

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.

Department of the Treasury  
Internal Revenue Service

**A For the 2003 calendar year, or tax year beginning** 04/01, 2003, and ending 03/31/2004

<b>B</b> Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	Please use IRS label or print or type. See Specific Instructions.	<b>C Name of organization</b> THE SUSAN G. KOMEN BREAST CANCER FOUNDATION, INC. - GROUP RETURN		<b>D Employer identification number</b> 75-2462834
		Number and street (or P.O. box if mail is not delivered to street address) Room/suite		<b>E Telephone number</b> (972) 855-1600
		5005 LBJ FREEWAY, SUITE 250		Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)
		City or town, state or country, and ZIP + 4 DALLAS, TX 75244		

Section 501(c)(3) organizations and 4947(a)(1) nonexempt charitable trusts must attach a completed Schedule A (Form 990 or 990-EZ).

H and I are not applicable to section 527 organizations.

H(a) Is this a group return for affiliates?  Yes  No  
 H(b) If "Yes," enter number of affiliates  112  
 H(c) Are all affiliates included?  Yes  No  
 H(d) Is this a separate return filed by an organization covered by a group ruling?  Yes  No  
 I Group Exemption Number  7164  
 M Check  if the organization is not required to attach Sch. B (Form 990, 990-EZ, or 990-PF).

G Website: WWW.KOMEN.ORG

J Organization type (check only one)  501(c) (3) (insert no.) 4947(a)(1) or 527

K Check here  if the organization's gross receipts are normally not more than \$25,000. The organization need not file a return with the IRS; but if the organization received a Form 990 Package in the mail, it should file a return without financial data. Some states require a complete return.

L Gross receipts: Add lines 6b, 8b, 9b, and 10b to line 12  90,356,032.

**Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances** (See page 18 of the instructions.)

Revenue	1	Contributions, gifts, grants, and similar amounts received: <b>STMT 1</b>			
	a	Direct public support	1a	57,318,437.	
	b	Indirect public support	1b		
	c	Government contributions (grants)	1c	59,263.	
	d	Total (add lines 1a through 1c) (cash \$ 50,399,592. noncash \$ 6,978,108.)	1d		57,377,700.
	2	Program service revenue including government fees and contracts (from Part VII, line 93)	2		
	3	Membership dues and assessments	3		158,370.
	4	Interest on savings and temporary cash investments	4		367,736.
	5	Dividends and interest from securities	5		
	6a	Gross rents	6a		
	b	Less: rental expenses	6b		
	c	Net rental income or (loss) (subtract line 6b from line 6a)	6c		
7	Other investment income (describe )	7			
	8a	Gross amount from sales of assets other than inventory <b>SEE STMT 23</b>	(A) Securities	8a	5,335,745.
	b	Less: cost or other basis and sales expenses		8b	5,331,147.
	c	Gain or (loss) (attach schedule)		8c	4,598.
	d	Net gain or (loss) (combine line 8c, columns (A) and (B))		8d	4,598.
	9	Special events and activities (attach schedule). If any amount is from gaming, check here <input type="checkbox"/>			
	a	Gross revenue (not including \$ 39,048,088. of <b>STMT 2</b> contributions reported on line 1a)	9a	26,063,243.	
	b	Less: direct expenses other than fundraising expenses	9b	11,419,267.	
	c	Net income or (loss) from special events (subtract line 9b from line 9a)	9c		14,643,976.
	10a	Gross sales of inventory, less returns and allowances	10a	1,052,002.	
	b	Less: cost of goods sold	10b	680,675.	
	c	Gross profit or (loss) from sales of inventory (attach schedule) (subtract line 10b from line 10a)	10c		371,327.
	11	Other revenue (from Part VII, line 103)	11		1,236.
	12	<b>Total revenue</b> (add lines 1d, 2, 3, 4, 5, 6c, 7, 8d, 9c, 10c, and 11)	12		72,924,943.
	13	Program services (from line 44, column (B))	13		62,638,459.
	14	Management and general (from line 44, column (C))	14		4,837,098.
	15	Fundraising (from line 44, column (D))	15		6,376,403.
	16	Payments to affiliates (attach schedule)	16		
	17	<b>Total expenses</b> (add lines 16 and 44, column (A))	17		73,851,960.
Net Assets	18	Excess or (deficit) for the year (subtract line 17 from line 12)	18		-927,017.
	19	Net assets or fund balances at beginning of year (from line 73, column (A))	19		29,172,752.
	20	Other changes in net assets or fund balances (attach explanation) <b>STMT 4</b> <b>STMT 5</b>	20		19,183.
	21	Net assets or fund balances at end of year (combine lines 18, 19, and 20)	21		28,264,918.

For Paperwork Reduction Act Notice, see the separate instructions.

