

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

2010

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

For calendar year 2010, or tax year beginning 04/01, 2010, and ending 03/31, 2011

G Check all that apply: Initial return Initial return of a former public charity Final return
 Amended return Address change Name change

Name of foundation: **PETER G. PETERSON FOUNDATION**
 Number and street (or P.O. box number if mail is not delivered to street address): **888-C EIGHTH AVENUE BOX #144**
 Room/suite: _____
 City or town, state, and ZIP code: **NEW YORK, NY 10019**

A Employer identification number
 26-0316905

B Telephone number (see page 10 of the instructions)
 (212) 542-9240

C If exemption application is pending, check here

D 1. Foreign organizations, check here
 2. Foreign organizations meeting the 85% test, check here and attach computation

E If private foundation status was terminated under section 507(b)(1)(A), check here

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

H Check type of organization: Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$ 478,916,737.**

J Accounting method: Cash Accrual
 Other (specify) _____
 (Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	75,037,587.			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	329.	329.		ATCH 1
	4 Dividends and interest from securities	370,607.	3,082,899.		ATCH 2
	5a Gross rents		12,746.		
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	18,470.			
	b Gross sales price for all assets on line 6a	8,185,153.			
	7 Capital gain net income (from Part IV, line 2)		8,185,153.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)	115,915.	8,064,587.		ATCH 3	
12 Total. Add lines 1 through 11	75,542,908.	19,345,714.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	852,633.			852,633.
	14 Other employee salaries and wages	1,233,424.			1,233,424.
	15 Pension plans, employee benefits	616,284.			616,284.
	16a Legal fees (attach schedule) ATCH 4	330,125.	0.	0.	304,560.
	b Accounting fees (attach schedule) ATCH 5	111,604.	0.	0.	99,104.
	c Other professional fees (attach schedule) *	3,908,604.	722,960.		3,218,739.
	17 Interest. ATTACHMENT 7		186,077.		
	18 Taxes (attach schedule) (see page 14 of the instructions) **	846,161.	54,338.		250.
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy	6,000.			6,000.
	21 Travel, conferences, and meetings	170,687.			170,687.
	22 Printing and publications	94,982.			94,982.
	23 Other expenses (attach schedule) ATCH 9	5,486,708.	1,571,164.		5,406,693.
	24 Total operating and administrative expenses. Add lines 13 through 23	13,657,212.	2,534,539.	0.	12,003,356.
	25 Contributions, gifts, grants paid	11,275,616.			11,802,237.
26 Total expenses and disbursements. Add lines 24 and 25	24,932,828.	2,534,539.	0.	23,805,593.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	50,610,080.				
b Net investment income (if negative, enter -0-)		16,811,175.			
c Adjusted net income (if negative, enter -0-)					

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box **X**
- Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print File by the extended due date for filing your return. See instructions.	Name of exempt organization PETER G. PETERSON FOUNDATION	Employer identification number 26-0316905
	Number, street, and room or suite no. If a P.O. box, see instructions. 712 FIFTH AVENUE, 48TH FLOOR	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NEW YORK, NY 10019	

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

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

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

- The books are in the care of **PAUL L. NEWMAN**
Telephone No. **212 542-9240** FAX No. **212 542-9249**

- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until 02/15, 2012.

5 For calendar year , or other tax year beginning 04/01, 2010, and ending 03/31, 2011.

6 If the tax year entered in line 5 is for less than 12 months, check reason: Initial return Final return Change in accounting period

7 State in detail why you need the extension
ALL THE INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN IS NOT YET AVAILABLE

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a \$	0.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b \$	
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c \$	0.

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature *JL Baund* Title CPA Date 10/10/11

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash - non-interest-bearing	23,560,880.	36,244,773.	36,244,773.
	2	Savings and temporary cash investments			
	3	Accounts receivable <input type="checkbox"/> 3,623.			
		Less: allowance for doubtful accounts <input type="checkbox"/>	0.	3,623.	3,623.
	4	Pledges receivable <input type="checkbox"/>			
		Less: allowance for doubtful accounts <input type="checkbox"/>			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) <input type="checkbox"/>			
		Less: allowance for doubtful accounts <input type="checkbox"/>			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	56,267.	0.	0.
	10 a	Investments - U.S. and state government obligations (attach schedule) **	0.	724,137.	724,137.
	b	Investments - corporate stock (attach schedule) ATCH 11	10,754,203.	20,099,310.	20,099,310.
	c	Investments - corporate bonds (attach schedule) ATCH 12	0.	189,263.	189,263.
	11	Investments - land, buildings, and equipment: basis <input type="checkbox"/> Less: accumulated depreciation (attach schedule) <input type="checkbox"/>			
12	Investments - mortgage loans				
13	Investments - other (attach schedule) ATCH 13	350,574,567.	421,583,352.	421,583,352.	
14	Land, buildings, and equipment: basis <input type="checkbox"/> 81,314. Less: accumulated depreciation (attach schedule) <input type="checkbox"/> 9,035.	81,314.	72,279.	72,279.	
15	Other assets (describe <input type="checkbox"/>)				
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	385,027,231.	478,916,737.	478,916,737.	
Liabilities	17	Accounts payable and accrued expenses	885,468.	1,017,135.	
	18	Grants payable	2,157,095.	4,952,851.	
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe <input type="checkbox"/> ATCH 14)	635,135.	1,125,395.	
	23	Total liabilities (add lines 17 through 22)	3,677,698.	7,095,381.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted	381,349,533.	471,821,356.	
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
30	Total net assets or fund balances (see page 17 of the instructions)	381,349,533.	471,821,356.		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	385,027,231.	478,916,737.		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	381,349,533.
2	Enter amount from Part I, line 27a	2	50,610,080.
3	Other increases not included in line 2 (itemize) <input type="checkbox"/> ATTACHMENT 15	3	39,861,743.
4	Add lines 1, 2, and 3	4	471,821,356.
5	Decreases not included in line 2 (itemize) <input type="checkbox"/>	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	471,821,356.

