

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

Department of the Treasury
Internal Revenue Service

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

A For the 2012 calendar year, or tax year beginning **2012**, and ending **20**


B Check if applicable: <input type="checkbox"/> Address change <input checked="" type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	C Name of organization MEDIA DEVELOPMENT INVESTMENT FUND, INC. Doing Business As		D Employer identification number 13-4052259
	Number and street (or P.O. box if mail is not delivered to street address) 37 WEST 20TH STREET	Room/suite	E Telephone number (212) 807-1304
	City, town or post office, state, and ZIP code NEW YORK, NY 10011		G Gross receipts \$ 4,228,553.
	F Name and address of principal officer: HARLAN MANDEL, CEO 37 WEST 20TH STREET NEW YORK, NY 10011		H(a) Is this a group return for affiliates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No H(b) Are all affiliates included? <input type="checkbox"/> Yes <input type="checkbox"/> No <small>If "No," attach a list. (see instructions)</small>
I Tax-exempt status: <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c) () ◀ (insert no) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527		J Website: WWW.MDIF.ORG H(c) Group exemption number ▶	
K Form of organization: <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ▶		L Year of formation: 1995	M State of legal domicile: NY


Part I Summary

Activities & Governance	1 Briefly describe the organization's mission or most significant activities: MEDIA DEVELOPMENT INVESTMENT FUND INVESTS IN INDEPENDENT MEDIA AROUND THE WORLD PROVIDING THE NEWS, INFORMATION AND DEBATE THAT PEOPLE NEED TO BUILD FREE, THRIVING SOCIETIES.					
	2 Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets.					
	3 Number of voting members of the governing body (Part VI, line 1a)	3	8.			
	4 Number of independent voting members of the governing body (Part VI, line 1b)	4	7.			
	5 Total number of individuals employed in calendar year 2012 (Part V, line 2a)	5	0			
	6 Total number of volunteers (estimate if necessary)	6	0			
	7a Total unrelated business revenue from Part VIII, column (C), line 12	7a	0			
b Net unrelated business taxable income from Form 990-T, line 34	7b	0				
Revenue	8 Contributions and grants (Part VIII, line 1h)	<table border="1"> <tr><th>Prior Year</th><th>Current Year</th></tr> <tr><td>3,885,870.</td><td>721,483.</td></tr> </table>	Prior Year	Current Year	3,885,870.	721,483.
	Prior Year	Current Year				
	3,885,870.	721,483.				
	9 Program service revenue (Part VIII, line 2g)	<table border="1"> <tr><th>Prior Year</th><th>Current Year</th></tr> <tr><td>1,465,921.</td><td>1,718,887.</td></tr> </table>	Prior Year	Current Year	1,465,921.	1,718,887.
	Prior Year	Current Year				
	1,465,921.	1,718,887.				
10 Investment income (Part VIII, column (A), lines 3, 4, and 7)	<table border="1"> <tr><th>Prior Year</th><th>Current Year</th></tr> <tr><td>644,331.</td><td>612,685.</td></tr> </table>	Prior Year	Current Year	644,331.	612,685.	
Prior Year	Current Year					
644,331.	612,685.					
11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	<table border="1"> <tr><th>Prior Year</th><th>Current Year</th></tr> <tr><td>151,861.</td><td>67,297.</td></tr> </table>	Prior Year	Current Year	151,861.	67,297.	
Prior Year	Current Year					
151,861.	67,297.					
12 Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	<table border="1"> <tr><th>Prior Year</th><th>Current Year</th></tr> <tr><td>6,147,983.</td><td>3,120,352.</td></tr> </table>	Prior Year	Current Year	6,147,983.	3,120,352.	
Prior Year	Current Year					
6,147,983.	3,120,352.					
13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)	<table border="1"> <tr><th>Prior Year</th><th>Current Year</th></tr> <tr><td>845,443.</td><td>1,064,853.</td></tr> </table>	Prior Year	Current Year	845,443.	1,064,853.	
Prior Year	Current Year					
845,443.	1,064,853.					
14 Benefits paid to or for members (Part IX, column (A), line 4)	<table border="1"> <tr><th>Prior Year</th><th>Current Year</th></tr> <tr><td>0</td><td>0</td></tr> </table>	Prior Year	Current Year	0	0	
Prior Year	Current Year					
0	0					
15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	<table border="1"> <tr><th>Prior Year</th><th>Current Year</th></tr> <tr><td>2,716,913.</td><td>2,956,250.</td></tr> </table>	Prior Year	Current Year	2,716,913.	2,956,250.	
Prior Year	Current Year					
2,716,913.	2,956,250.					
16a Professional fundraising fees (Part IX, column (A), line 11e)	<table border="1"> <tr><th>Prior Year</th><th>Current Year</th></tr> <tr><td>0</td><td>0</td></tr> </table>	Prior Year	Current Year	0	0	
Prior Year	Current Year					
0	0					
b Total fundraising expenses (Part IX, column (D), line 25)	<table border="1"> <tr><th>Prior Year</th><th>Current Year</th></tr> <tr><td>0</td><td>0</td></tr> </table>	Prior Year	Current Year	0	0	
Prior Year	Current Year					
0	0					
17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	<table border="1"> <tr><th>Prior Year</th><th>Current Year</th></tr> <tr><td>2,135,286.</td><td>2,684,921.</td></tr> </table>	Prior Year	Current Year	2,135,286.	2,684,921.	
Prior Year	Current Year					
2,135,286.	2,684,921.					
18 Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	<table border="1"> <tr><th>Prior Year</th><th>Current Year</th></tr> <tr><td>5,697,642.</td><td>6,706,024.</td></tr> </table>	Prior Year	Current Year	5,697,642.	6,706,024.	
Prior Year	Current Year					
5,697,642.	6,706,024.					
19 Revenue less expenses. Subtract line 18 from line 12	<table border="1"> <tr><th>Prior Year</th><th>Current Year</th></tr> <tr><td>450,341.</td><td>-3,585,672.</td></tr> </table>	Prior Year	Current Year	450,341.	-3,585,672.	
Prior Year	Current Year					
450,341.	-3,585,672.					
Net Assets or Fund Balances	20 Total assets (Part X, line 16)	<table border="1"> <tr><th>Beginning of Current Year</th><th>End of Year</th></tr> <tr><td>52,754,044.</td><td>56,359,135.</td></tr> </table>	Beginning of Current Year	End of Year	52,754,044.	56,359,135.
	Beginning of Current Year	End of Year				
	52,754,044.	56,359,135.				
21 Total liabilities (Part X, line 26)	<table border="1"> <tr><th>Beginning of Current Year</th><th>End of Year</th></tr> <tr><td>16,879,237.</td><td>25,465,904.</td></tr> </table>	Beginning of Current Year	End of Year	16,879,237.	25,465,904.	
Beginning of Current Year	End of Year					
16,879,237.	25,465,904.					
22 Net assets or fund balances. Subtract line 21 from line 20.	<table border="1"> <tr><th>Beginning of Current Year</th><th>End of Year</th></tr> <tr><td>35,874,807.</td><td>30,893,231.</td></tr> </table>	Beginning of Current Year	End of Year	35,874,807.	30,893,231.	
Beginning of Current Year	End of Year					
35,874,807.	30,893,231.					

Part II Signature Block

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

Sign Here	Signature of officer 	Date 11/15/2013
	Type or print name and title HARLAN MANDEL CHIEF EXECUTIVE OFFICER	

Paid Preparer Use Only	Print/type preparer's name SCOTT THOMPSETT	Preparer's signature 	Date	PTIN
	Firm's name ▶ GRANT THORNTON LLP			
	Firm's address ▶ 666 THIRD AVENUE NEW YORK, NY			

May the IRS discuss this return with the preparer shown above? (see instructions)

For Paperwork Reduction Act Notice, see the separate instructions.

SCANNED DEC 19 2013 6:19 PM
 POSTMARK DATE NOV 15 2013
 General Post Office

Part III Statement of Program Service Accomplishments

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

1 Briefly describe the organization's mission

ATTACHMENT 1

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

If "Yes," describe these new services on Schedule O

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

If "Yes," describe these changes on Schedule O

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

4a (Code _____) (Expenses \$ 5,381,608. including grants of \$ 1,064,853.) (Revenue \$ 0)

ATTACHMENT 2

4b (Code _____) (Expenses \$ _____ including grants of \$ _____) (Revenue \$ _____)

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

4d Other program services (Describe in Schedule O.)

(Expenses \$ _____ including grants of \$ _____) (Revenue \$ _____)

4e Total program service expenses ▶ 5,381,608.

