



Consolidated Financial Statements

For the Years Ended December 31, 2015 and 2014

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Independent Auditor's Report

Board of Directors PATH

We have audited the accompanying consolidated financial statements of PATH and Subsidiaries (collectively, the Organization) which comprise the consolidated statements of financial position as of December 31, 2015 and 2014, and the related consolidated statements of activities and changes in net assets, functional expenses, and cash flows for the years then ended, and the related notes to the consolidated 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 audits to obtain reasonable assurance about whether the financial statements are free from 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.

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



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Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Organization as of December 31, 2015 and 2014, and the changes in its net assets and its cash flows for the years then ended, in conformity with accounting principles generally accepted in the United States of America.

A handwritten signature in black ink that reads "Clark Nuber P.S." in a cursive script.

Certified Public Accountants
June 2, 2016

PATH AND SUBSIDIARIES

Consolidated Statements of Financial Position
December 31, 2015 and 2014
(In Thousands)

	<u>2015</u>	<u>2014</u>
Assets		
Cash and cash equivalents	\$ 118,096	\$ 154,206
Investments	198,894	198,636
Contributions and awards receivable, net	278,519	297,908
Prepaid expenses and other	8,523	2,984
Other receivables	871	1,087
Furniture, equipment and leasehold improvements, net	<u>15,530</u>	<u>17,354</u>
Total Assets	<u>\$ 620,433</u>	<u>\$ 672,175</u>
Liabilities and Net Assets		
Accounts payable	\$ 21,217	\$ 25,018
Accrued expenses and other liabilities	25,244	27,182
Notes payable	<u>2,467</u>	<u>3,404</u>
Total Liabilities	48,928	55,604
Net Assets:		
Unrestricted	21,495	20,179
Temporarily restricted	546,620	593,005
Permanently restricted	<u>3,390</u>	<u>3,387</u>
Total Net Assets	<u>571,505</u>	<u>616,571</u>
Total Liabilities and Net Assets	<u>\$ 620,433</u>	<u>\$ 672,175</u>

See accompanying notes.

PATH AND SUBSIDIARIES

**Consolidated Statement of Activities and Changes in Net Assets
For the Year Ended December 31, 2015
(In Thousands)**

	Unrestricted	Temporarily Restricted	Permanently Restricted	2015
Operating Revenues:				
Grants, contracts and contributions-				
U.S. government	\$ -	\$ 96,558	\$ -	\$ 96,558
Other government		16,231		16,231
Private foundations		135,305		135,305
Other awards and in-kind		11,990		11,990
Private campaign contributions	5,715	4,489	3	10,207
	5,715	264,573	3	270,291
Other income-				
Investment income	437	834		1,271
Other	2,207			2,207
	2,644	834		3,478
Net assets released from restrictions-				
Satisfaction of program restrictions	279,054	(279,054)		
Private campaign - pledges released from restriction	1,235	(1,235)		
	280,289	(280,289)		
Total Operating Revenues	288,648	(14,882)	3	273,769
Expenses:				
Program services	234,994			234,994
Support services-				
Fundraising	3,569			3,569
Bid and proposal	2,441			2,441
Management and general	43,890			43,890
Total Expenses	284,894			284,894
Change in Net Assets From Operations	3,754	(14,882)	3	(11,125)
Nonoperating Activity:				
Loss on foreign currency exchange	(2,438)			(2,438)
Refund of unused project funds (Note 17)		(31,503)		(31,503)
Total Change in Net Assets	1,316	(46,385)	3	(45,066)
Net assets, beginning of year	20,179	593,005	3,387	616,571
Net Assets, End of Year	\$ 21,495	\$ 546,620	\$ 3,390	\$ 571,505

See accompanying notes.

PATH AND SUBSIDIARIES

**Consolidated Statement of Activities and Changes in Net Assets
For the Year Ended December 31, 2014
(In Thousands)**

	Unrestricted	Temporarily Restricted	Permanently Restricted	2014
Operating Revenues:				
Grants, contracts and contributions-				
U.S. government	\$ -	70,312	\$ -	\$ 70,312
Other government		17,970		17,970
Private foundations		199,147		199,147
Other awards and in-kind		6,899		6,899
Private campaign contributions	5,558	3,156	9	8,723
	5,558	297,484	9	303,051
Other income-				
Investment income	800	1,692		2,492
Other	430			430
	1,230	1,692		2,922
Net assets released from restrictions-				
Satisfaction of program restrictions	300,909	(300,909)		
Private campaign - pledges released from restriction	1,022	(1,022)		
	301,931	(301,931)		
Total Operating Revenues	308,719	(2,755)	9	305,973
Expenses:				
Program services	259,010			259,010
Support services-				
Fundraising	3,378			3,378
Bid and proposal	2,369			2,369
Management and general	43,006			43,006
Total Expenses	307,763			307,763
Change in Net Assets From Operations	956	(2,755)	9	(1,790)
Nonoperating Activity:				
Loss on foreign currency exchange	(3,171)			(3,171)
Refund of unused project funds (Note 17)		(9,939)		(9,939)
Total Change in Net Assets	(2,215)	(12,694)	9	(14,900)
Net assets, beginning of year	22,394	605,699	3,378	631,471
Net Assets, End of Year	\$ 20,179	\$ 593,005	\$ 3,387	\$ 616,571

See accompanying notes.

