EXTENSION ATTACHED

Form CHAR500 This form used for Article 7-A, EPTL and dual filers (replaces forms CHAR 497, CHAR 010 and CHAR 006)	**Annual Filing for Charitable Organizations** New York State Department of Law (Office of the Attorney General) Charities Bureau - Registration Section 120 Broadway New York, NY 10271 http://www.charitiesnys.com	**2012** Open to Public Inspection

1. General Information

a. For the fiscal year beginning (mm/dd/yyyy) 01/01 / **2012** and ending (mm/dd/yyyy) 12/31/2012

b. Check if applicable for NYS:
- [ ] Address change
- [ ] Name change
- [ ] Initial filing
- [ ] Final filing
- [ ] Amended filing
- [ ] NY registration pending

c. Name of organization: WOMEN DELIVER, INC

Number and street (or P.O. box if mail is not delivered to street address): 588 BROADWAY

Room/suite: 905

City or town, state or country and zip + 4: NEW YORK, NY 10012

d. Fed. employer ID no. (EIN) (##-#######): 26-4462256

e. NY State registration no. (##-##-##): 41-65-10

f. Telephone number: (646) 694-9100

g. Email:

2. Certification - Two Signatures Required

We certify under penalties of perjury that we reviewed this report, including all attachments, and to the best of our knowledge and belief, they are true, correct and complete in accordance with the laws of the State of New York applicable to this report.

	Signature	Printed Name	Title	Date
a. President or Authorized Officer	Jill W. Sheffield	JILL W. SHEFFIELD	PRESIDENT & CEO	11/4/2013
b. Chief Financial Officer or Treasurer	Louise Dunn	Louise Dunn	Vice President	11/4/2013

3. Annual Report Exemption Information

a. **Article 7-A** annual report exemption (Article 7-A registrants and dual registrants)

Check ➡ [ ] if total contributions from NY State (including residents, foundations, corporations, government agencies, etc.) did not exceed $25,000 **and** the organization did not engage a professional fund raiser (PFR) or fund raising counsel (FRC) to solicit contributions during this fiscal year.

NOTE: An organization may claim this exemption if no PFR or FRC was used **and** either: 1) it received an allocation from a federated fund, United Way or incorporated community appeal **and** contributions from all sources did not exceed $25,000 **or** 2) it received all or substantially all of its contributions from one government agency to which it submitted an annual report similar to that required by Article 7-A.

b. **EPTL** annual report exemption (EPTL registrants and dual registrants)

Check ➡ [ ] if gross receipts did not exceed $25,000 and the assets (market value) did not exceed $25,000 at any time during this fiscal year.

For EPTL or Article 7-A registrants claiming the annual report exemption under the one law under which they are registered and for dual registrants claiming the annual report exemptions under both laws, simply complete part 1 (General Information), part 2 (Certification) and part 3 (Annual Report Exemption Information) above.
***Do not** submit a fee, **do not** complete the following schedules and **do not** submit any attachments to this form.*

4. Article 7-A Schedules

If you did **not** check the Article 7-A annual report exemption above, complete the following for this fiscal year:

a. Did the organization use a professional fund raiser, fund raising counsel or commercial co-venturer for fund raising activity in NY State? .... [ ] Yes* [X] No
*** If "Yes", complete Schedule 4a.**

b. Did the organization receive government contributions (grants)? .... [X] Yes* [ ] No
*** If "Yes", complete Schedule 4b.**

5. Fee Submitted: See last page for **summary of fee requirements.**

Indicate the filing fee(s) you are submitting along with this form:

a. Article 7-A filing fee	$	25.
b. EPTL filing fee	$	250.
c. **Total fee**	$	275.

Submit only one check or money order for the total fee, payable to "NYS Department of Law"

6. Attachments - For organizations that are not claiming annual report exemptions under both laws, see page 4 for **required attachments** ▶

WOMEN DELIVER, INC 26-4462256

Schedule 4b: Government Contributions (Grants)

If you checked the box in question **4.b.** on page 1, complete the following schedule for **each** government contribution (grant). Use additional copies of this page if necessary to list each government contribution (grant) separately.

Government Agency Name	Grant Amount
MINISTRY OF FOREIGN AFFAIRS OF NETHERLANDS	$ 1,071,428.
MINISTRY OF FOREIGN AFFAIRS OF FINLAND	$ 252,238.
SWEDISH INTERNATIONAL DEVELOPMENT COOPERATION AGENCY	$ 448,276.
	$
	$
	$
	$
	$
	$
	$
	$
	$
	$
	$
	$
	$
	$
	$
	$
	$
	$
	$
	$
	$
	$
	$
	$
Total Government Contributions (Grants)	$ 1,771,942.

WOMEN DELIVER, INC 26-4462256

5. Fee Instructions

The filing fee depends on the organization's Registration Type. For details on Registration Type and filing fees, see the Instructions for Form CHAR500.

Organization's Registration Type	Fee Instructions
• **Article 7-A**	Calculate the Article 7-A filing fee using the table in **part a** below. The EPTL filing fee is $0.
• **EPTL**	Calculate the EPTL filing fee using the table in **part b** below. the Article 7-A filing fee is $0.
• **Dual**	Calculate both the Article 7-A and EPTL filing fees using the tables in **parts a and b** below. Add the Article 7-A and EPTL filing fees together to calculate the total fee. Submit a **single** check or money order for the total fee.

a) Article 7-A filing fee

Total Support & Revenue	Article 7-A Fee
more than $250,000	$25
up to $250,000 *	$10

* *Any organization that contracted with or used the services of a professional fund raiser (PFR) or fund raising counsel (FRC) during the reporting period must pay an Article 7-A filing fee of $25, regardless of total support and revenue.*

b) ETPL filing fee

Net Worth at End of Year	EPTL Fee
Less than $50,000	$25
$50,000 or more, but less than $250,000	$50
$250,000 or more, but less than $1,000,000	$100
$1,000,000 or more, but less than $10,000,000	$250
$10,000,000 or more, but less than $50,000,000	$750
$50,000,000 or more	$1500

6. Attachments – Document Attachment Check-List

Check the boxes for the documents you are attaching.

For All Filers

Filing Fee

[X] Single check or money order payable to 'NYS Department of Law'

Copies of Internal Revenue Service Forms

[X] **IRS Form 990**	[ ] **IRS Form 990-EZ**	[ ] **IRS Form 990-PF**
[X] All required schedules (including Schedule B	[ ] All required schedules (including Schedule B	[ ] All required schedules (including Schedule B
[ ] IRS Form 990-T	[ ] IRS Form 990-T	[ ] IRS Form 990-T

Additional Article 7-A Document Attachment Requirement

Independent Accountant's Report

[X] Audit Report *(total support & revenue more than $250,000)*

[ ] Review Report *(total support & revenue $100,001 to $250,000)*

[ ] No Accountant's Report Required *(total support & revenue not more than $100,000)*

BCA Watson Rice LLP
Certified Public Accountants and Advisors

5 Penn Plaza
New York, New York 10001
www.bcawatsonrice.com

Telephone: 212.447.7300
Facsimile: 212.683.6031

August 13, 2013

State of New York
Office of the Attorney General
Charities Bureau
120 Broadway
New York, NY 10271

Re: Women Deliver, Inc.
NYS Reg. No. 41-65-101
EIN 26-4462256

To Whom It May Concern:

On behalf of Women Deliver, Inc., we are requesting an additional three-month extension until November 15, 2013 to file their December 31, 2012 CHAR 500. The additional time is needed to gather the information necessary to prepare a complete and accurate return. We have enclosed a copy of the Form 8868 filed with the Internal Revenue Service as required.

Should you have any question please contact me at 212-447-7300.

Sincerely,
BCA Watson Rice, LLP

Baruti N. Bediako, CPA
Tax Manager

Form **990**

Department of the Treasury
Internal Revenue Service

EXTENSION ATTACHED

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)

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

OMB No. 1545-0047

2012

Open to Public Inspection

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

B Check if applicable:
- [ ] Address change
- [ ] Name change
- [ ] Initial return
- [ ] Terminated
- [ ] Amended return
- [ ] Application pending

C
WOMEN DELIVER, INC
588 BROADWAY #905
NEW YORK, NY 10012

D Employer Identification Number: 26-4462256

E Telephone number: (646) 694-9100

G Gross receipts $ 4,040,409.

F Name and address of principal officer: JILL W. SHEFFIELD
SAME AS C ABOVE

H(a) Is this a group return for affiliates? [ ] Yes [X] No

H(b) Are all affiliates included? [ ] Yes [ ] No
If 'No,' attach a list. (see instructions)

I Tax-exempt status: [X] 501(c)(3) [ ] 501(c) ( )◄ (insert no.) [ ] 4947(a)(1) or [ ] 527

J Website: ► WWW.WOMENDELIVER.ORG

H(c) Group exemption number ►

K Form of organization: [X] Corporation [ ] Trust [ ] Association [ ] Other ►

L Year of Formation: 2009

M State of legal domicile: DE

Part I Summary

Activities & Governance

1 Briefly describe the organization's mission or most significant activities: SEE ORGANIZATION'S MISSION ON SCHEDULE O.

2 Check this box ► [ ] 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	4
4	Number of independent voting members of the governing body (Part VI, line 1b)	4	4
5	Total number of individuals employed in calendar year 2012 (Part V, line 2a)	5	29
6	Total number of volunteers (estimate if necessary)	6	4
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.

