

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.

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

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	C Name of organization JUSTGIVE, INC.		D Employer identification number 94-3331010
	Doing Business As		E Telephone number (415) 982-5700
	Number and street (or P.O. box if mail is not delivered to street address)	Room/suite	G Gross receipts \$ 40,493,485.
	312 SUTTER STREET	410	
	City or town, state or province, country, and ZIP or foreign postal code SAN FRANCISCO, CA 94108		H(a) Is this a group return for subordinates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
	F Name and address of principal officer: KENDALL WEBB 312 SUTTER STREET, SUITE 410, SAN FRANCISCO,		H(b) Are all subordinates included? <input type="checkbox"/> Yes <input type="checkbox"/> No If "No," attach a list. (see instructions)
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		H(c) Group exemption number ▶	

J Website: **WWW.JUSTGIVE.ORG**

K Form of organization: Corporation Trust Association Other ▶ **L** Year of formation: **1999** **M** State of legal domicile: **CA**

Part I Summary

Activities & Governance	1 Briefly describe the organization's mission or most significant activities: INCREASE CHARITABLE GIVING BY CONNECTING PEOPLE WITH THE CHARITIES AND CAUSES THEY CARE ABOUT.		
	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	9
	4 Number of independent voting members of the governing body (Part VI, line 1b)	4	8
	5 Total number of individuals employed in calendar year 2013 (Part V, line 2a)	5	17
	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.	
Net Assets or Fund Balances	8 Contributions and grants (Part VIII, line 1h)	Prior Year 39,382,889.	Current Year 39,405,456.
	9 Program service revenue (Part VIII, line 2g)	960,719.	1,087,608.
	10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	5,700.	421.
	11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	0.	0.
	12 Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	40,349,308.	40,493,485.
	13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)	38,131,627.	38,067,249.
	14 Benefits paid to or for members (Part IX, column (A), line 4)	0.	0.
	15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	1,049,826.	1,046,537.
	16a Professional fundraising fees (Part IX, column (A), line 11a)	0.	0.
	b Total fundraising expenses (Part IX, column (D), line 25) ▶ 809,388.		
	17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	1,029,785.	1,090,631.
18 Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	40,211,238.	40,204,417.	
19 Revenue less expenses. Subtract line 18 from line 12	138,070.	289,068.	
	Beginning of Current Year	End of Year	
20 Total assets (Part X, line 16)	3,906,182.	3,512,788.	
21 Total liabilities (Part X, line 26)	2,904,799.	2,218,617.	
22 Net assets or fund balances. Subtract line 21 from line 20	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.

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

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

SCANNED JAN 17 2017

SCANNED FEB 2015

1505

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)

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10-29-13

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2013.05030 JUSTGIVE, INC.

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