PATH AND SUBSIDIARIES

Consolidated Statement of Functional Expenses
For the Year Ended December 31, 2015
(In Thousands)

	Program Services		
	Product Development	Public Health Impact	International Development
Salaries	\$ 31,876	\$ 19,557	\$ 7,220
Fringe benefits and payroll tax	9,080	6,152	2,109
Sub-agreements	38,085	17,584	13,993
Sub-contracts	18,676	4,347	3,457
Professional services	2,443	2,231	536
Consultants	1,087	423	951
Occupancy	5,668	3,138	1,187
Relocation and moving	89	107	89
Travel	6,633	7,818	3,138
Meetings, education and workshops	609	3,436	1,786
Printing and copying	77	601	382
Telecommunications	445	685	242
Postage and freight	326	289	79
Supplies	1,196	2,615	266
Equipment rental and maintenance	584	790	357
Project procurement	525	875	701
In-kind contributions	622	20	487
Patent amortization		45	
Insurance	171	21	6
Other	259	352	1,408
	<u>\$ 118,451</u>	<u>\$ 71,086</u>	<u>\$ 38,394</u>

See accompanying notes.

Support Services						
Other	Total Program Services	Management and General	Fundraising	Bid & Proposal	2015 Total	
\$ 2,652	\$ 61,305	\$ 21,865	\$ 1,573	\$ 1,275	\$ 86,018	
752	18,093	6,303	449	374	25,219	
225	69,887				69,887	
867	27,347	510	585	46	28,488	
569	5,779	2,999	130	192	9,100	
53	2,514	1,064	41	8	3,627	
464	10,457	4,178	274	217	15,126	
17	302	55		2	359	
619	18,208	1,674	63	288	20,233	
218	6,049	350	257	11	6,667	
34	1,094	206	18	2	1,320	
57	1,429	325	6	7	1,767	
5	699	103	10	1	813	
16	4,093	338	16	1	4,448	
23	1,754	1,577	29		3,360	
101	2,202	15			2,217	
	1,129	1,220	3		2,352	
	45				45	
	198	276			474	
391	2,410	832	115	17	3,374	
\$ 7,063	\$ 234,994	\$ 43,890	\$ 3,569	\$ 2,441	\$ 284,894	

PATH AND SUBSIDIARIES

Consolidated Statement of Functional Expenses
For the Year Ended December 31, 2014
(In Thousands)

	Program Services		
	Product Development	Public Health Impact	International Development
Salaries	\$ 31,888	\$ 18,600	\$ 7,687
Fringe benefits and payroll tax	10,005	6,037	2,465
Sub-agreements	58,153	16,145	12,695
Sub-contracts	21,730	7,303	3,033
Professional services	2,916	2,161	783
Consultants	531	232	682
Occupancy	5,702	2,989	1,276
Relocation and moving	179	215	192
Travel	6,910	7,245	3,129
Meetings, education and workshops	629	4,017	1,374
Printing and copying	51	685	311
Telecommunications	471	603	310
Postage and freight	199	339	195
Supplies	740	1,619	715
Equipment rental and maintenance	277	567	497
Project procurement	420	1,758	424
In-kind contributions	6		352
Patent amortization		179	
Insurance	190	11	1
Other	2,462	287	1,443
	<u>\$ 143,459</u>	<u>\$ 70,992</u>	<u>\$ 37,564</u>

See accompanying notes.

Support Services						
Other	Total Program Services	Management and General	Fundraising	Bid & Proposal	2014 Total	
\$ 2,132	\$ 60,307	\$ 21,360	\$ 1,387	\$ 1,184	\$ 84,238	
657	19,164	6,635	428	367	26,594	
355	87,348	19		11	87,378	
571	32,637	520	592	41	33,790	
670	6,530	3,539	159	174	10,402	
163	1,608	1,254	54	24	2,940	
388	10,355	4,044	223	203	14,825	
	586	84		19	689	
624	17,908	1,928	85	290	20,211	
90	6,110	309	223	28	6,670	
91	1,138	238	22	2	1,400	
43	1,427	290	4	8	1,729	
10	743	98	9	2	852	
4	3,078	299	5	2	3,384	
16	1,357	877	37	4	2,275	
1,006	3,608				3,608	
1	359	158	48		565	
	179				179	
	202	260			462	
174	4,366	1,094	102	10	5,572	
\$ 6,995	\$ 259,010	\$ 43,006	\$ 3,378	\$ 2,369	\$ 307,763	

PATH AND SUBSIDIARIES

Consolidated Statements of Cash Flows
For the Years Ended December 31, 2015 and 2014
(In Thousands)

	<u>2015</u>	<u>2014</u>
Cash Flows From Operating Activities:		
Change in net assets	\$ (45,066)	\$ (14,900)
Adjustments to reconcile change in net assets to net cash (used) provided by operating activities-		
Depreciation and amortization	3,275	3,539
Unrealized loss (gain) on investments	1,365	(328)
(Gain) loss on sale and disposal of equipment	(16)	274
In-kind software contribution	(6,379)	
Contributions restricted for endowment	(3)	(9)
Changes in assets and liabilities:		
Contributions and awards receivable	19,389	39,283
Prepaid expenses and other	795	(20)
Other receivables	216	240
Accounts payable	(3,801)	(2,850)
Accrued expenses and other liabilities	(1,938)	1,358
Net Cash (Used) Provided by Operating Activities	(32,163)	26,587
Cash Flows From Investing Activities:		
Purchases of furniture, equipment and leasehold improvements	(1,423)	(1,581)
Proceeds from sale of equipment	33	97
Purchases of investments	(69,459)	(35,673)
Proceeds from maturity/sales of investments	67,836	77,688
Net Cash (Used) Provided by Investing Activities	(3,013)	40,531
Cash Flows From Financing Activities:		
Payments on notes payable	(937)	(932)
Proceeds from contributions restricted for endowment	3	9
Net Cash Used by Financing Activities	(934)	(923)
Net Change in Cash and Cash Equivalents	(36,110)	66,195
Cash and cash equivalents, beginning of year	154,206	88,011
Cash and Cash Equivalents, End of Year	\$ 118,096	\$ 154,206
Supplemental Disclosure of Cash Flow Information:		
Cash paid during the year for interest	\$ 58	\$ 76

See accompanying notes.

