

**Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation**

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

For calendar year 2012 or tax year beginning

, and ending

Name of foundation THE HEINZ ENDOWMENTS		A Employer identification number 25-1721100						
Number and street (or P.O. box number if mail is not delivered to street address) 30 EQT TOWER, 625 LIBERTY AVENUE		B Telephone number (412) 281-5777						
City or town, state, and ZIP code PITTSBURGH, PA 15222-3115		C If exemption application is pending, check here <input type="checkbox"/>						
G Check all that apply: <table style="width:100%; border:none;"> <tr> <td><input type="checkbox"/> Initial return</td> <td><input type="checkbox"/> Initial return of a former public charity</td> </tr> <tr> <td><input type="checkbox"/> Final return</td> <td><input type="checkbox"/> Amended return</td> </tr> <tr> <td><input checked="" type="checkbox"/> Address change</td> <td><input type="checkbox"/> Name change</td> </tr> </table>		<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity	<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	<input checked="" type="checkbox"/> Address change	<input type="checkbox"/> Name change	D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity							
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return							
<input checked="" type="checkbox"/> Address change	<input type="checkbox"/> Name change							
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>						
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 1,466,928,593. (Part I, column (d) must be on cash basis.)	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____							

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)				
Revenue				
1 Contributions, gifts, grants, etc., received				
2 Check <input checked="" type="checkbox"/> If the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	15,252,595.	20,166,418.	0.	STATEMENT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	56,697,510.			
b Gross sales price for all assets on line 6a				
7 Capital gain net income (from Part IV, line 2)		61,280,200.		
8 Net short-term capital gain			N/A	
9 Income modifications				
10a Gross sales less returns and allowances				
b Less: Cost of goods sold				
c Gross profit or (loss)				
11 Other income	933,035.	5,214,611.	0.	STATEMENT 7
12 Total. Add lines 1 through 11	72,883,140.	86,661,229.	0.	
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.	1,012,661.	99,032.	0.	913,629.
14 Other employee salaries and wages	2,896,705.	159,531.	0.	2,737,174.
15 Pension plans, employee benefits	1,100,820.	62,747.	0.	1,038,073.
16a Legal fees STMT 2	90,660.	51,253.	0.	39,407.
b Accounting fees STMT 3	56,021.	16,806.	0.	39,215.
c Other professional fees STMT 4	4,713,500.	4,679,582.	0.	33,918.
17 Interest		841,604.		
18 Taxes STMT 5	701,186.	585,875.	0.	237,254.
19 Depreciation and depletion	127,486.	7,267.	0.	
20 Occupancy	535,311.	30,513.	0.	504,798.
21 Travel, conferences, and meetings	228,570.	15,257.	0.	213,313.
22 Printing and publications	6,267.	0.	0.	6,267.
23 Other expenses STMT 6	1,793,453.	8,098,139.	0.	1,721,320.
24 Total operating and administrative expenses. Add lines 13 through 23	13,262,640.	14,647,606.	0.	7,484,368.
25 Contributions, gifts, grants paid	61,124,899.			61,124,899.
26 Total expenses and disbursements. Add lines 24 and 25	74,387,539.	14,647,606.	0.	68,609,267.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	<1,504,399.>			
b Net investment income (if negative, enter -0-)		72,013,623.		
c Adjusted net income (if negative, enter -0-)			0.	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only.		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing		1,086,701.	2,585.	2,585.
	2	Savings and temporary cash investments		10,021,315.	36,210,045.	36,210,045.
	3	Accounts receivable	4,944.			
		Less: allowance for doubtful accounts		12,642.	4,944.	4,944.
	4	Pledges receivable				
		Less: allowance for doubtful accounts				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable	13,327,500.		STATEMENT 17	
		Less: allowance for doubtful accounts	0.	13,327,500.	13,327,500.	13,327,500.
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock	STMT 8	326,026,593.	290,022,514.	437,527,980.
	c	Investments - corporate bonds	STMT 9	94,101,247.	94,101,247.	116,368,413.
11	Investments - land, buildings, and equipment: basis	3,402,539.				
	Less: accumulated depreciation	2,574,943.	854,297.	827,596.	827,596.	
12	Investments - mortgage loans					
13	Investments - other					
14	Land, buildings, and equipment: basis					
	Less: accumulated depreciation					
15	Other assets (describe)	STATEMENT 10)	773,490,476.	782,919,941.	862,659,530.	
16	Total assets (to be completed by all filers)		1,218,920,771.	1,217,416,372.	1,466,928,593.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable		37,822,793.	51,764,951.	STATEMENT 14
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe)				
23	Total liabilities (add lines 17 through 22)		37,822,793.	51,764,951.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted		1,181,097,978.	1,165,651,421.	
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg., and equipment fund				
29	Retained earnings, accumulated income, endowment, or other funds					
30	Total net assets or fund balances		1,181,097,978.	1,165,651,421.		
31	Total liabilities and net assets/fund balances		1,218,920,771.	1,217,416,372.		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,181,097,978.
2	Enter amount from Part I, line 27a	2	<1,504,399.>
3	Other increases not included in line 2 (itemize)	3	0.
4	Add lines 1, 2, and 3	4	1,179,593,579.
5	Decreases not included in line 2 (itemize) ADJUSTMENT FOR CASH-BASIS GRANTS	5	13,942,158.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,165,651,421.

Application for Extension of Time To File an Exempt Organization Return

OFFICE COPY
 OMB No. 1545-1709
SISTERSON & CO. LLP

▶ File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box **X**
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print	Name of exempt organization or other filer, see instructions. THE HEINZ ENDOWMENTS	Employer identification number (EIN) or 25-1721100
	Number, street, and room or suite no. If a P.O. box, see instructions. 625 LIBERTY AVENUE 30TH FLOOR	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. PITTSBURGH, PA 15222-3115	

Enter the Return code for the return that this application is for (file a separate application for each return)

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

ANN C. PLUNKETT - 625 LIBERTY AVENUE 30TH FLOOR -

- The books are in the care of ▶ **PITTSBURGH, PA 15222-3115**
 Telephone No. ▶ **412-281-5777** 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 organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2013**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
 ▶ calendar year **2012** or
 ▶ tax year beginning _____, and ending _____.

2 If the tax year entered in line 1 is for less than 12 months, check reason: Initial return Final return
 Change in accounting period

3a 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.	3a	\$	2,889,883.
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.	3b	\$	1,889,883.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	1,000,000.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

LHA For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form 8868 (Rev. 1-2013)

• 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. Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions THE HEINZ ENDOWMENTS	Employer identification number (EIN) or 25-1721100
	Number, street, and room or suite no. If a P.O. box, see instructions. 625 LIBERTY AVENUE 30TH FLOOR	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. PITTSBURGH, PA 15222-3115	

Enter the Return code for the return that this application is for (file a separate application for each return) **04**

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

ANN C. PLUNKETT - 625 LIBERTY AVENUE 30TH FLOOR -

- The books are in the care of **PITTSBURGH, PA 15222-3115**
Telephone No. **412-281-5777** 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 organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for.

- I request an additional 3-month extension of time until **NOVEMBER 15, 2013.**
- For calendar year **2012**, or other tax year beginning , and ending .
- If the tax year entered in line 5 is for less than 12 months, check reason: Initial return Final return
 Change in accounting period
- State in detail why you need the extension **ADDITIONAL TIME IS NEEDED TO COMPLETE A MORE ACCURATE 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.	8a	\$ 2,889,883.
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.	8b	\$ 2,889,883.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$ 0.

Signature and Verification must be completed for Part II only.

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 **M. M. Catlett** Title **CPA** Date **08/14/13**
Form 8868 (Rev. 1-2013)

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)	
1a SEE STATEMENT 19					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a			61,280,200.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			61,280,200.		
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)		{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	61,280,200.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):		{ If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 }		3	61,280,200.

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	71,351,501.	1,429,615,658.	.049910
2010	64,977,164.	1,342,791,531.	.048390
2009	62,843,229.	1,216,387,103.	.051664
2008	73,638,622.	1,458,253,789.	.050498
2007	68,021,136.	1,580,013,549.	.043051
2 Total of line 1, column (d)			2 .243513
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 .048703
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 1,394,502,894.
5 Multiply line 4 by line 3			5 67,916,474.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 720,136.
7 Add lines 5 and 6			7 68,636,610.
8 Enter qualifying distributions from Part XII, line 4			8 68,704,307.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

Table with 11 rows for excise tax calculations. Includes sub-sections 6a-6d for credits and payments. Total tax due is 2,169,747.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, tax returns, and substantial contributors. Includes sub-section PA for state reporting.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges?
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?
14 The books are in care of EDWARD KOLANO Telephone no. 412-281-5777
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here
16 At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

1a During the year did the foundation (either directly or indirectly):
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? PART VIII
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

- 5a During the year did the foundation pay or incur any amount to:
- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No
 - (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No
 - (3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No
 - (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? Yes No
STATEMENT 18
 - (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No
- b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
Organizations relying on a current notice regarding disaster assistance check here
- c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
STATEMENT 18
If "Yes," attach the statement required by Regulations section 53.4945-5(d).
- 6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No
- b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
If "Yes" to 6b, file Form 8870.
- 7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No
- b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No
N/A

5b		X
6b		X
7b		

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(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	(e) Expense account, other allowances
SEE STATEMENT 11		1,012,661.	157,539.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If 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, other allowances
MARGARET M. PETRUSKA - 30 EQT TOWER, 625 LIBERTY AVE., PITTSBURGH, PA	PROGRAM DIRECTOR 40.00	225,458.	83,561.	0.
JANET L. SARBAUGH - 30 EQT TOWER, 625 LIBERTY AVE., PITTSBURGH, PA	PROGRAM DIRECTOR 40.00	211,694.	84,271.	0.
CAREN GLOTFELTY - 30 EQT TOWER, 625 LIBERTY AVE., PITTSBURGH, PA	PROGRAM DIRECTOR 40.00	200,870.	69,996.	0.
STANLEY W. THOMPSON - 30 EQT TOWER, 625 LIBERTY AVE., PITTSBURGH, PA	PROGRAM DIRECTOR 40.00	197,618.	50,066.	0.
DOUGLAS ROOT - 30 EQT TOWER, 625 LIBERTY AVE., PITTSBURGH, PA	DIRECTOR COM'NS 40.00	163,370.	60,610.	0.
Total number of other employees paid over \$50,000				17

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
CAMBRIDGE ASSOCIATES 100 SUMMER STREET, BOSTON, MA 02110	INVESTMENT CONSULTANT	2,197,837.
HHR ASSET MANAGEMENT - 400 CONNELL DRIVE, SUITE 5100, BERKELY HEIGHTS, NJ 07922	INVESTMENT ADVISOR	838,226.
BRANDYWINE GLOBAL PO BOX 7777, PHILADELPHIA, PA 19175-0207	INVESTMENT ADVISOR	259,045.
BLACKROCK CAPITAL MANAGEMENT INC PO BOX 533180, CHARLOTTE, NC 28290-3180	INVESTMENT ADVISOR	257,816.
LEVIN CAPITAL STRATEGIES, LP - 595 MADISON AVENUE, 17TH FLOOR, NEW YORK, NY 10022	INVESTMENT ADVISOR	163,087.
Total number of others receiving over \$50,000 for professional services		12

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 PUBLICATION OF "H" MAGAZINE. 5,000 PRINT COPIES PLUS WEB ACCESS TO HIGHLIGHT ISSUES OF PUBLIC INTEREST.	181,006.
2 SUMMER INTERN EDUCATIONAL PROGRAM. 15 SUMMER YOUTHS ARE EDUCATED ABOUT PHILANTHROPY IN THE GREATER PITTSBURGH REGION.	97,908.
3 AIR QUALITY PROGRAM. EDUCATION CAMPAIGN TO CREATE AWARENESS OF THE AIR QUALITY IN THE GREATER PITTSBURGH REGION.	185,499.
4 AAMB. DISSEMINATION OF RESEARCH FOR AFRICAN AMERICAN MEN AND BOYS.	36,188.

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1	
2	
All other program-related investments. See instructions.	
3 NONE	0.
Total. Add lines 1 through 3	0.

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities	1a	1,373,619,612.
b	Average of monthly cash balances	1b	25,063,127.
c	Fair market value of all other assets	1c	17,056,240.
d	Total (add lines 1a, b, and c)	1d	1,415,738,979.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,415,738,979.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	21,236,085.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,394,502,894.
6	Minimum investment return. Enter 5% of line 5	6	69,725,145.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	69,725,145.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	720,136.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	720,136.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	69,005,009.
4	Recoveries of amounts treated as qualifying distributions	4	128,520.
5	Add lines 3 and 4	5	69,133,529.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	69,133,529.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:			
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	68,609,267.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	95,040.
3 Amounts set aside for specific charitable projects that satisfy the:			
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	68,704,307.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	720,136.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	67,984,171.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				69,133,529.
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only			13,252,777.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$ 68,704,307.				
a Applied to 2011, but not more than line 2a			13,252,777.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				55,451,530.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				13,681,999.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

	Tax year	Prior 3 years			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number or e-mail of the person to whom applications should be addressed:

SEE STATEMENT 15

b The form in which applications should be submitted and information and materials they should include:

SEE STATEMENT 15

c Any submission deadlines:

SEE STATEMENT 15

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

SEE STATEMENT 15

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<p>a <i>Paid during the year</i></p> <p>SEE STATEMENT 14</p>				<p>61,124,899.</p>
<p>Total</p>			<p>▶ 3a</p>	<p>61,124,899.</p>
<p>b <i>Approved for future payment</i></p> <p>SEE STATEMENT 14</p>				<p>51,764,951.</p>
<p>Total</p>			<p>▶ 3b</p>	<p>51,764,951.</p>

Return of U.S. Persons With Respect to Certain Foreign Partnerships

2012

Department of the Treasury
Internal Revenue Service

▶ **Information about Form 8865 and its separate instructions is at www.irs.gov/form8865.**

Information furnished for the foreign partnership's tax year

beginning **JAN 1**, 2012 and ending **DEC 31**, 2012

Attachment Sequence No. **118**

Name of person filing this return **THE HEINZ ENDOWMENTS** Filer's identifying number **25-1721100**

Filer's address (if you are not filing this form with your tax return) **A** Category of filer (see Categories of Filers in the instructions and check applicable box(es):
1 2 3 4
B Filer's tax year beginning **JAN 1**, 2012, and ending **DEC 31**, 2012

C Filer's share of liabilities: Nonrecourse \$ _____ Qualified nonrecourse financing \$ _____ Other \$ _____

D If filer is a member of a consolidated group but not the parent, enter the following information about the parent:
Name _____ EIN _____
Address _____

E Information about certain other partners (see instructions)

(1) Name	(2) Address	(3) Identifying number	(4) Check applicable box(es)		
			Category 1	Category 2	Constructive owner

F1 Name and address of foreign partnership **ABINGWORTH BIOVENTURES IV LP**
38 JERMYN STREET
LONDON, SW1Y 6DN UNITED KINGDOM
2(a) EIN (if any) **98-0403543**
2(b) Reference ID number _____
3 Country under whose laws organized _____

4 Date of organization 07/16/2003	5 Principal place of business UNITED KINGDOM	6 Principal business activity code number 523900	7 Principal business activity INVESTMENTS	8a Functional currency EUROS	8b Exchange rate (see instr.)
--	---	---	--	---	--------------------------------------

G Provide the following information for the foreign partnership's tax year:

1 Name, address, and identifying number of agent (if any) in the United States _____

2 Check if the foreign partnership must file:
 Form 1042 Form 8804 Form 1065 or 1065-B
Service Center where Form 1065 or 1065-B is filed: _____

3 Name and address of foreign partnership's agent in country of organization, if any _____

4 Name and address of person(s) with custody of the books and records of the foreign partnership, and the location of such books and records, if different _____

5 Were any special allocations made by the foreign partnership? Yes No

6 Enter the number of Forms 8858, Information Return of U.S. Persons With Respect To Foreign Disregarded Entities, attached to this return (see instructions) _____

7 How is this partnership classified under the law of the country in which it is organized? _____

8 Did the partnership own any separate units within the meaning of Regulations section 1.1503-2(c)(3), (4), or 1.1503(d)-1(b)(4)? Yes No

9 Does this partnership meet **both** of the following requirements?
 • The partnership's total receipts for the tax year were less than \$250,000 and
 • The value of the partnership's total assets at the end of the tax year was less than \$1 million.
 If "Yes," **do not** complete Schedules L, M-1, and M-2. Yes No

Sign Here Only if You Are Filing This Form Separately and Not With Your Tax Return.

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than general partner or limited liability company member) is based on all information of which preparer has any knowledge.

Signature of general partner or limited liability company member _____ Date _____

Paid Preparer Use Only	Print/Type preparer's name MICHAEL M. COMSTOCK	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN P00474378
	Firm's name ▶ SISTERSON & CO. LLP	Firm's EIN ▶ 25-1467156		Phone no. 412-281-2025	
	Firm's address ▶ 310 GRANT STREET SUITE 2100				
	PITTSBURGH, PA 15219				

Schedule A **Constructive Ownership of Partnership Interest.** Check the boxes that apply to the filer. If you check box **b**, enter the name, address, and U.S. taxpayer identifying number (if any) of the person(s) whose interest you constructively own. See instructions.
a Owns a direct interest **b** Owns a constructive interest

Name	Address	Identifying number (if any)	Check if foreign person	Check if direct partner

Schedule A-1 **Certain Partners of Foreign Partnership** (see instructions)

Name	Address	Identifying number (if any)	Check if foreign person

Does the partnership have any other foreign person as a direct partner? Yes No

Schedule A-2 **Affiliation Schedule.** List all partnerships (foreign or domestic) in which the foreign partnership owns a direct interest or indirectly owns a 10% interest.

Name	Address	EIN (if any)	Total ordinary income or loss	Check if foreign partnership

Schedule B **Income Statement - Trade or Business Income**

Caution. Include **only** trade or business income and expenses on lines 1a through 22 below. See the instructions for more information.

Income	1 a Gross receipts or sales	1a		
	b Less returns and allowances	1b		1c
	2 Cost of goods sold			2
	3 Gross profit. Subtract line 2 from line 1c			3
	4 Ordinary income (loss) from other partnerships, estates, and trusts (attach statement)			4
	5 Net farm profit (loss) (attach Schedule F (Form 1040))			5
	6 Net gain (loss) from Form 4797, Part II, line 17 (attach Form 4797)			6
7 Other income (loss) (attach statement)			7	
8 Total income (loss). Combine lines 3 through 7			8	
Deductions (see instructions for limitations)	9 Salaries and wages (other than to partners) (less employment credits)			9
	10 Guaranteed payments to partners			10
	11 Repairs and maintenance			11
	12 Bad debts			12
	13 Rent			13
	14 Taxes and licenses			14
	15 Interest			15
	16 a Depreciation (if required, attach Form 4562)	16a		
	b Less depreciation reported elsewhere on return	16b		16c
	17 Depletion (Do not deduct oil and gas depletion.)			17
	18 Retirement plans, etc.			18
	19 Employee benefit programs			19
	20 Other deductions (attach statement)			20
	21 Total deductions. Add the amounts shown in the far right column for lines 9 through 20			21
	22 Ordinary business income (loss) from trade or business activities. Subtract line 21 from line 8			22

**SCHEDULE O
(Form 8865)**

Department of the Treasury
Internal Revenue Service

**Transfer of Property to a Foreign Partnership
(under section 6038B)**

OMB No. 1545-1668

2012

▶ Attach to Form 8865. See Instructions for Form 8865.

Name of transferor THE HEINZ ENDOWMENTS		Filer's identifying number 25-1721100
Name of foreign partnership ABINGWORTH BIOVENTURES IV LP	EIN (if any) 98-0403543	Reference ID number (see instr)

Part I Transfers Reportable Under Section 6038B

Type of property	(a) Date of transfer	(b) Number of items transferred	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Section 704(c) allocation method	(f) Gain recognized on transfer	(g) Percentage interest in partnership after transfer
Cash	04/26/12		130,200.				0.84713
Stock, notes receivable and payable, and other securities							
Inventory							
Tangible property used in trade or business							
Intangible property							
Other property							

Supplemental Information Required To Be Reported (see instructions):

Part II Dispositions Reportable Under Section 6038B

(a) Type of property	(b) Date of original transfer	(c) Date of disposition	(d) Manner of disposition	(e) Gain recognized by partnership	(f) Depreciation recapture recognized by partnership	(g) Gain allocated to partner	(h) Depreciation recapture allocated to partner

Part III Is any transfer reported on this schedule subject to gain recognition under section 904(f)(3) or section 904(f)(5)(F)? Yes No

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 8865.

Schedule O (Form 8865) 2012

Form **8865**

Return of U.S. Persons With Respect to Certain Foreign Partnerships

OMB No. 1545-1668

2012

Department of the Treasury
Internal Revenue Service

▶ **Information about Form 8865 and its separate instructions is at www.irs.gov/form8865.**

Information furnished for the foreign partnership's tax year beginning **JAN 1**, 2012 and ending **DEC 31**, 2012

Attachment Sequence No. **118**

Name of person filing this return **THE HEINZ ENDOWMENT'S** Filer's identifying number **25-1721100**

Filer's address (if you are not filing this form with your tax return) **A** Category of filer (see Categories of Filers in the instructions and check applicable box(es)): 1 2 3 4
B Filer's tax year beginning **JAN 1**, 2012, and ending **DEC 31**, 2012

C Filer's share of liabilities: Nonrecourse \$ _____ Qualified nonrecourse financing \$ _____ Other \$ _____

D If filer is a member of a consolidated group but not the parent, enter the following information about the parent:
Name _____ EIN _____
Address _____

E Information about certain other partners (see instructions)

(1) Name	(2) Address	(3) Identifying number	(4) Check applicable box(es)		
			Category 1	Category 2	Constructive owner

F1 Name and address of foreign partnership **BAIN CAPITAL EUROPE FUND III, LP**
200 CLARENDON STREET, FL 41
BOSTON, MA 02116-5016
2(a) EIN (if any) **98-0567447**
2(b) Reference ID number _____
3 Country under whose laws organized **CAYMAN ISLANDS**

4 Date of organization **03/07/2008** **5** Principal place of business _____ **6** Principal business activity code number **523900** **7** Principal business activity **INVESTMENTS** **8a** Functional currency **EUROS** **8b** Exchange rate (see instr.) **.756720**

G Provide the following information for the foreign partnership's tax year:
1 Name, address, and identifying number of agent (if any) in the United States _____
2 Check if the foreign partnership must file: Form 1042 Form 8804 Form 1065 or 1065-B
Service Center where Form 1065 or 1065-B is filed: **OGDEN, UT**

3 Name and address of foreign partnership's agent in country of organization, if any **MAPLES CORPORATE SERVICES LIMITED**
UGLAND HOUSE, S CHURCH ST, PO BOX 309
GEORGE TOWN, GRAND CAYMAN, KY1-1104
4 Name and address of person(s) with custody of the books and records of the foreign partnership, and the location of such books and records, if different **BAIN CAPITAL EUROPE FUND III, LP**
200 CLARENDON ST, FL 41
BOSTON, MA 02116

5 Were any special allocations made by the foreign partnership? Yes No
6 Enter the number of Forms 8858, Information Return of U.S. Persons With Respect To Foreign Disregarded Entities, attached to this return (see instructions) _____
7 How is this partnership classified under the law of the country in which it is organized? EXEMPTED LP
8 Did the partnership own any separate units within the meaning of Regulations section 1.1503-2(c)(3), (4), or 1.1503(d)-1(b)(4)? Yes No
9 Does this partnership meet both of the following requirements?
• The partnership's total receipts for the tax year were less than \$250,000 and
• The value of the partnership's total assets at the end of the tax year was less than \$1 million. } Yes No
If "Yes," do not complete Schedules L, M-1, and M-2.

Sign Here Only If You Are Filing This Form Separately and Not With Your Tax Return. Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than general partner or limited liability company member) is based on all information of which preparer has any knowledge.
Signature of general partner or limited liability company member _____ Date _____

Paid Preparer Use Only
Print/Type preparer's name **MICHAEL M. COMSTOCK** Preparer's signature _____ Date _____
Check if self-employed PTIN **P00474378**
Firm's name **SISTERSON & CO. LLP** Firm's EIN **25-1467156**
Firm's address **310 GRANT STREET SUITE 2100** Phone no. **412-281-2025**
PITTSBURGH, PA 15219

Schedule A

Constructive Ownership of Partnership Interest. Check the boxes that apply to the filer. If you check box **b**, enter the name, address, and U.S. taxpayer identifying number (if any) of the person(s) whose interest you constructively own. See instructions.

a Owns a direct interest

b Owns a constructive interest

Name	Address	Identifying number (if any)	Check if foreign person	Check if direct partner

Schedule A-1

Certain Partners of Foreign Partnership (see instructions)

Name	Address	Identifying number (if any)	Check if foreign person

Does the partnership have any other foreign person as a direct partner? Yes No

Schedule A-2

Affiliation Schedule. List all partnerships (foreign or domestic) in which the foreign partnership owns a direct interest or indirectly owns a 10% interest.

Name	Address	EIN (if any)	Total ordinary income or loss	Check if foreign partnership

STATEMENT 17

Schedule B

Income Statement - Trade or Business Income

Caution. Include **only** trade or business income and expenses on lines 1a through 22 below. See the instructions for more information.

Income	1 a Gross receipts or sales	1a		
	b Less returns and allowances	1b		1c
	2 Cost of goods sold			2
	3 Gross profit. Subtract line 2 from line 1c			3
	4 Ordinary income (loss) from other partnerships, estates, and trusts (attach statement)			4
	5 Net farm profit (loss) (attach Schedule F (Form 1040))			5
	6 Net gain (loss) from Form 4797, Part II, line 17 (attach Form 4797)			6
	7 Other income (loss) (attach statement)			7
8 Total income (loss). Combine lines 3 through 7			8	
Deductions (see instructions for limitations)	9 Salaries and wages (other than to partners) (less employment credits)			9
	10 Guaranteed payments to partners			10
	11 Repairs and maintenance			11
	12 Bad debts			12
	13 Rent			13
	14 Taxes and licenses			14
	15 Interest			15
	16 a Depreciation (if required, attach Form 4562)	16a		
	b Less depreciation reported elsewhere on return	16b		16c
	17 Depletion (Do not deduct oil and gas depletion.)			17
	18 Retirement plans, etc.			18
	19 Employee benefit programs			19
	20 Other deductions (attach statement)			20
	21 Total deductions. Add the amounts shown in the far right column for lines 9 through 20			21
22 Ordinary business income (loss) from trade or business activities. Subtract line 21 from line 8			22	

**SCHEDULE O
(Form 8865)**

Department of the Treasury
Internal Revenue Service

**Transfer of Property to a Foreign Partnership
(under section 6038B)**

OMB No. 1545-1668

2012

▶ Attach to Form 8865. See Instructions for Form 8865.

Name of transferor THE HEINZ ENDOWMENTS	Filer's identifying number 25-1721100
Name of foreign partnership BAIN CAPITAL EUROPE FUND III, LP	EIN (if any) 98-0567447
Reference ID number (see instr)	

Part I Transfers Reportable Under Section 6038B

Type of property	(a) Date of transfer	(b) Number of items transferred	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Section 704(c) allocation method	(f) Gain recognized on transfer	(g) Percentage interest in partnership after transfer
Cash			1,770,783.				0.207135
Stock, notes receivable and payable, and other securities							
Inventory							
Tangible property used in trade or business							
Intangible property							
Other property							

Supplemental Information Required To Be Reported (see instructions):

PARTNERS SHARE OF PROFIT, LOSS, AND CAPITAL (ENDING):

PROFIT: 0.134284%

LOSS: 0.228773%

CAPITAL: 0.207135%

Part II Dispositions Reportable Under Section 6038B

(a) Type of property	(b) Date of original transfer	(c) Date of disposition	(d) Manner of disposition	(e) Gain recognized by partnership	(f) Depreciation recapture recognized by partnership	(g) Gain allocated to partner	(h) Depreciation recapture allocated to partner

Part III Is any transfer reported on this schedule subject to gain recognition under section 904(f)(3) or section 904(f)(5)(F)? Yes No

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 8865.

Schedule O (Form 8865) 2012

FORM 8865	AFFILIATION SCHEDULE	STATEMENT	1
NAME	ADDRESS	IDENTIFYING NUMBER	TOTAL ORDINARY INCOME OR (LOSS) P'SH
BAIN CPTL IDEAL STANDARD	UGLAND HSE, PO BOX 309 GEORGE TOWN, GRAND CAYMAN,	98-0587282	CK IF FOR-EIGN P'SH X
BAIN CPTL IDEAL STANDARD 2	UGLAND HSE, PO BOX 309 GEORGE TOWN, GRAND CAYMAN,	98-0667756	X
ISI CAYMAN HOLDING-D	UGLAND HSE, PO BOX 309 GEORGE TOWN, GRAND CAYMAN,	98-0667753	X
ISI CAYMAN HOLDING-D2	UGLAND HSE, PO BOX 309	98-0671379	X
GEMMA EUROPE SARL	GEORGE TOWN, GRAND CAYMAN, 9A, PARC D'ACTIVITE, SYRDALL, MUNSBACH, L-5365	98-0611665	X
BAIN CPTL (CVD) INTEGRAL	UGLAND HSE, PO BOX 309	98-0675389	X
CERVED LUXCO SCA	GEORGE TOWN, GRAND CAYMAN, 9A, PARC D'ACTIVITE, SYRDALL, MUNSBACH, L-5365	98-0441969	X
BAIN CPTL EVEREST MANAGER	200 CLARENDON ST, FL 41	98-0665095	X
BAIN CPTL TEAM INTEGRAL	BOSTON, MA 02116-5016 UGLAND HSE, PO BOX 309	98-1034563	X
BAIN CPTL WP INTEGRAL LP	GEORGE TOWN, GRAND CAYMAN, UGLAND HSE, PO BOX 309	98-0680756	X
SHIP INVESTOR & CY SCA	GEORGE TOWN, GRAND CAYMAN, 2-4 RUE BECK	98-0676767	X
DREAM GP SARL	L-1222 LUXEMBOURG 9A, RUE GABRIEL LIPPMANN MUNSBACH, L-5365 LUXEMBOU	98-1017571	X
DREAM LUXCO SCA	9A, RUE GABRIEL LIPPMANN MUNSBACH, L-5365 LUXEMBOU	98-1017557	X
VERISURE TOPHOLDING AB	200 CLARENDON ST, FL 41	98-1013173	X
BC LUXCO TOPCO SCA	BOSTON, MA 02116 9A, RUE GABRIEL LIPPMANN MUNSBACH, L-5365 LUXEMBOU	98-1085125	X
BC LUXCO SARL	9A, RUE GABRIEL LIPPMANN MUNSBACH, L-5365 LUXEMBOU	98-1084951	X
BRAVISSIMA (BC) LUXCO SCA	9A, RUE GABRIEL LIPPMANN MUNSBACH, L-5365 LUXEMBOU	98-1063439	X

Return of U.S. Persons With Respect to Certain Foreign Partnerships

2012

Department of the Treasury
Internal Revenue Service

▶ **Attach to your tax return.**
▶ **Information about Form 8865 and its separate instructions is at www.irs.gov/form8865.**
Information furnished for the foreign partnership's tax year beginning **JAN 1**, 2012 and ending **DEC 31**, 2012

Attachment Sequence No. **118**

Name of person filing this return
THE HEINZ ENDOWMENTS
Filer's identifying number
25-1721100

Filer's address (if you are not filing this form with your tax return)
A Category of filer (see Categories of Filers in the instructions and check applicable box(es)):
1 2 3 4
B Filer's tax year beginning **JAN 1**, 2012, and ending **DEC 31**, 2012

C Filer's share of liabilities: Nonrecourse \$ _____ Qualified nonrecourse financing \$ _____ Other \$ _____

D If filer is a member of a consolidated group but not the parent, enter the following information about the parent:
Name _____ EIN _____
Address _____

E Information about certain other partners (see instructions)

(1) Name	(2) Address	(3) Identifying number	(4) Check applicable box(es)		
			Category 1	Category 2	Constructive owner

F1 Name and address of foreign partnership
BLACKSTONE SGP CAPITAL PARTNERS (CAYMAN) IV, LP
345 PARK AVENUE
NEW YORK, NY 10154
2(a) EIN (if any)
98-0467780
2(b) Reference ID number
3 Country under whose laws organized
CAYMAN ISLANDS

4 Date of organization **09/15/2005** 5 Principal place of business **CAYMAN ISLANDS** 6 Principal business activity code number **523900** 7 Principal business activity **INVESTMENTS** 8a Functional currency **US DOLLARS** 8b Exchange rate (see instr.)

G Provide the following information for the foreign partnership's tax year:
1 Name, address, and identifying number of agent (if any) in the United States
THE BLACKSTONE GROUP
345 PARK AVENUE
NEW YORK, NY 10154
2 Check if the foreign partnership must file:
 Form 1042 Form 8804 Form 1065 or 1065-B
Service Center where Form 1065 or 1065-B is filed:
OGDEN, UT
3 Name and address of foreign partnership's agent in country of organization, if any
4 Name and address of person(s) with custody of the books and records of the foreign partnership, and the location of such books and records, if different

5 Were any special allocations made by the foreign partnership? Yes No
6 Enter the number of Forms 8858, Information Return of U.S. Persons With Respect To Foreign Disregarded Entities, attached to this return (see instructions)
7 How is this partnership classified under the law of the country in which it is organized? **PARTNERSHIP**
8 Did the partnership own any separate units within the meaning of Regulations section 1.1503-2(c)(3), (4), or 1.1503(d)-1(b)(4)? ... Yes No
9 Does this partnership meet both of the following requirements?
• The partnership's total receipts for the tax year were less than \$250,000 and
• The value of the partnership's total assets at the end of the tax year was less than \$1 million. } Yes No
If "Yes," do not complete Schedules L, M-1, and M-2.

Sign Here Only If You Are Filing This Form Separately and Not With Your Tax Return.
Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than general partner or limited liability company member) is based on all information of which preparer has any knowledge.
Signature of general partner or limited liability company member _____ Date _____

Paid Preparer Use Only
Print/Type preparer's name **MICHAEL M. COMSTOCK** Preparer's signature _____ Date _____
Check if self-employed PTIN **P00474378**
Firm's name ▶ **SISTERSON & CO. LLP** Firm's EIN ▶ **25-1467156**
Firm's address ▶ **310 GRANT STREET SUITE 2100** Phone no. **412-281-2025**
PITTSBURGH, PA 15219

Schedule A **Constructive Ownership of Partnership Interest.** Check the boxes that apply to the filer. If you check box **b**, enter the name, address, and U.S. taxpayer identifying number (if any) of the person(s) whose interest you constructively own. See instructions.
a Owns a direct interest **b** Owns a constructive interest

Name	Address	Identifying number (if any)	Check if foreign person	Check if direct partner

Schedule A-1 **Certain Partners of Foreign Partnership** (see instructions)

Name	Address	Identifying number (if any)	Check if foreign person

Does the partnership have any other foreign person as a direct partner? Yes No

Schedule A-2 **Affiliation Schedule.** List all partnerships (foreign or domestic) in which the foreign partnership owns a direct interest or indirectly owns a 10% interest.

Name	Address	EIN (if any)	Total ordinary income or loss	Check if foreign partnership
WORLD POWER HOLDINGS LP		98-0467560		X

Schedule B **Income Statement - Trade or Business Income**

Caution. Include **only** trade or business income and expenses on lines 1a through 22 below. See the instructions for more information.

Income	1 a	Gross receipts or sales	1a		1c	
	b	Less returns and allowances	1b			
	2	Cost of goods sold			2	
	3	Gross profit. Subtract line 2 from line 1c			3	
	4	Ordinary income (loss) from other partnerships, estates, and trusts (attach statement)			4	
	5	Net farm profit (loss) (attach Schedule F (Form 1040))			5	
	6	Net gain (loss) from Form 4797, Part II, line 17 (attach Form 4797)			6	
7	Other income (loss) (attach statement)			7		
8	Total income (loss). Combine lines 3 through 7			8		
Deductions (see instructions for limitations)	9	Salaries and wages (other than to partners) (less employment credits)			9	
	10	Guaranteed payments to partners			10	
	11	Repairs and maintenance			11	
	12	Bad debts			12	
	13	Rent			13	
	14	Taxes and licenses			14	
	15	Interest			15	
	16 a	Depreciation (if required, attach Form 4562)	16a		16c	
	b	Less depreciation reported elsewhere on return	16b			
	17	Depletion (Do not deduct oil and gas depletion.)			17	
	18	Retirement plans, etc.			18	
	19	Employee benefit programs			19	
	20	Other deductions (attach statement)			20	
	21	Total deductions. Add the amounts shown in the far right column for lines 9 through 20			21	
	22	Ordinary business income (loss) from trade or business activities. Subtract line 21 from line 8			22	

**SCHEDULE O
(Form 8865)**

Department of the Treasury
Internal Revenue Service

**Transfer of Property to a Foreign Partnership
(under section 6038B)**

OMB No. 1545-1668

2012

▶ Attach to Form 8865. See Instructions for Form 8865.

Name of transferor THE HEINZ ENDOWMENTS		Filer's identifying number 25-1721100	
Name of foreign partnership BLACKSTONE SGP CAPITAL PARTNERS (CAYMAN) IV, LP	EIN (if any) 98-0467780	Reference ID number (see instr)	

Part I Transfers Reportable Under Section 6038B

Type of property	(a) Date of transfer	(b) Number of items transferred	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Section 704(c) allocation method	(f) Gain recognized on transfer	(g) Percentage interest in partnership after transfer
Cash			211,782.				0.211237
Stock, notes receivable and payable, and other securities							
Inventory							
Tangible property used in trade or business							
Intangible property							
Other property							

Supplemental Information Required To Be Reported (see instructions):

Part II Dispositions Reportable Under Section 6038B

(a) Type of property	(b) Date of original transfer	(c) Date of disposition	(d) Manner of disposition	(e) Gain recognized by partnership	(f) Depreciation recapture recognized by partnership	(g) Gain allocated to partner	(h) Depreciation recapture allocated to partner

Part III Is any transfer reported on this schedule subject to gain recognition under section 904(f)(3) or section 904(f)(5)(F)? Yes No

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 8865.

Schedule O (Form 8865) 2012

Return of U.S. Persons With Respect to Certain Foreign Partnerships

2012

Department of the Treasury
Internal Revenue Service

▶ **Attach to your tax return.**
▶ **Information about Form 8865 and its separate instructions is at www.irs.gov/form8865.**
Information furnished for the foreign partnership's tax year beginning **JAN 1**, 2012 and ending **DEC 31**, 2012

Attachment Sequence No. **118**

Name of person filing this return **THE HEINZ ENDOWMENTS** Filer's identifying number **25-1721100**

Filer's address (if you are not filing this form with your tax return) **A** Category of filer (see Categories of Filers in the instructions and check applicable box(es)):
1 2 3 4
B Filer's tax year beginning **JAN 1**, 2012, and ending **DEC 31**, 2012

C Filer's share of liabilities: Nonrecourse \$ _____ Qualified nonrecourse financing \$ _____ Other \$ _____

D If filer is a member of a consolidated group but not the parent, enter the following information about the parent:
Name _____ EIN _____
Address _____

E Information about certain other partners (see instructions)

(1) Name	(2) Address	(3) Identifying number	(4) Check applicable box(es)		
			Category 1	Category 2	Constructive owner

F1 Name and address of foreign partnership **CENTERBRIDGE CAPITAL PARTNERS (CAYMAN)
C/O WALKERS CORPORATE SERVICES
WALKER HOUSE, 87 MARY ST
GEORGE TOWN, GRAND CAYMAN, KY1-9002 CAYMAN I**
2(a) EIN (if any) **98-0631107**
2(b) Reference ID number _____
3 Country under whose laws organized **CAYMAN ISLANDS**

4 Date of organization **02/09/2009** **5** Principal place of business **CAYMAN ISLANDS** **6** Principal business activity code number **523900** **7** Principal business activity **INVESTMENTS** **8a** Functional currency **US DOLLARS** **8b** Exchange rate (see instr.) _____

G Provide the following information for the foreign partnership's tax year:
1 Name, address, and identifying number of agent (if any) in the United States _____
2 Check if the foreign partnership must file:
 Form 1042 Form 8804 Form 1065 or 1065-B
Service Center where Form 1065 or 1065-B is filed: _____
3 Name and address of foreign partnership's agent in country of organization, if any **SAME AS F1**
4 Name and address of person(s) with custody of the books and records of the foreign partnership, and the location of such books and records, if different **SAME AS F1**

5 Were any special allocations made by the foreign partnership? Yes No
6 Enter the number of Forms 8858, Information Return of U.S. Persons With Respect To Foreign Disregarded Entities, attached to this return (see instructions) _____
7 How is this partnership classified under the law of the country in which it is organized? **PARTNERSHIP**
8 Did the partnership own any separate units within the meaning of Regulations section 1.1503-2(c)(3), (4), or 1.1503(d)-1(b)(4)? Yes No
9 Does this partnership meet both of the following requirements?
• The partnership's total receipts for the tax year were less than \$250,000 and
• The value of the partnership's total assets at the end of the tax year was less than \$1 million.
If "Yes," do not complete Schedules L, M-1, and M-2. Yes No

Sign Here Only if You Are Filing This Form Separately and Not With Your Tax Return.
Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than general partner or limited liability company member) is based on all information of which preparer has any knowledge.
Signature of general partner or limited liability company member _____ Date _____

Paid Preparer Use Only
Print/Type preparer's name **MICHAEL M. COMSTOCK** Preparer's signature _____ Date _____
Check if self-employed PTIN **P00474378**
Firm's name **SISTERSON & CO. LLP** Firm's EIN **25-1467156**
Firm's address **310 GRANT STREET SUITE 2100** Phone no. **412-281-2025**
PITTSBURGH, PA 15219

Schedule A

Constructive Ownership of Partnership Interest. Check the boxes that apply to the filer. If you check box **b**, enter the name, address, and U.S. taxpayer identifying number (if any) of the person(s) whose interest you constructively own. See instructions.

a Owns a direct interest

b Owns a constructive interest

Name	Address	Identifying number (if any)	Check if foreign person	Check if direct partner

Schedule A-1

Certain Partners of Foreign Partnership (see instructions)

Name	Address	Identifying number (if any)	Check if foreign person

Does the partnership have any other foreign person as a direct partner? Yes No

Schedule A-2

Affiliation Schedule. List all partnerships (foreign or domestic) in which the foreign partnership owns a direct interest or indirectly owns a 10% interest.

Name	Address	EIN (if any)	Total ordinary income or loss	Check if foreign partnership

STATEMENT 21

Schedule B

Income Statement - Trade or Business Income

Caution. Include **only** trade or business income and expenses on lines 1a through 22 below. See the instructions for more information.

Income	1 a Gross receipts or sales	1a		
	b Less returns and allowances	1b		1c
	2 Cost of goods sold			2
	3 Gross profit. Subtract line 2 from line 1c			3
	4 Ordinary income (loss) from other partnerships, estates, and trusts (attach statement)			4
	5 Net farm profit (loss) (attach Schedule F (Form 1040))			5
	6 Net gain (loss) from Form 4797, Part II, line 17 (attach Form 4797)			6
	7 Other income (loss) (attach statement)			7
8 Total income (loss). Combine lines 3 through 7			8	
Deductions (see instructions for limitations)	9 Salaries and wages (other than to partners) (less employment credits)			9
	10 Guaranteed payments to partners			10
	11 Repairs and maintenance			11
	12 Bad debts			12
	13 Rent			13
	14 Taxes and licenses			14
	15 Interest			15
	16 a Depreciation (if required, attach Form 4562)	16a		
	b Less depreciation reported elsewhere on return	16b		16c
	17 Depletion (Do not deduct oil and gas depletion.)			17
	18 Retirement plans, etc.			18
	19 Employee benefit programs			19
20 Other deductions (attach statement)			20	
21 Total deductions. Add the amounts shown in the far right column for lines 9 through 20			21	
22 Ordinary business income (loss) from trade or business activities. Subtract line 21 from line 8			22	

**SCHEDULE O
(Form 8865)**

**Transfer of Property to a Foreign Partnership
(under section 6038B)**

OMB No. 1545-1668

2012

Department of the Treasury
Internal Revenue Service

▶ Attach to Form 8865. See Instructions for Form 8865.

Name of transferor THE HEINZ ENDOWMENTS		Filer's identifying number 25-1721100	
Name of foreign partnership CENTERBRIDGE CAPITAL PARTNERS (CA C/O WALKERS CORPORATE SERVICES		EIN (if any) 98-0631107	Reference ID number (see instr)

Part I Transfers Reportable Under Section 6038B

Type of property	(a) Date of transfer	(b) Number of items transferred	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Section 704(c) allocation method	(f) Gain recognized on transfer	(g) Percentage interest in partnership after transfer
Cash	09/28/12		305,331.				0.195306
Stock, notes receivable and payable, and other securities							
Inventory							
Tangible property used in trade or business							
Intangible property							
Other property							

Supplemental Information Required To Be Reported (see instructions):

PARTNERS SHARE OF PROFIT, LOSS, AND CAPITAL (ENDING):

PROFIT: 0.00%

LOSS: 0.199904%

CAPITAL: 0.195306%

Part II Dispositions Reportable Under Section 6038B

(a) Type of property	(b) Date of original transfer	(c) Date of disposition	(d) Manner of disposition	(e) Gain recognized by partnership	(f) Depreciation recapture recognized by partnership	(g) Gain allocated to partner	(h) Depreciation recapture allocated to partner

Part III Is any transfer reported on this schedule subject to gain recognition under section 904(f)(3) or section 904(f)(5)(F)? Yes No

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 8865.

Schedule O (Form 8865) 2012

FORM 8865

AFFILIATION SCHEDULE

STATEMENT 1

NAME	ADDRESS	IDENTIFYING NUMBER	TOTAL ORDINARY INCOME OR (LOSS)	CK IF FOR- EIGN P'SH
SATMEX INVEST HOLDINGS	PO BOX 309, UGLAND HSE GRAND CAYMAN, KY1-1104 CA	98-0693791		X
SATMEX INVEST HOLDINGS GP	PO BOX 309, UGLAND HSE GRAND CAYMAN, KY1-1104 CA	98-0693785		X
SATMEX COOPERATIEVE UA	BOELELANN 7 AMSTERDAM, 1083 HJ NETHER	98-0693802		X
CULLIGAN NEWCO LTD	WALKER HSE, 87 MARY ST GEORGE TOWN, GRAND CAYMAN,	98-1055508		X

Form **8865**

Return of U.S. Persons With Respect to Certain Foreign Partnerships

OMB No. 1545-1668

2012

Department of the Treasury
Internal Revenue Service

▶ **Attach to your tax return.**
▶ **Information about Form 8865 and its separate instructions is at www.irs.gov/form8865.**

Information furnished for the foreign partnership's tax year beginning **JAN 1**, 2012 and ending **DEC 31**, 2012

Attachment Sequence No. **118**

Name of person filing this return

Filer's identifying number

THE HEINZ ENDOWMENTS

25-1721100

Filer's address (if you are not filing this form with your tax return)

A Category of filer (see Categories of Filers in the instructions and check applicable box(es):
1 2 3 4

B Filer's tax year beginning **JAN 1**, 2012, and ending **DEC 31**, 2012

C Filer's share of liabilities: Nonrecourse \$ _____ Qualified nonrecourse financing \$ _____ Other \$ _____

D If filer is a member of a consolidated group but not the parent, enter the following information about the parent:

Name _____ EIN _____
Address _____

E Information about certain other partners (see instructions)

(1) Name	(2) Address	(3) Identifying number	(4) Check applicable box(es)		
			Category 1	Category 2	Constructive owner

F1 Name and address of foreign partnership

HONY CAPITAL FUND 2008, LP

**SUITE 2701-03, ONE EXCHANGE SQUARE
CENTRAL HONG KONG, HONG KONG**

2(a) EIN (if any)
98-0590561
2(b) Reference ID number _____
3 Country under whose laws organized
CAYMAN ISLANDS

4 Date of organization 05/27/2008	5 Principal place of business	6 Principal business activity code number 523900	7 Principal business activity INVESTMENTS	8a Functional currency	8b Exchange rate (see instr.)
--	--------------------------------------	---	--	-------------------------------	--------------------------------------

G Provide the following information for the foreign partnership's tax year:

1 Name, address, and identifying number of agent (if any) in the United States	2 Check if the foreign partnership must file: <input type="checkbox"/> Form 1042 <input type="checkbox"/> Form 8804 <input checked="" type="checkbox"/> Form 1065 or 1065-B Service Center where Form 1065 or 1065-B is filed: OGDEN, UT
---	---

3 Name and address of foreign partnership's agent in country of organization, if any	4 Name and address of person(s) with custody of the books and records of the foreign partnership, and the location of such books and records, if different WENTAO ZHAO SUITE 2701-03, ONE EXCHANGE SQ CENTRALHONG KONG
---	---

5 Were any special allocations made by the foreign partnership? ▶ Yes No

6 Enter the number of Forms 8858, Information Return of U.S. Persons With Respect To Foreign Disregarded Entities, attached to this return (see instructions)

7 How is this partnership classified under the law of the country in which it is organized? ▶ **LIMITED PTNRSH**

8 Did the partnership own any separate units within the meaning of Regulations section 1.1503-2(c)(3), (4), or 1.1503(d)-1(b)(4)? ... ▶ Yes No

9 Does this partnership meet **both** of the following requirements?
 • The partnership's total receipts for the tax year were less than \$250,000 and
 • The value of the partnership's total assets at the end of the tax year was less than \$1 million. } ▶ Yes No
 If "Yes," **do not** complete Schedules L, M-1, and M-2.

Sign Here Only if You Are Filing This Form Separately and Not With Your Tax Return.

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than general partner or limited liability company member) is based on all information of which preparer has any knowledge.

Signature of general partner or limited liability company member _____ Date _____

Paid Preparer Use Only	Print/Type preparer's name MICHAEL M. COMSTOCK	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN P00474378
	Firm's name ▶ SISTERSON & CO. LLP	Firm's EIN ▶ 25-1467156			
	Firm's address ▶ 310 GRANT STREET SUITE 2100 PITTSBURGH, PA 15219	Phone no. 412-281-2025			

Schedule A

Constructive Ownership of Partnership Interest. Check the boxes that apply to the filer. If you check box b, enter the name, address, and U.S. taxpayer identifying number (if any) of the person(s) whose interest you constructively own. See instructions.

a [X] Owns a direct interest b [] Owns a constructive interest

Table with 5 columns: Name, Address, Identifying number (if any), Check if foreign person, Check if direct partner.

Schedule A-1

Certain Partners of Foreign Partnership (see instructions)

Table with 4 columns: Name, Address, Identifying number (if any), Check if foreign person.

Does the partnership have any other foreign person as a direct partner? [] Yes [] No

Schedule A-2

Affiliation Schedule. List all partnerships (foreign or domestic) in which the foreign partnership owns a direct interest or indirectly owns a 10% interest.

Table with 5 columns: Name, Address, EIN (if any), Total ordinary income or loss, Check if foreign partnership.

STATEMENT 18

Schedule B

Income Statement - Trade or Business Income

Caution. Include only trade or business income and expenses on lines 1a through 22 below. See the instructions for more information.

Main income statement table with 22 rows and 3 columns (1a, 1b, 1c) for income and 9-20 for deductions.

**SCHEDULE O
(Form 8865)**

**Transfer of Property to a Foreign Partnership
(under section 6038B)**

OMB No. 1545-1668

2012

Department of the Treasury
Internal Revenue Service

▶ Attach to Form 8865. See Instructions for Form 8865.

Name of transferor THE HEINZ ENDOWMENTS	Filer's identifying number 25-1721100
Name of foreign partnership HONY CAPITAL FUND 2008, LP	EIN (if any) 98-0590561
Reference ID number (see instr)	

Part I Transfers Reportable Under Section 6038B

Type of property	(a) Date of transfer	(b) Number of items transferred	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Section 704(c) allocation method	(f) Gain recognized on transfer	(g) Percentage interest in partnership after transfer
Cash			486,251.				0.357465
Stock, notes receivable and payable, and other securities							
Inventory							
Tangible property used in trade or business							
Intangible property							
Other property							

Supplemental Information Required To Be Reported (see instructions):

PARTNERS SHARE OF PROFIT, LOSS, AND CAPITAL (ENDING):

PROFIT: 0.357625%

LOSS: 0.361288%

CAPITAL: 0.357465%

Part II Dispositions Reportable Under Section 6038B

(a) Type of property	(b) Date of original transfer	(c) Date of disposition	(d) Manner of disposition	(e) Gain recognized by partnership	(f) Depreciation recapture recognized by partnership	(g) Gain allocated to partner	(h) Depreciation recapture allocated to partner

Part III Is any transfer reported on this schedule subject to gain recognition under section 904(f)(3) or section 904(f)(5)(F)? Yes No

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 8865.

Schedule O (Form 8865) 2012

Return of U.S. Persons With Respect to Certain Foreign Partnerships

2012

Department of the Treasury
Internal Revenue Service

▶ **Information about Form 8865 and its separate instructions is at www.irs.gov/form8865.**
Information furnished for the foreign partnership's tax year beginning **JAN 1**, 2012 and ending **DEC 31**, 2012

Attachment Sequence No. **118**

Name of person filing this return **THE HEINZ ENDOWMENTS** Filer's identifying number **25-1721100**

Filer's address (if you are not filing this form with your tax return) **THE HEINZ ENDOWMENTS**
A Category of filer (see Categories of Filers in the instructions and check applicable box(es)):
1 2 3 4
B Filer's tax year beginning **JAN 1**, 2012, and ending **DEC 31**, 2012

C Filer's share of liabilities: Nonrecourse \$ _____ Qualified nonrecourse financing \$ _____ Other \$ _____

D If filer is a member of a consolidated group but not the parent, enter the following information about the parent:
Name _____ EIN _____
Address _____

E Information about certain other partners (see instructions)

(1) Name	(2) Address	(3) Identifying number	(4) Check applicable box(es)		
			Category 1	Category 2	Constructive owner

F1 Name and address of foreign partnership **HONY CAPITAL FUND V, LP**
SUITE 2701-03, ONE EXCHANGE SQUARE
CENTRAL HONG KONG, HONG KONG
2(a) EIN (if any) **98-1042048**
2(b) Reference ID number _____
3 Country under whose laws organized **CAYMAN ISLANDS**

4 Date of organization 08/10/2011	5 Principal place of business HONG KONG	6 Principal business activity code number 523900	7 Principal business activity INVESTMENTS	8a Functional currency 	8b Exchange rate (see instr.)
---	---	--	---	----------------------------	-----------------------------------

G Provide the following information for the foreign partnership's tax year:

1 Name, address, and identifying number of agent (if any) in the United States _____

2 Check if the foreign partnership must file:
 Form 1042 Form 8804 Form 1065 or 1065-B
Service Center where Form 1065 or 1065-B is filed:
OGDEN, UT

3 Name and address of foreign partnership's agent in country of organization, if any _____

4 Name and address of person(s) with custody of the books and records of the foreign partnership, and the location of such books and records, if different
ALLISON LI, HONY CAP FUND V LP
SUITE 2701-03, ONE EXCHANGE SQ
CENTRALHONG KONG

5 Were any special allocations made by the foreign partnership? Yes No

6 Enter the number of Forms 8858, Information Return of U.S. Persons With Respect To Foreign Disregarded Entities, attached to this return (see instructions) _____

7 How is this partnership classified under the law of the country in which it is organized? **LIMITED PTNRSH**

8 Did the partnership own any separate units within the meaning of Regulations section 1.1503-2(c)(3), (4), or 1.1503(d)-1(b)(4)? ... Yes No

9 Does this partnership meet both of the following requirements?
• The partnership's total receipts for the tax year were less than \$250,000 and
• The value of the partnership's total assets at the end of the tax year was less than \$1 million.
} Yes No
If "Yes," do not complete Schedules L, M-1, and M-2.

