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.

OMB No. 1545-0052

Department of the Treasury Internal Revenue Service

| LOI (| alen | dar year 2011 or tax year beginning | | , and ending | | | | |
|---------------------------------------|-------|---|------------------------------|---|----------------------------------|---|--|--|
| Nar | ne of | foundation | | | A Employer identification number | | | |
| Т | ΗE | HEINZ ENDOWMENTS | 25-1721100 |) | | | | |
| Nun | ber a | nd street (or P.O. box number if mail is not delivered to street | B Telephone number | | | | | |
| 6 | 25 | LIBERTY AVENUE 30TH FL | (412) 281- | -5777 | | | | |
| City | or to | own, state, and ZIP code | | | C If exemption application is p | pending, check here | | |
| Ρ | ΙTΊ | TSBURGH, PA 15222-3115 | | | | | | |
| G C | heck | all that apply: Initial return | Initial return of a fo | ormer public charity | D 1. Foreign organization | s, check here | | |
| | | Final return | Amended return | | | | | |
| | | Address change | Name change | | 2. check here and attach co | eeting the 85% test, omputation | | |
| H C | heck | type of organization: X Section 501(c)(3) ex | empt private foundation | | E If private foundation sta | atus was terminated | | |
| |] Se | ction 4947(a)(1) nonexempt charitable trust | Other taxable private founda | ation | under section 507(b)(1 | | | |
| I Fa | ir ma | rket value of all assets at end of year J Accounti | ng method: X Cash | Accrual | F If the foundation is in a | 60-month termination | | |
| (fr | om F | | ther (specify) | | under section 507(b)(1 | | | |
| | \$ | 1,394,345,802. (Part I, colu | mn (d) must be on cash l | basis.) | | | | |
| Pa | rt I | Analysis of Revenue and Expenses (The total of amounts in countries (b), (c), and (d) may not | (a) Revenue and | (b) Net investment | (c) Adjusted net | (d) Disbursements for charitable purposes | | |
| | | necessarily equal the amounts in column (a).) | expenses per books | income | income | (cash basis only) | | |
| | 1 | Contributions, gifts, grants, etc., received | | | | | | |
| | 2 | Check X if the foundation is not required to attach Sch. B Interest on savings and temporary cash investments | | | | | | |
| | | | | | | | | |
| | 4 | Dividends and interest from securities | 19,312,700. | 24,237,53 | 6. 0. | STATEMENT 1 | | |
| | 5a | Gross rents | | | | | | |
| | b | Net rental income or (loss) | | | | | | |
| Ф | 6a | Net gain or (loss) from sale of assets not on line 10 | 97,933,665. | | | | | |
| nue | b | Gross sales price for all assets on line 6a | | | | | | |
| Revenue | | , | | 113,869,22 | | | | |
| - | 8 | Net short-term capital gain | | | N/A | | | |
| | 9 | Income modifications | | | | | | |
| | | Gross sales less returns and allowances | | | | | | |
| | b | Less: Cost of goods sold | | | | | | |
| | | Gross profit or (loss) | 1 700 601 | 1 070 (4) | - | C | | |
| | | Other income | 1,722,601. | | | STATEMENT 7 | | |
| | 12 | | 118,968,966. | | | | | |
| | 13 | Compensation of officers, directors, trustees, etc. | 981,571. 2,656,808. | 96,448 143,71 | | · · · · • | | |
| | 14 | Other employee salaries and wages | 893,137. | 50,01 | | 843,122. | | |
| S | | Pension plans, employee benefits Legal fees STMT 2 | 51,808. | 30,87 | | | | |
|)Su | | • | 65,367. | 19,61 | | | | |
| φx | D | Accounting fees STMT 3 Other professional fees STMT 4 | 6,706,802. | 6,635,40 | | | | |
| Б | 17 | Interest STMT 16 | 0,700,002. | 688,66 | | 71,331. | | |
| ativ | 18 | Taxes STMT 5 | 1,717,272. | 562,77 | | 180,767. | | |
| istr | 19 | Depreciation and depletion | 105,528. | 5,91 | | | | |
| ni. | 20 | Occupancy | 497,077. | 27,83 | 6. 0. | | | |
| Adr | 21 | Travel, conferences, and meetings | 252,146. | 16,14 | 7. 0. | | | |
| ď | | Printing and publications | 8,400. | | 0. | | | |
| Operating and Administrative Expenses | 23 | Other expenses STMT 6 | 1,620,671. | 7,728,27 | | | | |
| atin. | | Total operating and administrative | =,:=0,0:20 | .,, | | | | |
|)er | | expenses. Add lines 13 through 23 | 15,556,587. | 16,005.68 | 1. 0. | 6,828,183. | | |
| ŏ | 25 | Contributions, gifts, grants paid | 65,563,528. | ,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,, | | 65,563,528. | | |
| | | Total expenses and disbursements. | , , , , , , | | | , , , , , | | |
| | | Add lines 24 and 25 | 81,120,115. | 16,005,683 | 1. 0. | 72,391,711. | | |
| | 27 | Subtract line 26 from line 12: | | | | , | | |
| | | Excess of revenue over expenses and disbursements | 37,848,851. | | | | | |
| | | Net investment income (if negative, enter -0-) | | 120,121,43 | 4. | | | |
| | | Adjusted net income (if negative, enter -0-) | | | 0. | | | |

123501 12-02-11 LHA For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2011)

| 3310 | art | Balance Sheets Attached schedules and amounts in the description | Beginning of year | End o | of year |
|-----------------------------|-------|--|--|---|-----------------------|
| | 41. | column should be for end-of-year amounts only. | (a) Book Value | (b) Book Value | (c) Fair Market Value |
| | 1 | Cash - non-interest-bearing | 43,325. | 1,086,701. | 1,086,701. |
| | 2 | Savings and temporary cash investments | 20,838,598. | 10,021,315. | |
| | 3 | Savings and temporary cash investments Accounts receivable ► 12,642. | | | Ringras et seu l'in |
| | | Less: allowance for doubtful accounts | 14,384. | 12,642. | 12,642. |
| | 1 | Pledges receivable | | | |
| | ~ | Less: allowance for doubtful accounts | | | |
| | - | | | | |
| | 1 _ | Grants receivable | | | |
| | 6 | Receivables due from officers, directors, trustees, and other | | | |
| | | disqualified persons | | | |
| | 7 | disqualified persons 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. |
| ţ | 8 | Inventories for sale or use | | | |
| Assets | 9 | | | | |
| ĕ | 10a | Investments - U.S. and state government obligations | | | |
| | ۱.ь | Investments - corporate stock STMT 8 | 349,089,896. | 326,026,593. | 428 937 389 |
| | ءَ ا | Investments - corporate hands STMT 9 | 55 001 235 | 94,101,247. | 103 964 722 |
| | 1,1 | Investments - corporate bonds STMT 9 Investments - land, buildings, and equipment basis 3,301,754. | 33,001,233 | <u> </u> | 103,304,722. |
| | ' ' | Less: accumulated depreciation 2,447,457. | 882,450. | 054 207 | 854,297. |
| | 4.0 | | 002,430. | 034,497. | 854,297. |
| | 1 | Investments - mortgage loans | | | |
| | 13 | Investments - other | STATION TO SUMMER TO SUMMER STATE OF THE SUMER STATE O | 80 T T 31 M T - 20 T | 714 |
| | 14 | Land, buildings, and equipment: basis | | | |
| | | Less: accumulated depreciation | | | |
| | 15 | Other assets (describe STATEMENT 10) | 741,874,532. | 773,490,476. | 836,141,236. |
| | | | · - | | |
| | 16 | Total assets (to be completed by all filers) | 1181071920. | 1218920771. | 1394345802. |
| | 17 | Accounts payable and accrued expenses | | | |
| | 18 | Grants payable | 36,176,100. | 37,822,793. | STATEMENT 14 |
| Ś | | Deferred revenue | | | |
| Liabilities | | Loans from officers, directors, trustees, and other disqualified persons | | | |
| ᅙ | | Mortgages and other notes payable | | | |
| Ë | | Other liabilities (describe) | | | |
| | |) | | | |
| | 22 | Tetal lightilities (add lines 17 through 99) | 36 176 100 | 27 922 702 | |
| _ | 23 | Total liabilities (add lines 17 through 22) Foundations that follow SFAS 117, check here | 36,176,100. | 37,822,793. | |
| | ļ | · | | | |
| Ś | ١ | and complete lines 24 through 26 and lines 30 and 31. | 1111005000 | 110100000 | |
| ည | | Unrestricted | 1144895820. | 1181097978. | |
| Net Assets or Fund Balances | | Temporarily restricted | | | |
| Ä | 26 | Permanently restricted | | | |
| Ĕ | | Foundations that do not follow SFAS 117, check here | | - "I | |
| 臣 | | and complete lines 27 through 31. | | | |
| S O | 27 | Capital stock, trust principal, or current funds | | | |
| set | | Paid-in or capital surplus, or land, bldg., and equipment fund | | | |
| Ąŝ | | Retained earnings, accumulated income, endowment, or other funds | | | |
| e | | Total net assets or fund balances | 1144895820. | 1181097978. | |
| ~ | • | | | | |
| | 21 | Total liabilities and net assets/fund balances | 1181071920. | 1218920771. | |
| | 01 | | | 1210920771. | |
| P | art l | Analysis of Changes in Net Assets or Fund B | alances | | |
| 1 | Total | not assate or fund halances at haginning of year - Bert II. column (a) line | 20 | | |
| | | net assets or fund balances at beginning of year - Part II, column (a), line : | | | 11//005000 |
| | | agree with end-of-year figure reported on prior year's return) | | | 1144895820. |
| | | amount from Part I, line 27a | | | 37,848,851. |
| | | increases not included in line 2 (itemize) | | | 0. |
| | | nes 1, 2, and 3 | | | 1182744671. |
| | | ases not included in line 2 (itemize) ADJUSTMENT FOR | | RANTS 5 | 1,646,693. |
| 6 . | Total | net assets or fund balances at end of year (line 4 minus line 5) - Part II, co | lumn (h) line 30 | - 6 | 1181097978 |

123511 12-02-11 Form **990-PF** (2011)

| eded). see instructions for number (EIN) or 721100 per (SSN) Return Code 08 09 10 11 |
|--|
| eded). see instructions ion number (EIN) or 721100 per (SSN) Return Code 08 09 10 |
| See instructions See instruc |
| See instructions See instruc |
| Return Code |
| 721100 Der (SSN) |
| O 4 Return Code 08 09 10 |
| O 4 Return Code 08 09 10 |
| Return Code 08 09 10 |
| Return Code 08 09 10 |
| Return Code 08 09 10 |
| Return Code 08 09 10 |
| Return Code 08 09 10 |
| Return Code 08 09 10 |
| 08 09 10 |
| 08 09 10 |
| 08 09 10 |
| 09 10 |
| 09 10 |
| 10 |
| |
| |
| 12 |
| 58. |
| |
| |
| |
| |
| group, check this |
| nsion is for. |
| |
| <u> </u> |
| |
| |
| |
| TURN. |
| |
| |
| |
| <u>,591,097.</u> |
| |
| 504 005 |
| <u>,591,097.</u> |
| • |
| 0. |
| |
| |
| |
| e and belief, |
| <u>r</u> |

•

| (a) List and describ 2-story brick ware | (b) Hov P - Pi D - D | acquired urchase onation | (c) Date (mo., | acquired day, yr.) | (d) Date sold (mo., day, yr.) | | | | |
|---|--|--------------------------|---|-----------------------|----------------------------------|---------------------|--------------------------------------|--|--|
| 1a SEE STATEMENT 1 | 9 | | | | | | | | |
| b | | | *************************************** | | | | | | |
| c | | | | | | | | | |
| d | | | | | | | | | |
| е | | | | <u> </u> | | | | | |
| (e) Gross sales price | (f) Depreciation allowed (or allowable) | | st or other basis expense of sale | | | | Gain or (loss) Is (f) minus (| g) | |
| a | | | | | | | 11 | 3,869,224. | |
| b | | | | | | | | | |
| C | | | - | | | | <u>-</u> | | |
| <u>d</u> | | | | | | | | | |
| Complete only for assets showing | gain in column (h) and owned by | the foundation | on 19/21/60 | | | 0 : " | | | |
| Complete only for assets showing | (j) Adjusted basis | | xcess of col. (i) | | (I) COL | Gains (i k), but | Col. (h) gain not less than | minus i -0-) or | |
| (i) F.M.V. as of 12/31/69 | as of 12/31/69 | | col. (j), if any | | | Losses | (from col. (l | 1)) | |
| a | | | | | | | 11. | 3,869,224. | |
| <u>b</u> | | | | | | | | | |
| d | | | | | | | | | |
| e | · · · · · · · · · · · · · · · · · · · | | | | | | · | | |
| 2 Capital gain net income or (net capit | al loss) If gain, also ente | | | } 2 | | | 11. | 3,869,224. | |
| | | | | ¹/ | | | | ,,005, <u>224</u> , | |
| 3 Net short-term capital gain or (loss) If gain, also enter in Part I, line 8, co If (loss), enter -0- in Part I, line 8 | lumn (c). | | | } 3 | | | 11: | 3,869,224. | |
| Part V Qualification Und | | | | | tment Inc | ome | | | |
| (For optional use by domestic private for If section 4940(d)(2) applies, leave this Was the foundation liable for the section | part blank. | | | | | | | Yes X No | |
| If "Yes," the foundation does not qualify Enter the appropriate amount in each | under section 4940(e). Do not co | omplete this pa | ırt. | | | | | Yes _A NO | |
| (a) Base period years Calendar year (or tax year beginning | (b) | | Net value of nor | (c) | le-use assets | | Distribu | (d) Ition ratio ded by col. (c)) | |
| 2010 | | 7,164. | 1.3 | 42.7 | 91,531 | | (cor. (b) divi | • 048390 | |
| 2009 | | 3,229. | | | 87,103 | ` | | .051664 | |
| 2008 | | 8,622. | | | 53,789 | | ···································· | .050498 | |
| 2007 | | 1,136. | 1,5 | 80,0 | 13,549 | • | | .043051 | |
| 2006 | 44,79 | 0,215. | | | 29,575 | | | .046665 | |
| 2 Total of line 1, column (d) | | | •••• | | | 2 | | .240268 | |
| 3 Average distribution ratio for the 5-y the foundation has been in existence | - | | • | - | | 3 | | .048054 | |
| 4 Enter the net value of noncharitable- | use assets for 2011 from Part X, | line 5 | | | | 4 | 1,429 | ,615,658. | |
| 5 Multiply line 4 by line 3 | | | | | | 5 | 68 | 3,698,751. | |
| 6 Enter 1% of net investment income (| | | | | | 6 | 1 | ,201,214. | |
| | | | | | | 7 | | ,899,965. | |
| 8 Enter qualifying distributions from Pa | art XII, line 4 | | | | | 8 | | | |
| If line 8 is equal to or greater than lin See the Part VI instructions. | e 7, check the box in Part VI, line | 1b, and comp | lete that part using | a 1% tax | rate. | | | | |

| • • • • • • • | | | |
|---------------|-----|----|-------|
| | | | |
| Earm | 000 | DE | N 4 4 |

10

X

X

PA

7 Did the foundation have at least \$5,000 in assets at any time during the year?

b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV

If "Yes," complete Part II, col. (c), and Part XV.

8a Enter the states to which the foundation reports or with which it is registered (see instructions)

Form **990-PF** (2011)

4a

4b

b If "Yes," did it have excess business holdings in 2011 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.

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 2011?

Form 4720, to determine if the foundation had excess business holdings in 2011.)

N/A

1 Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?

| Part VII-B Statements Regarding Activities for Which | Form 4/20 May Be | Requirea (conti | nued) | |
|---|---|-----------------------------|--|---------------------------------------|
| 5a During the year did the foundation pay or incur any amount to: | | | 97.115 | |
| (1) Carry on propaganda, or otherwise attempt to influence legislation (section | on 4945(e))? | | res X No | |
| (2) Influence the outcome of any specific public election (see section 4955); | | | | |
| any voter registration drive? | | 💹 Y | es X No | |
| (3) Provide a grant to an individual for travel, study, or other similar purpose | s? | Y | es X No | |
| (4) Provide a grant to an organization other than a charitable, etc., organization | | | <u></u> | |
| 509(a)(1), (2), or (3), or section 4940(d)(2)? STATEM | | | es No | |
| (5) Provide for any purpose other than religious, charitable, scientific, literary | | | | |
| the prevention of cruelty to children or animals? | | | es X No | |
| b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify ur | | | | |
| section 53.4945 or in a current notice regarding disaster assistance (see instr | uctions)? | ••••• | | 5b X |
| Organizations relying on a current notice regarding disaster assistance check | | | ▶∟」 | |
| c If the answer is "Yes" to question 5a(4), does the foundation claim exemption | | | | |
| expenditure responsibility for the grant? STATEMI | | ЦХ. ү | 'es 📖 No 📗 | |
| If "Yes," attach the statement required by Regulations section 53.494 | | | in G | |
| 6a Did the foundation, during the year, receive any funds, directly or indirectly, to | | | F== 1 | |
| a personal benefit contract? | | Ц У | es 💹 No | |
| b Did the foundation, during the year, pay premiums, directly or indirectly, on a | personal benefit contract? | • | | 6b X |
| If "Yes" to 6b, file Form 8870. | | | . [37] | |
| 7a At any time during the tax year, was the foundation a party to a prohibited tax | shelter transaction? | Ц У | es X No | |
| b If "Yes," did the foundation receive any proceeds or have any net income attrib | | | | 7b |
| Part VIII Information About Officers, Directors, Trust Paid Employees, and Contractors | tees, Foundation Ma | ınagers, Hıgnı | У | |
| 1 List all officers, directors, trustees, foundation managers and their | compensation. | | | |
| | | (c) Compensation | (d) Contributions to | (e) Expense |
| (a) Name and address | (b) Title, and average hours per week devoted to position | (If not paid, enter -0-) | employee benefit plans and deferred | (e) Expense account, other allowances |
| | to position | 01101 0) | compensation | anovaneos |
| | 1 | | | |
| SEE STATEMENT 11 | 1 | 981,571. | 143,228. | 0. |
| | | | | |
| | 1 | | | |
| | 1 | | | |
| | | | | |
| | 1 | | | |
| | | | | |
| | | | | |
| | 1 | | | |
| | | | | |
| 2 Compensation of five highest-paid employees (other than those inc | cluded 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 | (c) Compensation | (d) Contributions to employee benefit plans and deferred | (e) Expense account, other |
| | devoted to position | (C) Compensation | and deferred compensation | allowances |
| MARGARET M. PETRUSKA - 625 LIBERTY | PROGRAM DIREC | TOR | | |
| AVE. 30TH FLOOR, PITTSBURGH, PA | 40.00 | 219,386. | 64,074. | 0. |
| JANET L. SARBAUGH - 625 LIBERTY AVE. | PROGRAM DIREC | 1 * | | |
| 30TH FLOOR, PITTSBURGH, PA | 40.00 | 205,958. | 65,349. | 0. |
| CAREN GLOTFELTY - 625 LIBERTY AVE. | PROGRAM DIREC | _ | | |
| 30TH FLOOR, PITTSBURGH, PA | 40.00 | 189,534. | 55,624. | 0. |
| STANLEY W. THOMPSON - 625 LIBERTY | PROGRAM DIREC | | | |
| AVE. 30TH FLOOR, PITTSBURGH, PA | 40.00 | 192,326. | 48,524. | 0. |
| | DIRECTOR COM' | | | |
| FLOOR, PITTSBURGH, PA 15222-3115 | 40.00 | 158,810. | 44,336. | 0. |
| Total number of other employees paid over \$50,000 | | | > | 15 |

Form **990-PF** (2011)

| Part VIII Paid Employees, and Contractors (continued) | don wanagers, riigiliy | |
|---|------------------------|------------------|
| 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 |
| HHR ASSET MANAGEMENT - 400 CONNELL DRIVE, | | |
| SUITE 5100, BERKELY HEIGHTS, NJ 07922 | INVESTMENT ADVIS | OR 2761868. |
| CAMBRIDGE ASSOCIATES | INVESTMENT | |
| 100 SUMMER STREET, BOSTON, MA 02110 | CONSULTANT | 2125230. |
| BRANDYWINE GLOBAL | | |
| PO BOX 7777, PHILADELPHIA, PA 19175-0207 | INVESTMENT ADVIS | OR 285,067. |
| BLACKROCK CAPITAL MANAGEMENT INC | | |
| PO BOX 533180, CHARLOTTE, NC 28290-3180 | INVESTMENT ADVIS | OR 202,528. |
| HARRIS ASSOCIATES, LLP | | |
| PO BOX 70245, CHICAGO, IL 60673-0245 | INVESTMENT ADVIS | OR 195,326. |
| Total number of others receiving over \$50,000 for professional services | | ▶ 13 |
| Part IX-A Summary of Direct Charitable Activities | | |
| List the foundation's four largest direct charitable activities during the tax year. Include relevant statistic number of organizations and other beneficiaries served, conferences convened, research papers produced. | ıced, etc. | Expenses |
| 1 PUBLICATION OF "H" MAGAZINE. 5,000 PRINT COP | IES PLUS WEB | |
| ACCESS TO HIGHLIGHT ISSUES OF PUBLIC INTEREST | Γ. | |
| | | 132,131. |
| | R YOUTHS ARE | |
| EDUCATED ABOUT PHILANTHROPHY IN THE GREATER I | PITTSBURGH | |
| REGION. | | 90,472. |
| 3 AIR QUALITY PROGRAM. EDUCATION CAMPAIGN TO (| | |
| OF THE AIR QUALITY IN THE GREATER PITTSBURGH | REGION. | |
| | | 191,167. |
| 4 AAMB. DISSEMINATION OF RESEARCH FOR AFRICAN | AMERICAN MEN | |
| AND BOYS. | | |
| Part IX-B Summary of Program-Related Investments | | 16,634. |
| Describe the two largest program-related investments made by the foundation during the tax year on lin | nes 1 and 2. | Amount |
| 1 | | 7 illiount |
| | | |
| | | |
| 2 | | |
| | | |
| | | |
| All other program-related investments. See instructions. | | |
| 3 NONE | | |
| | | |
| | | 0. |
| Total, Add lines 1 through 3 | | 0. |
| | | |

| P | art X Minimum Investment Return (All domestic foundations must complete this part. Foreign | foui | ndatio | ns, see instructions.) |
|----|---|-------|-------------|------------------------|
| 1 | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes: | | | |
| а | Average monthly fair market value of securities | | 1a | 1,418,028,482. |
| b | | 1b | 16,312,976. | |
| C | Fair market value of all other assets | | 1c | 17,044,997. |
| d | | | 1d | 1,451,386,455. |
| е | Reduction claimed for blockage or other factors reported on lines 1a and | | 45. E. S. | |
| | 1c (attach detailed explanation) 1e | 0. | | |
| 2 | Acquisition indebtedness applicable to line 1 assets | | 2 | 0. |
| 3 | Subtract line 2 from line 1d | | 3 | 1,451,386,455. |
| 4 | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) | | 4 | 21,770,797. |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 | | 5 | 1,429,615,658. |
| 6_ | Minimum investment return. Enter 5% of line 5 | | 6 | 71,480,783. |
| P | Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundation foreign organizations check here and do not complete this part.) | is an | d certa | in |
| 1 | Minimum investment return from Part X, line 6 | | 1 | 71,480,783. |
| 2a | Tax on investment income for 2011 from Part VI, line 5 | 4. | | |
| b | Income tax for 2011. (This does not include the tax from Part VI.) | | Fig | |
| C | Add lines 2a and 2b | | 2c | 1,201,214. |
| 3 | Distributable amount before adjustments. Subtract line 2c from line 1 |] | 3 | 70,279,569. |
| 4 | Recoveries of amounts treated as qualifying distributions |] | 4 | 230,934. |
| 5 | Add lines 3 and 4 |] | 5 | 70,510,503. |
| 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 | 70,510,503. |
| P | art XII Qualifying Distributions (see instructions) | | | |
| 1 | Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes: | | 1750 | |
| а | Expenses, contributions, gifts, etc total from Part I, column (d), line 26 | | 1a | 72,391,711. |
| 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 | 161,004. |
| 3 | Amounts set aside for specific charitable projects that satisfy the: | | | |
| а | 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 | أ | 4 | 72,552,715. |
| 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 | 1,201,214. |
| 6 | Adjusted qualifying distributions. Subtract line 5 from line 4 | [| 6 | 71,351,501. |
| | Note. The amount on line 6 will be used in Part V. column (h), in subsequent years when calculating whether the foundati | | ualifiec | for the section |

Form **990-PF** (2011)

4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions) (c) (d) Corpus Years prior to 2010 2010 2011 1 Distributable amount for 2011 from Part XI, 70,510,503. 2 Undistributed income, if any, as of the end of 2011: 15,294,989 a Enter amount for 2010 only **b** Total for prior years: 0 3 Excess distributions carryover, if any, to 2011: a From 2006 **b** From 2007 c From 2008 **d**From 2009 e From 2010 f Total of lines 3a through e 0 4 Qualifying distributions for 2011 from Part XII, line 4: \triangleright \$ 72,552,715 a Applied to 2010, but not more than line 2a 15,294,989 b Applied to undistributed income of prior years (Election required - see instructions) 0 c Treated as distributions out of corpus 0 (Election required - see instructions) d Applied to 2011 distributable amount 57,257,726. 0 e Remaining amount distributed out of corpus 0 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).) Enter the net total of each column as indicated below: 0 **8** Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 _____ **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 0. assessed d Subtract line 6c from line 6b. Taxable amount - see instructions 0 e Undistributed income for 2010. Subtract line 0 4a from line 2a. Taxable amount - see instr. f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012 13,252,777. 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 2006 0 not applied on line 5 or line 7 9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a 0 10 Analysis of line 9: a Excess from 2007 ... b Excess from 2008 ... c Excess from 2009 dExcess from 2010

e Excess from 2011.

| Part XIV Private Operating For | | | II-A, question 9) | N/A | |
|--|---|----------------------------|--------------------------------------|---|--------------------|
| 1 a If the foundation has received a ruling or d | | | | | |
| foundation, and the ruling is effective for 2 | 011, enter the date of t | the ruling | > | | |
| b Check box to indicate whether the foundat | | ng foundation described | | 4942(j)(3) or 49 | 942(j)(5) |
| 2 a Enter the lesser of the adjusted net | Tax year | | Prior 3 years | | |
| income from Part I or the minimum | (a) 2011 | (b) 2010 | (c) 2009 | (d) 2008 | (e) Total |
| investment return from Part X for | | | | | |
| each year listed | | | | | |
| 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 | 14 | | | | |
| and 5 or more exempt | | | | | |
| organizations as provided in section 4942(j)(3)(B)(iii) | | | | | |
| (3) Largest amount of support from | VE | | | | |
| an exempt organization | | | | | |
| (4) Gross investment income | | | | | |
| Part XV Supplementary Inform | nation (Comple | te this part only | if the foundation | had \$5,000 or me | re in accete |
| at any time during the | | | ii the loundation | naα ψο,σσο στ της | ne ili assets |
| 1 Information Regarding Foundation I | * | | | | |
| a List any managers of the foundation who ha | • | han 20/, of the total cont | ributions received by the fe | aundation before the alex | o of any toy |
| year (but only if they have contributed more | e than \$5,000). (See se | ection 507(d)(2).) | muuuons received by the it | Junuation before the clos | e or any tax |
| NONE | , , , , , , | . (.,(,,,, | | | |
| b List any managers of the foundation who o | wn 10% or more of the | etock of a corporation | or an equally large portion | of the ownership of a pe | ertnorohin or |
| other entity) of which the foundation has a | 10% or greater interest | t. | or all equally large portion | of the ownership of a pa | Tutership of |
| NONE | • | | | | |
| 2 Information Regarding Contribution | Cuant Cift Lann | Cabalanahin ata Da | | | |
| | | • / / | ograms: organizations and does no | | |
| the foundation makes gifts, grants, etc. (see | makes continuutions it instructions) to indivi | duals or organizations u | nder other conditions, com | i accept unsoncheu requi Inlete items 2a h c and | ists for funds. II |
| | | | · . · | ipioto itorno za, b, c, ariu | u. |
| a The name, address, and telephone number SEE STATEMENT 15 | of the berson to wholl | applications should be | auuresseu. | | |
| AND STATEMENT TO | | | | | |
| t The form is which and the standard to | | | | | |
| b The form in which applications should be si | abmitted and information | on and materials they sr | iould include: | | |
| SEE STATEMENT 15 | | | * | | |
| c Any submission deadlines: | | | | | |
| SEE STATEMENT 15 | . b l | | | | |
| d Any restrictions or limitations on awards, su | ich as by geographical | areas, charitable fields, | kınds of institutions, or oth | ier tactors: | |
| SEE STATEMENT 15 | | | | | |
| | | | | | |

Part XVI-A Analysis of Income-Producing Activities

| Enter gross amounts unless otherwise indicated. | Unrelated business income | | | ded by section 512, 513, or 514 | (e) | | |
|--|---------------------------|-------------|---------------|---------------------------------|-------------------|--|--|
| | (a) Business | (b) | (C) Exclu- | (d) | Related or exempt | | |
| 1 Program service revenue: | code | Amount | sion code | Amount | function income | | |
| a REFUNDED GRANTS | | | | | 230,934. | | |
| b | | | | | | | |
| C | | | | | | | |
| d | | | | | | | |
| e | | | | | | | |
| f | | | | | | | |
| g Fees and contracts from government agencies | | | | | | | |
| 2 Membership dues and assessments | | | | | | | |
| 3 Interest on savings and temporary cash investments | | | | | | | |
| 4 Dividends and interest from securities | | | 14 | 19,312,700. | | | |
| 5 Net rental income or (loss) from real estate: a Debt-financed property | | | | | | | |
| b Not debt-financed property | | | ļ | | | | |
| 6 Net rental income or (loss) from personal property | | | | | | | |
| 7 Other investment income | 900003 | 445,563. | 14 | 1,046,104. | | | |
| 8 Gain or (loss) from sales of assets other than inventory | | | 18 | 97,933,665. | | | |
| 9 Net income or (loss) from special events | | | | | | | |
| 10 Gross profit or (loss) from sales of inventory | | | | | | | |
| 11 Other revenue: | | | | | | | |
| a | | | | | | | |
| b | | | | | | | |
| C | | | | | | | |
| d | | | | | | | |
| e | | | | | | | |
| (), (), () (), (), (), (), (), | | | | 118,292,469. | | | |
| 13 Total. Add line 12, columns (b), (d), and (e) | | ••••• | | 13 | 118,968,966. | | |
| See worksheet in line 13 instructions to verify calculations.) | | | | | | | |

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

| Line No. ▼ | the foundation's exempt purposes (other than by providing funds for such purposes). | | | | | | | | |
|---------------|---|--|--|--|--|--|--|--|--|
| 1A | INCOME RECOGNIZED UPON RECEIPT OF REFUNDS OF GRANTS WHICH WERE | | | | | | | | |
| | PREVIOUSLY REPORTED AS QUALIFYING DISTRIBUTIONS. GRANT-MAKING TO | | | | | | | | |
| | WORTHY CHARITABLE ORGANIZATIONS IS THE PRIMARY EXEMPT PURPOSE OF THE | | | | | | | | |
| | ENDOWMENT. | | | | | | | | |
| | | | | | | | | | |
| | | | | | | | | | |
| | | | | | | | | | |
| | | | | | | | | | |
| | | | | | | | | | |
| | | | | | | | | | |
| | | | | | | | | | |
| | | | | | | | | | |
| | | | | | | | | | |
| | | | | | | | | | |
| | | | | | | | | | |
| | | | | | | | | | |
| | | | | | | | | | |
| | | | | | | | | | |
| 100604 | | | | | | | | | |

Form **990-PF** (2011)

Form 990-PF (2011) Part XVII In THE HEINZ ENDOWMENTS Information Regarding Transfers To and Transactions and Relationships With Noncharitable **Exempt Organizations**

| | he organization directly or indi | | - | • | Ū | | in section 501(c) of | | Yes | No |
|---------------------------------------|---|-------------------|----------------------|----------------------|--|-------------------|---|-----------------------|---|-----------------|
| | ode (other than section 501(c | | • | - | | nizations? | | | | |
| | sfers from the reporting found | | | - | | | | | | |
| (1) (| Cash | | | | | | | 1a(1) | | X |
| (2) (| Other assets | | | | | | | 1a(2) | | X |
| | r transactions: | | | | | | | | | |
| (1) 8 | Sales of assets to a noncharita | able exempt o | organization | | | | | 1b(1) | V-4-1-00-0-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1- | X |
| (2) | Purchases of assets from a no | oncharitable e | xempt organizat | ion | | | | 1b(2) | | X |
| (3) [| Rental of facilities, equipment, | or other asse | ets | | | | | 1b(3) | | X |
| (4) | Reimbursement arrangements | 3 | | | | | | 1b(4) | | X |
| (5) L | oans or loan guarantees | | | | | ••••••• | | 1b(5) | X | |
| (6) F | Performance of services or me | embership or | fundraising solid | citations | | | | 1b(6) | | X |
| c Shari | ng of facilities, equipment, ma | ailing lists, oth | ner assets, or pa | id emplovees | | | *************************************** | 1c | X | |
| | answer to any of the above is | | | | | | | | | Ц |
| | rvices given by the reporting f | | | | | | | | v., | |
| | nn (d) the value of the goods, | | | | iii iaii iiiaikot vai | ao in any aana | saction of sharing arrang | gornont, snow m | | |
| a)Line no. | (b) Amount involved | | Name of nonchar | | rganization | (q) Dec | scription of transfers, transac | tions, and sharing ar | angomo | |
| LB5 | L. T. | | JIBERTY | | | | STATEMENT : | | angeme | 1115 |
| LC | | | JIBERTY | | | | | | | |
| <u> </u> | | EGMM I | TIDEKII | попотис | J | SEE | STATEMENT | 12/13 | | |
| | | | | | | | | | | |
| | | | | | | | | | | |
| | <u> </u> | ļ | | | | | | | | |
| | | <u> </u> | | | | | | | | |
| | | | | | | | | | | |
| | | | | | | | | | | |
| | | | | | | | | | | |
| | | | | | | | | | | |
| | | | | | | | | | | |
| | | | | | | | | | | |
| | | | | | | | | | | |
| | | | | | | | | | | |
| | | | | | | | | | | |
| | | | | | | | | | | |
| 2a la tha | foundation directly or indirect | thy offiliated w | ith or rolated to | ana ar mara ta | v avamat araani | izationo dagazi | had | | | |
| | | | | | | | | T | г | ٦., |
| | tion 501(c) of the Code (other | | 1 50 1(0)(3)) 01 11 | section 527? | ••••• | | | X Yes | L | ∐ No |
| D IT YES | s," complete the following sch | | | (h) Tuno | of organization | Τ | (a) Description of | | | |
| · · · · · · · · · · · · · · · · · · · | (a) Name of org | janization | | | of organization | | (c) Description of | | | |
| | | | | SECTI | | SEE S | TATEMENT 13 | 3 | | |
| ENN | LIBERTY HOLDI | NG | | 501(0 | | | | | | |
| | | | | TITLE | | | | | | |
| | | | | HOLDI | NG CO. | | | | | |
| | | | | | | | | | | |
| | nder penalties of perjury, I declare t | | | | | | | e May the IRS d | iscuss t | nis |
| Sign 🏻 | nd belief, it is true, correct, and con | npiete. Deciarat | ion of preparer (oth | er than taxpayer) is | based on all inform | nation of which p | reparer has any knowledge. | return with the | prepare | er |
| Here | | | | İ | | | | X Yes | See Ilist |] _{No} |
| | Signature of officer or trustee | | | Date | 9 | Title | | Tes | | ı NO |
| | Print/Type preparer's na | | Prenare | r's signature | . | Date | Check if | PTIN | | |
| | | | | | | | self- employed | 1 | | |
| Paid | MICHAEL M. | СОМСТ | OCK M | 1111 | the now | 11/12/ | • | P00474 | 270 | |
| raiu Prepar | er Firm's name ►SIS | TOMO T | 1 & CO | T.T.P | Jave, CAM | 11/2/1 | Firm to FINE S | 15-14671 | | |
| Use On | | THEORY | a co. | THE | | | FIGHT'S EIN P | 79-T40/T | טט | |
| ose Oil | - | 0 0033 | m cmp m | m GIITMT | 2100 | | | | | |
| | Firm's address ► 31 | | | | . \\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\ | | | 110 001 | | - |
| | | TISBUR | GH, PA | T27TA | | | Phone no. 4 | 12-281- | | |
| | | | | | | | | Earm QQA | DE " | 11110 |

Form **990-PF** (2011)

Department of the Treasury Internal Revenue Service

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

Attach to your tax return. See separate instructions.

Information furnished for the foreign partnership's tax year

beginning JAN 1

,2011 and ending DEC 31 , 2011

OMB No. 1545-1668

2011

Attachment Sequence No. 118

| Name of pers | son filing this return | | | | | Filer | 's identifyin | g number | |
|--|--|-------------------|--------------------------------------|-------------------------|---|--------------|----------------|--------------------|---------------------|
| THE | HEINZ ENDOWMEN | TS | | | | 2 | 25-172 | 1100 | |
| Filer's addres | ss (if you are not filing this form v | with your tax r | eturn) | A Category | of filer (see Categories | | | and check ap | plicable box(es)): |
| | | | | 1 | 2 | | X | 4 | |
| | | | | B Filer's tax beginning | | , 201 | | | 31,2011 |
| | are of liabilities: Nonrecourse \$ | | | ecourse financi | | | Other | \$ | |
| | member of a consolidated group | but not the | parent, enter the following | information ab | out the parent: | 1 = 15 | | | |
| Name | | | | | | EIN | | - | |
| Address E Information | on about certain other partners (s | eae inetruction | ne) | | | | | | |
| E mormatic | on about certain other partiters (s | SEE IIISII UCIIOI | 15) | | <u> </u> | | T (4) | Obselvanelia | - h la h a . /a - \ |
| | (1) Name | | (2) Address | | (3) Identifying n | umber | | Catagon 2 | r · |
| | TV8 | | | | | | Category 1 | Category 2 | Constructive owner |
| | | | | | | | | | |
| | | | | | <u> </u> | | | | |
| | | | | | | | | | |
| F1 Name and | address of foreign partnership | | | | • | | 2(a) EIN | (if any) | L |
| | | | | | | | | -0567 | 447 |
| BAIN C | APITAL EUROPE | FUND I | II, LP | | | | 2(b) Refe | rence ID nu | m ber |
| 111 ни | NTINGTON AVENU | E | | | | | 3 Country | under who | se laws organized |
| BOSTON | | _ | | | | | | N ISL | • |
| 4 Date of | 5 Principal place | | 6 Principal business | 7 Principal bu | siness | 8a Funct | 4 | 8b Exchar | |
| organizati | | | activity code number | activity | | currer | | (see in | - |
| 03/07/ | 2008 | | 523900 | INVESTM | ENTS | EUROS | 5 | | |
| G Provide th | e following information for the fo | reign partner | ship's tax year: | ***** | | | | | |
| 1 Name, add | dress, and identifying number of | agent (if any) | in the United States | 2 Check if th | ne foreign partnersh | ip must fi | le: | | |
| | | | | Fo | orm 1042 | Form 88 | 04 <u>X</u> |] Form 106 | 35 or 1065-B |
| | | | | | enter where Form 1 | 065 or 106 | 65-B is filed: | | |
| | | | | OGDE | N, UT | b ougtadu a | t the beeks as | | the foreign |
| | address of foreign partnership's | | ntry of organization, if any | | ddress of person(s) wit and the location of su | | | | |
| | LKERS SPV LIMI | | w 000am | | APITAL E | | | TTT, | ГЪ |
| | HSE, MARY ST, TOWN, GRAND CA | | | BOSTON | ARENDON S | 51, F 116 | ъ 41 | | |
| | special allocations made by the f | | | БОЗТОИ | , MA 02. | 110 | | X Yes | No No |
| | number of Forms 8858, Informat | | | rt To Foreign Di | ieregarded Entitiee | | | <u> </u> | INO |
| | | | | - | · | | • | | |
| | s partnership classified under the | law of the co | untry in which it is organiz | zed? | | ···· | EXEMP | TED L | P |
| | rtnership own any separate units | | | | | | | Yes | ☐ No |
| | partnership meet both of the follo | | | • | | . , , , , | | | |
| The part | tnership's total receipts for the ta | x year were le | ss than \$250,000 and | |) | | | | |
| The valu | ie of the partnership's total asset | s at the end o | f the tax year was less tha | n \$1 million. | } | | | Yes | No |
| If "Yes," do | not complete Schedules L, M-1 | | | | J | | | | |
| Only If You Are Filing This Form Separately | Under penalties of perjury, I declare to correct, and complete. Declaration of | | | | | | | | |
| and Not With Your Tax | 3: | | | | | | | _ 🅨 - | |
| Return. | Signature of general partner or Print/Type preparer's name | ıımıted liability | company member Preparer's signature | | Date | ····· | · , | PTIN | Date |
| | Trans type proparer a name | | . roparor o aignature | | 240 | - 1 | Checki | f ' ''' ' | |
| Paid | MICHAEL M. COM | STOCK | | | | | self-employed | DOO | 171270 |
| Preparer | Firm's name SISTERS | | CO. LLP | | <u> </u> | Eirmi | c EIN 🛌 | 25-14 | 474378 67156 |
| Use | Firm's address ▶310 GRZ | | | 2100 | | Phon | <u></u> | 47 TH | 0/130 |
| Only | PITTSBURGH, PA | | | | | - 11011 | | 2-281 | -2025 |

LHA Paperwork Reduction Act Notice, see the separate instructions.

Form 8865 (2011)

110652

18

20

Form 8865 (2011)

Retirement plans, etc.

Ordinary business income (loss) from trade or business activities. Subtract line 21 from line 8

Total deductions. Add the amounts shown in the far right column for lines 9 through 20

Employee benefit programs

Other deductions (attach statement)

18

19

20

21

SCHEDULE O (Form 8865)

Transfer of Property to a Foreign Partnership

(under section 6038B)

OMB No. 1545-1668

Department of the Treasury Internal Revenue Service

THE HEINZ ENDOWMENTS

Name of transferor

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

| 201 | 1 |
|-----|---|
|-----|---|

Filer's identifying number

25-1721100

| | gn partnership | | CAPITAL EU | - | | _ , | ~ | | |
|--|--------------------------------|--|--|-------------------------------|-------------------------------|--------------|--|--|--|
| Part I | Transfers Rep | ortable Unde | er Section 6038B | | | | | | |
| Type of property | (a) Date of transfer | (b) Number of items transferred | (c) Fair market value on date of transfer | Cost | d) or other asis | | (e) Section 704(c) allocation method | (f) Gain recognized on transfer | (g) Percentage interest in partnership after transfer |
| Cash | | | 1,631,511. | | | | | | 0.205527 |
| Marketable securities | | | | | | | | | |
| Inventory | | | | | | | | | |
| Tangible property used in trade or business | | | | | | | | | |
| Intangible property | | | | | | | | | |
| Other property | | | | | | | | | |
| PAR' | TNER'S S FIT: 0. S: 0.22 | | | | , AND | CAPI | TAL (ENDIN | G): | |
| Part II | Dispositions R | eportable Ui | nder Section 6038B | | | | | | |
| (a) Type of property | f Da y orig | b) te of ginal nsfer | | (d) lanner of sposition | (e Ga recogni partne | in zed by | (f) Depreciation recapture recognized by partnership | (g) Gain allocated to partner | (h) Depreciation recapture allocated to partner |
| | | | | | | | | | A CONTRACTOR OF THE CONTRACTOR |
| Part III | | | this schedule subject t | | | r section 9 | I 04(f)(3) or section 904 | | Yes X No |

Department of the Treasury Internal Revenue Service

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

Attach to your tax return. See separate instructions.

Information furnished for the foreign partnership's tax year

beginning JAN 1

partnership's tax year 2011 and ending DEC 31 , 2011 OMB No. 1545-1668
2011

Attachment Sequence No. 118

| Name of person filing this return | | | | Filer | s identityin | g number | |
|---|---|---|--|------------|-----------------|---------------|--------------------|
| THE HEINZ ENDOWMEN | IT S | | | 1 2 | 5-172 | 1100 | |
| Filer's address (if you are not filing this form v | | A Category o | of filer (see Categories of | | | | |
| The Saddress (if you are not ming the form | with your tax rotarily | 1 [| 2 | | X | 4 | phoable box(ca)). |
| | | B Filer's tax | year JAN 1 | ,201 | | ing DEC | 31,2011 |
| C Filer's share of liabilities: Nonrecourse \$ | Qualified nonre | | ng \$ | | Other | | |
| D If filer is a member of a consolidated group | p but not the parent, enter the following | information abo | out the parent: | | | | |
| Name | | | | EIN | | | |
| Address | | | | | | | |
| E Information about certain other partners (| see instructions) | | · · · · · · · · · · · · · · · · · · · | | · | | |
| (1) Name | (2) Address | | (3) Identifying nun | nber | | Check applica | able box(es) |
| | | | | | Category 1 | Category 2 | Constructive owner |
| | | | | | | | |
| | | | | | | | |
| | E | | | | | | |
| F1 Name and address of foreign partnership | | | | | 2(a) EIN (| if any) | L |
| | | | | | | -0590 | 561 |
| HONY CAPITAL FUND 20 | 08, LP | | | | | rence ID nu | |
| | | | | | | | |
| SUITE 2701-03, ONE E | | | | | 3 Country | under who | se laws organized |
| CENTROL HONG KONG, H | ONG KONG | | | | CAYMA | N ISL | ANDS |
| 4 Date of 5 Principal place | 1 ' | 7 Principal bus | siness 8 | a Functi | onal | 8b Exchai | - |
| organization of business | activity code number | activity | | curren | су | (see in | str.) |
| 05/27/2008 | | INVESTM | ENTS | | | | |
| G Provide the following information for the fo | | To Chaple if the | o foreign partnershir | | ^* | | |
| 1 Name, address, and identifying number of | agent (ii any) in the Onited States | | ne foreign partnership orm 1042 | Form 880 | | 7 Earm 106 | 65 or 1065-B |
| | | | enter where Form 106 | | | T FOLUE INC | 35 01 1005-8 |
| | | | N, UT | JO 01 10C | io-b is ilieu. | | |
| 3 Name and address of foreign partnership's | s agent in country of organization, if any | 4 Name and a | ddress of person(s) with and the location of such | custody o | the books an | d records of | the foreign |
| | | WENTAO | | DOOKS an | a records, ii d | merent | |
| | | SUITE | 2701-03, | ONE | EXCHA | NGE S | Q |
| | | CENTRA | LHONG KON | G | | | |
| 5 Were any special allocations made by the f | - ' ' ''''''' | | | | | X Yes | No |
| 6 Enter the number of Forms 8858, Informat | tion Return of U.S. Persons With Respec | t To Foreign Di | sregarded Entities, | | | | |
| attached to this return (see instructions) | | • | | | 📐 | <u></u> | ····· |
| 7 How is this partnership classified under the | | | | | LIMIT | | |
| 8 Did the partnership own any separate units | | ion 1.1503-2(c |)(3), (4), or 1.1503(c | I)-1(b)(4 |)? ▶ | Yes | L No |
| 9 Does this partnership meet both of the follow | ~ . | |) | | | | |
| The partnership's total receipts for the ta The value of the partnership's total asset | • • • | n ¢1 million | | | | Yes | ☐ No |
| If "Yes," do not complete Schedules L, M-1 | | η φτιμιμοπ. | ······································ | | | 1es | NO |
| | that I have examined this return, including acco | mpanying schedu | lles and statements, and | to the bes | t of my knowl | edge and beli | ief, it is true, |
| Are Filing Correct, and complete. Declaration of This Form | f preparer (other than general partner or limited | liability company | member) is based on all | informatio | n of which pre | parer has any | knowledge. |
| Separately and Not With | | | | | | | |
| /T | limited liability company member | | | | | - 🖊 1 | Date |
| Print/Type preparer's name | Preparer's signature | | Date | To | heck j | PTIN | |
| Poid | | | | , | self-employed | | |
| Paid MICHAEL M. COM | | | | | | | 474378 |
| Ilea Fillis Halle PSISIER | | | | Firm's | EIN ► | 25-14 | 67156 |
| Only Firm's address > 3 1 U GR. | | 2100 | | Phone | | 0 005 | 000= |
| PITTSBURGE, PA | 15219 | | *** | | 41 | | -2025 |
| 110651 12-09-11 LHA Paperwork Reduction Act N | lotice, see the separate instructions. | | | | | | Form 8865 (2011) |

| | a X Owns a direct interest | <u> </u> | ructive interest | Chi | eck if C | Check if |
|---------------------------------------|--|--|-----------------------------|---------------|----------------|---------------------|
| W-0444-A0- | Name | Address | Identifying number | (if any) for | eign | direct partner |
| | | | | | | |
| | | | | | | |
| | · | | | | | |
| | | | | | | |
| Schedule A-1 | Certain Partners of Foreign Partnership (see | e instructions) | | | | |
| | Name | Address | Identifying nu | mber (if any) | 1 | Check it foreign |
| | | | | | | person |
| · · · · · · · · · · · · · · · · · · · | | · · · · · · · · · · · · · · · · · · · | | | | |
| | | * | | | | |
| | | | | | | |
| | | | | 1., | | |
| oes the partne Schedule A-2 | rship have any other foreign person as a direct pa | rtner? reign or domestic) in which the foreign partnershi | | Yes | | No |
| Dulleuule A-Z | indirectly owns a 10% interest. | reign of domestic) in which the foreign partnershi | p owns a direct interest or | | | |
| | | Address | EIN | Total ordina | ıry | Check |
| | Name | (if any) | income or lo | ss | partne ship | |
| STATEM | ENT 21 | | | | | |
| | TO THE PROPERTY OF THE PROPERT | | | | | |
| | | | · | | | |
| | | | | | | |
| Schedule B | Income Statement - Trade or Business Inco | me | | | | |
| aution. Includ | e only trade or business income and expenses on | lines 1a through 22 below. See the instructions for | or more information. | | | |
| 1 a Groce | raceinte ar calce | 10 | | | | |
| | receipts or sales returns and allowances | | 1c | | | |
| | . f d | | | | | |
| 2 3 Gross | profit. Subtract line 2 from line 1c | | | | | |
| 🖁 4 Ordin | ary income (loss) from other partnerships, estates | , and trusts (attach statement) | 4 | | | |
| O NOLIA | rm profit (loss) (attach Schedule F (Form 1040)) | | 5 | | | |
| | ain (loss) from Form 4797, Part II, line 17 (attach F | | | | | |
| / Outer | income (loss) (attach statement) | ······································ | | | | |
| 8 Total | income (loss). Combine lines 3 through 7 | | 8 | | | |
| 9 Salari | es and wages (other than to partners) (less emplo | yment credits) | 9 | | | |
| 10 Guara | nteed payments to partners | | 10 | | | |
| 11 Repai | rs and maintenance | | 11 | | ···· | |
| 12 Bad d 13 Rent | ebts | | | | | |
| 14 Taxes | and licenses | | | | | |
| 15 Intere | st | | | | | |
| 16 a Depre | ciation (if required, attach Form 4562) | | | | | |
| | depreciation reported elsewhere on return | | 16c | | | |
| 17 Deple | tion (Do not deduct oil and gas depletion.) | | 17 | | | |
| 18 Retire | ment plans, etc. | | 18 | | | |
| 19 Emplo | yee benefit programs deductions (attach statement) | | | | | ******* |
| | (attack of the state of | | 20 | | | |
| | | | 1 | | | |
| 21 Total | deductions. Add the amounts shown in the far rig | ht column for lines 9 through 20 | 21 | | | |

SCHEDULE O (Form 8865)

Transfer of Property to a Foreign Partnership

(under section 6038B)

OMB No. 1545-1668

Department of the Treasury Internal Revenue Service

THE HEINZ ENDOWMENTS

Name of transferor

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

Filer's identifying number 25-1721100

| Name of forei | gn partnership | HONY | CAPITAL F | UND 20 | 08, L | P | | | |
|--|--------------------------------|--|--|---------------------------------------|-------------------------------|--------------|--|--|---|
| -Part I | Transfers Repo | ortable Und | er Section 6038B | | | | | | |
| Type of property | (a) Date of transfer | (b) Number of items transferred | (c) Fair market value on date of transfer | (c Cost o ba | r other | | (e) Section 704(c) allocation method | (f) Gain recognized on transfer | (g) Percentage interest In partnership after transfer |
| Cash | | | 2,860,481 | | 111 | | | | 0.352061 |
| Marketable securities | | | | | | | | | |
| Inventory | | | | | | | | | |
| Tangible property used in trade or business | | | | | | | | | |
| Intangible property | | | | | | | | | |
| Other property | | | | | | | | | |
| PAR' PRO: LOS | TNER'S S FIT: 0. S: 0.36 | | | | , AND | CAPI | TAL (ENDIN | G): | |
| Part II | т | · · | nder Section 6038B | · · · · · · · · · · · · · · · · · · · | | | | | |
| (a) Type o propert | f Dat y orig | b) se of ginal usfer | | (d) Manner of Isposition | (e Ga recogni partne | in zed by | (f) Depreciation recapture recognized by partnership | (g) Gain allocated to partner | (h) Depreciation recapture allocated to partner |
| | | | | | - | | | | |
| Part III | | | this schedule subject , see the Instruction | | | r section 90 | 04(f)(3) or section 904 | | Yes X No |

Department of the Treasury Internal Revenue Service

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

► Attach to your tax return. See separate instructions.

Information furnished for the foreign partnership's tax year $% \left(1\right) =\left(1\right) \left(1\right)$

beginning JAN 1 , 2011 and ending DEC

201

2011

Attachment Sequence No. 118

OMB No. 1545-1668

| Name of pers | son filing this return | | | | Filer | 's identifyin | g number | | |
|-------------------------------|---|---|-------------------------|---|-----------------|-------------------|-----------------|---------------------|--|
| тнг | HEINZ ENDOWMENTS | | | | | 25-172 | 1100 | | |
| | ss (if you are not filing this form with your ta | ıx return) | A Catagory | of filer (see Categories | | - | | onticable bov(es)): | |
| | are the four are more many and form that your a | or rotarry | 1 | 2 | | X | 4 | philable box(eay). | |
| | | | B Filer's tax beginning | | . 201 | | ing DEC | 31,2011 | |
| C Filer's sha | are of liabilities: Nonrecourse \$ | Qualified nonre | | | | Other | | • | |
| D If filer is a | member of a consolidated group but not the | ne parent, enter the following i | information ab | out the parent: | | | | | |
| Name | | | | | EIN | | | | |
| Address | | | | | • | | | | |
| E Informati | on about certain other partners (see instruc | tions) | | | | | | | |
| | 40.11 | (0) 4 14 | | | | (4) | Check applica | able box(es) | |
| | (1) Name | (2) Address | | (3) Identifying | number | Category 1 | Category 2 | Constructive owner | |
| | | | | | | | | | |
| | | | | | | | | | |
| | | | | | | | | | |
| | | | | <u> </u> | | | | | |
| F1 Name and | d address of foreign partnership | | | | | 2(a) EIN (| | _ | |
| | | | | | | 98 | <u>-0605</u> | 568 | |
| PERMIR | RA IV CONTINUING LP | 1 | | | | 2(b) Refe | rence ID nu | mber | |
| | | | | | | | | | |
| | 255, TRAFALGAR COU | RT, LES BANQU | JES | | | 1 - | | se laws organized | |
| | TER PORT, GUERNSEY | | | | | GUERN | | · | |
| 4 Date of | 5 Principal place | 1 1 | 7 Principal but | siness | 8a Funct | | | | |
| organizati | i | activity code number | activity | TINTO O | currer | , I | (see instr.) | | |
| $\frac{12/11}{2}$ | | · | INVESTM | ENTS | EUROS | · | | .717941 | |
| | ne following information for the foreign parti | | Lagran | | 1.1 | | | | |
| i waine, au | dress, and identifying number of agent (if ar | ly) in the United States | [| ne foreign partners | -, · | | 7 = 400 | 75 4005 D | |
| | | | | orm 1042 | 」Form 88 | | | 35 or 1065-B | |
| | | | i i | enter where Form ` N, UT | 1005 01 100 | oo-b is filed: | | | |
| 3 Name and | l address of foreign partnership's agent in c | ountry of organization, if any | Name and a | address of person(s) w , and the location of s | ith custody o | f the books an | d records of | the foreign | |
| SAME A | | ountry or organization, it any | same A | | uch books an | d records, if di | ifferent | | |
| D11111 1. | | | D111111 11 | | | | | | |
| | | | | | | | | | |
| 5 Were any | special allocations made by the foreign part | nership? | <u> </u> | | | — | X Yes | No | |
| | number of Forms 8858, Information Return | | | | ···· | | | | |
| | o this return (see instructions) | | - | | | • | | | |
| | s partnership classified under the law of the | | | | | LIMIT: | ED PT | NRSHP | |
| | rtnership own any separate units within the | | | | | | Yes | No | |
| | partnership meet both of the following requ | | , | | | , , | | | |
| The par | tnership's total receipts for the tax year were | e less than \$250,000 and | |) | | | | | |
| The value | ue of the partnership's total assets at the en | d of the tax year was less thar | n \$1 million. | | | | Yes | No | |
| | o not complete Schedules L, M-1, and M-2. | No. 10 | | J | | | | | |
| Sign Here Only If You | Under penalties of perjury, I declare that I have ex correct, and complete. Declaration of preparer (otl | | | | | | | | |
| Are Filing This Form | Control, and complete. Books and to proper (ca | ior than general parties of inflitted t | ability company | member) is based on | all illioithado | in or witter brei | parer rias arry | knowledge. | |
| Separately and Not With | | | | | | | | | |
| Your Tax Return, | Signature of general partner or limited liabil | | | | | | | Date | |
| | Print/Type preparer's name | Preparer's signature | | Date | C | heck i | f PTIN | | |
| Paid | | | | | | self-employed | | | |
| Preparer | MICHAEL M. COMSTOCK | | | | <u> </u> | | | 474378 | |
| Use | Firm's name SISTERSON & | | 4.00 | | Firm's | s EIN 🕨 🕽 | 25-14 | 67156 | |
| Only | · | TREET SUITE 2 | 100 | | Phon | | | 000= | |
| - | PITTSBURGH, PA 1521 | | | | | 41 | 2-281 | | |
| 110651 12-09-11 L l | A Paperwork Reduction Act Notice, see | the separate instructions. | | | | | | orm 8865 (2011) | |

SCHEDULE O (Form 8865)

Transfer of Property to a Foreign Partnership

(under section 6038B)

OMB No. 1545-1668

Department of the Treasury Internal Revenue Service

THE HEINZ ENDOWMENTS

Name of transferor

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

Filer's identifying number 25-1721100

| Name of fore | ign partnership | PERMIR | RA IV CON | TINUIN | IG LP | 1 | | | |
|--|---------------------------------|--|--|---------------------------------|-------------------------|----------------|--|--|--|
| Part I | Transfers Rep | ortable Under | Section 6038B | | | | | | |
| Type of property | (a) Date of transfer | (b) Number of items transferred | (c) Fair market value on date of transfer | Cost | (d) or other asis | | (e) Section 704(c) allocation method | (f) Gain recognized on transfer | (g) Percentage interest in partnership after transfer |
| Cash | 11/25/11 | | 781,995 | | | 111 | | | 0.2476 |
| Marketable securities | | | | | | | | | |
| Inventory | | | | | | | | | |
| Tangible property used in trade or business | | | | | | | | | |
| Intangible property | | | | | | | | | |
| Other property | | | | | | | | | |
| PAR PRO LOS | TNER'S S FIT: 0. SS: 0.24 | HARE 0 | Reported (see insti PROFIT | | , AND | CAPI | TAL (ENDIN | G): | |
| Part II | Dispositions R | eportable Und | ler Section 6038B | | | | | | |
| (a) Type o proper | of Da rty orig | (b) te of ginal nsfer | (c) Date of disposition | (d) Manner of disposition | | ain ized by | (f) Depreciation recapture recognized by partnership | (g) Gain allocated to partner | (h) Depreciation recapture allocated to partner |
| | | | | | | | | | |
| Part III | | | is schedule subjec see the Instructio | | | er section 9 | 04(f)(3) or section 904(| | Yes X No le 0 (Form 8865) 2011 |

Department of the Treasury Internal Revenue Service

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

Attach to your tax return. See separate instructions.

Information furnished for the foreign partnership's tax year beginning $JAN\ 1$, 2011 and ending Σ

, 2011 and ending DEC 31 , 2011

OMB No. 1545-1668

Attachment Sequence No. 118

| Name of pers | son filing this return | | | | | Filer | 's identifyin | g number | |
|----------------------------|--|----------------------|----------------------------------|-------------------------|---|------------|-----------------|---------------|----------------------------|
| тне | HEINZ ENDOWMEN | ጥያ | | | | | 25-172 | 1100 | |
| | ss (if you are not filing this form | | turn) | A Category of | of filer (see Categories of | | | | oplicable box(es)): |
| | , . | • | • | 1 [| 2 | 3 | X | 4 🔲 | |
| | | | | B Filer's tax beginning | | ,201 | , | | 31, 2011 |
| | are of liabilities: Nonrecourse \$ | | Qualified nonre | | | | Other | \$ | |
| | member of a consolidated group | p but not the pa | rent, enter the following i | information ab | out the parent: | | | | |
| Name | **** | | | | | EIN | | | |
| Address E Information | on about certain other partners (| see instructions | :1 | | | | - | | |
| L momati | on about cortain other partitions (| Joe man denone | 21 | | | | (4) | Check applic | able boy(es) |
| | (1) Name | | (2) Address | | (3) Identifying nun | nber | Category 1 | Category 2 | |
| | | | | | | | | | |
| | | | | | | | | | |
| | | | | | | | | | |
| | | | | | | | | | |
| F1 Name and | d address of foreign partnership | | | | | | 2(a) EIN | | |
| DT 3 0770 | IMONE GOD GADIM | ** D*D# | NIED G | | | | | -0467 | |
| | STONE SGP CAPIT M) IV, LP | AL PART | MERS | | | | 2(b) Refe | rence ID nu | imber |
| - | ARK AVENUE | | | | • | | 2 Country | under who | se laws organized |
| | ORK, NY 10154 | | | | | | CAYMA | | - |
| 4 Date of | 5 Principal place | 10 | 3 Principal business | 7 Principal bu | siness 8 | a Functi | <u> </u> | 8b Excha | |
| organizati | | | activity code number | activity | | currer | | (see ir | • |
| 09/15/ | 2005 | | 523900 I | NVESTM | ENTS U | S DC | LLARS | | |
| G Provide th | ne following information for the fo | oreign partners | hip's tax year: | | | | | | |
| | dress, and identifying number of | agent (if any) i | n the United States | | ne foreign partnership | | | _ | |
| | ACKSTONE GROUP | | | | | Form 88 | | | 65 or 1065-B |
| | ARK AVENUE | | | 1 | enter where Form 106 | 55 or 106 | 35-B is filed: | | |
| | ORK, NY 10154 | . agant in assum | har of annulation if any | | N, UT ddress of person(s) with and the location of such | custody o | t the books ar | nd records of | the foreign |
| 3 Name and | l address of foreign partnership's | ayent in coun | iry or organization, ir any | 4 partnership, | and the location of such | books an | d records, if d | ifferent | |
| | | | | | | | | | |
| | | | | | | | | | |
| 5 Were any | special allocations made by the f | oreign partners | ship? | -l | | | ▶ | Yes | X No |
| | number of Forms 8858, Informat | | | | | | | | |
| | o this return (see instructions) | | | | | | ▶ | | |
| 7 How is thi | s partnership classified under the | e law of the cou | intry in which it is organiz | ed? | | | PARTN | | |
| | rtnership own any separate units | | | on 1.1503-2(c | (d)(3), (4), or 1.1503(d | l)-1(b)(4 |)? ▶ | Yes | ∟ No |
| | partnership meet both of the follo tnership's total receipts for the ta | | | |) | | | | |
| | ue of the partnership's total asset | = | | \$1 million | | | | Yes | ☐ No |
| | o not complete Schedules L, M-1 | | and tax your was 1000 than | т ф т типпоть | | | | 169 | NO |
| Sign Here Only If You | Under penalties of perjury, I declare t | hat I have examin | | | • | | • | • | |
| Are Filing This Form | correct, and complete. Declaration of | preparer (other th | an general partner or limited li | iability company | member) is based on all | informatio | n of which pre | parer has any | knowledge. |
| Separately and Not With | | | | | | | | | |
| Your Tax Return. | Signature of general partner or | limited liability co | · | | | | | | Date |
| | Print/Type preparer's name | | Preparer's signature | | Date | C | Check | PTIN if | |
| Paid | | 3 -0.5 | | | | | self-employed | | |
| Preparer | MICHAEL M. COM | | | | <u> </u> | | | | 474378 |
| Use | Firm's name SISTER | | O. LLP | 100 | | Firm's | | ∠ 5-14 | 67156 |
| Only | Firm's address ►310 GR. PITTSBURGH, PA | 15219 | EET SUITE 2 | T 0 0 | | Phon | | 2_221 | -2025 |
| | HA Paperwork Reduction Act N | | senarate instructions | | * | | 47 | | Form 8865 (2011) |
| 14-00-11 LF | W. I who work tronderion Wet I | | oopaiate monutulion. | | | | | | 1 OLIH 9000 (2011) |

| | Name | b Own | s a constructive interest | number (if ar | nv) f | Check if foreign person | Check if |
|---|--|--|-------------------------------|---|-------------------------|-------------------------|--|
| | | | | | | person | partner |
| | | | | | | | |
| | | | | | | | |
| | | | | | | | |
| Sche | dule A-1 Certain Partners of Foreign Partners | rip (see instructions) | | | <u> </u> | | |
| | Name | Address | ldentif | fying numbe | r (if any) | | Check if foreign person |
| | | | | | | | |
| | | | | | | | |
| | · · · · · · · · · · · · · · · · · · · | | | | | | |
| oes f | he partnership have a n y other foreign person as a di | ect partner? | | Y | 'es | | No |
| Sche | dule A-2 Affiliation Schedule. List all partnersh indirectly owns a 10% interest. | ips (foreign or domestic) in which the foreign p | artnership owns a direct inte | rest or | | | |
| | Name | Address | EIN (if any) | | Total ordi income or | | Check foreigi partne ship |
| VOR | LD POWER HOLDINGS LP | ************************************** | 98-0467 | 560 | | | 31115 |
| | | | | | | | |
| | | | | | | | |
| | | | | | | | - |
| Sche | dule B Income Statement - Trade or Busines | s Income | <u> </u> | | | | |
| Cautio | n. Include only trade or business income and expen | | uctions for more information. | | | | |
| | | | | 16 | | | |
| | 1 a Gross receipts or sales | | | 1c | | | |
| | b Less returns and allowances Cost of goods sold | <u>IU</u> | | | | | |
| | | | | | | | |
| _ 1 | • | | | 2 3 | | | |
| _ 1 | 3 Gross profit. Subtract line 2 from line 1c | | | 2 | | | |
| _ 1 | 3 Gross profit. Subtract line 2 from line 1c4 Ordinary income (loss) from other partnerships, | estates, and trusts (attach statement) | | 3 | | | |
| _ 1 | Gross profit. Subtract line 2 from line 1c Ordinary income (loss) from other partnerships, Net farm profit (loss) (attach Schedule F (Form 1 | estates, and trusts (attach statement) (140)) | | 2 3 4 | | | de la constanta de la constant |
| Income | 3 Gross profit. Subtract line 2 from line 1c4 Ordinary income (loss) from other partnerships, | estates, and trusts (attach statement) 040)) ttach Form 4797) | | 2 3 4 5 | | | |
| Income | Gross profit. Subtract line 2 from line 1c Ordinary income (loss) from other partnerships, Net farm profit (loss) (attach Schedule F (Form 1 Net gain (loss) from Form 4797, Part II, line 17 (and the income (loss) (attach statement) | estates, and trusts (attach statement) (140)) (ttach Form 4797) | | 2 3 4 5 6 | | | |
| Income | Gross profit. Subtract line 2 from line 1c Ordinary income (loss) from other partnerships, Net farm profit (loss) (attach Schedule F (Form 1 Net gain (loss) from Form 4797, Part II, line 17 (a Other income (loss) (attach statement) Total income (loss). Combine lines 3 through 7 Salaries and wages (other than to partners) (less | estates, and trusts (attach statement) 040)) ttach Form 4797) employment credits) | | 2 3 4 5 6 7 | | | |
| lucome 1 | Gross profit. Subtract line 2 from line 1c Ordinary income (loss) from other partnerships, Net farm profit (loss) (attach Schedule F (Form 1 Net gain (loss) from Form 4797, Part II, line 17 (a) Other income (loss) (attach statement) Total income (loss). Combine lines 3 through 7 Salaries and wages (other than to partners) (less Guaranteed payments to partners | estates, and trusts (attach statement) 040)) ttach Form 4797) employment credits) | | 2 3 4 5 6 7 8 9 | | | |
| lucome 1 | Gross profit. Subtract line 2 from line 1c | estates, and trusts (attach statement) 040)) ttach Form 4797) employment credits) | | 2 3 4 5 6 7 8 9 10 | | | |
| lucome 1 | Gross profit. Subtract line 2 from line 1c Ordinary income (loss) from other partnerships, Net farm profit (loss) (attach Schedule F (Form 1 Net gain (loss) from Form 4797, Part II, line 17 (i Other income (loss) (attach statement) Total income (loss). Combine lines 3 through 7 Salaries and wages (other than to partners) (less Guaranteed payments to partners Repairs and maintenance Bad debts | estates, and trusts (attach statement) 040)) ttach Form 4797) employment credits) | | 2 3 4 5 6 7 8 9 10 11 | | | |
| lucome 1 | Gross profit. Subtract line 2 from line 1c Ordinary income (loss) from other partnerships, Net farm profit (loss) (attach Schedule F (Form 1 Net gain (loss) from Form 4797, Part II, line 17 (a) Other income (loss) (attach statement) Total income (loss). Combine lines 3 through 7 Salaries and wages (other than to partners) (less Guaranteed payments to partners Repairs and maintenance Bad debts Rent | estates, and trusts (attach statement) 040)) ttach Form 4797) employment credits) | | 2 3 4 5 6 7 8 9 10 11 12 13 | | | |
| lucome 1 | Gross profit. Subtract line 2 from line 1c Ordinary income (loss) from other partnerships, Net farm profit (loss) (attach Schedule F (Form 1 Net gain (loss) from Form 4797, Part II, line 17 (a) Other income (loss) (attach statement) Total income (loss). Combine lines 3 through 7 Salaries and wages (other than to partners) (less Guaranteed payments to partners Repairs and maintenance Bad debts Rent Taxes and licenses | estates, and trusts (attach statement) 040)) ttach Form 4797) employment credits) | | 2 3 4 5 6 7 8 9 10 11 12 13 14 | | | |
| lucome 1 | Gross profit. Subtract line 2 from line 1c Ordinary income (loss) from other partnerships, Net farm profit (loss) (attach Schedule F (Form 1 Net gain (loss) from Form 4797, Part II, line 17 (a) Other income (loss) (attach statement) Total income (loss). Combine lines 3 through 7 Salaries and wages (other than to partners) (less Guaranteed payments to partners Repairs and maintenance Bad debts Rent Taxes and licenses Interest | estates, and trusts (attach statement) 040)) ttach Form 4797) employment credits) | | 2 3 4 5 6 7 8 9 10 11 12 13 | | | |
| lucome 1 | Gross profit. Subtract line 2 from line 1c Ordinary income (loss) from other partnerships, Net farm profit (loss) (attach Schedule F (Form 1 Net gain (loss) from Form 4797, Part II, line 17 (a) Other income (loss) (attach statement) Total income (loss). Combine lines 3 through 7 Salaries and wages (other than to partners) (less Guaranteed payments to partners Repairs and maintenance Bad debts Rent Taxes and licenses Interest Depreciation (if required, attach Form 4562) | estates, and trusts (attach statement) 040)) ttach Form 4797) employment credits) | | 2 3 4 5 6 7 8 9 10 11 12 13 14 | | | |
| lucome 1 | Gross profit. Subtract line 2 from line 1c Ordinary income (loss) from other partnerships, Net farm profit (loss) (attach Schedule F (Form 1 Net gain (loss) from Form 4797, Part II, line 17 (a) Other income (loss) (attach statement) Total income (loss). Combine lines 3 through 7 Salaries and wages (other than to partners) (less Guaranteed payments to partners Repairs and maintenance Bad debts Rent Taxes and licenses Interest Depreciation (if required, attach Form 4562) Less depreciation reported elsewhere on return | estates, and trusts (attach statement) 040)) ttach Form 4797) employment credits) 16a 16b | | 2 3 4 5 6 7 8 9 10 11 12 13 14 15 | | | |
| lucome 1 | Gross profit. Subtract line 2 from line 1c Ordinary income (loss) from other partnerships, Net farm profit (loss) (attach Schedule F (Form 1 Net gain (loss) from Form 4797, Part II, line 17 (i) Other income (loss) (attach statement) Total income (loss). Combine lines 3 through 7 Salaries and wages (other than to partners) (less Guaranteed payments to partners Repairs and maintenance Bad debts Rent Taxes and licenses Interest Depreciation (if required, attach Form 4562) Less depreciation reported elsewhere on return Depletion (Do not deduct oil and gas depletion.) Retirement plans, etc. | estates, and trusts (attach statement) (140)) (150) (150) (160) (160) (160) (160) | | 2 3 4 5 6 7 8 9 10 11 12 13 14 15 | | | |
| Deductions (see instructions for limitations) | Gross profit. Subtract line 2 from line 1c Ordinary income (loss) from other partnerships, Net farm profit (loss) (attach Schedule F (Form 1 Net gain (loss) from Form 4797, Part II, line 17 (a) Other income (loss) (attach statement) Total income (loss). Combine lines 3 through 7 Salaries and wages (other than to partners) (less Guaranteed payments to partners Repairs and maintenance Bad debts Rent Taxes and licenses Interest Depreciation (if required, attach Form 4562) Less depreciation reported elsewhere on return Depletion (Do not deduct oil and gas depletion.) Retirement plans, etc. Employee benefit programs | estates, and trusts (attach statement) (140)) (140)) (150) (150) (160) (160) (160) | | 2 3 4 5 6 7 8 9 10 11 12 13 14 15 16c 17 18 19 | | | |
| Cuctions (see instructions for limitations) | Gross profit. Subtract line 2 from line 1c Ordinary income (loss) from other partnerships, Net farm profit (loss) (attach Schedule F (Form 1 Net gain (loss) from Form 4797, Part II, line 17 (a) Other income (loss) (attach statement) Total income (loss). Combine lines 3 through 7 Salaries and wages (other than to partners) (less Guaranteed payments to partners Repairs and maintenance Bad debts Rent Taxes and licenses Interest Depreciation (if required, attach Form 4562) Less depreciation reported elsewhere on return Depletion (Do not deduct oil and gas depletion.) Retirement plans, etc. Employee benefit programs | estates, and trusts (attach statement) (140)) (140)) (150) (150) (160) (160) (160) | | 2 3 4 5 6 7 8 9 10 11 12 13 14 15 | | | |
| Deductions (see instructions for limitations) | Gross profit. Subtract line 2 from line 1c Ordinary income (loss) from other partnerships, Net farm profit (loss) (attach Schedule F (Form 1 Net gain (loss) from Form 4797, Part II, line 17 (a) Other income (loss) (attach statement) Total income (loss). Combine lines 3 through 7 Salaries and wages (other than to partners) (less Guaranteed payments to partners Repairs and maintenance Bad debts Rent Taxes and licenses Interest Depreciation (if required, attach Form 4562) b Less depreciation reported elsewhere on return Depletion (Do not deduct oil and gas depletion.) Retirement plans, etc. Employee benefit programs Other deductions (attach statement) | estates, and trusts (attach statement) (140)) (150) (160) (160) (160) (160) (160) (160) | | 2 3 4 5 6 7 8 9 10 11 12 13 14 15 16c 17 18 19 | | | |

SCHEDULE O (Form 8865)

Transfer of Property to a Foreign Partnership

(under section 6038B)

OMB No. 1545-1668

Department of the Treasury Internal Revenue Service

THE HEINZ ENDOWMENTS

Name of transferor

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

Filer's identifying number

25-1721100

| Part I | Transfers Rep | ortable Unde | r Section 6038 | В | | | | |
|--|----------------------------|--|---|---------------------------------|---|--|--|---|
| Type of property | (a) Date of transfer | (b) Number of items transferred | (c) Fair markei value on dai of transfer | t Cost | (d) or other asis | (e) Section 704(c) allocation method | (f) Gain recognized on transfer | (g) Percentage interest in partnership after transfer |
| Cash | , , | | 355,2 | 09. | | | | 0.0209934 |
| Marketable securities | | A STATE OF THE STA | | | | | | |
| nventory | | | | | | | | |
| Tangible property used in trade or business | | | | | | | | |
| ntangible property | | | | | | | | |
| Other property | | | - | | | | | |
| PAR' PROI LOSS | FIT: 0. 5: 0.20 | HARE 0 205848 5848% .20993 | PROF PROF PROF | IT, LOSS | , AND CA | PITAL (ENDI | NG): | |
| (a) Type of property | (Dat orig | b) ee of jinal ssfer | (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 | | | | | | on 904(f)(3) or section 90 | 04(f)(5)(F)? ► | Yes X No |

Department of the Treasury Internal Revenue Service

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

Attach to your tax return. See separate instructions.