PATH AND SUBSIDIARIES

Notes to Consolidated Financial Statements For the Years Ended December 31, 2015 and 2014

Note 1 - Organization and Summary of Accounting Policies

Organization - PATH and its Subsidiaries (collectively, the Organization) is a 501(c)(3) nonprofit, nongovernmental organization incorporated in the State of Washington. PATH is an international organization that drives transformative innovation to save lives and improve health, especially among women and children. PATH accelerates innovation across five platforms - vaccines, drugs, diagnostics, devices, and systems and service innovations - that harness its entrepreneurial insight, scientific and public health expertise, and passion for health equity. By mobilizing partners around the world, PATH takes innovation to scale, working alongside countries primarily in Africa and Asia to tackle their greatest health needs. Together they deliver measurable results that disrupt the cycle of poor health.

For nearly 40 years, PATH has been a pioneer in translating bold ideas into breakthrough health solutions, with a focus on child survival, maternal and reproductive health, and infectious diseases. With headquarters in Seattle, Washington, PATH has approximately 1,300 employees and offices in more than 20 countries. PATH receives support from foundations, governments, multilateral agencies, nongovernmental organizations, universities, corporations, and individuals. Learn more at www.path.org.

Basis of Presentation - The consolidated financial statements of the Organization have been prepared on the accrual basis of accounting under accounting principles generally accepted in the United States of America (U.S. GAAP). The consolidated financial statements include the accounts of PATH and PATH's wholly-owned subsidiaries, including: PATH Vaccine Solutions (PVS), a 501(c)(3) nonprofit corporation formed to advance the development of vaccines to improve the health of children worldwide; Foundation for Appropriate Technologies in Health - Switzerland (FATH), a Swiss Foundation; and PATH Drug Solutions (PDS), a 501(c)(3) nonprofit corporation that advances the development of medicines to improve the health of children worldwide. All inter-entity accounts and transactions have been eliminated in consolidation.

For the purposes of financial reporting, the Organization classifies resources into three net asset categories pursuant to any donor-imposed restrictions. Accordingly, the net assets of the Organization 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 either by actions of the Organization and/or the passage of time.

Permanently Restricted Net Assets - Net assets restricted by donor-imposed stipulations to be invested in perpetuity. The investment income from these funds is available for current use.

Support and revenue are reported as increases in unrestricted net assets unless the use of the related assets is limited by donor-imposed restrictions. Expenses are reported as decreases in unrestricted net assets. Gains and losses on investments and other assets or liabilities are reported as increases or decreases in unrestricted net assets unless their use is restricted by explicit donor stipulation or by law. Temporary restrictions expire when the donor-stipulated purpose has been fulfilled and/or the donor-stipulated time period has elapsed. Expirations of temporary restrictions result in the reclassification of temporarily restricted net assets to unrestricted net assets and are reported in the consolidated statements of activities and changes in net assets as contributions and awards released from restrictions.

Cash and Cash Equivalents - For purposes of the consolidated statements of cash flows, the Organization considers all highly liquid debt instruments purchased with an original maturity of three months or less, other than those held in the Organization's investment portfolio, to be cash equivalents.

PATH AND SUBSIDIARIES

Notes to Consolidated Financial Statements For the Years Ended December 31, 2015 and 2014

Note 1 - Continued

Investments - Investments in equity securities with readily determinable market values and all debt securities are recorded at fair value. Unrealized and realized gains and losses on these investments are reported in the consolidated statements of activities and changes in net assets. Securities are generally held in custodial investment accounts administered by certain financial institutions.

Investment securities, in general, are exposed to various risks, including interest rate, credit and overall market volatility. Due to the level of risk associated with certain long-term investments, it is possible that changes in the values of these investments will occur in the near term and that such changes could materially affect the amounts reported in the consolidated statements of financial position.

Investment income consists primarily of income earned on cash, cash equivalents and investments, and is recognized as earned. Where directed by the donor or grantor, investment income on award advances is credited to specific restricted funds for future use as specified in the award agreement. All other interest income earned is credited to other restricted and unrestricted fund balances as is appropriate.

Fair Value of Financial Instruments - Financial instruments reported at fair value on a recurring basis include only investments. Financial instruments not reported at fair value on a recurring basis include receivables, accounts payable and notes payable. The carrying amounts of these financial instruments approximate fair value.

Contributions and Awards Receivable - Contributions and awards receivable are stated at the amount management expects to collect from outstanding balances. Management provides for probable uncollectible amounts through a charge to expense and a credit to a valuation allowance based on its assessment of the current status of individual accounts. Balances that are still outstanding after management has used reasonable collection efforts are written off through a charge to the valuation allowance and a credit to accounts, grants or contributions receivable.

Furniture, Equipment and Leasehold Improvements - The Organization capitalizes furniture, equipment and leasehold improvements with a cost of \$5,000 or greater. The cost of furniture and equipment is depreciated over the estimated useful life of the asset and is computed using the straight-line method. Leasehold improvements are amortized over the lives of the respective leases or the service lives of the improvements, whichever is shorter. Maintenance and repairs are charged to expense as incurred. Computer software purchased of \$25,000 or greater is capitalized and depreciated. Internally developed software and internally developed enhancements and modifications to existing or purchased software that result in additional functionality with a total development cost in excess of \$500,000 are capitalized and depreciated.