Part IV Checklist of Required Schedules

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

Part IV Checklist of Required Schedules (continued)

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

Part V Statements Regarding Other IRS Filings and Tax Compliance

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

Table with columns for question number, description, and Yes/No checkboxes. Includes questions 1a through 14b regarding Form 1096, Form W-2G, backup withholding, Form W-3, foreign accounts, prohibited tax shelter transactions, and Form 8282.

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

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

Section A. Governing Body and Management

Table with 3 columns: Question, Yes, No. Rows include: 1a Enter the number of voting members... 1b Enter the number of voting members included... 2 Did any officer, director, trustee, or key employee have a family relationship... 3 Did the organization delegate control over management duties... 4 Did the organization make any significant changes to its governing documents... 5 Did the organization become aware during the year of a significant diversion of the organization's assets... 6 Did the organization have members or stockholders... 7a Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body... 7b Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body... 8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following... 8a The governing body... 8b Each committee with authority to act on behalf of the governing body... 9 Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O

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

Table with 3 columns: Question, Yes, No. Rows include: 10a Did the organization have local chapters, branches, or affiliates? 10b If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes? 11a Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form? 11b Describe in Schedule O the process, if any, used by the organization to review this Form 990. 12a Did the organization have a written conflict of interest policy? If "No," go to line 13 12b Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts? 12c Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done 13 Did the organization have a written whistleblower policy? 14 Did the organization have a written document retention and destruction policy? 15 Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision? 15a The organization's CEO, Executive Director, or top management official 15b Other officers or key employees of the organization If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions). 16a Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year? 16b If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?

Section C. Disclosure

- 17 List the states with which a copy of this Form 990 is required to be filed NY,
18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection Indicate how you made these available Check all that apply. [] Own website [] Another's website [X] Upon request [] Other (explain in Schedule O)
19 Describe in Schedule O whether (and if so, how), the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year
20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization: MARI BUDESA 37 WEST 20TH STREET NEW YORK, NY 10011 212-807-1852

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

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

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

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

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

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

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

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) HARLAN MANDEL CEO	40.00	X		X				231,210.	0	65,697.
(2) YING-YUEN CHAN DIRECTOR	2.00	X						2,500.	0	0
(3) SHEILA CORONEL DIRECTOR	2.00	X						0	0	0
(4) ANNETTE LABOREY VICE CHAIRMAN	2.00	X						0	0	0
(5) ARYEH NEIER DIRECTOR	2.00	X						0	0	0
(6) ALEXANDER PAPACHRISTOU TREASURER	2.00	X						0	0	0
(7) JOHN RYLE DIRECTOR	2.00	X						0	0	0
(8) BERNARD POULET CHAIRMAN	2.00	X		X				0	0	0
(9) MARI BUDESA CFO/ASSISTANT TREASURER	40.00			X				173,285.	0	35,198.
(10) ELENA POPOVIC SECRETARY AND GENERAL COUNSEL	40.00			X				150,683.	0	26,391.
(11) JOY CURTIN DEPUTY CFO	40.00					X		112,342.	0	31,713.
(12) ANNA KRYNSKA CHIEF INVESTMENT OFFICER	40.00					X		131,426.	0	209.
(13) JAROSLAW GORA SENIOR INVESTMENT ADVISOR	40.00					X		128,935.	0	188.
(14) PATRICE SCHNEIDER CHIEF STRATEGY OFFICER	40.00					X		145,266.	0	188.

Part VIII Statement of Revenue

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

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514	
Contributions, Gifts, Grants and Other Similar Amounts	1a	Federated campaigns	1a				
	b	Membership dues	1b				
	c	Fundraising events	1c				
	d	Related organizations	1d				
	e	Government grants (contributions)	1e				
	f	All other contributions, gifts, grants, and similar amounts not included above	1f	721,483.			
	g	Noncash contributions included in lines 1a-1f \$					
h Total. Add lines 1a-1f			721,483.				
Program Service Revenue			Business Code				
	2a	PROGRAM RELATED INVESTMENTS	900099	1,718,887.	1,718,887.		
	b						
	c						
	d						
	e						
	g	Total. Add lines 2a-2f		1,718,887.			
Other Revenue	3	Investment income (including dividends, interest, and other similar amounts)		591,529.		591,529.	
	4	Income from investment of tax-exempt bond proceeds		0			
	5	Royalties		0			
	6a	Gross rents	(i) Real				
			(ii) Personal				
			b	Less rental expenses			
			c	Rental income or (loss)			
	d	Net rental income or (loss)		0			
	7a	Gross amount from sales of assets other than inventory	(i) Securities				
			(ii) Other				
			b	Less cost or other basis and sales expenses		1,108,201.	
			c	Gain or (loss)		21,156.	
	d	Net gain or (loss)		21,156.		21,156.	
	8a	Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c) See Part IV, line 18	a				
	b	Less direct expenses	b				
c	Net income or (loss) from fundraising events		0				
9a	Gross income from gaming activities See Part IV, line 19	a					
b	Less direct expenses	b					
c	Net income or (loss) from gaming activities		0				
10a	Gross sales of inventory, less returns and allowances	a					
b	Less cost of goods sold	b					
c	Net income or (loss) from sales of inventory		0				
Miscellaneous Revenue			Business Code				
11a	CONSULTING FEES	900099	13,500.	13,500.			
b	MONITORING FEES	900099	36,868.	36,868.			
c	MISCELLANEOUS	900099	16,929.			16,929.	
d	All other revenue						
e	Total. Add lines 11a-11d		67,297.				
12	Total revenue. See instructions		3,120,352.	1,769,255.		629,614.	

Part IX Statement of Functional Expenses

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

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

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.		(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1	Grants and other assistance to governments and organizations in the United States See Part IV, line 21	3,500.	3,500.		
2	Grants and other assistance to individuals in the United States See Part IV, line 22	0			
3	Grants and other assistance to governments, organizations, and individuals outside the United States See Part IV, lines 15 and 16	1,061,353.	1,061,353.		
4	Benefits paid to or for members	0			
5	Compensation of current officers, directors, trustees, and key employees	684,964.	533,324.	151,640.	
6	Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)	0			
7	Other salaries and wages	1,773,843.	1,435,626.	338,217.	
8	Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	64,866.	34,527.	30,339.	
9	Other employee benefits	252,988.	166,087.	86,901.	
10	Payroll taxes	179,589.	143,535.	36,054.	
11	Fees for services (non-employees)	0			
a	Management	226,706.	195,039.	31,667.	
b	Legal	87,929.		87,929.	
c	Accounting	0			
d	Lobbying	0			
e	Professional fundraising services See Part IV, line 17	0			
f	Investment management fees	92,115.		92,115.	
g	Other (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O)	289,345.	215,644.	73,701.	
12	Advertising and promotion	0			
13	Office expenses	116,391.	83,732.	32,659.	
14	Information technology	317,449.	206,947.	110,502.	
15	Royalties	0			
16	Occupancy	355,560.	260,646.	94,914.	
17	Travel	431,320.	303,628.	127,692.	
18	Payments of travel or entertainment expenses for any federal, state, or local public officials	0			
19	Conferences, conventions, and meetings	179,305.	179,305.		
20	Interest	424,949.	424,949.		
21	Payments to affiliates	0			
22	Depreciation, depletion, and amortization	39,133.	26,585.	12,548.	
23	Insurance	9,175.	6,157.	3,018.	
24	Other expenses Itemize expenses not covered above (List miscellaneous expenses in line 24e If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O)				
a	BANK FEES	41,750.	41,750.		
b	FOREIGN WITHHOLDING TAXES	21,840.	21,840.		
c	OTHER EXPENSES	51,954.	37,434.	14,520.	
d					
e	All other expenses				
25	Total functional expenses. Add lines 1 through 24e	6,706,024.	5,381,608.	1,324,416.	
26	Joint costs Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720)	0			