** ATCH 10

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	SEE PART IV SCHEDULE			
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e				
2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2 8,185,153.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8	} }		3

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see page 18 of the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	14,663,221.	393,579,327.	0.037256
2008	18,945,884.	189,516,449.	0.099970
2007	256,655.	45,945,312.	0.005586
2006			
2005			

2	Total of line 1, column (d)	2	0.142812
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.035703
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	447,978,908.
5	Multiply line 4 by line 3	5	15,994,191.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	168,112.
7	Add lines 5 and 6	7	16,162,303.
8	Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.	8	23,805,593.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of ruling letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	168,112.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2	3	168,112.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	168,112.
6	Credits/Payments:		
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	38,133.
b	Exempt foreign organizations-tax withheld at source	6b	0.
c	Tax paid with application for extension of time to file (Form 8868)	6c	300,000.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	338,133.
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	170,021.
11	Enter the amount of line 10 to be: Credited to 2011 estimated tax <input type="checkbox"/> 170,021. Refunded <input checked="" type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a	X	
4b	X	
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)
12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address WWW.PGPF.ORG
14 The books are in care of PAUL L NEWMAN Telephone no. 212-542-9240 Located at 712 FIFTH AVENUE, 48TH FLOOR NEW YORK, NY ZIP + 4 10019
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year 15
16 At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country

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

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

1a During the year did the foundation (either directly or indirectly):
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):
a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 22 of the instructions.)
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?
b If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.)
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **5b** Yes No
 Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ATTACHMENT 16 Yes No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** Yes No
 If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** Yes No

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 17		852,633.	55,542.	0.

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 18		433,612.	29,377.	0.

Total number of other employees paid over \$50,000 **10**

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
ATTACHMENT 19		7,223,861.

Total number of others receiving over \$50,000 for professional services 1

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 GRANTS AND GRANTMAKING - SEE ATTACHMENT 24	

-----	11,989,257.
2 PUBLIC AWARENESS AND ENGAGEMENT - SEE ATTACHMENT 24	

-----	6,356,622.
3 EDUCATION AND OUTREACH - SEE ATTACHMENT 24	

-----	2,012,132.
4 POLICY RESEARCH AND ANALYSIS - SEE ATTACHMENT 24	

-----	1,152,790.

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 NONE	

2	

All other program-related investments. See page 24 of the instructions.	
3 NONE	

Total. Add lines 1 through 3	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	19,103,887.
b	Average of monthly cash balances	1b	14,113,682.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	421,583,353.
d	Total (add lines 1a, b, and c)	1d	454,800,922.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	454,800,922.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	6,822,014.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	447,978,908.
6	Minimum investment return. Enter 5% of line 5	6	22,398,945.

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	22,398,945.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	168,112.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	168,112.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	22,230,833.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	22,230,833.
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	22,230,833.

Part XII Qualifying Distributions(see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	23,805,593.
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	0.
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	23,805,593.
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 (see page 26 of the instructions)	5	168,112.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	23,637,481.

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

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				22,230,833.
2 Undistributed income, if any, as of the end of 2010:				
a Enter amount for 2009 only				
b Total for prior years: 20 08, 20 07, 20 06				
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
c From 2007				
d From 2008	2,916,997.			
e From 2009	0.			
f Total of lines 3a through e	2,916,997.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ \$ 23,805,593.				
a Applied to 2009, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
d Applied to 2010 distributable amount				22,230,833.
e Remaining amount distributed out of corpus	1,574,760.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	4,491,757.			
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions				
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions				
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	4,491,757.			
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008	2,916,997.			
d Excess from 2009	0.			
e Excess from 2010	1,574,760.			

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XI, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see page 28 of the instructions.)

1 Information Regarding Foundation Managers:

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

PETER G. PETERSON

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

N/A

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

Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

ATTACHMENT 20

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

N/A

c Any submission deadlines:

INQUIRIES ARE ACCEPTED AT ANY TIME DURING THE YEAR.

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

ATTACHMENT 21

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> SEE ATTACHMENT 22				8,479,860.
Total ▶ 3a				8,479,860.
b <i>Approved for future payment</i> SEE ATTACHMENT 23				4,952,851.
Total ▶ 3b				4,952,851.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a _____					
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			14	329.	
4 Dividends and interest from securities			14	370,607.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property .					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	18,470.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory . .					
11 Other revenue: a _____					
b IOUSA FILM PRODUCTION					26,145.
c HONORARIUM					89,770.
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e)				389,406.	115,915.
13 Total. Add line 12, columns (b), (d), and (e)			13		505,321.

(See worksheet in line 13 instructions on page 29 to verify calculations.)

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

Line No.	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See page 29 of the instructions.)
11 B	INCOME FROM FILM PRODUCTION AND PUBLIC AWARENESS ACTIVITIES.
11 C	SPEAKING FEES RELATED TO THE FOUNDATION'S MISSION.

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code...
a Transfers from the reporting foundation to a noncharitable exempt organization of:
(1) Cash
(2) Other assets
b Other transactions:
(1) Sales of assets to a noncharitable exempt organization
(2) Purchases of assets from a noncharitable exempt organization
(3) Rental of facilities, equipment, or other assets
(4) Reimbursement arrangements
(5) Loans or loan guarantees
(6) Performance of services or membership or fundraising solicitations
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees
d If the answer to any of the above is "Yes," complete the following schedule.

Table with 4 columns: (a) Line no., (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Row 1: N/A, N/A.

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code... Yes No [X]

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. All cells are empty.

Sign Here Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.
Signature of officer or trustee: [Signature] Date: 2/15/12 Title: Treasurer

Paid Preparer Use Only section containing fields for: Print/Type preparer's name (Frederick E. Davis Jr), Preparer's signature, Date (2/15/12), Firm's name (MITCHELL & TITUS, LLP), Firm's address (ONE BATTERY PARK PLAZA NEW YORK, NY 10004), Firm's EIN (13-2781641), and Phone no. (212-709-4500).

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
2,320,735.						VARIOUS 2,320,735.	VARIOUS	
5,845,948.						VARIOUS 5,845,948.	VARIOUS	
						VARIOUS 18,470.	VARIOUS	
TOTAL GAIN (LOSS)						<u>8,185,153.</u>		

Schedule of Contributors

2010

▶ Attach to Form 990, 990-EZ, or 990-PF.