Vulnerability From Certain Concentrations - Financial instruments that potentially subject the Organization to concentrations of credit and market risk consist primarily of cash and cash equivalents and investments. Cash and cash equivalents and investments held by financial institutions at times exceed Federal Deposit Insurance Corporation and Securities Investor Protection Corporation insured limits.

For the years ended December 31, 2015 and 2014, 51% of the Organization's total revenues, gains and other support was received from one private foundation, and 55% and 61%, respectively, of gross contributions and awards receivable are from one private foundation.

PATH AND SUBSIDIARIES

Notes to Consolidated Financial Statements For the Years Ended December 31, 2015 and 2014

Note 1 - Continued

For the years ended December 31, 2015 and 2014, 26% and 25%, respectively, of the Organization's total revenues, gains and other support consists of awards from agencies of the United States government, and 20% and 14%, respectively, of gross contributions and awards receivable is from agencies of the United States government. Management is aware of the related vulnerabilities but does not anticipate any losses in connection with these concentrations. Management continues to seek improved diversification from donors and funding sources.

Contributions and Awards Revenue Recognition - Unconditional contributions and awards from United States and foreign government agencies, foundations and public and private funders are recognized as temporarily restricted revenue at the time committed or obligated, provided the donor has identified a restriction on the use of the funds. Revenue from contracts is recognized at the time the service or good is provided.

Donated Goods and Services - Donations of goods, including property and equipment and software licenses, are recorded as support at their estimated fair values at the date of donation. Such donations are reported as unrestricted support unless the donor has restricted the donated asset to a specific purpose. Donated services are recognized if the services received (i) create or enhance nonfinancial assets or (ii) require specialized skills, are provided by individuals possessing those skills and would need to be purchased if not provided by donation.

In-kind donations received totaled \$7.9 and \$0.6 million for the years ended December 31, 2015 and 2014, respectively. In 2015, five-year software licenses valued at \$6.4 million were recorded as temporarily restricted in-kind contributions and are being released from restrictions over the five year time period. The licenses were recorded as prepaid expenses, and are amortized over the five years. Amortization and release from restriction totaled \$1 million for the year ended December 31, 2015. In-kind expenses totaled \$2.4 and \$0.6 million during the years ended December 31, 2015 and 2014, respectively.

Functional Allocation of Expenses - The costs of providing the various programs and other activities have been summarized on a functional basis in the consolidated statements of activities and changes in net assets. Accordingly, certain costs have been allocated among the programs and supporting services benefited.

Collaborations - Awards, contracts and temporarily restricted contributions are used to fund projects related to global health. In connection with these projects, the Organization works with collaborating partners to assess health problems, identify and implement solutions and evaluate results. Accordingly, the Organization enters into funding agreements and cooperative agreements with these collaborating partners including international agencies, ministries of health, nongovernmental organizations, commercial entities, and universities, et cetera. Subagreements and subcontracts awarded from these projects are funded by temporarily restricted contributions from other organizations and recorded as expense, which totaled \$98.4 million and \$121.2 million for the years ended December 31, 2015 and 2014, respectively.

Tax Exempt Status - The Internal Revenue Service has determined that PATH, PVS and PDS are exempt from federal income taxes under provisions of Section 501(c)(3) of the Internal Revenue Code (IRC). They are classified as organizations that are not private foundations under Section 501(a) of the IRC. PATH, as an independent nonprofit foundation within the meaning of Articles 80 et seq of the Swiss Civil Code, has been granted tax exemption by the Department of Finance.

Foreign Currency Translation - Substantially all assets and liabilities of the Organization that are held in foreign currencies are translated at year end exchange rates. Revenues, gains and other support and expenses are translated at the average monthly exchange rates during the year. Gains and losses from foreign currency translation for the year are included in the consolidated statements of activities and changes in net assets.

PATH AND SUBSIDIARIES

Notes to Consolidated Financial Statements For the Years Ended December 31, 2015 and 2014

Note 1 - Continued

Use of Estimates - The preparation of financial statements in accordance with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the consolidated financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Reclassifications - Certain reclassifications have been made to 2014 amounts to conform to the 2015 presentation. The reclassifications have no effect on the previously reported total assets, liabilities, net assets, or change in net assets for 2014.

Subsequent Events - The Organization has evaluated subsequent events through June 2, 2016, the date on which the consolidated financial statements were available to be issued.

Note 2 - Cash and Cash Equivalents

Cash and cash equivalents consisted of the following at December 31:

	(In Thousands)	
	2015	2014
Money market accounts and other cash equivalents	\$ 100,428	\$ 126,598
Cash	17,668	27,608
	<u>\$ 118,096</u>	<u>\$ 154,206</u>

Cash and cash equivalents held in bank accounts outside of the United States totaled \$17.9 million and \$29.1 million at December 31, 2015 and 2014, respectively. When specified by funding agreement, the Organization holds project-related funds in separate bank accounts.