JAN 1

beginning

Information furnished for the foreign partnership's tax year

,2011 and ending DEC 31 , 2011

OMB No. 1545-1668

2011

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) Category of filer (see Categories of Filers in the instructions and check applicable box(es)): 3 X 2 L 1 | s tax year JAN 2011 , and ending DEC 31 2011 B beginning Filer's share of liabilities: Nonrecourse \$ Qualified nonrecourse financing \$ Other \$ If filer is a member of a consolidated group but not the parent, enter the following information about the parent: EIN Name Address Information about certain other partners (see instructions) (4) Check applicable box(es) (1) Name (2) Address (3) Identifying number Category 1 Category 2 Constructive owner F1 Name and address of foreign partnership 2(a) EIN (if any) 98-0565042 SUMMIT PARTNERS EUROPE PRIVATE EQUITY 2(b) Reference ID number FUND, LP 222 BERKELEY STREET, 18TH FLOOR 3 Country under whose laws organized BOSTON, MA 02116-3767 CAYMAN ISLANDS 4 Date of 5 Principal place 6 Principal business 7 Principal business 8b Exchange rate 8a Functional organization of business activity code number activity (see instr.) currency 01/07/2008 523900 INVESTMENTS **EUROS** .694878 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 8804 Form 1042 Form 1065 or 1065-B Service Center where Form 1065 or 1065-B is filed: A 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 3 Name and address of foreign partnership's agent in country of organization, if any MAPLES CORPORATE SERVICES LIMITED SUMMIT PARTNERS PO BOX 309, UGLAND HOUSE 222 BERKELEY STREET, 18TH FLO GRAND CAYMAN, KY1-1104 CAYMAN ISLAND BOSTON. 02116-3767 5 Were any special allocations made by the foreign partnership? Yes X 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? ► EXEMPT LTD PTNRSHP 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)? 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. 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, Only If You Are Filing This Form 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. Separately and Not With our Tax Signature of general partner or limited liability company member Date Return. Preparer's signature Date Print/Type preparer's name Check self-employed Paid MICHAEL M. COMSTOCK P00474378 Preparer Firm's name SISTERSON & CO. LLP 25-1467156 Firm's EIN Use Firm's address ▶310 GRANT STREET SUITE 2100 Phone no. Only PITTSBURGH, PA 15219 412-281-2025

LHA Paperwork Reduction Act Notice, see the separate instructions.

Form 8865 (2011)

SCHEDULE 0 (Form 8865)

Transfer of Property to a Foreign Partnership

(under section 6038B)

OMB No. 1545-1668

Department of the Treasury Internal Revenue Service

Name of transferor

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

Filer's identifying number

| THI | 25-1721100 | | | | | |
|---|--|--|---|---|--|---|
| Name of foreign partnership | | | EUROPE PR | IVATE EQUITY | | |
| | FUND, | LP | | | | |
| Part I Transfers Ro | eportable Unde | r Section 6038B | | | | |
| (a) Type of Date of property 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 06/30/1 | L1 | 172,692. | | | | 0.1828 |
| Marketable securities | | | | | | |
| Inventory | | | | | | |
| Tangible property used in trade or business | | | - | | | |
| Intangible property | | | | _ | | |
| Other property | | | | | | |
| L Supplemental Information F | Required To Be | Reported (see instruc | tions): | | 1 | |
| | | | | | | |
| Part II Dispositions | Reportable Un | der Section 6038B | | | | |
| property | (b) Date of original transfer | | (d) (e anner of Ga position recogni partne | in Depreciation recapture | (g) Gain allocated to partner | (h) Depreciation recapture allocated to partner |
| | | | | | | |
| Part III Is any transfe | | | | r section 904(f)(3) or section 904 | | Yes X No e 0 (Form 8865) 2011 |

Department of the Treasury Internal Revenue Service

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

► Attach to your tax return. See separate instructions.

Information furnished for the foreign partnership's tax year

JAN 1

,2011 and ending DEC 31 , 2011

OMB No. 1545-1668

2011

Attachment Sequence No. 118

| Name of person filing this return | | | | | Filer's identifyin | g number | |
|---|---------------------------|------------------------------------|-------------------------|---|------------------------|------------------|---------------------|
| THE HEINZ ENDOWM | ENTS | | | | 25-172 | 1100 | |
| Filer's address (if you are not filing this for | | ırn) | A Category | of filer (see Categories of Fil | <u> </u> | | oplicable box(es)): |
| | | | 1 [| 2 | 3 X | 4 | |
| | | | B Filer's tax beginning | year JAN 1 , | 2011 , and end | ing DEC | 31,2011 |
| C Filer's share of liabilities: Nonrecourse | ' | Qualified nonre | | | Other | \$ | |
| D If filer is a member of a consolidated g | roup but not the par | ent, enter the following i | nformation ab | | | | |
| Name | | | | E | IN | | |
| Address | | | | | | | |
| E Information about certain other partne | rs (see instructions) | | | 1 | | | |
| (1) Name | | (2) Address | | (3) Identifying numb | | Check applica | able box(es) |
| | | | | | Category 1 | Category 2 | Constructive owner |
| | | · | , | | | | |
| · · · · · · · · · · · · · · · · · · · | | | | | | | |
| | - | | | | | | |
| F1 Name and address of foreign partnersh | | | | | 2(a) EIN | (if any) | <u> </u> |
| FI Name and address of loteign partiters | пр | | | | | - 0484 | 223 |
| BLACKSTONE CPTL PTI | RS (CAYMA | N) V LP | | | | rence ID nu | |
| | (0000000 | , - == | | | [2(5) 1.0.0 | . 01100 12 110 | |
| 345 PARK AVENUE | | | | | 3 Country | under who | se laws organized |
| NEW YORK, NY 10154 | 4 | | | | CAYMA | | |
| 4 Date of 5 Principal place | 6 | Principal business | 7 Principal bu | siness 8a | Functional | 8b Exchai | nge rate |
| organization of business | | activity code number | activity | 1 | currency | (see in | str.) |
| 04/26/2006 | | 523900 I | NVESTM | ents us | DOLLARS | | |
| G Provide the following information for the | ne foreign partnershi | ip's tax year; | | | | | |
| 1 Name, address, and identifying numbe | | the United States | | ne foreign partnership n | | _ | |
| THE BLACKSTONE GROU | JP | | Fo | orm 1042 🔲 Fo | rm 8804 X | J Form 10€ | 65 or 1065-B |
| 345 PARK AVENUE | | | 1 | enter where Form 1065 | or 1065-B is filed: | | |
| NEW YORK, NY 10154 | | | OGDE | N, UT | etody of the books ar | d records of | the toreign |
| 3 Name and address of foreign partnersh | nip's agent in countr | y of organization, if any | 4 partnership, | iddress of person(s) with cu , and the location of such be | ooks and records, if d | ifferent | and foreight |
| | | |] | | | | |
| | | | | | | | |
| 5 Were any special allocations made by t | ha faraign nartnarah | sin? | | | | Yes | X No |
| 6 Enter the number of Forms 8858, Infor | · | | t To Foreign D | icreaarded Entities | | 1 c s | 21 140 |
| attached to this return (see instructions | | | - | | . | | |
| 7 How is this partnership classified unde | • | | | • | - D3DM3T | ERSHI | P |
| 8 Did the partnership own any separate u | | | | | | Yes | No |
| 9 Does this partnership meet both of the | | | | .,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,, | | | |
| The partnership's total receipts for the partnership to the partnership total receipts for the partnership to the partnersh | - • | | |) | | | |
| The value of the partnership's total as | - | | \$1 million. | > | • | Yes | ☐ No |
| If "Yes," do not complete Schedules L, | | | | J | | | |
| Sign Here Only If You Are Filling Orrect, and complete. Declaration | | | | | | | |
| This Form | on or proper or total and | n general partitor of inflitted in | ability company | membery is based on all in | ornation of which pre | | Knowledge. |
| Separately and Not With | | | | | | | |
| Your Tax Return. Signature of general partn | | , , | | | | | Date |
| Print/Type preparer's name | | Preparer's signature | | Date | Check | PTIN | |
| Paid WTOTTA ET W GO | | | | | self-employed | 1 | 4.7.4.0.7.0 |
| Bronoros MICHAEL M. CC | OMSTOCK | | | | | | 474378 |
| lise Firm shaine PSISTE | ERSON & CO | | 100 | | | <u>∠5-14</u> | 67156 |
| Only Firm's address 510 G | | EET SUITE 2 | T00 | | Phone no. | 2 201 | 2025 |
| PITTSBURGH, I | -A TD4TA | . 41 | 2-281 | -4045 | | | |

| | a X Owns a direct interest | b Owns a constru | | | Check if | Check if |
|---|--|---|-----------------------|-----------------|-------------------|-------------------|
| | Name | Address | Identifying numb | ber (if any) | foreign person | direct partner |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| Sc | hedule A-1 Certain Partners of Foreign Partnersl | hip (see instructions) | | | | |
| | | | | | | Check if foreign |
| | Name | Address | Identifying | number (if any) | | person |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| Doo | e the partnership have any other foreign person as a di | l rect partner? | | Yes | | No |
| | 200,000,000,000,000,000 | nips (foreign or domestic) in which the foreign partnership | | | | |
| Vu | indirectly owns a 10% interest. | inpo (toroigh or domestic) in which the foreign partnership | owns a anoot intolost | . 01 | | |
| | management and the second | <u> </u> | EIN | Total or | dinary | Check foreign |
| | Name | Address | | | or loss | partner ship |
| S | TATEMENT 22 | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| A . | | <u> </u> | | | | |
| - | hedule B Income Statement - Trade or Busines | | | | | |
| _U au | uon. Include only trade of business income and expens | ses on lines 1a through 22 below. See the instructions for | more information. | | | |
| | 1 a Gross receipts or sales | 1a | | | | |
| | b Less returns and allowances | | 10 | c | | |
| | l.a. a | | | | | |
| В | | | | 3 | | |
| Income | 4 Ordinary income (loss) from other partnerships, | estates, and trusts (attach statement) | 4 | | | , |
| 드 | 5 Net farm profit (loss) (attach Schedule F (Form 1 | 040)) | 5 | | | |
| | 6 Net gain (loss) from Form 4797, Part II, line 17 (a | attach Form 4797) | 6 | | | |
| | 7 Other income (loss) (attach statement) | | 7 | <u>'</u> | | |
| | 9 Tatal income (less) Combine lines 2 through 7 | | | , | | |
| | 8 Total income (loss). Combine lines 3 through 7 9 Salaries and wages (other than to partners) (less | employment credits) | 8 | | | |
| | | employment dedits) | | - | | |
| _ | 11 Repairs and maintenance | | 11 | | | |
| tions) | | | | | | |
| rlimit | | | | 3 | | |
| ous to | 14 Taxes and licenses | | 14 | 4 | | |
| truction | 15 Interest | •••••• | | 5 | | |
| see ins | 16 a Depreciation (if required, attach Form 4562) | | | | | |
| ns (| b Less depreciation reported elsewhere on return | | 16 | - | | |
| Deductions (see instructions for limitations) | | | | | | |
| ηpε | | | | | | |
| ے | | | | | | |
| | Cutor academono (attach statement) | | | <u> </u> | | |
| | 21 Total deductions. Add the amounts shown in the | e far right column for lines 9 through 20 | 21 | ₁ | | |
| | | | | | | |
| ı | 22 Ordinary business income (loss) from trade or b | ousiness activities. Subtract line 21 from line 8 | 22 | 2 | | |

SCHEDULE O (Form 8865)

Transfer of Property to a Foreign Partnership

(under section 6038B)

OMB No. 1545-1668

Filer's identifying number 25-1721100

Department of the Treasury Internal Revenue Service

THE HEINZ ENDOWMENTS

Name of transferor

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

2011

| Part I | Transfers Rep | ortable 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 basi | other | S | (e) section 704(c) allocation method | (f) Gain recognized on transfer | (g) Percentage interest in partnership after transfer |
| ash | | | 194,339 | | | | | | 0.06525 |
| farketable ecurities | | | | As a second control and the second control an | | | | | |
| nventory | | | | | | | | | |
| angible roperty sed in trade r business | | | | | | | | | |
| ntangible roperty | | | | | | | | | |
| ther roperty | | | | | | | | | |
| PAR' PROI LOSS | TNER'S S FIT: 0. S: 0.12 ITAL: 0 | HARE 0 123007 3007% .06525 | | | , AND | CAPI' | FAL (ENDIN | G): | |
| (a) Type of property | f Dai | b) te of ginal nsfer | (c) Date of | (d) Manner of lisposition | (e) Gain recognize partners | d by | (f) Depreciation recapture recognized by partnership | (g) Gain allocated to partner | (h) Depreciation recapture allocated to partner |
| Part III | | | is schedule subject | | | | | | Yes X No |

Department of the Treasury Internal Revenue Service

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

▶ Attach to your tax return. See separate instructions.

Information furnished for the foreign partnership's tax year beginning $JAN\ 1$, 2011 and ending I

,2011 and ending DEC 31 , 2011

2011

OMB No. 1545-1668

Attachment Sequence No. 118

| Name of per | son filing this return | | Filer's i | dentifying | number | | | | |
|--|---|--|---------------------------|---|------------------------|--------------------------------|-----------------------|--------------------|----|
| THE | HEINZ ENDOWMENTS | 3 | | | 25 | -1721 | 100 | | |
| | ss (if you are not filing this form with | | 1 [| of filer (see Categories of Fi | ilers in the in | nstructions a | nd check ap | | _ |
| | | | B Filer's tax beginning | year JAN 1 | 2011 | , and endin | g DEC | 31,201 | 1 |
| | are of liabilities: Nonrecourse \$ | | ecourse financi | | | Other 3 | \$ | | |
| D If filer is a | a member of a consolidated group by | it not the parent, enter the following | information ab | | | | | | _ |
| Name | | 4 | | | EIN | | | | _ |
| Address | | | | | | | | | |
| E Informati | on about certain other partners (see | instructions) | | | | | | | _ |
| | (1) Name | (2) Address | | (3) Identifying numb | per - | | neck applica | , | _ |
| | - | | | | C | ategory 1 | Category 2 | Constructive owner | er |
| · · · · · · · · · · · · · · · · · · · | | | | | | | | | |
| | | | | | | | | | _ |
| | | | | | - | | | | _ |
| F1 Name and | d address of foreign partnership | | | | - 12 | (a) EIN (if | anv) | | _ |
| i i italiio aii | a address of foreign paraneterip | | | | | | 0518 | 907 | |
| BAIN C | CAPITAL ASIA FUNI |), LP | | | 12 | (b) Refere | | | |
| | | • | | | | · · / | | | |
| JOHN H | HANCOCK TOWER, 20 N, MA 02116-5016 | | ET, FL | 4 | | Country u | | se laws organize | d |
| 4 Date of | 5 Principal place | 6 Principal business | 7 Principal bu | siness 8a | Function | | 8b Exchar | | _ |
| organizati | ion of business | activity code number | activity | | currency | | (see in: | - | |
| 02/23/ | 2007 | 523900 | INVESTM | ENTS US | DOL | LARS | | | |
| G Provide th | ne following information for the forei | gn partnership's tax year: | | | | | | | |
| 1 Name, ad | dress, and identifying number of age | ent (if any) in the United States | Service Co | nter where Form 1065 | orm 8804 5 or 1065- | B is filed: | | 65 or 1065-B | |
| WALKER | d address of foreign partnership's ag RS SPV R HSE, MARY ST, E | • | 4 Name and a partnership, | ddress of person(s) with co and the location of such b S F1 | ustody of the | e books and ecords, if diff | records of t erent | he toreign | |
| | TOWN, GRAND CAYN | | | | | | | | |
| | special allocations made by the fore | | | | | — | X Yes | No | _ |
| 6 Enter the | number of Forms 8858, Information | Return of U.S. Persons With Respe | - | • | | | | | |
| | to this return (see instructions) | | | | | VEMDU | | DUND CII | |
| | is partnership classified under the law | | ********** | | | <u>-</u> | | PTNRSH | ۲. |
| | artnership own any separate units wi partnership meet both of the followi | | 1011 1.1503-2(0 |)(3), (4), or 1.1503(a) | - 1(0)(4)? | 🗩 L | Yes | ∟∟ No | |
| | tnership's total receipts for the tax y | · · | |) | | | | | |
| • | ue of the partnership's total assets at | • | n ¢1 million | | | | Yes | No | |
| | o not complete Schedules L, M-1, an | • | πψιπιιιοπ. | | | | 103 | NO | |
| Sign Here Only If You Are Filing This Form | Under penalties of perjury, I declare that | I have examined this return, including accordance (other than general partner or limited | | | | | | | _ |
| Separately and Not With | | | | | | | | | |
| Your Tax Return. | Signature of general partner or limit | ited liability company member | | | | | - 🚩 i | Date | _ |
| | Print/Type preparer's name | Preparer's signature | | Date | Che | ck if | PTIN | • | _ |
| Paid | | | | | self | -employed | | | |
| raio Preparer | MICHAEL M. COMST | | | | | | | 474378 | |
| Use | Firm's name SISTERSC | | | | Firm's E | IN ▶ 2 | 5 - 14 | 67156 | _ |
| Only | Firm's address ►310 GRAN | | 2100 | | Phone n | | | | _ |
| ~···y | PITTSBURGH, PA 1 | 412-281-2025 | | | | | | | |

Form 8865 (2011)

12-09-11

Form 8865 (2011)

Total deductions. Add the amounts shown in the far right column for lines 9 through 20

Ordinary business income (loss) from trade or business activities. Subtract line 21 from line 8

21

SCHEDULE 0 (Form 8865)

Transfer of Property to a Foreign Partnership

(under section 6038B)

OMB No. 1545-1668

Department of the Treasury Internal Revenue Service

THE

HEINZ ENDOWMENTS

Name of transferor

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

| 20 | 1 | 1 |
|----|---|---|
| | | |

Filer's identifying number 25-1721100

| Name of forei | gn partnership | BAIN | CAPITAL A | SIA FU | ND, L | P | | | 5 4 4 4 4 4 4 4 4 4 4 4 4 4 4 4 4 4 4 4 |
|---|--------------------------------|--|--|--------------------------------|-------------------------------|--------------|--|--|--|
| Part I | Transfers Rep | ortable Unde | r Section 6038B | | | | | | |
| Type of property | (a) Date of transfer | (b) Number of items transferred | (c) Fair market value on date of transfer | Cost | (d) or other asis | | (e) Section 704(c) allocation method | (f) Gain recognized on transfer | (g) Percentage interest in partnership after transfer |
| Cash | | | 310,000 | | | | | | 0.085435 |
| Marketable securities | | | | | | | | | |
| Inventory | | | | | | | | | |
| Tangible property used in trade or business | | | | | | | | | |
| Intangible property | | | | | | | | | |
| Other property | 4,444 | | | | | | | | |
| PAR' | TNER'S S FIT: 0. S: 0.10 | | | | , AND | CAPI | TAL (ENDIN | G): | |
| Part II | Dispositions R | eportable Un | der Section 6038B | | | | | | |
| (a) Type of property | f Da y ori | (b) te of ginal nsfer | | (d) Manner of isposition | (e Ga recogni partne | in zed by | (f) Depreciation recapture recognized by partnership | (g) Gain allocated to partner | (h) Depreciation recapture allocated to partner |
| *** | | | | | | | | | |
| Part III | | | l nis schedule subject , see the Instruction | | | r section 90 | 14(f)(3) or section 904 | | Yes X No |

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

► Attach to your tax return. See separate instructions.

Attachment Sequence No. 118 2011

31

OMB No. 1545-1668

Department of the Treasury Internal Revenue Service

Information furnished for the foreign partnership's tax year beginning JAN 1 , 2011 and ending DEC

| Name of person filing this return | | | Filer's id | entifying num | ber | | | | |
|---|--------------------------|---|---|------------------|---------------------------|--|--|--|--|
| THE HEINZ ENDOWMENTS | | | 25- | -172110 | 0 | | | | |
| Filer's address (if you are not filing this form with your tax return) | A Category | of filer (see Categories of | | | <u> </u> | | | | |
| | 1 [| | | | | | | | |
| | B Filer's tax beginning | year JAN 1 | ,2011, | and ending D | DEC 31,2011 | | | | |
| C Filer's share of liabilities: Nonrecourse \$ Qualit | fied nonrecourse financ | ing \$ | | Other \$ | | | | | |
| D If filer is a member of a consolidated group but not the parent, enter the f | ollowing information ab | out the parent: | T | | 44 | | | | |
| Name | | | EIN | | | | | | |
| Address | | | | | | | | | |
| E Information about certain other partners (see instructions) | | T | | | | | | | |
| (1) Name (2) Addres | 3S | (3) Identifying nur | mber | | applicable box(es) | | | | |
| | | | Cat | tegory 1 Categ | gory 2 Constructive owner | | | | |
| | | | - | | - | | | | |
| | | | | | | | | | |
| | | | | - | | | | | |
| F1 Name and address of foreign partnership | | | 2(; | a) EIN (if any) |) | | | | |
| Traine and address of tology partitioning | | | -(| | 31107 | | | | |
| CENTERBRIDGE CAPITAL PARTNERS (CAY | MAN) L | | 2(1 | b) Reference | | | | | |
| C/O WALKERS CORPORATE SERVICES | | | , | • | | | | | |
| WALKER HOUSE, 87 MARY ST | | | 3 (| Country under | r whose laws organized | | | | |
| GEORGE TOWN, GRAND CAYMAN, KY1-900 | 2 CAYMAN | I | CA | YMAN I | SLANDS | | | | |
| 4 Date of 5 Principal place 6 Principal busi | | ısiness 8 | a Functional | | xchange rate | | | | |
| organization of business activity code r | | | currency | 1 , | see instr.) | | | | |
| 02/09/2009CAYMAN ISLANDS 523900 |) INVESTM | IENTS U | S DOLL | JARS | - William | | | | |
| 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 Sta | | he foreign partnership | | | 4005 4005 B | | | | |
| | | orm 1042 enter where Form 100 | Form 8804 | | m 1065 or 1065-B | | | | |
| | Service G | enter where Form Tot | 00-0001 | is illeu. | | | | | |
| 3 Name and address of foreign partnership's agent in country of organization | on if any 4 Name and | address of person(s) with , and the location of such | custody of the | books and recor | ds of the foreign | | | | |
| SAME AS F1 | SAME A | | i books and rec | oras, ii amereni | | | | | |
| | | | | | | | | | |
| | | | | | | | | | |
| 5 Were any special allocations made by the foreign partnership? | | | | | Yes X No | | | | |
| 6 Enter the number of Forms 8858, Information Return of U.S. Persons Wit | ih Respect To Foreign D | isregarded Entities, | | | | | | | |
| attached to this return (see instructions) | | | | | | | | | |
| 7 How is this partnership classified under the law of the country in which it | | | | RTNERS | HIP | | | | |
| 8 Did the partnership own any separate units within the meaning of Regulat | ions section 1.1503-2(| c)(3), (4), or 1.1503(d | 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 | | | | | v | | | | |
| • The value of the partnership's total assets at the end of the tax year was | iless than \$1 million. | P | • | . ▶ ⊔ | Yes No | | | | |
| If "Yes," do not complete Schedules L, M-1, and M-2. | uding accompanying sched | ules and statements, and | to the best of r | nv knowledge ar | nd belief, it is true. | | | | |
| Are Filing correct, and complete. Declaration of preparer (other than general partner | | | | | | | | | |
| This Form Separately and Not With | | | | 1.1 | | | | | |
| Your Tax Return. Signature of general partner or Ilmited liability company member | | | | —— J | Date | | | | |
| Print/Type preparer's name Preparer's signa | ture | Date | Check | , PTII | | | | | |
| | | | | employed | | | | | |
| Paid MICHAEL M. COMSTOCK | | | 50,11-6 | | 00474378 | | | | |
| Preparer Firm's name SISTERSON & CO. LLP | | | Firm's EIN | | 1467156 | | | | |
| Use Firm's address ▶310 GRANT STREET SUI | TE 2100 | | Phone no. | | | | | | |
| Only PITTSBURGH, PA 15219 | | | | 412-2 | 81-2025 | | | | |
| 110651 12-09-11 LHA Paperwork Reduction Act Notice, see the separate instru | ctions. | | | | Form 8865 (2011) | | | | |

| S | hedu | address, and U.S. taxpayer identifying | number (if any) of the person(s) whos | e interest you co | | | | |
|---|-------------------|--|---|---------------------------------------|--------------------------|--|-------------------------------|-------------------------|
| | | a X Owns a direct interest | Address | | | | Check if foreign person | Check if direct partner |
| | | | | | | | | |
| | | | | | | | | |
| 0, | hadu | le A-1 Certain Partners of Foreign Partnersh | in (eas instructions) | | | | <u></u> | |
| · · | <i>.</i> | Commonstation of Common | | | | | | Check if foreign |
| | | Name | Address | | Identifying n | number (if any) | | person |
| | | | | | | | | ļ <u></u> |
| | | | | | | | | |
| | | | | | | | | |
| | | | | | | | | |
| 200 | o tha | partnership have any other foreign person as a di | root portner? | · · · · · · · · · · · · · · · · · · · | | Yes | | No |
| CONTRACTOR SERVICES | CTOTAL CONTRACTOR | partnership have any other foreign person as a dir le A-2 Affiliation Schedule. List all partnersh | | | | | | No |
| UL | nouu | indirectly owns a 10% interest. | ips (foreign or domestic) in which the | toreign partitions | mp owns a uneclimerest (| л | | |
| | | Name | Address | | EIN (if any) | | Total ordinary income or loss | |
| 5 | TA | TEMENT 24 | | | | | ship | |
| | | | | | | | | |
| | | | | | | | | |
| | | | | | | | | |
| 2 | . 3187 | | <u> </u> | | | | | |
| | | le B Income Statement - Trade or Busines | | Ala - 1 | f ! . f ! | | | |
| Jal | uon. | Include only trade or business income and expens | ses on lines 1a through 22 below. See | the instructions | for more information. | | | |
| | 1 2 | Gross receipts or sales | | 1a | | | | |
| | | Less returns and allowances | | 1b | 1c | | | |
| | | 0 - 4 - 7 1 1 1 | | L | | | ·········· | |
| e | 3 | Gross profit. Subtract line 2 from line 1c | | | | " | | |
| Income | 4 | Ordinary income (loss) from other partnerships, e | estates, and trusts (attach statement) | | 4 | | | |
| = | 5 | Net farm profit (loss) (attach Schedule F (Form 10 | 040)) | | 5 | | | |
| | | Net gain (loss) from Form 4797, Part II, line 17 (a | ittach Form 4797) | | 6 | | | |
| | 7 | Other income (loss) (attach statement) | | | | | | |
| | | Tabel Comment (Local Comments of Comments | | | | | | |
| | 9 | Total income (loss). Combine lines 3 through 7 Salaries and wages (other than to partners) (less | ampleyment credite) | | 8 | | | |
| | 10 | Guaranteed payments to partners | | | | | | |
| | 11 | Repairs and maintenance | | | 11 | + | | |
| tions) | 12 | Bad debts | | | 12 | | | |
| Ţijij. | 13 | Rent | | | | | | |
| ons for | 14 | Taxes and licenses | | | | | | |
| tructi | 15 | Interest | | | | | | |
| ee ins | | Depreciation (if required, attach Form 4562) | | | | | | |
| S) SL | | Less depreciation reported elsewhere on return | | | 16c | 4 | | |
| 텵 | 17 | Depletion (Do not deduct oil and gas depletion.) | | | 17 | | | |
| Deductions (see instructions for limitations) | 18 | Retirement plans, etc. | | ••••• | 18 | + | | |
| ۵ | 19 | Employee benefit programs Other deductions (attach statement) | | | 19 | | | |
| | 20 | Other deductions (attach statement) | ••••••••••••••••••••••••••••••••••••••• | | | + | | |
| | 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 b | usiness activities, subtract line 21 fron | | 22 | | | |

SCHEDULE 0 (Form 8865)

Transfer of Property to a Foreign Partnership

(under section 6038B)

OMB No. 1545-1668

25-1721100

2011

Department of the Treasury Internal Revenue Service

THE HEINZ ENDOWMENTS

Name of transferor

▶ Attach to Form 8865. See Instructions for Form 8865. Filer's identifying number

| Part I | Transfers Repo | rtable Unde | r 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 | 12/19/11 | | 53,785. | | | | | 0.204164 |
| Marketable securities | | | | | | | | 1734 |
| Inventory | | | | | | | | |
| Tangible property used in trade or business | - Annual Control of the Control of t | | | | | | | |
| ntangible property | | | | | | | | |
| Other property | 05/26/11 | | 67,129. | | | | 67,129. | |
| PAR PRO LOS | TNER'S S FIT: 0. S: 0.15 | | Reported (see instruction of PROFIT, | | CAPI | TAL (ENDIN | G): | *** |
| Part II | Dispositions Re | portable Un | der Section 6038B | | | | | |
| (a) Type o propert | | e of inal | | anner of (sposition recog | (e) Bain Dized by Dership | (f) Depreciation recapture recognized by partnership | (g) Gain allocated to partner | (h) Depreciation recapture allocated to partner |
| | | | | | | | | |

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

Schedule O (Form 8865) 2011

Department of the Treasury Internal Revenue Service

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

Attach to your tax return. See separate instructions.

beginning

Information furnished for the foreign partnership's tax year JAN 1

, 2011 and ending $\,$ $\,$ $\,$ $\,$ $\,$ DEC $\,$ 31

2011

OMB No. 1545-1668

Name of person filing this return Filer's identifying number 25-1721100 THE HEINZ ENDOWMENTS Filer's address (if you are not filing this form with your tax return) Category of filer (see Categories of Filers in the instructions and check applicable box(es)): 1 [2 | 3 | X | 4 r's tax v В JAN 2011, and ending DEC 31 2011 beginning C Filer's share of liabilities: Nonrecourse \$ Qualified nonrecourse financing \$ Other \$ If filer is a member of a consolidated group but not the parent, enter the following information about the parent: Name EIN Address Information about certain other partners (see instructions) (4) Check applicable box(es) (1) Name (2) Address (3) Identifying number Category 1 Category 2 Constructive owner F1 Name and address of foreign partnership 2(a) EIN (if any) LINZOR CAPITAL PARTNERS II, LP 2(b) Reference ID number ADVA. BICENTENARIO N 3883, 5 PISO VITACURA 3 Country under whose laws organized SANTIAGO CP, 7630659 CHILE CANADA 4 Date of 5 Principal place 6 Principal business 7 Principal business 8a Functional 8b Exchange rate organization of business activity code number activity currency (see instr.) \mathtt{CHILE} 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 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: 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 3 Name and address of foreign partnership's agent in country of organization, if any 5 Were any special allocations made by the foreign partnership? X No Yes 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 PTNRSHP 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)? 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. l N∩ If "Yes," do not complete Schedules L, M-1, and M-2. 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, Sign Here Only If You Are Filing 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. This Form Separately and Not With Your Tax Signature of general partner or limited liability company member Date Return. Print/Type preparer's name Preparer's signature Date Check self-employed Paid MICHAEL M. COMSTOCK P00474378 Preparer Firm's name ►SISTERSON & CO. LLP 25-1467156 Firm's EIN Use Firm's address ▶310 GRANT STREET SUITE 2100 Phone no. Only PITTSBURGH, PA 15219 412-281-2025

LHA Paperwork Reduction Act Notice, see the separate instructions.

Form 8865 (2011)

SCHEDULE O (Form 8865)

Transfer of Property to a Foreign Partnership

(under section 6038B)

OMB No. 1545-1668

Filer's identifying number

25-1721100

Department of the Treasury Internal Revenue Service

THE HEINZ ENDOWMENTS

Name of transferor

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

2011

| Name of forei | gn partnership | LINZOR | CAPITAL | PARTN | ERS I | I, LE |) | <u> </u> | |
|--|---|--|--|------------------------------|---|------------|--|--|--|
| Part I | Transfers Rep | ortable Under | Section 6038B | | | | | | , ,, , , , , , , , , , , , , , , , , , |
| Type of property | (a) Date of transfer | (b) Number of items transferred | (c) Fair market value on date of transfer | Cost | d) or other usis | | (e) Section 704(c) allocation method | (f) Gain recognized on transfer | (g) Percentage interest in partnership after transfer |
| Cash | | | 785,386. | | | | | | 1.721549 |
| Marketable securities | | | | | | | | | |
| Inventory | | | | | | | | | |
| Tangible property used in trade or business | | | | | *************************************** | | | | |
| Intangible property | | | | | | | | | |
| Other property | | | | | | | | | |
| PAR PRO LOS CAP | TNER'S S FIT: 1. S: 1.10 ITAL: 1 | SHARE O 107308 07308% .72154 | 9% | | , AND | CAPI | TAL (ENDIN | G): | |
| Part II (a) Type o propert | of Da | (b) te of | | (d) anner of sposition | (e) Gai recogniz partner | n ed by | (f) Depreciation recapture recognized by partnership | (g) Gain allocated to partner | (h) Depreciation recapture allocated to partner |
| Part III LHA For Pai | | | s schedule subject t see the Instructions | | | section 9 | 04(f)(3) or section 904(| | Yes X No |

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

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

OMB No. 1545-0026

| Part I U.S. Transferor Information (see instructions) | | | | |
|--|---|--------------------------------------|---------------|--|
| Name of transferor | Identifying numb | Identifying number (see instructions | | |
| THE HEINZ ENDOWMENTS | | 25-1721 | 100 | |
| If the transferor was a corporation, complete questions 1a through 1d. | | 25-1/21 | 100 | |
| a If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under se | ection 368(c)) by 5 or | • | | |
| fewer domestic corporations? | , . | | X No | |
| b Did the transferor remain in existence after the transfer? | | X Yes | □ No | |
| If not, list the controlling shareholder(s) and their identifying number(s): | *************************************** | | | |
| Controlling observation | | | | |
| Controlling shareholder | | Identifying number | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | <u> </u> | | |
| c If the transferor was a member of an affiliated group filing a consolidated return, was it the | ne parent corporation | ¹? | X No | |
| If not, list the name and employer identification number (EIN) of the parent corporation: | | | | |
| Name of parent corporation | E | IN of parent corporat | ion | |
| | | | | |
| | | | | |
| d Have basis adjustments under section 367(a)(5) been made? | | Yes | X No | |
| | | | | |
| 2 If the transferor was a partner in a partnership that was the actual transferor (but is not tr | reated as such unde | r section 367), comple | te | |
| questions 2a through 2d. | | | | |
| a List the name and EIN of the transferor's partnership: | | _ | | |
| Name of partnership | | EIN of partnership | | |
| | | | 1.7 | |
| PERMIRA IV CONTINUING LP 1 | 98-06 | 05568 | | |
| b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? | | Yes | X No | |
| c Is the partner disposing of its entire interest in the partnership? | | Yes | X No | |
| d Is the partner disposing of an interest in a limited partnership that is regularly traded on a | ın established | | | |
| securities market? | · ·· | Yes | X No | |
| Part II Transferee Foreign Corporation Information (see instructions) | | | | |
| 3 Name of transferee (foreign corporation) | | 4 Identifying number | er, if any | |
| P4 SUB CONTINUING LP1 | | 00 0605572 | | |
| 5 Address (including country) | | 98-0605573 | | |
| PO BOX 255, TRAFALGAR 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 | X No | |
| LHA For Paperwork Reduction Act Notice, see separate instructions. | | Form 926 (I | Rev. 12-2011) | |
| 12-39-11 | | | | |

Form 926 (Rev. 12-2011) THE HEINZ ENDOWMENTS

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 | 12/19/2011 | | 352,472. | | |
| 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 Informa | ation Required | To Be Reported (see instru | uctions): | | |
| | | | | | |

| Pa | rt 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) Before2470 % (b) After2470 % | | |
| 10 | Type of nonrecognition transaction (see instructions) ▶ SECTION 351 | | |
| 11 a b c | Gain recognition under section 904(f)(5)(F) Recapture under section 1503(d) | Yes Yes | X No X No X No X No |
| 12 | Did this transfer result from a change in the classification of the transferee to that of a foreign corporation? | Yes | X No |
| 13 a b c d | 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: Tainted property Depreciation recapture Branch loss recapture Any other income recognition provision contained in the above-referenced regulations | Yes Yes | X No X No X No X No |
| 14 | Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)? | Yes | X 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 | X 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? | X Yes | ☐ No |
| 17 a | Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? | Yes | X No |
| b | If "Yes," describe the nature of the rights to the intangible property that was transferred as a result of the transaction: | | |
| | | 7.11 | · |
| | | Form 926 (I | Rev. 12-201 1) |

124533 12-29-11

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

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

OMB No. 1545-0026

| lame of transferor THE HEINZ ENDOWMENTS | ld | entifying numb | er (see instructio |
|--|----------------------------------|--------------------------|---------------------------|
| THE HEINZ ENDOWERIS | | 25-1721 | 100 |
| 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 fewer domestic corporations? b Did the transferor remain in existence after the transfer? If not, list the controlling shareholder(s) and their identifying number(s): | | Yes X Yes | X No |
| Controlling shareholder | Identif | ying number | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| c If the transferor was a member of an affiliated group filing a consolidated return, was i If not, list the name and employer identification number (EIN) of the parent corporation | | Yes | X No |
| Name of parent corporation | EIN of par | ent corporati | on |
| d Have basis adjustments under section 367(a)(5) been made? | | Yes | X No |
| If the transferor was a partner in a partnership that was the actual transferor (but is no | ot treated as such under section | 367), comple | |
| questions 2a through 2d. | | ,, | te |
| questions 2a through 2d. a List the name and EIN of the transferor's partnership: | | | te |
| · · · · · · · · · · · · · · · · · · · | EIN of | partnership | te |
| a List the name and EIN of the transferor's partnership: Name of partnership | | partnership | te |
| a List the name and EIN of the transferor's partnership: Name of partnership LEVEL EQUITY GROWTH PARTNERS I, LP b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? | 45-1030152 | partnership | X No |
| A List the name and EIN of the transferor's partnership: Name of partnership LEVEL EQUITY GROWTH PARTNERS I, LP b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? c Is the partner disposing of its entire interest in the partnership? | 45-1030152 | partnership | X No |
| Name of partnership LEVEL EQUITY GROWTH PARTNERS I, LP b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? c Is the partner disposing of its entire interest in the partnership? d Is the partner disposing of an interest in a limited partnership that is regularly traded o securities market? | 45-1030152 | partnership | X No |
| Name of partnership LEVEL EQUITY GROWTH PARTNERS I, LP b Did the partner pick up its pro rata share of gain on the transfer of partnership assets to 1s the partner disposing of its entire interest in the partnership? d Is the partner disposing of an interest in a limited partnership that is regularly traded of securities market? art II Transferee Foreign Corporation Information (see instructions) | 45-1030152 | partnership Yes Yes Yes | X No X No |
| Name of partnership LEVEL EQUITY GROWTH PARTNERS I, LP b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? c Is the partner disposing of its entire interest in the partnership? d Is the partner disposing of an interest in a limited partnership that is regularly traded o securities market? art II Transferee Foreign Corporation Information (see instructions) Name of transferee (foreign corporation) | 45-1030152 | partnership Yes Yes | X No |
| Name of partnership LEVEL EQUITY GROWTH PARTNERS I, LP b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? c Is the partner disposing of its entire interest in the partnership? d Is the partner disposing of an interest in a limited partnership that is regularly traded o securities market? art II Transferee Foreign Corporation Information (see instructions) Name of transferee (foreign corporation) | 45-1030152 | partnership Yes Yes Yes | X No X No |
| Name of partnership LEVEL EQUITY GROWTH PARTNERS I, LP b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? c Is the partner disposing of its entire interest in the partnership? d Is the partner disposing of an interest in a limited partnership that is regularly traded of securities market? art II Transferee Foreign Corporation Information (see instructions) Name of transferee (foreign corporation) MADE.COM Address (including country) NOTTINGHILL GATE, NEWCOMBE HOUSE, 11TH FL | 45-1030152 | partnership Yes Yes Yes | X No X No |
| Name of partnership LEVEL EQUITY GROWTH PARTNERS I, LP b Did the partner pick up its pro rata share of gain on the transfer of partnership assets of the partner disposing of its entire interest in the partnership? d Is the partner disposing of an interest in a limited partnership that is regularly traded of securities market? art II Transferee Foreign Corporation Information (see instructions) Name of transferee (foreign corporation) MADE.COM Address (including country) NOTTINGHILL GATE, NEWCOMBE HOUSE, 11TH FL DNDON, W11 3LQ UNITED KINGDOM Country code of country of incorporation or organization | 45-1030152 | partnership Yes Yes Yes | X No X No |
| Name of partnership LEVEL EQUITY GROWTH PARTNERS I, LP b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? c Is the partner disposing of its entire interest in the partnership? d Is the partner disposing of an interest in a limited partnership that is regularly traded of securities market? art II Transferee Foreign Corporation Information (see instructions) Name of transferee (foreign corporation) MADE.COM Address (including country) 5 NOTTINGHILL GATE, NEWCOMBE HOUSE, 11TH FLONDON, W11 3LQ UNITED KINGDOM Country code of country of incorporation or organization UNITED KINGDOM Foreign law characterization (see instructions) | 45-1030152 | partnership Yes Yes Yes | X No X No |
| Name of partnership LEVEL EQUITY GROWTH PARTNERS I, LP b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? c Is the partner disposing of its entire interest in the partnership? d Is the partner disposing of an interest in a limited partnership that is regularly traded of securities market? Part II Transferee Foreign Corporation Information (see instructions) Name of transferee (foreign corporation) MADE.COM Address (including country) 5 NOTTINGHILL GATE, NEWCOMBE HOUSE, 11TH FLONDON, W11 3LQ UNITED KINGDOM Country code of country of incorporation or organization UNITED KINGDOM | 45-1030152 | partnership Yes Yes Yes | X No X No |

Form 926 (Rev. 12-2011) THE HEINZ ENDOWMENTS

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 | | | 1 = 1 = 1 | | |
| Supplemental Informa | ation Required | To Be Reported (see instru | uctions): | | |

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

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?

1.367(a)·1T(d)(5)(iii)?

15 a Did the transferor transfer foreign goodwill or going concern value as defined in Temporary Regulations section

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

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

transferred > \$_____

transaction:

Form 926 (Rev. 12-2011)

X No

X No

X No

X No

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

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

OMB No. 1545-0026

| Part I U.S. Transferor Information (see instructions) | | | | | |
|--|-----------------|--------------------------------------|---------------|-------------|--|
| Name of transferor | 1 | Identifying number (see instructions | | | |
| THE HEINZ ENDOWMENTS | | | 25-1721100 | | |
| If the transferor was a corporation, complete questions 1a through 1d. | | | <u> </u> | 100 | |
| 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 c | r | | | |
| fewer domestic corporations? | , ,, , | | Yes | X No | |
| b Did the transferor remain in existence after the transfer? | | | X Yes | No | |
| If not, list the controlling shareholder(s) and their identifying number(s): | | | L21 165 | I 140 | |
| | | | | | |
| Controlling shareholder | | Identi | fying number | | |
| | | <u> </u> | | | |
| | | | | | |
| | | | | | |
| c If the transferor was a member of an affiliated group filing a consolidated return, was it the par If not, list the name and employer identification number (EIN) of the parent corporation: | ent corporation | n? | Yes | X No | |
| Name of parent corporation | E | IN of pa | rent corporat | ion | |
| d Have basis adjustments under section 367(a)(5) been made? | | | Yes | X No | |
| If the transferor was a partner in a partnership that was the actual transferor (but is not treated questions 2a through 2d. a List the name and EIN of the transferor's partnership: | d as such unde | r section | 367), comple | te | |
| Name of partnership | | EIN o | f partnership | | |
| | | | | Mark Andrew | |
| b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? | | | Yes | X No | |
| c Is the partner disposing of its entire interest in the partnership? | | | Yes | X No | |
| d Is the partner disposing of an interest in a limited partnership that is regularly traded on an est | | | | | |
| securities market? | | | Yes | X No | |
| Part II Transferee Foreign Corporation Information (see instructions) | | | | | |
| 3 Name of transferee (foreign corporation) | | 4 Iden | tifying numbe | er, if any | |
| ASIAN CENTURY QUEST OFFHSORE FUND, LTD. | | | | | |
| 5 Address (including country) PO BOX 15000, THE OBSERVATORY, 7-11 SIR JOHN ROGER DUBLIN 2, IRELAND, UNITED KINGDOM | RSON'S Q | UAY | | | |
| 6 Country code of country of incorporation or organization CAYMAN ISLANDS | | | | | |
| 7 Foreign law characterization (see instructions) EXEMPT COMPANY | | | | | |
| 8 Is the transferee foreign corporation a controlled foreign corporation? | | | Yes | X No | |
| | | | | | |

Form 926 (Rev. 12-2011) THE HEINZ ENDOWMENTS 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 | 03/01/2011 | | 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 | | | | | |
| 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 Informa | ation Required 1 | To Be Reported (see instr | uctions): | | |
| * | | | | | |

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

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

OMB No. 1545-0026

| Name of transferor | Identifying number (see instructions) |
|--|--|
| THE HEINZ ENDOWMENTS | 25-1721100 |
| 1 If the transferor was a corporation, complete questions 1a through 1d. | 23 1721100 |
| a If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section | n 368(c)) by 5 or |
| fewer domestic corporations? | Yes X No |
| b Did the transferor remain in existence after the transfer? | X 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 pare If not, list the name and employer identification number (EIN) of the parent corporation: | rent corporation? Yes X No |
| Name of parent corporation | EIN of parent corporation |
| d Have basis adjustments under section 367(a)(5) been made? | Yes X No |
| a have basis adjustments under section 507 (a)(5) been made: | Yes LA No |
| 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated | d 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? | · · · · · · · · · · · · · · · · · · · |
| c Is the partner disposing of its entire interest in the partnership? | |
| d Is the partner disposing of an interest in a limited partnership that is regularly traded on an est | |
| securities market? | Yes X No |
| Part II Transferee Foreign Corporation Information (see instructions) | 163 140 |
| 3 Name of transferee (foreign corporation) | 4 Identifying number, if any |
| EMMA BC HOLDINGS SCA | 98-0692687 |
| 5 Address (including country) | |
| A, 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 X 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 | 02/23/2011 | | 744,949. | | |
| | | | | | |
| Stock and | | | | | |
| securities | | white-leaves | | | |
| | | | | | |
| | | | | | |
| 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 | | | | | |
| | | | | | |
| | -10" 10-11-11 | | | | |
| Intangible | | | h., h., | | |
| property | | | | | |
| T Validate delicant to the second consideration | | | | | |
| Property to be leased | 4 7 (41) | | | | * |
| (as described in final | W-10 1/ U | | | | |
| 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 Informa | ation Required ⁻ | To Be Reported (see instr | uctions): | | |
| —————————————————————————————————————— | | | | | |
| | | | | | |

| 9 | Enter the transferor's interest in the foreign transferee corporation before and after the transfer: | | |
|------|---|------------|-----------------|
| | (a) Before0000 % (b) After1980 % | | |
| 10 | Type of nonrecognition transaction (see instructions) ▶ <u>SECTION</u> 351 | | |
| 11 | Indicate whether any transfer reported in Part III is subject to any of the following: | | |
| а | V/V / ********************************* | Yes | X No |
| b | a. 1 | Yes | X No |
| С | Recapture under section 1503(d) | Yes | X No |
| d | Exchange gain under section 987 | Yes | X No |
| 12 | Did this transfer result from a change in the classification of the transferee to that of a foreign corporation? | Yes | X 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 | | Yes | X No |
| b | Depreciation recapture | | X No |
| C | Branch loss recapture | Yes | X No |
| d | Any other income recognition provision contained in the above-referenced regulations | Yes | X No |
| 14 | Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)? | Yes | X 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 | X 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? | X Yes | ☐ No |
| 17 a | Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? | Yes | X No |
| b | If "Yes," describe the nature of the rights to the intangible property that was transferred as a result of the transaction: | | |
| | | | |
| | | Form 006 (| Rev. 12-201 |

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

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

OMB No. 1545-0026

| me of transferor IHE HEINZ ENDOWMENTS | | Ideni | Identifying number (see instruc | |
|---|------------------|-------------|---------------------------------|-------------------------|
| | | 25 | 5-1721 | 100 |
| 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 fewer domestic corporations? | ••••• | r [| Yes | X No |
| b Did the transferor remain in existence after the transfer? | | L | X Yes | ∟ No |
| If not, list the controlling shareholder(s) and their identifying number(s): | | | | |
| Controlling shareholder | | Identifyin | ng number | |
| | | | | |
| | | | | |
| c If the transferor was a member of an affiliated group filing a consolidated return, was it If not, list the name and employer identification number (EIN) of the parent corporation: | | n?[| Yes | X No |
| Name of parent corporation | E | IN of paren | t corporati | on |
| d Have basis adjustments under section 367(a)(5) been made? If the transferor was a partner in a partnership that was the actual transferor (but is not questions 2a through 2d. a List the name and EIN of the transferor's partnership: | | | Yes 7), comple | X No |
| Name of partnership | | FIN of pa | ırtnership | |
| realite of parallel on p | | Elit oi pa | ii a lei silip | |
| BAIN CAPITAL EUROPE FUND III, LP | 98-05 | 67447 | | |
| b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? | | | Yes | X No |
| c Is the partner disposing of its entire interest in the partnership? | | | Yes | X No |
| d Is the partner disposing of an interest in a limited partnership that is regularly traded on | n an established | Г | — | [**] |
| securities market? art II Transferee Foreign Corporation Information (see instructions) | | L | Yes | X No |
| Name of transferee (foreign corporation) | | 4 Identify | ing numbe | r, if any |
| VERISURE MIDHOLDING AB | | | | |
| Address (including country) DVOKATFIRMAN VINGE KB, BOX 1703 FOCKHOLM, 111 87 SWEDEN | | | | |
| COCKHOLM, 111 87 SWEDEN Country code of country of incorporation or organization SWEDEN | | | | |
| Foreign law characterization (see instructions) CORPORATION | | | | |
| Is the transferee foreign corporation a controlled foreign corporation? | | | Yes | X No |
| A For Paperwork Reduction Act Notice, see separate instructions. ⁵³¹ ²⁹⁻¹¹ | | ĺ | Form 926 (F | Rev. 12-20 [.] |

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 | 09/02/2011 | | 1,010,411. | | |
| 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 Informa | ation Required 1 | o Be Reported (see instru | uctions): | | |
| | | | | | |

Form 926 (Rev. 12-2011)

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

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

OMB No. 1545-0026

| Name of transferor THE HEINZ ENDOWMENTS | Identifying number (see instructio |
|--|--|
| THE HEAD SMOOMENTS | 25-1721100 |
| 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 sever domestic corporations? b Did the transferor remain in existence after the transfer? | section 368(c)) by 5 or Yes X No |
| If not, list the controlling shareholder(s) and their identifying number(s): | LXJ Yes Li No |
| Controlling shareholder | Identifying number |
| | |
| | |
| c If the transferor was a member of an affiliated group filing a consolidated return, was it to 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 X No |
| If the transferor was a partner in a partnership that was the actual transferor (but is not questions 2a through 2d. a List the name and EIN of the transferor's partnership: | treated as such under section 367), complete |
| 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? c Is the partner disposing of its entire interest in the partnership? d Is the partner disposing of an interest in a limited partnership that is regularly traded on | Yes X No |
| securities market? | Yes X No |
| Part II Transferee Foreign Corporation Information (see instructions) Name of transferee (foreign corporation) | 4 Identifying number, if any |
| PTOLEMY III LP | 98-0592851 |
| Address (including country) D BOX 309, UGLAND HOUSE, S CHURCH ST, GEORGE TRAND CAYMAN, KY1-1104 CAYMAN ISLANDS | TOWN |
| Country code of country of incorporation or organization CAYMAN ISLANDS Carried by the protection (and instruction) | |
| Foreign law characterization (see instructions) PARNTERSHIP | |
| | |
| Is the transferee foreign corporation a controlled foreign corporation? A For Paperwork Reduction Act Notice, see separate instructions. | X 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 | 09/27/2011 | | 195,798. | | The same of the sa |
| Objections | | - Market and the later of the l | | | |
| Stock and securities | | | | | |
| securities | | | | | |
| Installment obligations | | | | · | |
| Installment obligations, account receivables or | | | | | |
| | | | | | |
| similar property | | | | | |
| Foreign c urrency or other | | - Mary - 1 M | | | |
| property denominated in | | | | | |
| foreign currency | | | | | |
| 44-4 | | | | | |
| Inventory | | | | | |
| | | | | | |
| Assets subject to | | | : | | |
| depreciation recapture | 1-1-1-1 | | | | |
| | | | | | |
| (see Temp. Regs. sec. | | | ***** | | |
| 1.367(a)-4T(b)) | | | | *************************************** | |
| Tangible property used in | | | | | |
| trade or business not listed | | | | | |
| under another category | | | | | |
| | | , | | | |
| Intangible | | | | | |
| property | | | | | |
| property | | | • | | |
| Property to be leased | | | | | |
| (as described in final | | | | | |
| and temp. Regs. sec. | | | , | 1 | |
| 1.367(a)-4(c)) | | | | | |
| Property to be sold | | 100 | | | |
| as described in | | | | | |
| Temp. Regs. sec. | | | | | |
| 1.367(a)-4T(d)) | | | | | |
| Transfers of oil and gas | | | | | |
| working interests (as | | | | | |
| described in Temp. | | *************************************** | 100 14 14-14 | | |
| Regs. sec. 1.367(a)-4T(e)) | | - W-10-04-10-14-10-10-0 | | | |
| reger eder riser (a) Tree) | | | | | |
| Other property | | | | | |
| | | | | | |
| | -x- | | | | |
| Supplemental Informa | ation Required | To Be Reported (see instr | uctions): | | |
| N | | T. N. do. 1 and 4 and | | | |
| | | | | | |
| | | ···· | | | |

| | n 926 (Rev. 12-2011) THE HEINZ ENDOWMENTS | 25-1721100 | Page 3 |
|------|---|----------------------|--------|
| Pa | rt 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) Before1820 % (b) After1820 % | | |
| 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: | | |
| а | Gain recognition under section 904(f)(3) | Yes | X No |
| b | <u> </u> | | X No |
| С | = | Yes | X No |
| d | | | X No |
| 12 | Did this transfer result from a change in the classification of the transferee to that of a foreign corporation? | | X No |
| 13 | Indicate whether the transferor was required to recognize income under final and temporary Regulations section | ıs | |
| | 1.367(a)-4 through 1.367(a)-6 for any of the following: | | |
| а | Tainted property | Yes | X No |
| b | | | X No |
| c | Branch loss recapture | protein and a second | X No |
| d | Any other income recognition provision contained in the above-referenced regulations | ······· | X No |
| _ | | | .10 |
| 14 | Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)? | Yes | X 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 | X 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? | X Yes [| □ No |
| 17 a | Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? | Yes | X No |
| b | If "Yes," describe the nature of the rights to the intangible property that was transferred as a result of the transaction: | | |
| | | | |
| | | | |

Form 926 (Rev. 12-2011)

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

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

OMB No. 1545-0026

| Name of transferor | | Identifying numl | per (see instruction |
|--|--------------------|------------------------|----------------------|
| THE HEINZ ENDOWMENTS | | 25-1721 | 100 |
| 1 If the transferor was a corporation, complete questions 1a through 1d. | | 1 20 1 21 | |
| a If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under sec | • | | |
| fewer domestic corporations? | | Yes | X No |
| b Did the transferor remain in existence after the transfer? | | X Yes | L No |
| If not, list the controlling shareholder(s) and their identifying number(s): | | | |
| Controlling shareholder | | Identifying number | • |
| | | | |
| | | | |
| 14-14-14-14-14-14-14-14-14-14-14-14-14-1 | | | |
| | | | |
| | | | |
| | | | |
| c If the transferor was a member of an affiliated group filing a consolidated return, was it the If not, list the name and employer identification number (EIN) of the parent corporation: | parent corporation | n? Yes | X No |
| Name of parent corporation | E | IN of parent corporat | tion |
| d Have basis adjustments under section 367(a)(5) been made? | | Yes | X No |
| u Have basis adjustments under section 507(a)(5) been made: | | tes | LAL NO |
| ! If the transferor was a partner in a partnership that was the actual transferor (but is not tre | ated as such unde | r section 367), comple | ete |
| questions 2a through 2d. | | | |
| a List the name and EIN of the transferor's partnership: | | | |
| Name of partnership | | EIN of partnership | |
| | | | |
| BLACKSTONE SGP CAPITAL PARTNERS (CAYMAN), IV | 98-04 | 67780 | |
| b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? | | | X No |
| c Is the partner disposing of its entire interest in the partnership? | | Yes | X No |
| d Is the partner disposing of an interest in a limited partnership that is regularly traded on ar | | | |
| securities market? | | Yes | X No |
| art II Transferee Foreign Corporation Information (see instructions) | , | Y | |
| Name of transferee (foreign corporation) | | 4 Identifying numb | er, if any |
| SG PHILIPPINES HOLDINGS COOPERATIEF UA | -4 | 98-0592643 | |
| Address (including country) | | | |
| ARITAWG 165, 1043 BW AMSTERDAM ETHERLANDS | | | |
| Country code of country of incorporation or organization LUXEMBOURG | | | |
| Foreign law characterization (see instructions) CORPORATION | | | |
| Is the transferee foreign corporation a controlled foreign corporation? | | Yes | X No |
| HA For Paperwork Reduction Act Notice, see separate instructions. 4531 -29-11 | | Form 926 (| Rev. 12-201 |

Form 926 (Rev. 12-2011) THE HEINZ ENDOWMENTS

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 | | | 189,717. | | |
| 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 Informa | ation Required | To Be Reported (see instr | uctions): | | |

| Forn | n 926 (Rev. 12-2011) THE HEINZ ENDOWMENTS | <u>25-1721100</u> | Page 3 |
|------|---|-------------------|------------|
| Pa | rt 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) Before0000 % (b) After2080 % | | |
| 10 | Type of nonrecognition transaction (see instructions) ► <u>SECTION</u> 351 | | |
| 11 | Indicate whether any transfer reported in Part III is subject to any of the following: | | |
| а | • | | X No |
| b | Gain recognition under section 904(f)(5)(F) | ······ | X No |
| С | Recapture under section 1503(d) | L Yes | X No |
| d | | | X No |
| 12 | Did this transfer result from a change in the classification of the transferee to that of a foreign corporation? | Yes | X 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: | | |
| а | Tainted property | 🔲 Yes [| X No |
| b | Depreciation recapture | | X No |
| С | Branch loss recapture | | X No |
| d | | | X No |
| 14 | Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)? | Yes [| X 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 | X 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? | X Yes [| No |
| 17 a | Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? | Yes | X No |
| b | If "Yes," describe the nature of the rights to the intangible property that was transferred as a result of the transaction: | | |
| | | | |
| | | | |
| | | Form 926 (Rev | / 12-2011) |

124533 12-29-11

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

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

OMB No. 1545-0026

| Name of transferor THE HEINZ ENDOWMENTS | Identifying number (see instruction |
|---|-------------------------------------|
| THE HEINZ ENDOWMENTS | 25-1721100 |
| 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 36) fewer domestic corporations? | 8(c)) by 5 or YesX No |
| b Did the transferor remain in existence after the transfer? If not, list the controlling shareholder(s) and their identifying number(s): | X Yes No |
| Controlling shareholder | Identifying number |
| | |
| | |
| | |
| c If the transferor was a member of an affiliated group filing a consolidated return, was it the parent If not, list the name and employer identification number (EIN) of the parent corporation: | corporation? Yes X No |
| Name of parent corporation | EIN of parent corporation |
| | |
| d Have basis adjustments under section 367(a)(5) been made? | Yes X No |
| If the transferor was a partner in a partnership that was the actual transferor (but is not treated as questions 2a through 2d. a List the name and EIN of the transferor's partnership: | such under section 367), complete |
| Name of partnership | EIN of partnership |
| | 64 4500504 |
| CA RESOURCES FUND (US TAX EXEMPT) - SERIES BAIN X b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? | |
| c Is the partner disposing of its entire interest in the partnership? | |
| d Is the partner disposing of an interest in a limited partnership that is regularly traded on an establi | |
| securities market? Part II Transferee Foreign Corporation Information (see instructions) | Yes X No |
| Name of transferee (foreign corporation) | 4 Identifying number, if any |
| HERO INVESTMENTS PRIVATE LIMITED | |
| Address (including country) ERO NAGAR, GT ROAD, LUDHIANA UNJAB, 141003 INDIA | |
| | |
| , | |
| INDIA Profession law characterization (see instructions) | |
| INDIA | Yes X No Form 926 (Rev. 12-201 |

Form 926 (Rev. 12-2011) THE HEINZ ENDOWMENTS

Part III Information Regarding Transfer of Property (see instructions)

| Cash 07 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)) | /28/2011 | property | 479,754. | | |
|--|-------------|---|---------------------------------------|---|---------------------------------------|
| 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 used in trade or business not listed under another category 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. | | | | | |
| 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 used in trade or business not listed under another category 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. | | | | | |
| 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 used in trade or business not listed under another category 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. | | | | | |
| 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. | | | | | |
| 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. | | | | | |
| 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. | | | | | |
| 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. | | | | | |
| 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. | | | | | |
| 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. | | | | | |
| 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. | | | | | |
| 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. | | | | | |
| 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. | | | | | |
| 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. | | | | | |
| 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. | | | | | |
| 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. | | | | | |
| 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. | | | | - | |
| 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. | | | | | |
| 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. | | | | | |
| (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(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. | | | | | |
| 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. | | | | | |
| 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. | | | | | |
| 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. | | | | | |
| 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. | | | | | |
| 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. | | | | | · · · · · · · · · · · · · · · · · · · |
| 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. | | , | · · · · · · · · · · · · · · · · · · · | | |
| 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. | | | | | |
| 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. | | | | | |
| (as described in final and temp. Regs. sec. 1.367(a)-4(c)) Property to be sold (as described in Temp. Regs. sec. | | | | | |
| (as described in final and temp. Regs. sec. 1.367(a)-4(c)) Property to be sold (as described in Temp. Regs. sec. | | | | | |
| and temp. Regs. sec. 1.367(a)-4(c)) Property to be sold (as described in Temp. Regs. sec. | | | | | |
| 1.367(a)-4(c)) Property to be sold (as described in Temp. Regs. sec. | | | | | |
| Property to be sold (as described in Temp. Regs. sec. | | | **** | | |
| (as described in Temp. Regs. sec. | · | | | | |
| Temp. Regs. sec. | | | | | |
| | 4. 44.5 | | | | |
| 1.367(a)-4T(d)) | | | | | |
| 1.551(4) +1(4)) | | | | | |
| Transfers of oil and gas | | | | | |
| working interests (as | | | 70.700.4.418 | | |
| described in Temp. | | | | | |
| Regs. sec. 1.367(a)-4T(e)) | | ,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,, | | | |
| | | | | | |
| Other property | | | | | |
| | | | | | |
| | | | | | |
| Supplemental Informatio | on Required | To Be Reported (see instr | uctions): | | |
| I Marian | | ndriff andriff freeze as a second | | | |
| t and a relieve to the artist of the | | | | | |

| 9 | rt IV Additional Information Regarding Transfer of Property (see instructions) 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 | | |
| 10 | DECITOR 331 | | |
| 11 | Indicate whether any transfer reported in Part III is subject to any of the following: | | |
| а | Gain recognition under section 904(f)(3) | Yes | X No |
| b | Gain recognition under section 904(f)(5)(F) | Yes | X No |
| С | Recapture under section 1503(d) | | X No |
| d | Exchange gain under section 987 | | X No |
| | | | \\ \\ \\ \\ \\ \\ \\ \\ \\ \\ \\ \\ \\ |
| 12 | Did this transfer result from a change in the classification of the transferee to that of a foreign corporation? | Yes | X 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: | | |
| а | Tainted property | Yes | X No |
| b | Depreciation recapture | Yes | X No |
| С | Branch loss recapture | | X No |
| d | Any other income recognition provision contained in the above-referenced regulations | | X No |
| 14 | Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)? | Yes Yes | X 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 | X 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? | X Yes | ☐ No |
| 17 a | Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? | Yes | X No |
| b | If "Yes," describe the nature of the rights to the intangible property that was transferred as a result of the transaction: | · | |
| | | | |
| | | Form 996 (| |

124533 12-29-11

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

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

OMB No. 1545-0026

| Part I U.S. Transferor Information (see instructions) | | • | | | |
|--|-----------------------------------|--------------------|---------------------------------------|--|--|
| Name of transferor | | | Identifying number (see instructions) | | |
| THE HEINZ ENDOWMENTS | | | | | |
| | | | 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 36 | | | | | |
| fewer domestic corporations? | | Yes | X No | | |
| b Did the transferor remain in existence after the transfer? | | X Yes | L No | | |
| If not, list the controlling shareholder(s) and their identifying number(s): | | | | | |
| Controlling shareholder | | ldentifying number | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| c If the transferor was a member of an affiliated group filing a consolidated return, was it the parent | t corporation? | Yes | X No | | |
| If not, list the name and employer identification number (EIN) of the parent corporation: | | | | | |
| | | parent corporati | | | |
| Name of parent corporation | LING | | | | |
| | | | | | |
| d Have basis adjustments under section 367(a)(5) been made? | | Yes | X No | | |
| d Have basis adjustments under section 367(a)(5) been made? | | Tes | LAJ NO | | |
| 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as | s such under sect | tion 367), comple | te | | |
| questions 2a through 2d. | | ,, | | | |
| a List the name and EIN of the transferor's partnership: | | | | | |
| Name of partnership | FINI of words continu | | | | |
| Hame of partnership | E11 | N of partnership | | | |
| CA DEGOLDORG FUND /IIG MAY EVENDE) GEDING DAIN Y | <i>C1</i> 1 F 2 0 F | | | | |
| CA RESOURCES FUND (US TAX EXEMPT) - SERIES BAIN X | | | X No | | |
| b Did the partner pick up its pro rata share of gain on the transfer of partnership assets?c Is the partner disposing of its entire interest in the partnership? | | | X No | | |
| c is the partner disposing of its entire interest in the partnership?d is the partner disposing of an interest in a limited partnership that is regularly traded on an establishment. | | Yes | LAJ NO | | |
| securities market? | iisi led | Yes | X No | | |
| Part II Transferee Foreign Corporation Information (see instructions) | | 163 | _22_110 | | |
| 3 Name of transferee (foreign corporation) | 4 10 | dentifying numbe | r, if any | | |
| | | | • | | |
| MYOB GROUP PTY LIMITED | | | | | |
| 5 Address (including country) | | | | | |
| 12 WESLEY COURT | | | | | |
| BURWOOD EAST, VIC 3151 AUSTRALIA | | | | | |
| 6 Country code of country of incorporation or organization | | | | | |
| AUSTRALIA | | | | | |
| 7 Foreign law characterization (see instructions) CORPORATION | | | | | |
| 8 Is the transferee foreign corporation a controlled foreign corporation? | | Yes | X No | | |
| LHA For Paperwork Reduction Act Notice, see separate instructions. | | | Rev. 12-2011) | | |
| | | (1 | | | |

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 | 09/30/2011 | | 471,324. | | |
| | | | | | |
| Stock and | | | | | |
| securities | | | | " | |
| | | | | | |
| | | | | | |
| Installment obligations, | | | | | |
| account receivables or | | | | | |
| similar property | | | | | |
| | | | | | |
| Foreign currency or other | | | | | |
| property denominated in | | | | | |
| foreign currency | | | | | |
| .oro.g.r ourrono, | | | | | |
| | | | | | |
| Inventory | | With the second | | | |
| or itory | | | | | |
| • | | | | | |
| Assets subject to | - | i | | | |
| | | | | | |
| depreciation recapture | | | | | |
| (see Temp. Regs. sec. | | | , | | |
| 1.367(a)-4T(b)) | | | | • | |
| Tangible property used in | | | 44.4.4.4.4.4.4.4.4.4.4.4.4.4.4.4.4.4.4.4 | | |
| trade or business not listed | | | **-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1- | | |
| under another category | | | | | |
| | | | | | |
| | | | | 14 · · · · · · · · · · · · · · · · · · · | |
| Intangible | | | | | |
| property | | 1985-157-0 | | | |
| | | | | | |
| 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 | | | | | |
| a and proporty | | | | | |
| | | | | | |
| | | | | | |
| Sunnlemental Inform | ation Required | To Be Reported (see instr | uotiona): | | |
| aabbieineillai iiiiõiiii | adon nequired | io pe i rehoi ten (see instr | ucuons): | | |
| . 17Mart stammer day of sur ² 7 | , . White he as a second | *************************************** | | | |
| *************************************** | | | | | |
| | | - Fr total | | | |
| | ******** | 300,000 | | | |

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

Form 926 (Rev. 12-2011)

X No

transaction:

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

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

OMB No. 1545-0026

| Part I U.S. Transferor Information (see instructions) | | 1 | | |
|---|--------------------|-------------------------------|---------------------------------------|--|
| Name of transferor THE HEINZ ENDOWMENTS | | | Identifying number (see instructions) | |
| | | | 100 | |
| If the transferor was a corporation, complete questions 1a through 1d. | | 25-1721 | 100 | |
| a If the transfer was a section 361(a) or (b) transfer, was the transfer controlled (under section 3 | 68(c)) by 5 or | | | |
| fewer domestic corporations? | | Yes | X No | |
| b Did the transferor remain in existence after the transfer? | | X Yes | □ No | |
| If not, list the controlling shareholder(s) and their identifying number(s): | | 165 | | |
| in the controlling entarented and their rectarying frameworks. | | | | |
| Controlling shareholder | Ide | entifying number | | |
| | | in and the same | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| If the transferor use a member of an efficient disease filling a small district disease. | | | X No | |
| c If the transferor was a member of an affiliated group filing a consolidated return, was it the parer If not, list the name and employer identification number (EIN) of the parent corporation: | it corporation? | Yes | L ∆ ∟ No | |
| Name of parent corporation | EIN of | EIN of parent corporation | | |
| | | | | |
| d Have basis adjustments under section 367(a)(5) been made? | | Yes | X No | |
| 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated a questions 2a through 2d. | ıs such under sec | tion 367), comple | te | |
| a List the name and EIN of the transferor's partnership: | | | | |
| a List the name and Enviol the transferor's partnership. | | | | |
| Name of partnership | EIN of partnership | | | |
| CA DEGOLDARA TURBO (MA TAN TURBO) | 64 4500 | 104 | | |
| CA RESOURCES FUND (US TAX EXEMPT) - SERIES BAIN X | | | [T.] | |
| b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? | | | X No | |
| c Is the partner disposing of its entire interest in the partnership? | | Yes | X No | |
| d Is the partner disposing of an interest in a limited partnership that is regularly traded on an estab | olished | | 37 | |
| securities market? Part II Transferee Foreign Corporation Information (see instructions) | | Yes | X No | |
| 3 Name of transferee (foreign corporation) | 4 1 | dentifying numbe | r, if any | |
| K.K. BCJ-1 | | | | |
| 5 Address (including country) | | | | |
| 3F KISHIMOTO BUILDING, 2-2-1 MARUNOUCHI, CHIYODA-KU POKYO, 100-0005 JAPAN | Г | | | |
| 6 Country code of country of incorporation or organization JAPAN | | | | |
| 7 Foreign law characterization (see instructions) | | | | |
| CORPORATION | | | | |
| 9 In the transferoe feroign corneration a controlled feroign agree and in a | | | V | |
| 8 Is the transferee foreign corporation a controlled foreign corporation? HA For Paperwork Reduction Act Notice, see separate instructions. | | Yes Form 926 (F | X No | |

Form 926 (Rev. 12-2011) THE HEINZ ENDOWMENTS

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 | 11/17/2011 | | 720,600. | | |
| 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 Informa | ation Required | To Be Reported (see instr | uctions): | | |

| 9 | TIV Additional Information Regarding Transfer of Property (see instructions) Enter the transferor's interest in the foreign transferee corporation before and after the transfer: | | |
|-------------|--|--------------------|-------------|
| | (a) Before | | |
| | (a) ===== // | | |
| 10 | Type of nonrecognition transaction (see instructions) ► <u>SECTION 351</u> | | |
| 11 | Indicate whether any transfer reported in Part III is subject to any of the following: | | |
| а | Gain recognition under section 904(f)(3) | Yes | X No |
| b | Gain recognition under section 904(f)(5)(F) | Yes | X No |
| C | Recapture under section 1503(d) | Yes | X No |
| d | Exchange gain under section 987 | Yes | X No |
| 12 | Did this transfer result from a change in the classification of the transferee to that of a foreign corporation? | Yes | X 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: | | |
| а | Tainted property | Yes | X No |
| b | Depreciation recapture | Yes | X No |
| С | Branch loss recapture | Yes | X No |
| d | Any other income recognition provision contained in the above-referenced regulations | Yes | X No |
| 14 | Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)? | Yes | X 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 | X 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? | X Yes | ☐ No |
| 17 a | Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? | Yes | X No |
| b | If "Yes," describe the nature of the rights to the intangible property that was transferred as a result of the transaction: | | |
| | | | |
| | | | |
| | | Form 926 (F | Day 10 001: |

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

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

OMB No. 1545-0026

| Part I U.S. Transferor Information (see instructions) | | | | | |
|--|----------------------------|---------------------|---------------------------------------|--|--|
| Name of transferor | | | Identifying number (see instructions) | | |
| THE HEINZ ENDOWMENTS | | | | | |
| | | | 100 | | |
| 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 sec | tion 368(c)) by 5 or | | | | |
| fewer domestic corporations? | | Yes | X No | | |
| b Did the transferor remain in existence after the transfer? | | | No | | |
| If not, list the controlling shareholder(s) and their identifying number(s): | •••••• | | | | |
| | · | | | | |
| Controlling shareholder | ld | lentifying number | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| The state of the s | | | | | |
| | | | | | |
| | | | | | |
| • | | | | | |
| The state of the s | | | | | |
| | | | | | |
| c If the transferor was a member of an affiliated group filing a consolidated return, was it the | parent corporation? | Yes | X No | | |
| If not, list the name and employer identification number (EIN) of the parent corporation: | parent corporations | Lifes | LALINO | | |
| in not, list the name and employer identification number (Env) of the parent corporation: | | | | | |
| Name of parent corporation | EIN o | of parent corporati | o n | | |
| | | | | | |
| | | | | | |
| d Have basis adjustments under section 367(a)(5) been made? | | Yes | X No | | |
| Trave basis adjustitients under section 507 (a)(3) been made: | | Lifes | LAJ NO | | |
| 2 If the transferor was a partner in a partnership that was the actual transferor (but is not tree | atod on such under se | ation 267) sample | ta | | |
| questions 2a through 2d. | ated as such under sec | ction 307), comple | r o | | |
| · · · · · · · · · · · · · · · · · · · | | | | | |
| a List the name and EIN of the transferor's partnership: | | | | | |
| Name of partnership | Name of partnership EIN of | | f partnership | | |
| | | | | | |
| CHARLESBANK EQUITY FUND VII, LP | 32-0280 | 123 | | | |
| b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? | | | X No | | |
| | | | | | |
| c Is the partner disposing of its entire interest in the partnership? | | Yes | X No | | |
| d Is the partner disposing of an interest in a limited partnership that is regularly traded on an | established | | [TZ] | | |
| Part II Transferee Foreign Corporation Information (see instructions) | | Yes Yes | X No | | |
| | | | | | |
| 3 Name of transferee (foreign corporation) | 4 | Identifying numbe | r, if any | | |
| WOMEN THE DE HOLDINGS THE | | 0 0000100 | | | |
| MONTPELIER RE HOLDINGS LTD. | 3 | 2-0280123 | | | |
| 5 Address (including country) | | | | | |
| MONTPELIER HOUSE, 94 PITTS BAY RD | | | | | |
| PEMBROKE, HM08 BERMUDA | | | | | |
| 6 Country code of country of incorporation or organization | | | | | |
| BERMUDA | | | | | |
| 7 Foreign law characterization (see instructions) | | | | | |
| CORPORATION | | | | | |
| 8 Is the transferee foreign corporation a controlled foreign corporation? | | Yes | X No | | |
| HA For Paperwork Reduction Act Notice, see separate instructions | | E / | Rev 12-2011) | | |

| 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 | | | 313,829. | | |
| | | | • | | |
| Stock and | | | | | |
| securities | | | | | |
| | | | | | |
| | | | | | |
| Installment obligations, | | | | | |
| account receivables or | | | | | |
| similar property | | | | | |
| | | | | # . # | |
| Foreign currency or other | | | | | |
| property denominated in | | | | | |
| foreign currency | | | | | |
| • | | | | | |
| | | | | | |
| Inventory | | | the state of the s | | |
| • | | | | | |
| | | | · | | |
| Assets subject to | | | | | |
| depreciation recapture | | | | | . , |
| (see Temp. Regs. sec. | | | | | |
| 1.367(a)-4T(b)) | | | | <u></u> | |
| Tangible property used in | | | | | () () () () () () () () () () |
| trade or business not listed | | | | | |
| under another category | | | | | |
| | - data- | | ** | | - 4 |
| | | | | | |
| Intangible | | | | | |
| property | | | | | |
| , , , | | | | | |
| Property to be leased | | | | | |
| (as described in final | | | | | |
| and temp. Regs. sec. | | | | | |
| 1.367(a)-4(c)) | | | | | |
| Property to be sold | - 8-4 | | | | |
| (as described in | · · · · · · · · · · · · · · · · · · · | | *************************************** | -, | |
| Temp. Regs. sec. | | | ······································ | | |
| 1.367(a)-4T(d)) | | | | | |
| Transfers of oil and gas | 7.11.1.1. | | | | |
| working interests (as | | | | | |
| described in Temp. | | **** | | | |
| Regs. sec. 1.367(a)-4T(e)) | | | | | |
| | | | | | |
| Other property | 11 | | | | |
| curer property | | | | | |
| | | | | | |
| | 10.00 | | l | | |
| Supplemental Informa | ation Required | To Be Reported (see instr | uctions): | | |
| 4 | | | | | |
| | | ************************************** | | | |
| | | | | | |
| | | | | | |
| | | | | | |

| Form | n 926 (Rev. 12-2011) THE HEINZ ENDOWMENTS | 25. | -1721100 | Page 3 |
|------|--|--------|----------|--------------|
| | rt IV Additional Information Regarding Transfer of Property (see instructions) | | | , ago c |
| 9 | Enter the transferor's interest in the foreign transferee corporation before and after the transfer: | | | • |
| | (a) Before0000 % (b) After0300 % | | | |
| 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: | | | |
| а | | | Yes | X No |
| b | A I III III III III III III III III III | •••••• | | X No |
| С | D | | | X No |
| d | | | | X No |
| 12 | Did this transfer result from a change in the classification of the transferee to that of a foreign corporation? | | Yes | X No |
| 13 | Indicate whether the transferor was required to recognize income under final and temporary Regulations section 1.367(a)-4 through 1.367(a)-6 for any of the following: | าร | | |
| а | Tainted property | | Yes | X No |
| b | | | | X No |
| С | Branch loss recapture | | | X No |
| d | Any other income recognition provision contained in the above-referenced regulations | | | X No |
| 14 | Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)? | | Yes | X 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 | X 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? | | X Yes | □ N o |
| 17 a | Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? | | Yes | X No |
| b | If "Yes," describe the nature of the rights to the intangible property that was transferred as a result of the | | | |

Form 926 (Rev. 12-2011)

transaction:

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

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

OMB No. 1545-0026

| Name of transferor THE HEINZ ENDOWMENTS | Identifying number (see instruction |
|--|-------------------------------------|
| THE HEINZ ENDOWMENTS | 25-1721100 |
| 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 se fewer domestic corporations? b Did the transferor remain in existence after the transfer? | ection 368(c)) by 5 or Yes X No |
| If not, list the controlling shareholder(s) and their identifying number(s): | LA Tes LNO |
| Controlling shareholder | Identifying number |
| | |
| | |
| | |
| c If the transferor was a member of an affiliated group filing a consolidated return, was it the | e parent corporation? Yes X 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? 2 If the transferor was a partner in a partnership that was the actual transferor (but is not transferor 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? c Is the partner disposing of its entire interest in the partnership? d Is the partner disposing of an interest in a limited partnership that is regularly traded on a | Yes X No |
| securities market? | Yes X No |
| Part II Transferee Foreign Corporation Information (see instructions) | |
| Name of transferee (foreign corporation) | 4 Identifying number, if any |
| COATUE OFFSHORE FUND, LTD. | |
| 5 Address (including country) PO BOX 2681, CENTURY YD, 4TH FL, CRICKET SQ, HUT FRAND CAYMAN, KY1-1111 CAYMAN ISLANDS | TCHINS DR, GEORGE TOWN |
| 6 Country code of country of incorporation or organization CAYMAN ISLANDS | |
| 7 Foreign law characterization (see instructions) CORPORATION | |
| 3 Is the transferee foreign corporation a controlled foreign corporation? | Yes X No |
| HA For Paperwork Reduction Act Notice, see separate instructions. 2-29-11 | Form 926 (Rev. 12-201 |

| 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 | | | 10,000,000. | | |
| | | | | | |
| Stock and | | | | | , |
| securities | | | | | |
| | | | | | |
| | | | | | |
| Installment obligations, | | | | | |
| account receivables or | | | | | |
| similar property | | | | | |
| | , | | | ., | |
| Foreign currency or other | | | 4-4-1-4-4-4-4-4-4-4-4-4-4-4-4-4-4-4-4-4 | | 1 |
| property denominated in | | | | | |
| foreign currency | | | | | 1 |
| | | | | | |
| Inventory | | | <u> </u> | | |
| ony | | | | | |
| | N | | W | | |
| 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 | | 1 | | | |
| working interests (as | | 44444 | | | |
| described in Temp. | | | | | |
| Regs. sec. 1.367(a)-4T(e)) | | 11011 | | | |
| Other property | | | | | |
| Other property | | | | | |
| | | | | | |
| | | | | | <u> </u> |
| Supplemental Informa | ation Required | To Be Reported (see instr | uctions): | | |
| | | | | | |
| | **** | | | · | |
| 7-1 | | | | | |
| | | | | | |
| | | | | | |

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

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?