		Prior Year	Current Year
Revenue			
8	Contributions and grants (Part VIII, line 1h)	3,619,645.	2,866,504.
9	Program service revenue (Part VIII, line 2g)	293,745.	1,163,794.
10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	1,471.	739.
11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	5,017.	9,372.
12	Total revenue – add lines 8 through 11 (must equal Part VIII, column (A), line 12)	3,919,878.	4,040,409.
Expenses			
13	Grants and similar amounts paid (Part IX, column (A), lines 1-3)		
14	Benefits paid to or for members (Part IX, column (A), line 4)		
15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	1,098,203.	1,405,151.
16a	Professional fundraising fees (Part IX, column (A), line 11e)		
b	Total fundraising expenses (Part IX, column (D), line 25) ► 93,579.		
17	Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	1,140,884.	2,182,260.
18	Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	2,239,087.	3,587,411.
19	Revenue less expenses. Subtract line 18 from line 12	1,680,791.	452,998.
Net Assets or Fund Balances		**Beginning of Current Year**	**End of Year**
20	Total assets (Part X, line 16)	2,965,862.	3,669,795.
21	Total liabilities (Part X, line 26)	83,751.	318,695.
22	Net assets or fund balances. Subtract line 21 from line 20	2,882,111.	3,351,100.

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

► Jill W. Sheffield
Signature of officer — Date

► JILL W. SHEFFIELD — PRESIDENT & CEO
Type or print name and title.

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check [ ] if self-employed	PTIN
CAZEMBE BEKTEMBA, CPA	CAZEMBE BEKTEMBA, CPA	10/31/13		P00642018

Firm's name ► BCA WATSON RICE LLP

Firm's address ► 5 PENN PLAZA, 15TH FL
NEW YORK, NY 10001-1810

Firm's EIN ► 26-1726741

Phone no. (212) 447-7300

May the IRS discuss this return with the preparer shown above? (see instructions) [X] Yes [ ] No

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:

SEE SCHEDULE O

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? . . . SEE SCHEDULE O . . . [X] 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 [X] 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 and section 4947(a)(1) trusts 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 $ 3,312,281. including grants of $) (Revenue $ 1,163,794.)

SEE EXEMPT PURPOSE ACHIEVEMENT ON SCHEDULE O.

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 ► 3,312,281.

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*	1	X	
2	Is the organization required to complete *Schedule B, Schedule of Contributors* (see instructions)?	2	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*	3		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*	4		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*	5		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*	6		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*	7		X
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? *If 'Yes,' complete Schedule D, Part III*	8		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*	9		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*	10		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*	11 a	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*	11 b		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*	11 c		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*	11 d		X
	e Did the organization report an amount for other liabilities in Part X, line 25? *If 'Yes,' complete Schedule D, Part X*	11 e	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*	11 f		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*	12a		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*	12 b		X
13	Is the organization a school described in section 170(b)(1)(A)(ii)? *If 'Yes,' complete Schedule E*	13		X
14 a	Did the organization maintain an office, employees, or agents outside of the United States?	14a		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*	14b		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*	15		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*	16		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)*	17		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*	18		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*	19		X
20 a	Did the organization operate one or more hospital facilities? *If 'Yes,' complete Schedule H*	20		X
	b If 'Yes' to line 20a, did the organization attach a copy of its audited financial statements to this return?	20 b		

Part IV Checklist of Required Schedules *(continued)*

			Yes	No
21	Did the organization report more than $5,000 of grants and other assistance to governments and organizations in the United States on Part IX, column (A), line 1? *If 'Yes,' complete Schedule I, Parts I and II*	21		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? *If 'Yes,' complete Schedule I, Parts I and III*	22		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? *If 'Yes,' complete Schedule J*	23	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, and that was issued after December 31, 2002? *If 'Yes,' answer lines 24b through 24d and complete Schedule K. If 'No,'go to line 25*	24a		X
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b		
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?	24c		
d	Did the organization act as an 'on behalf of' issuer for bonds outstanding at any time during the year?	24d		
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? *If 'Yes,' complete Schedule L, Part I*	25a		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? *If 'Yes,' complete Schedule L, Part I*	25b		X
26	Was a loan to or by a current or former officer, director, trustee, key employee, highest compensated employee, or disqualified person outstanding as of the end of the organization's tax year? *If 'Yes,' complete Schedule L, Part II*	26		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? *If 'Yes,' complete Schedule L, Part III*	27		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? *If 'Yes,' complete Schedule L, Part IV*	28a		X
b	A family member of a current or former officer, director, trustee, or key employee? *If 'Yes,' complete Schedule L, Part IV*	28b		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? *If 'Yes,' complete Schedule L, Part IV*	28c		X
29	Did the organization receive more than $25,000 in non-cash contributions? *If 'Yes,' complete Schedule M*	29		X
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? *If 'Yes,' complete Schedule M*	30		X
31	Did the organization liquidate, terminate, or dissolve and cease operations? *If 'Yes,' complete Schedule N, Part I*	31		X
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? *If 'Yes,' complete Schedule N, Part II*	32		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? *If 'Yes,' complete Schedule R, Part I*	33		X
34	Was the organization related to any tax-exempt or taxable entity? *If 'Yes,' complete Schedule R, Parts II, III, IV, and V, line 1*	34		X
35 a	Did the organization have a controlled entity within the meaning of section 512(b)(13)?	35a		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)? *If 'Yes,' complete Schedule R, Part V, line 2*	35b		
36	**Section 501(c)(3) organizations.** Did the organization make any transfers to an exempt non-charitable related organization? *If 'Yes,' complete Schedule R, Part V, line 2*	36		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? *If 'Yes,' complete Schedule R, Part VI*	37		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	38	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 . . . ☐

			Yes	No
1 a Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable	1 a	26		
b Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable	1 b	0		
c Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?		1 c	X	
2 a Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return	2 a	29		
b If at least one is reported on line 2a, did the organization file all required federal employment tax returns?		2 b	X	
Note. If the sum of lines 1a and 2a is greater than 250, you may be required to *e-file.* (see instructions)				
3 a Did the organization have unrelated business gross income of $1,000 or more during the year?		3 a		X
b If 'Yes' has it filed a Form 990-T for this year? *If 'No,' provide an explanation in Schedule O*		3 b		
4 a At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?		4 a		X
b If 'Yes,' enter the name of the foreign country: ►				
See instructions for filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.				
5 a Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		5 a		X
b Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		5 b		X
c If 'Yes,' to line 5a or 5b, did the organization file Form 8886-T?		5 c		
6 a Does the organization have annual gross receipts that are normally greater than $100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?		6 a		X
b If 'Yes,' did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		6 b		
7 Organizations that may receive deductible contributions under section 170(c).				
a Did the organization receive a payment in excess of $75 made partly as a contribution and partly for goods and services provided to the payor?		7 a		X
b If 'Yes,' did the organization notify the donor of the value of the goods or services provided?		7 b		
c Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		7 c		X
d If 'Yes,' indicate the number of Forms 8282 filed during the year	7 d			
e Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		7 e		X
f Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		7 f		X
g If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?		7 g		
h If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?		7 h		
8 Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?		8		
9 Sponsoring organizations maintaining donor advised funds.				
a Did the organization make any taxable distributions under section 4966?		9 a		
b Did the organization make a distribution to a donor, donor advisor, or related person?		9 b		
10 Section 501(c)(7) organizations. Enter:				
a Initiation fees and capital contributions included on Part VIII, line 12	10 a			
b Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10 b			
11 Section 501(c)(12) organizations. Enter:				
a Gross income from members or shareholders	11 a			
b Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)	11 b			
12 a Section 4947(a)(1) non - exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?		12 a		
b If 'Yes,' enter the amount of tax-exempt interest received or accrued during the year	12 b			
13 Section 501(c)(29) qualified nonprofit health insurance issuers.				
a Is the organization licensed to issue qualified health plans in more than one state?		13 a		
Note. See the instructions for additional information the organization must report on Schedule O.				
b Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans	13 b			
c Enter the amount of reserves on hand	13 c			
14 a Did the organization receive any payments for indoor tanning services during the tax year?		14 a		X
b If 'Yes,' has it filed a Form 720 to report these payments? *If 'No,' provide an explanation in Schedule O*		14 b		

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

			Yes	No
1 a Enter the number of voting members of the governing body at the end of the tax year. If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O.	1 a	4		
b Enter the number of voting members included in line 1a, above, who are independent.	1 b	4		
2 Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee or key employee?	2			X
3 Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person? SEE SCH. O	3		X	
4 Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?	4			X
5 Did the organization become aware during the year of a significant diversion of the organization's assets?	5			X
6 Did the organization have members or stockholders?	6			X
7 a 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?	7 a			X
b Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or other persons other than the governing body?	7 b			X
8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:				
a The governing body?	8 a		X	
b Each committee with authority to act on behalf of the governing body?	8 b		X	
9 Is there any officer, director or 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* . SEE SCHEDULE O	9		X	

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

		Yes	No
10 a Did the organization have local chapters, branches, or affiliates?	10 a		X
b 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?	10 b		
11 a Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	11 a	X	
b Describe in Schedule O the process, if any, used by the organization to review this Form 990. SEE SCHEDULE O			
12 a Did the organization have a written conflict of interest policy? *If 'No,' go to line 13*	12 a	X	
b Were officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	12 b	X	
c Did the organization regularly and consistently monitor and enforce compliance with the policy? *If 'Yes,' describe in Schedule O how this is done* . . . SEE SCHEDULE O	12 c	X	
13 Did the organization have a written whistleblower policy?	13	X	
14 Did the organization have a written document retention and destruction policy?	14	X	
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?			
a The organization's CEO, Executive Director, or top management official . SEE SCHEDULE O	15 a	X	
b Other officers of key employees of the organization	15 b	X	
If 'Yes' to line 15a or 15b, describe the process in Schedule O. (See instructions.)			
16 a Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?	16 a		X
b 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 taken steps to safeguard the organization's exempt status with respect to such arrangements?	16 b		

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 (501(c)(3)s only) available for public inspection. Indicate how you make these available. Check all that apply.

