the Truth Teaching Proverbial Wisdom to Fourth Graders	(225)	275	-	Individual - US
ProShare (UK) Limited	London UK	Increase Awareness of Young People within the UK of the Benefits of Share-Based Investment	-	86 982	-	Foreign Organization
Case Western Reserve University	Euclid OH	Religion and Scientific Research in Psychology	-	-	10 000	Public Charity
Publication Resources, Inc	Ipswich MA	"Progress in Theology' - Newsletter	(77,686)	138 687	-	For Profit Organization
Purdue University	West Lafayette, IN	Lecture Series on Science and Religious Faith		3,000	5 000	Public Charity
Purdue University	Hammond IN	Scholarly Activity in Science and Religion Year 2	(308)	(308)	-	Public Charity
Religion Newswriters Association	Columbus, OH	Public Relations Support	-	2 500	-	Business League
Religion Newswriters Foundation	Columbus, OH	Promotional Support	10 000	9,000	1 000	Public Charity

Name		Title	Awarded in 2001	Paid in 2001	Future	Tax Status
Religion Newswriters Foundation	Columbus, OH	Templeton Reporter of the Year 2001	25,000	20,000	5,000	Public Charity
Religion in American Life Inc	Princeton, NJ	General Contribution	5 000	10,000	-	Public Charity
The Research Foundation of State University of New York	Albany, NY	Forgiveness in Family Relationships	-	89 100	14,297	Public Charity
The Research Foundation of State University of New York	Binghamton, NY	Forgiveness from an Evolutionary and Cross-Cultural Perspective	-	20 062	2,383	Public Charity
Research News Corporation, Inc	Durham NC	"Research News & Opportunities in Science and Theology"	753,830	577 535	196,295	Public Charity
Robert Wright	Washington DC	Internet Based Video Interview Project	-	45,000	21,500	Individual - US
The Rockford Institute	Rockford IL	General Contribution	1,000	1,000		Public Charity
Rollins College	Winter Park, FL	General Contribution	10,000	10,000	-	Public Charity
Rutherford House	Edinburgh Scotland	Publication of 1995 Templeton Bristol Lectures		500	-	Foreign Organization
The School for Ethical Education	Milford CT	Connecticut Laws of Life Essay Contest - 2000-2001	20 000	21 500	23 700	Public Charity
Science & Religion Forum	Milton Keynes UK	Science and Theology from a Sociological Perspective Common Grounds or Worlds Apart?	9 688	8 243	1,451	Foreign Organization
Science and Spirit Resources Inc	Concord NH	"Science & Spirit" Magazine 1998 2002	-	1 026 656	216 287	Public Charity
Science and Spirit Resources, Inc	Concord NH	Science and Religion News Service	-	58,708	100,292	Public Charity
Scientific & Medical Network	Fife, Scotland	Science, Religion and Consciousness Proposal	135,287	60 000	75 287	Foreign Organization
SETI Institute	Los Altos, CA	Construction of the Intersteller Messages Describing the Evolution of Altruistic Behavior	126,476	60 000	66,476	Public Charity
Siena College	Loudonville, NY	Teaching and Learning Maxims with Urban Youth	(7)	493		Public Charity
Society of Christian Philosophers	Grand Rapids, MI	Religion, Science and Theories of Interfaith Dialogue	-	5,000		Public Charity
Southern Methodist University	Dallas, TX	Terman Spirituality and Health Project 2001 2005	150 401	10 009	140 392	Public Charity
Southwest Heart Foundation	Albuquerque, NM	Spirituality Healing and the Heart Symposium - August 2001	20,000	20 000	-	Public Charity
Association of Universities for Research in Astronomy, Inc	Baltimore, MD	Life in the Multiverse	-	24 500	14 500	Public Charity
St Andrew's Biblical Theological College	Moscow, Russia	Human Rights & Religion - A Reader		2 000	-	Foreign Organization
St Andrew's Biblical Theological College	Moscow Russia	Science and Religion International Conference Moscow	-	600	-	Foreign Organization
St George's House	Windsor Castle, UK	General Contribution	560,800	560 800	-	Foreign Organization
St Petersburg School of Religion and Philosophy	St Petersburg, Russia	Science and Faith The Problem of Human Being in Science and Theology - Conference		12,145		Foreign Organization
United States Catholic Conference	New York, NY	Spirituality, Religious Traditions, and Health Care - Seminar	-	16,000	8 000	Public Charity
Stanford University	Stanford CA	The Moral Underpinnings of Enduring Success How are the Laws of Life Learned and Used?		-	23 982	Public Charity
Stanford University	Stanford Ca	Psychosocial Effects of Forgiveness Training with Adults	-	-	35 326	Public Charity
Stanford University	Stanford Ca	The Emergency of a Primate Culture of Social Affiliation	-	16 531	2 640	Public Charity
Stanford University	Stanford, CA	Inflationary Universe and Anthropic Principle	-	33 000	47,000	Public Charity
State of the World Forum	San Francisco CA	Future Visions	-	15 000	-	Public Charity

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State of the World Forum	San Francisco, CA	United Nations Millenial Summit	-	40 000	-	Public Charity
Stony Brook School for Boys	Stony Brook, NY	Symposium on Character	23,725	20 000	3,725	Public Charity
Stony Brook Foundation, Inc	Stony Brook, NY	Healing in Eating Disorders - Symposium	-	250	-	Public Charity
Templeton Foundation Press	Radnor, PA	Accelerating Creativity	-		2 500	Public Charity
Templeton Foundation Press	Radnor, PA	Expanding Humanity's Vision of God - Publication	31 500	28 350	3 150	Public Charity
Templeton Foundation Press	Radnor PA	Many Worlds The Universe and its Theological Implications	3 288	5 288		Public Charity
Templeton Foundation Press	Radnor, PA	Parish Nursing	30 000	27,000	3 000	Public Charity
Templeton Foundation Press	Radnor, PA	Possibilities	-	100,000	31,600	Public Charity
Templeton Foundation Press	Radnor, PA	The Future of Freedom in Russia	-	2 500	-	Public Charity
Templeton Foundation Press	Radnor PA	Writing from the Heart	-	42,500	2 500	Public Charity
Templeton Foundation Press	Radnor PA	Book of the Month Program 2000	-	22 677	-	Public Charity
Templeton Foundation Press	Radnor, PA	Book of the Month Program 2001	20 000		20 000	Public Charity
Templeton Foundation Press	Radnor, PA	Catalog Publication 1999		69 167		Public Charity
Templeton Foundation Press	Radnor, PA	Catalog Publication 2000	70 339	70,339		Public Charity
Templeton Foundation Press	Radnor PA	Science and Religion Bookstore	200 000	117 315	82 685	Public Charity
Templeton Foundation Press	Radnor PA	Spring and Fall 2001 Postcards	49 000		49 000	Public Charity
Templeton Foundation Press	Radnor PA	Templeton Foundation Press E-Books	12 500	11 250	1 250	Public Charity
Trans World Radio	Aurora, IL	Truth in a Test Tube Broadcast	-	3,000	-	Public Charity
Trauma, Research, Education and Training Institute Inc	South Windsor, CT	Healing Forgiveness, and Reconciliation in Rwanda	-	12 380	-	Public Charity
Tufts University	Medford, MA	Eternal Inflation and the Present Universe	-	33 330	33,335	Public Charity
United States Business and Industrial Council Educational Foundation	Washington, DC	General Contribution	-	1 000		Public Charity
Universidad de Navarra	Pamplona, Spain	Galileo's Personal Agenda Five Hundred Days in Rome Research and Publication	-	7,000	500	Foreign Organization
Universitas Gadjah Mada	Bulaksumar, YG	National Conference on Religion and Science/Center for Comparative Religious Studies	-	63,000	323 200	Foreign Organization
Universite Interdisciplinaire de Paris	Paris, France	2001 A Space Odyssey	25,000	-	25 000	Foreign Organization
Universite Interdisciplinaire de Paris	Paris, France	Development of the Field of Science and Religion in the Muslim Orthodox Christian and Roman Catholic Worlds	58 500	-	58,500	Foreign Organization
Jean Staune	Paris, France	Project Director, Support for Grant ID# 10092	12 000		12 000	Individual - Foreign
Tom MacKenzie	Paris, France	Staff Support, for Grant ID# 10092	10,000		10 000	Individual - Foreign
Catherine Le Morvan	Paris, France	Staff Support, for Grant ID# 10092	8,000		8 000	Individual - Foreign
Universite Interdisciplinaire de Paris	Paris, France	Science and Religion Network in France		10 000	-	Foreign Organization
University of Aarhus	Aarhus Denmark	Theology and the Sciences of Complexity	-	-	25 000	Foreign Organization
University of Aberdeen	Old Aberdeen Scotland	Spirituality Health and Healing University Course Development	-	500	-	Foreign Organization

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Regents of the University of California	La Jolla, CA	Big Bang Nucleosynthesis & the Baryon to Photon Ratio	-	5,000	45,000	Public Charity
The Regents of the University of California, Davis	Davis, CA	Perspectives and Dimensions of Gratitude	-	60,536	121,071	Public Charity
The Regents of the University of California, Los Angeles	Los Angeles, CA	The Role of Prosocial Behavior in the Prevention of Marital Distress and Disruption	-	18 189	6,758	Public Charity
University of Cambridge	Cambridge, UK	Experimental Investigation of Religious Cognition	-	45 000	55,000	Foreign Organization
University of Cambridge	Cambridge, UK	Fundamental Physics, Cosmology and the Problem of Our Existence	-	-	60,000	Foreign Organization
University of Cambridge	Cambridge, UK	Templeton Lecture Series on Science and Christianity	-		26,424	Foreign Organization
University of Cape Town	Cape Town, South Africa	Science and Religion An Experiment in World-View Formation in the Context of Africa	71 000	20 000	51 000	Foreign Organization
University of Colorado at Boulder	Boulder, CO	Science Religion and Education	-	35 000	5,000	Public Charity
The University of Guelph	Guelph Ontario, Canada	Darwin and Design Implications for Science, Philosophy and Religion	-	-	25,000	Foreign Organization
The Board of Trustees of the University of Illinois	Chicago, IL	Integrating Maxims with Cultural Identity in the Socio-Moral Development of Eighth-Grade Social Studies Students	(500)		-	Public Charity
University of Kansas Center for Research Inc	Lawrence, KS	Introduction of a New Model of Forgiveness Measurement and Intervention	-	23,390	15,194	Public Charity
University of Leeds	Leeds, England	Secular and Spiritual Forgiveness Interventions for Recovering Alcoholics A Patient-Treatment Matching Study		14 804	10 761	Foreign Organization
University of Massachusetts	Amherst, MA	Search for Mechanisms for Fine-Tuning	-	-	50 000	Public Charity
The Regents of the University of Michigan	Ann Arbor MI	Exploring the Natural Foundations of Religion A Cognitive Scientific Approach to the Study of Religion	(3,000)	22,500	29,661	Public Charity
The Regents of the University of Michigan	Ann Arbor, MI	Forgiveness After Organizational Downsizing An Exploration of Relationships	-	45,504	9,100	Public Charity
The Regents of the University of Michigan	Ann Arbor, MI	Forgiveness and the Truth and Reconciliation Comission in South Africa	-	20 488	52 633	Public Charity
University of New South Wales	Sydney, Australia	Literature Review Scholarly/General Public Article Publications	32,958	-	32,958	Foreign Organization
University of New South Wales	Sydney, Australia	Do the Constants of Nature Vary with Time and Space?		20 000	5 000	Foreign Organization
University of North Carolina	Chapel Hill, NC	Betrayal, Forgiveness, and Reconciliation in Close Relationships	-	-	38,438	Public Charity
University of Notre Dame	Notre Dame, IN	Challenges to Forgiveness in Marriage	-	10 516	6,265	Public Charity
University of Oxford	Oxford, UK	A Scientific Theology Five Volume Series	-	24 394	24,394	Foreign Organization
Trustees of the University of Pennsylvania	Philadelphia, PA	Templeton Young Scholars in Positive Psychology	-	118,000	81 500	Public Charity