Part X Balance Sheet

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

		(A) Beginning of year		(B) End of year
Assets	1 Cash - non-interest-bearing	1,391,011.	1	184,641.
	2 Savings and temporary cash investments	2,594,214.	2	367,494.
	3 Pledges and grants receivable, net	3,144,941.	3	2,624,391.
	4 Accounts receivable, net	0	4	0
	5 Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees Complete Part II of Schedule L	0	5	0
	6 Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions) Complete Part II of Schedule L	0	6	0
	7 Notes and loans receivable, net	0	7	0
	8 Inventories for sale or use	0	8	0
	9 Prepaid expenses and deferred charges	1,149,415.	9	1,458,955.
	10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a 1,271,774.		
	b Less accumulated depreciation	10b 800,982.	267,459.	10c 470,792.
	11 Investments - publicly traded securities	16,294,716.	11	22,409,477.
	12 Investments - other securities See Part IV, line 11	180,356.	12	0
	13 Investments - program-related. See Part IV, line 11	27,731,932.	13	28,843,385.
	14 Intangible assets	0	14	0
	15 Other assets See Part IV, line 11	0	15	0
16 Total assets. Add lines 1 through 15 (must equal line 34)	52,754,044.	16	56,359,135.	
Liabilities	17 Accounts payable and accrued expenses	598,985.	17	805,361.
	18 Grants payable	190,604.	18	25,469.
	19 Deferred revenue	0	19	0
	20 Tax-exempt bond liabilities	0	20	0
	21 Escrow or custodial account liability Complete Part IV of Schedule D	0	21	0
	22 Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons Complete Part II of Schedule L	0	22	0
	23 Secured mortgages and notes payable to unrelated third parties	0	23	0
	24 Unsecured notes and loans payable to unrelated third parties	16,089,648.	24	24,635,074.
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24) Complete Part X of Schedule D	0	25	0
	26 Total liabilities. Add lines 17 through 25	16,879,237.	26	25,465,904.
Net Assets or Fund Balances	Organizations that follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.			
	27 Unrestricted net assets	30,676,120.	27	27,354,536.
	28 Temporarily restricted net assets	5,198,687.	28	3,538,695.
	29 Permanently restricted net assets	0	29	0
	Organizations that do not follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 30 through 34.			
	30 Capital stock or trust principal, or current funds		30	
	31 Paid-in or capital surplus, or land, building, or equipment fund		31	
	32 Retained earnings, endowment, accumulated income, or other funds		32	
33 Total net assets or fund balances	35,874,807.	33	30,893,231.	
34 Total liabilities and net assets/fund balances	52,754,044.	34	56,359,135.	

Part XI Reconciliation of Net Assets

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

1	Total revenue (must equal Part VIII, column (A), line 12)	1	3,120,352.
2	Total expenses (must equal Part IX, column (A), line 25)	2	6,706,024.
3	Revenue less expenses. Subtract line 2 from line 1	3	-3,585,672.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	35,874,807.
5	Net unrealized gains (losses) on investments	5	1,051,401.
6	Donated services and use of facilities	6	0
7	Investment expenses	7	0
8	Prior period adjustments	8	0
9	Other changes in net assets or fund balances (explain in Schedule O)	9	-2,447,305.
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	30,893,231.

Part XII Financial Statements and Reporting

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

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

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

SCHEDULE A
(Form 990 or 990-EZ)

Public Charity Status and Public Support

OMB No 1545-0047

2012

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

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

Name of the organization MEDIA DEVELOPMENT INVESTMENT FUND, INC.	Employer identification number 13-4052259
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Part I Reason for Public Charity Status (All organizations must complete this part.) See instructions.

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

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

	Yes	No
(i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?	11g(i)	
(ii) A family member of a person described in (i) above?	11g(ii)	
(iii) A 35% controlled entity of a person described in (i) or (ii) above?	11g(iii)	

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

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

Schedule A (Form 990 or 990-EZ) 2012

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)
 (Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants")	5,070,686	3,434,470.	2,402,143.	3,885,870.	721,483.	15,514,652.
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						0
3 The value of services or facilities furnished by a governmental unit to the organization without charge						0
4 Total. Add lines 1 through 3	5,070,686.	3,434,470.	2,402,143.	3,885,870.	721,483	15,514,652.
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f).						11,930,920.
6 Public support. Subtract line 5 from line 4						3,583,732.

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
7 Amounts from line 4	5,070,686.	3,434,470.	2,402,143.	3,885,870.	721,483.	15,514,652.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	666,129.	702,674.	444,988.	644,331.	591,529.	3,049,651.
9 Net income from unrelated business activities, whether or not the business is regularly carried on						0
10 Other income Do not include gain or loss from the sale of capital assets (Explain in Part IV) . ATCH. 1	477,510.		2,495.	37,049.	16,929.	533,983.
11 Total support Add lines 7 through 10						19,098,286.
12 Gross receipts from related activities, etc (see instructions)					12	20,643,596.
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here						<input type="checkbox"/>

Section C. Computation of Public Support Percentage

14 Public support percentage for 2012 (line 6, column (f) divided by line 11, column (f))	14	18.76%
15 Public support percentage from 2011 Schedule A, Part II, line 14	15	19.48%
16a 33 1/3% support test - 2012. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization		<input type="checkbox"/>
b 33 1/3% support test - 2011. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization		<input type="checkbox"/>
17a 10%-facts-and-circumstances test - 2012. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test The organization qualifies as a publicly supported organization		<input checked="" type="checkbox"/>
b 10%-facts-and-circumstances test - 2011. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test The organization qualifies as a publicly supported organization		<input type="checkbox"/>
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions		<input type="checkbox"/>

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

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

Section A. Public Support

Table with 7 columns: (a) 2008, (b) 2009, (c) 2010, (d) 2011, (e) 2012, (f) Total. Rows include: 1 Gifts, grants, contributions, and membership fees received; 2 Gross receipts from admissions, merchandise sold or services performed; 3 Gross receipts from activities that are not an unrelated trade or business under section 513; 4 Tax revenues levied for the organization's benefit; 5 The value of services or facilities furnished by a governmental unit; 6 Total. Add lines 1 through 5; 7a Amounts included on lines 1, 2, and 3 received from disqualified persons; 7b Amounts included on lines 2 and 3 received from other than disqualified persons; 7c Add lines 7a and 7b; 8 Public support (Subtract line 7c from line 6).

Section B. Total Support

Table with 7 columns: (a) 2008, (b) 2009, (c) 2010, (d) 2011, (e) 2012, (f) Total. Rows include: 9 Amounts from line 6; 10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources; 10b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975; 10c Add lines 10a and 10b; 11 Net income from unrelated business activities not included in line 10b; 12 Other income Do not include gain or loss from the sale of capital assets; 13 Total support. (Add lines 9, 10c, 11, and 12); 14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here.

Section C. Computation of Public Support Percentage

Table with 2 columns: Line number, Percentage. Row 15: Public support percentage for 2012 (line 8, column (f) divided by line 13, column (f)). Row 16: Public support percentage from 2011 Schedule A, Part III, line 15.

Section D. Computation of Investment Income Percentage

Table with 2 columns: Line number, Percentage. Row 17: Investment income percentage for 2012 (line 10c, column (f) divided by line 13, column (f)). Row 18: Investment income percentage from 2011 Schedule A, Part III, line 17.

19a 33 1/3% support tests - 2012. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization. 19b 33 1/3% support tests - 2011. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization. 20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions.

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

SCHEDULE A, PART II, LINE 17

MEDIA DEVELOPMENT INVESTMENT FUND (MDIF) IS A MISSION-DRIVEN INVESTMENT FUND FOR INDEPENDENT NEWS OUTLETS IN COUNTRIES WITH A HISTORY OF MEDIA OPPRESSION. MDIF PROVIDES LOW-COST CAPITAL AND TECHNICAL KNOW-HOW TO HELP JOURNALISTS IN CHALLENGING ENVIRONMENTS BUILD SUSTAINABLE BUSINESSES AROUND PROFESSIONAL, RESPONSIBLE, QUALITY JOURNALISM.

MDIF DEPENDS ON THE GENEROSITY OF LARGE PRIVATE FOUNDATIONS, GOVERNMENTAL ENTITIES AND THE PUBLIC AT LARGE TO CONTINUE ITS IMPORTANT WORK. IN RECENT YEARS, THE UNITED STATES ECONOMY HAS EXPERIENCED AN ECONOMIC DOWNTURN THAT HAS IMPACTED ALL SEGMENTS OF THE CORPORATE AND NOT-FOR-PROFIT WORLD.

CHARITABLE GIVING HAS DIMINISHED ACROSS THE NOT-FOR-PROFIT SECTOR; AS A RESULT, ORGANIZATIONS LIKE MDIF THAT DEPEND UPON PUBLIC SUPPORT TO THRIVE ARE SUFFERING GREATLY. THIS HAS IMPACTED THE ORGANIZATION'S ABILITY TO RAISE FUNDS, TO SOLICIT CONTRIBUTIONS AND TO GENERATE REVENUES TO UNDERTAKE EXEMPT PROGRAMS.