[X] 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 makes its governing documents, conflict of interest policy, and financial statements available to the public during the tax year. SEE SCHEDULE O

20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization:

► LOUISE DUNN 588 BROADWAY, SUITE 905, NEW YORK, NY 10012 (646) 695-9100

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

1 a 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): Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	(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
(1) LINDA ALEXANDER CHAIR	1 0	X		X				0.	0.	0.
(2) DAME BILLIE MILLER DIRECTOR	0.5 0	X						0.	0.	0.
(3) FREDERICK T. SAI DIRECTOR	0.75 0	X						0.	0.	0.
(4) JILL W. SHEFFIELD PRESIDENT & CEO	40 0			X				236,110.	0.	23,498.
(5) LOUISE DUNN VP/OPERATIONS	40 0				X			150,800.	0.	15,206.
(6) VANITA R. GOWDA SENIOR DIRECTOR	40 0					X		128,393.	0.	14,118.
(7) MARY KESSLER CREATIVE DIRECTOR	40 0					X		112,752.	0.	7,740.
(8)										
(9)										
(10)										
(11)										
(12)										
(13)										
(14)										

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees *(cont)*

(A) Name and title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position: Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	(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
(15)										
(16)										
(17)										
(18)										
(19)										
(20)										
(21)										
(22)										
(23)										
(24)										
(25)										
1 b Sub-total ►								628,055.	0.	60,562.
c Total from continuation sheets to Part VII, Section A ►								0.	0.	0.
d Total (add lines 1b and 1c) ►								628,055.	0.	60,562.

2 Total number of individuals (including but not limited to those listed above) who received more than $100,000 of reportable compensation from the organization ► 4

		Yes	No
3 Did the organization list any **former** officer, director or trustee, key employee, or highest compensated employee on line 1a? *If 'Yes,' complete Schedule J for such individual*	3		X
4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than $150,000? *If 'Yes' complete Schedule J for such individual*	4	X	
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? *If 'Yes,' complete Schedule J for such person*	5		X

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than $100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation
GLOBAL HEALTH STRATEGIES 27 WEST 24TH STREET,SUITE 900, NY, NY 10010	CONSULTING SERVICE	152,270.
MINDGRUB TECHNOLOGIES LLC 640 FREDERICK ROAD, BALTIMORE, MD 21228	SOFTWARE CONSULTING	163,700.
MR. YOUTH LLC 225 PARK AVE SOUTH, 16TH FLR, NEW YORK, NY 10003	CONSULTING SERVICE	265,840.
ECOREXPERIENCE 17 SQUARE WOODS DRIVE, LAGRANGEVILLE, NY 12540	CONSULTING SERVICE	103,871.
FAMILY CARE INTERNATIONAL 588 BROADWAY,SUITE 503 NEW YORK, NY 10012	FINANCE/HR/IT SERVS	180,696.

2 Total number of independent contractors (including but not limited to those listed above) who received more than $100,000 in compensation from the organization ► 5

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 1,771,942.				
	f All other contributions, gifts, grants, and similar amounts not included above	1f 1,094,562.				
	g Noncash contributions included in lns 1a-1f: $					
	h **Total.** Add lines 1a-1f	►	2,866,504.			
PROGRAM SERVICE REVENUE		Business Code				
	2a CONSULTANCY	900099	954,733.	954,733.		
	b CONFERENCE	900099	209,061.	209,061.		
	c					
	d					
	e					
	f All other program service revenue					
	g **Total.** Add lines 2a-2f	►	1,163,794.			
OTHER REVENUE	3 Investment income (including dividends, interest and other similar amounts)	►	739.			739.
	4 Income from investment of tax-exempt bond proceeds	►				
	5 Royalties	►				
		(i) Real / (ii) Personal				
	6a Gross rents					
	b Less: rental expenses					
	c Rental income or (loss)					
	d Net rental income or (loss)	►				
		(i) Securities / (ii) Other				
	7a Gross amount from sales of assets other than inventory					
	b Less: cost or other basis and sales expenses					
	c Gain or (loss)					
	d Net gain or (loss)	►				
	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	►				
	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	►				
	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	►				
	Miscellaneous Revenue	Business Code				
	11a FOREIGN EXCHANGE GAIN	900099	8,755.			8,755.
	b OTHER REVENUE	900099	617.	617.		
	c					
	d All other revenue					
	e **Total.** Add lines 11a-11d	►	9,372.			
	12 **Total revenue.** See instructions	►	4,040,409.	1,164,411.	0.	9,494.

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 . . . [X]

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				
2 Grants and other assistance to individuals in the United States. See Part IV, line 22				
3 Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	425,614.	396,385.	20,499.	8,730.
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.	0.	0.	0.
7 Other salaries and wages	812,407.	756,055.	39,446.	16,906.
8 Pension plan accruals and contributions (include section 401(k) and section 403(b) employer contributions)	25,577.	22,166.	2,359.	1,052.
9 Other employee benefits	59,188.	52,961.	4,349.	1,878.
10 Payroll taxes	82,365.	74,128.	5,766.	2,471.
11 Fees for services (non-employees):				
a Management				
b Legal	25,354.	25,354.		
c Accounting	96,923.		96,923.	
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees				
g Other. (If line 11g amt exceeds 10% of line 25, column (A) amt, list line 11g expenses on Sch O) SCH O	943,764.	921,302.	144.	22,318.
12 Advertising and promotion	9,810.	9,810.		
13 Office expenses	210,793.	202,182.	6,028.	2,583.
14 Information technology	281,336.	278,790.	1,782.	764.
15 Royalties				
16 Occupancy	77,051.	71,706.	3,742.	1,603.
17 Travel	364,606.	329,552.		35,054.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	165,289.	165,289.		
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization				
23 Insurance	5,975.	5,378.	418.	179.
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 PASS-THROUGH FEES	1,359.	1,223.	95.	41.
b				
c				
d				
e All other expenses				
25 Total functional expenses. Add lines 1 through 24e	3,587,411.	3,312,281.	181,551.	93,579.
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 ► [ ] if following SOP 98-2 (ASC 958-720)				

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	209,642.	1	1,475,622.
	2	Savings and temporary cash investments	501,630.	2	202,369.
	3	Pledges and grants receivable, net	1,901,156.	3	1,253,964.
	4	Accounts receivable, net	271,820.	4	197,564.
	5	Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L		5	
	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		6	
	7	Notes and loans receivable, net		7	
	8	Inventories for sale or use		8	
	9	Prepaid expenses and deferred charges	11,360.	9	460,379.
	10a	Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D — 10a 18,062.			
	b	Less: accumulated depreciation — 10b 9,299.	12,972.	10c	8,763.
	11	Investments – publicly traded securities		11	
	12	Investments – other securities. See Part IV, line 11		12	
	13	Investments – program-related. See Part IV, line 11		13	
	14	Intangible assets		14	
	15	Other assets. See Part IV, line 11	57,282.	15	71,134.
	16	**Total assets.** Add lines 1 through 15 (must equal line 34)	2,965,862.	16	3,669,795.
Liabilities	17	Accounts payable and accrued expenses	83,751.	17	264,142.
	18	Grants payable		18	
	19	Deferred revenue		19	
	20	Tax-exempt bond liabilities		20	
	21	Escrow or custodial account liability. Complete Part IV of Schedule D		21	
	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		22	
	23	Secured mortgages and notes payable to unrelated third parties		23	
	24	Unsecured notes and loans payable to unrelated third parties		24	
	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		25	54,553.
	26	**Total liabilities.** Add lines 17 through 25	83,751.	26	318,695.
Net Assets or Fund Balances		**Organizations that follow SFAS 117 (ASC 958), check here ▶ [X] and complete lines 27 through 29, and lines 33 and 34.**			
	27	Unrestricted net assets	441,983.	27	784,915.
	28	Temporarily restricted net assets	2,440,128.	28	2,566,185.
	29	Permanently restricted net assets		29	
		Organizations that do not follow SFAS 117 (ASC 958), check here ▶ ☐ 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	2,882,111.	33	3,351,100.
	34	Total liabilities and net assets/fund balances	2,965,862.	34	3,669,795.

Part XI Reconciliation of Net Assets

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

1	Total revenue (must equal Part VIII, column (A), line 12)	1	4,040,409.
2	Total expenses (must equal Part IX, column (A), line 25)	2	3,587,411.
3	Revenue less expenses. Subtract line 2 from line 1	3	452,998.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	2,882,111.
5	Net unrealized gains (losses) on investments	5	
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O) SEE SCHEDULE O	9	15,991.
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	3,351,100.

Part XII Financial Statements and Reporting

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

			Yes	No
1	Accounting method used to prepare the Form 990: [ ] Cash [X] Accrual [ ] Other			
	If the organization changed its method of accounting from a prior year or checked 'Other,' explain in Schedule O.			
2 a	Were the organization's financial statements compiled or reviewed by an independent accountant?	2a		X
	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?	2b	X	
	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: [X] 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?	2c		X
	If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.			
3 a	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?	3a		X
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	3b		

OMB No. 1545-0047

SCHEDULE A (Form 990 or 990-EZ)

Department of the Treasury Internal Revenue Service

Public Charity Status and Public Support

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.

2012

Open to Public Inspection

Name of the organization: WOMEN DELIVER, INC

Employer identification number: 26-4462256

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 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 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?	11 g (i)		
(ii) A family member of a person described in (i) above?	11 g (ii)		
(iii) A 35% controlled entity of a person described in (i) or (ii) above?	11 g (iii)		

h Provide the following information about the supported organization(s).

(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 column (i) listed in your governing document? Yes	No	(v) Did you notify the organization in column (i) of your support? Yes	No	(vi) Is the organization in column (i) organized in the U.S.? Yes	No	(vii) Amount of monetary support
(A)									
(B)									
(C)									
(D)									
(E)									
Total									

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.')			6,173,036.	3,619,645.	2,866,504.	12,659,185.
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	0.	0.	6,173,036.	3,619,645.	2,866,504.	12,659,185.
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)						251,594.
6 **Public support.** Subtract line 5 from line 4						12,407,591.

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	0.	0.	6,173,036.	3,619,645.	2,866,504.	12,659,185.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources			159.	1,471.	739.	2,369.
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.). SEE PART IV					8,755.	8,755.
11 **Total support.** Add lines 7 through 10						12,670,309.

