

Year in Review

GENCORP FOUNDATION

2011



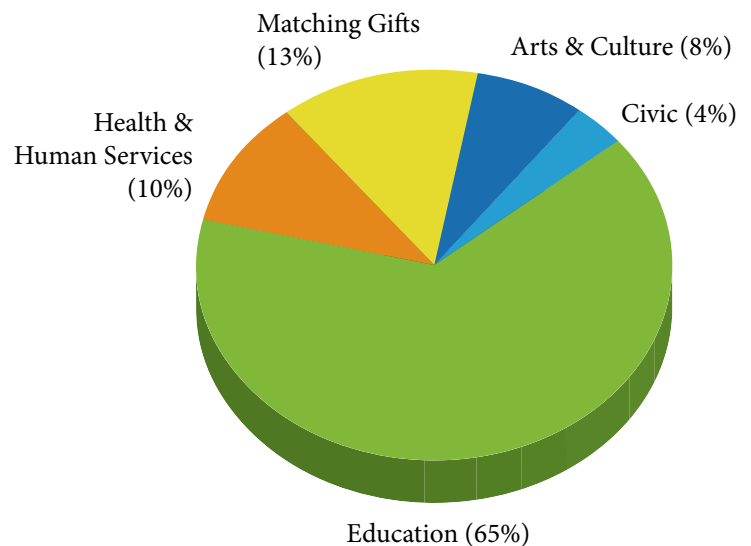
An astronomy docent tests a new 17-inch Planewave Telescope, funded by the GenCorp Foundation. Since the Cameron Park Community Observatory opened in 2006, more than 26,000 visitors have gazed at the stars.

The GenCorp Foundation seeks to improve the quality of life in the communities where the company does business and where its employees live, work and volunteer.

The GenCorp Foundation works to build strong community partnerships in the communities where the company has a business presence. These communities include Huntsville, Alabama; Camden, Arkansas; Sacramento, Vernon and Woodland Hills, California; Washington, D.C.; Socorro, New Mexico; Jonesborough, Tennessee; Clearfield, Utah; Gainesville and Orange, Virginia and Redmond, Washington.

2011 GenCorp Foundation Giving

Arts & Culture	\$59,250
Civic	\$27,250
Education	\$486,449
Health & Human Services	\$79,401
Educational Matching Gifts	\$101,732
Total	\$754,082



GenCorp Foundation Board of Directors

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The GenCorp Foundation is an independent nonprofit philanthropic organization established by GenCorp in 1999. As a California nonprofit public benefit corporation, the GenCorp Foundation's tax-exempt identification number is 68-0441559.

Looking back over the past year, we are pleased to report that the GenCorp Foundation made generous contributions to schools and nonprofit organizations throughout each of our communities. In 2011, the foundation contributed \$754,082 in grants, scholarships and matching gifts, of which 78 percent was directed to education.

Last year, the foundation reached out to several new organizations while maintaining the support of many longtime partners. New partnerships include:

- The Arkansas School for Mathematics, Science and the Arts. The Little Rock-based school is one of 13 public residential high schools in the country specializing in the education of gifted and talented students who have an interest and aptitude for mathematics and science. Foundation funding was used to update science department equipment and to provide prizes for students' science fair and capstone research projects.
- A collaborative effort with Socorro Consolidated School District and New Mexico Tech produced a new branded "*Aerojet Astronomy and Space Science Education Program*" that will deliver teacher development in astronomy and space science; bring New Mexico Tech astronomy students into elementary school classrooms to present space science; provide student field trips to local observatories; and host monthly Aerojet Star Parties for the community to look at the heavens through telescopes.
- The foundation made a three-year commitment to Aviation High School in Seattle, Wash. to equip the new school's science laboratories in this only aviation and aerospace-themed college preparatory high school in the Northwest. Scheduled to open in 2013, the new school will be built near Boeing Field adjacent to the Museum of Flight in Seattle.
- Explore Mars is a project-oriented nonprofit created to promote science and technology innovation and education related to Mars exploration. The GenCorp Foundation provided funding in 2011 for the Mars Education Challenge, which encourages and rewards science educators around the United States who develop curricula on Mars science that can be adapted to fit standards around the country.

These efforts demonstrate the foundation's commitment to STEM—science, technology, engineering, mathematics—education to help prepare the next generation of engineers, chemists, scientists and technology professionals.

The foundation also launched a new employee program, *Aerojet in Action*, by which team volunteer activities can access foundation funds to support local nonprofit organizations and schools that benefit from Aerojet's volunteer efforts. In its first year, *Aerojet in Action* employee teams provided much-needed volunteer power to 56 different organizations and schools and distributed \$57,500 to those in need.