15 a Did the transferor transfer foreign goodwill or going concern value as defined in Temporary Regulations section

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

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

transferred > \$ _____

transaction:

Form 926 (Rev. 12-2011)

X No

X No

X No

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

Internal Revenue Service Attach to your income tax return for the year of the transfer or distribution.

OMB No. 1545-0026

| lame of transferor THE HEINZ ENDOWMENTS | | Identifying | g number (see instruc |
|--|--|-----------------|--|
| THE WITH BRIDONGINIS | | 25-1 | 721100 |
| 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 fewer domestic corporations? | | | Yes X N |
| b Did the transferor remain in existence after the transfer? | | <u> </u> | |
| If not, list the controlling shareholder(s) and their identifying number(s): | | | |
| Controlling shareholder | | Identifying nu | ımber |
| **** | | | |
| | | | |
| | | | |
| c If the transferor was a member of an affiliated group filing a consolidated return, was it the pa If not, list the name and employer identification number (EIN) of the parent corporation: | rent corporation? | ? | Yes X N |
| Name of parent corporation | 1 | | |
| Name of parent corporation | EII | N of parent cor | rporation |
| d Have basis adjustments under section 367(a)(5) been made? If the transferor was a partner in a partnership that was the actual transferor (but is not treate questions 2a through 2d. | | | Yes X N |
| d Have basis adjustments under section 367(a)(5) been made? If the transferor was a partner in a partnership that was the actual transferor (but is not treate questions 2a through 2d. | | | Yes X N |
| d Have basis adjustments under section 367(a)(5) been made? If the transferor was a partner in a partnership that was the actual transferor (but is not treate questions 2a through 2d. | | | Yes X N |
| d Have basis adjustments under section 367(a)(5) been made? If the transferor was a partner in a partnership that was the actual transferor (but is not treated questions 2a through 2d. a List the name and EIN of the transferor's partnership: Name of partnership | d as such under s | section 367), c | Yes X N |
| d Have basis adjustments under section 367(a)(5) been made? If the transferor was a partner in a partnership that was the actual transferor (but is not treate questions 2a through 2d. a List the name and EIN of the transferor's partnership: Name of partnership COLUMBIA CAPITAL EQUITY PARTNERS IV (QP), LP | d as such under s | section 367), c | Yes X No |
| d Have basis adjustments under section 367(a)(5) been made? If the transferor was a partner in a partnership that was the actual transferor (but is not treate questions 2a through 2d. a List the name and EIN of the transferor's partnership: Name of partnership COLUMBIA CAPITAL EQUITY PARTNERS IV (QP), LP | d as such under s | section 367), c | Yes X N |
| d Have basis adjustments under section 367(a)(5) been made? If the transferor was a partner in a partnership that was the actual transferor (but is not treate questions 2a through 2d. a List the name and EIN of the transferor's partnership: Name of partnership COLUMBIA CAPITAL EQUITY PARTNERS IV (QP), LP b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? c Is the partner disposing of its entire interest in the partnership? d Is the partner disposing of an interest in a limited partnership that is regularly traded on an estimate in the partnership that is regularly traded on a | d as such under s | section 367), c | Yes X Note that the second sec |
| d Have basis adjustments under section 367(a)(5) been made? If the transferor was a partner in a partnership that was the actual transferor (but is not treate questions 2a through 2d. a List the name and EIN of the transferor's partnership: Name of partnership COLUMBIA CAPITAL EQUITY PARTNERS IV (QP), LP b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? c Is the partner disposing of its entire interest in the partnership? d Is the partner disposing of an interest in a limited partnership that is regularly traded on an est securities market? | d as such under s | section 367), c | Yes X N |
| d Have basis adjustments under section 367(a)(5) been made? If the transferor was a partner in a partnership that was the actual transferor (but is not treated questions 2a through 2d. a List the name and EIN of the transferor's partnership: Name of partnership COLUMBIA CAPITAL EQUITY PARTNERS IV (QP), LP b Did the partner pick up its promata share of gain on the transfer of partnership assets? c Is the partner disposing of its entire interest in the partnership? d Is the partner disposing of an interest in a limited partnership that is regularly traded on an est securities market? | d as such under state of the st | section 367), c | Yes X Notes on the second seco |
| d Have basis adjustments under section 367(a)(5) been made? If the transferor was a partner in a partnership that was the actual transferor (but is not treate questions 2a through 2d. a List the name and EIN of the transferor's partnership: Name of partnership COLUMBIA CAPITAL EQUITY PARTNERS IV (QP), LP b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? c Is the partner disposing of its entire interest in the partnership? d Is the partner disposing of an interest in a limited partnership that is regularly traded on an est securities market? Transferee Foreign Corporation Information (see instructions) Name of transferee (foreign corporation) | d as such under state of the st | section 367), c | Yes X Notes on the second seco |
| d Have basis adjustments under section 367(a)(5) been made? If the transferor was a partner in a partnership that was the actual transferor (but is not treate questions 2a through 2d. a List the name and EIN of the transferor's partnership: Name of partnership COLUMBIA CAPITAL EQUITY PARTNERS IV (QP), LP b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? c Is the partner disposing of its entire interest in the partnership? d Is the partner disposing of an interest in a limited partnership that is regularly traded on an est securities market? art II Transferee Foreign Corporation Information (see instructions) Name of transferee (foreign corporation) EUNETWORKS GROUP LIMITED Address (including country) RAFFLES PLACE, #31-20 UOB PLAZA 2 | d as such under state of the st | section 367), c | Yes X Notes on the second seco |
| d Have basis adjustments under section 367(a)(5) been made? If the transferor was a partner in a partnership that was the actual transferor (but is not treate questions 2a through 2d. a List the name and EIN of the transferor's partnership: Name of partnership COLUMBIA CAPITAL EQUITY PARTNERS IV (QP), LP b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? c Is the partner disposing of its entire interest in the partnership? d Is the partner disposing of an interest in a limited partnership that is regularly traded on an esi securities market? art II Transferee Foreign Corporation Information (see instructions) Name of transferee (foreign corporation) EUNETWORKS GROUP LIMITED Address (including country) COLUMBIA CAPITAL EQUITY PARTNERS IV (QP), LP Address (including country) COLUMBIA CAPITAL EQUITY PARTNERS IV (QP), LP B Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Columbia CAPITAL EQUITY PARTNERS IV (QP), LP B Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Columbia CAPITAL EQUITY PARTNERS IV (QP), LP B Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Columbia CAPITAL EQUITY PARTNERS IV (QP), LP B Did the partner ship COLUMBIA CAPITAL EQUITY PARTNERS IV (QP), LP B Did the partner ship COLUMBIA CAPITAL EQUITY PARTNERS IV (QP), LP B Did the partner ship COLUMBIA CAPITAL EQUITY PARTNERS IV (QP), LP B Did the partner ship COLUMBIA CAPITAL EQUITY PARTNERS IV (QP), LP B Did the partner ship COLUMBIA CAPITAL EQUITY PARTNERS IV (QP), LP B Did the partner ship COLUMBIA CAPITAL EQUITY PARTNERS IV (QP), LP B Did the partner ship COLUMBIA CAPITAL EQUITY PARTNERS IV (QP), LP B Did the partner ship COLUMBIA CAPITAL EQUITY PARTNERS IV (QP), LP B Did the partner ship COLUMBIA CAPITAL EQUITY PARTNERS IV (QP), LP B Did the partner ship COLUMBIA CAPITAL EQUITY PARTNERS IV (QP), LP B Did the partner ship COLUMBIA CAPITAL EQUITY PARTNERS IV (| d as such under state of the st | section 367), c | Yes X Notes on the second seco |
| d Have basis adjustments under section 367(a)(5) been made? If the transferor was a partner in a partnership that was the actual transferor (but is not treate questions 2a through 2d. a List the name and EIN of the transferor's partnership: Name of partnership COLUMBIA CAPITAL EQUITY PARTNERS IV (QP), LP b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? c Is the partner disposing of its entire interest in the partnership? d Is the partner disposing of an interest in a limited partnership that is regularly traded on an est securities market? art II Transferee Foreign Corporation Information (see instructions) Name of transferee (foreign corporation) EUNETWORKS GROUP LIMITED Address (including country) RAFFLES PLACE, #31-20 UOB PLAZA 2 18624 SINGAPORE Country code of country of incorporation or organization SINGAPORE Foreign law characterization (see instructions) | d as such under state of the st | section 367), c | Yes X Notes on the second seco |
| d Have basis adjustments under section 367(a)(5) been made? If the transferor was a partner in a partnership that was the actual transferor (but is not treate questions 2a through 2d. a List the name and EIN of the transferor's partnership: Name of partnership COLUMBIA CAPITAL EQUITY PARTNERS IV (QP), LP b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? c Is the partner disposing of its entire interest in the partnership? d Is the partner disposing of an interest in a limited partnership that is regularly traded on an est securities market? art II Transferee Foreign Corporation Information (see instructions) Name of transferee (foreign corporation) EUNETWORKS GROUP LIMITED Address (including country) O RAFFLES PLACE, #31-20 UOB PLAZA 2 18624 SINGAPORE Country code of country of incorporation or organization SINGAPORE | d as such under state of the st | section 367), c | Yes X Notes on the second seco |

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 | | | 92,018. | | |
| | | | | | |
| Stock and | | | | | |
| securities | | | | 1.5 | |
| | | | | | |
| | 74.51 | N-71-6 | | | |
| Installment obligations, | | | | - | |
| account receivables or | | | | | |
| similar property | *************************************** | | | | |
| Earoign gurrangy ar other | | | | | |
| Foreign currency or other property denominated in | | | | | 75. |
| foreign currency | | | | | |
| Toleigh cultericy | | | | | |
| - Office of Control of | | | | | |
| Inventory | *************************************** | | | | , , , , , , , , , , , , , , , , , , , |
| , | F 4: 11 11 11 | | | | |
| | | | | | |
| 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 | | | | | |
| 5 | | | | | |
| Property to be leased | | | | - 11 - | |
| (as described in final | | | \$115 A. W. | - | |
| and temp. Regs. sec. | The state of the s | | | | |
| 1.367(a)-4(c)) Property to be sold | 118-1-1-1 | | 1177 1210 | | |
| (as described in | | | | | |
| Temp. Regs. sec. | PWH-FL | | *************************************** | | |
| 1.367(a)-4T(d)) | | | | | |
| Transfers of oil and gas | | | | | |
| working interests (as | | | ************************************** | | |
| described in Temp. | | | | | |
| Regs. sec. 1.367(a)-4T(e)) | **** | | | | |
| \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ | White In account | | | | |
| Other property | | | ···· | | 4**** |
| | | | | | |
| | | | | | |
| Supplemental Informa | ation Required | To Be Reported (see instru | uctions): | | |
| | | | | | ., |
| | | | | | |
| | | | | **** | |

| Pa | rt 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) Before0000 % (b) After0000 % | | |
| | (a) Delote | | |
| 10 | Type of nonrecognition transaction (see instructions) ▶ <u>SECTION</u> 351 | | |
| 11 | Indicate whether any transfer reported in Part III is subject to any of the following: | | |
| а | Gain recognition under section 904(f)(3) | Yes | X No |
| b | Gain recognition under section 904(f)(5)(F) | Yes | X No |
| c | Recapture under section 1503(d) | Yes | X No |
| d | | Yes | X No |
| 12 | Did this transfer result from a change in the classification of the transferee to that of a foreign corporation? | Yes | X No |
| 12 | and this transfer result from a change in the classification of the transferee to that of a foleigh corporation? | 1es | LAL NU |
| 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: | | |
| а | Tainted property | Yes | X No |
| b | Depreciation recapture | Yes | X No |
| C | Branch loss recapture | Yes | X No |
| d | | Yes | X No |
| 14 | Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)? | Yes | X 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 | X 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? | X Yes | ☐ No |
| 17 a | Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? | Yes | X No |
| b | If "Yes," describe the nature of the rights to the intangible property that was transferred as a result of the transaction: | | |
| | | | |
| | | | |
| | | Form 006 / | Rev 12-2011) |

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

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

OMB No. 1545-0026

| THE HETNY ENDOWNENTS | | Identifying numb | er (see instruction |
|--|------------------------|----------------------------|---------------------|
| THE HEINZ ENDOWMENTS | | 25-1721 | 100 |
| 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 fewer domestic corporations? b Did the transferor remain in existence after the transfer? If not, list the controlling shareholder(s) and their identifying number(s): | | r Yes | X No |
| Controlling shareholder | | Identifying number | |
| | | | |
| | | | |
| | | | |
| c If the transferor was a member of an affiliated group filing a consolidated return, was it If not, list the name and employer identification number (EIN) of the parent corporation | | n? Yes | X N |
| Name of parent corporation | E | EIN of parent corporat | ion |
| | | | |
| If the transferor was a partner in a partnership that was the actual transferor (but is no questions 2a through 2d. | | | |
| If the transferor was a partner in a partnership that was the actual transferor (but is no questions 2a through 2d. a List the name and EIN of the transferor's partnership: | | er section 367), comple | |
| If the transferor was a partner in a partnership that was the actual transferor (but is no questions 2a through 2d. | | | |
| If the transferor was a partner in a partnership that was the actual transferor (but is no questions 2a through 2d. a List the name and EIN of the transferor's partnership: Name of partnership COLUMBIA CAPITAL EQUITY PARTNERS IV (QP), LP b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? c Is the partner disposing of its entire interest in the partnership? d Is the partner disposing of an interest in a limited partnership that is regularly traded o | t treated as such unde | EIN of partnership | X No |
| If the transferor was a partner in a partnership that was the actual transferor (but is no questions 2a through 2d. a List the name and EIN of the transferor's partnership: Name of partnership COLUMBIA CAPITAL EQUITY PARTNERS IV (QP), LP b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? c Is the partner disposing of its entire interest in the partnership? d Is the partner disposing of an interest in a limited partnership that is regularly traded o securities market? | t treated as such unde | EIN of partnership | X No |
| If the transferor was a partner in a partnership that was the actual transferor (but is no questions 2a through 2d. a List the name and EIN of the transferor's partnership: Name of partnership COLUMBIA CAPITAL EQUITY PARTNERS IV (QP), LP b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? c Is the partner disposing of its entire interest in the partnership? d Is the partner disposing of an interest in a limited partnership that is regularly traded o securities market? | t treated as such unde | EIN of partnership .79167 | X No X No |
| If the transferor was a partner in a partnership that was the actual transferor (but is no questions 2a through 2d. a List the name and EIN of the transferor's partnership: Name of partnership COLUMBIA CAPITAL EQUITY PARTNERS IV (QP), LP b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? c Is the partner disposing of its entire interest in the partnership? d Is the partner disposing of an interest in a limited partnership that is regularly traded o securities market? Transferee Foreign Corporation Information (see instructions) Name of transferee (foreign corporation) | t treated as such unde | EIN of partnership .79167 | X No X No |
| If the transferor was a partner in a partnership that was the actual transferor (but is no questions 2a through 2d. a List the name and EIN of the transferor's partnership: Name of partnership COLUMBIA CAPITAL EQUITY PARTNERS IV (QP), LP b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? c Is the partner disposing of its entire interest in the partnership? d Is the partner disposing of an interest in a limited partnership that is regularly traded o securities market? art II Transferee Foreign Corporation Information (see instructions) Name of transferee (foreign corporation) PUBLIC MOBILE HOLDINGS INC. Address (including country) 20 YONGE STREET, SUITE 400 DRONTO, ONTARIO M4S 1A4 CANADA | t treated as such unde | EIN of partnership .79167 | X No X No |
| If the transferor was a partner in a partnership that was the actual transferor (but is no questions 2a through 2d. a List the name and EIN of the transferor's partnership: Name of partnership COLUMBIA CAPITAL EQUITY PARTNERS IV (QP), LP b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? c Is the partner disposing of its entire interest in the partnership? d Is the partner disposing of an interest in a limited partnership that is regularly traded o securities market? art II Transferee Foreign Corporation Information (see instructions) Name of transferee (foreign corporation) PUBLIC MOBILE HOLDINGS INC. Address (including country) 20 YONGE STREET, SUITE 400 DRONTO, ONTARIO M4S 1A4 CANADA Country code of country of incorporation or organization | t treated as such unde | EIN of partnership .79167 | X No X No |
| questions 2a through 2d. a List the name and EIN of the transferor's partnership: Name of partnership COLUMBIA CAPITAL EQUITY PARTNERS IV (QP), LP b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? c Is the partner disposing of its entire interest in the partnership? d Is the partner disposing of an interest in a limited partnership that is regularly traded o securities market? art II Transferee Foreign Corporation Information (see instructions) Name of transferee (foreign corporation) PUBLIC MOBILE HOLDINGS INC. Address (including country) 920 YONGE STREET, SUITE 400 DRONTO, ONTARIO M4S 1A4 CANADA Country code of country of incorporation or organization CANADA | t treated as such unde | EIN of partnership .79167 | X No |

| 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 | -8-4 | | 37,978. | | |
| | | | | | |
| Stock and | | | | | |
| securities | 10 1000 | | | | |
| | | 9.40 da la constituit. | | | |
| | | | | | |
| Installment obligations, | | | *** | | |
| account receivables or | | | | | |
| similar property | | | | | |
| Fausian accuracy and the | · · · · · · · · · · · · · · · · · · · | | | - | |
| Foreign currency or other | | | | | *************************************** |
| property denominated in | | | | | |
| foreign currency | 40 | | | | |
| | | | | | |
| Inventory | | | | | |
| in toritory | | | | | |
| | | | | | |
| Assets subject to | | | | | |
| depreciation recapture | | | | | |
| (see Temp. Regs. sec. | | | | | |
| 1.367(a)-4T(b)) | | | 144 144 | | |
| Tangible property used in | | | | | |
| trade or business not listed | | | | | |
| under another category | | | | | |
| and or another eategory | | | | | |
| ************************************** | · | | | | |
| 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 inter e sts (as | | | | | |
| described in Temp. | | | | | |
| Regs. sec. 1.367(a)-4T(e)) | | | | | |
| | | | | | |
| Other property | | | | | |
| Ĺ | | | | | |
| | | | | | |
| Supplemental Informa | ition Required | I To Be Reported (see instru | uctions): | | |
| Trade loss as A - 10 Tr | | | · | · | |

| Pa | rt 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 a b | | Yes | X No X No X No |
| 4 | Exchange gain under section 987 | Yes | X No |
| 12 13 | Did this transfer result from a change in the classification of the transferee to that of a foreign corporation? | | X No |
| | 1.367(a)-4 through 1.367(a)-6 for any of the following: | | |
| а | Tainted property | Yes | X No |
| b | Depreciation recapture | | X No |
| С | | | X No |
| d | Any other income recognition provision contained in the above-referenced regulations | Yes | X No |
| 14 | Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)? | Yes | X 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 | X 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? | X Yes | ☐ No |
| 17 a | Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? | Yes | X No |
| b | If "Yes," describe the nature of the rights to the intangible property that was transferred as a result of the transaction: | | |
| | | | |
| | | Form 926 (| Rev 12-2011 |

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

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

OMB No. 1545-0026

| Part I U.S. Transferor Information (see instructions) | | | |
|---|------------|------------------|-----------------------|
| Name of transferor | | Identifying numb | er (see instructions) |
| THE HEINZ ENDOWMENTS | | | |
| | | 25-1721 | 100 |
| 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)) b | | | |
| fewer domestic corporations? | | Yes | X No |
| b Did the transferor remain in existence after the transfer? | | X Yes | └─ No |
| If not, list the controlling shareholder(s) and their identifying number(s): | | | |
| Controlling shareholder | lde | ntifying number | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | - | | |
| | | | |
| | | | |
| | | | |
| | | - | |
| | | | |
| c If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corpo | ration? | Yes | X No |
| If not, list the name and employer identification number (EIN) of the parent corporation: | | | |
| Name of parent corporation | FIN of | parent corporati | |
| Traine of parent corporation | LING | parent corporati | |
| | | | |
| d Harrison director and a series of the control of | | | T1 |
| d Have basis adjustments under section 367(a)(5) been made? | | Yes | X No |
| 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such | under seet | ion 267) comple | |
| questions 2a through 2d. | under sect | ion 307), comple | .ᠸ |
| a List the name and EIN of the transferor's partnership: | | | |
| | | | |
| Name of partnership | EIN | l of partnership | |
| | | | |
| COLUMBIA CAPITAL EQUITY PARTNERS V (QP), LP 26- | -35629 | 30 | |
| b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? | | Yes | X No |
| c Is the partner disposing of its entire interest in the partnership? | | Yes | X No |
| d Is the partner disposing of an interest in a limited partnership that is regularly traded on an established | | | |
| securities market? | | Yes Yes | X No |
| Part II Transferee Foreign Corporation Information (see instructions) | | | |
| 3 Name of transferee (foreign corporation) | 4 ld | entifying numbe | r, if any |
| | | | |
| EUNETWORKS GROUP LIMITED | | | |
| 5 Address (including country) | | | |
| 80 RAFFLES PLACE, #31-20 UOB PLAZA 2 | | | |
| · · · · · · · · · · · · · · · · · · · | | | |
| 048624 SINGAPORE | | | |
| 048624 SINGAPORE 6 Country code of country of incorporation or organization | | | |
| 048624 SINGAPORE 6 Country code of country of incorporation or organization SINGAPORE | | | |
| 048624 SINGAPORE 6 Country code of country of incorporation or organization SINGAPORE 7 Foreign law characterization (see instructions) | | | |
| 048624 SINGAPORE 6 Country code of country of incorporation or organization SINGAPORE 7 Foreign law characterization (see instructions) PUBLIC LIMITED COMPANY | | | \[\forall \] |
| 048624 SINGAPORE 6 Country code of country of incorporation or organization SINGAPORE 7 Foreign law characterization (see instructions) | | Yes | X No |

| 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 | | | 86,407. | | |
| | | | ,,,,, | | |
| Stock and | | | | | |
| securities | | | | | |
| Installment obligations, | | | | | |
| account receivables or | | | | | |
| similar property | | | | | |
| 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 | *Miles de la companya | | | | |
| | | | | *************************************** | |
| Property to be leased | ****** | | | | |
| (as described in final | | | | | |
| and temp. Regs. sec. | | | - 901 | | |
| 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. | -0, | | ···· | | |
| Regs. sec. 1.367(a)-4T(e)) | | | | | |
| | | | | | |
| Other property | | | | | |
| <u> </u> | | | | | |
| <u> </u> | | | | · | |
| Supplemental Informa | ation Required | To Be Reported (see instru | uctions): | | |
| State of the state | | 4-77- | 10 - L 1 - L 2 - L | ****** | |
| | **** | | | | |
| - | | | | · ··· · <u>-</u> · ··· · | |

| Pa | rt 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) Before0010 % (b) After0000 % | | |
| 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: | | |
| а | 9 | Yes | X No |
| b | Gain recognition under section 904(f)(5)(F) | Yes | X No |
| C | | | X No |
| d | | Yes | X No |
| 12 | Did this transfer result from a change in the classification of the transferee to that of a foreign corporation? | Yes | X 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: | | |
| а | Tainted property | Yes | X No |
| b | Depreciation recapture | Yes | X No |
| С | Branch loss recapture | | X No |
| d | Any other income recognition provision contained in the above-referenced regulations | Yes | X No |
| 14 | Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)? | Yes | X 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 | X 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? | X Yes | □ No |
| 17 a | Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? | Yes | X No |
| b | If "Yes," describe the nature of the rights to the intangible property that was transferred as a result of the transaction: | | |
| | | | |
| | | Form 926 (I | 3ev 12-2011) |

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

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

OMB No. 1545-0026

| Part I U.S. Transferor Information (see instructions) | | | | | |
|--|--------------------------------------|----------------|---------------|------------------------------|--|
| Name of transferor | | Identi | fying numb | er (see instructions) | |
| THE HEINZ ENDOWMENTS | | | | | |
| | | 25 | 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 3 | 368(c)) by 5 o | r _ | | | |
| fewer domestic corporations? | | [| Yes | X No | |
| b Did the transferor remain in existence after the transfer? | | | X Yes | ☐ No | |
| If not, list the controlling shareholder(s) and their identifying number(s): | | | | | |
| One the History of heavy be stated | | 1.1 126 1. | | | |
| Controlling shareholder | | Identifying | g number | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| c If the transferor was a member of an affiliated group filing a consolidated return, was it the pare | ent corporatio | n? | Yes | X No | |
| If not, list the name and employer identification number (EIN) of the parent corporation: | | | | | |
| | [·· · · · · · · · · · · · · · · · · | | | | |
| Name of parent corporation | | EIN of parent | corporati | on | |
| | | | | | |
| | | | | | |
| d Have basis adjustments under section 367(a)(5) been made? | | | Yes | X No | |
| | | | | | |
| 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated | as such unde | er section 367 | '), comple | te | |
| questions 2a through 2d. | | | | | |
| a List the name and EIN of the transferor's partnership: | | | | | |
| Name of partnership | · [| EIN of par | .t.ahim | | |
| Name of partnership | | En or par | ulerstlip | | |
| | | | | | |
| COLUMBIA CAPITAL EQUITY PARTNERS V (QP), LP | | 62930 <u> </u> | | | |
| b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? | | | Yes | X No | |
| c Is the partner disposing of its entire interest in the partnership? | | L | Yes | X No | |
| d Is the partner disposing of an interest in a limited partnership that is regularly traded on an esta | ablished | _ | | | |
| securities market? | | <u>L</u> | Yes | X No | |
| Part II Transferee Foreign Corporation Information (see instructions) | | | | | |
| 3 Name of transferee (foreign corporation) | | 4 Identifyi | ng numbe | r, if any | |
| | | | | | |
| PUBLIC MOBILE HOLDINGS INC. | | <u> </u> | | | |
| 5 Address (including country) | | | | | |
| 1920 YONGE STREET, SUITE 400 | | | | | |
| TORONTO, ONTARIO M4S 1A4 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 | X No | |
| -HA For Paperwork Reduction Act Notice, see separate instructions. | | F | | Rev. 12-2011) | |
| 12-29-11 | | ı | U. 111 JZU (F | 10 V. 12-2011) | |
| | | | | | |

| 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 | | | 79,096. | | |
| | | | | | |
| Stock and | | | | | |
| securities | | | | | |
| | | | | | |
| | | | | | |
| Installment obligations, | | | | | |
| account receivables or | | | | | |
| similar property | | | | 1 | |
| **** | | 747 | | | |
| Foreign currency or other | | | *************************************** | | |
| property denominated in | | - | | | |
| foreign currency | | | | | |
| | | | | | |
| | | | | | |
| Inventory | | | | | |
| | | | | 11 (11 (11 (11 (11 (11 (11 (11 (11 (11 | |
| | | | | | |
| Assets subject to | | | | | |
| depreciation recapture | | | | | |
| (see Temp. Regs. sec. | *************************************** | | 11-11-11-11 | | |
| 1.367(a)-4T(b)) | 7.111102 | | April Mary | | |
| Tangible property used in | | | | | |
| trade or business not listed | | | | | |
| under another category | | | | | |
| | | | | | |
| | | | | | |
| Intangible | | | | | |
| property | | | 1·11 / | | |
| | | | | | |
| Property to be leased | | | | | |
| (as described in final | 77.14° t. t | | 7.0. 17 | | 9-41-1 |
| and temp. Regs. sec. | | | | | |
| 1.367(a)-4(c)) | | | | | |
| Property to be sold | | *************************************** | | · · · · · · · · · · · · · · · · · · · | |
| (as described in | · | | | | |
| Temp. Regs. sec. | | 1016-10-10 | | | |
| 1.367(a)-4T(d)) | N5-18-1 | | | | |
| Transfers of oil and gas | | | | | |
| working interests (as | | | Territorio de constitución de | | |
| described in Temp. | | | | | |
| Regs. sec. 1.367(a)-4T(e)) | | | | | |
| | | | | ., | |
| Other property | | | | | |
| | | | | | |
| | | | | | |
| Supplemental Informa | ation Required | To Be Reported (see instr | ructions): | | |
| | | | | | |
| | | - Market Array | | | |
| | | | | | |

124532 12-29-11

| 9 | rt IV Additional Information Regarding Transfer of Property (see instructions) Enter the transferor's interest in the foreign transferee corporation before and after the transfer: | | |
|------|--|-------------|--------------|
| | (a) Before % (b) After 0000 % | | |
| | (a) Belole | | |
| 10 | Type of nonrecognition transaction (see instructions) ▶ <u>SECTION</u> 351 | | |
| 11 | Indicate whether any transfer reported in Part III is subject to any of the following: | | |
| а | *************************************** | Yes | X No |
| b | Gain recognition under section 904(f)(5)(F) | Y es | X No |
| C | Recapture under section 1503(d) | Yes | X No |
| d | Exchange gain under section 987 | Yes | X No |
| 12 | Did this transfer result from a change in the classification of the transferee to that of a foreign corporation? | Yes | X 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: | | |
| а | Tainted property | Yes | X No |
| b | | Yes | X No |
| С | Branch loss recapture | Yes | X No |
| d | Any other income recognition provision contained in the above-referenced regulations | Yes | X No |
| 14 | Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)? | Yes | X 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 | X 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? | X Yes | □ N o |
| 17 a | Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? | Yes | X No |
| b | If "Yes," describe the nature of the rights to the intangible property that was transferred as a result of the transaction: | | |
| | | | |
| | | | |
| | | Form 926 / | Rev. 12-2011 |

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

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

OMB No. 1545-0026

| Name of transferor THE HEINZ ENDOWMENTS | Identifying numb | er (see instruction | |
|---|------------------|----------------------------|-----------|
| THE REINZ ENDOWMENTS | | 25-1721 | 100 |
| 1 If the transferor was a corporation, complete questions 1a through 1d. | | 1 - 2 | |
| a If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 3 | | | |
| fewer domestic corporations? | | Yes | X No |
| b Did the transferor remain in existence after the transfer? | | X 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 pare If not, list the name and employer identification number (EIN) of the parent corporation: | ent corporation? | Yes | X No |
| Name of parent corporation | EIN | N of parent corporati | ion |
| d Have basis adjustments under section 367(a)(5) been made? If the transferor was a partner in a partnership that was the actual transferor (but is not treated questions 2a through 2d. | | | X No |
| a List the name and EIN of the transferor's partnership: Name of partnership | | EIN of partnership | |
| Name of partnership | | EIN of partnership | |
| DAVIDSON KEMPNER INSTITUTIONAL PARTNERS, LP | 13-359 | 7020 | |
| b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? | | | X No |
| c Is the partner disposing of its entire interest in the partnership? | | | X No |
| d Is the partner disposing of an interest in a limited partnership that is regularly traded on an estal | | | |
| securities market? | | Yes | X No |
| Part II Transferee Foreign Corporation Information (see instructions) | | | |
| Name of transferee (foreign corporation) | 4 | 1 Identifying number | r, if any |
| SHEPHERD SELECT ASSET LTD. | | 98-0616904 | |
| Address (including country) O. 18 RUSSELL HILL RD OAD TOWN, TORTOLA, BRITISH VIRGIN ISLANDS | | | |
| Country code of country of incorporation or organization BRITISH VIRGIN ISLANDS | | | |
| Foreign law characterization (see instructions) | | | |
| CORPORATION | | | |
| CORPORATION Is the transferee foreign corporation a controlled foreign corporation? | | Yes | X No |

| 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 | 01/20/2011 | | 140,456. | | |
| | | | | | |
| Stock and | | | | | |
| securities | | - 1 | | | |
| | | | | | |
| | | | | | |
| Installment obligations, | | | | | |
| account receivables or | | | 4 | | |
| similar property | | <u> </u> | | | |
| | | | | | |
| Foreign currency or other | | <u> </u> | | | |
| property denominated in | | | | | |
| foreign currency | | | 1-7-1 | | |
| | | · · · · · · · · · · · · · · · · · · · | / | | <u> </u> |
| Inventory | | | | | *** |
| miveritory | | | · · · · · · · · · · · · · · · · · · · | | |
| | | | | | |
| Assets subject to | | | | | |
| depreciation recapture | | ······································ | | | |
| (see Temp. Regs. sec. | | | | | |
| 1.367(a)-4T(b)) | | | | | |
| Tangible property used in | | | | | 2 4 12 |
| trade or business not listed | - | | | | |
| under another category | | | | | |
| ander another category | | | · · · · · · · · · · · · · · · · · · · | | |
| | | | | | |
| Intangible | | | | | |
| property | | | · · · · · · · · · · · · · · · · · · · | | |
| proporty | | | | | |
| Property to be leased | | | | | |
| (as described in final | *************************************** | | | | |
| and temp. Regs. sec. | | | | | |
| 1.367(a)-4(c)) | | 7.51 | * 3.11-5-6 | | |
| Property to be sold | | | | | |
| (as described in | | | | | |
| Temp. Regs. sec. | | | | | |
| 1.367(a)-4T(d)) | | | | | |
| Transfers of oil and gas | | 114 | | | |
| working interests (as | | **** | | | |
| described in Temp. | | | | | |
| Regs. sec. 1.367(a)-4T(e)) | | | | | · · · · · · · · · · · · · · · · · · · |
| | 7 | | 1. 1 | **** | |
| Other property | | 1. P | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| Supplemental Informa | ation Required 1 | To Be Reported (see instru | uctions): | | |
| | | | • | | |
| | | | | | |
| | | **** | | | |
| | | | | | |
| | | | | | |

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

Form 926 (Rev. 12-2011)

transaction:

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

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

OMB No. 1545-0026

| Name of transferor | Identifying number (see instruction |
|---|--|
| THE HEINZ ENDOWMENTS | 25-1721100 |
| 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 fewer domestic corporations? b Did the transferor remain in existence after the transfer? If not, list the controlling shareholder(s) and their identifying number(s): | B(c)) by 5 or Yes X No |
| Controlling shareholder | Identifying number |
| | |
| | |
| c If the transferor was a member of an affiliated group filing a consolidated return, was it the parent If not, list the name and employer identification number (EIN) of the parent corporation: | corporation? Yes X No |
| Name of parent corporation | EIN of parent corporation |
| | |
| questions 2a through 2d. | |
| 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as | |
| If the transferor was a partner in a partnership that was the actual transferor (but is not treated as questions 2a through 2d. a List the name and EIN of the transferor's partnership: | such under section 367), complete |
| If the transferor was a partner in a partnership that was the actual transferor (but is not treated as questions 2a through 2d. a List the name and EIN of the transferor's partnership: | such under section 367), complete EIN of partnership Yes X No Yes X No |
| If the transferor was a partner in a partnership that was the actual transferor (but is not treated as questions 2a through 2d. a List the name and EIN of the transferor's partnership: Name of partnership b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? c Is the partner disposing of its entire interest in the partnership? d Is the partner disposing of an interest in a limited partnership that is regularly traded on an establis securities market? | such under section 367), complete EIN of partnership Yes X No Yes X No |
| If the transferor was a partner in a partnership that was the actual transferor (but is not treated as questions 2a through 2d. a List the name and EIN of the transferor's partnership: Name of partnership b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? c Is the partner disposing of its entire interest in the partnership? d Is the partner disposing of an interest in a limited partnership that is regularly traded on an establic securities market? Part II Transferee Foreign Corporation Information (see instructions) | such under section 367), complete EIN of partnership Yes X No Yes X No |
| If the transferor was a partner in a partnership that was the actual transferor (but is not treated as questions 2a through 2d. a List the name and EIN of the transferor's partnership: Name of partnership b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? c Is the partner disposing of its entire interest in the partnership? d Is the partner disposing of an interest in a limited partnership that is regularly traded on an establis securities market? Part II Transferee Foreign Corporation Information (see instructions) Name of transferee (foreign corporation) DOVER STREET VII CAYMAN Address (including country) ALKERS CORPORATE SVCS, WALKER HOUSE, 87 MARY ST, GE | EIN of partnership Yes X No Yes X No Shed Yes X No |
| If the transferor was a partner in a partnership that was the actual transferor (but is not treated as questions 2a through 2d. a List the name and EIN of the transferor's partnership: Name of partnership b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? c Is the partner disposing of its entire interest in the partnership? d Is the partner disposing of an interest in a limited partnership that is regularly traded on an establic securities market? Part II Transferee Foreign Corporation Information (see instructions) Name of transferee (foreign corporation) DOVER STREET VII CAYMAN Address (including country) ALKERS CORPORATE SVCS, WALKER HOUSE, 87 MARY ST, GERAND CAYMAN, KY1-9005 CAYMAN ISLANDS Country code of country of incorporation or organization CAYMAN ISLANDS | EIN of partnership Yes X No Yes X No Shed Yes X No |
| If the transferor was a partner in a partnership that was the actual transferor (but is not treated as questions 2a through 2d. a List the name and EIN of the transferor's partnership: Name of partnership b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? c Is the partner disposing of its entire interest in the partnership? d Is the partner disposing of an interest in a limited partnership that is regularly traded on an establic securities market? Part II Transferee Foreign Corporation Information (see instructions) Name of transferee (foreign corporation) DOVER STREET VII CAYMAN 5 Address (including country) ALKERS CORPORATE SVCS, WALKER HOUSE, 87 MARY ST, GERAND CAYMAN, KY1-9005 CAYMAN ISLANDS | EIN of partnership Yes X No Yes X No Shed Yes X No |

| 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 | | | 1,578,408. | | |
| | | | | | |
| Stock and | | Andrew Landson | | | |
| securities | | | | | |
| | | | | | |
| In the Bound of Paris | | | ** | | |
| Installment obligations, account receivables or | | | | | |
| similar property | | | | | |
| Similar property | | | , | | |
| Foreign currency or other | | | | | |
| property denominated in | | | | , | |
| foreign c urrency | | | | | |
| | | | | | |
| | | | | | |
| Inventory | | | | | |
| | | | | | |
| | | | | | |
| Assets subject to | | | | | |
| depreciation recapture | | 1 | | | |
| (see Temp. Regs. sec. | | | | | |
| 1.367(a)-4T(b)) | | | | | |
| Tangible property used in | | | | | |
| trade or business not listed | | | | | |
| under another category | ,, | | - 4 | | |
| | | | | | |
| Intangible | | | | | |
| property | | | | | |
| | 1 | | | | |
| Property to be leased | | | *************************************** | | 4 |
| (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)) | | | | | |
| 110gs. sec. 1.507(a) 41(e)) | | | | | |
| Other property | **** | | | | |
| . 117 | | | | | ···· |
| | | | | * | |
| Supplemental Informa | ntion Required | To Be Reported (see instru | uctions): | | |
| | | | | | |
| 49 | | | | | |

15 a Did the transfer foreign goodwill or going concern value as defined in Temporary Regulations section

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

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

transferred > \$_____

transaction:

1.367(a)-1T(d)(5)(iii)?

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?

Form 926 (Rev. 12-2011)

X No

X No

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

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

OMB No. 1545-0026

| Part I U.S. Transferor Information (see instructions) | |
|--|---------------------------------------|
| Name of transferor | Identifying number (see instructions) |
| THE HEINZ ENDOWMENTS | |
| | 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 | |
| fewer domestic corporations? | Yes X No |
| b Did the transferor remain in existence after the transfer? | X Yes No |
| If not, list the controlling shareholder(s) and their identifying number(s): | |
| Controlling shareholder | Identifying number |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| If the transferred upon a growth and a self-like day of the filling and the fi | |
| c If the transferor was a member of an affiliated group filing a consolidated return, was it the parent If not, list the name and employer identification number (EIN) of the parent corporation: | corporation? Yes X No |
| | |
| Name of parent corporation | EIN of parent corporation |
| | |
| | |
| d Have basis adjustments under section 367(a)(5) been made? | Yes X 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 X No |
| c Is the partner disposing of its entire interest in the partnership? | |
| d Is the partner disposing of an interest in a limited partnership that is regularly traded on an establis | shed |
| securities market? | Yes X No |
| Part II Transferee Foreign Corporation Information (see instructions) | |
| 3 Name of transferee (foreign corporation) | 4 Identifying number, if any |
| EIDODA BIND III ID | |
| EUROPA FUND III, LP | |
| 5 Address (including country) EUROPA CAPITAL PARTNERS, GRANVILLE HOUSE, 132 SLOANE | CMD FIRM |
| LONDON, SW1X 9AX UNITED KINGDOM | STREET |
| 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 X No |
| LHA For Paperwork Reduction Act Notice, see separate instructions. | Form 926 (Rev. 12-2011) |

| 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 | | | 1,534,163. | | |
| | | | | | |
| Stock and | | | | | |
| securities | | | | | |
| | | | | | |
| | | | | | |
| Installment obligations, | | W. Later and the second | | | |
| account receivables or | | | | | |
| similar property | | | | | ,, ,, , ,, , , |
| | | | | | |
| Foreign currency or other | | | | | |
| property denominated in | | | , , , , , , , , , , , , , , , , , , , | | |
| foreign currency | | | | | |
| | | | | | |
| Inventory | | | | | |
| Inventory | | | | | |
| | | | | | |
| Assets subject to | | | : | | |
| depreciation recapture | | | N 1 // Y - 4 / | | |
| (see Temp. Regs. sec. | | | | | |
| 1.367(a)-4T(b)) | | | | | |
| Tangible property used in | ·ų | | | | |
| trade or business not listed | 11.11.11.1.1.1.1.1.1.1.1.1.1.1.1.1.1.1.1 | | | | |
| under another category | **** | | | | |
| ander another bategory | | | · · · · · · · · · · · · · · · · · · · | | |
| | | | | | |
| Intangible | | | ······································ | /************************************ | |
| property | | | | | |
| p. 0 p. 0 | | | | | |
| 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 | | |
| 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 Informa | ation Required | To Be Reported (see instru | uctions): | | |
| | | | | | |
| | | | | | |
| | | | | | |

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

Form 926 (Rev. 12-2011)

X No

transaction:

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

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

OMB No. 1545-0026

| ame of transferor THE HEINZ ENDOWMENTS | Identifyin | g number (see instructio | | |
|---|---|--------------------------|--|--|
| THE REINZ ENDOWMENTS | 25-1 | 25-1721100 | | |
| 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 s fewer domestic corporations? b Did the transferor remain in existence after the transfer? If not, list the controlling shareholder(s) and their identifying number(s): | section 368(c)) by 5 or | Yes X No | | |
| Controlling shareholder | Identifying no | umber | | |
| | | | | |
| | | | | |
| c If the transferor was a member of an affiliated group filing a consolidated return, was it to If not, list the name and employer identification number (EIN) of the parent corporation: | | Yes X No | | |
| Name of parent corporation | EIN of parent co | rporation | | |
| d Have basis adjustments under section 367(a)(5) been made? If the transferor was a partner in a partnership that was the actual transferor (but is not to questions 2a through 2d. | | Yes X No | | |
| List the name and EIN of the transferor's partnership: | EIN of newton | | | |
| Name of partnership | EIN of partne | | | |
| b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? c Is the partner disposing of its entire interest in the partnership? d Is the partner disposing of an interest in a limited partnership that is regularly traded on securities market? art II Transferee Foreign Corporation Information (see instructions) | an established | Yes X No | | |
| Name of transferee (foreign corporation) | 4 Identifying | number, if any | | |
| FRESHFORD FUND, LTD. | | | | |
| Address (including country) ARERAWEG 45, PO BOX 4671 IRACAO, NETHERLANDS ANTILLES Country code of country of incorporation or organization CAYMAN ISLANDS | | | | |
| A M 100 A A A A A A A A A A A A A A A A A A | , | | | |
| Foreign law characterization (see instructions) CORPORATION | | | | |
| Foreign law characterization (see instructions) | | Yes X No | | |

| 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 | 03/01/2011 | | 7,500,000. | | |
| | | 1 | | | |
| Stock and | | | | | |
| securities | | | | | |
| | | | | | |
| | | <u></u> | | | |
| Installment obligations, | | | | - | |
| account receivables or | | <u></u> | | | - |
| similar property | | | | | |
| | | | | | |
| Foreign currency or other | | | • | | |
| property denominated in | | | | | |
| foreign currency | | · | | | |
| | | | | | |
| Inventory | | | | - | |
| 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 | | | | | |
| under another category | | | 10 / 10 / 10 / 10 / 10 / 10 / 10 / 10 / | | |
| | | | | | |
| Intangible | | 1 | | | |
| property | | | | | |
| property | | | | | |
| Property to be leased | | | | | - II-1-4 N |
| (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)) | | | | | |
| 110g0: 000: 11.001 (a) 11(0)) | | | | | |
| Other property | | | | | |
| outer property | | | | | |
| | | | | | ······ |
| | | | | | |
| Supplemental Informa | ation Required 1 | To Be Reported (see instr | uctions): | | |
| | • | | • | | |
| | | | | | |
| the state of the s | · · · · · · · · · · · · · · · · · · · | | | | |
| | · · · · · · | | · · · · · · · · · · · · · · · · · · · | | |
| | | | | - Handrado - Inc. | |

| а | Tainted property | Yes | LX No |
|------|---|-------|-------|
| b | Depreciation recapture | Yes | X No |
| C | Branch loss recapture | Yes | X No |
| d | Any other income recognition provision contained in the above-referenced regulations | Yes | X No |
| 14 | Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)? | Yes | X 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 | X 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? | X Yes | ☐ No |

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

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

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:

Form 926 (Rev. 12-2011)

X No

X No

10

13

transaction:

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

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

OMB No. 1545-0026

| lame of transferor | Identifying number to the test |
|--|--|
| THE HEINZ ENDOWMENTS | Identifying number (see instructi |
| THE THERE EMPONEEDING | 25-1721100 |
| 1 If the transferor was a corporation, complete questions 1a through 1d. | 1 20 2,22200 |
| a If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section | n 368(c)) by 5 or |
| fewer domestic corporations? | Yes X No |
| b Did the transferor remain in existence after the transfer? | X Yes No |
| If not, list the controlling shareholder(s) and their identifying number(s): | |
| Controlling shareholder | Identifying number |
| | identifying fluinder |
| | |
| | |
| c If the transferor was a member of an affiliated group filing a consolidated return, was it the part If not, list the name and employer identification number (EIN) of the parent corporation: | rent corporation? Yes X No |
| Name of parent corporation | EIN of parent corporation |
| | |
| | |
| d Have basis adjustments under section 367(a)(5) been made? | Yes X No |
| If the transferor was a partner in a partnership that was the actual transferor (but is not treated questions 2a through 2d. | |
| 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated | |
| If the transferor was a partner in a partnership that was the actual transferor (but is not treated questions 2a through 2d. a List the name and EIN of the transferor's partnership: | d as such under section 367), complete |
| If the transferor was a partner in a partnership that was the actual transferor (but is not treated questions 2a through 2d. a List the name and EIN of the transferor's partnership: Name of partnership | d as such under section 367), complete EIN of partnership |
| If the transferor was a partner in a partnership that was the actual transferor (but is not treated questions 2a through 2d. a List the name and EIN of the transferor's partnership: Name of partnership b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? | EIN of partnership |
| If the transferor was a partner in a partnership that was the actual transferor (but is not treated questions 2a through 2d. a List the name and EIN of the transferor's partnership: Name of partnership b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? | EIN of partnership Yes X No |
| If the transferor was a partner in a partnership that was the actual transferor (but is not treated questions 2a through 2d. a List the name and EIN of the transferor's partnership: Name of partnership b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? c Is the partner disposing of its entire interest in the partnership? d Is the partner disposing of an interest in a limited partnership that is regularly traded on an est | EIN of partnership Yes X No tablished |
| If the transferor was a partner in a partnership that was the actual transferor (but is not treated questions 2a through 2d. a List the name and EIN of the transferor's partnership: Name of partnership b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? | EIN of partnership Yes X No |
| If the transferor was a partner in a partnership that was the actual transferor (but is not treated questions 2a through 2d. a List the name and EIN of the transferor's partnership: Name of partnership b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? c Is the partner disposing of its entire interest in the partnership? d Is the partner disposing of an interest in a limited partnership that is regularly traded on an est securities market? Transferee Foreign Corporation Information (see instructions) | EIN of partnership Yes X No tablished |
| If the transferor was a partner in a partnership that was the actual transferor (but is not treated questions 2a through 2d. a List the name and EIN of the transferor's partnership: Name of partnership b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? c Is the partner disposing of its entire interest in the partnership? d Is the partner disposing of an interest in a limited partnership that is regularly traded on an est securities market? art II Transferee Foreign Corporation Information (see instructions) Name of transferee (foreign corporation) | EIN of partnership Yes X No tablished Yes X No |
| If the transferor was a partner in a partnership that was the actual transferor (but is not treated questions 2a through 2d. a List the name and EIN of the transferor's partnership: Name of partnership b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? c Is the partner disposing of its entire interest in the partnership? d Is the partner disposing of an interest in a limited partnership that is regularly traded on an est securities market? Transferee Foreign Corporation Information (see instructions) Name of transferee (foreign corporation) JANCHOR PARTNERS LIMITED Address (including country) JITE 4107, TWO EXCHANGE SQ, 8 CONNAUGHT PLACE | EIN of partnership Yes X No tablished Yes X No |
| If the transferor was a partner in a partnership that was the actual transferor (but is not treated questions 2a through 2d. a List the name and EIN of the transferor's partnership: Name of partnership b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? c Is the partner disposing of its entire interest in the partnership? d Is the partner disposing of an interest in a limited partnership that is regularly traded on an est securities market? Part II Transferee Foreign Corporation Information (see instructions) Name of transferee (foreign corporation) JANCHOR PARTNERS LIMITED Address (including country) UITE 4107, TWO EXCHANGE SQ, 8 CONNAUGHT PLACE ENTAL, HONG KONG Country code of country of incorporation or organization | EIN of partnership Yes X No tablished Yes X No |
| If the transferor was a partner in a partnership that was the actual transferor (but is not treated questions 2a through 2d. a List the name and EIN of the transferor's partnership: Name of partnership b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? c Is the partner disposing of its entire interest in the partnership? d Is the partner disposing of an interest in a limited partnership that is regularly traded on an est securities market? Part II Transferee Foreign Corporation Information (see instructions) Name of transferee (foreign corporation) JANCHOR PARTNERS LIMITED Address (including country) JITE 4107, TWO EXCHANGE SQ, 8 CONNAUGHT PLACE ENTAL, HONG KONG Country code of country of incorporation or organization HONG KONG Foreign law characterization (see instructions) | EIN of partnership Yes X No tablished Yes X No |
| If the transferor was a partner in a partnership that was the actual transferor (but is not treated questions 2a through 2d. a List the name and EIN of the transferor's partnership: Name of partnership b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? c Is the partner disposing of its entire interest in the partnership? d Is the partner disposing of an interest in a limited partnership that is regularly traded on an est securities market? Part II Transferee Foreign Corporation Information (see instructions) Name of transferee (foreign corporation) JANCHOR PARTNERS LIMITED Address (including country) UITE 4107, TWO EXCHANGE SQ, 8 CONNAUGHT PLACE ENTAL, HONG KONG Country code of country of incorporation or organization HONG KONG | EIN of partnership Yes X No tablished Yes X No |

| Type of property | (a) Date of transfer | (b) Description of property | (c) Fair m a rket value on date of transfer | (d) Cost or other basis | (e) Gain recognized on transfer |
|---|---|-----------------------------|--|---|--|
| Cash | | | 10,000,000. | | |
| | | | • | | |
| Stock and | | | | | |
| securities | | | | | |
| | | | | | |
| • | | | | | |
| Installment obligations, | | | | | |
| account receivables or | | | | | |
| similar property | | | | | |
| | | | | | |
| Foreign currency or other | | | 1971 | - | |
| property denominated in | | | | | |
| foreign currency | | | | | |
| <u> </u> | | | | | |
| | | | | | |
| Inventory | | | | · | |
| | | | | | |
| | | | | | |
| Assets subject to | | | | | |
| depreciation recapture | | | | | *h |
| (see Temp. Regs. sec. | | | | | 19. 1 |
| 1.367(a)-4T(b)) | | | | · | |
| Tangible property used in | | | | | |
| trade or business not listed | | | | | |
| under another category | | | | | |
| | | | | | |
| | | | | | |
| Intangible | | | | | |
| property | | | And the same of th | | |
| *************************************** | | | | | |
| 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 Informa | ation Required | To Be Reported (see instru | uctions): | | |
| | | | | | |
| | | | | | |
| | | | | | 7 |

Form 926 (Rev. 12-2011)

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

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

OMB No. 1545-0026

| Vame of transferor When the transferor When the transferor | | | Identifying number (see instructions) | |
|---|--------------------|-------------------------|---------------------------------------|--|
| THE HEINZ ENDOWMENTS | | 25-1721 | 100 | |
| 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 sectified fewer domestic corporations? b Did the transferor remain in existence after the transfer? If not, list the controlling shareholder(s) and their identifying number(s): | | r Yes | X No | |
| Controlling shareholder | | Identifying number | | |
| | | | | |
| | | | | |
| | | | | |
| c If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation: | parent corporation | n? Yes | X No | |
| Name of parent corporation | E | EIN of parent corporati | on | |
| d Have basis adjustments under section 367(a)(5) been made? 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treat questions 2a through 2d. a List the name and EIN of the transferor's partnership: | | | X No | |
| Name of partnership | | EIN of partnership | | |
| | | | | |
| b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? c Is the partner disposing of its entire interest in the partnership? d Is the partner disposing of an interest in a limited partnership that is regularly traded on an esecurities market? | ••••• | | X No X No X No | |
| Part II Transferee Foreign Corporation Information (see instructions) | ***** | | | |
| 3 Name of transferee (foreign corporation) MODA EN DISTRIBUCION S.A.P. DE C.V. | | 4 Identifying numbe | r, if any | |
| 5 Address (including country) AV. 16 DE SEPEMBRE 784, COL. ALCE BLANCO NAUCALPAN, MEXICO | | | | |
| 6 Country code of country of incorporation or organization MEXICO | | | | |
| 7 Foreign law characterization (see instructions) CORPORATION | | | | |
| 8 Is the transferee foreign corporation a controlled foreign corporation? | | Yes | X No | |
| LHA For Paperwork Reduction Act Notice, see separate instructions. 124531 12-29-11 | | Form 926 (F | Rev. 12-2011 | |

| 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 | 07/22/2011 | | 290,838. | | |
| | | | | | |
| Stock and | | | | | |
| securities | | . 1915/95-5H | | | |
| Installment obligations | | 77447 | | | |
| Installment obligations, account receivables or | | | | | |
| similar property | | | | | |
| Similar property | | 18/4/ | | | |
| Foreign currency or other | | | | | |
| property denominated in | | | | | |
| foreign currency | | | | | |
| <u> </u> | | | | | |
| Inventory | - | | | 4 1 4 4 1 | |
| • | | | | | |
| | | **** | | | |
| Assets subject to | | | | W1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - | |
| depreciation recapture | | | | | |
| (see Temp. Regs. sec. | *** | 7.4 | | | |
| 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 | | | | All the borner | |
| 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)) | | | | | |
| 3 (2) | _ | . 1 | | | *************************************** |
| Other property | | | | | en |
| · · · / | | | | · · · · · · · · · · · · · · · · · · · | |
| | | | | | |
| | | | | | |
| Supplemental Informa | ation Required T | o Be Reported (see instru | uctions): | | |
| | | | | | |
| | | | 4 2.41 - 1.2., 4. | | Y 4: 10- |
| | | | *************************************** | | |
| The factor of th | *** | ***** | | | |

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

Form 926 (Rev. 12-2011)

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

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

OMB No. 1545-0026

| Part I U.S. Transferor Information (see instructions) | <u> </u> |
|--|---|
| Name of transferor | Identifying number (see instructions) |
| THE HEINZ ENDOWMENTS | |
| | 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 c | or |
| fewer domestic corporations? | Yes X No |
| b Did the transferor remain in existence after the transfer? | X Yes No |
| If not, list the controlling shareholder(s) and their identifying number(s): | |
| Controlling shareholder | Identifying number |
| Conta oning shareholder | identifying number |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | , |
| | |
| | |
| | |
| c If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation | n? Yes X 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 X No |
| | |
| 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under | er 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 II, LP | |
| b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? | Yes X No |
| c Is the partner disposing of its entire interest in the partnership? | |
| d Is the partner disposing of its entire interest in the partnership? d Is the partner disposing of an interest in a limited partnership that is regularly traded on an established | Yes X No |
| securities market? | Yes X No |
| Part II Transferee Foreign Corporation Information (see instructions) | Tes LA NO |
| 3 Name of transferee (foreign corporation) | 4 Identifying number, if any |
| , | - racitalying namber, it any |
| CARTAGENA CAPITAL S.A.P.L. DE C.V. | |
| 5 Address (including country) | |
| GUILLERMO GONZALEZ CAMARENA #1600, OFICINA 5A3, COL. CENT | RO SANTA FE |
| MEXICO DF, CP, 01210 MEXICO | |
| 6 Country code of country of incorporation or organization | |
| MEXICO | |
| 7 Foreign law characterization (see instructions) | |
| CORPORATION | |
| 8 Is the transferee foreign corporation a controlled foreign corporation? | Yes X No |
| LHA For Paperwork Reduction Act Notice, see separate instructions. | Form 926 (Rev. 12-2011) |
| 12495 12-29-11 | |

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 | 10/25/2011 | | 330,005. | | |
| | | 100 (4.1) | - | | |
| Stock and | | | | | |
| securities | | TV ************************************ | | | |
| | | · · · · · · · · · · · · · · · · · · · | | | |
| | | | | | |
| Installment obligations, | | | - WALL | | |
| account receivables or | | | | | |
| similar property | | | | | |
| Earnign ourrangy or other | | | | | |
| Foreign currency or other property denominated in | | | | | |
| foreign currency | | | | | |
| loreigh carrency | | | | | ************************************** |
| | · · · · · · · · · · · · · · · · · · · | | | | |
| Inventory | | | | | |
| | | | | | |
| | | | 444 | | |
| Assets subject to | | | | | The fresh of the |
| depreciation recapture | | T-10-1. | ······································ | | |
| (see Temp. Regs. sec. | ***** | | 77.7.1 | · | |
| 1.367(a)-4T(b)) | W | ······ | | | |
| Tangible property used in | | 44.4 | | | |
| trade or business not listed | | | | | *************************************** |
| under another category | | | | | 1-70-1 |
| | | 77 | | | |
| | | | | | |
| Intangible | | | | | |
| property | | | | | |
| | | | | | |
| Property to be leased | | | | | |
| (as described in final | 70777.411. | | | | |
| and temp. Regs. sec. | T | | **** | | |
| 1.367(a)-4(c)) | | , Mm | | | |
| Property to be sold | | | | | |
| (as described in | | **** | | | |
| Temp. Regs. sec. | | | v - hidamas | | *** |
| 1.367(a)-4T(d)) | | | | | |
| Transfers of oil and gas | | | | | |
| working interests (as | | | 1.11 | | |
| described in Temp. | | | | | |
| Regs. sec. 1.367(a)-4T(e)) | | | 7-16 | | *** |
| Others | | | | | |
| Other property | | | | | |
| - | | | | | |
| | | | | | |
| Sunnlemental Informa | ation Beautred 7 | To Be Reported (see instru | 4:\. | | |
| oappieinentai iiiiviilis | anon nequired i | o de mehorted (see instru | actions): | | |
| 7-2-1 | | 1917.7 | | | |
| | | 4-1 | | | |
| - Landen - L | | *************************************** | | | |
| | | | | | |

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

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

Form 926 (Rev. 12-2011)

X No

transaction:

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

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

OMB No. 1545-0026

| Pa | rt I U.S. Transferor Information (see instructions) | | | | |
|--------------|--|---|-------------|--------------------|------------------------------|
| Nam | ne of transferor | | ld | entifying numb | er (see instructions) |
| \mathbf{T} | HE HEINZ ENDOWMENTS | | İ | | |
| | | | | <u> 25-1721:</u> | 100 |
| 1 | If the transferor was a corporation, complete questions 1a through 1d. | | | | |
| а | | | | | |
| | fewer domestic corporations? | | | Yes | X No |
| b | Did the transferor remain in existence after the transfer? | | | X Yes | No |
| | If not, list the controlling shareholder(s) and their identifying number(s): | | | | |
| | Controlling shareholder | | Identif | ying number | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | *************************************** | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| С | If the transferor was a member of an affiliated group filing a consolidated return, was it the parent c | orporation | ? | Yes | X No |
| | If not, list the name and employer identification number (EIN) of the parent corporation: | | | | |
| | Name of parent corporation | EI | N of par | ent corporati | on |
| | | | | | |
| | | | | | |
| d | Have basis adjustments under section 367(a)(5) been made? | | | Yes | X No |
| | | | | | |
| 2 | If the transferor was a partner in a partnership that was the actual transferor (but is not treated as s | uch under | section | 367), comple | te |
| | questions 2a through 2d. | | | | |
| а | List the name and EIN of the transferor's partnership: | | | | |
| | Name of partnership | | FIN of | partnership | |
| | rune of partiership | | | partifership | |
| | | | | | |
| | | | | | |
| | Did the partner pick up its pro rata share of gain on the transfer of partnership assets? | | | Yes | X No |
| С. | Is the partner disposing of its entire interest in the partnership? | | | Yes | X No |
| d | , , , , , , , , , , , , , , , , , , , | ned | | | ₹ |
| Pa | securities market? It II Transferee Foreign Corporation Information (see instructions) | | | Yes Yes | X No |
| 3 | Name of transferee (foreign corporation) | | 4 Idoni | tifying numbe | # if any |
| Ü | Traine of transferee (to eight corporation) | | 4 luelli | urying numbe | er, ii ariy |
| NO | ORTH SHORE OFFSHORE PARTNERS LTD | | | | |
| 5 | Address (including country) | | | | |
| | LKERS CORPORATE SVCS, WALKER HOUSE, 87 MARY ST, GE | ORGE ' | rown | | |
| | AND CAYMAN, KY1-9005 CAYMAN ISLANDS | | | | |
| 6 | Country code of country of incorporation or organization | | | | |
| C2 | AYMAN ISLANDS | | | | |
| 7 | Foreign law characterization (see instructions) | | | | |
| C(| DRPORATION | | | | |
| 8 | Is the transferee foreign corporation a controlled foreign corporation? | | | Yes | X No |
| LHA 12453 | For Paperwork Reduction Act Notice, see separate instructions. | | | Form 926 (F | Rev. 12-2011) |
| 12-29- | | | | | |

Form 926 (Rev. 12-2011) THE HEINZ ENDOWMENTS

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 | | | | | |
| | | | | | |
| lantallannat abligations | | | | | |
| Installment obligations, account receivables or | | | | | |
| similar property | | + | | | · · · · · · · · · · · · · · · · · · · |
| 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)) | Wall company to a facility of the same of | | | | |
| Tangible property used in | | | | | |
| trade or business not listed | | | | | |
| under another category | · | | | | |
| | | | | | |
| Intangible | | | | ************************************** | |
| property | | + | | ************************************** | |
| Sioporty | | | | | |
| Property to be leased | | | · | | |
| as described in final | | | 1 | | |
| and temp. Regs. sec. | | | - N | | |
| 1.367(a)-4(c)) | | | | | |
| Property to be sold | | | | | |
| as described in | | | | | |
| Гетр. Regs. sec. | | | | | |
| 1.367(a)-4T(d)) | | | 7 | | |
| Transfers of oil and gas | | | | | |
| working interests (as | **** | | | | |
| described in Temp. | | | | | |
| Regs. sec. 1.367(a)-4T(e)) | | | | | 1 |
| Dul | | | | | |
| Other property | | | | | |
| - | | | | | |
| | | | | | |
| Supplemental Informa | ntion Required | To Be Reported (see instr | uctions): | | |
| ······································ | | | | | |
| · · · · · · · · · · · · · · · · · · · | | | | | |
| | | | | | |
| | | | | | |

| Pa | rt 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 % | | |
| | T C W C C C C C C C C C C C C C C C C C | | |
| 10 | Type of nonrecognition transaction (see instructions) ► <u>SECTION</u> 351 | | |
| 11 | Indicate whether any transfer reported in Part III is subject to any of the following: | | |
| ıı a | Gain recognition under section 904(f)(3) | Yes | X No |
| a b | Gain recognition under section 904(f)(5)(F) | | X No |
| | | = | X No |
| C | Recapture under section 1503(d) | Yes | X No |
| d | Exchange gain under section 987 | res | ועם ועם |
| 12 | Did this transfer result from a change in the classification of the transferee to that of a foreign corporation? | Yes | X No |
| 12 | multiple result from a change in the classification of the transferee to that of a foreign corporations | 165 | L23_1110 |
| 13 | Indicate whether the transferor was required to recognize income under final and temporary Regulations sections | | |
| 10 | 1.367(a)-4 through 1.367(a)-6 for any of the following: | | |
| а | Tainted property | Yes | X No |
| b | Depreciation recapture | | X No |
| | Branch loss recapture | | X No |
| ď | | | X No |
| u | Any other income recognition provision contained in the above-releasenced regulations | 1es | LZZJ INO |
| 14 | Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)? | Yes | X No |
| •• | The the transfer transfer access which quality for the trade of Education Control and Control Control (4)(4)(4) | | La2 110 |
| 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 | X 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? | X Yes | No |
| | | | • |
| 17 a | Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? | Yes | X No |
| - | C T T T T C C C C C C C C C C C C C C C | | |
| b | If "Yes," describe the nature of the rights to the intangible property that was transferred as a result of the | | |
| | transaction: | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | Form 926 (F | Rev 12-2011) |

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

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

OMB No. 1545-0026

| THE HEINZ ENDOWMENTS | | Identifying numbe | r (see instruction |
|---|--------------------|-------------------------|----------------------|
| THE HETME EMPONDEDLE | | 25-17211 | .00 |
| 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 sec fewer domestic corporations? b Did the transferor remain in existence after the transfer? If not, list the controlling shareholder(s) and their identifying number(s): | | | X No |
| Controlling shareholder | | Identifying number | |
| | | | |
| | | | |
| c If the transferor was a member of an affiliated group filing a consolidated return, was it the If not, list the name and employer identification number (EIN) of the parent corporation: | | | X No |
| Name of parent corporation | EIF | N of parent corporation | on ——— |
| d Have basis adjustments under section 367(a)(5) been made? | | Yes | X No |
| If the transferor was a partner in a partnership that was the actual transferor (but is not treaquestions 2a through 2d. | ated as such under | section 367), complete | a |
| | | | |
| a List the name and EIN of the transferor's partnership: Name of partnership | | EIN of partnership | |
| a List the name and EIN of the transferor's partnership: Name of partnership OCTAVIAN TE FUND, LP b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? | | 25547 Yes Yes | X No X No |
| Name of partnership CCTAVIAN TE FUND, LP b Did the partner disposing of its entire interest in the partnership? c Is the partner disposing of an interest in a limited partnership that is regularly traded on an securities market? art II Transferee Foreign Corporation Information (see instructions) | established | 5547 Yes Yes | X No X No X No |
| Name of partnership OCTAVIAN TE FUND, LP b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? c Is the partner disposing of its entire interest in the partnership? d Is the partner disposing of an interest in a limited partnership that is regularly traded on an securities market? art II Transferee Foreign Corporation Information (see instructions) Name of transferee (foreign corporation) OCTAVIAN MARITIME HOLDINGS, INC. | established | 25547 Yes Yes | X No X No X No |
| Name of partnership CCTAVIAN TE FUND, LP b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? | established | 5547 Yes Yes | X No X No X No |
| Name of partnership OCTAVIAN TE FUND, LP b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? | established | 5547 Yes Yes | X No X No X No |
| Name of partnership OCTAVIAN TE FUND, LP b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? | established | 5547 Yes Yes | X No X No X 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 | 03/29/2011 | | 368,939. | | |
| | | | | | |
| Stock and | | | | | |
| securities | | | | | |
| | | Para Caraca de C | | | |
| | | ****** | • | | |
| Installment obligations, | | | | | |
| account receivables or | | | | | |
| similar property | | **** | | | |
| Foreign currency or other | | | | | |
| Foreign currency or other property denominated in | | | | | |
| foreign currency | | | A | | |
| loreign currency | | | | | |
| · · · · · · · · · · · · · · · · · · · | | 74 746 - 12 1 | | | |
| Inventory | | | | | |
| | | | | | |
| | | | | , | The two sections of the section of t |
| Assets subject to | | 77.17 | | | |
| 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 | | | | | |
| | | P | = | | |
| Property to be leased | | APP II | | | |
| (as described in final | | | | | |
| and temp. Regs. sec. | | | | " | |
| 1.367(a)-4(c)) | | | ···· | | |
| Property to be sold | | A-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1 | | | |
| (as described in | | | | | |
| Temp. Regs. sec. | | | | | |
| 1.367(a)-4T(d)) | | | | | |
| Transfers of oil and gas | | 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - | | | |
| working interests (as | ., | —————————————————————————————————————— | | | |
| described in Temp. | | | | | |
| Regs. sec. 1.367(a)-4T(e)) | | | | | |
| Other property | <u> </u> | | | | |
| Carer property | | | <i>9694</i> · · · · · · · · · · · · · · · · · · · | | |
| | | | | | 39179 |
| Supplemental Informa | ation Required 7 | To Be Reported (see instr | uctions): | | |
| | | Anni de la companya d | | F1 & HY | |
| | | 7.7.1.1.1.1.1.1.1.1.1.1.1.1.1.1.1.1.1.1 | | | |
| | | | | | |

Was cash the only property transferred? X Yes

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

Form 926 (Rev. 12-2011)

X No

transaction:

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

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

OMB No. 1545-0026

| Pa | rt I U.S. Transferor Information (see instructions) | | |
|--------------|---|----------------------------|-----------------------|
| Nam | ne of transferor | Identifying number | er (see instructions) |
| \mathbf{T} | HE HEINZ ENDOWMENTS | | |
| | | 25-17213 | L00 |
| 1 | If the transferor was a corporation, complete questions 1a through 1d. | | |
| а | (, (, , , , , , , , , , , , , , , , , , | | |
| | fewer domestic corporations? | Yes | X No |
| b | Did the transferor remain in existence after the transfer? | X Yes | L No |
| | If not, list the controlling shareholder(s) and their identifying number(s): | | |
| | Controlling shareholder | Identifying number | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| С | If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation | ? Yes | X No |
| | If not, list the name and employer identification number (EIN) of the parent corporation: | | |
| | Name of parent corporation EI | N of movement commonwealth | |
| | Name of parent corporation | N of parent corporation | on |
| | | | |
| | | | |
| d | Have basis adjustments under section 367(a)(5) been made? | Yes | X 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), complet | e |
| | questions 2a through 2d. | | |
| a | List the name and EIN of the transferor's partnership: | | |
| | Name of partnership | EIN of partnership | |
| | | | |
| PZ | ATRON CAPITAL LP II | | |
| | Did the partner pick up its pro rata share of gain on the transfer of partnership assets? | Yes | X No |
| | Is the partner disposing of its entire interest in the partnership? | | X No |
| | Is the partner disposing of an interest in a limited partnership that is regularly traded on an established | | |
| | securities market? | Yes | X No |
| Pai | rt II Transferee Foreign Corporation Information (see instructions) | | |
| 3 | Name of transferee (foreign corporation) | 4 Identifying number | r, if any |
| | | | • |
| _ P/ | ATRON CAPITAL SCOTLAND II, LP | | |
| 5 | Address (including country) | | |
| 50 | LOTHIAN RD, FESTIVAL SQUARE | | |
| ED] | INBURGH, UNITED KINGDOM | | |
| 6 | Country code of country of incorporation or organization | | |
| | COTLAND | | |
| 7 | Foreign law characterization (see instructions) | | |
| | DRPORATION | | |
| 8_ | Is the transferee foreign corporation a controlled foreign corporation? | X Yes | No_ |
| LHA 12453 | | Form 926 (F | lev. 12-2011) |
| 12-29- | 11 | | |

Form 926 (Rev. 12-2011) THE HEINZ ENDOWMENTS 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 b a sis | (e) Gain recognized on transfer |
|---|---------------------------------------|--|---|---|--|
| Cash | 07/05/2011 | | 103,610. | | |
| | | | | | |
| Stock and | | | | | |
| securities | | | | | |
| | | | ₹1. to 's | , | |
| | | | **** | | |
| Installment obligations, | | · | | | |
| account receivables or | | | | | |
| similar property | | *** | | | |
| | | | | | |
| Foreign currency or other | | +*** | | | |
| property denominated in | | | | | |
| foreign currency | | | | | |
| | | | ************************************** | | |
| Inventory | | | | | 4 () |
| inventory | | | | | |
| | | ,, ,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,, | 10.11 | | |
| Assets subject to | | | 7.44 | | |
| depreciation recapture | | | -19/42 | | |
| (see Temp. Regs. sec. | | | | | |
| 1.367(a)-4T(b)) | | | | | |
| Tangible property used in | *** ** | | | | - 111 m |
| trade or business not listed | | | | | |
| under another category | | - 1044 | | | |
| - • | | | | | |
| | | | | | |
| Intangible | | | | | |
| property | | | | | |
| · · · · · · · · · · · · · · · · · · · | | | | | |
| Property to be leased | | | . nr 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 | | |
| as described in final | | 751 | | | |
| 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 | | 77 W About 1 | | | |
| described in Temp. Regs. sec. 1.367(a)-4T(e)) | | | | | |
| regs. sec. 1.367(a)-41(e)) | | | | | ************************************** |
| Other property | | | | | · · · · · · · · · · · · · · · · · · · |
| Striet property | | | | | |
| | | | | | |
| | · · · · · · · · · · · · · · · · · · · | | | | |
| Supplemental Informa | ation Required | Го Be Reported (see instr | uctions): | | |
| | | | | | |
| A second | W 177 "M-3**** 1 - 1 - 1 | | | | |
| | | | | | |
| | · · · · · · | | | | |
| | | | | | |

| | rt 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 | | |
| | <u></u> | | |
| 11 | Indicate whether any transfer reported in Part III is subject to any of the following: | | |
| а | • | | X No |
| b | Gain recognition under section 904(f)(5)(F) | Yes | X No |
| С | | | X No |
| d | Exchange gain under section 987 | Yes | X No |
| 12 | Did this transfer result from a change in the classification of the transferee to that of a foreign corporation? | Yes | X 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: | | |
| а | Tainted property | Yes | X No |
| b | Depreciation recapture | Yes | X No |
| С | Branch loss recapture | Yes | X No |
| d | Any other income recognition provision contained in the above-referenced regulations | Yes | X No |
| 14 | Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)? | Yes | X 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 | X 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? | X Yes | □ No |
| 17 a | Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? | Yes | X No |
| b | If "Yes," describe the nature of the rights to the intangible property that was transferred as a result of the transaction: | | |
| | | | |
| _ | | | |
| | | rorm 926 (| Rev. 12-201 |

