EXTENSION ATTACHED

Form **990**

Department of the Treasury
Internal Revenue Service

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

2005

Open to Public Inspection

A For the 2005 calendar year, or tax year beginning , 2005, and ending ,

B Check if applicable: Address change; Name change; Initial return; Final return; Amended return; Application pending

Please use IRS label or print or type. See specific instructions.

POPULATION SERVICES INTERNATIONAL
1120 NINETEENTH STREET N.W. #600
WASHINGTON, DC 20036

D Employer Identification Number: 56-0942853

E Telephone number: 516-466-6834

F Accounting method: Cash [ ] Accrual [X] Other (specify) ►

• **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 [X]

H (b) If 'Yes,' enter number of affiliates ►

H (c) Are all affiliates included? Yes [ ] No [ ] (If 'No,' attach a list See instructions)

H (d) Is this a separate return filed by an organization covered by a group ruling? Yes [ ] No [X]

I Group Exemption Number ►

M Check ► [ ] if the organization is **not** required to attach Schedule B (Form 990, 990-EZ, or 990-PF)

G Web site: ► WWW.PSI.ORG

J **Organization type** (check only one) ► [X] 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 chooses to file a return, be sure to file a complete return **Some states require a complete return.**

L Gross receipts Add lines 6b, 8b, 9b, and 10b to line 12 ► 291,911,988.

Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances (See Instructions)

Revenue

1	Contributions, gifts, grants, and similar amounts received				
a	Direct public support	1a	55,729,117.		
b	Indirect public support	1b			
c	Government contributions (grants)	1c	211,735,140.		
d	Total (add lines 1a through 1c) (cash $ 230,440,684. noncash $ 37,023,573.)			1d	267,464,257.
2	Program service revenue including government fees and contracts (from Part VII, line 93)			2	26,014,573.
3	Membership dues and assessments			3	
4	Interest on savings and temporary cash investments			4	
5	Dividends and interest from securities			5	906,902.
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	

		(A) Securities		(B) Other		
8a	Gross amount from sales of assets other than inventory	SCHEDULE	8a			
b	Less. cost or other basis and sales expenses	ATTACHED	8b			
c	Gain or (loss) (attach schedule) STATEMENT 1	-31,734.	8c			
d	Net gain or (loss) (combine line 8c, columns (A) and (B))				8d	-31,734.

9	Special events and activities (attach schedule) If any amount is from **gaming**, check here ► [ ]				
a	Gross revenue (not including $ ____ of contributions reported on line 1a)	9a			
b	Less direct expenses other than fundraising expenses	9b			
c	Net income or (loss) from special events (subtract line 9b from line 9a)			9c	
10a	Gross sales of inventory, less returns and allowances	10a			
b	Less cost of goods sold	10b			
c	Gross profit or (loss) from sales of inventory (attach schedule) (subtract line 10b from line 10a)			10c	
11	Other revenue (from Part VII, line 103)			11	-2,442,010.
12	**Total revenue** (add lines 1d, 2, 3, 4, 5, 6c, 7, 8d, 9c, 10c, and 11)			12	291,911,988.
13	Program services (from line 44, column (B))			13	262,536,329.
14	Management and general (from line 44, column (C))			14	17,241,299.
15	Fundraising (from line 44, column (D))			15	1,138,661.
16	Payments to affiliates (attach schedule)			16	
17	**Total expenses** (add lines 16 and 44, column (A))			17	280,916,289.
18	Excess or (deficit) for the year (subtract line 17 from line 12)			18	10,995,699.
19	Net assets or fund balances at beginning of year (from line 73, column (A))			19	35,809,569.
20	Other changes in net assets or fund balances (attach explanation)			20	
21	Net assets or fund balances at end of year (combine lines 18, 19, and 20)			21	46,805,268.

(Lines 13–17: Expenses; lines 18–21: Net Assets)

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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.

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 (att sch) (cash $ ______ non-cash $ ______) If this amount includes foreign grants, check here ► ☐	22				
23 Specific assistance to individuals (att sch)	23				
24 Benefits paid to or for members (att sch)	24				
25 Compensation of officers, directors, etc	25	1,721,160.	248,270.	1,426,104.	46,786.
26 Other salaries and wages	26	59,464,435.	53,201,726.	6,153,631.	109,078.
27 Pension plan contributions	27	1,272,569.	680,021.	580,033.	12,515.
28 Other employee benefits	28	3,658,392.	1,952,548.	1,669,868.	35,976.
29 Payroll taxes	29	1,197,526.	639,921.	545,829.	11,776.
30 Professional fundraising fees	30				
31 Accounting fees	31				
32 Legal fees	32				
33 Supplies	33				
34 Telephone	34				
35 Postage and shipping	35				
36 Occupancy	36				
37 Equipment rental and maintenance	37				
38 Printing and publications	38				
39 Travel	39	17,449,308.	16,257,398.	1,062,915.	128,995.
40 Conferences, conventions, and meetings	40				
41 Interest	41				
42 Depreciation, depletion, etc (attach schedule)	42	906,939.	605,840.	301,099.	
43 Other expenses not covered above (itemize)					
a SEE STATEMENT 2	43a	195,245,960.	188,950,605.	5,501,820.	793,535.
b	43b				
c	43c				
d	43d				
e	43e				
f	43f				
g	43g				
44 Total functional expenses Add lines 22 through 43 (Organizations completing columns (B) - (D), carry these totals to lines 13 - 15)	44	280,916,289.	262,536,329.	17,241,299.	1,138,661.

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 $ ______, **(ii)** the amount allocated to Program services $ ______, **(iii)** the amount allocated to Management and general $ ______; and **(iv)** the amount allocated to Fundraising $

Part III Statement of Program Service Accomplishments

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

What is the organization's primary exempt purpose? ► SOCIAL MKTING, AIDS EDUCATION

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) organizations and 4947(a)(1) trusts, but optional for others)
a SEE STATEMENT 3 (Grants and allocations $ 7,466,849.) If this amount includes foreign grants, check here ► ☐	262,536,329.
b (Grants and allocations $) If this amount includes foreign grants, check here ► ☐	
c (Grants and allocations $) If this amount includes foreign grants, check here ► ☐	
d (Grants and allocations $) If this amount includes foreign grants, check here ► ☐	
e Other program services (Grants and allocations $) If this amount includes foreign grants, check here ► ☐	
f **Total of Program Service Expenses** (should equal line 44, column (B), Program services) ►	262,536,329.

Part IV **Balance Sheets** (See instructions)

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			25,435,317.	46	28,723,767.
47a Accounts receivable	47a	5,753,750.			
b Less. allowance for doubtful accounts	47b	4,340,592.	1,001,579.	47c	1,413,158.
48a Pledges receivable	48a	679,452.			
b Less. allowance for doubtful accounts	48b		325,000.	48c	679,452.
49 Grants receivable			22,329,312.	49	43,652,899.
50 Receivables from officers, directors, trustees, and key employees (attach schedule)				50	
51a Other notes & loans receivable (attach sch)	51a				
b Less allowance for doubtful accounts	51b			51c	
52 Inventories for sale or use			16,262,480.	52	18,823,226.
53 Prepaid expenses and deferred charges				53	
54 Investments – securities (attach schedule)		► ☐ Cost ☒ FMV	29,186,494.	54	35,712,728.
55a Investments — land, buildings, & equipment basis	55a				
b Less accumulated depreciation (attach schedule)	55b			55c	
56 Investments — other (attach schedule)				56	
57a Land, buildings, and equipment basis	57a	9,826,668.			
b Less. accumulated depreciation (attach schedule) STATEMENT 4	57b	4,983,619.	4,425,783.	57c	4,843,049.
58 Other assets (describe ► SEE STATEMENT 5)			5,879,319.	58	5,166,746.
59 **Total assets** (must equal line 74) Add lines 45 through 58			104,845,284.	59	139,015,025.
LIABILITIES 60 Accounts payable and accrued expenses			12,202,342.	60	18,457,885.
61 Grants payable				61	
62 Deferred revenue			56,833,373.	62	73,751,872.
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	
66 **Total liabilities.** Add lines 60 through 65			69,035,715.	66	92,209,757.
NET ASSETS OR FUND BALANCES **Organizations that follow SFAS 117, check here** ► ☒ and complete lines 67 through 69 and lines 73 and 74					
67 Unrestricted			33,941,457.	67	39,860,535.
68 Temporarily restricted			1,857,025.	68	6,933,546.
69 Permanently restricted			11,087.	69	11,187.
Organizations that do not follow SFAS 117, check here ► ☐ 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	
73 **Total net assets or fund balances** (add lines 67 through 69 **or** lines 70 through 72, column (A) **must** equal line 19, column (B) **must** equal line 21)			35,809,569.	73	46,805,268.
74 **Total liabilities and net assets/fund balances.** Add lines 66 and 73			104,845,284.	74	139,015,025.

Part IV-A Reconciliation of Revenue per Audited Financial Statements with Revenue per Return (See instructions.)

a	Total revenue, gains, and other support per audited financial statements			a	291,911,988.
b	Amounts included on line a but not on Part I, line 12				
	1 Net unrealized gains on investments	b1			
	2 Donated services and use of facilities	b2			
	3 Recoveries of prior year grants	b3			
	4 Other (specify).	b4			
	Add lines **b1** through **b4**			b	
c	Subtract line **b** from line **a**			c	291,911,988.
d	Amounts included on Part I, line 12, but not on line **a:**				
	1 Investment expenses not included on Part I, line 6b	d1			
	2 Other (specify)	d2			
	Add lines **d1** and **d2**			d	
e	**Total revenue** (Part I, line 12) Add lines **c** and **d** ►			e	291,911,988.

Part IV-B Reconciliation of Expenses per Audited Financial Statements with Expenses per Return

a	Total expenses and losses per audited financial statements			a	280,916,289.
b	Amounts included on line a but not on Part I, line 17.				
	1 Donated services and use of facilities	b1			
	2 Prior year adjustments reported on Part I, line 20	b2			
	3 Losses reported on Part I, line 20	b3			
	4 Other (specify)	b4			
	Add lines **b1** through **b4**			b	
c	Subtract line **b** from line **a**			c	280,916,289.
d	Amounts included on Part I, line 17, but not on line **a:**				
	1 Investment expenses not included on Part I, line 6b	d1			
	2 Other (specify)	d2			
	Add lines **d1** and **d2**			d	
e	**Total expenses** (Part I, line 17) Add lines **c** and **d** ►			e	280,916,289.