Name of the organization PETER G. PETERSON FOUNDATION	Employer identification number 26-0316905
---	---

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

- 501(c)() (enter number) organization
- 4947(a)(1) nonexempt charitable trust not treated as a private foundation
- 527 political organization

Form 990-PF

- 501(c)(3) exempt private foundation
- 4947(a)(1) nonexempt charitable trust treated as a private foundation
- 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

- For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization **PETER G. PETERSON FOUNDATION**

Employer identification number
26-0316905

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	PETER G. PETERSON 712 FIFTH AVENUE NEW YORK, NY 10019	\$ 75,030,987.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	CRYSTAL FAMILY FOUNDATION PO BOX 12367	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

ATTACHMENT 1

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INTEREST INCOME - BANKING	329.	329.
TOTAL	<u>329.</u>	<u>329.</u>

ATTACHMENT 2

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
HIGHFIELDS CAPITAL IV LP		87,870.
FORTRESS CREDIT OPPORTUNITIES LP		112,965.
SILCHESTER INTL INVESTORS LP		398,196.
GENERAL ATLANTIC INVESTMENT PARTNERS LP		21,281.
GREENHAVEN BROKERAGE		171,683.
FARALLON CAPOTAL INST LTD		27,315.
WELSH, CARSON, ANDERSON, STOWE LP		303.
HIGH RISE INSTITUTIONAL PARTNERS		90,115.
BAUPOST VALUE PARTNERS LP		48,870.
CENTERBRIDGE CREDIT PARTNERS		1,753,668.
WELSH, CARSON, ANDERSON, STOWE XI-GC, LP	294.	26.
INTEREST INCOME - FOREIGN BONDS	178,102.	294.
DIVIDEND INCOME - SHORT DURATION BOND FUND	192,211.	178,102.
DIVIDEND INCOME - MONEY MARKET FUND		192,211.
TOTAL	<u>370,607.</u>	<u>3,082,899.</u>

ATTACHMENT 3

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
I.O.U.S.A. FILM PRODUCTION INCOME	26,145.	
HONORARIUM	89,770.	
PARTNERSHIP - ORDINARY BUSINESS INCOME		
HIGHFIELDS CAPITAL IV LP		4,661.
BAUPOST VALUE PARTNERS LP		6,481.
FARALLON CAPITAL INSTITUTIONAL LTD		329,414.
PARTNERSHIP - IRC SECTION 1256 GAIN		
HIGHFIELDS CAPITAL IV LP		-696,249.
PARTNERSHIP - OTHER PORTFOLIO INCOME		
HIGH RISE INSTITUTIONAL PARTNERS LP		36.
BAUPOST VALUE PARTNERS LP		2,321.
FARALLON CAPITAL INSTITUTIONAL PARTNERS		-4.
FORTRESS CREDIT OPPORTUNITIES		61,343.
PARTNERSHIP - OTHER INCOME		
HIGHFIELDS CAPITAL IV LP		2,735,449.
BAUPOST VALUE PARTNERS LP		2,434,130.
FARALLON CAPITAL INSTITUTIONAL PARTNERS		-12,102.
FORTRESS CREDIT OPPORTUNITIES		2,963,718.
GENERAL ATLANTIC INVESTMENT PARTNERS I		-93.
SILCHESTER INT'L INVESTORS INT'L VALUE		33,608.
CENTERBRIDGE CREDIT PARTNERS		192,205.
PARTNERSHIP - IRC SECTION 1250 GAIN		
HIGH RISE INSTITUTIONAL PARTNERS LP		9,667.
PARTNERSHIP - IRC SECTION 1231 GAIN		
BAUPOST VALUE PARTNERS LP		2.
TOTALS	<u>115,915.</u>	<u>8,064,587.</u>

ATTACHMENT 4

FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
LEGAL FEES	330,125.			304,560.
TOTALS	<u>330,125.</u>	<u>0.</u>	<u>0.</u>	<u>304,560.</u>

ATTACHMENT 5

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
AUDIT & ACCOUNTING FEES	111,604.			99,104.
TOTALS	<u>111,604.</u>	<u>0.</u>	<u>0.</u>	<u>99,104.</u>

ATTACHMENT 6

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
PUBLICATION	180,126.		180,126.
PUBLIC RELATIONS	722,746.		716,606.
INVESTMENT MANAGEMENT	722,960.	722,960.	0.
OTHER PROFESSIONAL FEES	1,850,038.		1,899,876.
INFORMATION TECHNOLOGY	280,144.		267,416.
INDEPENDENT CONTRACTOR	4,662.		4,662.
HUMAN RESOURCES	147,928.		150,053.
TOTALS	<u>3,908,604.</u>	<u>722,960.</u>	<u>3,218,739.</u>

ATTACHMENT 7

FORM 990PF, PART I - INTEREST EXPENSE

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INVESTMENT INTEREST EXPENSE		
HIGHFIELDS CAPITAL IV LP		105,372.
HIGH RISE INST. PARTNERS LP		69,799.
BAUPOST VALUE PARTNERS LP		344.
FORTRESS CREDIT OPPORTUNITIES		134.
GENERAL ATLANTIC INVESTMENT		38.
CENTERBRIDGE CREDIT PARTNERS		10,390.
TOTALS		<u>186,077.</u>

ATTACHMENT 8

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
OTHER INCOME TAXES	250.		
PROVISION FOR EXCISE TAXES	845,911.		
FOREIGN TAXES - HIGHFIELDS CAPITAL IV LP		13,881.	
FOREIGN TAXES - SILCHESTER INTL INVESTORS		34,855.	
FOREIGN TAXES - FARALLON CAPITAL INST LTD		800.	
FOREIGN TAXES - HIGH RISE INSTITUTIONAL PARTNERS LP		1,283.	
FOREIGN TAXES - GENERAL ALTANTIC INVESTMENT		3,239.	
FOREIGN TAXES - CENTERBRIDGE CREDIT PARTNERS		156.	
FOREIGN TAXES - BAUPOST VALUE PARTNERS LP		124.	
TOTALS	<u>846,161.</u>	<u>54,338.</u>	<u>250.</u>

ATTACHMENT 9

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
IOUSA AND IOUSA SOLUTIONS	119,478.		119,478.
ADVERTISING	4,651,105.		4,570,464.
OTHER PROGRAM	490,457.		490,457.
OFFICE EXPENSES	225,668.		226,294.
PORTFOLIO DEDUCTIONS - 2%			
HIGHFIELDS CAPITAL IV LP		6,431.	
HIGH RISE INST. PARTNERS LP		52,948.	
BAUPOST VALUE PARTNERS LP		16,597.	
WELSH, CARSON, ANDERSON, STOWE XI, LP		88,097.	
FARALLON CAPITAL INST PARTNER		9,762.	
FORTRESS CREDIT OPPORTUNITIES		65,248.	
GENERAL ATLANTIC INVESTMENT		540,206.	
CENTERBRIDGE CREDIT PARTNERS		758,490.	
TRIDENT V, LP		29,996.	
WELSH, CARSON, ANDERSON, STOWE XI-GC, LP		98.	
SECTION 59(E)(2) EXP			
BAUPOST VALUE PARTNERS LP		3,291.	
TOTALS	<u>5,486,708.</u>	<u>1,571,164.</u>	<u>5,406,693.</u>

PETER G. PETERSON FOUNDATION

26-0316905

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

ATTACHMENT 10

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
US TREAS BILLS	724,137.	724,137.
US OBLIGATIONS TOTAL	<u>724,137.</u>	<u>724,137.</u>