Sign Here Only If You Are Filing This Form Separately and Not With Your Tax Return.

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than general partner or limited liability company member) is based on all information of which preparer has any knowledge.

Signature of general partner or limited liability company member _____ Date _____

Paid Preparer Use Only

Print/Type preparer's name MICHAEL M. COMSTOCK	Preparer's signature 	Date 	Check <input type="checkbox"/> if self-employed	PTIN P00474378
Firm's name SISTERSON & CO. LLP	Firm's EIN 25-1467156			
Firm's address 310 GRANT STREET SUITE 2100 PITTSBURGH, PA 15219	Phone no. 412-281-2025			

Schedule A

Constructive Ownership of Partnership Interest. Check the boxes that apply to the filer. If you check box **b**, enter the name, address, and U.S. taxpayer identifying number (if any) of the person(s) whose interest you constructively own. See instructions.

a Owns a direct interest

b Owns a constructive interest

Name	Address	Identifying number (if any)	Check if foreign person	Check if direct partner

Schedule A-1

Certain Partners of Foreign Partnership (see instructions)

Name	Address	Identifying number (if any)	Check if foreign person

Does the partnership have any other foreign person as a direct partner? Yes No

Schedule A-2

Affiliation Schedule. List all partnerships (foreign or domestic) in which the foreign partnership owns a direct interest or indirectly owns a 10% interest.

Name	Address	EIN (if any)	Total ordinary income or loss	Check if foreign partnership

Schedule B

Income Statement - Trade or Business Income

Caution. Include **only** trade or business income and expenses on lines 1a through 22 below. See the instructions for more information.

Income	1 a Gross receipts or sales	1a		1c
	b Less returns and allowances	1b		
	2 Cost of goods sold			2
	3 Gross profit. Subtract line 2 from line 1c			3
	4 Ordinary income (loss) from other partnerships, estates, and trusts (attach statement)			4
	5 Net farm profit (loss) (attach Schedule F (Form 1040))			5
	6 Net gain (loss) from Form 4797, Part II, line 17 (attach Form 4797)			6
7 Other income (loss) (attach statement)			7	
8 Total income (loss). Combine lines 3 through 7			8	
Deductions (see instructions for limitations)	9 Salaries and wages (other than to partners) (less employment credits)			9
	10 Guaranteed payments to partners			10
	11 Repairs and maintenance			11
	12 Bad debts			12
	13 Rent			13
	14 Taxes and licenses			14
	15 Interest			15
	16 a Depreciation (if required, attach Form 4562)	16a		
	b Less depreciation reported elsewhere on return	16b		16c
	17 Depletion (Do not deduct oil and gas depletion.)			17
	18 Retirement plans, etc.			18
	19 Employee benefit programs			19
	20 Other deductions (attach statement)			20
	21 Total deductions. Add the amounts shown in the far right column for lines 9 through 20			21
	22 Ordinary business income (loss) from trade or business activities. Subtract line 21 from line 8			22

**SCHEDULE O
(Form 8865)**

**Transfer of Property to a Foreign Partnership
(under section 6038B)**

OMB No. 1545-1668

2012

Department of the Treasury
Internal Revenue Service

▶ Attach to Form 8865. See Instructions for Form 8865.

Name of transferor THE HEINZ ENDOWMENTS	Filer's identifying number 25-1721100
Name of foreign partnership HONY CAPITAL FUND V, LP	EIN (if any) 98-1042048
Reference ID number (see instr)	

Part I Transfers Reportable Under Section 6038B

Type of property	(a) Date of transfer	(b) Number of items transferred	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Section 704(c) allocation method	(f) Gain recognized on transfer	(g) Percentage interest in partnership after transfer
Cash			737,613.				0.2113
Stock, notes receivable and payable, and other securities							
Inventory							
Tangible property used in trade or business							
Intangible property							
Other property							

Supplemental Information Required To Be Reported (see instructions):

Part II Dispositions Reportable Under Section 6038B

(a) Type of property	(b) Date of original transfer	(c) Date of disposition	(d) Manner of disposition	(e) Gain recognized by partnership	(f) Depreciation recapture recognized by partnership	(g) Gain allocated to partner	(h) Depreciation recapture allocated to partner

Part III Is any transfer reported on this schedule subject to gain recognition under section 904(f)(3) or section 904(f)(5)(F)? Yes No

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 8865.

Schedule O (Form 8865) 2012

Return of U.S. Persons With Respect to Certain Foreign Partnerships

2012

Department of the Treasury
Internal Revenue Service

▶ Attach to your tax return.
▶ Information about Form 8865 and its separate instructions is at www.irs.gov/form8865.
Information furnished for the foreign partnership's tax year beginning **JAN 1**, 2012 and ending **DEC 31**, 2012

Attachment Sequence No. **118**

Name of person filing this return
THE HEINZ ENDOWMENTS
Filer's identifying number
25-1721100

Filer's address (if you are not filing this form with your tax return)
A Category of filer (see Categories of Filers in the instructions and check applicable box(es)):
1 2 3 4
B Filer's tax year beginning **JAN 1**, 2012, and ending **DEC 31**, 2012

C Filer's share of liabilities: Nonrecourse \$ _____ Qualified nonrecourse financing \$ _____ Other \$ _____

D If filer is a member of a consolidated group but not the parent, enter the following information about the parent:
Name _____ EIN _____
Address _____

E Information about certain other partners (see instructions)

(1) Name	(2) Address	(3) Identifying number	(4) Check applicable box(es)		
			Category 1	Category 2	Constructive owner

F1 Name and address of foreign partnership
LINZOR CAPITAL PARTNERS II, LP
199 BAY STREET, SUITE 2800
TORONTO, ON M5L 1A9 CANADA
2(a) EIN (if any) _____
2(b) Reference ID number _____
3 Country under whose laws organized
CANADA

4 Date of organization **07/02/2010** 5 Principal place of business **CHILE** 6 Principal business activity code number **523900** 7 Principal business activity **INVESTMENTS** 8a Functional currency **US DOLLARS** 8b Exchange rate (see instr.) _____

G Provide the following information for the foreign partnership's tax year:
1 Name, address, and identifying number of agent (if any) in the United States _____
2 Check if the foreign partnership must file:
 Form 1042 Form 8804 Form 1065 or 1065-B
Service Center where Form 1065 or 1065-B is filed: _____
3 Name and address of foreign partnership's agent in country of organization, if any _____
4 Name and address of person(s) with custody of the books and records of the foreign partnership, and the location of such books and records, if different _____

5 Were any special allocations made by the foreign partnership? Yes No
6 Enter the number of Forms 8858, Information Return of U.S. Persons With Respect To Foreign Disregarded Entities, attached to this return (see instructions)
7 How is this partnership classified under the law of the country in which it is organized? **LIMITED PTNRSH**
8 Did the partnership own any separate units within the meaning of Regulations section 1.1503-2(c)(3), (4), or 1.1503(d)-1(b)(4)? ... Yes No
9 Does this partnership meet both of the following requirements?
• The partnership's total receipts for the tax year were less than \$250,000 and
• The value of the partnership's total assets at the end of the tax year was less than \$1 million. } Yes No
If "Yes," do not complete Schedules L, M-1, and M-2.

Sign Here Only If You Are Filing This Form Separately and Not With Your Tax Return.
Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than general partner or limited liability company member) is based on all information of which preparer has any knowledge.
Signature of general partner or limited liability company member _____ Date _____

Paid Preparer Use Only
Print/Type preparer's name **MICHAEL M. COMSTOCK** Preparer's signature _____ Date _____
Check if self-employed PTIN **P00474378**
Firm's name **SISTERSON & CO. LLP** Firm's EIN **25-1467156**
Firm's address **310 GRANT STREET SUITE 2100** Phone no. **412-281-2025**
PITTSBURGH, PA 15219

Schedule A Constructive Ownership of Partnership Interest. Check the boxes that apply to the filer. If you check box b, enter the name, address, and U.S. taxpayer identifying number (if any) of the person(s) whose interest you constructively own. See instructions.

a [X] Owns a direct interest b [] Owns a constructive interest

Table with 5 columns: Name, Address, Identifying number (if any), Check if foreign person, Check if direct partner.

Schedule A-1 Certain Partners of Foreign Partnership (see instructions)

Table with 4 columns: Name, Address, Identifying number (if any), Check if foreign person.

Does the partnership have any other foreign person as a direct partner? [] Yes [] No

Schedule A-2 Affiliation Schedule. List all partnerships (foreign or domestic) in which the foreign partnership owns a direct interest or indirectly owns a 10% interest.

Table with 5 columns: Name, Address, EIN (if any), Total ordinary income or loss, Check if foreign partnership.

Schedule B Income Statement - Trade or Business Income

Caution. Include only trade or business income and expenses on lines 1a through 22 below. See the instructions for more information.

Main income statement table with columns for Income and Deductions, and rows 1a through 22.

**SCHEDULE O
(Form 8865)**

Department of the Treasury
Internal Revenue Service

**Transfer of Property to a Foreign Partnership
(under section 6038B)**

OMB No. 1545-1668

2012

▶ Attach to Form 8865. See Instructions for Form 8865.

Name of transferor THE HEINZ ENDOWMENTS	Filer's identifying number 25-1721100
Name of foreign partnership LINZOR CAPITAL PARTNERS II, LP	EIN (if any)
	Reference ID number (see instr)

Part I Transfers Reportable Under Section 6038B

Type of property	(a) Date of transfer	(b) Number of items transferred	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Section 704(c) allocation method	(f) Gain recognized on transfer	(g) Percentage interest in partnership after transfer
Cash			1,467,445.				1.251008
Stock, notes receivable and payable, and other securities							
Inventory							
Tangible property used in trade or business							
Intangible property							
Other property							

Supplemental Information Required To Be Reported (see instructions):

PARTNERS SHARE OF PROFIT, LOSS, AND CAPITAL (ENDING):

PROFIT: NONE

LOSS: 0.205307%

CAPITAL: 1.251008%

Part II Dispositions Reportable Under Section 6038B

(a) Type of property	(b) Date of original transfer	(c) Date of disposition	(d) Manner of disposition	(e) Gain recognized by partnership	(f) Depreciation recapture recognized by partnership	(g) Gain allocated to partner	(h) Depreciation recapture allocated to partner

Part III Is any transfer reported on this schedule subject to gain recognition under section 904(f)(3) or section 904(f)(5)(F)? Yes No

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 8865.

Schedule O (Form 8865) 2012

Return of U.S. Persons With Respect to Certain Foreign Partnerships

2012

Department of the Treasury
Internal Revenue Service

▶ **Information about Form 8865 and its separate instructions is at www.irs.gov/form8865.**
Information furnished for the foreign partnership's tax year beginning **JAN 1**, 2012 and ending **DEC 31**, 2012

Attachment Sequence No. **118**

Name of person filing this return **THE HEINZ ENDOWMENTS** Filer's identifying number **25-1721100**

Filer's address (if you are not filing this form with your tax return) **A** Category of filer (see Categories of Filers in the instructions and check applicable box(es):
1 2 3 4
B Filer's tax year beginning **JAN 1**, 2012, and ending **DEC 31**, 2012

C Filer's share of liabilities: Nonrecourse \$ _____ Qualified nonrecourse financing \$ _____ Other \$ _____

D If filer is a member of a consolidated group but not the parent, enter the following information about the parent:
Name _____ EIN _____
Address _____

E Information about certain other partners (see instructions)

(1) Name	(2) Address	(3) Identifying number	(4) Check applicable box(es)		
			Category 1	Category 2	Constructive owner

F1 Name and address of foreign partnership **MORNINGSIDE CHINA TMT FUND II, LP**
C/O MORNINGSIDE CHINA GP II, LP
22/F HANG LUNG CENTRE, 2-20 PATERSON STREET
CAUSEWAY BAY, HONG KONG

2(a) EIN (if any) **98-1026135**
2(b) Reference ID number _____
3 Country under whose laws organized _____

4 Date of organization	5 Principal place of business	6 Principal business activity code number 523900	7 Principal business activity INVESTMENTS	8a Functional currency US DOLLARS	8b Exchange rate (see instr.)
-------------------------------	--------------------------------------	---	--	--	--------------------------------------

G Provide the following information for the foreign partnership's tax year:

1 Name, address, and identifying number of agent (if any) in the United States _____

2 Check if the foreign partnership must file:
 Form 1042 Form 8804 Form 1065 or 1065-B
Service Center where Form 1065 or 1065-B is filed:
OGDEN, UT

3 Name and address of foreign partnership's agent in country of organization, if any _____

4 Name and address of person(s) with custody of the books and records of the foreign partnership, and the location of such books and records, if different _____

5 Were any special allocations made by the foreign partnership? Yes No

6 Enter the number of Forms 8858, Information Return of U.S. Persons With Respect To Foreign Disregarded Entities, attached to this return (see instructions) _____

7 How is this partnership classified under the law of the country in which it is organized? _____

8 Did the partnership own any separate units within the meaning of Regulations section 1.1503-2(c)(3), (4), or 1.1503(d)-1(b)(4)? ... Yes No

9 Does this partnership meet **both** of the following requirements?
 • The partnership's total receipts for the tax year were less than \$250,000 and
 • The value of the partnership's total assets at the end of the tax year was less than \$1 million.
 If "Yes," **do not** complete Schedules L, M-1, and M-2. Yes No

Sign Here Only If You Are Filing This Form Separately and Not With Your Tax Return.

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than general partner or limited liability company member) is based on all information of which preparer has any knowledge.

Signature of general partner or limited liability company member _____ Date _____

Paid Preparer Use Only

Print/Type preparer's name MICHAEL M. COMSTOCK	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN P00474378
Firm's name ▶ SISTERSON & CO. LLP	Firm's EIN ▶ 25-1467156		Phone no. 412-281-2025	
Firm's address ▶ 310 GRANT STREET SUITE 2100 PITTSBURGH, PA 15219				

Schedule A **Constructive Ownership of Partnership Interest.** Check the boxes that apply to the filer. If you check box **b**, enter the name, address, and U.S. taxpayer identifying number (if any) of the person(s) whose interest you constructively own. See instructions.
a Owns a direct interest **b** Owns a constructive interest

Name	Address	Identifying number (if any)	Check if foreign person	Check if direct partner

Schedule A-1 **Certain Partners of Foreign Partnership** (see instructions)

Name	Address	Identifying number (if any)	Check if foreign person

Does the partnership have any other foreign person as a direct partner? Yes No

Schedule A-2 **Affiliation Schedule.** List all partnerships (foreign or domestic) in which the foreign partnership owns a direct interest or indirectly owns a 10% interest.

Name	Address	EIN (if any)	Total ordinary income or loss	Check if foreign partnership

Schedule B **Income Statement - Trade or Business Income**

Caution. Include **only** trade or business income and expenses on lines 1a through 22 below. See the instructions for more information.

Income	1 a Gross receipts or sales	1a		
	b Less returns and allowances	1b		1c
	2 Cost of goods sold			2
	3 Gross profit. Subtract line 2 from line 1c			3
	4 Ordinary income (loss) from other partnerships, estates, and trusts (attach statement)			4
	5 Net farm profit (loss) (attach Schedule F (Form 1040))			5
	6 Net gain (loss) from Form 4797, Part II, line 17 (attach Form 4797)			6
7 Other income (loss) (attach statement)			7	
8 Total income (loss). Combine lines 3 through 7			8	
Deductions (see instructions for limitations)	9 Salaries and wages (other than to partners) (less employment credits)			9
	10 Guaranteed payments to partners			10
	11 Repairs and maintenance			11
	12 Bad debts			12
	13 Rent			13
	14 Taxes and licenses			14
	15 Interest			15
	16 a Depreciation (if required, attach Form 4562)	16a		
	b Less depreciation reported elsewhere on return	16b		16c
	17 Depletion (Do not deduct oil and gas depletion.)			17
	18 Retirement plans, etc.			18
	19 Employee benefit programs			19
	20 Other deductions (attach statement)			20
	21 Total deductions. Add the amounts shown in the far right column for lines 9 through 20			21
	22 Ordinary business income (loss) from trade or business activities. Subtract line 21 from line 8			22

**SCHEDULE O
(Form 8865)**

Department of the Treasury
Internal Revenue Service

**Transfer of Property to a Foreign Partnership
(under section 6038B)**

OMB No. 1545-1668

2012

▶ Attach to Form 8865. See Instructions for Form 8865.

Name of transferor THE HEINZ ENDOWMENTS		Filer's identifying number 25-1721100	
Name of foreign partnership MORNINGSIDE CHINA TMT FUND II, LP C/O MORNINGSIDE CHINA GP II, LP	EIN (if any) 98-1026135	Reference ID number (see instr)	

Part I Transfers Reportable Under Section 6038B

Type of property	(a) Date of transfer	(b) Number of items transferred	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Section 704(c) allocation method	(f) Gain recognized on transfer	(g) Percentage interest in partnership after transfer
Cash			1,824,496.				2.042566
Stock, notes receivable and payable, and other securities							
Inventory							
Tangible property used in trade or business							
Intangible property							
Other property							

Supplemental Information Required To Be Reported (see instructions):

PARTNERS SHARE OF PROFIT, LOSS, AND CAPITAL (ENDING):
PROFIT: 1.803213%
LOSS: 1.803213%
CAPITAL: 2.042566%

Part II Dispositions Reportable Under Section 6038B

(a) Type of property	(b) Date of original transfer	(c) Date of disposition	(d) Manner of disposition	(e) Gain recognized by partnership	(f) Depreciation recapture recognized by partnership	(g) Gain allocated to partner	(h) Depreciation recapture allocated to partner

Part III Is any transfer reported on this schedule subject to gain recognition under section 904(f)(3) or section 904(f)(5)(F)? Yes No

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 8865.

Schedule O (Form 8865) 2012

Return of U.S. Persons With Respect to Certain Foreign Partnerships

2012

Department of the Treasury
Internal Revenue Service

▶ **Attach to your tax return.**
▶ **Information about Form 8865 and its separate instructions is at www.irs.gov/form8865.**
Information furnished for the foreign partnership's tax year beginning **JAN 1**, 2012 and ending **DEC 31**, 2012

Attachment Sequence No. **118**

Name of person filing this return
THE HEINZ ENDOWMENTS

Filer's identifying number
25-1721100

Filer's address (if you are not filing this form with your tax return)

A Category of filer (see Categories of Filers in the instructions and check applicable box(es):
1 2 3 4

B Filer's tax year beginning **JAN 1**, 2012, and ending **DEC 31**, 2012

C Filer's share of liabilities: Nonrecourse \$ _____ Qualified nonrecourse financing \$ _____ Other \$ _____

D If filer is a member of a consolidated group but not the parent, enter the following information about the parent:

Name _____ EIN _____

Address _____

E Information about certain other partners (see instructions)

(1) Name	(2) Address	(3) Identifying number	(4) Check applicable box(es)		
			Category 1	Category 2	Constructive owner

F1 Name and address of foreign partnership
PERMIRA IV CONTINUING LP 1
PO BOX 255, TRAFALGAR COURT, LES BANQUES
ST. PETER PORT, GUERNSEY

2(a) EIN (if any)
98-0605568

2(b) Reference ID number _____

3 Country under whose laws organized
GUERNSEY

4 Date of organization 12/11/2008	5 Principal place of business GUERNSEY	6 Principal business activity code number 523900	7 Principal business activity INVESTMENTS	8a Functional currency EUROS	8b Exchange rate (see instr.) .777650
--	---	---	--	---	--

G Provide the following information for the foreign partnership's tax year:

1 Name, address, and identifying number of agent (if any) in the United States _____

2 Check if the foreign partnership must file:
 Form 1042 Form 8804 Form 1065 or 1065-B
Service Center where Form 1065 or 1065-B is filed:
OGDEN, UT

3 Name and address of foreign partnership's agent in country of organization, if any
SAME AS F1

4 Name and address of person(s) with custody of the books and records of the foreign partnership, and the location of such books and records, if different
SAME AS F1

5 Were any special allocations made by the foreign partnership? Yes No

6 Enter the number of Forms 8858, Information Return of U.S. Persons With Respect To Foreign Disregarded Entities, attached to this return (see instructions) _____

7 How is this partnership classified under the law of the country in which it is organized? **LIMITED PTNRSH**

8 Did the partnership own any separate units within the meaning of Regulations section 1.1503-2(c)(3), (4), or 1.1503(d)-1(b)(4)? Yes No

9 Does this partnership meet **both** of the following requirements?
• The partnership's total receipts for the tax year were less than \$250,000 and
• The value of the partnership's total assets at the end of the tax year was less than \$1 million.
If "Yes," **do not** complete Schedules L, M-1, and M-2. Yes No

Sign Here Only If You Are Filing This Form Separately and Not With Your Tax Return.

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than general partner or limited liability company member) is based on all information of which preparer has any knowledge.

Signature of general partner or limited liability company member _____ Date _____

Paid Preparer Use Only

Print/Type preparer's name **MICHAEL M. COMSTOCK** Preparer's signature _____ Date _____

Check if self-employed if PTIN **P00474378**

Firm's name **SISTERSON & CO. LLP** Firm's EIN **25-1467156**

Firm's address **310 GRANT STREET SUITE 2100** Phone no. **412-281-2025**

PITTSBURGH, PA 15219

Schedule A

Constructive Ownership of Partnership Interest. Check the boxes that apply to the filer. If you check box **b**, enter the name, address, and U.S. taxpayer identifying number (if any) of the person(s) whose interest you constructively own. See instructions.

a Owns a direct interest **b** Owns a constructive interest

Name	Address	Identifying number (if any)	Check if foreign person	Check if direct partner

Schedule A-1

Certain Partners of Foreign Partnership (see instructions)

Name	Address	Identifying number (if any)	Check if foreign person

Does the partnership have any other foreign person as a direct partner? Yes No

Schedule A-2

Affiliation Schedule. List all partnerships (foreign or domestic) in which the foreign partnership owns a direct interest or indirectly owns a 10% interest.

Name	Address	EIN (if any)	Total ordinary income or loss	Check if foreign partnership
IBIZA HOLDINGS LP				

Schedule B

Income Statement - Trade or Business Income

Caution. Include **only** trade or business income and expenses on lines 1a through 22 below. See the instructions for more information.

Income	1 a Gross receipts or sales	1a		
	b Less returns and allowances	1b		1c
	2 Cost of goods sold			2
	3 Gross profit. Subtract line 2 from line 1c			3
	4 Ordinary income (loss) from other partnerships, estates, and trusts (attach statement)			4
	5 Net farm profit (loss) (attach Schedule F (Form 1040))			5
	6 Net gain (loss) from Form 4797, Part II, line 17 (attach Form 4797)			6
7 Other income (loss) (attach statement)			7	
8 Total income (loss). Combine lines 3 through 7			8	
Deductions (see instructions for limitations)	9 Salaries and wages (other than to partners) (less employment credits)			9
	10 Guaranteed payments to partners			10
	11 Repairs and maintenance			11
	12 Bad debts			12
	13 Rent			13
	14 Taxes and licenses			14
	15 Interest			15
	16 a Depreciation (if required, attach Form 4562)	16a		
	b Less depreciation reported elsewhere on return	16b		16c
	17 Depletion (Do not deduct oil and gas depletion.)			17
	18 Retirement plans, etc.			18
	19 Employee benefit programs			19
	20 Other deductions (attach statement)			20
	21 Total deductions. Add the amounts shown in the far right column for lines 9 through 20			21
	22 Ordinary business income (loss) from trade or business activities. Subtract line 21 from line 8			22

**SCHEDULE O
(Form 8865)**

**Transfer of Property to a Foreign Partnership
(under section 6038B)**

OMB No. 1545-1668

2012

Department of the Treasury
Internal Revenue Service

▶ Attach to Form 8865. See Instructions for Form 8865.

Name of transferor THE HEINZ ENDOWMENTS		Filer's identifying number 25-1721100
Name of foreign partnership PERMIRA IV CONTINUING LP 1	EIN (if any) 98-0605568	Reference ID number (see instr)

Part I Transfers Reportable Under Section 6038B

Type of property	(a) Date of transfer	(b) Number of items transferred	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Section 704(c) allocation method	(f) Gain recognized on transfer	(g) Percentage interest in partnership after transfer
Cash	12/21/12		661,442.				0.24754
Stock, notes receivable and payable, and other securities							
Inventory							
Tangible property used in trade or business							
Intangible property							
Other property							

Supplemental Information Required To Be Reported (see instructions):

PARTNERS SHARE OF PROFIT, LOSS, AND CAPITAL (ENDING):

PROFIT: 0.247545%

LOSS: 0.247545%

CAPITAL: 0.247536%

Part II Dispositions Reportable Under Section 6038B

(a) Type of property	(b) Date of original transfer	(c) Date of disposition	(d) Manner of disposition	(e) Gain recognized by partnership	(f) Depreciation recapture recognized by partnership	(g) Gain allocated to partner	(h) Depreciation recapture allocated to partner

Part III Is any transfer reported on this schedule subject to gain recognition under section 904(f)(3) or section 904(f)(5)(F)? Yes No

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 8865.

Schedule O (Form 8865) 2012

Form **8865**

Return of U.S. Persons With Respect to Certain Foreign Partnerships

OMB No. 1545-1668

2012

Department of the Treasury
Internal Revenue Service

▶ **Information about Form 8865 and its separate instructions is at www.irs.gov/form8865.**

Information furnished for the foreign partnership's tax year

beginning **JAN 1**, 2012 and ending **DEC 31**, 2012

Attachment Sequence No. **118**

Name of person filing this return

Filer's identifying number

THE HEINZ ENDOWMENTS

25-1721100

Filer's address (if you are not filing this form with your tax return)

A Category of filer (see Categories of Filers in the instructions and check applicable box(es):

1 2 3 4

B Filer's tax year beginning **JAN 1**, 2012, and ending **DEC 31**, 2012

C Filer's share of liabilities: Nonrecourse \$

Qualified nonrecourse financing \$

Other \$

D If filer is a member of a consolidated group but not the parent, enter the following information about the parent:

Name

EIN

Address

E Information about certain other partners (see instructions)

(1) Name	(2) Address	(3) Identifying number	(4) Check applicable box(es)		
			Category 1	Category 2	Constructive owner

F1 Name and address of foreign partnership

**SCP III AIV ONE, LP
C/O MAPLES AND CALDER
POBOX 309, UGLAND HOUSE
GRAND CAYMAN, CAYMAN ISLANDS**

2(a) EIN (if any)

98-0621460

2(b) Reference ID number

3 Country under whose laws organized
CAYMAN ISLANDS

4 Date of organization

5 Principal place of business

6 Principal business activity code number

7 Principal business activity

8a Functional currency

8b Exchange rate (see instr.)

04/02/2009

CAYMAN ISLANDS

523900

INVESTMENTS

US DOLLARS

G Provide the following information for the foreign partnership's tax year:

1 Name, address, and identifying number of agent (if any) in the United States
**SC PARTNERS III, LP, 26-0139370
650 S. EXETER ST, STE 1000, 10TH FL
BALTIMORE, MD 21202**

2 Check if the foreign partnership must file:

Form 1042 Form 8804 Form 1065 or 1065-B

Service Center where Form 1065 or 1065-B is filed:

OGDEN, UT

3 Name and address of foreign partnership's agent in country of organization, if any
**MAPLES AND CALDER
PO BOX 309, UGLAND HOUSE
GRAND CAYMAN, KY1-1104 CAYMAN ISLAND**

4 Name and address of person(s) with custody of the books and records of the foreign partnership, and the location of such books and records, if different

**MAPLES AND CALDER
PO BOX 309, UGLAND HOUSE
GRAND CAYMAN, KY1-1104 CAYMAN ISLAND**

5 Were any special allocations made by the foreign partnership? Yes No

6 Enter the number of Forms 8858, Information Return of U.S. Persons With Respect To Foreign Disregarded Entities, attached to this return (see instructions)

7 How is this partnership classified under the law of the country in which it is organized? Sole proprietorship Partnership **LIMITED PTNRSH**

8 Did the partnership own any separate units within the meaning of Regulations section 1.1503-2(c)(3), (4), or 1.1503(d)-1(b)(4)? Yes No

9 Does this partnership meet both of the following requirements?

- The partnership's total receipts for the tax year were less than \$250,000 and
- The value of the partnership's total assets at the end of the tax year was less than \$1 million.

If "Yes," do not complete Schedules L, M-1, and M-2. Yes No

Sign Here Only If You Are Filing This Form Separately and Not With Your Tax Return.

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than general partner or limited liability company member) is based on all information of which preparer has any knowledge.

Signature of general partner or limited liability company member

Date

Print/Type preparer's name

Preparer's signature

Date

Check if self-employed

PTIN

Paid Preparer Use Only

MICHAEL M. COMSTOCK

P00474378

Firm's name **SISTERSON & CO. LLP**

Firm's EIN **25-1467156**

Firm's address **310 GRANT STREET SUITE 2100**

Phone no.

PITTSBURGH, PA 15219

412-281-2025

210651 12-07-12

LHA For Privacy Act and Paperwork Reduction Act Notice, see the separate instructions.

Form 8865 (2012)

Schedule A

Constructive Ownership of Partnership Interest. Check the boxes that apply to the filer. If you check box b, enter the name, address, and U.S. taxpayer identifying number (if any) of the person(s) whose interest you constructively own. See instructions.

a [X] Owns a direct interest b [] Owns a constructive interest

Table with 5 columns: Name, Address, Identifying number (if any), Check if foreign person, Check if direct partner.

Schedule A-1

Certain Partners of Foreign Partnership (see instructions)

Table with 4 columns: Name, Address, Identifying number (if any), Check if foreign person.

Does the partnership have any other foreign person as a direct partner? [] Yes [] No

Schedule A-2

Affiliation Schedule. List all partnerships (foreign or domestic) in which the foreign partnership owns a direct interest or indirectly owns a 10% interest.

Table with 5 columns: Name, Address, EIN (if any), Total ordinary income or loss, Check if foreign partnership.

Schedule B

Income Statement - Trade or Business Income

Caution. Include only trade or business income and expenses on lines 1a through 22 below. See the instructions for more information.

Main income statement table with 22 rows and 4 columns (1a, 1b, 1c, 2-22). Rows include Gross receipts, Cost of goods sold, Total income, Salaries and wages, Deductions, and Ordinary business income.

**SCHEDULE O
(Form 8865)**

Department of the Treasury
Internal Revenue Service

**Transfer of Property to a Foreign Partnership
(under section 6038B)**

OMB No. 1545-1668

2012

▶ Attach to Form 8865. See Instructions for Form 8865.

Name of transferor THE HEINZ ENDOWMENTS	Filer's identifying number 25-1721100
Name of foreign partnership SCP III AIV ONE, LP C/O MAPLES AND CALDER	EIN (if any) 98-0621460
Reference ID number (see instr)	

Part I Transfers Reportable Under Section 6038B

Type of property	(a) Date of transfer	(b) Number of items transferred	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Section 704(c) allocation method	(f) Gain recognized on transfer	(g) Percentage interest in partnership after transfer
Cash			676,365.				0.558103
Stock, notes receivable and payable, and other securities							
Inventory							
Tangible property used in trade or business							
Intangible property							
Other property							

Supplemental Information Required To Be Reported (see instructions):

Part II Dispositions Reportable Under Section 6038B

(a) Type of property	(b) Date of original transfer	(c) Date of disposition	(d) Manner of disposition	(e) Gain recognized by partnership	(f) Depreciation recapture recognized by partnership	(g) Gain allocated to partner	(h) Depreciation recapture allocated to partner

Part III Is any transfer reported on this schedule subject to gain recognition under section 904(f)(3) or section 904(f)(5)(F)? Yes No

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 8865.

Schedule O (Form 8865) 2012

Return of U.S. Persons With Respect to Certain Foreign Partnerships

2012

Department of the Treasury
Internal Revenue Service

▶ **Attach to your tax return.**
▶ **Information about Form 8865 and its separate instructions is at www.irs.gov/form8865.**

Information furnished for the foreign partnership's tax year beginning **JAN 1**, 2012 and ending **DEC 31**, 2012

Attachment Sequence No. **118**

Name of person filing this return **THE HEINZ ENDOWMENTS** Filer's identifying number **25-1721100**

Filer's address (if you are not filing this form with your tax return) **A** Category of filer (see Categories of Filers in the instructions and check applicable box(es):
1 2 3 4
B Filer's tax year beginning **JAN 1**, 2012, and ending **DEC 31**, 2012

C Filer's share of liabilities: Nonrecourse \$ _____ Qualified nonrecourse financing \$ _____ Other \$ _____

D If filer is a member of a consolidated group but not the parent, enter the following information about the parent:
Name _____ EIN _____
Address _____

E Information about certain other partners (see instructions)

(1) Name	(2) Address	(3) Identifying number	(4) Check applicable box(es)		
			Category 1	Category 2	Constructive owner

F1 Name and address of foreign partnership **SUMMIT PARTNERS EUROPE PRIVATE EQUITY FUND, LP**
222 BERKELEY STREET, 18TH FLOOR
BOSTON, MA 02116-3767
2(a) EIN (if any) **98-0565042**
2(b) Reference ID number _____
3 Country under whose laws organized **CAYMAN ISLANDS**

4 Date of organization **01/07/2008** **5** Principal place of business **CAYMAN ISLANDS** **6** Principal business activity code number **523900** **7** Principal business activity **INVESTMENTS** **8a** Functional currency **EUROS** **8b** Exchange rate (see instr.) **.756441**

G Provide the following information for the foreign partnership's tax year:
1 Name, address, and identifying number of agent (if any) in the United States _____
2 Check if the foreign partnership must file:
 Form 1042 Form 8804 Form 1065 or 1065-B
Service Center where Form 1065 or 1065-B is filed: _____

3 Name and address of foreign partnership's agent in country of organization, if any **MAPLES CORPORATE SERVICES LIMITED**
PO BOX 309, UGLAND HOUSE
GRAND CAYMAN, KY1-1104 CAYMAN ISLAND **4** Name and address of person(s) with custody of the books and records of the foreign partnership, and the location of such books and records, if different **SUMMIT PARTNERS**
222 BERKELEY STREET, 18TH FLO
BOSTON, MA 02116-3767

5 Were any special allocations made by the foreign partnership? Yes No
6 Enter the number of Forms 8858, Information Return of U.S. Persons With Respect To Foreign Disregarded Entities, attached to this return (see instructions) **1**
7 How is this partnership classified under the law of the country in which it is organized? **EXEMPT LTD PTNRSH**
8 Did the partnership own any separate units within the meaning of Regulations section 1.1503-2(c)(3), (4), or 1.1503(d)-1(b)(4)? Yes No
9 Does this partnership meet both of the following requirements?
• The partnership's total receipts for the tax year were less than \$250,000 and
• The value of the partnership's total assets at the end of the tax year was less than \$1 million. Yes No
If "Yes," do not complete Schedules L, M-1, and M-2.

Sign Here Only If You Are Filing This Form Separately and Not With Your Tax Return.
Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than general partner or limited liability company member) is based on all information of which preparer has any knowledge.
Signature of general partner or limited liability company member _____ Date _____

Paid Preparer Use Only
Print/Type preparer's name **MICHAEL M. COMSTOCK** Preparer's signature _____ Date _____
Check if self-employed PTIN **P00474378**
Firm's name **SISTERSON & CO. LLP** Firm's EIN **25-1467156**
Firm's address **310 GRANT STREET SUITE 2100** Phone no. **412-281-2025**
PITTSBURGH, PA 15219

Schedule A

Constructive Ownership of Partnership Interest. Check the boxes that apply to the filer. If you check box **b**, enter the name, address, and U.S. taxpayer identifying number (if any) of the person(s) whose interest you constructively own. See instructions.

a Owns a direct interest

b Owns a constructive interest

Name	Address	Identifying number (if any)	Check if foreign person	Check if direct partner

Schedule A-1

Certain Partners of Foreign Partnership (see instructions)

Name	Address	Identifying number (if any)	Check if foreign person

Does the partnership have any other foreign person as a direct partner? Yes No

Schedule A-2

Affiliation Schedule. List all partnerships (foreign or domestic) in which the foreign partnership owns a direct interest or indirectly owns a 10% interest.

Name	Address	EIN (if any)	Total ordinary income or loss	Check if foreign partnership

Schedule B

Income Statement - Trade or Business Income

Caution. Include **only** trade or business income and expenses on lines 1a through 22 below. See the instructions for more information.

Income	1 a Gross receipts or sales	1a		
	b Less returns and allowances	1b		
	2 Cost of goods sold		1c	2
	3 Gross profit. Subtract line 2 from line 1c			3
	4 Ordinary income (loss) from other partnerships, estates, and trusts (attach statement)			4
	5 Net farm profit (loss) (attach Schedule F (Form 1040))			5
	6 Net gain (loss) from Form 4797, Part II, line 17 (attach Form 4797)			6
	7 Other income (loss) (attach statement)			7
8 Total income (loss). Combine lines 3 through 7			8	
Deductions (see instructions for limitations)	9 Salaries and wages (other than to partners) (less employment credits)			9
	10 Guaranteed payments to partners			10
	11 Repairs and maintenance			11
	12 Bad debts			12
	13 Rent			13
	14 Taxes and licenses			14
	15 Interest			15
	16 a Depreciation (if required, attach Form 4562)	16a		
	b Less depreciation reported elsewhere on return	16b		
	17 Depletion (Do not deduct oil and gas depletion.)		16c	17
	18 Retirement plans, etc.			18
	19 Employee benefit programs			19
	20 Other deductions (attach statement)			20
	21 Total deductions. Add the amounts shown in the far right column for lines 9 through 20			21
22 Ordinary business income (loss) from trade or business activities. Subtract line 21 from line 8			22	

**SCHEDULE O
(Form 8865)**

Department of the Treasury
Internal Revenue Service

**Transfer of Property to a Foreign Partnership
(under section 6038B)**

OMB No. 1545-1668

2012

▶ Attach to Form 8865. See Instructions for Form 8865.

Name of transferor THE HEINZ ENDOWMENTS	Filer's identifying number 25-1721100
Name of foreign partnership SUMMIT PARTNERS EUROPE PRIVATE EQ FUND, LP	EIN (if any) 98-0565042
Reference ID number (see instr)	

Part I Transfers Reportable Under Section 6038B

Type of property	(a) Date of transfer	(b) Number of items transferred	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Section 704(c) allocation method	(f) Gain recognized on transfer	(g) Percentage interest in partnership after transfer
Cash	06/30/12		515,502.				0.1780
Stock, notes receivable and payable, and other securities							
Inventory							
Tangible property used in trade or business							
Intangible property							
Other property							

Supplemental Information Required To Be Reported (see instructions):

PARTNERS SHARE OF PROFIT, LOSS, AND CAPITAL (ENDING):
PROFIT: 0.0844%
LOSS: 0.0844%
CAPITAL: 0.1780%

Part II Dispositions Reportable Under Section 6038B

(a) Type of property	(b) Date of original transfer	(c) Date of disposition	(d) Manner of disposition	(e) Gain recognized by partnership	(f) Depreciation recapture recognized by partnership	(g) Gain allocated to partner	(h) Depreciation recapture allocated to partner

Part III Is any transfer reported on this schedule subject to gain recognition under section 904(f)(3) or section 904(f)(5)(F)? Yes No

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 8865.

Schedule O (Form 8865) 2012

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0026

Attachment
 Sequence No. **128**

▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor
THE HEINZ ENDOWMENTS

Identifying number (see instructions)
25-1721100

- 1 If the transferor was a corporation, complete questions 1a through 1d.
- a If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b Did the transferor remain in existence after the transfer? Yes No
- If not, list the controlling shareholder(s) and their identifying number(s):

Controlling shareholder	Identifying number

- c If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? Yes No
- If not, list the name and employer identification number (EIN) of the parent corporation:

Name of parent corporation	EIN of parent corporation

- d Have basis adjustments under section 367(a)(5) been made? Yes No

- 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

- a List the name and EIN of the transferor's partnership:

Name of partnership	EIN of partnership
ADVENT INTERNATIONAL GPE VII-E LP	80-0830909

- b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Yes No
- c Is the partner disposing of its **entire** interest in the partnership? Yes No
- d Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? Yes No

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation)
BEAUTY HOLDING ZERO GMBH

4 Identifying number, if any

5 Address (including country)
**BEIM STROHHAUSE 27
 HAMBURG, 20097 GERMANY**

6 Country code of country of incorporation or organization
GERMANY

7 Foreign law characterization (see instructions)
CORPORATION

- 8 Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	12/14/2012		100,440.		
Stock and securities					
Installment obligations, account receivables or similar property					
Foreign currency or other property denominated in foreign currency					
Inventory					
Assets subject to depreciation recapture (see Temp. Regs. sec. 1.367(a)-4T(b))					
Tangible property used in trade or business not listed under another category					
Intangible property					
Property to be leased (as described in final and temp. Regs. sec. 1.367(a)-4(c))					
Property to be sold (as described in Temp. Regs. sec. 1.367(a)-4T(d))					
Transfers of oil and gas working interests (as described in Temp. Regs. sec. 1.367(a)-4T(e))					
Other property					

Supplemental Information Required To Be Reported (see instructions):

Part IV Additional Information Regarding Transfer of Property (see instructions)

9 Enter the transferor's interest in the foreign transferee corporation before and after the transfer:

(a) Before .0000 % (b) After .0130 %

10 Type of nonrecognition transaction (see instructions) SECTION 351

11 Indicate whether any transfer reported in Part III is subject to any of the following:

- a Gain recognition under section 904(f)(3)
b Gain recognition under section 904(f)(5)(F)
c Recapture under section 1503(d)
d Exchange gain under section 987

12 Did this transfer result from a change in the classification of the transferee to that of a foreign corporation?

13 Indicate whether the transferor was required to recognize income under final and temporary Regulations sections 1.367(a)-4 through 1.367(a)-6 for any of the following:

- a Tainted property
b Depreciation recapture
c Branch loss recapture
d Any other income recognition provision contained in the above-referenced regulations

14 Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)?

15 a Did the transferor transfer foreign goodwill or going concern value as defined in Temporary Regulations section 1.367(a)-1T(d)(5)(iii)?

b If the answer to line 15a is "Yes," enter the amount of foreign goodwill or going concern value transferred \$

16 Was cash the only property transferred?

17 a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction?

b If "Yes," describe the nature of the rights to the intangible property that was transferred as a result of the transaction:

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0026

Attachment
 Sequence No. **128**

▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor
THE HEINZ ENDOWMENTS

Identifying number (see instructions)
25-1721100

- 1 If the transferor was a corporation, complete questions 1a through 1d.
- a If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b Did the transferor remain in existence after the transfer? Yes No
- If not, list the controlling shareholder(s) and their identifying number(s):

Controlling shareholder	Identifying number

- c If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? Yes No
- If not, list the name and employer identification number (EIN) of the parent corporation:

Name of parent corporation	EIN of parent corporation

- d Have basis adjustments under section 367(a)(5) been made? Yes No

- 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

- a List the name and EIN of the transferor's partnership:

Name of partnership	EIN of partnership
ADVENT INTERNATIONAL GPE VII-E LP	80-0830909

- b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Yes No
- c Is the partner disposing of its **entire** interest in the partnership? Yes No
- d Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? Yes No

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation)
AI KEYEMDE APS

4 Identifying number, if any

5 Address (including country)
**AMERIKA PLADS 37
 COPENHAGEN, 2100 DENMARK**

6 Country code of country of incorporation or organization
DENMARK

7 Foreign law characterization (see instructions)
CORPORATION

- 8 Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash			121,894.		
Stock and securities					
Installment obligations, account receivables or similar property					
Foreign currency or other property denominated in foreign currency					
Inventory					
Assets subject to depreciation recapture (see Temp. Regs. sec. 1.367(a)-4T(b))					
Tangible property used in trade or business not listed under another category					
Intangible property					
Property to be leased (as described in final and temp. Regs. sec. 1.367(a)-4(c))					
Property to be sold (as described in Temp. Regs. sec. 1.367(a)-4T(d))					
Transfers of oil and gas working interests (as described in Temp. Regs. sec. 1.367(a)-4T(e))					
Other property					

Supplemental Information Required To Be Reported (see instructions):

Part IV Additional Information Regarding Transfer of Property (see instructions)

9 Enter the transferor's interest in the foreign transferee corporation before and after the transfer:

(a) Before .0000 % (b) After .0280 %

10 Type of nonrecognition transaction (see instructions) SECTION 351

11 Indicate whether any transfer reported in Part III is subject to any of the following:

- a Gain recognition under section 904(f)(3)
b Gain recognition under section 904(f)(5)(F)
c Recapture under section 1503(d)
d Exchange gain under section 987

12 Did this transfer result from a change in the classification of the transferee to that of a foreign corporation?

13 Indicate whether the transferor was required to recognize income under final and temporary Regulations sections 1.367(a)-4 through 1.367(a)-6 for any of the following:

- a Tainted property
b Depreciation recapture
c Branch loss recapture
d Any other income recognition provision contained in the above-referenced regulations

14 Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)?

15 a Did the transferor transfer foreign goodwill or going concern value as defined in Temporary Regulations section 1.367(a)-1T(d)(5)(iii)?

b If the answer to line 15a is "Yes," enter the amount of foreign goodwill or going concern value transferred \$

16 Was cash the only property transferred?

17 a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction?

b If "Yes," describe the nature of the rights to the intangible property that was transferred as a result of the transaction:

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0026

Attachment
 Sequence No. **128**

▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor
THE HEINZ ENDOWMENTS

Identifying number (see instructions)
25-1721100

- 1** If the transferor was a corporation, complete questions 1a through 1d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b** Did the transferor remain in existence after the transfer? Yes No
- If not, list the controlling shareholder(s) and their identifying number(s):

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? Yes No
- If not, list the name and employer identification number (EIN) of the parent corporation:

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(5) been made? Yes No

- 2** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

- a** List the name and EIN of the transferor's partnership:

Name of partnership	EIN of partnership
BAIN CAPITAL EUROPE FUND III, LP	98-0567447

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Yes No
- c** Is the partner disposing of its entire interest in the partnership? Yes No
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? Yes No

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation)
BC LUXO MIDCO SARL

4 Identifying number, if any
98-1085652

5 Address (including country)
**9A, RUE GABRIEL LIPPMANN
 MUNSBACH, L-5365 LUXEMBOURG**

6 Country code of country of incorporation or organization
LUXEMBOURG

7 Foreign law characterization (see instructions)
CORPORATION

- 8** Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	12/04/2012		477,767.		
Stock and securities					
Installment obligations, account receivables or similar property					
Foreign currency or other property denominated in foreign currency					
Inventory					
Assets subject to depreciation recapture (see Temp. Regs. sec. 1.367(a)-4T(b))					
Tangible property used in trade or business not listed under another category					
Intangible property					
Property to be leased (as described in final and temp. Regs. sec. 1.367(a)-4(c))					
Property to be sold (as described in Temp. Regs. sec. 1.367(a)-4T(d))					
Transfers of oil and gas working interests (as described in Temp. Regs. sec. 1.367(a)-4T(e))					
Other property					

Supplemental Information Required To Be Reported (see instructions):

Part IV Additional Information Regarding Transfer of Property (see instructions)

9 Enter the transferor's interest in the foreign transferee corporation before and after the transfer:

(a) Before .0000 % (b) After .0920 %

10 Type of nonrecognition transaction (see instructions) SECTION 351

11 Indicate whether any transfer reported in Part III is subject to any of the following:

- a Gain recognition under section 904(f)(3)
b Gain recognition under section 904(f)(5)(F)
c Recapture under section 1503(d)
d Exchange gain under section 987

12 Did this transfer result from a change in the classification of the transferee to that of a foreign corporation?

13 Indicate whether the transferor was required to recognize income under final and temporary Regulations sections 1.367(a)-4 through 1.367(a)-6 for any of the following:

- a Tainted property
b Depreciation recapture
c Branch loss recapture
d Any other income recognition provision contained in the above-referenced regulations

14 Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)?

15a Did the transferor transfer foreign goodwill or going concern value as defined in Temporary Regulations section 1.367(a)-1T(d)(5)(iii)?

b If the answer to line 15a is "Yes," enter the amount of foreign goodwill or going concern value transferred \$

16 Was cash the only property transferred?

17a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction?

b If "Yes," describe the nature of the rights to the intangible property that was transferred as a result of the transaction:

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0026

Attachment
 Sequence No. **128**

▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor
THE HEINZ ENDOWMENTS

Identifying number (see instructions)
25-1721100

- 1** If the transferor was a corporation, complete questions 1a through 1d.
- a** If the transferor was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b** Did the transferor remain in existence after the transfer? Yes No
- If not, list the controlling shareholder(s) and their identifying number(s):

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? Yes No
- If not, list the name and employer identification number (EIN) of the parent corporation:

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(5) been made? Yes No

- 2** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

- a** List the name and EIN of the transferor's partnership:

Name of partnership	EIN of partnership
BAIN CAPITAL EUROPE FUND III, LP	98-0567447

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Yes No
- c** Is the partner disposing of its **entire** interest in the partnership? Yes No
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? Yes No

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation)
BRAVISSIMA AB

4 Identifying number, if any

5 Address (including country)
**PO BOX 270, 851 04 SUNDSVALL, STOCKHOLM 1AN
 STOCKHOLM KOMMUN, SWEDEN**

6 Country code of country of incorporation or organization
SWEDEN

7 Foreign law characterization (see instructions)
CORPORATION

- 8** Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	07/31/2012		802,304.		
Stock and securities					
Installment obligations, account receivables or similar property					
Foreign currency or other property denominated in foreign currency					
Inventory					
Assets subject to depreciation recapture (see Temp. Regs. sec. 1.367(a)-4T(b))					
Tangible property used in trade or business not listed under another category					
Intangible property					
Property to be leased (as described in final and temp. Regs. sec. 1.367(a)-4(c))					
Property to be sold (as described in Temp. Regs. sec. 1.367(a)-4T(d))					
Transfers of oil and gas working interests (as described in Temp. Regs. sec. 1.367(a)-4T(e))					
Other property					

Supplemental Information Required To Be Reported (see instructions):

Part IV Additional Information Regarding Transfer of Property (see instructions)

9 Enter the transferor's interest in the foreign transferee corporation before and after the transfer:

(a) Before .0000 % (b) After .1430 %

10 Type of nonrecognition transaction (see instructions) SECTION 351

11 Indicate whether any transfer reported in Part III is subject to any of the following:

- a Gain recognition under section 904(f)(3)
b Gain recognition under section 904(f)(5)(F)
c Recapture under section 1503(d)
d Exchange gain under section 987

12 Did this transfer result from a change in the classification of the transferee to that of a foreign corporation?

13 Indicate whether the transferor was required to recognize income under final and temporary Regulations sections 1.367(a)-4 through 1.367(a)-6 for any of the following:

- a Tainted property
b Depreciation recapture
c Branch loss recapture
d Any other income recognition provision contained in the above-referenced regulations

14 Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)?

15 a Did the transferor transfer foreign goodwill or going concern value as defined in Temporary Regulations section 1.367(a)-1T(d)(5)(iii)?

b If the answer to line 15a is "Yes," enter the amount of foreign goodwill or going concern value transferred \$

16 Was cash the only property transferred?

17 a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction?

b If "Yes," describe the nature of the rights to the intangible property that was transferred as a result of the transaction:

Horizontal lines for describing the nature of the rights to the intangible property.

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0026

Attachment
 Sequence No. **128**

▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor
THE HEINZ ENDOWMENTS

Identifying number (see instructions)
25-1721100

- 1 If the transferor was a corporation, complete questions 1a through 1d.
- a If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b Did the transferor remain in existence after the transfer? Yes No
- If not, list the controlling shareholder(s) and their identifying number(s):

Controlling shareholder	Identifying number

- c If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? Yes No
- If not, list the name and employer identification number (EIN) of the parent corporation:

Name of parent corporation	EIN of parent corporation

- d Have basis adjustments under section 367(a)(5) been made? Yes No

- 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

- a List the name and EIN of the transferor's partnership:

Name of partnership	EIN of partnership
BAIN CAPITAL EUROPE FUND III, LP	98-0567447

- b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Yes No
- c Is the partner disposing of its **entire** interest in the partnership? Yes No
- d Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? Yes No

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation)
BAIN CAPITAL EVEREST LUXCO 2 SARL

4 Identifying number, if any

5 Address (including country)
**9A PARC D'ACTIVITE SYRDALL
 MUNSBACH, L-5365 LUXEMBOURG**

6 Country code of country of incorporation or organization
LUXEMBOURG

7 Foreign law characterization (see instructions)
CORPORATION

- 8 Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	08/08/2012		100,204.		
Stock and securities					
Installment obligations, account receivables or similar property					
Foreign currency or other property denominated in foreign currency					
Inventory					
Assets subject to depreciation recapture (see Temp. Regs. sec. 1.367(a)-4T(b))					
Tangible property used in trade or business not listed under another category					
Intangible property					
Property to be leased (as described in final and temp. Regs. sec. 1.367(a)-4(c))					
Property to be sold (as described in Temp. Regs. sec. 1.367(a)-4T(d))					
Transfers of oil and gas working interests (as described in Temp. Regs. sec. 1.367(a)-4T(e))					
Other property					

Supplemental Information Required To Be Reported (see instructions):

Part IV Additional Information Regarding Transfer of Property (see instructions)

9 Enter the transferor's interest in the foreign transferee corporation before and after the transfer:

(a) Before .0890 % (b) After .1000 %

10 Type of nonrecognition transaction (see instructions) SECTION 351

11 Indicate whether any transfer reported in Part III is subject to any of the following:

- a Gain recognition under section 904(f)(3)
b Gain recognition under section 904(f)(5)(F)
c Recapture under section 1503(d)
d Exchange gain under section 987

12 Did this transfer result from a change in the classification of the transferee to that of a foreign corporation?

13 Indicate whether the transferor was required to recognize income under final and temporary Regulations sections 1.367(a)-4 through 1.367(a)-6 for any of the following:

- a Tainted property
b Depreciation recapture
c Branch loss recapture
d Any other income recognition provision contained in the above-referenced regulations

14 Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)?