Part V-A Current Officers, Directors, Trustees, and Key Employees (List each person who was an officer, director, trustee, or key employee at any time during the year even if they were not compensated.) *(See the instructions)*

(A) Name and address	**(B)** Title and average hours per week devoted to position	**(C)** Compensation **(if not paid, enter -0-)**	**(D)** Contributions to employee benefit plans and deferred compensation plans	**(E)** Expense account and other allowances
SEE STATEMENT 6		1,716,229.	205,137.	4,932.

Part V-A Current Officers, Directors, Trustees, and Key Employees *(continued)*

		Yes	No
75a Enter the total number of officers, directors, and trustees permitted to vote on organization business as board meetings ► 21			
b Are any officers, directors, trustees, or key employees listed in Form 990, Part V-A, or highest compensated employees listed in Schedule A, Part I, or highest compensated professional and other independent contractors listed in Schedule A, Part II-A or II-B, related to each other through family or business relationships? If 'Yes,' attach a statement that identifies the individuals and explains the relationship(s)	75b		X
c Do any officers, directors, trustees, or key employees listed in form 990, Part V-A, or highest compensated employees listed in Schedule A, Part I, or highest compensated professional and other independent contractors listed in Schedule A, Part II-A or II-B, receive compensation from any other organizations, whether tax exempt or taxable, that are related to this organization through common supervision or common control?	75c		X
Note. Related organizations include section 509(a)(3) supporting organizations.			
If 'Yes,' attach a statement that identifies the individuals, explains the relationship between this organization and the other organization(s), and describes the compensation arrangements, including amounts paid to each individual by each related organization			
d Does the organization have a written conflict of interest policy?	75d	X	

Part V-B Former Officers, Directors, Trustees, and Key Employees That Received Compensation or Other Benefits (If any former officer, director, trustee, or key employee received compensation or other benefits (described below) during the year, list that person below and enter the amount of compensation or other benefits in the appropriate column. See the instructions)

(A) Name and address	(B) Loans and Advances	(C) Compensation	(D) Contributions to employee benefit plans and deferred compensation plans	(E) Expense account and other allowances

Part VI Other Information *(See 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	76		X
77 Were any changes made in the organizing or governing documents but not reported to the IRS? If 'Yes,' attach a conformed copy of the changes	77		X
78a Did the organization have unrelated business gross income of $1,000 or more during the year covered by this return?	78a		X
b If 'Yes,' has it filed a tax return on **Form 990-T** for this year?	78b	N/A	
79 Was there a liquidation, dissolution, termination, or substantial contraction during the year? If 'Yes,' attach a statement	79		X
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?	80a		X
b If 'Yes,' enter the name of the organization ► N/A and check whether it is ☐ exempt **or** ☐ nonexempt			
81a Enter direct and indirect political expenditures (See line 81 instructions) 81a 0.			
b Did the organization file **Form 1120-POL** for this year?	81b		X

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Part VI Other Information *(continued)*

			Yes	No
82 a 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
b 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 N/A			
83 a Did the organization comply with the public inspection requirements for returns and exemption applications?		83a	X	
b Did the organization comply with the disclosure requirements relating to quid pro quo contributions?		83b	X	
84 a Did the organization solicit any contributions or gifts that were not tax deductible?		84a		X
b 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?		85b	N/A	
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.				
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) organizations.* 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) organizations* 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
89 a *501(c)(3) organizations* Enter Amount of tax imposed on the organization during the year under section 4911 ► 0. , section 4912 ► 0. , section 4955 ► 0.				
b *501(c)(3) and 501(c)(4) organizations* 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	►			0.
d Enter Amount of tax on line 89c, above, reimbursed by the organization	►			0.
90 a List the states with which a copy of this return is filed ► SEE STATEMENT 7				
b Number of employees employed in the pay period that includes March 12, 2005 (See instructions)		90b		241

91 a The books are in care of ► DONNA DIANE Telephone number ► 202-785-0072
Located at ► 1120 NINETEENTH ST. N.W., WASHINGTON,DC., ZIP + 4 ► 20036

		Yes	No
b 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)?	91b	X	
If 'Yes,' enter the name of the foreign country ► VARIOUS-SCHEDULE ATT			
See the instructions for exceptions and filing requirements for Form TD F 90-22 1, Report of Foreign Bank and Financial Statements			
c At any time during the calendar year, did the organization maintain an office outside of the United States?	91c	X	
If 'Yes,' enter the name of the foreign country ► VARIOUS-SCHEDULE ATT			

92 *Section 4947(a)(1) nonexempt charitable trusts filing Form 990 in lieu of* ***Form 1041*** — Check here N/A ► ☐
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 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 PROGRAM SERVICE REVEN					26,014,573.
b					
c					
d					
e					
f Medicare/Medicaid payments					
g Fees & contracts from government agencies					
94 Membership dues and assessments					
95 Interest on savings & temporary cash invmnts					
96 Dividends & interest from securities			14	906,902.	
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 pers prop					
99 Other investment income					
100 Gain or (loss) from sales of assets other than inventory			18	-31,734.	
101 Net income or (loss) from special events					
102 Gross profit or (loss) from sales of inventory					
103 Other revenue: a					
b CURRENCY EXCHANGE ADJ					-2,442,010.
c					
d					
e					
104 Subtotal (add columns (B), (D), and (E))				875,168.	23,572,563.
105 Total (add line 104, columns (B), (D), and (E)) ►					24,447,731.

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 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).
93 (A)	PROGRAM SERVICES REVENUE IS DERIVED FROM PROJECTS IN UNDERDEVELOPED COUNTRIES.
103(B)	CURRENCY EXCHANGE GAINS OR LOSSES ARE DERIVED FROM PROJECTS IN UNDERDEVELOPED
	COUNTRIES.

Part IX Information Regarding Taxable Subsidiaries and Disregarded Entities *(See 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 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 ind[redacted]

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

Please Sign Here

Under penalties of perjury, I declare that I have examined this return, including [redacted]
true, correct, and complete. Declaration of preparer (other than officer) is based [redacted]

► [redacted]
Signature of officer

► D. K. STEVE[redacted]
Type or print name and title

Paid Preparer's Use Only

Preparer's signature ► ALAN BOLINSKY [redacted]

Firm's name (or yours if self employed), address, and ZIP + 4 ► ALAN BOLINSKY, CPA
9 SPRUCE PLACE
GREAT NECK, NY 11021 [redacted]

BAA

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Organization Exempt Under Section 501(c)(3)

(Except Private Foundation) and Section 501(e), 501(f), 501(k), 501(n), or 4947(a)(1) Nonexempt Charitable Trust

Supplementary Information — (See separate instructions.)

► **MUST be completed by the above organizations and attached to their Form 990 or 990-EZ.**

OMB No 1545-0047

2005

Name of the organization	Employer identification number
POPULATION SERVICES INTERNATIONAL	56-0942853

Part I Compensation of the Five Highest Paid Employees Other Than Officers, Directors, and Trustees
(See instructions. List each one If there are none, enter 'None.')

(a) Name and address of each employee paid more than $50,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account and other allowances
GUY STALLWORTHY , MYANMAR	RES. ADVISOR 40	112,784.	6,265.	72,197.
DAVID C. WALKER , KENYA	RES. ADVISOR 40	136,822.	7,065.	82,474.
BRIAN SMITH , MOZAMBIQUE	RES. ADVISOR 40	108,646.	6,079.	76,511.
ANDREW BONER , CAMBODIA	RES. ADVISOR 40	109,521.	5,851.	98,512.
PAUL HAMILTON , HAITI	RES. ADVISOR 40	97,242.	5,481.	89,201.
Total number of other employees paid over $50,000 ►	131			

Part II – A Compensation of the Five Highest Paid Independent Contractors for Professional Services
(See instructions. List each one (whether individuals or firms). If there are none, enter 'None ')

(a) Name and address of each independent contractor paid more than $50,000	(b) Type of service	(c) Compensation
SONENTHAL & OVERALL 1120 19TH STREET N.W. SUITE 420 WASHINGTON, DC 20036	LEGAL SERVICES	239,093.
ALAN DOLINSKY, CPA 9 SPRUCE PLACE GREAT NECK, NY 11021	ACCT&FINANCIAL CONSU	156,268.
INDEPENDENT NETWORK CONSULTANTS 2209 B DEFENSE HIGHWAY CROFTON, MD 21114	COMPUTER CONSULTANT	104,690.
KPMG 201 M STREET,NW WASHINGTON, DC 20036	AUDIT SERVICES	188,155.
PAUL DAMIANO 18 SNOWGOOSE COVE GREENBORO, NC 27455	CONSULTING SERVICES	166,264.
Total number of others receiving over $50,000 for professional services ► 3		

Part II – B Compensation of the Five Highest Paid Independent Contractors for Other Services
(List each contractor who performed services other than professional services, whether individuals or firms If there are none, enter 'None.' See instructions.)

(a) Name and address of each independent contractor paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of other contractors receiving over $50,000 for other services ► 0		

Part III Statements About Activities (See instructions.)

			Yes	No
1	During the year, has the organization attempted to influence national, state, or local legislation, including any attempt to influence public opinion on a legislative matter or referendum? If 'Yes,' enter the total expenses paid or incurred in connection with the lobbying activities ► $ N/A (Must equal amounts on line 38, Part VI-A, or line i of Part VI-B.)	1		X
	Organizations that made an election under section 501(h) by filing Form 5768 must complete Part VI-A. Other organizations checking 'Yes' must complete Part VI-B AND attach a statement giving a detailed description of the lobbying activities.			
2	During the year, has the organization, either directly or indirectly, engaged in any of the following acts with any substantial contributors, trustees, directors, officers, creators, key employees, or members of their families, or with any taxable organization with which any such person is affiliated as an officer, director, trustee, majority owner, or principal beneficiary? *(If the answer to any question is 'Yes,' attach a detailed statement explaining the transactions.)*			
a	Sale, exchange, or leasing of property?	2a		X
b	Lending of money or other extension of credit?	2b		X
c	Furnishing of goods, services, or facilities?	2c		X
d	Payment of compensation (or payment or reimbursement of expenses if more than $1,000)? SEE FORM 990, PART V	2d	X	
e	Transfer of any part of its income or assets?	2e		X
3a	Do you make grants for scholarships, fellowships, student loans, etc? (If 'Yes,' attach an explanation of how you determine that recipients qualify to receive payments.)	3a		X
b	Do you have a section 403(b) annuity plan for your employees?	3b		X
c	During the year, did the organization receive a contribution of qualified real property interest under section 170(h)?	3c		X
4a	Did you maintain any separate account for participating donors where donors have the right to provide advice on the use or distribution of funds?	4a		X
b	Do you provide credit counseling, debt management, credit repair, or debt negotiation services?	4b		X

Part IV Reason for Non-Private Foundation Status (See instructions.)

