WHOLE PLANET FOUNDATION

Consolidated Financial Statements
as of and for the Years Ended
December 31, 2014 and 2013,
with Supplementary Information
and Independent Auditors' Report

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INDEPENDENT AUDITORS' REPORT

To the Board of Directors of
Whole Planet Foundation:

We have audited the accompanying consolidated financial statements of Whole Planet Foundation (U.S.), Whole Planet Foundation (Canada) and Whole Planet Foundation (U.K.) (collectively, the "Foundation") (nonprofit organizations), which comprise the consolidated statements of financial position as of December 31, 2014 and 2013, and the related consolidated statements of activities and cash flows for the years then ended, and the related notes to the consolidated financial statements.

Management's Responsibility for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Opinion

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the consolidated financial position of the Foundation as of December 31, 2014 and 2013, and the changes in its net assets and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Other Matter

Our audit was conducted for the purpose of forming an opinion on the consolidated financial statements as a whole. The consolidating information in consolidating schedules of financial position and activities is presented for purposes of additional analysis of the consolidated financial statements rather than to present the financial position, results of operations and cash flows of individual companies, and it is not a required part of the consolidated financial statements. The accompanying schedule of funding commitments is presented for purposes of additional analysis and is not a required part of the consolidated financial statements. Such information is the responsibility of management and was derived from and related directly to the underlying accounting and other records used to prepare the consolidated financial statements. The information has been subjected to the auditing procedures applied in the audit of the consolidated financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the consolidated financial statements or to the consolidated financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the consolidated financial statements as a whole.

Maxwell Locke + Ritter LLP

Austin, Texas
May 1, 2015

WHOLE PLANET FOUNDATION

CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
DECEMBER 31, 2014 AND 2013

	2014	2013
ASSETS		
CURRENT ASSETS:		
Cash and cash equivalents	$ 7,844,766	$ 6,245,184
Pledges receivable	1,712,542	1,385,700
Accounts receivable	25,223	20,783
Travel advances	17,000	20,000
Prepaids and other current assets	55,165	-
Total current assets	9,654,696	7,671,667
INVESTMENTS	3,825,737	3,736,863
FIXED ASSETS, net	5,626	9,338
TOTAL	$ 13,486,059	$ 11,417,868
LIABILITIES AND NET ASSETS		
LIABILITIES-		
Accounts Payable	$ 30,688	$ 39,779
NET ASSETS:		
Unrestricted	12,504,354	10,172,633
Temporarily restricted	951,017	1,205,456
Total net assets	13,455,371	11,378,089
TOTAL	$ 13,486,059	$ 11,417,868

See notes to consolidated financial statements.

WHOLE PLANET FOUNDATION

CONSOLIDATED STATEMENTS OF ACTIVITIES
YEARS ENDED DECEMBER 31, 2014 AND 2013

	2014	2013
CHANGES IN UNRESTRICTED NET ASSETS:		
REVENUES:		
Contributions	$ 13,084,584	$ 11,524,373
Calendar sales	157,547	183,463
Investment income	118,911	672,839
Other revenue (expense)	(33,875)	(6,613)
Total revenues	13,327,167	12,374,062
Net assets released from restrictions	967,692	839,442
Total revenues and net assets released from restrictions	14,294,859	13,213,504
EXPENSES:		
Program	11,171,755	10,184,810
Fundraising and communications	463,302	371,715
Management and general	328,081	348,468
Total expenses	11,963,138	10,904,993
Change in unrestricted net assets	2,331,721	2,308,511
CHANGES IN TEMPORARILY RESTRICTED NET ASSETS:		
Contributions	713,253	1,456,493
Net assets released from restrictions	(967,692)	(839,442)
Change in temporarily restricted net assets	(254,439)	617,051
CHANGE IN NET ASSETS	2,077,282	2,925,562
NET ASSETS, beginning of year	11,378,089	8,452,527
NET ASSETS, end of year	$ 13,455,371	$ 11,378,089

See notes to consolidated financial statements.