Name		Title	Awarded in 2001	Paid in 2001	Future	Tax Status
University of Portsmouth	Portsmouth UK	Eastern Orthodox Perspective in Science and Theology - Publication	-	24 065	-	Foreign Organization
University of Sheffield	Sheffield UK	Does Forgiveness Enhance Brain Activation Associated with Empathy in Victims of Assault?	-	34 853	21 458	Foreign Organization
University of Southern California	Los Angeles, CA	The Effects of Forgiveness on the Physical and Psychological Development of Severely Traumatized Females	-	4,192	-	Public Charity
University of Tennessee	Knoxville, TN	Assessment of Forgiveness Psychometric, Interpersonal, and Psychophysiological Correlates	-	5,012	-	Public Charity
University of Ulster	Coleraine, Ireland	Forgiveness and the Reduction of Intergroup Conflict	-	30,531	9,067	Foreign Organization
The University of Vermont	Burlington, VT	Distribution of Published Materials Containing Proverbial Laws of Life	(7,270)	240	-	Public Charity
University of Washington	Seattle, WA	The Role of Spirituality and Religious Coping in the Long Term Adjustment of Patients One-Year After Cardiac Surgery	179,124	18,470	160,655	Public Charity
University of Washington	Seattle WA	Fine-Tuning of Local Astronomical Parameters for Habitability and Measurability	-	3 618	36 732	Public Charity
Vatican Observatory Foundation	Tucson, AZ	Astrophysics Research and the Dialogue Between Science and Religion	42 200	20,000	22 200	Public Charity
Virginia Commonwealth University	Richmond, VA	Dimensions of Spirituality and the Risk for Psychiatric Disorders A Comparison of Men and Women	-	-	26,883	Public Charity
Virginia Commonwealth University	Richmond, VA	Forgiveness, Humility and Gratitude in Recently Married Couples An Intervention Study of Some Important Laws of Life	-	50,000	29 003	Public Charity
Virginia Commonwealth University	Richmond VA	The Impact of Personal and Family Religiousity on the Healthy Development of Adolescents - Year 2	-	10,040	-	Public Charity
Yale University	New Haven, CT	Developing a Bayesian Methodology for Anthropic Reasoning and Teleological Explanations in Cosmology	-	6 000	2,000	Public Charity
Yale University School of Nursing	New Haven, CT	Spirituality, Healing, and Health Care	-	-	5 000	Public Charity
Zurich University	Zurich Switzerland	The Future of the Universe Chance, Chaos, God?	6 000	5,000	1 000	Foreign Organization
Grand Total			17,012,880	21,316 067	25,113,694	

John Templeton Foundation
Federal ID# 62-1322826
Attachment #6

	Revenue and Expenses Per Books	Distributions for Charitable Purposes	Future Payments
Balances per 2001 tax schedule	17,012,880	21,316,067	25,113,694
JTF Internal Programs			
Agape Symposium Book Project	(9,000)	-	-
Best of the Laws of Life Essay Contest Series, Volume 2	3,762		3,762
Children and Prayer Workshop	17,450		17,450
College and Character Program		19,185	63,215
Institute for Research on Unlimited Love	8,000,000		8,000,000
Laws of Life Essay Contest	5,037	21,100	30,907
Laws of Life Essay Contest State of Florida	(5,037)	-	-
Religion and Spirituality Factor Research Program	5,000,000		5,000,000
The Humble Approach Initiative	-	244,193	1,329,137
The Ultimate Reality Research Program	-		2,325,000
Ultimate Reality Symposium & Book Project	645,000		645,000
Worldwide Laws of Life High School Course	(14,098)	-	-
Writing from the Heart Book Project	(3,762)	773	-
The Freedom Project Administration 1997-1998		232	501,182
The Freedom Project Administration and Awards 1999-2001	(1,330,000)	352	320,208
The Freedom Project Course Awards 1998-2000			415,195
Teaching and Learning Maxims Program Administration			55,986
Cosmology and Fine-Tuning Research Program Administration & Grant Awards	-	-	16,745
	12,309,352	285,835	18,723,787
Total Donations and Programs for 2001	29,322,232	21,601,902	43,837,481

Attachment #7

GRANT #	Name	City State	Title	Award Date	Total Grant Amount	Total Payment Amount	Date of Reports Received From the Grantee For Year 2001
1429	Abbenford Associates	Irvine CA	2100 A Novel of the Next Century - Book Production	4/18/2000	70 000	30 000	4/25/2002
2147	Brock University	Ontario Canada	Humanity and the Cosmos Symposium Year 2000	7/17/2001	2 000		4/4/2002
938-COS315	Cambridge University	Cambridge UK	Fundamental Physics Cosmology and the Problem of our Existence	7/24/2000	90 000	-	4/9/2002
1910	Center for Islam & Science	Sherwood Park UK	Web based Bio/Bibliographical Resources on Islam & Science	12/29/2000	97 020	50 000	1/16/2002
938-COS272	Centre National de la Recherche Scientific	Paris France	Fine -Tuning from Galaxy Formation to the Stability of Planetary Systems	5/18/2000	58 000		1/3/2002
725	Christian Education Movement	Derby UK	Discovering the Laws of Life - UK Schools Competition in Various Localities (Learning for Living)	8/17/1998	489 765	83 388	4/8/2002
578	Christian Education Movement	Derby Uk	Exploring the Laws of Life Residental Programmes	3/30/1998	26 843	9 856	3/24/2002
1751	Christian Education Movement	Derby UK	Schemes of Work for Religion Education in UK Schools	9/8/2000	198 444	66 581	3/21/2002
1752	Christian Education Movement	Derby UK	Science and Religion in UK Schools	9/8/2000	28 904	4 458	3/21/2002
10131	Christian Education Movement	Derby UK	Science and Religion in UK Schools	12/21/2001	84 989		
747	Christian Students in Science	Durham, UK	Window on Reality Video-Booklet Course	6/29/1999	49 871	-	4/26/2002
1275	College of St George	Berkshire UK	Templeton UK Project Trust Administration	7/20/1999	31 088	9 583	3/30/2002
10128	Conference of European Churches	Geneva, Switzerland	RNA Templeton Award	11/18/2001	5 571	3 095	7/25/2002
1168	Cooperating School Districts	St Louis, MO	Laws of Life Essay Contest in St Louis	7/18/1999	93 000		7/10/2002
938-COS153	Eotvos Lorand University	Budapest Hungary	Carbon Production in Stars and Complexification Processes in the Universe	4/4/2000	72 000	19 000	3/21/2002
10048	European Society for the Study of Science and Theology	Lund Sweden	ESSSAT'S Ninth European Conference on Science and Theology	10/17/2001	35 000	19 810	3/25/2002

GRANT #	Name	City, State	Title	Award Date	Total Grant Amount	Total Payment Amount	Date of Reports Received From the Grantee For Year 2001
933 E	Forderverein Institut fur Kommunikation und Kultur	Lucern Switzerland	The Self-Organization of Meaning A New Paradigm for Science and Religion	11/19/1999	100 000	-	
1648	The Georgia Voyager Magazine	Norcross GA	Publication of Georgia Laws of Life Essay Contest		9 000	9 000	4/3/2001
1759	Institut fur Wissenschaftsgeschite	Gottinggen Germany	Eminent Lives in Twentieth-Century Science and Religion A Three Volume Set of Biographies	10/17/2001	198 956	37 227	3/28/2002
2259	The Institute of Economic Affairs	London UK	Student & Teacher Outreach Programme and Student Essay Contest	11/28/2001	250 500	40 500	4/9/2002
2267	Instituto Libertad y Democracia	Lima, Peru	General Support for Instituto Libertad y Democracia	8/23/2001	25 000	5 000	4/15/2002
903	Jnana Deepa Vidyapeeth	Pune, India	Science Religion Dialogue Centre	2/2/2000	5,000	1 000	4/13/2001
1767	Jnana Deepa Vidyapeeth	Pune India	Expansion of the Base and Activities of ASSR	9/20/2000	47 500	15 000	3/30/2002
1654	Logic Media Group	Nashville TN	Science and Religion Speakers Bureau	9/22/1999	157 700	43 608	5/10/2002
1859	National Institute of Advanced Studies	Bangalore, India	Science and Metaphysics Conference	12/8/2000	12 000	12 000	7/17/2001
301	Pascal Centre, Redeemer College	Ancaster Ontario Canada	Pascal Centre Bibliographic Database	2/9/1997	502 000	83 667	1/14/2002
1148	Pontificio Ateneo Della Santa Croce	Rome, Italy	Interdisciplinary Dictionary on Religion and Science	9/17/1999	15 000	750	1/15/2002
1852	Presidential Scholars Foundation	Washington DC	Laws of Life Essay Competition for Presidential Scholars	11/1/2000	26 000	12 350	6/25/2002
1885	ProShare (UK) Limited	London UK	Increase Awareness of Young People Within the UK of the Benefits of Share Based Investment	12/29/2000	87 090	87 090	7/23/2001
1604	Publication Resources Inc	Ipswich MA	"Progress in Theology" Newsletter	6/19/2001	515 721	138 687	3/31/2001
1753	Religion Newswriters Association	Westerville OH	Public Relations Support	6/13/2000	18,700	2 500	4/18/2001
1709	Research News Corporation, Inc	Durham NC	"Research News & Opportunities for Science and Theology"	5/15/2001	1 324 150	577 535	3/14/2002