MDIF IS FORTUNATE TO HAVE SECURED THE PATRONAGE OF ONE SIGNIFICANT CONTRIBUTOR, OPEN SOCIETY INSTITUTE, THAT HAS ENABLED IT TO WEATHER THE DIFFICULT ECONOMIC TIMES, LEAVING IT WITH ENOUGH FUNDS TO SUPPORT THOSE PROGRAMS THAT FURTHER ITS CHARITABLE MISSION.

MDIF UNDERSTANDS THE NEED TO MEET THE PUBLIC SUPPORT TEST. TO THAT END, IT IS CONTINUALLY ATTEMPTING TO GENERATE NEW SOURCES OF FUNDRAISING, BOTH

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

THROUGH BROAD DONOR APPEALS, TARGETED SOLICITATIONS, AND WEBSITE EXHORTATIONS. INTERNAL REVENUE CODE REGULATION 1.170A-9T LISTS SEVERAL CRITERIA THAT INDICATE FACTS AND CIRCUMSTANCES SUPPORTING AN ORGANIZATION'S CONTINUED PUBLIC CHARITY STATUS DESPITE NOT MEETING THE 33 1/3 SUPPORT TEST. THOSE CRITERIA ARE AS FOLLOWS:

1. ATTRACTION OF PUBLIC SUPPORT - IN THE PAST FEW YEARS, MDIF HAS SOUGHT TO EXPAND ITS FUNDRAISING CAPABILITIES TO GENERATE GREATER PUBLIC SUPPORT. THE ORGANIZATION'S WEBSITE NOW DIRECTLY APPEALS TO NET USERS TO INVEST IN PRESS FREEDOM. SPECIFICALLY, THE WEBPAGE NOTES:

THERE ARE THREE WAYS TO INVEST, DEPENDING ON THE FINANCIAL RETURNS YOU SEEK, THE AMOUNT YOU WOULD LIKE TO INVEST AND WHERE YOU ARE IN THE WORLD.

THESE ACTIVITIES TARGET PROSPECTIVE DONORS WHO SUPPORT MDIF'S MISSION AND PROGRAMS.

2. PERCENTAGE OF FINANCIAL SUPPORT - THE FOUNDATION'S PUBLIC SUPPORT PERCENTAGE EXCEEDS 18%. THE HIGHER THE PERCENTAGE OF SUPPORT ABOVE THE 10 PERCENT REQUIREMENT OF PARAGRAPH (F)(3)(I) OF 1.170A-9T, THE LESSER WILL BE THE BURDEN OF ESTABLISHING THE PUBLICLY SUPPORTED NATURE OF THE ORGANIZATION THROUGH OTHER FACTORS DESCRIBED IN PARAGRAPH (F)(3), WHILE THE LOWER THE PERCENTAGE, THE GREATER WILL BE THE BURDEN. MDIF'S SUPPORT PERCENTAGE IS LOW BECAUSE IT RECEIVES A LARGE PERCENTAGE OF ITS CONTRIBUTIONS FROM A PRIVATE FOUNDATION.

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

3. SOURCES OF SUPPORT - MDIF HAS HISTORICALLY RECEIVED MUCH OF ITS SUPPORT FROM GOVERNMENTAL ENTITIES; DUE TO TOUGH ECONOMIC TIMES, THE AMOUNTS OF THESE DONATIONS HAS BEEN SIGNIFICANTLY REDUCED. AS THE ECONOMY REBOUNDS, THE HOPE IS THAT MDIF WILL SEE AN INCREASE IN FUNDING.

4. REPRESENTATIVE GOVERNING BODY -MDIF HAS A GOVERNING BODY THAT IS BROADLY REPRESENTED BY MEMBERS OF THE COMMUNITY.

EACH OF THESE FACTORS ARE SIGNIFICANT POSITIVE EVIDENCE OF MDIF'S PUBLICLY SUPPORTED NATURE.

ATTACHMENT 1

SCHEDULE A, PART II - OTHER INCOME

DESCRIPTION	2008	2009	2010	2011	2012	TOTAL
MISCELLANEOUS INCOME	477,510.		2,495.	37,049.	16,929.	533,983.
TOTALS	<u>477,510.</u>		<u>2,495.</u>	<u>37,049.</u>	<u>16,929.</u>	<u>533,983.</u>

SCHEDULE D (Form 990)

Supplemental Financial Statements

OMB No 1545-0047

2012

Open to Public Inspection

Department of the Treasury Internal Revenue Service

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

Attach to Form 990. See separate instructions.

Name of the organization

MEDIA DEVELOPMENT INVESTMENT FUND, INC.

Employer identification number

13-4052259

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

Table with 2 columns: (a) Donor advised funds, (b) Funds and other accounts. Rows include: 1 Total number at end of year, 2 Aggregate contributions to (during year), 3 Aggregate grants from (during year), 4 Aggregate value at end of year, 5 Did the organization inform all donors... Yes No, 6 Did the organization inform all grantees... Yes No

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

1 Purpose(s) of conservation easements held by the organization (check all that apply)
2 Complete lines 2a through 2d if the organization held a qualified conservation contribution...
Table with 2 columns: Held at the End of the Tax Year, rows 2a, 2b, 2c, 2d
3 Number of conservation easements modified...
4 Number of states where property subject to conservation easement is located
5 Does the organization have a written policy regarding the periodic monitoring... Yes No
6 Staff and volunteer hours devoted to monitoring...
7 Amount of expenses incurred in monitoring...
8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)? Yes No
9 In Part XIII, describe how the organization reports conservation easements in its revenue and expense statement...

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets. Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

1a If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIII, the text of the footnote to its financial statements that describes these items
b If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items
(i) Revenues included in Form 990, Part VIII, line 1
(ii) Assets included in Form 990, Part X
2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items:
a Revenues included in Form 990, Part VIII, line 1
b Assets included in Form 990, Part X

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

Schedule D (Form 990) 2012

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

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

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

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

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

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

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

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

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

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

b If "Yes," explain the arrangement in Part XIII. Check here if the explanation has been provided in Part XIII. Yes No

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

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance	16,475,072.	18,484,177.	17,418,792.	8,586,800.	
b Contributions	5,275,652.	5,101,200.	4,000,000.	7,694,440.	8,578,818.
c Net investment earnings, gains, and losses	1,880,225.	122,369.	724,267.	1,147,886.	7,982.
d Grants or scholarships					
e Other expenditures for facilities and programs	1,129,357.	7,134,825.	3,582,533.	10,334.	
f Administrative expenses	92,115.	97,849.	76,349.		
g End of year balance	22,409,477.	16,475,072.	18,484,177.	17,418,792.	8,586,800.

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

- a Board designated or quasi-endowment ▶ 100.0000 %
- b Permanent endowment ▶ _____ %
- c Temporarily restricted endowment ▶ _____ %

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

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

- (i) unrelated organizations
- (ii) related organizations

	Yes	No
3a(i)		X
3a(ii)		X
3b		

b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?

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

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

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land				
b Buildings				
c Leasehold improvements		358,839.	204,848.	153,991.
d Equipment		382,036.	352,170.	29,865.
e Other		530,900.	243,963.	286,936.
Total. Add lines 1a through 1e (Column (d) must equal Form 990, Part X, column (B), line 10(c)).				470,792.

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

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

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

(a) Description of investment type ATTACHMENT 1	(b) Book value	(c) Method of valuation Cost or end-of-year market value
(1) PRINT	30,970,628.	COST
(2) TELEVISION	7,314,059.	COST
(3) RADIO	2,623,489.	COST
(4) ONLINE	903,280.	COST
(5) NEWS AGENCY	763,673.	COST
(6) OTHER	112,326.	COST
(7) UNREMITTED EQUITY IN NET	-2,966,124.	COST
(8) EARNINGS OF EQUITY INVESTEES		COST
(9) ALLOWANCE FOR DOUBTFUL PRIS	-10,427,946.	
(10) ALLOWANCE FOR DIGITAL NEWS	-450,000.	
Total. (Column (b) must equal Form 990, Part X, col (B) line 13) ▶		

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

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

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

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
(11)	
Total. (Column (b) must equal Form 990, Part X, col (B) line 25) ▶	

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

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

1	Total revenue, gains, and other support per audited financial statements		1	3,027,404.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12			
a	Net unrealized gains on investments	2a	1,090,587.	
b	Donated services and use of facilities	2b		
c	Recoveries of prior year grants	2c		
d	Other (Describe in Part XIII)	2d	-885,124.	
e	Add lines 2a through 2d		2e	205,463.
3	Subtract line 2e from line 1		3	2,821,941.
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1			
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a		
b	Other (Describe in Part XIII)	4b	298,411.	
c	Add lines 4a and 4b		4c	298,411.
5	Total revenue Add lines 3 and 4c . (This must equal Form 990, Part I, line 12.)		5	3,120,352.