12 Gross receipts from related activities, etc (see instructions) .... 12 | 2,486,263.

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** .... ► [X]

Section C. Computation of Public Support Percentage

14 Public support percentage for 2012 (line 6, column (f) divided by line 11, column (f)) .... 14 | %

15 Public support percentage from 2011 Schedule A, Part II, line 14 .... 15 | %

16a **33-1/3% support test – 2012.** If the organization did not check the box on line 13, and the line 14 is 33-1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization .... ► [ ]

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 .... ► [ ]

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 .... ► [ ]

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 .... ► [ ]

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 .. ► [ ]

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

Calendar year (or fiscal yr 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.')						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
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 and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 **Total.** Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of $5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 **Public support** (Subtract line 7c from line 6.)						

Section B. Total Support

Calendar year (or fiscal yr beginning in) ►	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
13 **Total support.** (Add lns 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

15	Public support percentage for 2012 (line 8, column (f) divided by line 13, column (f))	15	%
16	Public support percentage from 2011 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17	Investment income percentage for **2012** (line 10c, column (f) divided by line 13, column (f))	17	%
18	Investment income percentage from **2011** Schedule A, Part III, line 17	18	%

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 ► ☐

b **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).

PART II, LINE 10 - OTHER INCOME

NATURE AND SOURCE	2012	2011	2010	2009	2008
FOREIGN EXCHANGE GAIN	$ 8,755.				
TOTAL	$ 8,755.	$ 0.	$ 0.	$ 0.	$ 0.

Schedule B
(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

► **Attach to Form 990, Form 990-EZ, or Form 990-PF**

OMB No. 1545-0047

2012

Name of the organization	Employer identification number
WOMEN DELIVER, INC	26-4462256

Organization type (check one):

Filers of:	**Section:**
Form 990 or 990-EZ	[X] 501(c)(3) (enter number) organization
	[ ] 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	[ ] 527 political organization
Form 990-PF	[ ] 501(c)(3) exempt private foundation
	[ ] 4947(a)(1) nonexempt charitable trust treated as a private foundation
	[ ] 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

[X] For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor. (Complete Parts I and II.)

Special Rules

[ ] For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33-1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) $5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.

[ ] For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

[ ] For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc, purposes, but these contributions did not total to more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc, purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc, contributions of $5,000 or more during the year . . . . ► $

Caution: An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF) but it must answer 'No' on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2, of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization	Employer identification number
WOMEN DELIVER, INC	26-4462256

Part I **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	WORLD BANK 1818 H ST NW WASHINGTON, DC 20433-0001	$ 80,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
2	WORLD HEALTH ORGANIZATION AVENUE APPIA 20 GENEVA, CANTON DE GENEVE 1211 SWITZERLAND	$ 200,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
3	JOHN/CATHERINE MACARTHUR FOUNDATION 140 DEARBORN ST CHICAGO, IL 60603	$ 200,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
4	THE WILLIAM AND FLORA HEWLETT FDN. 2121 SAND HILL ROAD MENLO PARK, CA 94025	$ 50,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
5	THE SUMMIT FOUNDATION 2100 PENNSYLVANIA AVE. ST. 525 WASHINGTON, DC 20037	$ 25,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
6	DAVID AND LUCILE PARKARD FDN. 300 2ND ST LOS ALTOS, CA 94022	$ 150,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

Name of organization: WOMEN DELIVER, INC

Employer identification number: 26-4462256

Part I **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
7	NETHERLANDS- MIN.OF FOREIGN AFFAIRS BEZUIDENHOUTSEWEG 67 DEN HAAG, 2594 AC NETHERLANDS	$ 1,071,428.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
8	SWEDISH INT'L DEV. COOP. AGENCY VALHALLAVAGNE 199 STOCKHOLM, 10525 SWEDEN	$ 448,276.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
9	GAVI 1776 I STREET, NW, STE 600 WASHINGTON, DC 20006	$ 25,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
10	ANONYMOUS 222 KEIWIT PLAZA OMAHA, NE 68131	$ 100,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
11	MIN.OF FOREIGN AFFAIRS OF FINLAND LAIVASTOKATU 22 MERIKASARMI , G00160 HELSINKI FINLAND	$ 252,238.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
12	NEW VENTURE FUND 734 15TH STREET, NW, SUITE 600 WASHINGTON, DC 20005	$ 250,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

Name of organization

WOMEN DELIVER, INC

Employer identification number

26-4462256

Part II **Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	N/A	$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization: WOMEN DELIVER, INC

Employer identification number: 26-4462256

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

For organizations completing Part III, enter total of *exclusively* religious, charitable, etc, contributions of **$1,000 or less** for the year. (Enter this information once. See instructions.) ► $ N/A

Use duplicate copies of Part III if additional space is needed.

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

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

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

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

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

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

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

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

SCHEDULE D (Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

► Complete if the organization answered 'Yes,' to Form 990, Part IV, lines 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.
► Attach to Form 990. ► See separate instructions.

OMB No. 1545-0047

2012

Open to Public Inspection

Name of the organization: WOMEN DELIVER, INC

Employer identification number: 26-4462256

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.

	(a) Donor advised funds	(b) Funds and other accounts
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 and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control? ☐ Yes ☐ No

6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit? ☐ 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).

- ☐ Preservation of land for public use (e.g., recreation or education)
- ☐ Protection of natural habitat
- ☐ Preservation of open space
- ☐ Preservation of an historically important land area
- ☐ Preservation of a certified historic structure

2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.

		Held at the End of the Tax Year
a Total number of conservation easements	2a	
b Total acreage restricted by conservation easements	2b	
c Number of conservation easements on a certified historic structure included in (a)	2c	
d Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register	2d	

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ►

4 Number of states where property subject to conservation easement is located ►

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds? ☐ Yes ☐ No

6 Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ►

7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ►$

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, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements.

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.

1 a 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 ►$

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.

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

2 a 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 explantion has been provided in Part XIII ☐

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

	(a) Current	(b) Prior year	(c) Two years	(d) Three years	(e) Four years
1 a Beginning of year balance					
b Contributions					
c Net investment earnings, gains, and losses					
d Grants or scholarships					
e Other expenditures for facilities and programs					
f Administrative expenses					
g End of year balance					

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

a Board designated or quasi-endowment ► %
b Permanent endowment ► %
c Temporarily restricted endowment ► %
The percentages in lines 2a, 2b, and 2c should equal 100%.

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

		Yes	No
(i) unrelated organizations	3a(i)		
(ii) related organizations	3a(ii)		
b If 'Yes' to 3a(ii), are the related organizations listed as required on Schedule R?	3b		

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
1 a Land				
b Buildings				
c Leasehold improvements		9,505.	4,119.	5,386.
d Equipment				
e Other		8,557.	5,180.	3,377.
Total. Add lines 1a through 1e. *(Column (d) must equal Form 990, Part X, column (B), line 10(c).)* ►				8,763.

Part VII Investments – Other Securities. See Form 990, Part X, line 12. N/A

(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, column (B) line 12.)* ►		

Part VIII Investments – Program Related. See Form 990, Part X, line 13. N/A

(a) Description of investment type	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
(10)		
Total. *(Column (b) must equal Form 990, Part X, column (B) line 13.)* ►		

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

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

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

(a) Description of liability	(b) Book value
(1) Federal income taxes	
(2) FUNDS HELD FOR OTHERS	54,553.
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
(11)	
Total. *(Column (b) must equal Form 990, Part X, column (B) line 25.)* ►	54,553.

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	4,056,400.
2 Amounts included on line 1 but not on Form 990, Part VIII, line 12:				
a Net unrealized gains on investments	2a			
b Donated services and use of facilities	2b			
c Recoveries of prior year grants	2c			
d Other (Describe in Part XIII.) SEE PART XIII	2d	15,991.		
e Add lines 2a through 2d			2e	15,991.
3 Subtract line 2e from line 1			3	4,040,409.
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			
c Add lines 4a and 4b			4c	
5 Total revenue. Add lines 3 and 4c. *(This must equal Form 990, Part I, line 12.)*			5	4,040,409.

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

1 Total expenses and losses per audited financial statements			1	3,587,411.
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			
e Add lines 2a through 2d			2e	
3 Subtract line 2e from line 1			3	3,587,411.
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	3,587,411.

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.

SCHEDULE D, PART XI, LINE 2D
OTHER REVENUE INCLUDED IN F/S BUT NOT INCLUDED ON FORM 990

UNREALIZED FOREIGN EXCHANGE GAIN	$	15,991.
TOTAL	$	15,991.

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: WOMEN DELIVER, INC

Employer identification number: 26-4462256

Part I Questions Regarding Compensation

			Yes	No
1 a	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. ☐ First-class or charter travel ☐ Housing allowance or residence for personal use ☐ Travel for companions ☐ Payments for business use of personal residence ☐ Tax indemnification and gross-up payments ☐ Health or social club dues or initiation fees ☐ Discretionary spending account ☐ 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	1 b		
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?	2		
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. ☐ Compensation committee ☐ Written employment contract ☐ Independent compensation consultant ☒ Compensation survey or study ☐ Form 990 of other organizations ☒ 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?	4 a		X
b	Participate in, or receive payment from, a supplemental nonqualified retirement plan?	4 b		X
c	Participate in, or receive payment from, an equity-based compensation arrangement?	4 c		X
	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?	5 a		X
b	Any related organization?	5 b		X
	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?	6 a		X
b	Any related organization?	6 b		X
	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		X
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		X
9	If 'Yes' to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?	9		

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 columns (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 and incentive compensation	(iii) Other reportable compensation				
1 JILL W. SHEFFIELD	(i)	236,110.	0.	0.	16,800.	6,698.	259,608.	0.
PRESIDENT & CEO	(ii)	0.	0.	0.	0.	0.	0.	0.
2 LOUISE DUNN	(i)	150,800.	0.	0.	11,600.	3,606.	166,006.	0.
VP/OPERATIONS	(ii)	0.	0.	0.	0.	0.	0.	0.
3	(i)							
	(ii)							
4	(i)							
	(ii)							
5	(i)							
	(ii)							
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, for Part II. Also complete this part for any additional information.

SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

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.

OMB No. 1545-0047

2012

Open to Public Inspection

Name of the organization: WOMEN DELIVER, INC

Employer identification number: 26-4462256

FORM 990, PART I, SUMMARY, LINE 1

WOMEN DELIVER'S MISSION IS TO PROMOTE AND ADVANCE THE HEALTH OF GIRLS, WOMEN, AND MOTHERS. IT CONVENES A GLOBAL CONFERENCE EVERY THREE YEARS AND SERVES AS A GLOBAL SOURCE OF INFORMATION FOR ADVOCACY AND ACTION. IT BELIEVES IN PARTNERSHIPS, COLLABORATION, AND SOLUTIONS AND SEEKS TO CONNECT INDIVIDUALS, CORPORATIONS, AND ORGANIZATIONS THAT CAN AND WILL MAKE A DIFFERENCE.

FORM 990, PAGE 2, LINE 4A - EXEMPT PURPOSE ACHIEVEMENT

2012 WAS A CRITICAL YEAR FOR WOMEN DELIVER AS IT PREPARED FOR THE GLOBAL CONFERENCE IN 2013. LEADING UP TO THE CONFERENCE WERE REGIONAL CONSULTATIONS IN UGANDA, BANGLADESH, AND MEXICO. IN ADDITION, WOMEN DELIVER LAUNCHED A CROWDFUNDING PLATFORM, AND ALSO EXPANDED ITS CORPORATE AND YOUTH PROGRAMS. WE ARE DEEPLY GRATEFUL TO NORAD FOR THE SUPPORT OF THIS YEAR'S WORK.

1. REGIONAL CONSULTATIONS CONVENE LEADERS AND EXPERTS

WOMEN DELIVER, IN PARTNERSHIP WITH REGIONAL ORGANIZATIONS, HELD CONSULTATIONS IN SUB-SAHARAN AFRICA, LATIN AMERICA AND THE CARIBBEAN, AND ASIA. POLICYMAKERS, RESEARCHERS, EXPERTS, AND ADVOCATES SHARED SUCCESS STORIES, LESSONS LEARNED AND PATHWAYS FOR FUTURE PROGRESS IN MATERNAL AND REPRODUCTIVE HEALTH. THE CONSULTATIONS RESULTED IN KEY RECOMMENDATIONS ON HOW THE POST-2015 DEVELOPMENT FRAMEWORK CAN BEST SERVE EACH REGION'S GIRLS AND WOMEN, AND WERE SUBMITTED DIRECTLY TO THE OFFICE OF THE UN SECRETARY-GENERAL.

2. CATAPULT LAUNCHES - THE FIRST CROWDFUNDING PLATFORM FOR GIRLS AND WOMEN

CATAPULT, WOMEN DELIVER'S NEW CROWDFUNDING PLATFORM, "SOFT" LAUNCHED ON THE INTERNATIONAL DAY OF THE GIRL ON OCTOBER 11 WITH PROJECTS FROM 30 COUNTRIES. BY YEAR'S END, MORE THAN 145 ORGANIZATIONS WERE IN THE PROCESS OF APPLYING FOR THEIR PROJECTS TO BE POSTED. THREE WERE FULLY FUNDED BY THE END OF THE YEAR.

CATAPULT WAS SELECTED AS ONE OF THE TOP TEN HEALTH COMMUNICATION SUCCESSES FOR 2012.

Name of the organization: WOMEN DELIVER, INC

Employer identification number: 26-4462256

(THE WOMEN DELIVER CONFERENCE IN WASHINGTON DC WAS NAMED ONE OF THE TOP HEALTH COMMUNICATION SUCCESSES IN 2010.) A GIFT CARD FEATURE FOR CATAPULT WAS ADDED IN DECEMBER.

3. YOUNG LEADERS TAKE CENTER STAGE

WOMEN DELIVER ENLISTS YOUNG PEOPLE TO ADVOCATE FOR MATERNAL, SEXUAL AND REPRODUCTIVE HEALTH. EACH YOUNG LEADER ATTENDS A WOMEN DELIVER SKILLS-BUILDING WORKSHOP AND THEN IS IN REGULAR CONTACT WITH WOMEN DELIVER TO IDENTIFY OPPORTUNITIES TO SPEAK FOR THEIR GENERATION. IN 2012, NEARLY 50 YOUNG PEOPLE PARTICIPATED IN ONE OF TWO REGIONAL WOMEN DELIVER ALL-DAY ADVOCACY WORKSHOPS. AN ADDITIONAL 100 YOUTH WERE CHOSEN TO ATTEND A PRE-CONFERENCE WORKSHOP AND THE WOMEN DELIVER CONFERENCE IN KUALA LUMPUR IN MAY 2013.

FOR WORLD CONTRACEPTION DAY: WOMEN DELIVER POSTED 21 BLOGS FROM YOUNG LEADERS.

4. PLANNING FOR WOMEN DELIVER 2013

MUCH OF 2012 WAS SPENT IN PLANNING FOR WOMEN DELIVER 2013, WOMEN DELIVER'S GLOBAL CONFERENCE IN MAY 2013 IN MALAYSIA. THIS INCLUDED DECIDING THE THEME AND SPEAKERS FOR SIX PLENARIES, SIX PRESIDENTIAL SESSIONS, 120 CONCURRENT SESSIONS, AND POPULATING THE FOUR EXHIBIT HALLS, AND COORDINATING A HOST OF SIDE EVENTS. SPECIAL FORUMS WERE ORGANIZED TO CONVENE HEALTH AND FINANCE MINISTERS, PARLIAMENTARIANS, YOUNG PEOPLE, AND FAITH LEADERS. THE CONFERENCE PROVIDED TRAVEL SUPPORT FOR 1,000 PEOPLE; A MAJORITY FROM THE GLOBAL SOUTH. THE FOUR EXHIBIT HALLS WERE ORGANIZED TO INCLUDE BOTH A SPEAKERS' CORNER AND TECHNIQUES AND TECHNOLOGIES SESSIONS. A CINEMA CORNER WAS PLANNED TO FEATURE A PANORAMA OF NEW FILMS AND VIDEOS. WOMEN DELIVER ALSO WORKED ON A NUMBER OF PUBLICATIONS INCLUDING A SPECIAL EDITION OF THE THE LANCET, A BOOK OF POLITICAL CARTOONS CURATED BY LIZA DONNELLY, A LEADING NEW YORKER CARTOONIST. AND A POCKET CARD WITH THE CONFERENCE MESSAGING. THE WORLD BANK BEGAN WORK ON THE CONFERENCE BACKGROUND PAPER - MAKING THE CASE FOR INVESTING IN REPRODUCTIVE HEALTH.

Name of the organization	Employer identification number
WOMEN DELIVER, INC	26-4462256

5. C-EXCHANGE PARTNERS TO LAUNCH A NEW PROJECT

WOMEN DELIVER'S PRIVATE-PUBLIC PARTNERSHIP GROUP, THE C-EXCHANGE, PLANNED AN 18-MONTH INITIATIVE DESIGNED TO EMPOWER YOUNG LEADERS IN TO ADVOCATE WITH POLICYMAKERS AND EDUCATE THEIR COMMUNITIES ABOUT SELECTED MATERNAL AND REPRODUCTIVE HEALTH ISSUES. EXPECTED OUTPUTS OF THE INITIATIVE ARE AN ONLINE TOOLKIT, IN-DEPTH TRAINING FOR 50 YOUTH; 10 SEED GRANTS FOR YOUTH; AND NEW MENTORSHIP OPPORTUNITIES.

6. WOMEN DELIVER 50 SHOWCASES IDEAS AND SOLUTIONS FOR GIRLS AND WOMEN

IN HONOR OF INTERNATIONAL WOMEN'S DAY 2012, WOMEN DELIVER CELEBRATED THE 50 MOST INSPIRING IDEAS AND SOLUTIONS THAT DELIVER FOR GIRLS AND WOMEN. WOMEN DELIVER RECEIVED MORE THAN 500 SUBMISSIONS FROM 103 COUNTRIES, WITH PROJECTS RANGING FROM ADVOCACY CAMPAIGNS, EDUCATIONAL INITIATIVES, HEALTH INTERVENTIONS, LEADERSHIP PROGRAMS, AND NEW TECHNOLOGIES. A SELECTION COMMITTEE COMPOSED OF THE BILL AND MELINDA GATES FOUNDATION, MEDIC MOBILE, ROOM TO READ, MAN UP AND THE INTERNATIONAL CENTER FOR RESEARCH ON WOMEN IDENTIFIED THE WINNING SUBMISSIONS.

7. WOMEN DELIVER REACHES OUT TO CORPORATE WOMEN

DURING UNGASS, WOMEN DELIVER, THE NATIONAL ASSOCIATION FOR FEMALE EXECUTIVES, AND JOHNSON & JOHNSON CO-HOSTED A BREAKFAST ON INVESTING IN GIRLS AND WOMEN. THE ROSTER OF SPEAKERS INCLUDED HER ROYAL HIGHNESS CROWN PRINCESS METTE-MARIT OF NORWAY; BARBARA BUSH, PRESIDENT AND CO-FOUNDER OF THE GLOBAL HEALTH CORPS; NYARADZAYI GUMBONZVANDA, GENERAL SECRETARY OF THE YMCA; AND JENI KLUGMAN, PHD, DIRECTOR OF GENDER AND DEVELOPMENT, THE WORLD BANK.