GRANT #	Name	City, State	Title	Award Date	Total Grant Amount	Total Payment Amount	Date of Reports Received From the Grantee For Year 2001
2258	Science and Religion Forum	Milton Keynes UK	Science and Theology from a Sociological Perspective Common Grounds or Worlds Apart?	8/29/2001	9 688	8 243	3/28/2002
1778	Scientific and Medical Network	Fife Scotland	Science Religion and Consciousness Proposal	3/13/2001	135 287	60 000	4/17/2001
1657	St Petersburg School of Religion and Philosophy	St Petersburg, Russia	Science and Faith The Problem of Human Being in Science and Theology Conference	9/28/2000	36 440	12 145	3/1/2001
1318	Templeton Foundation Press	Radnor PA	"Accelerating Creativity" Book Project	8/3/1999	21 500		7/24/2002
2071	Templeton Foundation Press	Radnor PA	Expanding Humanity's Vision of God Publication	4/12/2001	31 500	28 350	5/16/2002
1311	Templeton Foundation Press	Radnor PA	"Many Worlds The Universe and Its Theological Implications" Book Project	10/23/2001	35 288	5,288	5/1/2001
2070	Templeton Foundation Press	Radnor PA	Parish Nursing	4/12/2001	30 000	27 000	5/8/2002
2005	Templeton Foundation Press	Radnor PA	"Possibilities" Book Project	12/29/2000	131 600	100 000	5/16/2002
1316	Templeton Foundation Press	Radnor PA	"The Future Freedom in Russia" Book Project	8/3/1999	44 500	2 500	5/15/2001
2011	Templeton Foundation Press	Radnor, PA	"Writing From the Heart" Book Project	12/27/2000	45 000	42 500	5/8/2002
2007	Templeton Foundation Press	Radnor PA	2000 Catalog Publication	12/27/2000	69 168	69 168	5/8/2002
2044	Templeton Foundation Press	Radnor, PA	2001 Catalog Publication	2/28/2001	70 339	70,339	5/1/2001
1968	Templeton Foundation Press	Radnor PA	Book of the Month Program 2000	11/6/2000	22 678	22 678	5/8/2002
10313	Templeton Foundation Press	Radnor PA	Book of the Month Program 2001	7/15/2001	20 000		5/8/2002

GRANT #	Name	City State	Title	Award Date	Total Grant Amount	Total Payment Amount	Date of Reports Received From the Grantee For Year 2001
10127	Templeton Foundation Press	Radnor PA	Science and Religion Bookstore	11/17/2001	200 000	117 315	7/24/2002
10311	Templeton Foundation Press	Radnor, PA	Spring and Fall 2001 Postcards	7/15/2001	49 000	-	4/13/2002
2072	Templeton Foundation Press	Radnor PA	Templeton Foundation Press E Books	4/12/2001	12 500	11 250	5/16/2002
1606	Universidad de Navarra	Pamplona Spain	Galileo s Personal Agenda Five Hundred Days in Rome	3/20/2000	15 500	7,000	3/8/2002
1894	Universitas Gadjah Mada	Bulaksumur, YG	National Conference on Religion and Science/ Center for Comparative Religious Studies	12/29/2000	386 200	63 000	5/14/2002
10107	Universite Interdisciplinaire de Paris	Paris France	2001, A Space Odyssey	11/28/2001	25 000	-	5/1/2002
10092	Universite Interdisciplinaire de Paris	Paris France	Development of the Field of Science and Religfion in the Muslim Orthodox Christian and Roman Catholic Worlds	12/20/2001	58,500		5/1/2002
1376	Universite Interdisciplinaire de Paris	Paris France	Science and Religion Network in France	1/27/2000	82 000	10 000	5/14/2001
933 D	University of Aarhus	Aarhus Denmark	Theology and the Sciences of Complexity	11/19/1999	100 000	-	
1509	University of Aberdeen	Old Aberdeen, Scotland	Spirituality, Health and Healing University Course Development	5/12/2000	7,366	500	5/31/2001
1780	University of Cambridge	Cambridge UK	Experimental Investigation of Religious Cognition	9/11/2000	100 000	45 000	1/31/2002
1419	University of Cambridge	Cambridge UK	Templeton Lecture Series on Science and Christianity	10/12/2000	53 112	-	4/11/2002
1988	University of Cape Town	Cape Town, South Africa	Science and Religion An Expreiment in World View Formation in the Context of Africa	7/12/2001	71 000	20 000	4/4/2002
933 F	The University of Guelph	Guelph, Ontario, Can	Darwin and Design Implications for Science, Philosophy and Religion	11/19/1999	100 000	-	
5157	University of Leeds	Leeds England	Secular and Spiritual Forgiveness Interventions for Recovering Alcoholics A Patient Treatment Matching Study	7/1/1998	189 506	14 804	4/23/2002

GRANT #	Name	City State	Title	Award Date	Total Grant Amount	Total Payment Amount	Date of Reports Received From the Grantee For Year 2001
938-COS274	University of New South Wales	Sydney Australia	Do the Constants of Nature Vary with Time and Space?	5/18/2000	75 000	20 000	6/18/2002
10112	University of New South Wales	Sydney Australia	Literature Review Scholarly/General Public Article Publications	11/12/2001	32 958		6/28/2002
1351	University of Oxford	Oxford UK	A Scientific Theology- 5 Volume Series	1/17/2000	73 182	24,394	1/9/2002
1573	University of Portsmouth	Portsmouth UK	Eastern Orthodox Perspective in Science and Theology- Publication	10/12/2000	24 000	24,000	8/20/2001
5184	University of Sheffield	Sheffield UK	Does Forgiveness Enhance Brain Activation Associated With Empathy in Victims of Assault?	7/1/1998	193 858	34 853	2/21/2002
5161	University of Ulster	Coleraine, Ireland	Forgiveness and the Reduction of Intergroup Conflict	7/1/1998	208,397	30 531	3/8/2002
2170	Zurich University	Zurich Switzerland	The Future of the Universe Chance Chaos, God?	9/20/2001	6 000	5 000	2/7/2002
	Grand total				7 492 878	2 237 543	

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DATED September 21, 2001

AMENDED AND RESTATED CHARTER OF JOHN TEMPLETON FOUNDATION

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AMENDED AND RESTATED CHARTER OF JOHN TEMPLETON FOUNDATION

I Name The name of the corporation is JOHN TEMPLETON FOUNDATION (the "Foundation")

II Type of Corporation The Foundation is a non-profit public benefit corporation

III Location and Registered Agent The registered agent and the principal office of the Foundation in the State of Tennessee is located in Franklin County at the following address

c/o Ms Ann Templeton Cameron
900 Can-Tex Road
Sewanee, Tennessee 37375

IV Purposes The Foundation is incorporated under the Tennessee Nonprofit Corporation Act, as amended, for exclusively charitable, scientific, educational, literary and religious purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code") (any reference in this Charter or the Foundation's Bylaws to any section of the Internal Revenue Code shall include the corresponding provision of any future tax code or law) The purposes of the Foundation shall be limited to the activities set forth in the following paragraphs A, B and C, and all such activities are subject to the Limitations on Expenditures after the Death of the Founder as set forth in article VI:

A Humility-in-Theology Advancing Humility-in-Theology, which is defined as helping spiritual information to multiply over 100 fold about every two centuries, especially by encouraging people of all religions to become enthusiastic (rather than resistant) to new additional spiritual information, especially through science research, to supplement the wonderful ancient scriptures Humility-in-Theology includes (i) supporting or creating science research and science research organizations for finding or publicizing new spiritual

information including for example, research methods and instruments to test and measure basic forces and realities such as love, prayer, purpose intellect complexity, altruism creativity thanksgiving and other spiritual forces as described in more detail in Worldwide Laws of Life (Templeton Foundation Press, 1997) (to be republished under the title Wisdom from the World Religions–Toward Heaven on Earth), (ii) encouraging humility that human comprehension of total reality can multiply over 100 fold, thereby expanding comprehension of infinite divinity s accelerating creativity, in which humans may help, (iii) encouraging research on non-material realities not yet widely researched by scientists, or research on the possibilities that diverse intelligences may have been created that are not yet easily recognizable by humans (iv) encouraging scientists, either individually or as a discipline or profession, to have the humility to recognize the possible existence of such spiritual realities, even though they may not yet be easily measured, so that more scientists may apply their skills to the development of productive research about spiritual realities, and (v) helping theologians, scientists and others to become increasingly open-minded

1 Primary Descriptions of Humility-in-Theology For clarification of the term Humility-in-Theology, books and essays authored or co-authored by John Marks Templeton (the ' Founder") are listed below and copies, in their current form, are attached to this Charter

a The Humble Approach, a book by John Marks Templeton, first edition published by Seabury Press in 1982, second edition published by Continuum Publishing Company in 1995, as revised in 2000 and now entitled Possibilities for Over 100 Fold More Spiritual Information The Humble Approach in Theology and Science ,

b The God Who Would Be Known a book by John Marks Templeton and Robert L Herrmann published by Harper & Row in 1989

c Is God the Only Reality?, a book by John Marks Templeton and Robert L Herrmann published by Continuum Publishing Company in 1994 and scheduled to be revised in 2002,

d Humility in Theology - The Humble Approach in Theology and Science" - 99 Questions by John Marks Templeton dated July 4, 2000

e Pure Unlimited Love by Sir John Templeton, published by Templeton Foundation Press in 2000,

f Sir John Templeton From Wall Street to Humility Theology by Robert L Herrmann, published by Templeton Foundation Press in 1998,

g All of the following essays by John Marks Templeton

(1) "Humility Theology", a signed and notarized essay by John Marks Templeton dated December 26, 1997,

(2) "A Statement on Humility Theology", an essay edited, signed and notarized by John Marks Templeton dated December 29, 1995,

(3) "Like a Wave on the Ocean", a signed and notarized essay by John Marks Templeton dated July 21, 1995,

(4) The Theology of Humility", a signed and notarized essay by John Marks Templeton dated March 1, 1990, as revised on October 6, 1995,

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(5) Understanding Acceleration in Spiritual Information , a signed and notarized essay by John Marks Templeton, which he delivered as a speech at the 1995 Unity Conference held in the United Kingdom

(6) 'Humility Theology Information Center – A Limited Explanation", a signed and notarized essay by John Marks Templeton

(7) Humility Theology Questions – Is it Limiting or Egotistical to Think?", a signed and notarized essay by John Marks Templeton, and

(8) 'April 1993 Supplementary Comments About Humility Theology", a signed and notarized essay by John Marks Templeton

2. Motto of the Foundation. The motto of the Foundation is the following two questions Would it be pitifully human centered to think any human has yet understood even one percent (1%) of what can be learned about God? Should we always be enthusiastic and diligent in trying to discover more, to supplement the beneficial ancient scriptures of all religions?