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

1	Total expenses and losses per audited financial statements		1	8,008,980.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:			
a	Donated services and use of facilities	2a		
b	Prior year adjustments	2b		
c	Other losses	2c		
d	Other (Describe in Part XIII)	2d	1,302,956.	
e	Add lines 2a through 2d		2e	1,302,956.
3	Subtract line 2e from line 1		3	6,706,024.
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:			
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a		
b	Other (Describe in Part XIII)	4b		
c	Add lines 4a and 4b		4c	
5	Total expenses Add lines 3 and 4c . (This must equal Form 990, Part I, line 18)		5	6,706,024.

Part XIII Supplemental Information

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

SEE PAGE 5

Part XIII Supplemental Information (continued)

RESTRICTED ASSETS

SCHEDULE D, PART V, LINE IV

IN MARCH OF 2008, THE BOARD OF DIRECTORS OF THE MEDIA DEVELOPMENT INVESTMENT FUND ESTABLISHED THE CLIENT SUBSIDY FUND ("CSF"). THE BOARD RESTRICTED THE USE OF THE ASSETS AND EARNING THEREON TO MEET BUDGETED SHORTFALL BETWEEN THE FUND'S ANNUAL OPERATING COSTS AND ITS ANNUAL NON-CSF INCOME, WITH THE PURPOSE OF SUPPORTING THE BELOW-MARKET INTEREST RATES CHARGED BY THE FUND ON ITS PROGRAM-RELATED LOANS AND LEASES.

FIN 48

SCHEDULE D, PART X, LINE 2

MANAGEMENT EVALUATED THE TAX POSITIONS FOR MDIF AND EACH OF THE CONSOLIDATED ENTITIES AND CONCLUDED THAT THE FUND HAD TAKEN NO UNCERTAIN TAX POSITIONS THAT REQUIRE ADJUSTMENT TO THE CONSOLIDATED FINANCIAL STATEMENTS TO COMPLY WITH THE PROVISIONS OF THIS GUIDANCE. WITH FEW EXCEPTIONS, THE FUND IS NO LONGER SUBJECT TO INCOME TAX EXAMINATIONS BY U.S. FEDERAL, STATE OR LOCAL TAX AUTHORITIES FOR YEARS BEFORE 2009, WHICH IS THE STANDARD STATUTE OF LIMITATIONS LOOK-BACK PERIOD.

RECONCILIATION OF REVENUE

SCHEDULE D, PART XI, LINE 2D

EQUITY IN NET EARNINGS OF INVESTEEES	\$ (878,509)
FOREIGN CURRENCY TRANSLATION GAIN	\$ 32,570
FOREIGN EXCHANGE LOSS	\$ (39,185)

TOTAL:	\$ (885,124)

Part XIII Supplemental Information (continued)

SCHEDULE D, PART XI, LINE 4B

GRANT RECOVERIES NETTED AGAINST GRANTS

RECEIVED IN AUDITED FINANCIALS 298,411

RECONCILIATION OF EXPENSES

SCHEDULE D, PART XII, LINE 2D

ADJUSTMENT FOR PROVISION FOR DOUBTFUL

PROGRAM-RELATED INVESTMENTS, NET (1,302,956)

ATTACHMENT 1SCHEDULE D, PART VIII - INVESTMENTS - PROGRAM RELATEDDESCRIPTIONBOOK VALUECOST
OR FMV

VENTURE INVESTMENTS

TOTALS

28,843,385.

**SCHEDULE F
(Form 990)**

Statement of Activities Outside the United States

OMB No 1545-0047

2012

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

▶ Attach to Form 990. ▶ See separate instructions.

Name of the organization

MEDIA DEVELOPMENT INVESTMENT FUND, INC.

Employer identification number

13-4052259

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

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

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

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

(a) Region	(b) Number of offices in the region	(c) Number of employees, agents, and independent contractors in region	(d) Activities conducted in region (by type) (e.g., fundraising, program services, investments, grants to recipients located in the region)	(e) If activity listed in (d) is a program service, describe specific type of service(s) in region	(f) Total expenditures for and investments in region
(1) CENTRAL AMERICA/CARIBBEAN			GRANTMAKING		375,748.
(2) EAST ASIA AND THE PACIFIC		2.	GRANTMAKING		5,354.
(3) EUROPE	2.	12.	GRANTMAKING		596,844.
(4) RUSSIA/INDEPENDENT STATES	1.	4.	GRANTMAKING		39,840.
(5) SOUTH AMERICA			GRANTMAKING		7,252.
(6) SOUTH ASIA			GRANTMAKING		14,753.
(7) SUB-SAHARAN AFRICA			GRANTMAKING		21,562.
(8) EUROPE			PROGRAM SERVICES	PROGRAM RELATED INV.	1,296,418.
(9) SUB-SAHARAN AFRICA			PROGRAM SERVICES	PROGRAM RELATED INV.	1,352,432.
(10) SOUTH AMERICA			PROGRAM SERVICES	PROGRAM RELATED INV.	116,000.
(11) RUSSIA/INDEPENDENT STATES			PROGRAM SERVICES	PROGRAM RELATED INV.	4,017,438.
(12) EAST ASIA AND THE PACIFIC			PROGRAM SERVICES	PROGRAM RELATED INV.	265,000.
(13) SOUTH ASIA			PROGRAM SERVICES	PROGRAM RELATED INV.	380,000.
(14)					
(15)					
(16)					
(17)					
3a Sub-total	3.	18.			8,488,641.
b Total from continuation sheets to Part I					
c Totals (add lines 3a and 3b)	3.	18.			8,488,641.

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

Schedule F (Form 990) 2012

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

1	(a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of cash disbursement	(g) Amount of non-cash assistance	(h) Description of non-cash assistance	(i) Method of valuation (book, FMV, appraisal, other)
(1)			CENT. AMERICA/CARIBBEAN	TECH/LEG AID	371,248.				
(2)			EUROPE/ICELAND/GREENLAND	TECH/LEG AID	271,221.				
(3)			EUROPE/ICELAND/GREENLAND	TECH/LEG AID	250,000.				
(4)			RUSSIA/NEWLY IND. STATES	TECH/LEG AID	21,022.				
(5)			SUB-SAHARAN AFRICA	TECH/LEG AID	8,757.				
(6)			SOUTH ASIA	TECH/LEG AID	7,718.				
(7)			EUROPE/ICELAND/GREENLAND	GENERAL SUPP	56,400.				
(8)									
(9)									
(10)									
(11)									
(12)									
(13)									
(14)									
(15)									
(16)									

2 Enter total number of recipient organizations listed above that are recognized as charities by the foreign country, recognized as tax-exempt by the IRS, or for which the grantee or counsel has provided a section 501(c)(3) equivalency letter. 6.

3 Enter total number of other organizations or entities.

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

(a) Type of grant or assistance	(b) Region	(c) Number of recipients	(d) Amount of cash grant	(e) Manner of cash disbursement	(f) Amount of non-cash assistance	(g) Description of non-cash assistance	(h) Method of valuation (book, FMV, appraisal, other)
(1)							
(2)							
(3)							
(4)							
(5)							
(6)							
(7)							
(8)							
(9)							
(10)							
(11)							
(12)							
(13)							
(14)							
(15)							
(16)							
(17)							
(18)							

Part IV Foreign Forms

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

Part V Supplemental Information

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

SCHEDULE F, PART I, LINE 2

APPLYING FOR MDIF FINANCING IS A DETAILED PROCESS THAT USUALLY TAKES SEVERAL MONTHS. MDIF UNDERTAKES A RIGOROUS PROCESS TO FULLY UNDERSTAND A BENEFICIARY'S BUSINESS AND THE INTENDED USE OF THE FUNDS TO BE GRANTED OR LOANED TO THE ORGANIZATION. POTENTIAL BENEFICIARIES NEED TO UNDERSTAND THE DEMANDS THAT MDIF WILL MAKE ON THEM SHOULD THEIR APPLICATION BE SUCCESSFUL, SUCH AS INTENDED AND ACTUAL USE OF FUNDS LOANED OR GRANTED.