The organization is not a private foundation because it is. (Please check only **ONE** applicable box.)

5 ☐ A church, convention of churches, or association of churches. Section 170(b)(1)(A)(i)

6 ☐ A school. Section 170(b)(1)(A)(ii) (Also complete Part V.)

7 ☐ A hospital or a cooperative hospital service organization. Section 170(b)(1)(A)(iii)

8 ☐ A Federal, state, or local government or governmental unit. Section 170(b)(1)(A)(v)

9 ☐ A medical research organization operated in conjunction with a hospital. Section 170(b)(1)(A)(iii). **Enter the hospital's name, city, and state** ► ,

10 ☐ An organization operated for the benefit of a college or university owned or operated by a governmental unit. Section 170(b)(1)(A)(iv) (Also complete the **Support Schedule** in Part IV-A.)

11a ☒ An organization that normally receives a substantial part of its support from a governmental unit or from the general public. Section 170(b)(1)(A)(vi) (Also complete the **Support Schedule** in Part IV-A.)

11b ☐ A community trust. Section 170(b)(1)(A)(vi). (Also complete the **Support Schedule** in Part IV-A.)

12 ☐ 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 charitable, etc, 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) (Also complete the **Support Schedule** in Part IV-A.)

13 ☐ An organization that is not controlled by any disqualified persons (other than foundation managers) and supports organizations described in **(1)** lines 5 through 12 above, or **(2)** section 501(c)(4), (5), or (6), if they meet the test of section 509(a)(2). Check the box that describes the type of supporting organization ► ☐ Type 1 ☐ Type 2 ☐ Type 3

Provide the following information about the supported organizations. (See instructions.)

(a) Name(s) of supported organization(s)	**(b)** Line number from above

14 ☐ An organization organized and operated to test for public safety. Section 509(a)(4) (See instructions.)

Part IV-A Support Schedule (Complete only if you checked a box on line 10, 11, or 12) *Use cash method of accounting.*

Note: *You may use the worksheet in the instructions for converting from the accrual to the cash method of accounting*

Calendar year (or fiscal year beginning in) ►	(a) 2004	(b) 2003	(c) 2002	(d) 2001	(e) Total
15 Gifts, grants, and contributions received. (Do not include unusual grants See line 28)	225,527,340.	182,441,985.	143,030,545.	110,352,306.	661,352,176.
16 Membership fees received					0.
17 Gross receipts from admissions, merchandise sold or services performed, or furnishing of facilities in any activity that is related to the organization's charitable, etc, purpose	22,760,339.	21,315,942.	12,085,429.	10,559,392.	66,721,102.
18 Gross income from interest, dividends, amounts received from payments on securities loans (section 512(a)(5)), rents, royalties, and unrelated business taxable income (less section 511 taxes) from businesses acquired by the organization after June 30, 1975	459,396.	559,446.	544,168.	663,352.	2,226,362.
19 Net income from unrelated business activities not included in line 18					0.
20 Tax revenues levied for the organization's benefit and either paid to it or expended on its behalf					0.
21 The value of services or facilities furnished to the organization by a governmental unit without charge Do not include the value of services or facilities generally furnished to the public without charge					0.
22 Other income Attach a schedule. Do not include gain or (loss) from sale of capital assets SEE STMT 8	-151,496.	-121,800.	245,456.	91,968.	64,128.
23 Total of lines 15 through 22	248,595,579.	204,195,573.	155,905,598.	121,667,018.	730,363,768.
24 Line 23 minus line 17	225,835,240.	182,879,631.	143,820,169.	111,107,626.	663,642,666.
25 Enter 1% of line 23	2,485,956.	2,041,956.	1,559,056.	1,216,670.	

26 Organizations described on lines 10 or 11: a Enter 2% of amount in column (e), line 24 ► 26a 13,272,853.

b Prepare a list for your records to show the name of and amount contributed by each person (other than a governmental unit or publicly supported organization) whose total gifts for 2001 through 2004 exceeded the amount shown in line 26a **Do not file this list with your return** Enter the total of all these excess amounts ► 26b

c Total support for section 509(a)(1) test Enter line 24, column (e) ► 26c 663642666.

d Add. Amounts from column (e) for lines 18 2,226,362. 19 ____ 22 64,128. 26b ____ 26d 2,290,490.

e Public support (line 26c minus line 26d total) ► 26e 661352176.

f Public support percentage (line 26e (numerator) divided by line 26c (denominator)) ► 26f 99.65 %

27 Organizations described on line 12: N/A

a For amounts included in lines 15, 16, and 17 that were received from a 'disqualified person,' prepare a list for your records to show the name of, and total amounts received in each year from, each 'disqualified person ' **Do not file this list with your return.** Enter the sum of such amounts for each year.

(2004) ____ (2003) ____ (2002) ____ (2001) ____

b For any amount included in line 17 that was received from each person (other than 'disqualified persons'), prepare a list for your records to show the name of, and amount received for each year, that was more than the **larger** of **(1)** the amount on line 25 for the year or **(2)** $5,000. (Include in the list organizations described in lines 5 through 11b, as well as individuals) **Do not file this list with your return.** After computing the difference between the amount received and the larger amount described in **(1)** or **(2)**, enter the sum of these differences (the excess amounts) for each year

(2004) ____ (2003) ____ (2002) ____ (2001) ____

c Add Amounts from column (e) for lines. 15 ____ 16 ____ 17 ____ 20 ____ 21 ____ 27c

d Add Line 27a total ____ and line 27b total ____ 27d

e Public support (line 27c total minus line 27d total) ► 27e

f Total support for section 509(a)(2) test Enter amount from line 23, column (e) ► 27f

g Public support percentage (line 27e (numerator) divided by line 27f (denominator)) ► 27g %

h Investment income percentage (line 18, column (e) (numerator) divided by line 27f (denominator)) ► 27h %

28 Unusual Grants: For an organization described in line 10, 11, or 12 that received any unusual grants during 2001 through 2004, prepare a list for your records to show, for each year, the name of the contributor, the date and amount of the grant, and a brief description of the nature of the grant. **Do not file this list with your return.** Do not include these grants in line 15

Part V **Private School Questionnaire** (See instructions.)
(To be completed ONLY by schools that checked the box on line 6 in Part IV)

N/A

			Yes	No
29	Does the organization have a racially nondiscriminatory policy toward students by statement in its charter, bylaws, other governing instrument, or in a resolution of its governing body?	29		
30	Does the organization include a statement of its racially nondiscriminatory policy toward students in all its brochures, catalogues, and other written communications with the public dealing with student admissions, programs, and scholarships?	30		
31	Has the organization publicized its racially nondiscriminatory policy through newspaper or broadcast media during the period of solicitation for students, or during the registration period if it has no solicitation program, in a way that makes the policy known to all parts of the general community it serves?	31		
	If 'Yes,' please describe, if 'No,' please explain. (If you need more space, attach a separate statement.)			
32	Does the organization maintain the following			
a	Records indicating the racial composition of the student body, faculty, and administrative staff?	32a		
b	Records documenting that scholarships and other financial assistance are awarded on a racially nondiscriminatory basis?	32b		
c	Copies of all catalogues, brochures, announcements, and other written communications to the public dealing with student admissions, programs, and scholarships?	32c		
d	Copies of all material used by the organization or on its behalf to solicit contributions?	32d		
	If you answered 'No' to any of the above, please explain (If you need more space, attach a separate statement.)			
33	Does the organization discriminate by race in any way with respect to:			
a	Students' rights or privileges?	33a		
b	Admissions policies?	33b		
c	Employment of faculty or administrative staff?	33c		
d	Scholarships or other financial assistance?	33d		
e	Educational policies?	33e		
f	Use of facilities?	33f		
g	Athletic programs?	33g		
h	Other extracurricular activities?	33h		
	If you answered 'Yes' to any of the above, please explain (If you need more space, attach a separate statement.)			
34a	Does the organization receive any financial aid or assistance from a governmental agency?	34a		
b	Has the organization's right to such aid ever been revoked or suspended?	34b		
	If you answered 'Yes' to either 34a or b, please explain using an attached statement			
35	Does the organization certify that it has complied with the applicable requirements of sections 4.01 through 4.05 of Rev Proc 75-50, 1975-2 C B 587, covering racial nondiscrimination? If 'No,' attach an explanation	35		

Part VI-A Lobbying Expenditures by Electing Public Charities (See instructions.)
(To be completed ONLY by an eligible organization that filed Form 5768)

N/A

Check ► a ☐ if the organization belongs to an affiliated group. Check ► b ☐ if you checked 'a' and 'limited control' provisions apply

Limits on Lobbying Expenditures (The term 'expenditures' means amounts paid or incurred)		(a) Affiliated group totals	(b) To be completed for ALL electing organizations
36 Total lobbying expenditures to influence public opinion (grassroots lobbying)	36		
37 Total lobbying expenditures to influence a legislative body (direct lobbying)	37		
38 Total lobbying expenditures (add lines 36 and 37)	38		
39 Other exempt purpose expenditures	39		
40 Total exempt purpose expenditures (add lines 38 and 39)	40		
41 Lobbying nontaxable amount. Enter the amount from the following table —	41		
42 Grassroots nontaxable amount (enter 25% of line 41)	42		
43 Subtract line 42 from line 36 Enter -0- if line 42 is more than line 36	43		
44 Subtract line 41 from line 38. Enter -0- if line 41 is more than line 38	44		

If the amount on line 40 is —	The lobbying nontaxable amount is —
Not over $500,000	20% of the amount on line 40
Over $500,000 but not over $1,000,000	$100,000 plus 15% of the excess over $500,000
Over $1,000,000 but not over $1,500,000	$175,000 plus 10% of the excess over $1,000,000
Over $1,500,000 but not over $17,000,000	$225,000 plus 5% of the excess over $1,500,000
Over $17,000,000	$1,000,000

Caution: *If there is an amount on either line 43 or line 44, you must file Form 4720*

4 -Year Averaging Period Under Section 501(h)
(Some organizations that made a section 501(h) election do not have to complete all of the five columns below. See the instructions for lines 45 through 50)

	Lobbying Expenditures During 4 -Year Averaging Period				
Calendar year (or fiscal year beginning in) ►	(a) 2005	(b) 2004	(c) 2003	(d) 2002	(e) Total
45 Lobbying nontaxable amount					
46 Lobbying ceiling amount (150% of line 45(e))					
47 Total lobbying expenditures					
48 Grassroots nontaxable amount					
49 Grassroots ceiling amount (150% of line 48(e))					
50 Grassroots lobbying expenditures					

Part VI-B Lobbying Activity by Nonelecting Public Charities
(For reporting only by organizations that did not complete Part VI-A) (See instructions)