Note 3 - Investments

Investments consisted of the following at December 31:

	(In Thousands)	
	2015	2014
Corporate bonds	\$ 121,047	\$ 125,754
U.S., state, and foreign government securities	52,530	48,813
Asset-backed securities	18,560	17,118
Equity securities and mutual funds	5,454	6,019
Money market investment funds	1,303	932
	<u>\$ 198,894</u>	<u>\$ 198,636</u>

PATH AND SUBSIDIARIES

Notes to Consolidated Financial Statements For the Years Ended December 31, 2015 and 2014

Note 3 - Continued

The return on cash and investments was comprised of the following for the years ended December 31:

	(In Thousands)	
	2015	2014
Interest and dividends	\$ 2,232	\$ 2,503
Unrealized (losses)/gains	(1,365)	328
Realized gains/(losses)	404	(339)
	<u>\$ 1,271</u>	<u>\$ 2,492</u>

Note 4 - Fair Value Measurements

U.S. GAAP provides a framework for measuring fair value. To increase consistency and comparability in fair value measurements, the framework requires fair value to be determined based on the exchange price that would be received for an asset or paid to transfer a liability (exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants.

The framework uses a three-level valuation hierarchy based on observable and nonobservable inputs. Observable inputs consist of data obtained from independent sources. Nonobservable inputs reflect market assumptions. These two types of inputs are used to create the fair value hierarchy, giving preference to observable inputs.

Assets and liabilities classified as Level 1 have fair values based on unadjusted quoted market prices for identical instruments in active markets. Assets and liabilities classified as Level 2 have fair values based on quoted prices for similar instruments in active markets, quoted prices for identical or similar instruments in inactive markets, or model-derived valuations whose inputs are observable. Assets and liabilities classified as Level 3 have fair values based on value drivers that are unobservable.

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2015 and 2014.

Money Market Investment Funds - Valued at cost plus accrued interest, which approximates fair value.

Equity and Debt Mutual Funds - Valued at quoted market prices in active markets, which represent the net asset value (NAV) of shares held by the Organization at year-end.

Equity Securities - Valued at the closing price reported on the active market on which the securities are traded.

Debt Securities - Valued using bid evaluations from similar instruments in actively traded markets.

PATH AND SUBSIDIARIES

**Notes to Consolidated Financial Statements
For the Years Ended December 31, 2015 and 2014**

Note 4 - Continued

Assets recorded at fair value on a recurring basis were as follows at December 31, 2015:

	(In Thousands)		
	Level 1	Level 2	Total
Equity securities and equity mutual funds-			
Equity securities:			
Biopharmaceuticals	\$ 19	\$ -	\$ 19
Equity mutual funds:			
Large blend	3,557		3,557
Large value	1,878		1,878
Total equity securities and equity mutual funds	5,454		5,454
Debt securities and debt mutual funds-			
Debt securities:			
U.S. government	45,835		45,835
Foreign government		6,695	6,695
Corporate		117,605	117,605
Asset-backed securities		18,560	18,560
Debt mutual funds:			
Multi-sector bond	3,442		3,442
Total debt securities and debt mutual funds	49,277	142,860	192,137
Money market investment funds	1,303		1,303
Total Assets at Fair Value	\$ 56,034	\$ 142,860	\$ 198,894

PATH AND SUBSIDIARIES

**Notes to Consolidated Financial Statements
For the Years Ended December 31, 2015 and 2014**

Note 4 - Continued

Assets recorded at fair value on a recurring basis were as follows at December 31, 2014:

	(In Thousands)		
	Level 1	Level 2	Total
Equity securities and equity mutual funds-			
Equity securities:			
Biopharmaceuticals	\$ 21	\$ -	\$ 21
Equity mutual funds:			
Large blend	4,031		4,031
Large value	1,967		1,967
Total equity securities and equity mutual funds	6,019		6,019
Debt securities and debt mutual funds-			
Debt securities:			
U.S. government	39,103		39,103
Foreign government		9,710	9,710
Corporate		121,958	121,958
Asset-backed securities		17,118	17,118
Debt mutual funds:			
Multi-sector bond	3,796		3,796
Total debt securities and debt mutual funds	42,899	148,786	191,685
Money market investment funds	932		932
Total Assets at Fair Value	\$ 49,850	\$ 148,786	\$ 198,636

Note 5 - Contributions and Awards Receivable

Contributions and awards receivable consisted of the following at December 31:

	(In Thousands)	
	2015	2014
Due in less than one year	\$ 212,293	\$ 200,027
Due in one to five years	67,869	98,790
	280,162	298,817
Less present value discount (0.3% - 4.8%)	(569)	(654)
Less allowance for doubtful accounts	(1,074)	(255)
	\$ 278,519	\$ 297,908

PATH AND SUBSIDIARIES

Notes to Consolidated Financial Statements For the Years Ended December 31, 2015 and 2014

Note 5 - Continued

Awards from the United States government and certain nongovernmental organizations are recorded as revenue when obligated, which may not reflect the full amount awarded. The total amount of unobligated awards pending for active projects was \$381.9 million and \$415.3 million at December 31, 2015 and 2014, respectively.

Note 6 - Furniture, Equipment and Leasehold Improvements

The Organization funds purchases of furniture, equipment and leasehold improvements from two sources: the capital fund, a designated reserve of unrestricted net assets; or temporarily restricted project funds.