WHOLE PLANET FOUNDATION

CONSOLIDATED STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2014 AND 2013

	2014	2013
CASH FLOWS FROM OPERATING ACTIVITIES:		
Change in net assets	$ 2,077,282	$ 2,925,562
Adjustments to reconcile change in net assets to net cash provided by operating activities:		
Depreciation	5,081	4,618
Unrealized (gains) loss investments	84,210	(421,601)
Contribution of investments	(13,289)	(478,891)
Changes in operating assets and liabilities that provided (used) cash:		
Pledges receivable	(326,842)	(605,401)
Accounts receivable	(4,440)	48,576
Travel advances	3,000	(11,000)
Prepaids and other current assets	(55,165)	-
Accounts payable	(9,091)	4,453
Net cash provided by operating activities	1,760,746	1,466,316
CASH FLOWS FROM INVESTING ACTIVITIES:		
Purchases of fixed assets	(1,369)	(6,208)
Proceeds from the sale of investments	-	395,693
Purchases of investments	(159,795)	(1,262,497)
Net cash used in investing activities	(161,164)	(873,012)
NET CHANGE IN CASH AND CASH EQUIVALENTS	1,599,582	593,304
CASH AND CASH EQUIVALENTS, beginning of year	6,245,184	5,651,880
CASH AND CASH EQUIVALENTS, end of year	$ 7,844,766	$ 6,245,184

See notes to consolidated financial statements.

1. NATURE OF OPERATIONS

Whole Planet Foundation (U.S.) is a nonprofit organization that was established in 2004 by Whole Foods Market, Inc. ("Whole Foods Market") and was incorporated on February 18, 2005. Whole Planet Foundation (Canada) and Whole Planet Foundation (U.K.) are nonprofit organizations that were created during 2010 and along with Whole Planet Foundation (U.S.) are collectively referred to as the "Foundation".

Consolidation of Whole Planet Foundation (Canada) and Whole Planet Foundation (U.K.) by Whole Planet Foundation (U.S.) is required since Whole Planet Foundation (U.S.) has both control and economic interest in the organizations. All intercompany transactions have been eliminated in consolidation.

The Foundation's mission is to create economic partnerships with the poor in developing-world communities that supply Whole Foods Market stores with product. Through innovative assistance for entrepreneurship, including direct micro-credit loans and tangible support for other community partnership projects, the Foundation seeks to expand the energy and creativity of every person with whom it works in order to create wealth and prosperity in emerging economies. The supplemental schedule of funding commitments on pages 15 and 17 shows grants and program-related investments ("PRIs") for all the countries and micro-lending partners with which the Foundation has made agreements, from its inception.

Micro-credit is a system pioneered by Professor Muhammad Yunus, founder of the Grameen Bank in Bangladesh and recipient of the 2006 Nobel Peace Prize. The philosophy behind micro-credit is to provide the poor access to credit without requiring contracts or collateral, enabling them to rise out of poverty through their own efforts. The Foundation believes micro-credit is one of the best methods to help individuals lift themselves out of poverty through their own ingenuity. The Foundation is partnered with Grameen Trust in various countries, and also supports micro-lending programs with other outstanding micro-finance institutions. The Foundation plans to continue to expand its project portfolio with micro-finance partners over time.

As of December 31, 2014, the Foundation had authorized approximately $62 million in grants and PRIs to micro-lending projects in 61 countries. To date, the Foundation's implementing partners have supported over 875,000 micro-entrepreneurs and their families. It is estimated that each woman with whom the Foundation works in the developing world supports a family of five, which means the support is additionally contributing to the prosperity of well over 4,420,000 individuals. Micro-entrepreneurs supported by the Foundation's implementing partners are utilizing the loans for home-based businesses such as poultry and pig farming, agriculture, furniture making, tailoring, and selling handicrafts, homemade and bakery-made foods, clothing and footwear. The Foundation expects to continue expansion of its projects in 2015.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting - The accompanying consolidated financial statements have been prepared on the accrual basis of accounting in accordance with generally accepted accounting principles in the United States of America ("U.S. GAAP") as defined by the Financial Accounting Standards Board Accounting Standards Codification.