N/A

During the year, did the organization attempt to influence national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of	Yes	No	Amount
a Volunteers			
b Paid staff or management (Include compensation in expenses reported on lines **c** through **h.**)			
c Media advertisements			
d Mailings to members, legislators, or the public			
e Publications, or published or broadcast statements			
f Grants to other organizations for lobbying purposes			
g Direct contact with legislators, their staffs, government officials, or a legislative body			
h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any other means			
i Total lobbying expenditures (add lines **c** through **h.**)			

If 'Yes' to any of the above, also attach a statement giving a detailed description of the lobbying activities

Part VII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations (See instructions)

51 Did the reporting organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

		Yes	No
a Transfers from the reporting organization to a noncharitable exempt organization of			
(i) Cash	51 a (i)		X
(ii) Other assets	a (ii)		X
b Other transactions			
(i) Sales or exchanges of assets with a noncharitable exempt organization	b (i)		X
(ii) Purchases of assets from a noncharitable exempt organization	b (ii)		X
(iii) Rental of facilities, equipment, or other assets	b (iii)		X
(iv) Reimbursement arrangements	b (iv)		X
(v) Loans or loan guarantees	b (v)		X
(vi) Performance of services or membership or fundraising solicitations	b (vi)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	c		X

d If the answer to any of the above is 'Yes,' complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting organization If the organization received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

(a) Line no.	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
N/A			

52a Is the organization directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ► ☐ Yes ☒ No

b If 'Yes,' complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

STATEMENT 1
FORM 990, PART I, LINE 8
NET GAIN (LOSS) FROM NONINVENTORY SALES

PUBLICLY TRADED SECURITIES

GROSS SALES PRICE: SCHEDULE ATTACHED
COST OR OTHER BASIS:

TOTAL GAIN (LOSS) PUBLICLY TRADED SECURITIES $ -31,734.

TOTAL NET GAIN (LOSS) FROM NONINVENTORY SALES $ -31,734.

STATEMENT 2
FORM 990, PART II, LINE 43
OTHER EXPENSES

	(A) TOTAL	(B) PROGRAM SERVICES	(C) MANAGEMENT & GENERAL	(D) FUNDRAISING
ADVERTISING & PROMOTION	36,993,874.	36,771,910.	209,747.	12,217.
ALLOCATION OF MGMT/GENERAL TO			-299,915.	299,915.
COMMODITIES	97,610,368.	97,610,368.		
CONSULTANTS & CONTRACTS	10,196,634.	7,888,043.	1,915,479.	393,112.
FURNITURE & EQUIPMENT	7,060,976.	6,705,947.	355,029.	
OFFICE COSTS	18,825,214.	15,435,876.	3,301,047.	88,291.
OTHER DIRECT/INDIRECT COSTS	12,120,163.	12,099,730.	20,433.	
SUBRECIPIENTS	12,438,731.	12,438,731.		
TOTAL	$ 195245960.	$ 188950605.	$ 5,501,820.	$ 793,535.

STATEMENT 3
FORM 990, PART III, LINE A
STATEMENT OF PROGRAM SERVICE ACCOMPLISHMENTS

DESCRIPTION	GRANTS AND ALLOCATIONS	PROGRAM SERVICE EXPENSES
HEALTH, FAMILY PLANNING SERVICES & EDUCATIONAL ORGANIZATION. TO DEVELOP & ADMINISTER FAMILY PLANNING, AIDS PREVENTION/EDUCATION & MATERNAL/CHILD HEALTH PROGRAMS. THE DISTRIBUTION OF INFORMATIVE LITERATURE AND COMMODITIES, PERTAINING TO ABOVE, IN DEVELOPING COUNTRIES WORLDWIDE. INCLUDES FOREIGN GRANTS: NO	7,466,849.	262536329.
	$ 7,466,849.	$ 262536329.

STATEMENT 4
FORM 990, PART IV, LINE 57
LAND, BUILDINGS, AND EQUIPMENT

CATEGORY		BASIS	ACCUM. DEPREC.	BOOK VALUE
MISCELLANEOUS	SCHEDULE ATTACHED	$ 9,826,668.	$ 4,983,619.	$ 4,843,049.
	TOTAL	$ 9,826,668.	$ 4,983,619.	$ 4,843,049.

STATEMENT 5
FORM 990, PART IV, LINE 58
OTHER ASSETS

ADVANCES,PREPAID EXPENSES AND DEPOSITS	$ 5,166,746.
TOTAL	$ 5,166,746.

STATEMENT 6
FORM 990, PART V-A
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN-SATION	CONTRI-BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
RICHARD A. FRANK 3405 LOWELL STREET, N.W. WASHINGTON, DC 20015	PRESIDENT/DIR 50	$ 336,465.	$ 37,800.	$ 2,286.
DAVID REENE 3815 49TH STREET NW WASINGTON, DC 20016	VICE PRESIDENT 50	173,959.	29,018.	270.
ALEX K. BROWN 325 BRANCH DRIVE SILVER SPRING, MD 20901	VICE PRESIDENT 50	203,730.	24,050.	414.
PATRICIA MCGRATH 7926 WEST BEACH DRIVE, NW WASHINGTON, DC 20012	VICE PRESIDENT 50	292,131.	0.	0.
SALLY COWAL 2911 OLIVE STEET NW WASHINTON, DC 20007	VICE PRESIDENT 50	152,961.	27,465.	1,188.
DR. MALCOLM POTTS 962 ARLINGTON AVENUE BERKELEY, CA 94707	DIRECTOR 0	0.	0.	0.
ASHLEY JUDD FRANKLIN, TN 37064	DIRECTOR 0	0.	0.	0.

STATEMENT 6 (CONTINUED)
FORM 990, PART V-A
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN- SATION	CONTRI- BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
MECHAI VIRVAIDYA 6 SUKHUMVIT SOI 12 BANGKOK, 11 THAILAND,	DIRECTOR 0	$ 0.	$ 0.	$ 0.
DR. GILBERT OMENN 3340 E. DOBSON PLACE ANN ARBOR, MI 48105	DIRECTOR 0	0.	0.	0.
FRANK LOY 3230 RESERVOIR ROAD,NW WASHINGTON, DC 20007	DIRECTOR 0	0.	0.	0.
WILLIAM WARSHAUER 3522 NORTHAMPTON STREET, NW WASHINGTON, DC 20015	VICE PRESIDENT 50	192,237.	29,969.	180.
FRANK CARLUCCI 1207 CREST LANE MCLEAN, VA 22101	DIRECTOR 0	0.	0.	0.
PETER CLANCY 3334 UPLAND TERRANCE, NW WASHINGTON, DC 20015	VICE PRESIDENT 50	222,996.	33,300.	414.
ADRIAAN JACOBOVITS DE SZEGED RIOUWSTRAAT 76 2585 HD THE HAGUE/NEHE,	DIRECTOR 0	0.	0.	0.
PETER MCPHERSON 499 SO. CAPITOL STREET, SW WASHINGTON, DC 20003	DIRECTOR 0	0.	0.	0.
RITA I. BASS C/O MEDIBANC-200 FILLMORE ST. DENVER, CO 80206	DIRECTOR 0	0.	0.	0.
SARA G. EPSTEIN 5620 OREGON AVENUE WASHINGTON, DC 20015-1132	DIRECTOR 0	0.	0.	0.
GAIL HARMON 1726 M STREET, N.W.- SUITE 600 WASHINGTON, DC 20036	DIRECTOR 0	0.	0.	0.
WILLIAM CALDWELL HARROP 3615 49TH STREET, N.W. WASHINGTON, DC 20016	DIRECTOR 0	0.	0.	0.

STATEMENT 6 (CONTINUED)
FORM 990, PART V-A
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN-SATION	CONTRI-BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
JILL SHUMANN 2048 HOPEWOOD DRIVE FALLS CHURCH, VA 22043	VICE PRESIDENT 50	$ 141,750.	$ 23,535.	$ 180.
JOHN E. PEPPER C/O PROCTER AND GAMBLE CINCINNATI, OH	DIRECTOR 0	0.	0.	0.
	TOTAL	$ 1,716,229.	$ 205,137.	$ 4,932.

STATEMENT 7
FORM 990 , PART VI, LINE 90A
LIST OF STATES WHICH THIS RETURN IS FILED

NY AL AK AR CA CT DC FL GA IL KS KY LA MA MI MN MS MO NH NJ NM NC ND OH OK OR PA RI SC TN VA WA WV WI

STATEMENT 8
SCHEDULE A, PART IV-A, LINE 22
OTHER INCOME

DESCRIPTION	(A) 2004	(B) 2003	(C) 2002	(D) 2001	(E) TOTAL
CAPITAL GAINS OR LOSSES ON SECURITIES	$ -151,496.	$ -121,800.	$ 245,456.	$ 91,968.	$ 64,128.
TOTAL	$ -151,496.	$ -121,800.	$ 245,456.	$ 91,968.	$ 64,128.

POPULATION SERVICES INTERNATIONAL
ATTACHMENT TO FORM 990
TAX YEAR 2005

FORM 990 PAGE 7 PART VI QUESTIONS 91b AND 91c:

COUNTRY	QUESTION 91b SIGNATURE OR OTHER AUTHORITY OVER A FINANCIAL ACCT	QUESTION 91c MAINTAIN AN OFFICE/CHAPTER OFFICE/CHAPTER OR BRANCH OUTSIDE US
AFGHANISTAN	X	X
ANGOLA	X	X
BELIZE	X	X
BENIN	X	X
BOLIVIA	X	X
BOTSWANA	X	X
BURKINA FASO	X	X
BURUNDI	X	X
CAMBODIA	X	X
CAMEROON	X	X
TRINIDAD	X	X
CENTRAL AFRICAN REPUBLIC	X	X
KAZAKHSTAN	X	X
CHINA	X	X
CONGO	X	X
COSTA RICA	X	X
COTE D'IVOIRE	X	X
CUBA	X	X
DOMINICAN REPUBLIC	X	X
EL SALVADOR	X	X
ERITREA	X	X
ETHIOPIA	X	X
LONDON	X	X
GUATEMALA	X	X
GUINEA	X	X
HAITI	X	X
HONDURAS	X	X
INDIA	X	X
KENYA	X	X
LAOS	X	X
LESOTHO	X	X
MADAGASCAR	X	X
MALAWI	X	X
MALI	X	X
MEXICO	X	X
MOZAMBIQUE	X	X
MYANMAR	X	X

POPULATION SERVICES INTERNATIONAL
ATTACHMENT TO FORM 990
TAX YEAR 2005

FORM 990 PAGE 7 PART VI QUESTIONS 91b AND 91c:

COUNTRY	QUESTION 91b SIGNATURE OR OTHER AUTHORITY OVER A FINANCIAL ACCT	QUESTION 91c MAINTAIN AN OFFICE/CHAPTER OFFICE/CHAPTER OR BRANCH OUTSIDE US
NAMIBIA	X	X
NEPAL	X	X
NICARAGUA	X	X
NIGERIA	X	X
PAKISTAN	X	X
PANAMA	X	X
PARAGUAY	X	X
ROMANIA	X	X
RUSSIA	X	X
RWANDA	X	X
SOUTH AFRICA	X	X
SUDAN	X	X
SWAZILAND	X	X
TANZANIA	X	X
THAILAND	X	X
TOGO	X	X
UGANDA	X	X
VENEZUELA	X	X
VIETNAM	X	X
ZAMBIA	X	X
ZIMBABWE	X	X

October 27, 2006

Position Performance Summary

From 12/31/2004 to 12/31/2005

Population Service Int'l - non pension
1120 19th Street N.W.
Suite # 600
Washington, DC 20036

Transfers	Description		12/31/2004 Value	Additions Purchases	Withdrawals Sales	Realized Gain (Loss)	Unrealized Gain (Loss)	Income Expenses	12/31/2005 Value
Equities									
(1,092)	ALLSTATE CORP	<1>	0	1,082	(1,092)	10	0	0	0
(970)	CORNING INC	<1>	1,024	0	(970)	(54)	0	0	0
(52,894)	GOOGLE INC	<1>	0	52,665	(52,894)	229	0	0	0
(37,286)	ISHARES MSCI EAFE IN	<1>	0	2,007,936	(37,286)	0	(11,088)	37,286	1,996,848
(156)	PROCTER & GAMBLE	<1>	0	30,141	(30,298)	156	0	0	0
(4,839)	PROCTER & GAMBLE	<1>	0	4,949	(4,839)	(110)	0	0	0
(30,602)	PROCTER & GAMBLE	<1>	0	30,727	(30,602)	(126)	0	0	0
(4,999)	PROCTER & GAMBLE	<1>	0	5,043	(4,999)	(44)	0	0	0
(10,015)	PROCTER & GAMBLE	<1>	0	10,030	(10,015)	(15)	0	0	0
(5,144)	PROCTER & GAMBLE	<1>	0	5,222	(5,144)	(78)	0	0	0
(4,984)	PROCTER & GAMBLE	<1>	0	5,032	(4,984)	(48)	0	0	0
(2,063)	PROCTER & GAMBLE	<1>	0	2,040	(2,063)	22	0	0	0
(9,959)	PROCTER & GAMBLE	<1>	0	10,077	(9,959)	(118)	0	0	0
(26,063)	PROCTER & GAMBLE	<1>	0	26,347	(26,063)	(284)	0	0	0
(1,165)	PROCTER & GAMBLE	<1>	0	1,166	(1,165)	(1)	0	0	0
(10,035)	TIME WARNER INC	<1>	0	10,212	(10,035)	(177)	0	0	0
(1,063)	UNITEDHEALTH GROU	<1>	0	1,056	(1,063)	7	0	0	0
(10,226)	VODAFONE GRP	<1>	0	10,231	(10,226)	(4)	0	0	0
(213,554)			1,024	2,213,955	(243,696)	(633)	(11,088)	37,286	1,996,848
Fixed Income									
(16,125)	FED HOME LN 5.375% 2 02/15/2006 5.375%	<1>	307,380	0	(16,125)	0	(7,191)	16,125	300,189
(306,188)	FED HOME LN BK 4.125 01/14/2005 4.125%	<1>	300,090	0	(306,188)	(90)	0	6,188	0

Position Performance Summary

From 12/31/2004 to 12/31/2005

Population Service Int'l - non pension

Transfers	Description		12/31/2004 Value	Additions Purchases	Withdrawals Sales	Realized Gain (Loss)	Unrealized Gain (Loss)	Income Expenses	12/31/2005 Value
Fixed Income									
(17,500)	FED HOME LN BK STEP 10/22/2010 4.50%	<1>	499,630	0	(17,500)	0	(4,095)	17,500	495,535
(26,250)	FED HOME LN BK STEP 04/12/2007 3.25%	<1>	998,590	0	(26,250)	0	(4,940)	26,250	993,650
489,000	FED HOME LN BK STEP 05/24/2007 3.50%	<1>	0	497,750	(8,750)	0	(1,970)	8,750	495,780
(31,250)	FED HOME LN MTGE S 05/30/2008 3.625%	<1>	997,890	0	(31,250)	0	(18,750)	31,250	979,140
(31,000)	FED HOME LOAN MTG 11/28/2007 3.10%	<1>	980,380	0	(31,000)	0	(13,550)	31,000	966,830
(12,469)	FNMA 5.25% 6/15/06 06/15/2006 5.25%	<1>	231,611	25,250	(12,469)	0	(6,158)	12,469	250,703
(656)	FNMA 5.25% 6/15/06 06/15/2006 5.25%	<2>	25,735	0	(25,906)	(485)	0	656	0
	Accrued Income		58		(357)				
(51,438)	FNMA 5.75% 6/15/05 06/15/2005 5.75%	<1>	50,700	0	(51,438)	(700)	0	1,438	0
(214,000)	FNMA 7.0% 7/15/05 07/15/2005 7.00%	<1>	204,500	0	(214,000)	(4,500)	0	14,000	0
(8,000)	FNMA STEP 10/8/13 10/08/2013 4.00%	<1>	199,188	0	(8,000)	0	(1,626)	8,000	197,562
(305,225)	FNMA STEP 9/20/10 09/20/2010 4.75%	<1>	300,093	0	(305,225)	(93)	0	5,225	0
(16,250)	FNMA STEP 1/14/08 01/14/2008 3.50%	<1>	498,440	0	(16,250)	0	(10,315)	16,250	488,125
(16,250)	FNMA STEP 1/14/09 01/14/2009 3.50%	<1>	500,000	0	(16,250)	0	(7,185)	16,250	492,815
(16,250)	FNMA STEP 12/30/09 12/30/2009 3.25%	<1>	498,595	0	(16,250)	0	(7,030)	16,250	491,565

Position Performance Summary

From 12/31/2004 to 12/31/2005

Population Service Int'l - non pension

Transfers	Description		12/31/2004 Value	Additions Purchases	Withdrawals Sales	Realized Gain (Loss)	Unrealized Gain (Loss)	Income Expenses	12/31/2005 Value
Fixed Income									
(3,465)	FNMA STEP 2/22/08 02/22/2008 3.00%	<2>	125,168	0	(127,733)	(901)	0	3,465	0
	Accrued Income		1,129		(3,791)				
0	FNMA STEP 2/22/08 02/22/2008 3.00%	<1>	0	124,268	0	0	(1,023)	0	123,244
(13,625)	FNMA STEP 7/27/07 07/27/2007 3.45%	<1>	499,845	0	(13,625)	0	(9,690)	13,625	490,155
(15,625)	FNMA STEP 8/26/09 08/26/2009 3.125%	<1>	498,750	0	(15,625)	0	(6,250)	15,625	492,500
(206,400)	GTE NORTH 6.4% 2/15/ 02/15/2005 6.40%	<1>	200,916	0	(206,400)	(916)	0	6,400	0
(12,250)	TENN VALLEY AUTH 2. 05/15/2008 2.45%	<1>	480,355	0	(12,250)	0	(5,530)	12,250	474,825
(15,250)	TENN VALLEY AUTH 3. 01/15/2008 3.05%	<1>	491,970	0	(15,250)	0	(8,195)	15,250	483,775
(846,465)			8,891,012	647,268	(1,497,880)	(7,684)	(113,498)	294,215	8,216,393
CDs									
(2,548)	ACACIA FED SVINGS B 01/22/2007 2.60%	<1>	95,785	0	(2,548)	0	(262)	2,548	95,523
(2,744)	ALLIANCE BK 2.80% 10 10/10/2006 2.80%	<1>	96,785	0	(2,744)	0	(471)	2,744	96,314
(4,947)	AMCORE BANK 5.10% 3 03/20/2007 5.10%	<1>	99,629	0	(4,947)	0	(2,644)	4,947	96,985
(99,376)	AMCORE BK 1.4% 1/21/ 01/21/2005 1.40%	<1>	97,922	0	(99,376)	78	0	1,376	0
98,000	ANCHOR BANK 3.95% 02/20/2007 3.95%	<1>	0	98,000	0	0	(1,231)	0	96,769

Position Performance Summary

From 12/31/2004 to 12/31/2005

Population Service Int'l - non pension

Transfers	Description		12/31/2004 Value	Additions Purchases	Withdrawals Sales	Realized Gain (Loss)	Unrealized Gain (Loss)	Income Expenses	12/31/2005 Value
CDs									
(99,106)	ATHENS FIRST BK 2.25 01/27/2005 2.25%	<1>	97,677	0	(99,106)	323	0	1,106	0
96,493	BANCO BILBAO VIZCA 08/09/2006 3.10%	<1>	0	98,000	(1,507)	0	(1,085)	1,507	96,915
98,000	BANCO BILBAO VIZCA 08/03/2007 4.05%	<1>	0	98,000	0	0	(1,550)	0	96,450
(99,024)	BANCO POPULAR 2.05 02/14/2005 2.05%	<1>	97,902	0	(99,024)	98	0	1,024	0
(3,332)	BANK OF NORTH GA 3. 12/17/2007 3.40%	<1>	96,452	0	(3,332)	0	(1,601)	3,332	94,851
(2,205)	BANKATLANTIC 2.25% 03/13/2006 2.25%	<1>	96,795	0	(2,205)	0	738	2,205	97,532
(2,475)	BANKERS BK 2.5% 2/8/0 02/08/2006 2.50%	<1>	98,139	0	(2,475)	0	639	2,475	98,778
(100,058)	BANNER BK 2.1% 10/6/ 10/06/2005 2.10%	<1>	97,187	0	(100,058)	813	0	2,058	0
(3,038)	BAR HARBOR BK 3.10% 08/04/2008 3.10%	<1>	94,688	0	(3,038)	0	(1,497)	3,038	93,190
(99,551)	BLC COMMUNITY BK 1 10/11/2005 1.90%	<1>	97,030	0	(99,551)	970	0	1,551	0
(3,234)	BMW BK 3.3% 6/18/07 06/18/2007 3.30%	<1>	96,853	0	(3,234)	0	(1,297)	3,234	95,556
(4,511)	BOSTON PVT BK 4.65% 02/13/2007 4.65%	<1>	98,746	0	(4,511)	0	(2,221)	4,511	96,525
(2,581)	BPD BK 2.60% 1/4/06 01/04/2006 2.60%	<1>	98,307	0	(2,581)	0	686	2,581	98,993
98,000	BREMER BK(MINN) 2.9 02/16/2006 2.90%	<1>	0	98,000	0	0	(232)	0	97,768
98,000	BREMER BK(ND)2.9% 2 02/16/2006 2.90%	<1>	0	98,000	0	0	(232)	0	97,768