15 a Did the transferor transfer foreign goodwill or going concern value as defined in Temporary Regulations section 1.367(a)-1T(d)(5)(iii)?

b If the answer to line 15a is "Yes," enter the amount of foreign goodwill or going concern value transferred \$

16 Was cash the only property transferred?

17 a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction?

b If "Yes," describe the nature of the rights to the intangible property that was transferred as a result of the transaction:

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0026

Attachment
 Sequence No. **128**

▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor
THE HEINZ ENDOWMENTS

Identifying number (see instructions)
25-1721100

- 1 If the transferor was a corporation, complete questions 1a through 1d.
- a If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b Did the transferor remain in existence after the transfer? Yes No
- If not, list the controlling shareholder(s) and their identifying number(s):

Controlling shareholder	Identifying number

- c If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? Yes No
- If not, list the name and employer identification number (EIN) of the parent corporation:

Name of parent corporation	EIN of parent corporation

- d Have basis adjustments under section 367(a)(5) been made? Yes No

- 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

- a List the name and EIN of the transferor's partnership:

Name of partnership	EIN of partnership
BAUPOST VALUE PARTNERS LP, IV	26-2208448

- b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Yes No
- c Is the partner disposing of its **entire** interest in the partnership? Yes No
- d Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? Yes No

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation)
BVP-IV CAYMAN A LIMITED

4 Identifying number, if any

5 Address (including country)
**PO BOX 309, UGLAND HOUSE, S CHURCH ST, GEORGE TOWN
 GRAND CAYMAN, KY1-1104 CAYMAN ISLANDS**

6 Country code of country of incorporation or organization
CAYMAN ISLANDS

7 Foreign law characterization (see instructions)
CORPORATION

- 8 Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash					
	12/20/2012	SECURITIES	3,001,892.	904,380.	2,097,512.
Stock and securities					
Installment obligations, account receivables or similar property					
Foreign currency or other property denominated in foreign currency					
Inventory					
Assets subject to depreciation recapture (see Temp. Regs. sec. 1.367(a)-4T(b))					
Tangible property used in trade or business not listed under another category					
Intangible property					
Property to be leased (as described in final and temp. Regs. sec. 1.367(a)-4(c))					
Property to be sold (as described in Temp. Regs. sec. 1.367(a)-4T(d))					
Transfers of oil and gas working interests (as described in Temp. Regs. sec. 1.367(a)-4T(e))					
Other property					

Supplemental Information Required To Be Reported (see instructions):

Part IV Additional Information Regarding Transfer of Property (see instructions)

9 Enter the transferor's interest in the foreign transferee corporation before and after the transfer:

(a) Before .0000 % (b) After .3780 %

10 Type of nonrecognition transaction (see instructions) SECTION 351

11 Indicate whether any transfer reported in Part III is subject to any of the following:

- a Gain recognition under section 904(f)(3)
b Gain recognition under section 904(f)(5)(F)
c Recapture under section 1503(d)
d Exchange gain under section 987

12 Did this transfer result from a change in the classification of the transferee to that of a foreign corporation?

13 Indicate whether the transferor was required to recognize income under final and temporary Regulations sections 1.367(a)-4 through 1.367(a)-6 for any of the following:

- a Tainted property
b Depreciation recapture
c Branch loss recapture
d Any other income recognition provision contained in the above-referenced regulations

14 Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)?

15 a Did the transferor transfer foreign goodwill or going concern value as defined in Temporary Regulations section 1.367(a)-1T(d)(5)(iii)?

b If the answer to line 15a is "Yes," enter the amount of foreign goodwill or going concern value transferred \$

16 Was cash the only property transferred?

17 a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction?

b If "Yes," describe the nature of the rights to the intangible property that was transferred as a result of the transaction:

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0026

Attachment
 Sequence No. **128**

▶ **Attach to your income tax return for the year of the transfer or distribution.**

Part I U.S. Transferor Information (see instructions)

Name of transferor
THE HEINZ ENDOWMENT'S

Identifying number (see instructions)
25-1721100

- 1 If the transferor was a corporation, complete questions 1a through 1d.
- a If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b Did the transferor remain in existence after the transfer? Yes No
- If not, list the controlling shareholder(s) and their identifying number(s):

Controlling shareholder	Identifying number

- c If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? Yes No
- If not, list the name and employer identification number (EIN) of the parent corporation:

Name of parent corporation	EIN of parent corporation

- d Have basis adjustments under section 367(a)(5) been made? Yes No

- 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

- a List the name and EIN of the transferor's partnership:

Name of partnership	EIN of partnership
CA RESOURCES FUND LP (US TAX EXEMPT) - SERIES BAIN X	61-1539701

- b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Yes No
- c Is the partner disposing of its **entire** interest in the partnership? Yes No
- d Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? Yes No

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation)
BC LUXO MIDCO SARL

4 Identifying number, if any
98-1085652

5 Address (including country)
**9A, RUE GABRIEL LIPPMANN
 MUNSBACH, L-5365 LUXEMBOURG**

6 Country code of country of incorporation or organization
LUXEMBOURG

7 Foreign law characterization (see instructions)
CORPORATION

- 8 Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	12/04/2012		19,480.		
Stock and securities					
Installment obligations, account receivables or similar property					
Foreign currency or other property denominated in foreign currency					
Inventory					
Assets subject to depreciation recapture (see Temp. Regs. sec. 1.367(a)-4T(b))					
Tangible property used in trade or business not listed under another category					
Intangible property					
Property to be leased (as described in final and temp. Regs. sec. 1.367(a)-4(c))					
Property to be sold (as described in Temp. Regs. sec. 1.367(a)-4T(d))					
Transfers of oil and gas working interests (as described in Temp. Regs. sec. 1.367(a)-4T(e))					
Other property					

Supplemental Information Required To Be Reported (see instructions):

Part IV Additional Information Regarding Transfer of Property (see instructions)

9 Enter the transferor's interest in the foreign transferee corporation before and after the transfer:

(a) Before _____ % (b) After _____ %

10 Type of nonrecognition transaction (see instructions) SECTION 351

11 Indicate whether any transfer reported in Part III is subject to any of the following:

- a Gain recognition under section 904(f)(3)
b Gain recognition under section 904(f)(5)(F)
c Recapture under section 1503(d)
d Exchange gain under section 987

12 Did this transfer result from a change in the classification of the transferee to that of a foreign corporation?

13 Indicate whether the transferor was required to recognize income under final and temporary Regulations sections 1.367(a)-4 through 1.367(a)-6 for any of the following:

- a Tainted property
b Depreciation recapture
c Branch loss recapture
d Any other income recognition provision contained in the above-referenced regulations

14 Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)?

15 a Did the transferor transfer foreign goodwill or going concern value as defined in Temporary Regulations section 1.367(a)-1T(d)(5)(iii)?

b If the answer to line 15a is "Yes," enter the amount of foreign goodwill or going concern value transferred \$

16 Was cash the only property transferred?

17 a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction?

b If "Yes," describe the nature of the rights to the intangible property that was transferred as a result of the transaction:

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0026

Attachment
 Sequence No. **128**

▶ **Attach to your income tax return for the year of the transfer or distribution.**

Part I U.S. Transferor Information (see instructions)

Name of transferor THE HEINZ ENDOWMENTS	Identifying number (see instructions) 25-1721100
---	--

- 1 If the transferor was a corporation, complete questions 1a through 1d.
- a If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b Did the transferor remain in existence after the transfer? Yes No
- If not, list the controlling shareholder(s) and their identifying number(s):

Controlling shareholder	Identifying number

- c If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? Yes No
- If not, list the name and employer identification number (EIN) of the parent corporation:

Name of parent corporation	EIN of parent corporation

- d Have basis adjustments under section 367(a)(5) been made? Yes No

- 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

- a List the name and EIN of the transferor's partnership:

Name of partnership	EIN of partnership
CA RESOURCES FUND LP (US TAX EXEMPT) - SERIES BAIN X	61-1539701

- b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Yes No
- c Is the partner disposing of its **entire** interest in the partnership? Yes No
- d Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? Yes No

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) BRAVISSIMA AB	4 Identifying number, if any
--	------------------------------

5 Address (including country)
**PO BOX 270, 851 04 SUNDSVALL, STOCKHOLM 1AN
 STOCKHOLM KOMMUN, SWEDEN**

6 Country code of country of incorporation or organization
SWEDEN

7 Foreign law characterization (see instructions)
CORPORATION

- 8 Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	07/31/2012		13,552.		
Stock and securities					
Installment obligations, account receivables or similar property					
Foreign currency or other property denominated in foreign currency					
Inventory					
Assets subject to depreciation recapture (see Temp. Regs. sec. 1.367(a)-4T(b))					
Tangible property used in trade or business not listed under another category					
Intangible property					
Property to be leased (as described in final and temp. Regs. sec. 1.367(a)-4(c))					
Property to be sold (as described in Temp. Regs. sec. 1.367(a)-4T(d))					
Transfers of oil and gas working interests (as described in Temp. Regs. sec. 1.367(a)-4T(e))					
Other property					

Supplemental Information Required To Be Reported (see instructions):

Part IV Additional Information Regarding Transfer of Property (see instructions)

9 Enter the transferor's interest in the foreign transferee corporation before and after the transfer:

(a) Before _____ % (b) After _____ %

10 Type of nonrecognition transaction (see instructions) SECTION 351

11 Indicate whether any transfer reported in Part III is subject to any of the following:

- a Gain recognition under section 904(f)(3)
b Gain recognition under section 904(f)(5)(F)
c Recapture under section 1503(d)
d Exchange gain under section 987

12 Did this transfer result from a change in the classification of the transferee to that of a foreign corporation?

13 Indicate whether the transferor was required to recognize income under final and temporary Regulations sections 1.367(a)-4 through 1.367(a)-6 for any of the following:

- a Tainted property
b Depreciation recapture
c Branch loss recapture
d Any other income recognition provision contained in the above-referenced regulations

14 Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)?

15 a Did the transferor transfer foreign goodwill or going concern value as defined in Temporary Regulations section 1.367(a)-1T(d)(5)(iii)?

b If the answer to line 15a is "Yes," enter the amount of foreign goodwill or going concern value transferred \$

16 Was cash the only property transferred?

17 a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction?

b If "Yes," describe the nature of the rights to the intangible property that was transferred as a result of the transaction:

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0026

Attachment
 Sequence No. **128**

▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor
THE HEINZ ENDOWMENTS

Identifying number (see instructions)
25-1721100

1 If the transferor was a corporation, complete questions 1a through 1d.

- a If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b Did the transferor remain in existence after the transfer? Yes No
- If not, list the controlling shareholder(s) and their identifying number(s):

Controlling shareholder	Identifying number

- c If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? Yes No
- If not, list the name and employer identification number (EIN) of the parent corporation:

Name of parent corporation	EIN of parent corporation

- d Have basis adjustments under section 367(a)(5) been made? Yes No

2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

- a List the name and EIN of the transferor's partnership:

Name of partnership	EIN of partnership
CA RESOURCES FUND LP (US TAX EXEMPT) - SERIES BAIN X	61-1539701

- b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Yes No
- c Is the partner disposing of its entire interest in the partnership? Yes No
- d Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? Yes No

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation)
BAIN CAPITAL EVEREST LUXCO 2 SARL

4 Identifying number, if any

5 Address (including country)
**9A, PARC D'ACTIVITE, SYRDALL
 MUNSBACH, L-5365 LUXEMBOURG**

6 Country code of country of incorporation or organization
LUXEMBOURG

7 Foreign law characterization (see instructions)
CORPORATION

- 8 Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	08/08/2012		4,066.		
Stock and securities					
Installment obligations, account receivables or similar property					
Foreign currency or other property denominated in foreign currency					
Inventory					
Assets subject to depreciation recapture (see Temp. Regs. sec. 1.367(a)-4T(b))					
Tangible property used in trade or business not listed under another category					
Intangible property					
Property to be leased (as described in final and temp. Regs. sec. 1.367(a)-4(c))					
Property to be sold (as described in Temp. Regs. sec. 1.367(a)-4T(d))					
Transfers of oil and gas working interests (as described in Temp. Regs. sec. 1.367(a)-4T(e))					
Other property					

Supplemental Information Required To Be Reported (see instructions):

Part IV Additional Information Regarding Transfer of Property (see instructions)

9 Enter the transferor's interest in the foreign transferee corporation before and after the transfer:

(a) Before _____ % (b) After _____ %

10 Type of nonrecognition transaction (see instructions) ► SECTION 351 _____

11 Indicate whether any transfer reported in Part III is subject to any of the following:

- a Gain recognition under section 904(f)(3) Yes No
- b Gain recognition under section 904(f)(5)(F) Yes No
- c Recapture under section 1503(d) Yes No
- d Exchange gain under section 987 Yes No

12 Did this transfer result from a change in the classification of the transferee to that of a foreign corporation? Yes No

13 Indicate whether the transferor was required to recognize income under final and temporary Regulations sections 1.367(a)-4 through 1.367(a)-6 for any of the following:

- a Tainted property Yes No
- b Depreciation recapture Yes No
- c Branch loss recapture Yes No
- d Any other income recognition provision contained in the above-referenced regulations Yes No

14 Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)? Yes No

15 a Did the transferor transfer foreign goodwill or going concern value as defined in Temporary Regulations section 1.367(a)-1T(d)(5)(iii)? Yes No

b If the answer to line 15a is "Yes," enter the amount of foreign goodwill or going concern value transferred ► \$ _____

16 Was cash the only property transferred? Yes No

17 a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? Yes No

b If "Yes," describe the nature of the rights to the intangible property that was transferred as a result of the transaction:

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0026

Attachment
 Sequence No. **128**

▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor THE HEINZ ENDOWMENTS	Identifying number (see instructions) 25-1721100
---	--

- 1** If the transferor was a corporation, complete questions 1a through 1d.
- a** If the transferor was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b** Did the transferor remain in existence after the transfer? Yes No
- If not, list the controlling shareholder(s) and their identifying number(s):

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? Yes No
- If not, list the name and employer identification number (EIN) of the parent corporation:

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(5) been made? Yes No

- 2** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.
- a** List the name and EIN of the transferor's partnership:

Name of partnership	EIN of partnership

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Yes No
- c** Is the partner disposing of its **entire** interest in the partnership? Yes No
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? Yes No

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) CONVEXITY CAPITAL OFFSHORE	4 Identifying number, if any
---	------------------------------

5 Address (including country)
**INTERTRUST CORP SERVICES (CAYMAN), 190 ELGIN AVENUE, GEORGE TOWN
 GRAND CAYMAN, KY1-9005 CAYMAN ISLANDS**

6 Country code of country of incorporation or organization
CAYMAN ISLANDS

7 Foreign law characterization (see instructions)
PARTNERSHIP

- 8** Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	06/30/2012		10,000,000.		
Stock and securities					
Installment obligations, account receivables or similar property					
Foreign currency or other property denominated in foreign currency					
Inventory					
Assets subject to depreciation recapture (see Temp. Regs. sec. 1.367(a)-4T(b))					
Tangible property used in trade or business not listed under another category					
Intangible property					
Property to be leased (as described in final and temp. Regs. sec. 1.367(a)-4(c))					
Property to be sold (as described in Temp. Regs. sec. 1.367(a)-4T(d))					
Transfers of oil and gas working interests (as described in Temp. Regs. sec. 1.367(a)-4T(e))					
Other property					

Supplemental Information Required To Be Reported (see instructions):

Part IV Additional Information Regarding Transfer of Property (see instructions)

9 Enter the transferor's interest in the foreign transferee corporation before and after the transfer:

(a) Before .2200 % (b) After .2900 %

10 Type of nonrecognition transaction (see instructions) SECTION 351

11 Indicate whether any transfer reported in Part III is subject to any of the following:

- a Gain recognition under section 904(f)(3)
b Gain recognition under section 904(f)(5)(F)
c Recapture under section 1503(d)
d Exchange gain under section 987

12 Did this transfer result from a change in the classification of the transferee to that of a foreign corporation?

13 Indicate whether the transferor was required to recognize income under final and temporary Regulations sections 1.367(a)-4 through 1.367(a)-6 for any of the following:

- a Tainted property
b Depreciation recapture
c Branch loss recapture
d Any other income recognition provision contained in the above-referenced regulations

14 Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)?

15 a Did the transferor transfer foreign goodwill or going concern value as defined in Temporary Regulations section 1.367(a)-1T(d)(5)(iii)?

b If the answer to line 15a is "Yes," enter the amount of foreign goodwill or going concern value transferred \$

16 Was cash the only property transferred?

17 a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction?

b If "Yes," describe the nature of the rights to the intangible property that was transferred as a result of the transaction:

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0028

Attachment
 Sequence No. **128**

▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor THE HEINZ ENDOWMENTS	Identifying number (see instructions) 25-1721100
---	--

- 1** If the transferor was a corporation, complete questions 1a through 1d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b** Did the transferor remain in existence after the transfer? Yes No
- If not, list the controlling shareholder(s) and their identifying number(s):

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? Yes No
- If not, list the name and employer identification number (EIN) of the parent corporation:

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(5) been made? Yes No

- 2** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

- a** List the name and EIN of the transferor's partnership:

Name of partnership	EIN of partnership
DAVIDSON KEMPNER INSTITUTIONAL PARTNERS, LP	13-3597020

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Yes No
- c** Is the partner disposing of its **entire** interest in the partnership? Yes No
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? Yes No

Part II Transferee Foreign Corporation Information (see instructions)

Name of transferee (foreign corporation) BKM HOLDINGS (CAYMAN) LTD.	Identifying number, if any
---	----------------------------

5 Address (including country)
**190 ELGIN AVENUE, GEORGE TOWN
 GRAND CAYMAN, KY1-9005 CAYMAN ISLANDS**

6 Country code of country of incorporation or organization
CAYMAN ISLANDS

7 Foreign law characterization (see instructions)
CORPORATION

- 8** Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	12/20/2012		862,612.		
Stock and securities					
Installment obligations, account receivables or similar property					
Foreign currency or other property denominated in foreign currency					
Inventory					
Assets subject to depreciation recapture (see Temp. Regs. sec. 1.367(a)-4T(b))					
Tangible property used in trade or business not listed under another category					
Intangible property					
Property to be leased (as described in final and temp. Regs. sec. 1.367(a)-4(c))					
Property to be sold (as described in Temp. Regs. sec. 1.367(a)-4T(d))					
Transfers of oil and gas working interests (as described in Temp. Regs. sec. 1.367(a)-4T(e))					
Other property					

Supplemental Information Required To Be Reported (see instructions):

Part IV Additional Information Regarding Transfer of Property (see instructions)

9 Enter the transferor's interest in the foreign transferee corporation before and after the transfer:

(a) Before _____ % (b) After _____ %

10 Type of nonrecognition transaction (see instructions) SECTION 351

11 Indicate whether any transfer reported in Part III is subject to any of the following:

- a Gain recognition under section 904(f)(3)
b Gain recognition under section 904(f)(5)(F)
c Recapture under section 1503(d)
d Exchange gain under section 987

12 Did this transfer result from a change in the classification of the transferee to that of a foreign corporation?

13 Indicate whether the transferor was required to recognize income under final and temporary Regulations sections 1.367(a)-4 through 1.367(a)-6 for any of the following:

- a Tainted property
b Depreciation recapture
c Branch loss recapture
d Any other income recognition provision contained in the above-referenced regulations

14 Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)?

15 a Did the transferor transfer foreign goodwill or going concern value as defined in Temporary Regulations section 1.367(a)-1T(d)(5)(iii)?

b If the answer to line 15a is "Yes," enter the amount of foreign goodwill or going concern value transferred \$

16 Was cash the only property transferred?

17 a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction?

b If "Yes," describe the nature of the rights to the intangible property that was transferred as a result of the transaction:

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0026

Attachment
 Sequence No. **128**

▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor
THE HEINZ ENDOWMENTS

Identifying number (see instructions)
25-1721100

- 1 If the transferor was a corporation, complete questions 1a through 1d.
- a If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b Did the transferor remain in existence after the transfer? Yes No
- If not, list the controlling shareholder(s) and their identifying number(s):

Controlling shareholder	Identifying number

- c If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? Yes No
- If not, list the name and employer identification number (EIN) of the parent corporation:

Name of parent corporation	EIN of parent corporation

- d Have basis adjustments under section 367(a)(5) been made? Yes No

- 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

- a List the name and EIN of the transferor's partnership:

Name of partnership	EIN of partnership

- b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Yes No
- c Is the partner disposing of its entire interest in the partnership? Yes No
- d Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? Yes No

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation)
DISCOVERY GLOBAL OPPORTUNITY FUND, LTD.

4 Identifying number, if any

5 Address (including country)
**C/O CITIGROUP FUND SERVICES CANADA INC., 2920 MATHESON BLVD EAST
 MISSAUGUA, ONTARIO L4W 5J4 CANADA**

6 Country code of country of incorporation or organization
CANADA

7 Foreign law characterization (see instructions)
CORPORATION

- 8 Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash			20,000,000.		
Stock and securities					
Installment obligations, account receivables or similar property					
Foreign currency or other property denominated in foreign currency					
Inventory					
Assets subject to depreciation recapture (see Temp. Regs. sec. 1.367(a)-4T(b))					
Tangible property used in trade or business not listed under another category					
Intangible property					
Property to be leased (as described in final and temp. Regs. sec. 1.367(a)-4(c))					
Property to be sold (as described in Temp. Regs. sec. 1.367(a)-4T(d))					
Transfers of oil and gas working interests (as described in Temp. Regs. sec. 1.367(a)-4T(e))					
Other property					

Supplemental Information Required To Be Reported (see instructions):

Part IV Additional Information Regarding Transfer of Property (see instructions)

9 Enter the transferor's interest in the foreign transferee corporation before and after the transfer:

(a) Before _____ % (b) After _____ %

10 Type of nonrecognition transaction (see instructions) SECTION 351

11 Indicate whether any transfer reported in Part III is subject to any of the following:

- a Gain recognition under section 904(f)(3)
b Gain recognition under section 904(f)(5)(F)
c Recapture under section 1503(d)
d Exchange gain under section 987

12 Did this transfer result from a change in the classification of the transferee to that of a foreign corporation?

13 Indicate whether the transferor was required to recognize income under final and temporary Regulations sections 1.367(a)-4 through 1.367(a)-6 for any of the following:

- a Tainted property
b Depreciation recapture
c Branch loss recapture
d Any other income recognition provision contained in the above-referenced regulations

14 Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)?

15a Did the transferor transfer foreign goodwill or going concern value as defined in Temporary Regulations section 1.367(a)-1T(d)(5)(iii)?

b If the answer to line 15a is "Yes," enter the amount of foreign goodwill or going concern value transferred \$

16 Was cash the only property transferred?

17a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction?

b If "Yes," describe the nature of the rights to the intangible property that was transferred as a result of the transaction:

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0026

Attachment
 Sequence No. **128**

▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor
THE HEINZ ENDOWMENTS

Identifying number (see instructions)
25-1721100

- 1 If the transferor was a corporation, complete questions 1a through 1d.
- a If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b Did the transferor remain in existence after the transfer? Yes No
- If not, list the controlling shareholder(s) and their identifying number(s):

Controlling shareholder	Identifying number

- c If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? Yes No
- If not, list the name and employer identification number (EIN) of the parent corporation:

Name of parent corporation	EIN of parent corporation

- d Have basis adjustments under section 367(a)(5) been made? Yes No

- 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

- a List the name and EIN of the transferor's partnership:

Name of partnership	EIN of partnership

- b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Yes No
- c Is the partner disposing of its entire interest in the partnership? Yes No
- d Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? Yes No

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation)
DOVER STREET VII CAYMAN FUND, LP

4 Identifying number, if any
98-0552716

5 Address (including country)
**87 MARY STREET, WALKER HOUSE, GEORGE TOWN
 GRAND CAYMAN, CAYMAN ISLANDS**

6 Country code of country of incorporation or organization
CAYMAN ISLANDS

7 Foreign law characterization (see instructions)
CORPORATION

- 8 Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash			104,768.		
Stock and securities					
Installment obligations, account receivables or similar property					
Foreign currency or other property denominated in foreign currency					
Inventory					
Assets subject to depreciation recapture (see Temp. Regs. sec. 1.367(a)-4T(b))					
Tangible property used in trade or business not listed under another category					
Intangible property					
Property to be leased (as described in final and temp. Regs. sec. 1.367(a)-4(c))					
Property to be sold (as described in Temp. Regs. sec. 1.367(a)-4T(d))					
Transfers of oil and gas working interests (as described in Temp. Regs. sec. 1.367(a)-4T(e))					
Other property					

Supplemental Information Required To Be Reported (see instructions):

Part IV Additional Information Regarding Transfer of Property (see instructions)

9 Enter the transferor's interest in the foreign transferee corporation before and after the transfer:

(a) Before .2700 % (b) After .2700 %

10 Type of nonrecognition transaction (see instructions) SECTION 351

11 Indicate whether any transfer reported in Part III is subject to any of the following:

- a Gain recognition under section 904(f)(3)
b Gain recognition under section 904(f)(5)(F)
c Recapture under section 1503(d)
d Exchange gain under section 987

12 Did this transfer result from a change in the classification of the transferee to that of a foreign corporation?

13 Indicate whether the transferor was required to recognize income under final and temporary Regulations sections 1.367(a)-4 through 1.367(a)-6 for any of the following:

- a Tainted property
b Depreciation recapture
c Branch loss recapture
d Any other income recognition provision contained in the above-referenced regulations

14 Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)?

15 a Did the transferor transfer foreign goodwill or going concern value as defined in Temporary Regulations section 1.367(a)-1T(d)(5)(iii)?

b If the answer to line 15a is "Yes," enter the amount of foreign goodwill or going concern value transferred \$

16 Was cash the only property transferred?

17 a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction?

b If "Yes," describe the nature of the rights to the intangible property that was transferred as a result of the transaction:

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0028

Attachment
 Sequence No. **128**

▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor
THE HEINZ ENDOWMENTS

Identifying number (see instructions)
25-1721100

1 If the transferor was a corporation, complete questions 1a through 1d.

- a If the transferor was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b Did the transferor remain in existence after the transfer? Yes No
- If not, list the controlling shareholder(s) and their identifying number(s):

Controlling shareholder	Identifying number

- c If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? Yes No
- If not, list the name and employer identification number (EIN) of the parent corporation:

Name of parent corporation	EIN of parent corporation

- d Have basis adjustments under section 367(a)(5) been made? Yes No

2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

a List the name and EIN of the transferor's partnership:

Name of partnership	EIN of partnership

- b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Yes No
- c Is the partner disposing of its **entire** interest in the partnership? Yes No
- d Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? Yes No

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation)
DOVER STREET VIII CAYMAN FUND, LP

4 Identifying number, if any
98-1009373

5 Address (including country)
**87 MARY STREET, WALKER HOUSE, GEORGE TOWN
 GRAND CAYMAN, CAYMAN ISLANDS**

6 Country code of country of incorporation or organization
CAYMAN ISLANDS

7 Foreign law characterization (see instructions)
CORPORATION

- 8 Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash			425,000.		
Stock and securities					
Installment obligations, account receivables or similar property					
Foreign currency or other property denominated in foreign currency					
Inventory					
Assets subject to depreciation recapture (see Temp. Regs. sec. 1.367(a)-4T(b))					
Tangible property used in trade or business not listed under another category					
Intangible property					
Property to be leased (as described in final and temp. Regs. sec. 1.367(a)-4(c))					
Property to be sold (as described in Temp. Regs. sec. 1.367(a)-4T(d))					
Transfers of oil and gas working interests (as described in Temp. Regs. sec. 1.367(a)-4T(e))					
Other property					

Supplemental Information Required To Be Reported (see instructions):

Part IV Additional Information Regarding Transfer of Property (see instructions)

9 Enter the transferor's interest in the foreign transferee corporation before and after the transfer:

(a) Before 1.4400 % (b) After .3700 %

10 Type of nonrecognition transaction (see instructions) SECTION 351

11 Indicate whether any transfer reported in Part III is subject to any of the following:

- a Gain recognition under section 904(f)(3)
b Gain recognition under section 904(f)(5)(F)
c Recapture under section 1503(d)
d Exchange gain under section 987

12 Did this transfer result from a change in the classification of the transferee to that of a foreign corporation?

13 Indicate whether the transferor was required to recognize income under final and temporary Regulations sections 1.367(a)-4 through 1.367(a)-6 for any of the following:

- a Tainted property
b Depreciation recapture
c Branch loss recapture
d Any other income recognition provision contained in the above-referenced regulations

14 Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)?

15a Did the transferor transfer foreign goodwill or going concern value as defined in Temporary Regulations section 1.367(a)-1T(d)(5)(iii)?

b If the answer to line 15a is "Yes," enter the amount of foreign goodwill or going concern value transferred \$

16 Was cash the only property transferred?

17a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction?

b If "Yes," describe the nature of the rights to the intangible property that was transferred as a result of the transaction:

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0026

Attachment
 Sequence No. **128**

▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor
THE HEINZ ENDOWMENTS

Identifying number (see instructions)
25-1721100

- 1** If the transferor was a corporation, complete questions 1a through 1d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b** Did the transferor remain in existence after the transfer? Yes No
- If not, list the controlling shareholder(s) and their identifying number(s):

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? Yes No
- If not, list the name and employer identification number (EIN) of the parent corporation:

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(5) been made? Yes No

- 2** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

- a** List the name and EIN of the transferor's partnership:

Name of partnership	EIN of partnership

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Yes No
- c** Is the partner disposing of its entire interest in the partnership? Yes No
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? Yes No

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation)
ELEVATION OFFSHORE PARTNERS LTD.

4 Identifying number, if any
20-1939965

5 Address (including country)
**PO BOX 309 GT, UGLAND HOUSE, S CHURCH STREET, GEORGE TOWN
 GRAND CAYMAN, CAYMAN ISLANDS**

6 Country code of country of incorporation or organization
CAYMAN ISLANDS

7 Foreign law characterization (see instructions)
CORPORATION

- 8** Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash					
Stock and securities					
Installment obligations, account receivables or similar property					
Foreign currency or other property denominated in foreign currency					
Inventory					
Assets subject to depreciation recapture (see Temp. Regs. sec. 1.367(a)-4T(b))					
Tangible property used in trade or business not listed under another category					
Intangible property					
Property to be leased (as described in final and temp. Regs. sec. 1.367(a)-4(c))					
Property to be sold (as described in Temp. Regs. sec. 1.367(a)-4T(d))					
Transfers of oil and gas working interests (as described in Temp. Regs. sec. 1.367(a)-4T(e))					
Other property					

Supplemental Information Required To Be Reported (see instructions):

Part IV Additional Information Regarding Transfer of Property (see instructions)

9 Enter the transferor's interest in the foreign transferee corporation before and after the transfer:

(a) Before _____ % (b) After _____ %

10 Type of nonrecognition transaction (see instructions) SECTION 351

11 Indicate whether any transfer reported in Part III is subject to any of the following:

- a Gain recognition under section 904(f)(3)
b Gain recognition under section 904(f)(5)(F)
c Recapture under section 1503(d)
d Exchange gain under section 987

12 Did this transfer result from a change in the classification of the transferee to that of a foreign corporation?

13 Indicate whether the transferor was required to recognize income under final and temporary Regulations sections 1.367(a)-4 through 1.367(a)-6 for any of the following:

- a Tainted property
b Depreciation recapture
c Branch loss recapture
d Any other income recognition provision contained in the above-referenced regulations

14 Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)?

15a Did the transferor transfer foreign goodwill or going concern value as defined in Temporary Regulations section 1.367(a)-1T(d)(5)(iii)?

b If the answer to line 15a is "Yes," enter the amount of foreign goodwill or going concern value transferred \$

16 Was cash the only property transferred?

17a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction?

b If "Yes," describe the nature of the rights to the intangible property that was transferred as a result of the transaction:

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0026

Attachment
 Sequence No. **128**

▶ **Attach to your income tax return for the year of the transfer or distribution.**

Part I U.S. Transferor Information (see instructions)

Name of transferor
THE HEINZ ENDOWMENTS

Identifying number (see instructions)
25-1721100

- 1** If the transferor was a corporation, complete questions 1a through 1d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b** Did the transferor remain in existence after the transfer? Yes No
- If not, list the controlling shareholder(s) and their identifying number(s):

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? Yes No
- If not, list the name and employer identification number (EIN) of the parent corporation:

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(5) been made? Yes No

- 2** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

- a** List the name and EIN of the transferor's partnership:

Name of partnership	EIN of partnership

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Yes No
- c** Is the partner disposing of its **entire** interest in the partnership? Yes No
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? Yes No

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation)
EUROPA FUND III, LP

4 Identifying number, if any

5 Address (including country)
**EUROPA CAPITAL PARTNERS, GRANVILLE HOUSE, 132 SLOANE STREET
 LONDON, SW1X 9AX UNITED KINGDOM**

6 Country code of country of incorporation or organization
UNITED KINGDOM

7 Foreign law characterization (see instructions)
LIMITED PARTNERSHIP

- 8** Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	10/22/2012		1,341,562.		
Stock and securities					
Installment obligations, account receivables or similar property					
Foreign currency or other property denominated in foreign currency					
Inventory					
Assets subject to depreciation recapture (see Temp. Regs. sec. 1.367(a)-4T(b))					
Tangible property used in trade or business not listed under another category					
Intangible property					
Property to be leased (as described in final and temp. Regs. sec. 1.367(a)-4(c))					
Property to be sold (as described in Temp. Regs. sec. 1.367(a)-4T(d))					
Transfers of oil and gas working interests (as described in Temp. Regs. sec. 1.367(a)-4T(e))					
Other property					

Supplemental Information Required To Be Reported (see instructions):

Part IV Additional Information Regarding Transfer of Property (see instructions)

9 Enter the transferor's interest in the foreign transferee corporation before and after the transfer:

(a) Before _____ % (b) After _____ %

10 Type of nonrecognition transaction (see instructions) SECTION 351

11 Indicate whether any transfer reported in Part III is subject to any of the following:

- a Gain recognition under section 904(f)(3)
b Gain recognition under section 904(f)(5)(F)
c Recapture under section 1503(d)
d Exchange gain under section 987

12 Did this transfer result from a change in the classification of the transferee to that of a foreign corporation?

13 Indicate whether the transferor was required to recognize income under final and temporary Regulations sections 1.367(a)-4 through 1.367(a)-6 for any of the following:

- a Tainted property
b Depreciation recapture
c Branch loss recapture
d Any other income recognition provision contained in the above-referenced regulations

14 Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)?

15 a Did the transferor transfer foreign goodwill or going concern value as defined in Temporary Regulations section 1.367(a)-1T(d)(5)(iii)?

b If the answer to line 15a is "Yes," enter the amount of foreign goodwill or going concern value transferred \$

16 Was cash the only property transferred?

17 a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction?

b If "Yes," describe the nature of the rights to the intangible property that was transferred as a result of the transaction:

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0026

Attachment
 Sequence No. **128**

▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor
THE HEINZ ENDOWMENTS

Identifying number (see instructions)
25-1721100

- 1 If the transferor was a corporation, complete questions 1a through 1d.
- a If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b Did the transferor remain in existence after the transfer? Yes No
 If not, list the controlling shareholder(s) and their identifying number(s):

Controlling shareholder	Identifying number

- c If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? Yes No
 If not, list the name and employer identification number (EIN) of the parent corporation:

Name of parent corporation	EIN of parent corporation

- d Have basis adjustments under section 367(a)(5) been made? Yes No

- 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

- a List the name and EIN of the transferor's partnership:

Name of partnership	EIN of partnership

- b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Yes No
- c Is the partner disposing of its entire interest in the partnership? Yes No
- d Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? Yes No

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation)
FALCON EDGE GLOBAL, LTD.

4 Identifying number, if any

5 Address (including country)
**C/O CITCO FUND SERVICES (IRELAND), 3RD FL TELLENGANA HSE, BLACKROCK RD
 CORK, UNITED KINGDOM**

6 Country code of country of incorporation or organization
IRELAND

7 Foreign law characterization (see instructions)
CORPORATION

- 8 Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash			5,000,000.		
Stock and securities					
Installment obligations, account receivables or similar property					
Foreign currency or other property denominated in foreign currency					
Inventory					
Assets subject to depreciation recapture (see Temp. Regs. sec. 1.367(a)-4T(b))					
Tangible property used in trade or business not listed under another category					
Intangible property					
Property to be leased (as described in final and temp. Regs. sec. 1.367(a)-4(c))					
Property to be sold (as described in Temp. Regs. sec. 1.367(a)-4T(d))					
Transfers of oil and gas working interests (as described in Temp. Regs. sec. 1.367(a)-4T(e))					
Other property					

Supplemental Information Required To Be Reported (see instructions):

Part IV Additional Information Regarding Transfer of Property (see instructions)

9 Enter the transferor's interest in the foreign transferee corporation before and after the transfer:

(a) Before _____ % (b) After _____ %

10 Type of nonrecognition transaction (see instructions) SECTION 351

11 Indicate whether any transfer reported in Part III is subject to any of the following:

- a Gain recognition under section 904(f)(3)
b Gain recognition under section 904(f)(5)(F)
c Recapture under section 1503(d)
d Exchange gain under section 987

12 Did this transfer result from a change in the classification of the transferee to that of a foreign corporation?

13 Indicate whether the transferor was required to recognize income under final and temporary Regulations sections 1.367(a)-4 through 1.367(a)-6 for any of the following:

- a Tainted property
b Depreciation recapture
c Branch loss recapture
d Any other income recognition provision contained in the above-referenced regulations

14 Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)?

15a Did the transferor transfer foreign goodwill or going concern value as defined in Temporary Regulations section 1.367(a)-1T(d)(5)(iii)?

b If the answer to line 15a is "Yes," enter the amount of foreign goodwill or going concern value transferred \$

16 Was cash the only property transferred?

17a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction?

b If "Yes," describe the nature of the rights to the intangible property that was transferred as a result of the transaction:

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0026

Attachment
 Sequence No. **128**

▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor
THE HEINZ ENDOWMENTS

Identifying number (see instructions)
25-1721100

- 1** If the transferor was a corporation, complete questions 1a through 1d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b** Did the transferor remain in existence after the transfer? Yes No
- If not, list the controlling shareholder(s) and their identifying number(s):

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? Yes No
- If not, list the name and employer identification number (EIN) of the parent corporation:

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(5) been made? Yes No

- 2** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.
- a** List the name and EIN of the transferor's partnership:

Name of partnership	EIN of partnership

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Yes No
- c** Is the partner disposing of its entire interest in the partnership? Yes No
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? Yes No

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation)
FOUNDATION OFFSHORE FUND, LTD.

4 Identifying number, if any

5 Address (including country)
**C/O INT'L FUND SERVICES (IRELAND) 78 SIR JOHN ROGERSON'S QUAY
 DUBLIN 2, UNITED KINGDOM**

6 Country code of country of incorporation or organization
IRELAND

7 Foreign law characterization (see instructions)

- 8** Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash			5,000,000.		
Stock and securities					
Installment obligations, account receivables or similar property					
Foreign currency or other property denominated in foreign currency					
Inventory					
Assets subject to depreciation recapture (see Temp. Regs. sec. 1.367(a)-4T(b))					
Tangible property used in trade or business not listed under another category					
Intangible property					
Property to be leased (as described in final and temp. Regs. sec. 1.367(a)-4(c))					
Property to be sold (as described in Temp. Regs. sec. 1.367(a)-4T(d))					
Transfers of oil and gas working interests (as described in Temp. Regs. sec. 1.367(a)-4T(e))					
Other property					

Supplemental Information Required To Be Reported (see instructions):

Part IV Additional Information Regarding Transfer of Property (see instructions)

9 Enter the transferor's interest in the foreign transferee corporation before and after the transfer:

(a) Before _____ % (b) After _____ %

10 Type of nonrecognition transaction (see instructions) SECTION 351

11 Indicate whether any transfer reported in Part III is subject to any of the following:

- a Gain recognition under section 904(f)(3)
b Gain recognition under section 904(f)(5)(F)
c Recapture under section 1503(d)
d Exchange gain under section 987

12 Did this transfer result from a change in the classification of the transferee to that of a foreign corporation?

13 Indicate whether the transferor was required to recognize income under final and temporary Regulations sections 1.367(a)-4 through 1.367(a)-6 for any of the following:

- a Tainted property
b Depreciation recapture
c Branch loss recapture
d Any other income recognition provision contained in the above-referenced regulations

14 Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)?

15 a Did the transferor transfer foreign goodwill or going concern value as defined in Temporary Regulations section 1.367(a)-1T(d)(5)(iii)?

b If the answer to line 15a is "Yes," enter the amount of foreign goodwill or going concern value transferred \$

16 Was cash the only property transferred?

17 a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction?

b If "Yes," describe the nature of the rights to the intangible property that was transferred as a result of the transaction:

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0026

Attachment
 Sequence No. **128**

▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor
THE HEINZ ENDOWMENTS

Identifying number (see instructions)
25-1721100

- 1 If the transferor was a corporation, complete questions 1a through 1d.
- a If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b Did the transferor remain in existence after the transfer? Yes No
- If not, list the controlling shareholder(s) and their identifying number(s):

Controlling shareholder	Identifying number

- c If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? Yes No
- If not, list the name and employer identification number (EIN) of the parent corporation:

Name of parent corporation	EIN of parent corporation

- d Have basis adjustments under section 367(a)(5) been made? Yes No

- 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

- a List the name and EIN of the transferor's partnership:

Name of partnership	EIN of partnership
LINZOR CAPITAL PARTNERS, LP	

- b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Yes No
- c Is the partner disposing of its entire interest in the partnership? Yes No
- d Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? Yes No

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation)
HOLDING BARLOVENTO S.A.

4 Identifying number, if any

5 Address (including country)
**AVENIDA JAVIER PRADO OESTE 795
 LIMA, PERU**

6 Country code of country of incorporation or organization
PERU

7 Foreign law characterization (see instructions)
CORPORATION

- 8 Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	12/14/2012		550,122.		
Stock and securities					
Installment obligations, account receivables or similar property					
Foreign currency or other property denominated in foreign currency					
Inventory					
Assets subject to depreciation recapture (see Temp. Regs. sec. 1.367(a)-4T(b))					
Tangible property used in trade or business not listed under another category					
Intangible property					
Property to be leased (as described in final and temp. Regs. sec. 1.367(a)-4(c))					
Property to be sold (as described in Temp. Regs. sec. 1.367(a)-4T(d))					
Transfers of oil and gas working interests (as described in Temp. Regs. sec. 1.367(a)-4T(e))					
Other property					

Supplemental Information Required To Be Reported (see instructions):

Part IV Additional Information Regarding Transfer of Property (see instructions)

9 Enter the transferor's interest in the foreign transferee corporation before and after the transfer:

(a) Before _____ % (b) After _____ %

10 Type of nonrecognition transaction (see instructions) SECTION 351

11 Indicate whether any transfer reported in Part III is subject to any of the following:

- a Gain recognition under section 904(f)(3)
b Gain recognition under section 904(f)(5)(F)
c Recapture under section 1503(d)
d Exchange gain under section 987

12 Did this transfer result from a change in the classification of the transferee to that of a foreign corporation?

13 Indicate whether the transferor was required to recognize income under final and temporary Regulations sections 1.367(a)-4 through 1.367(a)-6 for any of the following:

- a Tainted property
b Depreciation recapture
c Branch loss recapture
d Any other income recognition provision contained in the above-referenced regulations

14 Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)?

15a Did the transferor transfer foreign goodwill or going concern value as defined in Temporary Regulations section 1.367(a)-1T(d)(5)(iii)?

b If the answer to line 15a is "Yes," enter the amount of foreign goodwill or going concern value transferred \$

16 Was cash the only property transferred?

17a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction?

b If "Yes," describe the nature of the rights to the intangible property that was transferred as a result of the transaction:

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0026

Attachment
 Sequence No. **128**

▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor THE HEINZ ENDOWMENTS	Identifying number (see instructions) 25-1721100
---	--

1 If the transferor was a corporation, complete questions 1a through 1d.

- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b** Did the transferor remain in existence after the transfer? Yes No
- If not, list the controlling shareholder(s) and their identifying number(s):

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? Yes No
- If not, list the name and employer identification number (EIN) of the parent corporation:

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(5) been made? Yes No

2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

- a** List the name and EIN of the transferor's partnership:

Name of partnership	EIN of partnership
MORNINGSIDE CHINA TMT FUND II, LP	98-1026135

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Yes No
- c** Is the partner disposing of its **entire** interest in the partnership? Yes No
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? Yes No

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) XIAOMI CORPORATION	4 Identifying number, if any
---	------------------------------

5 Address (including country)
**SCOTIA CENTRE, 4TH FL, PO BOX 2804, GEORGE TOWN
 GRAND CAYMAN, KY1-1112 CAYMAN ISLANDS**

6 Country code of country of incorporation or organization
CAYMAN ISLANDS

7 Foreign law characterization (see instructions)
CORPORATION

- 8** Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	03/29/2012		260,427.		
Stock and securities					
Installment obligations, account receivables or similar property					
Foreign currency or other property denominated in foreign currency					
Inventory					
Assets subject to depreciation recapture (see Temp. Regs. sec. 1.367(a)-4T(b))					
Tangible property used in trade or business not listed under another category					
Intangible property					
Property to be leased (as described in final and temp. Regs. sec. 1.367(a)-4(c))					
Property to be sold (as described in Temp. Regs. sec. 1.367(a)-4T(d))					
Transfers of oil and gas working interests (as described in Temp. Regs. sec. 1.367(a)-4T(e))					
Other property					

Supplemental Information Required To Be Reported (see instructions):

Part IV Additional Information Regarding Transfer of Property (see instructions)

9 Enter the transferor's interest in the foreign transferee corporation before and after the transfer:

(a) Before .0200 % (b) After .0610 %

10 Type of nonrecognition transaction (see instructions) SECTION 351

11 Indicate whether any transfer reported in Part III is subject to any of the following:

- a Gain recognition under section 904(f)(3)
b Gain recognition under section 904(f)(5)(F)
c Recapture under section 1503(d)
d Exchange gain under section 987

12 Did this transfer result from a change in the classification of the transferee to that of a foreign corporation?

13 Indicate whether the transferor was required to recognize income under final and temporary Regulations sections 1.367(a)-4 through 1.367(a)-6 for any of the following:

- a Tainted property
b Depreciation recapture
c Branch loss recapture
d Any other income recognition provision contained in the above-referenced regulations

14 Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)?

15 a Did the transferor transfer foreign goodwill or going concern value as defined in Temporary Regulations section 1.367(a)-1T(d)(5)(iii)?

b If the answer to line 15a is "Yes," enter the amount of foreign goodwill or going concern value transferred \$

16 Was cash the only property transferred?

17 a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction?

b If "Yes," describe the nature of the rights to the intangible property that was transferred as a result of the transaction:

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0026

Attachment
 Sequence No. **128**

▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor THE HEINZ ENDOWMENTS	Identifying number (see instructions) 25-1721100
---	--

- 1 If the transferor was a corporation, complete questions 1a through 1d.
- a If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b Did the transferor remain in existence after the transfer? Yes No
- If not, list the controlling shareholder(s) and their identifying number(s):

Controlling shareholder	Identifying number

- c If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? Yes No
- If not, list the name and employer identification number (EIN) of the parent corporation:

Name of parent corporation	EIN of parent corporation

- d Have basis adjustments under section 367(a)(5) been made? Yes No

- 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

- a List the name and EIN of the transferor's partnership:

Name of partnership	EIN of partnership
MORNINGSIDE CHINA TMT FUND II, LP	98-1026135

- b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Yes No
- c Is the partner disposing of its entire interest in the partnership? Yes No
- d Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? Yes No

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) CHINA GTEL LIMITED	4 Identifying number, if any
---	------------------------------

5 Address (including country)
**ZEPHYR HOUSE, 122 MARY STREET, PO BOX 709
 GRAND CAYMAN, KY1-1107 CAYMAN ISLANDS**

6 Country code of country of incorporation or organization
CAYMAN ISLANDS

7 Foreign law characterization (see instructions)
CORPORATION

- 8 Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	01/19/2012		102,128.		
Stock and securities					
Installment obligations, account receivables or similar property					
Foreign currency or other property denominated in foreign currency					
Inventory					
Assets subject to depreciation recapture (see Temp. Regs. sec. 1.367(a)-4T(b))					
Tangible property used in trade or business not listed under another category					
Intangible property					
Property to be leased (as described in final and temp. Regs. sec. 1.367(a)-4(c))					
Property to be sold (as described in Temp. Regs. sec. 1.367(a)-4T(d))					
Transfers of oil and gas working interests (as described in Temp. Regs. sec. 1.367(a)-4T(e))					
Other property					

Supplemental Information Required To Be Reported (see instructions):

Part IV Additional Information Regarding Transfer of Property (see instructions)

9 Enter the transferor's interest in the foreign transferee corporation before and after the transfer:

(a) Before .0000 % (b) After .4290 %

10 Type of nonrecognition transaction (see instructions) SECTION 351

11 Indicate whether any transfer reported in Part III is subject to any of the following:

- a Gain recognition under section 904(f)(3)
b Gain recognition under section 904(f)(5)(F)
c Recapture under section 1503(d)
d Exchange gain under section 987

12 Did this transfer result from a change in the classification of the transferee to that of a foreign corporation?

13 Indicate whether the transferor was required to recognize income under final and temporary Regulations sections 1.367(a)-4 through 1.367(a)-6 for any of the following:

- a Tainted property
b Depreciation recapture
c Branch loss recapture
d Any other income recognition provision contained in the above-referenced regulations

14 Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)?

15 a Did the transferor transfer foreign goodwill or going concern value as defined in Temporary Regulations section 1.367(a)-1T(d)(5)(iii)?

b If the answer to line 15a is "Yes," enter the amount of foreign goodwill or going concern value transferred \$

16 Was cash the only property transferred?

17 a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction?

b If "Yes," describe the nature of the rights to the intangible property that was transferred as a result of the transaction:

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0026

Attachment
 Sequence No. **128**

▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor
THE HEINZ ENDOWMENTS

Identifying number (see instructions)
25-1721100

1 If the transferor was a corporation, complete questions 1a through 1d.

- a** If the transferor was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b** Did the transferor remain in existence after the transfer? Yes No
- If not, list the controlling shareholder(s) and their identifying number(s):

Controlling shareholder	Identifying number

c If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? Yes No

If not, list the name and employer identification number (EIN) of the parent corporation:

Name of parent corporation	EIN of parent corporation

d Have basis adjustments under section 367(a)(5) been made? Yes No

2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

a List the name and EIN of the transferor's partnership:

Name of partnership	EIN of partnership
MORNINGSIDE CHINA TMT FUND II, LP	98-1026135

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Yes No
- c** Is the partner disposing of its **entire** interest in the partnership? Yes No
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? Yes No

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation)
ZDWORKS CO. LTD.

4 Identifying number, if any

5 Address (including country)
**SCOTIA CENTRE, 4TH FL, PO BOX 2804, GEORGE TOWN
 GRAND CAYMAN, KY1-1112 CAYMAN ISLANDS**

6 Country code of country of incorporation or organization
CAYMAN ISLANDS

7 Foreign law characterization (see instructions)
CORPORATION

8 Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	07/24/2012		132,767.		
Stock and securities					
Installment obligations, account receivables or similar property					
Foreign currency or other property denominated in foreign currency					
Inventory					
Assets subject to depreciation recapture (see Temp. Regs. sec. 1.367(a)-4T(b))					
Tangible property used in trade or business not listed under another category					
Intangible property					
Property to be leased (as described in final and temp. Regs. sec. 1.367(a)-4(c))					
Property to be sold (as described in Temp. Regs. sec. 1.367(a)-4T(d))					
Transfers of oil and gas working interests (as described in Temp. Regs. sec. 1.367(a)-4T(e))					
Other property					

Supplemental Information Required To Be Reported (see instructions):

Part IV Additional Information Regarding Transfer of Property (see instructions)

9 Enter the transferor's interest in the foreign transferee corporation before and after the transfer:

(a) Before .0000 % (b) After .4080 %

10 Type of nonrecognition transaction (see instructions) SECTION 351

11 Indicate whether any transfer reported in Part III is subject to any of the following:

- a Gain recognition under section 904(f)(3)
b Gain recognition under section 904(f)(5)(F)
c Recapture under section 1503(d)
d Exchange gain under section 987

12 Did this transfer result from a change in the classification of the transferee to that of a foreign corporation?

13 Indicate whether the transferor was required to recognize income under final and temporary Regulations sections 1.367(a)-4 through 1.367(a)-6 for any of the following:

- a Tainted property
b Depreciation recapture
c Branch loss recapture
d Any other income recognition provision contained in the above-referenced regulations

14 Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)?

15 a Did the transferor transfer foreign goodwill or going concern value as defined in Temporary Regulations section 1.367(a)-1T(d)(5)(iii)?

b If the answer to line 15a is "Yes," enter the amount of foreign goodwill or going concern value transferred \$

16 Was cash the only property transferred?

17 a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction?

b If "Yes," describe the nature of the rights to the intangible property that was transferred as a result of the transaction:

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0026

Attachment
 Sequence No. **128**

▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor
THE HEINZ ENDOWMENTS

Identifying number (see instructions)
25-1721100

- 1 If the transferor was a corporation, complete questions 1a through 1d.
- a If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b Did the transferor remain in existence after the transfer? Yes No
- If not, list the controlling shareholder(s) and their identifying number(s):

Controlling shareholder	Identifying number

- c If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? Yes No
- If not, list the name and employer identification number (EIN) of the parent corporation:

Name of parent corporation	EIN of parent corporation

- d Have basis adjustments under section 367(a)(5) been made? Yes No

- 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

- a List the name and EIN of the transferor's partnership:

Name of partnership	EIN of partnership
OCTAVIAN TE FUND	20-5685547

- b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Yes No
- c Is the partner disposing of its entire interest in the partnership? Yes No
- d Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? Yes No

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation)
OCTAVIAN MARITIME HOLDINGS, INC.

4 Identifying number, if any
66-0744277

5 Address (including country)
**TST CO COMPLEX, AJELTAKE RD, AJELTAKE ISLAND
 MAJURO, MH96960 MARSHALL ISLANDS**

6 Country code of country of incorporation or organization
MONTSERRAT

7 Foreign law characterization (see instructions)
CORPORATION

- 8 Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	04/22/2012		331,079.		
Stock and securities					
Installment obligations, account receivables or similar property					
Foreign currency or other property denominated in foreign currency					
Inventory					
Assets subject to depreciation recapture (see Temp. Regs. sec. 1.367(a)-4T(b))					
Tangible property used in trade or business not listed under another category					
Intangible property					
Property to be leased (as described in final and temp. Regs. sec. 1.367(a)-4(c))					
Property to be sold (as described in Temp. Regs. sec. 1.367(a)-4T(d))					
Transfers of oil and gas working interests (as described in Temp. Regs. sec. 1.367(a)-4T(e))					
Other property					

Supplemental Information Required To Be Reported (see instructions):

Part IV Additional Information Regarding Transfer of Property (see instructions)

9 Enter the transferor's interest in the foreign transferee corporation before and after the transfer:

(a) Before 3.3330 % (b) After 4.1630 %

10 Type of nonrecognition transaction (see instructions) SECTION 351

11 Indicate whether any transfer reported in Part III is subject to any of the following:

- a Gain recognition under section 904(f)(3)
b Gain recognition under section 904(f)(5)(F)
c Recapture under section 1503(d)
d Exchange gain under section 987

12 Did this transfer result from a change in the classification of the transferee to that of a foreign corporation?

13 Indicate whether the transferor was required to recognize income under final and temporary Regulations sections 1.367(a)-4 through 1.367(a)-6 for any of the following:

- a Tainted property
b Depreciation recapture
c Branch loss recapture
d Any other income recognition provision contained in the above-referenced regulations

14 Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)?