Classification of Net Assets - The Foundation is required to report information regarding its consolidated financial position and activities according to three classes of net assets: unrestricted net assets, temporarily restricted net assets, and permanently restricted net assets. Net assets, revenues, expenses, gains and losses are classified based on the existence or absence of donor-imposed restrictions. Accordingly, net assets of the Foundation and changes therein are classified as follows:

Unrestricted net assets **-** Net assets not subject to donor-imposed stipulations. Gains and losses on investments and other assets or liabilities are reported as increases or decreases in unrestricted net assets unless their use is restricted by explicit donor stipulation or by law.

Temporarily restricted net assets **-** Net assets subject to donor-imposed stipulations that may or will be met by actions of the Foundation and/or the passage of time or the occurrence of a specific event. Temporarily restricted net assets at December 31, 2014 and 2013 are restricted for the passage of time until their collection is due or stock appreciation rights vest in future years.

Permanently restricted net assets **-** Net assets whose amounts are not currently available for use in the operations of the Foundation and whose limitations neither expire by passage of time nor can be fulfilled or otherwise removed by actions of the Foundation. The Foundation has not received any permanently restricted donations.

Use of Estimates - The preparation of consolidated financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

Fair Value Measurements - The Foundation measures and discloses fair value measurements in accordance with the authoritative literature. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Fair value accounting requires characterization of the inputs used to measure fair value into a three-level fair value hierarchy as follows:

Level 1 **-** Inputs based on quoted market prices in active markets for identical assets or liabilities. An active market is a market in which transactions occur with sufficient frequency and volume to provide pricing information on an ongoing basis.

Level 2 **-** Observable inputs that reflect the assumptions market participants would use in pricing the asset or liability developed based on market data obtained from sources independent from the entity.

Level 3 **-** Unobservable inputs that reflect the Foundation's own assumptions about the assumptions market participants would use in pricing the asset or liability developed based on the best information available.

There are three general valuation techniques that may be used to measure fair value: 1) market approach - uses prices generated by market transactions involving identical or comparable assets or liabilities, 2) cost approach - uses the amount that currently would be required to replace the service capacity of an asset (replacement cost), and 3) income approach - uses valuation techniques to convert future amounts to present amounts based on current market expectations.

Cash Equivalents - Cash equivalents are considered highly liquid investments with original maturities of three months or less.

Pledges Receivable - Contributions are recognized when the donor makes a promise to give to the Foundation that is, in substance, unconditional. Management has determined that all pledges receivable are fully collectible; therefore, no allowance for uncollectible pledges was considered necessary at December 31, 2014 and 2013. At December 31, 2014 and 2013, all pledges receivable were due within one year.

Accounts Receivable - Accounts receivable are stated at the amount management expects to collect from outstanding balances. Management provides for probable uncollectible amounts through a provision for bad debt expense and an adjustment to a valuation allowance based on its assessment of the current status of individual receivables. Balances that are still outstanding after management has used reasonable collection efforts are written off through a charge to the valuation allowance and credit to the account receivable. The Foundation recorded no allowance for doubtful accounts as of December 31, 2014 or 2013, as management determined that accounts receivable were fully collectible.

Investments - Investments in mutual funds and in holdings of Whole Foods Market stock appreciation rights are recorded at fair value in the consolidated statements of financial position. Realized and unrealized gains and losses are reported in the consolidated statement of activities as increases or decreases in unrestricted net assets unless their use is temporarily or permanently restricted by explicit donor stipulations or law.

Program-Related Investments - The Foundation enters into PRIs with micro-finance institutions in foreign countries for program purposes. These investments are anticipated to have a return lower than fair value. These investments are accounted for as grants in the year distributed and reported in program expenses in the consolidated statements of activities. To the extent the investments are recovered by the Foundation, recoveries will be recognized as negative distributions. There were no recoveries during the years ended December 31, 2014 or 2013.