Furniture, equipment and leasehold improvements consisted of the following at December 31:

	2015 (In Thousands)		
	Capital Fund	Project Funds	Total
Furniture	\$ 3,589	\$ -	\$ 3,589
Equipment	4,222	7,296	11,518
Leasehold improvements	20,440	67	20,507
	28,251	7,363	35,614
Less accumulated depreciation and amortization	(14,940)	(5,144)	(20,084)
	<u>\$ 13,311</u>	<u>\$ 2,219</u>	<u>\$ 15,530</u>

	2014 (In Thousands)		
	Capital Fund	Project Funds	Total
Furniture	\$ 3,589	\$ -	\$ 3,589
Equipment	4,060	6,307	10,367
Leasehold improvements	20,236	67	20,303
	27,885	6,374	34,259
Less accumulated depreciation and amortization	(12,677)	(4,228)	(16,905)
	<u>\$ 15,208</u>	<u>\$ 2,146</u>	<u>\$ 17,354</u>

PATH AND SUBSIDIARIES

Notes to Consolidated Financial Statements For the Years Ended December 31, 2015 and 2014

Note 7 - Line of Credit

The Organization has a revolving line of credit for up to \$1 million with a commercial bank for working capital purposes available through June 30, 2016. Interest on the line is at LIBOR plus 1.25%. The line of credit is secured by the Organization's personal property. The credit facility available to the Organization is reduced by Standby Letters of Credit (SBLC) associated with its lease commitments. PATH has a SBLC for \$234,300 at December 31, 2015 and 2014. No amounts were outstanding under the line of credit or SBLC at December 31, 2015 or 2014.

Note 8 - Notes Payable

Notes payable consisted of the following at December 31:

	(In Thousands)	
	2015	2014
Note payable to a commercial bank maturing February 1, 2018. Interest payments accrue at 1.86%. Principal is payable in monthly installments of \$56,944. The note is secured by the Organization's personal property. The note includes certain restrictive covenants, including the requirement for the Organization to maintain certain financial ratios.	\$ 1,480	\$ 2,164
Program-related investment from a private foundation in the form of a note payable maturing November 2019. Interest is paid at a 2% fixed rate. Quarterly principal and interest payments of \$69,114 are required. The note is secured by the Organization's trade fixtures, equipment and furnishings. The note includes certain restrictive covenants, including the requirement for the Organization to maintain certain financial ratios.	987	1,240
	<u>\$ 2,467</u>	<u>\$ 3,404</u>

Maturities of notes payable are as follows:

For the Year Ending December 31,	(In Thousands)
2016	\$ 942
2017	947
2018	383
2019	195
	<u>\$ 2,467</u>

Interest expense on notes payable totaled \$58,000 and \$76,000 for the years ended December 31, 2015 and 2014, respectively.

PATH AND SUBSIDIARIES

Notes to Consolidated Financial Statements For the Years Ended December 31, 2015 and 2014

Note 9 - Self-Insurance Reserve

The Organization maintains a research insurance program made up of a Self-Insured Retention (SIR) reserve fund and an excess insurance policy. The Organization's SIR program covers claims up to \$250,000 per incident and is funded by allocations to programs that are conducting clinical trials involving human subjects. As of December 31, 2015 and 2014, \$2.1 million has been funded and set aside in the reserve. It is anticipated that additional planned annual allocations and interest income will add to the reserve going forward. Additionally, the Organization carries an excess insurance policy to cover any potential claims from \$250,000 to \$10 million.

Note 10 - Unrestricted Net Assets

Unrestricted net assets consisted of the following at December 31:

	(In Thousands)	
	2015	2014
Capital Fund	\$ 3,700	\$ 3,350
Catalyst Fund	6,900	6,557
Patent		45
Board Designated Endowment	3,477	3,499
Microcredit Guaranty		988
Self-Insured Retention Reserve	2,102	2,079
Undesignated	5,316	3,661
	<u>\$ 21,495</u>	<u>\$ 20,179</u>

The following is a description of board designated unrestricted net assets:

Capital Fund - Represents the portion of net assets attributed to the net book value of fixed assets and amounts designated for future purchases of fixed assets, net of any related loan balance.

Catalyst Fund - Represents a fund established by the Organization that consists of donor contributions that serve as a key source of innovation funding; funds that support new initiatives, leverage major grants and meet critical organizational needs.

Patent - Represents the net value of the donated UltraRice Patent. The fund was closed in 2015.

Board Designated Endowment - The endowment that is included in unrestricted net assets represents amounts designated by the Board.

Microcredit Guaranty - A reserve fund established as part of the Organization's microcredit loan guaranty program. The fund was closed in 2015.

Self-Insured Retention Reserve - The amount funded to date to pay the Organization's share of any claims resulting from settlement or judgment of actions as a result of clinical trials (Note 9).

PATH AND SUBSIDIARIES

Notes to Consolidated Financial Statements For the Years Ended December 31, 2015 and 2014

Note 11 - Temporarily Restricted Net Assets

Temporarily restricted net assets were available for the following purposes at December 31:

	(In Thousands)	
	2015	2014
Privately funded projects	\$ 422,579	\$ 481,020
U.S. government funded projects	51,430	30,730
Project funds generated from interest earnings	26,740	29,392
International government funded projects	21,561	31,723
International bi-lateral funded projects	8,756	11,927
Prepaid licenses (see Note 1)	5,464	
Project equipment	2,133	2,235
Endowment earnings	2,030	2,518
Private campaign - donor restricted	3,242	2,174
Unpaid private campaign pledges	2,685	1,286
	<u>\$ 546,620</u>	<u>\$ 593,005</u>

Restricted funds are available for projects specified by donors and are focused primarily on global health initiatives.

Note 12 - Endowment

The Organization's endowment consists of a number of funds established for a variety of purposes. Its endowment includes both donor-restricted endowment funds and funds designated by the Board to function as an endowment (quasi-endowment). As required by U.S. GAAP, net assets associated with endowment funds, including quasi-endowments, are classified and reported based on the existence or absence of donor-imposed restrictions.