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

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

OMB No. 1545-0026

| Name of transferor | Identifying number (see instructions |
|--|---|
| THE HEINZ ENDOWMENTS | 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 36 fewer domestic corporations? b Did the transferor remain in existence after the transfer? If not, list the controlling shareholder(s) and their identifying number(s): | 68(c)) by 5 or Yes X N o |
| Controlling shareholder | Identifying number |
| | |
| | |
| | |
| c If the transferor was a member of an affiliated group filing a consolidated return, was it the paren If not, list the name and employer identification number (EIN) of the parent corporation: | nt corporation? Yes X No |
| Name of parent corporation | EIN of parent corporation |
| d Have basis adjustments under section 367(a)(5) been made? 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated a 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? c Is the partner disposing of its entire interest in the partnership? d Is the partner disposing of an interest in a limited partnership that is regularly traded on an estab | Yes X No |
| securities market? | Yes X No |
| Part II Transferee Foreign Corporation Information (see instructions) 3 Name of transferee (foreign corporation) | 4 Identifying number, if any |
| PATRON CAPITAL III SCOTLAND LP 5 Address (including country) | |
| 50 LOTHIAN RD, FESTIVAL SQUARE EDINBURGH, UNITED KINGDOM | |
| 6 Country code of country of incorporation or organization SCOTLAND 7 Familiar law characteristics (see instructions) | |
| 7 Foreign law characterization (see instructions) CORPORATION 8 In the transferor foreign corporation a controlled foreign corporation? | ار (جا ۔ . |
| 8 Is the transferee foreign corporation a controlled foreign corporation? LHA For Paperwork Reduction Act Notice, see separate instructions. 124531 12-29-11 | Yes X No Form 926 (Rev. 12-2011 |

Form 926 (Rev. 12-2011) THE HEINZ ENDOWMENTS 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 | 03/03/2011 | | 1,053,935. | | |
| | | | | | |
| Stock and | | | | | |
| securities | | | | | |
| A-16- | | | | | |
| | | | | | |
| 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 Informa | ation Required 1 | To Be Reported (see instru | uctions): | - | |
| | | MART States of the F | | | |
| - 4 | | · · · · · · · · · · · · · · · · · · · | | | |
| | | | | | |

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

Form 926 (Rev. 12-2011)

transaction:

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

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

OMB No. 1545-0026

| THE HEINZ ENDOWMENTS | | Identifyi | ng numbe | er (see instructio |
|--|---|-------------------------------|--------------------------|--------------------|
| THE HEINZ ENDOWMENTS | | 25-1 | 17211 | 100 |
| 1 If the transferor was a corporation, complete questions 1a through 1d. | | , 20 | _ , | |
| a If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under sectio | n 368(c)) by 5 oi | • | | |
| fewer domestic corporations? | • | | Yes | X No |
| b Did the transferor remain in existence after the transfer? | • | Х | Yes | ☐ No |
| If not, list the controlling shareholder(s) and their identifying number(s): | | | | |
| Controlling shareholder | | Identifying n | umber | |
| | | | | |
| | | | | |
| | | | | |
| | | | | , ,, |
| | | | | |
| | | | | |
| c If the transferor was a member of an affiliated group filing a consolidated return, was it the part of the name and employer identification number (EIN) of the parent corporation: | arent corporation | 1? | Yes | X No |
| Name of parent corporation | E | IN of parent co | orporation | on |
| | | | | |
| | | | | |
| d Have basis adjustments under section 367(a)(5) been made? | | | Yes | X No |
| to the treatment of the | | | | |
| | | | | |
| If the transferor was a partner in a partnership that was the actual transferor (but is not treate questions 2a through 2d. | | | complet | |
| If the transferor was a partner in a partnership that was the actual transferor (but is not treate questions 2a through 2d. a List the name and EIN of the transferor's partnership: Name of partnership | d as such unde | r section 367), EIN of partn | complet | |
| If the transferor was a partner in a partnership that was the actual transferor (but is not treate questions 2a through 2d. a List the name and EIN of the transferor's partnership: Name of partnership SCP III AIV ONE, LP | d as such unde | EIN of partn | complet ership | e |
| If the transferor was a partner in a partnership that was the actual transferor (but is not treate questions 2a through 2d. a List the name and EIN of the transferor's partnership: Name of partnership SCP III AIV ONE, LP b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? | 98-06 | EIN of partn | complet ership Yes | X No |
| If the transferor was a partner in a partnership that was the actual transferor (but is not treate questions 2a through 2d. a List the name and EIN of the transferor's partnership: Name of partnership BCP III AIV ONE, LP b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? | 98-06 | EIN of partn | complet ership | e |
| If the transferor was a partner in a partnership that was the actual transferor (but is not treate questions 2a through 2d. a List the name and EIN of the transferor's partnership: Name of partnership BCP III AIV ONE, LP b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? | 98-06 | EIN of partn | ership Yes Yes | X No |
| If the transferor was a partner in a partnership that was the actual transferor (but is not treated questions 2a through 2d. a List the name and EIN of the transferor's partnership: Name of partnership CCP_III_AIV_ONE , LP b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? | 98-06 | EIN of partn | complet ership Yes | X No |
| If the transferor was a partner in a partnership that was the actual transferor (but is not treated questions 2a through 2d. a List the name and EIN of the transferor's partnership: Name of partnership CP III AIV ONE, LP b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? | 98-06 | EIN of partn | ership Yes Yes Yes | X No |
| If the transferor was a partner in a partnership that was the actual transferor (but is not treated questions 2a through 2d. a List the name and EIN of the transferor's partnership: Name of partnership SCP III AIV ONE, LP b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? | 98-06 | EIN of partn | ership Yes Yes Yes | X No X No |
| If the transferor was a partner in a partnership that was the actual transferor (but is not treated questions 2a through 2d. a List the name and EIN of the transferor's partnership: Name of partnership SCP III AIV ONE, LP b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? | 98-06 | EIN of partn | ership Yes Yes Yes | X No X No |
| If the transferor was a partner in a partnership that was the actual transferor (but is not treated questions 2a through 2d. a List the name and EIN of the transferor's partnership: Name of partnership CP III AIV ONE, LP b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? c Is the partner disposing of its entire interest in the partnership? d Is the partner disposing of an interest in a limited partnership that is regularly traded on an essecurities market? art II Transferee Foreign Corporation Information (see instructions) Name of transferee (foreign corporation) 7577800 CANADA INC. Address (including country) 50 1ST ST, SW TRANSCANADA TOWER, SUITE 2500 | 98-06 | EIN of partn | ership Yes Yes Yes | X No X No |
| If the transferor was a partner in a partnership that was the actual transferor (but is not treated questions 2a through 2d. a List the name and EIN of the transferor's partnership: Name of partnership SCP III AIV ONE, LP b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? c Is the partner disposing of its entire interest in the partnership? d Is the partner disposing of an interest in a limited partnership that is regularly traded on an essecurities market? art II Transferee Foreign Corporation Information (see instructions) Name of transferee (foreign corporation) 7577800 CANADA INC. Address (including country) 50 1ST ST, SW TRANSCANADA TOWER, SUITE 2500 ALGARY, ALBERTA T2P 5H1 CANADA Country code of country of incorporation or organization | 98-06 | EIN of partn | ership Yes Yes Yes | X No X No |
| If the transferor was a partner in a partnership that was the actual transferor (but is not treated questions 2a through 2d. a List the name and EIN of the transferor's partnership: Name of partnership SCP III AIV ONE, LP b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? c Is the partner disposing of its entire interest in the partnership? d Is the partner disposing of an interest in a limited partnership that is regularly traded on an essecurities market? art II Transferee Foreign Corporation Information (see instructions) Name of transferee (foreign corporation) 7577800 CANADA INC. Address (including country) 50 1ST ST, SW TRANSCANADA TOWER, SUITE 2500 ALGARY, ALBERTA T2P 5H1 CANADA Country code of country of incorporation or organization CANADA Foreign law characterization (see instructions) | 98-06 | EIN of partn | ership Yes Yes Yes | X No X No |
| If the transferor was a partner in a partnership that was the actual transferor (but is not treated questions 2a through 2d. a List the name and EIN of the transferor's partnership: Name of partnership SCP III AIV ONE, LP b Did the partner pick up its promotate share of gain on the transfer of partnership assets? c Is the partner disposing of its entire interest in the partnership? d Is the partner disposing of an interest in a limited partnership that is regularly traded on an essecurities market? Part II Transferee Foreign Corporation Information (see instructions) Name of transferee (foreign corporation) 7577800 CANADA INC. Address (including country) 50 1ST ST, SW TRANSCANADA TOWER, SUITE 2500 ALGARY, ALBERTA T2P 5H1 CANADA Country code of country of incorporation or organization CANADA | 98-06 | EIN of partners 21460 | ership Yes Yes Yes | X No X 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 | 12/23/2011 | | 710,830. | | |
| | | | | | |
| Stock and | | | Control of the Contro | | |
| securities | | | | | |
| | | 1-14-1-1 | | | |
| | | Miles and the second se | | | |
| Installment obligations, | | | | | |
| account receivables or | | | | | |
| similar property | | | | | |
| Foreign currency or other | | | | | |
| property denominated in | | | | | |
| foreign currency | | | | | |
| rotolgit dational | V. 20 V. 20 | | | | |
| | | 1999 - 100 100 100 100 100 100 100 100 100 1 | | | |
| Inventory | | and the state of t | , | | |
| • | | White the state of the same of | , | | |
| | | 4-4-4 | | | |
| 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 | | (M-10/1-10-10-10-10-10-10-10-10-10-10-10-10-10 | | | |
| property | | | 7-4/411 | | |
| D | | | | | |
| Property to be leased | | , | | | |
| (as described in final | | | | | |
| and temp. Regs. sec. 1.367(a)-4(c)) | | | | | |
| Property to be sold | | | | | |
| (as described in | 3.0.7 | | | · | , |
| Temp. Regs. sec. | | | | | 1-20-7-30-11-30-00-00-00-00-00-00-00-00-00-00-00-00- |
| 1.367(a)-4T(d)) | | WILLIAM IN | | | |
| Transfers of oil and gas | | | <u> </u> | , | |
| working interests (as | | | | | |
| described in Temp. | | | | | |
| Regs. sec. 1.367(a)-4T(e)) | | | | | |
| | | | | | |
| Other property | | | | | |
| | | | | | |
| | | | | | |
| Supplemental Informa | ation Required 1 | To Be Reported (see instri | uctions): | | |
| | | | | | |
| | | | · | | |
| • | | | | | |

| Pa | rt 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) Before5800 % (b) After5800 % | | |
| | (a) Belole | | |
| 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: | | |
| а | Gain recognition under section 904(f)(3) | Yes | X No |
| b | - 1 | Yes | X No |
| С | m | | X No |
| d | | Yes | X No |
| 12 | Did this transfer result from a change in the classification of the transferee to that of a foreign corporation? | Yes | X 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: | | |
| а | | Yes | X No |
| b | Depreciation recapture | Yes | X No |
| С | | Yes | X No |
| d | Any other income recognition provision contained in the above-referenced regulations | Yes | X No |
| 14 | Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)? | Yes | X 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 | X 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? | X Yes | □ No |
| 17 a | Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? | Yes | X No |
| b | If "Yes," describe the nature of the rights to the intangible property that was transferred as a result of the transaction: | | |
| | | | |
| | | Form 92 6 (F | Rev. 12-2011) |

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

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

OMB No. 1545-0026

| Part I U.S. Transferor Information (see instructions) | | | |
|--|--|---------------------------------------|--|
| Name of transferor | | Identifying number (see instructions) | |
| THE HEINZ ENDOWMENTS | | | |
| | | 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 (un | der section 368(c)) by 5 or | | |
| fewer domestic corporations? | | Yes X No | |
| b Did the transferor remain in existence after the transfer? | | | |
| If not, list the controlling shareholder(s) and their identifying number(s): | | | |
| | | | |
| Controlling shareholder | lder | ntifying number | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | h | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| c If the transferor was a member of an affiliated group filing a consolidated return, wa | as it the parent corporation? | Yes X No | |
| If not, list the name and employer identification number (EIN) of the parent corpora | | | |
| Thought the name and employer identification number (Emy of the parent corpora | | | |
| Name of parent corporation | EIN of p | parent corporation | |
| | | | |
| | | | |
| d Have basis adjustments under section 367(a)(5) been made? | | Yes X No | |
| That o babb dajasanonis dindsi socion sor (a)(o) bosh mador | •••••• | 165110 | |
| 2 If the transferor was a partner in a partnership that was the actual transferor (but is | not treated as such under section | on 367) complete | |
| questions 2a through 2d. | The trouted as each and of econ | or our j, complete | |
| a List the name and EIN of the transferor's partnership: | | | |
| a List the name and List of the transferor 5 parties ship. | | | |
| Name of partnership | EIN | of partnership | |
| | | | |
| SUMMIT PARTNERS EUROPE PRIVATE EQUITY FUND, | LP 98-05650 | 42 | |
| b Did the partner pick up its pro rata share of gain on the transfer of partnership asset | | | |
| c Is the partner disposing of its entire interest in the partnership? | | | |
| d Is the partner disposing of an interest in a limited partnership that is regularly trade | | Lifes Laino | |
| securities market? | d on an established | Yes X No | |
| Part II Transferee Foreign Corporation Information (see instructions) | | Tes LAS NO | |
| 3 Name of transferee (foreign corporation) | A 144 | antificing prombay if any | |
| 3 Maine of transferee (foreign corporation) | 4 100 | entifying number, if any | |
| BIGPOINT MANAGER INVESTMENTS SCA | 0.0 | 0705479 | |
| | 90 | -0705478 | |
| 5 Address (including country) | | | |
| DREHBAHN 47-48 | | | |
| HAMBURG, 20354 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? | | X Yes No | |
| _HA For Paperwork Reduction Act Notice, see separate instructions. | | Form 926 (Rev. 12-2011) | |

| 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 | 05/31/2011 | | 139,265. | | |
| | | | | | |
| Stock and | | | | 1, | |
| securities | | | | | |
| | | | | | |
| Installment obligations, | | | | | |
| account receivables or | · · · · · · · · · · · · · · · · · · · | · | <u> </u> | | |
| | | | | | |
| similar property | | | | | · |
| Foreign currency or other | | de de la companya de la companya de la companya de la companya de la companya de la companya de la companya de | | | |
| property denominated in | | | | - | |
| foreign currency | | | | | |
| ; | | | | | , |
| | | | | | |
| Inventory | | | | | |
| | | | | | |
| A cash and in at the | | | | | |
| Assets subject to | | | | | |
| depreciation recapture | | 1.1.1.1 | | | |
| (see Temp. Regs. sec. | | | | | <u> </u> |
| 1.367(a)-4T(b)) | | | | | |
| Tangible property used in | | | | | |
| trade or business not listed | | | , | | |
| under another category | | · · · · · · · · · · · · · · · · · · · | | | |
| | | 11.1.1.1.1.1.1.1.1.1.1.1.1.1.1.1.1.1 | | | |
| latan elle la | | | | | |
| Intangible | | | | | - |
| property | | | | | |
| Property to be leased | | 1 | | | |
| (as described in final | | | | | |
| and temp. Regs. sec. | | | | | |
| 1.367(a)-4(c)) | | | | | |
| Property to be sold | | | | | |
| (as described in | | , F1 PW + White min | | | |
| 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)) | | | | | |
| 10g0. 000. 1.001(u) 11(0)) | | | | | |
| Other property | | | | | |
| | | ** | | | |
| • | | | | | |
| | <u> </u> | · · · · · · · · · · · · · · · · · · · | | | <u> </u> |
| Supplemental Informa | ation Required 1 | To Be Reported (see instr | ructions): | | |
| | | | | Market and the second section of the section of the second section of the section of | |
| | | | | | - 14 dd - Hannes |
| | | | | | |
| · · · · · · · · · · · · · · · · · · · | #** ******* | | | | |

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

Was cash the only property transferred? X Yes

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

15 a Did the transferor transfer foreign goodwill or going concern value as defined in Temporary Regulations section

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

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

transferred > \$

transaction:

1.367(a)·1T(d)(5)(iii)?

Form 926 (Rev. 12-2011)

X No

X No

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

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

OMB No. 1545-0026

| Part I U.S. Transferor Information (see instructions) | | | | |
|---|--------------------|---------------------------------------|---------------|--|
| Name of transferor | | Identifying number (see instructions) | | |
| THE HEINZ ENDOWMENTS | | | | |
| | | <u> 25-1721</u> | 100 | |
| 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 | X No | |
| b Did the transferor remain in existence after the transfer? | | X Yes | ☐ No | |
| If not, list the controlling shareholder(s) and their identifying number(s): | ••••• | | | |
| | | | | |
| Controlling shareholder | Ide | entifying number | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | · · · · · · · · · · · · · · · · · · · | | |
| | | | | |
| c If the transferor was a member of an affiliated group filing a consolidated return, was it the pare | ent corporation? | Yes | X No | |
| If not, list the name and employer identification number (EIN) of the parent corporation: | ent corporation: | 165 | LZZ NO | |
| in not, list the name and employer identification number (Liny of the parent corporation. | | | | |
| Name of parent corporation | EIN of | parent corporati | on | |
| | | | | |
| | | | | |
| d Have basis adjustments under section 367(a)(5) been made? | | Yes | X No | |
| (4)(4) | | | 140 | |
| 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated | as such under sect | ion 367), comple | te | |
| questions 2a through 2d. | | ,, | | |
| a List the name and EIN of the transferor's partnership: | | | | |
| a later than the later of the transfer of partitioning. | | | | |
| Name of partnership | EIN | N of partnership | | |
| Miles de la constant | | | | |
| | | | | |
| b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? | | Yes | X No | |
| c Is the partner disposing of its entire interest in the partnership? | | | X No | |
| d Is the partner disposing of an interest in a limited partnership that is regularly traded on an esta | | 165 | LZS_INO | |
| securities market? | abiloi leu | Yes | X No | |
| Part II Transferee Foreign Corporation Information (see instructions) | | res | LAL INO | |
| 3 Name of transferee (foreign corporation) | 4 1 | lantificina numba | - if only | |
| 3 Name of transferee (totalgricorporation) | 4 10 | dentifying numbe | r, II any | |
| VALINOR CAPITAL PARNTERS OFFSHORE LTD. | | | | |
| | | | | |
| 5 Address (including country) | DOY 2601 | | | |
| CRICKET SQ, 2ND FL, BOUNDARY HALL, HUTCHINS DR, PO | DOY 7001 | | | |
| GRAND CAYMAN, KY1-1111 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 Yes | X No | |
| LHA For Paperwork Reduction Act Notice, see separate instructions. | | Form 926 (F | Rev. 12-2011) | |

| 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 | 41 | | | | |
| trade or business not listed | | | , | | |
| under another category | | | | | |
| dilder another category | ***** | | | | |
| han 11 an | | | | | W-147-2 |
| مانه موناماء | | | | | |
| Intangible | | | | - Bit is the second of the sec | |
| property | | | | | |
| Dranasti ta ba lagand | *************************************** | | | | |
| 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. | 177 174 184 184 184 184 184 184 184 184 184 18 | | | <u> </u> | |
| Regs. sec. 1.367(a)-4T(e)) | | | | | |
| ļ | | | · · · · · · · · · · · · · · · · · · · | | |
| Other property | | | | 1 | |
| | | | | | |
| | | | | | |
| Supplemental Informa | ation Required | To Be Reported (see instr | uctions): | | |
| | | | | | |
| | | | | | |
| | | | | | |

| 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) ▶ <u>SECTION</u> 351 | | |
| 11 | Indicate whether any transfer reported in Part III is subject to any of the following: | | |
| а | • | Yes | X No |
| b | | Yes | X No |
| С | Recapture under section 1503(d) | Yes | X No |
| d | | Yes | X No |
| 12 | Did this transfer result from a change in the classification of the transferee to that of a foreign corporation? | Yes | X 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: | | |
| а | Tainted property | | X No |
| b | Depreciation recapture | | X No |
| С | Branch loss recapture | Yes | X No |
| d | Any other income recognition provision contained in the above-referenced regulations | Yes | X No |
| 14 | Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)? | Yes | X 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 | X 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? | X Yes | ☐ No |
| 17 a | Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? | Yes | X No |
| b | If "Yes," describe the nature of the rights to the intangible property that was transferred as a result of the transaction: | | |
| | | | |
| | | | Rev. 12-201 |

124533 12-29-11

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

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

OMB No. 1545-0026

| Part U.S. Transferor Information (see instructions) Name of transferor | | Identifying numb | er (see instructions) | |
|--|-----------------------|-----------------------|-----------------------|--|
| THE HEINZ ENDOWMENTS | | | | |
| If the transferor was a corporation, complete questions 1a through 1d. | | 25-1721100 | | |
| 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? Did the transferor remain in existence after the transfer? X Yes | | | X No | |
| If not, list the controlling shareholder(s) and their identifying number(s): | | | | |
| Controlling shareholder | I. | dentifying number | | |
| | | | | |
| | | ** | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | · | |
| | | | | |
| c If the transferor was a member of an affiliated group filing a consolidated return, was it the | parent corporation? | Yes | X No | |
| If not, list the name and employer identification number (EIN) of the parent corporation: | | | | |
| Name of parent corporation | EIN | of parent corporati | on | |
| | | | , | |
| | | | | |
| d Have basis adjustments under section 367(a)(5) been made? | | Yes | X No | |
| 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treat | ated as such under se | ection 367), complet | te | |
| questions 2a through 2d. | | , can be a second | | |
| a List the name and EIN of the transferor's partnership: | | | | |
| Name of partnership | E | EIN of partnership | | |
| | | | | |
| WESTBROOK REAL ESTATE FUND VIII, LP | 26-1870 | | (==1 | |
| b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? | | | X No X No | |
| c Is the partner disposing of its entire interest in the partnership? d Is the partner disposing of an interest in a limited partnership that is regularly traded on an | | Yes | LA. No | |
| securities market? | | Yes | X No | |
| Part II Transferee Foreign Corporation Information (see instructions) | | | | |
| 3 Name of transferee (foreign corporation) | 4 | Identifying number | r, if any | |
| 012 ESTATES LIMITED | | | | |
| 5 Address (including country) | | | | |
| 3300 PGA BOULEVARD, SUITE 820 PALM BEACH GARDENS, FL 33410 UNITED KINGDOM | | | | |
| 6 Country code of country of incorporation or organization | | | | |
| UNITED KINGDOM | | | | |
| 7 Foreign law characterization (see instructions) | | - | | |
| CORPORATION 8. Is the transfered foreign corporation a controlled foreign corporation? | | V | | |
| 8 Is the transferee foreign corporation a controlled foreign corporation? HA For Paperwork Reduction Act Notice, see separate instructions. | | X Yes Form 926 (F | No. 12-2011 | |
| 12-29-11 | | 1 OIIII 920 (F | 104. 14-4UTT | |

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 | | | 184,961. | | |
| | | | | | |
| Stock and | | | | | |
| securities | | | | | |
| | | | | | |
| | | | | | |
| Installment obligations, | | | | | |
| account receivables or | | | | | |
| similar property | | | | | |
| | | | | | |
| Foreign currency or other | | 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - | | | · · · · · · · · · · · · · · · · · · · |
| property denominated in | | | | | |
| foreign currency | | | | | |
| | | | | | |
| Inventory | | , | | | |
| inventory | | | | | 113,021,021,031 |
| | | | <u> </u> | | |
| Assets subject to | | | | | |
| depreciation recapture | | | | | |
| (see Temp. Regs. sec. | | | | | |
| 1.367(a)-4T(b)) | | | | | |
| Tangible property used in | | | | | |
| trade or business not listed | | | #1 \h \tag{\text{\tint{\text{\tin}\text{\ticl{\text{\tex{\tex | | 113 HW F Average 1 |
| under another category | | | | | |
| | | | | | |
| | | | | | |
| Intangible | | | | | |
| property | | 444 | | | |
| | | | | | |
| Property to be leased | | | | | 12 - 201 - 10 - 10 - 10 - 10 - 10 - 10 - |
| (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 | ,, | | | | |
| Other property | | | | | |
| | 1.77 | | | | |
| | | | | | |
| Supplemental Informa | ation Required | To Be Reported (see instr | uctions): | | |
| | | | 201010). | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | . P. P. A. C. | | | |

Form 926 (Rev. 12-2011)

Form **8832**

(Rev. January 2011)
Department of the Treasury

Entity Classification Election

OMB No. 1545-1516

| memai | Revenue Service | | 1 |
|--------|--|----------------------|---------------------------------------|
| | Name of eligible entity making election | | dentification number |
| _ | Emerlux 2 S.a.r.l. | 98- | 1029346 |
| Тур | | | |
| or | | | |
| Prir | City or town, state, and ZIP code. If a foreign address, enter city, province or state, postal code and country. postal code. | Follow the country's | practice for entering the |
| | L-1940 Luxembourg | | |
| ▶ Cl | eck if: Address change Late classification relief sought under Revenue Proced | ure 2009-41 | |
| Part | Election Information | | · · · · · · · · · · · · · · · · · · · |
| 1 a | Type of election (see instructions): 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. | 1.1 | |
| | | | |
| 2a | Has the eligible entity previously filed an entity election that had an effective date within the | ne last 60 month | s? |
| | ☐ 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 formation? | entity that was e | ffective on the date of |
| | Yes. Go to line 3. | | |
| | \square No. Stop here. You generally are not currently eligible to make the election (see instru | ctions). | |
| | | ,. | |
| 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 corpor | ation. 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 to line 4. | disregarded as a | ı separate entity. Go |
| 4 | if the eligible entity has only one owner, provide the following information: | | |
| а | Name of owner ▶ P4 Sub Continuing LP. 1 | | |
| b | identifying number of owner ▶ None | | |
| | , , , , , , , , , , , , , , , , , , , | | |
| 5 | if the eligible entity is owned by one or more affiliated corporations that file a consolidated employer identification number of the parent corporation: | return, provide | he name and |
| а | Name of parent corporation ▶ | | |
| b | Name of parent corporation ► Employer identification number ► | | , |
| | | | |
| or Pap | erwork Reduction Act Notice, see instructions. | | Form 8832 (Rev. 1-2011) |

| | 332 (Rev. 1-2011) | | | Page 2 |
|---|---|---|--------------|---|
| Par | | | | |
| 6 | Type of entity (see Instructions): | | | |
| а | ☐ A domestic eligible entity electing to be cl | assified as an association taxable | 98.8 | corporation |
| b | ☐ A domestic eligible entity electing to be cl | | ao c | Corporation. |
| C | ☐ A domestic eligible entity with a single ow | | a se | parate entity. |
| d | A foreign eligible entity electing to be clas | sifled as an association taxable a | sac | orporation. |
| 8 | A foreign eligible entity electing to be clas | | | |
| f | A foreign eligible entity with a single owner | er electing to be disregarded as a | sepa | rate entity. |
| 7 | If the eligible entity is created or organized In | a foreign jurisdiction, provide the | forei | an country of |
| | organization ► Luxembourg | | | - , |
| | | | | |
| 8 | Election is to be effective beginning (month, or | lay, year) (see instructions) | • | ► 10/19/201 |
| 9 | Name and title of contact person whom the IF | RS may call for more information | | 10 Contact person's telephone number |
| Jear | nette Martin | | | (408) 817-3722 |
| | Consent State | ment and Signature(s) (see I | nstr | uctions) |
| above, electio | penalties of perjury, i (we) declare that I (we) and that I (we) have examined this election a n and consent statement are true, correct, and a under penalties of perjury that I am authorize | nd consent statement, and to the d complete. If I am an officer, mar | best nage | of my (our) knowledge and belief this |
| | Signature(s) | Date | | . Title, ALCLUS |
| | 2000 | 1, 0 | | Séverine MICFIEL |
| *************************************** | | 14 December 2011 | | Manager |
| | | | | |
| ······································ | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | *************************************** |
| | | | | |
| | | | | |
| *************************************** | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | • | | | |

Form **8832** (Rev. 1-2011)

| Part | 332 (Rev. 1-2011) Late Election Relief | | Page |
|-------------------------------------|--|--|---|
| 11 | Provide the explanation as to why the entity of | elassification election was not file | ed on time (see instructions). |
| | | 1944 | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| Under of my and co further | penaities of perjury, I (we) declare that I (we) is (our) knowledge and belief, the election contains mplete. I (we) further declare that I (we) have a declare that the elements required for relief in | nave examined this election, inc ns all the relevant facts relating personal knowledge of the facts Section 4.01 of Revenue Proce | cluding accompanying documents, and, to the best to the election, and such facts are true, correct, and circumstances related to the election. I (we) dure 2009-41 have been satisfied. |
| | Signature(s) | Date | Title |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | Mark | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |

Form **8832** (Rev. 1-2011)

Form **8832**

(Rev. January 2011)
Department of the Treasury

Entity Classification Election

OMB No. 1545-1516

| IIROIIIA | nevenue Service | | | | | | | |
|--|--|-----------------------------------|--|--|--|--|--|--|
| | Name of eligible entity making election | Employer Identification number | | | | | | |
| T | Greeneden Topco S.C.A. 98-1029194 | | | | | | | |
| Тур | | | | | | | | |
| OI Design | 282 route de Longwy | | | | | | | |
| Print 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 postal code. | | | | | | | | |
| | L-1940 Luxembourg | | | | | | | |
| ►C | heck if: Address change Late classification relief sought under Revenue Procedure 20 | 000.14 | | | | | | |
| Par | Election Information | 009-41 | | | | | | |
| | Lioudin morniquon | | | | | | | |
| 1 | Type of election (see instructions): | | | | | | | |
| _ | El terret de la companya de la compa | | | | | | | |
| a b | ☐ 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 | t 60 mantha? | | | | | | |
| | the the significant providedly filed an entity election that had an ellective date within the las | t 60 months? | | | | | | |
| | ☐ Yes. Go to line 2b. | | | | | | | |
| | No. Skip line 2b and go to line 3. | | | | | | | |
| | and the same and t | | | | | | | |
| 2b | Was the eligible entity's prior election an initial classification election by a newly formed entity | that was affective on the date of | | | | | | |
| | formation? | mat was effective of the date of | | | | | | |
| | | | | | | | | |
| ☐ Yes. Go to line 3. | | | | | | | | |
| | \square No. Stop here. You generally are not currently eligible to make the election (see instructions | s). | | | | | | |
| | | • | | | | | | |
| 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 cligible entity has only one comes mystate the fallenting to farmer. | | | | | | | |
| 7 | if the eligible entity has only one owner, provide the following information: | | | | | | | |
| а | Name of owner ▶ | | | | | | | |
| b | Name of owner ►identifying number of owner ► | | | | | | | |
| | | | | | | | | |
| | | | | | | | | |
| 5 | If the eligible entity is owned by one or more affiliated corporations that file a consolidated return | nrovide the name and | | | | | | |
| | employer identification number of the parent corporation: | i, provide the name and | | | | | | |
| | Name of parent corporation ▶ N/A | | | | | | | |
| | *************************************** | | | | | | | |
| b Employer identification number ► N/A | | | | | | | | |
| | | | | | | | | |
| or Par | erwork Reduction Act Notice, see instructions. | Form 8832 (Rev. 1-2011) | | | | | | |

| Form 8832 (Rev. 1-201 | | | | | | Page 2 |
|---|--|--|--|--|-------------|---------|
| | tion Information (Continued) | | | | | |
| 6 Type of er | ntity (see instructions): | | | | | |
| a | estic eligible entity electing to be c | lassified as an association taxab | ole as a | corporation. | | |
| | estic eligible entity electing to be c | | ,,,, do , | . corporation | | |
| c 🔲 A dome | estic eligible entity with a single ov | vner electing to be disregarded a | | | | |
| | n eligible entity electing to be class | | as a c | orporation. | | |
| | n eligible entity electing to be class on eligible entity with a single own | | 0.0000 | roto ontity | | |
| ı 🗆 V içi elê | in engine entry with a single own | er electing to be distegated as | a sepa | irate entity. | | |
| | le entity is created or organized in | a foreign jurisdiction, provide th | | | | |
| 8 Election is | to be effective beginning (month, | | | | | 06/2011 |
| 9 Name and | title of contact person whom the ! | RS may call for more information | า | 10 Contact person's | telephone n | umber |
| Claire Kno | lly | | | (415) 498-71 | 93 | |
| | Consent State | ement and Signature(s) (see | e inst | ructions) | | |
| above, and that I (election and conse | perjury, I (we) declare that I (we) we) have examined this election and statement are true, correct, an alties of perjury that I am authorize (Signature (s.)) | and consent statement, and to the complete. If I am an officer, med to make the election on its be | ne besi nanage | t of my (our) knowledge r, or member signing fo | and belief. | this |
| | Signature(s) | Date | 1 | Title | JC1 | |
| | 3/14/(1/1) | 14 December 2011 | | Severine MICH | of Comme | Ju. 1. |
| | | 7. | | Manager d | VIUNA | and san |
| | <u> </u> | | ļ | | ' '' | a nage |
| | | | | | | |
| | | | + | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | ····· |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | 1 | | | |
| | | | | | | |
| | | | ļ | | | |
| | | | | | | |
| - | Mile days | | ļ — | | | |
| *************************************** | | | | | | |
| | | | | | | |
| | | | | | | |

Form **8832** (Rev. 1-2011)

confidential Jack Kime Apr 19, 2012 10:46

| Par | t II Late Election Relief | | Page |
|--|--|---|---|
| | | localitication algorithm was not file | ad an time (see instructions) |
| 11 | Provide the explanation as to why the entity cl | assification election was not the | ed on time (see instructions). |
| | | *************************************** | |
| | | | |
| | | | |
| | | W-144. | |
| | | | |
| | | | |
| | | | |
| • ., . | | | |
| | | *************************************** | |
| Unde | penalties of perjury, I (we) declare that I (we) h | ave examined this election, inc | cluding accompanying documents, and, to the bes |
| of my and o | (our) knowledge and belief, the election contain omplete. I (we) further declare that I (we) have productions and the state of the stat | ns all the relevant facts relating personal knowledge of the facts | to the election, and such facts are true, correct, s and circumstances related to the election. I (we) edure 2009-41 have been satisfied. |
| turtne | r declare that the elements required for relief in a Signature(s) | Section 4.01 of Revenue Proce Date | odure 2009-41 have been satisfied. Title |
| ······································ | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | The state of the s | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |

Form **8832**

(Rev. January 2011)
Department of the Treasury

Entity Classification Election

OMB No. 1545-1516

| interna | revenue Service | | | | | |
|---------|---|---|--|--|--|--|
| | Name of eligible entity making election | Employer Identification number | | | | |
| | Greeneden S.a.r.l. | 98-1029170 | | | | |
| Typ | | | | | | |
| OI | 282 route de Longwy | | | | | |
| Pri | City or town, state, and ZiP code. If a foreign address, enter city, province or state, postal code and country. Follow postal code. | w the country's practice for entering the | | | | |
| | L-1940 Luxembourg | | | | | |
| ►C | heck if: Address change Late classification relief sought under Revenue Procedure 2 | 2009-41 | | | | |
| Par | t I Election Information | | | | | |
| 1 | Type of election (see instructions): | | | | | |
| a b | ☑ Initial classification by a newly-formed entity. Skip lines 2a and 2b and go to line 3.☐ 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 la | st 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 instruction | ns). | | | | |
| 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 | n. 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 disret to line 4. | garded as a separate entity. Go | | | | |
| 4 | If the eligible entity has only one owner, provide the following information: | | | | | |
| а | Name of owner ► | | | | | |
| b | Name of owner ► | | | | | |
| | Tables, and the second of the | | | | | |
| 5 | If the eligible entity is owned by one or more affiliated corporations that file a consolidated retuemployer identification number of the parent corporation: | rn, provide the name and | | | | |
| а | Name of parent corporation ► N/A | | | | | |
| b | Name of parent corporation ► N/A Employer identification number ► N/A | | | | | |
| | • | | | | | |
| or Pa | perwork Reduction Act Notice, see instructions. | Form 8832 (Rev. 1-2011) | | | | |

| _ | 832 (Rev. 1-2011) | | | | Page 2 |
|-------------------|---|---|---|------------------|---|
| Pari 6 | Election Information Type of entity (see in | nation (Continued) | | | |
| Ū | Type of entity (see in | istractions). | | | |
| a | | | assified as an association taxab | le as a | corporation. |
| b | | | assified as a partnership. | | |
| ď | | | ner electing to be disregarded a sified as an association taxable | | |
| 8 | | ntity electing to be class | | 40 4 0 | orporation. |
| f | A foreign eligible el | ntity with a single owner | r electing to be disregarded as | a sepa | rate entity. |
| 7 | If the eligible entity is coorganization ► Luxe | | a foreign jurisdiction, provide th | | • |
| 8 | Election is to be effecti | ve beginning (month, d | ay, year) (see instructions) . | | ▶ <u>10/06/201</u> 1 |
| 9 | Name and title of conta | act person whom the IR | S may call for more Information | 1 | 10 Contact person's telephone number |
| Clai | re Knollys | | | | (415) 498-7193 |
| above, eiectio | , and that I (we) have ex n and consent statemer | camined this election ar nt are true, correct, and | nd consent statement, and to the | ne best anage | amed entity to be classified as indicated of my (our) knowledge and belief, this r, or member signing for the entity, I further |
| | Signature | e(s) | Date | | Title |
| | Sm | 200) | 14 Deaux 204 | ļ | Séverine MICHEL |
| | | \ / | | | Manager |
| | | <u>V</u> | | | |
| | | | | ļ | |
| | | | | | |
| | | · · · · · · · · · · · · · · · · · · · | | | |
| | | | | | |
| | | | | | |
| | | ······································ | | | |
| · | | | | | |
| | | | | | |
| | | <u> </u> | | | |
| | | | | | |
| | | | | } | |
| | · · · · · · · · · · · · · · · · · · · | | | | |
| | | | 7 ··· | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |

| | 32 (Rev. 1-2011) | | Page |
|---------|--|---|--|
| Part | | | |
| 11 | Provide the explanation as to why the entity of | elassification election was not fll | ed on time (see instructions). |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| Under | penalties of perjury, I (we) declare that I (we) I | nave examined this election, inc | cluding accompanying documents, and, to the best |
| and co | our) knowledge and belief, the election contail molete. I (we) further declare that I (we) have I | ns all the relevant facts relating nersonal knowledge of the facts | to the election, and such facts are true, correct, |
| further | declare that the elements required for relief in | Section 4.01 of Revenue Proce | edure 2009-41 have been satisfied. |
| | Signature(s) | Date | Title |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | ` | | |
| | | | |
| | | | |
| | A STATE OF THE STA | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | · · · · · · · · · · · · · · · · · · · |
| | | | |
| | | | |

Form **8832** (Rev. 1-2011)

Form **8832** (Rev. January 2011)

Entity Classification Election

OMB No. 1545-1516

| Departm Internal | nent of the Treasury Revenue Service | | | | | | | |
|---|---|--|--|-----------------|--------------------------------|--|--|--|
| | | ole entity making election | | Employer Ide | ntification number | | | |
| _ | | Bluedrip Managers Limited 98–1033564 | | | | | | |
| Тур | | | | | | | | |
| or | _ | Trafalgar Court | | | | | | |
| Prin | City or town, s | only or town, state, and zim code, if a lovelyn abdress, enter day, province or state, postal code and country. Follow the country's practice for entering the | | | | | | |
| | • | , St Peter Port, Guernsey, GY1 3QL | | | | | | |
| ▶ Ch | | | elief sought under Revenue Procedure | 2009-41 | | | | |
| Part | | Information | sier sought under nevenue Frocedure 2 | 2009-41 | | | | |
| | | | | | | | | |
| 1 | Type of electi | ion (see instructions): | | | | | | |
| | | | | | | | | |
| а | | ification by a newly-formed entity. Skip | lines 2a and 2b and go to line 3. | | | | | |
| Ь | Change in | current classification. Go to line 2a. | | | | | | |
| n - | 1 fee 4be -8-9 4 | | a that had an affinal a day a suit of | 00 | . ^ | | | |
| 2a | Has the eligible | e entity previously filed an entity electio | n that had an effective date within the i | ast 60 months | 37 | | | |
| | ☐ Yes. Go to | line 2h | | | | | | |
| | | ne 2b and go to line 3. | | | | | | |
| | | | | | | | | |
| 2b | Was the eligible | le entity's prior election an initial classifi | cation election by a newly formed entit | y that was eff | ective 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). | | | | | | |
| | ☐ No. Stop h | ere. You generally are not currently elig | ible to make the election (see instruction | ns). | | | | |
| 3 | Does the eligib | ole entity have more than one owner? | | | | | | |
| | and the original | do only hard more alan one owner. | | | | | | |
| | 🗌 Yes. You ca | an elect to be classified as a partnership | or an association taxable as a corporation | on. Skip line 4 | and go to line 5. | | | |
| | No. You ca | nn elect to be classified as an association | on taxable as a corporation or to be dis | regarded as a | separate entity. Go | | | |
| | to line 4. | · | • | • | , | | | |
| _ | 16.0. 17.6.1 | | | | | | | |
| 4 | it the eligible el | ntity has only one owner, provide the fo | pilowing information: | | | | | |
| а | Name of owner | ır > | | | | | | |
| ь | | nber of owner ▶ | | | | | | |
| | | | | | p | | | |
| | | | | | | | | |
| 5 | | ntity is owned by one or more affiliated | | tum, provide t | the name and | | | |
| employer identification number of the parent corporation: | | | | | | | | |
| | Name of marrow | | | | | | | |
| | | t corporation | | ~~~~~~ | | | | |
| • | Employer toent | tification number > | | | | | | |
| For Par | nerwork Reduction | on Act Notice, see instructions. | Cat. No. 22598R | | Form 8832 (Rev. 1-2011) | | | |

| ronn 8 | 832 (Rev. 1-2011) | | | Page 2 |
|-----------------|--|---|-------------------|---------------------------------------|
| Par | Election Information (Continued) | | | • #30 == |
| 6 | Type of entity (see instructions): | | | |
| а | A domestic eligible entity electing to be cla | assified as an association taxa | ble as | a corporation |
| b | A domestic eligible entity electing to be classified. | assified as a partnership. | | |
| C | ☐ A domestic eligible entity with a single ow | ner electing to be disregarded | as a s | eparate entity. |
| d e | ☐ A foreign eligible entity electing to be class ☐ A foreign eligible entity electing to be class | sified as an association taxable | es a | corporation. |
| f | A foreign eligible entity with a single owner | | a sep | arate entity. |
| 7 | If the eligible entity is created or organized in organization Guernsey | a foreign jurisdiction, provide ti | he fore | eign country of |
| 8 | Election is to be effective beginning (month, d | ay, year) (see instructions) | | |
| 9 | Name and title of contact person whom the IR | S may call for more informatio | n | 10 Contact person's telephone number |
| | Kees Vincent Jager, Director | | | 44 1481 745 409 |
| | Consent States | nent and Signature(s) (see | instr | uctions) |
| above Hectic | penalties of perjury, I (we) declare that I (we) conditions, and that I (we) have examined this election and and consent statement are true, correct, and re under penalties of perjury that I am authorized | d consent statement, and to th complete. If I am an officer, m | ie best Janage | of my (our) knowledge and belief this |
| | Signature(s) | Date | | Title |
| | | 23-01-2012 | Direct | or |
| | | | | |
| | | | | |
| | | | 1 | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |

confidential Jack Kime Apr 19, 2012 10:46

| Form 8 | 832 (Rev. 1-2011) | | | | | Page 3 |
|----------------|---------------------------------------|--|--------------------------------|---|--|---|
| Par | Late Ele | ction Relief | | | | |
| 11 | Provide the exp | planation as to why | the entity clas | ssification election was no | t filed on time (see inst | tructions). |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | · · · · · · · · · · · · · · · · · · · | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | **** | | | |
| | | | | | | |
| | | | | | | |
| of my and c | (our) knowledge omplete. I (we) fu | and belief, the elec rther declare that I | tion contains (we) have per | all the relevant facts relati | ng to the election, and cts and circumstances | g documents, and, to the best such facts are true, correct, related to the election. I (we) |
| ı Çii Li 16 | | gnature(s) | i iot ieliei ili Se | Date | Counte 2005-41 Have | Title |
| | | | | | | |
| | | | | | | |
| | | | . ! | | | |
| | | | | | | |
| | | | | | | |
| | | | | <u>, , , , , , , , , , , , , , , , , , , </u> | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | ļ | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| - /- | _ | | | | | |
| | | - | | | | |

Form **8832** (Rev. January 2011)

Entity Classification Election

| Departm nternal F | ent of the Treasury Revenue Service | 5 | | | | | | |
|----------------------|--|---|-----------------------------------|--------------------------|-------------------------|-----------------------|---|---|
| | | ole entity making el | ection | | | | Employer Identification num | nber |
| | | Bluedrip Topco S.àr.I. 98–1019683 Number, street, and room or suite no. if a P.O. box, see instructions. | | | | | | |
| Тур | i i | | e no. if a P.O. box, | see instructions. | | | | |
| or Prin | 282, route de | | | | | | | when the |
| FIIII | City or town, s postal code. | state, and ZIP code | i. If a foreign addre | ss, enter city, province | or state, postal code a | na country. Follow in | e country's practice for ente | ung trie |
| | L-1940 Luxer | mbourg | | | | | | |
| ▶ Ch | eck if: Add | ress change | Late class | ification relief sou | ight under Revenu | e Procedure 200 | 9-41 | |
| Part | | n Information | | | | | | |
| 1 | Type of electi | ion (see instru | ctions): | | | | | |
| a b | | | ewly-formed election. Go to li | | a and 25 and go to | o iine 3. | | |
| 2 a | Has the eligible | e entity previou | usly filed an ent | tity election that h | ad an effective da | te 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 formation? | | | | e date of | | | |
| | ☐ Yes. Go to ☐ No. Stop h | | raliy are not cur | rrently eligible to (| nake the election | (see instructions |). | |
| 3 | Does the eligib | ole entity have | more than one | owner? | | | | |
| | _ | | _ | • | | | Skip line 4 and go to li arded as a separate e | |
| 4 | if the eligible e | entity has only o | one owner, pro | vide the following | information: | | | |
| a b | Name of owner Identifying num | er > mber of owner | | | | | | |
| 5 | | | by one or more er of the paren | | ations that file a c | onsolidated retur | n, provide the name a | nd |
| a b | | nt corporation I itification numb | | | | | | 100000000000000000000000000000000000000 |

| Form 88 | 32 (Rev. 1-2011) | | | Page 2 | | |
|------------------|---|---|----------------|--|--|--|
| Part | The same transfer and the same transfer and | | | | | |
| 6 | Type of entity (see instructions): | | | | | |
| - | ☐ A domestic eligible entity electing to be cla | scified se en acconlation tayah | se ol | a corporation. | | |
| a b | A domestic eligible entity electing to be cla | | 23 | e entermen | | |
| C | A domestic eligible entity with a single own | | s a se | parate entity. | | |
| d | A foreign eligible entity electing to be class | | | | | |
| • | ☑ A foreign eligible entity electing to be class: | | | | | |
| f | A foreign eligible entity with a single owner | electing to be disregarded as | a sep | arate entity. | | |
| 7 | if the eligible entity is created or organized in a | ı foreign jurisdiction, provide th | e fore | ign country of | | |
| | organization Luxembourg | 1944 W 24 W 24 W 44 W 2 W 2 W 2 W 2 W 2 W | | | | |
| 8 | Election is to be effective beginning (month, da | ay, year) (see instructions) | • | ▶ 8/8/2011 | | |
| 9 | Name and title of contact person whom the IR | S may call for more information | 1 | 10 Contact person's telephone number | | |
| | Cédric Pedoni, Manager | | | +352 26 86 81 1 | | |
| | Consent Statem | nent and Signature(s) (see | instr | ructions) | | |
| above electic | penalties of perjury, I (we) declare that I (we) co , and that I (we) have examined this election and n and consent statement are true, correct, and e under penalties of perjury that I am authorized | d consent statement, and to the complete. If I am an officer, ma | e bes anage | t of my (our) knowledge and belief, this | | |
| | Signature(s) | Date | | Title | | |
| | | 10/6/2011 | Mana | ger | | |
| | | 10/4/00// | | | | |
| | | | | • | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | ļ | | | |
| | | | | | | |
| _ | | | | | | |
| | | | | | | |
| | | : | | | | |
| | | | | | | |
| | | | - | | | |
| | | | <u> </u> | | | |

| Form 8 | 832 (Rev. 1-2011) | | Page 3 |
|--------|--|--|---|
| Part | Late Election Relief | | |
| 11 | Provide the explanation as to why the entity of | lassification election was not fil | ed on time (see instructions). |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | - |
| of my | (our) knowledge and belief, the election contain | ns all the relevant facts relating ersonal knowledge of the facts | luding accompanying documents, and, to the best to the election, and such facts are true, correct, and circumstances related to the election, I (we) edure 2009-41 have been satisfied. |
| | Signature(s) | Date | Title |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |

Entity Classification Election

| Departme Internal F | ent of the Treasury evenue Service | | | | | | | | |
|------------------------|--|-----------------------------------|-------------------------------|----------------------------------|----------------------------|-------------------------|--|--|--|
| | | ble entity making e | election | | Employer id | entification number | | | |
| | | Bluedrip Midco S.à.r.l. | | | | | | | |
| Туре | Number, street, and room or suite no. If a P.O. box, see instructions. | | | | | | | | |
| or | 282, route de | | | | | | | | |
| Prin | City or town, s | d country. Follow the country's | practice for entering the | | | | | | |
| | L-1940 Luxei | emboura | | | | | | | |
| ► čh | eck if: 🔲 Add | | ☐ Late classificatio | n relief sought under Revenue | Procedure 2009-41 | | | | |
| | Election | n Informatio | n | | | | | | |
| .4 | | | | | | | | | |
| 1 | Type of electi | ion (see instru | uctions): | | | | | | |
| а | ✓ Initial class | sification by a | newly-formed entity. S | Skip lines 2a and 2b and go to | line 3. | | | | |
| b | | | fication. Go to line 2a. | • | | | | | |
| | 300 | | | | | _ | | | |
| 2 a | Has the eligibl | le entity previo | ously filed an entity elec | ction that had an effective date | e within the last 60 month | ns? | | | |
| | ☐ Yes. Go to | line 2b. | | | | | | | |
| | | ne 2b and go | to line 3. | | | | | | |
| | | | | | ,,, | | | | |
| 2b | | le entity's pric | or election an initial clas | ssification election by a newly | formed entity that was e | ffective on the date of | | | |
| | formation? | | | | | | | | |
| | ☐ Yes. Go to line 3. | | | | | | | | |
| | | | erally are not currently | eligible to make the election (s | see instructions). | | | | |
| | • | | • | | | | | | |
| 3 | Does the eligib | ble entity have | more than one owner | ? | | | | | |
| | | .11.1- 1 | ala artica al anno montro com | Ĵilio ar an angolotlan tavabla a | a a corporation. Skin line | 4 and go to line 5 | | | |
| | | | | ship or an association taxable a | | | | | |
| | to line 4. | an elect to be | classified as an associ | iation taxable as a corporation | TOF to be disregarded as | a separate entity. Go | | | |
| | ion | | | | | | | | |
| 4 | If the eligible e | entity has only | one owner, provide th | e following information: | | | | | |
| _ | | | | | | | | | |
| a b | Name of owner | | | | | | | | |
| | laentitying nur | liper of owner | | | | | | | |
| | | | | | | | | | |
| 5 | If the eligible e | entity is owned | d by one or more affilia | ted corporations that file a cor | nsolidated return, provide | e the name and | | | |
| | | | ber of the parent corpo | | | | | | |
| | Nieuwa et e eur | | _ | | | | | | |
| | | nt corporation ntification num | | | | | | | |
| U | ⊏rnpioyer iden | uncauon num | DGI - | | | | | | |
| V | | | | | | Form 8832 (Rev. 1-2011) | | | |

| Form 8832 (Rev. 1-2011) | | | | Page 2 | | |
|--|---|---|-----------------------------------|--|--|--|
| Election In | formation (Continued) | | | | | |
| 6 Type of entity (se | Type of entity (see instructions): | | | | | |
| b ☐ A domestic elig c ☐ A domestic elig d ☐ A foreign eligib e ☑ A foreign eligib | A domestic eligible entity electing to be classified as an association taxable as a corporation. A domestic eligible entity electing to be classified as a partnership. A domestic eligible entity with a single owner electing to be disregarded as a separate entity. A foreign eligible entity electing to be classified as an association taxable as a corporation. ✓ A foreign eligible entity electing to be classified as a partnership. | | | | | |
| 7 If the eligible entity organization ► Lu | | foreign jurisdiction, provide the | e foreign count | | | |
| 8 Election is to be ef | ffective beginning (month, da | y, year) (see instructions) | The state of the state of | <u>12/1/2011</u> | | |
| 9 Name and title of o | · | S may call for more information | 10 Con | tact person's telephone number +352 26 86 811 | | |
| | | | | | | |
| above, and that I (we) have election and consent state declare under penalties of | ve examined this election and ement are true, correct, and if perjury that I am authorized | I consent statement, and to the complete. If I am an officer, ma I to make the election on its be | e best of my (o anager, or men | nber signing for the entity, I further | | |
| Sinn | ature(s) | Date | | Title | | |
| Jigiii | 4.0.0 | | | | | |
| <u> </u> | | 01-23-2012 | Manager | | | |
| Sign | 3 | 01-23-2012 | Manager | | | |
| | | 01-23-2012 | Manager | | | |
| | | 01-23-2012 | Manager | | | |
| | | 01-23-2012 | Manager | | | |
| | | 01-23-2012 | Manager | | | |
| | | 01-23-2012 | Manager | | | |
| | | 01-23-2012 | Manager | | | |
| | | 01-23-2012 | Manager | | | |
| | | 01-23-2012 | | | | |
| | | 01-23-2012 | | | | |
| | | 01-23-2012 | | | | |
| | | | | | | |
| | | 01-23-2012 | | | | |
| | | | | | | |

| Form 8832 (Rev. 1-2011) | | | Page |
|--|--|--|--|
| Late Election Relief | | | |
| 11 Provide the explanation as to wh | ny the entity classification | election was not filed | on time (see instructions). |
| TI TOTAL TIO ONDIANAMENT ARE TO THE | ,, | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | - [*] | | |
| | | | |
| | | | |
| | | | |
| | | The second secon | |
| | | | And the second s |
| | The state of the s | | |
| | | | |
| | | | |
| nder penalties of perjury. I (we) declare | e that I (we) have examine | d this election, includ | ling accompanying documents, and, to the bes |
| e to state a la dana anad ballafi dha al | a ati a ma a mataina all tha vala | want toate relating to | the election, and such tacks are true, correct. |
| nd complete. I (we) further declare that inther declare that the elements require | t I (we) nave personal know ed for relief in Section 4.01 | of Revenue Procedu | nd circumstances related to the election. I (we) ure 2009-41 have been satisfied. |
| Signature(s) | | Date | Title |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | - 1000 1000 1000 1000 1000 1000 1000 10 | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | Special relations of the second secon | | |
| | | | 111111111111111111111111111111111111111 |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | DESCRIPTION OF THE PROPERTY OF | |
| | | | |
| | | | |
| | | | |
| The second secon | | | |
| | | | |
| | | | |
| | | | Form 8832 (Rev. 1-20 |

Form **8832**(Rev. February 2010)
Decartment of the Treasury

Entity Classification Election

| Typ or Pri | | ione | 98-0694936 | | | |
|------------------|--|---|--|--|--|--|
| OI Pri | | Ane | | | | |
| Pri | 282, route de Longwy, L-1940 Luxembourg | TOTAL TOPA | | | | |
| | | | · · · · · · · · · · · · · · · · · · · | | | |
| _ | postal code. | , province or state, postal code and country. F | follow the country's practice for entering t | | | |
| | Luxembourg | | | | | |
| | theck If: Address change | | | | | |
| | | | | | | |
| 1 | Type of election (see instructions): | | | | | |
| а | 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 | n that had an effective date within t | ne last 60 months? | | | |
| | ☐ Yes. Go to line 2b. | | | | | |
| | No. Skip line 2b and go to line 3. | | | | | |
| | — The one will be and go to will be. | | | | | |
| 2b | Was the eligible entity's prior election for initial classification by a newly formed entity effective on the date of formation? | | | | | |
| | Yes, Go to line 3. | | | | | |
| | | سعديا دراء داندواد حاله ويامعه مع مامان | | | | |
| | ☐ No. Stop here. You generally are not currently elig | lible to make the election (see instru | ictions). | | | |
| 3 | Does the eligible entity have more than one owner? | | | | | |
| | Yes. You can elect to be classified as a partnership | or an association tavable as a corne | watton. Ckin line 4 and so to line f | | | |
| | No. You can elect to be classified as an association | on taxable as a corporation or disrec | radon. Skip line 4 and go to line s parded as a separate entity. Go t | | | |
| | iine 4. | | , and an a copulate charge are | | | |
| 4 | if the eligible entity has only one owner, provide the fo | llowing information: | | | | |
| a | Name of owner ► | | | | | |
| b | Identifying number of owner ▶ | | | | | |
| 5 | If the eligible entity is owned by one or more affiliated of | corporations that file a consolidated | return, provide the name and | | | |
| | employer identification number of the parent corporation | on; | branes are remin and | | | |
| а | Name of parent corporation ▶ | • | | | | |
| þ | Employer identification number ▶ | ************************************** | | | | |
| | | | | | | |

| Form 8 | 3832 (Rev. 2-2010) | | | Page 2 | | |
|----------------|---|----------------------------------|--|--|--|--|
| 6 | Type of entity (see instructions): | | - | | | |
| a b c | A domestic eligible entity electing to be classified as a partnership. | | | | | |
| ď | d 🔲 A foreign eligible entity electing to be classified as an association taxable as a corporation. | | | | | |
| e | e A foreign eligible entity electing to be classified as a partnership. f A foreign eligible entity with a single owner electing to be disregarded as a separate entity. | | | | | |
| • | Li A loreign englible entity what a single owner electing to be disregarded as a separate entity. | | | | | |
| 7 | 7 If the eligible entity is created or organized in a foreign jurisdiction, provide the foreign country of organization ► Luxembourg | | | | | |
| 8 | Election is to be effective beginning (month | n, day, year) (see instructions) | | ▶ <u>2/14/2</u> 011 | | |
| 9 | Name and title of contact person whom the | e IRS may call for more inform | ation | 10 Contact person's telephone number | | |
| | Severine Michel and Yann Bak, Managers | | | 352/2686811 | | |
| | Consent Sta | tement and Signature(s) (| see inst | ructions) | | |
| above compl | penalties of perjury, I (we) declare that I (we , and that I (we) have examined this consent lete. If I am an officer, manager, or member s te this consent statement on their behalf. | statement, and to the best of | my (our) | knowledge and belief, it is true, correct, and | | |
| | Signature(s) | Date | | Title | | |
| | 5000 | 3/17/2011 | Mana | ger | | |
| | CAP | 3/17/2011 | Mana | дег | | |
| | 8 ** | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | + | | | |
| | | | - | · · · · · · · · · · · · · · · · · · · | | |
| | | | | | | |
| | | | <u> </u> | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | , | | | | | |
| | | | | | | |

Entity Classification Flection

| Depart | -eoruary 2010) ment of the Treasu I Revenue Service | | | OIVIB NO. 1343-1316 | | | | | |
|-------------|---|--|---|--|--|--|--|--|--|
| | Name of e | ligible entity making election el Finance SCA | | Employer identification number 98-0694935 | | | | | |
| Typ | 9 | Number, street, and room or suite no. If a P.O. box, see instructions. | | | | | | | |
| _01 | | de Longwy, L-1940 Luxembourg | | | | | | | |
| Pri | postal cod | o. | ty, province or state, postal code and country. Follow | the country's practice for entering the | | | | | |
| | Luxembou | - | | | | | | | |
| <u></u> ► C | heck if: A | Address change | | | | | | | |
| 1 a b | ✓ Initial cla | ction (see instructions): assification by a newly-formed entity. Ski in current classification. Go to line 2a. | p lines 2a and 2b and go to line 3. | | | | | | |
| 2a | Has the eligi | ible entity previously filed an entity electi | on that had an effective date within the las | t 60 months? | | | | | |
| | ☐ Yes. Go | o to line 2b. o line 2b and go to line 3. | | | | | | | |
| 2b | Was the elig | ible entity's prior election for initial class | ification by a newly formed entity effective | on the date of formation? | | | | | |
| | ☐ Yes. Go ☐ No. Stop | | igible to make the election (see instruction | s). | | | | | |
| 3 | Does the elig | gible entity have more than one owner? | | | | | | | |
| | Yes. You Ine 4. | acan elect to be classified as a partnershi can elect to be classified as an associat | p or an association taxable as a corporation ion taxable as a corporation or disregarde | . Skip line 4 and go to line 5. d as a separate entity. Go to | | | | | |
| 4 a | If the eligible Name of owr | entity has only one owner, provide the fore ► | ollowing information: | | | | | | |
| b | ldentifying nu | umber of owner ▶ | | | | | | | |
| | employer ide | ntification number of the parent corporati | corporations that file a consolidated returtion: | n, provide the name and | | | | | |
| а | Name of pare | ent corporation > | | | | | | | |
| b | Employer ide | ntification number ▶ | | | | | | | |
| | · · · · · · · · · · · · · · · · · · · | ction Act Notice, see instructions. | Cat. No. 22598R | Form 8832 (Rev. 2-2010) | | | | | |

| Form 8 | 332 (Rev. 2-2010) | | | Page 2 | | |
|----------------------------|---|---|---------------------------------------|--|--|--|
| 6 | Type of entity (see instructions): | | | | | |
| a b c d e f | □ A domestic eligible entity electing to be c □ A domestic eligible entity electing to be c □ A domestic eligible entity with a single own ☑ A foreign eligible entity electing to be class □ A foreign eligible entity electing to be class □ A foreign eligible entity with a single owner | lassified as a partnership. wher electing to be disregard ssified as an association taxa ssified as a partnership. | ed as a s able as a | separate entity. corporation. | | |
| 7 | If the eligible entity is created or organized in a foreign jurisdiction, provide the foreign country of organization ► Luxembourg | | | | | |
| 8 | Election is to be effective beginning (month, o | day, year) (see instructions) | | ▶ | | |
| 9 | Name and title of contact person whom the IF | RS may call for more informa | ation | 10 Contact person's telephone number | | |
| | LuxGEO GP S.ar.l.: Severine Michel and Yann B | Bak, Managers | | 352/2686811 | | |
| | Consent State | ment and Signature(s) (s | ee instr | ructions) | | |
| above, comple | penalties of perjury, I (we) declare that I (we) c and that I (we) have examined this consent st ete. If I am an officer, manager, or member sign e this consent statement on their behalf. | atement, and to the best of a | mv (our) i | knowledge and belief, it is true, correct, and | | |
| | Signature(s) | Date | · · · · · · · · · · · · · · · · · · · | Title | | |
| | Z BUS | 3/12/2011 | Мапа | ger | | |
| <u> </u> | | 3/12/2011 | Mana | ger | | |
| | 3 | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | - | | | |
| | | | | V | | |
| | | | | | | |

Form 8832 (Rev. February 2010) Department of the Treasury

Entity Classification Election

| | nent of the Treasury Revenue Service | | | | | | |
|--------|---|--|--|----------------------|-------------------------|--|--|
| | | ible entity making election | | Employer ide | ntification number | | |
| | LuxGEO S.a | ar.i. | | 98-0694 | 932 | | |
| Тур | | et, and room or suite no. If a P.O. box, see instruc | itions. | | | | |
| or | | | | | | | |
| Pri | postal code. | state, and ZIP code. If a foreign address, enter cit | y, province or state, postal code and country. Follows | low the country's pr | actice for entering the | | |
| | Luxembour | - | | | | | |
| ▶¢ | heck if: 🔲 Ad | dress change | | | | | |
| 1 | Time of class | tion (see instructions): | | | | | |
| • | Type of elect | ion (see instructions). | • | | | | |
| 8 | ☑ Initial class | sification by a newly-formed entity. Skip | o lines 2a and 2b and go to line 3. | | | | |
| b | | current classification. Go to line 2a. | | | | | |
| | • | | | | | | |
| 2a | Has the eligib | le entity previously filed an entity election | on that had an effective date within the | last 60 months | ? | | |
| | | | | | | | |
| | ☐ Yes. Go t | | | | | | |
| | □ No. Skip | line 2b and go to line 3. | | | | | |
| 2b | Was the eligib | ole entity's prior election for Initial classit | fication by a newly formed entity effect | tive on the date | of formation? | | |
| | ☐ Yes. Go to | o line 3. | | | | | |
| | ☐ No. Stop | here. You generally are not currently eli- | igible to make the election (see instruct | tions). | | | |
| | • | | | | | | |
| 3 | Does the eligib | ble entity have more than one owner? | | | | | |
| | _ | | | | | | |
| | | can elect to be classified as a partnership | | | | | |
| | line 4. | an elect to be classified as an associati | ion taxable as a corporation or disrega | irded as a sepa | rate entity. Go to | | |
| 4 | | entity has only one owner, provide the fo | ollowing information: | | | | |
| a | Name of owner | Geo Travel Finance SCA | olowing intorriadori. | | | | |
| b | identifying nur | mber of owner ▶ | | ·• | | | |
| | - - | | | | | | |
| | | | | | | | |
| 5 | | entity is owned by one or more affiliated | | etum, provide t | he name and | | |
| | | tification number of the parent corporat | | • | | | |
| 8 | Name of parer | nt corporation ► tification number ► | *************************************** | | | | |
| D | Employer iden | uncation number ► | | | | | |
| 5- | | ion Act Notice, see instructions | | | 8832 /Day 2-2010 | | |
| ur PAI | www.work.Maguct | ann act Notice, see ingirictiong | Cat No. 22509P | Ec. | am (2011) (Pay 7.2010) | | |

| Form 8 | 832 (Rev. 2-2010) | | | Page 2 | |
|---------------|--|---|----------|---|--|
| 6 | Type of entity (see instructions): | | | | |
| a b c d e f 7 | ☐ A domestic eligible entity electing to be classed. A domestic eligible entity electing to be classed. A foreign eligible entity electing to be classed. A foreign eligible entity electing to be classed. A foreign eligible entity electing to be classed. A foreign eligible entity with a single owner organization. Luxembourg Election is to be effective beginning (month, downer and title of contact person whom the IF | assified as a partnership. ner electing to be disregarded sified as an association taxable sified as a partnership. r electing to be disregarded as a foreign jurisdiction, provide t | as a sep | eparate entity. corporation. arate entity. | |
| • | Severine Michel and Yann Bak, Managers | o may our for more morningle | | 352/2686811 | |
| bove, ompl | penalties of perjury, I (we) declare that I (we) content and that I (we) have examined this consent state. If I am an officer, manager, or member signer this consent statement on their behalf. | atement, and to the best of my | ove-na | armed entity to be classified as indicated knowledge and bellef, it is true, correct, and | |
| | Signature(s) | Date | γ | Title | |
| | | 3/17/2011 | Mana | ger | |
| | | 3/17130/ | Mana | , | |
| | | | | | |
| | | | - | | |
| | i i | i | | | |

| | 8832 Inuary 2011) tent of the Treasury Revenue Service | Entity Classification Election | 1 | OMB No. 1545-1516 | | |
|------------|--|---|---|--|--|--|
| | | le entity making election nent LS.C.A. | Employer ide | ntification number | | |
| Typ | e Number, street | t, and room or suite no. If a P.O. box, see instructions. | | | | |
| Prin | | | | | | |
| | L-1940 Luxen | nbourg, Grand Duchy of Luxembourg | | | | |
| ▶Ch | neck if: 🔲 Addı | | e 2009-41 | And the second s | | |
| | Election | Information | - The second of the second of | ata a a a a a a a a a a a a a a a a a a | | |
| 1 | Type of election | on (see instructions): | | | | |
| a b | | ification by a newly-formed entity. Skip lines 2a and 2b and go to line 3. current classification. Go to line 2a. | | | | |
| 2 a | Has the eligible | entity previously filed an entity election that had an effective date within the | e last 60 month | s? | | |
| | ☐ Yes. Go to ☑ No. Skip lin | line 2b. e 2b and go to line 3. | | | | |
| 2b | 2b Was the eligible entity's prior election an initial classification election by a newly formed entity that was effective on the formation? | | | | | |
| | Yes. Go to | line 3. ere. You generally are not currently eligible to make the election (see instruc | tlons). | | | |
| 3 | Does the eligib | le entity have more than one owner? | | | | |
| | | in elect to be classified as a partnership or an association taxable as a corpora n elect to be classified as an association taxable as a corporation or to be d | | | | |
| 4 | If the eligible er | ntity has only one owner, provide the following information: | | | | |
| a b | Name of owner Identifying num | ber of owner > | | | | |
| 5 | | ntity is owned by one or more affiliated corporations that file a consolidated fication number of the parent corporation: | return, provide | the name and | | |
| | Name of parent Employer identi | corporation ► ification number ► | | | | |

| Form 88 | 32 (Rev. 1-2011) | · | Page 2 | | | | | |
|----------------------------|---|--|--------------------------------------|--|--|--|--|--|
| Part | Election Information (Continued) | | | | | | | |
| 6 | Type of entity (see instructions): | | | | | | | |
| a b c d e f | a ☐ A domestic eligible entity electing to be classified as an association taxable as a corporation. b ☐ A domestic eligible entity electing to be classified as a partnership. c ☐ A domestic eligible entity with a single owner electing to be disregarded as a separate entity. d ☐ A foreign eligible entity electing to be classified as an association taxable as a corporation. e ☑ A foreign eligible entity electing to be classified as a partnership. f ☐ A foreign eligible entity with a single owner electing to be disregarded as a separate entity. | | | | | | | |
| | organization ► Luxembourg | | | | | | | |
| 8 | Election is to be effective beginning (month, da | ay, year) (see instructions) 🦽 🤞 | | | | | | |
| 9 | Name and title of contact person whom the IR | S may call for more information | 10 Contact person's telephone number | | | | | |
| | Brian Allen, Attorney | | 212-903-9396 | | | | | |
| | Consent States | ant and Signature(s) (see in | etructions) | | | | | |
| above, electio | Consent Statement and Signature(s) (see instructions) Under penalties of perjury, I (we) declare that I (we) consent to the election of the above-named entity to be classified as indicated above, and that I (we) have examined this election and consent statement, and to the best of my (our) knowledge and belief, this election and consent statement are true, correct, and complete. If I am an officer, manager, or member signing for the entity, I further declare under penalties of perjury that I am authorized to make the election on its behalf. | | | | | | | |
| <u> </u> | Signature(s) | Date | Séverine MICHEL | | | | | |
| - | SMAN | UU PRIMA | - Nanager | | | | | |
| | Jenil | The second secon | Andreas DEMMEL Manager B | | | | | |
| | | | | | | | | |
| | | The state of the s | | | | | | |
| | | | | | | | | |
| | | | | | | | | |
| | | | | | | | | |
| | | | | | | | | |
| | | | | | | | | |
| **** | | | | | | | | |
| to the later of | | | | | | | | |
| | | | | | | | | |
| | | | | | | | | |

| Form 8832 (Rev. 1-2011) | | Page 3 |
|--|--|--|
| Late Election Relief | | |
| 11 Provide the explanation as to why the entity | v classification election was not file | ed on time (see instructions). |
| [1] The state and explanation as to why the sharp | y oldeniation oldenon was not in | od division (odd med denoto). |
| | | |
| | | |
| | | |
| Company of the second s | | |
| | | |
| | | |
| | | |
| | | |
| | | |
| | | |
| | and the second s | |
| | The state of the s | |
| Under penalties of perjury, I (we) declare that I (we) | have examined this election incli | uding accompanying documents and to the heet |
| of my (our) knowledge and belief, the election cont | ains all the relevant facts relating | to the election, and such facts are true, correct, |
| and complete. I (we) further declare that I (we) have further declare that the elements required for relief | e personal knowledge of the facts in Section 4.01 of Revenue Proce | and circumstances related to the election. I (we) dure 2009-41 have been satisfied. |
| Signature(s) | Date | Title |
| 87. MM) | | Severine MICHEL |
| | | Manager A |
| | | Andreas DEMMEL |
| Na. I | | Manager B |
| - XV, X | | Mariego |
| | | |
| | | |
| | And the second s | |
| | | |
| | | |
| | | |
| | | |
| | | |
| | 10000 | |
| | | |
| | ·· | |
| | and the state of t | |
| | The state of the s | Eller and the state of the stat |
| | | |
| | | |
| | | |
| | | |
| | | |

Entity Classification Election

| | uary 2011) nt of the Treasury | Zillity Glassilleation Ziechten | j | | | | | | |
|--------------|--|---|--------------------------|---|--|--|--|--|--|
| ntemal R | evenue Service | | | | | | | | |
| | Name of eligib | le entity making election | Employer ide | ntification number | | | | | |
| | 13 | stment II S.C.A. | | | | | | | |
| Type | Number, street, and room or suite no. If a P.O. box, see Instructions. | | | | | | | | |
| or | 282, route de Longwy | | | | | | | | |
| Print | postal code. | the country's p | ractice for entering the | | | | | | |
| | L-1940 Luxembourg, Grand Duchy of Luxembourg | | | Addition to the second | | | | | |
| ▶ Che | ck if: 🔲 Add | | 009-41 | 200 | | | | | |
| | Election | ı Information | | | | | | | |
| 1 | Type of election | on (see instructions): | | | | | | | |
| а | ☐ Initial class | ification by a newly-formed entity. Skip lines 2a and 2b and go to line 3. | | | | | | | |
| | | current classification. Go to line 2a. | | | | | | | |
| | | | | | | | | | |
| 2 a | Has the eligible | e entity previously filed an entity election that had an effective date within the la | st 60 month | s? | | | | | |
| | ☐ Yes. Go to ☑ No. Skip lin | line 2b. ne 2b and go to line 3. | | | | | | | |
| | Was the eligible formation? | e entity's prior election an initial classification election by a newly formed entity | that was eff | ective on the date of | | | | | |
| | ☐ Yes. Go to ☐ No. Stop he | line 3. ere. You generally are not currently eligible to make the election (see instruction | าร). | | | | | | |
| 3 | Does the eligib | le entity have more than one owner? | | | | | | | |
| | _ | an elect to be classified as a partnership or an association taxable as a corporation in elect to be classified as an association taxable as a corporation or to be disre | | | | | | | |
| 4 1 | f the eligible er | ntity has only one owner, provide the following information: | | | | | | | |
| а | Name of owner | r > | | | | | | | |
| | dentifying num | nber of owner ► | ************* | | | | | | |
| • | donaying nam | | | **************** | | | | | |
| | | ntity is owned by one or more affiliated corporations that file a consolidated ret ification number of the parent corporation: | urn, provide | the name and | | | | | |
| a | Name of paren | t corporation ▶ | | | | | | | |
| | | ification number ► | -, | | | | | | |
| | inployor lacine | | | | | | | | |
| حنننب سحت | | | | | | | | | |

| Form | 8832 (Rev. 1-2011) | | Page 3 |
|---|--|--|--|
| | Late Election Relief | | |
| | | In a street less alors ton was not fi | lod on time (see instructions) |
| 11 | Provide the explanation as to why the entity of | lassification election was not in | ed on thre (see instructions). |
| | | | |
| , | | | |
| | | | |
| | | | |
| | | | |
| ,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,, | | | |
| | | the state of the s | |
| | | | |
| | | | |
| | | Name of the second seco | |
| | | | |
| W. Service | | | |
| | | | |
| | | | |
| l Indi | or nanalties of narium I (wa) declare that I (we) h | ave examined this election. Inc | luding accompanying documents, and, to the best |
| at m | u four knowledge and hallof, the election contain | ne all the relevant facts relating | to the election, and such facts are true, correct, |
| ~~~1. | complete. I (we) further declare that I (we) have per declare that the elements required for relief in | serennal knowledge of the facts | s and circumstances related to the election. I twe |
| iurui | Signature(s) | Date | Title |
| <u> </u> | Signatures | | Séverine MICHEL |
| | 8 MXXV | | Manager A |
| | | | Walases - |
| | <u> </u> | | Andreas DEMMEL |
| | $\sqrt{a_{11}}$ | | Manager B |
| 700 0 | XW \ | | |
| V. s. s. P | <u> </u> | | |
| | | | |
| Page and | | | |
| | | | |
| ********** | | | |
| | | | |
| | The state of the s | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| , | | | |
| | | 33 | |
| , | | | |
| in the | | | |
| | | 100000000000000000000000000000000000000 | |

Form **8832** (Rev. January 2011)