15 a Did the transferor transfer foreign goodwill or going concern value as defined in Temporary Regulations section 1.367(a)-1T(d)(5)(iii)?

b If the answer to line 15a is "Yes," enter the amount of foreign goodwill or going concern value transferred \$

16 Was cash the only property transferred?

17 a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction?

b If "Yes," describe the nature of the rights to the intangible property that was transferred as a result of the transaction:

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0026

Attachment
 Sequence No. **128**

▶ **Attach to your income tax return for the year of the transfer or distribution.**

Part I U.S. Transferor Information (see instructions)

Name of transferor THE HEINZ ENDOWMENTS	Identifying number (see instructions) 25-1721100
---	--

- 1** If the transferor was a corporation, complete questions 1a through 1d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b** Did the transferor remain in existence after the transfer? Yes No
- If not, list the controlling shareholder(s) and their identifying number(s):

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? Yes No
- If not, list the name and employer identification number (EIN) of the parent corporation:

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(5) been made? Yes No

- 2** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

- a** List the name and EIN of the transferor's partnership:

Name of partnership	EIN of partnership
PATRON CAPITAL LP III	

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Yes No
- c** Is the partner disposing of its entire interest in the partnership? Yes No
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? Yes No

Part II Transferee Foreign Corporation Information (see instructions)

Name of transferee (foreign corporation) PATRON CAPITAL III SCOTLAND LP	Identifying number, if any
---	----------------------------

5 Address (including country)
**50 LOTHIAN RD, FESTIVAL SQUARE
 EDINBURGH, SCOTLAND, UNITED KINGDOM**

6 Country code of country of incorporation or organization
UNITED KINGDOM

7 Foreign law characterization (see instructions)
CORPORATION

- 8** Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	01/18/2012		578,270.		
Stock and securities					
Installment obligations, account receivables or similar property					
Foreign currency or other property denominated in foreign currency					
Inventory					
Assets subject to depreciation recapture (see Temp. Regs. sec. 1.367(a)-4T(b))					
Tangible property used in trade or business not listed under another category					
Intangible property					
Property to be leased (as described in final and temp. Regs. sec. 1.367(a)-4(c))					
Property to be sold (as described in Temp. Regs. sec. 1.367(a)-4T(d))					
Transfers of oil and gas working interests (as described in Temp. Regs. sec. 1.367(a)-4T(e))					
Other property					

Supplemental Information Required To Be Reported (see instructions):

Part IV Additional Information Regarding Transfer of Property (see instructions)

9 Enter the transferor's interest in the foreign transferee corporation before and after the transfer:

(a) Before .8940 % (b) After .8940 %

10 Type of nonrecognition transaction (see instructions) SECTION 351

11 Indicate whether any transfer reported in Part III is subject to any of the following:

- a Gain recognition under section 904(f)(3)
b Gain recognition under section 904(f)(5)(F)
c Recapture under section 1503(d)
d Exchange gain under section 987

12 Did this transfer result from a change in the classification of the transferee to that of a foreign corporation?

13 Indicate whether the transferor was required to recognize income under final and temporary Regulations sections 1.367(a)-4 through 1.367(a)-6 for any of the following:

- a Tainted property
b Depreciation recapture
c Branch loss recapture
d Any other income recognition provision contained in the above-referenced regulations

14 Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)?

15a Did the transferor transfer foreign goodwill or going concern value as defined in Temporary Regulations section 1.367(a)-1T(d)(5)(iii)?

b If the answer to line 15a is "Yes," enter the amount of foreign goodwill or going concern value transferred \$

16 Was cash the only property transferred?

17a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction?

b If "Yes," describe the nature of the rights to the intangible property that was transferred as a result of the transaction:

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0026

Attachment
 Sequence No. **128**

▶ **Attach to your income tax return for the year of the transfer or distribution.**

Part I U.S. Transferor Information (see instructions)

Name of transferor
THE HEINZ ENDOWMENTS

Identifying number (see instructions)
25-1721100

1 If the transferor was a corporation, complete questions 1a through 1d.

- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b** Did the transferor remain in existence after the transfer? Yes No
- If not, list the controlling shareholder(s) and their identifying number(s):

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? Yes No
- If not, list the name and employer identification number (EIN) of the parent corporation:

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(5) been made? Yes No

2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

- a** List the name and EIN of the transferor's partnership:

Name of partnership	EIN of partnership

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Yes No
- c** Is the partner disposing of its **entire** interest in the partnership? Yes No
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? Yes No

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation)
PC FEEDER LP IV

4 Identifying number, if any

5 Address (including country)
**1 ROYAL PLAZA, ROYAL AVENUE
 ST. PETER PORT, GY1 2HL GUERNSEY**

6 Country code of country of incorporation or organization
UNITED KINGDOM

7 Foreign law characterization (see instructions)
CORPORATION

- 8** Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	10/29/2012		638,758.		
Stock and securities					
Installment obligations, account receivables or similar property					
Foreign currency or other property denominated in foreign currency					
Inventory					
Assets subject to depreciation recapture (see Temp. Regs. sec. 1.367(a)-4T(b))					
Tangible property used in trade or business not listed under another category					
Intangible property					
Property to be leased (as described in final and temp. Regs. sec. 1.367(a)-4(c))					
Property to be sold (as described in Temp. Regs. sec. 1.367(a)-4T(d))					
Transfers of oil and gas working interests (as described in Temp. Regs. sec. 1.367(a)-4T(e))					
Other property					

Supplemental Information Required To Be Reported (see instructions):

Part IV Additional Information Regarding Transfer of Property (see instructions)

9 Enter the transferor's interest in the foreign transferee corporation before and after the transfer:

(a) Before .0000 % (b) After .7980 %

10 Type of nonrecognition transaction (see instructions) SECTION 351

11 Indicate whether any transfer reported in Part III is subject to any of the following:

- a Gain recognition under section 904(f)(3)
b Gain recognition under section 904(f)(5)(F)
c Recapture under section 1503(d)
d Exchange gain under section 987

12 Did this transfer result from a change in the classification of the transferee to that of a foreign corporation?

13 Indicate whether the transferor was required to recognize income under final and temporary Regulations sections 1.367(a)-4 through 1.367(a)-6 for any of the following:

- a Tainted property
b Depreciation recapture
c Branch loss recapture
d Any other income recognition provision contained in the above-referenced regulations

14 Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)?

15a Did the transferor transfer foreign goodwill or going concern value as defined in Temporary Regulations section 1.367(a)-1T(d)(5)(iii)?

b If the answer to line 15a is "Yes," enter the amount of foreign goodwill or going concern value transferred \$

16 Was cash the only property transferred?

17a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction?

b If "Yes," describe the nature of the rights to the intangible property that was transferred as a result of the transaction:

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0026

Attachment
 Sequence No. **128**

▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor THE HEINZ ENDOWMENTS	Identifying number (see instructions) 25-1721100
---	--

- 1 If the transferor was a corporation, complete questions 1a through 1d.
- a If the transferor was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b Did the transferor remain in existence after the transfer? Yes No
- If not, list the controlling shareholder(s) and their identifying number(s):

Controlling shareholder	Identifying number

- c If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? Yes No
- If not, list the name and employer identification number (EIN) of the parent corporation:

Name of parent corporation	EIN of parent corporation

- d Have basis adjustments under section 367(a)(5) been made? Yes No

- 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.
- a List the name and EIN of the transferor's partnership:

Name of partnership	EIN of partnership
PERMIRA IV CONTINUING LP I	98-0605568

- b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Yes No
- c Is the partner disposing of its **entire** interest in the partnership? Yes No
- d Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? Yes No

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) P4 SUB CONTINUING LP 1	4 Identifying number, if any 98-0605573
---	---

5 Address (including country)
**PO BOX 255, TRALFAGER COURT, LES BANQUES
 ST. PETER PORT, GY1 3QL GUERNSEY**

6 Country code of country of incorporation or organization
GUERNSEY

7 Foreign law characterization (see instructions)
LIMITED PARTNERSHIP

- 8 Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	12/03/2012		776,440.		
Stock and securities					
Installment obligations, account receivables or similar property					
Foreign currency or other property denominated in foreign currency					
Inventory					
Assets subject to depreciation recapture (see Temp. Regs. sec. 1.367(a)-4T(b))					
Tangible property used in trade or business not listed under another category					
Intangible property					
Property to be leased (as described in final and temp. Regs. sec. 1.367(a)-4(c))					
Property to be sold (as described in Temp. Regs. sec. 1.367(a)-4T(d))					
Transfers of oil and gas working interests (as described in Temp. Regs. sec. 1.367(a)-4T(e))					
Other property					

Supplemental Information Required To Be Reported (see instructions):

Part IV Additional Information Regarding Transfer of Property (see instructions)

9 Enter the transferor's interest in the foreign transferee corporation before and after the transfer:

(a) Before .2470 % (b) After .2470 %

10 Type of nonrecognition transaction (see instructions) SECTION 351

11 Indicate whether any transfer reported in Part III is subject to any of the following:

- a Gain recognition under section 904(f)(3)
b Gain recognition under section 904(f)(5)(F)
c Recapture under section 1503(d)
d Exchange gain under section 987

12 Did this transfer result from a change in the classification of the transferee to that of a foreign corporation?

13 Indicate whether the transferor was required to recognize income under final and temporary Regulations sections 1.367(a)-4 through 1.367(a)-6 for any of the following:

- a Tainted property
b Depreciation recapture
c Branch loss recapture
d Any other income recognition provision contained in the above-referenced regulations

14 Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)?

15 a Did the transferor transfer foreign goodwill or going concern value as defined in Temporary Regulations section 1.367(a)-1T(d)(5)(iii)?

b If the answer to line 15a is "Yes," enter the amount of foreign goodwill or going concern value transferred \$

16 Was cash the only property transferred?

17 a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction?

b If "Yes," describe the nature of the rights to the intangible property that was transferred as a result of the transaction:

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0026

Attachment
 Sequence No. **128**

▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor THE HEINZ ENDOWMENTS	Identifying number (see instructions) 25-1721100
---	--

- 1** If the transferor was a corporation, complete questions 1a through 1d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b** Did the transferor remain in existence after the transfer? Yes No
- If not, list the controlling shareholder(s) and their identifying number(s):

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? Yes No
- If not, list the name and employer identification number (EIN) of the parent corporation:

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(5) been made? Yes No

- 2** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

- a** List the name and EIN of the transferor's partnership:

Name of partnership	EIN of partnership
WESTBROOK REAL ESTATE FUND VIII, LP	26-1870363

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Yes No
- c** Is the partner disposing of its **entire** interest in the partnership? Yes No
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? Yes No

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) VIII C CHATEAU SARL	4 Identifying number, if any
---	-------------------------------------

- 5** Address (including country)

LUXEMBOURG

- 6** Country code of country of incorporation or organization

LUXEMBOURG

- 7** Foreign law characterization (see instructions)

CORPORATION

- 8** Is the transferee foreign corporation a controlled foreign corporation? Yes No

LHA For Paperwork Reduction Act Notice, see separate instructions.

Form 926 (Rev. 12-2011)

Part III Information Regarding Transfer of Property (see instructions)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	02/17/2012		184,886.		
Stock and securities					
Installment obligations, account receivables or similar property					
Foreign currency or other property denominated in foreign currency					
Inventory					
Assets subject to depreciation recapture (see Temp. Regs. sec. 1.367(a)-4T(b))					
Tangible property used in trade or business not listed under another category					
Intangible property					
Property to be leased (as described in final and temp. Regs. sec. 1.367(a)-4(c))					
Property to be sold (as described in Temp. Regs. sec. 1.367(a)-4T(d))					
Transfers of oil and gas working interests (as described in Temp. Regs. sec. 1.367(a)-4T(e))					
Other property					

Supplemental Information Required To Be Reported (see instructions):

Part IV Additional Information Regarding Transfer of Property (see instructions)

9 Enter the transferor's interest in the foreign transferee corporation before and after the transfer:

(a) Before .0000 % (b) After .3070 %

10 Type of nonrecognition transaction (see instructions) SECTION 351

11 Indicate whether any transfer reported in Part III is subject to any of the following:

- a Gain recognition under section 904(f)(3)
b Gain recognition under section 904(f)(5)(F)
c Recapture under section 1503(d)
d Exchange gain under section 987

12 Did this transfer result from a change in the classification of the transferee to that of a foreign corporation?

13 Indicate whether the transferor was required to recognize income under final and temporary Regulations sections 1.367(a)-4 through 1.367(a)-6 for any of the following:

- a Tainted property
b Depreciation recapture
c Branch loss recapture
d Any other income recognition provision contained in the above-referenced regulations

14 Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)?

15a Did the transferor transfer foreign goodwill or going concern value as defined in Temporary Regulations section 1.367(a)-1T(d)(5)(iii)?

b If the answer to line 15a is "Yes," enter the amount of foreign goodwill or going concern value transferred \$

16 Was cash the only property transferred?

17a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction?

b If "Yes," describe the nature of the rights to the intangible property that was transferred as a result of the transaction:

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0026

Attachment
 Sequence No. **128**

▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor
THE HEINZ ENDOWMENTS

Identifying number (see instructions)
25-1721100

- 1 If the transferor was a corporation, complete questions 1a through 1d.
- a If the transferor was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b Did the transferor remain in existence after the transfer? Yes No
- If not, list the controlling shareholder(s) and their identifying number(s):

Controlling shareholder	Identifying number

- c If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? Yes No
- If not, list the name and employer identification number (EIN) of the parent corporation:

Name of parent corporation	EIN of parent corporation

- d Have basis adjustments under section 367(a)(5) been made? Yes No

- 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.
- a List the name and EIN of the transferor's partnership:

Name of partnership	EIN of partnership

- b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Yes No
- c Is the partner disposing of its **entire** interest in the partnership? Yes No
- d Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? Yes No

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation)
YORK EUROPEAN OPPORTUNITIES UNIT TRUST

4 Identifying number, if any

5 Address (including country)
**ROYAL BANK OF CANADA, PO BOX 1586, ROYAL BANK HSE, 4TH RD, GEORGE TOWN
 GRAND CAYMAN, KY1-1110 CAYMAN ISLANDS**

6 Country code of country of incorporation or organization
CAYMAN ISLANDS

7 Foreign law characterization (see instructions)
CORPORATION

- 8 Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	08/01/2012		5,000,000.		
Stock and securities					
Installment obligations, account receivables or similar property					
Foreign currency or other property denominated in foreign currency					
Inventory					
Assets subject to depreciation recapture (see Temp. Regs. sec. 1.367(a)-4T(b))					
Tangible property used in trade or business not listed under another category					
Intangible property					
Property to be leased (as described in final and temp. Regs. sec. 1.367(a)-4(c))					
Property to be sold (as described in Temp. Regs. sec. 1.367(a)-4T(d))					
Transfers of oil and gas working interests (as described in Temp. Regs. sec. 1.367(a)-4T(e))					
Other property					

Supplemental Information Required To Be Reported (see instructions):

Part IV Additional Information Regarding Transfer of Property (see instructions)

9 Enter the transferor's interest in the foreign transferee corporation before and after the transfer:

(a) Before .7990 % (b) After 1.0620 %

10 Type of nonrecognition transaction (see instructions) SECTION 351

11 Indicate whether any transfer reported in Part III is subject to any of the following:

- a Gain recognition under section 904(f)(3)
b Gain recognition under section 904(f)(5)(F)
c Recapture under section 1503(d)
d Exchange gain under section 987

12 Did this transfer result from a change in the classification of the transferee to that of a foreign corporation?

13 Indicate whether the transferor was required to recognize income under final and temporary Regulations sections 1.367(a)-4 through 1.367(a)-6 for any of the following:

- a Tainted property
b Depreciation recapture
c Branch loss recapture
d Any other income recognition provision contained in the above-referenced regulations

14 Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)?

15a Did the transferor transfer foreign goodwill or going concern value as defined in Temporary Regulations section 1.367(a)-1T(d)(5)(iii)?

b If the answer to line 15a is "Yes," enter the amount of foreign goodwill or going concern value transferred \$

16 Was cash the only property transferred?

17a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction?

b If "Yes," describe the nature of the rights to the intangible property that was transferred as a result of the transaction:

Entity Classification Election

Type or Print	Name of eligible entity making election Ancelux 2 S.a.r.l.	Employer identification number 98-1083730
	Number, street, and room or suite no. If a P.O. box, see instructions. 282 route de Longwy	
	City or town, state, and ZIP code. If a foreign address, enter city, province or state, postal code and country. Follow the country's practice for entering the postal code. L-1940 Luxembourg	
▶ Check if: <input type="checkbox"/> Address change <input type="checkbox"/> Late classification relief sought under Revenue Procedure 2009-41 <input type="checkbox"/> Relief for a late change of entity classification election sought under Revenue Procedure 2010-32		
Election Information		

1 Type of election (see instructions):

- a Initial classification by a newly-formed entity. Skip lines 2a and 2b and go to line 3.
- b Change in current classification. Go to line 2a.

2a Has the eligible entity previously filed an entity election that had an effective date within the last 60 months?

- Yes. Go to line 2b.
- No. Skip line 2b and go to line 3.

2b Was the eligible entity's prior election an initial classification election by a newly formed entity that was effective on the date of formation?

- Yes. Go to line 3.
- No. Stop here. You generally are not currently eligible to make the election (see instructions).

3 Does the eligible entity have more than one owner?

- Yes. You can elect to be classified as a partnership or an association taxable as a corporation. Skip line 4 and go to line 5.
- No. You can elect to be classified as an association taxable as a corporation or to be disregarded as a separate entity. Go to line 4.

4 If the eligible entity has only one owner, provide the following information:

- a Name of owner ▶ Ancelux TopCo S.C.A.
- b Identifying number of owner ▶ 98-1082333

5 If the eligible entity is owned by one or more affiliated corporations that file a consolidated return, provide the name and employer identification number of the parent corporation:

- a Name of parent corporation ▶ N/A
- b Employer identification number ▶ N/A

Entity Classification Election

Type or Print	Name of eligible entity making election Ancelux TopCo S.C.A.	Employer identification number 98-1082333
	Number, street, and room or suite no. If a P.O. box, see instructions. 282 route de Longwy	
	City or town, state, and ZIP code. If a foreign address, enter city, province or state, postal code and country. Follow the country's practice for entering the postal code. L-1940 Luxembourg	

▶ Check if: Address change Late classification relief sought under Revenue Procedure 2009-41
 Relief for a late change of entity classification election sought under Revenue Procedure 2010-32

Part I Election Information

1 Type of election (see instructions):

- a Initial classification by a newly-formed entity. Skip lines 2a and 2b and go to line 3.
- b Change in current classification. Go to line 2a.

2a Has the eligible entity previously filed an entity election that had an effective date within the last 60 months?

- Yes. Go to line 2b.
- No. Skip line 2b and go to line 3.

2b Was the eligible entity's prior election an initial classification election by a newly formed entity that was effective on the date of formation?

- Yes. Go to line 3.
- No. Stop here. You generally are not currently eligible to make the election (see instructions).

3 Does the eligible entity have more than one owner?

- Yes. You can elect to be classified as a partnership or an association taxable as a corporation. Skip line 4 and go to line 5.
- No. You can elect to be classified as an association taxable as a corporation or to be disregarded as a separate entity. Go to line 4.

4 If the eligible entity has only one owner, provide the following information:

- a Name of owner ▶ _____
- b Identifying number of owner ▶ _____

5 If the eligible entity is owned by one or more affiliated corporations that file a consolidated return, provide the name and employer identification number of the parent corporation:

- a Name of parent corporation ▶ N/A
- b Employer identification number ▶ N/A

Entity Classification Election

Type or Print	Name of eligible entity making election Anvilux 1 S.a.r.l.	Employer identification number 98-1075198
	Number, street, and room or suite no. If a P.O. box, see instructions. 282, route de Longwy	
	City or town, state, and ZIP code. If a foreign address, enter city, province or state, postal code and country. Follow the country's practice for entering the postal code. L-1940 Luxembourg	

▶ Check if: Address change Late classification relief sought under Revenue Procedure 2009-41
 Relief for a late change of entity classification election sought under Revenue Procedure 2010-32

Part I Election Information

1 Type of election (see instructions):

- a Initial classification by a newly-formed entity. Skip lines 2a and 2b and go to line 3.
- b Change in current classification. Go to line 2a.

2a Has the eligible entity previously filed an entity election that had an effective date within the last 60 months?

- Yes. Go to line 2b.
- No. Skip line 2b and go to line 3.

2b Was the eligible entity's prior election an initial classification election by a newly formed entity that was effective on the date of formation?

- Yes. Go to line 3.
- No. Stop here. You generally are not currently eligible to make the election (see instructions).

3 Does the eligible entity have more than one owner?

- Yes. You can elect to be classified as a partnership or an association taxable as a corporation. Skip line 4 and go to line 5.
- No. You can elect to be classified as an association taxable as a corporation or to be disregarded as a separate entity. Go to line 4.

4 If the eligible entity has only one owner, provide the following information:

- a Name of owner ▶ Permira IV Continuing L.P.1
- b Identifying number of owner ▶ None

5 If the eligible entity is owned by one or more affiliated corporations that file a consolidated return, provide the name and employer identification number of the parent corporation:

- a Name of parent corporation ▶ _____
- b Employer identification number ▶ _____

Entity Classification Election

Type or Print	Name of eligible entity making election Consumer Equity Investments Limited	Employer identification number 98-0548041
	Number, street, and room or suite no. If a P.O. box, see instructions. Georges Court, 54-82 Townsend Street	
	City or town, state, and ZIP code. If a foreign address, enter city, province or state, postal code and country. Follow the country's practice for entering the postal code. Dublin 2, Ireland	

▶ Check if: Address change Late classification relief sought under Revenue Procedure 2009-41
 Relief for a late change of entity classification election sought under Revenue Procedure 2010-32

Part I Election Information

1 Type of election (see instructions):

- a Initial classification by a newly-formed entity. Skip lines 2a and 2b and go to line 3.
- b Change in current classification. Go to line 2a.

2a Has the eligible entity previously filed an entity election that had an effective date within the last 60 months?

- Yes. Go to line 2b.
- No. Skip line 2b and go to line 3.

2b Was the eligible entity's prior election an initial classification election by a newly formed entity that was effective on the date of formation?

- Yes. Go to line 3.
- No. Stop here. You generally are not currently eligible to make the election (see instructions).

3 Does the eligible entity have more than one owner?

- Yes. You can elect to be classified as a partnership or an association taxable as a corporation. Skip line 4 and go to line 5.
- No. You can elect to be classified as an association taxable as a corporation or to be disregarded as a separate entity. Go to line 4.

4 If the eligible entity has only one owner, provide the following information:

- a Name of owner ▶ _____
- b Identifying number of owner ▶ _____

5 If the eligible entity is owned by one or more affiliated corporations that file a consolidated return, provide the name and employer identification number of the parent corporation:

- a Name of parent corporation ▶ not applicable _____
- b Employer identification number ▶ _____

Entity Classification Election

Type or Print	Name of eligible entity making election NDS Group Holdings Limited	Employer identification number 98-1058583
	Number, street, and room or suite no. If a P.O. box, see instructions. Clarendon House, 2 Church Street	
	City or town, state, and ZIP code. If a foreign address, enter city, province or state, postal code and country. Follow the country's practice for entering the postal code. Hamilton HM 11, Bermuda	

- Check if: Address change Late classification relief sought under Revenue Procedure 2009-41
 Relief for a late change of entity classification election sought under Revenue Procedure 2010-32

Part I Election Information

1 Type of election (see instructions):

- a** Initial classification by a newly-formed entity. Skip lines 2a and 2b and go to line 3.
b Change in current classification. Go to line 2a.

2a Has the eligible entity previously filed an entity election that had an effective date within the last 60 months?

- Yes.** Go to line 2b.
 No. Skip line 2b and go to line 3.

2b Was the eligible entity's prior election an initial classification election by a newly formed entity that was effective on the date of formation?

- Yes.** Go to line 3.
 No. Stop here. You generally are not currently eligible to make the election (see instructions).

3 Does the eligible entity have more than one owner?

- Yes.** You can elect to be classified as a partnership or an association taxable as a corporation. Skip line 4 and go to line 5.
 No. You can elect to be classified as an association taxable as a corporation or to be disregarded as a separate entity. Go to line 4.

4 If the eligible entity has only one owner, provide the following information:

- a** Name of owner ► NDS Holdings Ltd
b Identifying number of owner ► 98-1063270

5 If the eligible entity is owned by one or more affiliated corporations that file a consolidated return, provide the name and employer identification number of the parent corporation:

- a** Name of parent corporation ► _____
b Employer identification number ► _____

Entity Classification Election

Type or Print	Name of eligible entity making election Nuclobel (Guernsey) Limited	Employer identification number 98-1084671
	Number, street, and room or suite no. If a P.O. box, see instructions. PO Box 255 Trafalgar Court	
	City or town, state, and ZIP code. If a foreign address, enter city, province or state, postal code and country. Follow the country's practice for entering the postal code. Les Banques, St. Peter Port, Guernsey GY1 3QL	

▶ Check if: Address change Late classification relief sought under Revenue Procedure 2009-41
 Relief for a late change of entity classification election sought under Revenue Procedure 2010-32

Part I Election Information

1 Type of election (see instructions):

- a Initial classification by a newly-formed entity. Skip lines 2a and 2b and go to line 3.
- b Change in current classification. Go to line 2a.

2a Has the eligible entity previously filed an entity election that had an effective date within the last 60 months?

- Yes. Go to line 2b.
- No. Skip line 2b and go to line 3.

2b Was the eligible entity's prior election an initial classification election by a newly formed entity that was effective on the date of formation?

- Yes. Go to line 3.
- No. Stop here. You generally are not currently eligible to make the election (see instructions).

3 Does the eligible entity have more than one owner?

- Yes. You can elect to be classified as a partnership or an association taxable as a corporation. Skip line 4 and go to line 5.
- No. You can elect to be classified as an association taxable as a corporation or to be disregarded as a separate entity. Go to line 4.

4 If the eligible entity has only one owner, provide the following information:

- a Name of owner ▶ _____
- b Identifying number of owner ▶ _____

5 If the eligible entity is owned by one or more affiliated corporations that file a consolidated return, provide the name and employer identification number of the parent corporation:

- a Name of parent corporation ▶ _____
- b Employer identification number ▶ _____

Entity Classification Election

Type or Print	Name of eligible entity making election Nuclobel Ireland Limited	Employer identification number 98-1084122
	Number, street, and room or suite no. If a P.O. box, see instructions. Universal House	
	City or town, state, and ZIP code. If a foreign address, enter city, province or state, postal code and country. Follow the country's practice for entering the postal code. Shannon, Co. Clare, Ireland	
▶ Check if: <input type="checkbox"/> Address change <input type="checkbox"/> Late classification relief sought under Revenue Procedure 2009-41 <input type="checkbox"/> Relief for a late change of entity classification election sought under Revenue Procedure 2010-32		

Part I Election Information

1 Type of election (see instructions):

- a Initial classification by a newly-formed entity. Skip lines 2a and 2b and go to line 3.
- b Change in current classification. Go to line 2a.

2a Has the eligible entity previously filed an entity election that had an effective date within the last 60 months?

- Yes. Go to line 2b.
- No. Skip line 2b and go to line 3.

2b Was the eligible entity's prior election an initial classification election by a newly formed entity that was effective on the date of formation?

- Yes. Go to line 3.
- No. Stop here. You generally are not currently eligible to make the election (see instructions).

3 Does the eligible entity have more than one owner?

- Yes. You can elect to be classified as a partnership or an association taxable as a corporation. Skip line 4 and go to line 5.
- No. You can elect to be classified as an association taxable as a corporation or to be disregarded as a separate entity. Go to line 4.

4 If the eligible entity has only one owner, provide the following information:

- a Name of owner ▶ _____
- b Identifying number of owner ▶ _____

5 If the eligible entity is owned by one or more affiliated corporations that file a consolidated return, provide the name and employer identification number of the parent corporation:

- a Name of parent corporation ▶ _____
- b Employer identification number ▶ _____

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES		STATEMENT 1
<u>SOURCE</u>	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
DIVIDENDS	\$ 14,939,815	13,224,991	0
INTEREST	<u>312,780</u>	<u>6,941,427</u>	<u>0</u>
TOTAL TO FORM 990-PF, PART I LINE 4	<u>\$ 15,252,595</u>	<u>\$ 20,166,418</u>	<u>\$ 0</u>

FORM 990-PF

LEGAL FEES

STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES - NON-INVESTMENT RELATED	39,407.	0.	0.	39,407.
LEGAL FEES - INVESTMENT RELATED	51,253.	51,253.	0.	0.
TO FM 990-PF, PG 1, LN 16A	90,660.	51,253.	0.	39,407.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AUDIT/TAX/CONSULTING SERVICES	56,021.	16,806.	0.	39,215.
TO FORM 990-PF, PG 1, LN 16B	56,021.	16,806.	0.	39,215.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADMINISTRATIVE CONSULTING	35,968.	2,050.	0.	33,918.
INVESTMENT CONSULTING	2,203,087.	2,203,087.	0.	0.
CUSTODIAN/INVESTMENT	2,474,445.	2,474,445.	0.	0.
TO FORM 990-PF, PG 1, LN 16C	4,713,500.	4,679,582.	0.	33,918.

FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	251,595.	14,341.	0.	237,254.
FOREIGN TAXES -				
PARTNERSHIP FLOWTHROUGH	0.	571,534.	0.	0.
FEDERAL EXCISE TAX	449,591.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 18	701,186.	585,875.	0.	237,254.

FORM 990-PF

OTHER EXPENSES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INSURANCE	484,876.	34,310.	0.	450,566.
EQUIPMENT & FURNITURE MAINTENANCE	126,026.	7,183.	0.	118,843.
OFFICE SUPPLIES	198,109.	11,292.	0.	186,817.
ADVERTISING	41,139.	0.	0.	41,139.
TELEPHONE & INTERNET SERVICES	353,940.	15,641.	0.	338,299.
POSTAGE & MESSENGER SERVICE	12,268.	699.	0.	11,569.
MISCELLANEOUS EXPENSES	73,934.	3,008.	0.	70,926.
ARTS PROGRAMS AND INITIATIVES	503,161.	0.	0.	503,161.
FLOWTHROUGH FROM PARTNERSHIPS	0.	8,026,006.	0.	0.
TO FORM 990-PF, PG 1, LN 23	1,793,453.	8,098,139.	0.	1,721,320.

FORM 990-PF	OTHER INCOME		STATEMENT 7
<u>DESCRIPTION</u>	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
COMMISSION REBATED	\$ 37	37	0
FOREIGN EXCHANGE GAIN (LOSS) FROM PARTNERSHIP	0	(201,258)	0
MISCELLANEOUS INCOME	706,714	19,176	0
REFUNDED GRANTS	128,520	0	0
PARTNERSHIP INCOME (LOSS)	<u>97,764</u>	<u>5,396,656</u>	<u>0</u>
TOTAL TO FORM 990-PF, PART I LINE 11	<u>\$ 933,035</u>	<u>\$ 5,214,611</u>	<u>\$ 0</u>

FORM 990-PF

CORPORATE STOCK

STATEMENT 8

<u>DESCRIPTION</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
DOMESTIC EQUITIES *	124,618,663.	182,617,245.
FOREIGN EQUITIES *	165,403,851.	254,910,735.
TOTAL TO FORM 990-PF, PART II, LINE 10B	290,022,514.	437,527,980.

*SEE STATEMENT 8A

The Heinz Endowment's Equities
At December 31, 2012

Description	Cost	Fair Market Value
ACADIA HEALTHCARE SEC ID:00404A109	67,447.98	70,050.00
ACTIVISION BLIZZARD INC SEC ID:00507V109	488,755.98	456,426.36
ADAGE CAPITAL PARTNERS LP SEC ID:999Z29534	37,500,000.00	55,300,466.00
ADVISORY BRD CO SEC ID:00762W107	44,366.37	145,049.00
AIR METHODS CORP COM SEC ID:009128307	93,242.88	132,876.00
ALBANY INTL CORP NEW CL A SEC ID:012348108	124,354.64	154,224.00
ALIGN TECHNOLOGY INC SEC ID:016255101	22,748.29	74,925.00
ALLEGIANT TRAVEL COMPANY SEC ID:01748X102	87,382.39	154,161.00
ALLOT COMMUNICATIONS LTD SEC ID:M0854Q105	77,976.34	83,754.00
AMARIN CORPORATION PLC SPONSORED ADR SEC ID:023111206	53,670.56	41,259.00
AMERICAN EQUITY INVT LIFE HLDG CO COM SEC ID:025676206	105,580.05	155,067.00
AMERICAN INTERNATIONAL GROUP INC SEC ID:026874784	1,239,721.55	1,274,330.00
AMERICAN PUBLIC EDUCATION INC SEC ID:02913V103	100,395.50	115,584.00
ANADARKO PETROLEUM CORP SEC ID:032511107	433,861.65	460,201.83
ANGIE'S LIST INC SEC ID:034754101	91,343.82	83,930.00
ANNIE'S, INC. SEC ID:03600T104	59,646.42	70,203.00
APACHE CORP SEC ID:037411105	453,050.73	620,150.00
APPLIED MATERIALS INC SEC ID:038222105	1,441,422.69	1,311,024.00
ARBITRON INC SEC ID:03875Q108	30,176.39	98,028.00
AVANIR PHARMACEUTICALS INC SEC ID:05348P401	63,123.53	34,015.80
BIO RAD LABS INC CL A SEC ID:090572207	22,513.98	63,030.00
BIO RAD LABS INC CL A SEC ID:090572207	752,278.66	778,735.65
BIOMARIN PHARMACEUTICAL INC SEC ID:09061G101	5,346.74	34,440.00
BOSTON BEER INC CL A SEC ID:100557107	105,500.56	134,450.00
BOTTOMLINE TECHNOLOGIES DEL INC SEC ID:101388106	115,706.04	232,232.00
BRIGGS & STRATTON CORP SEC ID:109043109	348,415.83	471,433.12
BRIGHTCOVE INC. SEC ID:10921T101	74,633.44	55,144.00
BROADSOFT INC SEC ID:11133B409	33,659.82	98,091.00
BROOKDALE SENIOR LIVING INC SEC ID:112463104	43,776.51	103,812.00
C S X CORP SEC ID:126408103	373,901.70	368,457.75
CARDTRONICS INC SEC ID:14161H108	91,297.02	135,318.00
CARMAX INC SEC ID:143130102	783,726.42	1,250,082.00
CARNIVAL CORP SEC ID:143658300	857,967.04	1,345,782.00
CATERPILLAR INC SEC ID:149123101	55,739.80	179,217.00
CELLEX THERAPEUTICS INC SEC ID:15117B103	30,556.50	34,892.00
CHEFS' WAREHOUSE HOLDINGS LLC SEC ID:163086101	75,400.54	72,726.00
CIGNA CORP SEC ID:125509109	582,393.81	726,681.78
CIT GROUP INC SEC ID:125581801	895,416.54	895,675.20
CITIGROUP INC SEC ID:172967424	760,521.00	825,538.08
CLEAN HARBORS INC SEC ID:184496107	195,061.49	258,547.00
COLUMBUS MCKINNON CORP N Y SEC ID:199333105	65,983.29	79,296.00
COMCAST CORP SPL CL A SEC ID:20030N200	647,933.72	1,034,496.00
COMMVault SYSTEMS INC SEC ID:204166102	27,357.87	139,324.80
COMPUTER PROGRAMS & SYS INC SEC ID:205306103	100,705.93	95,646.00
CORNING INC SEC ID:219350105	787,777.03	802,720.34
CORPORATE EXECUTIVE BRD CO COM SEC ID:21988R102	161,860.14	204,078.00
COSTAR GROUP INC SEC ID:22160N109	90,458.67	223,425.00
DEALERTRACK HOLDINGS INC SEC ID:242309102	131,723.60	183,808.00
DELPHI AUTOMOTIVE PLC SEC ID:G27823106	1,191,548.83	1,560,600.00
DE SHAW	10,000,000.00	10,069,984.00

DIGITAL GLOBE INC SEC ID:25389M877	100,100.06	146,640.00
DRESSER-RAND GROUP INC SEC ID:261608103	647,975.56	802,802.00
DRIL-QUIP INC SEC ID:262037104	51,105.43	94,965.00
DU PONT (E I) DE NEMOURS AND COMPANY SEC ID:263534109	338,827.29	338,688.11
DUFF & PHELPS CORPORATION CL A SEC ID:26433B107	87,842.80	98,406.00
E M C CORP MASS SEC ID:268648102	655,538.26	914,923.90
EATON CORP PLC SEC ID:G29183103	1,662,397.01	1,743,458.22
EBIX INC SEC ID:278715206	107,468.60	87,048.00
EMCOR GROUP INC SEC ID:29084Q100	62,972.38	124,596.00
ENDO PHARMACEUTICALS HLDGS INC SEC ID:29264F205	702,361.30	662,965.78
EXELIS INC SEC ID:30162A108	426,498.36	516,413.94
EXLSERVICE HOLDINGS INC SEC ID:302081104	110,524.77	156,350.00
FRANKLIN RES INC SEC ID:354613101	442,249.12	1,156,440.00
GENERAC HOLDINGS INC SEC ID:368736104	31,033.65	75,482.00
GENERAL COMMUNICATION INC CL A SEC ID:369385109	51,018.12	57,540.00
GENESEE & WYO INC CL A SEC ID:371559105	92,588.93	281,496.00
GLOBAL PMTS INC SEC ID:37940X102	50,307.76	149,490.00
GLOBUS MEDICAL, INC. SEC ID:379577208	64,800.00	56,646.00
GULFPORT ENERGY CORPORATION SEC ID:402635304	55,109.71	103,194.00
HAEMONETICS CORP MASS SEC ID:405024100	66,226.42	130,688.00
HALLIBURTON CO SEC ID:406216101	797,007.87	905,513.07
HEALTHCARE SERVICES GROUP INC SEC ID:421906108	58,762.64	133,572.50
HEARTLAND PAYMENT SYSTEMS INC SEC ID:42235N108	178,340.18	179,950.00
HEINZ H J CO SEC ID:423074103	489,677.09	17,304,000.00
HENRY (JACK) & ASSOCIATES INC SEC ID:426281101	105,044.58	231,634.00
HHR ASSET MANAGEMENT-TITAN PARTNERS LP SEC ID:999Z25144	26,310,544.00	35,703,580.00
HIBBETT SPORTS INC SEC ID:428567101	84,605.41	84,320.00
HITTITE MICROWAVE CORP SEC ID:43365Y104	91,537.10	130,326.00
HORNBECK OFFSHORE SVCS INC SEC ID:440543106	128,580.21	109,888.00
ILLINOIS TOOL WKS INC SEC ID:452308109	582,418.64	1,143,228.00
INCYTE CORPORATION SEC ID:45337C102	46,839.05	76,406.00
INFOBLOX, INC. SEC ID:45672H104	68,403.80	64,692.00
INFORMATICA CORP SEC ID:45666Q102	101,577.71	127,344.00
INTEL CORP SEC ID:458140100	1,231,579.23	1,344,424.00
INTEL CORP SEC ID:458140100	373,738.30	385,594.00
INTER PARFUMS INC SEC ID:458334109	49,471.09	73,948.00
IPC THE HOSPITALIST CO SEC ID:44984A105	117,285.39	162,811.00
J 2 GLOBAL, INC. SEC ID:48123V102	107,925.31	153,000.00
JOS A BANK CLOTHIERS INC SEC ID:480838101	94,726.38	106,450.00
JP MORGAN CHASE & CO SEC ID:46625H100	976,911.95	1,578,490.69
JP MORGAN CHASE & CO SEC ID:46625H100	1,013,201.77	1,330,373.06
KENNAMETAL INC SEC ID:489170100	71,965.74	124,000.00
KEY ENERGY SVCS INC SEC ID:492914106	127,757.98	85,485.00
MACY'S INC SEC ID:55616P104	1,091,043.66	1,341,780.74
MAGELLAN HEALTH SERVICES INC SEC ID:559079207	65,635.30	102,900.00
MARKETAXESS HLDGS INC SEC ID:57060D108	90,229.36	105,900.00
MATADOR RESOURCES COMPANY SEC ID:576485205	78,333.63	56,580.00
MATTRESS FIRM HOLDING CORP SEC ID:57722W106	110,692.67	90,761.00
MAXIMUS INC SEC ID:577933104	89,583.55	164,372.00
MCGRATH RENTCORP SEC ID:580589109	117,291.88	145,492.00
MEDTRONIC INC SEC ID:585055106	1,229,407.43	1,277,608.92
MERCK & CO INC SEC ID:58933Y105	599,684.29	718,947.34
METLIFE INC SEC ID:59156R108	925,852.04	928,282.14
MICROSOFT CORPORATION SEC ID:594918104	702,699.58	710,210.92
MOLSON COORS BREWING CO CL B SEC ID:60871R209	805,709.11	818,273.17
MONOTYPE IMAGING HOLDINGS INC SEC ID:61022P100	50,424.78	87,890.00
MONRO MUFFLER BRAKE INC SEC ID:610236101	119,008.22	195,440.56

MONTPELIER RE HOLDINGS LTD SEC ID:G62185106	229,059.68	285,750.00
NATIONAL AMERICAN UNIVERSITY HOLDINGS INC SEC ID:63245Q105	40,082.53	20,790.00
NATIONAL OILWELL VARCO INC. SEC ID:637071101	466,381.06	1,025,250.00
NBH HLDGS CORP CL A ACCD INV SEC ID:62875T207	108,000.00	108,000.00
NIC INC SEC ID:62914B100	97,834.31	145,426.00
OASIS PETROLEUM INC SEC ID:674215108	47,600.00	108,120.00
OCCIDENTAL PETROLEUM CORP SEC ID:674599105	1,001,643.35	888,752.61
OLD DOMINION FGHT LINE SEC ID:679580100	46,353.82	131,978.00
ON ASSIGNMENT INC SEC ID:682159108	98,064.39	243,360.00
ORACLE CORP SEC ID:68389X105	920,864.70	1,049,580.00
ORBITAL SCIENCES CORP SEC ID:685564106	100,979.95	86,751.00
P G & E CORP SEC ID:69331C108	909,321.93	879,741.10
PENN NATL GAMING INC SEC ID:707569109	888,555.51	1,507,677.00
PEPSICO INC SEC ID:713448108	263,484.22	256,954.65
PFIZER INC SEC ID:717081103	1,319,115.26	1,554,640.73
POLYONE CORP SEC ID:73179P106	158,379.11	171,528.00
PORTFOLIO RECOVERY ASSOCS INC SEC ID:73640Q105	105,175.13	149,604.00
POST HOLDINGS INC SEC ID:737446104	38,241.38	49,799.50
QLIK TECHNOLOGIES INC SEC ID:74733T105	143,967.26	152,040.00
QUALCOMM INC SEC ID:747525103	406,586.82	397,138.63
RBC BEARINGS INC SEC ID:75524B104	63,984.65	115,161.00
REALPAGE, INC. SEC ID:75606N109	86,247.49	94,908.00
RESOURCES CONNECTION INC SEC ID:76122Q105	130.58	155.09
ROCKWELL AUTOMATION INC SEC ID:773903109	526,743.64	618,166.40
SABA SOFTWARE INC SEC ID:784932600	62,934.85	53,314.00
SAFETY INSURANCE GROUP INC SEC ID:78648T100	70,913.39	101,574.00
SANCHEZ ENERGY CORP. SEC ID:79970Y105	80,256.63	72,000.00
SERVICENOW, INC. SEC ID:81762P102	41,036.76	54,054.00
SHUTTERSTOCK INC. SEC ID:825690100	65,783.73	75,400.00
SIRONA DENTAL SYSTEMS INC SEC ID:82966C103	49,826.70	135,366.00
SOLERA HOLDINGS INC SEC ID:83421A104	117,577.27	283,391.00
SOTHEBYS HOLDINGS INC CLASS A SEC ID:835898107	150,953.40	161,376.00
SPLUNK INC. SEC ID:848637104	78,207.66	87,060.00
SS&C TECHNOLOGIES HOLDINGS INC SEC ID:78467J100	130,496.49	161,630.00
STANDARD PARKING CORP SEC ID:853790103	72,336.42	96,756.00
STARWOOD HOTELS & RESORTS WORLDWIDE INC SEC ID:85590A401	530,332.37	1,359,432.00
SWIFT ENERGY CO SEC ID:870738101	188,229.02	92,340.00
TARGET CORP SEC ID:87612E106	657,456.78	769,328.34
TEAM HEALTH HOLDINGS INC SEC ID:87817A107	141,197.27	161,112.00
THE BOEING COMPANY SEC ID:097023105	860,514.82	1,311,264.00
THE PROCTER & GAMBLE COMPANY SEC ID:742718109	731,879.16	730,835.85
TIFFANY & CO NEW SEC ID:886547108	1,015,214.39	1,215,608.00
ULTIMATE SOFTWARE GROUP INC SEC ID:90385D107	49,488.32	302,112.00
UNITED NAT FOODS INC SEC ID:911163103	28,031.78	160,770.00
UNITED THERAPEUTICS CORP DEL SEC ID:91307C102	70,822.83	117,524.00
UTI WORLDWIDE INC ORD SEC ID:G87210103	121,895.40	112,560.00
VERA BRADLEY INC SEC ID:92335C106	162,927.40	125,500.00
VERIZON COMMUNICATIONS INC SEC ID:92343V104	1,004,869.66	1,124,414.22
VISA INC-CLASS A SHRS SEC ID:92826C839	631,387.71	1,303,588.00
VITAMIN SHOPPE INC SEC ID:92849E101	48,894.91	114,720.00
VOCERA COMMUNICATIONS INC. SEC ID:92857F107	99,046.73	110,440.00
VOLCANO CORPORATION SEC ID:928645100	42,646.48	75,552.00
VOLTERRA SEMICONDUCTOR CORP SEC ID:928708106	174,711.23	111,605.00
WABCO HOLDINGS INC-W/I SEC ID:92927K102	55,875.95	176,013.00
WAGeworks, INC. SEC ID:930427109	56,464.66	103,240.00
WATTS WATER TECHNOLOGIES INC SEC ID:942749102	87,784.12	116,073.00
WELLS FARGO & COMPANY SEC ID:949746101	1,545,110.91	1,794,450.00

WESCO INTL INC SEC ID:95082P105	104,452.27	168,575.00
WEX INC SEC ID:96208T104	54,077.79	271,332.00
WISDOMTREE INVESTMENTS INC SEC ID:97717P104	90,358.63	90,576.00
Total Equities	124,618,663.39	182,617,244.88

1607 CAPITAL INTERNATIONAL EQUITY FD, LP SEC ID:999Z98828	25,000,000.00	29,835,118.00
CONVEXITY CAPITAL OFFSHORE,L.P SEC ID:999R00426	26,003,851.27	44,600,327.00
FIRST STATE INVESTMENTS GLOBAL EMERGING MARKETS LEADERS FUND	30,000,000.00	45,678,586.00
I V A INTERNATIONAL FUND SEC ID:9L9990305	20,000,000.00	20,090,264.00
OVERLOOK PARTNERS FUND LP SEC ID:999Z46223	10,000,000.00	21,776,581.00
WESTWOOD GLOBAL INVESTMENTS EMERGING MARKETS SMALLER COMPANIES FUND, LLC :	20,000,000.00	21,682,523.00
DISCOVERY GLOBAL OPPORTUNITY FUND, LTD. SEC ID:9K9990547	20,000,000.00	20,417,178.00
SILCHESTER INTER INVESTORS INC SEC ID:9995AN795	14,400,000.00	50,830,158.00
Total Foreign Equities	165,403,851.27	254,910,735.00

Total Equities and Foreign Equities	290,022,514.66	437,527,979.88
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FORM 990-PF	CORPORATE BONDS	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE & FOREIGN BONDS	94,101,247.	116,368,413.
TOTAL TO FORM 990-PF, PART II, LINE 10C	94,101,247.	116,368,413.

FORM 990-PF	OTHER ASSETS	STATEMENT	10
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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
PROGRAM-RELATED INVESTMENT: PLH	1,762,257.	1,762,257.	1,762,257.
PROGRAM-RELATED INVESTMENT: SIFP	4,000,000.	4,000,000.	4,000,000.
SUBSIDIARY INVESTMENT: PLH	4,664,273.	3,677,187.	3,677,187.
MINERAL RIGHTS	1,437.	1,437.	1,437.
ARTWORK	889,838.	893,633.	893,633.
LTV/LAND	109,334.	109,334.	109,334.
ALTERNATIVE INVESTMENTS **	762,063,337.	772,475,843.	852,215,432.
INTRAFUND TRANSFERS	0.	250.	250.
TO FORM 990-PF, PART II, LINE 15	773,490,476.	782,919,941.	862,659,530.

**SEE STATEMENT 10A

**The Heinz Endowments
Alternative Investments**

<u>Description</u>	<u>Cost</u>	<u>Fair Market Value</u>
Abingworth Bioventures IV	2,411,180	1,524,270
Acon III	483,966	461,704
Adams Capital	3,000,000	198,055
Adams Capital III	13,931,745	5,745,358
Adams IV	2,460,000	2,636,094
Advent International	606,000	577,798
Alloy Ventures 2002 LP	5,625,248	2,305,904
Alloy Ventures, 2005	6,000,000	5,664,304
Almono	8,074,066	8,074,066
Axa Secondary Fd III	61,968	1,008,787
Bain Asia	844,654	859,470
Bain Capital	1,914,862	1,744,774
Bain Capital III Europe	6,940,954	6,521,879
Bain Capital IX	5,050,849	5,889,715
Bain Capital X	8,164,109	8,314,252
Blackstone Capital Partners IV L	8,942,264	6,343,584
Blackstone V	8,739,914	8,143,981
Centerbridge	4,655,821	5,645,644
Charlesbank Equity	1,811,533	2,143,043
Columbia Capital Equity Partners	2,292,537	3,256,010
Columbia Capital Equity Partners V	3,407,157	3,743,360
Dover	4,660,676	1,888,689
Dover VI	6,507,594	6,182,425
Dover VII	3,911,462	4,980,632
Dover VIII	425,000	793,143
Elevation Offshore	1,428,618	1,317,614
Foundation Capital IV	6,000,000	4,722,742
Foundation Capital V	5,222,845	3,355,510
Foundation VI	4,360,000	5,077,118
General Catalyst Group III	3,000,000	3,451,863
General Catalyst Group V	1,671,923	2,969,622
General Catalyst IV	2,476,225	2,676,329
General Catalyst V Supplemental	766,154	-
Graham Partners II	6,387,957	5,953,854
H.I.G. Bayside Debt & LBO	2,493,545	2,647,105
Harbourvest (Hancock) Direct Fund	3,932,503	58,847
Harbourvest (Hancock) Partners Fund	9,695,293	1,317,087
Hony Capital Fund Fund 2008	4,998,210	5,111,072
Hony Capital Fund V	772,287	674,412
Interwest	4,000,000	3,957,813
Interwest Partners X	2,750,000	2,762,432
J. P. Morgan Direct Corp Finance	872,904	178,519
J. P. Morgan Pooled Venture	4,334,383	1,057,527
J.P. Morgan Direct Venture	311,878	44,220
J.P. Morgan Pooled Corp Finance	4,165,092	2,131,549
J.W. Childs Equity Partners III	3,372,897	3,160,684
Khosla Seed B	320,000	284,408
Khosla Ventures III	1,828,629	2,816,673
Khosla Ventures IV, L.P.	976,407	1,133,579
Khosla Ventures Seed	437,896	554,881

Kodiak Venture Partners III	2,770,899	1,570,021
Level Equity Fund	959,680	888,319
Lexington Cap Part V	716,365	3,484,076
Linzor Capital Partners II, L.P.	2,252,831	2,042,735
Morningside China TMT Fund II, L.P.	1,914,496	2,952,905
MVP Fund II, L.P.	606,957	367,103
NGEN II	3,003,017	102,270
Pantheon	2,012,557	5,712,545
PEAK Capital	39,946	782
Permira IV	5,812,948	5,813,316
Polaris	4,975,000	3,492,233
Polaris V	5,160,000	4,942,720
Proquest IV	685,352	521,354
Rockport Capital III	1,768,606	1,006,506
Sevin Rosen Fund IX	3,000,000	1,469,279
Sterling	5,541,690	5,909,807
Sterling Capital Partners III	5,208,255	7,062,660
Sterling IV	433,865	599,444
Summit Europe	1,244,212	1,379,995
Summit Partner VIII	280,000	263,309
Summit Partners III	1,324,494	1,381,505
Summit Partners III	390,000	378,108
Summit Partners VII	5,746,757	5,677,127
TAX	4,109,772	3,377,692
Three Arch Part IV	2,513,826	1,430,406
Tucker Anthony II	5,906,089	2,631,730
Tucker Anthony Private Equity III	5,501,364	3,342,645
Westly Capital Partners Fund II	633,400	425,826
Absolute Return - Cambridge	510,464,260	631,926,613
Asian Century Quest		
Baupost Value Partners IV		
Brookside Capital (Bain)		
Canyon Value		
Coatue		
DK Institutional (Davidson)		
Freshford Capital		
HBK		
Highside Offshore		
Janchor Partners		
Kenisco Offshore Fund		
North Run Capital		
Octavian		
Owl Creek		
OZ Overseas Fund		
Shepard (Stark)		
Shunway (SCP)		
Tiger Global		
Valinor Management		
Viking Global		
York European Opportunities		

TOTAL ALTERNATIVE INVESTMENTS	772,475,843	852,215,432
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FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 11

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE	
			BEN PLAN CONTRIB	EXPENSE ACCOUNT
TERESA F. HEINZ 30 EQT TOWER, 625 LIBERTY AVE PITTSBURGH, PA 152223115	CHAIR 5.00	0.	0.	0.
JAMES M. WALTON 30 EQT TOWER, 625 LIBERTY AVE PITTSBURGH, PA 152223115	VICE CHAIR 5.00	30,000.	0.	0.
H. JOHN HEINZ IV 30 EQT TOWER, 625 LIBERTY AVE PITTSBURGH, PA 152223115	DIRECTOR 4.00	0.	0.	0.
SASHA HEINZ 30 EQT TOWER, 625 LIBERTY AVE PITTSBURGH, PA 152223115	DIRECTOR 4.00	0.	0.	0.
SHIRLEY MALCOM 30 EQT TOWER, 625 LIBERTY AVE PITTSBURGH, PA 152223115	DIRECTOR 4.00	20,000.	0.	0.
CAROL BROWN 30 EQT TOWER, 625 LIBERTY AVE PITTSBURGH, PA 152223115	DIRECTOR 4.00	20,000.	0.	0.

THE HEINZ ENDOWMENTS

25-1721100

JUDITH M. DAVENPORT 30 EQT TOWER, 625 LIBERTY AVE PITTSBURGH, PA 152223115	DIRECTOR 4.00	20,000.	0.	0.
CHRISTOPHER HEINZ 30 EQT TOWER, 625 LIBERTY AVE PITTSBURGH, PA 152223115	DIRECTOR 5.00	0.	0.	0.
JACK E. KIME 30 EQT TOWER, 625 LIBERTY AVE PITTSBURGH, PA 152223115	VICE PRESIDENT FINANCE/ADM 40.00 +	(A) 365,494.	96,625.	0.
FRANCO HARRIS 30 EQT TOWER, 625 LIBERTY AVE PITTSBURGH, PA 152223115	DIRECTOR 4.00	20,000.	0.	0.
ANDRE T. HEINZ 30 EQT TOWER, 625 LIBERTY AVE PITTSBURGH, PA 152223115	DIRECTOR 5.00	0.	0.	0.
WENDY MACKENZIE 30 EQT TOWER, 625 LIBERTY AVE PITTSBURGH, PA 152223115	DIRECTOR 4.00	20,000.	0.	0.
DAMON AHERNE 30 EQT TOWER, 625 LIBERTY AVE PITTSBURGH, PA 152223115	DIRECTOR 4.00	20,000.	0.	0.
ROBERT VAGT 30 EQT TOWER, 625 LIBERTY AVE PITTSBURGH, PA 152223115	PRESIDENT 40.00 +	(B) 477,167.	60,914.	0.
JAMES ROHR 30 EQT TOWER, 625 LIBERTY AVE PITTSBURGH, PA 152223115	DIRECTOR 5.00	20,000.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		1,012,661.	157,539.	0.

(A) MR. KIME'S COMPENSATION INCLUDES \$19,520 ACCRUED DEFERRED RETIREMENT PAYMENT AND \$26,412 OF DEFERRED COMPENSATION CONTRIBUTIONS.

(B) MR. VAGT'S COMPENSATION INCLUDES \$7,719 ACCRUED DEFERRED RETIREMENT PAYMENT AND \$17,490 OF DEFERRED COMPENSATION CONTRIBUTIONS.