Position Performance Summary

From 12/31/2004 to 12/31/2005

Population Service Int'l - non pension

Transfers	Description		12/31/2004 Value	Additions Purchases	Withdrawals Sales	Realized Gain (Loss)	Unrealized Gain (Loss)	Income Expenses	12/31/2005 Value
CDs									
(3,104)	BSB BANK 3.20% 12/18/ 12/18/2006 3.20%	<1>	96,088	0	(3,104)	0	(787)	3,104	95,302
(98,000)	BUILDERS BK 2.0% 9/29 09/29/2005 2.00%	<1>	97,206	0	(98,000)	794	0	0	0
98,000	CAPITAL CROSSING B 11/02/2007 4.25%	<1>	0	98,000	0	0	(1,449)	0	96,551
(99,037)	CAPITAL CROSSING B 01/06/2005 2.10%	<1>	97,990	0	(99,037)	10	0	1,037	0
(100,236)	CAPITAL CROSSING B 07/08/2005 2.15%	<1>	98,584	0	(100,236)	416	0	1,236	0
(3,185)	CAPITAL ONE BK 3.25% 11/26/2007 3.25%	<1>	96,344	0	(3,185)	0	(1,585)	3,185	94,759
(2,597)	CHARTER BK 2.65% 9/8 09/08/2006 2.65%	<1>	96,608	0	(2,597)	0	(164)	2,597	96,444
98,000	CHOICE FINANCIAL GR 11/19/2007 4.40%	<1>	0	98,000	0	0	(1,222)	0	96,778
(99,376)	CITIZENS & PEOPLES B 01/21/2005 1.40%	<1>	97,922	0	(99,376)	78	0	1,376	0
98,000	CITIZENS BANK FLINT 10/26/2006 4.10%	<1>	0	98,000	0	0	(791)	0	97,209
(99,955)	CITIZENS BK 4.0% 5/16/ 05/16/2005 4.00%	<1>	98,353	0	(99,955)	(353)	0	1,955	0
95,000	CITIZENS BUSINESS 4.2 11/30/2006 4.20%	<1>	0	95,000	0	0	(757)	0	94,243
(100,163)	CMNTY BK OF SOUTH 12/15/2005 2.50%	<1>	97,314	0	(100,163)	554	0	2,296	0
(2,597)	COASTAL BANK 2.65% 03/05/2007 2.65%	<1>	95,668	0	(2,597)	0	(359)	2,597	95,308
97,429	COASTAL BK 3.20% 8/2 08/23/2006 3.20%	<1>	0	99,000	(1,571)	0	(1,107)	1,571	97,893

Position Performance Summary
From 12/31/2004 to 12/31/2005

Population Service Int'l - non pension

Transfers	Description		12/31/2004 Value	Additions Purchases	Withdrawals Sales	Realized Gain (Loss)	Unrealized Gain (Loss)	Income Expenses	12/31/2005 Value
CDs									
98,000	COLE TAYLOR BANK 4. 10/12/2007 4.15%	<1>	0	98,000	0	0	(1,571)	0	96,429
98,000	COLUMBIAN BK 4.0% 09/07/2007 4.00%	<1>	0	98,000	0	0	(1,721)	0	96,279
98,000	COLUMBUS BANK 4.20 11/02/2007 4.20%	<1>	0	98,000	0	0	(1,533)	0	96,467
(2,401)	COMMUNITY BK 2.45% 03/09/2007 2.45%	<1>	95,256	0	(2,401)	0	(193)	2,401	95,063
98,000	COMPASS BANK 4.0% 10/19/2006 4.00%	<1>	0	98,000	0	0	(850)	0	97,150
(2,842)	CORUS BANK 2.9% 4/4/ 04/04/2007 2.90%	<1>	96,109	0	(2,842)	0	(728)	2,842	95,381
98,000	COUNTRYWIDE BANK 09/24/2007 3.95%	<1>	0	98,000	0	0	(1,847)	0	96,153
(99,793)	COWLITZ BK 1.80% 8/1 08/17/2005 1.80%	<1>	97,245	0	(99,793)	755	0	1,793	0
97,659	DELAWARE PLACE BA 04/30/2007 4.10%	<1>	0	98,000	(341)	0	(1,284)	341	96,716
(2,793)	DORAL BK 2.85% 1/22/0 01/22/2007 2.85%	<1>	96,265	0	(2,793)	0	(592)	2,793	95,673
(2,475)	DUBUQUE B & T 2.50% 01/11/2006 2.50%	<1>	98,198	0	(2,475)	0	752	2,475	98,950
(3,087)	E*TRADE BK 3.15% 4/25 04/28/2008 3.15%	<1>	95,374	0	(3,087)	0	(1,598)	3,087	93,776
(2,548)	EAGLE BK 2.60% 8/18/0 08/18/2006 2.60%	<1>	96,657	0	(2,548)	0	(83)	2,548	96,575
96,000	EAST WEST BANK 4.05 11/02/2006 4.05%	<1>	0	96,000	0	0	(827)	0	95,173
(3,444)	EUROBANK 3.55% 12/18 12/18/2007 3.55%	<1>	95,865	0	(3,444)	0	(1,719)	3,444	94,146

Position Performance Summary

From 12/31/2004 to 12/31/2005

Population Service Int'l - non pension

Transfers	Description		12/31/2004 Value	Additions Purchases	Withdrawals Sales	Realized Gain (Loss)	Unrealized Gain (Loss)	Income Expenses	12/31/2005 Value
CDs									
(1,960)	EVERBANK 2.0% 3/3/06 03/03/2006 2.00%	<1>	96,540	0	(1,960)	0	1,022	1,960	97,562
(100,058)	EXCEL BK 2.10% 10/06/ 10/06/2005 2.10%	<1>	97,187	0	(100,058)	813	0	2,058	0
98,000	FARMERS & MERCHAN 04/21/2008 4.20%	<1>	0	98,000	0	0	(2,006)	0	95,994
(99,368)	FARMERS FST BK 1.40 01/14/2005 1.40%	<1>	97,951	0	(99,368)	49	0	1,368	0
(99,955)	FFSB BK 2.0% 7/13/05 07/13/2005 2.00%	<1>	97,490	0	(99,955)	510	0	1,955	0
98,000	FIDELITY BANK 4.0% 9 09/16/2008 4.00%	<1>	0	98,000	0	0	(2,870)	0	95,130
(4,656)	FIRESIDE THRIFT 4.80% 02/22/2007 4.80%	<1>	99,056	0	(4,656)	0	(2,385)	4,656	96,671
(100,645)	FIRST BK HIGHLAND P 12/05/2005 2.85%	<1>	97,637	0	(100,645)	307	0	2,701	0
96,421	FIRST BK RICHMOND 3 01/12/2007 3.25%	<1>	0	98,000	(1,579)	0	(1,785)	1,579	96,215
98,000	FIRST BUSINESS BANK 05/22/2008 4.45%	<1>	0	98,000	0	0	(1,529)	0	96,471
96,000	FIRST FED BK CALIF 4. 11/01/2006 4.05%	<1>	0	96,000	0	0	(825)	0	95,175
(99,087)	FIRST MIDWEST BK 2.2 06/20/2005 2.20%	<1>	97,667	0	(99,087)	333	0	1,087	0
97,642	FIRST NATL BANK 4.45 11/28/2007 4.45%	<1>	0	98,000	(358)	0	(1,151)	358	96,849
97,345	FIRST NATL BANK 4.0 10/09/2007 4.00%	<1>	0	98,000	(655)	0	(1,808)	655	96,192
96,445	FIRST PLACE BK 3.20% 01/12/2007 3.20%	<1>	0	98,000	(1,555)	0	(1,834)	1,555	96,166

Position Performance Summary

From 12/31/2004 to 12/31/2005

Population Service Int'l - non pension

Transfers	Description		12/31/2004 Value	Additions Purchases	Withdrawals Sales	Realized Gain (Loss)	Unrealized Gain (Loss)	Income Expenses	12/31/2005 Value
CDs									
(2,450)	FIRST SIGNATURE BK 01/02/2007 2.50%	<1>	95,658	0	(2,450)	0	(99)	2,450	95,559
(2,871)	FIRST STATE BK 2.90% 06/27/2006 2.90%	<1>	98,357	0	(2,871)	0	(303)	2,871	98,053
(4,171)	FIRSTMERIT BK 4.30% 01/30/2006 4.30%	<1>	97,989	0	(4,171)	0	(1,048)	4,171	96,942
(3,283)	FLAGSTAR BK 3.35% 8/ 08/13/2007 3.35%	<1>	96,736	0	(3,283)	0	(1,356)	3,283	95,380
(99,425)	FLORIDA COMMUNITY 01/07/2005 1.45%	<1>	97,980	0	(99,425)	20	0	1,425	0
97,337	FRONTENAC BANK 4.0 04/27/2007 4.05%	<1>	0	98,000	(663)	0	(1,338)	663	96,662
(4,410)	FST BK PUERTO RICO 4 01/23/2007 4.50%	<1>	99,431	0	(4,410)	0	(2,031)	4,410	97,399
(2,254)	FST COMMONWEALTH 03/14/2006 2.30%	<1>	96,844	0	(2,254)	0	691	2,254	97,535
(2,548)	GEORGIAN BK 2.6% 1/3 01/30/2007 2.60%	<1>	95,766	0	(2,548)	0	(294)	2,548	95,471
(3,234)	GMAC AUTOMOTIVE B 08/13/2007 3.30%	<1>	96,618	0	(3,234)	0	(1,313)	3,234	95,305
98,000	GMAC BANK 3.95% 9/2 09/21/2007 3.95%	<1>	0	98,000	0	0	(1,838)	0	96,162
(3,283)	GREAT SOUTHERN BK 12/17/2007 3.35%	<1>	96,314	0	(3,283)	0	(1,554)	3,283	94,761
(2,744)	GREER STREET BK 2.8 03/12/2008 2.80%	<1>	94,443	0	(2,744)	0	(1,159)	2,744	93,284
(2,352)	GUARANTY BK 2.40% 03/09/2007 2.40%	<1>	95,138	0	(2,352)	0	(151)	2,352	94,987
(99,955)	HAPOALIM BK 4.0% 5/9 05/09/2005 4.00%	<1>	98,235	0	(99,955)	(235)	0	1,955	0