Fixed Assets - The Foundation capitalizes fixed assets at cost if purchased and at fair value at the date of receipt if donated when the value is $1,000 or more. Lesser amounts are included in expense. Depreciation of fixed assets is computed using the straight-line method over the assets' estimated useful lives (two years for computers and equipment and three years for the website). Maintenance and repairs are charged to expense as incurred.

Contributions Revenue - Contributions received including unconditional promises to give are recorded as unrestricted, temporarily restricted or permanently restricted support in the period pledged depending on the existence and nature of any donor restrictions. Donor-restricted contributions are reported as increases in temporarily or permanently restricted net assets depending on the nature of the restrictions. When the restriction expires, temporarily restricted net assets are reclassified to unrestricted net assets. Contributions received with donor-imposed restrictions that are satisfied in the same reporting period are reported as temporarily restricted revenue and released from restrictions. Conditional promises to give are recognized when the conditions on which they are dependent are substantially met.

Functional Expense Allocation - The costs of providing the program and supporting services have been reported on a functional basis in the consolidated statements of activities. Accordingly, certain costs have been allocated based on estimates provided by management.

Income Tax Status - Whole Planet Foundation (U.S.) is a nonprofit organization as described in Section 501(c)(3) of the Internal Revenue Code (the "Code") and is exempt from federal and state income taxes, except with respect to any unrelated business income. Whole Planet Foundation (U.S.) is subject to routine examinations of its returns; however, there are no examinations currently in progress. The December 31, 2011 and subsequent tax years remain subject to examination by the Internal Revenue Service. The Code imposes an excise tax of 2% (reduced to 1% if certain requirements are met) on net investment income of private foundations. Excise tax expense was $4,667 and $616 for the years ended December 31, 2014 and 2013, respectively.

Whole Planet Foundation (Canada) is a nonprofit organization but is not a registered charity in Canada. Whole Planet Foundation (U.K.) is a nonprofit organization that is a registered charity in the U.K. with the Charity Commission. Both entities monitor and are in compliance with applicable tax laws and regulations in the respective jurisdictions.

Recently Issued Accounting Pronouncements - In April 2014, the FASB issued Accounting Standards Update ("ASU") No. 2014-08, *Presentation of Financial Statements and Property, Plant, and Equipment - Reporting Discontinued Operations and Disclosures of Disposals of Components of an Entity*, which amended the reporting requirements for discontinued operations in ASC 205-20, *Presentation of Financial Statements - Discontinued Operations*, and limits discontinued operations reporting to a disposal of a component or a group of components of an entity in which the disposal represents a strategic shift that has (or will have) a major effect on an entity's operations and financial results when certain events occur. The standard is effective for disposals that occur within fiscal years beginning after December 15, 2014 and is to be applied prospectively. Due to the change in requirements for reporting discontinued operations, presentation and disclosure of future disposal transactions may be different than under current standards.

In May 2014, the FASB issued ASU No. 2014-09, *Revenue from Contracts with Customers*, which supersedes the revenue recognition requirements in ASC 605 *Revenue Recognition* and most industry-specific guidance included in the ASC. The standard requires entities to recognize revenue in a way that depicts the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled to in exchange for those goods or services. The standard is effective for fiscal years beginning after December 15, 2017, and is to be applied retrospectively, with early application permitted for fiscal years beginning after December 15, 2016. The Foundation is in the process of evaluating the impact the new standard will have on its consolidated financial statements.

In August 2014, the FASB issued ASU No. 2014-15, *Presentation of Financial Statements - Going Concern*, which provides guidance about management's responsibility to evaluate on an annual basis whether there is substantial doubt about an entity's ability to continue as a going concern within one year after the date that the consolidated financial statements are available to be issued and to provide certain related footnote disclosures. The standard is effective for fiscal years ending after December 15, 2016, and due to the change in requirements for reporting, presentation and disclosure of future evaluations of the entity's ability to continue as a going concern may be different than under current standards.