**Part II Statement of Functional Expenses**

All organizations must complete column (A). Columns (B), (C), and (D) are required for section 501(c)(3) and (4) organizations and section 4947(a)(1) nonexempt charitable trusts but optional for others. (See page 22 of the instructions.)

Do not include amounts reported on line 6b, 8b, 9b, 10b, or 16 of Part I.	(A) Total	(B) Program services	(C) Management and general	(D) Fundraising
22 Grants and allocations (attach schedule) (cash \$ 56,436,838, noncash \$ )	56,436,838.	56,436,838.	STMT 6	
23 Specific assistance to individuals (attach schedule)				
24 Benefits paid to or for members (attach schedule)				
25 Compensation of officers, directors, etc.	1,173,395.		823,985.	349,410.
26 Other salaries and wages	2,097,784.		1,473,112.	624,672.
27 Pension plan contributions				
28 Other employee benefits				
29 Payroll taxes				
30 Professional fundraising fees				
31 Accounting fees				
32 Legal fees				
33 Supplies	501,036.		250,007.	251,029.
34 Telephone	196,955.		147,450.	49,505.
35 Postage and shipping	530,829.	242,696.	166,785.	121,348.
36 Occupancy	502,443.		319,961.	182,482.
37 Equipment rental and maintenance	74,845.		74,845.	
38 Printing and publications	960,635.	455,486.	277,406.	227,743.
39 Travel	232,916.		163,854.	69,062.
40 Conferences, conventions, and meetings	156,047.		156,047.	
41 Interest				
42 Depreciation, depletion, etc. (attach schedule)	238,630.	49,018.	168,748.	20,864.
43 Other expenses not covered above (itemize): STMT 7	10,749,607.	5,454,421.	814,898.	4,480,288.
b				
c				
d				
e				
44 Total functional expenses (add lines 22 through 43). Organizations completing columns (B)-(D), carry these totals to lines 13-15	73,851,960.	62,638,459.	4,837,098.	6,376,403.

Joint Costs. Check  if you are following SOP 98-2.

Are any joint costs from a combined educational campaign and fundraising solicitation reported in (B) Program services?  Yes  No  
 If "Yes," enter (i) the aggregate amount of these joint costs \$ 7,199,241. ; (ii) the amount allocated to Program services \$ 822,838. ;  
 (iii) the amount allocated to Management and general \$ NONE; and (iv) the amount allocated to Fundraising \$ 6,376,403.

**Part III Statement of Program Service Accomplishments** (See page 25 of the instructions.)

What is the organization's primary exempt purpose?  STMT 8

All organizations must describe their exempt purpose achievements in a clear and concise manner. State the number of clients served, publications issued, etc. Discuss achievements that are not measurable. (Section 501(c)(3) and (4) organizations and 4947(a)(1) nonexempt charitable trusts must also enter the amount of grants and allocations to others.)

	Program Service Expenses (Required for 501(c)(3) and (4) orgs., and 4947(a)(1) trusts; but optional for others.)
a GRANTS TO OTHER CHARITABLE ORGANIZATIONS TO SUPPORT RESEARCH AND CLINICAL INVESTIGATION OF BREAST CANCER - SEE STATEMENT 8A (Grants and allocations \$ 16,823,637.)	16,823,636.
b PUBLIC HEALTH EDUCATION PROGRAMS - SEE STATEMENT 8A (Grants and allocations \$ 14,827,257.)	19,715,034.
c HEALTH SCREENING AND TREATMENT PROGRAMS - SEE STATEMENT 8A (Grants and allocations \$ 24,785,944.)	26,099,789.
d (Grants and allocations \$ )	
e Other program services (attach schedule) (Grants and allocations \$ )	
f Total of Program Service Expenses (should equal line 44, column (B), Program services)	62,638,459.

**Part IV Balance Sheets** (See page 25 of the instructions.)

SEE STATEMENT 16

**Note:** Where required, attached schedules and amounts within the description column should be for end-of-year amounts only.