FORM 990PF, PART II - CORPORATE STOCK

ATTACHMENT 11

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
BROKERAGE ACCOUNT MANAGED BY GREENHAVEN ASSOCIATES:		
TE CONNECTIVITY LTD REG SHS	139,280.	139,280.
AGILENT TECHNOLOGIES INC COM	559,750.	559,750.
AIR PRODUCTS & CHEMICALS INC	901,800.	901,800.
BAKER HUGHES INC	1,101,450.	1,101,450.
BECTON DICKINSON & CO	995,250.	995,250.
DEVON ENERGY CORP NEW COM	1,431,612.	1,431,612.
EQT CORPORATION COM	548,900.	548,900.
EMERSON ELECTRIC CO	467,440.	467,440.
FEDEX CORP COM	1,309,701.	1,309,701.
INTERNATIONAL BUSINESS MACHINE MOLEX INC	1,108,877.	1,108,877.
MOLEX INC CLASS A	125,600.	125,600.
PALL CORP	51,725.	51,725.
PERKINELMER INC COM	328,377.	328,377.
PRAXAIR INC	262,700.	262,700.
ROCKWELL COLLINS INC COM	457,200.	457,200.
THERMO FISHER SCIENTIFIC INC	583,470.	583,470.
3M CO COM	416,625.	416,625.
UNION PACIFIC CORP	1,309,001.	1,309,001.
UNITED PARCEL SVC INC CL B	412,986.	412,986.
BROKERAGE ACCOUNT MANAGED BY MAYO INVESTMENT ADVISERS LLC:	706,037.	706,037.
GENERAL MOTORS CO CV PFD B	120,500.	120,500.
ABBOTT LABORATORIES	245,250.	245,250.
AGNICO EAGLE MINES LTD	66,350.	66,350.
ARCHER DANIELS MIDLAND CO	270,075.	270,075.
AT&T INC	566,285.	566,285.

FORM 990PF, PART II - CORPORATE STOCK

ATTACHMENT 11 (CONT'D)

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
BANK OF AMERICA CORP	66,650.	66,650.
BANK OF NEW YORK MELLON CORP	74,675.	74,675.
BARRICK GOLD CORP	389,325.	389,325.
CISCO SYSTEMS INC	128,625.	128,625.
COMCAST CORP CL A	185,400.	185,400.
CVS CAREMARK CORPORATION	85,800.	85,800.
DELL INC	50,785.	50,785.
DELTA AIRLINES INC	14,700.	14,700.
EQT CORPORATION	124,750.	124,750.
FRONTIER COMMUNICATIONS CORP	143,850.	143,850.
GENERAL ELECTRIC CO	150,375.	150,375.
GENERAL MOTORS CO	46,545.	46,545.
GILEAD SCIENCES INC	106,175.	106,175.
GOLDCORP INC	124,500.	124,500.
HESS CORP	213,025.	213,025.
INTEL CORP	50,450.	50,450.
INTERMEC INC	26,975.	26,975.
INT'L BUSINESS MACHINES CORP	195,684.	195,684.
INTERNATIONAL PAPER CO	75,450.	75,450.
JP MORGAN CHASE & CO	92,200.	92,200.
KROGER CO	203,745.	203,745.
MERCK AND CO INC	49,515.	49,515.
METLIFE INC	67,095.	67,095.
MICROSOFT CORP	380,850.	380,850.
THE MOSAIC COMPANY	133,875.	133,875.
MYLAN LABORATORIES INC	169,950.	169,950.
NEWMONT MINING CORP	136,450.	136,450.
OMNICARE INC	149,950.	149,950.
ORACLE CORP	66,865.	66,865.

ATTACHMENT 11 (CONT'D)

FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
PFIZER INC	304,650.	304,650.
SAIC INC	423,000.	423,000.
SUNCOR ENERGY INC	179,360.	179,360.
TALISMAN ENERGY INC	308,750.	308,750.
THE TRAVELERS COMPANIES INC.	148,700.	148,700.
TOTAL SA SPONS ADR	152,425.	152,425.
UNUM GROUP	65,625.	65,625.
US BANCORP DEL	66,075.	66,075.
WALMART STORES INC	260,250.	260,250.
TOTALS	<u>20,099,310.</u>	<u>20,099,310.</u>

ATTACHMENT 12

FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
FRONTIER COMM OMNICARE CONV	161,438. 27,825.	161,438. 27,825.
TOTALS	<u>189,263.</u>	<u>189,263.</u>

FORM 990PF, PART II - OTHER INVESTMENTS

ATTACHMENT 13

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
SILCHESTER INTL INVESTORS	11,140,608.	11,140,608.
HIGHFIELDS CAPITAL IV LP	18,676,890.	18,676,890.
FARALLON CAP INST PARTNERS LP	9,285,720.	9,285,720.
TPG-AXON PARTNERS LTD	4,827,029.	4,827,029.
REGIMENT CAPITAL LTD	6,084,573.	6,084,573.
TACONIC OPPORTUNITY FUND LTD	8,386,041.	8,386,041.
MERCHANT'S GATE FUND LTD	12,472,479.	12,472,479.
ETON PARK FUND LTD	18,886,168.	18,886,168.
GSO SPECIAL SITUATIONS FUND	24,158,628.	24,158,628.
BROOKSIDE CAYMAN LTD	1,555,339.	1,555,339.
FORTRESS CREDIT OPP. FUND LP	6,237,648.	6,237,648.
CENTERBRIDGE CREDIT PARTNERS	35,631,588.	35,631,588.
GS VINTAGE FUND V LP	4,694,866.	4,694,866.
GENERAL ATLANTIC INV. PARTNERS	11,880,321.	11,880,321.
BAUPOST VALUE PARTNERS LP IV	14,875,998.	14,875,998.
WELSH CARSON ANDERSON STOWE XI	3,361,672.	3,361,672.
KING STREET CAPITAL LTD	8,479,976.	8,479,976.
CHILTON GNR INT'L LTD	13,943,003.	13,943,003.
CONATUS CAPITAL OVERSEAS LTD	9,216,142.	9,216,142.
CYRUS SELECT OPP. FUND LTD	10,653,658.	10,653,658.
HIGH RISE INST. PARTNERS LP	276,290.	276,290.
CHILTON CHINA OPPORTUNITIES LP	3,161,410.	3,161,410.
CHILTON PAN ASIA PACIFIC FUND	3,038,357.	3,038,357.
SOUTHPORT ENERGY PLUS	6,192,067.	6,192,067.
SAMLYN LTD	5,253,864.	5,253,864.
LEXINGTON CAPITAL PARTNERS VII	1,908,752.	1,908,752.
SR GLOBAL FUND INC.	3,949,289.	3,949,289.
SR PHOENICIA INC.	3,759,815.	3,759,815.
DAEDALUS OFFSHORE	7,097,931.	7,097,931.
ANCHORAGE CAPITAL PARTNERS	7,956,584.	7,956,584.
CONVEXYITY CAPITAL LP	10,910,270.	10,910,270.
SWIFTCURRENT LTD	7,596,030.	7,596,030.
ACACIA CONSERVATION FUND	8,563,848.	8,563,848.