Entity Classification Election

| Departn Internal | ment of the Treasury I Revenue Service | | | | | | | |
|---------------------|--|--|--|--|--|--|--|--|
| Ó. | Name of eligible entity making election | Employer identification number | | | | | | |
| | G Co-Investment GP S.a.r.I. | | | | | | | |
| Тур | Number, street, and room or suite no. If a P.O. box, see instructions. | | | | | | | |
| or | A TANAN AND A | | | | | | | |
| Prir | A and a termit entired this true control of the annual and the annual and annual and annual and annual and annual and annual and annual and annual and annual and annual and annual and annual and annual and annual annual and annual an | | | | | | | |
| | postal code. L-1940 Luxembourg, Grand Duchy of Luxembourg | | | | | | | |
| - | heck if: Address change Late classification relief sought under Revenue Procedure 20 | 00-24 | | | | | | |
| | Election Information | <u> </u> | | | | | | |
| A | | | | | | | | |
| 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 | | | | | | | | |
| 2a | Has the eligible entity previously filed an entity election that had an effective date within the las | t 60 months? | | | | | | |
| | That the digible entity previously filed all entity election that had all elective date within the las | t oo monaist | | | | | | |
| | 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 | 9 | | | | | | |
| | The stop hors. Tod generally are not called by signife to make the decitor (see mediatione | ·)· | | | | | | |
| 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 | . Sklp line 4 and go to line 5. | | | | | | |
| | No. You can elect to be classified as an association taxable as a corporation or to be disreg | garded as a separate entity. Go | | | | | | |
| | to line 4. | | | | | | | |
| 4 | If the eligible entity has only one owner, provide the following information: | | | | | | | |
| • | The single of the string of the string provide the following material | | | | | | | |
| а | Name of owner ► | | | | | | | |
| b | Identifying number of owner ▶ | | | | | | | |
| | | A THE STATE OF THE | | | | | | |
| _ | If the eligible entity is owned by one or more affiliated corporations that file a consolidated return | | | | | | | |
| 5 | rn, provide the name and | | | | | | | |
| | employer identification number of the parent corporation: | | | | | | | |
| а | Name of parent corporation ► | The state of the s | | | | | | |
| b | Employer identification number ► | | | | | | | |
| _ <5 | | | | | | | | |

| Form 8 | 832 (Rev. 1-2011) | promountaines annota : " Mil' dinne , ' securiossas'." | Page 2 | | | | |
|--|--|--|--|--|--|--|--|
| | Election Information (Continued) | | | | | | |
| 6 | 6 Type of entity (see instructions): | | | | | | |
| а | a A domestic eligible entity electing to be classified as an association taxable as a corporation. | | | | | | |
| b | ☐ A domestic eligible entity electing to be cla | | • | | | | |
| C | ☐ A domestic eligible entity with a single own | | | | | | |
| ď | A foreign eligible entity electing to be class | | corporation. | | | | |
| е | , | | | | | | |
| f | ☐ A foreign eligible entity with a single owner | electing to be disregarded as a sep | arate entity. | | | | |
| 7 | If the eligible entity is created or organized in a foreign jurisdiction, provide the foreign country of organization ► Luxembourg | | | | | | |
| 8 | Election is to be effective beginning (month, da | ay, year) (see instructions) | | | | | |
| | Name and title of contact pareon whom the ID | S may call for more information | 10 Contact person's telephone number | | | | |
| 9 | Name and title of contact person whom the IR | S may call for more information | 10 Contact person's telephone number | | | | |
| | Brian Allen, Attorney | | 212-903-9396 | | | | |
| (1) 10 10 10 10 10 10 10 | Consent Statem | nent and Signature(s) (see instr | ructions) | | | | |
| above | penalties of perjury, I (we) declare that I (we) co , and that I (we) have examined this election and on and consent statement are true, correct, and e under penalties of perjury that I am authorized | d consent statement, and to the bes complete. If I am an officer, manage | t of my (our) knowledge and belief, this | | | | |
| | Signature(s) | Date | Title | | | | |
| Y_07 . 7. 2 | 61000 | The second secon | Severine MICHEL | | | | |
| | SANOW | | Manager 🖯 | | | | |
| | | | Andreas DEMMEL | | | | |
| Security Sections | VALL | | Manager B | | | | |
| | | | | | | | |
| | \mathcal{O} | | | | | | |
|) ************************************ | | | | | | | |
| | | | | | | | |
| | | | | | | | |
| | | | | | | | |
| *************************************** | | | | | | | |
| and the second | | | | | | | |
| , s regional de la cons | | | | | | | |
| | | | | | | | |
| | | | | | | | |
| | | | | | | | |
| | | | | | | | |

| Form 8832 (Rev. 1-2011) | | Page 3 |
|---|--|--|
| Late Election Relief 11 Provide the explanation as to why the entity of | classification election was not fi | led on time (see instructions). |
| · | | |
| | | |
| | | |
| | | |
| | | |
| | | |
| | A STATE OF THE STA | |
| | | |
| | | |
| Under penalties of perjury, I (we) declare that I (we) hof my (our) knowledge and belief, the election contain and complete. I (we) further declare that I (we) have p further declare that the elements required for relief in | ns all the relevant facts relating personal knowledge of the facts | to the election, and such facts are true, correct, and circumstances related to the election. I (we) |
| Signature(s) | Date | Title |
| Shool | | Séverine MICHEL |
| ~ V | | Section 1997 Annual Property Control of the Control |
| Van I | | Andreas DEMMEL Manager B |
| | | |
| | | |
| | | |
| | | |
| | The state of the s | |
| | | |
| | | |
| | | |
| | | |
| | | |
| | | |
| | | |
| | | |

(Rev. January 2011)
Department of the Treasury

Entity Classification Election

| Interna | Revenue Service | | | | | | | |
|---|--|-----------------------|-------------------------------|--|--|--|--|--|
| | Name of eligible entity making election | Employer ide | ntification number | | | | | |
| | Emerlux 2 S.a.r.l. | 98-10 | 129346 | | | | | |
| Tyl | | | | | | | | |
| 0 | | | | | | | | |
| Pri | Oity or town, state, and ZIP code. If a foreign address, enter city, province or state, postal code and country. Follow postal code. | the country's pr | actice for entering the | | | | | |
| L-1940 Luxembourg | | | | | | | | |
| ►C | heck if: Address change Late classification rellef sought under Revenue Procedure 20 | ng_41 | | | | | | |
| Par | t Election Information | 7.00 | | | | | | |
| | | | | | | | | |
| 1 | Type of election (see instructions): | | | | | | | |
| а | 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. | | | | | | | |
| | - Change in Carlotti Glassification, do to fillo Zu. | | | | | | | |
| 2a | Has the eligible entity previously filed an entity election that had an effective date within the last | 60 months? | ı | | | | | |
| | □ Van Co to line (in | | | | | | | |
| | | ☐ Yes. Go to line 2b. | | | | | | |
| | □ No. Skip line 2b and go to line 3. | | | | | | | |
| 2b | Was the eligible entitude prior election as initial elections at all the state of t | | | | | | | |
| 40 | Was the eligible entity's prior election an initial classification election by a newly formed entity formation? | that was effe | ctive on the date of | | | | | |
| | ionnauon: | | | | | | | |
| | ☐ Yes. Go to line 3. | | | | | | | |
| | No. Stop here. You generally are not currently eligible to make the election (see instructions). | | | | | | | |
| | 100 Glob field. Tod generally are not currently eligible to make the election (see instructions | 3). | | | | | | |
| 3 | Does the eligible entity have more than one owner? | | | | | | | |
| | and any many many many many many only of the second of the | | | | | | | |
| | Yes. You can elect to be classified as a partnership or an association taxable as a corporation. | Cirio line 4 e | nd as 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. | arded as a s | eparate entity. Go | | | | | |
| | | | | | | | | |
| 4 | If the eligible entity has only one owner, provide the following information: | | | | | | | |
| | | | | | | | | |
| а | Name of owner ► P4 Sub Continuing LP. 1 | | | | | | | |
| b Identifying number of owner ► None | | | | | | | | |
| | • | | | | | | | |
| | | | | | | | | |
| 5 | If the eligible entity is owned by one or more affillated corporations that file a consolidated return | nrovide the | name and | | | | | |
| employer Identification number of the parent corporation: | | | | | | | | |
| | · • | | | | | | | |
| а | Name of parent corporation | | | | | | | |
| b | | | | | | | | |
| | Employer identification number ▶ | | | | | | | |
| or Pa | perwork Reduction Act Notice, see instructions. | F | orm 8832 (Rev. 1-2011) | | | | | |

| - | 32 (Rev. 1-2011) | | | Page | | | |
|---------------------------------------|--|---|------------------|---------------------------------------|--|--|--|
| Part 6 | Election Information (Continued) Type of entity (see instructions): | | | | | | |
| a b c d e f | ☐ A domestic eligible entity electing to be classes. ☐ A domestic eligible entity electing to be classes. ☐ A domestic eligible entity with a single ow. ☐ A foreign eligible entity electing to be classes. ☐ A foreign eligible entity electing to be classes. ☐ A foreign eligible entity with a single owner. | assified as a partnership. ner electing to be disregarded as sified as an association taxable a sified as a partnership. | s a se as a c | parate entity. orporation. | | | |
| 7 | If the eligible entity is created or organized in a foreign jurisdiction, provide the foreign country of organization ▶ Luxembourg | | | | | | |
| 8 | Election is to be effective beginning (month, d | ay, year) (see instructions) | • • | ▶ <u>10/19/201</u> | | | |
| 9 | Name and title of contact person whom the iR | S may call for more information | | 10 Contact person's telephone number | | | |
| Jean | nette Martin | | j | (408) 817-3722 | | | |
| | Consent States | ment and Signature(s) (see | instr | uctions) | | | |
| above, electio: | penaities of perjury, I (we) declare that I (we) of and that I (we) have examined this election at an and consent statement are true, correct, and a under penalties of perjury that I am authorized | nd consent statement, and to the | e best anagei | of my (our) knowledge and helief this | | | |
| | Signature(s) | Date | | Séverine MICHEL | | | |
| | 2 (000) | 14 Decenser 2011 | | Manager | | | |
| | | | | | | | |
| - | | | | | | | |
| | Market and the second | | | | | | |
| | | | | | | | |
| | | | | | | | |
| | 1.11 | | | | | | |
| · · · · · · · · · · · · · · · · · · · | | | | | | | |
| | | | | | | | |
| | | | | | | | |
| | | | | | | | |
| | | | | | | | |
| | | | | | | | |
| | | | | | | | |
| | | | | | | | |
| | | | | | | | |
| | | | | | | | |
| | | | | | | | |
| ······ | | | | <u> </u> | | | |

| Part I | 2 (Rev. 1-2011) | | Page |
|----------------------|---|---|--|
| | | | |
| 11 F | Provide the explanation as to why the entity | classification election was not fil | led on time (see instructions). |
| | | | |
| | | | |
| | **** | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| Under pe | enalties of perjury, I (we) declare that I (we) | have examined this election, inc | cluding accompanying documents, and, to the bes |
| of my (ou and com | ur) knowledge and bellef, the election contain plete. I (we) further declare that I (we) have | Ins all the relevant facts relating personal knowledge of the facts | cluding accompanying documents, and, to the bes to the election, and such facts are true, correct, s and circumstances related to the election. I (we) edure 2009-41 have been satisfied. |
| urther de | eclare that the elements required for relief in | | |
| | Signature(s) | Date | Title |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | · |
| | | | |
| | | | |

(Rev. January 2011)
Department of the Treasury

Entity Classification Election

| Interna | al Revenue Service | | | | | |
|--|--|---|-------------------------------|--|--|--|
| | Name of eligible entity making election | Employer ide | ntification number | | | |
| | Greeneden Topco S.C.A. | | 29194 | | | |
| Ty | Number, street, and room or suite no. If a P.O. box, see instructions. | <u> </u> | | | | |
| 0 | 282 route de Longwy | | | | | |
| Pri | | | | | | |
| | L-1940 Luxembourg | | | | | |
| ►C | heck if: Address change Late classification relief sought under Revenue Procedure 2 | 2000 41 | | | | |
| Par | | .003-41 | | | | |
| | | | | | | |
| 1 | Type of election (see instructions): | | | | | |
| а | 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. | | | | | |
| - | - Orlange in current diasonication. Go to line 2a. | | | | | |
| 2a | Has the eligible entity previously filed an entity election that had an effective date within the la | st 60 months? | , | | | |
| | Yes. Go to line 2b. | | | | | |
| | ☐ No. Skip line 2b and go to line 3. | | | | | |
| | 170. ONP line 25 and go to line 5. | | | | | |
| 2b | Was the eligible entity's prior election on initial election of the standard to the standard t | | | | | |
| | Was the eligible entity's prior election an initial classification election by a newly formed entity formation? | that was effe | ctive on the date of | | | |
| | 191111999 QTT | | | | | |
| | ☐ Yes. Go to line 3. | | | | | |
| | | | | | | |
| | No. Stop here. You generally are not currently eligible to make the election (see instruction | is). | | | | |
| 3 | Does the eligible entity have more than one owner? | | | | | |
| | 2000 and disgister districted that one dwilet? | | | | | |
| | Vas Vou can close to be alreadified as a partnership or an acceptable to the | | | | | |
| | Yes. You can elect to be classified as a partnership or an association taxable as a corporation | i. Skip line 4 a | nd go to line 5. | | | |
| | No. You can elect to be classified as an association taxable as a corporation or to be disreto line 4. | garded as a s | eparate entity. Go | | | |
| | to inte 4. | | | | | |
| 4 | If the eligible entity has only one owner, provide the following Information: | | | | | |
| - | in the suggested drinky finds of the formula the following information: | | | | | |
| а | Name of owner ▶ | | | | | |
| b | | | | | | |
| | identifying number of owner ▶ | | | | | |
| | | | | | | |
| 5 | If the sligible ontity is council by one or more efficient a comparations that the council is | | | | | |
| | If the eligible entity is owned by one or more affiliated corporations that file a consolidated return employer identification number of the parent corporation: | n, provide the | name and | | | |
| | and of a requirement transper of the balatic corboration: | | | | | |
| а | Name of parent corporation ► N/A | | | | | |
| Name of parent corporation ► N/A Employer identification number ► N/A | | | | | | |
| ~ | rubioka inamingriou tinuidat > 7/3 | *************************************** | | | | |
| or De | perwork Reduction Act Notice, see instructions. | | 0000 | | | |
| u raj | permonk mediacion met modice, see instructions. | F | orm 8832 (Rev. 1-2011) | | | |

| above, and that I (we) have examined this election and consent statement, and to the best of my (our) knowledge and belief, this election and consent statement are true, correct, and complete. If I am an officer, manager, or member signing for the entity. I further | Form 88 | 332 (Rev. 1-2011) Election Information (Continue | d) | Page 2 |
|--|-------------------|---|--|---|
| b A domestic eligible entity electing to be classified as a partnership. c A domestic eligible entity with a single owner electing to be disregarded as a separate entity. d A foreign eligible entity electing to be classified as an association taxable as a corporation. e A foreign eligible entity electing to be classified as a partnership. f A foreign eligible entity with a single owner electing to be disregarded as a separate entity. 7 If the eligible entity is created or organized in a foreign jurisdiction, provide the foreign country of organization Luxembourg 8 Election is to be effective beginning (month, day, year) (see instructions) | 6 | | | |
| f ☐ A foreign eligible entity with a single owner electing to be disregarded as a separate entity. 7 If the eligible entity is created or organized in a foreign jurisdiction, provide the foreign country of organization ➤ Luxembourg 8 Election is to be effective beginning (month, day, year) (see Instructions) | b c d | ☐ A domestic eligible entity electing to b☐ A domestic eligible entity with a single☐ A foreign eligible entity electing to be elected. | e classified as a partnership. owner electing to be disregarded a classified as an association taxable | as a separate entity. |
| 8 Election is to be effective beginning (month, day, year) (see Instructions) | | ☐ A foreign eligible entity with a single of | classified as a partnership. wher electing to be disregarded as a | a separate entity. |
| 9 Name and title of contact person whom the IRS may call for more information Claire Knolly Consent Statement and Signature(s) (see Instructions) Under penalties of perjury, I (we) declare that I (we) consent to the election of the above-named entity to be classified as indicated above, and that I (we) have examined this election and consent statement, and to the best of my (our) knowledge and belief, this election and consent statement are true, correct, and complete. If I am an officer, manager, or member signing for the entity, I further declare under penalties of perjury that I am authorized to make the election on its behalf. Signature(s) Date Title | 7 | | d in a foreign jurisdiction, provide the | e foreign country of |
| Claire Knolly Consent Statement and Signature(s) (see Instructions) Under penalties of perjury, I (we) declare that I (we) consent to the election of the above-named entity to be classified as indicated above, and that I (we) have examined this election and consent statement, and to the best of my (our) knowledge and belief, this election and consent statement are true, correct, and complete. If I am an officer, manager, or member signing for the entity, I further declare under penalties of perjury that I am authorized to make the election on its behalf. Signature(s) Date Title | 8 | Election is to be effective beginning (mont | h, day, year) (see instructions) . | <u>10/06/2011</u> |
| Consent Statement and Signature(s) (see Instructions) Under penalties of perjury, I (we) declare that I (we) consent to the election of the above-named entity to be classified as indicated above, and that I (we) have examined this election and consent statement, and to the best of my (our) knowledge and belief, this election and consent statement are true, correct, and complete. If I am an officer, manager, or member signing for the entity, I further declare under penalties of perjury that I am authorized to make the election on its behalf. Signature(s) Date Title | 9 | Name and title of contact person whom the | e IRS may call for more information | 10 Contact person's telephone number |
| Under penalties of perjury, I (we) declare that I (we) consent to the election of the above-named entity to be classified as indicated above, and that I (we) have examined this election and consent statement, and to the best of my (our) knowledge and belief, this election and consent statement are true, correct, and complete. If I am an officer, manager, or member signing for the entity, I further declare under penalties of perjury that I am authorized to make the election on its behalf. Signature(s) Date Title | Clai | re Knolly | | (415) 498-7193 |
| 14 Deceives 2011 Séverine MICHEL Manager of Connedu Sa Novage | above, electio | and that I (we) have examined this election and consent statement are true, correct, and under penalties of perjury that I am autho | on and consent statement, and to the and complete. If I am an officer, make the election on its being the make the election on its being the make the election on its being the make the election on its being the make the election on its being the make the election on its being the make the election on its being the make the election on its being the election of the | ne best of my (our) knowledge and belief, this lanager, or member signing for the entity, I further half. |
| Manager of (nowedly) and nowage of (nowedly) and nowag | | (2) (1) | 14 0000 2011 | Severine MICHEL |
| V haude | | | 14 steers wil | Manager of (Allheden) and |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | 30.00 | | |
| | | | | |

confidential Jack Kime Apr 19, 2012 10:47

| Par | 832 (Rev. 1-2011) Late Election Relief | | Page |
|---|---|--|--|
| | | | |
| 11 | Provide the explanation as to why the entity cla | assification election was not file | ed on time (see Instructions). |
| | | ······································ | |
| | | | |
| | | | |
| • | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| and co | (OUI) KIOWIEUGE BIIG DEIJEI. THE EJECTION CONTAIN | s all the relevant tacts relating personal knowledge of the facts | cluding accompanying documents, and, to the best to the election, and such facts are true, correct, and circumstances related to the election. I (we) dure 2009-41 have been satisfied. |
| | Signature(s) | Date | Title |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | · · · · · · · · · · · · · · · · · · · | |
| | | | |
| | | | |
| | | | |
| | | | ····· |
| | | | |
| ··········· | | | |

(Rev. January 2011)
Department of the Treasury

Entity Classification Election

| Internal | Revenue Service | | l | | | | |
|----------|--|----------------|---|--|--|--|--|
| | Name of eligible entity making election | | ntification number | | | | |
| _ | Greeneden S.a.r.l. | 98-10 | ふり170 | | | | |
| Typ | | | | | | | |
| Or | 10.000 00 10.000 | | | | | | |
| Pri | Oily 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 | | | | | | |
| ▶C! | neck if: Address change Late classification relief sought under Revenue Procedure 20 | 209-41 | | | | | |
| Par | | 700-41 | | | | | |
| | | | | | | | |
| 1 | Type of election (see Instructions): | | | | | | |
| а | 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 las | t 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 effe | ective on the date of | | | | |
| | formation? | | | | | | |
| | | | | | | | |
| | Yes. Go to line 3. | | | | | | |
| | \square No. Stop here. You generally are not currently eligible to make the election (see instructions | s). | | | | | |
| | | | | | | | |
| 3 | Does the eligible entity have more than one owner? | | | | | | |
| | Proc. | | 2 | | | | |
| | Yes. You can elect to be classified as a partnership or an association taxable as a corporation. | Skip line 4 a | nd go to line 5. | | | | |
| | No. You can elect to be classified as an association taxable as a corporation or to be disred | arded as a s | eparate entity. Go | | | | |
| | to line 4. | | openior on my coo | | | | |
| | Mar. 1945. 1951. | | | | | | |
| 4 | If the eligible entity has only one owner, provide the following information: | | | | | | |
| _ | | | | | | | |
| a | Name of owner ► | | | | | | |
| b | Identifying number of owner ▶ | · | *************************************** | | | | |
| | | | | | | | |
| _ | Mark the state of | | | | | | |
| 5 | If the eligible entity is owned by one or more affiliated corporations that file a consolidated return | 1, provide the | name and | | | | |
| | employer Identification number of the parent corporation: | | | | | | |
| а | Name of mount company to NT / 7 | | | | | | |
| | h — in the state of policies of the state of | | | | | | |
| ~ | Employer identification number ► N/A | | | | | | |
| or Bo | onwork Podustion Ast Notice and Institution | | | | | | |
| OI PEP | erwork Reduction Act Notice, see Instructions. | F | orm 8832 (Rev. 1-2011) | | | | |

confidential Jack Kime Apr 19, 2012 10:47

| Part II | (Rev. 1-2011) Late Election Relief | | | Paç |
|---|--------------------------------------|---|--|--|
| raith | Late Election Relief | | | |
| 11 P | Provide the explanation as to why | the entity classific | ation election was not file | ed on time (see instructions). |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | ·········· | | |
| | | · · · · · · · · · · · · · · · · · · · | | |
| | | | | |
| | | ······ | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| nder pe | naities of perjury, I (we) declare t | that I (we) have ex | amined this election inc | cluding accompanying documents, and, to the be |
| my (ou | ir) knowledge and belief, the elec | tion contains all th | e relevant facts relating | to the election, and such facts are true, correct, |
| ther de | clare that the elements required | (we) nave personation for relief in Section | RI Knowledge of the facts 1 4.01 of Revenue Proce | to the election, and such facts are true, correct, s and circumstances related to the election. I (we address 2009-41 have been satisfied. |
| | Signature(s) | | Date | Title |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| · | | | | |
| | | | , | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| *************************************** | | | | |
| | Į. | | | |
| | | | | |
| | | | | |

Entity Classification Election

| | Revanue Service | | | | | |
|-------------|---|---|--|--|--|--|
| | Name of eligible entity making election | | Employer Identification number | | | |
| _ | Bluedrip Managers Limited | | 98–1033564 | | | |
| Тур | | ions. | | | | |
| or | PO Box 255, Trafalgar Court | | | | | |
| Prir | City or town, state, and ZIP code. If a foreign address, enter city postal code. | , province or state, postal code and country. Follo | ow the country's practice for entering the | | | |
| | Les Banques, St Peter Port, Guernsey, GY1 3QL | | | | | |
| ▶ Cl | eck if: Address change Late classification re | elief sought under Revenue Procedure | 2009-41 | | | |
| Part | Election Information | | | | | |
| 1 | Type of election (see instructions): | | | | | |
| a b | ☑ Initial classification by a newly-formed entity. Skip ☐ Change in current classification. Go to line 2a. | lines 2a and 2b and go to line 3. | | | | |
| 2a | Has the eligible entity previously filed an entity election | on 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 classififormation? | ication election by a newly formed enti | ity that was effective on the date of | | | |
| | Yes. Go to line 3. | | | | | |
| | ☐ No. Stop here. You generally are not currently elig | pible to make the election (see instructi | ons). | | | |
| 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 corporat | ion. Skip line 4 and go to line 5. | | | |
| | No. You can elect to be classified as an association to line 4. | on taxable as a corporation or to be dis | sregarded as a separate entity. Go | | | |
| 4 | If the eligible entity has only one owner, provide the fo | ollowing information: | | | | |
| а | Name of owner ▶ | | | | | |
| b | Identifying number of owner ➤ | | | | | |
| 5 | If the eligible entity is owned by one or more affiliated employer identification number of the parent corporat | • | etum, provide the name and | | | |
| а | Name of parent corporation ▶ | | | | | |
| b | Employer identification number ▶ | | | | | |
| | | | | | | |
| or Pa | erwork Reduction Act Notice, see instructions. | Cat. No. 22598R | Form 8832 (Rev. 1-2011 | | | |

| Form 8 | 832 (Rev. 1-2011) | | | | Pone A |
|--|---|--|---|---|--|
| Par | Election Information (Continued) | | | | i ago |
| Par 6 a b c d e f | Type of entity (see instructions): ☐ A domestic eligible entity electing to be classed and the classed and t | assified as a parti- ner electing to be sified as an assoc sified as a partner r electing to be di a foreign jurisdicti | nership. disregarded diation taxable ship. sregarded as ion, provide ti | as a see a sepa a sepa ne fore | eparate entity. corporation. arate entity. ign country of 12/14/2011 |
| 9 | Name and title of contact person whom the IR | IS may call for mo | ore Informatio | n | 10 Contact person's telephone number |
| | Kees Vincent Jager, Director | | | | 44 1481 745 409 |
| above electio | Consent Staten penalties of perjury, I (we) declare that I (we) co, and that I (we) have examined this election and an and consent statement are true, correct, and a under penalties of perjury that I am authorized | onsent to the elect d consent statem complete. If I am if to make the elect | tion of the ab lent, and to th an officer, m ction on its be | ove-na le best anager | amed entity to be classified as Indicated of my (our) knowledge and belief, this |
| | Signature(s) | Dat | e | | Title |
| | | 23-01- | 2012 | Directo | or |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | ••• | | |
| | | | | | |
| | | | | | |
| | | | • | | • |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |

| Part II Late Election Relief 11 Provide the explanation as to why the entity classification election was not filed on time (see instru | Page 3 |
|--|--|
| Provide the explanation as to why the entity classification election was not filed on time (see instru | uctions). |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| Under penalties of perjury, I (we) declare that I (we) have examined this election, including accompanying of my (our) knowledge and belief, the election contains all the relevant facts relating to the election, and s and complete. I (we) further declare that I (we) have personal knowledge of the facts and circumstances r further declare that the elements required for relief in Section 4.01 of Revenue Procedure 2009-41 have b Signature(s) | such facts are true, correct, related to the election. I (we) |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |

For Paperwork Reduction Act Notice, see Instructions.

Entity Classification Election

OMB No. 1545-1516

| Departm Internal F | ent of the Treasury levenue Service | • | | | | | |
|-----------------------|--|---|--|---------------------------|---|--|--|
| | | ole entity making election | | | ntification number | | |
| | | Bluedrip Topco S.àr.I. 98–1019683 | | | | | |
| Туре | | | | | | | |
| or | | | | | | | |
| Prin | int 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 Luxer | mboura | | | | | |
| ▶ Ch | eck if: Add | | ellef sought under Revenue Procedure | 2009-41 | ··· | | |
| Part | | n Information | | | | | |
| | | | | | | | |
| 1 | Type of election | ion (see instructions): | | | | | |
| | | | | | | | |
| a | | sification by a newly-formed entity. Skip | lines 2a and 2b and go to line 3. | | | | |
| ь | ☐ Change in | current classification. Go to line 2a. | | | | | |
| 2 a | Has the eligible | e entity previously filed an entity election | n that had an effective date within the l | ast 60 months | s? | | |
| | ☐ Yes. Go to | line 2h | | | | | |
| | | ne 2b and go to line 3. | | | | | |
| | | | | | | | |
| | Was the eligibl formation? | le entity's prior election an initial classif | ication election by a newly formed entit | y that was effe | ective on the date of | | |
| | Yes. Go to | | | | | | |
| | LI No. Stop h | ere. You generally are not currently elig | lible to make the election (see instruction | ins). | | | |
| 3 | Does the eligib | ole entity have more than one owner? | | | | | |
| | ✓ Yes You c | an elect to be classified as a partnership | or an association taxable as a corporation | on. Skip line 4 | and go to line 5. | | |
| | _ | an elect to be classified as an association | | | | | |
| | to line 4. | at elect to be classified as all association | of the second se | | ooperate only, and | | |
| | | | | | | | |
| 4 | If the eligible e | entity has only one owner, provide the fo | ollowing information: | | | | |
| а | N | b | | | | | |
| b | Name of owne | pher of owner b | | | 99 44 44 45 44 44 44 44 44 44 44 44 44 44 | | |
| _ | identifying num | mber of owner > | | 0 000 00 0000 16 TA 9 W B | 20 0 0 4 0 4 0 4 1 | | |
| | | | | | | | |
| | | ntity is owned by one or more affiliated | | turn, provide : | the name and | | |
| | employer ident | tification number of the parent corporat | ion: | | | | |
| _ | | | | | | | |
| | | | | | | | |
| Þ | Employer ident | tification number ► | | | | | |
| For Dar | anuark Daducti | ion Act Notice, see instructions. | Cat No. 22598B | | Form 8832 (Rev. 1-2011) | | |

Cat. No. 22598R

| Form 88 | 32 (Rev. 1-2011) | | | Page 2 |
|------------------|--|---|-----------------|--|
| Part | Election Information (Continued) | | | |
| 6 | Type of entity (see instructions): | | | |
| а | ☐ A domestic eligible entity electing to be cla | ssifled as an association taxab | le as | a corporation. |
| b | ☐ A domestic eligible entity electing to be cla | | | |
| C | A domestic eligible entity with a single own | • | us a se | parate entity. |
| d | A foreign eligible entity electing to be class | | | |
| 8 | ☑ A foreign eligible entity electing to be class | ified as a partnership. | | |
| f | A foreign eligible entity with a single owner | electing to be disregarded as | a sep | arate entity. |
| - | If the cliebe authorize annual an approximation of | . faranian isukadhadhan musukda dh | | ine country of |
| 7 | If the eligible entity is created or organized in a organization ► Luxembourg | noreign jurisdiction, provide in | iè ioie | ight country of |
| | of an interior is a second sec | | | |
| 8 | Election is to be effective beginning (month, da | ay, year) (see instructions) | | ▶ <u>8/8/2011</u> |
| 9 | Name and title of contact person whom the IR | S may call for more information | , | 10 Contact person's telephone number |
| • | Cédric Pedoni, Manager | o may ban for more a normano. | • | • |
| | - Courte Court, Monager | | | +352 26 86 81 1 |
| | Consent Staten | nent and Signature(s) (see | instr | ructions) |
| above electic | penalties of perjury, I (we) declare that I (we) co , and that I (we) have examined this election and n and consent statement are true, correct, and e under penalties of perjury that I am authorized | i consent statement, and to the complete. If I am an officer, ma | e best anage | t of my (our) knowledge and belief, this |
| | Signature(s) | Date | | Title |
| | | 41.1. | Mana | ner |
| | | 10/6/2011 | irica a | g |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |

confidential Jack Kirne Apr 19, 2012 10:47

| Form 8 | 3832 (Rev. 1-2011) | | Page 3 |
|--------|---|---|--|
| Par | t II Late Election Relief | | |
| 11 | Provide the explanation as to why the entity of | lassification election was not fil | ed on time (see instructions). |
| •• | , | | • |
| | | | |
| | | | |
| | | | |
| | | | - |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | <u> </u> | |
| | | | |
| | | | |
| Unde | r penalties of perjury, I (we) declare that I (we) ha | ave examined this election, incl | uding accompanying documents, and, to the best |
| of my | r (our) knowledge and belief, the election contain | ns all the relevant facts relating personal knowledge of the facts | to the election, and such facts are true, correct, and circumstances related to the election. I (we) |
| furthe | er declare that the elements required for relief in | Section 4.01 of Revenue Proce | and circumstances related to the election. I (we) adure 2009-41 have been satisfied. |
| | Signature(s) | Date | T <u>itle</u> |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |

Entity Classification Election

| Departme Internal F | nt of the Treasury evenue Service | |
|------------------------|--|---|
| A CONTRACTOR | Name of eligible entity making election | Employer identification number |
| | Bluedrip Midco S.à.r.l. | |
| Type or | Number, street, and room or suite no. If a P.O. box, see instructions. 282, route de Longwy | |
| Prin | | the country's practice for entering the |
| E | postal code. | , , |
| | L-1940 Luxembourg | |
| ▶ Ch | ck if: Address change Late classification relief sought under Revenue Procedure 2 | 009-41 |
| | Election Information | |
| 1 | Type of election (see instructions): | |
| | [7] Living and the second of t | |
| a b | ✓ Initial classification by a newly-formed entity. Skip lines 2a and 2b and go to line 3. ☐ Change in current classification. Go to line 2a. | |
| • | Congrigo in our one oldosmodilon. do to milo za. | |
| 2a | Has the eligible entity previously filed an entity election that had an effective date within the la | ast 60 months? |
| | Yes. Go to line 2b. | |
| | ☐ No. Skip line 2b and go to line 3. | |
| ٥L | | that was affactive on the data of |
| | Was the eligible entity's prior election an initial classification election by a newly formed entity formation? | That was effective of the date of |
| | | |
| | Yes. Go to line 3. | |
| | No. Stop here. You generally are not currently eligible to make the election (see instruction) | ns). |
| 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 | |
| | No. You can elect to be classified as an association taxable as a corporation or to be dist to line 4. | egarded as a separate entity. Go |
| | | |
| 4 | If the eligible entity has only one owner, provide the following information: | |
| а | 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 re | turn, provide the name and |
| | employer identification number of the parent corporation: | tarri, provide the riame and |
| | | |
| _ | Name of parent corporation ► | |
| b | Employer identification number► | |
| <u> </u> | OCCUPATION OF THE CONTROL OF THE CON | Form 8832 (Rev. 1-2011) |

| | | | | | ^ |
|---------------------------------------|---|----------------------------------|-----------------|---|---------|
| Form 88 | 332 (Rev. 1-2011) | | · | Page | _ |
| | Election Information (Continued) | | | | |
| 6 | Type of entity (see instructions): | | | | |
| а | ☐ A domestic eligible entity electing to be cla | assified as an association taxab | le as | a corporation. | |
| b | A domestic eligible entity electing to be cla | | | | |
| c | A domestic eligible entity with a single own | | as a se | eparate entity. | |
| d | ☐ A foreign eligible entity electing to be class | sified as an association taxable | as a c | corporation. | |
| е | ✓ A foreign eligible entity electing to be class | sified as a partnership. | | | |
| f | f A foreign eligible entity with a single owner electing to be disregarded as a separate entity. | | | | |
| | | | | | |
| 7 | | | | | |
| | organization ► Luxembourg | | | | Šu |
| 8 | Election is to be effective beginning (month, d | av vear) (see instructions) | | • • • • • • • • • • • • • • • • • • • | |
| 0 | Election is to be elective beginning (month, o | ay, year, (see morraotione) . | 9.EL . | | |
| 9 | Name and title of contact person whom the IR | RS may call for more information | า | 10 Contact person's telephone number | |
| _ | Cédric Pedoni, Manager | • | | +352 26 86 811 | |
| | · | | | 1002 20 00 011 | |
| | Consent Stater | nent and Signature(s) (see | instr | uctions) | |
| | | | | | |
| Jnder | penalties of perjury, I (we) declare that I (we) co | onsent to the election of the ab | ove-n | amed entity to be classified as indicated | |
| above | , and that I (we) have examined this election an on and consent statement are true, correct, and | d consent statement, and to the | e besi | t of my (our) knowledge and belief, this r, or member signing for the entity. I further | |
| ectic declar | on and consent statement are true, correct, and e under penalties of perjury that I am authorize | d to make the election on its be | anaye ehalf. | r, or member aighing for the criary, righting | |
| 400101 | e under penames or penalty that i aim admonized | d to make the closurer. or he be | | | |
| | | | | | |
| | Signature(s) | Date | | Title | |
| · · · · · · · · · · · · · · · · · · · | Signature(s) | Date | | | يست |
| | Signature(s) | Date 01-23-2012 | Mana | | ? سند |
| | Signature(s) | | Mana | | (|
| | Signature(s) | | Mana | | |
| | Signature(s) | | Mana | | <u></u> |
| | Signature(s) | | Mana | | |
| | Signature(s) | | Mana | | |
| | Signature(s) | | Mana | | |
| | Signature(s) | | Mana | | |
| | Signature(s) | | Mana | | |
| | Signature(s) | | Mana | | |
| | Signature(s) | | Mana | | |
| | Signature(s) | | Mana | | |
| | Signature(s) | | Mana | | |
| | | | Mana | | |
| | Signature(s) | | Mana | | |
| | | | Mana | ger | |
| | | | Mana | ger | |
| | | | Mana | ger | |
| | | 01-23-2012 | Mana | ger | |
| | | 01-23-2012 | Mana | ger | |
| | | 01-23-2012 | Mana | ger | |
| | | 01-23-2012 | Mana | ger | |
| | | 01-23-2012 | Mana | ger | |

Form **8832** (Rev. 1-2011)

| Late Election Reli | er . | | |
|--|--|--|--|
| 11 Provide the explanation as | s to why the entity classificati | on election was not filed | d on time (see instructions). |
| | | | |
| Provide the explanation as to why the entity classification election was not filed on time (see instructions). Deep penalties of perjury, I (we) declare that I (we) have examined this election, including accompanying documents, and, to the best section and such facts are true correct. | | | |
| | | | |
| Late Election Relief 11 Provide the explanation as to why the entity classification election was not filed on time (see instructions). Under penalties of perjury, I (we) declare that I (we) have examined this election, including accompanying documents, and, to the best of my (our) knowledge and belief, the election contains all the relevant facts relating to the election, and such facts are true, correct, and complete. I (we) further declare that I (we) have personal knowledge of the facts and circumstances related to the election. I (we) further declare that the elements required for relief in Section 4.01 of Revenue Procedure 2009-41 have been satisfied. Signature(s) Date Title | | | |
| Late Election Relief 11 Provide the explanation as to why the entity classification election was not filed on time (see instructions). Under penallies of perjury, I (we) declare that I (we) have examined this election, including accompanying documents, and, to the best of my (our) knowledge and belief, the election contains all the relevant facts relating to the election, and such facts are true, correct, and complete. I (we) further declare that I (we) have personal knowledge of the facts and circumstances related to the election. I (we) further declare that the elements required for relief in Section 4.01 of Revenue Procedure 2009-41 have been satisfied. Signature(s) Date Title | | | |
| | | | The state of the s |
| | | | |
| | | | |
| | | · | |
| | | | |
| | | A colo la managaria | |
| | | | |
| | The state of the s | | |
| | | | |
| - F (a. w) Imaveladas and halisf | the election contains all the | rolovant facte relating to | the election, and such facts are true, correct |
| and complete. I (we) further decla | re that I (we) have personal k | knowledge of the facts a | and circumstances related to the election. I (we) |
| | | | |
| Signature(s) | | | |
| | | | |
| | | | |
| | The state of the s | | |
| | | Y. Samuel Company | |
| | | | * |
| | | | |
| Manual Company of the | | | |
| | | 1 100 100 100 100 100 100 100 100 100 1 | and the second s |
| | | The project of the control of the co | |
| | | | |
| | | | |
| The second secon | | | |
| | | | |
| And the state of t | | | |
| | | | |
| in the same of the | | | |
| | | | The state of the s |
| | | | |
| | | and the second s | |
| | | : | |
| | | | |
| | | | The state of the s |
| | | | |
| 4. 71 | | | Form 8832 (Rev. 1-201 |
| | | | FOIII 0002 (Nev. 1-20) |

Form **8832**

| Depart | February 2010) ment of the Treasury Frevenue Service | Entity Cla | ssification Election | | OMB No. 1545-1516 |
|------------|--|--|--|---------------------------------|---|
| | Name of eligib | ole entity making election S.ar.i. | | Employer ide | ntification number 4936 |
| Typ | 282, route de | t, and room or suite no. If a P.O. box, see instruct Longwy, L-1940 Luxembourg | | | |
| Pri | postal code. | | , province or state, postal code and country. Follow | the country's pr | actice for entering the |
| b 0 | Luxembourg | dress change | | | |
| 1 a | Type of election | on (see instructions): | | | |
| b | ☐ Change in o | ification by a newly-formed entity. Skip current classification. Go to line 2a. | lines 2a and 2b and go to line 3. | | |
| 2a | Has the eligible | e entity previously filed an entity election | n that had an effective date within the la | st 60 months | ? |
| | ☐ Yes. Go to ☐ No. Skip lir | line 2b. ne 2b and go to line 3. | | | |
| 2b | Was the eligible | e entity's prior election for initial classifi | cation by a newly formed entity effective | on the date | of formation? |
| | ☐ Yes. Go to ☐ No. Stop he | | ible to make the election (see instruction | ıs). | |
| 3 | Does the eligibl | le entity have more than one owner? | | | |
| | ☐ No. You ca line 4. | n elect to be classified as an association | or an association taxable as a corporation or disregarde | n. Skip line 4 ed as a separ | and go to line 5. ate entity. Go to |
| 4 a | Name of owner | 1 7 L | | | |
| b | Identifying rumi | per ot owner ► | ~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~ | | *************************************** |
| 5 | employer identif | fication number of the parent corporati | corporations that file a consolidated retu | m, provide th | e name and |
| а | Name of parent | corporation ▶ | | | ~~~ |
| b | Employer identif | fication number - | | | |
| | | n Act Notice, see Instructions. | Cat. No. 22598R | | m 8832 (Rev. 2-2010) |

| Form 8 | 832 (Rev. 2-2010) | | | Page 2 |
|--|--|---|--|--|
| 6 | Type of entity (see instructions): | | | |
| a b c d e f | ☐ A domestic eligible entity electing to be of ☐ A domestic eligible entity electing to be of ☐ A domestic eligible entity with a single ov ☐ A foreign eligible entity electing to be clast ☐ A foreign eligible entity electing to be clast ☐ A foreign eligible entity with a single owner. | classified as a partnership. wher electing to be disregar ssified as an association ta ssified as a partnership. er electing to be disregarde | rded as a s xable as a ed as a sep | separate entity. corporation. parate entity. |
| 7 If the eligible entity is created or organized in a foreign jurisdiction, provide the foreign country of organization ► Luxembourg | | | | |
| 8 | Election is to be effective beginning (month, | day, year) (see instructions) | | ≥ <u>2/14/2011</u> |
| 9 | Name and title of contact person whom the II Severine Michel and Yann Bak, Managers | RS may call for more inform | nation | 10 Contact person's telephone number 352/2686811 |
| | Consent State | ment and Signature(s) | (see inst | ructions) |
| comple | penalties of perjury, I (we) declare that I (we) on and that I (we) have examined this consent state. If I am an officer, manager, or member sigue this consent statement on their behalf. | tatement, and to the best of | f my (our) l | knowledge and belief it is true, correct, and |
| | Signature(s) | Date | | Title |
| | 50000 | 3/17/2011 | Mana | ger |
| | | 3/17/2011 | Mana | ger |
| | . 8 | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | , |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | . |
| | | | | |
| | | | | |

Form **8832**(Rev. February 2010)
Department of the Treasury

Entity Classification Election

| | Name of eligible entity making election | | Employer identification number |
|------------|--|---|--|
| Tura | Geo Travel Finance SCA | | 98-0694935 |
| Type or | | ons. | |
| Prin | 282, route de Longwy, L-1940 Luxembourg | | |
| • | City or town, state, and ZIP code. If a foreign address, enter city, postal code. | province or state, postal code and country. F | follow the country's practice for entering the |
| | Luxembourg | | |
| ► Ch | eck if: Address change | - | |
| | | | |
| 1 | Type of election (see instructions): | | |
| | Type of election (see mondellotte). | | |
| 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. | mice the alle to drie go to mis o. | |
| | | | |
| 2a | Has the eligible entity previously filed an entity election | that had an effective date within th | ne 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 for initial classific | cation by a newly formed entity effe | ctive on the date of formation? |
| | | | out of all date of lonnations |
| | Yes. Go to line 3. | | |
| | No. Stop here. You generally are not currently eligit | ble to make the election (see instru | ctions), |
| 3 ! | Door the eligible entity have many the second | | |
| | Does the eligible entity have more than one owner? | | |
| | Yes. You can elect to be classifled as a partnership | or an association tayable as a compa | rotion Cida line 4 and to E 5 |
| ĺ | No. You can elect to be classified as an association | n tavable se a corporation or discom | ration. Skip line 4 and go to line 5. |
| | line 4. | interaction as a corporation or disreg | parded as a separate entity. Go to |
| 1 } | f the eligible entity has only one owner, provide the foll | owing information: | |
| a) | Vame of owner ▶ | ~ | |
| b 1 | dentifying number of owner ▶ | | *************************************** |
| | | | |
| • | Education of the Control of the Cont | | |
| ; II | f the eligible entity is owned by one or more affiliated o | orporations that file a consolidated | return, provide the name and |
| a N | employer identification number of the parent corporation √Iame of parent corporation ✓ | | |
| | imployer identification number | | |
| • | annual management of the Company of | | |
| Pape | rwork Reduction Act Notice, see instructions. | Cat. No. 22598R | Form 8832 (Rev. 2-2 |
| | | | |

| Form 8 | 832 (Rev. 2-2010) | | | Page å | |
|----------------------------|--|--|-----------------------------|---|--|
| 6 | Type of entity (see instructions): | | | | |
| a b c d e f | ☐ A domestic eligible entity electing to be c☐ A domestic eligible entity electing to be c☐ A domestic eligible entity with a single ow ☐ A foreign eligible entity electing to be class ☐ A foreign eligible entity electing to be class ☐ A foreign eligible entity with a single owner. | lassified as a partnership. Iner electing to be disregarded sified as an association taxable sified as a partnership. In electing to be disregarded as | as a s e as a s a sep | eparate entity. corporation. earate entity. | |
| | 7 If the eligible entity is created or organized in a foreign jurisdiction, provide the foreign country of organization ► Luxembourg | | | | |
| 8 | Election is to be effective beginning (month, o | day, year) (see instructions) . | | ▶ <u>2/15/2011</u> | |
| 9 | Name and title of contact person whom the IF LuxGEO GP S.ar.I.: Severine Michel and Yann E | | n. | 10 Contact person's telephone number 352/2686811 | |
| | Consent State | ment and Signature(s) (see | instr | uctions) | |
| compl | penalties of perjury, I (we) declare that I (we) c , and that I (we) have examined this consent st ete. If I am an officer, manager, or member sign te this consent statement on their behalf. | atement, and to the best of my | (num) k | convoience and hallef it is touc convert and | |
| | Signaturė(s) | Date | | Title | |
| | E DOU | 3/12/2011 | Mana | ger | |
| | | 3/12/2011 | Mana | ger | |
| | ð | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | • | | |
| | | | | | |
| | | | | | |
| - " | | | ··· | | |
| | | | | | |
| | | | | | |
| | | | | - | |

Form **8832** (Rev. February 2010)

Entity Classification Election

| | bruary 2010) ent of the Treasury | Entity Old. | samoution Licotion | | CINID 140. 1340-1010 |
|-----------|-------------------------------------|--|--|-------------------------|-----------------------------|
| | levenue Service | | | • | |
| | Name of eligib | ole entity making election | | Employer ide 98-0694 | ntification number 0.2.2 |
| Туре | | et, and room or suite no. If a P.O. box, see instruction | nne - | 30-0034 | 7.7. |
| or | | Longwy, L-1940 Luxembourg | A19. | | |
| Prin | | state, and ZIP code. If a foreign address, enter city, | province or state, postal code and country Follow | the countrie or | action for entering the |
| | postal code. | acto, and an apage if a longing madiago, differ picy, | province or orate, protein code and coding, i onon | nie cominy s pi | actice to differring the |
| | Luxembourg | | | | |
| ► Ch | eck if: 🔲 Add | Iress change | | | |
| | | | | | |
| 1 | Type of electi | on (see instructions): | | | |
| • | | (000 1101100101). | · | | |
| а | Initial class | ification by a newly-formed entity. Skip | lines 2a and 2b and go to line 3. | | |
| b | | current classification. Go to line 2a. | _ | | |
| _ | | | | | |
| 2a | Has the eligible | e entity previously filed an entity election | n that had an effective date within the la | st 60 months | ? |
| | ☐ Yes. Go to | line Oh | | | |
| | | ne 2b and go to line 3. | | | |
| | LI 1401 OKIP III | ne 20 and go to inte 0. | | | |
| 2b | Was the eligible | e entity's prior election for Initial classifi | cation by a newly formed entity effective | e on the date | of formation? |
| | | | | | |
| | ☐ Yes. Go to | | | | |
| | L No. Stop h | ere. You generally are not currently elig | ible to make the election (see instruction | ns). | |
| 3 | Does the eligib | le entity have more than one owner? | | | |
| • | _ | is stary trave more than one owner. | | | |
| | 🗌 Yes. You c | an elect to be classified as a partnership | or an association taxable as a corporation | n. Skip line 4 | and go to line 5. |
| | | an elect to be classified as an association | | | |
| | line 4. | | | • | · |
| 4 | l f the e ligible er | ntity has only one owner, provide the fol | lowing information: | | |
| a i | dentifiina num | Geo Travel Finance SCA | *************************************** | | |
| • | dentifying num | ber of owner ▶ | | | |
| | | | | | |
| 5 1 | f the eligible er | ntity is owned by one or more affiliated o | corporations that file a consolidated retu | ım, provide t | ne name and |
| | employer identi | ification number of the parent corporation | on: | | |
| a / | Name of parent | corporation > | | | |
| Ь | Employer identi | t corporation ► ification number ► | *************************************** | | |
| | | on Act Notice, see Instructions | | | m 8832 (Par 2-2010) |
| UK - 2001 | as wurk 1580UCIIC | JI AC NOUCH, SHE INSTRICTIONS. | Cot No. 22508P | E.A | an nana 10 an 9-2010) |

| Form 8 | 832 (Rev. 2-2010) | | | Page (|
|----------------------------|---|---|-----------------------|--|
| 6 | Type of entity (see instructions): | | | |
| a b c d e f | ☐ A domestic eligible entity electing to be a ☐ A domestic eligible entity electing to be a ☐ A domestic eligible entity with a single or ☐ A foreign eligible entity electing to be cla ☐ A foreign eligible entity electing to be cla ☐ A foreign eligible entity with a single own | classified as a partnership. wner electing to be disregarde ssified as an association taxa ssified as a partnership. | ed as a s ble as a | eparate entity. corporation. |
| 7 | If the eligible entity is created or organized in organization ► Luxembourg | n a foreign jurisdiction, provide | the fore | eign country of |
| 8 | Election is to be effective beginning (month, | day, year) (see Instructions) | | <u>1/13/2011</u> |
| 9 | Name and title of contact person whom the l Severine Michel and Yann Bak, Managers | IRS may call for more informa | tion | 10 Contact person's telephone number 352/2686811 |
| | Consent State | ment and Signature(s) (s | ee instr | uctions) |
| bove ompl | penalties of perjury, I (we) declare that I (we) of and that I (we) have examined this consent sets. If I am an officer, manager, or member slote this consent statement on their behalf. | tatement, and to the best of r | ny (our) k | knowledge and belief, it is true, correct, and |
| | Signature(s) | Date . | | Title |
| | | 3/17/2011 | Mana | ger |
| | | 3/17/2011 | Mana | ger |
| | | | | |
| | | | | • |
| | | 1 | | |
| | | | | |
| | | | | |
| | 1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1- | | | |
| | | | | |

Entity Classification Election

| Departm ntamal | ent of the Treasury Revenue Service | | | | | | |
|-------------------|---|---|---|----|--|--|--|
| | Name of eligib | ole entity making election | Employer identification number | - | | | |
| _ | G Co-Investment I S.C.A. | | | | | | |
| Тур | | | | | | | |
| or Prin | _ : | 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. | state, and ZIP code. It a foreign address, enter city, province or state, postal code and country. Follow | the country's practice for entering the | | | | |
| | L-1940 Luxer | mbourg, Grand Duchy of Luxembourg | | | | | |
| ▶ Ch | eck if: 🗌 Add | ress change Late classification relief sought under Revenue Procedure 2 | 009-48 | | | | |
| | Election | n Information | | | | | |
| 1 | Type of election | on (see instructions): | | | | | |
| a b | | ification by a newly-formed entity. Skip lines 2a and 2b and go to line 3. current classification. Go to line 2a. | | | | | |
| 2 a | Has the eligible | e entity previously filed an entity election that had an effective date within the la | st 60 months? | | | | |
| | ☐ Yes. Go to ☑ No. Skip lin | line 2b. ne 2b and go to line 3. | | | | | |
| 2b | Was the eligible formation? | e entity's prior election an initial classification election by a newly formed entity | that was effective on the date | of | | | |
| | ☐ Yes. Go to ☐ No. Stop he | line 3. ere. You generally are not currently eligible to make the election (see instruction | ns). | | | | |
| 3 | Does the eligib | le entity have more than one owner? | | | | | |
| | | an elect to be classified as a partnership or an association taxable as a corporation or to be disre | | Зo | | | |
| 4 | If the eligible er | ntity has only one owner, provide the following information: | | | | | |
| a b | Name of owner Identifying num | r▶ nber of owner▶ | | | | | |
| | | ntity is owned by one or more affiliated corporations that file a consolidated retrification number of the parent corporation: | urn, provide the name and | | | | |
| | | t corporation ► ification number ► | | | | | |

| orm 80 | 332 (Rev. 1-2011) | | | Page 2 | | | | | |
|---------------------------------------|--|---|----------------|--|--|--|--|--|--|
| Part | | | | | | | | | |
| 6 | Type of entity (see instructions): | | .11.11.11.11 | | | | | | |
| a b c d e f | b | | | | | | | | |
| 7 | 7 If the eligible entity is created or organized in a foreign jurisdiction, provide the foreign country of organization ► Luxembourg | | | | | | | | |
| 8 | Election is to be effective beginning (month, da | ay, year) (see instructions) 🗼 🦠 | * * | | | | | | |
| 9 | Name and title of contact person whom the IR Brian Allen, Attorney | S may call for more information | า | 10 Contact person's telephone number | | | | | |
| | | | | 212-903-9396 | | | | | |
| Inder | Consent Staten penalties of perjury, I (we) declare that I (we) co | nent and Signature(s) (see | | • | | | | | |
| bove lectio | , and that I (we) have examined this election and n and consent statement are true, correct, and e under penalties of perjury that I am authorized | d consent statement, and to the complete. If I am an officer, ma | e bes anage | t of my (our) knowledge and belief, this | | | | | |
| | Signatųre(s) | Date | | Title | | | | | |
| | 82nOO | | | Séverine MICHEL | | | | | |
| | | 0.114 | | - ritanager V | | | | | |
| | Mul | | | Andreas DEMMEL Manager B | | | | | |
| | | ACTION AND ADDRESS OF THE ACTION ADDRESS OF THE ACTION AND ADDRESS OF THE ACTION AND ADDRESS OF | | | | | | | |
| | | | | | | | | | |
| | | | | | | | | | |
| | | | | | | | | | |
| | | | | | | | | | |
| 3 ₁₄₁₀ | | | | | | | | | |
| | | | | | | | | | |
| · · · · · · · · · · · · · · · · · · · | | 1 | | | | | | | |
| | | | | | | | | | |
| | | | | | | | | | |
| | | | | | | | | | |
| | | | | | | | | | |

| Form 8832 (Rev. 1-2011) | |
|--|--|
| Provide the explanation as to why the entity classification election was not filed on time (see instructions). er penalties of pertury, I (we) declare that I (we) have examined this election, including accompanying documents, and, to the best your knowledge and belief, the election contains all the relevant facts relating to the election, and such facts are true, correct complete. I (we) further declare that I (we) have personal knowledge of the facts and circumstances related to the election. I (we) er declare that the elements required for relief in Section 4.01 of Revenue Procedure 2009-41 have been satisfied. Signature(s) Date Title Severine WICHEL Manager B Ancircas DEMMEL Manager B | |
| 11 Provide the explanation as to why the entity classification ele | ction was not filed on time (see instructions). |
| 11 Trovide the explanation as to why the only blacements of | one in the state of the feet mental enterior. |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | The state of the s |
| | |
| | |
| | |
| | |
| | |
| Under penalties of perjury, I (we) declare that I (we) have examined the | nis election, including accompanying documents, and, to the best |
| and complete. I (we) further declare that I (we) have personal knowled | dge of the facts and circumstances related to the election. I (we) |
| further declare that the elements required for relief in Section 4.01 of | Revenue Procedure 2009-41 have been satisfied. |
| Signature(s) D | ate Title |
| 87m 800) | |
| | Wanage 75 |
| | Andreas DEMMEL |
| J(a, V) | |
| | |
| | |
| | 9 : : |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | 1 |
| | |
| 1 | 1 |

Form **8832**

Entity Classification Election

| | nuary 2011) Int of the Treasury | Entity Oldsometion Election | | | | | | | |
|------------|--|---|---------------------------------------|---|--|--|--|--|--|
| internal R | evenue Service | | | | | | | | |
| | | , maning coording | ipioyer iden | tification number | | | | | |
| Туре | | nent II S.C.A. | | | | | | | |
| or | Number, street, and room or suite no. If a P.O. box, see Instructions. 282, route de Longwy | | | | | | | | |
| Print | | | auntoda pr | ation for entering the | | | | | |
| •.••• | 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, Grand Duchy of Luxembourg | | | | | | | | |
| <u> </u> | | | | ANADA O O O O O O O O O O O O O O O O O O | | | | | |
| ►Cne | eck if: 🗌 Add | ress change | 4/1 | | | | | | |
| | Election | rimormation | · · · · · · · · · · · · · · · · · · · | | | | | | |
| 1 | Type of electi | ion (see instructions): | | | | | | | |
| | | sification 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 | e entity previously filed an entity election that had an effective date within the last 6 | 0 months | ? | | | | | |
| | ☐ Yes. Go to line 2b. ☑ No. Skip line 2b and go to line 3. | | | | | | | | |
| | Was the eligibl formation? | le entity's prior election an initial classification election by a newly formed entity that | t was effe | ective on the date of | | | | | |
| | ☐ Yes. Go to ☐ No. Stop h | line 3. ere. You generally are not currently eligible to make the election (see instructions). | | | | | | | |
| 3 | Does the eligib | ole entity have more than one owner? | | | | | | | |
| | | an elect to be classified as a partnership or an association taxable as a corporation. Si an elect to be classified as an association taxable as a corporation or to be disregar | | | | | | | |
| 4 | If the eligible e | ntity has only one owner, provide the following information: | | | | | | | |
| | Name of owne Identifying num | r ► nber of owner ► | | | | | | | |
| | | ntity is owned by one or more affiliated corporations that file a consolidated return, tification number of the parent corporation: | provide t | he name and | | | | | |
| a | Name of paren | at corporation ► | | | | | | | |
| | | tification number▶ | Company of the Company of Table | | | | | | |
| | | | | | | | | | |
| | | | | | | | | | |

| Form 88 | 32 (Rev. 1-2011) | | Page 2 |
|---------------------------------------|--|--|--|
| | Election Information (Continued) | | |
| 6 | Type of entity (see instructions): | | |
| a b c d e f | ☐ A domestic eligible entity electing to be cla ☐ A domestic eligible entity electing to be cla ☐ A domestic eligible entity with a single own ☐ A foreign eligible entity electing to be class ☐ A foreign eligible entity electing to be class ☐ A foreign eligible entity with a single owner If the eligible entity is created or organized in a organization ► Luxembourg | assified as a partnership. There electing to be disregarded as a sified as an association taxable as a sified as a partnership. Therefore electing to be disregarded as a second control of the sified as a seco | separate entity. a corporation. parate entity. |
| 8 | Election is to be effective beginning (month, de | ay, year) (see instructions) | <u> </u> |
| 9 | Name and title of contact person whom the IR Brian Allen, Attorney | S may call for more information | 10 Contact person's telephone number 212-903-9396 |
| | | | |
| above electic | penalties of perjury, I (we) declare that I (we) co and that I (we) have examined this election an n and consent statement are true, correct, and e under penalties of perjury that I am authorized | d consent statement, and to the be complete. If I am an officer, mana | named entity to be classified as indicated est of my (our) knowledge and belief, this ger, or member signing for the entity, I further |
| | Signature(s) | Date | Title |
| | 972X(1) | | 3éverine MICHEL |
| | | | — //anager A |
| | \sim \sim \sim | | |
| | A \ A | | Andreas DEMMEL |
| in the second | | | Manager B |
| · · · · · · · · · · · · · · · · · · · | Λ | | |
| | /] | | The second secon |
| | | | |
| | | | |
| | | | |
| | A CONTRACTOR OF THE CONTRACTOR | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| - 22 | | | |
| | | The second secon | |

Form **8832** (Rev. 1-2011)

| Form 8832 (Rev. 1-2011) | | Page 3 |
|--|--|--|
| Late Election Re | allef | |
| 11 Provide the explanation | as to why the entity classification | election was not filed on time (see instructions). |
| | | |
| | | |
| | ··· | |
| | | |
| According to the second | | |
| | | |
| | | The second secon |
| | | |
| | | |
| · · · · · · · · · · · · · · · · · · · | | |
| | The second of th | |
| | | |
| The state of the s | | |
| Inder penalties of periury. I (w | e) declare that I (we) have examine | ed this election, including accompanying documents, and, to the best |
| at any classed becaused advanged half | of the election contains all the reli | avent fects relating to the election, and such facts are injection. |
| and complete. I (we) further det further declare that the elemen | ts required for relief in Section 4.0 | owledge of the facts and circumstances related to the election. I (we) of Revenue Procedure 2009-41 have been satisfied. |
| Signature | | Date Title |
| Q7n1 | | Séverine MICHEL |
| | | Manager A |
| * | | Andreas DEMMEL |
| $\sqrt{\lambda \alpha}$ | \mathcal{L} | Manager B |
| | | Mainey |
| <u> </u> | | |
| | | |
| | | |
| | | |
| | | |
| | | |
| | | |
| | | |
| | | |
| | | |
| | | |
| | | |
| Post of the Control of the Product o | | |
| | | |
| The second secon | | |
| | | |
| | | |
| | | |
| | | |

Form **8832**

Entity Classification Election

| Departn | nent of the Treasury Revenue Service | | | | | | | | |
|-------------|--|--|--------------|-----------------------|--|--|--|--|--|
| IIICITIA | | le entity making election | Employer ide | ntification number | | | | | |
| | G Co-Investr | G Co-Investment GP S.a.r.I. | | | | | | | |
| Тур | e Number, stree | Number, street, and room or suite no. If a P.O. box, see instructions. | | | | | | | |
| or | 282, route de Longwy | | | | | | | | |
| Prir | City or town, s postal code. | only or towns states and 21 social in a longist address, cittor only province or states postal bodd and bodding it of states in a state in a st | | | | | | | |
| | L-1940 Luxer | L-1940 Luxembourg, Grand Duchy of Luxembourg | | | | | | | |
| ▶ Cl | Check if: Address change Late classification relief sought under Revenue Procedure 2009-41 | | | | | | | | |
| | Election Information | | | | | | | | |
| 1 | Type of electi | on (see instructions): | | | | | | | |
| a b | | ification by a newly-formed entity. Skip lines 2a and 2b and go to line 3. current classification. Go to line 2a. | | | | | | | |
| 2 a | Has the eligible | e entity previously filed an entity election that had an effective date within the la | st 60 months | 6? | | | | | |
| | ☐ Yes. Go to I No. Skip lin | line 2b. ne 2b and go to line 3. | | | | | | | |
| 2b | Was the eligible formation? | e entity's prior election an initial classification election by a newly formed entity | that was eff | ective on the date of | | | | | |
| | Yes. Go to No. Stop he | line 3. ere. You generally are not currently eligible to make the election (see instruction | ns). | | | | | | |
| 3 | Does the eligib | ele entity have more than one owner? | | | | | | | |
| | | an elect to be classified as a partnership or an association taxable as a corporation or to be disre | • | = | | | | | |
| 4 | If the eligible er | ntity has only one owner, provide the following information: | | | | | | | |
| a b | Name of owner Identifying num | r▶ nber of owner▶ | ************ | | | | | | |
| 5 | | ntity is owned by one or more affiliated corporations that file a consolidated retrification number of the parent corporation: | um, provide | the name and | | | | | |
| a b | Name of parent Employer ident | t corporation ► ification number ► | ** V *** ** | | | | | | |

| Form 88 | 332 (Rev. 1-2011) | A Comment of the Comm | Page 2 | | | | | |
|--|--|--|---|--|--|--|--|--|
| | Election Information (Continued) | | | | | | | |
| 6 | Type of entity (see instructions): | The same of the sa | | | | | | |
| а | A domestic eligible entity electing to be cla | assified as an association taxable | as a corporation. | | | | | |
| b | | | | | | | | |
| C | ☐ A domestic eligible entity with a single own | • • | a separate entity. | | | | | |
| ď | A foreign eligible entity electing to be class | | a corporation. | | | | | |
| e | A foreign eligible entity electing to be class | | | | | | | |
| f | A foreign eligible entity with a single owner | r electing to be disregarded as a s | eparate entity. | | | | | |
| 7 | If the eligible entity is created or organized in | a foreign lurisdiction, provide the f | oreign country of | | | | | |
| | organization ► Luxembourg | | | | | | | |
| _ | | re frammed the metal in the first of the common sections of the second common for the first of the first of the | | | | | | |
| 8 | Election is to be effective beginning (month, d | ay, year) (see instructions) | | | | | | |
| 9 | Name and title of contact person whom the IF | S may call for more information | 10 Contact person's telephone number | | | | | |
| | Brian Allen, Attorney | | 212-903-9396 | | | | | |
| | | | | | | | | |
| | Consent Stater | nent and Signature(s) (see in | structions) | | | | | |
| Jnder | penalties of perjury, I (we) declare that I (we) co | onsent to the election of the above | e-named entity to be classified as indicated | | | | | |
| bove | and that I (we) have examined this election an | d consent statement, and to the b | est of my (our) knowledge and belief, this | | | | | |
| lectio leclar | n and consent statement are true, correct, and s under penalties of perjury that I am authorized | complete. If I am an officer, mana d to make the election on its behal | iger, or member signing for the entity, I further | | | | | |
| | The second of porjary that I am dolloned | | | | | | | |
| | Signature(s) | Date | Title | | | | | |
| | (A) \ (O) | | Severine MICHEL | | | | | |
| | SMAD | | Manager ₽ | | | | | |
| | ~ ~ ~ 0 | | D ₂ for | | | | | |
| | | | Andreas DEMMEL | | | | | |
| | | | Manager B | | | | | |
| | | | | | | | | |
| ,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,, | | | | | | | | |
| | | | | | | | | |
| | 25. (Annual Control of | | | | | | | |
| 9;-:::::::::::::::::::::::::::::::::::: | | | | | | | | |
| | | | | | | | | |
| *************************************** | | | | | | | | |
| | | | | | | | | |
| | | | | | | | | |
| ···· | | | | | | | | |
| · | | | | | | | | |
| | | | | | | | | |
| | | | | | | | | |
| | | | | | | | | |
| · · · · · · · · · · · · · · · · · · · | | | | | | | | |
| | | | | | | | | |
| | | 33 | | | | | | |
| | | • • • • • • • • • • • • • • • • • • • | | | | | | |

| Form 8832 (Rev. 1-2011) | Page 3 |
|--|---|
| Late Election Relief | |
| 11 Provide the explanation as to why the entity classification e | election was not filed on time (see instructions). |
| · · · · · · · · · · · · · · · · · · · | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| Index popultion of particular I (up) deploys that I (up) have a series of | the planting including approximating documents and to the best |
| of my (our) knowledge and belief, the election contains all the relev | this election, including accompanying documents, and, to the best ant facts relating to the election, and such facts are true, correct, |
| and complete. I (we) further declare that I (we) have personal know further declare that the elements required for relief in Section 4.01 | ledge of the facts and circumstances related to the election. I (we) of Revenue Procedure 2009-41 have been satisfied. |
| Signature(s) | Date Title |
| 8m000 | Séverine MICHEL Manager A |
| V | manager 3 |
| | Andreas DEMMEL |
| Jan J | Manager B |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |

| FORM 990-PF DIVIDENDS AND | DIVIDENDS AND INTEREST FROM SECURITIES | | | | |
|--|--|----------------------|-----------------------------|------------------------|--|
| | | (A) | (B) NET | (C) | |
| SOURCE | | REVENUE PER BOOKS | INVESTMENT <u>INCOME</u> | ADJUSTED NET INCOME | |
| DIVIDENDS | \$ | 18,633,129 | 16,001,217 | 0 | |
| INTEREST TOTAL TO FORM 990-PF, PART I | _ | 679,571 | 8,236,319 | 0 | |
| LINE 4 | \$ | 19,312,700 | \$ 24,237,536 | \$0 | |

| 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 LEGAL FEES - INVESTMENT | 20,934. | 0. | 0. | 20,934. | |
| RELATED | 30,874. | 30,874. | 0. | 0. | |
| TO FM 990-PF, PG 1, LN 16A | 51,808. | 30,874. | 0. | 20,934. | |

| FORM 990-PF | ACCOUNTI | NG FEES | Sī | TATEMENT 3 |
|--|-------------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
| AUDIT/TAX/CONSULTING SERVICES | 65,367. | 19,610. | 0. | 45,757. |
| TO FORM 990-PF, PG 1, LN 16B | 65,367. | 19,610. | 0. | 45,757. |
| FORM 990-PF (| THER PROFES | SIONAL FEES | SI | PATEMENT 4 |
| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
| ADMINISTRATIVE CONSULTING INVESTMENT CONSULTING CUSTODIAN/INVESTMENT | 72,602. 2,130,480. 4,503,720. | 2,130,480. | 0. 0. 0. | 71,394. 0. 0. |
| TO FORM 990-PF, PG 1, LN 16C | 6,706,802. | 6,635,408. | 0. | 71,394. |
| FORM 990-PF | TAX | ES | ST | CATEMENT 5 |
| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
| PAYROLL TAXES FOREIGN TAXES - | 191,491. | 10,724. | 0. | 180,767. |
| PARTNERSHIP FLOWTHROUGH FEDERAL EXCISE TAX | 0. 1,525,781. | 552,048. 0. | 0. | 0. |
| TO FORM 990-PF, PG 1, LN 18 | 1,717,272. | 562,772. | 0. | 180,767. |

| FORM 990-PF | OTHER E | XPENSES | STATEMENT 6 | | |
|-----------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|--|
| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES | |
| INSURANCE | 455,042. | 32,182. | 0. | 422,860. | |
| EQUIPMENT & FURNITURE | | • | | , | |
| MAINTENANCE | 126,499. | 7,084. | 0. | 119,415. | |
| OFFICE SUPPLIES | 189,515. | 10,613. | 0. | 178,902. | |
| ADVERTISING | 35,368. | 0. | 0. | 35,368. | |
| TELEPHONE & INTERNET | | | | | |
| SERVICES | 230,738. | 11,860. | 0. | 218,878. | |
| POSTAGE & MESSENGER SERVICE | 17,410. | 975. | 0. | 16,435. | |
| MISCELLANEOUS EXPENSES | 85,430. | 3,598. | 0. | 81,832. | |
| ARTS PROGRAMS AND | | • | | , | |
| INITIATIVES | 480,569. | 0. | 0. | 480,569. | |
| FLOWTHROUGH FROM | • | | | | |
| PARTNERSHIPS | 0. | 7,661,961. | 0. | 0. | |
| DUES AND SUBSCRIPTIONS | 100. | 6. | 0. | 94. | |
| TO FORM 990-PF, PG 1, LN 23 | 1,620,671. | 7,728,279. | 0. | 1,554,353. | |

| FORM 990-PF OTHE | R INCOME | | | STATEMENT 7 |
|--------------------------------------|----------|-----------|----------------|-------------|
| | | (A) | (B) NET | (C) |
| | | REVENUE | INVESTMENT | ADJUSTED |
| DESCRIPTION | | PER BOOKS | INCOME | NET INCOME |
| COMMISSION REBATED | \$ | 3,149 | 3,149 | - |
| FOREIGN EXCHANGE (LOSS) FROM PARTNER | SHIP | - | (27,114) | |
| MISCELLANEOUS INCOME | | 1,390,133 | 162,187 | - |
| REFUNDED GRANTS | | 230,934 | - | - |
| PARTNERSHIP INCOME (LOSS) | | 98,385 | (2,117,867) | - |
| TOTAL TO FORM 990-PF, PART I | _ | | | |
| LINE 11 | \$ | 1,722,601 | (1,979,645) \$ | - |

| FORM 990-PF (| CORPORATE STOCK | | STATEMENT 8 |
|--|--|--|--|
| DESCRIPTION | | BOOK VALUE | FAIR MARKET VALUE |
| DOMESTIC EQUITIES * FOREIGN EQUITIES * | | 150,838,816. 175,187,777. | 198,409,381. 230,528,008. |
| TOTAL TO FORM 990-PF, PART II, LI *SEE STATEMENT 8A | INE 10B | 326,026,593. | 428,937,389. |
| FORM 990-PF C | ORPORATE BONDS | | STATEMENT 9 |
| DESCRIPTION | | BOOK VALUE | FAIR MARKET VALUE |
| CORPORATE & FOREIGN BONDS | | 94,101,247. | 103,964,722. |
| TOTAL TO FORM 990-PF, PART II, LI | NE 10C | 94,101,247. | 103,964,722. |
| FORM 990-PF | OTHER ASSETS | | STATEMENT 10 |
| DESCRIPTION | BEGINNING OF YR BOOK VALUE | END OF YEAR BOOK VALUE | FAIR MARKET VALUE |
| PROGRAM-RELATED INVESTMENT: PLH PROGRAM-RELATED INVESTMENT: SIFP SUBSIDIARY INVESTMENT: PLH MINERAL RIGHTS ARTWORK LTV/LAND ALTERNATIVE INVESTMENTS ** | 1,762,257. 4,000,000. 5,661,273. 1,437. 870,498. 109,334. 729,469,733. | 1,762,257. 4,000,000. 4,664,273. 1,437. 889,838. 109,334. 762,063,337. | 1,762,527. 4,000,000. 4,664,273. 1,437. 889,838. 109,334. 824,713,827. |
| TO FORM 990-PF, PART II, LINE 15 | 741,874,532. | 773,490,476. | 836,141,236. |