TO BE ELIGIBLE TO APPLY FOR MDIF FINANCING, A MEDIA OUTLET MUST HAVE BEEN OPERATING LEGALLY IN ITS HOME COUNTRY FOR AT LEAST A YEAR, ALTHOUGH THE BOARD MAY WAIVE THE ONE-YEAR REQUIREMENT WHEN THE MISSION SO REQUIRES, HAVE AN ESTABLISHED REPUTATION FOR PROMOTING DEMOCRATIC INSTITUTIONS AND PRACTICES AND EXERCISING THE PRINCIPLES OF A FREE, INDEPENDENT AND RESPONSIBLE PRESS, DEVOTE A SIGNIFICANT PART OF EDITORIAL CONTENT OR PROGRAMMING TO BE FACT-BASED NEWS AND DOCUMENTARIES, INDEPENDENT FROM THE INFLUENCE OF THE GOVERNMENT OR ANY OTHER INTEREST GROUP, OFFER COVERAGE OF DIFFERENT POLITICAL OPINIONS AND PROMOTE HUMAN RIGHTS, THE RIGHTS OF ETHNIC MINORITIES AND INTER-ETHNIC CO-EXISTENCE, NOT BE OWNED BY THE GOVERNMENT, A STATE AGENCY, A FOREIGN LEGAL ENTITY, OR AN OLIGARCH BUSINESS INTEREST THAT MAY INTERFERE WITH EDITORIAL POLICY FOR ITS OWN INTERESTS, PRESENT A DETAILED PROJECT AIMED AT BROADENING AND STRENGTHENING THE OUTLET'S OPERATION, HAVE STRONG PROSPECTS OF BEING ABLE TO REPAY THE LOAN AND BECOMING SELF SUSTAINING, ENSURE THAT FUNDS WILL BE USED AS STIPULATED, AND PROVIDE MDIF WITH UNRESTRICTED ACCESS TO ACCOUNTING RECORDS.

Part V Supplemental Information

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

SCHEDULE F, PART I, LINE 3, COLUMN F

MDIF HAS REPORTED TWO DIFFERENT TYPES OF TRANSACTIONS ON SCHEDULE F:

1. GRANTS MADE TO FOREIGN ORGANIZATIONS.

THESE ARE DETAILED IN PART OF SCHEDULE F AND THE SUM REPORTED IN PART I TIES BACK TO FORM 990, PART IX, LINE 3.

2. LOAN AND EQUITY DISBURSEMENTS MADE TO FOREIGN ORGANIZATIONS DURING THE CURRENT YEAR

THE AMOUNTS REPORTED IN PART I, LINE 3, COLUMN (F) REPRESENT THE PROGRAM RELATED INVESTMENTS MDIF DISBURSED IN THE FORM OF LOANS, FINANCE LEASES AND EQUITY INVESTMENTS TO NEWSPAPER PUBLISHERS, TV AND RADIO STATIONS, PRINTING HOUSES, NEWS AGENCIES AND ONLINE PUBLISHERS IN VARIOUS COUNTRIES. THE AMOUNTS LISTED REPRESENT THE CURRENT YEAR EXPENDITURES.

SCHEDULE F, PART II, LINE 1, COL D

MDIF'S PRIMARY EXEMPT PURPOSE IS TO SUPPORT NEWS OUTLETS IN COUNTRIES WITH A HISTORY OF OPPRESSION OF THE FREEDOM OF EXPRESSION. OCCASIONALLY, MDIF WILL MAKE GRANTS TO ORGANIZATIONS IN THESE COUNTRIES TO PROVIDE LEADING JOURNALISTS WITH THE SUPPORT THEY NEED TO CREATE LASTING INSTITUTIONS FOR CHANGE.

Part V Supplemental Information

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

SCHEDULE F, PART IV

THE MEDIA DEVELOPMENT INVESTMENT FUND, INC. HOLDS SEVERAL PROGRAM RELATED INVESTMENTS OUTSIDE THE UNITED STATES. TO THE EXTENT THAT ITS OWNERSHIP OF THESE INVESTMENTS EXCEEDS THE THRESHOLDS FOR REQUIRING A FORM 926 OR FORM 5471, THOSE FILINGS HAVE BEEN ATTACHED TO THE ORGANIZATION'S FORM 990-T AS REQUIRED.

**SCHEDULE J
(Form 990)**

Department of the Treasury
Internal Revenue Service

Compensation Information

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

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

▶ Attach to Form 990. ▶ See separate instructions.

OMB No 1545-0047

2012

Open to Public Inspection

Name of the organization
MEDIA DEVELOPMENT INVESTMENT FUND, INC.

Employer identification number
13-4052259

Part I Questions Regarding Compensation

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

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

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

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

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

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

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

- a** Receive a severance payment or change-of-control payment? **4a** Yes No
- b** Participate in, or receive payment from, a supplemental nonqualified retirement plan? **4b** Yes No
- c** Participate in, or receive payment from, an equity-based compensation arrangement? **4c** Yes No
- If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.

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

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

- a** The organization? **5a** Yes No
- b** Any related organization? **5b** Yes No
- If "Yes" to line 5a or 5b, describe in Part III.

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

- a** The organization? **6a** Yes No
- b** Any related organization? **6b** Yes No
- If "Yes" to line 6a or 6b, describe in Part III.

7 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If "Yes," describe in Part III. **7** Yes No

8 Were any amounts reported in Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III. **8** Yes No

9 If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)? **9** Yes No

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

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

Schedule J (Form 990) 2012

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

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

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

(A) Name and Title		(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported as deferred in prior Form 990
		(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
1 JOY CURTIN DEPUTY CFO	(i)	112,342.	0	0	11,234.	20,479.	144,055.	
	(ii)	0	0	0				
2 MICHAEL LEE CONTROLLER	(i)	84,899.	0	0	8,630.	30,996.	124,525.	
	(ii)	0	0	0				
3 HARLAN MANDEL CEO	(i)	231,210.	0	0	34,425.	31,272.	296,907.	
	(ii)	0	0	0				
4 MARI BUDESA CFO/ASSISTANT TREASURER	(i)	173,285.	0	0	23,821.	11,377.	208,483.	
	(ii)	0	0	0				
5 ELENA POPOVIC SECRETARY AND GENERAL COUNSEL	(i)	150,683.	0	0	15,014.	11,377.	177,074.	
	(ii)	0	0	0				
6	(i)							
	(ii)							
7	(i)							
	(ii)							
8	(i)							
	(ii)							
9	(i)							
	(ii)							
10	(i)							
	(ii)							
11	(i)							
	(ii)							
12	(i)							
	(ii)							
13	(i)							
	(ii)							
14	(i)							
	(ii)							
15	(i)							
	(ii)							
16	(i)							
	(ii)							

Part III Supplemental Information

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

FORM 990, SCHEDULE J, LINE 4(A)

SCHEDULE O
(Form 990 or 990-EZ)

Supplemental Information to Form 990 or 990-EZ

OMB No 1545-0047

2012

**Open to Public
Inspection**

Department of the Treasury
Internal Revenue Service

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

Name of the organization

MEDIA DEVELOPMENT INVESTMENT FUND, INC.

Employer identification number

13-4052259

FORM 990, PART V, LINE 2A

THE INDIVIDUALS PERFORMING SERVICES FOR THE MEDIA DEVELOPMENT INVESTMENT FUND, INC (MDIF) ARE LEASED EMPLOYEES FROM AN UNRELATED ORGANIZATION, OPEN SOCIETY INSTITUTE, INC (OSI). MDIF PAYS OSI A MANGAGEMENT AND ADMINISTRATIVE FEE TO COVER EMPLOYEE COSTS, INCLUDING SALARY, BENEFITS AND OTHER ANCILLARY COSTS. ALL EMPLOYEES PROVIDING SERVICES TO MDIF RECEIVE THEIR W-2 FROM OSI, THEREFORE, FOR PURPOSES OF PART V, LINE 2A, MDIF HAS NO EMPLOYEES TO REPORT ON A W-3 TO BE FILED WITH THE IRS. IN 2012, MDIF LEASED 12 EMPLOYEES FROM OSI.

FORM 990, PART VI, LINE 4

IN CALENDAR YEAR 2012, MDIF AMENDED ITS GOVERNING DOCUMENTS TO REFLECT THAT THE ORGANIZATION CHANGED ITS NAME FROM MEDIA DEVELOPMENT LOAN FUND, INC. TO MEDIA DEVELOPMENT INVESTMENT FUND, INC.

FORM 990, PART VI, LINE 11

THE FORM 990 HAS BEEN PROVIDED TO THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS FOR APPROVAL PRIOR TO FILING. ONCE APPROVED, A COPY OF THE FORM 990 WAS PROVIDED TO THE FULL BOARD. THE FORM 990 WAS PREPARED BY A NATIONALLY RENOWNED ACCOUNTING FIRM AND REVIEWED IN DETAIL BY THE FUND'S MANAGING DIRECTOR AND ASSISTANT TREASURER.