Position Performance Summary

From 12/31/2004 to 12/31/2005

Population Service Int'l - non pension

Transfers	Description		12/31/2004 Value	Additions Purchases	Withdrawals Sales	Realized Gain (Loss)	Unrealized Gain (Loss)	Income Expenses	12/31/2005 Value
CDs									
(100,119)	HERITAGE BK 2.55% 12 12/22/2005 2.55%	<1>	97,353	0	(100,119)	472	0	2,294	0
96,396	HOME FED SVINGS BK 01/26/2007 3.30%	<1>	0	98,000	(1,604)	0	(1,804)	1,604	96,196
96,421	INDEPENDENCE CMNT 01/19/2007 3.25%	<1>	0	98,000	(1,579)	0	(1,820)	1,579	96,180
98,000	INDEPENDENT BANK 4 11/14/2007 4.35%	<1>	0	98,000	0	0	(1,282)	0	96,718
97,023	INTEGRITY BANK 4.0% 09/22/2008 4.00%	<1>	0	98,000	(977)	0	(2,886)	977	95,114
(101,258)	ISREAL DISC BK 2.25% 12/21/2005 2.25%	<1>	98,060	0	(101,258)	941	0	2,258	0
(4,462)	JACKSON FED. BK 4.60 02/13/2007 4.60%	<1>	98,649	0	(4,462)	0	(2,176)	4,462	96,473
98,000	KANSAS ST BK 4.40% 1 11/16/2007 4.40%	<1>	0	98,000	0	0	(1,218)	0	96,782
(4,365)	KEY BANK 4.50% 1/30/0 01/30/2007 4.50%	<1>	98,426	0	(4,365)	0	(2,033)	4,365	96,393
(2,940)	LAFAYETTE SVINGS B 07/09/2007 3.00%	<1>	96,079	0	(2,940)	0	(1,064)	2,940	95,016
97,023	LAKESIDE BANK 4.0% 09/22/2008 4.00%	<1>	0	98,000	(977)	0	(2,886)	977	95,114
97,012	LANDMARK CMNTY B 08/31/2007 4.00%	<1>	0	98,000	(988)	0	(1,707)	988	96,293
(2,426)	LEHMAN BROS BK 2.45 01/23/2006 2.45%	<1>	98,119	0	(2,426)	0	744	2,426	98,863
(4,018)	MATRIX CAPITAL BK 4 01/23/2006 4.10%	<1>	98,784	0	(4,018)	0	(837)	4,018	97,947

Position Performance Summary

From 12/31/2004 to 12/31/2005

Population Service Int'l - non pension

Transfers	Description		12/31/2004 Value	Additions Purchases	Withdrawals Sales	Realized Gain (Loss)	Unrealized Gain (Loss)	Income Expenses	12/31/2005 Value
CDs									
78,000	MB FINANCIAL 3.70% 6 06/18/2007 3.70%	<2>	0	78,000	(76,863)	(1,137)	0	0	0
	Accrued Income				(779)				
(1,447)	MB FINANCIAL 3.70% 6 06/18/2007 3.70%	<1>	0	76,863	(1,447)	0	(376)	1,447	76,486
(2,214)	MBNA AMERICA BK 2.7 01/17/2006 2.70%	<1>	81,492	0	(2,214)	0	438	2,214	81,930
(16,505)	MBNA AMERICA BK 3.1 08/29/2005 3.15%	<2>	16,008	0	(16,505)	(8)	0	505	0
(100,862)	MEDALLION BK 1.85% 07/20/2005 1.85%	<1>	98,396	0	(100,862)	604	0	1,862	0
(2,940)	MERCANTILE BK 3.0% 07/17/2006 3.00%	<1>	97,314	0	(2,940)	0	(307)	2,940	97,007
(100,907)	MERCANTILE TRUST & 11/17/2005 1.65%	<1>	97,683	0	(100,907)	1,317	0	1,907	0
98,000	MERRICK BK 3.95% 2/2 02/20/2007 3.95%	<1>	0	98,000	0	0	(1,231)	0	96,769
(2,910)	MERRILL LYNCH BK 3 01/22/2007 3.00%	<1>	95,574	0	(2,910)	0	(634)	2,910	94,940
97,084	METRO BANK 3.75% 3/ 03/28/2007 3.75%	<1>	0	98,000	(916)	0	(1,571)	916	96,429
96,320	MIDDLETON CMNTY B 03/02/2007 3.40%	<1>	0	98,000	(1,680)	0	(1,859)	1,680	96,141
(2,156)	MIDFIRST BANK 2.2% 03/06/2006 2.20%	<1>	96,755	0	(2,156)	0	816	2,156	97,572
(2,475)	MIDWEST BANKCENT 01/11/2006 2.50%	<1>	98,198	0	(2,475)	0	752	2,475	98,950
(1,960)	MOUND CITY BK 2.0% 09/12/2006 2.00%	<1>	95,560	0	(1,960)	0	424	1,960	95,984

Position Performance Summary

From 12/31/2004 to 12/31/2005

Population Service Int'l - non pension

Transfers	Description		12/31/2004 Value	Additions Purchases	Withdrawals Sales	Realized Gain (Loss)	Unrealized Gain (Loss)	Income Expenses	12/31/2005 Value
CDs									
(4,511)	NAT'L CITY BK INDIAN 02/13/2007 4.65%	<1>	98,746	0	(4,511)	0	(2,221)	4,511	96,525
(2,156)	NATIONAL BK 2.20% 5/ 05/23/2006 2.20%	<1>	96,403	0	(2,156)	0	585	2,156	96,988
(98,999)	NBT BANK 2.0% 2/14/0 02/14/2005 2.00%	<1>	97,902	0	(98,999)	98	0	999	0
96,396	NETBANK 3.30% 1/26/0 01/26/2007 3.30%	<1>	0	98,000	(1,604)	0	(1,804)	1,604	96,196
(77,825)	NEW SOUTH FED SVIN 06/08/2005 2.15%	<2>	76,738	0	(77,825)	262	0	825	0
	Accrued Income		104						
98,000	NO AMER SAVINGS BK 10/10/2006 3.90%	<1>	0	98,000	0	0	(900)	0	97,100
(100,683)	NORTHWEST GA BK 1. 07/21/2005 1.70%	<1>	98,386	0	(100,683)	614	0	1,683	0
98,000	OHIO SAVINGS BK 4.0 08/06/2007 4.00%	<1>	0	98,000	0	0	(1,631)	0	96,369
97,478	OHIO VALLEY BK 3.10 08/04/2006 3.10%	<1>	0	99,000	(1,522)	0	(1,071)	1,522	97,929
(12,162)	OKLAHOMA BANK 1.35 07/05/2005 1.35%	<2>	11,912	0	(12,162)	88	0	162	0
	Accrued Income		40						
(92,216)	OLD FT BK 1.8% 9/28/05 09/28/2005 1.80%	<1>	90,145	0	(92,216)	855	0	1,216	0
(3,185)	ONE BANK 3.25% 8/6/0 08/06/2007 3.25%	<1>	96,501	0	(3,185)	0	(1,258)	3,185	95,243
(3,626)	PACIFIC CAPITAL BK 3. 12/01/2008 3.70%	<1>	96,344	0	(3,626)	0	(2,274)	3,626	94,070
(2,277)	PEOPLES NB 2.30% 1/13 01/13/2006 2.30%	<1>	97,990	0	(2,277)	0	943	2,277	98,933

Position Performance Summary

From 12/31/2004 to 12/31/2005

Population Service Int'l - non pension

Transfers	Description		12/31/2004 Value	Additions Purchases	Withdrawals Sales	Realized Gain (Loss)	Unrealized Gain (Loss)	Income Expenses	12/31/2005 Value
CDs									
(3,185)	PERRY STATE BK 3.25 07/23/2007 3.25%	<1>	96,648	0	(3,185)	0	(1,318)	3,185	95,329
(3,136)	PRIVATE BK 3.20% 5/24 05/24/2007 3.20%	<1>	96,657	0	(3,136)	0	(1,123)	3,136	95,534
98,000	PRIVATEBANK & TRUS 09/21/2007 3.80%	<1>	0	98,000	0	0	(2,077)	0	95,923
(4,996)	PROVIDENT BK 5.15% 4 04/17/2007 5.15%	<1>	99,823	0	(4,996)	0	(2,814)	4,996	97,008
(1,944)	PROVIDIAN BK 2.70% 5/ 05/26/2006 2.70%	<1>	71,402	0	(1,944)	0	(25)	1,944	71,378
(298)	PROVIDIAN NB 2.30% 4/ 04/09/2007 2.30%	<2>	25,160	0	(25,404)	(55)	0	298	0
	Accrued Income		140		(278)				
0	PROVIDIAN NB 2.30% 4/ 04/09/2007 2.30%	<1>	0	25,105	0	0	5	0	25,110
(3,185)	R-G PREMIERE BK 3.25 11/13/2007 3.25%	<1>	96,363	0	(3,185)	0	(1,548)	3,185	94,815
96,000	SAFRA BANK 3.70% 10/ 10/05/2006 3.70%	<1>	0	96,000	0	0	(1,004)	0	94,996
(2,058)	SAVANNAH BK 2.10% 8 08/28/2006 2.10%	<1>	95,864	0	(2,058)	0	341	2,058	96,205
99,000	SEC PACIFIC BK 4.0% 3 03/10/2008 4.00%	<1>	0	99,000	0	0	(2,333)	0	96,667
(99,099)	SECURITY BK 2.25% 6/ 06/30/2005 2.25%	<1>	97,667	0	(99,099)	333	0	1,099	0
(2,058)	SKY BK 2.10% 2/21/06 02/21/2006 2.10%	<1>	96,687	0	(2,058)	0	962	2,058	97,649
96,000	SOUTHLAND BANK 4.0 10/31/2006 4.00%	<1>	0	96,000	0	0	(861)	0	95,139