FORM 990PF, PART II - OTHER INVESTMENTS

ATTACHMENT 13 (CONT'D)

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
AXIAL CAPITAL LTD	6,756,426.	6,756,426.
SPDR GOLD TRUST	12,245,110.	12,245,110.
JP MORGAN SHORT DURATION BOND FUND	14,532,921.	14,532,921.
SENATOR GLOBAL OPP OFFSHORE EQUINOX FUND INTERNATIONAL LTD	5,000,000.	5,000,000.
GAOLING FEEDER LTD	5,500,000.	5,500,000.
PASSPORT OFFSHORE LTD	13,856,973.	13,856,973.
ROUTE ONE OFFSHORE FUND	10,083,687.	10,083,687.
ELLIOT INTERNATIONAL	6,065,962.	6,065,962.
SPINNAKER GLOBAL EMERGING MKT	7,728,166.	7,728,166.
BREVAN HOWARD EMERGING MARKETS	10,199,000.	10,199,000.
STONEPOINT TRIDENT V LP	7,492,819.	7,492,819.
BLENHEIM GLOBAL MARKETS FUND	251,758.	251,758.
CAMCAP RESOURCES OFFSHORE FUND	12,478,741.	12,478,741.
ENCAP ENERGY CAPITAL FUND VIII	5,000,000.	5,000,000.
	278,935.	278,935.
TOTALS	<u>421,583,352.</u>	<u>421,583,352.</u>

FORM 990PF, PART II - OTHER LIABILITIES

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>
DEFERRED EXCISE TAX	1,125,395.
TOTALS	<u>1,125,395.</u>

ATTACHMENT 15

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
NET CHANGE IN UNREALIZED GAIN ON INVESTMENTS	39,861,743.
TOTAL	<u>39,861,743.</u>

FORM 990PF, PART VII-B, LINE 5C-EXPENDITURE RESPONSIBILITY STATEMENT

GRANTEE'S NAME: SEE ATTACHMENT 25
GRANTEE'S ADDRESS:
CITY, STATE & ZIP:
GRANT DATE:
GRANT AMOUNT:
GRANT PURPOSE:
AMOUNT EXPENDED:
ANY DIVERSION? NO
DATES OF REPORTS:
VERIFICATION DATE:
RESULTS OF VERIFICATION:

PETER G. PETERSON FOUNDATION

26-0316905

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 17

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
PETER G. PETERSON 888-C EIGHTH AVENUE BOX #144 NEW YORK, NY 10019	DIRECTOR & CHARIMAN 40.00	0.	0.	0.
JOAN GANZ COONEY 888-C EIGHTH AVENUE BOX #144 NEW YORK, NY 10019	DIRECTOR 5.00	0.	0.	0.
MICHAEL A. PETERSON 888-C EIGHTH AVENUE BOX #144 NEW YORK, NY 10019	DIRECTOR & VICE CHAIRMAN 40.00	0.	0.	0.
DAVID M. WALKER 888-C EIGHTH AVENUE BOX #144 NEW YORK, NY 10019	PRESIDENT & CEO 40.00	0.	0.	0.
COMPENSATION AND BENEFITS WERE PAID TO MR. WALKER BY PETERSON MANAGEMENT, LLC, AN ENTITY FUNDED BY PETER G. PETERSON.				
PAUL L. NEWMAN 888-C EIGHTH AVENUE BOX #144 NEW YORK, NY 10019	TREASURER & CFO 40.00	0.	0.	0.
COMPENSATION AND BENEFITS WERE PAID TO MR. NEWMAN BY PETERSON MANAGEMENT, LLC, AN ENTITY FUNDED BY PETER G. PETERSON.				

PETER G. PETERSON FOUNDATION

26-0316905

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 17 (CONT'D)

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
PAULA VAN NESS 888-C EIGHTH AVENUE BOX #144 NEW YORK, NY 10019	CHIEF OPERATING OFFICER 40.00	300,133.	8,000.	0.
LORETTA UCELLI 888-C EIGHTH AVENUE BOX #144 NEW YORK, NY 10019	VP COMM & PUBLIC AFFAIRS 40.00	318,750.	24,167.	0.
SUSAN TANAKA 888-C EIGHTH AVENUE BOX #144 NEW YORK, NY 10019	VP OF RESEARCH 40.00	233,750.	23,375.	0.
GRAND TOTALS		<u>852,633.</u>	<u>55,542.</u>	<u>0.</u>

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEES

ATTACHMENT 18

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS EXPENSE ACCT TO EMPLOYEE AND OTHER BENEFIT PLANS ALLOWANCES</u>
MYRA SUNG 888-C EIGHT AVENUE BOX #144 NEW YORK, NY 10019	SENIOR MANAGER 40.00	126,500.	12,650. 0.
EDWARD LORENZEN 888-C EIGHT AVENUE BOX #144 NEW YORK, NY 10019	SR POLICY ADVISOR 40.00	83,258.	3,033. 0.
LIA MACKO 888-C EIGHT AVENUE BOX #144 NEW YORK, NY 10019	DIRECTOR GRANTS/PROJ 40.00	79,204.	4,504. 0.
ANN FUTRELL 888-C EIGHT AVENUE BOX #144 NEW YORK, NY 10019	RESEARCH MANAGER 40.00	73,150.	6,523. 0.
RIK TREIBER 888-C EIGHT AVENUE BOX #144 NEW YORK, NY 10019	DIRECTOR GRANTS MGMT 40.00	71,500.	2,667. 0.
TOTAL COMPENSATION		<u>433,612.</u>	<u>29,377. 0.</u>

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS

ATTACHMENT 19

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
SKDKNICKERBOCKER * 1818 N STREET, SUITE 450 WASHINGTON, DC 20036	MEDIA & ADVERTISING	4,705,391.
* AMOUNT SHOWN INCLUDES COST OF ADVERTISING		
DOGPATCH STRATEGIES * 4104 24TH STREET, #445 SAN FRANCISCO, CA 94114	WEBSITE/DIGITAL	925,805.
* AMOUNT SHOWN INCLUDES COST OF ADVERTISING		
EAST END ADVISORS 610 FIFTH AVENUE, SUITE 506 NEW YORK, NY 10020	INVESTMENT MGMT	722,960.
MCKINSEY & COMPANY 55 EAST 52ND STREET NEW YORK, NY 10022	RESEARCH/CONSULTING	452,528.
GLOBAL STRATEGY GROUP, LLC 895 BROADWAY, 5TH FLOOR NEW YORK, NY 10003	RESEARCH/CONSULTING	417,177.
TOTAL COMPENSATION		<u>7,223,861.</u>

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

INITIAL GRANT INQUIRIES ARE
ACCEPTED VIA EMAIL TO
INQUIRIES@PGPF.ORG.