3 Founder's Intentions Regarding Humility-in-Theology The major intentions of the Founder are (i) to encourage new spiritual information and spiritual research to increase as rapidly as medical information did in the 20th Century, (ii) to encourage the world to spend at least one-tenth as much resources on research for new spiritual information as the world spends on all science research, and (iii) to encourage the idea that less than 1% of spiritual reality is yet known by humans just as less than 1% of the cosmos was known before Nicholas Copernicus For spiritual wealth it seems far more cost-effective to search for supplementary spiritual information rather than to pay for more study of the wonderful ancient scriptures Accordingly, the

Founder wants the Foundation to encourage cooperation between entrepreneurs, scientists and religious leaders, who are trying various ways to rescue religions of all kinds from obsolescence, and pay for proposals for helping to multiply over 100 fold mankind's spiritual wealth (instead of donating to charities or encouraging ideas already widely popular and widely financed by governments, religious organizations and others) The Founder intends for new spiritual information and spiritual research to be that kind of scholarly, open-minded inquiry that usually appears in learned journals with peer review boards (not popular pseudo-sciences), especially examining spiritual concepts by empirical or statistical methods. For progress in religion, the Foundation shall always encourage open-minded research and never advocate any particular religious theme or argument, except advocating the theme of humility about human ability and the need to search, examine and revise human concepts While encouraging enthusiasm for research, the Foundation should also encourage new concepts and new information without expecting ever any final answers The Foundation will always favor free competition of ideas and research as a method for accelerating progress

4 Illustration of Methods. By way of illustration only and not limitation of the methods the Foundation may use to achieve its purposes, the Foundation may pay for or supervise many varieties of programs of research and of prizes, use various methods of public relations and publications and publicity to increase mankind's comprehension of Humility-in-Theology and its benefits, establish or support organizations whose activities further the purposes of Humility-in-Theology, and help educate people of every religion about Humility-in-Theology and its benefits by sponsoring conferences, seminars, lectures and publications, including books and articles, television programs, videos, websites, newspapers and other media The Board of Trustees shall have the power to use any means that, in the opinion of the Board, will help to accomplish these purposes, including contributing to other charitable organizations and contracting with other organizations or independent contractors to conduct, manage or control Foundation programs or to make or award prizes or grants

5 Means to Maintain the Purposes of the Foundation The Founder intends for the meaning of the purposes set forth in this article to be construed no differently in the future from their literal meaning on the date of this Charter The Founder's intention shall limit the Board of Trustees in its deliberations The Founder believes that to further the Foundation's purposes, particularly Humility-in-Theology, requires continual efforts since the various endeavors to obtain new spiritual information will be never-ending The Founder further has observed from a lifetime of experience in serving other charitable organizations, and from other personal observations, that the activities of charitable organizations usually drift away from the donor's intent In order to assist the Board of Trustees, the Foundation management and the members in accomplishing the Foundation's purposes, the Founder has provided in this Charter various requirements designed to alert the Board of Trustees, the Foundation's management and the members to their obligation to conform the Foundation's activities to its purposes The Founder is aware that the purposes of the Foundation could be difficult to achieve and will require decades or centuries of work For many years, it may appear that the work of the Foundation is not producing measurable results, and some may believe that it is impractical to pursue the purposes of the Foundation or that those purposes are impossible to achieve The Foundation may be criticized by individuals or groups who believe that the purposes or methods of the Foundation are contradictory to the teachings of some established religions The Founder intends that the purposes of the Foundation must not be abandoned or modified, even if it is difficult or impractical to pursue the purposes of the Foundation or if those purposes appear to be impossible to achieve The Founder directs anyone construing this Charter to the history of the pioneers of modern science who faced similar criticisms, and even persecution, yet they persevered over many centuries and as a result benefited mankind in ways unimaginable only centuries earlier

B Founder's Other Favorite Charities From a long life of diligent observation, the Founder considers it more cost-effective and therefore more beneficial to focus on ways to minimize future poverty

and sickness than on the popular efforts to relieve existing poverty and sickness The Foundation s purposes include benefiting humanity by supporting and advancing the following six charities

1 Supporting education (including education through research and dissemination of the results therefrom) about free competition, entrepreneurship and the enhancement of individual freedom and free markets (especially as described in the writings of Adam Smith, Friedrich von Hayek, Ludwig von Mises, Milton Friedman and Edwin J Fuelner, Jr)

2 Supporting research and publications in genetics (including education through research and dissemination of the results therefrom) Also supporting research that increases the benefits humanity derives from more geniuses of all attributes worldwide and the nurture and education of geniuses

3 Supporting education and other help in voluntary family planning to gain from the benefits of allowing parents to choose the number of children being born into a family
(could be through instructional method)

4 Supporting character development research (and dissemination of the results therefrom) and character development and learning programs where character includes, without limitation, ethics, love, honesty, generosity, thanksgiving, forgiving, reliability, entrepreneurship, diligence and thrift

5 Supporting the publication and dissemination throughout the world of the religious teachings of the Unity School of Christianity of Unity Village, the Association of Unity Churches and of closely similar organizations, provided that major support for such organizations shall continue only so long as the Board of Trustees determines that such organizations adhere to the concepts of (i) usually pioneering in religion and theology with little restrictive creed, (ii) usually teaching that God may be all of reality and man only a tiny part of God and (iii) generally accentuating the positive ideas and attitudes and avoiding the negative

6 Supporting for at least 50 years after the death of the Founder the continuation of the Templeton Prizes for Progress in Research or Discoveries about Spiritual Realities' under the same name as used for this program at the death of the Founder but not necessarily the same prize amounts or the same process of selecting winners or the same frequency The purpose of these Prizes will be to encourage many entrepreneurs who are trying various methods, especially by science research for over 100 fold more human perceptions of spiritual realities

C Other Charitable Purposes The Foundation's purposes include other activities described in Section 501(c)(3) of the Code

V Transition Rules

A Death of the Founder The "Founder's death" or "death of the Founder," as used in the Charter and Bylaws of the Foundation, shall include the Founder's incapacity

1 The Founder shall be deemed to be incapacitated only when (i) the Founder states in writing that he is incapacitated and declines to act as Founder, or (ii) in the written opinion of his son, Dr John M Templeton, Jr , the Founder is unable for a 60 day period to write or dictate a clear and sensible letter of over 100 words Such notice from the Founder or determination by Dr John M Templeton, Jr shall be conclusive in the absence of a contrary determination from a court of competent jurisdiction

2 In the event Dr. John M Templeton, Jr is himself unable to act, the Board of Trustees may instead rely on a similar written notice from the Founder's daughter, Dr Anne Templeton Zimmerman, that the Founder is incapacitated

B Before the Death of the Founder Before the death of the Founder the Foundation may engage in any and all activities consistent with the purposes set forth in this Charter

C After the Death of the Founder After the death of the Founder and until the fourth January 1st after the death of the Founder the Board of Trustees shall prepare to conform the Foundation s expenditures to the expenditure limitations set forth in article VI below

VI Limitations on Expenditures after the Death of the Founder Beginning with the fourth January 1st after the death of the Founder, the Foundation's annual expenditures shall be limited in perpetuity, as follows.

A Foundation Value Many of the following expenditure limitations will be determined as a percentage of the "Foundation Value " Foundation Value shall mean the fair market value of the assets of the Foundation, calculated in substantially the same manner as required under Section 4942(e) of the Code to determine the net value of noncharitable use assets, excluding the reduction for cash deemed held for charitable activities, and reduced by the amount of the contributions to the Foundation from Templeton Religion Trust or Templeton World Charity Foundation in the year received The Foundation Value for the year beginning with the fourth January 1st after the death of the Founder shall be determined as of the end of the prior year The Foundation Value for the year beginning with the fifth January 1st after the death of the Founder shall be the same amount The Foundation Value for the year beginning with the sixth January 1st after the death of the Founder, and every year thereafter, shall be calculated by averaging the value of the assets of the foundation as of the end of the preceding two years A copy of the Foundation's most recent audited financial statements are attached as Exhibit H

B Limitation on Permitted Expenditures The Foundation's "Permitted Expenditures" are amounts the Foundation is permitted, but not required, to expend annually The Foundation's Permitted Expenditures are

1 Five percent (5%) of the Foundation Value for all expenditures of the Foundation (excluding income or excise taxes and

any extraordinary litigation payments and expenses) Within these overall limitations on expenditures, the Foundation is permitted to expend no more than

2 Three-quarters of one percent (75%) of the Foundation Value for the total of all of the following expenses, which are defined as "Internal Expenses"

a Salaries and related expenses of Foundation employees,

b All overhead expenses, but excluding (i) investment advisory fees and other costs and charges incurred in making investments authorized by this Charter, and (ii) accounting, legal and auditors' fees and expenses incurred to perform audits required by this Charter, and

c All programs conducted or managed by the Foundation's Trustees, officers or employees (or members of their immediate families)

-- C - Limitations on Actual Expenditures The Foundation's "Actual-Expenditures" are its actual annual expenditures (reduced by Internal Expenses, all income or excise taxes, extraordinary litigation payments and expenses, investment advisory fees and other costs and charges incurred in making investments authorized by this Charter, and accounting, legal and auditors' fees and expenses incurred to perform audits required by this Charter) Actual Expenditures shall be made in the following amounts

1 At least sixty percent (60%) of Actual Expenditures shall be made to advance Humility-in-Theology as described in paragraph A of article IV

2 At least twenty-five percent (25%) of Actual Expenditures shall be made to advance the Founder's Other Favorite Charities, provided that no more than twelve and one-half percent

(12 5%) of Actual Expenditures may be for any one of the six enumerated purposes defined as the Founder s Other Favorite Charities as described in paragraph B of article IV

3 The balance of Actual Expenditures shall be made for any purpose permitted by this Charter

D Rules Implementing Expenditure Limitations

1 During the period that John M Templeton, Jr is Chairman and consents to such action, one or more of the expenditure limitations may be increased by twenty percent (20%) For example, if John M Templeton, Jr is Chairman and consents, the limitation on Permitted Expenditures may be increased from 5% to six percent (6%) of Foundation Value, and the limitation on Internal Expenses may be increased from .75% to nine-tenths of one percent (9%) of Foundation Value.

2. To the extent a portion of the 5% Permitted Expenditure allowance, including the 75% Permitted Expenditure allowance for Internal Expenses, is not used in a given year, that unused Permitted Expenditure allowance may be carried forward for three-years

3 Compliance with the Actual Expenditure limitations shall be measured on a three-year rolling average ending with the current year In addition, in order to comply with the Actual Expenditure limitations for a given year, the Board of Trustees may, if necessary, treat any expenditure made in the first 90 days of the year following the given year as having been made in the given year, and to the extent any such expenditure is so treated it may not for this purpose be counted in the year in which it is actually made

4 Contributions from any person or entity, other than the Founder or an entity created by the Founder, are not subject to expenditure limitations

5 Contributions or transfers of any kind to the Foundation by Templeton Religion Trust or Templeton World Charity Foundation shall be subject to the restrictions provided by such entity making the contribution or transfer rather than subject to this Foundation s expenditure limitations provided, in addition, that if any such contribution or transfer requires that all or portions of the expenditure limitations of this Charter do apply, and that the expenditure limitations attached to those amounts may be aggregated with the Foundation's own expenditure limitations, then the Foundation may in its discretion aggregate its own expenditures with the expenditures of the amounts contributed or transferred and concomitantly aggregate its own expenditure limitations with the expenditure limitations that apply to the amounts contributed or transferred The foregoing provision is not intended to alter the expenditure limitations applicable to the funds controlled by the Foundation, but instead to allow the Foundation to accept contributed funds that have expenditure limitations attached to them, and to enforce those limitations in conjunction with limitations that apply to its own funds

6 Any contribution or transfer of property from the Foundation to Templeton Religion Trust or Templeton World Charity Foundation which is used as an Internal Expense of the recipient entity (if it were subject to the expenditure limitations of that entity) shall be treated as an Internal Expense by the Foundation and shall not be treated as an Internal Expense by the recipient entity In addition, any contribution or transfer of property shall not be treated as a single program or grant solely because it is made to Templeton Religion Trust or Templeton World Charity Foundation, but instead shall be classified according to its use by the recipient entity

7 The Foundation may choose at its discretion not to use some part of its Permitted Expenditures allowance for Internal Expenses and instead to cede to Templeton Religion Trust or Templeton World Charity Foundation the amount of such unused Internal Expense allowance The Foundation may increase the amount of its Permitted

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Expenditure allowance for Internal Expenses by any amount ceded to it by Templeton Religion Trust or Templeton World Charity Foundation Such transfers will not involve transfers of property and the recipient must use its own assets and Permitted Expenditure allowance to make such additional expenditures for Internal Expenses In addition, the Foundation Templeton World Charity Foundation and Templeton Religion Trust may enter into operating agreements at any time to plan for the efficient use of Permitted Expenditure and Internal Expense allowances by such organizations