3. CONCENTRATION OF CREDIT RISK

Financial instruments that potentially subject the Foundation to credit risk consist of cash and cash equivalents, investments and receivables. The Foundation places its cash and cash equivalents with a limited number of high quality financial institutions and may exceed the amount of insurance provided on such deposits. Management believes no significant risk exists with respect to cash and cash equivalents.

Investment securities are exposed to various risks, such as interest rate, market and credit risks. Due to the level of risk associated with certain investments, it is at least reasonably possible that changes in the near-term could materially affect the amounts reported in the consolidated statements of financial position.

The Foundation generally does not maintain collateral for its receivables, and does not believe significant risk exists at December 31, 2014 or 2013. The Foundation received 26% and 27% of its revenue from Whole Foods Market for the years ended December 31, 2014 and 2013, respectively. In addition, the Foundation received 66% and 56% of its revenue from individuals who donated through Whole Foods Market for the years ended December 31, 2014 and 2013, respectively.

4. INVESTMENTS

Investments consisted of the following at December 31, 2014:

		Fair Value Measurements Using:		
	Fair Value	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Mutual funds	$ 3,574,761	$ 3,574,761	$ -	$ -
Stock appreciation rights	250,976	-	250,976	-
Total Investments	$ 3,825,737	$ 3,574,761	$ 250,976	$ -

Investments consisted of the following at December 31, 2013:

		Fair Value Measurements Using:		
	Fair Value	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Mutual funds	$ 3,231,455	$ 3,231,455	$ -	$ -
Stock appreciation rights	505,408	-	505,408	-
Total Investments	$ 3,736,863	$ 3,231,455	$ 505,408	$ -

All investments were valued at fair value using the market approach. Investment income consisted of the following for the years ended December 31:

	2014	2013
Net unrealized (loss) gains	$ (84,210)	$ 421,601
Interest and dividends	174,480	88,734
Net realized (loss) gains	(13,932)	63,850
Investment income	$ 76,338	$ 574,185

5. FIXED ASSETS

Fixed assets consisted of the following at December 31:

	2014	2013
Website	$ 34,650	$ 34,650
Computers and equipment	36,765	35,396
Total	71,415	70,046
Accumulated depreciation	(65,789)	(60,708)
Fixed assets, net	$ 5,626	$ 9,338

6. COMMITMENTS

As of December 31, 2014, the Foundation has authorized approximately $62 million in funding for micro-finance projects. The Foundation has disbursed approximately $42.3 million since inception. The outstanding commitments are conditioned upon the progress of each project and the operating and loan needs of the recipient and, therefore, have not been recognized as liabilities in the consolidated financial statements.

The total outstanding commitments by region were as follows at December 31:

	2014	2013
Americas and Caribbean	$ 5,408,838	$ 5,769,338
Africa, Middle East and North Africa	6,503,945	6,985,333
Asia and Pacific	7,759,058	2,837,551
Total unexpended authorized funds	$ 19,671,841	$ 15,592,222

7. RELATED PARTY TRANSACTIONS

The Foundation received the following contributions from Whole Foods Market for the years ended December 31:

	2014	2013
Cash and other assets	$ 2,611,396	$ 2,294,576
Funded services including expenses such as salaries, benefits, travel, and external legal counsel	732,949	1,101,630
Professional services including accounting, legal, information technology, marketing, facilities and communication services	101,611	162,963
Total included in financial statements	$ 3,445,956	$ 3,559,169

Pledges receivable from Whole Foods Market were $529,776 and $382,775 at December 31, 2014 and 2013, respectively.

8. SUBSEQUENT EVENTS

The Foundation has evaluated subsequent events through May 1, 2015 (the date the consolidated financial statements were available to be issued) and no events have occurred from the consolidated statement of financial position date through that date that would impact the consolidated financial statements.

