

# EXHIBIT F-1

Form **990**

## Return of Organization Exempt From Income Tax

OMB No 1545-0047

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)

2013

Department of the Treasury  
Internal Revenue Service

▶ Do not enter Social Security numbers on this form as it may be made public.

Open to Public Inspection

▶ Information about Form 990 and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

**A** For the 2013 calendar year, or tax year beginning **MAR 1, 2013** and ending **FEB 28, 2014**

<b>B</b> Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	<b>C</b> Name of organization <b>JUSTGIVE, INC.</b> Doing Business As Number and street (or P.O. box if mail is not delivered to street address) Room/suite <b>312 SUTTER STREET 410</b> City or town, state or province, country, and ZIP or foreign postal code <b>SAN FRANCISCO, CA 94108</b> <b>F</b> Name and address of principal officer: <b>KENDALL WEBB</b> <b>312 SUTTER STREET, SUITE 410, SAN FRANCISCO, CA</b>	<b>D</b> Employer identification number <b>94-3331010</b> <b>E</b> Telephone number <b>(415) 982-5700</b> <b>G</b> Gross receipts \$ <b>40,493,485.</b> <b>H(a)</b> Is this a group return for subordinates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <b>H(b)</b> Are all subordinates included? <input type="checkbox"/> Yes <input type="checkbox"/> No If "No," attach a list. (see instructions) <b>H(c)</b> Group exemption number ▶
<b>I</b> 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		
<b>J</b> Website: ▶ <b>WWW.JUSTGIVE.ORG</b>		
<b>K</b> Form of organization: <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ▶		<b>L</b> Year of formation: <b>1999</b> <b>M</b> State of legal domicile: <b>CA</b>

SCANNED JAN 17 2017

### Part I Summary

<b>1</b>	Briefly describe the organization's mission or most significant activities: <b>INCREASE CHARITABLE GIVING BY CONNECTING PEOPLE WITH THE CHARITIES AND CAUSES THEY CARE ABOUT.</b>		
<b>2</b>	Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets		
<b>3</b>	Number of voting members of the governing body (Part VI, line 1a)	<b>3</b>	<b>9</b>
<b>4</b>	Number of independent voting members of the governing body (Part VI, line 1b)	<b>4</b>	<b>8</b>
<b>5</b>	Total number of individuals employed in calendar year 2013 (Part V, line 2a)	<b>5</b>	<b>17</b>
<b>6</b>	Total number of volunteers (estimate if necessary)	<b>6</b>	<b>0</b>
<b>7a</b>	Total unrelated business revenue from Part VIII, column (C), line 12	<b>7a</b>	<b>0.</b>
<b>7b</b>	Net unrelated business taxable income from Form 990-T, line 34	<b>7b</b>	<b>0.</b>
<b>8</b>	Contributions and grants (Part VIII, line 1h)	Prior Year	Current Year
<b>9</b>	Program service revenue (Part VIII, line 2g)	39,382,889.	39,405,456.
<b>10</b>	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	960,719.	1,087,608.
<b>11</b>	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	5,700.	421.
<b>12</b>	Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	40,349,308.	40,493,485.
<b>13</b>	Grants and similar amounts paid (Part IX, column (A), lines 1-3)	38,131,627.	38,067,249.
<b>14</b>	Benefits paid to or for members (Part IX, column (A), line 4)	0.	0.
<b>15</b>	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	1,049,826.	1,046,537.
<b>16a</b>	Professional fundraising fees (Part IX, column (A), line 11a)	0.	0.
<b>16b</b>	Total fundraising expenses (Part IX, column (D), line 25) ▶ <b>809,388.</b>		
<b>17</b>	Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	1,029,785.	1,090,631.
<b>18</b>	Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	40,211,238.	40,204,417.
<b>19</b>	Revenue less expenses. Subtract line 18 from line 12	138,070.	289,068.
<b>20</b>	Total assets (Part X, line 16)	Beginning of Current Year	End of Year
<b>21</b>	Total liabilities (Part X, line 26)	3,906,182.	3,512,788.
<b>22</b>	Net assets or fund balances. Subtract line 21 from line 20	2,904,799.	2,218,617.
		1,001,383.	1,294,171.

### 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.

<b>Sign Here</b>	Signature of officer <b>ANDREA LLOYD, DIR. OF PROGRAMS</b> Type or print name and title	
<b>Paid Preparer</b>	Print/Type preparer's name <b>THOMAS J. PARRY</b> Preparer's signature 	
<b>Use Only</b>	Firm's name ▶ <b>BENSON &amp; NEFF, CPA'S A P</b> Firm's address ▶ <b>1 POST STREET, SUITE 215</b> <b>SAN FRANCISCO, CA 94104-</b>	

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

# EXHIBIT F-2

Form 990 (2013)

JUSTGIVE, INC.

94-3331010

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## Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response or note to any line in this Part III

1 Briefly describe the organization's mission.

**INCREASE CHARITABLE GIVING BY CONNECTING PEOPLE WITH THE CHARITIES AND CAUSES THEY CARE ABOUT.**

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 \$ 39,232,977. including grants of \$ 38,067,249.) (Revenue \$ 1,087,608.)

**EDUCATION OF THE GENERAL PUBLIC ABOUT GIVING DONATIONS AND FACILITATION OF THE CONTRIBUTION OF DONATIONS TO QUALIFIED NON-PROFIT ORGANIZATIONS OPERATING IN THE U.S.**

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 **▶ 39,232,977.**

Form 990 (2013)

332002  
10-29-13

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