8 With respect to all expenditures for programs or grants, other than Internal Expenses, the Foundation shall contract with other organizations or independent contractors to conduct or manage Foundation programs, or to be the recipient of Foundation grants Such other organizations and independent contractors shall act as 'External Program Executives," which shall have authority over and responsibility for such "External Programs " The Foundation's Trustees, officers and employees (or members of their immediate families) shall not act as External Program Executives The Foundation shall observe the progress of such External Programs, may make suggestions to the External Program Executives, and may reserve the right to terminate an External Program if it is not conducted in accordance with the approved program proposal, but the Foundation shall not manage the conduct of External Programs The Foundation from time to time may require the External Program Executives to prepare and submit reports, including reports necessary for tax and legal purposes

9 A program or grant conducted or managed by an organization with which a Trustee, officer or employee of the Foundation (or a member of his or her immediate family) is associated shall not be an External Program and shall be treated as an Internal Expense unless both of the following conditions are satisfied (i) such organization normally receives at least fifty percent of its funding from sources other than the Foundation, Templeton World Charity Foundation (or any successor entity), and Templeton Religion Trust (or

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any successor entity), and (ii) no more than twenty percent (20%) of the voting control of such organization is held by any combination of the Foundation Templeton World Charity Foundation any subsidiaries or affiliates thereof, Templeton Religion Trust, its Trustee, or any of such entities' directors, Trustees, officers, employees or members of Templeton Religion Trust's Steering Committee A person shall not be deemed to be associated with an organization, notwithstanding service by that person as a trustee, consultant or in any other similar position with the organization, if each of these two conditions apply (i) the person receives no compensation for such work and does not have or receive any economic interest in the organization, and (ii) during the time when the organization receives any funds from the Foundation, no combination or succession of persons who are Trustees, officers or employees of the Foundation (or members of their immediate families) serve as a trustee, consultant or in any other similar position for an aggregate period longer than two years. This ability of one or more persons to serve a limited role for a limited time period with an organization without being treated as "associated" with that organization does not supercede the rule set forth in the preceding paragraph that Foundation Trustees, officers and employees (or members of their immediate families) shall not act as External Program Executives and shall not manage the conduct of External Programs

10. Prizes awarded by the Foundation shall not be considered an Internal Expense of the Foundation The cost of the development, selection process, and award ceremony of any prize shall not be an Internal Expense if operated as an External Program.

11 All grants or payments specifically for publications to the Templeton Foundation, Inc , a New Jersey Foundation, shall not be an Internal Expense, provided that such grants or payments annually shall not exceed one-twentieth of one percent (05%) of Foundation Value

12 The Foundation shall not enter into any contract with a term of more than three years, except that the Foundation may enter into leases and into a contract or contracts related to programs or

grants which leases contract or contracts have a term of more than three years but no more than five years, provided that the total Actual Expenditures pursuant to all such contracts relating to programs or grants in any given year shall not exceed one percent (1%) of the Foundation Value in that year

13 Actual Expenditures in any year for grants or programs managed by one External Program Executive (or affiliated group of External Program Executives) shall not exceed one percent (1%) of Foundation Value

14 Actual Expenditures in any year for a single grant or program shall not exceed one-half of one percent (5%) of Foundation Value

15 Grants in any year by the Foundation to individuals for travel, study or other similar purposes (including, for example, teacher sabbaticals and student scholarships), within the meaning of Section 4945(d)(3) of the Code, or any similar successor provision, shall not exceed one-quarter of one percent (25%) of Foundation Value

16 Generally, the Foundation should not make expenditures that are intended to become part of the endowment of the grantee, to fund buildings or real estate holdings of the grantee or to fund artistic productions or purchases

17 Generally, grants or programs requiring donations above $200,000 must contain a budget, timetable, and arithmetic formulas for computing the cost effectiveness of the grant or program Additionally, such grants or programs must provide a quarterly progress report (approximately 200 words) in a suitable format for publishing in a newspaper sponsored by the Foundation If any such grants or programs expect to ask for a renewal or follow-up grant, such request should be submitted at least six months before the existing grant expires

18 Generally, grants or programs should not be made or undertaken if both (i) the total budget for the program provides for

travel and lodging expenses (excluding travel and lodging expenses for direct employees of the grantee, as well as one additional instructor who need not be an employee of the grantee) greater than ten percent (10%) of the entire cost of the program and (ii) the Foundation is providing more than twenty-five percent (25%) of the entire funding of the grant or program If the Foundation asks an employee or Trustee to attend any such program, his or her expenses will not count toward the 10% or 25% calculations set forth above, but should be paid by the Foundation and not the grantee For so long as John M Templeton, Jr is President, he may waive this provision for grants or programs of up to a total amount of $10,000,000 annually, provided that the $10,000,000 ceiling shall be reduced to zero in equal annual increments beginning with the fourth January 1st after the death of the Founder and ending with the first January 1st after the 78th anniversary of the birth of John M Templeton, Jr

19. Subject to the expenditure limitations in this article, members, trustees, officers and employees of the Foundation, and organizations with which such persons are affiliated, shall be eligible to receive grants or administer programs for the Foundation

20 The Foundation shall make all expenditures it is required by law to make in order to avoid incurring tax under Section 4942 of the Code, notwithstanding any other provision of this Charter If in the reasoned consideration of the Board of Trustees insufficient time is available to meet the requirements of Section 4942 of the Code and the expenditure limitations set forth in this Charter, the Board of Trustees may authorize distributions in the form of unrestricted grants to the organization described in section 501(c)(3) of the Code which in the opinion of the Board of Trustees, has the largest budget focused on the benefits of free competition, without such unrestricted grant being treated as having violated the Actual Expenditure or Permitted Expenditure limitations of article VI

VII Investment Restrictions Beginning with the fourth January 1st after the death of the Founder

A Until fifty years after the death of the Founder at least ninety-five percent (95%) of the assets of the Foundation shall be invested in open-end mutual funds The term open-end mutual fund" shall include (i) open-end mutual funds, as such funds exist on the date this Amended and Restated Charter becomes effective, and as they evolve over time, and (ii) other similar open-end collective investment vehicles, as such investment vehicles are known in different jurisdictions and as they evolve over time Usually mutual funds are corporations, trusts, partnerships or similar organizations that generally do not pay income tax Mutual fund fees for management and other fund expenses are not to be counted as expenditures of the Foundation, either as Internal Expenses or Permitted Expenditures

1 Each such open-end mutual fund must have assets exceeding $100 million and each must be free to invest worldwide in at least both stock and debt securities The Foundation may invest in open-end mutual funds organized in any jurisdiction in the world.

2 The Foundation's initial investment in any mutual fund shall not exceed twenty percent (20%) of the total net asset value of that fund, and the Foundation shall make no additional investment in any mutual fund if the Foundation's total investment in that fund exceeds or would exceed 20% of the net asset value of that fund

3 No more than approximately one-half of the Foundation's assets shall be invested in one nation or one industry The Foundation can rely on reference services or its consultants to determine these percentages without further research

4 No investment management group, including for example any one "family" of mutual funds or any one investment advisory group, shall manage more than twenty percent (20%) of Foundation Value

5 The Foundation may employ consultants to help in selecting the mutual funds likely to have the best long-term performance The Trustees shall have no liability for the performance of

funds recommended by an independent expert consultant Notwithstanding the length of such a consultant's employment contract or contracts a consultant shall not serve in office for more than five years continuously, and, once a consultant ceases to serve, cannot be re-employed for a period of at least two years Whenever the investments of the Foundation underperform widely used indexes of comparable investments, the Board should consider changing some or all of its consultants

B Beginning fifty years after the death of the Founder, the assets of the Foundation shall be reasonably diversified between fixed income and equity investments (including open-end mutual funds), and among nations and industries, and reasonably allocated among those independent investment managers retained to invest on behalf of the Foundation with no single investment manager managing over twenty percent (20%) of the Foundation Value

VIII Financial Audit. The Board of Trustees of the Foundation shall engage an accounting firm to conduct an annual audit of the accounts of the Foundation

A The accounting firm engaged by the Board of Trustees shall consist of at least 100 accountants

B No accounting firm may conduct audits for more than 10 consecutive years

C In addition to a standard financial audit, the accountants shall audit the Foundation's compliance with all of the expenditure limitations and investment restrictions in articles VI and VII In connection with that audit, the Foundation's management shall annually prepare a report setting forth the details of its compliance with the expenditure limitations and investment restrictions of articles VI and VII This "Management Report" shall at a minimum set forth a description of the nature of each separate gift, grant or program involving an expenditure of more than one-thirtieth of one percent (.033%) of Foundation Value, the amount of the expenditure an

explanation of which purposes described in the Charter the expenditure seeks to further and a short analysis of why it furthers that purpose

D The Management Report shall be submitted to the Board of Trustees who shall review and revise it as necessary, and each Trustee shall separately endorse the Management Report or note his or her objection to it The signature of each Trustee shall in addition bear the certification that such Trustee (i) has read article IV of this Charter and in the case of a Trustee who has been in office for one year or more, (ii) has read the materials listed in the Primary Descriptions of Humility-in-Theology.

E The Management Report, as signed by the Trustees, shall be distributed to all of the members at least 10 days prior to the annual meeting

F The accountants may rely, without further review, on the Management Report's classification of expenditures as made for Humility-in-Theology and the Founder's Other Favorite Charities, as such classifications are applied in paragraphs C-1 and C-2 of article VI The accountants shall make such tests of the Management Report's classification of expenditures, such as Internal Expenses or External Programs, as the accountants deem appropriate under the circumstances

IX Compliance Audit Beginning on the ninth January 1st after the death of the Founder, and every five years thereafter, the Board of Trustees of the Foundation shall conduct an audit to ensure that the Foundation is in compliance with paragraphs C-1 and C-2 of article VI, as well as the other expenditure limitations and investment restrictions in articles VI and VII, during the previous five years

A Conduct of the Audit The Board of Trustees shall invite three of the five largest organizations in the world, whose activities closely resemble those stated in paragraph A of article IV ("Humility-in-Theology") and which are willing to do so, to designate one of its own officers to serve as an auditor The Board of Trustees shall exercise its

discretion in determining which five organizations are the largest, and which three of those organizations may designate an auditor but the Board shall appoint the officer designated by each of the three chosen organizations unless the auditor is disqualified by some other provision of this Charter Organizations under common control with the Foundation are not eligible to participate

1 If the audit were to be performed on the date this Amended and Restated Charter becomes effective, the Founder would choose the following organizations to appoint auditors (i) the Center for Theology and Natural Sciences (located in Berkeley California), (ii) the Philadelphia Center for Religion and Science (located in Philadelphia, Pennsylvania), and (iii) the Institute for Research in Unlimited Love (located in Cleveland, Ohio) Two years before each five-year audit, the Board of Trustees shall begin to search for the five largest such organizations so that the Board of Trustees can choose three of these organizations to select an auditor for the next compliance audit

2 In addition to reasonable and necessary expenses, each auditor (or, if the auditor requests, the organization of which the auditor is an officer) shall receive payment of $50,000