990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

PETER G. PETERSON FOUNDATION GENERAL GRANT ELIGIBILITY GUIDELINES:

THE PETER G. PETERSON FOUNDATION:

- CONSIDERS GRANT REQUESTS WITH DIRECT RELEVANCE TO THE FOUNDATION'S PRIORITIES
- GENERALLY AWARDS GRANTS TO U.S. BASED, TAX EXEMPT NONPROFIT ORGANIZATIONS
- PREFERS TO PARTNER WITH ORGANIZATIONS THAT HAVE BEEN IN EXISTENCE 2+ YEARS
- SEEKS PROPOSALS FROM ORGANIZATIONS THAT ARE REGIONAL OR NATIONAL IN SCOPE

THE PETER G. PETERSON FOUNDATION DOES NOT PARTICIPATE IN ACTIVITIES PROHIBITED FOR PRIVATE FOUNDATIONS AND DOES NOT GENERALLY ENGAGE IN CERTAIN OTHER PRACTICES, INCLUDING, BUT NOT LIMITED TO:

- PROVIDING GENERAL OPERATING SUPPORT, UNRESTRICTED GRANTS OR FUNDING INDIRECT EXPENSES
- PROVIDING GRANTS TO FOREIGN ORGANIZATIONS
- PROVIDING CONTRIBUTIONS TO OTHER PRIVATE GRANT-MAKING FOUNDATIONS
- DONATING TO INDIVIDUALS OR POLITICAL, SOCIAL OR FRATERNAL ORGANIZATIONS
- CONTRIBUTING TO CAPITAL CAMPAIGNS, ANNUAL APPEALS, OR ONGOING SPONSORSHIPS
- UNDERWRITING CHAIRS, ENDOWMENTS OR SCHOLARSHIPS SPONSORED BY ACADEMIC OR NONPROFIT INSTITUTIONS
- FUNDING POLITICAL PARTIES OR ELECTION CAMPAIGNS
- SUPPORTING RAFFLES, TELETHONS, WALK-A-THONS OR AUCTIONS
- SUPPORTING OF INSTITUTIONS THAT DISCRIMINATE ON THE BASIS OF RACE, CREED, GENDER, NATIONAL ORIGIN, AGE, DISABILITY OR SEXUAL ORIENTATION IN POLICY OR PRACTICE

PETER G. PETERSON FOUNDATION

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FORM 990FE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

Recipient Name and Address	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
American Enterprise Institute 1150 17th Street NW Washington, DC 20036	509(a)(1)	To support the development of comprehensive and specific solutions to address the nation's long-term fiscal challenges, as part of the Peter G. Peterson Foundation Solutions Initiative	\$200,000
American Society for Public Administration 1301 Pennsylvania Avenue, NW Suite 700 Washington, DC 20004	509(a)(2)	To support the 2011 ASPA Annual Conference to provide participants an opportunity to learn about public administration and recent developments in federal, state and local fiscal affairs	\$30,000
AmericaSpeaks 1050 17th Street, NW, Suite 350 Washington, DC 20036	509(a)(1)	To support a national discussion on the fiscal future of the United States in 20 cities across the nation and provide citizens with an opportunity to consider options to address long-term budget challenges	\$1,660,603
Bipartisan Policy Center 1212 Eye Street NW Suite 1000 Washington, DC 20005	509(a)(1)	To support the establishment of the Debt Reduction Task Force to develop a long-term budget plan to reduce projected federal debt and place the United States on a sustainable fiscal path, which was incorporated into the Peter G. Peterson Foundation Solutions Initiative	\$200,000
Bipartisan Policy Center 1212 Eye Street NW Suite 1000 Washington, DC 20005	509(a)(1)	To support post-launch activities of the Debt Reduction Task Force's development and dissemination of its long-term budget plan to reduce projected federal debt	\$100,000
Center for American Progress 1333 H Street, NW, 10th Floor Washington, DC 20005	509(a)(1)	To support studies of health care cost containment strategies including payment bundling and accountable care organizations	\$355,919
Center for American Progress 1333 H Street, NW, 10th Floor Washington, DC 20005	509(a)(1)	To support the development of comprehensive and specific solutions to address the nation's long-term fiscal challenges, as part of the Peter G. Peterson Foundation Solutions Initiative	\$200,000
Center for Practical Bioethics Harzfield Building 1111 Main Street, Suite 500 Kansas City, MO 64105-2116	509(a)(1)	To support the development of a business plan for the Coalition to Transform Advanced Care (C-TAC), a new organization focused on improving end-of-life care	\$165,000
Comeback America Initiative 37 Beacon Street Bridgeport, CT 06605	Private Foundation	To support a new initiative over a three year period to address federal fiscal issues by engaging the public and assisting policymakers on a non-partisan basis to help solve America's long-term fiscal challenges	\$1,100,000

FORM 990FE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

Recipient Name and Address	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
Committee For Economic Development 2000 I Street, NW Suite 700 Washington, DC 20036	509(a)(1)	To support the enlistment of senior corporate executives and next generation business leaders in fiscal reform efforts, online outreach, and events focused on long-term fiscal challenges	\$303,616
Concord Coalition Corp 1011 Arlington Blvd. Suite 300 Arlington, VA 22209	509(a)(2)	To support the Fiscal Solutions Tour, a follow-up to the Fiscal Wake Up Tour that is designed to engage the public, the media, and policymakers in dialogue about our nation's future and potential solutions to the current fiscal challenges that we face	\$75,000
Concord Coalition Corp 1011 Arlington Blvd. Suite 300 Arlington, VA 22209	509(a)(2)	To support the creation of the Peter G. Peterson Fiscal Internship Program, to establish and support an internship program in 2010 for undergraduate and graduate students	\$60,000
Concord Coalition Corp 1011 Arlington Blvd. Suite 300 Arlington, VA 22209	509(a)(2)	To support efforts to educate the public about the causes and consequences of federal budget deficits, the long-term challenges facing America's unsustainable entitlement programs, and how to build a sound foundation for economic growth	\$670,761
Concord Coalition Corp 1011 Arlington Blvd. Suite 300 Arlington, VA 22209	509(a)(2)	To support the 2011 Peter G. Peterson Foundation Fiscal Internship Program	\$27,000
Economic Policy Institute 1333 H Street, NW Suite 300, East Tower Washington, DC 20005	509(a)(1)	To support the development of comprehensive and specific solutions to address the nation's long-term fiscal challenges, as part of the Peter G. Peterson Foundation Solutions Initiative	\$200,000