SUPPLEMENTAL SCHEDULES

WHOLE PLANET FOUNDATION

CONSOLIDATING SCHEDULE OF FINANCIAL POSITION
DECEMBER 31, 2014

	Whole Planet Foundation (U.S.)	Whole Planet Foundation (Canada)	Whole Planet Foundation (U.K.)	Eliminations	Total
ASSETS					
CURRENT ASSETS:					
Cash and cash equivalents	$ 7,359,608	313,183	171,975	-	7,844,766
Pledges receivable	1,712,542	-	-	-	1,712,542
Intercompany receivable	-	15,720	-	(15,720)	-
Accounts receivable	18,092	7,131	-	-	25,223
Travel advances	17,000	-	-	-	17,000
Prepaids and other current assets	55,165	-	-	-	55,165
Total current assets	9,162,407	336,034	171,975	(15,720)	9,654,696
INVESTMENTS	3,825,737	-	-	-	3,825,737
FIXED ASSETS, net	5,626	-	-	-	5,626
TOTAL	$ 12,993,770	336,034	171,975	(15,720)	13,486,059
LIABILITIES AND NET ASSETS					
LIABILITIES:					
Accounts Payable	$ 30,688	-	-	-	30,688
Intercompany payable	15,720	-	-	(15,720)	-
Total liabilities	46,408	-	-	(15,720)	30,688
NET ASSETS:					
Unrestricted	11,996,345	336,034	171,975	-	12,504,354
Temporarily restricted	951,017	-	-	-	951,017
Total net assets	12,947,362	336,034	171,975	-	13,455,371
TOTAL	$ 12,993,770	336,034	171,975	(15,720)	13,486,059

WHOLE PLANET FOUNDATION

CONSOLIDATING SCHEDULE OF ACTIVITIES
YEAR ENDED DECEMBER 31, 2014

	Whole Planet Foundation (U.S.)	Whole Planet Foundation (Canada)	Whole Planet Foundation (U.K.)	Eliminations	Total
CHANGES IN UNRESTRICTED NET ASSETS:					
REVENUES:					
Contributions	$ 12,726,297	188,495	169,792	-	13,084,584
Calendar sales	157,547	-	-	-	157,547
Investment income	118,911	-	-	-	118,911
Other revenue (expense)	-	(23,252)	(10,623)	-	(33,875)
Total revenues	13,002,755	165,243	159,169	-	13,327,167
Net assets released from restrictions	967,692	-	-	-	967,692
Total revenues and net assets released from restrictions	13,970,447	165,243	159,169	-	14,294,859
EXPENSES:					
Program	10,950,487	-	221,268	-	11,171,755
Fundraising and communications	463,302	-	-	-	463,302
Management and general	327,982	-	99		328,081
Total expenses	11,741,771	-	221,367	-	11,963,138
Change in unrestricted net assets	2,228,676	165,243	(62,198)	-	2,331,721
CHANGES IN TEMPORARILY RESTRICTED NET ASSETS:					
Contributions	713,253	-	-	-	713,253
Net assets released from restrictions	(967,692)	-	-	-	(967,692)
Change in temporarily restricted net assets	(254,439)	-	-	-	(254,439)
CHANGE IN NET ASSETS	1,974,237	165,243	(62,198)	-	2,077,282
NET ASSETS, beginning of year	10,973,125	170,791	234,173	-	11,378,089
NET ASSETS, end of year	$ 12,947,362	336,034	171,975	-	13,455,371