Schedule of Appropriations and Payments, by Program Area

Fiscal Year 2012

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Arts & Culture Alia Musica Pittsburgh 5 Clarendon Place Pittsburgh, PA 15206 support of Alia Musica's 2013 spring concert (April 2013)	501(c)(3)-509(a)(1)	\$0.00	\$9,820.00	\$0.00	\$9,820.00	\$0.00
\$9,820.00 2012						
Alia Musica Pittsburgh 5 Clarendon Place Pittsburgh, PA 15206 to support the Guitar Society of Fine Art's spring 2013 concert performance of Concierto de Aranjuez for Guitar & Orchestra	501(c)(3)-509(a)(1)	\$0.00	\$5,000.00	\$0.00	\$5,000.00	\$0.00
\$5,000.00 2012						
Alumni Theater Company 911 S. Braddock Ave. Pittsburgh, PA 15221 support for the 2012/13 and 2013/14 seasons	501(c)(3)	\$0.00	\$40,000.00	\$0.00	\$0.00	\$40,000.00
\$40,000.00 2012						
Artists Image Resource, Inc. 518 Foreland Street 2nd Floor Pittsburgh, PA 15212 for operating support for two years	501(c)(3)-509(a)(2)	\$20,000.00	\$0.00	\$0.00	\$20,000.00	\$0.00
\$40,000.00 2010						
Artists Image Resource, Inc. 518 Foreland Street 2nd Floor Pittsburgh, PA 15212 for three year operating support (2013-2015)	501(c)(3)-509(a)(2)	\$0.00	\$60,000.00	\$0.00	\$0.00	\$60,000.00
\$60,000.00 2012						

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Artists Upstairs P.O. Box 22133 Pittsburgh, PA 15222 for Sites of Passage (Fall 2013 at the Mattress Factory and Pittsburgh Filmmakers) \$17,000.00 2012	501(c)(3)-509(a)(1)	\$0.00	\$17,000.00	\$0.00	\$17,000.00	\$0.00
Attack Theatre Incorporated 2425 Liberty Avenue Pittsburgh, PA 15222 for three-year operating support \$111,450.00 2010	501(c)(3)	\$38,250.00	\$0.00	\$0.00	\$38,250.00	\$0.00
Attack Theatre Incorporated 2425 Liberty Avenue Pittsburgh, PA 15222 to support the implementation of new staffing and facilities plan \$45,500.00 2012	501(c)(3)	\$0.00	\$45,500.00	\$0.00	\$45,500.00	\$0.00
August Wilson Center For African American Culture 980 Liberty Avenue Pittsburgh, PA 15222 for general operating support (2010/11-2011/12) \$500,000.00 2011	501(c)(3)	\$250,000.00	\$0.00	\$0.00	\$250,000.00	\$0.00
August Wilson Center For African American Culture 980 Liberty Avenue Pittsburgh, PA 15222 for operating support for 2012/13 \$300,000.00 2012	501(c)(3)	\$0.00	\$300,000.00	\$0.00	\$0.00	\$300,000.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Bach Choir Of Pittsburgh Inc 1108 South Braddock Avenue Suite A Pittsburgh, PA 15218 <i>to support the 2012/13 season</i> \$19,000.00 2012	501(c)(3)	\$0.00	\$19,000.00	\$0.00	\$19,000.00	\$0.00
Balmoral School Of Highland Piping 1414 Pennsylvania Avenue Pittsburgh, PA 15233-1419 <i>to support OvreAris' performance of The Alkonost and Infinity"</i> \$5,000.00 2012	501(c)(3)	\$0.00	\$5,000.00	\$0.00	\$5,000.00	\$0.00
Bethany House Academy 1500 Chicago Street Pittsburgh, PA 15214 <i>for the development and implementation of an African- centered after-school arts program serving 30 children and youth in the Northview Heights community</i> \$75,000.00 2010	501(c)(3)	\$37,500.00	\$0.00	\$0.00	\$37,500.00	\$0.00
Bodigraphy Contemporary Ballet Co. 5824 Forbes Avenue Suite 8 Pittsburgh, PA 15217 <i>CANCELLED \$5,000.00 on 1/30/12 - to support OvreAris' project "The Alkonost; and Infinity" (June 8-9, 2012 at the Byham Theater)</i> \$0.00 2011	501(c)(3)-509(a)(2)	\$0.00	\$0.00	(\$5,000.00)	(\$5,000.00)	\$0.00
Bodigraphy Contemporary Ballet Co. 5824 Forbes Avenue Suite 8 Pittsburgh, PA 15217 <i>to support the production of "Whispers of Light: From the Voices of Children" at the Byham Theater (February 22-23, 2013)</i> \$10,000.00 2012	501(c)(3)-509(a)(2)	\$0.00	\$10,000.00	\$0.00	\$10,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Braddock Carnegie Library Association 419 Library Street Braddock, PA 15104 <i>for the operation of the Braddock Carnegie Arts Programs through the summer of 2013</i> \$33,000.00 2012	501(c)(3)-509(a)(1)	\$0.00	\$33,000.00	\$0.00	\$33,000.00	\$0.00
Brew House Association 2100 Mary Street Pittsburgh, PA 15203 <i>to support the 2012/13 Distillery Program</i> \$7,000.00 2012	501(c)(3)-509(a)(1)	\$0.00	\$7,000.00	\$0.00	\$7,000.00	\$0.00
Bricolage P.O. Box 42336 Pittsburgh, PA 15203 <i>for operating support for two years</i> \$40,000.00 2010	501(c)(3)-509(a)(2)	\$20,000.00	\$0.00	\$0.00	\$20,000.00	\$0.00
Bulgarian-Macedonian National Educational and Cultural Center, Inc. 449-451 West Eighth Avenue West Homestead, PA 15120 <i>to support national premier of NA MEGDANA (November 2013)</i> \$5,000.00 2012	501(c)(3)-509(a)(1)	\$0.00	\$5,000.00	\$0.00	\$5,000.00	\$0.00
Calliope House Inc 6300 Fifth Avenue 3rd Floor Pittsburgh, PA 15232 <i>to support the "Roots" series and create a new ticketing system</i> \$25,000.00 2012	501(c)(3)	\$0.00	\$25,000.00	\$0.00	\$25,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Carnegie Institute 4400 Forbes Avenue Pittsburgh, PA 15213 <i>for operating support for the Arts Education Collaborative for two years</i> \$700,000.00 2011	501(c)(3)-509(a)(1)	\$350,000.00	\$0.00	\$0.00	\$350,000.00	\$0.00
Carnegie Institute Museum of Art 4400 Forbes Avenue Pittsburgh, PA 15213 <i>for three-year operating support for the Museum of Art (2012- 2014)</i> \$765,000.00 2012	501(c)(3)-509(a)(1)	\$0.00	\$765,000.00	\$0.00	\$248,000.00	\$517,000.00
Carnegie Mellon University 5000 Forbes Avenue Pittsburgh, PA 15213-3890 <i>to support educational workshops and music technology classes for underserved teens in Pittsburgh</i> \$22,979.00 2012	501(c)(3)	\$0.00	\$22,979.00	\$0.00	\$22,979.00	\$0.00
Carnegie Mellon University Miller Gallery Purnell Center for the Arts 5000 Forbes Avenue Pittsburgh, PA 15213 <i>to support the new exhibition, "Imperfect Health: the Medicalization of Architecture" at the Miller Gallery (September 2012-April 2013)</i> \$40,000.00 2012	501(c)(3)	\$0.00	\$40,000.00	\$0.00	\$40,000.00	\$0.00
Cave Canem Foundation Inc 20 Jay Street Suite 310-A Brooklyn, NY 11201-8301 <i>to support a retreat for emerging African American poets and associated public readings at the University of Pittsburgh's Greensburg Campus from June 17-24, 2012</i> \$20,000.00 2012	501(c)(3)	\$0.00	\$20,000.00	\$0.00	\$20,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Center Of Life 161 Hazelwood Avenue Pittsburgh, PA 15207 <i>for support of the core programming of the K.R.U.N.K. Movement</i> \$50,000.00 2011	501(c)(3)	\$25,000.00	\$0.00	\$0.00	\$25,000.00	\$0.00
Center Of Life 161 Hazelwood Avenue Pittsburgh, PA 15207 <i>to support the Center of Life Jazz Band performance at the Monterey Next Generation Jazz Festival in March 2012</i> \$12,000.00 2012	501(c)(3)	\$0.00	\$12,000.00	\$0.00	\$12,000.00	\$0.00
Chatham Baroque Inc. The Ice House #201 100 43rd Street Pittsburgh, PA 15201 <i>for three-year operating support (2012-2014)</i> \$84,000.00 2012	501(c)(3)-509(a)(1)	\$0.00	\$84,000.00	\$0.00	\$27,000.00	\$57,000.00
The Childrens Festival Chorus Inc 401 Wood Street Suite 810 Pittsburgh, PA 15222 <i>for three-year operating support (2009/10 to 2011/12)</i> \$75,000.00 2009	501(c)(3)	\$25,000.00	\$0.00	\$0.00	\$25,000.00	\$0.00
The Childrens Festival Chorus Inc 401 Wood Street Suite 810 Pittsburgh, PA 15222 <i>to support a multi-year strategic plan plus operating support for one year</i> \$44,000.00 2012	501(c)(3)	\$0.00	\$44,000.00	\$0.00	\$44,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Childrens Museum Of Pittsburgh 10 Children's Way Pittsburgh, PA 15212 <i>for three-year operating support (2011-2013)</i> \$222,000.00 2010	501(c)(3)	\$148,000.00	\$0.00	\$0.00	\$74,000.00	\$74,000.00
Childrens Museum Of Pittsburgh 10 Children's Way Pittsburgh, PA 15212 <i>to study potential reuses of the historic Allegheny Carnegie Library building</i> \$50,000.00 2012	501(c)(3)	\$0.00	\$50,000.00	\$0.00	\$50,000.00	\$0.00
Childrens Museum Of Pittsburgh 10 Children's Way Pittsburgh, PA 15212 <i>for the creation of an educational hub in the vacant Carnegie Library building at Allegheny Center</i> \$2,000,000.00 2012	501(c)(3)	\$0.00	\$2,000,000.00	\$0.00	\$0.00	\$2,000,000.00
City of Asylum Pittsburgh 330 Sampsonia Way Pittsburgh, PA 15212 <i>for capital and startup support for the new Literary Center project</i> \$400,000.00 2010	501(c)(3)-509(e)(1)	\$400,000.00	\$0.00	\$0.00	\$0.00	\$400,000.00
City of Asylum Pittsburgh 330 Sampsonia Way Pittsburgh, PA 15212 <i>to support Cyberpunk Apocalypse's ten-part Writers' Series (August 1, 2012-July 31, 2013)</i> \$7,810.00 2012	501(c)(3)-509(e)(1)	\$0.00	\$7,810.00	\$0.00	\$7,810.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Citizens For The Arts In Pennsylvania 100 N. Cameron Street Second Floor Harrisburg, PA 17101 <i>to create a statewide arts and culture coalition</i> \$10,000.00 2012	501(c)(3)	\$0.00	\$10,000.00	\$0.00	\$10,000.00	\$0.00
City Theatre Company Inc. 1300 Bingham Street Pittsburgh, PA 15203 <i>for two-year operating support (2011-2012)</i> \$174,000.00 2010	501(c)(3)-509(a)(1)	\$87,000.00	\$0.00	\$0.00	\$87,000.00	\$0.00
City Theatre Company Inc. 1300 Bingham Street Pittsburgh, PA 15203 <i>to retire debt and provide working capital</i> \$630,000.00 2012	501(c)(3)-509(a)(1)	\$0.00	\$630,000.00	\$0.00	\$630,000.00	\$0.00
City Theatre Company Inc. 1300 Bingham Street Pittsburgh, PA 15203 <i>for two year operating support (2013-2015)</i> \$180,000.00 2012	501(c)(3)-509(a)(1)	\$0.00	\$180,000.00	\$0.00	\$90,000.00	\$90,000.00
Civic Light Opera Association 719 Liberty Avenue Pittsburgh, PA 15222-3504 <i>for three year operating support (2012-2014)</i> \$503,300.00 2011	501(c)(3)-509(a)(2)	\$503,300.00	\$0.00	\$0.00	\$161,200.00	\$342,100.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Communities in Schools of Pittsburgh-Allegheny County, Inc. 6435 Frankstown Avenue 2nd Floor Pittsburgh, PA 15206 for the Hip Hop On L.O.C.K. program \$107,500.00 2010	501(c)(3)-509(a)(1)	\$50,000.00	\$0.00	\$0.00	\$50,000.00	\$0.00
Community Theater Project Corporation Kelly-Strayhorn Theater 5941 Penn Avenue Pittsburgh, PA 15206 for three-year operating support (2012-2014) and the merger with Pittsburgh Dance Alloy \$600,000.00 2011	501(c)(3)	\$400,000.00	\$0.00	\$0.00	\$200,000.00	\$200,000.00
Community Theater Project Corporation Kelly-Strayhorn Theater 5941 Penn Avenue Pittsburgh, PA 15206 to support the 2012 new Moves Dance Festival on May 10-11, 2012 \$10,000.00 2012	501(c)(3)	\$0.00	\$10,000.00	\$0.00	\$10,000.00	\$0.00
Community Theater Project Corporation Kelly-Strayhorn Theater 5941 Penn Avenue Pittsburgh, PA 15206 to support the Stoycee Pearl Dance Project, "ON BEING" at the Kelly-Strayhorn Theater (February 2013) \$14,000.00 2012	501(c)(3)	\$0.00	\$14,000.00	\$0.00	\$14,000.00	\$0.00
Community Theater Project Corporation Kelly-Strayhorn Theater 5941 Penn Avenue Pittsburgh, PA 15206 to support a production by the Murphy/Smith Dance Collective incorporating the subject of hearing loss \$6,380.00 2012	501(c)(3)	\$0.00	\$6,380.00	\$0.00	\$6,380.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Community Theater Project Corporation Kelly-Strayhorn Theater 5941 Penn Avenue Pittsburgh, PA 15206 <i>to provide operating and stabilization support for the Visionary Dance Academy</i> \$50,000.00 2012	501(c)(3)	\$0.00	\$50,000.00	\$0.00	\$50,000.00	\$0.00
Construction Junction Inc 214 North Lexington Avenue Pittsburgh, PA 15208 <i>to support the Pillow Project's 2012 season (July-December)</i> \$15,000.00 2012	501(c)(3)	\$0.00	\$15,000.00	\$0.00	\$15,000.00	\$0.00
Corning Dances and Company 314 South Evaline Street Pittsburgh, PA 15224 <i>to support the creation of What Remains at the New Hazlett Theatre in June 2013</i> \$20,000.00 2012	501(c)(3)-509(a)(1)	\$0.00	\$20,000.00	\$0.00	\$20,000.00	\$0.00
Dreams of Hope P.O. Box 4912 Pittsburgh, PA 15206 <i>to support both capacity-building goals and performance and camp programs</i> \$40,000.00 2011	501(c)(3)-509(a)(1)	\$20,000.00	\$0.00	\$0.00	\$20,000.00	\$0.00
Education Policy And Leadership Center 800 North Third Street Suite 408 Harrisburg, PA 17102 <i>to support year two of the center's Arts and Education Initiative</i> \$100,000.00 2012	501(c)(3)	\$0.00	\$100,000.00	\$0.00	\$0.00	\$100,000.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Family Resources 141 S. Highland Avenue Stevenson Building Pittsburgh, PA 15206 to provide high-quality arts instruction to three communities served by the Beverly Jewel Wall Lovelace program \$74,900.00 2010	501(c)(3)-509(a)(1)	\$37,450.00	\$0.00	\$0.00	\$37,450.00	\$0.00
Fiberarts Guild of Pittsburgh P.O. Box 5478 Pittsburgh, PA 15206-0478 to support the 2013 Fiberarts International (April 19-August 18 at Pittsburgh Center for the Arts and Society for Contemporary Craft) \$17,000.00 2012	501(c)(3)-509(a)(2)	\$0.00	\$17,000.00	\$0.00	\$17,000.00	\$0.00
Friends of Flight 93 National Memorial P.O. Box 911 Shanksville, PA 15560 for the continuation of the Flight 93 National Memorial Oral History and Documentation Project begun in 2005 \$225,000.00 2011	501(c)(3)-509(a)(1)	\$150,000.00	\$0.00	\$0.00	\$75,000.00	\$75,000.00
Friends Of Via P.O. Box 82556 Pittsburgh, PA 15218 to support <i>Muzicka in America: Cultural Folkways Bridging Communities</i> \$7,500.00 2012	501(c)(3)	\$0.00	\$7,500.00	\$0.00	\$7,500.00	\$0.00
Gateway To The Arts Inc 6101 Penn Avenue Suite 301 Pittsburgh, PA 15206 for operating support for 2011-13 \$210,000.00 2011	501(c)(3)	\$142,000.00	\$0.00	\$0.00	\$70,000.00	\$72,000.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Gateway To The Arts Inc 6101 Penn Avenue Suite 301 Pittsburgh, PA 15206 <i>to support costs related to convening a working group to study the role that transformative artists can play in distressed communities and conclude its management of the CRAE program</i> \$95,000.00 2012	501(c)(3)	\$0.00	\$95,000.00	\$0.00	\$95,000.00	\$0.00
Grantmakers In The Arts 4055 21st Avenue West Suite 100 Seattle, WA 98199 <i>for the Racial Equity Thought Leader Forum</i> \$25,000.00 2012	501(c)(3)	\$0.00	\$25,000.00	\$0.00	\$25,000.00	\$0.00
Grantmakers In The Arts 4055 21st Avenue West Suite 100 Seattle, WA 98199 <i>for 2012 operating support</i> \$25,000.00 2012	501(c)(3)	\$0.00	\$25,000.00	\$0.00	\$25,000.00	\$0.00
The Grantmakers Of Western Pennsylv Vania 650 Smithfield Street Suite 210 Pittsburgh, PA 15222 <i>to support cultural activities as part of the Regional Association of Grantmakers conference in Pittsburgh in July 2012</i> \$2,500.00 2012	501(c)(3)	\$0.00	\$2,500.00	\$0.00	\$2,500.00	\$0.00
Greater Pittsburgh Arts Council 810 Penn Avenue Suite 200 Pittsburgh, PA 15222 <i>for two-year general operating support for 2012/13 and 2013/14</i> \$950,000.00 2012	501(c)(3)	\$0.00	\$950,000.00	\$0.00	\$500,000.00	\$450,000.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Greater Pittsburgh Arts Council 810 Penn Avenue Suite 200 Pittsburgh, PA 15222 <i>for two years of operating support for the Office of Public Art</i> \$325,000.00 2012	501(c)(3)	\$0.00	\$325,000.00	\$0.00	\$162,500.00	\$162,500.00
Greater Pittsburgh Arts Council 810 Penn Avenue Suite 200 Pittsburgh, PA 15222 <i>to support the 2013 Americans for the Arts Annual Convention in Pittsburgh</i> \$100,000.00 2012	501(c)(3)	\$0.00	\$100,000.00	\$0.00	\$0.00	\$100,000.00
Greater Pittsburgh Arts Council 810 Penn Avenue Suite 200 Pittsburgh, PA 15222 <i>to support the relocation and installation costs of Glenn Kaine's sculpture "Arch" to the Pittsburgh International Airport</i> \$60,000.00 2012	501(c)(3)	\$0.00	\$60,000.00	\$0.00	\$60,000.00	\$0.00
Greater Pittsburgh Convention And Visitors Bureau Education 120 Fifth Avenue Fifth Avenue Place, Suite 2800 Pittsburgh, PA 15222 <i>to support an online press room</i> \$100,000.00 2012	501(c)(3)	\$0.00	\$100,000.00	\$0.00	\$100,000.00	\$0.00
Hill Community Development Corporation 2015 Centre Avenue 2nd Floor Pittsburgh, PA 15219 <i>for support for financial audit</i> \$12,000.00 2011	501(c)(3)-509(a)(1)	\$12,000.00	\$0.00	\$0.00	\$12,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Hill House Association 1835 Centre Avenue Pittsburgh, PA 15219 <i>for the production of "The Glean in Teenie's Eye" by History's Flipside (early September 2012 at the Hill House Association)</i> \$18,490.00 2012	501(c)(3)	\$0.00	\$18,490.00	\$0.00	\$18,490.00	\$0.00
Historical Society of Western Pennsylvania 1212 Smallman Street Pittsburgh, PA 15222 <i>for three-year operating support (2011-2013)</i> \$270,000.00 2010	501(c)(3)-509(a)(1)	\$180,000.00	\$0.00	\$0.00	\$180,000.00	\$0.00
Historical Society of Western Pennsylvania 1212 Smallman Street Pittsburgh, PA 15222 <i>for additional two-year operating support (2012-2013)</i> \$420,000.00 2011	501(c)(3)-509(a)(1)	\$420,000.00	\$0.00	\$0.00	\$420,000.00	\$0.00
Jazz Workshop Inc c/o The Carnegie Library - Homewood 7101 Hamilton Avenue Pittsburgh, PA 15208 <i>to support the Saturday Jazz Education program held at the Carnegie Library in Homewood</i> \$15,000.00 2012	501(c)(3)	\$0.00	\$15,000.00	\$0.00	\$15,000.00	\$0.00
Jewish Federation of Greater Pittsburgh 234 McKee Place Pittsburgh, PA 15213-3999 <i>for two year operating support for the Pittsburgh Jewish Film Forum</i> \$40,000.00 2010	501(c)(3)-509(a)(1)	\$20,000.00	\$0.00	\$0.00	\$20,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Jewish Federation of Greater Pittsburgh 234 McKee Place Pittsburgh, PA 15213-3999 <i>for 2013 general operating support for the Jewish Film Forum</i>	501(c)(3)-509(a)(1)	\$0.00	\$20,000.00	\$0.00	\$20,000.00	\$0.00
\$20,000.00 2012						
Jewish Federation of Greater Pittsburgh 234 McKee Place Pittsburgh, PA 15213-3999 <i>to support the Pittsburgh Jewish Music Festival's "The Dybbuk" at the New Hazlett Theater (April 25 and 28, 2013)</i>	501(c)(3)-509(a)(1)	\$0.00	\$15,000.00	\$0.00	\$0.00	\$15,000.00
\$15,000.00 2012						
Kente Arts Alliance 1212 Manhattan Street Pittsburgh, PA 15233 <i>to support the second installment of the upcoming Jazz ROYalty Series (September 15, 2012)</i>	501(c)(3)-509(a)(1)	\$0.00	\$15,000.00	\$0.00	\$15,000.00	\$0.00
\$15,000.00 2012						
The Legacy Arts Project Inc c/o Sankofa Village for the Arts 201 N. Braddock Avenue Pittsburgh, PA 15208 <i>to support the Sankofa Village of the Arts project for a day/long youth instruction program</i>	501(c)(3)	\$0.00	\$20,000.00	\$0.00	\$20,000.00	\$0.00
\$20,000.00 2012						
The Mattress Factory 500 Sampsonia Way Pittsburgh, PA 15212 <i>for three-year operating support (2011-2013)</i>	501(c)(3)	\$148,000.00	\$0.00	\$0.00	\$148,000.00	\$0.00
\$222,000.00 2010						

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
The Mattress Factory 500 Sampsonia Way Pittsburgh, PA 15212 <i>to support A Matter of Convenience exhibition at Future Tenant (September 14-October 19, 2012)</i> \$5,600.00 2012	501(c)(3)	\$0.00	\$5,600.00	\$0.00	\$5,600.00	\$0.00
The Mattress Factory 500 Sampsonia Way Pittsburgh, PA 15212 <i>to support the Pittsburgh edition of Next Level Projects</i> \$15,000.00 2012	501(c)(3)	\$0.00	\$15,000.00	\$0.00	\$15,000.00	\$0.00
Mendelssohn Choir Of Pittsburgh 600 Penn Avenue Heinz Hall Pittsburgh, PA 15222 <i>for three year operating support (2013-2015)</i> \$75,000.00 2012	501(c)(3)	\$0.00	\$75,000.00	\$0.00	\$0.00	\$75,000.00
Microscopic Opera Company 1104 Farragut Street Pittsburgh, PA 15206 <i>to support the production Riders + Lizbeth (September 2012) at the Pittsburgh Opera building</i> \$17,000.00 2012	501(c)(3)-509(a)(1)	\$0.00	\$17,000.00	\$0.00	\$17,000.00	\$0.00
Mid Atlantic Arts Foundation 201 North Charles Street Suite 401 Baltimore, MD 21201 <i>to support Pennsylvania Performing Arts on Tour (2011/12 through 2012/13)</i> \$500,000.00 2011	501(c)(3)-509(a)(1)	\$250,000.00	\$0.00	\$0.00	\$250,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Mon Valley Media NO LONGER IN BUSINESS? 604 Greer Street Pittsburgh, PA 15217 <i>REFUND of \$4,650 on 12/5/12 - for post-production costs for the film "Lost in the Hype: African Americans in a Super Sports Town"</i> \$0.00 2010	501(c)(3)-509(a)(1)	\$0.00	\$0.00	(\$4,650.00)	(\$4,650.00)	\$0.00
Nego Gato Inc. 100 43rd Street Pittsburgh, PA 15201 <i>to support the annual performance and symposium of African and Brazilian Folk Arts (October 18-22, 2012)</i> \$15,000.00 2012	501(c)(3)-509(a)(1)	\$0.00	\$15,000.00	\$0.00	\$15,000.00	\$0.00
Wireless Neighborhoods 5429 Penn Avenue Pittsburgh, PA 15206 <i>to develop the Creative Cultures curriculum</i> \$10,000.00 2012	501(c)(3)	\$0.00	\$10,000.00	\$0.00	\$10,000.00	\$0.00
New Hazlett Center for the Performing Arts 6 Allegheny Square Pittsburgh, PA 15212-5350 <i>for three-year operating support</i> \$164,725.00 2010	501(c)(3)-509(a)(1)	\$57,100.00	\$0.00	\$0.00	\$57,100.00	\$0.00
New Hazlett Center for the Performing Arts 6 Allegheny Square Pittsburgh, PA 15212-5350 <i>for three-year operating support (2012-2014)</i> \$189,000.00 2012	501(c)(3)-509(a)(1)	\$0.00	\$189,000.00	\$0.00	\$63,000.00	\$126,000.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
New Hazlett Center for the Performing Arts 6 Allegheny Square Pittsburgh, PA 15212-5350 to support <i>Carnivale Theatrics and Front Porch Theatricals'</i> <i>production of Next to Normal (June 21-July 1, 2012 at the New</i> <i>Hazlett Theater)</i> \$8,000.00 2012	501(c)(3)-509(a)(1)	\$0.00	\$8,000.00	\$0.00	\$8,000.00	\$0.00
New Hazlett Center for the Performing Arts 6 Allegheny Square Pittsburgh, PA 15212-5350 to support production costs for <i>Texture Contemporary Ballet's</i> <i>2013 summer show (July 18-21, 2013) at the New Hazlett</i> <i>Theater</i> \$18,000.00 2012	501(c)(3)-509(a)(1)	\$0.00	\$18,000.00	\$0.00	\$18,000.00	\$0.00
New Horizon Theater, Inc. P. O. Box 40102 Pittsburgh, PA 15201 to support the production of <i>"Black Pearl Sings!" (February 7-</i> <i>17, 2013) at the Grey Box Theater</i> \$15,000.00 2012	501(c)(3)-509(a)(1)	\$0.00	\$15,000.00	\$0.00	\$15,000.00	\$0.00
Off the Wall Productions 147 North Main Street Washington, PA 15301 to support the production of <i>"The Other Place" in October</i> 2012 \$17,000.00 2012	501(c)(3)-509(a)(2)	\$0.00	\$17,000.00	\$0.00	\$17,000.00	\$0.00
Partnership for Minority HIV-AIDS Prevention 6545 Hamilton Avenue Studio #2 Pittsburgh, PA 15206 to support the 2012 <i>Senibene Film & Art Festival (November 9-</i> <i>11, 2012)</i> \$9,000.00 2012	501(c)(3)-509(a)(1)	\$0.00	\$9,000.00	\$0.00	\$9,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Pew Charitable Trusts 2005 Market Street Suite 1700 Philadelphia, PA 19103 <i>to support the Cultural Data Project for three years</i> \$345,000.00 2012	501(c)(3)	\$0.00	\$345,000.00	\$0.00	\$115,000.00	\$230,000.00
Pittsburgh Arts & Lectures Inc 301 South Craig Street Suite 200 Pittsburgh, PA 15213 <i>to support the Pittsburgh Arts & Lectures Literary Evening</i> <i>February 4, 2013, with Rebecca Skloot & David Lacks</i> \$15,000.00 2012	501(c)(3)	\$0.00	\$15,000.00	\$0.00	\$15,000.00	\$0.00
Pittsburgh Ballet Theatre, Inc. 2900 Liberty Avenue Pittsburgh, PA 15201 <i>for operating support (2011-2012)</i> \$420,000.00 2010	501(c)(3)-509(a)(1)	\$210,000.00	\$0.00	\$0.00	\$210,000.00	\$0.00
Pittsburgh Ballet Theatre, Inc. 2900 Liberty Avenue Pittsburgh, PA 15201 <i>for three-year operating support (2013-2015)</i> \$630,000.00 2012	501(c)(3)-509(a)(1)	\$0.00	\$630,000.00	\$0.00	\$0.00	\$630,000.00
Pittsburgh Board of Public Education 341 South Bellefield Avenue Pittsburgh, PA 15213 <i>for support of the Culturally Responsive Arts and Education</i> <i>(CRAE) Program</i> \$500,000.00 2008	Government Entity	\$175,000.00	\$0.00	\$0.00	\$175,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Pittsburgh Board of Public Education 341 South Bellefield Avenue Pittsburgh, PA 15213 <i>to support teacher/coach positions in arts education for 2010/11 through 2012/13</i> \$345,000.00 2010	Government Entity	\$115,000.00	\$0.00	\$0.00	\$115,000.00	\$0.00
The Pittsburgh Camerata P.O. Box 81546 Pittsburgh, PA 15217 <i>to support three performances of "Apollo Unbound" in October 2012</i> \$7,967.00 2012	501(c)(3)-509(a)(1)	\$0.00	\$7,967.00	\$0.00	\$7,967.00	\$0.00
Pittsburgh Chamber Music Society Inc 315 South Bellefield Avenue Room 305 Pittsburgh, PA 15213 <i>to support musician fees for the upcoming season (October 23, 2012-April 15, 2013)</i> \$7,000.00 2012	501(c)(3)	\$0.00	\$7,000.00	\$0.00	\$7,000.00	\$0.00
Pittsburgh Chamber Music Society Inc 315 South Bellefield Avenue Room 305 Pittsburgh, PA 15213 <i>for an audience development campaign for the Pittsburgh Music Alliance</i> \$20,000.00 2012	501(c)(3)	\$0.00	\$20,000.00	\$0.00	\$20,000.00	\$0.00
Pittsburgh Concert Chorale 9800 McKnight Road Suite 210B Pittsburgh, PA 15237-6005 <i>to support the classical program of the 2012/13 season (March 2-3, 2013)</i> \$6,220.00 2012	501(c)(3)-509(a)(2)	\$0.00	\$6,220.00	\$0.00	\$6,220.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Pittsburgh Trust For Cultural Resources 803 Liberty Avenue Pittsburgh, PA 15222-3703 <i>for three year operating support (2013-2015) and support for the Festival of Firsts in 2013</i> \$2,650,000.00 2012	501(c)(3)	\$0.00	\$2,650,000.00	\$0.00	\$950,000.00	\$1,700,000.00
Pittsburgh Trust For Cultural Resources 803 Liberty Avenue Pittsburgh, PA 15222-3703 <i>to support Gia Cacalano's "The Frequency of Structure and Flow" dance performances at the Wood Street Gallery (March 29/30 and September 6/7, 2013)</i> \$11,000.00 2012	501(c)(3)	\$0.00	\$11,000.00	\$0.00	\$11,000.00	\$0.00
Pittsburgh Trust For Cultural Resources 803 Liberty Avenue Pittsburgh, PA 15222-3703 <i>to support the Benedum Center's 25th Birthday Gala on September 29, 2012</i> \$10,000.00 2012	501(c)(3)	\$0.00	\$10,000.00	\$0.00	\$10,000.00	\$0.00
Pittsburgh Film Makers Inc 477 Melwood Avenue Pittsburgh, PA 15213 <i>CANCELLED \$3,000 on 1/11/12 - to support Zary Umbrella Circus and the Oko Sokoto Company's collaboration to produce new work in summer 2011</i> \$0.00 2010	501(c)(3)	\$3,000.00	\$0.00	(\$3,000.00)	\$0.00	\$0.00
Pittsburgh Film Makers Inc 477 Melwood Avenue Pittsburgh, PA 15213 <i>to exhibit Mark Perrott's E BLOCK photographs, support an accompanying book and discussion series</i> \$20,000.00 2012	501(c)(3)	\$0.00	\$20,000.00	\$0.00	\$20,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Pittsburgh Film Makers Inc 477 Melwood Avenue Pittsburgh, PA 15213 <i>for three-year operating support (2012-2014)</i> \$516,400.00 2011	501(c)(3)	\$516,400.00	\$0.00	\$0.00	\$335,800.00	\$180,600.00
Pittsburgh Film Makers Inc 477 Melwood Avenue Pittsburgh, PA 15213 <i>to support PublicSource</i> \$240,000.00 2011	501(c)(3)	\$120,000.00	\$0.00	\$0.00	\$120,000.00	\$0.00
Pittsburgh Film Makers Inc 477 Melwood Avenue Pittsburgh, PA 15213 <i>for support of "Progression" by Gab Cody/Sam Turich</i> \$15,126.00 2012	501(c)(3)	\$0.00	\$15,126.00	\$0.00	\$15,126.00	\$0.00
Pittsburgh Film Makers Inc 477 Melwood Avenue Pittsburgh, PA 15213 <i>to support the third year of Flight School, a professional development program for independent artists.</i> \$25,000.00 2012	501(c)(3)	\$0.00	\$25,000.00	\$0.00	\$25,000.00	\$0.00
Pittsburgh Film Makers Inc 477 Melwood Avenue Pittsburgh, PA 15213 <i>to support the third year of Flight School</i> \$75,000.00 2012	501(c)(3)	\$0.00	\$75,000.00	\$0.00	\$75,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Pittsburgh Film Makers Inc 477 Melwood Avenue Pittsburgh, PA 15213 <i>to support the development and implementation of three major education initiatives</i> \$600,000.00 2012	501(c)(3)	\$0.00	\$600,000.00	\$0.00	\$0.00	\$600,000.00
Pittsburgh Film Makers Inc 477 Melwood Avenue Pittsburgh, PA 15213 <i>to support the production of the video documentary Margo Loveace: Puppeteer</i> \$8,925.00 2012	501(c)(3)	\$0.00	\$8,925.00	\$0.00	\$8,925.00	\$0.00
Pittsburgh Foundation 5 PPG Place Suite 250 Pittsburgh, PA 15222 <i>for support of a collaborative funding initiative to provide direct support to individual artists</i> \$750,000.00 2011	501(c)(3)	\$500,000.00	\$0.00	\$0.00	\$250,000.00	\$250,000.00
Pittsburgh Foundation 5 PPG Place Suite 250 Pittsburgh, PA 15222 <i>to support the Advancing Black Arts in Pittsburgh program for 2012</i> \$325,000.00 2011	501(c)(3)	\$325,000.00	\$0.00	\$0.00	\$325,000.00	\$0.00
Pittsburgh Foundation 5 PPG Place Suite 250 Pittsburgh, PA 15222 <i>to support the second Pittsburgh is Art Day of Giving in 2013</i> \$250,000.00 2012	501(c)(3)	\$0.00	\$250,000.00	\$0.00	\$0.00	\$250,000.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Pittsburgh Foundation 5 PPG Place Suite 250 Pittsburgh, PA 15222 to support <i>Advancing Black Arts in Pittsburgh in 2013</i> \$325,000.00 2012	501(c)(3)	\$0.00	\$325,000.00	\$0.00	\$0.00	\$325,000.00
Pittsburgh Foundation 5 PPG Place Suite 250 Pittsburgh, PA 15222 to support documentation expenses for the "Investing in Professional Artists" grants program \$75,000.00 2012	501(c)(3)	\$0.00	\$75,000.00	\$0.00	\$25,000.00	\$50,000.00
Pittsburgh Glass Center, Inc. 5472 Penn Avenue Pittsburgh, PA 15206 for three years of operating support (2012-2014) \$225,000.00 2012	501(c)(3)-509(a)(1)	\$0.00	\$225,000.00	\$0.00	\$75,000.00	\$150,000.00
Pittsburgh Irish and Classical Theatre Inc. P.O. Box 23607 Pittsburgh, PA 15222-6607 for three-year operating support (2012-2014) \$215,000.00 2012	501(c)(3)-509(a)(1)	\$0.00	\$215,000.00	\$0.00	\$65,000.00	\$150,000.00
Pittsburgh Lesbian and Gay Film Society, Inc. P.O. Box 81237 Pittsburgh, PA 15217-4237 to support the 2012-2013 International Film Festival and quarterly events \$12,000.00 2012	501(c)(3)-509(a)(2)	\$0.00	\$12,000.00	\$0.00	\$12,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Pittsburgh Musical Theater 327 South Main Street Pittsburgh, PA 15220 <i>for three-year operating support (2012-2014)</i> \$159,200.00 2012	501(c)(3)-509(a)(2)	\$0.00	\$159,200.00	\$0.00	\$51,500.00	\$107,700.00
Pittsburgh New Music Ensemble 527 Coyne Terrace Pittsburgh, PA 15207 <i>for operating support for the 2012 season and an audience development project</i> \$40,000.00 2012	501(c)(3)-509(a)(1)	\$0.00	\$40,000.00	\$0.00	\$40,000.00	\$0.00
Pittsburgh Opera Inc. 2425 Liberty Avenue Pittsburgh, PA 15222 <i>for three-year operating support (2011-2013)</i> \$621,000.00 2010	501(c)(3)-509(a)(1)	\$414,000.00	\$0.00	\$0.00	\$207,000.00	\$207,000.00
Pittsburgh Opera Theater, Inc. Stephen Foster Center 286 Main Street, 3rd Floor Pittsburgh, PA 15201 <i>for two year operating support (2012-2013)</i> \$120,000.00 2012	501(c)(3)-509(a)(1)	\$0.00	\$120,000.00	\$0.00	\$0.00	\$120,000.00
Pittsburgh Playwrights Theatre Co Penn Theater 937 Liberty Avenue 3rd Floor Pittsburgh, PA 15222 <i>for moving expenses and upgrades to 937 Liberty Avenue</i> \$30,124.00 2012	501(c)(3)	\$0.00	\$30,124.00	\$0.00	\$30,124.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Pittsburgh Playwrights Theatre Co Penn Theater 937 Liberty Avenue 3rd Floor Pittsburgh, PA 15222 to support the Theater Festival in Black and White (November 2012) \$18,000.00 2012	501(c)(3)	\$0.00	\$18,000.00	\$0.00	\$18,000.00	\$0.00
The Pittsburgh Project 2801 North Charles Street Pittsburgh, PA 15214-3110 for the development of arts programming for the B.A.S.I.C. and Reach Academy after-school programs \$75,000.00 2010	501(c)(3)-509(a)(1)	\$37,500.00	\$0.00	\$0.00	\$37,500.00	\$0.00
Pittsburgh Public Theater Corporation 621 Penn Avenue Pittsburgh, PA 15222-3204 for three-year operating support (2012-2014) \$620,800.00 2011	501(c)(3)-509(a)(1)	\$620,800.00	\$0.00	\$0.00	\$195,000.00	\$425,800.00
Pittsburgh Public Theater Corporation 621 Penn Avenue Pittsburgh, PA 15222-3204 for sponsorship of "You Gotta have Art" gala to be held on May 18, 2012 \$5,000.00 2012	501(c)(3)-509(a)(1)	\$0.00	\$5,000.00	\$0.00	\$5,000.00	\$0.00
Pittsburgh School For The Choral Arts 636 Cascade Road Pittsburgh, PA 15218 to support programs serving youth in two Allegheny County neighborhoods \$30,000.00 2012	501(c)(3)	\$0.00	\$30,000.00	\$0.00	\$15,000.00	\$15,000.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Pittsburgh Symphony Society 600 Penn Avenue Pittsburgh, PA 15222-3259 <i>for two-year operating support (2011-2012)</i> \$428,000.00 2010	501(c)(3)-509(a)(2)	\$214,000.00	\$0.00	\$0.00	\$214,000.00	\$0.00
Pittsburgh Symphony Society 600 Penn Avenue Pittsburgh, PA 15222-3259 <i>for maintenance of the Heinz Hall Garden Plaza for three years</i> \$75,000.00 2010	501(c)(3)-509(a)(2)	\$50,000.00	\$0.00	\$0.00	\$25,000.00	\$25,000.00
Pittsburgh Symphony Society 600 Penn Avenue Pittsburgh, PA 15222-3259 <i>to support Commitment to Excellence, the Campaign for the Pittsburgh Symphony Orchestra (Phase II)</i> \$5,000,000.00 2011	501(c)(3)-509(a)(2)	\$5,000,000.00	\$0.00	\$0.00	\$0.00	\$5,000,000.00
Pittsburgh Symphony Society 600 Penn Avenue Pittsburgh, PA 15222-3259 <i>for one-year operating support (2012/13)</i> \$214,000.00 2012	501(c)(3)-509(a)(2)	\$0.00	\$214,000.00	\$0.00	\$0.00	\$214,000.00
Pittsburgh Symphony Society 600 Penn Avenue Pittsburgh, PA 15222-3259 <i>to sponsor the Year of the Dragon gala concert</i> \$25,000.00 2012	501(c)(3)-509(a)(2)	\$0.00	\$25,000.00	\$0.00	\$25,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Pittsburgh Youth Symphony Orchestra Association Inc. 600 Penn Avenue Pittsburgh, PA 15222 <i>for three-year operating support (2009/10 to 2011/12)</i> \$60,000.00 2009	501(c)(3)-509(a)(1)	\$20,000.00	\$0.00	\$0.00	\$20,000.00	\$0.00
Point Park University 201 Wood Street Pittsburgh, PA 15222 <i>to support Phase I of the Academic Village Project</i> \$2,000,000.00 2008	501(c)(3)-509(a)(1)	\$500,000.00	\$0.00	\$0.00	\$500,000.00	\$0.00
Point Park University 201 Wood Street Pittsburgh, PA 15222 <i>to support the production of the film, "The Crimes of Pittsburgh"</i> \$20,000.00 2012	501(c)(3)-509(a)(1)	\$0.00	\$20,000.00	\$0.00	\$20,000.00	\$0.00
Prime Stage P.O. Box 99446 Pittsburgh, PA 15233 <i>to support the 2012/13 season</i> \$15,000.00 2012	501(c)(3)-509(a)(1)	\$0.00	\$15,000.00	\$0.00	\$0.00	\$15,000.00
Quantum Theatre 216 North Highland Avenue Pittsburgh, PA 15206 <i>for three-year operating support</i> \$139,000.00 2010	501(c)(3)-509(a)(1)	\$48,600.00	\$0.00	\$0.00	\$48,600.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Renaissance and Baroque Society 5550 Penn Avenue Pittsburgh, PA 15206 <i>to support the first two concerts of the 2012/13 season (October 6 and November 3)</i> \$15,000.00 2012	501(c)(3)-509(a)(2)	\$0.00	\$15,000.00	\$0.00	\$15,000.00	\$0.00
River City Brass Band, Inc. BNY Mellon Center 500 Grant Street, Suite 2720 Pittsburgh, PA 15219-2502 <i>for operating support for two years</i> \$90,000.00 2010	501(c)(3)-509(a)(1)	\$45,000.00	\$0.00	\$0.00	\$45,000.00	\$0.00
River City Brass Band, Inc. BNY Mellon Center 500 Grant Street, Suite 2720 Pittsburgh, PA 15219-2502 <i>for two year operating support (2013-2014)</i> \$130,000.00 2012	501(c)(3)-509(a)(1)	\$0.00	\$130,000.00	\$0.00	\$0.00	\$130,000.00
Schenley Heights Development Program 3171 Ewart Drive Pittsburgh, PA 15219 <i>to provide high-quality teaching artists for both the A-STEP and the Wet after-school programs</i> \$64,000.00 2010	501(c)(3)	\$9,000.00	\$0.00	\$0.00	\$9,000.00	\$0.00
Silk Screen 424 South 27th Street Suite 203 Pittsburgh, PA 15203 <i>for operating support for 2012</i> \$20,000.00 2012	501(c)(3)	\$0.00	\$20,000.00	\$0.00	\$20,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Silver Eye Center for Photography 1015 East Carson Street Pittsburgh, PA 15203 for three-year operating support \$95,000.00 2010	501(c)(3)-509(e)(1)	\$55,000.00	\$0.00	\$0.00	\$27,500.00	\$27,500.00
Society for Contemporary Craft 2100 Smallman Street Pittsburgh, PA 15222 for 2011/12-2012/13 operating support \$90,000.00 2011	501(c)(3)-509(e)(2)	\$45,000.00	\$0.00	\$0.00	\$45,000.00	\$0.00
Squonk Opera 315 Castlegate Road Pittsburgh, PA 15221 for three-year operating support (2012-2014) \$143,000.00 2012	501(c)(3)-509(e)(1)	\$0.00	\$143,000.00	\$0.00	\$61,000.00	\$82,000.00
Touchstone Center for Crafts 1049 Wharton Furnace Road Farmington, PA 15437 for two-year operating support (2012/2013) and partial salary support for a marketing and development coordinator \$200,000.00 2012	501(c)(3)-509(e)(1)	\$0.00	\$200,000.00	\$0.00	\$100,000.00	\$100,000.00
UMOJA African Arts Company 601 Wood Street Suite 9 Pittsburgh, PA 15222 for Visionary Performing Arts Academy, to strengthen the capacity of the organization and enhance the quality of staff and programming \$35,000.00 2011	501(c)(3)-509(e)(1)	\$20,000.00	\$0.00	\$0.00	\$17,500.00	\$2,500.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
UMOJA African Arts Company 601 Wood Street Suite 9 Pittsburgh, PA 15222 <i>to support the 2012 UMOJA African Arts in the Park festival</i> <i>(August 11-12, 2012)</i> \$15,000.00 2012	501(c)(3)-509(a)(1)	\$0.00	\$15,000.00	\$0.00	\$15,000.00	\$0.00
Union Project 801 N. Negley Avenue Pittsburgh, PA 15206 <i>to implement the strategic operations and reduce debt</i> \$100,000.00 2012	501(c)(3)	\$0.00	\$100,000.00	\$0.00	\$100,000.00	\$0.00
The University Of Pittsburgh 107 Cathedral of Learning Pittsburgh, PA 15260 <i>to support the 2012-2013 Music on the Edge series</i> \$7,000.00 2012	501(c)(3)	\$0.00	\$7,000.00	\$0.00	\$7,000.00	\$0.00
Unseam'd Shakespear Company P.O. Box 7292 Pittsburgh, PA 15213-0292 <i>for artistic fees and productions costs for the season (April and</i> <i>June 2013)</i> \$11,500.00 2012	501(c)(3)-509(a)(1)	\$0.00	\$11,500.00	\$0.00	\$11,500.00	\$0.00
Ubw Inc 138 S Oxford St Suite 4B Brooklyn, NY 11217 <i>to support Tracie Yorke and LAsia Eyber's participation in the</i> <i>Urban Bush Women's 2012 Summer Leadership Institute</i> \$6,000.00 2012	501(c)(3)	\$0.00	\$6,000.00	\$0.00	\$6,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Washington County Community Foundation Inc 331 South Main Street, Chapman Annex Washington, PA 15301 <i>for a challenge grant to build the foundation's permanent Arts Fund</i> \$125,000.00 2012	501(c)(3)	\$0.00	\$125,000.00	\$0.00	\$62,500.00	\$62,500.00
Washington Symphony Orchestra P.O. Box 178 Washington, PA 15301 <i>to support the production of Scored to Death (October 2012)</i> \$7,000.00 2012	501(c)(3)-509(a)(2)	\$0.00	\$7,000.00	\$0.00	\$7,000.00	\$0.00
Wqed Multimedia 4802 Fifth Avenue Pittsburgh, PA 15213 <i>to support a documentary on the life of August Wilson</i> \$200,000.00 2012	501(c)(3)	\$0.00	\$200,000.00	\$0.00	\$100,000.00	\$100,000.00
<i>Total Arts & Culture</i>		\$12,833,900.00	\$14,070,641.00	(\$12,650.00)	\$10,486,691.00	\$16,405,200.00
Children, Youth & Families 3 Rivers Connect OUT OF BUSINESS 425 Sixth Avenue, Suite 1310 Pittsburgh, PA 15219-1819 <i>CANCELLED \$105,400 on 11/6/12 - to support the expansion of data collection efforts related to out-of-school-time programs</i> \$137,400.00 2011	501(c)(3)-509(a)(1)	\$105,400.00	\$0.00	(\$105,400.00)	\$0.00	\$0.00
Adagio Health Inc. 960 Penn Avenue Suite 600 Pittsburgh, PA 15222 <i>to pilot an environmental health-related enterprise for Healthy Start House</i> \$100,000.00 2010	501(c)(3)-509(a)(1)	\$55,019.00	\$0.00	\$0.00	\$0.00	\$55,019.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Allegheny County Department of Human Services 1 Smithfield Street Suite 400 Pittsburgh, PA 15222 <i>to strengthen the family support centers in Squirrel Hill and Whitehall that serve refugee and immigrant families</i>	Government Entity	\$100,000.00	\$0.00	\$0.00	\$100,000.00	\$0.00
\$200,000.00 2011						
Allegheny County Department of Human Services 1 Smithfield Street Suite 400 Pittsburgh, PA 15222 <i>to support Systems Improvement Through Youth, which educates and empowers youth to improve Allegheny County's human services</i>	Government Entity	\$0.00	\$300,000.00	\$0.00	\$100,000.00	\$200,000.00
\$300,000.00 2012						
Allegheny County Department of Human Services 1 Smithfield Street Suite 400 Pittsburgh, PA 15222 <i>to support an after-school program at the Pittsburgh Public Schools gifted center for middle-school students who are in the Department of Human Services system</i>	Government Entity	\$0.00	\$100,000.00	\$0.00	\$100,000.00	\$0.00
\$100,000.00 2012						
Allegheny County Department of Human Services 1 Smithfield Street Suite 400 Pittsburgh, PA 15222 <i>REFUND of \$4,385.83 on 1/23/13 - to allow a team of DHS youth to participate in The Heinz Endowments SummerYouth Philanthropy Internship Program</i>	Government Entity	\$0.00	\$18,760.00	\$0.00	\$18,760.00	\$0.00
\$14,374.17 2012						
Allegheny County Department of Human Services 1 Smithfield Street Suite 400 Pittsburgh, PA 15222 <i>to provide start-up funding for a new family support center in Hazelwood</i>	Government Entity	\$0.00	\$250,000.00	\$0.00	\$150,000.00	\$100,000.00
\$250,000.00 2012						

