“The nursing staff and medical staff are proud of the newly renovated patient rooms and furnishings and are grateful for the Dow Corning Foundation’s assistance in making it possible. The furnishings in each room included new Hill-Rom deluxe patient beds, over-bed lighting, closet cabinetry, over-bed tables, a two-drawer side chest, a high-back visitor side chair with arms, a high-definition flat-screen television, artwork featuring scenes from rural America and an expanded nurse call system.”

KANUTE P. RAREY, CEO
CARROLL COUNTY MEMORIAL HOSPITAL • CARROLLTON, KENTUCKY
Dear friends,

The Dow Corning Foundation, established in 1981 by Dow Corning Corporation, provides financial assistance to fund projects and programs in communities where Dow Corning employees work and live. In 2010, the Dow Corning Foundation, with contributions from Dow Corning and Hemlock Semiconductor Group, funded 52 grants totaling $1,045,773. These grants were catalysts for change in the areas of scientific literacy, community and sustainability.

We believe it is important to support local and regional programs. It’s a great way for us to invest in efforts that help make a difference in our local communities. Our giving is concentrated in Kendallville, Indiana; Carrollton and Elizabethtown, Kentucky; Clarksville, Tennessee; Greensboro, North Carolina; and Bay, Midland and Saginaw counties in Michigan.

Last year, we established the Dow Corning Foundation Donor Advised Funds to support local and regional grants in Michigan’s Great Lakes Bay Region. The Bay, Midland and Saginaw area community foundations were each given $50,000. These funds were distributed by a team of employees to support local efforts that align with the Dow Corning Foundation’s mission.

This annual report highlights the ways the Dow Corning Foundation has helped transform communities in the past year.

Many thanks to our board of trustees and committee members who helped make 2010 a successful year of giving.

Regards,

Kimberly Houston-Philpot
President, Dow Corning Foundation
THE VISION of the Dow Corning Foundation

The Dow Corning Foundation demonstrates Dow Corning’s commitment to mutually beneficial growth in society, especially in communities where we operate and live.

THE MISSION OF THE DOW CORNING FOUNDATION:
• Improve scientific literacy by increasing access to math, science and technology education at the pre-university level.
• Improve vitality and quality of life in communities where Dow Corning employees work and reside.
• Improve awareness and increased utilization of sustainable, innovative technologies to benefit society.

GIVING AREAS

SCIENTIFIC LITERACY
The Dow Corning Foundation helps support literacy in science, technology, engineering and math (STEM) at the pre-university level, especially for children with limited access to these subjects. A solid understanding of STEM will provide a strong foundation for both technical and professional careers.

QUALITY OF LIFE IN OUR COMMUNITIES
Dow Corning recognizes a responsibility to communities that are home to its manufacturing facilities and employees. From expanding organizations that help people in need to supporting youth programs, grants from the Dow Corning Foundation give communities funds to use where they need it most.

SUSTAINABILITY
As part of our commitment to the future, the Dow Corning Foundation supports grants that increase awareness and the use of innovative technologies designed to make our world more sustainable.

“Our Dow Corning Foundation grant was used to purchase a new paper shredding system in 2010. We provide the community with free shredding services available on a walk-in basis. Our shredded paper is sold to a pulp mill in Wisconsin, which processes it into paper towels. This generates about $135,000 yearly in revenues for the Arnold Center, which is used to pay wages to our participants.”

CHARLES MARKEY, PRESIDENT
ARNOLD CENTER • MIDLAND, MICHIGAN
American Chemical Society's Scholars Program • $25,000
Provided financial assistance to African-American, Hispanic/Latino and Native American students who are pursuing or intend to pursue a bachelor's degree in chemistry, biochemistry, chemical engineering, chemical technology or related majors.

American Chemical Society's Summer Institutes • $40,000
Provided support to Summer Institutes for upper elementary and middle school science teachers, hosted by the American Chemical Society. Through this program, 2,500 Michigan teachers were trained to bring science to life in the classroom.

American Chemical Society • $30,000
Supported the American Chemical Society's math, science and technology outreach programs.

Ames Laboratory/Iowa State University Regional Science Bowl • $5,000
Sponsored one of more than 60 regional Science Bowl competitions held throughout the nation for middle and high school students.

City of Saginaw's Andersen Park; Saginaw, MI • $100,000
Helped fund the “reinvention” of the City of Saginaw's Andersen Park, a need supported by Dow Corning and Hemlock Semiconductor. Renovations included creating a children’s splash park and a skate park to help provide a safe recreational environment for people of all ages.