		(A) Beginning of year		(B) End of year
Assets	45 Cash - non-interest-bearing		45	
	46 Savings and temporary cash investments	43,941,060.	46	46,888,434.
	47a Accounts receivable	47a 598,188.		
	b Less: allowance for doubtful accounts	47b	47c	598,188.
	48a Pledges receivable	48a 8,958,724.		
	b Less: allowance for doubtful accounts	48b	48c	8,958,724.
	49 Grants receivable		49	
	50 Receivables from officers, directors, trustees, and key employees (attach schedule)		50	
	51a Other notes and loans receivable (attach schedule)	51a		
	b Less: allowance for doubtful accounts	51b	51c	
	52 Inventories for sale or use	530,649.	52	410,316.
	53 Prepaid expenses and deferred charges	549,713.	53	610,256.
	54 Investments - securities (attach schedule) STMT 9. <input type="checkbox"/> Cost <input checked="" type="checkbox"/> FMV	4,457,164.	54	2,975,263.
	55a Investments - land, buildings, and equipment: basis	55a		
b Less: accumulated depreciation (attach schedule)	55b	55c		
56 Investments - other (attach schedule)		56		
57a Land, buildings, and equipment: basis	57a 1,405,555.			
b Less: accumulated depreciation (attach schedule) SEE FORM 4562	57b 773,832.	57c	631,723.	
58 Other assets (describe ▶)		58		
<b>59 Total assets</b> (add lines 45 through 58) (must equal line 74)	58,656,325.	<b>59</b>	61,072,904.	
Liabilities	60 Accounts payable and accrued expenses	377,042.	60	401,744.
	61 Grants payable	28,129,550.	61	31,231,566.
	62 Deferred revenue	976,981.	62	1,174,676.
	63 Loans from officers, directors, trustees, and key employees (attach schedule)		63	
	64a Tax-exempt bond liabilities (attach schedule)		64a	
	b Mortgages and other notes payable (attach schedule)		64b	
	65 Other liabilities (describe ▶)		65	
<b>66 Total liabilities</b> (add lines 60 through 65)	29,483,573.	<b>66</b>	32,807,986.	
Net Assets or Fund Balances	<b>Organizations that follow SFAS 117, check here</b> <input checked="" type="checkbox"/> and complete lines 67 through 69 and lines 73 and 74.			
	67 Unrestricted	19,879,853.	67	16,368,360.
	68 Temporarily restricted	8,997,521.	68	11,592,968.
	69 Permanently restricted	295,378.	69	303,590.
	<b>Organizations that do not follow SFAS 117, check here</b> <input type="checkbox"/> and complete lines 70 through 74.			
	70 Capital stock, trust principal, or current funds		70	
	71 Paid-in or capital surplus, or land, building, and equipment fund		71	
	72 Retained earnings, endowment, accumulated income, or other funds		72	
	<b>73 Total net assets or fund balances</b> (add lines 67 through 69 or lines 70 through 72; column (A) must equal line 19; column (B) must equal line 21)	29,172,752.	<b>73</b>	28,264,918.
	<b>74 Total liabilities and net assets / fund balances</b> (add lines 66 and 73)	58,656,325.	<b>74</b>	61,072,904.

Form 990 is available for public inspection and, for some people, serves as the primary or sole source of information about a particular organization. How the public perceives an organization in such cases may be determined by the information presented on its return. Therefore, please make sure the return is complete and accurate and fully describes, in Part III, the organization's programs and accomplishments.



Part VI Other Information (See page 28 of the instructions.)

Yes No

76 Did the organization engage in any activity not previously reported to the IRS? If "Yes," attach a detailed description of each activity... 77 Were any changes made in the organizing or governing documents but not reported to the IRS? SEE STMT 22... 78a Did the organization have unrelated business gross income of \$1,000 or more during the year covered by this return? 78b If "Yes," has it filed a tax return on Form 990-T for this year? SEE STMT 18... 79 Was there a liquidation, dissolution, termination, or substantial contraction during the year? If "Yes," attach a statement... 80a Is the organization related (other than by association with a statewide or nationwide organization) through common membership, governing bodies, trustees, officers, etc., to any other exempt or nonexempt organization? 80b If "Yes," enter the name of the organization... and check whether it is exempt or nonexempt... 81a Enter direct and indirect political expenditures. See line 81 instructions. 81a NONE 81b Did the organization file Form 1120-POL for this year? 81b X 82a Did the organization receive donated services or the use of materials, equipment, or facilities at no charge or at substantially less than fair rental value? 82a X 82b If "Yes," you may indicate the value of these items here. Do not include this amount as revenue in Part I or as an expense in Part II. (See instructions in Part III.) 82b 27,442,434. 83a Did the organization comply with the public inspection requirements for returns and exemption applications? 83a X 83b Did the organization comply with the disclosure requirements relating to quid pro quo contributions? 83b X 84a Did the organization solicit any contributions or gifts that were not tax deductible? 84a N/A 84b If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible? 84b N/A 85 501(c)(4), (5), or (6) organizations. a Were substantially all dues nondeductible by members? 85a N/A b Did the organization make only in-house lobbying expenditures of \$2,000 or less? If "Yes" was answered to either 85a or 85b, do not complete 85c through 85h below unless the organization received a waiver for proxy tax owed for the prior year. 85b N/A c Dues, assessments, and similar amounts from members 85c N/A d Section 162(e) lobbying and political expenditures 85d N/A e Aggregate nondeductible amount of section 6033(e)(1)(A) dues notices 85e N/A f Taxable amount of lobbying and political expenditures (line 85d less 85e) 85f N/A g Does the organization elect to pay the section 6033(e) tax on the amount on line 85f? 85g N/A h If section 6033(e)(1)(A) dues notices were sent, does the organization agree to add the amount on line 85f to its reasonable estimate of dues allocable to nondeductible lobbying and political expenditures for the following tax year? 85h N/A 86 501(c)(7) orgs. Enter: a Initiation fees and capital contributions included on line 12 86a N/A b Gross receipts, included on line 12, for public use of club facilities 86b N/A 87 501(c)(12) orgs. Enter: a Gross income from members or shareholders 87a N/A b Gross income from other sources. (Do not net amounts due or paid to other sources against amounts due or received from them.) 87b N/A 88 At any time during the year, did the organization own a 50% or greater interest in a taxable corporation or partnership, or an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If "Yes," complete Part IX. 88 X 89a 501(c)(3) organizations. Enter: Amount of tax imposed on the organization during the year under: section 4911 NONE; section 4912 NONE; section 4955 NONE 89b 501(c)(3) and 501(c)(4) orgs. Did the organization engage in any section 4958 excess benefit transaction during the year or did it become aware of an excess benefit transaction from a prior year? If "Yes," attach a statement explaining each transaction 89b X c Enter: Amount of tax imposed on the organization managers or disqualified persons during the year under sections 4912, 4955, and 4958 NONE d Enter: Amount of tax on line 89c, above, reimbursed by the organization NONE 90a List the states with which a copy of this return is filed SEE STATEMENT 18A 90b Number of employees employed in the pay period that includes March 12, 2003 (See instructions) 90b 132 91 The books are in care of MS. PAT TOSI Telephone no. (972) 855-1600 Located at 5005 LBJ FREEWAY, STE. 250; DALLAS, TX ZIP + 4 75244 92 Section 4947(a)(1) nonexempt charitable trusts filing Form 990 in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the tax year 92 N/A