FORM 990, PART VI, LINE 12C

EACH OFFICER, DIRECTOR, TRUSTEE AND KEY EMPLOYEE OF MDIF IS REQUIRED TO

Name of the organization

MEDIA DEVELOPMENT INVESTMENT FUND, INC.

Employer identification number

13-4052259

ANNUALLY DISCLOSE ANY CONFLICTS OF INTEREST THAT ARISE BY VIRTUE OF THEIR EMPLOYMENT, BOARD SERVICE, OR POSITION WITH THE COLLEGE. MDIF MONITORS COMPLIANCE WITH ITS CONFLICT OF INTEREST POLICY THROUGH AN ANNUAL QUESTIONNAIRE/DISCLOSURE STATEMENT THAT IS DISTRIBUTED TO THESE INDIVIDUALS. POTENTIAL CONFLICTS ARE INVESTIGATED IMMEDIATELY.

FORM 990, PART VI, LINE 15A

THE TOP MANAGEMENT OFFICIAL'S SALARY IS DETERMINED BY THE MDIF BOARD OF DIRECTORS. MDIF UNDERTAKES A LENGTHY PROCESS TO ENSURE THAT THE COMPENSATION IT PAYS IS REASONABLE. IN RELEVANT PART, THE BOARD OF DIRECTORS UTILIZES A COMPENSATION COMMITTEE COMPRISED OF INDEPENDENT PERSONS THAT HAVE NO PERSONAL INTEREST IN THE PROPOSED COMPENSATION ARRANGEMENT. THE COMPENSATION COMMITTEE MAY USE AN INDEPENDENT COMPENSATION CONSULTANT TO ADVISE ON THE APPROPRIATE COMPENSATION LEVELS FOR THE TOP MANAGEMENT OFFICIAL. THE COMPENSATION CONSULTANT USES BENCHMARKING DATA THAT DOCUMENTS THE COMPENSATION OF PERSONS HOLDING SIMILAR POSITIONS IN SIMILAR ORGANIZATIONS. ONCE THE COMPENSATION CONSULTANT HAS MADE ITS RECOMMENDATIONS, THE MDIF COMPENSATION COMMITTEE APPROVES THE COMPENSATION. THIS FINAL DETERMINATION IS THEN DOCUMENTED IN COMMITTEE MINUTES.

FORM 990, PART VI, LINE 15B

MDIF UNDERTAKES THE SAME EXACT PROCEDURE FOR ITS OFFICERS AND KEY EMPLOYEES AS IT DOES FOR ITS TOP MANAGEMENT OFFICIAL. THE ONLY DIFFERENCE IN THE PROCESS IS THAT THE CEO WILL MAKE THE FINAL DETERMINATION ABOUT THE OFFICERS' SALARIES.

Name of the organization MEDIA DEVELOPMENT INVESTMENT FUND, INC.	Employer identification number 13-4052259
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FORM 990, PART VI, LINE 19

THE TAXPAYER MAKES ITS FORM 990 AND FORM 1023 AVAILABLE TO THE PUBLIC BY RETAINING A COPY OF EACH AT THE ADDRESSES LISTED ON PAGE 1 OF THIS RETURN. ANY INDIVIDUAL REQUESTING A COPY OF THESE DOCUMENTS IS PROVIDED THAT COPY ON THE SAME BUSINESS DAY. THE ORGANIZATION'S FORM 990 IS ALSO AVAILABLE FOR PUBLIC INSPECTION ON WWW.GUIDESTAR.ORG. THE ORGANIZATION'S GOVERNING DOCUMENTS, CONFLICT OF INTEREST POLICY, AND FINANCIAL STATEMENTS ARE AVAILABLE AT THE PUBLIC REQUEST AND AT MANAGEMENT'S DISCRETION.

PART XI, LINE 5

EQUITY IN NET EARNINGS OF INVESTEES	\$(878,511)
FOREIGN CURRENCY TRANSLATION GAIN	32,570
ADJUSTMENT FOR PROVISION FOR DOUBTFUL	
PROGRAM-RELATED INVESTMENTS, NET	(1,302,956)
GRANTS REFUNDED	(298,408)

TOTAL:	(2,447,305)

=====

ATTACHMENT 1

FORM 990, PART III, LINE 1 - ORGANIZATION'S MISSION

MEDIA DEVELOPMENT INVESTMENT FUND, INC. (MDIF) WAS ESTABLISHED TO PLACE PROGRAM RELATED INVESTMENTS (PRIS), PRIMARILY LOW-INTEREST LOANS, TO INDEPENDENT NEWSPAPERS, MAGAZINES, NEWS AGENCIES, RADIO AND TELEVISION STATIONS, AND INTERNET-BASED MEDIA OUTLETS IN DIFFERENT COUNTRIES OF THE WORLD. MDIF OFFERS PRIS TO WORTHY INDEPENDENT MEDIA

Name of the organization

MEDIA DEVELOPMENT INVESTMENT FUND, INC.

Employer identification number

13-4052259

ATTACHMENT 1 (CONT'D)

FORM 990, PART III, LINE 1 - ORGANIZATION'S MISSION

ORGANIZATIONS DEVOTED AND PERSISTENT IN PROMOTING AND EXERCISING THE PRINCIPLES OF FREE, INDEPENDENT AND RESPONSIBLE PRESS.

PRIS ARE OFFERED TO SUPPORT PROJECTS THAT BROADEN AND STRENGTHEN OPERATIONS FOR WHICH THESE MEDIA ORGANIZATIONS CANNOT OBTAIN FUNDING FROM OTHER SOURCES ON ECONOMICALLY FEASIBLE TERMS. MANY OF THESE MEDIA ORGANIZATIONS ARE STARVED FOR CAPITAL BECAUSE THEY WORK IN ENVIRONMENTS CHARACTERIZED BY POORLY DEVELOPED BANKING SYSTEMS, ECONOMIES IN TRANSITION, LACK OF FRESH INVESTING CAPITAL, GOVERNMENTS THAT ARE VERY OFTEN SECRETLY OR OPENLY HOSTILE TO THE IDEA OF FREE AND INDEPENDENT PRESS, AND WHERE LENDING INSTITUTIONS CHARGE EXORBITANT, AND IN MANY CASES DISCRIMINATORY, INTEREST RATES. IN SOME CASES, THIS LACK OF FUNDS THREATENS THEIR VERY EXISTENCE. IN ALL CASES, IT IS THE MAIN OBSTACLE TO THEIR DEVELOPMENT AND GROWTH AND SERIOUSLY LIMITS THEIR OPPORTUNITIES TO REACH ECONOMIC VITALITY, COMMERCIAL VIABILITY, AND TO BECOME SELF-SUPPORTING.

UNDERSTANDING THAT HIGHLY DEVELOPED AND SELF-SUPPORTING INDEPENDENT MEDIA ORGANIZATIONS ARE THE BEST INSURANCE AND GUARDIANS OF DEMOCRATIC INSTITUTIONS AND THE IDEALS OF FREE AND INDEPENDENT PRESS IN A SOCIETY, IT IS MDIF'S PLAN TO ACHIEVE THE FOLLOWING GOALS: THROUGH PROVIDING INDEPENDENT MEDIA ORGANIZATIONS WITH THE FUNDS THEY NEED (IN THE FORM OF LOANS OR OTHER PRIS), MDIF ENSURES THEIR EXISTENCE AND HELPS THEM TO DEVELOP, GROW, AND BECOME SELF-SUPPORTING. BY INSISTING ON THE ULTIMATE REPAYMENT OF LOANS, AND BY ENFORCING STRINGENT REPORTING AND MONITORING RULES, MDIF

Name of the organization MEDIA DEVELOPMENT INVESTMENT FUND, INC.	Employer identification number 13-4052259
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ATTACHMENT 1 (CONT'D)FORM 990, PART III, LINE 1 - ORGANIZATION'S MISSION

INFLUENCES INDEPENDENT MEDIA ORGANIZATIONS TO ADOPT A BUSINESS-LIKE ATTITUDE TO THE PROFESSION OF JOURNALISM AND TO IMPROVE THEIR MANAGEMENT, FINANCIAL, AND BUSINESS SKILLS. IT IS EXPECTED THAT, IN THE MAJORITY OF CASES, THE IMPACT OF THE REQUIREMENT OF A HIGH LEVEL OF MANAGEMENT CAPABILITY NECESSARY FOR WINNING A PRI, ON THE ONE HAND, AND THE STRICT REPAYMENT RULES, ON THE OTHER, WILL FORCE THESE ORGANIZATIONS TO ADOPT THE HIGHEST, MARKET-ORIENTED STANDARDS FOR COMMERCIAL ASPECTS OF RUNNING A NEWSPAPER, MAGAZINE, NEWS AGENCY, OR A RADIO OR TELEVISION STATION.