**SEE STATEMENT 10A

The Heinz Endowment's Equities At December 31, 2011

| Description | Cost | Market Value |
|--|---------------|---------------|
| ABB LTD SPONSORED ADR SEC ID:000375204 | 67,898.27 | 69,030.78 |
| ACACIA RESEARCH - ACACIA TECHNOLOGIES SEC ID:003881307 | 274,014.37 | 258,527.31 |
| ADAGE CAPITAL PARTNERS | 37,500,000.00 | 45,774,384.00 |
| ADVISORY BRD CO SEC ID:00762W107 | 63,220.59 | 155,841.00 |
| AIR METHODS CORP COM SEC ID:009128307 | 89,148.01 | 109,785.00 |
| AKORN INC SEC ID:009728106 | 113,772.49 | 125,622.64 |
| ALBANY INTL CORP NEW CL A SEC ID:012348108 | 116,060.61 | 147,968.00 |
| ALCOA INC SEC ID:013817101 | 229,662.24 | 166,633.60 |
| ALIGN TECHNOLOGY INC SEC ID:016255101 | 46,362.37 | 118,625.00 |
| ALLEGIANT TRAVEL COMPANY SEC ID:01748X102 | 84,849.66 | 112,014.00 |
| ALLOT COMMUNICATIONS LTD SEC ID:M0854Q105 | 34,355.47 | 36,480.00 |
| AMERICAN EQUITY INVT LIFE HLDG CO COM SEC ID:025676206 | 58,462.38 | 86,320.00 |
| AMERICAN PUBLIC EDUCATION INC SEC ID:02913V103 | 64,484.96 | 95,216.00 |
| ANADARKO PETROLEUM CORP SEC ID:032511107 | 352,652.40 | 360,582.92 |
| ANGIE'S LIST INC SEC ID:034754101 | 22,625.13 | 24,150.00 |
| APACHE CORP SEC ID:037411105 | 724,295.27 | 1,059,786.00 |
| APPLIED MATERIALS INC SEC ID:038222105 | 2,783,085.68 | 2,267,307.00 |
| ARBITRON INC SEC ID:03875Q108 | 62,456.30 | 123,876.00 |
| ARCHER DANIELS MIDLAND CO SEC ID:039483102 | 726,323.27 | 622,050.00 |
| ARIBA INC COM NEW SEC ID:04033V203 | 213,349.34 | 193,836.24 |
| ATHENAHEALTH INC SEC ID:04685W103 | 187,291.67 | 190,978.56 |
| AVANIR PHARMACEUTICALS INC SEC ID:05348P401 | 72,675,33 | 29,930.00 |
| B B & T CORPORATION SEC ID:054937107 | 568,244.20 | 570,100.50 |
| B E AEROSPACE INC SEC ID:073302101 | 241,841.22 | 292,066.95 |
| BAXTER INTERNATIONAL INC SEC ID:071813109 | 1,372,364.30 | 1,355,752.00 |
| BEACON ROOFING SUPPLY INC SEC ID:073685109 | 41,322.74 | 58,667.00 |
| BIO RAD LABS INC CL A SEC ID:090572207 | 697,581.06 | 710,696.00 |
| BIOMARIN PHARMACEUTICAL INC SEC ID:09061G101 | 19,859.32 | 89,388.00 |
| BJS RESTAURANTS INC SEC ID:09180C106 | 47,869.80 | 311,575.00 |
| BLACKROCK INC. | 637,654.24 | 659,488.00 |
| BOTTOMLINE TECHNOLOGIES DEL INC SEC ID:101388106 | 119,668.37 | 206,213.00 |
| BRIGGS & STRATTON CORP SEC ID:109043109 | 569,570.92 | 552,822.61 |
| BROADSOFT INC SEC ID:11133B409 | 280,077.48 | 272,645.60 |
| BROOKDALE SENIOR LIVING INC SEC ID:112463104 | 69,949.84 | 106,079.00 |
| C S G SYSTEMS INTERNATIONAL INC SEC ID:126349109 | 73,206.65 | 67,666.00 |
| C&J ENERGY SERVICES,INC. SEC ID:12467B304 | 158,140.26 | 117,312.65 |
| CALPINE CORPORATION SEC ID:131347304 | 879,960.69 | 1,097,376.00 |
| CAPITAL ONE FINANCIAL CORP SEC ID:14040H105 | 432,221.06 | 414,442.00 |
| CARDTRONICS INC SEC ID:14161H108 | 97,989.07 | 162,360.00 |
| CARMAX INC SEC ID:143130102 | 884,409.18 | 1,143,000.00 |
| CARNIVAL CORP SEC ID:143658300 | 1,448,220.46 | 1,752,768.00 |
| CARRIZO OIL & GAS INC | 66,979.51 | 79,050.00 |
| CATALYST HEALTH SOLUTIONS INC SEC ID:14888B103 | 320,805.25 | 409,604.00 |
| CATERPILLAR INC SEC ID:149123101 | 81,370.99 | 262,740.00 |
| CEPHEID INC SEC ID:15670R107 | 238,462.78 | 246,616.47 |
| CHART INDUSTRIES INC SEC ID:16115Q308 | 260,757.84 | 369,189.96 |
| CHEFS' WAREHOUSE HOLDINGS LLC SEC ID:163086101 | 50,827.00 | 55,366.00 |
| CIGNA CORP SEC ID:125509109 | 364,395.37 | 357,714.00 |
| CISCO SYSTEMS INC SEC ID:17275R102 | 962,836.22 | 1,051,352.00 |
| CLEAN HARBORS INC SEC ID:184496107 | 67,321.99 | 165,698.00 |
| | 37,021.00 | 100,000.00 |

| COCA COLA CO SEC ID:101016100 | 455.040.07 | 504.745.00 |
|--|--------------------------|-------------------------|
| COCA - COLA CO SEC ID:191216100 | 455,346.67 | 594,745.00 |
| COLUMBUS MCKINNON CORP N Y SEC ID:199333105 COMCAST CORP SPL CL A SEC ID:20030N200 | 83,942.84 | 73,602.00 |
| COMMVAULT SYSTEMS INC SEC ID:204166102 | 1,698,366.35 | 1,767,000.00 |
| CONCUR TECHNOLOGIES INC SEC ID:206708109 | 30,571.77 116,827.90 | 98,256.00 |
| CORNERSTONE ONDEMAND.INC SEC ID:21925Y103 | 120,880.74 | 335,569.53 |
| CORNING INC SEC ID:219350105 | • | 122,025.60 |
| CORPORATE EXECUTIVE BRD CO COM SEC ID:21988R102 | 797,031.85 | 796,413.86 |
| COSTAR GROUP INC SEC ID:22160N109 | 81,106.07 | 83,820.00 |
| COVIDIEN PLC SEC ID:G2554F113 | 115,773.17 353,732.93 | 206,863.00 |
| CYMER INC SEC ID:232572107 | 35,358.19 | 456,851.50 64,688.00 |
| DEALERTRACK HOLDINGS INC SEC ID:242309102 | 143,880.56 | 190,820.00 |
| DELPHI AUTOMOTIVE PLC SEC ID:G27823106 | 299,463.12 | 304,230.96 |
| DEVON ENERGY CORPORATION NEW SEC ID:25179M103 | 1,216,948.83 | 1,120,402.00 |
| DIGITAL GENERATION INC SEC ID:25400B108 | 4,047.50 | 2,384.00 |
| DIGITAL GLOBE INC SEC ID:25389M877 | 67,098.29 | 61,596.00 |
| DISCOVER FINANCIAL SERVICES SEC ID:254709108 | 176,154.15 | 520,800.00 |
| DOUGLAS DYNAMICS INC SEC ID:25960R105 | 43,266.43 | 45,322.00 |
| DRESSER-RAND GROUP INC SEC ID:261608103 | 948,583.44 | 1,038,128.00 |
| DRIL-QUIP INC SEC ID:262037104 | 72,701.47 | 118,476.00 |
| DTS INC SEC ID:23335C101 | 139,718.27 | 154,396.32 |
| DU PONT (E I) DE NEMOURS AND COMPANY SEC ID:263534109 | 236,259.16 | 244,694.10 |
| DUFF & PHELPS CORPORATION CL A SEC ID:26433B107 | 84,323.23 | 87,000.00 |
| E M C CORP MASS SEC ID:268648102 | 825,794.09 | 952,692.66 |
| EBIX INC SEC ID:278715206 | 137,684.11 | 145,860.00 |
| EMCOR GROUP INC SEC ID:29084Q100 | 95,133.60 | 136,731.00 |
| ENDOLOGIX, INC. SEC ID:29266S106 | 122,481.97 | 126,107.80 |
| EURONET WORLDWIDE INC SEC ID:298736109 | 85,529.96 | 94,248.00 |
| EVERCORE PARTNERS INC. CL A SEC ID:29977A105 | 67,053.26 | 93,170.00 |
| EXELIS INC SEC ID:30162A108 | 487,516.94 | 449,251.05 |
| EXLSERVICE HOLDINGS INC SEC ID:302081104 | 95,254.99 | 116,324.00 |
| FINANCIAL ENGINES INC SEC ID:317485100 | 139,791.07 | 175,536.13 |
| FIRST MIDWEST BANCORP INC DEL SEC ID:320867104 | 67,677.66 | 60,780.00 |
| FORTINET INC SEC ID:34959E109 | 116,370.85 | 108,875.52 |
| FRANCESCA'S HOLDINGS CORP SEC ID:351793104 | 179,224.87 | 135,753.10 |
| FRANKLIN RES INC SEC ID:354613101 | 761,594.62 | 1,306,416.00 |
| FRESH MARKET INC/THE SEC ID:35804H106 | 158,010.77 | 180,946.50 |
| GENERAC HOLDINGS INC SEC ID:368736104 | 43,960.63 | 98,105.00 |
| GENERAL COMMUNICATION INC CL A SEC ID:369385109 | 51,018.12 | 58,740.00 |
| GENERAL ELECTRIC COMPANY SEC ID:369604103 | 452,618.88 | 503,271.00 |
| GENESEE & WYO INC CL A SEC ID:371559105 | 97,914.09 | 236,262.00 |
| GENTEX CORP SEC ID:371901109 | 155,286.37 | 375,082.84 |
| GLOBAL PMTS INC SEC ID:37940X102 | 107,554.15 | 270,066.00 |
| GRAND CANYON EDUCATION INC SEC ID:38526M106 | 163,166.59 | 167,516.16 |
| GULFPORT ENERGY CORPORATION | 170,967.32 | 196,873.25 |
| H&E EQUIPMENT SERVICES INC SEC ID:404030108 | 156,778.64 | 145,553.32 |
| HAEMONETICS CORP MASS SEC ID:405024100 | 82,869.17 | 122,440.00 |
| HEALTHCARE SERVICES GROUP INC SEC ID:421906108 | 68,009.93 | 115,869.50 |
| HEINZ H J CO SEC ID:423074103 | 489,677.09 | 16,212,000.00 |
| HENRY (JACK) & ASSOCIATES INC SEC ID:426281101 | 84,146.33 | 178,133.00 |
| HEXCEL CORP NEW SEC ID:428291108 | 172,085.42 | 178,960.32 |
| HHR ASSET MANAGEMENT-TITAN PARTNERS LP SEC ID:999Z25144 | 27,592,689.00 | 35,487,511.00 |
| HIGHER ONE HOLDINGS INC SEC ID:42983D104 | 119,483.36 | 134,612.00 |
| HITTITE MICROWAVE CORP SEC ID:43365Y104 | 138,075.05 | 185,224.38 |
| HMS HLDGS CORP SEC ID:40425J101 | 168,759.93 | 460,320.12 |
| HONEYWELL INTL INC SEC ID:438516106 | 842,329.81 | 1,288,095.00 |
| ICONIX BRAND GROUP INC SEC ID:451055107 | 63,833.48 | 84,708.00 |
| ILLINOIS TOOL WKS INC SEC ID:452308109 | 906,034.64 | 1,326,564.00 |
| | | |

| INOVER CORPORATION OF OUR AFFORMACE | 10.011.50 | |
|---|--------------|--------------|
| INCYTE CORPORATION SEC ID:45337C102 | 42,911.90 | 69,046.00 |
| INFORMATICA CORP SEC ID:45666Q102 INGERSOLL-RAND PLC SEC ID:G47791101 | 68,009.04 | 110,790.00 |
| | 483,692.30 | 455,252.27 |
| INPHI CORPORATION SEC ID:45772F107 INTEL CORP SEC ID:458140100 | 81,784.53 | 63,388.00 |
| | 1,877,764.80 | 2,328,000.00 |
| INTER PARFUMS INC SEC ID:458334109 | 63,969.43 | 73,132.00 |
| IPC THE HOSPITALIST CO SEC ID:44984A105 | 110,409.24 | 178,308.00 |
| J 2 GLOBAL, INC. SEC ID:48123V102 | 97,699.13 | 129,444.00 |
| JOHNSON & JOHNSON SEC ID:478160104 | 589,454.24 | 606,615.00 |
| JOHNSON CONTROLS INC SEC ID:478366107 | 599,639.53 | 878,406.00 |
| JOS A BANK CLOTHIERS INC SEC ID:480838101 | 98,191.39 | 126,776.00 |
| JP MORGAN CHASE & CO | 4,293,491.59 | 4,077,846.50 |
| KENNAMETAL INC SEC ID:489170100 | 59,776.47 | 116,864.00 |
| KEY ENERGY SVCS INC SEC ID:492914106 LOWE'S COMPANIES INC SEC ID:548661107 | 117,378.80 | 173,264.00 |
| | 595,644.45 | 748,811.52 |
| LUFKIN INDUSTRIES INC | 139,641.34 | 117,590.57 |
| LUMOS NETWORKS CORP SEC ID:550283105 MACY'S INC SEC ID:55616P104 | 44,712.35 | 60,593.00 |
| | 759,459.95 | 859,688.70 |
| MAGELLAN HEALTH SERVICES INC SEC ID:559079207 | 60,764.30 | 98,940.00 |
| MARATHON PETROLEUM CORP SEC ID:56585A102 | 153,899.66 | 262,158.75 |
| MAXIMUS INC SEC ID:577933104 | 103,869.12 | 124,050.00 |
| MCGRATH RENTCORP SEC ID:580589109 | 72,422.86 | 101,465.00 |
| MERCK & CO INC SEC ID:58933Y105 | 1,582,722.72 | 2,181,812.10 |
| METLIFE INC SEC ID:59156R108 | 2,001,611.16 | 1,712,779.76 |
| MICROSOFT CORPORATION SEC ID:594918104 | 2,267,706.78 | 2,292,138.20 |
| MOLSON COORS BREWING CO CL B SEC ID:60871R209 | 764,517.65 | 770,483.84 |
| MONOTYPE IMAGING HOLDINGS INC SEC ID:61022P100 | 48,980.55 | 84,186.00 |
| MONRO MUFFLER BRAKE INC SEC ID:610236101 | 55,493.17 | 143,523.00 |
| MONTPELIER RE HOLDINGS LTD SEC ID:G62185106 | 217,804.48 | 214,775.00 |
| NATIONAL AMERICAN UNIVERSITY HOLDINGS INC SEC ID:63245Q105 | 40,082.53 | 40,932.00 |
| NATIONAL OILWELL VARCO INC. SEC ID:637071101 | 567,923.88 | 1,325,805.00 |
| NBH HLDGS CORP CL A ACCD INV SEC ID:62875T207 | 108,000.00 | 108,000.00 |
| NETSPEND HOLDINGS INC SEC ID:64118V106 | 70,350.68 | 53,526.00 |
| NETSUITE INC SEC ID:64118Q107 | 261,580.79 | 378,493.70 |
| NEWPARK RES INC SEC ID:651718504 | 61,339.24 | 79,800.00 |
| NIC INC SEC ID:62914B100 | 244,753.45 | 271,697.03 |
| NORTHERN OIL AND GAS INC SEC ID:665531109 | 157,165.00 | 139,012.06 |
| NTELOS HOLDINGS CORP SEC ID:67020Q305 NXSTAGE MEDICAL INC SEC ID:67072V103 | 74,322.39 | 64,197.00 |
| OASIS PETROLEUM INC SEC ID:670/2/103 | 297,648.46 | 298,081.70 |
| | 57,400.00 | 119,269.00 |
| OCCIDENTAL PETROLEUM CORP SEC ID:674599105 | 616,445.79 | 1,100,975.00 |
| OLD DOMINION FGHT LINE SEC ID:679580100 ON ASSIGNMENT INC SEC ID:682159108 | 230,211.81 | 385,967.19 |
| ORACLE CORP SEC ID:68389X105 | 82,771.38 | 128,570.00 |
| ORBITAL SCIENCES CORP SEC ID:685564106 | 232,352.19 | 236,313.45 |
| | 100,979.95 | 91,539.00 |
| PACCAR INC SEC ID:693718108 | 585,285.12 | 542,415.72 |
| PAREXEL INTL CORP SEC ID:699462107 | 96,114.43 | 91,256.00 |
| PEGASYSTEMS INC SEC ID:705573103 | 132,010.78 | 114,748.20 |
| PENN NATL GAMING INC SEC ID:707569109 | 1,394,427.29 | 1,724,571.00 |
| PEPSICO INC SEC ID:713448108 | 1,580,888.90 | 1,759,933.75 |
| PFIZER INC SEC ID:717081103 | 2,221,020.34 | 2,905,667.72 |
| PORTFOLIO RECOVERY ASSOCS INC SEC ID:73640Q105 | 287,637.02 | 266,704.00 |
| POWER INTEGRATIONS INC SEC ID:739276103 | 57,696.26 | 86,216.00 |
| PPL CORP SEC ID:69351T106 | 887,469.33 | 911,461.02 |
| QLIK TECHNOLOGIES INC SEC ID:74733T105 | 290,843.36 | 292,239.20 |
| QUESTCOR PHARMACEUTICALS INC SEC ID:74835Y101 | 281,124.27 | 422,827.02 |
| R T I INTERNATIONAL METALS INC SEC ID:74973W107 | 134,840.03 | 110,201.08 |
| RALCORP HLDGS INC NEW SEC ID:751028101 | 1,105,900.72 | 1,093,203.00 |

| PANOE DECOUDOES CODO | 500.057.04 | 740 474 00 |
|---|--------------|--------------|
| RANGE RESOURCES CORP | 539,957.94 | 749,474.00 |
| RBC BEARINGS INC SEC ID:75524B104 | 24,650.00 | 70,890.00 |
| REALPAGE, INC. SEC ID:75606N109 | 270,021.91 | 372,959.93 |
| RESOURCES CONNECTION INC SEC ID:76122Q105 | 69,397.77 | 72,012.00 |
| ROBERT HALF INTL INC SEC ID:770323103 | 810,372.54 | 1,055,866.00 |
| ROSETTA RESOURCES INC | 53,052.24 | 127,846.50 |
| SAFETY INSURANCE GROUP INC SEC ID:78648T100 | 79,275.66 | 97,152.00 |
| SALIX PHARMACEUTICALS LTD SEC ID:795435106 | 230,504.02 | 374,521.95 |
| SANCHEZ ENERGY CORP. SEC ID:79970Y105 | 50,600.00 | 39,698.00 |
| SANOFI-AVENTIS ADR SEC ID:80105N105 | 642,540.42 | 701,568.00 |
| SBA COMMUNICATIONS CORP SEC ID:78388J106 | 22,961.72 | 85,920.00 |
| SIRONA DENTAL SYSTEMS INC SEC ID:82966C103 | 79,501.43 | 127,716.00 |
| SODASTREAM INTERNATIONAL LTD SEC ID:M9068E105 | 45,773.10 | 62,111.00 |
| SOLERA HOLDINGS INC SEC ID:83421A104 | 71,807.27 | 191,522.00 |
| SOURCEFIRE INC SEC ID:83616T108 | 216,001.24 | 219,115.46 |
| SOUTHWESTERN ENERGY CO SEC ID:845467109 | 287,031.24 | 236,356.00 |
| SS&C TECHNOLOGIES HOLDINGS INC SEC ID:78467J100 | 164,782.85 | 171,570.00 |
| STANCORP FINANCIAL GROUP INC SEC ID:852891100 | 122,263.67 | 154,350.00 |
| STANDARD PARKING CORP SEC ID:853790103 | 70,362.44 | 78,628.00 |
| STARWOOD HOTELS & RESORTS WORLDWIDE INC SEC ID:85590A40 | 319,663.46 | 940,212.00 |
| SWIFT ENERGY CO | 173,097.18 | 160,488.00 |
| SXC HEALTH SOLUTIONS CORP SEC ID:78505P100 | 203,447.64 | 435,686.72 |
| SYNTEL INC SEC ID:87162H103 | 218,836.00 | 225,758.79 |
| T ROWE PRICE GROUP INC SEC ID:74144T108 | 312,667.91 | 343,636.30 |
| TALEO CORP CLASS A SEC ID:87424N104 | 199,415.73 | 271,410.35 |
| TEAVANA HOLDINGS INC SEC ID:87819P102 | 253,739.99 | 194,635.92 |
| TENNECO INC. SEC ID:880349105 | 181,336.62 | 231,896.86 |
| TEXAS INSTRUMENTS INC SEC ID:882508104 | 680,120.12 | 876,211.00 |
| THE BOEING COMPANY SEC ID:097023105 | 1,320,553.45 | 1,863,090.00 |
| THE PROCTER & GAMBLE COMPANY SEC ID:742718109 | 1,373,692.95 | 1,477,626.50 |
| THERMO FISHER SCIENTIFIC INC. SEC ID:883556102 | 531,277.23 | 481,089.06 |
| TIFFANY & CO NEW SEC ID:886547108 | 162,575.50 | 443,942.00 |
| TIME WARNER INC SEC ID:887317303 | 1,109,100.76 | 1,201,655.00 |
| TITAN INTERNATIONAL INC SEC ID:88830M102 | 293,307.81 | 283,493.28 |
| TRANSDIGM GROUP INC SEC ID:893641100 | 62,175.42 | 181,792.00 |
| U.S. ENERGY CORP. WYOMING SEC ID:911805109 | 3,559.31 | 2,328.00 |
| ULTIMATE SOFTWARE GROUP INC SEC ID:90385D107 | 292,769.21 | 686,364.80 |
| ULTRA PETROLEUM CORP | 1,599,627.02 | 1,037,050.00 |
| UNITED NAT FOODS INC SEC ID:911163103 | 71,919.19 | 188,047.00 |
| UNITED THERAPEUTICS CORP DEL SEC ID:91307C102 | 82,953.93 | 113,400.00 |
| UTI WORLDWIDE INC ORD SEC ID:G87210103 | 119,801.19 | 108,978.00 |
| VERA BRADLEY INC SEC ID:92335C106 | 101,688.50 | 93,525.00 |
| VERIZON COMMUNICATIONS INC SEC ID:92343V104 | 477,721.34 | 523,726.48 |
| VIACOM INC CLASS B SEC ID:92553P201 | 587,732.96 | 821,921.00 |
| VIASAT INC SEC ID:92552V100 | 22,314.00 | 55,344.00 |
| VISA INC-CLASS A SHRS SEC ID:92826C839 | 1,572,290.42 | 2,142,283.00 |
| VITAMIN SHOPPE INC SEC ID:92849E101 | | • • |
| VODAFONE GROUP PLC SPONSORED ADR SEC ID:92857W209 | 99,202.40 | 143,568.00 |
| | 1,725,841.88 | 2,038,677.96 |
| VOLCANO CORPORATION SEC ID:928645100 | 155,786.54 | 199,526.73 |
| WABASH NATIONAL CORP SEC ID:929566107 | 164,011.86 | 127,462.72 |
| WABCO HOLDINGS INC-W/I SEC ID:92927K102 | 73,198.13 | 134,540.00 |
| WATTS WATER TECHNOLOGIES INC SEC ID:942749102 | 104,806.06 | 106,051.00 |
| WELLS FARGO & COMPANY SEC ID:949746101 | 2,883,197.40 | 3,082,586.00 |
| WESCO INTL INC SEC ID:95082P105 | 89,256.97 | 121,923.00 |
| WILLIAMS COS INC SEC ID:969457100 | 817,521.74 | 1,008,893.08 |
| WORLD FUEL SERVICES CORP SEC ID:981475106 | 57,500.00 | 96,554.00 |
| WRIGHT EXPRESS CORPORATION SEC ID:98233Q105 | 64,744.92 | 227,976.00 |
| XEROX CORP SEC ID:984121103 | 546,833.24 | 531,377.76 |

| YAHOO INC SEC ID:984332106 | 437,951.04 | 448,252.70 |
|---|----------------|----------------|
| Total Equities | 150,838,816.11 | 198,409,381.21 |
| | | |
| HANSBERGER INTERNATIONAL GROWTH FUND SEC ID:999W14780 | 43,140,361.45 | 30,868,337.00 |
| 1607 CAPITAL INTERNATIONAL EQUITY FD, LP SEC ID:999Z98828 | 25,000,000.00 | 24,724,974.00 |
| SILCHESTER INTER INVESTORS INC SEC ID:9995AN795 | 14,400,000.00 | 43,718,303.00 |
| CITY OF LONDON | 36,643,565.00 | 49,058,071.00 |
| FIRST STATE | 30,000,000.00 | 36,707,017.00 |
| OVERLOOK | 10,000,000.00 | 16,978,819.00 |
| CONVEXITY | 16,003,851.27 | 28,472,487.00 |
| Total Foreign Equities | 175,187,777.72 | 230,528,008.00 |
| Total Equities and Foreign Equities_ | 326,026,593.83 | 428,937,389.21 |

The Heinz Endowments Alternative Investments

| <u>Description</u> | Cost | Market |
|---|------------------------|------------------------|
| Abingworth Bioventures 1V | 2,323,546 | 1,495,212 |
| Adams Capital | 3,000,000 | 437,330 |
| Adams Capital III | 13,931,745 | 7,091,930 |
| Adams IV | 2,070,000 | 2,529,214 |
| Alloy Ventures 2002 LP | 5,625,248 | 3,980,934 |
| Alloy Ventures, 2005 | 6,000,000 | 4,996,957 |
| Almono | 8,074,066 | 8,074,066 |
| Axa Secondary Fd III Bain Asia | 61,968 | 1,429,842 |
| Bain Capital | 878,860 2,143,565 | 833,369 2,244,136 |
| Bain Capital III Europe | 5,266,878 | 4,610,763 |
| Bain Capital IX | 5,380,810 | 4,943,867 |
| Bain Capital X | 6,760,874 | 6,131,531 |
| Blackstone Capital Partners IV L | 9,535,884 | 6,878,062 |
| Blackstone V | 8,688,966 | 7,532,195 |
| Centerbridge | 4,655,821 | 5,939,430 |
| Charlesbank Equity | 1,496,971 | 1,680,688 |
| Columbia Capital Equity Partners | 2,462,486 | 3,082,978 |
| Columbia Capital Equity Partners V Dover | 2,447,474 | 2,294,027 |
| Dover VI | 4,660,676 | 2,386,753 |
| Dover VII | 6,507,594 3,861,798 | 6,469,297 4,873,635 |
| Elevation Offshore | 1,601,951 | 2,290,882 |
| Foundation Capital IV | 6,000,000 | 7,291,378 |
| Foundation Capital V | 4,822,846 | 3,925,120 |
| Foundation VI | 3,560,000 | 3,952,760 |
| General Catalyst Group III | 3,000,000 | 2,944,595 |
| General Catalyst IV | 2,670,000 | 3,031,161 |
| General Catalyst V Supplemental | 346,154 | - |
| General Catalyst Group V | 1,453,846 | 1,909,203 |
| Graham Partners II | 6,093,003 | 4,916,534 |
| Harbourvest (Hancock) Direct Fund | 3,932,503 | 133,079 |
| Harbourvest (Hancock) Partners Fund H.I.G. Bayside Debt & LBO | 10,048,950 | 1,950,446 |
| Hony Capital Fund 2008 | 1,916,934 4,740,954 | 1,909,779 4,535,472 |
| Hony Capital Fund V | 34,675 | 4,333,472 |
| Interwest | 4,000,000 | 3,881,178 |
| Interwest Partners X | 2,000,000 | 1,707,021 |
| J. P. Morgan Direct Corp Finance | 877,089 | 208,112 |
| J. P. Morgan Pooled Venture | 4,361,605 | 1,184,364 |
| J.P. Morgan Direct Venture | 336,231 | 71,819 |
| J.P. Morgan Pooled Corp Finance | 4,436,662 | 2,685,002 |
| J.W. Childs Equity Partners III | 3,664,829 | 3,428,138 |
| Kodiak Venture Partners III Khosla Ventures III | 2,688,399 | 1,494,835 |
| Khosla Ventures Seed | 1,636,629 377,896 | 2,040,874 413,143 |
| Khosla Ventures IV | 400,000 | 368,295 |
| Level Equity Fund | 761,712 | 793,496 |
| Lexington Cap Part V | 1,106,359 | 4,512,000 |
| Linzor Capital Partners II, LP | 785,386 | 654,192 |
| Morningside China TMT Fund II | 813,385 | 734,057 |
| MVP Fund II | 131,439 | 3,685 |
| NGEN II | 2,844,640 | 878,699 |
| Pantheon | 2,557,961 | 6,859,229 |
| Permira IV | 5,705,653 | 5,621,856 |
| Polaris Polaris V | 4,975,000 | 3,864,635 |
| Proquest IV | 4,890,000 652,352 | 5,903,106 502,177 |
| Rockport Capital III | 1,489,242 | 762,859 |
| Sevin Rosen Fund IX | 3,000,000 | 1,700,244 |
| Sterling | 5,541,690 | 5,913,429 |
| Sterling Capital Partners III | 4,295,934 | 4,857,990 |
| Summit Europe | 731,672 | 742,930 |
| Summit Partners III | 1,481,613 | 1,532,944 |
| Summit Partners VII | 5,086,757 | 4,919,926 |
| TAX | 4,786,230 | 4,008,058 |
| Three Arch Part IV | 2,487,984 | 1,489,672 |
| Tucker Anthony II Tucker Anthony Private Equity III | 6,538,256 | 3,562,835 |
| racker Anniony i fivate Equity III | 6,037,875 | 4,492,821 |

Absolute Return - Cambridge

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)

Shumway (SCP)

Tiger Global

Valinor Management

Viking Global

York European Opportunities

514,525,811

614,193,581

TOTAL ALTERNATIVE INVESTMENTS

762,063,337

824,713,827

| FORM 990-PF PART VIII - I | STATEMENT 11 | | | |
|--|--------------------------|---------|---------------------------------|----|
| NAME AND ADDRESS | TITLE AND AVRG HRS/WK | | EMPLOYEE BEN PLAN CONTRIB | |
| TERESA F. HEINZ 625 LIBERTY AVE. 30TH FLOOR PITTSBURGH, PA 152223115 | CHAIR 5.00 | 0. | 0. | 0. |
| JAMES W. WALTON 625 LIBERTY AVE. 30TH FLOOR PITTSBURGH, PA 152223115 | VICE CHAIR 5.00 | 30,000. | 0. | 0. |
| H.JOHN HEINZ IV 625 LIBERTY AVE. 30TH FLOOR PITTSBURGH, PA 152223115 | DIRECTOR 4.00 | 0. | 0. | 0. |
| SASHA HEINZ 625 LIBERTY AVE. 30TH FLOOR PITTSBURGH, PA 152223115 | DIRECTOR 4.00 | 0. | 0. | 0. |
| SHIRLEY MALCOM 625 LIBERTY AVE. 30TH FLOOR PITTSBURGH, PA 152223115 | DIRECTOR 4.00 | 20,000. | . 0. | 0. |
| CAROL BROWN 625 LIBERTY AVE. 30TH FLOOR PITTSBURGH, PA 152223115 | DIRECTOR 4.00 | 20,000. | 0. | 0. |

| THE HEINZ ENDOWMENTS | | | 2 | 5-1721100 |
|--|------------------|--------------------------------|----------|-----------|
| JUDITH M. DAVENPORT 625 LIBERTY AVE. 30TH FLOOR PITTSBURGH, PA 152223115 | DIRECTOR 4.00 | 20,000. | 0. | 0. |
| CHRISTOPHER HEINZ 625 LIBERTY AVE. 30TH FLOOR PITTSBURGH, PA 152223115 | DIRECTOR 5.00 | 0. | 0. | 0. |
| JACK E. KIME 625 LIBERTY AVE. 30TH FLOOR PITTSBURGH, PA 152223115 | | NT FINANCE/ADM (A) 356,223. | | 0. |
| FRANCO HARRIS 625 LIBERTY AVE. 30TH FLOOR PITTSBURGH, PA 152223115 | DIRECTOR 4.00 | 20,000. | 0. | 0. |
| ANDRE T. HEINZ 625 LIBERTY AVE. 30TH FLOOR PITTSBURGH, PA 152223115 | DIRECTOR 5.00 | 0. | 0. | 0. |
| WENDY MACKENZIE 625 LIBERTY AVE. 30TH FLOOR PITTSBURGH, PA 152223115 | DIRECTOR 4.00 | 20,000. | 0. | 0. |
| DAMON AHERNE 625 LIBERTY AVE. 30TH FLOOR PITTSBURGH, PA 152223115 | DIRECTOR 4.00 | 20,000. | 0. | 0. |
| ROBERT VAGT 625 LIBERTY AVE. 30TH FLOOR PITTSBURGH, PA 152223115 | PRESIDENT 40.00+ | (B) 455,348. | 60,922. | 0. |
| JAMES ROHR 625 LIBERTY AVE. 30TH FLOOR PITTSBURGH, PA 152223115 | DIRECTOR 5.00 | 20,000. | 0. | 0. |
| TOTALS INCLUDED ON 990-PF, PAGE 6, | PART VIII | 981,571. | 143,228. | 0. |

⁽A) Mr. Kime's compensation includes \$19,520 accrued deferred retirement payment and \$24,917 of deferred compensation contributions.

⁽B) Mr. Vagt's compensation includes \$6,556 accrued deferred retirement payment and \$17,490 of deferred compensation contributions.

990-PF

INVOLVEMENT WITH NONCHARITABLE ORGANIZATIONS PART XVII, LINE 1, COLUMN (D)

STATEMENT 12

NAME OF NONCHARITABLE EXEMPT ORGANIZATION

PENN LIBERTY HOLDING

DESCRIPTION OF TRANSFERS, TRANSACTIONS, AND SHARING ARRANGEMENTS

LOAN REPAYMENTS FROM PLH

NAME OF NONCHARITABLE EXEMPT ORGANIZATION

PENN LIBERTY HOLDING

DESCRIPTION OF TRANSFERS, TRANSACTIONS, AND SHARING ARRANGEMENTS

THE TWO ORGANIZATIONS SHARE THE SERVICES OF THE EXECUTIVE DIRECTOR AND CFO

990-PF

AFFILIATION WITH TAX-EXEMPT ORGANIZATIONS PART XVII, LINE 2, COLUMN (C)

STATEMENT

13

NAME OF AFFILIATED OR RELATED ORGANIZATION

PENN LIBERTY HOLDING

DESCRIPTION OF RELATIONSHIP WITH AFFILIATED OR RELATED ORGANIZATION

EXEMPT UNDER IRC SECTION 501(C)(2) AS A TITLE HOLDING COMPANY OF THE HEINZ **ENDOWMENTS**

| Arts & Culture Afrika Vom Inc | | | 2011 | 1102 | 2011 | 2011 |
|---|---------------------|-------------|-------------|--------------|-------------|----------------|
| 601 Wood Street Suite 10 Pittsburgh, PA 15222 for support of RiverBeat 2011 to be held on the Gateway Clipper on May 9, 2011 \$5,000.00 | 501(c)(3)-509(a)(1) | \$5,000.00 | \$0.00 | \$0.00 | \$5,000.00 | \$0.00 |
| Alia Musica Pittsburgh 5 Clarendon Place Pittsburgh, PA 15206 10 support the spring 2012 concert (April 14, 2012 at the Kelly-Strayhorn Theater) \$7,440.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$7,440.00 | \$0.00 | \$7,440.00 | \$0.00 |
| Artists Image Resource, Inc. 518 Foreland Street 2nd Floor Pittsburgh, PA 15212 for operating support for two years \$40,000.00 | 501(c)(3)-509(a)(2) | \$40,000.00 | \$0.00 | \$0.00 | \$20,000.00 | \$20,000.00 |
| Artists Upstairs P.O. Box 22133 Pittsburgh, PA 15222 for the Firefly Tunnel Project \$20,000.00 | 501(c)(3)-509(a)(1) | \$20,000.00 | \$0.00 | \$0.00 | \$20,000.00 | \$0.00 |
| Association of African American Museums P.O. Box 427 Wilberforce, OH 45384 CANCELLED \$10,000 on 7/20/11 - to support the Association of African American Museums' 2010 Conference at the August Wilson Center \$0.00 | 501(c)(3)-509(a)(2) | \$10,000.00 | \$0.00 * | -\$10,000.00 | 80.00 | 00°0 \$ |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Attack Theatre 2425 Liberty Avenue Pittsburgh, PA 15222 for three-year operating support \$111,450.00 | 501(c)(3)-509(a)(1) | \$75,400.00 | \$0.00 | \$0.00 | \$37,150.00 | \$38,250.00 |
| August Wilson Center for African American Culture 980 Liberty Avenue Pittsburgh, PA 15222-3736 for the African American Cultural Center's capital campaign \$4,000,000.00 | 501(c)(3)-509(a)(1) | \$250,000.00 | 80.00 | \$0.00 | \$250,000.00 | 80.00 |
| August Wilson Center for African American Culture 980 Liberty Avenue Pittsburgh, PA 15222-3736 for support of 'Slaves to Cool' to be performed at the August Wilson Center \$7,000.00 | 501(c)(3)-509(a)(1) | \$7,000.00 | \$0.00 | \$0.00 | \$7,000.00 | \$0.00 |
| August Wilson Center for African American Culture 980 Liberty Avenue Pittsburgh, PA 15222-3736 to assist in funding the One Hood Media Literacy Academy \$40,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$40,000.00 | \$0.00 | \$40,000.00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| August Wilson Center for African American Culture 980 Liberty Avenue Pittsburgh, PA 15222-3736 for general operating support (2010/11-2011/12) \$500,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$500,000.00 | 80.00 | \$250,000.00 | \$250,000.00 |
| Bach Choir of Pittsburgh 1108 South Braddock Avenue Suite A Pittsburgh, PA 15218 for support of the 2011 season \$15,000.00 | 501(c)(3)-509(a)(2) | \$15,000.00 | \$0.00 \$ | \$0.00 | \$15,000.00 | 80.00 |
| Bach Choir of Pittsburgh 1108 South Braddock Avenue Suite A Pittsburgh, PA 15218 to support the 2011-2012 concert season \$17,500.00 | 501(c)(3)-509(a)(2) | 80.00 | \$17,500.00 | 80.00 | \$17,500.00 | \$0.00 |
| Balafon West African Dance Ensemble 1161 Portland Street Pittsburgh, PA 15206 to support the Black River Concert (May 2012 at the August Wilson Center) \$19,500.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$19,500.00 | 80.00 | \$19,500.00 | 80.00 |
| Bethany House Academy 1500 Chicago Street Pittsburgh, PA 15214 for the development and implementation of an African-centered after school arts program serving 30 children and youth in the Northview Heights community \$75,000.00 | 501(c)(3)-509(a)(1) | \$56,250.00 | 80.00 | 80.00 | \$18,750.00 | \$37,500.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Bodiography Contemporary Ballet Co. 5824 Forbes Avenue Suite 8 Pittsburgh, PA 15217 to support the production of "108 Minutes" (February 20-21, 2011) \$11,000.00 | 501(c)(3)-509(a)(2) | \$11,000.00 | 80.00 | \$0.00 | \$11,000.00 | \$0.00 |
| Bodiography Contemporary Ballet Co. 5824 Forbes Avenue Suite 8 Pittsburgh, PA 15217 to support the 10th anniversary season "Red Carper Roll Out" (February 24-25, 2012 at the Byham Theater) \$12,000.00 | 501(c)(3)-509(a)(2) | \$0.00 | \$12,000.00 | \$0.00 | \$12,000.00 | \$0.00 |
| Bodiography Contemporary Ballet Co. 5824 Forbes Avenue Suite 8 Pittsburgh, PA 15217 to support OvveArts' project "The Alkonoxt; and Infinity" (June 8-9, 2012 at the Byham Theater) \$5,000.00 | 501(c)(3)-509(a)(2) | \$0.00 | \$5,000.00 | \$0.00 | \$5,000.00 | \$0.00 |
| Brew House Association 2100 Mary Street Pittsburgh, PA 15203 to support the 5th Annual Distillery Program \$6,000.00 | 501(c)(3)-509(a)(1) | \$6,000.00 | \$0.00 | \$0.00 | \$6,000.00 | \$0.00 |

| | | Beginning Balance | Newly Allocated | Amended | Amount Daid | Ending Balance |
|---|---------------------|-------------------|-----------------|---------|-------------|----------------|
| Recipient and/or Purpose | Tax Status | 2011 | 2011 | 2011 | 2011 | 2011 |
| Bricolage P.O. Box 42336 Pitsburgh, PA 15203 for operating support for two years \$40,000.00 | 501(c)(3)-509(a)(2) | \$40,000.00 | \$0.00 | 80.00 | \$20,000.00 | \$20,000.00 |
| Bricolage P.O. Box 42336 Pitsburgh, PA 15203 for the production of "Hunter Gatherers" (April 13-May 7, 2011) \$16,000.00 | 501(c)(3)-509(a)(2) | \$16,000.00 | \$0.00 | 80.00 | \$16,000.00 | \$0.00 |
| Bulgarian-Macedonian National Educational and Cultural Center, Inc. 449-451 West Eighth Avenue West Homestead, PA 15120 for the production of a new premiere entitled: "Macedonian Mosaic" (November II, 2011 at Carnegie Music Hall in Homestead) \$5,000.00 | 501(c)(3)-509(a)(1) | \$5,000.00 | \$0.00 | 80.00 | \$5,000.00 | 00.00\$ |
| Bulgarian-Macedonian National Educational and Cultural Center, Inc. 449-451 West Eighth Avenue West Homestead, PA 15120 for the Balkan Festival at Carnegie Music Hall in November 2012 \$5,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$5,000.00 | 80.00 | \$5,000.00 | 80.00 |
| Calliope House, Inc. 6300 Fifth Avenue 3rd Floor Pittsburgh, PA 15232 to suupport the second year of Calliope Center Stage \$25,000.00 | 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 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Carnegie Institute The Andy Warhol Museum 117 Sandusky Street Pittsburgh, PA 15212 REFUND of \$23,500.00 on 1/11/11 - to support Pittsburgh's 250th anniversary with a "Time Capsule Project" \$1,500.00 | 501(c)(3)-509(a)(1) | 80.00 | 80.00 | -\$23,500.00 | -\$23,500.00 | \$0.00 |
| Carnegie Institute 4400 Forbes Avenue Pittsburgh, PA 15213 to continue arts education planning for the city and region \$250,000.00 | 501(c)(3)-509(a)(1) | \$100,000.00 | 80.00 | \$0.00 | \$100,000.00 | \$0.00 |
| Carnegie Institute Museum of Art 4400 Forbes Avenue Pittsburgh, PA 15213 for three-year operating support for the Museum of Art (2009-2011) \$696,852.00 | 501(c)(3)-509(a)(1) | \$241,451.00 | 80.00 | \$0.00 | \$241,451.00 | \$0.00 |
| Carnegie Institute 4400 Forbes Avenue Pittsburgh, PA 15213 for a portrait of David Hillenbrand \$5,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$5,000.00 | 80.00 | \$5,000.00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Carnegie Institute 4400 Forbes Avenue Pittsburgh, PA 15213 for operating support for the Arts Education Collaborative for two years \$700,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$700,000.00 | \$0.00 | \$350,000.00 | \$350,000.00 |
| Carnegie Institute Museum of Att 400 Forbes Avenue Pittsburgh, PA 15213 to develop education and ourreach programs connected to the Downtown Now exhibition \$150,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$150,000.00 | \$0.00 | \$150,000.00 | \$0°0\$ |
| Carnegie Institute The Andy Warhol Museum 117 Sandusky Street Pittsburgh, PA 15212 to support for the Factory Direct exhibition at The Andy Warhol Museum in 2012 \$150,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$150,000.00 | \$0.00 | \$150,000.00 | \$0.00 |
| Carnegie Mellon University 5000 Forbes Avenue Warner Hall, 6th Floor Pittsburgh, PA 15213-3890 to support international directors, artists and marketing costs of Carnegie Mellon Film Festival \$10,000.00 | 501(c)(3)-509(a)(1) | 000\$ | \$10,000.00 | 80.00 | \$10,000.00 | \$0.00 |
| Cave Canem Foundation 20 Jay Street Suite 310-A Brooklyn, NY 11201 to support the June 2011 writing retreat \$20,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$20,000.00 | \$0.00 | \$20,000.00 | 80.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Center of Life 161 Hazelwood Avenue Pittsburgh, PA 15207 for support of the core programming of the K.R. U.N.K. Movement \$550,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$50,000.00 | \$0.00 | \$25,000.00 | \$25,000.00 |
| Chatham Baroque Inc. The Ice House #201 100 43rd Street Pittsburgh, PA 15201 for two-year operating support \$52,275.00 2010 | 501(c)(3)-509(a)(1) | \$26,525.00 | \$0.00 | \$0.00 | \$26,525.00 | 80.00 |
| Children's Festival Chorus 401 Wood Street Suite 810 Pittsburgh, PA 15222 for three-year operating support (2009/10 to 2011/12) \$75,000.00 | 501(c)(3)-509(a)(1) | \$25,000.00 | \$0.00 | \$0.00 | \$0.00 | \$25,000.00 |
| Children's Museum of Pittsburgh 10 Children's Way Pittsburgh, PA 15212-5250 to support the "Making Community Places" capital campaign \$3,000,000.00 | 501(c)(3)-509(a)(1) | \$2,500,000.00 | \$0.00 | \$0.00 | \$2,500,000.00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Children's Museum of Pittsburgh 10 Children's Way Pittsburgh, PA 15212-5250 for three year operating support (2011-2013) \$222,000.00 | 501(c)(3)-509(a)(1) | \$148,000.00 | \$0.00 | \$0.00 | \$0.00 | \$148,000.00 |
| Children's Museum of Pittsburgh 10 Children's Way 10 Children's Way Pittsburgh, PA 15212-5250 for support of "Pyrotopia: First Annual Exhibition of Fire Arts" at UnSmoke Systems Gallery (October 7-8, 2011) \$10,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$10,000.00 | \$0.00 | \$10,000.00 | \$0.00 |
| City of Asylum Pittsburgh 330 Sampsonia Way Pittsburgh, PA 15212 for capital and startup support for the new Literary Center project \$400,000.00 | 501(c)(3)-509(a)(1) | \$400,000.00 | \$0.00 | \$0.00 | \$0.00 | \$400,000.00 |
| City of Asylum Pittsburgh 330 Sampsonia Way Pittsburgh, PA 15212 to conduct an inventory of North Side community assets \$34,200.00 | 501(c)(3)-509(a)(1) | 80.00 | \$34,200.00 | \$0.00 | \$34,200.00 | \$0.00 |
| City of Pittsburgh City Planning 200 Ross Street, 4th Floor Pittsburgh, PA 15219 to support the Department of City Planning's Division of Public Art and the Civic Design Fellowship pilots \$132,000.00 | Government Entity | \$12,000.00 | \$0.00 | \$0.00 | \$12,000.00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| City Theatre Company Inc. 1300 Bingham Street Pitsburgh, PA 15203 for two year operating support (2011-2012) \$174,000.00 | 501(c)(3)-509(a)(1) | \$87,000.00 | \$0.00 | \$0.00 | 00'08 | \$87,000.00 |
| Civic Light Opera Association 719 Liberty Avenue Pittsburgh, PA 15222-3504 for three year operating support (2012-2014) \$503,300.00 | 501(c)(3)-509(a)(2) | \$0.00 | \$503,300.00 | \$0.00 | 80.00 | \$503,300.00 |
| Communication Network 1755 Park Street Suite 260 Naperville, IL 60563 to support the general operations of the Communications Network \$20,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$20,000.00 | \$0.00 | \$20,000.00 | \$0.00 |
| Communities in Schools of Pittsburgh-Allegheny County, Inc. 494 Pittsburgh Street Springdale, PA 15144 for the Hip Hop On Lock program \$107,500.00 | 501(c)(3)-509(a)(1) | \$107,500.00 | \$0°00 | 80.00 | \$57,500.00 | \$50,000.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|-----------------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Community Theater Project Corporation Kelly-Strayhorn Theater 5941 Penn Avenue Pittsburgh, PA 15206 for implementation of the new strategic plan \$150,000.00 | 501(c)(3)-509(a)(3)-Type I | \$50,000.00 | 80.00 | \$0.00 | \$50,000.00 | 80.00 |
| Community Theater Project Corporation Kelly-Strayhorn Theater 5941 Penn Avenue Pittsburgh, PA 15206 10 support Chris Ivey's film "Black Youth Rising" \$15,000.00 | 501 (c)(3)-509(a)(3)-Type I | \$0.00 | \$15,000.00 | \$0.00 | \$15,000.00 | \$0.00 |
| Community Theater Project Corporation Kelly-Strayhorn Theater 5941 Penn Avenue Pittsburgh, PA 15206 for support of Staycee Pearl dance project's "Octavia" (November 18-19, 2011) \$11,000.00 | 501(c)(3)-509(a)(3)-Type I | \$0.00 | \$11,000.00 | 80.00 | \$11,000.00 | 80.00 |
| 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 | 501(c)(3)-509(a)(3)-Type I | 80.00 | \$600,000.00 | 80.00 | \$200,000.00 | \$400,000.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|----------------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Community Theater Project Corporation Kelly-Strayhom Theater 5941 Penn Avenue Pittsburgh, PA 15206 to support Shara Simmons Dance's "Relative Position" (June 2012; venue TBD) \$7,740.00 | 501(c)(3)-509(a)(3)-Type I | 80.00 | 57,740.00 | 80.00 | \$7,740.00 | 80.00 |
| Construction Junction, Inc. 214 North Lexington Avenue Pittsburgh, PA 15208 to support the Pillow Project's 2011 4th Season of Second Saturdays \$15,000.00 | 501(c)(3)-509(a)(3)-Type I | \$15,000.00 | \$0.00 | 80.00 | \$15,000.00 | 80.00 |
| Corning Dances and Company 314 South Evaline Street Pittsburgh, PA 15224 to support the Glue Factory Project's current production of "The Life and Death of Little Finn" (September 12-16, 2012 at the Children's Museum of Pittsburgh) \$20,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$20,000.00 | \$0.00 | \$20,000.00 | \$0.00 |
| Creative Nonfiction Foundation 5501 Walnut Street Suite 202 Pittsburgh, PA 15232-2329 to commission full-color illustrations from Pittsburgh-based artists for three issues of Creative Nonfiction to be published between summer 2011 and spring 2012 \$5,000.00 | 501(c)(3)-509(a)(1) | \$5,000.00 | 80.00 | \$0.00 | \$5,000.00 | 80.00 |
| Daisy Wilson Artist Community, Inc 1621 Bedford Avenue Pittsburgh, PA 15219-3603 for emergency stabilization of the August Wilson home \$40,000.00 | 501(c)(3)-509(a)(1) | \$40,000.00 | \$0.00 | \$0.00 | \$40,000.00 | 00 00\$ |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Dreams of Hope P.O. Box 4912 Pitsburgh, PA 15206 to support both capacity-building goals and Performance and Camp Programs \$40,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$40,000.00 | \$0.00 | \$20,000.00 | \$20,000.00 |
| Duquesne University 510 Administration Building 600 Forbes Avenue Pittsburgh, PA 15282 to support the Pittsburgh Song Collaborative's concert on May 12, 2011 at Carnegie Music Hall \$4,000.00 | 501(c)(3)-509(a)(1) | \$4,000.00 | \$0.00 | \$0.00 | \$4,000.00 | 90.00 \$ |
| East Liberty Presbyterian Church 116 South Highland Avenue Pittsburgh, PA 15206-3911 to support the expansion of the Hope Academy Theater Company allowing it to increase the number of youth it serves from 13 to 30 \$75,000.00 | Church | \$56,250.00 | \$0.00 | \$0.00 | \$56,250.00 | 80.00 |
| Education Policy and Leadership Center 800 North Third Street Suite 408 Harrisburg, PA 17102 for Pennsylvania's arts and education sectors to create and promote a shared policy agenda \$100,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$100,000.00 | \$0.00 | \$100,000.00 | 80.00 |