**Part VII Analysis of Income-Producing Activities** (See page 33 of the instructions.)

Note: Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(E) Related or exempt function income
	(A) Business code	(B) Amount	(C) Exclusion code	(D) Amount	
93 Program service revenue:					
a _____					
b _____					
c _____					
d _____					
e _____					
f Medicare/Medicaid payments . . . . .					
g Fees and contracts from government agencies . . . . .					
94 Membership dues and assessments . . . . .					158,370.
95 Interest on savings and temporary cash investments . . . . .			14	367,736.	
96 Dividends and interest from securities . . . . .					
97 Net rental income or (loss) from real estate:					
a debt-financed property . . . . .					
b not debt-financed property . . . . .					
98 Net rental income or (loss) from personal property . . . . .					
99 Other investment income . . . . .					
100 Gain or (loss) from sales of assets other than inventory . . . . .			18	4,598.	
101 Net income or (loss) from special events . . . . .			01	14,643,976.	
102 Gross profit or (loss) from sales of inventory . . . . .	452000	371,327.			
103 Other revenue: a					
b PARTNERSHIP INCOME	900000	687.			
c MISC. INCOME			01	549.	
d _____					
e _____					
104 Subtotal (add columns (B), (D), and (E)) . . . . .		372,014.		15,016,859.	158,370.
105 Total (add line 104, columns (B), (D), and (E)) . . . . .					15,547,243.

Note: Line 105 plus line 1d, Part I, should equal the amount on line 12, Part I.

**Part VIII Relationship of Activities to the Accomplishment of Exempt Purposes** (See page 34 of the instructions.)

Line No.	Explain how each activity for which income is reported in column (E) of Part VII contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes).
13	STMT 13

**Part IX Information Regarding Taxable Subsidiaries and Disregarded Entities** (See page 34 of the instructions.)

(A) Name, address, and EIN of corporation, partnership, or disregarded entity	(B) Percentage of ownership interest	(C) Nature of activities	(D) Total income	(E) End-of-year assets
N/A	%			
	%			
	%			
	%			

**Part X Information Regarding Transfers Associated with Personal Benefit Contracts** (See page 34 of the instructions.)

- (a) Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?  Yes  No
- (b) Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  Yes  No

Note: If "Yes" to (b), file Form 8870 and Form 4720 (see instructions).

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, this return and all accompanying schedules and statements are true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

**Please Sign Here**

Signature of officer: \_\_\_\_\_ Date: \_\_\_\_\_

Type or print name and title: \_\_\_\_\_

**Paid Preparer's Use Only**

Preparer's signature: *[Signature]* Date: 11/15/04

Check if self-employed:

Preparer's SSN or PTIN (See Gen. Inst. W): P00002352

Firm's name (or yours if self-employed), address, and ZIP + 4: KPMG LLP, 717 NORTH HARWOOD ST., SUITE 3100, DALLAS, TX 75201

EIN: 13-5565207

Phone no.: 214-840-2000