Building on our employees' generosity, the foundation matched \$101,732 in employee gifts to K-12 schools and universities. During the tragic earthquake and tsunami in Japan in March 2011 and the floods and tornados in the Southeast United States in April, the foundation matched employees' donations to the American Red Cross totaling \$23,401.

Given the economic struggles faced by many schools and nonprofit organizations that provide much-needed services in our communities, the GenCorp Foundation's board of directors is proud to continue its commitment to the communities where our employees live, work and volunteer. Thank you for what you do to keep your community healthy and vibrant.

Chris W. Conley
President, GenCorp Foundation

Juanita Garcia
Executive Director, GenCorp Foundation

SALUTING OUR 2011 GRANTEES

Giving back to keep our communities healthy

EDUCATION

In 2011, 78 percent of the GenCorp Foundation's funding supported educational institutions and programs.

Aerospace Museum of California
Alabama Center Military History
Arkansas Single Parent Scholarship Fund
Arkansas School for Mathematics, Science and the Arts
Aviation High School
Auburn University
Boys & Girls Club, El Dorado Western Slope
Brigham Young University

California Capital Air Show
Carnegie Mellon
Discovery Museum Science & Space Center
East Tennessee State
Education Foundation for Aerospace
Emby-Riddle Aeronautical University
Explore Mars
Germanna Community College
Girl Scouts, Heart of Central California
Go-Nest Robotics Team
Henderson State University
Ingraham High School
Kentwood High School

Kiwanis Club of Huntsville
KVIE Public Television: NOVA
Lake Braddock High School
Lake Washington Schools Foundation
Linking Education and Economic Development
Lincoln High School Robotics
Los Rios Foundation
Mountain Vista Governor's School
Museum of Flight
National Merit Scholarship
National Space Grant Foundation
National Defense Industries Association

Scholarships Invest in Future Generations

The GenCorp Foundation supports students through a variety of scholarship programs. To recognize the academic achievements of the children of our employees, the foundation offers scholarships through the National Merit Scholarship Corporation. National Merit Scholarships are recognized nationally and honor academically talented graduating high school seniors. Since 2000, 54 students have received four-year scholarships through the GenCorp Foundation.

In 2011, five students received scholarships:

Ross Greer graduated from Oak Ridge High School and is attending the University of California, Berkeley

Blanka Hodur graduated from Folsom High School and is attending the University of California, Santa Cruz

Steven Kennedy graduated from Bella Vista High School and is attending Bowdoin College

Hannah Neville graduated from C.K. McClatchy High School and is attending Duke University

Fillip Pankovcin graduated from Redmond High School and is attending the University of Washington



Chris Conley, vice president, EH&S, and GenCorp Foundation board president (left) and Juanita Garcia, director, GenCorp Foundation (right), presented the 2011 GenCorp Scholarships to (l to r): Blanka Hodur, Steven Kennedy, Hannah Neville and Ross Greer.

The GenCorp Foundation also offers scholarships at local high schools in each of our Aerojet communities to graduating seniors who plan to pursue post-secondary study in a STEM – science, technology, engineering or math – field. In 2011, 22 \$1,000 high school scholarships were awarded by the foundation.

New Mexico Tech University
 Northeast State Technical Community College
 Northern Virginia Community College Foundation
 Ouachita Area United Fund
 Ouachita Baptist University
 Pacific Science Center
 Playing at Learning
 Resource Area for Teaching
 Roseville Home Start
 SAU Foundation
 SAU Tech
 Schools Foundation
 Skyline High School Rocketry Club
 Society of Women Engineers
 Socorro Consolidated Schools
 Socorro High School
 Sol Aureus College Prep
 Spotsylvania High School
 Starbase Academy of California
 STEDTRAIN
 Sulphur Springs School
 Syracuse High School
 Tusculum College
 UC Davis Foundation
 UC Regents, UCD
 UC Santa Barbara
 University of Alabama at Birmingham

University of Alabama in Huntsville
 University of Arkansas
 University of Maryland
 University of Montana
 University of Tennessee
 University of Washington Foundation
 University of Tennessee
 University of Virginia
 US Space & Rocket Center
 Utah State Research Space Dynamics Lab
 Virginia Tech
 Washington Aerospace Scholars Foundation
 Weber School District
 West View School

ARTS

Crocker Art Museum
 Huntsville Symphony Orchestra
 New Mexico Tech Performing Arts
 Sacramento Choral Society