FORM 990, PART III, LINE 1 - ORGANIZATION MISSION

WOMEN DELIVER'S MISSION IS TO PROMOTE AND ADVANCE THE HEALTH OF GIRLS, WOMEN, AND MOTHERS. IT CONVENES A GLOBAL CONFERENCE EVERY THREE YEARS AND SERVES AS A GLOBAL SOURCE OF INFORMATION FOR ADVOCACY AND ACTION. IT BELIEVES IN PARTNERSHIPS, COLLABORATION, AND SOLUTIONS AND SEEKS TO CONNECT INDIVIDUALS, CORPORATIONS, AND ORGANIZATIONS THAT CAN AND WILL MAKE A DIFFERENCE.

Name of the organization: WOMEN DELIVER, INC

Employer identification number: 26-4462256

FORM 990, PART III, LINE 2 - NEW SERVICES

WOMEN DELIVER LAUNCHED CATAPULT IN OCTOBER 2012, A CROWDFUNDING PLATFORM TO RAISE FUNDS FOR GIRLS' AND WOMEN'S PROJECTS ACROSS THE GLOBE. ALL FUNDS RAISED FROM THE PUBLIC ARE DIRECTLY GIVEN TO A PROJECT. ALL ORGANIZATIONS SUBMITTING PROJECT MUST SUBMIT DOCUMENTATION THAT MEET INTERNATIONAL AND NATIONAL REQUIREMENTS AS A CHARITABLE ORGANIZATION.

FORM 990, PART VI, LINE 3 - DESCRIPTION OF DELEGATED DUTIES TO MANAGEMENT COMPANY

FAMILY CARE INTERNATIONAL IS CONTRACTED TO PROVIDE ADMINISTRATIVE, FINANCIAL AND PROGRAMMATIC SERVICES, THEY ALSO PROVIDE INFORMATION TECHNOLOGY SUPPORT.

FORM 990, PART VI, LINE 9 - OFFICER, DIRECTOR, TRUSTEE, KEY EMPLOYEE MAILING ADDRESS

LINDA ALEXANDER
210 STAGECOACH ROAD
CHAPEL HILL, NC 27514

DAME BILLIE MILLER
12 MOUNT STANDFAST
ST. JAMES, BB24031
BARBADOS, WEST INDIES

FREDERICK T. SAI
P.O. BOX 9983
24 SIR ARKU KORSAH ROAD
K.I.A ACCRA
GHANA

FORM 990, PART VI, LINE 11B - FORM 990 REVIEW PROCESS

990 IS SENT OUT VIA EMAIL BEFORE IT IS SUBMITTED. BOARD MEMBERS ARE ASKED TO REVIEW AND RAISE ANY QUESTIONS OR CONCERNS, AND TO NOTE VIA EMAIL THAT THEY HAVE REVIEWED

Name of the organization: WOMEN DELIVER, INC

Employer identification number: 26-4462256

FORM 990, PART VI, LINE 11B - FORM 990 REVIEW PROCESS (CONTINUED)

AND AGREE WITH THE CONTENTS.

FORM 990, PART VI, LINE 12C - EXPLANATION OF MONITORING AND ENFORCEMENT OF CONFLICTS

TO ENSURE WOMEN DELIVER'S DIRECTORS AND STAFF DO NOT ENGAGE IN ACTIVITIES THAT REPRESENT A CONFLICT O INTEREST, ANNUAL REVIEWS ARE CONDUCTED. THESE INCLUDE:

1. A REVIEW OF CONTRACTS UNDERTAKEN BY THE VICE PRESIDENT TO ENSURE THERE IS CONFLICT OF INTEREST.

2. ANNUAL NOTICE TO THE BOARD OF DIRECTORS AND KEY STAFF WITH A REQUIRED WRITTEN RETURN BY EMAIL OR LETTER THAT THE INDIVIDUAL DOES NOT HAVE ANY INTEREST THAT COULD RIGHT TO A CONFLICT OF INTEREST.

FORM 990, PART VI, LINE 15A - COMPENSATION REVIEW & APPROVAL PROCESS - CEO, TOP MANAGEMENT

THE BOARD OF DIRECTORS ANNUALLY REVIEWS THE PERFORMANCE OF THE EXECUTIVE DIRECTOR. A STANDARDIZED FORM IS SENT TO THE BOARD MEMBERS BY THE CHAIR, WHO MEETS IN EXECUTIVE SESSION OR IN DISCUSSION VIA EMAIL TO DISCUSS THE PERFORMANCE. ALL OTHER STAFF ARE EVALUATED BY THEIR SUPERVISOR. EACH EMPLOYEE FILLS OUT A SELF-EVALUATION. THE SUPERVISOR ALSO FILLS IN AN EVALUATION. ALL EVALUATIONS ARE FILED WITH HUMAN RESOURCES AND SIGNED BY THE EMPLOYEE AND SUPERVISOR. ANNUAL SALARY RANGES ARE BASED ON COMPENSATION SURVEY OF NEW YORK STATE NON-PROFITS.

FORM 990, PART VI, LINE 19 - OTHER ORGANIZATION DOCUMENTS PUBLICLY AVAILABLE

THE GOVERNING DOCUMENTS, POLICIES AND FINANCIAL STATEMENTS ARE MADE AVAILABLE TO THE PUBLIC AT OUR WEBSITE WWW.WOMENDELIVER.ORG.

FORM 990, PART IX, LINE 11G
OTHER FEES FOR SERVICES

	(A) TOTAL	(B) PROGRAM SERVICES	(C) MANAGEMENT & GENERAL	(D) FUND-RAISING
CONSULTING SERVICES	935,427.	913,171.		22,256.
PAYROLL FEES	2,063.	1,857.	144.	62.
TRANSLATION SERVICE	6,274.	6,274.		
TOTAL	$ 943,764.	$ 921,302.	$ 144.	$ 22,318.

FORM 990, PART XI, LINE 9
OTHER CHANGES IN NET ASSETS OR FUND BALANCES

UNREALIZED FOREIGN EXCHANGE GAIN	$ 15,991.
TOTAL	$ 15,991.

• If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box ▶ [X]

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

• If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions. WOMEN DELIVER, INC	Employer identification number (EIN) or 26-4462256
File by the extended due date for filing your return. See instructions.	Number, street, and room or suite number. If a P.O. box, see instructions. BCA WATSON RICE LLP 5 PENN PLAZA, 15TH FL	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NEW YORK, NY 10001-1810	

Enter the Return code for the return that this application is for (file a separate application for each return) 01

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (section 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

• The books are in care of ▶ LOUISE DUNN

Telephone No. ▶ (646) 695-9100 FAX No. ▶

• If the organization does not have an office or place of business in the United States, check this box ▶ [ ]

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ____ . If this is for the whole group, check this box ▶ [ ] . If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until 11/15, 20 13.

5 For calendar year 2012, or other tax year beginning ______, 20 __, and ending ______, 20 __.

6 If the tax year entered in line 5 is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension... ADDITIONAL TIME IS NEEDED TO GATHER ALL THE INFORMATION REQUIRED TO PREPARE A COMPLETE AND ACCURATE RETURN.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a	$
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	$
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c	$

Signature and Verification must be completed for Part II only.

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

Signature ▶ Title ▶ CPA Date ▶ 8/12/13

WOMEN DELIVER, INC.

AUDITED FINANCIAL STATEMENTS
AND
SUPPLEMENTARY INFORMATION

DECEMBER 31, 2012 AND 2011

BCA WATSON RICE LLP
CERTIFIED PUBLIC ACCOUNTANTS

WOMEN DELIVER, INC.
DECEMBER 31, 2012 AND 2011

TABLE OF CONTENTS

TCBA Watson Rice LLP
Certified Public Accountants and Advisors

5 Penn Plaza
New York, New York 10001
www.tcbawatsonrice.com

Telephone: 212.447.7300
Fascimile: 212.683.6031

INDEPENDENT AUDITOR'S REPORT

To the Board of Directors
Women Deliver, Inc.
New York, New York

Report on the Financial Statements

We have audited the accompanying financial statements of Women Deliver, Inc., which comprise the statements of financial position as of December 31, 2012 and 2011, and the related statements of activities, functional expenses and cash flows for the years then ended and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

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

Auditor's Responsibility – Continued

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

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Women Deliver, Inc. as of December 31, 2012 and 2011, and the changes in its net assets and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Report on Supplementary Information in Relation to Financial Statements as a Whole

Our audits were conducted for the purpose of forming an opinion on the financial statements as a whole. The accompanying supplementary information is presented for purposes of additional analysis and is not a required part of the financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audits of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

BCA Watson Rice LLP

New York, New York
May 22, 2013

WOMEN DELIVER, INC.
STATEMENTS OF FINANCIAL POSITION
DECEMBER 31, 2012 AND 2011

	2012	2011
Assets		
Cash (Note 3)	$ 1,677,991	$ 711,272
Receivables from (Note 4):		
Foundations and trusts	700,000	875,000
Foreign governments	528,964	798,977
Consultancy	197,564	271,820
General contributors	25,000	200,000
United Nations agencies	-	27,179
Property and equipment, net (Note 5)	8,763	12,972
Other assets (Note 6)	531,513	68,642
Total Assets	$ 3,669,795	$ 2,965,862
Liabilities and Net Assets		
Liabilities		
Accounts payable and accrued expenses	$ 264,142	$ 83,751
Funds held for others	54,553	-
Total Liabilities	318,695	83,751
Net Assets		
Unrestricted	784,915	441,983
Temporarily restricted (Note 7)	2,566,185	2,440,128
Total Net Assets	3,351,100	2,882,111
Total Liabilities and Net Assets	$ 3,669,795	$ 2,965,862

See notes to financial statements.