Arnold Center; Midland, MI • $43,000
Contributed toward the purchase of a new, sustainable commercial paper shredding and recycling system for the Arnold Center, a nonprofit rehabilitation organization serving residents of Midland, Gladwin and surrounding counties in Michigan.

Bay County Public Library; Bay City, MI • $10,000
Helped fund a computer lab in the Bay County Public Library used for computer, genealogy and job-search classes; for business seminars; and to enrich the lives of Bay County residents.

Boy Scouts of America/Lake Huron Area Council; Auburn, MI • $17,000
Assisted with expansion of the Scout-reach program, a Boy Scouts of America division emphasizing service to rural and urban areas, as well as minority populations.

Camp Invention® (National Inventors Hall of Fame) • $25,000
Provided scholarships to Camp Invention® for students in Kentucky, North Carolina and Michigan. The week-long summer enrichment program for children in grades one through six encourages problem-solving and teamwork skills through hands-on activities.

CAN Council of Saginaw County; Saginaw, MI • $25,000
Provided support for the Court Appointed Special Advocate (CASA) program, which provides specially trained volunteers to serve as a voice for children who have been removed from their homes because of abuse or neglect.

Carroll County Memorial Hospital; Carrollton, KY • $30,000
Purchased four new hospital beds for Carroll County Memorial Hospital as part of a community-funded renovation of the hospital.

Chippewa Nature Center; Midland, MI • $50,000
Helped fund the construction of the new LEED-certified Nature Preschool building, which houses a program that uses the natural world as a catalyst for children’s growth and development. The grant also helped fund the renovation of the Visitor Center.

Christian Youth Fellowship Association of Saginaw; Saginaw, MI • $10,000
Supported building renovations at the CYFAS Sports Learning Center, which offers physical fitness, martial arts, performing arts and drama; education support; and sports recreation to benefit Saginaw youth.

Clare-Gladwin Regional Education Service District's Science Olympiad; Clare and Gladwin counties in Michigan • $6,327
Funded the Region 3 Science Olympiad activities in Clare and Gladwin county schools. Science Olympiad improves the quality of science education by emphasizing problem solving and hands-on, minds-on learning practices.

Clarksville-Montgomery County School System; Clarksville, TN • $50,000
Helped expand the number of conceptual physics classes and supported the purchase and integration of new equipment for a pilot program that allows a hands-on learning approach for high-achieving students in math and science. The program presents students with challenges and problem-solving techniques related to the solar industry.

Dolly Parton Imagination Library; Carrollton, KY, and Saginaw, MI • $20,000
Established a Dolly Parton Imagination Library in Carrollton, KY, and in Saginaw, MI. The programs, offered by Carroll County Education Excellence Foundation and United Way of Saginaw County, provide one age-appropriate book per month to children under age 5. Each location received a $10,000 grant.

Donor Advised Fund; Bay, Midland and Saginaw counties in Michigan • $150,000
Assisted with regional and community investments in Michigan’s Great Lakes Bay Region by providing grants to the Bay Area Community Foundation, Midland Area Community Foundation and Saginaw Community Foundation. Each community foundation received $50,000.

Feeding America, Kentucky's Heartland; Elizabethtown, KY • $18,400
Assisted in providing backpacks filled with food for low-income students. Feeding America is the nation’s leading domestic hunger-relief charity.

Hispanic College Fund; Saginaw, MI • $25,000
Provided program support for the sixth annual Virginia Hispanic Youth Symposium, a four-day, three-night college empowerment program where students learn to overcome barriers to college success.

Houghton-Jones Neighborhood Task Force; Saginaw, MI • $20,000
Funded an irrigation system that supports the "All Around the Neighborhood: Great Kids, Great Promise" project for youth ages 6 to 13 in the Houghton-Jones neighborhood. The project incorporates gardening concepts to teach students how to plant, manage and sell their harvest at the Houghton-Jones Neighborhood Farmer’s Market.

continued on page 6
GRANT guidelines

In awarding grants, the Dow Corning Foundation considers initiatives that benefit communities where Dow Corning employees work and live. Nonprofit organizations may apply for a grant for projects or programs that fit the following criteria:

SCIENCE, TECHNOLOGY, ENGINEERING AND MATH (STEM) EDUCATION GRANTS

- Projects that increase access for those who currently have little or no access to STEM educational opportunities will receive priority consideration. This lack of access may be a matter of economics, gender, racial bias or other factors.

COMMUNITY VITALITY GRANTS

- Volunteer involvement is important. Projects that leverage what local citizens are doing or could do to improve the local quality of life will receive priority consideration.
- Projects must be sustainable, with plans in place to continue beyond the funding period, and should demonstrate a positive impact on a broad segment of the community.
- Multiple funders should be contributing to the project.