3 The fact that an auditor, or the organization of which the auditor is an officer, has or may receive grants or other distributions from the Foundation shall not be treated as a conflict of interest shall not disqualify the auditor from serving and shall not prevent the auditor, or the organization of which the auditor is an officer, from receiving grants or other distributions from the Foundation

4 An auditor may not be appointed to serve as an auditor for two successive audits, but a different auditor may be appointed from the same organization

B Auditors' Reports Each auditor may accept the Management Report submitted to the accountants unless the auditor

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has reason to believe it is materially incorrect, provided however that each auditor may not rely on the Management Report's classification of grants prizes or programs as for Humility-in-Theology or for the Founder s Other Favorite Charities, but instead must review those classifications to confirm that the Management Report's classifications are substantially correct If at least ninety percent (90%) of the expenditures are correctly classified, the auditor may determine that the classifications are substantially correct At the conclusion of the audit, each auditor shall prepare a report and distribute it to the Honorary Members and Trustees of the Foundation Each report must cover the expenditure limitations and investment restrictions of articles VI and VII, and must specifically state whether or not the Foundation substantially complied with the Actual Expenditure limitations of paragraphs C-1 and C-2 of article VI

C Remedial Measures In the event any auditor determines that the Foundation is not in substantial compliance with the expenditure limitations and investment restrictions of articles VI and VII, the Board of Trustees and the officers of the Foundation shall promptly take steps to correct the noncompliance, effective prospectively so that each auditor is satisfied that the violation will not reoccur If, after one year, any auditor is not satisfied that the corrective steps taken will prevent a reoccurrence of the violation, then the Chairman of the Board, the President and the two other highest paid officers of the Foundation shall resign from their respective offices and seat on the Board, or if they do not resign, their terms of office or employment shall be automatically ended, subject to the following qualifications

1 The Foundation may ask the opinion of the other two auditors whether or not it has taken adequate remedial action to prevent a reoccurrence of the violation, and if those two auditors agree that the Foundation has taken adequate remedial action, then the dispute between the one auditor and the Foundation shall be submitted to binding arbitration with an arbitrator chosen by (i) a majority of John M Templeton, Jr (when he is serving as Chairman) and the other

two auditors or (ii) if John M Templeton, Jr is not serving as Chairman by the unanimous agreement of the auditors, or (iii) if the auditors cannot so agree by an arbitration association appointed by a court with jurisdiction over the Foundation All fees and costs related to the arbitration shall be paid by the Foundation and shall not be an Internal Expense The Chairman and officers of the Foundation may remain in office pending the decision of the arbitrator, which shall be final and not subject to appeal

2 A Trustee or officer of the Foundation who resigns or is removed from office under this article shall not be eligible to serve as a Trustee or officer of the Foundation for five years thereafter

3 The provisions of this article shall not apply to the Founder's son, John M Templeton, Jr , who shall not be required to resign, whose term of office shall not automatically end and who shall not be removed pursuant to the provisions of this article.

D Bonus Incentives. In the event all the auditors determine that the Foundation is in substantial compliance with the expenditure limitations and investment restrictions of article VI and VII, the Board of Trustees may authorize payment of a bonus equal to six months of his or her respective salary for one or more of the seven most highly compensated officers or employees of the Foundation Such a bonus shall not be an Internal Expense.

X Additional Restrictions The Foundation shall engage in all such other activities properly related, incidental or conducive to the attainment of the foregoing purposes, including the solicitation and granting of funds from and to individuals, corporations and other organizations within and without the United States, for financing the services to be provided and the activities to be supported, subject to the following restrictions

A No substantial part of the activities of the Foundation shall be the carrying on of propaganda or otherwise attempting to influence legislation (except to the extent authorized by Section 501(h) of the

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Code and provided that the Foundation has made the appropriate election under that provision)

B The Foundation shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of or in opposition to any candidate for public office

C The Foundation's activities shall be carried on without pecuniary gain or profit, incidental or otherwise, to its members, Trustees, directors, officers or other affiliated persons, and no part of the net earnings, assets or profits of the Foundation shall inure to the benefit of, or be distributed to, any such person, except that the Foundation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and grants in furtherance of the purposes set forth in this Charter, including without limitation payments for the reimbursement of expenses incurred by Trustees and officers of the Foundation in connection with their attendance at Foundation meetings and other functions on behalf of the Foundation The Foundation may also reimburse members (who choose to apply for reimbursement) for travel and lodging expenses incurred in connection with the annual meeting or any scheduled meeting of the members Such reimbursement of members shall not be treated as either an Internal Expense or as part of the Permitted Expenditures

D As long as the Foundation is a private foundation within the meaning of Section 509 of the Code, the Foundation shall not engage in any of the following acts

1. Any act of self-dealing as defined in Section 4941(d) of the Code,

2 Retention of any excess business holdings as defined in Section 4943(c) of the Code,

3 Investment in such manner as to subject the Foundation to tax under Section 4944 of the Code, or

4 Making any taxable expenditures as defined in Section 4945(d) of the Code

E Notwithstanding any other provision of this Charter, the Foundation shall not carry on any other activities not permitted to be carried on by an organization described in Sections 170(c), 501(c)(3), 2055(a) and 2522 of the Code

XI Perpetual Existence The Foundation shall have perpetual existence

XII Non-Stock The Foundation is organized as a not-for-profit corporation on a non-stock basis.

XIII Membership The Foundation shall have members who shall be divided into two classes the "Founding Member" and the "Honorary Members" An "Active Honorary Member" is a member who has participated (in person or by telephone, internet or other similar means of communications, or by proxy) in at least one of the three annual meetings of the members immediately preceding such meeting, provided that a new Honorary Member shall be automatically treated as an Active Honorary Member for the first two annual meetings after he or she has delivered his or her acceptance of office to the Secretary of the Foundation

A The Founding Member is John Marks Templeton

B The Honorary Members of the Foundation shall consist of such of the following persons who have attained eighteen years of age and have delivered to the Secretary of the Foundation his or her individual acceptance of office

1 All persons who are or become living bloodline descendants of the Founder's mother Vella Handly Templeton,

2 All persons who are or become lawfully married to any of the living bloodline descendants of Vella Handly Templeton, during the term of such marriage, provided that any person lawfully married to

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any such descendant at the time of such descendant's death shall continue to be considered a lawful spouse of such descendant until the earlier of such person's death or remarriage

3 The step-children of the Founder's daughter, Anne Templeton Zimmerman, namely Renee Zimmerman Stirling, Rhonda Zimmerman Mitchell Zimmerman and Michael Zimmerman,

4 Amy Butler, until she remarries, and Wendy Brooks, until she remarries,

5 Mena Griffiths, Mary Walker, Frances D Schapperle, Marie Sauder and Linford (*also known as* Roy) Williams,

6 All persons who prior to March 31, 1998 received a prize under the worldwide Templeton Program of Prizes for Progress in Religion or later names for the same prize such as Templeton Prizes for Progress in Research or Discoveries about Spiritual Realities, and all individuals who since March 31, 1998 have received a prize larger than $10 000 from the Founder, the Foundation, Templeton World Charity Foundation, or the Templeton Religion Trust Beginning with the fourth January 1st after the death of the Founder, this paragraph shall apply only to prizes thereafter awarded with a value of more than one-three hundredth of one percent (0033%) of Foundation Value The recipient of a prize must affirm his or her acceptance of the purposes of the Foundation in order to serve as an Honorary Member,

7 The persons serving from time to time as the respective chief executive officers and immediate past chief executive officers of the Association of Unity Churches, the American Scientific Affiliation, the Mont Pelerin Society, the Atlas Foundation, the Acton Institute, the Institute for Research in Unlimited Love, and Christians in Science (and of any successor organization to each), in each case to continue as a member by reason of his or her status as current or immediate past chief executive officer and to cease to be a member when he or she ceases to have such status.

8 Such persons (not to exceed 10) who are either expert in theology through science or expert in free enterprise but only if selected by the Founder or so long as he is serving as Chairman of the Board of Trustees by the Founder's son, John M Templeton, Jr

9 All former members of the Board of Trustees of the Foundation (including any former Trustee since re-elected to the Board of Trustees)

10 Those persons serving from time to time in the capacity as managing or executive director of organizations for theology through science having an annual budget of $150,000 or more, whose organization is deemed to so qualify in the sole discretion of the Board of Trustees Such person need not resign as a member when his or her service as managing or executive director ends The President of the Foundation shall annually compile a list of all organizations that in his opinion may satisfy these requirements, and the Board of Trustees shall determine which of those organizations qualifies under this section, provided however, that the Founder shall make such determinations while he is serving on the Board of Trustees, and

11 Up to 100 men and women of business and finance, invited by the Board of Trustees, who have a net worth of over one billion U S dollars (not primarily inherited) or who serve or have served as the chief executive officer of one of the world's 500 largest corporations or 100 largest charities The President shall compile a list of prospective eligible members and deliver it to the Board of Trustees annually The Board shall issue at least 50 invitations annually until 40 such memberships are filled Thereafter, the Board may issue invitations in its discretion, but at least once every three years at any time that 40 memberships are not filled The President and the Board may use broad discretion (including the use of all or portions of popular lists, such as those currently published by Forbes) in determining which such persons or companies so qualify In addition the President and the Board may by any means appropriate to the task narrow the list of invitees to those who have demonstrated an interest in Humility in Theology or any of the Founder's Other Favorite Charities including

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for example how free competition enriches the poor and teaches ethics The purpose of this paragraph is not to impose an unwarranted expense on the Foundation nor is it to give any individual a right to claim a membership in the Foundation if it has not been offered to him or her. instead it is to enlarge the membership outside of the Founder s family, the clergy, scientists and academics to include also successful leaders of business and finance The Founder shall have sole responsibility for compiling all such lists and issuing all such invitations (or choosing not to do so) while he is serving on the Board of Trustees

C A member may resign at any time by written notice delivered to the Board

D A member may receive reasonable compensation as an employee, officer or consultant of the Foundation.