FORM 990FP, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

Recipient Name and Address	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
The Franklin and Eleanor Roosevelt Institute 570 Lexington Avenue, 18th Floor New York, NY 10022	509(a)(1)	To support the Roosevelt Institute Campus Network's development of comprehensive and specific solutions to address the nation's long-term fiscal challenges, as part of the Peter G. Peterson Foundation Solutions Initiative	\$200,000
The Heritage Foundation 214 Massachusetts Avenue, NE Washington, DC 20002-4999	509(a)(1)	To support the development of comprehensive and specific solutions to address the nation's long-term fiscal challenges, as part of the Peter G. Peterson Foundation Fiscal Solutions Initiative	\$200,000
Hope Street Group P.O. Box 572036 Tarzana, CA 91357	509(a)(1)	To support the Bipartisan Working Group on Health Care Reform to address health care policies and disseminate findings in an effort to engage thought leaders in the areas of health care policy and cost containment.	\$48,500
Institute for Healthcare Improvement 20 University Road Suite 7 Cambridge, MA 02138	509(a)(2)	To support the "How Will We Do That?" symposium to examine how to build low-cost, high-quality health care in communities across the United States	\$269,371
NABE Foundation of the National Association for Business Economics 1233 20th Street NW, Suite 505 Washington, DC 20036-2365	509(a)(3) - Type I	To support the NABE Foundation's work with NABE's 2011 Economic Policy Conference, a national event addressing the nexus of economics, business, and policymaking.	\$35,000
New America Foundation 1899 I Street, NW Suite 400 Washington, DC 20036	509(a)(1)	To support the Peterson-Pew Commission on Budget Reform at the Committee for a Responsible Federal Budget to advance responsible fiscal policy and budget process reform through outreach and engagement toward policymakers, opinion leaders, media, and the public.	\$250,000
The Nuclear Threat Initiative 1747 Pennsylvania Ave, NW 7th Floor Washington, DC 20006	509(a)(1)	To support the "Connecting Organizations for Regional Disease Surveillance"(CORDS) initiative, which links regional disease surveillance networks to improve global capacity to respond to infectious diseases, and the Nuclear Materials Security Index, a benchmarking project of nuclear materials security conditions on a country-by-country basis.	\$1,000,000
Peterson Institute for International Economics 1750 Massachusetts Avenue, NW Washington, DC 20036-1903	509(a)(1)	To support research that examines global aggregate public debt projections under likely scenarios through 2030, discusses the implications of these issues for the United States, and investigates the	\$225,000

PETER G. PETERSON FOUNDATION

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ATTACHMENT 22

FORM 990FP, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

Recipient Name and Address	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
Project HOPE 7500 Old Georgetown Road Suite 600 Bethesda, MD 20814	509(a)(1)	potential long-term impact across global economies To support a Health Affairs conference and publication of case studies on innovative projects addressing health care costs and quality	\$50,000
Rice University	509(a)(1)	To support a conference examining the historical economic effects of debt crises, the looming fiscal crisis in the United States, and potential solutions	\$25,000
Teachers College Columbia University 525 West 120th Street P.O. Box 80 New York, NY 10027	509(a)(1)	To support the development of a new, comprehensive social studies and mathematics curriculum to help high school students across the United States understand the facts, significance, and consequences of America's fiscal challenges	\$829,090

TOTAL CONTRIBUTIONS PAID

\$8,479,860

FORM 990FP, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

Recipient Name and Address	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
Bipartisan Policy Center 1212 Eye Street NW Suite 1000 Washington, DC 20005	509(a)(1)	To support post-launch activities of the Debt Reduction Task Force's development and dissemination of its long-term budget plan to reduce projected federal debt	\$100,000
Center for Practical Bioethics Harzfield Building 1111 Main Street, Suite 500 Kansas City, MO 64105-2116	509(a)(1)	To support the development of a business plan for the Coalition to Transform Advanced Care (C-TAC), a new organization focused on improving end-of-life care	\$ 55,000
Comeback America Initiative 37 Beacon Street Bridgeport, CT 06605	Private Foundation	To support a new initiative over a three year period to address federal fiscal issues by engaging the public and assisting policymakers on a non-partisan basis to help solve America's long-term fiscal challenges	\$2,000,000
Concord Coalition Corp 1011 Arlington Blvd. Suite 300 Arlington, VA 22209	509(a)(2)	To support efforts to educate the public about the causes and consequences of federal budget deficits, the long-term challenges facing America's unsustainable entitlement programs, and how to build a sound foundation for economic growth	\$775,435
Concord Coalition Corp 1011 Arlington Blvd. Suite 300 Arlington, VA 22209	509(a)(2)	To support the 2011 Peter G. Peterson Foundation Fiscal Internship Program	\$ 20,000
Henry L. Stimson Center 1111 19th Street, NW 12th Floor Washington, DC 20036	509(a)(1)	To support an analysis of alternative defense strategy and mission choices as part of the Budgeting for Foreign Affairs and Defense program	\$500,000
New America Foundation 1899 L Street, NW Suite 400 Washington, DC 20036	509(a)(1)	To support the Peterson-Pew Commission on Budget Reform at the Committee for a Responsible Federal Budget to advance responsible fiscal policy and budget process reform through outreach and engagement toward policymakers, opinion leaders, media, and the public.	\$250,000

PETER G. PETERSON FOUNDATION

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ATTACHMENT 23 (CONT'D)

FORM 990FE, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

<u>Recipient Name and Address</u>	<u>Foundation Status of Recipient</u>	<u>Purpose of Grant or Contribution</u>	<u>Amount</u>
New America Foundation 1899 L Street, NW Suite 400 Washington, DC 20036	509(a)(1)	To support the Moment of Truth Project at the Committee for a Responsible Federal Budget to advance responsible fiscal policy and budget process reform through outreach and engagement efforts	\$300,000
Peterson Institute for International Economics 1750 Massachusetts Avenue, NW Washington, DC 20036-1903	509(a)(1)	To support research on the international dimensions of the fiscal imbalances of the United States, including an appraisal of key creditor countries' international economic positions and policies	\$140,000
Teachers College Columbia University 525 West 120th Street P.O. Box 80 New York, NY 10027	509(a)(1)	To support the development of a new, comprehensive social studies and mathematics curriculum to help high school students across the United States understand the facts, significance, and consequences of America's fiscal challenges	\$812,416

TOTAL CONTRIBUTIONS APPROVED

\$4,952,851

FOUNDATION ACTIVITIES

The Peter G. Peterson Foundation is dedicated to increasing public awareness of the nature and urgency of key long-term fiscal challenges threatening America's future and to accelerating action on addressing them. We work to bring Americans together to find and implement sensible, long-term solutions that transcend age, party lines, and ideological divides in order to achieve real results. We advance our mission through grant-making, public awareness and engagement campaigns, education projects, and research and policy analysis that shape and inform our activities.