SUSTAINABILITY

- As part of our commitment to a sustainable future, the Dow Corning Foundation provides grant support to programs designed to conserve natural resources and reduce the negative impact of our lifestyles on the environment through the use of innovative technologies.

The grantee must be able to define, measure and report on the progress and results of the proposed project.

Projects normally funded by government taxation will not be considered, nor will those that specifically support individuals, veterans, political groups, religious groups for sectarian purposes, conferences, group travel costs, fundraising events, dinners, public advertisements, scholarships or research grants.

To discuss the potential eligibility of your project or program before submitting a grant application, please visit dowcorning.com/community or contact:

Kathryn Curtiss Spence
Director, Dow Corning Foundation
Phone: 989 496 4614; Fax: 989 496 4393
Email: k.spence@dowcorning.com

“Nature Preschool is a unique early childhood program that provides 3- and 4-year-olds a great opportunity to develop lifelong connections with nature through daily outdoor experiences. Research shows that outdoor play enhances all aspects of child development – physical, social/emotional and cognitive. This cutting-edge program is housed in our new Nature Preschool building, completed in 2009. This building blends common-sense green design principles like heavily insulated exterior walls, practical use of day lighting and natural ventilation with green technology like geothermal heating and cooling and a solar panel array for generating electricity from the sun.”

RACHEL LARIMORE, DIRECTOR OF EDUCATION
CHIPPENWA NATURE CENTER • MIDLAND, MICHIGAN

2010 Foundation Grants

<table>
<thead>
<tr>
<th>State/Location</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Bay City, Michigan</td>
<td>$97,000</td>
</tr>
<tr>
<td>Indiana</td>
<td>$5,000</td>
</tr>
<tr>
<td>Kentucky</td>
<td>$84,950</td>
</tr>
<tr>
<td>Michigan, other</td>
<td>$16,327</td>
</tr>
<tr>
<td>Midland, Michigan</td>
<td>$296,500</td>
</tr>
<tr>
<td>National</td>
<td>$145,000</td>
</tr>
<tr>
<td>North Carolina</td>
<td>$3,500</td>
</tr>
<tr>
<td>Saginaw, Michigan</td>
<td>$347,496</td>
</tr>
<tr>
<td>Tennessee</td>
<td>$50,000</td>
</tr>
<tr>
<td>TOTAL</td>
<td>$1,045,773</td>
</tr>
</tbody>
</table>

Site Grants 16  Grants 36  Total grants 52
Mid Michigan Children's Museum; Saginaw, MI • $40,000
Provided funding toward the Mid Michigan Children's Museum capital campaign, a need supported by Dow Corning and Hemlock Semiconductor. The museum features hands-on fun and learning experiences for children.

Omega Alpha Club – Keys to Success; Midland, MI • $10,000
Supported the Keys to Success Diversification Program, which provides life skills to help juvenile offenders and their parents become successful in life and improve the quality of life in their community.

The Rock Youth Center; Midland, MI • $10,000
Helped implement the Molitor International Training Initiative (MITI) program, which provides executive-quality instruction via 60 hours of content and 30 modules of interactive learning for students to help them be successful in their work, home and personal lives.

Saginaw Intermediate School District; Saginaw, MI • $40,000
Supported the Cultures of Thinking Collaborative, a program designed to build teaching and leadership capacity within classrooms and schools in the Great Lakes Bay Region.

Science North's WaterWorks Exhibit; Midland, MI • $50,000
Provided underwriting for “WaterWorks: Soak Up the Science” at the Alden B. Dow Museum of Science and Art. The 6,000-square-foot traveling exhibition was developed and produced by Science North, Canada’s world-renowned science center.

Society of Plastics Engineers • $5,000
Funded educational outreach through the PlastiVan program, which visits schools throughout North America to spark curiosity in students while increasing their knowledge of the contribution plastics make to modern life.

United Way of Cass County; Marquette, MI • $22,500
Supported United Way of Cass County's endowment campaign, which provides support for the agency's programs and services.

United Way of Midland Area; Midland, MI • $17,500
Supported United Way of Midland Area's annual fund drive, which supports programs and services in Midland County.

United Way of Saginaw County; Saginaw, MI • $15,000
Supported United Way of Saginaw County's annual fund drive, which supports programs and services in Saginaw County.

United Way of the Bay Area; Bay City, MI • $20,000
Supported the United Way of the Bay Area's annual fund drive, which supports programs and services in the Bay Area.

The Dow Corning Foundation responds to the needs of organizations and causes identified where Dow Corning employees work and live.