IN ADDITION TO PRIS, MDIF, IN COOPERATION WITH OTHER ORGANIZATIONS, OFFERS TECHNICAL ASSISTANCE, TRAINING, AND CONSULTANCIES IN THE AREAS OF BOTH MEDIA MANAGEMENT AND THE USE OF NEW TECHNOLOGIES AND EQUIPMENT.

ATTACHMENT 2FORM 990, PART III - PROGRAM SERVICE, LINE 4A

MDIF PROVIDES LOAN FINANCING BY WAY OF "PROGRAM RELATED INVESTMENTS" (PRIS), THAT ALLOW NON-PROFITS TO MAKE INVESTMENTS IN FIRMS WHOSE WORK WILL FURTHER THEIR CHARITABLE MISSION. MDIF MAINTAINS A SEGREGATED POOL OF FUNDS FROM WHICH IT MAKES LOANS AND OTHER PRIS. LOAN REPAYMENTS ARE RECYCLED THROUGH THE POOL AND LOANED OUT REPEATEDLY.

WITH EVERY PRI, MDIF PROVIDES CUSTOMIZED TRAINING AND TECHNICAL

Name of the organization MEDIA DEVELOPMENT INVESTMENT FUND, INC.	Employer identification number 13-4052259
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ATTACHMENT 2 (CONT'D)

ASSISTANCE TO ITS BENEFICIARIES, FROM THE FIRST STAGE OF DEVELOPING A BUSINESS PLAN THROUGH TO THE FINAL DISCHARGE OF THE LOAN. IN ADDITION, MDIF TRAINS ITS BORROWERS AND OTHER MEDIA ORGANIZATIONS IN THE USE AND TRANSFER OF INTERNET-BASED TECHNOLOGY AND ITS IMPACT ON THE FUTURE DEVELOPMENT OF MEDIA BUSINESS.

IN DETERMINING WHETHER TO MAKE A LOAN OR OTHER PROGRAM-RELATED INVESTMENT, THE FUND FACES BOTH POLITICAL AND LEGAL RISK. THE FUND MAKES LOANS AND OTHER PROGRAM-RELATED INVESTMENTS IN COUNTRIES WHERE POLITICAL STABILITY MAY BE OF CONCERN. THIS TYPE OF RISK IS ASSESSED BEFORE THE FUND STARTS OPERATIONS IN A CERTAIN COUNTRY. THE LEGAL RISK MAY ARISE AS A RESULT OF MAKING LOANS AND OTHER PROGRAM-RELATED INVESTMENTS IN COUNTRIES WITH DIFFERING LEGAL SYSTEMS THAN THOSE OF THE UNITED STATES OF AMERICA. THOSE SYSTEMS ARE SOMETIMES CHARACTERIZED BY UNCERTAINTY AND LACK OF INDEPENDENT LEGAL INSTITUTIONS, INCLUDING JUDICIARY.

THE FUND'S MODEL LOAN CONTRACT WAS DRAFTED BY U.S. ATTORNEYS AND THE FUND HAS ALL LOANS REVIEWED BY ATTORNEYS IN THE COUNTRY OF EACH BORROWER.

ATTACHMENT 3FORM 990, PART V, LINE 4B - FOREIGN COUNTRIES

UNITED KINGDOM

CZECH REPUBLIC

RUSSIA

POLAND

Name of the organization

MEDIA DEVELOPMENT INVESTMENT FUND, INC.

Employer identification number

13-4052259

ATTACHMENT 3 (CONT'D)

FORM 990, PART V, LINE 4B - FOREIGN COUNTRIES

FRANCE

**SCHEDULE R
(Form 990)**

Related Organizations and Unrelated Partnerships

OMB No 1545-0047

2012

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

Name of the organization
MEDIA DEVELOPMENT INVESTMENT FUND, INC.

Employer identification number
13-4052259

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

(a) Name, address, and EIN (if applicable) of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Total income	(e) End-of-year assets	(f) Direct controlling entity
(1) DIGITAL NEWS VENTURES, LLC 13-4052259 37 WEST 20TH STREET NEW YORK, NY 10011	PRI	NY	0	2,000,000.	MDIF
(2) -----					
(3) -----					
(4) -----					
(5) -----					
(6) -----					

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

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled entity?	
						Yes	No
(1) -----							
(2) -----							
(3) -----							
(4) -----							
(5) -----							
(6) -----							
(7) -----							

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

Schedule R (Form 990) 2012

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

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Predominant income (related, unrelated, excluded from tax under sections 512-514)	(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations?		(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
							Yes	No		Yes	No	
(1) -----												
(2) -----												
(3) -----												
(4) -----												
(5) -----												
(6) -----												
(7) -----												

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

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of-year assets	(h) Percentage ownership	(i) Section 512(b)(13) controlled entity?	
								Yes	No
(1) MDLF SERVICE CORP 37 WEST 20TH STREET NEW YORK, NY 10011	AGENCY ACCOUN	DE	N/A	C	0	16,413.	100.0000		
(2) -----									
(3) -----									
(4) -----									
(5) -----									
(6) -----									
(7) -----									

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

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

	Yes	No
1 During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?		
a Receipt of (i) interest (ii) annuities (iii) royalties or (iv) rent from a controlled entity	1a	X
b Gift, grant, or capital contribution to related organization(s)	1b	X
c Gift, grant, or capital contribution from related organization(s)	1c	X
d Loans or loan guarantees to or for related organization(s)	1d	X
e Loans or loan guarantees by related organization(s)	1e	X
f Dividends from related organization(s)	1f	X
g Sale of assets to related organization(s)	1g	X
h Purchase of assets from related organization(s)	1h	X
i Exchange of assets with related organization(s)	1i	X
j Lease of facilities, equipment, or other assets to related organization(s)	1j	X
k Lease of facilities, equipment, or other assets from related organization(s)	1k	X
l Performance of services or membership or fundraising solicitations for related organization(s)	1l	X
m Performance of services or membership or fundraising solicitations by related organization(s)	1m	X
n Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)	1n	X
o Sharing of paid employees with related organization(s)	1o	X
p Reimbursement paid to related organization(s) for expenses	1p	X
q Reimbursement paid by related organization(s) for expenses	1q	X
r Other transfer of cash or property to related organization(s)	1r	X
s Other transfer of cash or property from related organization(s)	1s	X

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

(a) Name of other organization	(b) Transaction type (a-s)	(c) Amount involved	(d) Method of determining amount involved
(1)			
(2)			
(3)			
(4)			
(5)			
(6)			

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

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

(a) Name, address, and EIN of entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Predominant income (related, unrelated, excluded from tax under section 512-514)	(e) Are all partners section 501(c)(3) organizations?		(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations?		(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
				Yes	No			Yes	No		Yes	No	
(1) -----													
(2) -----													
(3) -----													
(4) -----													
(5) -----													
(6) -----													
(7) -----													
(8) -----													
(9) -----													
(10) -----													
(11) -----													
(12) -----													
(13) -----													
(14) -----													
(15) -----													
(16) -----													

Part VII Supplemental Information

Complete this part to provide additional information for responses to questions on Schedule R (see instructions).

DISREGARDED ENTITY**SCHEDULE R, PART I**

MEDIA DEVELOPMENT INVESTMENT FUND HAS A WHOLLY-OWNED SUBSIDIARY, DIGITAL NEWS VENTURES, LLC (WHICH IS TREATED AS A DISREGARDED ENTITY FOR US TAX PURPOSES). THIS ORGANIZATION'S PRINCIPAL ACTIVITY IS TO MAKE SEED INVESTMENTS IN NEWS AND INFORMATION START-UPS. DIGITAL NEWS VENTURES INVESTS IN EXPERIMENTAL DIGITAL PRODUCTS AND BUSINESSES THAT CONTRIBUTE TO THE PROVISION OF INFORMATION IN THE PUBLIC INTEREST.

THE AMOUNT REPORTED ON SCHEDULE R, PART I, COLUMN D REPRESENTS THE FUND'S PRO RATA SHARE OF THE INVESTEE'S NET PROFITS OR LOSSES.