| Family Resources | l ax status | 2011 | 2011 | 2011 | 2011 | Ending Balance 2011 |
|---|---------------------|--------------|--------------|--------|--------------|------------------------|
| 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 | 501(c)(3)-509(a)(1) | \$56,175.00 | 80.00 | 00'08 | \$18,725.00 | \$37,450.00 |
| Fe Gallery 4102 Butler Street Pittsburgh, PA 15201 for support of "Unlimited Scope" \$10,000.00 | 501(c)(3)-509(a)(1) | \$10,000.00 | \$0.00 | \$0.00 | \$10,000.00 | \$0.00 |
| Frick Art & Historical Center 7227 Reynolds Street Pittsburgh, PA 15208 to implement components of the master plan for the Frick Campus \$100,000.00 | 501(c)(3)-509(a)(1) | \$100,000.00 | \$0.00 | 80.00 | \$100,000.00 | \$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 | 501(c)(3)-509(a)(1) | \$0.00 | \$225,000.00 | 80.00 | \$75,000.00 | \$150,000.00 |
| Gateway to the Arts, Inc. 6101 Penn Avenue Suite 301 Pritsburgh, PA 15206 for operating support for 2011-13 \$210,000.00 | 501(c)(3)-509(a)(2) | 80.00 | \$210,000.00 | \$0.00 | \$68,000.00 | \$142,000.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Grantmakers in the Arts 4055 21st Avenue West Suite 100 Seattle, WA 98199-1247 for two year operating support \$50,000.00 | 501(c)(3)-509(a)(1) | \$25,000.00 | \$0.00 | 80.00 | \$25,000.00 | \$0.00 |
| Greater Pittsburgh Arts Council 810 Penn Avenue Suite 200 Pittsburgh, PA 15222-3401 to support the Office of Public Art's technical assistance services and educational programs \$245,000.00 | 501(c)(3)-509(a)(1) | \$122,500.00 | \$0.00 | \$0.00 | \$122,500.00 | \$0.00 |
| Greater Pittsburgh Arts Council 810 Penn Avenue Suite 200 Pittsburgh, PA 15222-3401 for operating support for 2010/11 and 2011/12 and two year support of the Artists Opportunity grants program \$720,000.00 | 501(c)(3)-509(a)(1) | \$360,000.00 | \$0.00 | 80.00 | \$360,000.00 | \$0.00 |
| Greater Pittsburgh Arts Council 810 Penn Avenue 82uite 200 Pittsburgh, PA 15222-3401 to support consulting fees for review of ProArts Ticket Service and speaker fees for GPAC's annual meeting \$7,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$7,000.00 | 00.00 | \$7,000.00 | \$0.00 |
| Guitar Society of Fine Art 600 Forbes Avenue Pittsburgh, PA 15282 for support of ALIA MUSICA's Spring 2011 Concert Series 88,520.00 | 501(c)(3)-509(a)(2) | \$8,520.00 | \$0.00 | \$0.00 | \$8,520.00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Guitar Society of Fine Art 600 Forbes Avenue Pittsburgh, PA 15282 for support of 2010-2011 concert season \$9,000.00 | 501(c)(3)-509(a)(2) | 89,000.00 | 80.00 | \$0.00 | 89,000.00 | 80.00 |
| Hill Community Development Corporation 2015 Centre Avenue 2nd Floor Pittsburgh, PA 15219 for support for financial audit \$12,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$12,000.00 | \$0.00 | 80.00 | \$12,000.00 |
| Hill Dance Academy Theatre 912 Finland Street Pittsburgh, PA 15219 to provide contemporary African American dance instruction to a primarily African American youth audience \$36,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$36,000.00 | \$0.00 | \$36,000.00 | 80.00 |
| Hill House Association 1835 Centre Avenue Pittsburgh, PA 15219-4305 for History's Flipside's production of "Marrin R. Delany 1812-2012 (May 1-6, 2012 at the Hill House Association) \$19,500.00 | 501(c)(3)-509(a)(1) | 00.08 | \$19,500.00 | \$0.00 | \$19,500.00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Historical Society of Western Pennsylvania 1212 Smallman Street Pittsburgh, PA 15222 for three year operating support (2011-2013) \$270,000.00 | 501(c)(3)-509(a)(1) | \$180,000.00 | \$0.00 | \$0.00 | 80.00 | \$180,000.00 |
| Historical Society of Western Pennsylvania 1212 Smallman Street Pittsburgh, PA 15222 for additional two year operating support (2012-2013) \$420,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$420,000.00 | \$0.00 | 80.00 | \$420,000.00 |
| Jazz Workshop, Inc. c/o The Carnegie Library - Homewood 7101 Hamilton Avenue Pittsburgh, PA 15208 for educational ourreach programs \$17,500.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$17,500.00 | \$0.00 | \$17,500.00 | \$0.00 |
| Kente Arts Alliance 1212 Manhattan Street Pittsburgh, PA 15233 for support of "The Two Roys" performances at the New Hazlett Theater (November 2011 and April 2012) \$12,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$12,000.00 | \$0.00 | \$12,000.00 | \$0.00 |
| MacDowell Colony Inc 100 High Street Peterborough, NH 03458 for two Heinz Fellowships at the MacDowell Colony for 2011-12 \$20,000.00 | 501(c)(3)-509(a)(2) | 00.0\$ | \$20,000.00 | \$0.00 | \$20,000.00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Manchester Craftsmen's Guild 1815 Metropolitan Street Pittsburgh, PA 15233 CANCELED \$15,000.00 on 4/11/11 - to support a partnership between Manchester Craftsmen's Guild and North Side Urban Pathways Charter School in the development of an afterschool arts program \$560,000.00 2010 | 501(c)(3)-509(a)(1) | \$56,250.00 | \$0.00 \$ | -\$15,000.00 | \$41,250.00 | \$0.00 |
| Mattress Factory 500 Sampsonia Way Pittsburgh, PA 15212-4444 for three year operating support \$222,000.00 | 501(c)(3)-509(a)(1) | \$148,000.00 | \$0.00 | \$0.00 | 80.00 | \$148,000.00 |
| Mattress Factory 500 Sampsonia Way Pittsburgh, PA 15212-4444 to support "Your Place at the Banquet" at Future Tenant Gallery (September 15-October 15, 2011) \$7,500.00 | 501(c)(3)-509(a)(1) | 80.00 | \$7,500.00 | \$0.00 | \$7,500.00 | \$0.00 |
| Mendelssohn Choir of Pittsburgh Heinz Hall 600 Penn Avenue Pittsburgh, PA 15222 for support of the executive director position for two years \$50,000.00 | 501(c)(3)-509(a)(2) | \$25,000.00 | \$0.00 | \$0.00 | \$25,000.00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Mid Atlantic Arts Foundation 201 North Charles Street Suite 401 Baltimore, MD 21201 to support the grantmaking, professional development for artists, and general operations of PennPAT \$\$525,000.00 | 501(c)(3)-509(a)(1) | \$262,500.00 | 80.00 | \$0.00 | \$262,500.00 | \$0.00 |
| Mid Atlantic Arts Foundation 201 North Charles Street Suite 401 Baltimore, MD 21201 to support Pennsylvania Performing Arts on Tour (2011/12 through 2012/13) \$500,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$500,000.00 | \$0.00 | \$250,000.00 | \$250,000.00 |
| Mon Valley Media 604 Greer Street Pittsburgh, PA 15217 for post production costs for the film "Lost in the Hype: African Americans in a Super Sports Town" \$4,650.00 2010 | 501(c)(3)-509(a)(1) | \$4,650.00 | \$0.00 | \$0.00 | \$4,650.00 | \$0.00 |
| Nego Gato Inc. 805 Chislett Street Pittsburgh, PA 15206 to support "From Kongo to Brazil" at the Kelly Strayhorn Theater on October 22, 2011 \$13,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$13,000.00 | \$0.00 | \$13,000.00 | \$0.00 |
| New Hazlett Center for the Performing Arts 6 Allegheny Square Pittsburgh, PA 15212-5350 for three-year operating support \$164,725.00 | 501(c)(3)-509(a)(1) | \$112,225.00 | 80.00 | \$0.00 | \$55,125.00 | \$57,100.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| New Hazlett Center for the Performing Arts 6 Allegheny Square 6 Pittsburgh, PA 15212-5350 for support of the Glue Factory Project 2011 entitled "Are We There Yet?" to be premiered at the New Hazlett Theater (May 8-11, 2011) \$9,000.00 | 501(c)(3)-509(a)(1) | \$9,000.00 | \$0.00 | \$0.00 | 89,000.00 | \$0.00 |
| New Hazlett Center for the Performing Arts 6 Allegheny Square 6 Allegheny Square Pittsburgh, PA 15212-5350 10 support artist and production fees for Barebones Productions, "Jesus Hopped the A Train" at the New Hazlett Theater (September 22-October 2, 2011) \$20,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$20,000.00 | \$0.00 | \$20,000.00 | \$0.00 |
| New Hazlett Center for the Performing Arts 6 Allegheny Square 6 Pittsburgh, PA 15212-5350 10 support Texture Contemporary Baller's performances (July 19-22, 2012 at the New Hazlett Theater) \$12,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$12,000.00 | \$0.00 | \$12,000.00 | 80.00 |
| New Hazlett Center for the Performing Arts 6 Allegheny Square Pittsburgh, PA 15212-5350 to support the 2012 season of "Speaking Of" \$9,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | 89,000.00 | \$0.00 | \$9,000.00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| New Horizon Theater, Inc. P. O. Box 40102 Pittsburgh, PA 15201 to support of "Hi Hat Hattie" (February 9-19, 2012 at the Grey Box Theatre) \$14,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$14,000.00 | \$0.00 | \$14,000.00 | \$0.00 |
| North Pittsburgh Civic Symphony 7501 Church Street Pittsburgh, PA 15202 for support of the 2011-12 season with a particular focus on the attraction of audiences to the performances in Butler, PA. \$8,000.00 | 501(c)(3)-509(a)(2) | 80.00 | \$8,000.00 | \$0.00 | \$8,000.00 | \$0.00 |
| Oakland Service Ministries 1319 Murdoch Street Pittsburgh, PA 15217 to continue and expand services to distressed neighborhoods in Allegheny County \$15,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$15,000.00 | 80.00 | \$15,000.00 | \$0.00 |
| Off the Wall Productions 147 North Main Street Washington, PA 15301 for support of "The House of Yes" (December 2011) \$15,000.00 | 501(c)(3)-509(a)(2) | 80.00 | \$15,000.00 | 80.00 | \$15,000.00 | \$0.00 |
| Opera American, Inc. 330 Seventh Avenue 16th Floor New York City, NY 10001 for a workshop for aspiring and mid-career singers based in Pittsburgh \$7,500.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$7,500.00 | 80.00 | \$7,500.00 | 80.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Partnership for Minority HIV-AIDS Prevention 6545 Hamilton Avenue Studio #2 Pittsburgh, PA 15206 to support the 2011 Sembene Film and Art Festival (November 11-13) \$7,000.00 | 501(c)(3)-509(a)(1) | 80.00 | 87,000.00 | \$0.00 | \$7,000.00 | 80.00 |
| Pittsburgh Ballet Theatre, Inc. 2900 Liberty Avenue Pittsburgh, PA 15201 for operating support (2011-2012) \$420,000.00 | 501(c)(3)-509(a)(1) | \$210,000.00 | \$0.00 | \$0.00 | 80.00 | \$210,000.00 |
| Pittsburgh Ballet Theatre, Inc. 2900 Liberty Avenue Pittsburgh, PA 15201 for capital improvements to the PBT building \$200,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$200,000.00 | \$0.00 | \$200,000.00 | 80.00 |
| Pittsburgh Board of Public Education 341 South Bellefield Avenue Pittsburgh, PA 15213 for support of the Culturally Responsive Arts and Education (CRAE) Program \$500,000.00 | Government Entity | \$375,000.00 | \$0.00 | \$0.00 | \$200,000.00 | \$175,000.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Pittsburgh Board of Public Education 341 South Bellefield Avenue Pittsburgh, PA 15213 to support teacher/coach positions in arts education for 2010/11 through 2012/13 \$345,000.00 | Government Entity | \$230,000.00 | \$0.00 | \$0.00 | \$115,000.00 | \$115,000.00 |
| The Pittsburgh Camerata P.O. Box 81546 Pittsburgh, PA 15217 for support of "Out of Africa" (fall 2011) \$7,564.00 | 501(c)(3)-509(a)(1) | 80.00 | \$7,564.00 | 80.00 | \$7,564.00 | \$0.00 |
| Pittsburgh Chamber Music Society 315 South Bellefield Room 305 Pittsburgh, PA 15213 for musicians' fees for the 2011-2012 season \$10,000.00 | 501(c)(3)-509(a)(2) | 80.00 | \$10,000.00 | 80.00 | \$10,000.00 | 80.00 |
| Pittsburgh Concert Chorale 9800 McKnight Road Suite 210B Pittsburgh, PA 15237-6005 for the classical concerts of 2010-2011 performance season (March 5-6, 2011) \$4,332.00 | 501(c)(3)-509(a)(2) | \$4,332.00 | 80.00 | 80.00 | \$4,332.00 | \$0.00 |
| Pittsburgh Concert Chorale 9800 McKnight Road Suite 210B Pittsburgh, PA 15237-6005 for support of the 2011-2012 performance season \$4,320.00 | 501(c)(3)-509(a)(2) | 80.00 | \$4,320.00 | 80.00 | \$4,320.00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Pittsburgh Cultural Trust 803 Liberty Avenue Pittsburgh, PA 15222-3703 for three-year general operating support for the Pittsburgh International Children's Festival as it merges with the Trust \$75,000.00 | 501(c)(3)-509(a)(1) | \$25,000.00 | \$0.00 | 90.00 | \$25,000.00 | \$0.00 |
| Pittsburgh Cultural Trust 803 Liberty Avenue Pittsburgh, PA 15222-3703 for operating support for 2011 and 2012 \$1,700,000.00 | 501(c)(3)-509(a)(1) | \$850,000.00 | \$0.00 | 80.00 | \$850,000.00 | 80.00 |
| Pittsburgh Cultural Trust 803 Liberty Avenue Pittsburgh, PA 15222-3703 for the legal effort to oppose the expansion of adult entertainment activity in downtown Pittsburgh \$50,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$50,000.00 | \$0.00 | \$50,000.00 | 80.00 |
| Pittsburgh Cultural Trust 803 Liberty Avenue Pittsburgh, PA 15222-3703 for sponsorship of the 2011 Pittsburgh Cultural Trust Gala "Not So Plain Jane" \$7,500.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$7,500.00 | 80.00 | \$7,500.00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Pittsburgh Cultural Trust 803 Liberty Avenue Pittsburgh, PA 15222-3703 10 support Blink (March 30-31, 2012 at the Wood Street Gallery) \$6,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$6,000.00 | 80.00 | \$6,000.00 | \$0.00 |
| Pittsburgh Dance Alloy 5530 Penn Avenue Fittsburgh, PA 15206 for three-year operating support (2009-2011) \$177,256.00 | 501(c)(3)-509(a)(1) | \$61,417.00 | \$0.00 | \$0.00 | \$61,417.00 | \$0.00 |
| Pittsburgh Film-Makers, Inc. 477 Melwood Avenue Pittsburgh, PA 15213-1135 for three year operating support (2009-2011) \$459,000.00 | 501(c)(3)-509(a)(1) | \$156,000.00 | \$0.00 | \$0.00 | \$156,000.00 | 80.00 |
| Pittsburgh Film-Makers, Inc. 477 Melwood Avenue Pittsburgh, PA 15213-1135 to launch a professional development program for local artists \$40,000.00 | 501(c)(3)-509(a)(1) | \$20,000.00 | \$0.00 | 80.00 | \$20,000.00 | 80.00 |
| Pittsburgh Film-Makers, Inc. 477 Melwood Avenue Pittsburgh, PA 15213-1135 to support an artist edition book entitled "The Braddock Cross-Pollination Project" \$4,000.00 | 501(c)(3)-509(a)(1) | \$4,000.00 | 80.00 | \$0.00 | \$4,000.00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Pittsburgh Film-Makers, Inc. 477 Melwood Avenue Pittsburgh, PA 15213-1135 for support of a new oral history and multimedia project entitled "Building Sisterhood to Transcend Racism" \$5,000.00 | 501(c)(3)-509(a)(1) | \$5,000.00 | \$0.00 | 80.00 | \$5,000.00 | \$0.00 |
| Pittsburgh Film-Makers, Inc. 477 Melwood Avenue Pittsburgh, PA 15213-1135 for support of a book/DVD project entitled "Strange Attractors: Investigations in Non-Humanoid Sexualities" \$5,000.00 | 501(c)(3)-509(a)(1) | \$5,000.00 | \$0.00 | 80.00 | \$5,000.00 | \$0°0\$ |
| Pittsburgh Film-Makers, Inc. 477 Melwood Avenue Pittsburgh, PA 15213-1135 for support of the film "Come For Me" \$5,000.00 | 501(c)(3)-509(a)(1) | \$5,000.00 | \$0.00 | 80.00 | \$5,000.00 | \$0.00 |
| Pittsburgh Film-Makers, Inc. 477 Melwood Avenue Pittsburgh, PA 15213-1135 CANCELLED \$3,000 on 1/11/12 - to support Zany Umbrella Circus and the Oko Sokolo Company's collaboration to produce new work in summer 2011 \$0.00 | 501(c)(3)-509(a)(1) | \$3,000.00 | \$0.00 | 80.00 | \$0.00 | \$3,000.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Pittsburgh Film-Makers, Inc. 477 Melwood Avenue Pittsburgh, PA 15213-1135 to support the Pittsburgh 2011 Biennial \$25,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$25,000.00 | \$0.00 | \$25,000.00 | \$0.00 |
| Pittsburgh Film-Makers, Inc. 477 Melwood Avenue Pittsburgh, PA 15213-1135 for support of Kenneth Love's film "Thaddeus Moxley: Sculptor" \$13,727.00 | 501(c)(3)-509(a)(1) | 80.00 | \$13,727.00 | \$0.00 | \$13,727.00 | \$0.00 |
| Pittsburgh Film-Makers, Inc. 477 Melwood Avenue Pittsburgh, PA 15213-1135 for production of the short film "Hill Dancers" \$10,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$10,000.00 | \$0.00 | \$10,000.00 | \$0.00 |
| Pittsburgh Film-Makers, Inc. 477 Melwood Avenue Pittsburgh, PA 15213-1135 to support the Leslie Park Consortium's "al Fresco" festival in September 2011 \$8,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$8,000.00 | \$0.00 | \$8,000.00 | \$0.00 |
| Pittsburgh Film-Makers, Inc. 477 Melwood Avenue Pittsburgh, PA 15213-1135 for support of the Hiawatha Project's new play, "Camino" (September 2011) \$5,600.00 | 501(c)(3)-509(a)(1) | 80.00 | \$5,600.00 | 80.00 | \$5,600.00 | 80.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Pittsburgh Film-Makers, Inc. 477 Melwood Avenue Pittsburgh, PA 15213-1135 for three year operating support (2012-2014) \$516,400.00 | 501(c)(3)-509(a)(1) | 80.00 | \$516,400.00 | \$0.00 | 80.00 | \$516,400.00 |
| Pittsburgh Film-Makers, Inc. 477 Melwood Avenue Pittsburgh, PA 15213-1135 to support PublicSource \$240,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$240,000.00 | \$0.00 | \$120,000.00 | \$120,000.00 |
| Pittsburgh Film-Makers, Inc. 477 Melwood Avenue Pittsburgh, PA 15213-1135 to support the feature length documentary, Journey to Normal: Women of War Come Home \$20,000.00 | 501(c)(3)-509(a)(1) | 80:00 | \$20,000.00 | \$0.00 | \$20,000.00 | 80.00 |
| The Pittsburgh Foundation Five PPG Place Suite 250 Pittsburgh, PA 15222 to support research aimed at providing a picture of the state of the local small arts sector \$50,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$50,000.00 | \$0.00 | \$50,000.00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| The Pittsburgh Foundation Five PPG Place Suite 250 Pittsburgh, PA 15222 for the Pittsburgh is Art Day of Giving, a campaign to increase individual giving to the arts sector \$250,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$250,000.00 | \$0.00 | \$250,000.00 | \$0.00 |
| The Pittsburgh Foundation Five PPG Place Suite 250 Pittsburgh, PA 15222 for support of a collaborative funding initiative to provide direct support to individual artists \$750,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$750,000.00 | \$0.00 | \$250,000.00 | \$500,000.00 |
| The Pittsburgh Foundation Five PPG Place Suite 250 Pittsburgh, PA 15222 to support the Advancing Black Arts in Pittsburgh program for 2012 \$325,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$325,000.00 | \$0.00 | 80.00 | \$325,000.00 |
| The Pittsburgh Foundation Five PPG Place Suite 250 Pittsburgh, PA 15222 to fund part of the match pool for the 2011 Day of Giving \$25,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$25,000.00 | \$0.00 | \$25,000.00 | \$0.00 * |
| Pittsburgh Glass Center, Inc. 5472 Penn Avenue Pittsburgh, PA 15206 for operating support for 2010/11 and 2011/12 \$124,650.00 | 501(c)(3)-509(a)(1) | \$63,650.00 | 00 00\$ | \$0.00 | \$63,650.00 | 80.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Pittsburgh Irish and Classical Theatre Inc. P.O. Box 23607 Pittsburgh, PA 15222-6607 for two-year operating support \$100,000.00 | 501(c)(3)-509(a)(1) | 00'000'05'8 | 80.00 | \$0.00 | \$50,000.00 | \$0.00 |
| Pittsburgh Jazz Society P.O. Box 1333 Pittsburgh, PA 15230 to support artist fees and Masters of Ceremonies expenses for the "Jazz Day in the Park at Schenley Plaza" \$9,400.00 | 501(c)(3)-509(a)(2) | \$0.00 | \$9,400.00 | \$0.00 | \$9,400.00 | \$0.00 |
| Pittsburgh Lesbian and Gay Film Society, Inc. P.O. Box 81237 Pittsburgh, PA 15217-4237 to support the 2011-2012 PLGFS International Film Festival \$12,000.00 | 501(c)(3)-509(a)(2) | 90.00 | \$12,000.00 | \$0.00 | \$12,000.00 | \$0.00 |
| Pittsburgh Mandolin Society P.O. Box 593 Bridgeville, PA 15017 for support of a public performance in March 2011 \$4,000.00 | 501(c)(3)-509(a)(2) | \$4,000.00 | 80.00 | \$0.00 | \$4,000.00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Pittsburgh Musical Theater 327 South Main Street Pittsburgh, PA 15220 for two-year operating support \$104,550.00 | 501(c)(3)-509(a)(2) | \$53,050,00 | 80.00 | \$0.00 | \$53,050.00 | 80.00 |
| Pittsburgh Musical Theater 327 South Main Street Pittsburgh, PA 15220 for Pittsburgh Musical Theater 20th Anniversary Gala \$5,000.00 | 501(c)(3)-509(a)(2) | \$0.00 | \$5,000.00 | 80.00 | 85,000.00 | 80.00 |
| Pittsburgh New Music Ensemble 527 Coyne Terrace Pittsburgh, PA 15207 to support the 2011 season \$25,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$25,000.00 | 80.00 | \$25,000.00 | \$0.00 |
| Pittsburgh Opera Inc. 2425 Liberty Avenue Pittsburgh, PA 15222 for three year operating support (2011-2013) \$621,000.00 | 501(c)(3)-509(a)(1) | \$621,000.00 | \$0.00 \$ | 80.00 | \$207,000.00 | \$414,000.00 |
| Pittsburgh Opera Theater, Inc. Stephen Foster Center 286 Main Street, 3rd Floor Pittsburgh, PA 15201 for two year operating support (2010/11-2011/12) \$80,000.00 | 501(c)(3)-509(a)(1) | 880,000.00 | 00°0 \$ | 80.00 | \$80,000.00 | 80.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Pittsburgh Playwrights Theatre Company 937 Liberty Avenue 3rd Floor Pittsburgh, PA 15222 for the production of "King Hedley II" (April 2011) \$20,000.00 | 501(c)(3)-509(a)(1) | \$20,000.00 | \$0.00 | \$0.00 | \$20,000.00 | 80.00 |
| 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 | 501(c)(3)-509(a)(1) | \$56,250.00 | \$0.00 | \$0.00 | \$18,750.00 | \$37,500.00 |
| Pittsburgh Public Theater Corporation 621 Penn Avenue Pittsburgh, PA 15222-3204 for three year operating support (2009-2011) \$516,329.00 | 501(c)(3)-509(a)(1) | \$182,232.00 | \$0.00 | 80.00 | \$182,232.00 | 80.00 |
| Pittsburgh Public Theater Corporation 621 Penn Avenue Pittsburgh, PA 15222-3204 for three year operating support (2012-2014) \$620,800.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$620,800.00 | \$0.00 | \$0.00 | \$620,800.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Pittsburgh Symphony Society 600 Penn Avenue Pittsburgh, PA 15222-3259 for two year operating support (2011-2012) \$428,000.00 | 501(c)(3)-509(a)(2) | \$428,000.00 | \$0.00 | \$0.00 | \$214,000.00 | \$214,000.00 |
| Pittsburgh Symphony Society 600 Penn Avenue Pittsburgh, PA 15222-3259 for maintenance of the Heinz Hall Garden Plaza for three years \$75,000.00 | 501(c)(3)-509(a)(2) | \$75,000.00 | \$0.00 | \$0.00 | \$25,000.00 | \$50,000.00 |
| Pittsburgh Symphony Society 600 Penn Avenue Pittsburgh, PA 15222-3259 for additional repairs to Heinz Hall Plaza \$175,000.00 | 501(c)(3)-509(a)(2) | \$175,000.00 | 80.00 | \$0.00 | \$175,000.00 | \$0.00 |
| Pittsburgh Symphony Society 600 Penn Avenue Pittsburgh, PA 15222-3259 for sponsorship of the Musique Du Monde Soiree to be held September 17, 2011 \$5,000.00 | 501(c)(3)-509(a)(2) | \$0.00 | \$5,000.00 | \$0.00 | \$5,000.00 | \$0.00 |
| Pittsburgh Symphony Society 600 Penn Avenue Pittsburgh, PA 15222-3259 to support Commitment to Excellence, the Campaign for the Pittsburgh Symphony Orchestra (Phase 1) \$5,000,000.00 | 501(c)(3)-509(a)(2) | \$0.00 | \$5,000,000.00 | \$0.00 | \$5,000,000.00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Pittsburgh Symphony Society 600 Penn Avenue Pittsburgh, PA 15222-3259 to support Commitment to Excellence, the Campaign for the Pittsburgh Symphony Orchestra (Phase II) \$5,000,000.00 | 501(c)(3)-509(a)(2) | 00'08 | \$5,000,000.00 | \$0.00 | \$0.00 | \$5,000,000.00 |
| Pittsburgh Youth Symphony Orchestra Association Inc. 600 Penn Avenue Pittsburgh, PA 15222 for three-year operating support (2009/10 to 2011/12) \$60,000.00 | 501(c)(3)-509(a)(1) | \$40,000.00 | \$0.00 | \$0.00 | \$20,000.00 | \$20,000.00 |
| Pittsburgh Youth Symphony Orchestra Association Inc. 600 Penn Avenue Pittsburgh, PA 15222 for the support of PYSO's participation in the 2011 Florence (Italy) Youth Festival (June 28-July 10) \$50,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$50,000.00 | \$0.00 | \$50,000.00 | \$0.00 |
| Point Park University 201 Wood Street Pittsburgh, PA 15222 to support Phase I of the Academic Village Project \$2,000,000.00 | 501(c)(3)-509(a)(1) | \$1,000,000.00 | \$0.00 | \$0.00 | \$500,000.00 | \$500,000.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Point Park University 201 Wood Street Pittsburgh, PA 15222 for a design competition connecting Wood Street to the Mon River \$65,650.00 | 501(c)(3)-509(a)(1) | \$65,650.00 | \$0.00 | \$0.00 | \$65,650.00 | \$0.00 |
| Prime Stage P.O. Box 99446 P.O. Box 99446 Pittsburgh, PA 15233 to support the 2011-2012 season \$15,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$15,000.00 | \$0.00 | \$15,000.00 | \$0.00 |
| Quantum Theatre 216 North Highland Avenue Pittsburgh, PA 15206 for three-year operating support \$139,000.00 | 501(c)(3)-509(a)(1) | \$94,900.00 | \$0.00 | \$0.00 | \$46,300.00 | \$48,600.00 |
| Renaissance and Baroque Society 5530 Penn Avenue Pittsburgh, PA 15206 for support of the first two concerts of the 2011-2012 season \$12,000.00 | 501(c)(3)-509(a)(2) | 80.00 | \$12,000.00 | \$0.00 | \$12,000.00 | \$0.00 |
| Renaissance City Choir 116 South Highland Avenue Pittsburgh, PA 15206-3911 to support the commissioning of a new choral piece by Lee Hoiby \$12,000.00 | 501(c)(3)-509(a)(2) | 80.00 | \$12,000.00 | 80.00 | \$12,000.00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Renaissance City Choir 116 South Highland Avenue Pittsburgh, PA 15206-3911 for the Pittsburgh premiere of "Three Decembers" by the Microscopic Opera Company at the Kelly Strayhorn Theater (November 17-19, 2011) \$12,000.00 | 501(c)(3)-509(a)(2) | \$0.00 | \$12,000.00 | \$0.00 | \$12,000.00 | 80.00 |
| River City Brass Band, Inc. BNY Mellon Center 500 Grant Street, Suite 2720 Pittsburgh, PA 15219-2502 for operating support for two years \$90,000.00 | 501(c)(3)-509(a)(1) | \$45,000.00 | 80.00 | \$0.00 | 80.00 | \$45,000.00 |
| Schenley Heights Community Development Program 3171 Ewart Drive Pittsburgh, PA 15219 to provide high-quality teaching artists for both the A-STEP and Weil after school programs \$64,000.00 | 501(c)(3)-509(a)(1) | \$48,000.00 | \$0.00 * | \$0.00 | \$39,000.00 | 89,000.00 |
| Silk Screen 424 South 27th Street Suite 203 Pittsburgh, PA 15203 for operating support for one year \$20,000.00 | 501(c)(3)-509(a)(1) | \$20,000.00 | \$0.00 | 80.00 | \$20,000.00 | 80.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Silver Eye Center for Photography 1015 East Carson Street Pittsburgh, PA 15203 for three year operating support \$95,000.00 | 501(c)(3)-509(a)(1) | \$95,000.00 | \$0.00 | \$0.00 | \$40,000.00 | \$55,000.00 |
| Society for Contemporary Craft 2100 Smallman Street Pittsburgh, PA 15222 for 2011/12-2012/13 operating support \$90,000.00 | 501(c)(3)-509(a)(2) | 80.00 | \$90,000.00 | \$0.00 | \$45,000.00 | \$45,000.00 |
| Society to Preserve the Millvale Murals of Maxo Vanks 151 Stone Gate Drive Leechburg, PA 15656 10 restore and light the Vanka murals at St Nicholas Church \$25,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$25,000.00 | \$0.00 | \$25,000,00 | \$0.00 |
| Sprout Fund 5423 Penn Avenue Pittsburgh, PA 15206 to create a prominent work of wall-based public art in Downtown Pittsburgh \$100,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$100,000.00 | \$0.00 | \$100,000.00 | \$0.00 |
| Squonk Opera 315 Castlegate Road Pittsburgh, PA 15221 for two-year operating support \$52,275.00 2010 | 501(c)(3)-509(a)(1) | \$26,525.00 | 80.00 | \$0.00 | \$26,525.00 | \$0.00 |
| Steel Industry Heritage Corporation The Bost Building 623 East 8th Avenue Homestead, PA 15120 to support a program evaluation and new strategic plan \$50,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$50,000.00 | \$0.00 | \$50,000.00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Three Rivers Young Peoples Orchestras 212 Ninth Street Suite 401 Pittsburgh, PA 15222 to support a fundraising consulting and to purchase equipment \$29,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$29,000.00 | 80.00 | \$29,000.00 | \$0.00 |
| Touchstone Center for Crafts 1049 Wharton Furnace Road Farmington, PA 15437 for operating support for two years \$150,000.00 | 501(c)(3)-509(a)(1) | \$75,000.00 | \$0.00 | 80.00 | \$75,000.00 | \$0.00 |
| UMOJA African Arts Company 601 Wood Street Suite 9 Pittsburgh, PA 15222 for support of African Arts in the Park 2011 at Point State Park (August 13, 2011) \$10,400.00 | 501(c)(3)-509(a)(1) | 80.00 | \$10,400.00 | 80.00 | \$10,400.00 | 80.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| 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 | 501(c)(3)-509(a)(1) | 80.00 | \$35,000.00 | 80.00 | \$15,000.00 | \$20,000.00 |
| United Jewish Federation 234 McKee Place 234 McKee Place Pittsburgh, PA 15213-3999 for two year operating support for the Pittsburgh Jewish Film Forum \$40,000.00 | 501(c)(3)-509(a)(1) | \$20,000.00 | \$0.00 | \$0.00 | 80.00 | \$20,000.00 |
| United Jewish Federation 234 McKee Place Pittsburgh, PA 15213-3999 to support a cd recording by the Pittsburgh Jewish Music Festival for commercial release \$12,000.00 | 501(c)(3)-509(a)(1) | \$12,000.00 | \$0.00 | \$0.00 | \$12,000.00 | 80.00 |
| United Jewish Federation 234 McKee Place Pittsburgh, PA 15213-3999 to support the Pittsburgh Jewish Music Festival's production of "Ayre" in May 2012 \$12,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$12,000.00 | \$0.00 | \$12,000.00 | \$0.00 |
| University of Pittsburgh Heinz Chapel Choir Department of Music 110 Music Building Pittsburgh, PA 15260 to underwrite the Heinz Chapel Choir's 2012 tour to Peru & Bolivia \$30,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$30,000.00 | \$0.00 | \$30,000.00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| University of Pittsburgh Music on the Edge Department of Music 110 Music Building Pittsburgh, PA 15260 for support of three concerts during the 2011-12 season at the Andy Warhol Museum \$8,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | 88,000,00 | 00.08 | \$8,000.00 | 80.00 |
| Unseam'd Shakespeare Company P.O. Box 7292 Pittsburgh, PA 15213-0292 for pre-production costs and artistic fees for the revival of 'Out of This Furnace' (June 8-July 2, 2011) \$10,000.00 | 501(c)(3)-509(a)(1) | \$10,000.00 | \$0.00 | \$0.00 | \$10,000.00 | \$0.00 \$0.00 |
| Urban Institute 2100 M Street, NW Washington, DC 20037 to conduct a visioning process for the Arts & Culture Program \$50,000.00 | 501(c)(3)-509(a)(2) | \$0.00 | \$50,000.00 | \$0.00 | \$50,000.00 | \$0.00 \$ |
| Washington Symphony Orchestra P.O. Box 178 Washington, PA 15301 to support the "Heroes" concert (February 11, 2012 at Trinity High School Auditorium) \$7,000.00 | 501(c)(3)-509(a)(2) | \$0.00 | \$7,000.00 | \$0.00 | \$7,000.00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Westmoreland Museum of Art 221 North Main Street Greensburg, PA 15601-1898 to support the Concept/Programming and Schematic Design Phase for the Museum's expansion \$150,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$150,000.00 | \$0.00 | \$150,000.00 | \$0.00 |
| WQED Multimedia 4802 Fifth Avenue Pittsburgh, PA 15213 for research and writing expenses related to the creation of a film on the life of August Wilson \$14,400.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$14,400.00 | \$0.00 | \$14,400.00 | \$0.00 |
| YouthPlaces 2934 Smallman Street 2nd Floor Pittsburgh, PA 15201-1523 to provide arts programs at YouthPlaces sites \$50,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$50,000.00 | \$0.00 | \$50,000.00 | 80.00 |
| Total Arts & Culture | | \$11,177,202.00 | \$18,647,791.00 | -\$48,500.00 | \$16,942,593.00 | \$12,833,900.00 |
| Children, Youth & Families 3 Rivers Connect 425 Sixth Avenue, Suite 1310 Pittsburgh, PA 15219-1819 to support the expansion of data collection efforts related to out-of-school time programs \$242,800.00 | 501(c)(3)-509(a)(1) | 00'0\$ | \$242,800.00 | \$000 \$ | \$137,400.00 | \$105,400.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Adagio Health Inc. 960 Penn Avenue Suite 660 Fittsburgh, PA 15222 to pilot an environmental health-related enterprise for Healthy Start House \$100,000.00 | 501(c)(3)-509(a)(1) | \$80,000.00 | \$0.00 | \$0.00 | \$24,981.00 | \$55,019.00 |
| Adagio Health Inc. 960 Penn Avenue Suite 600 Pittsburgh, PA 15222 to provide a second round of support to expand environmental health education to low-income women \$75,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$75,000.00 | \$0.00 | \$75,000.00 | \$0.00 |
| Adagio Health Inc. 960 Penn Avenue Suite 600 Pittsburgh, PA 15222 to support a team of Summer Youth Philanthropy Program interns \$12,523.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$12,523.00 | \$0.00 | \$12,523.00 | 00.00 |
| Allegheny County Department of Human Services One Smithfield Street Suite 400 Pittsburgh, PA 1522-2225 to launch an out-of-school time program for children who are immigrants / refugees living in Baldwin-Whitehall \$240,000.00 | Government Entity | \$240,000.00 | \$0.00 | \$0.00 | \$240,000.00 | \$0.00 \$ |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Allegheny County Department of Human Services One Smithfield Street Suite 400 Pittsburgh, PA 15222-2225 to strengthen the family support centers in Squirrel Hill and Whitehall that serve refugee and immigrant families \$200,000.00 | Government Entity | 00.08 | \$200,000.00 | 80.00 | \$100,000.00 | \$100,000.00 |
| Allegheny County Health Department 3333 Forbes Avenue Pittsburgh, PA 15213 to provide matching funds for the Nurse Family Partnership Program, a home-visiting program for first-time mothers and their infants \$200,000.00 | Government Entity | 80.00 | \$200,000.00 | \$0.00 | \$100,000.00 | \$100,000.00 |
| Allen Place Community Services 227 Bonvue Street Pittsburgh, PA 15214 to support a parent education and empowerment program for single mothers in the Mon Valley \$75,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$75,000.00 | \$0.00 | \$75,000.00 | 80.00 |
| AUBERLE 1101 Hartman Street McKeesport, PA 15132 to fund SNAP Girls Connection, a program that prevents juvenile delinquency in young females ages 6-11 \$100,000.00 | Church | 80.00 | \$100,000.00 | \$0.00 | \$100,000.00 | 80.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance | Newly Allocated | Amended 2011 | Amount Paid | Ending Balance |
|---|---------------------|-------------------|-----------------|-----------------|--------------|----------------|
| Berks County Intermediate Unit 1111 Commons Boulevard P.O. Box 16650 Reading, PA 19612-6050 to increase capacity of mental health clinicians to work with families with young children \$100,000.00 | Government Entity | \$50,000.00 | 80.00 | \$0.00 | \$50,000.00 | \$0.00 |
| Berks County Intermediate Unit 1111 Commons Boulevard P.O. Box 16050 Reading, PA 19612-6050 to launch a statewide early care and education environmental initiative \$300,000.00 | Government Entity | \$200,000.00 | \$0.00 | 80.00 | \$100,000.00 | \$100,000.00 |
| Bethany House Academy 1500 Chicago Street Pittsburgh, PA 15214 to provide an authentic African-centered Rites of Passage program for American-African males \$150,000.00 | 501(c)(3)-509(a)(1) | \$75,000.00 | \$0.00 | \$0.00 | 80.00 | \$75,000.00 |
| Bethlehem Haven of Pittsburgh Fifth Avenue Commons 905 Watson St Pittsburgh, PA 15219 to serve homeless young adults in SWPA and collaborate with community partners to assure access \$40,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$40,000.00 | \$0.00 | \$40,000.00 | 80.00 |
| Big Brothers Big Sisters of Greater Pittsburgh, Inc. 5989 Penn Circle South Pittsburgh, PA 15206-3828 to improve mentoring services provided for older youth \$100,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$100,000.00 | 80.00 | \$50,000.00 | \$50,000.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Braddock Redux 416 Liberty Avenue Braddock, PA 15104 to empower youth through education and hands on projects about sustainability, mentoring and service learning \$10,750.00 | 501(c)(3)-509(a)(2) | 80.00 | \$10,750.00 | \$0.00 | \$10,750.00 | \$0.00 |
| Carnegie Library of Pittsburgh 4400 Forbes Avenue Pittsburgh, PA 15213 to create an innovative, 21st century teen learning environment in Pittsburgh \$150,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$150,000.00 | 80.00 | \$75,000.00 | \$75,000.00 |
| Carnegie Mellon University 5000 Forbes Avenue Warner Hall, 6th Floor Pittsburgh, PA 15213-3890 to support an obesity-prevention public education campaign for Fitwits and Eat'n Park restaurants to help families learn about nutrition and portion sizes \$125,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$125,000.00 | \$0.00 | \$125,000.00 | \$0.00 |
| Central Susquehanna Intermediate Unit P.O. Box 213 Lewisburg, PA 17837-0213 CANCELLED \$75,000 on 10/26/11 - 10 support the Pennsylvania Statewide Afterschool and Youth Development Network Afterschool Quality system initiative \$75,000.00 | Government Entity | \$75,000.00 | \$0.00 | -\$75,000.00 | \$0.00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance | Newly Allocated | Amended 2011 | Amount Paid | Ending Balance |
|---|---------------------|-------------------|-----------------|--------------|--------------|----------------|
| Central Susquehanna Intermediate Unit P.O. Box 213 Lewisburg, PA 17837-0213 to support the Pennsylvania Statewide Afterschool/Youth Development Network's Afterschool Quality System Initiative \$80,000.00 | Government Entity | \$0.00 | \$80,000.00 | 80.00 | \$80,000.00 | 80.00 |
| Children's Museum of Pittsburgh 10 Children's Way 10 Children's Way Pittsburgh, PA 15212-5250 to maintain a local community garden with help from local teens on the North Side \$15,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$15,000.00 | \$0.00 | \$15,000.00 | 80.00 |
| Communities in Schools of Pittsburgh-Allegheny County, Inc. 494 Pittsburgh Street Springdale, PA 15144 to increase teen parents' school success & enhance their parenting knowledge, skills, & support \$200,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$200,000.00 | \$0.00 | \$100,000.00 | \$100,000.00 |
| Council For A Strong America 300 North Second Street Suite 1101 Harrisburg, PA 17101 to support a public education campaign and related policy work to reduce childhood obesity in Pittsburgh and statewide \$75,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$75,000.00 | \$0.00 | \$75,000.00 | \$0.00 |
| Council on Foundations 2121 Crystal Drive Suite 700 Arlington, VA 22202 for 2011 support of the Council on Foundations \$45,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$45,000.00 | \$0.00 | \$45,000.00 | 80.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Crisis Shelter of Lawrence County 1218 West State Street New Castle, PA 16101 to expand a rural in-school primary prevention education initiative, SAVE4, focused on teen violence issues \$60,000.00 2011 | 501(c)(3)-509(a)(1) | \$0.00 | \$60,000.00 | \$0.00 | \$60,000.00 | \$0.00 |
| Drexel University 3201 Arch Street Suite 100 Philadelphia, PA 19104 to expand access to the Child and Adult Care Food Program in PA \$25,000.00 | 501(c)(3)-509(a)(1) | \$0.00 \$ | \$25,000.00 | \$0.00 | \$25,000.00 | \$0.00 |
| Earthen Vessels Outreach 4740 Friendship Avenue Pittsburgh, PA 15224 to incorporate the arts into its after-school programs \$5,000.00 | 501(c)(3)-509(a)(2) | 80.00 | \$5,000.00 | \$0.00 | \$5,000.00 | \$0.00 |
| East End Cooperative Ministry 250 North Highland Avenue Pittsburgh, PA 15206 to support the construction of a new facility in Pittsburgh's East End neighborhood \$800,000.00 | 501(c)(3)-509(a)(1) | \$200,000.00 | 80.00 | \$0.00 | \$0.00 | \$200,000.00 |
| East End Cooperative Ministry 250 North Highland Avenue Pittsburgh, PA 15206 to support the second phase of the construction of a new facility in Pittsburgh's East End neighborhood \$300,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$300,000.00 | 80.00 | \$0.00 | \$300,000.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Families and Work Institute, Inc. 267 Fifth Avenue Floor 2 New York, NY 10016 REFUND of \$9,877.00 on 4/27/11 - to support the storr-up phase of a documentary series entitled "Learning Lives" \$40,123.00 | 501(c)(3)-509(a)(1) | 80.00 | \$0.00 \$ | -\$9,877.00 | -\$9,877.00 | \$0.00 |
| Family Resources 141 S. Highland Avenue Stevenson Building Pitsburgh, PA 15206 to pilot an educational opportunity program in BJWL sites for elementary school age boys \$147,500.00 | 501(c)(3)-509(a)(1) | \$74,229.00 | \$0.00 | \$0.00 | \$74,229.00 | \$0.00 |
| Family Resources 141 S. Highland Avenue Stevenson Building Pittsburgh, PA 15206 to expand parent education programming targeting adolescent fathers, in partnership with the Pittsburgh Public Schools and targeted community agencies \$150,000.00 | 501(c)(3)-509(a)(1) | \$75,000.00 | \$0.00 | 80.00 | \$0.00 | \$75,000.00 |
| Focus on Renewal Sto-Rox Neighborhood Corp 701 Chartiers Avenue McKees Rocks, PA 15136 for transitional funding (from Butterfly Garden to Brightside Academy) \$50,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$50,000.00 | \$0.00 | \$50,000.00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|----------------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Focus on Renewal Sto-Rox Neighborhood Corp 701 Chartiers Avenue McKees Rocks, PA 15136 to convert the 3rd floor of the Father Ryan Arts Center into a pre-kindergarten \$50,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$50,000.00 | \$0.00 | \$50,000.00 | \$0.00 |
| Focus on Renewal Sto-Rox Neighborhood Corp 701 Chartiers Avenue McKees Rocks, PA 15136 to implement a restructuring plan at Focus On Renewal \$300,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$300,000.00 | \$0.00 | \$150,000.00 | \$150,000.00 |
| Five PPG Place Suite 250 Pittsburgh, PA 15222-5414 to launch an Innovation Fund to assist nonprofits with strategic restructuring \$125,000.00 | 501(c)(3)-509(a)(3)-Type I | 80.00 | \$125,000.00 | \$0,00 | \$125,000.00 | \$0.00 |
| Garfield Jubilee Association, Inc. 5138 Penn Avenue Pittsburgh, PA 15224 to make five vacant loss into a small park in Garfield \$10,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$10,000.00 | \$0.00 | \$10,000.00 | \$0.00 |
| Gateway Medical Society 1835 Centre Avenue Suite 208 Pittsburgh, PA 15219 to support a health sciences mentoring initiative targeted to African American boys \$75,000.00 | 501(c)(3)-509(a)(1) | \$35,000.00 | 80.00 | \$0.00 | \$35,000.00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Gateway Medical Society 1835 Centre Avenue Suite 208 Pittsburgh, PA 15219 for mentoring African American male students in Pittsburgh schools by African American physicians \$150,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$150,000.00 | 00'0\$ | \$75,000.00 | \$75,000.00 |
| Grantmakers for Children Youth & Families Inc. 8757 Georgia Avenue Suite 340 Silver Springs, MD 20910 for 2012 annual operating support \$5,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$5,000.00 | \$0.00 | \$5,000.00 | \$0.00 |
| Greater Pittsburgh Community Food Bank 1 North Linden Street Duquesne, PA 15110 for the Southwestern PA Food Security Partnership \$50,000.00 | 501(c)(3)-509(a)(2) | 80.00 | \$50,000.00 | \$0.00 | \$50,000.00 | \$0.00 |
| Grow Pittsburgh 5429 Penn Avenue Pittsburgh, PA 15206 to support the organization's summer youth gardening programs \$50,000.00 | 501(c)(3)-509(a)(1) | \$25,000.00 | \$0.00 | 80.00 | \$25,000.00 | 80.00 |
| Growth Through Energy & Community Health Strategies 6587 Hamilton Avenue Pittsburgh, PA 15206 for a campaign to promote alternative fuel use in the Oakland area \$25,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$25,000.00 | 80.00 | \$25,000.00 | 80.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Healthy Start, Inc. 400 North Lexington Avenue Pittsburgh, PA 15208 to match the U.S. Office of Family Assistance, Administration for Children & Families grant funding for the Promoting Responsible Fatherhood project \$300,000.00 | 501(c)(3)-509(a)(1) | \$100,000.00 | 80.00 | \$0.00 | \$100,000.00 | \$0.00 |
| Higher Achievement 1701 K Street, NW Suite 1000 Washington, DC 20006 to support the launch and roll-out of Higher Achievement's program in Pittsburgh \$200,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$200,000.00 | \$0.00 \$ | \$100,000.00 | \$100,000.00 |
| Hill House Association 1835 Centre Avenue 1815 Pittsburgh, PA 15219-4305 10 support the Kassi Leadership Academy \$300,000.00 | 501(c)(3)-509(a)(1) | \$175,000.00 | \$0.00 | \$0.00 | \$175,000.00 | \$0.00 |
| Hosanna House, Inc. 807 Wallace Avenue Wilkinsburg, PA 15221 capital improvements to the Sherwood facility, a 14 acre site offering summer camp, community swim programs and other recreational programs \$500,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$500,000.00 | 80.00 | \$500,000.00 | \$0.00 |
| Human Services Center Corporation 519 Penn Avenue Turtle Creek, PA 15145 for the expansion of the after-school and summer programs in the Woodland Hills School District \$210,000.00 | 501(c)(3)-509(a)(1) | \$115,000.00 | 80.00 | 80.00 | \$65,000.00 | \$50,000.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Manchester Youth Development Center 1214 Liverpool Street Pittsburgh, PA 15233 to build the capacity to implement and evaluate out-of-school time programs for youth in Pittsburgh's northside \$100,000.00 | 501(c)(3)-509(a)(1) | \$50,000.00 | \$0.00 | \$0.00 | \$25,000.00 | \$25,000.00 |
| The Mentoring Partnership of Southwestern Pennsylvania One Hope Square 1901-15 Centre Avenue Pittsburgh, PA 15219 to build and sustain quality mentoring through new and existing programs \$95,000.00 | 501(c)(3)-509(a)(1) | 00.0\$ | \$95,000.00 | \$0.00 | \$55,000.00 | \$40,000.00 |
| Oakland Planning and Development Corporation, Inc. 235 Atwood Street Pittsburgh, PA 15213 to train teens in green education \$14,250.00 | 501(c)(3)-509(a)(1) | 00°0\$ | \$14,250.00 | \$0.00 | \$14,250.00 | 80.00 |
| One Vision, One Life 564 Forbes Avenue Suite 1302 Pittsburgh, PA 15219 to build capacity in the organization to prevent gang and group violence \$100,000.00 | 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 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Operation Better Block, Inc. 801 N. Homewood Avenue Pittsburgh, PA 15208 for a garden project in Homewood \$10,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$10,000.00 | \$6.00 | \$10,000.00 | \$0.00 |
| Ozanam Inc. P.O. Box 99953 Pittsburgh, PA 15233 to support out-of-school time programs in Pittsburgh's Hill District \$70,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$70,000.00 | 80.00 | \$40,000.00 | \$30,000.00 |
| Pennsylvania Association for the Education of Young Children 333 Market Street 1st Floor Harrisburg, PA 17101 to build capacity through strategic planning and infrastructure development \$50,000.00 | 501(c)(3)-509(a)(2) | \$0.00 | \$50,000.00 | \$0.00 | \$50,000.00 | 80.00 |
| Pennsylvania Coalition Against Domestic Violence 3605 Vartan Way Suite 101 Harrisburg, PA 17110 to launch statewide prevention initiative to end domestic violence in PA \$150,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$150,000.00 | 80.00 | \$75,000.00 | \$75,000.00 |
| Pennsylvania State University 1001 Liberty Avenue Suite R-14A Pittsburgh, PA 16802 REFUND of \$33.194.51 on 6/16/11; refund of \$166.00 on 7/14/11 - to continue the Nutrition Education Program under the direction of A. Catharine Ross, Ph.D. \$566,639.49 | Government Entity | \$0.00 | 80.00 | -\$33,360.51 | -\$33,360.51 | 80.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Phipps Conservatory, Inc. One Schenley Park Pittsburgh, PA 15213-3830 for Let's Move Pittsburgh, a regional conference and coalition of providers whose goal is to strengthen the quality of nutrition and heelth education of children, ages birth through age 8 \$50,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$50,000.00 | \$0.00 | \$50,000.00 | \$0.00 |
| Pittsburgh Action Against Rape 81 South 19th Street Pittsburgh, PA 15203. to provide social norms approach to promote healthy relationships and reduce sexual violence among middle school students in Pittsburgh Public Schools \$160,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$160,000.00 | \$0.00 | \$80,000.00 | \$80,000.00 |
| Pittsburgh AIDS Task Force 5913 Penn Avenue 2nd Floor Pittsburgh, PA 15206 to provide a second round of support for a community-based health education program to prevent HIV and sexually transmitted diseases among adolescent African American girls \$100,000,00 | 501(c)(3)-509(a)(2) | \$0.00 | \$100,000.00 | \$0.00 | \$100,000.00 | \$0.00 \$ |
| Pittsburgh Association for the Education of Young Children 5604 Solway Street Pittsburgh, PA 15217 for Shared Services: Strengthening ECE Programs in Pennsylvania \$50,000.00 | 501(c)(3)-509(a)(2) | \$0.00 | \$50,000.00 | 80.00 | \$50,000.00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|-------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Pittsburgh Board of Public Education 34 South Bellefield Avenue Pittsburgh, PA 15213 REFUND of \$36,411.96 on 4/11/11 - to support the Pittsburgh Public Schools' Summer Dreamers academy for middle-school students \$113,588.04 | Government Entity | 00.0\$ | \$0.00 | -\$36,411.96 | -\$36,411.96 | \$0.00 |
| Pittsburgh Board of Public Education 341 South Bellefield Avenue Pittsburgh, PA 15213 to support the Pittsburgh Public Schools' process to develop district-wide tools and strategies to improve teaching and learning environments with an emphasis on behavior-related issues in the classroom \$229,000.00 | Government Entity | \$140,000.00 | \$0.00 | \$0.00 | \$140,000.00 | \$0.00 |
| Pittsburgh Board of Public Education 341 South Bellefield Avenue Pittsburgh, PA 15213 for continued support of the district's After-school Coordinator Position \$300,000.00 | Government Entity | \$0.00 * | \$300,000.00 | 80.00 | \$100,000.00 | \$200,000.00 |
| Pittsburgh Board of Public Education 341 South Bellefield Avenue Pittsburgh, PA 15213 to support the addition of five classrooms to Pittsburgh Crescent School, a school devoted to early childhood programs, located in the Homewood section of the city. \$1,000,000.00 | Government Entity | 00°0\$ | \$1,000,000.00 | \$0.00 | \$1,000,000.00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|----------------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Pittsburgh Film-Makers, Inc. 477 Melwood Avenue Pittsburgh, PA 15213-1135 to facilitate the development of media projects in partnership with The Heinz Endowments Summer Youth Philanthropy Internship program \$35,225,00 | 501(c)(3)-509(a)(1) | 80.00 | \$35,225.00 | 80.00 | \$35,225.00 | \$0.00 |
| The Pittsburgh Foundation Five PPG Place Suite 250 Pittsburgh, PA 15222 to support the efforts of the Human Service Integration Fund \$100,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$100,000.00 | \$0.00 | \$100,000.00 | \$0.00 |
| Pittsburgh Opera Theater, Inc. Stephen Foster Center 286 Main Street, 3rd Floor Pittsburgh, PA 15201 to support arts programming \$5,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$5,000.00 | \$0.00 | \$5,000.00 | \$0.00 |
| The Pittsburgh Promise Foundation 1901 Centre Avenue Suite 204 Pittsburgh, PA 15219 to increase the overall financial literacy of Pittsburgh Public Schools' parents and students \$100,000.00 | 501(c)(3)-509(a)(3)-Type I | \$0.00 | \$100,000.00 | \$0.00 | \$100,000.00 | \$0.00 80.00 |
| Pittsburgh Region Clean Cities 1436 Royal Park Boulevard Pittsburgh, PA 15129 to study the potential costs and benefits associated with greening municipal vehicle fleets in three communities \$25,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$25,000.00 | \$0.00 | \$25,000.00 | \$0°00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|----------------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Program to Aid Citizen Enterprise Two Gateway Center, Suite 1700 603 Stanwix Street Pittsburgh, PA 15222 to support a capacity-building program for 15 grantees serving African-American Males \$175,000.00 | 501(c)(3)-509(a)(1) | \$87,500.00 | 80.00 | \$0.00 | 887,500.00 | 80.00 |
| Propel Schools Foundation 3447 East Carson Street Suite 200 Pittsburgh, PA 15203-1767 to build capacity for Propel's newly developed after-school program \$80,000.00 | 501(c)(3)-509(a)(3)-Type I | \$0.00 | 880,000.00 | \$0.00 | \$40,000.00 | \$40,000.00 |
| Providence Connections, Inc. 3113 Brighton Road Pitsburgh, PA 15212 to support the completion of the playground destroyed by fire \$20,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$20,000.00 | 80.00 | \$20,000.00 | 80.00 |
| Sarah Heinz House Association One Heinz Street Pittsburgh, PA 15212 for three youth interns and one senior intern for the summer \$19,075.00 | 501(c)(3)-509(a)(1) | 80.00 | \$19,075.00 | 80.00 | \$19,075.00 | \$0.00 |
| Sarah Heinz House Association One Heinz Street Pittsburgh, PA 15212 for annual operating support of Sarah Heinz House \$1,100,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$1,100,000.00 | \$0.00 | \$1,100,000.00 | 80.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| SLB Radio Productions, Inc. 10 Children's Way, Suite 21 P.O. Box 100092 Pittsburgh, PA 15233 to conduct three neighborhood-based oral history projects that connect African American teens and men \$75,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$75,000.00 | 80.00 | \$75,000.00 | 80:00 |
| SLB Radio Productions, Inc. 10 Children's Way, Suite 21 P.O. Box 100092 Pittsburgh, PA 15233 to conduct radio workshops yielding documentaries with Summer 2011 Youth Philanthropy Interns \$15,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$15,000.00 | 80.00 | \$15,000.00 | 80.00 |
| Small Seeds Development, Inc. 204 North Highland Avenue 2nd Floor Pittsburgh, PA 15206 to support a Rites of Passage Experience program for the participants in the "Mother to Son" program \$150,000.00 | 501(c)(3)-509(a)(1) | \$110,000.00 | 80.00 | \$0.00 | \$110,000.00 | 80.00 |
| Storehouse for Teachers 281 Corliss Street Pittsburgh, PA 15220 to support the programmatic expansion of Storehouse for Teachers, an organization that provides free school supplies to area teachers and parents. \$200,000.00 | 501(c)(3)-509(a)(1) | \$50,000.00 | 80.00 | 80.00 | \$50,000.00 | 80.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|----------------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Student Conservation Association 239 Fourth Avenue Suite 2100 Pitsburgh, PA 15222 to support a team of sunmer youth philanthropy interns and provide orientation week sessions on the environment \$23,957.00 | 501(c)(3)-509(a)(1) | \$0.00 * | \$23,957.00 | \$0.00 | \$23,957.00 | \$0.00 |
| Sustainable Pittsburgh 425 Sixth Avenue Suite 1335 Pittsburgh, PA 15219 REFUND of \$5,473.21 on 2/10/11 - to host Summer Youth Philanthropy Program Interns at Sustainable Pittsburgh \$13,526.79 | 501(c)(3)-509(a)(3)-Type I | \$0.00 | \$0.00 | -\$5,473.21 | -\$5,473.21 | \$0.00 |
| Sustainable Pittsburgh 425 Sixth Avenue Suite 1335 Pittsburgh, PA 15219 to host Heinz Endowments Summer Youth Philanthropy Program Interns at Sustainable Pittsburgh \$13,980.00 | 501(c)(3)-509(a)(3)-Type I | \$0.00 | \$13,980.00 | \$0.00 | \$13,980.00 | \$0.00 |
| Third Sector New England 89 South Street Suite 700 Boston, MA 02111-2680 to support Pennsylvania's ongoing advances in early childhood systems development through the BUILD Initiative \$175,000.00 | 501(c)(3)-509(a)(1) | \$125,000.00 | \$0.00 | \$0.00 | \$125,000.00 | \$ 0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Third Sector New England 89 South Street Suite 700 Boston, MA 02111-2680 to support Pennsylvania's early childhood systems-building work \$436,000.00 | 501(c)(3)-509(a)(1) | 00'0\$ | \$436,000.00 | \$0.00 | \$218,000.00 | \$218,000.00 |
| Third Sector New England 89 South Street Suite 700 Boston, MA 02111-2680 for general support funds to maintain Early Childhood Funders Collaborative and funds for a special project \$50,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$50,000.00 | \$0.00 | \$50,000.00 | \$0.00 * |
| Three Rivers Workforce Investment Board Regional Enterprise Tower 425 Sixth Avenue, Suite 650 Pittsburgh, PA 15219 to evaluate WorkReady Pittsburgh 2011, a summer youth employment pilot for at-risk youth \$550,000.00 | 501(c)(3)-509(a)(1) | 0000\$ | \$50,000.00 | \$0.00 | \$50,000.00 | 80.00 |
| Three Rivers Youth 6117 Broad Street Pittsburgh, PA 15206 to provide education for parents of youth in out-of-home placement who return home before graduation \$100,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$100,000.00 | \$0.00 | \$50,000.00 | \$50,000.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| United Way of Allegheny County 1250 Penn Avenue PO Box 735 Pittsburgh, PA 15230-0735 REFUND of \$6,448.00 on 12/6/11 - to serve as a host site for the Heinz Summer Youth Philanthropy program \$44,760.00 | 501(c)(3)-509(a)(1) | \$0.00 \$ | \$0.00 | -\$6,448.00 | -\$6,448.00 | \$0.00 |
| United Way of Allegheny County 1250 Penn Avenue PO Box 735 Pittsburgh, PA 15230-0735 to support a team of five youth philanthropy interns and their grant-making awards \$49,547.00 | 501(c)(3)-509(a)(1) | 80.00 | \$49,547.00 | \$0.00 | \$49,547.00 | \$0.00 |
| United Way of Allegheny County 1250 Penn Avenue PO Box 735 Pittsburgh, PA 15230-0735 to support the Be a 6th Grade Mentor Enhanced Recruitment Campaign \$50,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$50,000.00 | \$0.00 | \$50,000.00 | \$0.00 |
| United Way of Allegheny County 1250 Penn Avenue PO Box 735 Pittsburgh, PA 15230-0735 for annual support, targeting the Impact Fund and the Motivating Kids to Succeed in School Initiative \$800,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$800,000.00 | \$0.00 | \$800,000,008 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| University of Pittsburgh Office of Child Development 400 North Lexington Street Lower Level Pittsburgh, PA 15208 for core support for 2011, 2012 and 2013 \$500,000,00 | 501(c)(3)-509(a)(1) | \$125,000.00 | 80.00 | 80.00 | 00.08 | \$125,000.00 |
| University of Pittsburgh Office of Child Development 400 North Lexington Street Lower Level Pittsburgh, PA 15208 to provide technical assistance to regional early childhood programs to improve their quality \$300,000.00 | 501(c)(3)-509(a)(1) | \$100,000.00 | 80.00 | \$0.00 | \$0.00 | \$100,000.00 |
| University of Pittsburgh Office of Child Development 400 North Lexington Street Lower Level Pittsburgh, PA 15208 to evaluate Cub Scouts 1-2-3, a unique character mentoring model for high-risk urban youth \$550,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$50,000.00 | \$0.00 | \$50,000.00 | 80.00 |
| University of Pittsburgh Office of Child Development 400 North Lexington Street Lower Level Pittsburgh, PA 15208 to support a model transition to kindergarten program, known as Ready Freddy for PPS students \$150,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$150,000.00 | \$0.00 | \$106,000.00 | \$44,000.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| University of Pittsburgh Office of Research University Club 123 University Place Pittsburgh, PA 15213 to engage regional employers in addressing partner violence as a workforce and workplace concern \$100,000.00 | 501(c)(3)-509(a)(1) | \$0.00 \$ | \$100.000.00 | 00'0\$ | \$50,000.00 | \$50,000.00 |
| University of Pittsburgh Office of Research University Club 123 University Place Pittsburgh, PA 15213 to provide matching support for the National Institute on Out-of-School Time After-School Writing Fellowships \$20,000.00 | 501(c)(3)-509(a)(1) | 00.0\$ | \$20,000.00 | \$0.00 | \$20,000.00 | 80.00 |
| University of Pittsburgh Office of Child Development 400 North Lexington Street Lower Level Pittsburgh, PA 15208 to provide training and technical assistance to 32 family support programs in Allegheny County \$165,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$165,000.00 | \$0.00 | \$165,000.00 | 80.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| University of Pittsburgh Office of Child Development 400 North Lexington Street Lower Level Pittsburgh, PA 15208 to develop a system of coordinated supports for homeless children, ages B-5 \$330,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$300,000,00 | \$0.00 | \$150,000.00 | \$150,000.00 |
| University of Pittsburgh Institute of Politics 4227 Fifth Avenue 710 Alumni Hall Pittsburgh, PA 15260 to develop a case study on utilizing resources of Senator Heinz's archives \$40,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$40,000.00 | \$ 0.00 | \$40,000.00 | \$0.00 |
| University of Pittsburgh 107 Cathedral of Learning Pittsburgh, PA 15260 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 \$100,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$100,000.00 | \$0.00 | \$50,000.00 | \$50,000.00 |
| Urban League of Greater Pittsburgh Charter School 327 N. Negley Avenue Pittsburgh, PA 15206-2831 to create an academic-focused rites of passage program for first through fifth grade boys \$10,000.00 | 501(c)(3)-509(a)(1) | \$5,000.00 | \$0.00 | \$0.00 | \$5,000.00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Venture Outdoors 33 Terminal Way Suite 537 East Pittsburgh, PA 15219 for support of family and community programs which serve school-aged children \$185,000.00 | 501(c)(3)-509(a)(1) | \$75,000.00 | \$0.00 | \$0.00 | \$75,000.00 | \$0.00 |
| Washington and Jefferson College 60 South Lincoln Street Washington, PA 15301-4801 for STD testing and education \$14,950.00 | 501(c)(3)-509(a)(1) | 80.00 | \$14,950.00 | \$0.00 | \$14,950.00 | \$0.00 |
| Wireless Neighborhoods DBA Neighborhood Learning Alliance 218 North Highland Avenue Pittsburgh, PA 15206 to support the expansion of after-school academic supports to students in the Pittsburgh Public Schools Accelerated Learning Academies \$300,000.00 | 501(c)(3)-509(a)(1) | \$100,000.00 | 80.00 | \$0.00 | \$100,000.00 | \$0.00 |
| Wireless Neighborhoods DBA Neighborhood Learning Alliance 218 North Highland Avenue Pittsburgh, PA 15206 to provide culturally relevant instruction and mentoring to 60 Eastend/Hill black, male students \$150,000.00 | 501(c)(3)-509(a)(1) | \$110,000.00 | \$0.00 | \$0.00 | \$110,000.00 | 80.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|-------------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Womansplace, Inc 410 Ninth Avenue McKeesport, PA 15132 to implement and expand the Expect Respect teen dating violence prevention program \$75,000.00 | 501(c)(3)-509(a)(2) | \$0.00 | \$75,000.00 | \$0.00 | \$75,000.00 | \$0.00 |
| Women and Girls Foundation of Southwest Pennsylvania 100 West Station Square Drive Pittsburgh, PA 15243 for sponsorship of the Women Greening Pittsburgh 2011 Gala \$4,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$4,000.00 | 80.00 | \$4,000.00 | \$0.00 |
| Woodland Hills School District 2430 Greensburg Pike Pittsburgh, PA 15221-3666 to educate and empower students regarding healthy eating and life-long exercise \$200,000.00 | Educational Institution | \$150,000.00 | \$0.00 \$ | \$0.00 | \$50,000.00 | \$100,000.00 |
| YMCA of Pittsburgh 420 Fort Duquesne Boulevard Suite 625 Pittsburgh, PA 15222 The Project seeks to increase the number of AA Males eligible for the Pittsburgh Promise \$150,000.00 | 501(c)(3)-509(a)(2) | \$75,000.00 | \$0.00 | \$0.00 | 875,000.00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| YMCA of Pittsburgh 420 Fort Duquesne Boulevard Suite 625 Pittsburgh, PA 15222 to support hiring of a Sustainability Coordinator that will oversee the YMCA's sustainability initiative \$150,000.00 | 501(c)(3)-509(a)(2) | \$75,000.00 | \$0.00 | \$0.00 | \$75,000.00 | \$0.00 |
| YMCA of Pittsburgh 420 Fort Duquesne Boulevard Suite 625 Pittsburgh, PA 15222 to incorporate the arrs into its after-school programs at the Hazelwood site \$15,000.00 | 501(c)(3)-509(a)(2) | \$0.00 | \$15,000.00 | \$0.00 | \$15,000.00 | \$0.00 |
| YMCA of Pittsburgh 420 Fort Duquesne Boulevard Suite 625 Pittsburgh, PA 15222 for a produce garden at the Homewood branch of the YMCA \$15,000.00 | 501(c)(3)-509(a)(2) | \$0.00 | \$15,000.00 | \$0.00 | \$15,000.00 | \$0.00 |
| Yoga in Schools 1112 S. Braddock Avenue Suite 201 Pittsburgh, PA 15218 to bring yoga programming to the Woodland Hills School District \$100,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$100,000.00 | \$0.00 | \$50,000.00 | \$50,000.00 |
| YouthPlaces 2934 Smallman Street 2nd Floor Pittsburgh, PA 15201-1523 to support the co-location of six youth-serving agencies \$250,000.00 | 501(c)(3)-509(a)(1) | \$125,000.00 | \$0.00 | \$0.00 | \$125,000.00 | 80.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| YouthPlaces 2934 Smallman Street 2nd Floor Pitsburgh, PA 15201-1523 to provide a summer employment program for young, black males at risk for involvement in violence \$50,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$50,000.00 | 80.00 | \$50,000.00 | \$0.00 80.00 |
| YouthPlaces 2934 Smallman Street 2nd Floor Pittsburgh, PA 15201-1523 to provide afterschool programs to youth in under-served neighborhoods in our region \$300,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$300,000.00 | \$0.00 | \$150,000.00 | \$150,000.00 |
| Total Children, Youth & Families | | \$3,071,729.00 | \$10,297,057.00 | -\$166,570.68 | \$9,914,796.32 | \$3,287,419.00 |
| Common Initiatives Allegheny Council to Improve Our Neighborhoods Housing Inc. 425 Sixth Avenue Suite 950 Pittsburgh, PA 15219 for continuation of the Energy Conservation Collaborative \$180,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$180,000.00 | \$0.00 | \$0.00 | \$180,000.00 |
| Allegheny County Department of Human Services One Smithfield Street Suite 400 Pittsburgh, PA 15222-2225 for match funding for approved HUD Supportive Housing Programs serving homeless individuals and families \$250,000.00 | Government Entity | \$0.00 | \$250,000.00 | \$0.00 | \$250,000.00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Carnegie Institute Museum of Art 4400 Forbes Avenue Pittsburgh, PA 15213 to restore and maintain two Ned Smyth sculptures located in Allegheny Landing Park \$220,000.00 | 501(c)(3)-509(a)(1) | 80:00 | \$220,000.00 | 00.08 | \$0.00 | \$220,000.00 |
| Carnegie Mellon University 5000 Forbes Avenue Warner Hall, 6th Floor Pittsburgh, PA 15213-3890 to develop internet-enabled tools to collect, integrate, and visualize health and environmental data \$362,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$362,000.00 | \$0.00 | \$181,000.00 | \$181,000.00 |
| Carnegie Mellon University Civil & Environmental Engineering Department 5000 Forbes Avenue Pittsburgh, PA 15213 to complete web decision support tools for making carbon footprint and energy consumption decisions \$48,900.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$48,900.00 | \$0.00 | \$48,900.00 | \$0.00 |
| Carnegie Mellon University 5000 Forbes Avenue Warner Hall, 6th Floor Pittsburgh, PA 15213-3890 to procure two monitors to measure fine particle mass for research on air quality in Allegheny County \$50,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$50,000.00 | \$0.00 | \$50,000.00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Carnegie Mellon University 5000 Forbes Avenue Warner Hall, 6th Floor Pittsburgh, PA 15213-3890 for measurement and modeling of air pollution to produce information for public engagement and policy making \$600,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$600,000.00 | \$0.00 | \$0.00 | \$600,000.00 |
| Carnegie Mellon University 5000 Forbes Avenue Warner Hall, 6th Floor Pittsburgh, PA 15213-3890 to support deployment of adaptive traffic signalization in East Liberty \$120,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$120,000.00 | \$0.00 \$ | \$120,000.00 | \$0.00 |
| Citizens for Pennsylvania's Future 610 North Third Street Harrisburg, PA 17101 for the Pittsburgh Climate Initiative- The Black & Gold City Goes Green Community Campaign \$25,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$25,000.00 | \$0.00 | \$25,000.00 | \$0.00 |
| Citizens for Pennsylvania's Future 610 North Third Street Harrisburg, PA 17101 to provide strategic policy direction, coordinate environmental advocacy and offer advocacy training \$100,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$100,000,00 | \$0.00 | \$50,000.00 | \$50,000.00 |
| City of Pittsburgh City Planning 200 Ross Street, 4th Floor Pittsburgh, PA 15219 to contribute to the funding of DESIGNPGH, the Urban Design component of PLANPGH \$50,000.00 | Government Entity | \$50,000.00 | 80.00 | \$0.00 | \$50,000.00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Clean Air Task Force 18 Tremont Street Suite 530 Boston, MA 02108 to support detailed regional analysis of future energy sector scenarios, and efforts to secure stringent federal coal-fired power plant emission regulations \$931,000.00 | 501(c)(3)-509(a)(2) | 00.08 | \$931,000.00 | \$0.00 | \$465,500.00 | \$465,500.00 |
| Clean Air Task Force 18 Tremont Street Suite 530 Boston, MA 02108 to evaluate anticipated air quality trends in Western Pennsylvania over the next decade \$310,000.00 | 501(c)(3)-509(a)(2) | 80.00 | \$310,000.00 | 80.00 | \$0.00 | \$310,000.00 |
| Community Design Center of Pittsburgh 938 Penn Avenue Sixth Floor Pittsburgh, PA 15222 for operating support \$50,000.00 | 501(c)(3)-509(a)(1) | \$50,000.00 | 80.00 | \$0.00 | \$50,000.00 | \$0.00 |
| Community Design Center of Pittsburgh 938 Penn Avenue Sixth Floor Pittsburgh, PA 15222 to develop planning and design information and advocacy systems for interactive public engagement \$700,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$700,000.00 | \$0.00 | \$50,000.00 | \$650,000.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Community Empowerment Association 400 North Lexington Avenue Building 500 Pittsburgh, PA 15208 to increase leadership, social and economic skills among high risk urban 4frican American male youth \$300,000.00 | 501(c)(3)-509(a)(1) | 00'0\$ | \$300,000.00 | 80.00 | \$150,000.00 | \$150,000.00 |
| Duquesne University School of Education 600 Forbes Avenue Canevin Hall Pittsburgh, PA 15282-0502 to provide an introduction to an education Maxter's program to the Heinz Fellows \$37,600.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$37,600.00 | 80.00 | \$37,600.00 | 000\$ |
| Duquesne University 510 Administration Building 600 Forbes Avenue Pittsburgh, PA 15282 to provide tuition to fund master's level study for the Heinz Fellows \$190,400.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$190,400.00 | \$0.00 | \$190,400.00 | 80.00 |
| Family Services of Western Pennsylvania 3230 William Pitt Way Pittsburgh, PA 15238-1361 to provide direct educational support to vulnerable youth as they transition to college \$100,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$100,000.00 | \$0.00 | \$50,000.00 | \$50,000.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|----------------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Foundation for Indiana University of Pennsylvania 1011 South Drive Suite 103 Indiana, PA 15705 to increase the number of African American males in Colleges of Education from 1% envollment to 5% \$361,500.00 | 501(c)(3)-509(a)(1) | 00.08 | \$361,500.00 | 80.00 | \$133,500.00 | \$228,000.00 |
| Green Building Alliance River Walk Corporate Centre 333 East Carson Street, Suite 331 Pittsburgh, PA 15219 for the Pittsburgh Climate Initiative - Facilitation, Government Collaboration, & Higher Education Support \$30,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$30,000.00 | \$0.00 | \$30,000.00 | 80.00 |
| Growth Through Energy & Community Health Strategies 6587 Hamilton Avenue Pittsburgh, PA 15206 for the Metro Scale-Up Initiative that aims to increase residential energy efficiency by widening the consumer base through education and increased access to services \$48,370.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$48,370.00 | \$0.00 | \$0.00 | \$48,370.00 |
| Homewood Children's Village 801 N. Homewood Avenue Pittsburgh, PA 15208 for the Heinz Fellows Program \$750,000.00 | 501(c)(3)-509(a)(3)-Type I | \$0.00 | \$750,000.00 | \$0.00 | \$750,000.00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Hosanna House, Inc. 807 Wallace Avenue Wilkinsburg, PA 15221 to support the Brothers Keepers Program for African American boys and to pilot the program with a faith-based institution as a demonstration project 2225,000,00 | 501(c)(3)-509(a)(1) | \$0.00 | \$225,000.00 | 80.00 | \$125,000.00 | \$100,000.00 |
| Housing Alliance of Pennsylvania 2 South Easton Road Glenside, PA 19038 for Fighting Blight: State Action for Local Results; Better Policies and Local Learning Lab in Homewood \$150,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$150,000.00 | 80.00 | \$75,000.00 | 875,000.00 |
| Institute for Governance & Sustainable Development 2300 Wisconsin Ave. NW Suite 300B Washington, DC 20007 to provide research and communications on health and environmental impacts of biomass power \$200,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$200,000.00 | \$0.00 | \$200,000.00 | \$0.00 |
| The Mentoring Center 1221 Preservation Parkway Suite 200 Oakland, CA 94612 to plan, launch, and operate a fellows program for emerging black male filmmakers in Pittsburgh, PA \$50,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$50,000.00 | 80.00 | \$50,000.00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Mid-Atlantic Regional Air Management Association 8600 LaSalle Road Suite 636 Towson, MD 21286 to improve the air quality in Allegheny County by reducing emissions from construction equipment \$400,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$400,000.00 | 80.00 | \$400,000.00 | \$0.00 \$0.00 |
| Mid-Atlantic Regional Air Management Association 8600 LaSalle Road Suite 636 Towson, MD 21286 to improve the air quality in Allegheny County by reducing emissions from construction equipment \$520,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$520,000.00 | \$0.00 | \$520,000.00 | 80.00 |
| Negro Educational Emergency Drive Warner Center 332 Fifth Avenue, First Floor Pittsburgh, PA 15222 for a second round of support for the African American male mentoring initiative \$2200,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$200,000.00 | \$0.00 | \$100,000.00 | \$100,000.00 |
| Nine Mile Run Watershed Association Inc. 702 South Trenton Avenue Pitsburgh, PA 15221 for operating support and project funding \$49,100.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$49,100.00 | 80.00 | \$49,100.00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Northside Leadership Conference 4 Allegheny Center Suite 601 Pittsburgh, PA 15212 to heighten quality of dialog and resulting bridge designs in Allegheny Commons \$39,000.00 | 501(c)(3)-509(a)(1) | \$0.00 \$ | 839,000.00 | \$0.00 | 839,000.00 | 80.00 |
| OMG Center for Collaborative Learning 1528 Walnut Street Suite 805 Philadelphia, PA 19102 to fund comparative research in Philadelphia about media images of African American men and boys \$25,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$25,000.00 | 80.00 | \$25,000.00 | 80.00 |
| Operation Better Block, Inc. 801 N. Homewood Avenue Pittsburgh, PA 15208 to provide incentive stipends for youth and the funds to cover staffing, supplies, transportation \$50,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$50,000.00 | \$0.00 | \$50,000.00 | \$0.00 |
| Pittsburgh Community Broadcasting Corporation 67 Bedford Square Pittsburgh, PA 15203 to preserve Pittsburgh's NPR public radio news outlet and to develop robust local journalism \$1,500,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$1,500,000.00 | \$0.00 | \$1,500,000.00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|----------------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Pittsburgh Downtown Partnership 925 Liberty Avenue 4th Floor Pittsburgh, PA 15222 for StreetScenes Pittsburgh, the activation of vacant storefronts in Downtown \$50,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$50,000.00 | \$0.00 | \$0.00 | \$50,000.00 |
| The Pittsburgh Foundation Five PPG Place Suite 250 Pittsburgh, PA 15222 for the Clean Air Fund \$960,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | 8960,000.00 | \$0.00 | \$960,000.00 | \$0.00 |
| The Pittsburgh Foundation Five PPG Place Suite 250 Pittsburgh, PA 15222 to support the Clean Air Fund \$825,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$825,000.00 | \$0.00 | \$825,000.00 | \$0.00 |
| Pittsburgh Parks Conservancy 2000 Technology Drive Suite 300 Pittsburgh, PA 15219-3137 to support the restoration of Mellon Square \$500,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$500,000.00 | \$0.00 | \$500,000.00 | \$0.00 |
| Pittsburgh Partnership for Neighborhood Development Regional Enterprise Tower 425 Sixth Avenue, Suite 1740 Pittsburgh, PA 15219 for operating and program support to advance our efforts to transform Pittsburgh's urban neighborhoods \$375,000.00 | 501(c)(3)-509(a)(3)-Type I | \$0.00 | \$375,000.00 | 80.00 | \$0.00 | \$375,000.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|----------------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Port Authority of Allegheny County 345 Sixth Avenue 3rd Floor Pittsburgh, PA 15222 to help support a feasibility study of retrofitting transit facilities for natural gas buses \$143,668.00 | 501(c)(3)-509(a)(1) | 80.00 | \$143,668.00 | \$0.00 | 80.00 | \$143,668.00 |
| Program to Aid Citizen Enterprise Two Gateway Center, Suite 1700 603 Stanwix Street Pittsburgh. PA 15222 to support a capacity building program for the African American Men & Boys Initiative grantees \$100,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$100,000.00 | 80.00 | \$100,000.00 | 80.00 |
| Propel Schools Foundation 3447 East Carson Street Suite 200 Pittsburgh, PA 15203-1767 to prepare African American boys to pursue and complete postsecondary education \$755,000.00 | 501(c)(3)-509(a)(3)-Type I | 80.00 | \$750,000.00 | \$0.00 | \$50,000.00 | \$700,000.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| RAND Corporation 1776 Main Street P.O. Box 2138 Santa Monica, CA 90407-2138 for the support of AAMBTF, this evaluation aims to assess each AAMBTF's grantees' implementation processes \$50,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$50,000.00 | 80.00 | \$50,000.00 | 80.00 |
| RAND Corporation 1776 Main Street P.O. Box 2138 Santa Monica, CA 90407-2138 for the support of AAMBTF, this evaluation aims to assess each AAMBTF's implementation processes \$150,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$150,000.00 | 80.00 | 80.00 | \$150,000.00 |
| RAND Corporation 1776 Main Street P.O. Box 2138 Santa Monica, CA 90407-2138 to understand the links between air quality and economic development in the Pittsburgh region \$350,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$350,000.00 | \$0.00 | 80.00 | \$350,000.00 |
| Riverlife 707 Grant Street Suite 3500 Pittsburgh, PA 15219 for design development and hydro-engineering activities for the Headwaters Lagoon project on the Ohio River \$5500,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$500,000.00 | 80.00 | \$160,000.00 | \$340,000.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|-----------------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Riverlife 707 Grant Street Suite 3500 Pittsburgh, PA 15219 to support the costs associated with restoring Allegheny Landing, a component of Three Rivers Park \$250,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$250,000.00 | 80.00 | 80.00 | \$250,000.00 |
| Robert Morris University 6001 University Road Moon Township, PA 15108-1189 to support the Black Male Leadership Development Institute for Pittsburgh students \$150,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$150,000.00 | 80.00 | \$150,000.00 | \$0.00 |
| The South Allegheny School District 2743 Washington Boulevard McKeesport, PA 15133 to acquire financial support to hire a Fund Raising Consultant \$20,000.00 | Educational Institution | 80.00 | \$20,000.00 | \$0.00 | \$20,000.00 | 80.00 |
| State Voices 500 Griswold Street Suite 2850 Detroit, MI 48226 to provide micro-targeting support to identify specific individuals for an air quality campaign \$117,429.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$117,429.00 | \$0.00 | \$0.00 \$ | \$117,429.00 |
| Sustainable Pittsburgh 425 Sixth Avenue Suite 1335 Pittsburgh, PA 15219 to extablish a Green Office Challenge to engage 40+ businesses to reduce energy, air, climate impacts \$15,000.00 | 501 (c)(3)-509(a)(3)-Type I | 80.00 | \$15,000.00 | \$0.00 | \$15,000.00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Travelers Aid Society of Pittsburgh P.O. Box 23534 Pittsburgh, PA 15222 Introprovide transportation assistance for low-income women to access prenatal care, well-baby visits and Neonatal Intensive Care trips to visit their fragile newborns \$100,000.00 | 501(c)(3)-509(a)(2) | \$0.00 | \$100,000.00 | \$0.00 | \$100,000.00 | \$0.00 |
| Trustees of Boston University Office of Corporate & Foundation Relations 595 Commonwealth Avenue Suite 700 West Entrance Boston, MA 02215 to model the health impacts of PJM power plants and build an open source tool to evaluate interventions \$150,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$150,000.00 | \$0.00 | 80.00 | \$150,000.00 |
| University of Pittsburgh Office of Child Development 400 North Lexington Street Lower Level Pittsburgh, PA 15208 Pittsburgh, PA 15208 struggling families through family support centers \$150,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$150,000.00 | 80.00 | \$150,000.00 | \$0.00 |
| University of Pittsburgh Office of Public Affairs 200 South Craig Street 400 Craig Hall Pittsburgh, PA 15260 for a summit of media leaders to seek solutions to negative images of black males \$60,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$60,000.00 | \$0.00 | \$60,000.00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance |
|--|---------------------|---------------------------|-------------------------|-----------------|---------------------|----------------|
| University of Pittsburgh 107 Cathedral of Learning Pittsburgh, PA 15260 for an analysis of neighborhood conditions in Hazelwood and Glen Hazel neighborhoods \$6,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$6,000.00 | \$0.00 | \$6,000.00 | \$0.00 |
| Urban League of Greater Pittsburgh Charter School 327 N. Nogley Avenue Pittsburgh, PA 15206-2831 to foster within AAMB resilience, academic purpose and cultural identity through Rites of Passage \$\$50,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$50,000.00 | \$0.00 | \$25,000.00 | \$25,000.00 |
| Western Pennsylvania Conservancy 800 Waterfront Drive Pittsburgh, PA 15222 to assist the Gateway Median Islands into Phase II of the three anticipated phases \$15,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$15,000.00 | 0000\$ | \$15,000.00 | \$0.00 |
| Western Pennsylvania Conservancy 800 Waterfront Drive Pittsburgh, PA 15222 to fund operating expenses and programming for the planting of community and park trees \$700,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$700,000.00 | \$0.00 | \$0.00 | \$700,000.00 |
| Women and Girls Foundation of Southwest Pennsylvania 100 West Station Square Drive Pittsburgh, PA 15243 to inform and engage women and girls in regional advocacy regarding air quality and other environmental issues \$55,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$50,000.00 | \$0.00 | \$50,000.00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance |
|---|-------------------------|---------------------------|-------------------------|-----------------|---------------------|----------------|
| Woodland Hills School District 2430 Greensburg Pike Pittsburgh, PA 15221-3666 for the Scholar Identity framework to support the success of black males in our schools \$7750,000.00 | Educational Institution | \$0.00 | \$750,000.00 | 80.00 | \$50,000.00 | \$700,000.00 |
| World War II Veterans of Allegheny County Memorial Fund, Inc. P.O. Box 23143 Pittsburgh, PA 15222 for the design and construction of the WWII Memorial on the North Shore \$150,000.00 | 501(c)(3)-509(a)(1) | \$150,000.00 | \$0.00 | \$0.00 | \$150,000.00 | 80.00 |
| WQED Multimedia 4802 Fifth Avenue Pittsburgh, PA 15213 to support a series of 30-minute television programs intended to highlight positive images and stories of African American men and boys and a town hall meeting \$150,443.00 | 501(c)(3)-509(a)(1) | 80.00 | \$150,443.00 | \$0.00 | \$150,443.00 | \$0.00 \$ |
| Total Common Initiatives | | \$250,000.00 | \$16,610,410.00 | \$0.00 | \$9,401,443.00 | \$7,458,967.00 |
| Education 3 Rivers Connect 425 Sixth Avenue, Suite 1310 Pittsburgh, PA 15219-1819 to shape the future direction of the Dynamic Resource Portal (DRP) \$250,000.00 | 501 (c)(3)-509(a)(1) | \$0.00 | \$250,000.00 | \$0.00 | \$250,000.00 | 80.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| A+ Schools Pittsburgh's Community Alliance for Public Education 1901 Centre Avenue Suite 302A Pittsburgh, PA 15219 to engage and inform the community about the Pittsburgh Public Schools budget crisis \$21,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$21,000.00 | 80.00 | \$21,000.00 | 00.00\$ |
| A+ Schools Pittsburgh's Community Alliance for Public Education 1901 Centre Avenue Suite 302A Pittsburgh, PA 15219 to inform, engage, and mobilize the community for educational excellence and equity \$200,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$200,000.00 | \$0.00 | \$200,000.00 | \$00°S |
| Advancing Academics 519 Penn Avenue Turtle Creek, PA 15145 to support the mission of Advancing Academics & expand services late in the student's junior year \$90,000,00 | 501(c)(3)-509(a)(1) | \$45,000.00 | \$0.00 | 80.00 | \$45,000.00 | \$0.00 |
| Arcadia University 450 South Easton Road Glenside, PA 19038 for the Vira I. Heinz Scholarship Program for Women in Global Leadership \$7,500.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$7,500.00 | \$0.00 | \$7,500.00 | 80.00 |
| ASSET, Inc. 2403 Sidney Street Suite 800 Pitsburgh, PA 15203 in support of ASSET and its Investing in Innovation project \$500,000.00 | 501(c)(3)-509(a)(1) | \$500,000.00 | 80.00 | \$0.00 | 80.00 | \$500,000.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Bethany College 110 Old Main P. O. Box 417 Bethany, WV 26032 for the Vira I. Heinz Scholarship for Women in Global Leadership \$15,800.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$15,800.00 | \$0.00 | \$15,800.00 | 80.00 |
| Carlow University 3333 5th Avenue Pittsburgh, PA 15213-3109 to continue the Youth Media Advocacy Project, which engages youth as education reformers \$150,000,00 | 501(c)(3)-509(a)(1) | \$ | \$150,000.00 | \$0.00 | \$75,000.00 | \$75,000.00 |
| Carnegie Mellon University 5000 Forbes Avenue Warner Hall, 6th Floor Pittsburgh, PA 15213-3890 for the Vira I. Heinz Scholarship for Women in Global Leadership \$14,500.00 | 501(c)(3)-509(a)(1) | 80.00 | \$14,500.00 | 80.00 | \$14,500.00 | 80.00 |
| Carnegie Mellon University 5000 Forbes Avenue Warner Hall, 6th Floor Pittsburgh, PA 15213-3890 for planning for deploying virtual peer technology in Allegheny County \$48,500.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$48,500.00 | 80.00 | \$48,500.00 | \$0.00 * |
| Carnegie Mellon University The Robotics Institute 5000 Forbes Avenue Pittsburgh, PA 15213 to support the early launch efforts of the Hear Me project in 3-5 school districts \$50,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$50,000.00 | \$0.00 | \$50,000.00 | \$0.00 \$ |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid | Ending Balance |
|---|---------------------|---------------------------|-------------------------|-----------------|--------------|----------------|
| Carnegie Mellon University 5000 Forbes Avenue Warner Hall, 6th Floor Pittsburgh, PA 15213-3890 for the deploying of virtual peer technology in Allegheny County \$120,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$120,000.00 | \$0.00 | \$120,000.00 | \$0.00 |
| Carnegie Mellon University 5000 Forbes Avenue Warner Hall, 6th Floor Pittsburgh, PA 15213-3890 for youth media literacy series inspiring kids to have a voice on education and community \$150,000,00 | 501(c)(3)-509(a)(1) | 80.00 | \$150,000.00 | \$0.00 | \$150,000.00 | \$0.00 |
| Center of Life 161 Hazelwood Avenue Pittsburgh, PA 15207 10 cover one program coordinator, one assistant and parent involvement incentives \$25,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$25,000.00 | 80.00 | \$25,000.00 | \$0.00 |
| Chatham University Woodland Road Pittsburgh, PA 15232 REFUND of \$6,800.00 on 11/28/11 - for the Vira I. Heinz Scholarship Program for Women in Global Leadership \$7,500.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$14,300.00 | -\$6,800.00 | \$7,500.00 | \$0.00 \$ |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|-------------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| CityLAB, Inc. 945 Liberty Avenue Unit 610 Pittsburgh, PA 15222 to support cityLVE!'s programming through the calendar year 2011 \$15,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$15,000.00 | \$0.00 | \$15,000.00 | 80.00 |
| Clairton City School District 502 Mitchell Avenue Clairton, PA 15025 to support Clairton City Schools in personalizing secondary education to improve student achievement \$15,000.00 | Educational Institution | \$0.00 | \$15,000.00 | \$0.00 | \$15,000.00 | 80.00 |
| Communities in Schools of Pittsburgh-Allegheny County, Inc. 494 Pittsburgh Street Springdale, PA 15144 for CIS East End Academy to serve and educate 70 out-of-school African American youth \$550,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$50,000.00 | \$0.00 | \$50,000.00 | \$0.00 |
| Community College of Allegheny County Educational Foundation 808 Ridge Avenue Byers Hall - Room 102 Pittsburgh, PA 15212 to develop a STEM Academy to prepare Oliver High School students for success in a STEM discipline \$200,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$200,000.00 | 80.00 | \$100,000.00 | \$100,000.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Consortium for Public Education 410 Ninth Street McKeesport, PA 15132 to assist schools with strategies, tools and collaboration, leading to individualized student plans \$350,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$350,000.00 | \$0.00 | \$350,000.00 | \$0.00 |
| Coro Center for Civic Leadership 33 Terminal Way Suite 429A Pittsburgh, PA 15219 to engage youth, adult citizens, and professional educators in building strong learning communities \$330,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$300,000.00 | \$0.00 | \$300,000.00 | \$0.00 |
| Crossroads Foundation 2915 Webster Avenue Pittsburgh, PA 15221 to support academic and personal development of youth from economically underserved Pittsburgh communities \$50,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$50,000.00 | \$0.00 | \$50,000.00 | \$0.00 |
| Duquesne University 510 Administration Building 600 Forbes Avenue Pittsburgh, PA 15282 for the Vira I. Heinz Scholarship 50v Women in Global Leadership \$14,450.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$14,450.00 | \$0.00 | \$14,450.00 | \$0.00 |
| Duquesne University 510 Administration Building 600 Forbes Avenue Pittsburgh, PA 1528 to support a three-pronged urban education initiative beyond its pilot phase \$350,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$350,000.00 | \$0.00 | \$175,000.00 | \$175,000.00 |

| Dociniant and/or Durance | ŀ | Beginning Balance | Newly Allocated | Amended | Amount Paid | Ending Balance |
|---|---------------------|-------------------|-----------------|---------|--------------|----------------|
| EDSYS, Inc. 717 Liberty Avenue | 501(c)(3)-509(a)(1) | \$0.00 | \$300,000.00 | \$0.00 | \$300,000.00 | \$0.00 |
| Suite 900 Pitsburgh, PA 15222 for the programmatic and physical expansion of City Charter High School \$300,000.00 | | | | | | |
| Education Law Center 1315 Walnut Street Suite 400 Philadelphia, PA 19107-5798 to support Pitsburgh community groups in developing priorities and an action plan on school climate \$100,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$100,000.00 | \$0.00 | \$100,000.00 | 80.00 |
| Education Policy and Leadership Center 800 North Third Street Suite 408 Harrisburg, PA 17102 to inform public and policy maker awareness and discussion of policies to support K-12 education choices \$55,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$50,000.00 | \$0.00 | \$50,000.00 | \$0.00 |
| Entrepreneuring Youth The Bank Tower 307 Fourth Avenue, Suite 500 Pittsburgh, PA 15222 to continue the i-OWN My BusinessMy Future Program by providing the daily summer program \$20,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$20,000.00 | 80.00 | \$20,000.00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Foundation Center 79 Fifth Avenue/16th Street New York, NY 10003-3076 for program and operational support for 2011 for our services for nonprofits and gram makers \$18,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$18,000.00 | \$0.00 | \$18,000.00 | 80.00 |
| Foundation for Educational Choice One American Square Suite 2420 Indianapolis, IN 46282 for the study of innovation and entrepreneurship within private education \$5,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$5,000.00 | \$0.00 | \$5,000.00 | \$0.00 \$0.00 |
| Foundation for Indiana University of Pennsylvania 1011 South Drive Suite 103 Indiana, PA 15705 for the IUP Promise Plus Program \$150,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$150,000.00 | \$0.00 | \$150,000.00 | \$0.00 |
| Fund for the Advancement of Minorities Through Education 6031 Broad Street Suite 200 Pittsburgh, PA 15206 10 support Phase 2 of program expansion \$150,000.00 | 501(c)(3)-509(a)(1) | \$75,000.00 | \$0.00 | \$0.00 | \$75,000.00 | \$0.00 |
| Fund for the Advancement of Minorities Through Education 6031 Broad Street Suite 200 Pittsburgh, PA 15206 To support the cost of FAME's Enrichment Program \$300,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$300,000.00 | \$0.00 | \$150,000.00 | \$150,000.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid | Ending Balance |
|---|---------------------|---------------------------|-------------------------|-----------------|-------------|----------------|
| Good Schools Pennsylvania 6757 Greene Street Suite 310 Philadelphia, PA 19119 for seven community leaders from the southwestern PA region to attend training \$9.100.00 | 501(c)(3)-509(a)(1) | 00.0\$ | \$9,100.00 | \$0.00 | \$9,100.00 | \$0.00 |
| Grantmakers for Education 720 SW Washington Street Suite 605 Porland, OR 97205 for program and operating support \$10,000.00 | 501(c)(3)-509(a)(2) | \$0.00 | \$10,000.00 | \$0.00 | \$10,000.00 | \$0.00 |
| Grantmakers of Western Pennsylvania 650 Smithfield Street Suite 210 Pittsburgh, PA 15222-3907 for support in 2011 \$20,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$20,000.00 | \$0.00 | \$20,000.00 | \$0.00 |
| Grow Pittsburgh 5429 Penn Avenue Pittsburgh, PA 15206 to extablish and implement a new model for the Edible Schoolyard program \$50,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$50,000.00 | \$0.00 | \$50,000.00 | \$0.00 |
| Guidestar USA 4801 Courthouse Street Suite 220 Williamsburg, VA 23188-2678 honorary membership to Guidestar \$1,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$1,000.00 | \$0.00 | \$1,000.00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Hill House Association 1835 Centre Avenue Pittsburgh, PA 15219-4305 for the Shyne Awards, to assist in recognizing young adults who excel in education, community, leadership or service \$7,500.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$7,500.00 | \$0.00 | \$7,500.00 | 00'0\$ |
| Homeless Children's Education Fund 2100 Smallman Street 2nd Floor Pittsburgh, PA 15222 for continued facilitation and growth of the Homeless Education Network \$125,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$125,000.00 | \$0.00 | \$125,000.00 | \$0.00 |
| Hope Foundation Inc. 1713 McNary Boulevard Pittsburgh, PA 15221 to enable the organization the opportunity to complete the pre-operations activities for the school \$47,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$47,000.00 | \$0.00 | \$47,000.00 | 80.00 |
| Imani Christian Academy 2150 East Hills Drive Pittsburgh, PA 15221 for the continuation of funding for program and operating support \$600,000.00 | 501(c)(3)-509(a)(1) | \$300,000.00 | \$0.00 | \$0.00 | \$300,000.00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid | Ending Balance |
|--|---------------------|---------------------------|-------------------------|-----------------|-------------|----------------|
| Ivy Charitable Endowment of Pittsburgh P.O. Box 17012 Pittsburgh, PA 15235 to provide resources and cover operational cost for The Pearl Academy for the 2011-2012 school year \$\$50,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$50,000.00 | 00'0\$ | \$30,000.00 | \$20,000.00 |
| Jewish Funds for Justice 330 7th Avenue 19th Floor New York, NY 10001 to identify strategies for strengthening youth as leaders of education reform in \$Southwestern PA \$80,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | 880,000.00 | \$0.00 | \$80,000,00 | \$0.00 |
| Lincoln University 1570 Baltimore Pike MSC 193 P.O. Box 179 Lincoln University, PA 19352-0999 for the Vira I. Heinz Scholarship Program for Women in Global Leadership \$29,600.00 | 501(c)(3)-509(a)(1) | 80.00 | \$29,600.00 | 80.00 | \$29,600.00 | \$0.00 |
| Luminari P.O. Box 81603 Pittsburgh, PA 15217 to ensure as broad and diverse a student base for our 2011 program as possible through scholarships \$10,000.00 | 501(c)(3)-509(a)(2) | \$0.00 | \$10,000.00 | \$0.00 | \$10,000.00 | \$0.00 |
| National Council on Teacher Quality 1420 New York Avenue NW Suite 800 Washington, DC 20005 to review Pennsylvania's 89 teacher preparation programs \$50,000.00 | 501(c)(3)-509(a)(2) | \$0.00 | \$50,000.00 | \$0.00 | \$50,000.00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Negro Educational Emergency Drive Warner Center 332 Fifth Avenue, First Floor Pittsburgh, PA 15222 for scholarship program \$350,000.00 | 501(c)(3)-509(a)(1) | 00'0\$ | 8350,000.00 | 80.00 | \$350,000.00 | 80.00 |
| The Neighborhood Academy 709 N. Aiken Avenue Pittsburgh, PA 15206 to support the restructuring of the Advanced Placement US History Course \$40,000.00 | 501(c)(3)-509(a)(1) | \$20,000.00 | 00'0\$ | \$0.00 | \$10,000.00 | \$10,000.00 |
| The Neighborhood Academy 709 N. Aiken Avenue Pittsburgh, PA 15206 to secure the school's long-term capacity through the integration of sustainable strategies \$600,000.00 | 501(c)(3)-509(a)(1) | \$300,000.00 | \$0.00 | 80.00 | \$300,000.00 | 80.00 |
| The Neighborhood Academy 709 N. Aiken Avenue Pittsburgh, PA 15206 to give low-income youth a toolkit for success in college by training faculty as executive coaches \$10,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$10,000.00 | 80.00 | \$10,000.00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Northside Urban Pathways A Public Charter School 914 Penn Avenue Pittsburgh, PA 15222 to support phase three and four of the Urban Learning Lab \$150,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$150,000.00 | 00'0\$ | \$75,000.00 | \$75,000.00 |
| Charter School 914 Penn Avenue Pittsburgh, PA 15222 to improve classroom outcomes by orienting teachers with students' environment, culture & values \$11,559.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$11,559.00 | 0000 | \$11,559.00 | \$0.00 |
| Northside Urban Pathways A Public Charter School 914 Penn Avenue Pittsburgh, PA 15222 to support a program where students will construct bridges with limited budget and supplies, based on Algebra II and Physics \$10,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$10,000.00 | \$0.00 | 80.00 | \$10,000.00 |
| Northside Urban Pathways A Public Charter School 914 Penn Avenue Pittsburgh, PA 15222 to support a project to help students understand, record and present common themes of struggle and success in art and at home. \$10,234.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$10,234.00 | \$0.00 | \$10,234.00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|----------------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Pennsylvania Coalition of Public Charter Schools 999 West Chester Pike Suite B-6 West Chester, PA 19382 for support of policy work that builds Charter School capacity and quality in PA \$100,000.00 | 501(c)(3)-509(a)(3)-Type I | \$0.00 | \$100,000.00 | 00.08 | \$100,000.00 | 00'0\$ |
| Pennsylvania State University Office of Sponsored Programs 110 Technology Center Building University Park, PA 16802-7000 to provide technology education and training to K-12 principals in Allegheny County \$35,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$35,000.00 | 00.00 | \$35,000.00 | 00 00\$ |
| Pennsylvania State University New Kensington 3550 Seventh Street Road New Kensington, PA 15068 to define needs from the community for a AAMB mentoring program in the AK valley \$10,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$10,000.00 | 80.00 | \$10,000.00 | \$0.00 |
| Philanthropy Roundtable 1150 17th Street NW Suite 503 Washington, DC 20036 for support of the Philanthropy Roundtable \$10,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$10,000.00 | 00.00\$ | \$10,000.00 | \$0.00 |
| Pittsburgh Cares 239 Fourth Avenue Suite 1007 Pittsburgh, PA 15222 to support expansion of Pittsburgh's Young Leaders Academy \$200,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$200,000.00 | \$0.00 | \$200,000.00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| The Pittsburgh Foundation Five PPG Place Suite 250 Pittsburgh, PA 15222 to support The Pittsburgh Promise \$6,000,000.00 | 501(c)(3)-509(a)(1) | \$2,000,000.00 | \$0.00 | \$0.00 | \$2,000,000.00 | \$00.00 |
| The Pittsburgh Foundation Five PPG Place Suite 250 Pittsburgh, PA 15222 to support the 2011 Fund for Excellence in the Pittsburgh Public Schools \$1,000,000.00 | 501(c)(3)-509(a)(1) | \$500,000.00 | 80.00 | \$0.00 | \$500,000.00 | \$0.00 \$0.00 |
| Pittsburgh Metropolitan Area Hispanic Chamber of Commerce Foundation 6 Loop Street Suite 4 Pittsburgh, PA 15215 to support a gala to benefit the Hispanic Scholorship Fund \$5,000.00 | 501(c)(3)-509(a)(2) | \$ 0.00 | \$5,000.00 | \$0.00 | \$5,000.00 | 80.00 |
| Pitsburgh Urban Christian School 809 Center Street Pittsburgh, PA 15221 for teacher's professional development and for low income family scholarships \$26,750.00 | 501(c)(3)-509(a)(1) | 80.00 | \$26,750.00 | \$0.00 | \$26,750.00 | \$0.00 |
| POISE Foundation Two Gateway Center, Suite 1700 603 Stanwix Street Pittsburgh, PA 15222 to underwrite costs associated with Steve Perry's attendance at the Northeast Regional Conference \$5,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$5,000.00 | \$0.00 | \$5,000.00 | \$0.00 \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|----------------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Press Club of Western Pennsylvania 337 4th Avenue Pittsburgh, PA 15222 to allow the organization to provide a quality workshop where students learn about journalism \$10,000.00 | 501(c)(3)-509(a)(2) | 80.00 | \$10,000.00 | \$0.00 | \$10,000.00 | 80.00 |
| Propel Schools Foundation 3447 East Carson Street Suite 200 Pittsburgh, PA 15203-1767 to support costs associated with opening Propel Montour High School \$200,000.00 | 501(c)(3)-509(a)(3)-Type I | \$0.00 | \$200,000.00 | 80.00 | \$200,000.00 | 80.00 |
| Rankin Christian Center 230 Third Avenue Rankin, PA 15104 broaden options to African American Male Youth by affering support to enhance academic and social skills \$150,000.00 | 501(c)(3)-509(a)(1) | \$75,000.00 | \$0.00 | 80.00 | \$75,000.00 | 80.00 * |
| Research for Action 370I Chestnut Street Philadelphia, PA 19104 to elevate state education policy debates through objective, rigorous research \$50,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$50,000.00 | \$0.00 | \$50,000.00 | 80.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| The Roman Catholic Diocese of Pittsburgh 111 Boulevard of the Allies Pittsburgh, PA 15222 10 define the content of a curriculum for a 21st century Catholic high school \$30,000.00 | Church | \$0.00 | \$30,000.00 | \$0.00 | \$30,000.00 | \$0.00 |
| Temple University P.O. Box 824242 Philadelphia, PA 19182-4242 REFUND of \$1,000.00 on 1/21/11 - for the Vira 1. Heirz Scholarship Program for Women in Global Leadership \$14,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$0.00 | -\$1,000.00 | -\$1,000.00 | \$0.00 |
| Temple University P.O. Box 824242 Philadelphia, PA 19182-4242 for the Vira I. Heinz Scholarship Program for Women in Global Leadership \$21,100.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$21,100.00 | 80.00 | \$21,100.00 | \$0.00 |
| Thiel College 75 College Avenue Greenville, PA 16125-2181 for the Vira I. Heinz Scholarship for Women in Global Leadership \$18,500.00 | 501(c)(3)-509(a)(1) | 80.00 | \$18,500.00 | 00'0\$ | \$18,500.00 | \$0.00 |
| Turtle Creek Valley Mental Health Mental Retardation, Inc. 723 Braddock Avenue Braddock, Avenue Braddock, PA 15104 REFUND of \$10,000 on 8/3/11 - to obtain a planning grant for application for a Promise Neighborhoods proposal \$0.00 | 501(c)(3)-509(a)(1) | 80.00 | \$0.00 | -\$10,000.00 | -\$10,000.00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| University of Pittsburgh Office of Institutional Advancement Park Plaza 128 North Craig Street Pittsburgh, PA 15260 sponsorship for the School of Education Contennial Gala to be held on April 2, 2011 \$20,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$20,000.00 | \$0.00 | \$20,000.00 | \$0.00 |
| University of Pittsburgh 107 Cathedral of Learning Pittsburgh, PA 15260 for the Vira I. Heirz Scholarship Program for Women in Global Leadership \$18,250.00 | 501(c)(3)-509(a)(1) | 80.00 | \$18,250.00 | \$0.00 | \$18,250.00 | 80.00 |
| University of Pittsburgh 107 Cathedral of Learning Pittsburgh, PA 15260 for program coordination of the Vira I. Heinz Program for Women in Global Leadership \$152,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$152,000.00 | 80.00 | \$152,000.00 | 80.00 |
| University of Pittsburgh Learning Research & Development Center 3939 O'Hara Street Pittsburgh, PA 15260 for evaluation support for Education Program portfolio \$50,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$50,000.00 | \$0.00 | \$50,000.00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| University of Pittsburgh Heinz Chapel Office 1212 Cathedral of Learning Pittsburgh, PA 15260 to provide salaries for staff of the Heinz Chapel in order to keep the building open on a regular schedule \$150,000.00 | 501(c)(3)-509(a)(1) | 00:08 | \$150,000.00 | \$0.00 | \$150,000.00 | \$0.00 |
| University of Pittsburgh at Bradford 300 Campus Drive Bradford, PA 16701 Refund of \$5,600.00 on 5/13/11 - for the Vira I. Heinz Scholarship Program for Women in Global Leadership \$18,400.00 | 501(c)(3)-509(a)(1) | 00'0\$ | \$24,000.00 | -\$5,600.00 | \$18,400.00 | \$0.00 |
| University of Pittsburgh at Greensburg 101 Lynch Hall Greensburg, PA 15601 for the Vira I. Heinz Scholarship for Women in Global Leadership \$18,900.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$18,900.00 | \$0.00 | \$18,900.00 | \$0.00 |
| University of Pittsburgh at Johnstown 450 Schoolhouse Road Johnstown, PA 15904 CANCELLED \$6,200.00 on 2/17/11 - for the Vira I. Heinz Scholarship Program for Women in Global Leadership \$22,200.00 | 501(c)(3)-509(a)(1) | 80.00 | \$28,400.00 | -\$6,200.00 | \$22,200.00 | \$0.00 |
| Urban League of Pittsburgh, Inc. 610 Wood Street Pittsburgh, PA 15222 to support a one-day conference on "soft skills" for African American 9th and 10th graders \$15,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$15,000.00 | 80.00 | \$15,000.00 | \$0.00 |