WOMEN DELIVER, INC.
STATEMENTS OF ACTIVITIES
YEARS ENDED DECEMBER 31, 2012 AND 2011

	2012			2011		
	Unrestricted	Temporarily Restricted	Total	Unrestricted	Temporarily Restricted	Total
Support and Revenues						
United Nations agencies	$ -	$ 280,000	$ 280,000	$ -	$1,138,129	$1,138,129
Foreign governments	1,071,428	700,514	1,771,942	2,200	1,130,977	1,133,177
Foundations and trusts	-	775,000	775,000	-	1,125,000	1,125,000
Consultancy revenue	-	954,733	954,733	-	293,745	293,745
General contributors revenue	39,562	-	39,562	34,023	200,000	234,023
Foreign exchange gain (loss)	24,746	-	24,746	(41,144)	-	(41,144)
Interest and dividends	739	-	739	1,471	-	1,471
Conference revenue	209,061	-	209,061	-	-	-
Other income	617	-	617	5,017	-	5,017
	1,346,153	2,710,247	4,056,400	1,567	3,887,851	3,889,418
Net assets released from restrictions (Note 8)	2,584,190	(2,584,190)	-	1,546,999	(1,546,999)	-
Total Support and Revenues	3,930,343	126,057	4,056,400	1,548,566	2,340,852	3,889,418
Expenses						
Program Services						
Global advocacy and information sharing	1,993,201	-	1,993,201	1,660,456	-	1,660,456
Catapult	1,319,080	-	1,319,080	280,729	-	280,729
Total Program Services	3,312,281	-	3,312,281	1,941,185	-	1,941,185
Supporting Services						
Management and general	181,551	-	181,551	206,803	-	206,803
Fundraising	93,579	-	93,579	91,099	-	91,099
Total Supporting Services	275,130	-	275,130	297,902	-	297,902
Total Expenses	3,587,411	-	3,587,411	2,239,087	-	2,239,087
Changes in Net Assets	342,932	126,057	468,989	(690,521)	2,340,852	1,650,331
Net Assets, Beginning of Year	441,983	2,440,128	2,882,111	1,132,504	99,276	1,231,780
Net Assets, End of Year	$ 784,915	$2,566,185	$3,351,100	$ 441,983	$2,440,128	$2,882,111

See notes to financial statements.

WOMEN DELIVER, INC.
STATEMENTS OF FUNCTIONAL EXPENSES
YEARS ENDED DECEMBER 31, 2012 AND 2011

2012

	Program Services			Supporting Services			
	Global Advocacy and Information Sharing	Catapult	Total Program Services	Management and General	Fundraising	Total Supporting Services	Total Expenses
Salaries and benefits	$ 932,959	$ 370,593	$1,303,552	$ 72,563	$ 31,099	$ 103,662	$ 1,407,214
Professional services	430,041	514,759	944,800	96,923	22,256	119,179	1,063,979
Travel and per diem expenses	315,486	14,066	329,552	-	35,054	35,054	364,606
Telecommunications	23,214	248,780	271,994	1,806	774	2,580	274,574
Meeting and workshop expenses	159,885	5,404	165,289	-	-	-	165,289
Rent and office expenses	98,093	46,832	144,925	7,629	3,270	10,899	155,824
Printed/audiovisual materials	24,824	118,626	143,450	1,953	836	2,789	146,239
Postage and shipping	3,688	20	3,708	287	123	410	4,118
Pass-through fees	1,223	-	1,223	95	41	136	1,359
Pass-through grants	-	-	-	-	-	-	-
Other expenses	3,788	-	3,788	295	126	421	4,209
Total Expenses	$ 1,993,201	$1,319,080	$3,312,281	$ 181,551	$ 93,579	$ 275,130	$ 3,587,411

2011

	Program Services			Supporting Services			
	Global Advocacy and Information Sharing	Catapult	Total Program Services	Management and General	Fundraising	Total Supporting Services	Total Expenses
Salaries and benefits	$ 926,390	$ 40,029	$ 966,419	$ 87,856	$ 43,928	$ 131,784	$ 1,098,203
Professional services	348,704	25,456	374,160	84,059	14,068	98,127	472,287
Travel and per diem expenses	111,013	3,824	114,837	-	15,660	15,660	130,497
Telecommunications	15,734	200,920	216,654	4,844	2,422	7,266	223,920
Meeting and workshop expenses	43,335	-	43,335	3,940	1,970	5,910	49,245
Rent and office expenses	99,934	-	99,934	23,937	11,968	35,905	135,839
Printed/audiovisual materials	8,082	10,500	18,582	1,417	708	2,125	20,707
Postage and shipping	4,900	-	4,900	445	223	668	5,568
Pass-through fees	48,994	-	48,994	-	-	-	48,994
Pass-through grants	50,000	-	50,000	-	-	-	50,000
Other expenses	3,370	-	3,370	305	152	457	3,827
Total Expenses	$ 1,660,456	$280,729	$1,941,185	$ 206,803	$ 91,099	$ 297,902	$ 2,239,087

See notes to financial statements.

WOMEN DELIVER, INC.
STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2012 AND 2011

	2012	2011
Cash Flows from Operating Activities		
Changes in net assets	$ 468,989	$ 1,650,331
Adjustments to reconcile changes in net assets to net cash provided by (used in) operating activities:		
Depreciation and amortization	4,209	3,829
Unrealized foreign exchange loss (gain)	(18,977)	30,459
Decrease (increase) in:		
Receivables	740,425	(1,909,402)
Other assets	(462,871)	(12,942)
Increase (decrease) in:		
Accounts payable and accrued expenses	180,391	(99,859)
Funds held for others	54,553	-
Grants payable	-	(4,940)
Total adjustments	497,730	(1,992,855)
Net cash provided by (used in) operating activities	966,719	(342,524)
Cash Flows from Investing Activities		
Purchases of property and equipment	-	(3,933)
Net Increase (Decrease) in Cash	966,719	(346,457)
Cash, Beginning of Year	711,272	1,057,729
Cash, End of Year	$ 1,677,991	$ 711,272

See notes to financial statements.

WOMEN DELIVER, INC.
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2012 AND 2011

1. ORGANIZATIONAL STRUCTURE AND NATURE OF ACTIVITIES

Launched at a groundbreaking conference in 2007, Women Deliver, Inc. ("Women Deliver" or the "Organization") works globally to generate political commitment and financial investment for fulfilling Millennium Development Goal #5 ("MDG5") – to reduce maternal mortality and achieve universal access to reproductive health.

Women Deliver's message is that maternal health is both a human right and a practical necessity for sustainable development. Women Deliver is based in New York, New York. A five-member Board of Directors governs Women Deliver, which was founded as a 501(c)(3) organization in 2009.

Women Deliver's mission is to promote and advance the health of girls, women, and mothers. It convenes a global conference every three years and serves as a global source of information for advocacy and action. It believes in partnerships, collaboration, and solutions and seeks to connect individuals, corporations, and organizations that can and will make a difference.

An overview of Women Deliver's 2012 activities follows:

1. **<u>Regional Consultations Convene Leaders And Experts:</u>** Women Deliver, in partnership with regional organizations, held consultations in sub-Saharan Africa, Latin America and the Caribbean, and Asia. Policymakers, researchers, experts, and advocates shared success stories, lessons learned and pathways for future progress in maternal and reproductive health. The consultations resulted in key recommendations on how the post-2015 development framework can best serve each region's girls and women, and were submitted directly to the office of the UN Secretary-General. A fourth regional consultation for the MENA region will be held on May 26, 2013 in Kuala Lumpur.

1. ORGANIZATIONAL STRUCTURE AND NATURE OF ACTIVITIES – CONTINUED

2. **Planning For Women Deliver 2013 in Kuala Lumpur, Malaysia, May 28-May 30:** Planning for the 2013 global conference was a year-long activity. Six plenaries, six presidential sessions, 120 concurrent sessions, four exhibit halls, photo exhibits, publications and a host of side events will fill the conference hall from morning to night. Special forums will convene Health and Finance Ministers, Parliamentarians, young people, editors and journalists, and faith leaders. The conference will provide travel support for 1,000 people; nearly 40% of the conference budget and focused on increasing participation from the Global South. More than 7,000 people applied for scholarships in early 2012. The exhibit halls will include both a Speakers' Corner, Techniques and Technologies sessions, and a career fair. A cinema corner will feature a panorama of new films and videos. The World Bank wrote the conference background paper on the benefits of investing in reproductive health. *The Lancet*, a prestigious medical journal, agreed to create a special edition for Women Deliver.

3. **Young Leaders Take Center Stage:** Women Deliver enlists young people to advocate for maternal, sexual and reproductive health. Each young leader attends a Women Deliver skills-building workshop and then is in regular contact with Women Deliver to identify opportunities to speak for their generation. In 2012, nearly 50 young people participated in one of two regional Women Deliver all-day advocacy workshops. Women Deliver also selected 100 young people to attend Women Deliver's preconference for young people, an all-day event before Women Deliver 2013. In fall 2012, a large number of young people wrote blogs for World Contraception Day.

4. **C-Exchange Partners Collaborate On A Project Aimed At Young People:** Women Deliver's private-public partnership group planned to launch an 18-month initiative designed to empower young leaders in to advocate with policymakers and educate their communities about selected maternal and reproductive health issues. Expected outputs of the initiative are an online toolkit, in-depth training for 50 youth; 10 seed grants for youth; and new mentorship opportunities.

1. ORGANIZATIONAL STRUCTURE AND NATURE OF ACTIVITIES – CONTINUED

5. **Women Deliver 50 Showcases Ideas And Solutions For Girls And Women:** In honor of International Women's Day 2012, Women Deliver celebrated the 50 most inspiring ideas and solutions that deliver for girls and women. Women Deliver received more than 500 submissions from 103 countries, with projects ranging from advocacy campaigns, educational initiatives, health interventions, leadership programs, and new technologies. A selection committee composed of the Bill and Melinda Gates Foundation, Medic Mobile, Room to Read, Man Up and the International Center for Research on Women identified the winning submissions.