Position Performance Summary

From 12/31/2004 to 12/31/2005

Population Service Int'l - non pension

Transfers	Description		12/31/2004 Value	Additions Purchases	Withdrawals Sales	Realized Gain (Loss)	Unrealized Gain (Loss)	Income Expenses	12/31/2005 Value
CDs									
(2,695)	SOVEREIGN BK 2.75% 6 06/09/2006 2.75%	<1>	97,098	0	(2,695)	0	(5)	2,695	97,094
98,000	STAR FINANCIAL BAN 03/24/2008 3.95%	<1>	0	98,000	0	0	(2,450)	0	95,550
(100,254)	STATE BANK 2.30% 11/ 11/10/2005 2.30%	<1>	97,255	0	(100,254)	745	0	2,254	0
(100,058)	STATE BK OF INDIA 2.1 09/15/2005 2.10%	<1>	97,314	0	(100,058)	686	0	2,058	0
(2,352)	STERLING B & T FSB 2. 01/18/2006 2.40%	<1>	97,089	0	(2,352)	0	810	2,352	97,898
(2,798)	STERLING SB 3.0% 7/3/ 07/03/2006 3.00%	<2>	92,368	0	(94,698)	(467)	0	2,798	0
	Accrued Income		1,402		(637)				
0	STERLING SB 3.0% 7/3/ 07/03/2006 3.00%	<1>	0	91,901	0	0	226	0	92,127
(100,499)	STILLWATER BK 2.55% 12/22/2005 2.55%	<1>	97,353	0	(100,499)	647	0	2,499	0
(3,185)	SUSQUEHANNA BK 3.2 12/24/2007 3.25%	<1>	96,030	0	(3,185)	0	(1,479)	3,185	94,551
(2,940)	SUTTON BK 3.0% 1/16/0 01/16/2008 3.00%	<1>	95,148	0	(2,940)	0	(1,207)	2,940	93,941
(3,234)	TREASURY BK 3.3% 10 10/15/2007 3.30%	<1>	96,530	0	(3,234)	0	(1,505)	3,234	95,025
(100,254)	TRUSTMARK BK 2.30% 10/20/2005 2.30%	<1>	97,304	0	(100,254)	696	0	2,254	0
(99,544)	UNITED COMMUNITY 08/03/2005 1.55%	<1>	97,157	0	(99,544)	843	0	1,544	0
98,000	US BANK 4.10% 11/9/06 11/09/2006 4.10%	<1>	0	98,000	0	0	(821)	0	97,179

Position Performance Summary
From 12/31/2004 to 12/31/2005

Population Service Int'l - non pension

Transfers	Description		12/31/2004 Value	Additions Purchases	Withdrawals Sales	Realized Gain (Loss)	Unrealized Gain (Loss)	Income Expenses	12/31/2005 Value
CDs									
96,372	WASHINGTON SVGS B 02/20/2007 3.35%	<1>	0	98,000	(1,628)	0	(1,868)	1,628	96,132
(2,058)	WAUWATOSA SVGS B 05/22/2006 2.10%	<1>	96,403	0	(2,058)	0	556	2,058	96,959
98,000	WEBSTER BANK 4.0% 10/12/2007 4.00%	<1>	0	98,000	0	0	(1,816)	0	96,184
(2,597)	WEST GATE BK 2.65% 09/10/2007 2.65%	<1>	94,952	0	(2,597)	0	(815)	2,597	94,137
(2,254)	WESTERN SIERRA NB 2 01/27/2006 2.30%	<1>	96,961	0	(2,254)	0	869	2,254	97,830
(2,401)	WESTERNBANK 2.45% 05/08/2006 2.45%	<1>	96,893	0	(2,401)	0	282	2,401	97,175
48,000	WESTERNBANK 3.85% 05/25/2007 3.85%	<2>	0	48,000	(47,443)	(557)	0	0	0
	Accrued Income				(617)				
(932)	WESTERNBANK 3.85% 05/25/2007 3.85%	<1>	0	47,443	(932)	0	(240)	932	47,202
95,000	WILMINGTON TRUST 4 11/30/2006 4.25%	<1>	0	95,000	0	0	(715)	0	94,285
1,498,608			9,693,306	5,256,311	(3,760,014)	13,308	(115,364)	277,755	11,365,928
T-Bills									
(1,234,250)	US TREASURY STRIPS 08/15/2005	<1>	1,230,250	0	(1,234,250)	0	0	4,000	0
0	US TREASURY STRIPS 08/15/2007	<1>	460,145	0	0	0	5,755	0	465,900
(526,215)	US TREASURY STRIPS 02/15/2006	<1>	2,909,550	1,943,660	(2,469,875)	0	60,140	45,250	2,488,725

Position Performance Summary

From 12/31/2004 to 12/31/2005

Population Service Int'l - non pension

Transfers	Description		12/31/2004 Value	Additions Purchases	Withdrawals Sales	Realized Gain (Loss)	Unrealized Gain (Loss)	Income Expenses	12/31/2005 Value
T-Bills									
1,918,400	US TREASURY STRIPS 11/15/2006	<1>	0	1,918,400	0	0	8,160	0	1,926,560
0	US TREASURY STRIPS 02/15/2007	<1>	2,343,875	0	0	0	38,550	0	2,382,425
(783,176)	US TREASURY STRIPS 11/15/2005	<1>	781,616	0	(783,176)	0	0	1,560	0
2,931,330	US TREASURY STRIPS 05/15/2006	<1>	1,924,120	2,931,330	0	0	66,760	0	4,922,210
969,970	US TREASURY STRIPS 08/15/2006	<1>	953,910	969,970	0	0	23,860	0	1,947,740
3,276,059			10,603,466	7,763,360	(4,487,301)	0	203,225	50,810	14,133,560
Cash and Money Funds									
(777)	CASH	<2>	1	308,261	(308,268)	0	0	7	1
(2,878,926)	CASH	<1>	(107,393)	41,907,341	(41,754,874)	0	0	698	45,771
348,033	CMA TREASURY FUND	<1>	0	3,811,569	(3,463,536)	0	0	5,188	353,221
(11,137)	CMA TREASURY FUND	<2>	12,034	145,833	(156,970)	0	0	319	1,216
(206,961)	ML BANKING ADVANT	<1>	206,961	4,344,003	(4,550,964)	0	0	0	0
(76)	ML BANKING ADVANT	<2>	0	5,034	(5,110)	0	0	76	0
(936,830)	ML TREASURY FUND	<1>	906,787	12,088,998	(13,025,828)	0	0	30,044	0
(3,686,674)			1,018,389	62,611,039	(63,265,551)	0	0	36,331	400,209
27,974			30,207,198	78,491,932	(73,254,442)	4,991	(36,725)	696,397	36,112,937

<1> Population Services International Unr Acct #: 841-04E51
1120 19th STREET NW, SUITE 600
WASHINGTON, DC 20036

Position Performance Summary
From 12/31/2004 to 12/31/2005

Population Service Int'l - non pension

<2> PSI Nigeria Endowment Account Temp Restricted Acct #: 841-04E50
1120 19th STREET NW, SUITE 600
WASHINGTON, DC 20036

Population Services International
Fixed Assets
December 31, 2005

		FIXED ASSETS				ACCUMULATED DEPRECIATION			
	G/L #	Beg Bal	Additions	Disposals	End Bal	Beg Bal	Additions	Disposals	End Bal
Furniture	1500-100	178,162.28		63,870.00	114,292.28	124,975.15		17,959.41	107,015.74
Equipment	1500-200	2,271,829.81	128,132.91	811,181.00	1,588,781.72	1,396,692.20	359,141.41	40,083.86	1,715,749.75
Leasehold Improvements	1600-300	15,304.25			15,304.25	2,186.32			2,186.32
Contracts Data Base System	1500-350	370,990.10			370,990.10	287,386.57			287,386.57
New Accounting System	1500-400	355,402.50	4,346.00		359,748.50	271,650.82			271,650.82
Deltek HR Module	1500-401	53,999.64			53,999.64	23,142.69			23,142.69
Deltek Re-Engineering	1500-402	113,901.66	73,306.75		187,208.41	16,271.67			16,271.67
5th Floor Build Out	1500-450	53,528.05			53,528.05	36,274.04			36,274.04
4th Floor Build Out	1500-455	34,208.50			34,208.50	12,828.19			12,828.19
Building - India	1500-075	128,590.00			128,590.00	66,558.00	3,473.88		70,031.88
Building - Nigeria	1500-075	2,857,140.00			2,857,140.00	35,715.00	71,430.00		107,145.00
Field Fixed Assets - Rollup	1500-250	3,796,038.67			3,796,038.67	1,802,570.00	530,937.61		2,333,507.61
Land - India	1500-050	266,407.00			266,407.00				
Total		10,495,502.46	205,785.66	875,051.00	9,826,237.12	4,076,250.65	964,982.90	58,043.27	4,983,190.28

These items are being double counted in spreadsheet only (FFA)

- 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 — Must File Original and One Copy.

Type or print	Name of Exempt Organization	Employer identification number
	POPULATION SERVICES INTERNATIONAL	56-0942853
File by the extended due date for filing the return See instructions	Number, street, and room or suite number If a P O box, see instructions	For IRS use only
	1120 NINETEENTH STREET N.W. #600	
	City, town or post office, state, and ZIP code For a foreign address, see instructions	
	WASHINGTON, DC 20036	

Check type of return to be filed (File a separate application for each return).

[X] Form 990	[ ] Form 990-T (section 401(a) or 408(a) trust)	[ ] Form 5227
[ ] Form 990-BL	[ ] Form 990-T (trust other than above)	[ ] Form 6069
[ ] Form 990-EZ	[ ] Form 1041-A	[ ] Form 8870
[ ] Form 990-PF	[ ] Form 4720	

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 ► DONNA DIANE

  Telephone No ► 202-785-0072 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 organizations four digit Group Exemption Number (GEN) ______ If this is for the **whole** group, check this box ► [ ] If it is **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 06

5 For calendar year 2005, or other tax year beginning ______, 20 __, and ending ______, 20 __.

6 If this tax year 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 INFORMATION IS NECESSARY FOR THE COMPLETION OF THE TAX 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 $

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 $

c **Balance Due.** Subtract line 8b from line 8a Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions $

Signature and Verification

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 ► Date ►

Notice to Applicant — To be Completed by the IRS

[ ] We **have** approved this application Please attach this form to the organization's return

[ ] We **have not** approved this application However, we have granted a 10-day grace period from the later of the date shown below or the due date of the organization's return (including any prior extensions) This grace period is considered to be a valid extension of time for elections otherwise required to be made on a timely filed return Please attach this form to the organization's return.

[ ] We **have not** approved this application. After considering the reasons stated in item 7, we cannot grant your request for an extension of time to file. We are not granting a 10-day grace period

[ ] We **cannot consider** this application because it was filed after the extended due date of the return for which an extension was requested

[ ] Other

Director By Date

Alternate Mailing Address — Enter the address if you want the copy of this application for an additional 3-month extension returned to an address different than the one entered above

Type or print	
	Name
	ALAN DOLINSKY, CPA
	Number and street (include suite, room, or apartment number) or a P O box number
	9 SPRUCE PLACE
	City or town, province or state, and country (including postal or ZIP code)
	GREAT NECK, NY 11021