CIVIC

American River Parkway Foundation
 Friends of Lakes Folsom & Natoma
 Guide Dogs of America
 National Children's Advocacy Center
 Sacramento Tree Foundation

HEALTH & HUMAN SERVICES

American Red Cross, Arkansas
 American Red Cross, Huntsville
 American Red Cross, Sacramento
 United Way, King County
 United Way, Madison County
 United Way, Tennessee



DOLLARS FOR DOERS

Through the GenCorp Foundation's *Dollars for Doers Program*, employees' volunteer time is matched at \$10 per hour to the school where they volunteer. In 2011, 12 schools benefitted from the GenCorp Foundation's *Dollars for Doers Program*:

Ben Franklin Elementary School
 Cottonwood Valley Charter School
 Florin Elementary School
 Green Valley Elementary School
 Greenhills Elementary School
 Holy Trinity School

Lake Washington School District
 Mountain View High School
 Saint Francis High School
 Saint Mark's Lutheran School
 Weber State University
 Yorktown High School

"The *Dollars for Doers* program is especially important to schools like Crystal Springs, where 30 percent of the children are on the "free and reduced lunch" program, and don't have access to programs to encourage math and science. *Dollars for Doers* is a great asset to schools, providing much-needed funds for STEM programs that best meet the needs of the school," explained Charity Lawson, engineer at Aerojet Redmond and *Dollars for Doers* participant. Here, Aerojet engineer Chris Hoeft demonstrates using liquid oxygen to students at the annual Family Science Night at Crystal Springs, with Charity describing the process.





Mission

Through grants and scholarships, the GenCorp Foundation supports education, health and social services, arts organizations and civic and environmental projects. Its primary giving focus is education, with an emphasis on Science, Technology, Engineering and Mathematics education.

Educational Gift Matching Program

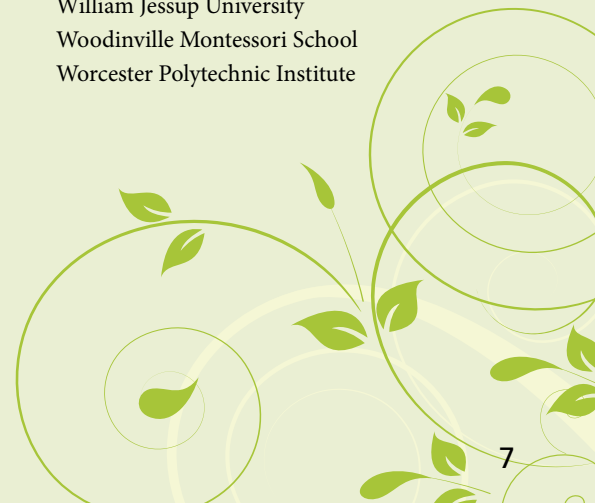
The GenCorp Foundation matched \$101,732 in gifts to 158 schools in 2011. The foundation matches employees' gifts, dollar-for-dollar, to a maximum of \$3,000 per year.



A. G. Richardson Elementary School
Andersonville Theological Seminary
Archbishop Murphy High School
Azusa Pacific University
Bearden Elementary
Bellarmine College Preparatory
Bethel University
Brigham Young University, Provo
Brigham Young University, Hawaii
Bucknell University
Bull Run Middle School
Cal Poly State University Foundation
Cal Poly, Pomona
California State University Long Beach
Foundation
California State University, Chico
Calvin College
Camden Christian Academy
Camden Fairview Middle School
Camerado Middle School
Carnegie Mellon University
Christian Brothers High School
Christopher Newport University Foundation
Colby College
College of William & Mary Foundation
Colorado School of Mines Foundation
Columbia University
Cordova High School
Cornell University
Cottonwood Valley Charter School
Courtyard Private School
Cristo Rey High School
Culpeper County High School
Culpeper Middle School
Del Campo High School
Denison University
Drexel University
Duke University
El Camino Real High School
El Dorado Adventist School
Emerald Hill Elementary
Evergreen School
First Place School
Florida Institute of Technology
Folsom High School
Folsom Hills Elementary
Folsom Lake College
Fordyce High School
George Mason University Foundation
George Washington Carver
George Washington University
Georgetown University
Germanna Community College Educational
Foundation
Gettysburg College
Gold Ridge Elementary School
Golden Hills School