XIV Trustees The Foundation's Directors shall be known as "Trustees" and they shall be divided into three classes for terms of office expiring at different times, as provided in the Bylaws

XV Special Voting Provisions Until the death of the Founding Member, the Founding Member alone shall constitute a quorum for and shall be the only member entitled to attend and vote at any meeting the purpose of which is to dissolve the Foundation or to amend this Charter or the Bylaws of the Foundation The vote of the Founding Member alone in favor of such actions at any meeting at which he is present shall be sufficient to pass the same notwithstanding any rule of law or equity to the contrary, and such vote shall be evidenced by a resolution in writing signed by the Founding Member

XVI Amendment of the Charter and Bylaws The Charter and Bylaws of the Foundation may be altered, amended or repealed only by the affirmative vote of the Founding Member at any time until the death of the Founding Member After the death of the Founding Member

A Articles I (Name), II (Type of Corporation), IV (Purposes), VI (Limitations on Expenditures after the Death of the Founder) XI (Perpetual Existence) XIII (Membership), XV (Special Voting

Provisions), XVI (Amendment of Charter and Bylaws) and XVIII (Dissolution) of the Charter may be amended only by the unanimous vote (in person or by proxy only) of all of the Active Honorary Members

B Article III (Location and Registered Agent) of the Charter may be amended only by a majority vote of the Board of Trustees,

C All other articles of the Charter may be amended only by a vote (in person or by telephone, internet or other similar means of communication, or by proxy) of eighty percent (80%) of the Active Honorary Members,

D The Bylaws of the Foundation may be amended only by a vote (in person or by telephone, internet or other similar means of communication, or by proxy) of sixty percent (60%) of the Active Honorary Members, and

E. Notwithstanding the provisions of paragraphs A, B and C of this article, after the death of the Founding Member and upon notification by legal counsel for the Foundation that, unless the Charter is amended, the Foundation will no longer qualify as an organization described in section 501(c)(3) of the Code or will be subject to additional or increased taxes levied by the state in which it is incorporated or a state in which it has a substantial presence, the Charter may be amended by the affirmative vote (in person or by proxy) of a majority of the active Honorary Members, for the sole purpose, and limited to the extent necessary, to ensure that the Foundation qualifies and continues to qualify as an organization described in section 501(c)(3) of the Code, and will not be subject to additional or increased taxes levied by a state in which it is incorporated or a state in which it has a substantial presence, provided that the Charter may not be amended so as to ensure that the Foundation will not be subject to additional or increased taxes levied by the state in which it is incorporated or a state in which it has a substantial presence if such amendment would materially change or affect a fundamental purpose of the Foundation

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XVII Incorporation The name and postal address of the incorporator are

Name	Address
John Marks Templeton	P O Box N7776 White Columns Lyford Cay Nassau, The Bahamas

XVIII Dissolution Until the death of the Founding Member, the Foundation may be dissolved at any time by the affirmative vote of the Founding Member only, and after the death of the Founding Member, the Foundation may be dissolved at any time by the affirmative vote (in person or by telephone, internet or other similar means of communication, or by proxy) of at least eighty percent (80%) of the Active Honorary Members of the Foundation Upon dissolution, the Board shall pay the assets of the Foundation (after the payment of all debts and liabilities) to the first of the following entities that is then in existence and described in section 501(c)(3) of the Code·

A Templeton Religion Trust,

B Templeton World Charity Foundation, or

C Such charity or charities, within or without the State of Tennessee, whose activities are consistent with the purposes and expenditure limitations in this Charter, as the members shall determine, or, in the event the members do not so determine, to such charities determined by a court of competent jurisdiction

XIX Change of Jurisdiction If, in the opinion of the Board of Trustees, the law of the jurisdiction governing the Foundation changes (or is likely to change), or the highest legal authority in that jurisdiction gives (or is likely to give) a new interpretation to the law previously in effect so as to adversely affect the fulfillment of the purposes of the Foundation, the Board may at any time and from time to time (i) move the Foundation's situs (including its tax situs) to another state in the

John M. Templeton

United States of America where the law will be more favorable to the fulfillment of the purposes of the Foundation or (ii) establish under the law of any state of the United States of America a new charitable foundation or a new charitable trust provided that such organization qualifies as an organization described in section 501(c)(3) of the Code and has terms (including limitations on expenditures) and purposes substantially identical to the Foundation, and may transfer property of the Foundation to such new charitable organization

XX Adjustments for Changes in GDP All figures stated in fixed monetary amounts in this Charter shall be adjusted every five years either upward or downward to reflect changes during the preceding five-year period in the economic indicator known as the U S Gross Domestic Product Per Capita (such factor to be applied in such manner as the Board of Trustees deems appropriate), or, if that indicator is no longer published, such other indicator as the Board of Trustees determines is most comparable to such indicator The first such adjustment shall be made on the fourth January 1st after the death of the Founder.

XXI Indemnity The Foundation shall indemnify the officers and Trustees from claims made against such persons for actions as officers and Trustees (and advance expenses, including attorney's fees), to the extent allowed by the laws of the State of Tennessee Such right of indemnification shall inure to the benefit of the heirs, executors and administrators of such persons

Dolly Templeton

AMENDED AND RESTATED BYLAWS

OF

JOHN TEMPLETON FOUNDATION

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AMENDED AND RESTATED BYLAWS

OF

JOHN TEMPLETON FOUNDATION

I Membership

A Eligibility Eligibility, classifications and other requirements for membership are set forth in the Charter

B Meetings The annual meeting of the members of the Foundation for, among other purposes, the election of Trustees, shall be held each year during the month of June (or such other date) at such time and place as the Board of Trustees (the "Board") shall from time to time determine Special meetings of the members may be called at any time by the President, the Board or at least one-third of the members Meetings of the members may be held at any place within or without the State of Tennessee or the United States of America All meetings of the members shall begin with prayer

C Notice Written notice of the time and place of all meetings of the members shall be mailed, faxed, e-mailed or sent by courier to each member at least thirty days in advance of the meeting (unless a longer period is required by applicable law) In the case of special meetings, the notice shall state the general nature of the business to be transacted Such notice shall be deemed to be delivered when deposited in the mail, faxed, e-mailed or given to the courier for delivery to the designated member at such member's most recent address listed in the records of the Foundation International mail must be airmail

D Quorum One-third of the members (in person or by telephone internet or other similar means of communications, or by proxy) shall constitute a quorum for the transaction of business or the taking of any action at any meeting of the members (unless a greater proportion is required by applicable law or the Charter) provided that

until the death of the Founding Member as that term is defined in the Charter the Founding Member shall be present at such meetings unless the Founding Member consents in writing to a meeting at which he will not be present

E Voting Each Honorary Member, as that term is defined in the Charter, shall be entitled to one vote on any matter submitted to a vote of the Honorary Members pursuant to the terms of the Charter Active and inactive Honorary Members, as those terms are defined in the Charter, shall have equal voting rights except as otherwise specified in the Charter Each matter shall be determined by a majority of those members entitled to vote and present (in person or by telephone, internet or other similar means of communication, or by proxy) at a meeting at which there is a quorum, unless a greater proportion of affirmative votes is required by applicable law or the Charter Class voting is not required unless required by applicable law No Honorary Member shall be permitted to give any proxy to any person other than another Honorary Member.

F Chairman The Founding Member shall be invited to preside as chairman of any meeting at which he is present If the Founding Member does not preside, the Chairman of the Board or such other Trustee as designated by the Chairman of the Board shall be the chairman of any meeting of the members at which he or she is present At any other meeting a chairman shall be elected by a majority vote of those Honorary Members present in person

G Termination Any member may resign by delivering his or her resignation to the Foundation Any member who resigns shall continue to be eligible for future membership

II Board of Trustees

A Management The business, assets and affairs of the Foundation shall be managed by the Board, subject to applicable law the Charter and these Bylaws

B Compensation A Trustee may receive reasonable compensation as an employee officer or consultant of the Foundation provided that such compensation shall be approved by the Board and the vote to approve such compensation shall not include the vote of such Trustee Until the death of the Founder, as that term is defined in the Charter, each Trustee will receive $3,000 for each meeting of the Board the Trustee attends After the death of the Founder, the Board may authorize annual compensation of up to $15,000 per Trustee, indexed to changes in the U S Gross Domestic Product Per Capita in the manner set forth in the Charter, for any Trustee who requests compensation The Founder hopes that each Trustee will consider donating his or her time and other resources to the Foundation, or its grantees, instead of requesting or accepting such compensation A Trustee may receive reimbursement for reasonable travel, meals, lodging and incidental expenses in connection with service as a Trustee

C Number The Board shall consist of such number of persons as the members of the Board may from time to time determine, but in no event fewer than eight or more than twelve persons, unless a greater number is required by applicable law The Trustees shall be divided into three classes (each consisting of no more than four individuals) which shall be known as Class A, Class B, and Class C Classes A B and C have the same rights and privileges Such classes are established for the sole purpose of facilitating an orderly rotation of Trustees

D Eligibility

1 Any member is eligible for nomination and election to the Board

2 At least one-fourth of all Trustees serving at any time shall be persons who are members of the Foundation by virtue of being bloodline descendants or spouses, as defined in the Charter of bloodline descendants of Vella Handly Templeton

3 Other individuals who qualify, in the opinion of the Nominating Committee, as entrepreneurs with faith in God and who have accumulated a net worth of at least $1,000,000 primarily through their own efforts, shall be eligible for nomination and election as Trustees

4 Up to one-half of each class of Trustees may be individuals who (while not qualifying under the preceding criteria), in the opinion of the Nominating Committee, either (a) do substantial original work in developing new spiritual information or conducting spiritual research, or (b) hold or have held a major leadership position in a significant religious organization whose activities are national or international in their scope, provided that no more than one-quarter of each class of Trustees qualify under (b)

5. No more than two employees of the Foundation who otherwise qualify to be Trustees under the preceding criteria may serve at any one time

6 After the death of the Founder, as that term is defined in the Charter, and before beginning a term of service as a Trustee, each person elected shall sign an acceptance form stating, "I recognize the duties of Trustees to keep the Foundation within the expenditure limitations expressed in the Charter and, especially, the Founder's intent as expressed in the Purposes article of the Charter"

John M. Templeton

E Term The Founder shall serve as Trustee without the necessity for election or reelection in the Class to which he is currently assigned until his resignation, inability to serve or death, as that term is defined in the Charter John M Templeton, Jr shall serve as Trustee without the necessity for election or reelection in the Class to which he is currently assigned until his resignation or inability to serve Anne Templeton Zimmerman shall serve as Trustee without the necessity for election or reelection in the Class to which she is currently assigned until her resignation or inability to serve In all other cases a Trustee s term of office shall be three years (or, when filling a vacancy for the unexpired portion of such three-year term), and a Trustee who

has been elected to and served on the Board for two consecutive terms of three years each shall not be eligible for re-election to the Board for a period of one year after the expiration of the second consecutive full term of office

F Election The members shall elect at each annual meeting of the members of the Foundation, from among the candidates nominated by the Nominating Committee or from the floor, the class of Trustees whose term expires Nominations from the Nominating Committee or from the floor must be preceded by notice sent to the Members at least thirty days prior to the meeting at which the election occurs Vacancies on the Board may be filled by the remaining Trustees at any regular meeting or any special meeting called for such purpose if the nominations to fill such vacancies are sent to the Trustees at least twenty days before such meeting

G Removal The members may remove any Trustee (other than the Founder, John M Templeton, Jr or Anne Templeton Zimmerman) from office at any time, with or without cause

H Meetings The annual meeting of the Board of Trustees shall be held during the month of June (or such other date) at such time and place as the Board may from time to time determine Regular meetings of the Board shall be held at such time and place as the Board may from time to time determine Special meetings of the Board may be called at any time by the President or not less than one-third of the Trustees All meetings of the Board may be held at any place within or without the State of Tennessee or the United States of America All meetings of the Board shall begin with prayer

I Notice Notice of the time and place of all meetings of the Board shall be mailed, faxed, e-mailed or sent by courier to each Trustee at least ten days in advance of the meeting (unless a longer period is required by applicable law, the Charter or these Bylaws), provided that no notice shall be required for regular meetings of the Board when the date, time and place have been determined in advance by the Board In the case of special meetings, the notice shall state the

general nature of the business to be transacted Such notice shall be deemed to be delivered when deposited in the mail, faxed, e-mailed or given to the courier for delivery to the designated Trustee at such Trustee s most recent address listed in the records of the Foundation International mail must be airmail

J Quorum A majority of the Board (in person or by telephone, internet or other similar means of communication, or by proxy) shall constitute a quorum for the transaction of business or the taking of any action at any meeting of the Board (unless a greater proportion is required by applicable law or the Charter), provided that, until the death of the Founding Member, as that term is defined in the Charter, the Founding Member shall be present at such meetings unless the Founding Member consents in writing to a meeting at which he will not be present