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Allegheeny County Department of Human Services 1 Smithfield Street Suite 400 Pittsburgh, PA 15222 to support the county's search for a new jail warden \$30,000.00 2012	Government Entity	\$0.00	\$30,000.00	\$0.00	\$30,000.00	\$0.00
Allegheeny County Health Department 3333 Forbes Avenue Pittsburgh, PA 15219 to provide matching funds for the Nurse Family Partnership Program, a home-visiting program for first-time mothers and their infants \$200,000.00 2011	Government Entity	\$100,000.00	\$0.00	\$0.00	\$100,000.00	\$0.00
Allegheeny Intermediate Unit 475 East Waterfront Drive Homestead, PA 15120 to add nutrition education and physical activities at the Lincoln Park Family Community Center after-school program \$25,000.00 2012	501(c)(3)	\$0.00	\$25,000.00	\$0.00	\$25,000.00	\$0.00
Allegheeny Youth Development 2700 Shadeland Avenue Second Floor Pittsburgh, PA 15212 to expand the judo program \$50,000.00 2012	501(c)(3)	\$0.00	\$50,000.00	\$0.00	\$25,000.00	\$25,000.00
Allen Place Community Services Inc P.O. Box 99682 Pittsburgh, PA 15214 to support a parent education and empowerment program for single mothers in the Mon Valley \$75,000.00 2012	501(c)(3)	\$0.00	\$75,000.00	\$0.00	\$75,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Auberle 1101 Hartman Street McKeesport, PA 15132 <i>to support Snap Girls Connection, a juvenile prevention program for girls age 6-11</i> \$100,000.00 2012	501(c)(3)	\$0.00	\$100,000.00	\$0.00	\$100,000.00	\$0.00
Benedictine Society In Westmoreland Saint Vincent College 300 Fraser Purchase Road Latrobe, PA 15650-2690 <i>to support a Visiting Professorship in Early Learning and Children's Media for a three-year period to develop faculty capacity in research and academic leadership for Saint Vincent College</i> \$450,000.00 2012	501(c)(3)	\$0.00	\$450,000.00	\$0.00	\$150,000.00	\$300,000.00
Berks County Intermediate Unit 1111 Commons Boulevard P.O. Box 16050 Reading, PA 19612-6050 <i>to launch a statewide early care and education environmental initiative</i> \$300,000.00 2010	Government Entity	\$100,000.00	\$0.00	\$0.00	\$100,000.00	\$0.00
Berks County Intermediate Unit 1111 Commons Boulevard P.O. Box 16050 Reading, PA 19612-6050 <i>to develop a mini-grants program to provide funds to early learning programs across Pennsylvania that will enable them to make environmental improvements to their programs and facilities</i> \$200,000.00 2012	Government Entity	\$0.00	\$200,000.00	\$0.00	\$100,000.00	\$100,000.00
Berks County Intermediate Unit 1111 Commons Boulevard P.O. Box 16050 Reading, PA 19612-6050 <i>to support the work of the Early Learning Investment Commission, a business partnership aimed at sustaining the commonwealth's investments in high quality early care and education</i> \$200,000.00 2012	Government Entity	\$0.00	\$200,000.00	\$0.00	\$100,000.00	\$100,000.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Berks County Intermediate Unit 1111 Commons Boulevard P.O. Box 16050 Reading, PA 19612-6050 <i>to support the Keystone STARS Coaching Project, a statewide initiative to increase the quality of early learning programs, particularly among programs serving high-risk, high-need children and families</i> \$200,000.00 2012	Government Entity	\$0.00	\$200,000.00	\$0.00	\$100,000.00	\$100,000.00
Bethany House Academy 1500 Chicago Street Pittsburgh, PA 15214 <i>to provide an authentic African-centered Rites of Passage program for African American males</i> \$150,000.00 2010	501(c)(3)	\$75,000.00	\$0.00	\$0.00	\$75,000.00	\$0.00
Big Brothers Big Sisters of Greater Pittsburgh, Inc. 5989 Penn Circle South Pittsburgh, PA 15206-3828 <i>to improve mentoring services provided for older youth</i> \$100,000.00 2011	501(c)(3)-509(a)(1)	\$50,000.00	\$0.00	\$0.00	\$50,000.00	\$0.00
Boys & Girls Clubs of Western Pennsylvania 5432 Butler Street Pittsburgh, PA 15201 <i>to support the programs of the Boys & Girls Clubs of Western Pennsylvania as the organization transitions to a new business model</i> \$200,000.00 2012	501(c)(3)-509(a)(1)	\$0.00	\$200,000.00	\$0.00	\$100,000.00	\$100,000.00
Braddock Redux 416 Liberty Avenue Braddock, PA 15104 <i>for programs that promote physical activity, nutritional education and the importance of gardening</i> \$15,000.00 2012	501(c)(3)-509(a)(2)	\$0.00	\$15,000.00	\$0.00	\$15,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Carnegie Library of Pittsburgh 4400 Forbes Avenue Pittsburgh, PA 15213 <i>to create an innovative, 21st-century teen learning environment in Pittsburgh</i> \$150,000.00 2011	501(c)(3)-509(a)(1)	\$75,000.00	\$0.00	\$0.00	\$75,000.00	\$0.00
Central Susquehanna Intermediate Unit 90 Lawton Lane Milton, PA 17847 <i>to support The Pennsylvania STEM Quality Improvement Project for out-of-school time programs</i> \$150,000.00 2012	Government Entity	\$0.00	\$150,000.00	\$0.00	\$75,000.00	\$75,000.00
Citizens For Pennsylvanias Future 425 6th Avenue Suite 2770 Pittsburgh, PA 15219 <i>REFUND of \$379 on 3/2012 - for the creation of a Youth Community Partner group to engage youth in local environmental policy discussions, particularly related to the Pittsburgh Climate Initiative and the Black and Gold City Goes Green project</i> \$14,227.00 2010	501(c)(3)	\$0.00	\$0.00	(\$379.00)	(\$379.00)	\$0.00
Communities in Schools of Pittsburgh-Allegheny County, Inc. 6435 Frankstown Avenue 2nd Floor Pittsburgh, PA 15206 <i>to increase teen parents' school success & enhance their parenting knowledge, skills and support</i> \$200,000.00 2011	501(c)(3)-509(a)(1)	\$100,000.00	\$0.00	\$0.00	\$100,000.00	\$0.00
Community Foundation Of Greater Johnstown 116 Market Street Suite 4 Johnstown, PA 15901 <i>to expand The Heinz Endowments Summer Youth Philanthropy Internship Program in the Greater Johnstown region, including Bedford, Cambria and Somerset counties</i> \$55,000.00 2012	501(c)(3)	\$0.00	\$55,000.00	\$0.00	\$55,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Community Human Services Corporation 374 Lawn Street Pittsburgh, PA 15213 <i>to support the Lawn Street Community Center in order to ensure critical prevention services are available to the community</i> \$300,000.00 2012	501(c)(3)	\$0.00	\$300,000.00	\$0.00	\$165,195.00	\$134,805.00
Consumer Health Coalition 415 East Ohio Street Suite 300 Pittsburgh, PA 15212 <i>to educate parents about the healthcare system and the Affordable Care Act in order to improve the quality of care of their children</i> \$100,000.00 2012	501(c)(3)-509(a)(1)	\$0.00	\$100,000.00	\$0.00	\$50,000.00	\$50,000.00
Council on Foundations 2121 Crystal Drive Suite 700 Arlington, VA 22202 <i>for 2012 support of the Council on Foundations</i> \$45,000.00 2012	501(c)(3)-509(a)(1)	\$0.00	\$45,000.00	\$0.00	\$45,000.00	\$0.00
Council on Foundations 2121 Crystal Drive Suite 700 Arlington, VA 22202 <i>for 2013 support of the Council on Foundations</i> \$30,000.00 2012	501(c)(3)-509(a)(1)	\$0.00	\$30,000.00	\$0.00	\$30,000.00	\$0.00
Crisis Center North Incorporation P.O. Box 101093 Pittsburgh, PA 15237 <i>to support a partnership between Crisis Center North and two school districts to pilot violence prevention education with male students</i> \$50,000.00 2012	501(c)(3)	\$0.00	\$50,000.00	\$0.00	\$50,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Earthen Vessels Outreach 4740 Friendship Avenue Pittsburgh, PA 15224 <i>to create an outdoor play space</i> \$10,000.00 2012	501(c)(3)-509(a)(2)	\$0.00	\$10,000.00	\$0.00	\$10,000.00	\$0.00
Earthen Vessels Outreach 4740 Friendship Avenue Pittsburgh, PA 15224 <i>for summer and after-school programs that promote fitness and nutrition</i> \$12,500.00 2012	501(c)(3)-509(a)(2)	\$0.00	\$12,500.00	\$0.00	\$12,500.00	\$0.00
East End Cooperative Ministry 250 North Highland Avenue Pittsburgh, PA 15206 <i>to support the construction of a new facility in Pittsburgh's East End neighborhood</i> \$800,000.00 2010	501(c)(3)	\$200,000.00	\$0.00	\$0.00	\$200,000.00	\$0.00
East End Cooperative Ministry 250 North Highland Avenue Pittsburgh, PA 15206 <i>to support the second phase of the construction of a new facility in Pittsburgh's East End neighborhood</i> \$300,000.00 2011	501(c)(3)	\$300,000.00	\$0.00	\$0.00	\$300,000.00	\$0.00
Family Resources 141 S. Highland Avenue Stevenson Building Pittsburgh, PA 15206 <i>to expand parent education programming targeting adolescent fathers, in partnership with the Pittsburgh Public Schools and targeted community agencies</i> \$150,000.00 2010	501(c)(3)-509(a)(1)	\$75,000.00	\$0.00	\$0.00	\$75,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Familylinks Inc 2644 Banksville Rd Pittsburgh, PA 15216 <i>to support a mentoring initiative, a program designed to help homeless and at-risk adolescents and young adults become productive and self-sufficient</i> \$325,000.00 2012	501(c)(3)	\$0.00	\$325,000.00	\$0.00	\$167,330.00	\$157,670.00
F O R Sio-Rox Neighborhood Corp 701 Chartiers Avenue McKees Rocks, PA 15136 <i>to implement a restructuring plan</i> \$500,000.00 2011	501(c)(3)	\$150,000.00	\$0.00	\$0.00	\$150,000.00	\$0.00
The Forbes Funds 5 PFG Place Suite 250 Pittsburgh, PA 15222 <i>to assist nonprofits with strategic alliances, financial literacy, and change management that targets board development and succession planning</i> \$125,000.00 2012	501(c)(3)	\$0.00	\$125,000.00	\$0.00	\$125,000.00	\$0.00
Franklin Center Of Beaver County Inc 524 Franklin Avenue Aliquippa, PA 15001 <i>to support the expansion of the fathers program</i> \$100,000.00 2012	501(c)(3)	\$0.00	\$100,000.00	\$0.00	\$50,000.00	\$50,000.00
The Fred Rogers Company 4802 Fifth Avenue Pittsburgh, PA 15213 <i>to improve the skills of early childhood teachers and caregivers through a professional development training curriculum that focuses on staff-child interactions</i> \$222,750.00 2012	501(c)(3)	\$0.00	\$222,750.00	\$0.00	\$122,625.00	\$100,125.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Gateway Medical Society 1835 Centre Avenue Suite 208 Pittsburgh, PA 15219 <i>for mentoring African American male students in Pittsburgh schools by African American physicians</i> \$150,000.00 2011	501(c)(3)-509(a)(1)	\$75,000.00	\$0.00	\$0.00	\$75,000.00	\$0.00
Girl Scouts of Western Pennsylvania 30 Isabella Street Suite 107 Pittsburgh, PA 15212 <i>to expand the Urban Scouting program to disadvantaged girls in targeted communities</i> \$60,000.00 2012	501(c)(3)	\$0.00	\$60,000.00	\$0.00	\$60,000.00	\$0.00
Goodwill Of Southwestern Pennsylvania 118 52nd Street Pittsburgh, PA 15201 <i>to support Goodwill's HEART House, which serves homeless single mothers and their children.</i> \$100,000.00 2012	501(c)(3)	\$0.00	\$100,000.00	\$0.00	\$50,000.00	\$50,000.00
Grantmakers for Children Youth & Families Inc. 8757 Georgia Avenue Suite 540 Silver Springs, MD 20910 <i>for 2013 annual operating support</i> \$5,000.00 2012	501(c)(3)-509(a)(1)	\$0.00	\$5,000.00	\$0.00	\$5,000.00	\$0.00
Grow Pittsburgh 6587 Hamilton Ave #2W Pittsburgh, PA 15206 <i>to continue the Summer Youth Employment Program</i> \$25,000.00 2012	501(c)(3)	\$0.00	\$25,000.00	\$0.00	\$25,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Growth Through Energy & Community Health Inc 6587 Hamilton Ave. 1 West Pittsburgh, PA 15206 <i>to install additional amenities to MOMS Green Play Yard</i> \$15,000.00 2012	501(c)(3)	\$0.00	\$15,000.00	\$0.00	\$15,000.00	\$0.00
Heritage Health Foundation Inc 820 Braddock Avenue Braddock, PA 15104 <i>to support the "Heritage 4 Parents" program, a parent education program for parents whose children attend the early learning center in Braddock, Pa.</i> \$131,440.00 2012	501(c)(3)	\$0.00	\$131,440.00	\$0.00	\$65,720.00	\$65,720.00
Heritage Health Foundation Inc 820 Braddock Avenue Braddock, PA 15104 <i>to improve the facade of the CUDA building in Braddock</i> \$25,000.00 2012	501(c)(3)	\$0.00	\$25,000.00	\$0.00	\$25,000.00	\$0.00
Higher Achievement Program Inc 1701 K Street NW Suite 1000 Washington, DC 20006 <i>to support the launch and rollout of Higher Achievement's program in Pittsburgh</i> \$200,000.00 2011	501(c)(3)	\$100,000.00	\$0.00	\$0.00	\$50,000.00	\$50,000.00
Hill House Association 1835 Centre Avenue Pittsburgh, PA 15219 <i>to support youth employed through the Hill House's summer programs</i> \$25,000.00 2012	501(c)(3)	\$0.00	\$25,000.00	\$0.00	\$25,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Hosanna House Inc 807 Wallace Avenue Wilkesburg, PA 15221 <i>to support summer employment for 20 youth in the 2012 Summer Camp Program</i> \$25,000.00 2012	501(c)(3)	\$0.00	\$25,000.00	\$0.00	\$25,000.00	\$0.00
Human Services Center Corporation 519 Penn Avenue Turle Creek, PA 15145 <i>for the expansion of the after-school and summer programs in the Woodland Hills School District</i> \$210,000.00 2010	501(c)(3)-509(a)(1)	\$50,000.00	\$0.00	\$0.00	\$50,000.00	\$0.00
Idea Foundry 4551 Forbes Avenue Suite 200 Pittsburgh, PA 15213 <i>to fund a technology literacy program using the Mozilla badge system for youth at the Homestead Library</i> \$25,000.00 2012	501(c)(3)	\$0.00	\$25,000.00	\$0.00	\$25,000.00	\$0.00
Just Harvest Education Fund 16 Terminal Way Pittsburgh, PA 15219 <i>to develop, deliver and evaluate a farmers' market marketing campaign</i> \$25,000.00 2012	501(c)(3)-509(a)(1)	\$0.00	\$25,000.00	\$0.00	\$25,000.00	\$0.00
Kaboom Inc 4301 Connecticut Avenue, NW Suite ML-1 Washington, DC 20008 <i>to support the building of 10 new playspaces for children in underserved communities by 2013</i> \$800,000.00 2012	501(c)(3)	\$0.00	\$800,000.00	\$0.00	\$400,000.00	\$400,000.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Kaboom Inc 4301 Connecticut Avenue, NW Suite ML-1 Washington, DC 20008 <i>to train the next generation of nonprofit leaders in conjunction with Pittsburgh as a Playful City</i> \$210,000.00 2012	501(c)(3)	\$0.00	\$210,000.00	\$0.00	\$70,000.00	\$140,000.00
Leadership Pittsburgh 535 Smithfield Street Suite 1125 Pittsburgh, PA 15222 <i>to support a strategic planning process that will guide the organizational course for 2013-2016 and establish a three-year Department of Human Services Fellowship to fund participation of five DHS employees to the LP's leadership initiatives</i> \$45,000.00 2012	501(c)(3)	\$0.00	\$45,000.00	\$0.00	\$45,000.00	\$0.00
Magee-Womens Research Institute And Foundation 3339 Ward Street Pittsburgh, PA 15213 <i>to support the education of breast cancer survivors about the benefits of exercise through an expanded communication's plan</i> \$25,000.00 2012	501(c)(3)	\$0.00	\$25,000.00	\$0.00	\$25,000.00	\$0.00
Magee-Womens Research Institute And Foundation 3339 Ward Street Pittsburgh, PA 15213 <i>to support the Girls on the Run health and wellness project for girls</i> \$50,000.00 2012	501(c)(3)	\$0.00	\$50,000.00	\$0.00	\$50,000.00	\$0.00
Manchester Youth Development Center 1214 Liverpool Street Pittsburgh, PA 15233 <i>to build the capacity to implement and evaluate out-of-school-time programs for youth in Pittsburgh's North Side</i> \$100,000.00 2010	501(c)(3)-509(a)(1)	\$25,000.00	\$0.00	\$0.00	\$25,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Marilyn G Rabb Foundation 145 44th Street Pittsburgh, PA 15201 <i>to strengthen this organization by building its capacity to serve the region's youth in out-of-school time</i> \$41,540.00 2012	501(c)(3)	\$0.00	\$41,540.00	\$0.00	\$41,540.00	\$0.00
Meals on Wheels of Peters Township 245 East McMurray Road Suite 1 McMurray, PA 15317 <i>for operating support</i> \$25,000.00 2012	501(c)(3)-509(a)(1)	\$0.00	\$25,000.00	\$0.00	\$25,000.00	\$0.00
The Mentoring Partnership of Southwestern Pennsylvania One Hope Square 1901-15 Centre Avenue Pittsburgh, PA 15219 <i>to build and sustain quality mentoring through new and existing programs</i> \$95,000.00 2011	501(c)(3)-509(a)(1)	\$40,000.00	\$0.00	\$0.00	\$40,000.00	\$0.00
National Summer Learning Assoc Inc 575 South Charles Street Suite 310 Baltimore, MD 21201 <i>to provide scholarships for attendees of the Summer Changes Everything Conference to be held in Pittsburgh in October</i> \$10,000.00 2012	501(c)(3)	\$0.00	\$10,000.00	\$0.00	\$10,000.00	\$0.00
Neighborhood Housing Services Inc 710 Fifth Avenue Suite 1000 Pittsburgh, PA 15219 <i>to support a financial education program for single mothers in targeted communities</i> \$100,000.00 2012	501(c)(3)	\$0.00	\$100,000.00	\$0.00	\$100,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Operation Better Block Inc 801 N. Homewood Avenue Pittsburgh, PA 15208 <i>to provide hands-on environmental education to youth through the installation of green roofs and walls</i> \$25,000.00 2012	501(c)(3)	\$0.00	\$25,000.00	\$0.00	\$25,000.00	\$0.00
Oranam Inc. P.O. Box 99953 Pittsburgh, PA 15233 <i>to support out-of-school-time programs in Pittsburgh's Hill District</i> \$70,000.00 2011	501(c)(3)-509(a)(1)	\$30,000.00	\$0.00	\$0.00	\$30,000.00	\$0.00
Pennsylvania Association For The Education Of Young Children 333 Market Street 1st Floor Harrisburg, PA 17101 <i>to support organizational growth through improved communication strategies and membership engagement</i> \$50,000.00 2012	501(c)(3)	\$0.00	\$50,000.00	\$0.00	\$50,000.00	\$0.00
Pennsylvania Coalition Against Domestic Violence 3605 Vartan Way Suite 101 Harrisburg, PA 17110 <i>to launch a statewide prevention initiative to end domestic violence in PA</i> \$150,000.00 2011	501(c)(3)-509(a)(1)	\$75,000.00	\$0.00	\$0.00	\$75,000.00	\$0.00
Pennsylvania Organization For Women In Early Recovery 7501 Penn Avenue Pittsburgh, PA 15208 <i>for operating funds to stabilize the program services for women suffering from drug and alcohol addiction</i> \$150,000.00 2012	501(c)(3)	\$0.00	\$150,000.00	\$0.00	\$75,000.00	\$75,000.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Pennsylvania Partnerships For Children 116 Pine Street Suite 430 Harrisburg, PA 17101 <i>to provide three-year core operating support to advance statewide child advocacy efforts</i> \$500,000.00 2012	501(c)(3)	\$0.00	\$500,000.00	\$0.00	\$300,000.00	\$200,000.00
Pittsburgh Action Against Rape 81 South 19th Street Pittsburgh, PA 15203 <i>to provide social norms approach to promote healthy relationships and reduce sexual violence among middle-school students in Pittsburgh Public Schools</i> \$160,000.00 2011	501(c)(3)-509(a)(1)	\$80,000.00	\$0.00	\$0.00	\$80,000.00	\$0.00
Pittsburgh Aids Task Force Inc 5913 Penn Avenue 2nd Floor Pittsburgh, PA 15206 <i>to fund Girl Talk, a community-based health education program targeted to prevent HIV and sexually transmitted diseases among adolescent girls</i> \$200,000.00 2012	501(c)(3)	\$0.00	\$200,000.00	\$0.00	\$100,000.00	\$100,000.00
Pittsburgh Asso For Education OF Young Children 5604 Solway Street Pittsburgh, PA 15217 <i>to provide core support for 2012 through 2014</i> \$375,000.00 2012	501(c)(3)	\$0.00	\$375,000.00	\$0.00	\$175,000.00	\$200,000.00
Pittsburgh Asso For Education OF Young Children 5604 Solway Street Pittsburgh, PA 15217 <i>to present a train-the-trainer module on play-based interventions for children with autism</i> \$28,000.00 2012	501(c)(3)	\$0.00	\$28,000.00	\$0.00	\$28,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Pittsburgh Board of Public Education 341 South Bellefield Avenue Pittsburgh, PA 15213 <i>for continued support of the district's After-school Coordinator</i> <i>Position</i> \$300,000.00 2011	Government Entity	\$200,000.00	\$0.00	\$0.00	\$100,000.00	\$100,000.00
Pittsburgh Board of Public Education 341 South Bellefield Avenue Pittsburgh, PA 15213 <i>to leverage 21st Century After School funding for out-of-school</i> <i>time programs at Pittsburgh Langley K-8 and Pittsburgh King</i> <i>K-8</i> \$150,000.00 2012	Government Entity	\$0.00	\$150,000.00	\$0.00	\$50,000.00	\$100,000.00
Pittsburgh Film Makers Inc 477 Melwood Avenue Pittsburgh, PA 15213 <i>to include media projects such as videos, writing, blogs and</i> <i>photography in The Heinz Endowments Summer Youth</i> <i>Philanthropy Internship Program</i> \$40,000.00 2012	501(c)(3)	\$0.00	\$40,000.00	\$0.00	\$40,000.00	\$0.00
Pittsburgh Foundation 5 PPG Place Suite 250 Pittsburgh, PA 15222 <i>to support the Human Services Integration fund, which</i> <i>provides resources and flexibility to improve the delivery of</i> <i>human services in Allegheny County</i> \$100,000.00 2012	501(c)(3)	\$0.00	\$100,000.00	\$0.00	\$100,000.00	\$0.00
Pittsburgh Mercy Foundation 1514 Forbes Avenue Pittsburgh, PA 15219 <i>REFUND of \$32,289 on 3/2012 - to pilot a medical/human</i> <i>services collaborative parent education and support program</i> <i>to prevent maltreatment due to infant crying</i> \$142,711.00 2006	501(c)(3)-509(a)(1)	\$0.00	\$0.00	(\$32,289.00)	(\$32,289.00)	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Pittsburgh Promise Foundation 1901 Centre Avenue Suite 204 Pittsburgh, PA 15219 <i>to support a financial education initiative for families in the Pittsburgh Public Schools</i> \$75,000.00 2012	501(c)(3)	\$0.00	\$75,000.00	\$0.00	\$75,000.00	\$0.00
Propel Schools Foundation 3447 East Carson Street Suite 200 Pittsburgh, PA 15203 <i>to build capacity for Propel's newly developed after-school program</i> \$80,000.00 2011	501(c)(3)	\$40,000.00	\$0.00	\$0.00	\$40,000.00	\$0.00
Sarah Heinz House Association One Heinz Street Pittsburgh, PA 15212 <i>to support one senior intern for supervisory functions and three youth philanthropy interns for the Summer Youth Philanthropy Program</i> \$19,234.00 2012	501(c)(3)	\$0.00	\$19,234.00	\$0.00	\$19,234.00	\$0.00
Sarah Heinz House Association One Heinz Street Pittsburgh, PA 15212 <i>to provide operating support for after-school and summer programs</i> \$1,100,000.00 2012	501(c)(3)	\$0.00	\$1,100,000.00	\$0.00	\$1,100,000.00	\$0.00
Sarah Heinz House Association One Heinz Street Pittsburgh, PA 15212 <i>to supplement after-school and summer programs that focus on fitness and nutrition</i> \$12,500.00 2012	501(c)(3)	\$0.00	\$12,500.00	\$0.00	\$12,500.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Sarah Heinz House Association One Heinz Street Pittsburgh, PA 15212 <i>to support the Executive Search and Transition Management for Sarah Heinz House</i> \$30,000.00 2012	501(c)(3)	\$0.00	\$30,000.00	\$0.00	\$30,000.00	\$0.00
SLB Radio Productions Inc 10 Children's Way Suite 21 Pittsburgh, PA 15212 <i>to conduct radio workshops yielding documentaries with Summer 2012 Youth Philanthropy Interns</i> \$15,000.00 2012	501(c)(3)	\$0.00	\$15,000.00	\$0.00	\$15,000.00	\$0.00
SLB Radio Productions Inc 10 Children's Way Suite 21 Pittsburgh, PA 15212 <i>to support three neighborhood-based oral history projects that connect African American teens and men</i> \$75,000.00 2012	501(c)(3)	\$0.00	\$75,000.00	\$0.00	\$75,000.00	\$0.00
South Hills Interfaith Ministries 5301 Park Avenue Bethel Park, PA 15102 <i>to provide academic support and enrichment activities to refugee students in grades K-5 who attend the Baldwin- Whitehall School District and for a feasibility study for a capital campaign</i> \$290,000.00 2012	501(c)(3)	\$0.00	\$290,000.00	\$0.00	\$170,000.00	\$120,000.00
Student Conservasion Association Inc 239 Fourth Avenue Suite 2100 Pittsburgh, PA 15222 <i>to host a team of four Youth Philanthropy interns and support orientation and training related to the program</i> \$29,000.00 2012	501(c)(3)	\$0.00	\$29,000.00	\$0.00	\$29,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Sustainable Pittsburgh 425 Sixth Avenue Suite 1335 Pittsburgh, PA 15219 <i>for The Heinz Endowments Summer Youth Philanthropy Internship Program</i> \$24,400.00 2012	501(c)(3)	\$0.00	\$24,400.00	\$0.00	\$24,400.00	\$0.00
Third Sector New England 89 South Street Suite 700 Boston, MA 02111-2680 <i>to support Pennsylvania's early childhood systems-building work</i> \$436,000.00 2011	501(c)(3)-509(a)(1)	\$218,000.00	\$0.00	\$0.00	\$218,000.00	\$0.00
Third Sector New England 89 South Street Suite 700 Boston, MA 02111-2680 <i>for 2013 annual operating support for the Early Childhood Funders Collaborative</i> \$10,000.00 2012	501(c)(3)-509(a)(1)	\$0.00	\$10,000.00	\$0.00	\$10,000.00	\$0.00
Three Rivers Youth 6117 Broad Street Pittsburgh, PA 15206 <i>to provide education for parents of youth in out-of-home placement who return home before graduation</i> \$100,000.00 2011	501(c)(3)-509(a)(1)	\$50,000.00	\$0.00	\$0.00	\$50,000.00	\$0.00
True Child 1434 T Street NW Washington, DC 20009-3906 <i>to support a research project intended to inform the development of a health and wellness agenda for young African American girls in Pittsburgh and Allegheny County</i> \$32,500.00 2012	501(c)(3)-509(a)(1)	\$0.00	\$32,500.00	\$0.00	\$32,500.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
United Way Of Allegheny County 1250 Penn Avenue P.O. Box 735 Pittsburgh, PA 15222 <i>to launch a child advocacy organization for the Pittsburgh region</i> \$450,000.00 2012	501(c)(3)	\$0.00	\$450,000.00	\$0.00	\$50,000.00	\$400,000.00
United Way Of Allegheny County 1250 Penn Avenue P.O. Box 735 Pittsburgh, PA 15222 <i>to enhance United Way's mission of addressing critical community needs by engaging Summer Youth Philanthropy interns in the development of philanthropic investments that have a direct & lasting impact on our community</i> \$45,000.00 2012	501(c)(3)	\$0.00	\$45,000.00	\$0.00	\$45,000.00	\$0.00
United Way Of Allegheny County 1250 Penn Avenue P.O. Box 735 Pittsburgh, PA 15222 <i>to motivate kids to succeed in school and to strengthen the community's infrastructure to deliver services in the 21st century by developing and leading transformative projects that build upon United Way's unique strengths</i> \$700,000.00 2012	501(c)(3)	\$0.00	\$700,000.00	\$0.00	\$300,000.00	\$400,000.00
University of Pittsburgh School of Medicine 401 Scatfe Hall 3550 Terrace Street Pittsburgh, PA 15261 <i>REFUND of \$9,529.56 on 1/6/12 - to support the University of Pittsburgh's Palliative Medical Fellowship program</i> \$290,470.44 2006	501(c)(3)-509(a)(1)	\$0.00	\$0.00	(\$9,529.56)	(\$9,529.56)	\$0.00
University Of Pittsburgh Office of Child Development 400 North Lexington Street Suite LL104 Pittsburgh, PA 15208 <i>for core support for 2011, 2012 and 2013</i> \$500,000.00 2010	501(c)(3)	\$125,000.00	\$0.00	\$0.00	\$125,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
University Of Pittsburgh Office of Child Development 400 North Lexington Street Suite LL104 Pittsburgh, PA 15208 <i>to provide technical assistance to regional early childhood programs to improve their quality</i> \$300,000.00 2010	501(c)(3)	\$100,000.00	\$0.00	\$0.00	\$100,000.00	\$0.00
University of Pittsburgh Office of Research University Club 123 University Place Pittsburgh, PA 15213 <i>to engage regional employers in addressing partner violence as a workforce and workplace concern</i> \$100,000.00 2011	501(c)(3)-509(a)(1)	\$50,000.00	\$0.00	\$0.00	\$50,000.00	\$0.00
University Of Pittsburgh Office of Child Development 400 North Lexington Street Suite LL104 Pittsburgh, PA 15208 <i>to support a model transition to kindergarten program, known as Ready Freddy, for Pittsburgh Public Schools students</i> \$150,000.00 2011	501(c)(3)	\$44,000.00	\$0.00	\$0.00	\$44,000.00	\$0.00
University Of Pittsburgh Office of Child Development 400 North Lexington Street Suite LL104 Pittsburgh, PA 15208 <i>to develop a system of coordinated supports for homeless children, from birth to age 5</i> \$300,000.00 2011	501(c)(3)	\$150,000.00	\$0.00	\$0.00	\$0.00	\$150,000.00
The University Of Pittsburgh 107 Cathedral of Learning Pittsburgh, PA 15260 <i>to support the second phase of a University of Pittsburgh Medical Center-led initiative to train and sustain mentors for a teen pregnancy prevention pilot</i> \$100,000.00 2011	501(c)(3)	\$50,000.00	\$0.00	\$0.00	\$50,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
University Of Pittsburgh Office of Child Development 400 North Lexington Street Suite LL104 Pittsburgh, PA 15208 <i>to provide high quality, early, comprehensive services to 310 low income families</i> \$360,000.00 2012	501(c)(3)	\$0.00	\$360,000.00	\$0.00	\$180,000.00	\$180,000.00
University Of Pittsburgh Office of Child Development 400 North Lexington Street Suite LL104 Pittsburgh, PA 15208 <i>to support the Partnerships for Family Support project during 2013</i> \$165,000.00 2012	501(c)(3)	\$0.00	\$165,000.00	\$0.00	\$165,000.00	\$0.00
Variety The Childrens Charity Three Penn Center West Suite 229 Pittsburgh, PA 15276-0112 <i>to support the "My Bike" program, an initiative that provides children with disabilities with adaptive bicycles</i> \$9,000.00 2012	501(c)(3)	\$0.00	\$9,000.00	\$0.00	\$0.00	\$9,000.00
Venture Outdoors Inc 33 Terminal Way Suite 537A Pittsburgh, PA 15219 <i>to support family and youth outdoor recreation programs serving diverse populations</i> \$150,000.00 2012	501(c)(3)	\$0.00	\$150,000.00	\$0.00	\$75,000.00	\$75,000.00
Wesley Spectrum Services 221 Penn Avenue Wilkensburg, PA 15221 <i>to support a new treatment model for children with autism through an in-depth parental training program</i> \$250,000.00 2012	501(c)(3)	\$0.00	\$250,000.00	\$0.00	\$125,000.00	\$125,000.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Womens Center & Shelter Of Greater Pgh PO Box 9024 Pittsburgh, PA 15224 <i>to support the Sanctuary Model, a trauma-informed model of care that provides a holistic approach to meeting the physical and emotional needs of victims</i> \$150,000.00 2012	501(c)(3)	\$0.00	\$150,000.00	\$0.00	\$75,000.00	\$75,000.00
Womens Center & Shelter Of Greater Pgh PO Box 9024 Pittsburgh, PA 15224 <i>to support a planning process for sustainable facility renovations</i> \$50,000.00 2012	501(c)(3)	\$0.00	\$50,000.00	\$0.00	\$50,000.00	\$0.00
Woodland Hills School District 2430 Greensburg Pike Pittsburgh, PA 15221-3666 <i>to educate and empower students regarding healthy eating and lifelong exercise</i> \$200,000.00 2010	Educational Institution	\$100,000.00	\$0.00	\$0.00	\$100,000.00	\$0.00
Ymca Of Greater Pittsburgh 420 Fort Duquesne Boulevard Suite 625 Pittsburgh, PA 15222 <i>for SPARKing, a new YMCA afterschool health and physical education program</i> \$25,000.00 2012	501(c)(3)	\$0.00	\$25,000.00	\$0.00	\$25,000.00	\$0.00
Ymca Of Greater Pittsburgh 420 Fort Duquesne Boulevard Suite 625 Pittsburgh, PA 15222 <i>for operating support/food distribution for the Hazelwood YMCA (\$3,000); operating support for Poor Law's children's program (\$1,000) and operating support to Fishes and Loaves</i> \$5,000.00 2012	501(c)(3)	\$0.00	\$5,000.00	\$0.00	\$5,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Ymca Of Greater Pittsburgh 420 Fort Duquesne Boulevard Suite 625 Pittsburgh, PA 15222 <i>to support the Hazelwood YMCA capacity building and program expansion</i> \$42,800.00 2012	501(c)(3)	\$0.00	\$42,800.00	\$0.00	\$42,800.00	\$0.00
Yoga in Schools 1112 S. Braddock Avenue Suite 201 Pittsburgh, PA 15218 <i>to bring yoga programming to the Woodland Hills School District</i> \$100,000.00 2011	501(c)(3)-509(a)(1)	\$50,000.00	\$0.00	\$0.00	\$50,000.00	\$0.00
Youthplaces 711 West Common 2nd Floor Pittsburgh, PA 15212 <i>to provide after-school programs for youth in under-served neighborhoods in our region</i> \$300,000.00 2011	501(c)(3)	\$150,000.00	\$0.00	\$0.00	\$150,000.00	\$0.00
Youthplaces 711 West Common 2nd Floor Pittsburgh, PA 15212 <i>to support Together As One, a summer employment program for young African American males at risk for involvement in violence</i> \$50,000.00 2012	501(c)(3)	\$0.00	\$50,000.00	\$0.00	\$50,000.00	\$0.00
YouthWorks 401 Wood Street Suite 1500 Pittsburgh, PA 15222 <i>to provide educational supports to youth involved in the foster- care system</i> \$25,000.00 2012	501(c)(3)-509(a)(1)	\$0.00	\$25,000.00	\$0.00	\$25,000.00	\$0.00
<i>Total Children, Youth & Families</i>		\$3,287,419.00	\$11,314,424.00	(\$147,597.56)	\$9,791,906.44	\$4,662,339.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Common Initiatives						
Afro-American Music Institute Inc 7131 Hamilton Avenue Pittsburgh, PA 15208 <i>to support the Bayard Rustin Centennial Festival and Conference</i> \$6,000.00 2012	501(c)(3)	\$0.00	\$6,000.00	\$0.00	\$6,000.00	\$0.00
Allegheny Council To Improve Our Neighborhoods-Housing Incorporated 425 Sixth Avenue Suite 950 Pittsburgh, PA 15219 <i>for continuation of the Energy Conservation Collaborative</i> \$180,000.00 2011	501(c)(3)	\$180,000.00	\$0.00	\$0.00	\$180,000.00	\$0.00
Allegheny County Department of Human Services 1 Smithfield Street Suite 400 Pittsburgh, PA 15222 <i>to provide matching funds for Supportive Housing Programs that receive funding from HUD to serve homeless individuals</i> \$250,000.00 2012	Government Entity	\$0.00	\$250,000.00	\$0.00	\$250,000.00	\$0.00
August Wilson Center For African American Culture 980 Liberty Avenue Pittsburgh, PA 15222 <i>to assist in funding the One Hood Media Literacy Academy held at the August Wilson Center for African American Culture (AWC)</i> \$180,000.00 2012	501(c)(3)	\$0.00	\$180,000.00	\$0.00	\$48,500.00	\$131,500.00
Bethany House Academy 1500 Chicago Street Pittsburgh, PA 15214 <i>to provide African-centered Rites of Passage programming for 40 youth ages 8-18 in the McKeesport and Northview Heights communities</i> \$80,000.00 2012	501(c)(3)	\$0.00	\$80,000.00	\$0.00	\$0.00	\$80,000.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Bike Pittsburgh Inc 3410 Penn Ave Pittsburgh, PA 15201 <i>for general operating support</i> \$270,000.00 2012	501(c)(3)	\$0.00	\$270,000.00	\$0.00	\$45,000.00	\$225,000.00
California University of Pennsylvania 250 University Avenue California, PA 15419 <i>to support a scan of the implementation and impact of rites of passage programs</i> \$60,000.00 2012	Educational Institution	\$0.00	\$60,000.00	\$0.00	\$50,000.00	\$30,000.00
California University of Pennsylvania 250 University Avenue California, PA 15419 <i>to support a scan of the implementation and impact of rites of passage programs</i> \$40,000.00 2012	Educational Institution	\$0.00	\$40,000.00	\$0.00	\$40,000.00	\$0.00
Carnegie Institute Museum of Art 4400 Forbes Avenue Pittsburgh, PA 15213 <i>to restore and maintain two Ned Stryth sculptures located in Allegheny Landing Park</i> \$220,000.00 2011	501(c)(3)-509(a)(1)	\$220,000.00	\$0.00	\$0.00	\$0.00	\$220,000.00
Carnegie Mellon University 5000 Forbes Avenue Pittsburgh, PA 15213-3890 <i>to develop Internet-enabled tools to collect, integrate and visualize health and environmental data</i> \$362,000.00 2011	501(c)(3)	\$181,000.00	\$0.00	\$0.00	\$181,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Carnegie Mellon University 5000 Forbes Avenue Pittsburgh, PA 15213-3890 <i>for measurement and modeling of air pollution to produce information for public engagement and policymaking</i>	501(c)(3)	\$600,000.00	\$0.00	\$0.00	\$400,000.00	\$200,000.00
\$600,000.00 2011						
Carnegie Mellon University Department of Engineering and Public Policy 500 Forbes Avenue Pittsburgh, PA 15213-3890 <i>for the completion of air quality mapping in Allegheny County</i>	501(c)(3)	\$0.00	\$247,000.00	\$0.00	\$0.00	\$247,000.00
\$247,000.00 2012						
Carnegie Mellon University The Robotics Institute 5000 Forbes Avenue Pittsburgh, PA 15213 <i>for the Refinement and Testing of Advanced Adaptive Traffic Signalization in East Liberty</i>	501(c)(3)	\$0.00	\$50,000.00	\$0.00	\$50,000.00	\$0.00
\$50,000.00 2012						
Carnegie Mellon University The Robotics Institute 5000 Forbes Avenue Pittsburgh, PA 15213 <i>for expanding the traffic light signalization project in East Liberty</i>	501(c)(3)	\$0.00	\$214,000.00	\$0.00	\$0.00	\$214,000.00
\$214,000.00 2012						
Carnegie Mellon University The Robotics Institute 5000 Forbes Avenue Pittsburgh, PA 15213 <i>for BodyTrack and AirBot: empowering individuals and communities to monitor and understand their environment and health and explore the connections</i>	501(c)(3)	\$0.00	\$240,000.00	\$0.00	\$0.00	\$240,000.00
\$240,000.00 2012						

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Carnegie Mellon University 5000 Forbes Avenue Pittsburgh, PA 15213-3890 <i>for development and deployment of a mobile air quality platform for public environmental education and outreach</i> \$450,000.00 2012	501(c)(3)	\$0.00	\$450,000.00	\$0.00	\$0.00	\$450,000.00
Carnegie Mellon University The Robotics Institute 5000 Forbes Avenue Pittsburgh, PA 15213 <i>for Body Track and Air Bot: Monitoring and tracking environmental factors affecting human health</i> \$50,000.00 2012	501(c)(3)	\$0.00	\$50,000.00	\$0.00	\$50,000.00	\$0.00
Carnegie Mellon University 5000 Forbes Avenue Pittsburgh, PA 15213-3890 <i>to support air quality mapping, source identification, and exposure assessment for a large spatial domain of Allegheny County in order to develop information for public engagement and policy making</i> \$690,000.00 2012	501(c)(3)	\$0.00	\$690,000.00	\$0.00	\$470,000.00	\$220,000.00
The Center That C A R E S Children/Adult Recreational 2701 Centre Avenue Pittsburgh, PA 15219 <i>to renovate the Jeron X. Grayson Community Center</i> \$50,000.00 2012	501(c)(3)	\$0.00	\$50,000.00	\$0.00	\$50,000.00	\$0.00
Citizens For Pennsylvanias Future Suite 2770 Pittsburgh, PA 15219 <i>to provide strategic policy direction, coordinate environmental advocacy and offer advocacy training</i> \$100,000.00 2011	501(c)(3)	\$50,000.00	\$0.00	\$0.00	\$50,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Citizens For Pennsylvanias Future 425 6th Avenue Suite 2770 Pittsburgh, PA 15219 <i>for the Pittsburgh Climate Initiative: The Black & Gold City Goes Green Campaign</i> \$41,200.00 2012	501(c)(3)	\$0.00	\$41,200.00	\$0.00	\$41,200.00	\$0.00
City Theatre Company Inc. 1300 Bingham Street Pittsburgh, PA 15203 <i>to support the City Theatre's show "Through the Night" by purchasing a block of tickets for students and for promotion of the production</i> \$10,000.00 2012	501(c)(3)-509(c)(1)	\$0.00	\$10,000.00	\$0.00	\$10,000.00	\$0.00
Civil Society Institute, Inc. 1 Bridge Street Suite 200 Newton, MA 02458 <i>to provide science and technical support to inform renewable energy policies and to reduce the public health impact of industrial biomass and waste burning facilities</i> \$400,000.00 2012	501(c)(3)-509(c)(1)	\$0.00	\$400,000.00	\$0.00	\$100,000.00	\$300,000.00
Clean Air Council 135 South 19th Street Suite 300 Philadelphia, PA 19103 <i>to reduce the impacts from wood burning biomass on air quality in Pennsylvania</i> \$205,000.00 2012	501(c)(3)	\$0.00	\$205,000.00	\$0.00	\$65,000.00	\$140,000.00
Clean Air Council 135 South 19th Street Suite 300 Philadelphia, PA 19103 <i>to pursue efforts to reduce air emissions from natural gas industrial operations in Pennsylvania</i> \$210,000.00 2012	501(c)(3)	\$0.00	\$210,000.00	\$0.00	\$70,000.00	\$140,000.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Clean Air Task Force Inc 18 Tremont Street Suite 530 Boston, MA 02108 <i>to support detailed regional analysis of future energy sector scenarios, and efforts to secure stringent federal coal-fired power plant emission regulations</i> \$931,000.00 2011	501(c)(3)	\$465,500.00	\$0.00	\$0.00	\$465,500.00	\$0.00
Clean Air Task Force Inc 18 Tremont Street Suite 530 Boston, MA 02108 <i>to evaluate anticipated air quality trends in western Pennsylvania over the next decade</i> \$310,000.00 2011	501(c)(3)	\$310,000.00	\$0.00	\$0.00	\$155,000.00	\$155,000.00
Clean Air Task Force Inc 18 Tremont Street Suite 530 Boston, MA 02108 <i>to support federal regulations requiring significant reductions in coal-fired power plant air emissions</i> \$400,000.00 2012	501(c)(3)	\$0.00	\$400,000.00	\$0.00	\$200,000.00	\$200,000.00
Community Design Center of Pittsburgh 938 Penn Avenue Sixth Floor Pittsburgh, PA 15222 <i>to develop planning and design information and advocacy systems for interactive public engagement</i> \$700,000.00 2011	501(c)(3)-509(a)(1)	\$650,000.00	\$0.00	\$0.00	\$225,000.00	\$425,000.00
Community Empowerment Association 400 North Lexington Avenue Building 500 Pittsburgh, PA 15208 <i>to increase leadership, social and economic skills among high- risk urban African American male youth</i> \$300,000.00 2011	501(c)(3)-509(a)(1)	\$150,000.00	\$0.00	\$0.00	\$150,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Community Human Services Corporation 374 Lawn Street Pittsburgh, PA 15213 <i>to provide operating funds to meet the food and shelter needs of individuals and families served by the agency</i> 2012	501(c)(3)	\$0.00	\$125,000.00	\$0.00	\$125,000.00	\$0.00
Conservation Consultants, Inc. 64 South 14th Street Pittsburgh, PA 15203 <i>to support the Director of New Business Development position</i> 2012	501(c)(3)-509(a)(1)	\$0.00	\$155,000.00	\$0.00	\$40,000.00	\$115,000.00
Duquesne University Of The Holy Spirit School of Education 600 Forbes Avenue 107 Canevin Hall Pittsburgh, PA 15282-0502 <i>for graduate studies support for the Heinz Fellows</i> 2012	501(c)(3)	\$0.00	\$234,156.00	\$0.00	\$234,156.00	\$0.00
East End Cooperative Ministry 250 North Highland Avenue Pittsburgh, PA 15206 <i>for Emergency Operating Support</i> 2012	501(c)(3)	\$0.00	\$50,000.00	\$0.00	\$0.00	\$50,000.00
Family Services of Western Pennsylvania 3220 William Pitt Way Pittsburgh, PA 15238-1361 <i>to provide direct educational support to vulnerable youth as they transition to college</i> 2011	501(c)(3)-509(a)(1)	\$50,000.00	\$0.00	\$0.00	\$50,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
F O R Sto-Rox Neighborhood Corp 701 Charters Avenue McKees Rocks, PA 15136 <i>to provide basic support services to the growing population of low-income individuals and families in the Sto-Rox community</i> \$75,000.00 2012	501(c)(3)	\$0.00	\$75,000.00	\$0.00	\$75,000.00	\$0.00
Foundation For Indiana University Of Pennsylvania Sutton Hall, Room G-1 1011 South Drive Indiana, PA 15705-1046 <i>to increase the number of African American males in Colleges of Education from 1 percent enrollment to 5 percent</i> \$361,500.00 2011	501(c)(3)	\$228,000.00	\$0.00	\$0.00	\$110,000.00	\$118,000.00
Group Against Smog And Pollution Inc 5135 Penn Avenue Pittsburgh, PA 15224 <i>to support the organization and implementation of a 5K Race for Clean Air that will serve to educate runners and the greater community about air pollution and efforts to improve regional air quality</i> \$35,000.00 2012	501(c)(3)	\$0.00	\$35,000.00	\$0.00	\$0.00	\$35,000.00
Growth Through Energy & Community Health Inc 6587 Hamilton Ave. 1 West Pittsburgh, PA 15206 <i>for the Metro Scale-Up Initiative, which aims to increase residential energy efficiency by widening the consumer base through education and increased access to services</i> \$48,370.00 2011	501(c)(3)	\$48,370.00	\$0.00	\$0.00	\$48,370.00	\$0.00
Growth Through Energy & Community Health Inc 6587 Hamilton Ave. 1 West Pittsburgh, PA 15206 <i>to support Phase Two of the Metro Scale-Up Initiative to increase residential energy efficiency throughout the City of Pittsburgh and Allegheny County</i> \$357,000.00 2012	501(c)(3)	\$0.00	\$357,000.00	\$0.00	\$100,000.00	\$257,000.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Homewood Childrens Village 801 N. Homewood Avenue Pittsburgh, PA 15208 <i>to provide stipends and benefits for the Heinz Fellows</i> \$750,000.00 2012	501(c)(3)	\$0.00	\$750,000.00	\$0.00	\$750,000.00	\$0.00
Hosanna House Inc 807 Wallace Avenue Wilkesburg, PA 15221 <i>to support the Brothers Keepers Program for African American boys and to pilot the program with a faith-based institution as a demonstration project</i> \$225,000.00 2011	501(c)(3)	\$100,000.00	\$0.00	\$0.00	\$100,000.00	\$0.00
Housing Alliance Of Pennsylvania 309 Florence Avenue, 914N Jenkintown, PA 19046 <i>for Fighting Blight: State Action for Local Results: Better Policies and Local Learning Lab in Homewood</i> \$150,000.00 2011	501(c)(3)	\$75,000.00	\$0.00	\$0.00	\$75,000.00	\$0.00
The Mentoring Center 672-13th Street Suite 200 Oakland, CA 94612 <i>to support the Game Changers Project, a media fellowship for Pittsburgh-based black male filmmakers to uplift the stories of success in their communities</i> \$80,000.00 2012	501(c)(3)	\$0.00	\$80,000.00	\$0.00	\$80,000.00	\$0.00
Moving Lives Of Kids Arts Center 7008 Bennett Street 1st Floor Pittsburgh, PA 15208 <i>for Young Black Males to tell their stories in their words and images of their lives in Pittsburgh through Pittsburgh Youth Voice</i> \$50,000.00 2012	501(c)(3)	\$0.00	\$50,000.00	\$0.00	\$50,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Negro Educational Emergency Drive Need 332 Fifth Avenue, 1st Floor The Warner Centre Pittsburgh, PA 15222 <i>for a second round of support for the African American male mentoring initiative</i> \$200,000.00 2011	501(c)(3)	\$100,000.00	\$0.00	\$0.00	\$100,000.00	\$0.00
Northeast States For Coordinated Air Use Management Inc 89 South Street Boston, MA 02111 <i>for Integrating public health considerations into federal rule development and elevating awareness of the impacts of residential wood combustion</i> \$20,000.00 2012	501(c)(3)	\$0.00	\$20,000.00	\$0.00	\$20,000.00	\$0.00
Pennsylvania Environmental Council Inc 22 Terminal Way Pittsburgh, PA 15219 <i>for support of the Pittsburgh Climate Initiative: government capacity building and overall facilitation of the Pittsburgh Climate Initiative collaborative</i> \$25,000.00 2012	501(c)(3)	\$0.00	\$25,000.00	\$0.00	\$25,000.00	\$0.00
Pittsburgh Board of Public Education 341 South Bellefield Avenue Pittsburgh, PA 15213 <i>for Pittsburgh Public Schools' Equity Plan</i> \$1,000,000.00 2012	Government Entity	\$0.00	\$1,000,000.00	\$0.00	\$661,808.00	\$338,192.00
Pittsburgh Downtown Partnership 925 Libery Avenue 4th Floor Pittsburgh, PA 15222 <i>for Streetscenes Pittsburgh, the activation of vacant storefronts in Downtown</i> \$50,000.00 2011	501(c)(3)	\$50,000.00	\$0.00	\$0.00	\$50,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Pittsburgh Foundation 5 PPG Place Suite 250 Pittsburgh, PA 15222 <i>for the Clean Air Fund</i> \$550,000.00 2012	501(c)(3)	\$0.00	\$550,000.00	\$0.00	\$550,000.00	\$0.00
Pittsburgh Foundation 5 PPG Place Suite 250 Pittsburgh, PA 15222 <i>to support the Clean Air Fund</i> \$620,000.00 2012	501(c)(3)	\$0.00	\$620,000.00	\$0.00	\$375,000.00	\$245,000.00
Pittsburgh Partnership For Neighborhood Development Inc 425 Sixth Avenue Suite 1740 Pittsburgh, PA 15219 <i>for operating and program support to advance our efforts to transform Pittsburgh's urban neighborhoods</i> \$375,000.00 2011	501(c)(3)	\$375,000.00	\$0.00	\$0.00	\$375,000.00	\$0.00
Poise Foundation Two Gateway Center, Suite 1700 603 Stanwix Street Pittsburgh, PA 15222 <i>to support a photographic project aimed at capturing positive images of African American males</i> \$48,000.00 2012	501(c)(3)	\$0.00	\$48,000.00	\$0.00	\$48,000.00	\$0.00
Port Authority of Allegheny County 345 Sixth Avenue 3rd Floor Pittsburgh, PA 15222 <i>to help support a feasibility study on retrofitting transit facilities for natural gas buses</i> \$143,668.00 2011	501(c)(3)-509(a)(1)	\$143,668.00	\$0.00	\$0.00	\$0.00	\$143,668.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Propel Schools Foundation 3447 East Carson Street Suite 200 Pittsburgh, PA 15203 <i>to prepare African American boys to pursue and complete postsecondary education</i> \$750,000.00 2011	501(c)(3)	\$700,000.00	\$0.00	\$0.00	\$325,000.00	\$375,000.00
Rand Corporation 1776 Main Street P.O. Box 2138 Santa Monica, CA 91325 <i>for the support of an evaluation aiming to assess each of The Heinz Endowments African American Men and Boys grantees' implementation processes</i> \$150,000.00 2011	501(c)(3)	\$150,000.00	\$0.00	\$0.00	\$150,000.00	\$0.00
Rand Corporation 1776 Main Street P.O. Box 2138 Santa Monica, CA 91325 <i>to understand the links between air quality and economic development in the Pittsburgh region</i> \$350,000.00 2011	501(c)(3)	\$350,000.00	\$0.00	\$0.00	\$350,000.00	\$0.00
Rand Corporation 1776 Main Street P.O. Box 2138 Santa Monica, CA 91325 <i>to support the evaluation of the next round of youth-serving grants made by the African American Men and Boys Task Force</i> \$300,000.00 2012	501(c)(3)	\$0.00	\$300,000.00	\$0.00	\$100,000.00	\$200,000.00
Riverlife 707 Grant Street Suite 3500 Pittsburgh, PA 15219 <i>for design development and hydro-engineering activities for the Headwaters Lagoon project on the Ohio River</i> \$500,000.00 2011	501(c)(3)	\$340,000.00	\$0.00	\$0.00	\$340,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Rivertide 707 Grant Street Suite 3500 Pittsburgh, PA 15219 <i>to support the costs associated with restoring Allegheny Landing, a component of Three Rivers Park</i> \$250,000.00 2011	501(c)(3)	\$250,000.00	\$0.00	\$0.00	\$250,000.00	\$0.00
Robert Morris University 6001 University Boulevard Moon Township, PA 15108-118 <i>to support the Black Male Leadership Development Institute</i> \$150,000.00 2012	501(c)(3)	\$0.00	\$150,000.00	\$0.00	\$150,000.00	\$0.00
Robert Morris University 6001 University Boulevard Moon Township, PA 15108-118 <i>to support the Black Male Leadership Development Institute</i> \$50,000.00 2012	501(c)(3)	\$0.00	\$50,000.00	\$0.00	\$50,000.00	\$0.00
Root Cause Institute Inc One Canal Park 3rd Floor Cambridge, MA 02141 <i>to support the launch of the Leadership & Sustainability Institute (LSI) for Black Male Achievement with a focus on strengthening work in Pittsburgh</i> \$50,000.00 2012	501(c)(3)	\$0.00	\$50,000.00	\$0.00	\$50,000.00	\$0.00
The Schott Foundation For Public Education 675 Massachusetts Avenue 8th Floor Cambridge, MA 02139 <i>to help support the research and production of a report on African American and Latino males and public education inequities, titled "The Urgency of Now"</i> \$35,000.00 2012	501(c)(3)	\$0.00	\$35,000.00	\$0.00	\$35,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Sojourner House Inc 5460 Penn Avenue Pittsburgh, PA 15206 <i>to pay for the match portion of the replacement of the rear stairwell for the main building of Sojourner House MOMS</i>	501(c)(3)	\$0.00	\$22,000.00	\$0.00	\$22,000.00	\$0.00
\$22,000.00 2012						
Squirrel Hill Health Center 4516 Brown's Hill Rd. Pittsburgh, PA 15217 <i>to support the Refugee Care Project, a culturally competent Center as it creates a team to improve access to primary and preventive health care model for refugees new to Pittsburgh</i>	501(c)(3)	\$0.00	\$200,000.00	\$0.00	\$100,000.00	\$100,000.00
\$200,000.00 2012						
State Voices 500 Griswold Street Suite 2850 Detroit, MI 48226 <i>to provide micro-targeting support to identify specific individuals for an air quality campaign</i>	501(c)(3)-509(a)(1)	\$117,429.00	\$0.00	\$0.00	\$80,000.00	\$37,429.00
\$117,429.00 2011						
Travelers Aid Society Of Pittsburgh P.O. Box 23534 Pittsburgh, PA 15222 <i>to provide employment-related transportation assistance for low-income men and women</i>	501(c)(3)	\$0.00	\$100,000.00	\$0.00	\$100,000.00	\$0.00
\$100,000.00 2012						
Trustees of Boston University Office of Corporate & Foundation Relations 595 Commonwealth Avenue Suite 700 West Entrance Boston, MA 02215 <i>to model the health impacts of PIM power plants and build an open source tool to evaluate interventions</i>	501(c)(3)-509(a)(1)	\$150,000.00	\$0.00	\$0.00	\$150,000.00	\$0.00
\$150,000.00 2011						