0

Schedule of Appropriations and Payments, by Program Area

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| US Foundation For The Inspiration and Recognition of Science & Technology 200 Bedford Street Manchester, NH 03101-1103 to fund the engagement of Pittsburgh youth in FIRST Robotics programming \$75,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$75,000.00 | 80.00 | \$75,000.00 | 80.00 |
| Virtuous Academy 128 South 3rd Street P.O. Box 29 Duquesne, PA 15110 to recruit up to 15 board members and offer board training \$10,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$10,000.00 | \$0.00 | \$10,000.00 | \$0.00 |
| Washington and Jefferson College 60 South Lincoln Street Washington, PA 15301-4801 for the Vira I. Heinz Scholarship Program for Women in Global Leadership \$20,100.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$20,100.00 | 80.00 | \$20,100.00 | \$0.00 |
| Washington and Jefferson College 60 South Lincoln Street Washington, PA 15301-4801 to continue to develop the Magellan Program and expand its Leadership programs \$2550,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$250,000.00 | 80.00 | \$130,000.00 | \$120,000.00 |
| | | | | | | |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Waynesburg University 51 West College Street Waynesburg, PA 15370 Refund of \$6,600.00 on 5/13/11 - for the Vira I. Heirz Scholarship Program for Women in Global Leadership \$26,350.00 | 501(c)(3)-509(a)(1) | 00'00\$ | \$32,950.00 | -\$6,600.00 | \$26,350.00 | \$0.00 |
| Wilberforce University 1055 North Bickett Road P.O. Box 1001 Wilberforce, OH 45384-1001 REFUND of \$5,000 on 10/15/08; \$1,000 on 4/11/11 - for the Vira I. Heinz Scholarship Program for Women in Global Leadership \$9,000.00 | 501(c)(3)-509(a)(1) | 00°0\$ | 80.00 | -\$1,000.00 | -\$1,000.00 | \$0.00 |
| Wireless Neighborhoods DBA Neighborhood Learning Alliance 218 North Highland Avenue Pittsburgh, PA 15206 for support of an expanding network of community-based after school programs \$150,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$150,000.00 | \$0.00 | \$150,000.00 | \$0.00 |
| World Affairs Council of Pittsburgh 2640 BNY Mellon Center 500 Grant Street Pittsburgh, PA 15219-2502 to provide transformative educational/travel programs for African American and low-income students \$145,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$145,000.00 | 80.00 | \$145,000.00 | 80.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| World Affairs Council of Pittsburgh 2640 BNY Mellon Center 500 Grant Street Pittsburgh. PA 15219-2502 to field a strong delegation from Pittsburgh's non-profit community at the OYW Summit in Zurich \$\$10,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$10,000.00 | \$0.00 | \$10,000.00 | \$0.00 |
| Total Education | | \$3,815,000.00 | \$6,275,993.00 | -\$37,200.00 | \$8,818,793.00 | \$1,235,000.00 |
| Environment 10,000 Friends of Pennsylvania 240 North Third Street Suite 407 Harrisburg, PA 17101-1513 for operating support for state-level policy work on transportation, land use, and municipal governance \$300.000.00 | 501(c)(3)-509(a)(1) | \$50,000.00 | \$000 \$ | \$0.00 | \$50,000.00 | 80.00 |
| 10,000 Friends of Pennsylvania 240 North Third Street Suite 407 Harrisburg, PA 17101-1513 for operating support for state-level policy work on land use issues and southwestern Pennsylvania work on smart transportation \$100,000.00 | 501(c)(3)-509(a)(1) | \$100,000.00 | \$0.00 | \$0.00 \$ | \$100,000.00 | \$0.00 |
| 10,000 Friends of Pennsylvania 240 North Third Street Suite 407 Harrisburg, PA 17101-1513 for state-level policy work on land use issues and transportation funding/reform and regional projects \$410,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$410,000.00 | 80.00 | \$35,000.00 | \$375,000.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| 3 Rivers Wet Weather Inc. 3901 Penn Avenue Building 3 Pittsburgh, PA 15224 for operating support to work with municipalities in the Alcosan service area to transform sewer system governance \$680,000.00 | 501(c)(3)-509(a)(1) | \$280,000.00 | \$0.00 | \$0.00 | \$280,000.00 | \$0.00 |
| The Albert Schweitzer Fellowship 330 Brookline Avenue Boston, MA 02215 to launch an Environmental Schweitzer Fellows initiative addressing environmental influences on health \$96,000.00 | 501(c)(3)-509(a)(1) | \$96,000.00 | \$0.00 | \$0.00 | \$96,000.00 | \$0.00 |
| The Albert Schweitzer Fellowship 330 Brookline Avenue Boston, MA 02215 to continue support for the Albert Schweitzer Environmental Fellows program, focused on addressing environmental influences on health \$240,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$240,000.00 | \$0.00 | 80.00 | \$240,000.00 |
| Allegheny Land Trust 409 Broad Street Suite 206B Sewickley, PA 15143 for implementation of the Allegheny Land Trust Greenprint in the Pine Creek watershed \$100,000.00 | 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 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Association for the Advancement of Sustainability in Higher Education 1536 Wynkoop Street Suite B500 Denver, CO 80202 to produce/disseminate documentation of AASHE Higher Education Sustainability Tours in Pittsburgh \$15,000.00 | 501(c)(3)-509(a)(2) | \$0.00 | \$15,000.00 | 80.00 | \$0.00 | \$15,000.00 |
| Bike Pittsburgh, Inc. 3410 Penn Avenue Pittsburgh, PA 15201 for Bicycle Advocacy & Promotion (Operational Support) \$60,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$60,000.00 | 80.00 | \$60,000.00 | \$0.00 |
| Breast Cancer Fund 1388 Sutter Street Suite 400 San Francisco, CA 94109 for education of diverse communities in southwestern Pennsylvania about toxic chemicals in cosmetics \$50,000.00 | 501(c)(3)-509(a)(1) | \$50,000.00 | \$0.00 | \$0.00 | \$50,000.00 | 80.00 |
| Breast Cancer Fund 1388 Sutter Street Suite 400 San Francisco, CA 94109 to educate diverse communities in southwestern Pennsylvania about toxic chemicals in cosmetics \$68,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$68,000.00 | \$0.00 | 80.00 | \$68,000.00 |
| Brookings Institution 1775 Massachusetts Avenue NW Washington, DC 20036 for support of the Metropolitan Policy Program \$300,000.00 | 501(c)(3)-509(a)(1) | \$75,000.00 | 80.00 | \$0.00 | \$75,000.00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Carnegie Mellon University 5000 Forbes Avenue Warner Hall, 6th Floor Pittsburgh, PA 15213-3890 REFUND of \$979.29 on 3/4/11 - for continued support for development of a publicly accessible educational "green science" web site with online curriculum and software tools \$199,020.71 | 501(c)(3)-509(a)(1) | 0008 | 80.00 | -\$979.29 | -\$979.29 | \$0.00 |
| Carnegie Mellon University 5000 Forbes Avenue Warner Hall, 6th Floor Pittsburgh, PA 15213-3890 to develop spatial maps of air pollutants in the Pittsburgh region \$300,000.00 | 501(c)(3)-509(a)(1) | \$225,000.00 | 80.00 | \$0.00 | \$150,000.00 | \$75,000.00 |
| Carnegie Mellon University 5000 Forbes Avenue Warner Hall, 6th Floor Pittsburgh, PA 15213-3890 to collect and manage baseline aquatic resources data to evaluate the impact of shale gas development \$100,000.00 | 501(c)(3)-509(a)(1) | \$50,000.00 | \$0.00 | \$0.00 | \$50,000.00 | \$0.00 |
| Carnegie Mellon University 5000 Forbes Avenue Warner Hall, 6th Floor Pittsburgh, PA 15213-3890 to characterize the air pollution impacts of Marcellus Shale development \$100,000.00 | 501(c)(3)-509(a)(1) | \$25,000.00 | \$0.00 | 80.00 | \$25,000.00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Carnegie Mellon University Civil & Environmental Engineering Department 5000 Forbes Avenue Pittsburgh, PA 15213 to expand baseline aquatic resources and water quality data collection through summer 2011 \$74,000.00 | 501(c)(3)-509(a)(1) | \$74,000.00 | \$0.00 | \$0.00 | \$74,000.00 | \$0.00 |
| Center for Coalfield Justice 184 South Main Street P.O. Box 1080 Washington, PA 15301 for outreach to coalfield residents on the impacts of longwall mining in southwestern Pennsylvania \$210,000.00 | 501(c)(3)-509(a)(1) | \$210,000.00 | \$0.00 | \$0.00 | \$210,000.00 | \$0.00 |
| Center for Coalfield Justice 184 South Main Street P.O. Box 1080 Washington, PA 15301 to inform, organize and empower public influence on energy extraction in southwestern Pennsylvania \$125,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$125,000.00 | \$0.00 | \$0.00 | \$125,000.00 |
| Center for Victims of Violence and Crime 5916 Penn Avenue Pittsburgh, PA 15206 for the environmental education and awareness project to reduce risk factors that lead to violence \$75,000.00 | 501(c)(3)-509(a)(1) | \$75,000.00 | \$0.00 | \$0.00 | \$75,000.00 | \$0.00 |
| Children's Institute of Pittsburgh 1405 Shady Avenue Pittsburgh, PA 15217-1350 for start-up support for the Women's Health and Environment Network \$300,000.00 | 501(c)(3)-509(a)(1) | \$75,000.00 | 80.00 | \$0.00 | \$75,000.00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Children's Institute of Pittsburgh 1405 Shady Avenue Pittsburgh, PA 15217-1350 to educate and empower women with knowledge of environmental risks so they can make healthy choices \$395,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$395,000.00 | \$0.00 | \$70,000.00 | \$325,000.00 |
| Citizens Coal Council 605 Taylor Way Bridgeville, PA 15017 for analysis of and advocacy on longwall coal mining policy \$75,000.00 | 501(c)(3)-509(a)(1) | \$75,000.00 | \$0.00 | \$0.00 | \$75,000.00 | \$0.00 |
| Citizens Coal Council 605 Taylor Way Bridgeville, PA 15017 for operating support with focus on longwall coal mining work \$185,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$185,000.00 | \$0.00 | \$0.00 | \$185,000.00 |
| Citizens for Pennsylvania's Future 610 North Third Street Harrisburg, PA 17101 for annual operating support \$1,950,000.00 | 501(c)(3)-509(a)(1) | \$975,000.00 | 80.00 | \$0.00 | \$650,000.00 | \$325,000.00 |
| Citizens for Pennsylvania's Future 610 North Third Street Harrisburg, PA 17101 to support the creation of a comprehensive solar energy program in Allegheny County \$200,000.00 | 501(c)(3)-509(a)(1) | \$150,000.00 | \$0.00 | \$0.00 | \$100,000.00 | \$50,000.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Clean Air Council 135 South 19th Street Suite 300 Philadelphia, PA 19103 to address air quality issues of Marcellus Shale natural gas drilling \$180,000.00 | 501(c)(3)-509(a)(1) | \$180,000.00 | \$0.00 | \$0.00 | \$120,000.00 | \$60,000.00 |
| Clean Air Task Force 18 Tremont Street Suite 530 Boston, MA 02108 to support detailed analysis of air quality in southwestern Pennsylvania and federal policy work on power plant and diesel emissions \$400,000.00 | 501(c)(3)-509(a)(2) | \$100,000.00 | 80.00 | \$0.00 | \$100,000.00 | 00'0\$ |
| Clean Air Task Force 18 Tremont Street Suite 530 Boston, MA 02108 to ensure strong environmental standards for shale gas development in the region \$50,000.00 | 501(c)(3)-509(a)(2) | 80.00 | \$50,000.00 | \$0.00 | 80.00 | \$50,000.00 |
| Clean Water Fund 100 Fifth Avenue Suite 1108 Pittsburgh, PA 15222 10 connect state nerworks of community efforts with policy development and to characterize pollution impacts of Marcellus Shale development \$59,000.00 | 501(c)(3)-509(a)(1) | \$29,000.00 | \$0.00 | \$0.00 | \$29,000.00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Clean Water Fund 100 Fifth Avenue Suite 1108 Pitsburgh, PA 15222 to promote policies to improve air quality in Allegheny County \$335,000.00 | 501(c)(3)-509(a)(1) | \$335,000.00 | \$0.00 | 00.00 | \$160,000.00 | \$175,000.00 |
| Clean Water Fund 100 Fifth Avenue Suite 1108 Pitsburgh, PA 15222 to build a broad network in Pennsylvania to address policies on Marcellus Shale gas extraction \$45,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | 845,000.00 | 80.00 | \$0.00 | \$45,000.00 |
| Community Foundation of Greater Johnstown 116 Market Street Suite 4 Johnstown, PA 15901 for operating support for Three Rivers Waterkeeper \$90,000.00 | 501(c)(3)-509(a)(1) | \$90,000.00 | 80.00 | \$0.00 | \$90,000.00 | \$0.00 |
| Community Foundation of Greater Johnstown 116 Market Street Suite 4 Johnstown, PA 15901 to support program costs including staff salary, community education and water testing for Three Rivers Waterkeeper \$90,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$90,000.00 | \$0.00 | 80.00 | \$90,000.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Community Foundation of Greater Johnstown 116 Market Street Suite 4 Johnstown, PA 15901 to expand the FracTracker web site and citizen stewardship as a core Marcellus Shale strategy \$840,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$840,000.00 | \$0.00 | \$50,000.00 | \$790,000.00 |
| Conservation Consultants, Inc. 64 South 14th Street Pittsburgh, PA 15203 for continued support for Director of Business Development \$180,000.00 | 501(c)(3)-509(a)(1) | \$90,000.00 | \$0.00 | \$0.00 | \$90,000.00 | \$0.00 |
| Cornell University 300 Day Hall Ithaca, NY 14853 to analyze economic impact of Marcellus Shale natural gas drilling on affected areas of Pennsylvania and New York \$150,000,00 | 501(c)(3)-509(a)(1) | \$100,000.00 | 80.00 | \$0.00 | \$100,000.00 | 80.00 |
| Cornell University 300 Day Hall Ithaca, NY 14853 for research and outreach in western Pennsylvania on local decision-making to regulate natural gas drilling \$50,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$50,000.00 | \$0.00 | \$0.00 | \$50,000.00 |
| Delaware Riverkeeper Network 925 Canal Street Suite 3701 Bristol, PA 19007 for education of and networking with local residents and towns regarding natural gas development \$40,000.00 | 501(c)(3)-509(a)(1) | \$40,000.00 | \$0.00 | \$0.00 | \$40,000.00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Duquesne University 510 Administration Building 600 Forbes Avenue Pittsburgh, PA 15282 REFUND of \$674.29 on 8/19/11 - for partnership in the universities' Carbon Neutral project \$39,325.71 | 501(c)(3)-509(a)(1) | \$0.00 | \$0.00 | -\$674.29 | -\$674.29 | \$0.00 |
| Duquesne University 510 Administration Building 600 Forbes Avenue Pittsburgh, PA 15282 to provide microbial profiling, and fish and salamander survey for Marcellus Shale baseline assessment \$87,320.00 | 501(c)(3)-509(a)(1) | \$44,000.00 | 80.00 | \$0.00 | \$44,000.00 | \$0°00 |
| Duquesne University 510 Administration Building 600 Forbes Avenue Pittsburgh, PA 15282 for an ongoing baseline study relating to Marcellus Shale \$41,160.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$41,160.00 | \$0.00 | \$41,160.00 | \$0.00 |
| Duquesne University 510 Administration Building 600 Forbes Avenue Pittsburgh, PA 15282 for an ongoing baseline study relating to Marcellus Shale \$153,636.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$153,636.00 | 80.00 | 80.00 | \$153,636.00 |
| Earth Force, Inc. 2555 W. 34th Avenue Denver, CO 80211 for youth-led experiential environmental learning in the Pittsburgh Public Schools and other southwestern Pennsylvania schools \$100,000.00 | 501(c)(3)-509(a)(1) | \$50,000.00 | \$0.00 | \$0.00 | \$50,000.00 | 80.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Earthjustice 50 California Street Suite 500 San Francisco, CA 94111 to ensure environmentally sustainable natural gas exploration and production in the Marcellus Shale \$50,000.00 | 501(c)(3)-509(a)(2) | \$0.00 | \$50,000.00 | \$0.00 | \$0.00 | \$50,000.00 |
| Earthworks 1612 K Street NW Suite 808 Washington, DC 20006 to develop a comprehensive online resource on energy extraction impacts, particularly for oil and gas \$40,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$40,000.00 | 80.00 | \$40,000.00 | \$0.00 |
| East End Cooperative Ministry 250 North Highland Avenue Pittsburgh, PA 15206 to support green building features of a new facility \$200,000.00 | 501(c)(3)-509(a)(1) | \$200,000.00 | \$0.00 | \$0.00 | \$100,000.00 | \$100,000.00 |
| East End Neighborhood Forum NOW GARFIELD JUBILEE 5138 Penn Avenue Pittsburgh, PA 15224 REFUND of \$4,947.84 on 7/06/11 - support for the Pittsburgh Transportation Equity Project \$45,052.16 | 501(c)(3)-509(a)(1) | 80.00 | \$0.00 | -\$4,947.84 | -\$4,947.84 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Aliocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| East End Neighborhood Forum NOW GARFIELD JUBILEE 5138 Penn Avenue Pittsburgh, PA 15224 REFUND of \$10,297.87 on 7/6/11 - to support the Pittsburgh Transportation Equity Project \$39,702.13 | 501(c)(3)-509(a)(1) | \$0.00 | \$0.00 | -\$10.297.87 | -\$10,297.87 | \$0.00 |
| Energy Conservation Council of Pennsylvania 189 Hoge Summit Road Eighty Four, PA 15330 to support participation in issues related to electric transmission lines \$300,000,00 | 501(c)(3)-509(a)(1) | \$300,000.00 | \$0.00 | \$0.00 | \$150,000.00 | \$150,000.00 |
| Environmental Grantmakers Association 475 Riverside Drive 50 Suite 960 New York, NY 10115 for membership dues renewal \$4,319.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$4,319.00 | \$0.00 | \$4,319.00 | \$0.00 |
| Environmental Integrity Project One Thomas Circle NW Suite 900 Washington, DC 20005 to find a project that will result in effective sufeguards for coal combustion waste \$220,000.00 | 501(c)(3)-509(a)(1) | \$170,000.00 | \$0.00 | \$0.00 | \$115,000.00 | \$55,000.00 |
| Foundation for Ohio River Education 5735 Kellogg Avenue Cincinnati, OH 45230 to build ORSANCO's capacity to address the water resources management needs in the Ohio River Basin \$60,000.00 | 501(c)(3)-509(a)(3) | 80.00 | \$60,000.00 | \$0.00 | 80.00 | \$60,000.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|-----------------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Foundation for Pennsylvania Watersheds 9697 Loop Road Alexandria, PA 16611 for funding to support site-specific watershed restoration projects and policy work on water quality \$500,000.00 | 501(c)(3)-509(a)(3)-Type I | \$100,000.00 | \$0.00 | \$0.00 | \$100,000.00 | \$0.00 |
| Foundation for Pennsylvania Watersheds 9697 Loop Road Alexandria, PA 16611 to support continued development of FracTracker.org \$150,000.00 | 501(c)(3)-509(a)(3)-Type I | \$150,000.00 | \$0.00 | \$ 0.00 | \$150,000.00 | \$0.00 |
| Foundation for Pennsylvania Watersheds 9697 Loop Road Alexandria, PA 16611 to assist in educating the public of the need to renew Pennsylvania's Growing Greener Environmental Stewardship Fund \$150,000.00 | 501(c)(3)-509(a)(3)-Type I | \$150,000.00 | \$0.00 | 80000 | \$150,000.00 | \$0.00 \$ |
| Foundation for Pennsylvania Watersheds 9697 Loop Road Alexandria, Pa 16611 for participation in Marcellus Shale activities, especially FracTracker \$49,100.00 | 501 (c)(3)-509(a)(3)-Type I | \$0.00 \$ | \$49,100.00 | 80.00 | \$49,100.00 | 80.00 |
| Foundation for Pennsylvania Watersheds 9697 Loop Road Alexandria, PA 16611 for site-specific restoration and enhancement of FracTracker.org \$730,000.00 | 501 (c)(3)-509(a)(3)-Type I | \$0.00 | \$730,000.00 | \$0.00 | \$0.00 | \$730,000.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|----------------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Foundation for Pennsylvania Watersheds 9697 Loop Road Alexandria, PA 16611 to design environmental public health response for communities in regions with natural gas extraction \$614,572.00 | 501(c)(3)-509(a)(3)-Type I | \$0.00 | \$614,572.00 | 80.00 | \$0.00 | \$614,572.00 |
| Friends of the Riverfront, Inc. 33 Terminal Way Pittsburgh, PA 15219 to provide project support for initial development of a bicycle and pedestrian trail through the Almono property to link Hazelwood with the Three Rivers Heriage Trail \$150,000.00 | 501(c)(3)-509(a)(1) | 00 0 \$ | \$150,000.00 | 00.00% | \$150,000.00 | \$0.00 |
| Friends of the Riverfront, Inc. 33 Terminal Way Pittsburgh, PA 15219 to buy the Aspinwall Marina to develop it into a riverfront park and trail system link \$200,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$200,000.00 | \$0.00 | \$200,000.00 | \$0.00 |
| Green Building Alliance River Walk Corporate Centre 333 East Carson Street, Suite 331 Pittsburgh, PA 15219 for operating support and a case study assessment of convention center performance \$540,000,00 | 501(c)(3)-509(a)(1) | \$300,000.00 | \$0.00 | \$0.00 \$ | \$200,000.00 | \$100,000.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Group Against Smog & Pollution Wightman School Community Building 5604 Solway Street, Room 204 Pittsburgh, PA 15217 to support work to reduce local diesel emissions and to work on other regional air quality issues \$200,000.00 | 501(c)(3)-509(a)(1) | \$200,000.00 | \$0.00 \$ | \$0.00 | \$100,000.00 | \$100,000.00 |
| Institute for Governance & Sustainable Development 2300 Wisconsin Ave. NW Suite 300B Washington, DC 20007 to address the threat to public health posed by the escalating biomass industry, whose main source of fuel for generating steam-powered electricity is forest wood \$49,200.00 | 501(c)(3)-509(a)(1) | 80.00 | \$49,200.00 | \$0.00 | \$49,200.00 | \$0.00 |
| Local Government Academy 800 Allegheny Avenue Suite 402 Pittsburgh, PA 15233-1804 to promote multi-municipal and sustainability planning and the ourreach of the Local Government Academy \$200,000,00 | 501(c)(3)-509(a)(1) | 80.00 | \$200,000.00 | \$0.00 | \$200,000.00 | \$0.00 |
| Mount Washington Community Development Corporation 301 Shiloh Street Pittsburgh, PA 15211 to support essential programs in Emerald View Park, Pittsburgh's newest regional park \$300,000.00 | 501(c)(3)-509(a)(1) | 0000\$ | \$300,000.00 | \$0.00 | 80.00 | \$300,000.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Mountain Watershed Association 1414B Indian Creek Valley Road P.O. Box 408 Melcroft, PA 15462 to facilitate and host a pilot project for training citizens to provide gas-well oversight \$\$59,170.00 | 501(c)(3)-509(a)(1) | \$29,170.00 | \$0.00 | \$0.00 | \$29,170.00 | \$0.00 |
| 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 | 501(c)(3)-509(a)(1) | \$270,000.00 | \$0.00 80.00 | \$0.00 | \$135,000.00 | \$135,000.00 |
| 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 | 501(c)(3)-509(a)(1) | 80.00 | \$380,500.00 | \$0.00 | \$0.00 | \$380,500.00 |
| 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 \$33,243.00 | 501(c)(3)-509(a)(1) | 00.08 | \$33,243.00 | \$0.00 | \$0.00 | \$33,243.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance |
|---|---------------------|---------------------------|-------------------------|-----------------|---------------------|----------------|
| Nine Mile Run Watershed Association Inc. 702 South Trenton Avenue Pittsburgh, PA 15221 for operating support \$100,000.00 | 501(c)(3)-509(a)(1) | \$50,000.00 | 80.00 | \$0.00 | \$50,000.00 | \$0.00 |
| Nine Mile Run Watershed Association Inc. 702 South Trenton Avenue Pittsburgh, PA 15221 for operating support and project funding \$100,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$100,000.00 | 80.00 | \$0.00 | \$100,000.00 |
| PennEnvironment Research and Policy Center 1420 Walnut Street Suite 650 Philadelphia, PA 19102-4000 for outreach and organizing on Marcellus Shale gas issues \$25,000.00 | 501(c)(3)-509(a)(1) | \$15,000.00 | \$0.00 | \$0.00 | \$15,000.00 | \$0.00 |
| PennEnvironment Research and Policy Center 1420 Walnut Street Suite 650 Philadelphia, PA 19102-4000 to inform, organize and activate citizens to shape the debate around gas drilling in Pennsylvania \$90,000.00 | 501(c)(3)-509(a)(1) | 80.00 | 890,000.00 | \$0.00 | 80.00 | \$90,000.00 |
| Pennsylvania Environmental Council 130 Locust Street Suite 200 Harrisburg, PA 17101 for operating support for Southwestern Pennsylvania programs \$150,000.00 | 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 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Pennsylvania Environmental Council 130 Locust Street Suite 200 Harrisburg, PA 17101 to support evaluation of the Conservation Landscape Initiative \$50,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$50,000.00 | \$0.00 | 00'000'00' | \$0.00 |
| Pennsylvania Environmental Council 130 Locust Street Suite 200 Harrisburg, PA 17101 10 continue PEC's stormwater and green infrastructure work in southwestern Pennsylvania \$100,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$100,000.00 | 00'00 | 80.00 | \$100,000.00 |
| Pennsylvania Parks and Forests Foundation 105 North Front Street Suite 305 Harrisburg, PA 17101 to create a messaging campaign to promote the value of state parks, forests and volunteerism \$75,000.00 | 501(c)(3)-509(a)(1) | 00:0\$ | \$75,000.00 | 0000 | 00.08 | \$75,000.00 |
| Pennsylvania Resources Council, Inc. 64 South 14th Street Pittsburgh, PA 15203 for support of household hazardous waste collection activities \$40,000.00 | 501(c)(3)-509(a)(2) | \$40,000.00 | \$0.00 | \$0.00 | \$40,000.00 | \$0.00 |
| Pennsylvania Resources Council, Inc. 64 South 14th Street Pittsburgh, PA 15203 to provide leadership and guidance to address environmental issues connected to waste disposal \$57,000.00 | 501(c)(3)-509(a)(2) | 80.00 | \$57,000.00 | \$0.00 | \$0.00 | \$57,000.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|-------------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Pennsylvania State University 201 Old Main University Park, PA 16802-1589 to identify and mitigate effects of Marcellus Shale natural gas development on the forest ecosystem \$412,141,00 | Educational Institution | \$412,141.00 | \$0.00 | 00:0\$ | \$165,000.00 | \$247,141.00 |
| Pittsburgh Community Broadcasting Corporation 67 Bedford Square Pittsburgh, PA 15203 to support the production of The Allegheny Front's weekly environmental radio program \$190,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$190,000.00 | \$0.00 | 80.00 | \$190,000.00 |
| Pittsburgh Community Reinvestment Group 1901 Centre Avenue Suite 200 Pittsburgh, PA 15219-4378 for capacity building \$200,000.00 | 501(c)(3)-509(a)(1) | \$150,000.00 | 80.00 | \$0.00 | \$100,000.00 | \$50,000.00 |
| Pittsburgh Community Reinvestment Group 1901 Centre Avenue Suite 200 Pittsburgh, PA 15219-4378 for development of a regional transit-oriented development strategic plan and neighborhood leadership development \$166,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$166,000.00 | \$0.00 | 80.00 | \$166,000.00 |
| Pittsburgh Film-Makers, Inc. 477 Melwood Avenue Pittsburgh, PA 15213-1135 for short documentaries on various impacts of gas drilling of Marcellus shale in southwestern PA \$50,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$50,000.00 | \$0.00 | 80.00 | \$50,000.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|----------------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Pitsburgh Interfaith Impact 707 Grant Street Gulf Tower, Suite 1346 Pittsburgh, PA 15219 to support organization and training of faith-based groups to influence regional environmental and community policy \$350,000.00 | 501(c)(3)-509(a)(1) | \$350,000.00 | 80.00 | 0000 | \$116,000.00 | \$234,000.00 |
| Pittsburgh Partnership for Neighborhood Development Regional Enterprise Tower 425 Sixth Avenue, Suite 1740 Pittsburgh, PA 15219 to provide Foundation Partner matching support for a CD Collaborative Network Coordinator consultant \$5,000.00 | 501(c)(3)-509(a)(3)-Type I | \$0.00 | \$5,000.00 | 00.00 | \$5,000.00 | 00'0\$ |
| Pittsburgh United 841 California Avenue Pittsburgh, PA 15212 to support an initiative to create greater public understanding of sewer infrastructure investment issues, particularly the value of "green infrastructure" approaches \$198,500.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$198,500.00 | 0°0°\$ | \$50,000.00 | \$148,500.00 |
| Pittsburgh Voyager 1501 Reedsdale Street The Cardello Building, Suite 2001 Pittsburgh, PA 15233 to provide operating funds for formal and informal environmental education programming \$100,000.00 | 501(c)(3)-509(a)(1) | \$50,000.00 | 80.00 | \$0.00 \$ | \$50,000.00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|----------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Pittsburgh Voyager 1501 Reedsdale Street The Cardello Building, Suite 2001 Pittsburgh, PA 15233 10 support RiverQuest education programs \$455,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$455,000.00 | 00'0\$ | \$455,000.00 | \$0.00 |
| Pittsburgh Voyager 1501 Reedsdale Street The Cardello Building, Suite 2001 Pittsburgh, PA 15233 to provide support to RiverQuest in order to seek sponsorships \$30,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$30,000.00 | 80.00 | \$30,000.00 | \$0.00 |
| Rachel Carson Homestead Association 613 Marion Avenue P.O. Box 46 Springdale, PA 15144 for education programs on pollution prevention to improve our health through better consumer choices and manufacturers' actions \$150,000.00 | 501(c)(3)-509(a)(1) | \$110,000.00 | 80.00 | \$0.00 \$ | \$75,000.00 | \$35,000.00 |
| Riverlife 707 Grant Street Suite 3500 Pittsburgh, PA 15219 for general operating support to continue the development of Three Rivers Park \$900,000.00 | 501 (c)(3)-509(a)(1) | \$600,000.00 | \$0.00 | \$0.00 | \$300,000.00 | \$300,000.00 |
| Society of Environmental Journalists P.O. Box 2492 Jenkintown, PA 19046 to advance credible, robust journalism that informs and engages communities on environmental issues \$15,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$15,000.00 | 80.00 | \$0.00 | \$15,000.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|----------------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Sustainable Pittsburgh 425 Sixth Avenue Suite 1335 Pittsburgh, PA 15219 for operating support to accelerate the policy and practice of sustainability in southwestern Pennsylvania \$400,000.00 | 501(c)(3)-509(a)(3)-Type I | \$100,000.00 | \$0.00 | \$0.00 | \$100,000.00 | 80.00 |
| Sustainable Pittsburgh 425 Sixth Avenue Suite 1335 Pittsburgh, PA 15219 to support SP's work program to accelerate the policy and practice of sustainable development in southwestern Pennsylvania \$225,000.00 | 501(c)(3)-509(a)(3)-Type I | \$ | \$225,000.00 | \$0.00 | \$0.00 | \$225,000.00 |
| Temple University P.O. Box 824242 Philadelphia, PA 19182-4242 REFUND of \$115.71 on 4/1//11 - for funds to further assess potential strategies that will improve the Pennsylvania General Assembly's lawmaking performance \$25,184.29 | 501(c)(3)-509(a)(1) | \$0.00 | \$0.00 | -\$115.71 | -\$115.71 | \$0.00 |
| Temple University P.O. Box 824242 Philadelphia, PA 19182-4242 to conduct a symposium as another step toward a continuing education program for the PA legislature \$25,100.00 | 501(c)(3)-509(a)(1) | 80.00 | \$25,100.00 | 80.00 | \$25,100.00 | 80.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|-------------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Trout Unlimited, Inc. 1300 North 17th Street Suite 500 Arlington, VA 22209-2404 to protect Pennsylvania's fish and wildlife from natural gas drilling in the Marcellus Shale \$75,000.00 | 501(c)(3)-509(a)(1) | \$40,000.00 | 80.00 | \$0.00 | \$40,000.00 | 00.0\$ |
| Trout Unlimited, Inc. 1300 North 17th Street Suite 500 Arlington, VA 22209-2404 for engaging Pennsylvanians to protect fish and wildlife from gas drilling in the Marcellus Shale \$90,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$90,000.00 | \$0.00 | 00.00 | \$90,000.00 |
| University of Massachusetts Lowell One University Avenue Lowell, MA 01854 to increase awareness about health risks of biomass burning; promote solutions that protect health \$101,712.00 | Educational Institution | \$101,712.00 | \$0.00 | \$0.00 | \$101,712.00 | \$0.00 |
| University of Pittsburgh School of Engineering 1140 Benedum Hall Pittsburgh, PA 15261 to support the Mascaro Center for Sustainable Innovation \$375,000.00 | 501(c)(3)-509(a)(1) | \$187,000.00 | 80.00 | 80.00 | \$125,000.00 | \$62,000.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| University of Pittsburgh Center for Healthy Environments and Communities Department of Environmental and Occupational Health 107 Cathedral of Learning Pittsburgh, PA 15260 to fund the continuing operations of the Center for Healthy Environments and Communities \$1,800,000.00 | 501(c)(3)-509(a)(1) | \$1,400,000.00 | \$0.00 | 80.00 | \$800,000.00 | \$600,000.00 |
| University of Pittsburgh Institute of Politics 4227 Fifth Avenue 710 Alumni Hall Pittsburgh, PA 15260 to support Power of 32, a world-class regional visioning effort in the Pittsburgh region \$300,000.00 | 501(c)(3)-509(a)(1) | \$200,000.00 | 80.00 | \$0.00 | \$200,000.00 | \$0.00 |
| University of Pittsburgh Department of Epidemiology 350 Thackery Pittsburgh, PA 15261 to conduct a case control study of childhood autism and environmental factors \$780,915.00 | 501(c)(3)-509(a)(1) | \$653,915.00 | \$0.00 | 0000\$ | \$261,000.00 | \$392,915.00 |
| University of Pittsburgh Center for Healthy Environments and Communities Department of Environmental and Occupational Health 107 Cathedral of Learning Pittsburgh, PA 15260 CANCELLED \$273,238.00 on 12/13/2011 - for the exploration of health impacts related to extraction of fossil fuels and ongoing baseline study \$6.00 | 501(c)(3)-509(a)(1) | 80.00 | \$273,238.00 | -\$273,238.00 | 80:00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| University of Pittsburgh School of Law 3900 Forbes Avenue Pittsburgh, PA 15260 to suxain interdisciplinary work at the Environmental Law Clinic \$225,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$225,000.00 | \$0.00 | \$0.00 | \$225,000.00 |
| Virginia Organizing Project 703 Concord Avenue Charlottesville, VA 22903-5208 for membership dues for the Health and Environmental Funders Network, 2011 Natural gas funders project. \$47,000.00 | 501(c)(3)-509(a)(1) | 80.00 | 847,000.00 | \$0.00 | \$47,000.00 | 80.00 |
| Western Pennsylvania Conservancy 800 Waterfront Drive Pittsburgh, PA 15222 to support TreeVitalize Pittsburgh \$450,000.00 | 501(c)(3)-509(a)(1) | \$50,000.00 | 80.00 | 80.00 | \$50,000.00 | 80.00 |
| Total Environment | | \$10,146,938.00 | \$8,095,568.00 | -\$290,253.00 | \$8,494,746.00 | \$9,457,507.00 |
| Innovation Economy 100 Black Men of Western Pennsylvania, Inc. P. O. Box 254 Pittsburgh, PA 15230 to expand the current mentoring initiative with an increased focus on Economic Opportunity \$144,640.00 | 501(c)(3)-509(a)(1) | 80.00 | \$144,640.00 | 80.00 | \$144,640.00 | \$ 0.00 |
| 3 Rivers Connect 425 Sixth Avenue, Suite 1310 Pittsburgh, PA 15219-1819 to support economic and community revitalization efforts within the City of Pittsburgh \$100,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$100,000.00 | \$0.00 | \$100,000.00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|----------------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Addison Terrace Learning Center of Pittsburgh 905 West Street 4th Floor Pittsburgh, PA 15221 strengthen identity gender and character with boys 12-14 with a rites of passage, cultural model \$133,731.00 | 501(c)(3)-509(a)(1) | \$93,731.00 | 80.00 | \$0.00 | \$93,731.00 | \$0.00 |
| African American Chamber Foundation of Western Pennsylvania Regional Enterprise Tower 425 Sixth Avenue, Suite 1330 Pittsburgh, PA 15219 to conduct and update their Strategic Plan \$10,000.00 | 501(c)(3)-509(a)(3)-Type I | \$0.00 | \$10,000.00 | \$0.00 | \$10,000.00 | \$0.00 |
| Allegheny Conference on Community Development 11 Stanwix Street 17th Floor Pittsburgh, PA 15222-1312 for three of our program areas; air service, economic development/supply chain & workplace \$200,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$200,000.00 | \$0.00 | \$200,000.00 | \$000 \$000 |
| Bridgeway Capital, Inc. 707 Grant Street Suite 1920 Pittsburgh, PA 15219-1945 to increase lending capital for Bridgeway Capital's three primary loan products \$1,000,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$1,000,000.00 | \$0.00 | \$1,000,000.00 | 80.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid | Ending Balance |
|--|---------------------|---------------------------|-------------------------|-----------------|----------------|----------------|
| Brookings Institution 1775 Massachusetts Avenue NW Washington, DC 20036 to conduct research, policy, and network building activities to advance a metropolitan-led next economy \$200,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$200,000.00 | \$0.00 | \$50,000.00 | \$150,000.00 |
| Carnegie Mellon University Global Business Brigades- Panama SMC 2488 Pittsburgh, PA 15289-2488 for Carnegie Mellon Community Service Project Regarding Small Business Development \$2,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$2,000.00 | \$0.00 | \$2,000.00 | \$0.00 |
| Carnegie Mellon University 5000 Forbes Avenue Warner Hall, 6th Floor Pitsburgh, PA 15213-3890 to support the Capital Campaign \$13,000,000.00 | 501(c)(3)-509(a)(1) | \$5,000,000.00 | \$0.00 | \$0.00 | \$2,500,000.00 | \$2,500,000.00 |
| Carnegie Mellon University Institute for Green Science Department of Chemistry 4400 Fifth Avenue Pitsburgh, PA 15213 to advance GreenOx Catalysts, Inc.; build green chemistry research and economic leadership in Western PA \$300,000.00 | 501(c)(3)-509(a)(1) | \$150,000.00 | 80.00 | 80.00 | \$150,000.00 | 80.00 |
| Carnegie Mellon University College of Fine Arts 5000 Forbes Avenue Pittsburgh, PA 15213-3890 for UDream, a program to increase diversity in architecture and urban design professions in Pittsburgh \$175,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$175,000.00 | \$0.00 | \$175,000.00 | 80.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Carnegie Mellon University 5000 Forbes Avenue Warner Hall, 6th Floor Pitsburgh, PA 15213-3890 for development of citizen science technologies and public awareness of Pitsburgh air quality \$50,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$50,000.00 | 80.00 | \$50,000.00 | \$0.00 |
| Carnegie Mellon University 5000 Forbes Avenue Warner Hall, 6th Floor Pittsburgh, PA 15213-3890 to create at CMU a targeted Proof of Concept Fund for Barly Stage Commercialization \$300,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$300,000.00 | \$0.00 | \$300,000.00 | \$0.00 |
| Carnegie Mellon University 5000 Forbes Avenue Warner Hall, 6th Floor Pittsburgh, PA 15213-3890 for development of citizen science technologies and public awareness of Pittsburgh air quality \$175,000.00 | 501(c)(3)-509(a)(1) | 00°0\$ | \$175,000.00 | \$0.00 | \$175,000.00 | \$0.00 |
| Center Avenue United Methodist Church 450 Eleanor Street Pitcaim, PA 15140 to increase economic stability for low-income families in Pitcaim \$40,000.00 | Church | 80.00 | \$40,000.00 | \$0.00 | \$40,000.00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Christian Evangelistic Economic Development 5901 Bryant Street Pittsburgh, PA 15206-1654 to continue and expand microenterprise assistance program targeting African Immigrants and Refugees \$300,000,00 | 501(c)(3)-509(a)(1) | \$300,000.00 | 00°0\$ | \$0.00 | \$300,000.00 | \$0.00 |
| Cleveland Development Foundation 100 Public Square Suite 210 Cleveland, OH 44113 to support the effort to unite the combined region's assets for sustained prosperity \$30,000.00 | 501(c)(3)-509(a)(1) | \$30,000.00 | 80.00 | \$0.00 | \$30,000.00 | \$0.00 |
| Coalition of Organized Residents of East Liberty 211 N. Whitfield Street Suite 210 Pittsburgh, PA 15206 to help residents access jobs (construction and permanent) on publichy-funded development in East Liberty \$30,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$30,000.00 | \$ 0.00 | \$30,000.00 | \$0.00 \$ |
| Community College of Allegheny County Educational Foundation 808 Ridge Avenue 808 Ridge Avenue Byers Hall - Room 102 Pittsburgh, PA 15212 10 help CCAC's South Campus students achieve academic success at CCAC \$50,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$50,000.00 | \$0.00 | \$50,000.00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|----------------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Community Economic Development Corporation of Clairton 363 Halcomb Avenue Clairton, PA 15025 to coordinate services for Southside residents and support home buyers in the transition to home ownership \$45,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$45,000.00 | 80.00 | \$45,000.00 | \$0.00 |
| A Developmental Strategy to Elevate People Inc. 453 Biddle Avenue Suite 3 Wilkinsburg, PA 15221 to educate and develop African American Boys in Entrepreneurship \$20,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$20,000.00 | 80.00 | \$20,000.00 | \$0.00 |
| Duquesne University 510 Administration Building 600 Forbes Avenue Pittsburgh, PA 15282 to support the activities and projects of 3 Rivers Clean Energy \$150,000.00 | 501(c)(3)-509(a)(1) | \$75,000.00 | 0000\$ | \$0.00 | \$75,000.00 | \$0.00 |
| Entrepreneuring Youth The Bank Tower 307 Fourth Avenue, Suite 500 Pittsburgh, PA 15222 10 test a replicable, seven year pathway for at-risk students to develop professional & life skills \$100,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$100,000.00 | 80.00 | \$100,000.00 | \$0.00 |
| The Forbes Funds Five PPG Place Suite 250 Pittsburgh, PA 15222-5414 to support the 2011 Nonprofit Summit \$10,000.00 | 501(c)(3)-509(a)(3)-Type I | \$0.00 | \$10,000.00 | \$0.00 | \$10,000.00 | 80.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Garfield Jubilee Association, Inc. 5138 Penn Avenue Pittsburgh, PA 15224 to provide employment opportunities for low and moderate-income individuals \$32,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$32,000.00 | 00'0\$ | \$32,000.00 | \$0.00 |
| Growth Through Energy & Community Health Strategies 6587 Hamilton Avenue Pittsburgh, PA 15206 for Pittsburgh regional collaboration to promote an inclusive green economy \$380,000.00 | 501(c)(3)-509(a)(1) | \$100,000.00 | 80.00 | 80.00 | \$100,000.00 | \$0.00 |
| Hill District Consensus Group c/o Hill House Center 1835 Centre Avenue Suite 265 Pitsburgh, PA 15219 to secure staff for ongoing community revitalization organizing efforts \$115,000.00 | 501(c)(3)-509(a)(1) | \$57,500.00 | \$00.00 | 80.00 | \$57,500.00 | \$0.00 |
| Hill District Consensus Group c/o Hill House Center 1835 Centre Avenue Suite 265 Pittsburgh, PA 15219 for operating support and Landbank Feasibility Study \$165,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$165,000.00 | 80.00 | \$165,000.00 | \$0.00 \$ |
| Hill House Association 1835 Centre Avenue 1815 Dentre Avenue 1815 Plitsburgh, PA 15219-4305 for capacity-building, education and support for a cooperative of women entrepreneurs \$300,000.00 | 501(c)(3)-509(a)(1) | \$200,000.00 | \$0.00 | \$0.00 | \$200,000.00 | 80.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|----------------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Hill Honse Association 1835 Centre Avenue Pittsburgh, PA 15219-4305 to provide support for videoconferencing capabilities and transportation for CEO job applicants \$10,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$10,000.00 | \$0.00 | \$10,000.00 | \$0.00 |
| Hill House Economic Development Corporation 1901 Centre Avenue Suite 202 Pittsburgh, PA 15219 technical support for a developer opportunity plan in the Hill District \$250,000.00 2010 | 501(c)(3)-509(a)(3)-Type I | \$150,000.00 | \$0.00 80 | \$0.00 | \$150,000.00 | \$0.00 |
| Innovation Works, Inc. 2000 Technology Drive Suite 250 Pittsburgh, PA 15219 to provide investment in various forms to regional early stage companies to maximize company growth \$1,500,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$1,500,000.00 | \$0.00 | \$1,500,000.00 | \$0.00 |
| Iota Phi Foundation 1020 Devonshire Road Pittsburgh, PA 15213 to support the 16th Annual Ron Foster Memorial Golf Tournament \$2,000.00 2011 | 501(c)(3)-509(a)(1) | \$0.00 | \$2,000.00 | \$0.00 | \$2,000.00 | \$0.00 |
| Kingsley Association 6435 Frankstown Avenue, Suite 201 Pittsburgh, PA 15206 to develop and implement a community engagement model to enhance the Weatherization Assistance Program \$277,093.00 | 501(c)(3)-509(a)(1) | \$135,000.00 | \$0.00 | \$0.00 | \$135,000.00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Kingsley Association 6435 Frankstown Avenue, Suite 201 Piusburgh, PA 15206 to develop community capacity to create green businesses that are sustainable in Larimer \$155,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$155,000.00 | \$0.00 | \$155,000.00 | \$0.00 |
| Kingsley Association 6435 Frankstown Avenue, Suite 201 Pittsburgh, PA 15206 to implement a community energy model to enhance community sustainability through Urban Energy Audits \$200,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$200,000.00 | \$0.00 | \$200,000.00 | \$0.00 |
| Leadership Pittsburgh 535 Smithfield Street Suite 1125 Pittsburgh, PA 15222 to test a unique economic development concept designed to have "experienced dreamers" move to Pittsburgh \$25,000.00 | 501(c)(3)-509(a)(2) | \$0.00 | \$25,000.00 | \$0.00 | \$25,000.00 | \$0.00 |
| Manchester Citizens Corporation 1319 Allegheny Avenue Pittsburgh, PA 15233 to provide operational support for MCC's \$20M Renaissance initiative \$200,000.00 | 501(c)(3)-509(a)(1) | \$100,000.00 | \$0.00 \$ | \$0.00 | \$100,000.00 | \$0.00 |
| Martin Luther King Jr Cultural Center 636 Herron Avenue Pitsburgh, PA 15219 to demonstrate to AAMS males how academic achievement applies now and in the future \$20,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$20,000.00 | \$0.00 | \$20,000.00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Minority & Women Educational Labor Agency 3445 Butler Street Pittsburgh, PA 15201 to provide operating support for the Building Trades Pre-apprenticeship and Sheltered Bond Program \$150,000.00 | 501(c)(3)-509(a)(1) | \$75,000.00 | \$0.00 | \$0.00 | \$75,000.00 | 00°0% |
| Minority & Women Educational Labor Agency 3445 Butler Street Pittsburgh, PA 15201 To provide funding to the Sheltered Bond Guarantee Fund \$200,000.00 | 501(c)(3)-509(a)(1) | \$100,000.00 | 80.00 | \$0.00 | \$100,000.00 | \$0.00 \$ |
| Mon Valley Initiative 303/305 East Eighth Avenue Homestead, PA 15120-1517 to support job placement and entrepreneurship training for prisoner reentry \$50,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$50,000.00 | \$0.00 | \$50,000.00 | \$0.00 |
| Mt. Ararat Community Activity Center, Inc. 271 Paulson Avenue Pittsburgh, PA 15206 to equip young men to be business leaders and change agents to reverse the cycle of poverty \$150,000.00 | 501(c)(3)-509(a)(1) | \$0.00 \$ | \$150,000.00 | 80.00 | \$150,000.00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| National Black MBA Association P.O. Box 3502 Pittsburgh, PA 15230 for an initiative to strengthen opportunities for career advancement and enrepreneurship among African American professionals \$180,000.00 | 501(c)(3)-509(a)(1) | \$120,000.00 | \$0.00 | \$0.00 | \$60,000.00 | \$60,000.00 |
| Network of Hope 2326 Duncan Avenue Allison Park, PA 15101 to provide staffing and program expenses for the Youth Enrichment Program \$44,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$44,000.00 | \$0.00 | \$44,000.00 | \$0.00 |
| North Side Industrial Development Company 700 River Avenue Pittsburgh, PA 15212 for Sustainable Redevelopment Initiative and Entrepreneur Boot Camp for Veterans \$235,000.00 | 501(c)(3)-509(a)(2) | \$0.00 | \$235,000.00 | \$0.00 | \$235,000.00 | \$0.00 |
| The NorthShore Community Alliance 1439 N. Franklin Street Pittsburgh, PA 15233 to complete a strategic planning process \$7,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$7,000.00 | \$0.00 | \$7,000.00 | \$0.00 |
| Paralyzed Veterans of America 801 18th Street NW Washington, D.C., PA 20006 to support the 31st Annual National Veterans Wheelchair Games in Pitrsburgh \$50,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$50,000.00 | \$0.00 | \$50,000.00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance |
|---|---------------------|---------------------------|-------------------------|-----------------|---------------------|----------------|
| Pew Research Center 1615 L Street, NW Suite 700 Philadelphia, PA 20036 to conduct a content study of the coverage of African Americans in the local news media \$25,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$25,000.00 | \$0.00 | \$25,000.00 | 80.00 |
| Pittsburgh Central Keystone Innovation Zone 1901 Centre Avenue Suite 206 Pittsburgh, PA 15219 to strengthen and expand PCKIZ anchor institution economic development model \$600,000.00 | 501(c)(3)-509(a)(1) | \$400,000.00 | \$0.00 | 80.00 | \$200,000.00 | \$200,000,00 |
| The Pittsburgh Foundation Five PPG Place Suite 250 Pittsburgh, PA 15222 for the project "State of the Union: Community Development Systems Analysis, 2011" \$25,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$25,000.00 | \$0.00 | \$25,000.00 | 80.00 |
| Pittsburgh Gateways Corporation 4514 Plummer Street Pittsburgh, PA 15201 for a focused economic development initiative in the Hill District and Lawrenceville \$393,000.00 | 501(c)(3)-509(a)(1) | \$262,000.00 | \$0.00 | \$0.00 | \$262,000.00 | \$0.00 |
| Pittsburgh Green Innovators P.O. Box 2072 Pittsburgh, PA 15230 to increase capacity to carry out program and project opportunities of the three-year strategic plan \$660,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$660,000.00 | \$0.00 | \$220,000.00 | \$440,000.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| POISE Foundation Two Gateway Center, Suite 1700 603 Stanwix Street Pittsburgh, PA 15222 for the identification, education, mentoring and support of African American males as entrepreneurs \$50,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$50,000.00 | \$0.00 | \$50,000.00 | \$0.00 |
| Regional Housing Legal Services 2 South Easton Road Glenside, PA 19038 Recipients of support from Section 3 Recipients in Allegheny County program \$20,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$20,000.00 | \$0.00 | \$20,000.00 | \$0.00 |
| Regional Housing Legal Services 2 South Easton Road Glenside, PA 19038 to create & market a regional certification program for Section 3 Business Concerns \$300,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$300,000.00 | 00'0\$ | \$100,000.00 | \$200,000.00 |
| The Regional Opportunity Center 425 Sixth Avenue Suite 2880 Pittsburgh, PA 15219 for general operating funds 525,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$25,000.00 | \$0.00 | \$25,000.00 | 80.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance |
|---|----------------------|---------------------------|-------------------------|-----------------|---------------------|----------------|
| Rochester Institute of Technology National Technical Institute for the Deaf 52 Lomb Memorial Drive Rochester, NY 14623 REFUND of \$67,848.44 on 11/4/11 - for career development workshops to serve the deaf population in southwestern Pennsylvania \$4,851.56 | 501(c)(3)-509(a)(1) | 80.00 | 80.00 | -\$67,848.44 | -\$67,848.44 | \$0.00 |
| Rosedale Block Cluster, Inc. 7810 Tioga Street Pittsburgh, PA 15208 for three core Rosedale staff to attend the Growing Power workshops in Milwaukee \$3,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$3,000.00 | \$0.00 | \$3,000.00 | \$0.00 |
| SBC Ministries, Inc. 2320 10th Avenue Second Baptist Church Beaver Falls, PA 15010 to secure gap funding to complete 1st phase of facility rehabilitation \$100,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$100,000.00 | \$0.00 | \$100,000.00 | \$0.00 |
| StartingGate 2750 Constitution Blvd. Beaver Falls, PA 15010 to accelerate entrepreneurial and small business growth and job creation \$250,000.00 | 501 (c)(3)-509(a)(1) | \$0.00 | \$250,000.00 | \$0.00 | \$250,000.00 | \$0.00 |
| Steel Valley Authority 1112 South Braddock Avenue Suite 300 Swissvale, PA 15218 to build union-coop laundry serving the local healthhospitality market like Evergreen Cleveland model \$250,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$250,000.00 | \$0.00 | \$250,000.00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Technology Affinity Group 23 Briar Road Wayne, PA 19087 for affinity group dues \$1,500.00 | 501(c)(3)-509(a)(2) | \$0.00 | \$1,500.00 | \$0.00 | \$1,500.00 | \$0.00 |
| University of Maine 200 Alumni Hall Orono, ME 04469-5773 for an air quality reporting system for Pittsburgh embedded in the emerging 10Green information portal \$50,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$50,000.00 | \$0.00 | \$50,000.00 | \$0.00 |
| University of Pittsburgh 107 Cathedral of Learning Pittsburgh, PA 15260 to support the Mascaro Center for Sustainable Innovation \$270,000.00 | 501(c)(3)-509(a)(1) | \$90,000.00 | \$0.00 | \$0.00 | \$90,000.00 | \$0.00 |
| University of Pittsburgh 107 Cathedral of Learning Pittsburgh, PA 15260 to support the establishment of the Pittsburgh Advanced Biosensor Consortium \$300,000.00 | 501(c)(3)-509(a)(1) | \$120,000.00 | 80.00 | \$0.00 | \$120,000.00 | \$0.00 |

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|--|---------------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| University of Pittsburgh The Institute for Entrepreneurial Excellence 230 South Bouquet Street, Suite 1800 Pittsburgh, PA 15213 for the Entrepreneurial Mindset that provides entrepreneurship as an option to those with criminal records \$150,000.00 | 501(c)(3)-509(a)(1) | \$150,000.00 | \$0.00 | \$0.00 | \$150,000.00 | \$0.00 |
| University of Pittsburgh School of Social Work 2502 Cathedral of Learning Pittsburgh, PA 15260 for the African American Non-Profit Leadership Project \$7,000.00 | 501(c)(3)-509(a)(1) | \$7,000.00 | \$0.00 | \$0.00 | \$7,000.00 | 80.00 |
| University of Pittsburgh 107 Cathedral of Learning 107 Cathedral of Learning Pittsburgh, PA 15260 10 continue the success of Department of English internship program with other future projects \$48,700.00 | 501(c)(3)-509(a)(1) | 80.00 | \$48,700.00 | \$0.00 | \$48,700.00 | 80.00 |
| University of Pittsburgh The Institute for Entrepreneurial Excellence 230 South Bouquet Street, Suite 1800 Pittsburgh, PA 15213 to provide educational, consulting and mentoring services to entrepreneurs in disadvantaged populations \$400,000,00 | 501(c)(3)-509(a)(1) | 80.00 | \$400,000.00 | \$0.00 | \$400,000.00 | \$0.00 |
| University of Pittsburgh Office of Research University Club 123 University Place Pittsburgh, PA 15213 to support The Congress of Neighboring Communities (CONNECT) \$50,000.00 | 501(c)(3)-509(a)(1) | 80.00 | \$50,000.00 | \$0.00 | \$50,000.00 | 80.00 |

Schedule of Appropriations and Payments, by Program Area

Fiscal Year 2011

| Recipient and/or Purpose | Tax Status | Beginning Balance 2011 | Newly Allocated 2011 | Amended 2011 | Amount Paid 2011 | Ending Balance 2011 |
|---|---------------------|---------------------------|--------------------------------|---|---|------------------------|
| University of Pittsburgh 107 Cathedral of Learning Pittsburgh, PA 15260 10 produce a video ad to attract veterans who miss appointments in the VA hospitals \$15,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$15,000.00 | 80.00 | \$15,000.00 | 80.00 |
| University of Pittsburgh Institute of Politics 4227 Fifth Avenue 710 Alumni Hall Pitsburgh, PA 15260 to support the development of a cross-sector Marcellus Shale Roundtable \$45,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$45,000.00 | 80.00 | \$45,000.00 | \$0.00 |
| Urban Redevelopment Authority of Pittsburgh 200 Ross Street, 12th floor Pittsburgh, PA 15219-2069 for additional funding to complete the Hill District Master Plan \$28,000.00 | Government Entity | \$0.00 | \$28,000.00 | \$0.00 | \$28,000.00 | \$0000 * |
| Urban Youth Action, Inc. 333 Forbes Avenue Werner Center Pittsburgh, PA 15222 for a Live/Green/Vegetative Roofing training, installation and maintenance program for African American males \$20,000.00 | 501(c)(3)-509(a)(1) | \$0.00 | \$20,000.00 | 80.00 | \$20,000.00 | 80.00 |
| Total Innovation Economy | | \$7,715,231.00 | \$7,662,840.00 | -\$67,848.44 | \$11,760,222.56 | \$3,550,000.00 |
| Grand Totals | | \$36,176,100.00 | \$67,589,659.00 ADDBACK REI | ,589,659.00 -8610,372.12 ADDBACK REFUNDED GRANTS TOTAL == | \$65,332,593.88 \$ 230,934.00 \$65,563,527.88 | \$37,822,793.00 |

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.

I.D. #25-1721100

The Heinz Endowments Interest Schedule

| Description | Revenue & Expense per Books | Net Investment Income | Adjusted Net <u>Income</u> |
|-----------------------------------|-----------------------------|--------------------------|-------------------------------|
| Flowthrough from Partnerships | 0 | 688,667 | 0 |
| Total to Form 990-PF, Pg 1, Ln 17 | 0 | 688,667 | 0 |

The Heinz Endowments
Form 990PF
EIN 25-1721100
Year ended 12/31/11

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, 2011, is as follows:

| | Issue | | Interest | | | Loans | Additional | |
|-------------------------------------|-----------|----------|----------|------------|------------|----------|------------|------------|
| | Date | Due | Rate | @ 12/31/10 | Repayments | Forgiven | Loans | @ 12/31/11 |
| Clean Sites, Inc. | 02/23/96 | Variable | 0.0% | 275,000 | 1 | • | ' | 275.000 |
| Pittsburgh Life Sciences Greenhouse | 07/01/04 | Variable | 0.0% | 7,500,000 | 1 | ı | 1 | 7.500,000 |
| Pittsburgh Life Sciences Greenhouse | 02//20/06 | Variable | 0.0% | 5,500,000 | • | 1 | ı | 5.500,000 |
| Pittsburgh Downtown Partnership | 03/25/09 | 03/25/13 | 3.0% | 52,500 | 1 | ı | | 52,500 |

The Heinz Endowments - PRI #P2143 Form 990-PF EIN 25-1721100 Year Ended December 31, 2011

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 July 15, 1997 May 15, 1998 | \$350,000 \$300,000 \$350,000 |
|---|-------------------------------------|
| May 15, 1998 | \$350,000 |
| January 1, 2007 Capital Distribution | (\$396,530) |
| January 1, 2008 Capital Distribution | (\$173,482) |
| January 1, 2010 Capital Distribution | <u>(\$ 74,349)</u> |
| Investment as of 12/31/11 | \$355,639 |

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, 2011, 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 \$38,421,352 (22 loans and one equity investment) leaving funded and to be funded commitments in the total amount of \$6,694,648.

- 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, 2012
- 7. Date of Verification of Partnership Report: MARCH 27, 2012

The Heinz Endowments - PRI #P2007 Form 990-PF EIN 25-1721100 Year Ended December 31, 2011

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) |
| Investment as of 12/31/11 | \$355,639 |
| | |

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, 2011, 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 \$38,621,352 (22 loans and one equity investment) leaving funded and to be funded commitments in the total amount of \$6,694,648.

- 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, 2012
- 7. Date of Verification of Partnership Report: MARCH 27, 2012

The Heinz Endowments – PRI #A8143 Form 990-PF EIN 25-1721100 Year Ended December 31, 2011

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) |
| Investment as of December 31, 2011 | ,643,300 |

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, 2011, 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, 2012
- 7. Date of Verification of Partnership Report: MARCH 27, 2012
- (1) Reinvested Fund I distributed capital.

The Heinz Endowments - PRI #A8144 Form 990-PF EIN 25-1721100 Year Ended December 31, 2011

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) |
| Investment as of December 31, 2011 | | ,643,000 |
| | | |

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, 2011, 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, 2012
- 7. Date of Verification of Partnership Report: MARCH 27, 2012
- (1) Reinvested Fund I distributed capital.

THE HEINZ ENDOWMENTS 1.D. #25-1721100 2011 TAX RETURN

FORM 990-PF - PART IV CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

| Description | Gain (Loss) |
|---|------------------------|
| SECURITY SALES/MUTUAL FUNDS | 88,224,670 |
| FLOWTHROUGH FROM 1607 CAPITAL INTERNATIONAL EQUITY FUND | 27,530 |
| FLOWTHROUGH FROM ABINGWORTH BIOVENTURES IV, L.P. FLOWTHROUGH FROM ADAGE CAPITAL PARTNERS, LP | 20,433 4,051,666 |
| FLOWTHROUGH FROM ADAMS CAPITAL MANAGEMENT III, L.P. | (1,433,640) |
| FLOWTHROUGH FROM ADAMS CAPITAL MANAGEMENT IV, L.P. FLOWTHROUGH FROM ALLOY VENTURES 2002, L.P. | 80,005 |
| FLOWTHROUGH FROM ALLOY VENTURES 2005, L.P. | (226,064) (462,287) |
| FLOWTHROUGH FROM BAIN CAPITAL FUND VIII | 311,354 |
| FLOWTHROUGH FROM BAIN CAPITAL ASIA FUND FLOWTHROUGH FROM BAIN CAPITAL ERUOPE FUND III | 10,577 (40) |
| FLOWTHROUGH FROM BAIN CAPITAL FUND IX | 259,160 |
| FLOWTHROUGH FROM BAIN CAPITAL (SSS I-C) IX FLOWTHROUGH FROM BAIN X - CA RESOURCES FUND | 6,073 |
| FLOWTHROUGH FROM BAIN A - CA RESOURCES FUND FLOWTHROUGH FROM BAIN CAPITAL (SQ) VIII | (8,519) (53,313) |
| FLOWTHROUGH FROM BANNISTER HOLDINGS | 589,337 |
| FLOWTHROUGH FROM BAUPOST VALUE PARTNERS, L.P. IV FLOWTHROUGH FROM BEACON CAPITAL STRATEGIC PARTNERS V | 2,290,993 14,515 |
| FLOWTHROUGH FROM BLACKSTONE CAPITAL PARTNERS IV, L.P. | 119,235 |
| FLOWTHROUGH FROM BLACKSTONE FC CAPITAL PARTNERS IV L.P. | (31,428) |
| FLOWTHROUGH FROM BLACKSTONE CAPITAL PARTNERS V L.P. FLOWTHROUGH FROM BLACKSTONE CAPITAL PARTNERS (CAYMAN) V L.P. | (5,238) 957 |
| FLOWTHROUGH FROM BLACKSTONE CAPITAL PARTNERS (CAYMAN II) V L.P. | 17,417 |
| FLOWTHROUGH FROM BLACKSTONE CAPITAL PARTNERS (CAYMAN) V-A L.P. FLOWTHROUGH FROM BCP V-S LP | 478 |
| FLOWTHROUGH FROM BCP (CAYMAN) V-S LP | (149) 2,558 |
| FLOWTHROUGH FROM BROOKSIDE CAPITAL PARTNERS | 2,365,571 |
| FLOWTHROUGH FROM CENTERBRIDGE CAPITAL PARTNERS FLOWTHROUGH FROM CENTERBRIDGE CAPITAL PARTNERS DEBT ACQUISITIONS | 561,208 45,934 |
| FLOWTHROUGH FROM CENTERBRIDGE CAPITAL PARTNERS AIV V | 172,927 |
| FLOWTHROUGH FROM CHARLESBANK EQUITY FUND VII | 82,917 |
| FLOWTHROUGH FROM COLCHESTER GLOBAL BOND FUND FLOWTHROUGH FROM COLUMBIA CAPITAL EQUITY PARTNERS IV | 222,777 173,443 |
| FLOWTHROUGH FROM DAVIDSON KEMPNER INSTITUTIONAL PARTNERS | 858,119 |
| FLOWTHROUGH FROM DOVER STREET V, LP FLOWTHROUGH FROM FIRST CAPITAL INVESTMENTS | 316,615 |
| FLOWTHROUGH FROM FOUNDATION CAPITAL INVESTMENTS FLOWTHROUGH FROM FOUNDATION CAPITAL IV, L.P. | 2,988,731 (682,467) |
| FLOWTHROUGH FROM FOUNDATION CAPITAL V, L.P. | 57,514 |
| FLOWTHROUGH FROM FOUNDATION CAPITAL VI, L.P. FLOWTHROUGH FROM GENERAL CATALYST GROUP III | (63,756) I12,860 |
| FLOWTHROUGH FROM GENERAL CATALYST GROUP IV | 20,580 |
| FLOWTHROUGH FROM GENERAL CATALYST GROUP V | 23,765 |
| FLOWTHROUGH FROM GENERAL CATALYST GROUP V - SUPPLEMENTAL FLOWTHROUGH FROM GLOBAL OPPORTUNISTIC FIXED INCOME | IO 1,247,80I |
| FLOWTHROUGH FROM GRAHAM PARTNERS II | 2,714 |
| FLOWTHROUGH FROM GREENFIELD ACQUISITION PARTNERS III FLOWTHROUGH FROM GREENFIELD ACQUISITION PARTNERS V | (39,980) |
| FLOWTHROUGH FROM HARBOURVEST PARTNERS V - PARTNERSHIP FUND LP | 15,628 142,066 |
| FLOWTHROUGH FROM HARBOURVEST PARTNERS V - DIRECT FUND LP | (114,920) |
| FLOWTHROUGH FROM HEARTWOOD FORESTLAND FUND IV FLOWTHROUGH FROM HEARTWOOD FORESTLAND FUND V | 57,915 56,120 |
| FLOWTHROUGH FROM H.I.G. BAYSIDE & LBO FUND II | 42,978 |
| FLOWTHROUGH FROM INTERWEST PARTNERS IX FLOWTHROUGH FROM INTERWEST PARTNERS X | (85,933) |
| FLOWTHROUGH FROM INVESTABLE EMERGING MARKETS | (57,833) 3,696,692 |
| FLOWTHROUGH FROM JP MORGAN DIRECT VENTURE CAPITAL | 17,195 |
| FLOWTHROUGH FROM JP MORGAN DIRECT CORPORATE FINANCE FLOWTHROUGH FROM JP MORGAN POOLED CORPORATE FINANCE | 229,440 444,361 |
| FLOWTHROUGH FROM JP MORGAN POOLED VENTURE CAPITAL | 168,782 |
| FLOWTHROUGH FROM JW CHILDS EQUITY PARTNERS III FLOWTHROUGH FROM KODIAK VENTURE PARTNERS III | 29,267 |
| FLOWTHROUGH FROM RODIAN VENTURE PARTNERS III FLOWTHROUGH FROM LBA REALTY FUND IV | 173,797 316,858 |
| FLOWTHROUGH FROM LEXINGTON CAPITAL PARTNERS V LP | 800,289 |
| FLOWTHROUGH FROM NATURAL GAS PARTNERS VII FLOWTHROUGH FROM NATURAL GAS PARTNERS VIII | 30,314 85,966 |
| FLOWTHROUGH FROM NATURAL GAS PARTNERS IX | 173,105 |
| FLOWTHROUGH FROM NGEN II, LP | (574,326) |
| FLOWTHROUGH FROM NGP ENERGY TECHNOLOGY PARTNERS II FLOWTHROUGH FROM OCTAVION TE FUND | 41,78I 46,112 |
| FLOWTHROUGH FROM PANTHEON USA FUND IV | 918,323 |
| FLOWTHROUGH FROM POLARIS VENTURE PARTNERS IV FLOWTHROUGH FROM POLARIS VENTURE PARTNERS V | 365,110 |
| FLOWTHROUGH FROM PROQUEST INVESTMENTS IV | 12,060 55,224 |
| FLOWTHROUGH FROM ROCKPORT CAPITAL PARTNERS III | (319,516) |
| FLOWTHROUGH FROM SILCHESTER INTERNATIONAL INVESTORS TOBACCO FREE FLOWTHROUGH FROM STERLING CAPITAL PARTNERS II, L.P. | 1,920,188 (29,445) |
| FLOWTHROUGH FROM STERLING CAPITAL PARTNERS III, L.P. | 71,963 |
| FLOWTHROUGH FROM STERLING CAPITAL PARTNERS III AIV ONE | (11,242) |
| FLOWTHROUGH FROM SUMMIT SUBORDINATED DEBT FUND III-B FLOWTHROUGH FROM SUMMIT PARTNERS PRIVATE EQUITY FUND VII | 931 302,400 |
| FLOWTHROUGH FROM TA X | 422,970 |
| FLOWTHROUGH FROM THE OVERLOOK PARTNERS FUND L.P. FLOWTHROUGH FROM THREE ARCH PARTNERS IV | 862,832 186,105 |
| FLOWTHROUGH FROM TUCKER ANTHONY PRIVATE EQUITY FUND II | 577,796 |
| FLOWTHROUGH FROM TUCKER ANTHONY PRIVATE EQUITY FUND III FLOWTHROUGH FROM WESTBROOK REAL ESTATE FUND VIII | 430,126 |
| 120 H TIMOCOTT FROM WEST BROOK REAL ESTATE FUND VIII | 94,182 |

Total Net Gain (Loss) per Tax Return 113,869,224

| FORM 8865 | AFFILIATION SCHEDULE | | STATEMEN | т 20 |
|-------------------------------|--|-----------------------|--|------|
| NAME | ADDRESS | IDENTIFYING NUMBER | TOTAL ORDINARY INCOME OR (LOSS) | EIGN |
| BAIN CPTL IDEAL STANDARD | WALKER HSE, 87 MARY ST | 98-0587282 | | х |
| BAIN CPTL IDEAL STANDARD 2 | GEORGE TOWN, GRAND CAYMAN, WALKER HSE, 87 MARY ST | 98-0667756 | | X |
| ISI CAYMAN HOLDING-D | GEORGE TOWN, GRAND CAYMAN, WALKER HSE, 87 MARY ST GEORGE TOWN, GRAND CAYMAN, | 98-0667753 | | x |
| ISI CAYMAN HOLDING-D2 | WALKER HSE, 87 MARY ST | 98-0671379 | | х |
| BAIN CPTL (CVD) INTEGRAL | GEORGE TOWN, GRAND CAYMAN, WALKER HSE, 87 MARY ST | 98-0675389 | | x |
| BAIN CPTL EVEREST MANAGER | GEORGE TOWN, GRAND CAYMAN, 200 CLARENDON ST, FL 41 | 98-0665096 | | x |
| BAIN CPTL TEAM (INTEGRAL) | BOSTON, MA 02116 WALKER HSE, 87 MARY ST | 98-1034563 | | x |
| BAIN CPTL WP INTEGRAL | GEORGE TOWN, GRAND CAYMAN, WALKER HSE, PO BOX 908GT | 98-0680756 | | x |
| SHIP INVESTOR & CY | 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 | | х |
| DREAM LUXCO SARL | 9A, RUE GABRIEL LIPPMANN MUNSBACH, L-5365 LUXEMBOU | 98-1017557 | | X |
| VERISURE TOPHOLDING AB | 200 CLARENDON ST, FL 41 BOSTON, MA 02116 | 98-1013173 | | x |

| CK IF FOR- EIGN) P'SH X |
|--------------------------|
| Х |
| |
| X |
| |
| x |
| X |
| Х |
| |
| NT 22 |
| IF |
| |
| |
| |
| |
| |
| |
| 7 |

| | | <u></u> |
|-------------------------------|---------------------------|------------|
| KLEOPATRA GUERNSEY HOLDING | | 98-0535907 |
| MONTJEU CAYCO LIMITED | | 98-0521840 |
| BLACKSTONE FP CPTL PTRS | MAURITIUS V-A LTD | 98-0583643 |
| BLACKSTONE FP CPTL PTRS | MAURITIUS V LTD | 98-0583645 |
| BLACKSTONE GPV CPTL PTRS | MAURITIUS V-H HOLDING LTD | 98-0538354 |
| BLACKSTONE GPV CPTL PTRS | MAURITIUS V-B HOLDING LTD | 98-0583646 |
| BCP/SPRING HOLDINGS CAYMAN | | 98-0657804 |
| ICS CAYCO LP | | 98-0662875 |
| BLACKSTONE GPV CPTL PTRS | MAURITIUS V-Q LTD | 98-0671004 |
| FREESCALE HOLDINGS LP | | 98-0525749 |
| TDS INVESTOR (CAYMAN) | | 45-0541419 |
| CP CAYMAN HOLDINGS LP | | 98-0496388 |
| | | |

| FORM 8865 | AFFILIATION SCHEDULE | | STATEMEN' | r 23 |
|-----------------------------|---|-----------------------|---------------------------------|----------------------------------|
| NAME | ADDRESS | IDENTIFYING NUMBER | TOTAL ORDINARY INCOME OR (LOSS) | CK IF FOR- EIGN P'SH |
| BAIN CPTL ASIA INTEGRAL | 200 CLARENDON ST, FL 41 | 98-0543782 | | |
| BAIN CPTL IDEAL STANDARD | BOSTON, MA 02116 WALKER HSE, 87 MARY ST | 98-0587282 | | x |
| BAIN CPTL INTEGRAL DM | GEORGE TOWN, GRAND CAYMAN, 200 CLARENDON ST, FL 41 | 27-3399222 | | |
| GYMBOREE INVEST HOLDINGS | BOSTON, MA 02116 200 CLARENDON ST, FL 41 | 98-1022009 | | x |
| | BOSTON, MA 02116 | | | |

| BAIN CPTL SKYLARK HOLDINGS | WALKER HSE, 87 MARY ST | 98-1021462 | | X | |
|-------------------------------|----------------------------|-------------|-----------|----------|--|
| | GEORGE TOWN, GRAND CAYMAN, | 22 | | | |
| FORM 8865 | AFFILIATION SCHEDULE | | STATEMEN | T 24 | |
| | | | TOTAL | CK IF | |
| | | | ORDINARY | FOR- | |
| | | IDENTIFYING | INCOME | EIGN | |
| NAME | ADDRESS | NUMBER | OR (LOSS) | P'SH | |
| SATMEX INVEST | PO BOX 309, UGLAND HSE | 98-0693791 | | | |
| HOLDINGS | CDAND CAMPANA WITH 1104 CA | | | X | |
| SATMEX INVEST | GRAND CAYMAN, KY1-1104 CA | 98-0693785 | | | |
| HOLDINGS GP | PO BOX 309, UGLAND HSE | 90-0093703 | | X | |
| | GRAND CAYMAN, KY1-1104 CA | | | | |
| SATMEX COOPERATIEVE UA | BOELELANN 7 | 98-0693802 | | X | |

AMSTERDAM, 1083 HJ NETHER