The Board of Directors of the Organization has reviewed the Washington State Prudent Management of Institutional Funds Act (PMIFA) and, having reviewed its rights and obligations thereunder, has determined that it is desirable to preserve, on a long-term basis, the fair value of the original gift as of the gift date of the donor-restricted endowment funds absent explicit donor stipulations to the contrary. As a result of this determination, the Organization classifies as permanently restricted net assets the original value of gifts to the permanent endowment, the original value of subsequent gifts to the permanent endowment, and accumulations to the permanent endowment made in accordance with the direction of the applicable donor gift instrument. The remaining portion of the donor-restricted endowment fund that is not classified in permanently restricted net assets is classified as temporarily restricted net assets until those amounts are appropriated for expenditure by the Organization in a manner consistent with the standard of prudence prescribed by PMIFA.

In accordance with PMIFA, the Organization considers the following factors in making a determination to appropriate or accumulate donor-restricted endowment funds: 1) duration and preservation of the endowment fund; 2) the purposes of the Organization and the endowment fund; 3) general economic conditions; 4) effect of inflation or deflation; 5) the expected total return from income and the appreciation of investments; 6) other resources of the Organization; and, 7) the investment policy of the Organization.

PATH AND SUBSIDIARIES

Notes to Consolidated Financial Statements
For the Years Ended December 31, 2015 and 2014

Note 12 - Continued

Endowment net assets consisted of the following at December 31:

	2015 (In Thousands)			
	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
Donor restricted endowment funds	\$ -	\$ 2,030	\$ 3,390	\$ 5,420
Board designated quasi-endowment funds	3,477			3,477
	<u>\$ 3,477</u>	<u>\$ 2,030</u>	<u>\$ 3,390</u>	<u>\$ 8,897</u>

	2014 (In Thousands)			
	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
Donor restricted endowment funds	\$ -	\$ 2,518	\$ 3,387	\$ 5,905
Board designated quasi-endowment funds	3,499			3,499
	<u>\$ 3,499</u>	<u>\$ 2,518</u>	<u>\$ 3,387</u>	<u>\$ 9,404</u>

PATH AND SUBSIDIARIES

**Notes to Consolidated Financial Statements
For the Years Ended December 31, 2015 and 2014**

Note 12 - Continued

Changes to endowment net assets were as follows for the years ended December 31, 2015 and 2014:

	(In Thousands)			
	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
Endowment net assets, January 1, 2014	\$ 3,224	\$ 2,415	\$ 3,378	\$ 9,017
Endowment investment return-				
Interest and dividends	74	133		207
Realized and unrealized gains	201	361		562
Total endowment investment return	275	494		769
Contributions			9	9
Earnings appropriated for expenditure		(391)		(391)
Endowment Net Assets, December 31, 2014	3,499	2,518	3,387	9,404
Endowment investment return-				
Interest and dividends	93	143		236
Realized and unrealized losses	(115)	(179)		(294)
Total endowment investment return	(22)	(36)		(58)
Contributions			3	3
Earnings appropriated for expenditure		(452)		(452)
Endowment Net Assets, December 31, 2015	\$ 3,477	\$ 2,030	\$ 3,390	\$ 8,897

The Organization has adopted investment and spending policies for endowment assets that attempt to provide a predictable stream of funding to programs supported by its endowment while seeking to maintain the purchasing power of the endowment assets. Endowment assets include those assets of donor-restricted funds that the Organization must hold in perpetuity or for donor-specified periods as well as board designated funds. Under this policy, as approved by the Board of Directors, the endowment assets are invested in mutual funds to ensure a broad diversification among investment styles, sectors, industries, market capitalizations and credit quality. These vehicles offer the advantages of economies of scale, greater liquidity, broader diversification, cost efficiency, lower transaction costs and low minimum investment requirements not available through separate account management. The performance objective for the total endowment investment portfolio is to achieve an annualized investment return, net of fees, which will exceed a composite index composed of 40% Barclays Capital Aggregate Index and 60% S&P 500 Index. Performance is monitored quarterly over rolling one-year, three-year and five-year periods. The Organization expects its endowment funds, over time, to provide an average rate of return of approximately 5% annually. Actual returns in any given year may vary from this amount based on current market conditions.

PATH AND SUBSIDIARIES

Notes to Consolidated Financial Statements For the Years Ended December 31, 2015 and 2014

Note 12 - Continued

To satisfy its long-term rate-of-return objectives, the Organization relies on a total return strategy in which investment returns are achieved through both capital appreciation (realized and unrealized) and current yield (interest and dividends). The Organization targets a diversified asset allocation between two asset classes: 40% fixed income and 60% equity investments to achieve its long-term return objectives within prudent risk constraints.

The Organization has established an endowment spending policy for appropriating a maximum distribution in support of PATH's programs each year. In establishing this policy, the Organization considered the long-term expected return on its endowment and the need for that return to provide additional protection for any necessary adjustment to the value of the endowment for inflation. In order to sustain the real value of the endowment, the long-term return of the endowment should meet or exceed spending plus inflation as measured by an appropriate benchmark, such as the Consumer Price Index (CPI). To protect the essential value of the endowment against the expected impact of inflation, the Finance Committee sets a payout rate for the endowment's income that provides a prudent rate of real growth of endowment funds while also providing a relatively constant funding stream in support of PATH's current expenditures for programs. In determining each year's level of distribution, PATH will be governed by a spending policy which seeks to distribute up to 5% of the market value of the endowment investment portfolio, calculated based on the prior year's ending balance. This is consistent with the Organization's objective to maintain the purchasing power of the endowment assets held in perpetuity or for a specified term as well as to provide additional real growth through new gifts and investment return.