Gonzaga University
Grace Miller Elementary School
Grand Valley State University
Grant High School
Greenhills Elementary School
Grinnell College
Hampton High School
Harding University
Harmony Grove Public Schools
Hillsdale College
Hollins University Corporation
Holy Family School
Holy Trinity School
Horace Mann School
Humboldt State University Advancement
Foundation
James Madison University Foundation
Jesuit High School
Johns Hopkins Institutions
Kansas State University Foundation
Kate Wallker Barrett Elementary
Kuemper Catholic High School
Lakeside School
Leslie Fox Keyser School
Lewis & Clark College
Little Red School House
Los Rios Foundation
Louisa County Middle School
Mayfield Senior School
McDonogh School
Middlebury College
Millsaps College
Missouri University of Science & Technology
Montana State University Foundation
Northwestern University
Oak Chan Elementary
Oak Ridge High School
Osbourn Park High School
Presentation School
Purdue Foundation
Rainy River Community College Foundation
Reed Institute
Rolling Hills Middle School
Sacramento Waldorf School
Saint Brendan School
Saint Catherine of Siena Parish School
Saint Croix Lutheran High School
Saint Francis High School
Saint John Notre Dame School
Saint Mark's High School
Saint Mark's Lutheran School
Saint Mary School
Saint Theresa School
Seattle University
Sierra College
Silva Valley Elementary School
Silver Firs Elementary

Snow College Foundation
St. Catherine of Siena Parish School
St. Joseph Catholic Elementary School
Stony Brook Foundation
Texas A&M University
Texas Tech Foundation
Thiel College
Town & Country Lutheran School
Tulane Educational Foundation -
Administrators
UC Davis Foundation
United States Naval Academy Foundation
University Foundation, Sacramento
University of Arkansas, Little Rock
University of California, Berkeley Foundation
University of Central Arkansas Foundation
University of Illinois Foundation
University of Iowa Foundation
University of Mary Washington Foundation
University of Maryland Foundation
University of North Carolina, Asheville
Foundation
University of Notre Dame
University of Puget Sound
University of Rio Grande
University of Southern California
University of Tennessee
University of the Pacific
University of Utah
University of Virginia
University of Washington Foundation
University of Wyoming Foundation
Vanderbilt University School of Nursing
Victory Christian School, Camden
Victory Christian School, Sacramento
Virginia Tech Foundation
VMI Foundation Incorporated
Wakefield School
Washington & Lee University
Washington State University
Washington University
West Virginia University Foundation
Western Washington University Foundation
Westmont College
Whatcom Community College
William Jessup University
Woodinville Montessori School
Worcester Polytechnic Institute





In July, Aerojet Utah employees gathered with Freedom Riders, a nonprofit organization designed to help physically disabled children experience the joy of riding horses. Above, from left to right: Kevin Brown, Jim Bergseng, Kathy Ova, Kirtrine Burk, Vivienne Knighton, Kay Anderson, Katelyn Anderson, John Knighton, and Larry Freeze at Golden Spike Arena in Ogden, Utah.

AEROJET IN ACTION

Fifty-six nonprofit organizations and schools received GenCorp Foundation funding through the *Aerojet in Action* program.

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| Alzheimer's Association | Homeless Animal Rescue Team | Second Harvest Food Bank |
| American Cancer Society, Arkansas, Albuquerque, Sacramento, Virginia, Tennessee | Hopelink | SERVE |
| Arkansas High School Rodeo Association | Little Bit Therapeutic Riding Center | Socorro Storehouse |
| Arthritis Foundation, Pacific Chapter | Los Angeles Mission | Soil Born Farms |
| Camden Fairview School District | Los Angeles Regional Food Bank | SOME (So Others Might Eat) |
| Christian Sports Association | Multiple Sclerosis, Tennessee | SOVA Community Food & Resource Program |
| Court Appointed Special Advocates Association | Mustard Seed School | Spiritual Care Support Ministries |
| Culpeper Food Closet | Northern Virginia Family Services | Stanford Settlement |
| Disabled American Veterans | Northwest Harvest, King County | Stephens Community Outreach Center |
| Fauquier Free Clinic | Ogden Weber Community Action | Susan G. Komen Breast Cancer Foundation |
| First United Methodist Church | Ouachita Area United Fund | The Conquest House |
| Freedom Riders | Prince William County Schools Foundation | Toys for Tots, Everett, Huntsville |
| Gifts to Share | Puerto Seguro | Transitional Housing |
| Global Partnerships | RAFT - Resource Area for Teaching | Twin Lakes Food Bank |
| Good Samaritan Food Pantry | Sacramento Area Emergency Housing Center | Union Grove Concerned Citizens |
| Good Samaritan Ministries | Sacramento Stand Down Association | Veterans Memorial |
| Guide Dogs of America | Salvation Army, Virginia | West Gate Elementary School |
| Habitat for Humanity, Sacramento, Utah | Sara's Sanctuary | West Valley Food Pantry |