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
University of Pittsburgh Office of Public Affairs 200 South Craig Street 400 Craig Hall Pittsburgh, PA 15260 <i>REFUND of \$35.75 on 11/6/12 - for a summit of media leaders to seek solutions to negative images of black males</i> \$59,964.25 2011	501(c)(3)-509(a)(1)	\$0.00	\$0.00	(\$35.75)	(\$35.75)	\$0.00
University Of Pittsburgh Office of Child Development 400 North Lexington Street Suite LL104 Pittsburgh, PA 15208 <i>to provide emergency financial support to struggling families through Allegheny County's network of Family Support Centers.</i> \$150,000.00 2012	501(c)(3)	\$0.00	\$150,000.00	\$0.00	\$150,000.00	\$0.00
Urban League of Greater Pittsburgh Charter School 327 N. Negley Avenue Pittsburgh, PA 15206-2831 <i>to foster within African American men and boys resilience, academic purpose and cultural identity through rites of passage</i> \$50,000.00 2011	501(c)(3)-509(a)(1)	\$25,000.00	\$0.00	\$0.00	\$25,000.00	\$0.00
Veterans Leadership Program Of Western Pennsylvania Inc 2417 East Carson Street Pittsburgh, PA 15203 <i>to leverage federal funding to serve veterans and their families as they return to Western Pennsylvania</i> \$215,000.00 2012	501(c)(3)	\$0.00	\$215,000.00	\$0.00	\$215,000.00	\$0.00
West Penn Allegheny Health System Inc Office of Fund Development Allegheny General Hospital 320 East North Avenue - Suite 133A Pittsburgh, PA 15212 <i>to support the Air We Breathe: A Regional Summit on Asthma and the Environment</i> \$14,485.00 2012	501(c)(3)	\$0.00	\$14,485.00	\$0.00	\$14,485.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Western Pennsylvania Conservancy 800 Waterfront Drive Pittsburgh, PA 15222 <i>to fund operating expenses and programming for the planting of community and park trees</i> \$700,000.00 2011	501(c)(3)	\$700,000.00	\$0.00	\$0.00	\$350,000.00	\$350,000.00
Woodland Hills School District 2430 Greensburg Pike Pittsburgh, PA 15221-3666 <i>for the Scholar Identity framework to support the success of black males in district schools</i> \$750,000.00 2011	Educational Institution	\$700,000.00	\$0.00	\$0.00	\$325,000.00	\$375,000.00
World Affairs Council Of Pittsburgh 2640 BNY Mellon Center 500 Grant Street Pittsburgh, PA 15219 <i>to support the participation of up to 5 African American young men in the One Young World Summit being held in Pittsburgh</i> \$50,000.00 2012	501(c)(3)	\$0.00	\$50,000.00	\$0.00	\$50,000.00	\$0.00
Wqed Multimedia 4802 Fifth Avenue Pittsburgh, PA 15213 <i>to support a multimedia initiative to uplift the stories of African American men in the community through two projects: the Perception & Portrayal series and the Black Male Engagement Challenge</i> \$390,000.00 2012	501(c)(3)	\$0.00	\$390,000.00	\$0.00	\$390,000.00	\$0.00
<i>Total Common Initiatives</i>		\$7,458,967.00	\$10,043,841.00	(\$35.75)	\$11,145,983.25	\$6,336,789.00
Community & Economic Development Achieva 711 Bingham Street Pittsburgh, PA 15203 <i>to expand the capacity and the efficiency of Achieva's pallet business, thereby creating additional employment opportunities for people with disabilities</i> \$475,000.00 2012	501(c)(3)	\$0.00	\$475,000.00	\$0.00	\$160,000.00	\$315,000.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Afro-American Music Institute Inc 713 I Hamilton Avenue Pittsburgh, PA 15208 <i>to assist AAMI in the hiring of a business manager</i> 2012	501(c)(3)	\$0.00	\$50,000.00	\$0.00	\$50,000.00	\$0.00
Allegheny Conference On Community Development 11 Stanwix Street, 17th Floor Pittsburgh, PA 15222-1312 <i>to support regional economic development through the work of the conference in the areas of transportation, alignment of workforce with employer needs and the development of a supply chain process that assists small business owners</i> \$350,000.00 2012	501(c)(3)	\$0.00	\$350,000.00	\$0.00	\$350,000.00	\$0.00
Allegheny Council To Improve Our Neighborhoods-Housing Incorporated 425 Sixth Avenue Suite 950 Pittsburgh, PA 15219 <i>to create a strategy for supportive housing and neighborhood-based development at a scale that is expansive, comprehensive, inclusive and meets the needs of the Pittsburgh region</i> \$130,000.00 2012	501(c)(3)	\$0.00	\$130,000.00	\$0.00	\$130,000.00	\$0.00
Allegheny Council To Improve Our Neighborhoods-Housing Incorporated 425 Sixth Avenue Suite 950 Pittsburgh, PA 15219 <i>for site control and pre-development activities for a significant property on Second Avenue in Hazelwood</i> \$25,000.00 2012	501(c)(3)	\$0.00	\$25,000.00	\$0.00	\$25,000.00	\$0.00
Allegheny River Towns Enterprise Zone 376 Freeport Road Blawnox, PA 15238 <i>to assist a multi-municipal economic development corporation to expand staff operations over a three year period</i> \$200,000.00 2012	501(c)(3)	\$0.00	\$200,000.00	\$0.00	\$50,000.00	\$150,000.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Friendship Development Associates Inc 5149 Penn Avenue Pittsburgh, PA 15224 <i>to begin implementation of the 6% Place strategy in Garfield, Pittsburgh</i> \$49,250.00 2012	501(c)(3)	\$0.00	\$49,250.00	\$0.00	\$49,250.00	\$0.00
Brentwood Economic Development Corporation 4127 Brownsville Road, Suite 204 Pittsburgh, PA 15227 <i>for capacity building and general operating support of a community development corporation serving a cooperating group of municipalities and neighborhoods in Pittsburgh's South Hills</i> \$120,000.00 2012	501(c)(3)	\$0.00	\$120,000.00	\$0.00	\$30,000.00	\$90,000.00
Brookings Institution 1775 Massachusetts Avenue NW Washington, DC 20036 <i>to conduct research, policy and network building activities to advance a metropolitan-led next economy</i> \$200,000.00 2011	501(c)(3)-509(a)(1)	\$150,000.00	\$0.00	\$0.00	\$100,000.00	\$50,000.00
Brownsville Area Revitalization Corporation 69 Market Street P.O. Box 97 Brownsville, PA 15417 <i>to support the design for the renovation of a vacant building located at 27 Market Street in Brownsville, PA to accommodate a first floor pharmacy</i> \$40,000.00 2012	501(c)(3)	\$0.00	\$40,000.00	\$0.00	\$40,000.00	\$0.00
Building United Of Southwestern Pennsylvania 801 North Homewood Avenue Suite 201 Pittsburgh, PA 15208 <i>for support in acquiring key selected sites in South Homewood for future development</i> \$150,000.00 2012	501(c)(3)	\$0.00	\$150,000.00	\$0.00	\$150,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Carnegie Mellon University 5000 Forbes Avenue Pittsburgh, PA 15213-3890 to support the Capital Campaign 2007	501(c)(3)	\$2,500,000.00	\$0.00	\$0.00	\$2,500,000.00	\$0.00
Carnegie Mellon University 5000 Forbes Avenue Pittsburgh, PA 15213-3890 to support Urban Design Regional Employment Action for Minorities (UDream), which aims to attract, mentor and retain under represented young professionals in urban design and related professions \$395,000.00 2012	501(c)(3)	\$0.00	\$395,000.00	\$0.00	\$395,000.00	\$0.00
Carnegie Mellon University 5000 Forbes Avenue Pittsburgh, PA 15213-3890 to provide support for the launch and operations of the Disruptive Health Technology Institute at Carnegie Mellon University \$2,000,000.00 2012	501(c)(3)	\$0.00	\$2,000,000.00	\$0.00	\$400,000.00	\$1,600,000.00
Center Of Life 161 Hazelwood Avenue Pittsburgh, PA 15207 for general operating support and capacity building for a key partner in Hazelwood to increase the number of children and families served \$1,350,000.00 2012	501(c)(3)	\$0.00	\$1,350,000.00	\$0.00	\$450,000.00	\$900,000.00
Christian Evangelistic Economic Development Corporation 6435 Frankstown Avenue Pittsburgh, PA 15206 for the operation and provision of microenterprise/technical assistance to underserved and disadvantaged entrepreneurs, especially immigrants, refugees and other minorities in the Pittsburgh area \$50,000.00 2012	501(c)(3)	\$0.00	\$50,000.00	\$0.00	\$50,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Christian Evangelistic Economic Development Corporation 6435 Frankstown Avenue Pittsburgh, PA 15206 <i>for microenterprise and technical assistance to underserved and disadvantaged entrepreneurs, especially immigrants, refugees and minorities in southwestern Pennsylvania</i>	501(c)(3)	\$0.00	\$190,000.00	\$0.00	\$190,000.00	\$0.00
\$190,000.00 2012						
Communication Network 1717 N. Naper Blvd Suite 102 Naperville, IL 60563 <i>for general operating support</i>	501(c)(3)	\$0.00	\$20,000.00	\$0.00	\$20,000.00	\$0.00
\$20,000.00 2012						
Community College Of Allegheny County-Education Foundation 808 Ridge Avenue Byers Hall, Room 102 Pittsburgh, PA 15212 <i>to support the radical reformation of the teaching and the efficacy of math instruction at CCAC</i>	501(c)(3)	\$0.00	\$1,000,000.00	\$0.00	\$500,000.00	\$500,000.00
\$1,000,000.00 2012						
East Liberty Development Incorporated 6101 Penn Avenue Suite 201 Pittsburgh, PA 15206 <i>to provide support to make a co-investment into the Ace Hotel project in East Liberty</i>	501(c)(3)	\$0.00	\$500,000.00	\$0.00	\$500,000.00	\$0.00
\$500,000.00 2012						
Franklin Center Of Beaver County Inc 524 Franklin Avenue Aliquippa, PA 15001 <i>to support the youth entrepreneurship program</i>	501(c)(3)	\$0.00	\$150,000.00	\$0.00	\$75,000.00	\$75,000.00
\$150,000.00 2012						

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Garfield Jubilee Association, Inc. 5138 Penn Avenue Pittsburg, PA 15224 <i>to provide 40 youths with construction and educational training, and job readiness/placement</i> \$45,000.00 2012	501(c)(3)-509(e)(1)	\$0.00	\$45,000.00	\$0.00	\$45,000.00	\$0.00
Guidestar USA 4801 Courthouse Street Suite 220 Williamsburg, VA 23188-2678 <i>for honorary membership to Guidestar</i> \$1,000.00 2012	501(c)(3)-509(e)(1)	\$0.00	\$1,000.00	\$0.00	\$1,000.00	\$0.00
Hill District Consensus Group 1835 Centre Avenue Suite 265 Pittsburg, PA 15219 <i>for continued operating support to advance a change agenda in the Hill District</i> \$115,000.00 2012	501(c)(3)	\$0.00	\$115,000.00	\$0.00	\$115,000.00	\$0.00
Hill House Association 1835 Centre Avenue Pittsburg, PA 15219 <i>to continue support of the Ujamaa Collective in its work of growing small businesses, developing its retail boutique and open-air market, and reaching out to young women in University Prep and Bedford Hope Public Housing Community</i> \$200,000.00 2012	501(c)(3)	\$0.00	\$200,000.00	\$0.00	\$100,000.00	\$100,000.00
Hill House Economic Development Corporation 1901 Centre Avenue Suite 202 Pittsburg, PA 15219 <i>to provide critical gap financing for a new grocery store in the Hill District</i> \$400,000.00 2012	501(c)(3)	\$0.00	\$400,000.00	\$0.00	\$400,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Homewood Renaissance Association 7128 Hermitage Street Pittsburgh, PA 15208 <i>for the All 4 Life and Painting 4 Life programs, providing education, training, apprentice stipend, and workforce development</i> \$50,000.00 2012	Expenditure Responsibility	\$0.00	\$50,000.00	\$0.00	\$50,000.00	\$0.00
Homewood Renaissance Association 7128 Hermitage Street Pittsburgh, PA 15208 <i>to fund operations and programming as well as renovation and construction of the facilities at 7240 Frankstown Avenue</i> \$450,000.00 2012	Expenditure Responsibility	\$0.00	\$450,000.00	\$0.00	\$450,000.00	\$0.00
Idea Foundry 4551 Forbes Avenue Suite 200 Pittsburgh, PA 15213 <i>to support InterSector, an Idea Foundry program committed to building a robust ecosystem that enables for-profit startups to deliver social and environmental benefits to our region through sustainable business practices</i> \$149,650.00 2012	501(c)(3)	\$0.00	\$149,650.00	\$0.00	\$149,650.00	\$0.00
Institute For Gas Drilling Excellence Inc 213 Market Street Harrisburg, PA 17101 <i>for technical assistance necessary to develop the standards of excellence</i> \$50,000.00 2012	501(c)(3)	\$0.00	\$50,000.00	\$0.00	\$50,000.00	\$0.00
Kingsley Association 6435 Frankstown Avenue Suite 201 Pittsburgh, PA 15206 <i>to continue support of the Larimer Vision and Land Use Plan, particularly as it begins implementation of the Green Space aspect with its implications for residents who will be displaced</i> \$275,000.00 2012	501(c)(3)	\$0.00	\$275,000.00	\$0.00	\$275,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Kingsley Association 6435 Frankstown Avenue Suite 201 Pittsburgh, PA 15206 <i>to support a Freedom School at Kingsley Association in the summer of 2012</i> \$125,000.00 2012	501(c)(3)	\$0.00	\$125,000.00	\$0.00	\$125,000.00	\$0.00
Lead Pittsburgh Inc 625 Liberty Avenue Suite 3110 Pittsburgh, PA 15222 <i>to increase the number of colleges/universities offering SCORE to their students, and to research the impact</i> \$40,000.00 2012	501(c)(3)	\$0.00	\$40,000.00	\$0.00	\$40,000.00	\$0.00
The Manchester Citizens Corporation 1319 Allegheny Avenue Pittsburgh, PA 15233 <i>to support Manchester Revitalization Strategy Renaissance II</i> \$200,000.00 2012	501(c)(3)	\$0.00	\$200,000.00	\$0.00	\$200,000.00	\$0.00
National Black MBA Association P.O. Box 3502 Pittsburgh, PA 15230 <i>for an initiative to strengthen opportunities for career advancement and entrepreneurship among African American professionals</i> \$180,000.00 2010	501(c)(3)-509(a)(1)	\$60,000.00	\$0.00	\$0.00	\$0.00	\$60,000.00
National Low Income Housing Coalition & Low Income Housing 727 15th Street, NW 6th Floor Washington, DC 20005 <i>for support of the National Low Income Housing Coalition's 30th Annual Housing Leadership Reception</i> \$5,000.00 2012	501(c)(3)-509(a)(2)	\$0.00	\$5,000.00	\$0.00	\$5,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
National Organization On Disability 5 E 86 Street New York, NY 10028 to establish in Pittsburgh a program to provide intensive career transition services for the region's disabled, post-9/11 veterans and their families \$660,000.00 2012	501(c)(3)	\$0.00	\$660,000.00	\$0.00	\$220,000.00	\$440,000.00
Northside Industrial Development Corp 700 River Ave. Pittsburgh, PA 15212 to continue support for two NIDC programs: the Sustainability Initiative, including both brownfield redevelopment and river water monitoring, and the Entrepreneur Boot Camp for Veterans \$200,000.00 2012	501(c)(3)	\$0.00	\$200,000.00	\$0.00	\$200,000.00	\$0.00
Operation Better Block Inc 801 N. Homewood Avenue Pittsburgh, PA 15208 to cover incentive stipends, staffing, supplies, transportation, program evaluation and student involvement in the Junior Green Corps \$150,000.00 2012	501(c)(3)	\$0.00	\$150,000.00	\$0.00	\$37,500.00	\$112,500.00
Pittsburgh Board of Public Education 341 South Bellefield Avenue Pittsburgh, PA 15213 REFUND of \$13,016.93 on 3/8/12 - to support the implementation of Project Lead the Way within the Lincoln Elementary School Pre-engineering Program \$36,983.07 2007	Government Entity	\$0.00	\$0.00	(\$13,016.93)	(\$13,016.93)	\$0.00
Pittsburgh Cares 3505 Butler Street Pittsburgh, PA 15201 to support HandsOn Tech Pittsburgh and efforts to improve technology use within the local nonprofit sector and low- income communities \$49,000.00 2012	501(c)(3)	\$0.00	\$49,000.00	\$0.00	\$49,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Pittsburgh Community Reinvestment Group 1901 Centre Ave Suite 200 Pittsburgh, PA 15219 <i>for education and advocacy related to the Pennsylvania public transit funding crisis</i> \$50,000.00 2012	501(c)(3)	\$0.00	\$50,000.00	\$0.00	\$50,000.00	\$0.00
Pittsburgh Downtown Partnership 925 Liberty Avenue 4th Floor Pittsburgh, PA 15222 <i>to assess the feasibility of coordinating the various resources dedicated to connecting people interested in living, working and engaging in Pittsburgh to the resources that are available, with the intent of growing opportunities and talent in the region</i> \$15,000.00 2012	501(c)(3)	\$0.00	\$15,000.00	\$0.00	\$15,000.00	\$0.00
Pittsburgh Foundation 5 PPG Place Suite 250 Pittsburgh, PA 15222 <i>to support implementation of the Mt. Auburn report, "The Big ReThink: Positioning Pittsburgh for the Next Stage of Urban Regeneration"</i> \$50,000.00 2012	501(c)(3)	\$0.00	\$50,000.00	\$0.00	\$50,000.00	\$0.00
Pittsburgh Green Innovators P.O. Box 2072 Pittsburgh, PA 15230 <i>to increase capacity to carry out program and project opportunities of the three-year strategic plan</i> \$660,000.00 2011	501(c)(3)-509(a)(1)	\$440,000.00	\$0.00	\$0.00	\$220,000.00	\$220,000.00
Pittsburgh History and Landmarks Foundation 100 West Station Square Drive Suite 450 Pittsburgh, PA 15219 <i>RE:UND of \$12,450 on 4/10/12 - to support a redevelopment planning process for the New Granada Theater</i> \$37,550.00 2009	501(c)(3)-509(a)(1)	\$0.00	\$0.00	(\$12,450.00)	(\$12,450.00)	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Pittsburgh Housing Development Corporation 200 Ross Street 10th Floor Pittsburgh, PA 15219 <i>to support the East Busway Landscape Project, a hillside restoration of the slope along the Martin Luther King East Busway between Homewood and Braddock Avenues in Homewood</i> \$25,000.00 2012	501(c)(3)	\$0.00	\$25,000.00	\$0.00	\$25,000.00	\$0.00
Pittsburgh Partnership For Neighborhood Development Inc 425 Sixth Avenue Suite 1740 Pittsburgh, PA 15219 <i>for general operating support in a time of organizational transition</i> \$375,000.00 2012	501(c)(3)	\$0.00	\$375,000.00	\$0.00	\$375,000.00	\$0.00
Rebuilding Together Pittsburgh 631 Iron City Drive Pittsburgh, PA 15205 <i>to support capacity building, infrastructure, and direct housing renovation costs for existing homeowners in order to stabilize housing in Homewood and Hazelwood</i> \$400,000.00 2012	501(c)(3)	\$0.00	\$400,000.00	\$0.00	\$400,000.00	\$0.00
Regional Housing Legal Services 2 South Easton Road Glenside, PA 19038 <i>to create & market a regional certification program for Section 3 Business Concerns</i> \$300,000.00 2011	501(c)(3)-509(a)(1)	\$200,000.00	\$0.00	\$0.00	\$100,000.00	\$100,000.00
Resurrection Power Incorporated P.O. Box 674 Braddock, PA 15104 <i>to assist with the Summer Day Camp</i> \$12,000.00 2012	501(c)(3)-509(a)(1)	\$0.00	\$12,000.00	\$0.00	\$12,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Starting-Gate 2750 Constitution Blvd Beaver Falls, PA 15010 <i>to support Starting-Gate's long term strategic plan to strengthen its position as a business incubator for entrepreneurial growth and business start-up activity in Beaver and Lawrence counties</i> \$200,000.00 2012	501(c)(3)	\$0.00	\$200,000.00	\$0.00	\$200,000.00	\$0.00
Student Conservation Association Inc 239 Fourth Avenue Suite 2100 Pittsburgh, PA 15222 <i>for the SCA Hazelwood Initiative</i> \$50,000.00 2012	501(c)(3)	\$0.00	\$50,000.00	\$0.00	\$50,000.00	\$0.00
Technology Affinity Group 23 Briar Road Wayne, PA 19087 <i>for affinity group dues</i> \$1,500.00 2012	501(c)(3)-509(a)(2)	\$0.00	\$1,500.00	\$0.00	\$1,500.00	\$0.00
The University Of Pittsburgh 107 Cathedral of Learning Pittsburgh, PA 15260 <i>to continue the successes of the English Department's internship program and the African American Men and Boys mentoring initiative</i> \$48,700.00 2012	501(c)(3)	\$0.00	\$48,700.00	\$0.00	\$48,700.00	\$0.00
University Of Pittsburgh Office Of The Comptroller The Institute for Entrepreneurial Excellence 230 South Bouquet Street, Suite 1800 Pittsburgh, PA 15260 <i>to continue the work of the Institute for Entrepreneurial Excellence as it works to help individuals and businesses succeed especially in the area of contract opportunities for small enterprises, particularly those in disadvantaged areas</i> \$400,000.00 2012	501(c)(3)	\$0.00	\$400,000.00	\$0.00	\$400,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
The University Of Pittsburgh 107 Cathedral of Learning Pittsburgh, PA 15260 <i>to support the University of Pittsburgh-Endowments African American Men and Boys Journalism Mentoring Initiative</i>	501(c)(3)	\$0.00	\$11,320.00	\$0.00	\$11,320.00	\$0.00
\$11,320.00 2012						
Urban Innovation 21 1901 Centre Avenue Suite 300 Pittsburgh, PA 15219 <i>to strengthen and expand the anchor institution's economic development model</i>	501(c)(3)-509(a)(1)	\$200,000.00	\$0.00	\$0.00	\$200,000.00	\$0.00
\$600,000.00 2010						
Westmoreland Human Opportunities Inc 226 S. Maple Ave. Greensburg, PA 15601 <i>to support Westmoreland Community Action's Circles Initiative as a means of engaging broad community resources to fight family poverty</i>	501(c)(3)	\$0.00	\$200,000.00	\$0.00	\$200,000.00	\$0.00
\$200,000.00 2012						
<i>Total Community & Economic Development</i>		\$3,550,000.00	\$12,247,420.00	(\$25,466.93)	\$11,059,453.07	\$4,712,500.00
Education						
A Schools Pittsburghs Community Alliance For Public Education 1901 Centre Avenue Suite 302A Pittsburgh, PA 15219 <i>for operating support for A+ Schools as it informs, engages and mobilizes the Pittsburgh community for educational excellence and equity</i>	501(c)(3)	\$0.00	\$750,000.00	\$0.00	\$250,000.00	\$500,000.00
\$750,000.00 2012						
A Schools Pittsburghs Community Alliance For Public Education 1901 Centre Avenue Suite 302A Pittsburgh, PA 15219 <i>to support the exploration of a strategy to enhance A+ Schools' organizing program to include a central role for a parent as volunteer coordinator in a vulnerable Pittsburgh Public School</i>	501(c)(3)	\$0.00	\$11,800.00	\$0.00	\$11,800.00	\$0.00
\$11,800.00 2012						

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
A Schools Pittsburghs Community Alliance For Public Education 1901 Centre Avenue Suite 302A Pittsburgh, PA 15219 <i>to support participation in the Youth Organizing for School Change capacity building cohort</i> \$70,000.00 2012	501(c)(3)	\$0.00	\$70,000.00	\$0.00	\$70,000.00	\$0.00
Advancing Academics 519 Penn Avenue Turtle Creek, PA 15145 <i>to increase college access and enrollment for high-achieving low-income students throughout the Mon Valley</i> \$150,000.00 2012	501(c)(3)	\$0.00	\$150,000.00	\$0.00	\$50,000.00	\$100,000.00
Allegheny Intermediate Unit 475 East Waterfront Drive Homestead, PA 15120 <i>to support the implementation of a mini-grants program for middle and high school level teachers to address educational disparities at the school and classroom level</i> \$300,000.00 2012	501(c)(3)	\$0.00	\$500,000.00	\$0.00	\$300,000.00	\$0.00
Arcadia University 450 South Easton Road Glenside, PA 19038 <i>for the Vira I. Heinz Scholarship Program for Women in Global Leadership</i> \$20,000.00 2012	501(c)(3)-509(a)(1)	\$0.00	\$20,000.00	\$0.00	\$20,000.00	\$0.00
ASSET, Inc. 2403 Sidney Street Suite 800 Pittsburgh, PA 15203 <i>in support of ASSET and its Investing in Innovation project</i> \$500,000.00 2010	501(c)(3)-509(a)(1)	\$500,000.00	\$0.00	\$0.00	\$250,000.00	\$250,000.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Bend The Arc-A Jewish Partnership For Justice 330 7th Avenue 19th Floor New York, NY 10001 <i>to support the Education Program in implementing its current youth organizing for school change program</i> \$40,000.00 2012	501(c)(3)	\$0.00	\$40,000.00	\$0.00	\$40,000.00	\$0.00
Brown University Of Providence State Of Ri And Prov Plantations Annenberg Institute for School Reform Box 1985 383 Benefit Street Providence, RI 02912 <i>to support a scan of community and school based parent engagement efforts in Pittsburgh</i> \$50,000.00 2012	501(c)(3)	\$0.00	\$50,000.00	\$0.00	\$50,000.00	\$0.00
Carlow University 3333 5th Avenue Pittsburgh, PA 15213 <i>REFUND of \$17,375 on 3/2012 - to continue the Youth Media Advocacy Project, which engages youth as education reformers</i> \$132,625.00 2011	501(c)(3)	\$75,000.00	\$0.00	(\$17,375.00)	\$57,625.00	\$0.00
Carlow University 3333 5th Avenue Pittsburgh, PA 15213 <i>to support the creation and use of media by students to address issues within the Pittsburgh Public Schools</i> \$150,000.00 2012	501(c)(3)	\$0.00	\$150,000.00	\$0.00	\$150,000.00	\$0.00
Carnegie Institute Carnegie Science Center One Allegheny Avenue Pittsburgh, PA 15212-5850 <i>to support planning funds to explore the development and implementation of the Carnegie Science Center STEM Education Endorsement and pilot program for teachers</i> \$50,000.00 2012	501(c)(3)	\$0.00	\$50,000.00	\$0.00	\$50,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Carnegie Mellon University 5000 Forbes Avenue Pittsburgh, PA 15213-3890 <i>REFUND of \$5,500.00 on 4/26/12 - for the Vira I. Heinz Scholarship Program for Women in Global Leadership</i>	501(c)(3)	\$0.00	\$18,000.00	(\$5,500.00)	\$12,500.00	\$0.00
\$12,500.00 2012						
Carnegie Mellon University 5000 Forbes Avenue Pittsburgh, PA 15213-3890 <i>to support African American achievement through the use of virtual peers to promote culturally relevant pedagogy in teachers and science achievement in students</i>	501(c)(3)	\$0.00	\$600,000.00	\$0.00	\$300,000.00	\$300,000.00
\$600,000.00 2012						
Carnegie Mellon University The Robotics Institute 5000 Forbes Avenue Pittsburgh, PA 15213 <i>to support a series of hands-on workshops to develop writing, technical, communication and media literacy skills in youth to be used in developing documentaries about issues in their schools and communities</i>	501(c)(3)	\$0.00	\$450,000.00	\$0.00	\$150,000.00	\$300,000.00
\$450,000.00 2012						
Center Of Life 161 Hazelwood Avenue Pittsburgh, PA 15207 <i>to support an anti-bullying and safety conservation program at Miffilin Pre-K-8 School</i>	501(c)(3)	\$0.00	\$31,670.00	\$0.00	\$31,670.00	\$0.00
\$31,670.00 2012						
Chatham University Woodland Road Pittsburgh, PA 15232 <i>for the Vira I. Heinz Scholarship Program for Women in Global Leadership</i>	501(c)(3)	\$0.00	\$7,000.00	\$0.00	\$7,000.00	\$0.00
\$7,000.00 2012						

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Clairton City School District Administrative Offices 502 Mitchell Avenue Clairton, PA 15025 <i>for after-school and summer school tutoring for students identified for tiered instruction through reading/literacy intervention programs</i> \$50,000.00 2012	Educational Institution	\$0.00	\$50,000.00	\$0.00	\$50,000.00	\$0.00
Community College Of Allegheny County-Education Foundation 808 Ridge Avenue Byers Hall, Room 102 Pittsburgh, PA 15212 <i>to develop a STEM Academy to prepare Olver High School students for success in a STEM discipline</i> \$200,000.00 2011	501(c)(3)	\$100,000.00	\$0.00	\$0.00	\$100,000.00	\$0.00
Consortium For Public Education 410 Ninth Street McKeesport, PA 15132 <i>to support My Action Plan for Success (MAPS) along with the digital architecture - Emaps</i> \$400,000.00 2012	501(c)(3)	\$0.00	\$400,000.00	\$0.00	\$400,000.00	\$0.00
Coro Center For Civic Leadership 33 Terminal Way Suite 429A Pittsburgh, PA 15219 <i>to support a six-week Coro Fellow placement with the Education Program and African American Men and Boys Task Force</i> \$2,750.00 2012	501(c)(3)	\$0.00	\$2,750.00	\$0.00	\$2,750.00	\$0.00
Coro Center For Civic Leadership 33 Terminal Way Suite 429A Pittsburgh, PA 15219 <i>to provide operating and programming support to Coro's youth and education program that trains youth, adult citizens and professional educators to be community advocates for equitable public schools</i> \$230,000.00 2012	501(c)(3)	\$0.00	\$230,000.00	\$0.00	\$230,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Duquesne University Of The Holy Spirit 510 Administration Building 600 Forbes Avenue Pittsburgh, PA 15282 <i>to support a three-pronged urban education initiative beyond its pilot phase</i> \$350,000.00 2011	501(c)(3)	\$175,000.00	\$0.00	\$0.00	\$175,000.00	\$0.00
Duquesne University Of The Holy Spirit 510 Administration Building 600 Forbes Avenue Pittsburgh, PA 15282 <i>for the Vira I. Heinz Scholarship Program for Women in Global Leadership</i> \$19,000.00 2012	501(c)(3)	\$0.00	\$19,000.00	\$0.00	\$19,000.00	\$0.00
Duquesne University Of The Holy Spirit School of Education 600 Forbes Avenue 107 Canevin Hall Pittsburgh, PA 15282-0502 <i>the purpose of this grant is to provide tuition money that will support the summer coursework of the Heinz Fellows</i> \$11,110.00 2012	501(c)(3)	\$0.00	\$11,110.00	\$0.00	\$11,110.00	\$0.00
Education Law Center 429 Fourth Avenue Suite 702 Pittsburgh, PA 15219 <i>to build capacity for parent, student and community engagement in school climate issues throughout public schools in Allegheny County</i> \$200,000.00 2012	501(c)(3)	\$0.00	\$200,000.00	\$0.00	\$200,000.00	\$0.00
Every Child Inc The Village of Eastside 6401 Penn Avenue, Suite 300 Pittsburgh, PA 15206 <i>to support the planning phase of an academic enrichment and leadership initiative for middle school, African American boys</i> \$10,000.00 2012	501(c)(3)	\$0.00	\$10,000.00	\$0.00	\$10,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Foundation Center 79 Fifth Avenue/16th Street New York, NY 10003 <i>to provide operating support for the Foundation Center's work to organizations in southwestern Pennsylvania and beyond</i> \$18,000.00 2012	501(c)(3)	\$0.00	\$18,000.00	\$0.00	\$18,000.00	\$0.00
Foundation For Indiana University Of Pennsylvania Sutton Hall, Room G-1 1011 South Drive Indiana, PA 15705-1046 <i>to support IUPUI Promise Plus Program</i> \$150,000.00 2012	501(c)(3)	\$0.00	\$150,000.00	\$0.00	\$150,000.00	\$0.00
Fund For Advancement Of Minorities Through Education Inc 6031 Broad Street Suite 200 Pittsburgh, PA 15206 <i>to support the cost of FAME's Enrichment Program</i> \$300,000.00 2011	501(c)(3)	\$150,000.00	\$0.00	\$0.00	\$150,000.00	\$0.00
Fund For Advancement Of Minorities Through Education Inc 6031 Broad Street Suite 200 Pittsburgh, PA 15206 <i>to support Phase II of FAME's expansion</i> \$400,000.00 2012	501(c)(3)	\$0.00	\$400,000.00	\$0.00	\$200,000.00	\$200,000.00
Grantmakers for Education 720 SW Washington Street Suite 605 Portland, OR 97205 <i>for Grantmakers for Education's Creativity and Digital Learning member briefing</i> \$10,000.00 2012	501(c)(3)-509(a)(2)	\$0.00	\$10,000.00	\$0.00	\$10,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Grantmakers for Education 720 SW Washington Street Suite 605 Portland, OR 97205 <i>for program and operating support</i> \$10,000.00 2012	501(c)(3)-509(a)(2)	\$0.00	\$10,000.00	\$0.00	\$10,000.00	\$0.00
The Grantmakers Of Western Pennsyl Yania 650 Smithfield Street Suite 210 Pittsburgh, PA 15222 <i>for support in 2012</i> \$23,000.00 2012	501(c)(3)	\$0.00	\$23,000.00	\$0.00	\$23,000.00	\$0.00
Higher Achievement Program Inc 1701 K Street NW Suite 1000 Washington, DC 20006 <i>to support an expansion/feasibility study.</i> \$22,000.00 2012	501(c)(3)	\$0.00	\$22,000.00	\$0.00	\$22,000.00	\$0.00
Hill District Consensus Group 1835 Centre Avenue Suite 265 Pittsburgh, PA 15219 <i>to support the Hill District Consensus Group's participation in the Youth Organizing for School Change capacity building cohort</i> \$50,000.00 2012	501(c)(3)	\$0.00	\$50,000.00	\$0.00	\$50,000.00	\$0.00
Hill House Association 1835 Centre Avenue Pittsburgh, PA 15219 <i>for the Shyne Awards Ceremony that recognizes young adults between the ages of 13 to 19 who excel in education, community, leadership or service.</i> \$10,000.00 2012	501(c)(3)	\$0.00	\$10,000.00	\$0.00	\$10,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Homeless Childrens Education Fund 2100 Smallinan Street 2nd Floor Pittsburgh, PA 15222 <i>to support the Homeless Education Network's growth in the region</i> \$125,000.00 2012	501(c)(3)	\$0.00	\$125,000.00	\$0.00	\$125,000.00	\$0.00
Homewood Childrens Village 801 N. Homewood Avenue Pittsburgh, PA 15208 <i>for the Heinz Fellows: Accountability and Data Input Support Project</i> \$12,800.00 2012	501(c)(3)	\$0.00	\$12,800.00	\$0.00	\$12,800.00	\$0.00
Hope Foundation Inc 1713 McNary Boulevard Pittsburgh, PA 15221 <i>to fund the LAMS Wilkensburg Pilot Program (LAMS Comprehensive Summer Segment 2012).</i> \$38,000.00 2012	501(c)(3)	\$0.00	\$38,000.00	\$0.00	\$38,000.00	\$0.00
Imani Christian Academy 2150 East Hills Drive Pittsburgh, PA 15221 <i>for continuation of funding for program and operating support</i> \$300,000.00 2012	501(c)(3)	\$0.00	\$300,000.00	\$0.00	\$150,000.00	\$150,000.00
Ivy Charitable Endowment of Pittsburgh P.O. Box 17012 Pittsburgh, PA 15235 <i>to provide resources and cover operational cost for The Pearl Academy for the 2011-2012 school year</i> \$50,000.00 2011	501(c)(3)-509(a)(1)	\$20,000.00	\$0.00	\$0.00	\$20,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Jefferson Awards for Public Service 100 West 10th Street Suite 215 Wilmington, DE 19801-1665 <i>for year two of Students in Action in Pittsburgh</i> \$20,000.00 2012	501(c)(3)-509(a)(1)	\$0.00	\$20,000.00	\$0.00	\$20,000.00	\$0.00
Lincoln University 1570 Baltimore Pike MSC 193 P.O. Box 179 Lincoln University, PA 19352-0999 <i>for the Vira L. Heinz Scholarship Program for Women in Global Leadership</i> \$20,500.00 2012	501(c)(3)-509(a)(1)	\$0.00	\$20,500.00	\$0.00	\$20,500.00	\$0.00
Luminari Inc P.O. Box 81603 Pittsburgh, PA 15217 <i>to provide full and partial scholarships for diverse and underserved 8-12 grade students in southwestern PA</i> \$10,000.00 2012	501(c)(3)	\$0.00	\$10,000.00	\$0.00	\$10,000.00	\$0.00
Manchester Academic Charter School 1214 Liverpool Street Pittsburgh, PA 15233 <i>to support Student-Based Learning, increasing Teacher Empowerment, and developing and implementing a blended curriculum</i> \$300,000.00 2012	501(c)(3)	\$0.00	\$300,000.00	\$0.00	\$300,000.00	\$0.00
Negro Educational Emergency Drive Need 332 Fifth Avenue, 1st Floor The Warner Centre Pittsburgh, PA 15222 <i>for scholarship program</i> \$700,000.00 2012	501(c)(3)	\$0.00	\$700,000.00	\$0.00	\$350,000.00	\$350,000.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
The Neighborhood Academy 709 North Aiken Avenue Pittsburgh, PA 15206 <i>to support the restructuring of the Advanced Placement US History Course</i> \$40,000.00 2009	501(c)(3)	\$10,000.00	\$0.00	\$0.00	\$10,000.00	\$0.00
Wireless Neighborhoods 5429 Penn Avenue Pittsburgh, PA 15206 <i>for support of an expanding network of community-based afterschool programs</i> \$300,000.00 2012	501(c)(3)	\$0.00	\$300,000.00	\$0.00	\$150,000.00	\$150,000.00
Northside Urban Pathways A Public Charter School 914 Penn Avenue Pittsburgh, PA 15222 <i>to support phase three and four of the Urban Learning Lab</i> \$150,000.00 2011	501(c)(3)	\$75,000.00	\$0.00	\$0.00	\$75,000.00	\$0.00
Northside Urban Pathways A Public Charter School 914 Penn Avenue Pittsburgh, PA 15222 <i>to support a program where students will construct bridges with limited budget and supplies, based on Algebra II and Physics</i> \$10,000.00 2011	501(c)(3)	\$10,000.00	\$0.00	\$0.00	\$10,000.00	\$0.00
Northside Urban Pathways A Public Charter School 914 Penn Avenue Pittsburgh, PA 15222 <i>for expansion of educational program</i> \$225,000.00 2012	501(c)(3)	\$0.00	\$225,000.00	\$0.00	\$225,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Pennsylvania Coalition Of Public Charter Schools 999 West Chester Pike Suite B-6 West Chester, PA 19382 <i>for support of policy work that builds charter school capacity and quality in Pennsylvania</i> \$300,000.00 2012	501(c)(3)	\$0.00	\$300,000.00	\$0.00	\$150,000.00	\$150,000.00
Philadelphia University 4201 Henry Avenue Philadelphia, PA 19144 <i>to support the establishment of the Arlen Specter Center for Public Policy</i> \$50,000.00 2012	501(c)(3)	\$0.00	\$50,000.00	\$0.00	\$50,000.00	\$0.00
Philanthropy Roundtable 1730 M Street NW Suite 601 Washington, DC 20036 <i>for support of the Philanthropy Roundtable</i> \$10,000.00 2012	501(c)(3)-509(a)(1)	\$0.00	\$10,000.00	\$0.00	\$10,000.00	\$0.00
Pittsburgh Board of Public Education 341 South Bellefield Avenue Pittsburgh, PA 15213 <i>to support YES Prep School Improvement Benchmarking Trip to Houston, TX</i> \$30,000.00 2012	Government Entity	\$0.00	\$30,000.00	\$0.00	\$30,000.00	\$0.00
Pittsburgh Board of Public Education 341 South Bellefield Avenue Pittsburgh, PA 15213 <i>to support after-school tutoring for students at Westinghouse and Perry High Schools</i> \$40,000.00 2012	Government Entity	\$0.00	\$40,000.00	\$0.00	\$0.00	\$40,000.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Pittsburgh Promise Foundation 1901 Centre Avenue Suite 204 Pittsburgh, PA 15219 <i>to support the Pittsburgh Promise</i> \$6,000,000.00 2012	501(c)(3)	\$0.00	\$6,000,000.00	\$0.00	\$2,000,000.00	\$4,000,000.00
Pittsburgh Urban Christian School 809 Center St. Pittsburgh, PA 15221 <i>to provide operating support for low-income students from distressed communities</i> \$25,000.00 2012	501(c)(3)	\$0.00	\$25,000.00	\$0.00	\$25,000.00	\$0.00
Pittsburgh Urban Christian School 809 Center St. Pittsburgh, PA 15221 <i>to build capacity for the long-term financial and academic success of the school</i> \$150,000.00 2012	501(c)(3)	\$0.00	\$150,000.00	\$0.00	\$150,000.00	\$0.00
Poise Foundation Two Gateway Center, Suite 1700 603 Stanwix Street Pittsburgh, PA 15222 <i>to participate in the Youth Organizing for School Change capacity building cohort</i> \$70,000.00 2012	501(c)(3)	\$0.00	\$70,000.00	\$0.00	\$70,000.00	\$0.00
The Press Club Of Western Pennsylv- Ania 337 4th Avenue Pittsburgh, PA 15222 <i>to support the Pittsburgh Black Media Federation's summer youth journalism workshop</i> \$10,000.00 2012	501(c)(3)	\$0.00	\$10,000.00	\$0.00	\$10,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Quaker Valley School District 203 Graham Street Sewickley, PA 15143 <i>for planning and submission of a charter school application</i>	Educational Institution	\$0.00	\$75,000.00	\$0.00	\$75,000.00	\$0.00
\$75,000.00 2012						
Research For Action Inc 3701 Chestnut Street Philadelphia, PA 19104 <i>to support state education policy debates through objective, rigorous, and timely research</i>	501(c)(3)	\$0.00	\$75,000.00	\$0.00	\$75,000.00	\$0.00
\$75,000.00 2012						
Robert Morris University 6001 University Boulevard Moon Township, PA 15108-118 <i>to create and endow the Robert Morris University Research Center for Black Male Educational Student Success</i>	501(c)(3)	\$0.00	\$900,000.00	\$0.00	\$300,000.00	\$600,000.00
\$900,000.00 2012						
Rockefeller Philanthropy Advisors 6 West 48th Street 10th Floor New York, NY 10036 <i>REFUND of \$66,694.08 on 1/23/13 - to provide support for the Communities for Teaching Excellence efforts in Pittsburgh</i>	501(c)(3)-509(a)(1)	\$0.00	\$150,000.00	\$0.00	\$150,000.00	\$0.00
\$83,305.92 2012						
Roman Catholic Diocese of Pittsburgh 111 Boulevard of the Allies Pittsburgh, PA 15222 <i>to develop the curriculum for a STEM program that meets the needs of the 21st century "at risk" high-school student interested both in pursuing further education and in post-secondary career preparation</i>	501(c)(3)	\$0.00	\$30,000.00	\$0.00	\$30,000.00	\$0.00
\$30,000.00 2012						

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Schenley Heights Development Program 3171 Ewart Drive Pittsburgh, PA 15219 <i>to support the initial assessment, research and planning for a charter school in Pittsburgh's Hill District</i>	501(c)(3)	\$0.00	\$30,000.00	\$0.00	\$30,000.00	\$0.00
\$30,000.00 2012						
School Of Unity And Liberation 1904 Franklin Street, Suite 904 Oakland, CA 94612 <i>SOUL proposes a Capacity Building Project for grantees of the Heinz Endowments, to develop new capacity for youth organizing work.</i>	501(c)(3)	\$0.00	\$280,000.00	\$0.00	\$55,000.00	\$225,000.00
\$280,000.00 2012						
Temple University P.O. Box 824242 Philadelphia, PA 19182-4242 <i>for the Vira I. Heinz Scholarship Program for Women in Global Leadership</i>	501(c)(3)-509(a)(1)	\$0.00	\$24,500.00	\$0.00	\$24,500.00	\$0.00
\$24,500.00 2012						
Thiel College 75 College Avenue Greenville, PA 16125-2181 <i>for the Vira I. Heinz Scholarship Program for Women in Global Leadership</i>	501(c)(3)-509(a)(1)	\$0.00	\$20,000.00	\$0.00	\$20,000.00	\$0.00
\$20,000.00 2012						
The University Of Pittsburgh 107 Cathedral of Learning Pittsburgh, PA 15260 <i>for the second year of administration of the Vira I. Heinz Program for Women in Global Leadership</i>	501(c)(3)	\$0.00	\$154,000.00	\$0.00	\$154,000.00	\$0.00
\$154,000.00 2012						

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
The University Of Pittsburgh 107 Cathedral of Learning Pittsburgh, PA 15260 <i>for the Vira I. Heinz Scholarship Program for Women in Global Leadership</i> \$44,000.00 2012	501(c)(3)	\$0.00	\$44,000.00	\$0.00	\$44,000.00	\$0.00
University Of Pittsburgh Office Of The Comptroller Learning Research & Development Center 3939 O'Hara Street Pittsburgh, PA 15260 <i>for support of Education Program strategic planning and implementation</i> \$110,000.00 2012	501(c)(3)	\$0.00	\$110,000.00	\$0.00	\$110,000.00	\$0.00
The University Of Pittsburgh Institute of Politics 4227 Fifth Avenue 710 Alumni Hall Pittsburgh, PA 15260 <i>for support of the Institute of Politics</i> \$150,000.00 2012	501(c)(3)	\$0.00	\$150,000.00	\$0.00	\$50,000.00	\$100,000.00
University Of Pittsburgh Heinz Chapel Office 1212 Cathedral of Learning Pittsburgh, PA 15260 <i>for program and operating support</i> \$150,000.00 2012	501(c)(3)	\$0.00	\$150,000.00	\$0.00	\$150,000.00	\$0.00
University of Pittsburgh at Bradford 300 Campus Drive Bradford, PA 16701 <i>for the Vira I. Heinz Scholarship Program for Women in Global Leadership</i> \$19,700.00 2012	501(c)(3)-509(a)(1)	\$0.00	\$19,700.00	\$0.00	\$19,700.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
University Of Pittsburgh 150 Finoli Drive Greensburg, PA 15601 <i>for the Vira I. Heinz Scholarship Program for Women in Global Leadership</i> \$13,000.00 2012	501(c)(3)	\$0.00	\$13,000.00	\$0.00	\$13,000.00	\$0.00
University of Pittsburgh at Johnstown 450 Schoolhouse Road Johnstown, PA 15904 <i>REFUND of \$7,200 on 4/10/12 - for the Vira I. Heinz Scholarship Program for Women in Global Leadership</i> \$14,200.00 2012	501(c)(3)-509(a)(1)	\$0.00	\$21,400.00	(\$7,200.00)	\$14,200.00	\$0.00
Us Foundation For The Inspiration & Recognition Science & Technology 200 Bedford Street Manchester, NH 03101 <i>to support the FIRST Robotics Competition event</i> \$50,000.00 2012	501(c)(3)	\$0.00	\$50,000.00	\$0.00	\$50,000.00	\$0.00
Virtuous Academy One Library Place Duquesne, PA 15110 <i>to provide Virtuous Academy with a survey instrument and marketing tool to be used in Duquesne and surrounding Mon Valley communities to determine how best to address students and their families' school choice needs</i> \$50,000.00 2012	501(c)(3)	\$0.00	\$50,000.00	\$0.00	\$50,000.00	\$0.00
Virtuous Academy One Library Place Duquesne, PA 15110 <i>to provide start-up and operating funds for a choice educational institution that motivates students to achieve academic excellence</i> \$100,000.00 2012	501(c)(3)	\$0.00	\$100,000.00	\$0.00	\$100,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Washington And Jefferson College 60 South Lincoln Street Washington, PA 15301 <i>to continue to develop the Magellan Project and expand its leadership programs</i> \$250,000.00 2011	501(c)(3)	\$120,000.00	\$0.00	\$0.00	\$120,000.00	\$0.00
Washington And Jefferson College 60 South Lincoln Street Washington, PA 15301 <i>for the Vira I. Heinz Scholarship Program for Women in Global Leadership</i> \$18,000.00 2012	501(c)(3)	\$0.00	\$18,000.00	\$0.00	\$18,000.00	\$0.00
Washington And Jefferson College 60 South Lincoln Street Washington, PA 15301 <i>to support recruitment for the Charles West Scholars' Program at Washington & Jefferson College</i> \$50,000.00 2012	501(c)(3)	\$0.00	\$50,000.00	\$0.00	\$50,000.00	\$0.00
The Watson Institute 301 Campmeeting Road Sewickley, PA 15143 <i>to provide supportive training and consultation to schools with the primary goal to increase teacher effectiveness, maximize student achievement and create improved learning environments within schools</i> \$100,000.00 2012	501(c)(3)	\$0.00	\$100,000.00	\$0.00	\$100,000.00	\$0.00
Waynesburg University 51 West College Street Waynesburg, PA 15370 <i>for the Vira I. Heinz Scholarship Program for Women in Global Leadership</i> \$26,000.00 2012	501(c)(3)-509(e)(1)	\$0.00	\$26,000.00	\$0.00	\$26,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
World Affairs Council Of Pittsburgh 2640 BNY Mellon Center 500 Grant Street Pittsburgh, PA 15219 <i>for funding to support the Council's Global Education Initiative</i> \$100,000.00 2012	501(c)(3)	\$0.00	\$100,000.00	\$0.00	\$100,000.00	\$0.00
World Affairs Council Of Pittsburgh 2640 BNY Mellon Center 500 Grant Street Pittsburgh, PA 15219 <i>to support the One Young World (OYW) Summit to be held in Pittsburgh</i> \$45,000.00 2012	501(c)(3)	\$0.00	\$45,000.00	\$0.00	\$45,000.00	\$0.00
World Federalist Association 239 Fourth Ave. Suite 1607 Pittsburgh, PA 15222 <i>to support Global Solutions Pittsburgh's work to advance international education in high schools throughout Allegheny County</i> \$10,000.00 2012	501(c)(3)	\$0.00	\$10,000.00	\$0.00	\$10,000.00	\$0.00
<i>Total Education</i>		\$1,235,000.00	\$15,846,230.00	(\$30,075.00)	\$9,636,155.00	\$7,415,000.00
Environment 10000 Friends Of Pennsylvania 240 North Third Street Suite 407 Harrisburg, PA 17101 <i>for state-level policy work on land use issues and transportation funding/reform and regional projects</i> \$410,000.00 2011	501(c)(3)	\$375,000.00	\$0.00	\$0.00	\$170,000.00	\$205,000.00
10000 Friends Of Pennsylvania 240 North Third Street Suite 407 Harrisburg, PA 17101 <i>for smart community transportation programs</i> \$97,500.00 2012	501(c)(3)	\$0.00	\$97,500.00	\$0.00	\$0.00	\$97,500.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
3 Rivers Wet Weather Inc 3901 Penn Avenue Building 3 Pittsburgh, PA 15224 <i>for work to promote long-term sustainable solutions to the regions Wet Weather Issue problem</i> \$350,000.00 2012	501(c)(3)	\$0.00	\$350,000.00	\$0.00	\$0.00	\$350,000.00
The Albert Schweitzer Fellowship 330 Brookline Avenue Boston, MA 02215 <i>to continue support for the Albert Schweitzer Environmental Fellows program, focused on addressing environmental influences on health</i> \$240,000.00 2011	501(c)(3)-509(a)(1)	\$240,000.00	\$0.00	\$0.00	\$120,000.00	\$120,000.00
Allegheny County Health Department 3333 Forbes Avenue Pittsburgh, PA 15219 <i>for the Allegheny County Health Department Strategic Planning</i> \$50,000.00 2012	Government Entity	\$0.00	\$50,000.00	\$0.00	\$50,000.00	\$0.00
Allegheny County Health Department 3333 Forbes Avenue Pittsburgh, PA 15219 <i>to conduct a comprehensive search for the new director of the Allegheny County Health Department</i> \$50,000.00 2012	Government Entity	\$0.00	\$50,000.00	\$0.00	\$50,000.00	\$0.00
Allegheny County Parks Foundation Inc 535 Smithfield Street Suite 525 Pittsburgh, PA 15222 <i>to support the Trails Initiative Fund in the Allegheny County Parks</i> \$350,000.00 2012	501(c)(3)	\$0.00	\$350,000.00	\$0.00	\$0.00	\$350,000.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Allegheny Land Trust 409 Broad Street Suite 206B Sewickley, PA 15143 <i>for Allegheny Land Trust's Greenprint implementation</i> \$100,000.00 2012	501(c)(3)-509(a)(1)	\$0.00	\$100,000.00	\$0.00	\$50,000.00	\$50,000.00
Association for the Advancement of Sustainability in Higher Education 1536 Wynkoop Street Suite B500 Denver, CO 80202 <i>to produce/disseminate documentation of ASHE Higher Education Sustainability Tours in Pittsburgh</i> \$15,000.00 2011	501(c)(3)-509(a)(2)	\$15,000.00	\$0.00	\$0.00	\$15,000.00	\$0.00
Breast Cancer Fund 1388 Sutter Street Suite 400 San Francisco, CA 94109 <i>to educate diverse communities in southwestern Pennsylvania about toxic chemicals in cosmetics</i> \$68,000.00 2011	501(c)(3)-509(a)(1)	\$68,000.00	\$0.00	\$0.00	\$68,000.00	\$0.00
Carnegie Mellon University 5000 Forbes Avenue Pittsburgh, PA 15213-3890 <i>to develop spatial maps of air pollutants in the Pittsburgh region</i> \$300,000.00 2010	501(c)(3)	\$75,000.00	\$0.00	\$0.00	\$75,000.00	\$0.00
Carnegie Mellon University 5000 Forbes Avenue Pittsburgh, PA 15213-3890 <i>for the headwaters resource committee to assist the Ohio River Valley Water Sanitation Commission in its plan to expand its authority to include water quantity in the upper Ohio River Basin</i> \$42,025.00 2012	501(c)(3)	\$0.00	\$42,025.00	\$0.00	\$0.00	\$42,025.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Center For Coalfield Justice 184 South Miami Street P.O. Box 1080 Washington, PA 15301 <i>to inform, organize and empower public influence on energy extraction in southwestern Pennsylvania</i> \$125,000.00 2011	501(c)(3)	\$125,000.00	\$0.00	\$0.00	\$125,000.00	\$0.00
Center For Coalfield Justice 184 South Miami Street P.O. Box 1080 Washington, PA 15301 <i>for operating support</i> \$180,000.00 2012	501(c)(3)	\$0.00	\$180,000.00	\$0.00	\$0.00	\$180,000.00
Center for Health, Environment and Justice 150 South Washington Street Suite 300 Falls Church, VA 22046 <i>to provide organizing, communications and technical assistance to Pennsylvania groups working on hydraulic fracturing</i> \$30,000.00 2012	501(c)(3)-509(a)(1)	\$0.00	\$30,000.00	\$0.00	\$30,000.00	\$0.00
Children's Institute of Pittsburgh 1405 Shady Avenue Pittsburgh, PA 15217-1350 <i>to educate and empower women with knowledge of environmental risks so that they can make healthy choices</i> \$395,000.00 2011	501(c)(3)-509(a)(1)	\$325,000.00	\$0.00	\$0.00	\$130,000.00	\$195,000.00
Citizens Coal Council 605 Taylor Way Bridgeville, PA 15017 <i>for operating support with focus on longwall coal mining work</i> \$185,000.00 2011	501(c)(3)-509(a)(1)	\$185,000.00	\$0.00	\$0.00	\$111,000.00	\$74,000.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Citizens For Pennsylvanias Future 425 6th Avenue Suite 2770 Pittsburgh, PA 15219 <i>for annual operating support</i> \$1,950,000.00 2009	501(c)(3)	\$325,000.00	\$0.00	\$0.00	\$325,000.00	\$0.00
Citizens For Pennsylvanias Future 425 6th Avenue Suite 2770 Pittsburgh, PA 15219 <i>to support the creation of a comprehensive solar energy program in Allegheny County</i> \$200,000.00 2010	501(c)(3)	\$50,000.00	\$0.00	\$0.00	\$50,000.00	\$0.00
Citizens For Pennsylvanias Future 425 6th Avenue Suite 2770 Pittsburgh, PA 15219 <i>for operating support</i> \$700,000.00 2012	501(c)(3)	\$0.00	\$700,000.00	\$0.00	\$0.00	\$700,000.00
Citizens For Pennsylvanias Future 425 6th Avenue Suite 2770 Pittsburgh, PA 15219 <i>to support Citizens for Pennsylvania's Future's ongoing participation in the IGDE Project, to reduce the environmental footprint of shale gas development in Pennsylvania</i> \$38,026.00 2012	501(c)(3)	\$0.00	\$38,026.00	\$0.00	\$38,026.00	\$0.00
Clean Air Council 135 South 19th Street Suite 300 Philadelphia, PA 19103 <i>to address air quality issues of Marcellus Shale natural gas drilling</i> \$180,000.00 2010	501(c)(3)	\$60,000.00	\$0.00	\$0.00	\$60,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Clean Air Task Force Inc 18 Tremont Street Suite 530 Boston, MA 02108 <i>to ensure strong environmental standards for shale gas development in the region</i> \$50,000.00 2011	501(c)(3)	\$50,000.00	\$0.00	\$0.00	\$50,000.00	\$0.00
Clean Air Task Force Inc 18 Tremont Street Suite 530 Boston, MA 02108 <i>to support Clean Air Task Force's ongoing participation in the IGDE Project, to reduce the environmental footprint of shale gas development in Pennsylvania</i> \$50,000.00 2012	501(c)(3)	\$0.00	\$50,000.00	\$0.00	\$50,000.00	\$0.00
Clean Air Task Force Inc 18 Tremont Street Suite 530 Boston, MA 02108 <i>for the NGO participation in the IGDE project</i> \$50,000.00 2012	501(c)(3)	\$0.00	\$50,000.00	\$0.00	\$0.00	\$50,000.00
Clean Water Fund 100 Fifth Avenue Suite 1108 Pittsburgh, PA 15222 <i>to promote policies to improve air quality in Allegheny County</i> \$335,000.00 2010	501(c)(3)	\$175,000.00	\$0.00	\$0.00	\$175,000.00	\$0.00
Clean Water Fund 100 Fifth Avenue Suite 1108 Pittsburgh, PA 15222 <i>to build a broad network in Pennsylvania to address policies on Marcellus Shale gas extraction</i> \$45,000.00 2011	501(c)(3)	\$45,000.00	\$0.00	\$0.00	\$45,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Clean Water Fund 100 Fifth Avenue Suite 1108 Pittsburgh, PA 15222 <i>to enact policies to improve air quality in Allegheny County.</i> \$300,000.00 2012	501(c)(3)	\$0.00	\$300,000.00	\$0.00	\$0.00	\$300,000.00
Clean Water Fund 100 Fifth Avenue Suite 1108 Pittsburgh, PA 15222 <i>to build a broad network in Pennsylvania to address policies on Marcellus Shale gas extraction</i> \$45,000.00 2012	501(c)(3)	\$0.00	\$45,000.00	\$0.00	\$0.00	\$45,000.00
Community Foundation Of Greater Johnstown 116 Market Street Suite 4 Johnstown, PA 15901 <i>to support program costs including staff salary, community education and water testing for Three Rivers Waterkeeper</i> \$90,000.00 2011	501(c)(3)	\$90,000.00	\$0.00	\$0.00	\$90,000.00	\$0.00
Community Foundation Of Greater Johnstown 116 Market Street Suite 4 Johnstown, PA 15901 <i>to expand the FracTracker website and citizen stewardship as a core Marcellus Shale strategy</i> \$840,000.00 2011	501(c)(3)	\$790,000.00	\$0.00	\$0.00	\$450,000.00	\$340,000.00
Community Foundation Of Greater Johnstown 116 Market Street Suite 4 Johnstown, PA 15901 <i>to support the Three Rivers Water Keeper</i> \$90,000.00 2012	501(c)(3)	\$0.00	\$90,000.00	\$0.00	\$0.00	\$90,000.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Conservation Pennsylvania PO Box 2125 Philadelphia, PA 19103 <i>for polling and message testing related to shale gas impacts</i>	501(c)(3)	\$0.00	\$30,000.00	\$0.00	\$0.00	\$30,000.00
\$30,000.00 2012						
Consultative Group On Biological Diversity PO Box 29361 San Francisco, CA 94129 <i>for 2012-13 membership in the Consultative Group on Biological Diversity - an affinity group providing opportunities to work with foundation colleagues on issues of environmental health, air, climate, water and habitat protection</i>	501(c)(3)	\$0.00	\$19,500.00	\$0.00	\$19,500.00	\$0.00
\$19,500.00 2012						
Cornell University 300 Day Hall Ithaca, NY 14853 <i>for research and outreach in western Pennsylvania on local decision-making to regulate natural gas drilling</i>	501(c)(3)-509(a)(1)	\$50,000.00	\$0.00	\$0.00	\$50,000.00	\$0.00
\$50,000.00 2011						
Damascus Citizens For Sustainability P.O. Box 147 Milanville, PA 18443 <i>for baseline methane measurements and methane measurements in response to natural gas exploration and production events</i>	501(c)(3)	\$0.00	\$25,000.00	\$0.00	\$0.00	\$25,000.00
\$25,000.00 2012						
Duquesne University Of The Holy Spirit 510 Administration Building 600 Forbes Avenue Pittsburgh, PA 15282 <i>for an ongoing baseline study relating to Marcellus Shale</i>	501(c)(3)	\$153,636.00	\$0.00	\$0.00	\$153,636.00	\$0.00
\$153,636.00 2011						