Note 13 - Project Revenue

The Organization has received several awards from The Department for International Development (DFID), United Kingdom of Great Britain and Northern Ireland, to support specific projects. DFID requires separate disclosure of revenue recognized in the Organization's financial statements. Revenue recognized, including releases of restriction, for each of these projects was as follows for the year ended December 31, 2015:

	<u>(In Thousands)</u>
Nutrition Embedding Evaluation Project (NEEP)	\$ 1,893
Product Development Partnership (PDP) Arrangement for 2010-2015- Meningococcal Conjugate Vaccines	1,289
Reproductive Health Supplies Coalition- Developing Affordable, Quality Reproductive Health Commodities- Purchase Order 40068171	1,873
Maximizing the Quality of Scaling up Nutrition Programmes	2,924
Product Development Partnership Programme 2013 to 2018	<u>5,260</u>
	<u>\$ 13,239</u>

Revenue for these awards is released from restriction as related allowable project costs are incurred and is included in contribution and award revenue on the consolidated statements of activities and changes in net assets.

PATH AND SUBSIDIARIES

Notes to Consolidated Financial Statements For the Years Ended December 31, 2015 and 2014

Note 14 - Employee Benefits

The Organization sponsors a defined contribution 401(k) plan (the Plan). Under the Plan, eligible PATH employees may elect to contribute up to 75% of their pre-tax compensation, subject to certain limits under the IRC. The Organization will match the employee's contribution monthly at a ratio of 1:1 for the first 2%, and 1:2 for the next 4%, with a maximum employer contribution equal to 4% of pre-tax salary. Employer matching contributions to the Plan are fully vested after one year of completed service. Employee optional contributions in the Plan vest immediately. In addition, the Organization may make a voluntary employer contribution of up to 8% of employees' base compensation. Voluntary employer contributions to the Plan vest at a rate of 20% for each completed year of service. All regular U.S. hire employees are eligible to enter the Plan on the first of the month after completing three months of employment. The Organization also offers an optional Roth 401(k) plan.

Within the various countries in which PATH operates outside the United States, most employees are citizens of the host country. These employees are generally not eligible for PATH's defined contribution plan; however, they are eligible for certain local government sponsored plans appropriate for that country.

Employer contributions for both U.S.-based plans totaled \$6.7 million and \$6.6 million for the years ended December 31, 2015 and 2014, respectively. Total global pension costs totaled \$7.9 million and \$7.8 million for the years ended December 31, 2015 and 2014, respectively.

Note 15 - Commitments and Contingencies

Operating Leases - A summary of annual noncancelable minimum commitments under operating leases for office space and equipment is as follows:

For the Year Ending December 31,	<u>(In Thousands)</u>
2016	\$ 8,102
2017	7,511
2018	7,131
2019	7,218
2020	7,393
Thereafter	<u>20,870</u>
	<u><u>\$ 58,225</u></u>

Rental expense was \$9.2 million and \$9.0 million for the years ended December 31, 2015 and 2014, respectively.

Potential Disallowed Costs - Expenses incurred under certain programs are subject to audit by the awarding agencies. If, as a result of such audit, certain expenses incurred are determined to be nonreimbursable, the Organization may be liable for repayment of disallowed expenses previously claimed or received.

Contingencies - In the normal course of business, the Organization has various claims in process, matters in litigation, and other contingencies. In management's opinion, the outcome from these matters will not materially impact the Organization's financial position or results of activities.

PATH AND SUBSIDIARIES

Notes to Consolidated Financial Statements For the Years Ended December 31, 2015 and 2014

Note 16 - Special Event Revenue

Included in unrestricted private contributions for the year ended December 31, 2014, is net income from a special event totaling \$106,000, which is comprised of special event revenue of \$153,000, less direct donor benefits of \$47,000. There were no special events for the year ended December 31, 2015.

Note 17 - Refund of Unused Project Funds

From time to time, unspent award funds may be returned to a funder for a variety of reasons including, but not limited to, early termination of a project by a funder, or a reduction in funds required to accomplish a project's scope of work. During the year ended December 31, 2015, net \$18.3 million (which consists of \$24.3 million of early terminations of which \$6.0 million were re-granted to PATH) of unused funds for PATH's affiliate PDS projects were returned due to changes in the funder's strategic direction.

	(In Thousands)	
	<u>2015</u>	<u>2014</u>
Early Terminations - PDS projects	\$ 18,251	\$ -
Early Terminations - Other projects	8,650	6,287
Reductions in funds needed to accomplish the scope of work	<u>4,602</u>	<u>3,652</u>
	<u>\$ 31,503</u>	<u>\$ 9,939</u>

PATH AND SUBSIDIARIES

Notes to Consolidated Financial Statements
For the Years Ended December 31, 2015 and 2014

Note 18 - Private Campaign Contributions

Private campaign contributions consist of both unrestricted and donor restricted contributions and pledges. Donor restricted contributions and pledges are to be used for specific purposes and/or will be paid over a period of time. Private campaign contribution revenue for the years ended December 31 consisted of:

	(In Thousands)	
	<u>2015</u>	<u>2014</u>
Unrestricted contributions	\$ 5,715	\$ 5,558
Temporarily restricted contributions:		
Time restricted	2,143	1,973
Purpose restricted	<u>2,346</u>	<u>1,183</u>
Total temporarily restricted	4,489	3,156
Permanently restricted contributions	<u>3</u>	<u>9</u>
	<u>\$ 10,207</u>	<u>\$ 8,723</u>