6. **Women Deliver Reaches Out To Corporate Women:** During UN General Assembly Week in September 2012, Women Deliver, the National Association for Female Executives, and Johnson & Johnson co-hosted a breakfast on investing in girls and women. The roster of speakers included Her Royal Highness Crown Princess Mette-Marit of Norway; Barbara Bush, President and Co-Founder of the Global Health Corps; Nyaradzayi Gumbonzvanda, General Secretary of the YMCA; and Jeni Klugman, PhD, Director of Gender and Development, the World Bank.

7. **Catapult Launches-The First Crowdfunding Platform For Girls And Women:** Catapult, Women Deliver's new crowdfunding platform, "soft" launched on the International Day of the Girl on October 11 featuring projects from 30 countries that improves the lives of girls and women. By year's end, more than 145 organizations were in the process of applying for their projects to be posted. The platform collected $54,553 for projects in 2012. All donations go to the project once it is fully funded, with no transaction costs charged on the donation. Catapult was selected as one of the top ten health communication successes for 2012. (The Women Deliver conference in Washington DC was named one of the top health communication successes in 2010!) A gift card feature for Catapult was added in December. Official launch is in March 2013.

8. **Women Deliver Moves:** Women Deliver moved to larger headquarters to accommodate an increase in staff. The new offices are in an adjacent building in New York City.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting and Presentation

The financial statements of Women Deliver are prepared on the accrual basis of accounting in accordance with U.S. generally accepted accounting principles. Net assets, revenues and expenses are classified based on the existence or absence of donor-imposed restrictions. Accordingly, the net assets of Women Deliver and changes therein are classified and reported as follows:

Unrestricted net assets - Net assets that are not subject to donor-imposed stipulations.

Temporarily restricted net assets - Net assets subject to donor-imposed stipulations that may or will be met by actions of the Organization and/or the passage of time.

Cash

Cash consists of checking and money market accounts and petty cash. Interest income is recognized as earned. Although the balance from time to time exceeds the Federal Depository Insurance Coverage limit, Women Deliver does not believe it has significant credit exposure.

Property and Equipment and Depreciation and Amortization

Property and equipment are recorded at cost. Depreciation and amortization have been provided on the straight line method over 3-10 years, the estimated useful lives of the assets, or the life of the lease, whichever is shorter. Upon sale or retirement of depreciable properties, the related costs and accumulated depreciation and amortization are removed from the accounts and any resulting gain or loss is reflected in the financial statements.

Revenue Recognition

Contributions

All contributions are considered to be available for unrestricted use, unless specifically restricted by the donor. Contributions are generally recorded when notification of a gift is received. Contributions restricted by the donor or grantor for specific purposes or projects are recorded as revenues in the period granted at face value. Contributions received in securities or properties are recorded at fair value at the date of the gift.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES – CONTINUED

Revenue Recognition – Continued

Promises to Give

Unconditional promises to give are recognized as revenues or gains in the period received and as assets, decreases of liabilities, or expenses depending on the form of the benefits received. Conditional promises to give are recognized only when the conditions on which they depend are substantially met and the promises become unconditional.

Funds Held for Others

Women Deliver acts as a facilitator for the transfer of assets between a potential donor and a potential beneficiary through its Catapult crowdfunding platform. In accordance with Financial Accounting Standards Board Accounting Standards Codification 958-605-25, *Not for Profit Entities: Revenue Recognition,* Women Deliver recognizes its liability to the specified beneficiary concurrent with its recognition of the cash or other financial assets received from the donor.

Foreign Currency Transactions

Transactions denominated in foreign currencies are translated into United States dollars ("US dollars") at exchange rates prevailing on the transaction date. Monetary assets and liabilities denominated in foreign currencies are translated into US dollars at exchange rates prevailing on the year-end date with any resulting foreign exchange gain or loss included in the statements of activities.

Income Taxes

Women Deliver is a not-for-profit corporation exempt from income taxes under Section 501(c)(3) of the Internal Revenue Code.

Functional Allocation of Expenses

The costs of providing various programs and other activities have been summarized on a functional basis in the statements of activities and statements of functional expenses. Accordingly, certain costs have been allocated among the programs and supporting services benefited.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES – CONTINUED

Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

Reclassifications

Certain accounts in the prior-year financial statements have been reclassified for comparative purposes to conform with the presentation in the current-year financial statements.

3. CASH

Cash at December 31, 2012 and 2011 consists of the following:

	2012	2011
Citibank - checking accounts	$ 1,421,641	$ 209,392
Citibank - money market account	202,369	501,630
Citibank - Catapult account	18,562	-
Paypal - Catapult	35,169	-
Petty cash	250	250
Total	$ 1,677,991	$ 711,272

4. RECEIVABLES

Receivables at December 31, 2012 and 2011 consist of the following:

	2012		
	Current	Non-Current	Total
Foundations and trusts	$ 560,000	$ 140,000	$ 700,000
Foreign governments	475,393	53,571	528,964
Consultancy	197,564	-	197,564
General contributors	25,000	-	25,000
Total	$ 1,257,957	$ 193,571	$ 1,451,528

	2011		
	Current	Non-Current	Total
Foundations and trusts	$ 725,000	$ 150,000	$ 875,000
Foreign governments	615,652	183,325	798,977
Consultancy	271,820	-	271,820
General contributors	200,000	-	200,000
United Nations agencies	27,179	-	27,179
Total	$ 1,839,651	$ 333,325	$ 2,172,976

5. PROPERTY AND EQUIPMENT - NET

Property and equipment at December 31, 2012 and 2011 consist of the following:

	2012	2011
Leasehold improvements	$ 9,505	$ 9,505
Computer hardware and software	4,624	4,624
Office furniture	3,933	3,933
Subtotal	18,062	18,062
Less: Accumulated depreciation and amortization	(9,299)	(5,090)
Net Property and Equipment	$ 8,763	$ 12,972

6. OTHER ASSETS

Other assets at December 31, 2012 and 2011 consist of the following:

	2012	2011
Prepaid expenses	$ 460,379	$ 11,360
Security deposits	69,993	57,282
Advances	1,141	-
Total	$ 531,513	$ 68,642

Prepaid expenses at December 31, 2012 include airfares and hotel accommodations amounting to $458,663 to be used during the 2013 Women Deliver Conference.

Security deposits at December 31, 2012 and 2011 include initial deposit paid to the Kuala Lumpur Convention Center to house the 2013 Women Deliver Conference in the amount of $40,000.

7. TEMPORARILY RESTRICTED NET ASSETS

Temporarily restricted net assets at December 31, 2012 and 2011 represent contributions and revenues received and unexpended from the following donors:

	2012	2011
Foreign governments	$ 997,836	$ 1,081,684
Foundations and trusts	1,394,649	978,693
United Nations agencies	173,700	165,000
General contributors	-	200,000
Consultancy	-	14,751
Total	$ 2,566,185	$ 2,440,128

8. NET ASSETS RELEASED FROM RESTRICTIONS

Temporarily restricted net assets of $2,584,190 and $1,546,999 for the years ended December 31, 2012 and 2011, respectively, were released from temporary donor restrictions by incurring expenses for the global advocacy and information sharing program, thus, satisfying the restricted purpose.

9. CONDITIONAL PROMISE TO GIVE

During 2011, Malaysia Convention and Exhibition Bureau ("MyCEB") promised to provide subvention support to Women Deliver in the amount of $321,834 (MYR 1,000,000) for the 2013 Women Deliver Conference that is conditioned upon the minimum attendance of 4,500 registered delegates at the conference. In the event that the total attendance is less than 4,500 registered delegates, MyCEB has the right to renegotiate the subvention support which will be reduced on the basis of MYR 220 per registered delegate with a minimum financial guarantee of MYR 500,000.

Women Deliver recognized the minimum financial guarantee of $160,917 (MYR 500,000) as revenue for the year ended December 31, 2011.

10. PENSION PLAN

Women Deliver has a defined contribution pension plan covering substantially all employees. Women Deliver contributes an amount equal to 8% of participating employees' compensation. Eligible employees choosing to participate in the plan are required to contribute a minimum of 2% of their compensation up to the maximum allowed based on Internal Revenue Code 403(b). Pension expense amounted to $52,026 and $40,135 for the years ended December 31, 2012 and 2011, respectively.

11. LEASE COMMITMENT

At December 31, 2012, Women Deliver's lease commitment relating to office space is as follows:

December 31,		Amount
2013	$	71,736
2014		73,888
2015		56,654
Total	$	202,278

12. SUBSEQUENT EVENTS

Management has evaluated subsequent events through May 22, 2013, the date the financial statements were available to be issued.

WOMEN DELIVER, INC.
FINANCIAL HIGHLIGHTS -
SCHEDULES OF ACTIVITIES AND CHANGES IN NET ASSETS
YEARS ENDED DECEMBER 31, 2012 AND 2011

	2012	2011
Net Assets, Beginning of Year	$ 2,882,111	$ 1,231,780
Add: Support and Revenues		
United Nations agencies	280,000	1,138,129
Foreign governments	1,771,942	1,133,177
Foundations and trusts	775,000	1,125,000
Consultancy revenue	954,733	293,745
General contributors revenue	39,562	234,023
Foreign exchange gain (loss)	24,746	(41,144)
Interest and dividends	739	1,471
Conference revenues	209,061	-
Other income	617	5,017
Total Support and Revenues	4,056,400	3,889,418
Total Funds Available	6,938,511	5,121,198
Less: Expenses		
Program Services		
Global advocacy and information sharing	1,993,201	1,660,456
Catapult	1,319,080	280,729
Total Program Services	3,312,281	1,941,185
Supporting Services		
Management and general	181,551	206,803
Fundraising	93,579	91,099
Total Supporting Services	275,130	297,902
Total Expenses	3,587,411	2,239,087
Net Assets, End of Year	$ 3,351,100	$ 2,882,111
Comprised of:		
Cash	$ 1,677,991	$ 711,272
Receivables	1,451,528	2,172,976
Property and equipment, net	8,763	12,972
Other assets	531,513	68,642
Liabilities	(318,695)	(83,751)
Total	$ 3,351,100	$ 2,882,111