K Voting Each Trustee shall be entitled to one vote on any matter submitted to a vote of the Board. The acts approved by the affirmative vote of a majority of the Trustees present at a meeting at which a quorum is present shall be acts of the Board (unless a greater proportion of affirmative votes is required by applicable law, the Charter or these Bylaws)

L Chairman of the Board

1 The Chairman of the Board, who shall be selected from among the Trustees, shall preside at all meetings of the Board and perform such other duties as the Board may direct Subject to the provisions herein regarding the Founder, John M Templeton, Jr and Anne Templeton Zimmerman, the Board at its annual meeting shall elect by majority vote a Chairman of the Board whose term shall be one year If a Chairman ceases to act, the vacancy shall be filled upon election by the remaining members of the Board at any regular meeting or any special meeting called for such purpose

2 The Founder shall serve as Chairman, so long as he is willing and able to serve After the Founder ceases to act as Chairman

John M Templeton Jr shall serve as Chairman without standing for election, so long as he is willing and able to serve, and until he reaches age seventy-eight Upon his ceasing to act as Chairman Anne Templeton Zimmerman shall serve as Chairman without standing for election for so long as she is willing and able to serve, and until she reaches age seventy-eight

3 Except for the period during which the Founder, John M Templeton Jr or Anne Templeton Zimmerman is serving as Chairman, the Board may remove the Chairman at any time, with or without cause

4 Any individual serving as Chairman may also serve as an officer of the Foundation

M Action By Consent Any action required or permitted to be taken at any meeting of the Board may be taken without notice and without a meeting if all members of the Board consent to the action in writing

N Annual Report to Members After the death of the Founder, as that term is defined in the Charter, the Board shall annually review and certify the Management Report described in article VIII-C of the Charter This report shall be delivered to each Honorary Member at least ten days before the annual meeting.

III Officers

A Officers Generally, Election

1 The officers of the Foundation shall be a President, Secretary, Treasurer and such other officers as the Board deems desirable The same person may simultaneously hold any two or more offices, except the offices of President and Secretary In addition to the powers and duties set forth in these Bylaws, the officers shall have such powers and duties as are usually related to their respective offices and as the Board may determine by resolution

2 Except as provided in paragraph B below each officer shall be elected at any regular meeting of the Board or any special meeting called for such purpose, for a term not to exceed two (2) years (or, when filling a vacancy for the unexpired portion of such term) or until his or her successor is elected and has qualified The Board may remove any elected officer at any time, with or without cause Vacancies may be filled by the Board at any regular meeting or any special meeting called for such purpose

B President The President shall control and manage the assets, business and affairs of the Foundation, subject to the policies and directions of the Board

1 So long as the Founder's son, John M Templeton Jr , is willing and able to serve, he shall serve as President until he reaches age seventy-eight Upon his ceasing to act for any reason, Anne Templeton Zimmerman shall serve as President for so long as she is willing and able to serve, until she reaches age seventy-eight No President shall serve in office after he or she reaches age seventy-eight In the discretion of the Board of Trustees, this age limitation may be indexed to any future changes in life expectancy at birth of U S citizens and residents

2 Except as specifically provided for the term of office of John M Templeton, Jr and Anne Templeton Zimmerman, the Board at its annual meeting shall elect by majority vote a President whose term shall not exceed two years If the President ceases to act, the vacancy shall be filled upon election by the remaining members of the Board at any regular meeting or any special meeting called for such purpose A President (other than John M Templeton, Jr or Anne Templeton Zimmerman) who has been elected to and has served as President for five consecutive full terms of two years each shall not be eligible for reelection as President for a period of two years after the expiration of the fifth consecutive full term of office

3 The President may authorize grants or programs in an aggregate annual amount not to exceed 5% (one-half of one percent) of

Foundation Value (as defined in the Charter) without the prior approval of the Board In addition, the President may authorize grants or programs funded by a donation for a specific grant or program from Templeton Religion Trust or Templeton World Charity Foundation without the prior approval of the Board All other grants or programs must be approved by the vote of a majority of the Board or the Founder In addition to approval granted at a meeting of the Trustees or the Founder, Board approval of a grant or program may also be granted by the approval of a majority of all of the Trustees, voting by individual ballot transmitted by mail, telephone, e-mail or any other efficient form of communication

4. If pursuant to paragraph 3 the President approves any grant or program in excess of 033% (one-thirtieth of one percent) of Foundation Value without prior Board approval, the President shall send to each Trustee, for his or her information, a packet including the application, any non-confidential review material prepared by the foundation or any outside experts, and the award letter. So long as John M. Templeton, Jr. is serving as President, this paragraph shall only apply to grants or programs in excess of the greater of 033% (one-thirtieth of one percent) of Foundation Value or $500,000

5 So long as John M. Templeton, Jr is serving as President, any percentage or dollar amount stated in this article III may be increased, in his discretion, by 20%

C Secretary The Secretary shall keep the minutes of all meetings of the Board and shall have charge and custody of the records of the Board and the Foundation

D Treasurer The Treasurer shall have charge of all funds of the Foundation In addition, the Treasurer shall maintain an accurate accounting system and shall present financial reports to the Board in such manner as the Board may from time to time determine

IV Committees

A Executive Committee By resolution adopted by a majority of the Trustees, the Board may designate and appoint an Executive Committee which committee, to the extent permitted by applicable law and during such period or periods as shall be provided in such resolution, shall have and exercise the authority of the Board in the management of the Foundation. subject to any limitations specified by the Board The Executive Committee may not exercise the authority of the Board with respect to paragraph B-3 of article III The Executive Committee shall consist of two or more Trustees and John M Templeton, Jr or Anne Templeton Zimmerman, so long as he or she is Chairman

B Nominating Committee

1 The Board shall designate and appoint a Nominating Committee consisting of (a) the Founder (or, if he is not able to serve, the Chairman of the Board of Trustees so long as John M. Templeton, Jr or Anne Templeton Zimmerman is serving as Chairman), (b) those Trustees ineligible for re-election at the next annual meeting of the members, and (c) two Honorary Members chosen in the following manner From the entire group of Honorary Members, the two eldest members, any members serving as Trustees, and any members incapable of serving shall be excluded Then the eldest active Honorary Member of the group of Honorary Members described in paragraphs B-1, B-2 and B-3 of article XIII of the Charter who is willing to accept the responsibility of serving on the Nominating Committee, and the eldest active Honorary Member of the group of Honorary Members described in paragraphs B-4 through B-11 of article XIII of the Charter who is willing to accept the responsibility of serving on the Nominating Committee, shall be appointed to serve.

2. Until the death of the Founding Member, as that term is defined in the Charter, the Founding Member shall be invited to preside as chairman of any meeting of the Nominating Committee Thereafter, John M Templeton, Jr or Anne Templeton Zimmerman shall serve as chairman of any meeting of the Nominating Committee so long as he or she is Chairman of the Board of Trustees. Thereafter the

Honorary Member of the Nominating Committee representing the category of Honorary Members described in paragraphs B-1, B-2 and B-3 of article XIII of the Charter shall be invited to preside as chairman

3 At least thirty days before the annual meeting of the members, the Nominating Committee shall submit to the members a list of candidates for election to the Board

4 Nominations may also be made by any member at the annual meeting, provided that such member notifies the Trustees in writing of the candidate or candidates that member intends to nominate at least thirty days before the annual meeting.

C Risk Review Committee Beginning on the tenth January 1st after the death of the Founder, as that term is defined in the Charter, and at least every ten years thereafter, the Board shall appoint a committee to review the various jurisdictional risks, institutional risks (including the financial condition of, and contractual agreements with, any custodians or brokers), and market risks to which the Foundation and its assets are exposed.

D Other Committees Other committees may be designated and appointed by a resolution adopted by a majority of the Trustees and such resolution shall specify the terms and responsibilities of such committees, provided that such committees shall not have the authority of the Board in the management of the Foundation

E. Term of Office. Each member of a committee (other than the Nominating Committee) shall continue as such until the next annual meeting of the Board and until his or her successor is appointed, unless the committee shall be sooner terminated, or unless such member shall be removed from such committee.

F. Vacancies. Vacancies in the membership of any committee may be filled by appointments made in the same manner as provided in the case of the original appointments

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)	
		BRANDYWINE FUND II PROPERTY TYPE SECURITIES				D	VARIOUS	VARIOUS
9,682,176.		11228176					-1546000	
		LONGLEAF PARTNERS FUND PROPERTY TYPE SECURITIES				D	VARIOUS	10/22/2001
3,415,668.		3,821,716					-406,048	
		JANUS WORLDWIDE FUND PROPERTY TYPE SECURITIES				P	VARIOUS	04/04/2001
8,899,735.		9,392,818.					-493,083	
		HSBC HOLDINGS PROPERTY TYPE SECURITIES				P	VARIOUS	03/26/2001
7,128,638		5,039,611					2,089,027	
		UPM-KYMMENE OY CORP PROPERTY TYPE SECURITIES				P	VARIOUS	VARIOUS
5,630,787.		5,029,996.					600,791	
TOTAL GAIN(LOSS)		. . . . .					244,687.	

Form 8868
(December 2000)
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

OMB No. 1545-1709

- 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	Name of Exempt Organization	Employer identification number
File by the due date for filing your return. See instructions.	John Templeton Foundation	02 : 1322826
	Number, street, and room or suite no. If a P.O. box, see instructions. 5 Radnor Corp Center, 100 Matson Ford Road Suite 100	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. Radnor, PA 19087	

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

☐ Form 990	☐ Form 990-T (corporation)	☐ Form 4720
☐ Form 990-BL	☐ Form 990-T (sec. 401(a) or 408(a) trust)	☐ Form 5227
☐ Form 990-EZ	☐ Form 990-T (trust other than above)	☐ Form 6069
☑ Form 990-PF	☐ Form 1041-A	☐ 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	$ 107,005
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	$ 134,000
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	$ -0-

Signature and Verification

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

Signature ▶ _____ Title ▶ President Date ▶ 5-15-02

• 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	Name of Exempt Organization	Employer identification number
File by the extended due date for filing the return See instructions	**John Templeton Foundation**	**62 1322826**
	Number, street, and room or suite no If a P O box see instructions **5 Radnor Corporate Center, 100 Matsonford Road, Suite 100**	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address see instructions **Radnor, PA 19087**	

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

☐ Form 990 ☐ Form 990-EZ ☐ Form990-T(sec 401(a) or 408(a)trust) ☐ Form 1041-A ☐ Form 5227 ☐ Form 8870
☐ Form 990-BL ☑ Form 990-PF ☐ Form990-T (trustother 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** , 20**02**
5 For calendar year **'01** , 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
Additional time is required to file a complete and accurate return.

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	$ **107,005**
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	$ **134,000**
c	**Balance Due.** Subtract line 8b from line 8a Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	$ ***0***

Signature and Verification

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

Signature ▶ _____ Title ▶ ***President*** Date ▶ 7-19-02

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 .....

_____ 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

Type or print	**Name**
	Number and street (include suite, room, or apt. no.) Or a P O. box number
	City or town, province or state, and country (including postal or ZIP code)