SCHEDULE OF FUNDING COMMITMENTS
PERIOD FROM INCEPTION TO DECEMBER 31, 2014

Partner/Country	Authorized Grants	Authorized PRIs	Total Authorized	Funded as of Year End
Microfin - Uruguay	$ -	$ 100,000	$ 100,000	$ 100,000
Grameen America - NYC G2	250,000	-	250,000	250,000
OCSSCO - Ethiopia G3	-	500,000	500,000	500,000
Grameen Guatemala	1,369,506	-	1,369,506	1,159,598
Grameen Costa Rica	2,071,807	865,851	2,937,658	2,611,787
Pro Mujer Nicaragua	290,000	-	290,000	290,000
Fundacion Adelante Honduras	744,716	-	744,716	686,157
Grameen India	1,333,000	-	1,333,000	819,952
KOMIDA Indonesia (formerly Grameen)	780,141	-	780,141	767,961
Jami Bora Trust Kenya	657,174	-	657,174	394,817
A Glimmer of Hope / OCSSCO Ethiopia	500,000	-	500,000	500,000
Nirdhan Bank Nepal	312,000	-	312,000	312,000
Moris Rasik East Timor	400,000	-	400,000	400,000
Grameen America - Queens	150,000	-	150,000	150,000
SED Thailand	-	562,500	562,500	562,500
Pro Mujer Peru	300,000	-	300,000	300,000
Fonkoze Haiti	490,249	-	490,249	490,249
Pro Mujer Bolivia	125,000	-	125,000	125,000
Pro Mujer Argentina	300,000	-	300,000	300,000
Grameen Turkey	383,175	-	383,175	383,175
INMAA Morocco	-	369,000	369,000	369,000
MicroLoan Foundation Malawi	300,000	150,000	450,000	450,000
ADOPEM Dominican Republic	-	300,000	300,000	300,000
Grameen Ghana	300,000	-	300,000	300,000
CAURIE Senegal	-	437,743	437,743	437,742
BRAC Pakistan	300,000	-	300,000	300,000
OAF Rwanda	500,000	-	500,000	500,000
Pro Mujer Mexico	500,000	-	500,000	500,000
BRAC Uganda	500,000	-	500,000	500,000
FODEMI Ecuador	-	300,000	300,000	300,000
Pro Mujer Nicaragua G2	-	300,000	300,000	300,000
Grameen America - Brooklyn	100,000	-	100,000	100,000
CZWSDA - China	300,000	-	300,000	300,000
Pro Mujer Peru G2	-	500,000	500,000	500,000
Grameen Aval Colombia	500,000	-	500,000	500,000
BRAC Sierra Leone	500,000	-	500,000	334,000
Grameen Bangladesh	500,000	-	500,000	425,000
Fundacion Paraguaya Paraguay	-	301,000	301,000	301,000
ASALA West Bank / Gaza	-	450,000	450,000	450,000
AFKIEDF Israel	400,000	-	400,000	400,000
SEF South Africa	350,000	150,000	500,000	500,000
Negros Women for Tomorrow Foundation Philippines	-	333,440	333,440	333,440
Chamroeun Cambodia	-	500,000	500,000	500,000
TYM Vietnam	-	500,000	500,000	500,000
Grameen America - Omaha	250,000	-	250,000	250,000
SPBD Samoa	-	500,000	500,000	500,000
BanIgualdad Chile	-	500,000	500,000	360,000
GRAINE Burkina Faso	-	482,000	482,000	267,000
ENDA Inter-Arabe Tunisia	-	495,000	495,000	495,000

WHOLE PLANET FOUNDATION

SCHEDULE OF FUNDING COMMITMENTS
PERIOD FROM INCEPTION TO DECEMBER 31, 2014 (Continued)