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Duquesne University Of The Holy Spirit 510 Administration Building 600 Forbes Avenue Pittsburgh, PA 15282 <i>to survey well water quality in counties of western Pennsylvania with unconventional gas drilling</i> 2012	501(c)(3)	\$0.00	\$134,820.00	\$0.00	\$34,000.00	\$100,820.00
Earthjustice 50 California Street Suite 500 San Francisco, CA 94111 <i>to ensure environmentally sustainable natural gas exploration and production in the Marcellus Shale</i> 2011	501(c)(3)	\$50,000.00	\$0.00	\$0.00	\$50,000.00	\$0.00
Earthjustice 50 California Street Suite 500 San Francisco, CA 94111 <i>to aid Pennsylvania communities in addressing impacts of oil and gas development in the Marcellus Shale region</i> 2012	501(c)(3)	\$0.00	\$65,000.00	\$0.00	\$0.00	\$65,000.00
Earthworks 1612 K Street NW, Suite 808 Washington, DC 20006 <i>to generate public awareness of and build state coalitions to address the need for greater capacity of government to enforce natural gas regulations and ensure industrial compliance</i> 2010	501(c)(3)	\$0.00	\$50,000.00	\$0.00	\$25,000.00	\$25,000.00
East End Cooperative Ministry 250 North Highland Avenue Pittsburgh, PA 15206 <i>to support green building features of a new facility</i> 2010	501(c)(3)	\$100,000.00	\$0.00	\$0.00	\$100,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Energy Conservation Council Of Pennsylvania 189 Hoge Summit Road Eighty Four, PA 15330 <i>to support participation in issues related to electric transmission lines</i> \$300,000.00 2010	501(c)(3)	\$150,000.00	\$0.00	\$0.00	\$150,000.00	\$0.00
Energy Conservation Council Of Pennsylvania 189 Hoge Summit Road Eighty Four, PA 15330 <i>for legal and policy work to promote transmission capacity for environmentally preferable electricity sources</i> \$325,000.00 2012	501(c)(3)	\$0.00	\$325,000.00	\$0.00	\$0.00	\$325,000.00
Environmental Defense Fund Incorporated 257 Park Avenue South New York, NY 10010 <i>to support Environmental Defense Fund's ongoing participation in the IGDE Project, to reduce the environmental footprint of shale gas development in Pennsylvania</i> \$50,000.00 2012	501(c)(3)	\$0.00	\$50,000.00	\$0.00	\$50,000.00	\$0.00
Environmental Grantmakers Association 475 Riverside Drive Suite 960 New York, NY 10115 <i>for membership dues renewal</i> \$4,678.00 2012	501(c)(3)-509(a)(1)	\$0.00	\$4,678.00	\$0.00	\$4,678.00	\$0.00
Environmental Integrity Project 1 Thomas Circle, Suite 900 Washington, DC 20005 <i>to fund a project that will result in effective safeguards for coal combustion waste</i> \$220,000.00 2010	501(c)(3)	\$55,000.00	\$0.00	\$0.00	\$55,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Environmental Integrity Project 1 Thomas Circle, Suite 900 Washington, DC 20005 <i>to obtain minimum federal standards for the disposal of hydraulic fracturing waste and to establish a national requirement to report toxic pollutants released during the industrial process</i> \$50,000.00 2012	501(c)(3)	\$0.00	\$50,000.00	\$0.00	\$25,000.00	\$25,000.00
Environmental Law Institute Inc 2000 L Street NW Suite 620 Washington, DC 20036 <i>to research lessons learned from past boom and bust cycles to guide Pennsylvania's response to natural gas development</i> \$150,000.00 2012	501(c)(3)	\$0.00	\$150,000.00	\$0.00	\$0.00	\$150,000.00
Foundation for Ohio River Education 5735 Kellogg Avenue Cincinnati, OH 45230 <i>to build ORSINCO's capacity to address the water resources management needs in the Ohio River Basin</i> \$60,000.00 2011	501(c)(3)-509(a)(3)	\$60,000.00	\$0.00	\$0.00	\$20,000.00	\$40,000.00
Foundation For Pennsylvaniawatersheds 9697 Loop Road Alexandria, PA 16611 <i>for site-specific restoration and enhancement of FracTracker.org</i> \$730,000.00 2011	501(c)(3)	\$730,000.00	\$0.00	\$0.00	\$365,000.00	\$365,000.00
Foundation For Pennsylvaniawatersheds 9697 Loop Road Alexandria, PA 16611 <i>to design environmental public health response for communities in regions with natural gas extraction</i> \$614,572.00 2011	501(c)(3)	\$614,572.00	\$0.00	\$0.00	\$560,000.00	\$54,572.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Foundation For Pennsylvania Watersheds 9697 Loop Road Alexandria, PA 16611 <i>to support Renew Growing Greener Coalition work to restore the Keystone Environmental Stewardship Fund</i> 2012	501(c)(3)	\$0.00	\$30,000.00	\$0.00	\$0.00	\$30,000.00
Foundation For Pennsylvania Watersheds 9697 Loop Road Alexandria, PA 16611 <i>to implement an ongoing environmental public health response for community members in regions engaged in natural gas extraction</i> 2012	501(c)(3)	\$0.00	\$700,728.00	\$0.00	\$0.00	\$700,728.00
Friends of the Riverfront Inc 33 Terminal Way Pittsburgh, PA 15219 <i>to add a crushed limestone surface to the Hazelwood segment of the Three Rivers Heritage Trail in order to preserve the integrity of the trail segment and ensure it will remain a stable and usable portion of the trail</i> 2012	501(c)(3)	\$0.00	\$40,000.00	\$0.00	\$40,000.00	\$0.00
Funders' Network For Smart Growth and Livable Communities 1500 San Remo Avenue Suite 249 Coral Gables, FL 33146 <i>Growth - an affinity group providing opportunities to work with foundation colleagues on land use, transportation and community development strategies</i> 2012	501(c)(3)-(b)(1)	\$0.00	\$20,000.00	\$0.00	\$20,000.00	\$0.00
Green Building Alliance 333 E. Carson Street Suite 331 Pittsburgh, PA 15219 <i>for operating support and a case study assessment of convention center performance</i> 2010	501(c)(3)	\$100,000.00	\$0.00	\$0.00	\$100,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Green Building Alliance 333 E. Carson Street Suite 331 Pittsburgh, PA 15219 to provide Green Building Alliance with operating and program support as it implements a new strategic plan \$300,000.00 2012	501(c)(3)	\$0.00	\$300,000.00	\$0.00	\$150,000.00	\$150,000.00
Group Against Smog And Pollution Inc 5135 Penn Avenue Pittsburgh, PA 15224 to support work to reduce local diesel emissions and to work on other regional air quality issues \$200,000.00 2010	501(c)(3)	\$100,000.00	\$0.00	\$0.00	\$100,000.00	\$0.00
Group Against Smog And Pollution Inc 5135 Penn Avenue Pittsburgh, PA 15224 to support Group Against Smog and Pollution's ongoing participation in the IGDE Project, to reduce the environmental footprint of shale gas development in Pennsylvania \$7,700.00 2012	501(c)(3)	\$0.00	\$7,700.00	\$0.00	\$7,700.00	\$0.00
Group Against Smog And Pollution Inc 5135 Penn Avenue Pittsburgh, PA 15224 to support education, legal and policy work to reduce regional air pollution created by stationary sources, natural gas production, and diesel and gasoline-powered vehicles and to advocate for healthier air in southwestern PA \$300,000.00 2012	501(c)(3)	\$0.00	\$300,000.00	\$0.00	\$0.00	\$300,000.00
H John Heinz III Center For Science Economics And The Environment 900 17th Street NW Suite 700 Washington, DC 20006 for general support and for the development of major initiatives in environmental economics and human health and environmental health \$1,000,000.00 2012	501(c)(3)	\$0.00	\$1,000,000.00	\$0.00	\$200,000.00	\$800,000.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Institute For Gas Drilling Excellence Inc 213 Market Street Harrisburg, PA 17101 <i>to facilitate IGDE to complete its development phase and begin operating by January 2013</i> \$45,000.00 2012	501(c)(3)	\$0.00	\$45,000.00	\$0.00	\$45,000.00	\$0.00
Keystone Research Center Inc 412 N. Third St. Harrisburg, PA 17101 <i>to understand the impact dimensions of deep shale gas drilling on human and social services sectors in order to reduce adverse effects on individuals and communities</i> \$75,000.00 2012	501(c)(3)	\$0.00	\$75,000.00	\$0.00	\$0.00	\$75,000.00
Local Government Academy 901 Western Avenue Pittsburgh, PA 15233 <i>to promote multi-municipal and sustainability planning</i> \$200,000.00 2012	501(c)(3)	\$0.00	\$200,000.00	\$0.00	\$100,000.00	\$100,000.00
Loyalhanna Watershed Association Inc 110 Andi Lane Ligonier, PA 15658 <i>for support of the Feasibility Study for Adaptive Reuse of the Loyalhanna Watershed Farm</i> \$13,850.00 2012	501(c)(3)	\$0.00	\$13,850.00	\$0.00	\$13,850.00	\$0.00
Mount Washington Community Development Corporation 301 Shiloh Street Pittsburgh, PA 15211 <i>to support essential programs in Emerald View Park, Pittsburgh's newest regional park</i> \$300,000.00 2011	501(c)(3)-509(a)(1)	\$300,000.00	\$0.00	\$0.00	\$150,000.00	\$150,000.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Mountain Watershed Association 1414B Indian Creek Valley Road P.O. Box 408 Melcroft, PA 15462 for operating support to protect southwestern Pennsylvania watersheds from the impact of coal and natural gas extraction \$270,000.00 2010	501(c)(3)	\$135,000.00	\$0.00	\$0.00	\$135,000.00	\$0.00
Mountain Watershed Association 1414B Indian Creek Valley Road P.O. Box 408 Melcroft, PA 15462 to expand citizen engagement in and oversight of the Marcellus development in Pennsylvania \$380,500.00 2011	501(c)(3)	\$380,500.00	\$0.00	\$0.00	\$152,200.00	\$228,300.00
Mountain Watershed Association 1414B Indian Creek Valley Road P.O. Box 408 Melcroft, PA 15462 to provide operating support to protect PA watersheds from impacts of coal and natural gas extraction \$535,000.00 2012	501(c)(3)	\$0.00	\$535,000.00	\$0.00	\$0.00	\$535,000.00
National Aviary Pittsburgh, Inc. Allegheny Commons West 700 Arch Street Pittsburgh, PA 15212-5248 to assess a riparian obligate bird for metals indicative of contamination by hydraulic fracturing \$53,243.00 2011	501(c)(3)-509(a)(1)	\$53,243.00	\$0.00	\$0.00	\$53,243.00	\$0.00
Nine Mile Run Watershed Association Inc 702 South Trenton Avenue Pittsburgh, PA 15221 for operating support and project funding \$100,000.00 2011	501(c)(3)	\$100,000.00	\$0.00	\$0.00	\$100,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Nine Mile Run Watershed Association Inc 702 South Trenton Avenue Pittsburgh, PA 15221 <i>to support continued restoration and protection of the Nine Mile Run Watershed, and advocate for green infrastructure solutions to stormwater management in the watershed and beyond</i> \$142,075.00 2012	501(c)(3)	\$0.00	\$142,075.00	\$0.00	\$42,075.00	\$100,000.00
PennEnvironment Research and Policy Center 1420 Walnut Street Suite 650 Philadelphia, PA 19102-4000 <i>to inform, organize and activate citizens to shape the debate around gas drilling in Pennsylvania</i> \$90,000.00 2011	501(c)(3)-509(a)(1)	\$90,000.00	\$0.00	\$0.00	\$90,000.00	\$0.00
Pennsylvania Association For Sustainable Agriculture P.O. Box 419 Millheim, PA 16854 <i>for strengthening the capacity of the Pennsylvania Association for Sustainable Agriculture (PASA) in western Pennsylvania</i> \$45,000.00 2012	501(c)(3)	\$0.00	\$45,000.00	\$0.00	\$45,000.00	\$0.00
Pennsylvania Association For Sustainable Agriculture P.O. Box 419 Millheim, PA 16854 <i>to provide operating support to continue education, marketing and outreach throughout western Pennsylvania</i> \$150,000.00 2012	501(c)(3)	\$0.00	\$150,000.00	\$0.00	\$0.00	\$150,000.00
Pennsylvania Environmental Council Inc 22 Terminal Way Pittsburgh, PA 15219 <i>to continue stormwater and green infrastructure work in southwestern Pennsylvania</i> \$100,000.00 2011	501(c)(3)	\$100,000.00	\$0.00	\$0.00	\$100,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Pennsylvania Environmental Council Inc 22 Terminal Way Pittsburgh, PA 15219 <i>to support Pennsylvania Environmental Council's ongoing participation in the IGDE Project, to reduce the environmental footprint of shale gas development in Pennsylvania</i> \$42,000.00 2012	501(c)(3)	\$0.00	\$42,000.00	\$0.00	\$42,000.00	\$0.00
Pennsylvania Environmental Council Inc 22 Terminal Way Pittsburgh, PA 15219 <i>to support a strategy for including green infrastructure in Alcosan's Wet Weather Control Plan</i> \$150,000.00 2012	501(c)(3)	\$0.00	\$150,000.00	\$0.00	\$0.00	\$150,000.00
Pennsylvania Parks and Forests Foundation 105 North Front Street Suite 305 Harrisburg, PA 17101 <i>to create a messaging campaign to promote the value of state parks, forests and volunteerism</i> \$75,000.00 2011	501(c)(3)-509(a)(1)	\$75,000.00	\$0.00	\$0.00	\$75,000.00	\$0.00
Pennsylvania Resources Council 64 South 14th Street Pittsburgh, PA 15203 <i>to provide leadership and guidance to address environmental issues connected to waste disposal</i> \$57,000.00 2011	501(c)(3)	\$57,000.00	\$0.00	\$0.00	\$57,000.00	\$0.00
Pennsylvania Resources Council 64 South 14th Street Pittsburgh, PA 15203 <i>for infrastructure development for expansion of waste diversion options</i> \$75,000.00 2012	501(c)(3)	\$0.00	\$75,000.00	\$0.00	\$0.00	\$75,000.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Pennsylvania State University 1001 Liberty Avenue Suite R-14A Pittsburgh, PA 16802 <i>REFUND of \$26,094.56 on 3/16/12 - to develop a program of educational cooperation for American and Czech landscape architecture students</i> \$11,905.44 2002	Government Entity	\$0.00	\$0.00	(\$26,094.56)	(\$26,094.56)	\$0.00
Pennsylvania State University 201 Old Main University Park, PA 16802-1589 <i>to identify and mitigate the effects of Marcellus Shale natural gas development on the forest ecosystem</i> \$412,141.00 2010	Educational Institution	\$247,141.00	\$0.00	\$0.00	\$165,000.00	\$82,141.00
Physicians Scientists and Engineers for Sustainable and Healthy Energy 404 North Cayuga Street Ithaca, NY 14850 <i>to research and develop resources to minimize and prevent human health impacts from unconventional natural gas development</i> \$100,000.00 2012	501(c)(3)-509(e)(1)	\$0.00	\$100,000.00	\$0.00	\$50,000.00	\$50,000.00
Pittsburgh Community Broadcasting Corporation 67 Bedford Square Pittsburgh, PA 15203 <i>to support the production of The Allegheny Front's weekly environmental radio program</i> \$190,000.00 2011	501(c)(3)-509(e)(1)	\$190,000.00	\$0.00	\$0.00	\$95,000.00	\$95,000.00
Pittsburgh Community Reinvestment Group 1901 Centre Ave Suite 200 Pittsburgh, PA 15219 <i>for capacity building</i> \$200,000.00 2010	501(c)(3)	\$50,000.00	\$0.00	\$0.00	\$50,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Pittsburgh Community Reinvestment Group 1901 Centre Ave Suite 200 Pittsburgh, PA 15219 <i>for development of a regional transit-oriented development strategic plan and neighborhood leadership development</i>	501(c)(3)	\$166,000.00	\$0.00	\$0.00	\$166,000.00	\$0.00
\$166,000.00 2011						
Pittsburgh Community Reinvestment Group 1901 Centre Ave Suite 200 Pittsburgh, PA 15219 <i>to expand and improve citizen participation in transportation policy, planning and funding</i>	501(c)(3)	\$0.00	\$48,000.00	\$0.00	\$48,000.00	\$0.00
\$48,000.00 2012						
Pittsburgh Film Makers Inc 477 Melwood Avenue Pittsburgh, PA 15213 <i>for short documentaries on various impacts of gas drilling of Marcellus Shale in southwestern PA</i>	501(c)(3)	\$50,000.00	\$0.00	\$0.00	\$50,000.00	\$0.00
\$50,000.00 2011						
Pittsburgh Film Makers Inc 477 Melwood Avenue Pittsburgh, PA 15213 <i>to create and present a travelling exhibit, online database and associated lectures of the Marcellus photography project</i>	501(c)(3)	\$0.00	\$21,400.00	\$0.00	\$21,400.00	\$0.00
\$21,400.00 2012						
Pittsburgh Interfaith Impact 707 Grant Street Gulf Tower, Suite 1346 Pittsburgh, PA 15219 <i>to support organization and training of faith-based groups to influence regional environmental and community policy</i>	501(c)(3)-509(a)(1)	\$234,000.00	\$0.00	\$0.00	\$117,000.00	\$117,000.00
\$350,000.00 2010						

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Pittsburgh United 841 California Avenue 3rd Floor Pittsburgh, PA 15212 <i>to support an initiative to create greater public understanding of sewer infrastructure investment issues, particularly the value of "green infrastructure" approaches</i>	501(c)(3)	\$148,500.00	\$0.00	\$0.00	\$148,500.00	\$0.00
\$198,500.00 2011						
Pittsburgh United 841 California Avenue 3rd Floor Pittsburgh, PA 15212 <i>for the Clean Rivers Campaign: to promote green infrastructure in the Alcosan Plan</i>	501(c)(3)	\$0.00	\$150,000.00	\$0.00	\$0.00	\$150,000.00
\$150,000.00 2012						
Pittsburgh Voyager 1501 Reedsdale Street The Cardello Building, Suite 2001 Pittsburgh, PA 15233 <i>to support RiverQuest's environmental education and engagement programs and eliminate remaining debt on Explorer green vessel</i>	501(c)(3)	\$0.00	\$1,600,000.00	\$0.00	\$400,000.00	\$1,200,000.00
\$1,600,000.00 2012						
The Pittsburgh Water and Sewer Authority 1200 Penn Avenue Pittsburgh, PA 15222 <i>for Greening the Pittsburgh Wet Weather Plan. PWSA plans to rewrite its Long Term Control Plan to ensure that it incorporates Green Infrastructure practices and policies that will reduce wet weather flows into the combined sewer system</i>	Government Entity	\$0.00	\$25,000.00	\$0.00	\$0.00	\$25,000.00
\$25,000.00 2012						
Rachel Carson Homestead Association 613 Marion Avenue P.O. Box 46 Springdale, PA 15144 <i>for education programs on pollution prevention to improve our health through better consumer choices and manufacturers' actions</i>	501(c)(3)-509(a)(1)	\$35,000.00	\$0.00	\$0.00	\$0.00	\$35,000.00
\$150,000.00 2010						

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Riverlife 707 Grant Street Suite 3300 Pittsburgh, PA 15219 <i>for general operating support to continue the development of Three Rivers Park</i> \$900,000.00 2009	501(c)(3)	\$300,000.00	\$0.00	\$0.00	\$300,000.00	\$0.00
Riverlife 707 Grant Street Suite 3300 Pittsburgh, PA 15219 <i>for operating support for completing Three Rivers Park including strategic planning</i> \$975,000.00 2012	501(c)(3)	\$0.00	\$975,000.00	\$0.00	\$0.00	\$975,000.00
Society Of Environmental Journalists 115 West Avenue Suite 115 Jenkintown, PA 19046 <i>to advance credible, robust journalism that informs and engages communities on environmental issues</i> \$15,000.00 2011	501(c)(3)	\$15,000.00	\$0.00	\$0.00	\$15,000.00	\$0.00
Sustainable Pittsburgh 425 Sixth Avenue Suite 1335 Pittsburgh, PA 15219 <i>to support SP's work program to accelerate the policy and practice of sustainable development in southwestern Pennsylvania</i> \$225,000.00 2011	501(c)(3)	\$225,000.00	\$0.00	\$0.00	\$225,000.00	\$0.00
Sustainable Pittsburgh 425 Sixth Avenue Suite 1335 Pittsburgh, PA 15219 <i>to accelerate the policy and practice of sustainable development in Southwestern Pennsylvania</i> \$200,000.00 2012	501(c)(3)	\$0.00	\$200,000.00	\$0.00	\$0.00	\$200,000.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Trout Unlimited Inc 1300 North 17th Street Suite 500 Arlington, VA 22209 <i>for engaging Pennsylvanians to protect fish and wildlife from gas drilling in the Marcellus Shale</i> \$90,000.00 2011	501(c)(3)	\$90,000.00	\$0.00	\$0.00	\$90,000.00	\$0.00
Trout Unlimited Inc 1300 North 17th Street Suite 500 Arlington, VA 22209 <i>for protecting fish and wildlife habitat from gas drilling by engaging Pennsylvanians sportsmen and women</i> \$50,000.00 2012	501(c)(3)	\$0.00	\$50,000.00	\$0.00	\$0.00	\$50,000.00
University of Massachusetts Lowell One University Avenue Lowell, MA 01854 <i>to explore specific policy and program changes to elevate health as an issue to consider in wood biomass decision making</i> \$49,977.00 2012	Educational Institution	\$0.00	\$49,977.00	\$0.00	\$49,977.00	\$0.00
University of Pittsburgh School of Engineering 1140 Benedum Hall Pittsburgh, PA 15261 <i>to support the Mascaro Center for Sustainable Innovation</i> \$375,000.00 2009	501(c)(3)-509(a)(1)	\$62,000.00	\$0.00	\$0.00	\$62,000.00	\$0.00
University of Pittsburgh Department of Epidemiology 350 Thackeray Pittsburgh, PA 15261 <i>to conduct a case control study of childhood autism and environmental factors</i> \$780,915.00 2010	501(c)(3)-509(a)(1)	\$392,915.00	\$0.00	\$0.00	\$261,000.00	\$131,915.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
University of Pittsburgh Center for Healthy Environments and Communities Department of Environmental and Occupational Health 107 Cathedral of Learning Pittsburgh, PA 15260 <i>to fund the continuing operations of the Center for Healthy Environments and Communities</i> \$1,800,000.00 2010	501(c)(3)-509(a)(1)	\$600,000.00	\$0.00	\$0.00	\$400,000.00	\$200,000.00
University of Pittsburgh School of Law 3900 Forbes Avenue Pittsburgh, PA 15260 <i>to sustain interdisciplinary work at the Environmental Law Clinic</i> \$225,000.00 2011	501(c)(3)-509(a)(1)	\$225,000.00	\$0.00	\$0.00	\$112,500.00	\$112,500.00
The University Of Pittsburgh 107 Cathedral of Learning Pittsburgh, PA 15260 <i>to support the annual conference of the Urban Affairs Association for the first time in Pittsburgh</i> \$5,000.00 2012	501(c)(3)	\$0.00	\$5,000.00	\$0.00	\$5,000.00	\$0.00
University Of Pittsburgh Masarco Center for Sustainable Innovation 3700 O'Hara Street 153 Benedum Hall Pittsburgh, PA 15261 <i>to advance the research, education and outreach mission of the Masarco Center for Sustainable Innovation</i> \$450,000.00 2012	501(c)(3)	\$0.00	\$450,000.00	\$0.00	\$0.00	\$450,000.00
University Of Pittsburgh Graduate School of Public and International Affairs 3601 Wesley W. Posvar Hall Pittsburgh, PA 15260 <i>for an Outreach Plan for Green Infrastructure in the ALCOSAN Service Area</i> \$31,000.00 2012	501(c)(3)	\$0.00	\$31,000.00	\$0.00	\$0.00	\$31,000.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Virginia Organizing Inc 703 Concord Avenue Charlottesville, VA 22903 <i>to provide support for the Health and Environmental Funders Network (HEFN) and its natural gas project.</i> \$42,000.00 2012	501(c)(3)	\$0.00	\$42,000.00	\$0.00	\$42,000.00	\$0.00
Virginia Organizing Inc 703 Concord Avenue Charlottesville, VA 22903 <i>for membership support for the Health and Environmental Funders Network as well as support for its 2012 information technology project</i> \$47,000.00 2012	501(c)(3)	\$0.00	\$47,000.00	\$0.00	\$47,000.00	\$0.00
Virginia Organizing Inc 703 Concord Avenue Charlottesville, VA 22903 <i>to increase nurses' knowledge of the health, social and economic issues associated with natural gas development</i> \$30,000.00 2012	501(c)(3)	\$0.00	\$30,000.00	\$0.00	\$0.00	\$30,000.00
Waldorf School Of Pittsburgh 201 South Winebiddle Street Pittsburgh, PA 15221 <i>to support strategic sustainability planning, focused on implementing rigorous energy, water management and recycling practices</i> \$57,622.00 2012	501(c)(3)	\$0.00	\$57,622.00	\$0.00	\$0.00	\$57,622.00
Washington And Jefferson College 60 South Lincoln Street Washington, PA 15301 <i>for a review of past boom and bust cycles of natural resource development to inform new energy policy development</i> \$50,000.00 2012	501(c)(3)	\$0.00	\$50,000.00	\$0.00	\$50,000.00	\$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Washington And Jefferson College 60 South Lincoln Street Washington, PA 15301 <i>to research lessons learned from past boom and bust cycles to guide Pennsylvania's response to natural gas development</i> \$100,000.00 2012	501(c)(3)	\$0.00	\$100,000.00	\$0.00	\$0.00	\$100,000.00
WITF 4801 Lindle Road Harrisburg, PA 17111 <i>to deepen public understanding of Pennsylvania's energy economy with reporting on Pennsylvania Public Radio, National Public Radio and the Internet</i> \$185,000.00 2012	501(c)(3)-509(a)(1)	\$0.00	\$185,000.00	\$0.00	\$65,000.00	\$120,000.00
Yale University School of Medicine 135 College Street New Haven, CT 06510 <i>to explore and identify linkages between environmental changes due to natural gas extraction activities and the health of animals and humans in the vicinity</i> \$143,000.00 2012	501(c)(3)	\$0.00	\$143,000.00	\$0.00	\$80,000.00	\$63,000.00
Zoological Society Of Pittsburg One Wild Place Pittsburgh, PA 15206 <i>to conduct a sustainability audit and install solar panels, wind turbines, and solar-powered light fixtures at the Admissions Booth area</i> \$200,000.00 2012	501(c)(3)	\$0.00	\$200,000.00	\$0.00	\$0.00	\$200,000.00
<i>Total Environment</i>		\$9,457,507.00	\$11,657,901.00	(\$26,094.56)	\$8,876,190.44	\$12,213,123.00
Grand Total		\$37,822,793.00	\$75,180,457.00	(\$241,919.80)	\$60,996,379.20	\$51,764,951.00
			ADDBACK REFUNDED GRANTS		\$128,519.80	
			TOTAL		\$61,124,899.00	

ADMINISTRATIVE INFORMATION MANUAL (AIM)

Application Guidelines & Procedures

BASIC APPLICATION GUIDELINES

The Heinz Endowments support the efforts of non-profit organizations active in the areas of Arts and Culture, Children, Youth & Families, Economic Opportunity, Education, and Environment, with an emphasis on programs either in southwestern Pennsylvania or of clear benefit to the region.

Prospective applicants should be advised that funding for projects that do not meet one or both of these criteria, while not unheard of, is rare.

WHO MAY APPLY

The Endowments fund organizations classified as tax-exempt under section 501(c)(3) of the Internal Revenue Code and as public charities under section 509(a) of that code. Individuals and for-profit organizations are not eligible for funding.

WHAT THE ENDOWMENTS LOOK FOR

The Endowments have adopted a set of principles, or touchstones, to guide their grantmaking in all program areas. Prospective applicants should be aware of these principles as they consider applying for support.

The Endowments seek to support programs that:

- Will have a significant and continuing impact. The Endowments tend not to be interested in programs that are one-time events or that are not integrated into a larger strategy for continuous change.
- Intervene at the appropriate level. The Endowments seek to address the causes of problems rather than simply ameliorate their symptoms.
- Offer opportunities for leverage. The Endowments seek to amplify resources by forming partnerships with other grantmakers, organizations of government and the private sector.
- Are grounded in the community. An important aspect of the Endowment's mission is to develop models with potential application elsewhere, but southwestern Pennsylvania remains the geographic focus of the grantmaking of both Endowments.
- Are appropriate in relation to the work of other grantmakers. The Endowments seek to support work that complements rather than duplicates the efforts of other foundations. Furthermore, we tend to limit support to programs that are consistent with our areas of expertise.

HOW TO BEGIN: THE LETTER OF INQUIRY

Prospective applicants are asked to review carefully the guidelines for the grantmaking program from which they anticipate seeking support. Inquiries regarding funding should demonstrate a familiarity with the Endowments' relevant goals and strategies.

The Endowments employ a two-step application process. The first step in seeking support is to submit a concise letter of inquiry. The second step is a formal application process for those requests that are determined to meet the Endowments' basic funding criteria.

The letter of inquiry, which should be signed by the head of the applicant organization or of its board, should address:

- the need for the proposed program
- the nature of the proposed program, including its objectives, target population(s) and specific action plan
- the ways in which the program is consistent with the Endowments' strategy in this area
- staff and organizational qualifications for carrying out the program
- features that distinguish the program from any similar programs
- the estimated cost of the project and the amount of funding requested
- the method by which the project's effectiveness will be monitored and evaluated.

It is not necessary to send additional supporting materials (such as videotapes and publications) with the initial letter of inquiry. Please feel free, however, to mention the availability of any such materials in your letter.

WHAT HAPPENS NEXT

All requests for funding are reviewed by the Endowments' program staff. Applicants will be notified either by telephone or in writing whether a request meets the basic funding criteria of the appropriate program and the Endowments.

If further consideration is merited, applicants will be asked to submit a formal proposal. As part of this proposal, applicants will be asked to provide:

- a list of the organization's board of directors
- the organization's budget, including projected income sources and, for membership organizations, the average annual contribution per member
- the organization's most recent financial statement and report of independent auditor thereon
- a letter from the IRS confirming the organization's tax exempt public charity status
- a line-item budget (revenues and expenses) for the proposed project.

Please do not submit any of these materials with your initial letter of inquiry. They are mentioned here simply to inform you of some of the information that would be requested as part of a formal application.

WHERE TO SEND THE LETTER OF INQUIRY

Letter should be addressed to:

The Heinz Endowments
30 Dominion Tower
625 Liberty Avenue
Pittsburgh, PA 15222

Please note that it is not necessary to apply directly to either Endowment. The staff of the Endowments will direct applications to the appropriate board or boards. However, in reading the program guidelines that follow, applicants should take careful note of those areas of emphasis in which only one of the Endowments is active. Applications relevant to activities supported solely by the Howard Heinz Endowment must directly benefit Pennsylvania in order to be considered.

WHEN TO SUBMIT AN INQUIRY

Letters of inquiry can be submitted at any time in the year. The boards of the Howard and Vira I. Heinz Endowments each meet twice a year, at which time applications are reviewed and, as appropriate, grants awarded.

Written notification of decisions made on grants will be mailed within a few weeks of the meeting at which the proposal is considered.

**The Heinz Endowments
Interest Schedule**

<u>Description</u>	<u>Revenue & Expense per Books</u>	<u>Net Investment Income</u>	<u>Adjusted Net Income</u>
Flowthrough from Partnerships	0	841,604	0
Total to Form 990-PF, Pg 1, Ln 17	<u>0</u>	<u>841,604</u>	<u>0</u>

The Heinz Endowments
Form 990PF
EIN 25-1721100
Year ended 12/31/12

Part II, Line 7, Program Related Investments -- Loans

The Heinz Endowments have made program-related loans to local charitable organizations for the development of their programs. The composition of these loans at December 31, 2012, is as follows:

	Issue Date	Due	Interest Rate	@ 12/31/11	Repayments	Loans Forgiven	Additional Loans	@ 12/31/12
Clean Sites, Inc.	02/23/96	Variable	0.0%	275,000	-	-	-	275,000
Pittsburgh Life Sciences Greenhouse	07/01/04	Variable	0.0%	7,500,000	-	-	-	7,500,000
Pittsburgh Life Sciences Greenhouse	07/20/06	Variable	0.0%	5,500,000	-	-	-	5,500,000
Pittsburgh Downtown Partnership	03/25/09	03/25/13	3.0%	52,500	-	-	-	52,500
Total				<u>13,327,500</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>13,327,500</u>

The Heinz Endowments
Form 990-PF
EIN: 25-1721100
Year Ended December 31, 2012

Part VII-B Question 5C

Exemption from tax because expenditure responsibility for the grant in Homewood Renaissance Association is maintained by The Heinz Endowments.

- 1) Name & Address: Reverend Eugene Freedom Blackwell
CEO
Homewood Renaissance Association
7128 Hermitage Street
Pittsburgh, PA 15208
- 2) Date/Amount of Grant: December 25, 2012
\$450,000.00
- 3) Purpose of Grant: To fund operations and programming as well as
renovation and construction of the facilities at 7240
Frankstown Avenue.
- 4) Amount Spent:
\$15,000 SPIRIT OF TRUTH
\$15,000 ALL 4 LIFE
\$ 5,000 OPERATIONS
\$22,000 ARCHITECT DESIGN FOR 7240 FRANKSTOWN AVE
\$57,000
- 5) No funds are known to investor to be diverted from the purpose of the grant.
- 6) Date of Report Received: FEBRUARY 13, 2013
- 7: Date of Verification of Report: FEBRUARY 13, 2013

The Heinz Endowments
Form 990-PF
EIN: 25-1721100
Year Ended December 31, 2012

Part VII-B Question 5C

Exemption from tax because expenditure responsibility for the grant in Homewood Renaissance Association is maintained by The Heinz Endowments.

- 1) Name & Address: Reverend Eugene Freedom Blackwell
CEO
Homewood Renaissance Association
7128 Hermitage Street
Pittsburgh, PA 15208
- 2) Date/Amount of Grant: July 25, 2012
\$50,000.00
- 3) Purpose of Grant: For the All 4 Life and Painting 4 Life programs,
providing education, training, apprentice stipend,
and workforce development
- 4) Amount Spent:
\$50,000 ALL 4 LIFE AND PAINTING 4 LIFE
- 5) No funds are known to investor to be diverted from the purpose of the grant.
- 6) Date of Report Received: FEBRUARY 13, 2013
- 7) Date of Verification of Report: FEBRUARY 13, 2013

The Heinz Endowments - PRI #P2007
Form 990-PF
EIN 25-1721100
Year Ended December 31, 2012

Part VII-B. Question 5c

Exemption from tax because expenditure responsibility for the investment in the Strategic Investment Fund Partners (Fund I) is maintained by The Heinz Endowments.

1. Name & Address: William R. Clarkson, Jr.
President
Strategic Investment Fund, Inc.
Regional Enterprise Tower, Suite 580
425 Sixth Avenue
Pittsburgh, PA 15219-1835
2. Date/Amount of Investment:

March 12, 1996	\$350,000
July 15, 1997	\$300,000
May 15, 1998	\$350,000
January 1, 2007 Capital Distribution	(\$396,530)
January 1, 2008 Capital Distribution	(\$173,482)
January 1, 2010 Capital Distribution	(\$ 74,349)
January 1, 2012 Capital Distribution	(\$114,767)
Investment as of 12/31/11	\$240,872
3. Purpose of Investment: This is a Program Related Equity Investment that promotes economic development in the Greater Pittsburgh, Pennsylvania region by investing in real estate projects that foster the retention, expansion and attraction of business opportunities and thereby expand employment opportunities for the unemployed and minorities.
4. Amount Spent by Grantee: The full original \$1,000,000 was invested in the partnership. Since its formation in 1996 and through December 31, 2012, the Partnership's Fund I closed loan and equity commitments totaling \$50,361,152. All such commitments have qualified as Program Related Investments. During that time, Fund I has received repayments in full of \$43,011,152 (24 loans and one equity investment) leaving funded and to be funded commitments in the total amount of \$2,568,604.
5. No funds are known to be diverted from the purpose of the investment, and the Fund has provided written assurance that it has operated in accordance with the partnership agreement.
6. Date of Report Received from Partnership: MARCH 27, 2013
7. Date of Verification of Partnership Report: MARCH 27, 2013

The Heinz Endowments - PRI #P2143
Form 990-PF
EIN 25-1721100
Year Ended December 31, 2012

Part VII-B. Question 5c

Exemption from tax because expenditure responsibility for the investment in the Strategic Investment Fund Partners (Fund I) is maintained by The Heinz Endowments.

1. Name & Address: William R. Clarkson, Jr.
President
Strategic Investment Fund, Inc.
Regional Enterprise Tower, Suite 580
425 Sixth Avenue
Pittsburgh, PA 15219-1835
2. Date/Amount of Investment:

March 12, 1996	\$350,000
July 15, 1997	\$300,000
May 15, 1998	\$350,000
January 1, 2007 Capital Distribution	(\$396,530)
January 1, 2008 Capital Distribution	(\$173,482)
January 1, 2010 Capital Distribution	(\$ 74,349)
January 1, 2012 Capital Distribution	(\$114,767)
Investment as of 12/31/11	\$240,872
3. Purpose of Investment: This is a Program Related Equity Investment that promotes economic development in the Greater Pittsburgh, Pennsylvania region by investing in real estate projects that foster the retention, expansion and attraction of business opportunities and thereby expand employment opportunities for the unemployed and minorities.
4. Amount Spent by Grantee: The full original \$1,000,000 was invested in the partnership. Since its formation in 1996 and through December 31, 2012, the Partnership's Fund I closed loan and equity commitments totaling \$50,361,152. All such commitments have qualified as Program Related Investments. During that time, Fund I has received repayments in full of \$43,011,152 (24 loans and one equity investment) leaving funded and to be funded commitments in the total amount of \$2,568,604.
5. No funds are known to be diverted from the purpose of the investment, and the Fund has provided written assurance that it has operated in accordance with the partnership agreement.
6. Date of Report Received from Partnership: MARCH 27, 2013
7. Date of Verification of Partnership Report: MARCH 27, 2013

The Heinz Endowments - PRI #A8143
Form 990-PF
EIN 25-1721100
Year Ended December 31, 2012

Part VII-B. Question 5c

Exemption from tax because expenditure responsibility for the investment in the Strategic Investment Fund Partners (Fund II) is maintained by The Heinz Endowments.

1. Name & Address: William R. Clarkson, Jr.
President
Strategic Investment Fund, Inc.
Regional Enterprise Tower, Suite 580
425 Sixth Avenue
Pittsburgh, PA 15219-1835

2. Date/Amount of Investment:

Deposited May 31, 2002	\$ 200,000
Deposited April 17, 2003	\$ 200,000
Deposited March 25, 2004	\$ 200,000
Deposited April 8, 2005	\$ 200,000
Deposited April 24, 2006	\$ 200,000
Deposited January 1, 2007	\$ 396,000(1)
Deposited January 1, 2008	\$ 173,000(1)
Deposited January 1, 2010	\$ 74,300(1)
Deposited January 1, 2012	\$ 114,700(1)
Investment as of December 31, 2011	\$1,758,000

3. Purpose of Investment: This is a Program Related Equity Investment that promotes economic development in the Greater Pittsburgh, Pennsylvania region by investing in real estate projects that foster the retention, expansion and attraction of business opportunities and thereby expand employment opportunities for the unemployed and minorities.

4. Amount Spent by Grantee: Since its formation in 2002, and through December 31, 2012, the Partnership's Fund II closed loan commitments totaling \$38,025,000. All but two such commitments qualified as Program Related Investments. The commitments that did not qualify were funded with non-foundation monies.

5. No funds are known to be diverted from the purpose of the investment, and the Fund has provided written assurance that it has operated in accordance with the partnership agreement.

6. Date of Report Received from Partnership: MARCH 27, 2013

7. Date of Verification of Partnership Report: MARCH 27, 2013

(1) Reinvested Fund I distributed capital.

The Heinz Endowments - PRI #A8144
 Form 990-PF
 EIN 25-1721100
 Year Ended December 31, 2012

Part VII.B. Question 5c

Exemption from tax because expenditure responsibility for the investment in the Strategic Investment Fund Partners (Fund II) is maintained by The Heinz Endowments.

1. Name & Address:

William R. Clarkson, Jr.
 President
 Strategic Investment Fund, Inc.
 Regional Enterprise Tower, Suite 580
 425 Sixth Avenue
 Pittsburgh, PA 15219-1835

2. Date/Amount of Investment:

Deposited May 31, 2002	\$ 200,000
Deposited April 17, 2003	\$ 200,000
Deposited March 25, 2004	\$ 200,000
Deposited April 8, 2005	\$ 200,000
Deposited April 24, 2006	\$ 200,000
Deposited January 1, 2007	\$ 396,000(1)
Deposited January 1, 2008	\$ 173,000(1)
Deposited January 1, 2010	\$ 74,300(1)
Deposited January 1, 2012	<u>\$ 114,700(1)</u>
Investment as of December 31, 2011	\$1,758,000

3. Purpose of Investment:

This is a Program Related Equity Investment that promotes economic development in the Greater Pittsburgh, Pennsylvania region by investing in real estate projects that foster the retention, expansion and attraction of business opportunities and thereby expand employment opportunities for the unemployed and minorities.

4. Amount Spent by Grantee:

Since its formation in 2002, and through December 31, 2012, the Partnership closed loan commitments totaling \$38,025,000. All but two of such commitments qualified as Program Related Investments. The commitments that did not qualify were financed with non-foundation monies.

5. No funds are known to be diverted from the purpose of the investment, and the Fund has provided written assurance that it has operated in accordance with the partnership agreement.

6. Date of Report Received from Partnership: MARCH 27, 2013

7. Date of Verification of Partnership Report: MARCH 27, 2013

(1) Reinvested Fund I distributed capital.

THE HEINZ ENDOWMENTS

I.D. #25-1721100

2012 TAX RETURN

FORM 990-PF - PART IV

CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

<u>Description</u>	<u>Gain (Loss)</u>
SECURITY SALES/MUTUAL FUNDS	41,479,399
FLOWTHROUGH FROM 1607 CAPITAL INTERNATIONAL EQUITY FUND	247,502
FLOWTHROUGH FROM ABINGWORTH BIOVENTURES IV, L.P.	(103,816)
FLOWTHROUGH FROM ADAGE CAPITAL PARTNERS, LP	4,201,034
FLOWTHROUGH FROM ADAMS CAPITAL MANAGEMENT, LP	(120,299)
FLOWTHROUGH FROM ADAMS CAPITAL MANAGEMENT III, L.P.	(17,466)
FLOWTHROUGH FROM ADAMS CAPITAL MANAGEMENT IV, L.P.	(155,436)
FLOWTHROUGH FROM ALLOY VENTURES 2002, L.P.	349,018
FLOWTHROUGH FROM ALLOY VENTURES 2005, L.P.	45,462
FLOWTHROUGH FROM BAIN CAPITAL FUND VIII	420,432
FLOWTHROUGH FROM BAIN CAPITAL ASIA FUND	46,390
FLOWTHROUGH FROM BAIN CAPITAL ERUOPE FUND III	648,762
FLOWTHROUGH FROM BAIN CAPITAL FUND IX	199,167
FLOWTHROUGH FROM BAIN CAPITAL (SSS I-C) IX	(62)
FLOWTHROUGH FROM BAIN X - CA RESOURCES FUND	(256,765)
FLOWTHROUGH FROM BAIN CAPITAL AIV (LOEWS) II, LP	(332)
FLOWTHROUGH FROM BANNISTER HOLDINGS	3,274,936
FLOWTHROUGH FROM BAUPOST VALUE PARTNERS, L.P. IV	4,049,276
FLOWTHROUGH FROM BLACKSTONE CAPITAL PARTNERS IV (CAYMAN IV)	113,951
FLOWTHROUGH FROM BLACKSTONE CAPITAL PARTNERS IV	748,047
FLOWTHROUGH FROM BLACKSTONE CAPITAL PARTNERS V L.P.	67,818
FLOWTHROUGH FROM BLACKSTONE CAPITAL PARTNERS (CAYMAN) V L.P.	64,991
FLOWTHROUGH FROM BLACKSTONE CAPITAL PARTNERS (CAYMAN) V-A L.P.	32,491
FLOWTHROUGH FROM BLACKSTONE SGP CAPITAL PARTNERS (CAYMAN) IV, LP	(19,028)
FLOWTHROUGH FROM BLACKSTONE RGIS CAPITAL PARTNERS (CAYMAN) IV, LP	(6)
FLOWTHROUGH FROM BLACKSTONE CAPITAL PARTNERS (CAYMAN) V-NQ, LP	(27)
FLOWTHROUGH FROM BCP V-S LP	1,287
FLOWTHROUGH FROM BROOKSIDE CAPITAL PARTNERS	49,344
FLOWTHROUGH FROM CENTERBRIDGE CAPITAL PARTNERS	22,448
FLOWTHROUGH FROM CENTERBRIDGE CAPITAL PARTNERS DEBT ACQUISITIONS	57,955
FLOWTHROUGH FROM CENTERBRIDGE CAPITAL PARTNERS AIV III	75,736
FLOWTHROUGH FROM CENTERBRIDGE CAPITAL PARTNERS AIV V	(33,991)
FLOWTHROUGH FROM CHARLESBANK EQUITY FUND VII	2,308
FLOWTHROUGH FROM COLCHESTER GLOBAL BOND FUND	159,061
FLOWTHROUGH FROM COLUMBIA CAPITAL EQUITY PARTNERS IV	104,448
FLOWTHROUGH FROM DAVIDSON KEMPNER INSTITUTIONAL PARTNERS	1,382,877
FLOWTHROUGH FROM DOVER STREET V, LP	19,469
FLOWTHROUGH FROM FIRST STATE INVESTMENTS	2,977,286
FLOWTHROUGH FROM FOUNDATION CAPITAL IV, L.P.	539,496
FLOWTHROUGH FROM FOUNDATION CAPITAL V, L.P.	(175,139)
FLOWTHROUGH FROM FOUNDATION CAPITAL VI, L.P.	(65,103)
FLOWTHROUGH FROM GENERAL CATALYST GROUP III	(337,350)
FLOWTHROUGH FROM GENERAL CATALYST GROUP IV	953,746
FLOWTHROUGH FROM GENERAL CATALYST GROUP V	95,064
FLOWTHROUGH FROM GENERAL CATALYST GROUP V - SUPPLEMENTAL	809
FLOWTHROUGH FROM GLOBAL OPPORTUNISTIC FIXED INCOME	2,457,933
FLOWTHROUGH FROM GREENFIELD ACQUISITION PARTNERS III	(139,760)
FLOWTHROUGH FROM GREENFIELD ACQUISITION PARTNERS V	(62,096)
FLOWTHROUGH FROM HARBOURVEST PARTNERS V - PARTNERSHIP FUND LP	(37,449)
FLOWTHROUGH FROM HARBOURVEST PARTNERS V - DIRECT FUND LP	41,617
FLOWTHROUGH FROM HEARTWOOD FORESTLAND FUND IV	144,003
FLOWTHROUGH FROM HEARTWOOD FORESTLAND FUND V	99,780
FLOWTHROUGH FROM H.I.G. BAYSIDE & LBO FUND II	189,401
FLOWTHROUGH FROM HONY CAPITAL FUND 2008	30,742
FLOWTHROUGH FROM INTERVALE CAPITAL FUND	1,705,540
FLOWTHROUGH FROM INTERWEST PARTNERS IX	133,178
FLOWTHROUGH FROM INTERWEST PARTNERS X	77,488
FLOWTHROUGH FROM INVESTABLE EMERGING MARKETS	(14,025,534)
FLOWTHROUGH FROM JP MORGAN DIRECT VENTURE CAPITAL	105,984
FLOWTHROUGH FROM JP MORGAN DIRECT CORPORATE FINANCE	9,416
FLOWTHROUGH FROM JP MORGAN POOLED CORPORATE FINANCE	196,398

<u>Description</u>	<u>Gain (Loss)</u>
SECURITY SALES/MUTUAL FUNDS	41,479,399
FLOWTHROUGH FROM JP MORGAN POOLED VENTURE CAPITAL	15,020
FLOWTHROUGH FROM JW CHILDS EQUITY PARTNERS III	1,123,182
FLOWTHROUGH FROM KHOSLA VENTURES III	(20,561)
FLOWTHROUGH FROM KHOSLA VENTURES IV	119,740
FLOWTHROUGH FROM KHOSLA VENTURES SEED	(1,433)
FLOWTHROUGH FROM KODIAK VENTURE PARTNERS III	(341,907)
FLOWTHROUGH FROM LEVEL EQUITY GROWTH PARTNERS I	172,152
FLOWTHROUGH FROM LEXINGTON CAPITAL PARTNERS V LP	583,605
FLOWTHROUGH FROM NATURAL GAS PARTNERS VII	15,234
FLOWTHROUGH FROM NATURAL GAS PARTNERS VIII	2,462
FLOWTHROUGH FROM NATURAL GAS PARTNERS IX	365,500
FLOWTHROUGH FROM NGEN II, LP	(922,827)
FLOWTHROUGH FROM NGP NATURAL RESOURCES X	196
FLOWTHROUGH FROM OCTAVIAN TE FUND	5,652
FLOWTHROUGH FROM OVERLOOK PARTNERS FUND, LP	1,218,038
FLOWTHROUGH FROM PANTHEON USA FUND IV	894,831
FLOWTHROUGH FROM POLARIS VENTURE PARTNERS IV	160,038
FLOWTHROUGH FROM POLARIS VENTURE PARTNERS V	1,431,750
FLOWTHROUGH FROM PROQUEST INVESTMENTS IV	13,152
FLOWTHROUGH FROM ROCKPORT CAPITAL PARTNERS III	(134,108)
FLOWTHROUGH FROM SEVIN ROSEN FUND IX	1,121
FLOWTHROUGH FROM ROCKPORT CAPITAL PARTNERS III	1,764,833
FLOWTHROUGH FROM STERLING CAPITAL PARTNERS III	587,690
FLOWTHROUGH FROM STERLING CAPITAL PARTNERS III	112,279
FLOWTHROUGH FROM SUMMIT SUBORDINATED DEBT FUND III-B	10,196
FLOWTHROUGH FROM SUMMIT PARTNERS PRIVATE EQUITY FUND VII	107,695
FLOWTHROUGH FROM SUMMIT PARTNERS EUROPE PRIVATE EQUITY FUND	128,164
FLOWTHROUGH FROM TA X	158,908
FLOWTHROUGH FROM THREE ARCH PARTNERS IV	270,867
FLOWTHROUGH FROM TUCKER ANTHONY PRIVATE EQUITY FUND II	693,388
FLOWTHROUGH FROM TUCKER ANTHONY PRIVATE EQUITY FUND III	673,760
FLOWTHROUGH FROM WESTBROOK REAL ESTATE FUND VIII	(248)
	<hr/>
Total Net Gain (Loss) per Tax Return	<u><u>61,280,200</u></u>