KENDALLVILLE, IN
- Boomerang Backpacks, $1,000
- Drug Free Noble County, $1,500
- northeastern Indiana CASA, Inc., $1,000
- Junior Achievement of Noble County, $1,500

CARROLLTON, KY
- Carroll County American Cancer Society Relay for Life, $5,000
- Education Excellence Foundation of Carroll County, $7,500
- Ohio River Valley Water Sanitation Commission (ORSANCO) River Users Group, $2,000
- Ohio River Valley Water Sanitation Commission (ORSANCO) River Sweep, $500
- Switzerland County American Cancer Society Relay for Life, $5,000
- Switzerland County High School, $5,000

ELIZABETHTOWN, KY
- LaRue County Board of Education, $1,550

GREENSBORO, NC
- Junior Achievement of Central North Carolina, $3,500

The Midland County Council on Aging Senior Services; Midland, MI • $10,000
Provided Senior Services with funds to open a new facility called Seasons Adult Day Services, which offers care for people with all stages of memory impairments, such as Alzheimer’s disease and dementia. The program provides respite services for caregivers and offers activities designed to improve and maintain physical, cognitive, social, emotional and spiritual functioning among seniors.

Midland Public Schools; Midland, MI • $25,000
Provided district-wide upgrades for technology education and keyboarding labs at three middle schools, as well as school-wide technology labs in six elementary school buildings.

Midland Young Life; Midland, MI • $7,000
Supported the expansion of mentoring and education programs at a junior high and high school level within Midland and the surrounding areas.

Legacy Center for Student Success; Midland, MI • $9,000
Purchased Preschool Tool Totes to be given to children ages 3 to 5 in Saginaw County. The canvas tote bags were filled with various preschool supplies, including storybooks, crayons, glue, construction paper and coloring books.

Midland Area Partnership for Drug-Free Youth; Midland, MI • $7,500
Provided funding for the Drug Free Worksite program within small businesses in Midland County. The program teaches stress management, how to deal with co-workers who use drugs or alcohol, and more.

Mid Michigan Children’s Museum; Saginaw, MI • $40,000
Provided underwriting for “WaterWorks: Soak Up the Science” at the Alden B. Dow Museum of Science and Art. The 6,000-square-foot traveling exhibition was developed and produced by Science North, Canada’s world-renowned science center.

Society of Plastics Engineers • $5,000
Funded educational outreach through the PlastiVan program, which visits schools throughout North America to spark curiosity in students while increasing their knowledge of the contribution plastics make to modern life.

United Way of Bay County; Bay City, MI • $20,000
Supported the United Way Non-Profit Center in Bay City, a 15,000-square-foot facility that serves as the main hub for five nonprofit organizations’ offices.

The Dow Corning Foundation responds to the needs of organizations and causes identified where Dow Corning employees work and live.
BOARD OF TRUSTEES
Mary Lou Benecke, Chair of the Board
Kimberly R. Houston-Philpot, President
Jeanne D. Dodd, Secretary
Ronald G. Thompson, Treasurer
Robert L. Kain
Thomas H. Lane
Matthew J. Nolan
Christopher C. Shirk
Christian A. Velasquez

DOW CORNING FOUNDATION
DONOR ADVISORY COMMITTEE
John D. Albaugh
Steven D. Asel
Kevin M. Campbell
Michael J. Doombos
Cindy A. Esler
Kimberly R. Houston-Philpot
Mark S. Jezowski
Feifei Lin
Matthew J. Nolan
Leslie D. Orozco
Leslie J. Perry
Brenda K. Savoie
Jeannette M. Tobin
Craig S. Violette
Linda M. Weigold
Casaundra D. Williams

AREA COMMUNITY FOUNDATION REPRESENTATIVES
Eileen Curtis, Bay Area Community Foundation
Jan McGuire, Midland Area Community Foundation
Renee Johnston, Saginaw Community Foundation

DOW CORNING FOUNDATION
Dow Corning Corporation Corporate Center
2200 W. Salzburg Road
Midland, MI 48686-0994

Images: Cover: AV14691, AV18049; Page 1: AV16532, AV16829, AV16911,
AV18050; Page 2: AV18048, AV18054, AV18053 (photo credit: Holly Mahaffey),
AV18062; Page 3: AV11207, AV18036, AV16533, AV18055; Page 4: AV18052,
AV18057, AV18060, AV18058, AV18059; Page 5: AV18053 (photo credit: Holly
Mahaffey); Page 6: AV18064, AV18056, AV18058, AV18051; Back Cover: AV15903

Dow Corning is a registered trademark of Dow Corning Corporation.
Camp Invention is a registered trademark of Invent Now, Inc.
©2011 Dow Corning Corporation. All rights reserved.
Printed in USA  AEP11364  Form No. 01-4108-01