Partner/Country	Authorized Grants	Authorized PRIs	Total Authorized	Funded as of Year End
BRAC Sri Lanka	500,000	-	500,000	350,000
Grameen America - Indianapolis	250,000	-	250,000	250,000
OAF Kenya G2	500,000	-	500,000	500,000
OAF Burundi	303,000	-	303,000	302,560
Pro Mujer Bolivia G2	-	600,000	600,000	350,000
Banco Do Povo - Brazil	300,000	-	300,000	300,000
BRAC Tanzania	496,065	-	496,065	496,065
FAMA Honduras G2	-	300,000	300,000	50,000
Haiti G3 (Deep Dive)	1,000,000	-	1,000,000	1,000,000
Fonkoze Haiti G2	-	500,000	500,000	500,000
Grameen America - CA Bay Area	250,000	-	250,000	250,000
OCSSCO - Ethiopia	-	500,000	500,000	500,000
PAMF - Madagascar	-	500,000	500,000	300,000
Grameen Ghana G2	500,000	-	500,000	385,000
Grameen America - Los Angeles	250,000	-	250,000	250,000
SPBD Tonga	-	300,000	300,000	300,000
FINCA - DR Congo	-	500,000	500,000	500,000
BRAC - Afghanistan	500,000	-	500,000	-
WFDF - Laos	-	300,000	300,000	100,000
Cashpor - India G2	-	1,000,000	1,000,000	1,000,000
Uganda G2 (Deep Dive)	1,000,000	-	1,000,000	677,000
Grameen America - Charlotte	250,000	-	250,000	150,000
Pro Mujer Nicaragua G3	675,000	-	675,000	507,500
MicroLoan Foundation Malawi G2	-	740,000	740,000	363,000
Banco Do Povo - Brazil G2	600,000	-	600,000	600,000
Grameen Costa Rica G2	1,000,000	-	1,000,000	650,000
OAF Rwanda G2	725,970	-	725,970	386,400
OAF - Burundi G2	719,146	-	719,146	340,988
INMAA Morocco G2	-	500,000	500,000	400,000
Nirdhan Bank Nepal G2	-	500,000	500,000	371,212
SEF South Africa G2	-	1,000,000	1,000,000	258,000
SPBD Fiji	-	400,000	400,000	400,000
VisionFund - Mongolia	-	300,000	300,000	200,000
Kaaba Microfinance - Somaliland	300,000	-	300,000	200,000
Aga Khan Foundation - Cote d'Ivoire	300,000	-	300,000	200,000
Grameen America - Puerto Rico	500,000	-	500,000	150,000
Grameen America - San Jose	250,000	-	250,000	150,000
KOMIDA Indonesia G3	-	927,170	927,170	275,451
BRAC Tanzania G2	472,219	-	472,219	226,800
CZWSDA - China G2	600,000	-	600,000	300,000
Grameen America - Austin	1,000,000	-	1,000,000	200,000
Grameen America - Boston	500,000	-	500,000	100,000
Kenya G3	700,000	-	700,000	-
Omaha G2	250,000	-	250,000	250,000
Cote D'Ivoire 14	150,000	-	150,000	150,000
New Orleans	150,000	-	150,000	150,000
Nepal Impact Fund	117,000	-	117,000	117,000
Pro Mujer - Peru I3	115,800	-	115,800	115,800
Democratic Republic Congo I6	82,700	-	82,700	82,700
Israel I5	150,000	-	150,000	75,000

WHOLE PLANET FOUNDATION

SCHEDULE OF FUNDING COMMITMENTS
PERIOD FROM INCEPTION TO DECEMBER 31, 2014 (Continued)

Partner/Country	Authorized Grants	Authorized PRIs	Total Authorized	Funded as of Year End
San Diego	15,000	-	15,000	15,000
Phoenix	15,000	-	15,000	15,000
Philippines Impact Fund	32,400	-	32,400	-
India I7	201,876	-	201,876	-
Democratic Republic Congo G2	-	1,000,000	1,000,000	500,000
Oakland G2	250,000	-	250,000	-
India G3	-	3,610,000	3,610,000	1,220,000
Paraguay	1,000,000	-	1,000,000	500,000
Vietnam G2	1,003,000	-	1,003,000	480,000
CAURIE Microfinance - Senegal G2	-	1,000,000	1,000,000	300,000
Panama	500,000	-	500,000	250,000
Thailand G2	-	650,000	650,000	216,667
Philipines G2	634,535	-	634,535	189,366
Israel G2	500,000	-	500,000	175,000
Cambodia	-	1,312,476	1,312,476	109,931
El Salvador ASCI	310,500	-	310,500	103,500
Tanzania G3	300,000	-	300,000	100,000
Cameroon	300,000	-	300,000	60,000
Dominican Republic	-	700,000	700,000	-
	$ 36,275,979	$ 25,736,180	$ 62,012,159	$ 42,340,318