Grants and Grant-making

The Foundation provides grants to fund a variety of organizations and projects that advance its mission. Grantee organizations include research organizations, foundations, universities, associations and other not-for-profit organizations who engage in projects and initiatives outlined under grant agreements with the Foundation.

In 2010 the Foundation launched its Solutions Initiative, which provided grants to six public policy organizations from across the ideological spectrum to develop comprehensive plans to address the nation's long-term fiscal challenges. The results of the Solutions Initiative were made available to policymakers and the general public, and indicated that agreement exists on the need to address the fiscal outlook and that there are many available solutions. In addition, the Foundation funded various other organizations, including grants to support public engagement projects such as the "Fiscal Wake-up Tour", to fund the development of a high school curriculum to advance fiscal literacy, to analyze alternative national security strategies and defense spending, and to research value improvements in health care delivery. A complete listing of our grants in fiscal year 2011 can be found in Attachment 22.

Public Awareness and Engagement

The Foundation employs a variety means to communicate about the serious fiscal challenges confronting the nation today and in the future. These efforts center on raising public awareness and engaging citizens around an issue that affects every American.

In order to call attention to key fiscal issues and solutions, we produce issue guides for the general public, run advertising campaigns across multiple media, and issue statements and produce information on key fiscal milestones. In 2010, the Foundation launched a public awareness campaign under the banner "OweNo." The campaign features a satirical presidential candidate, Hugh Jidette (a play on the phrase "Huge Debt"), whose humorous platform drives home a serious message about our fiscal challenges and the threats they pose to our future. The campaign's goals are to educate Americans about the consequences of our soaring debt and deficits, build consensus among concerned citizens of all political persuasions on the need for sensible solutions, and engage people across the country in a movement for change. Through its campaign website and social networking properties, OweNo offers tools and resources to help Americans get involved with putting our nation on a more sustainable fiscal path.

Education and Outreach

The Foundation's education and outreach initiatives are designed to explain in compelling detail why fiscal issues matter and how challenges can be solved. In doing so, we seek to incorporate the work of a wide variety of participants and partners.

In April 2010, the Foundation convened its first annual Fiscal Summit, titled "America's Challenge and a Way Forward." The Summit brought together key fiscal policy leaders, experts, and elected officials from across the political and ideological spectrum to discuss the urgency of the nation's fiscal challenges and ways to develop solutions. The day-long Summit was televised live via C-SPAN and was covered by most major national news outlets. As part of the Summit, the Foundation released the results of a survey of senior economic officials from the previous administrations and Congressional leaders – a resounding 100 percent of Republican and Democratic respondents agreed that America's long-term fiscal path is unsustainable, and 84 percent agreed that a failure to address the country's long-term structural deficits would lead to another economic crisis in the next ten years.

Through the PGPF and OweNo campaign websites and Facebook pages, the Foundation encourages broad discourse about fiscal and economic issues. We also engage subscribers with regular email updates, featuring news and analysis of key fiscal and economic events. The Foundation's Twitter handle, @NationalDebt, tweets daily updates on the national debt to its followers.

Policy, Research, and Analysis

The conversation about fiscal issues and challenges can involve complex questions and a vast amount of information. PGPF strives to provide unbiased research, analyses, and explanations to help make the debate more understandable and meaningful to the public.

The Foundation produces research and analyses that are incorporated into its public education, awareness, and outreach activities. Much of this work is accessible on the Foundation's website and includes a large library of charts that visually explore the data, issue primers to explain the budget and budget process, and analyses of budget and economic information. PGPF's research efforts are also reflected in speeches, articles, and presentations.

In its research on the nation's fiscal policy, PGPF works to analyze reform proposals to major areas of the federal budget, including the tax system, defense spending, and major benefit programs. Due to the fact that the rapidly rising cost of health care in the United States is one of the major contributors to the unsustainable growth in debt in the decades to come, the Foundation is devoting significant attention to finding ways to promote more effective and affordable health care.

Form 990-PF Part VII-B-5(c)

The Peter G. Peterson Foundation claims exemption from the tax because it maintained expenditure responsibility and hereby provides the statement required by Treas. Reg. § 53.4945-5(d).

1. The grantee is: Comeback America Initiative, Inc.
211 State Street
Bridgeport, CT 06604
2. The date of the grant was September 17, 2010 and the total amount of the grant is \$3,100,000 of which \$1,100,000 was paid in fiscal year ended March 31, 2011;
3. The exclusively charitable and educational purposes of the grant are to promote fiscal responsibility and sustainability by engaging the public and assisting key policy makers on a non-partisan basis in order to achieve solutions for America's fiscal imbalances.
4. The amount expended by the grantee during the required time period towards accomplishment of those purposes is more than the \$1,100,000 paid in fiscal year ended March 31, 2011 (based on the most recent report received from the grantee);
5. To the best of the Peter G. Peterson Foundation's knowledge, the grantee has not diverted any portion of the funds (or any income therefrom) from the purpose of the grant;
6. The dates of reports received from the grantee are February 24, 2011 and August 25, 2011; and
7. The Peter G. Peterson Foundation has not undertaken an investigation of the grantee's reports because the Peter G. Peterson Foundation has no reason to believe that those reports are of dubious accuracy or reliability.

Underpayment of Estimated Tax by Corporations

OMB No. 1545-0142

2010

▶ See separate instructions.
 ▶ Attach to the corporation's tax return.

Name: **PETER G. PETERSON FOUNDATION** Employer identification number: **26-0316905**

Note: Generally, the corporation is not required to file Form 2220 (see Part II below for exceptions) because the IRS will figure any penalty owed and bill the corporation. However, the corporation may still use Form 2220 to figure the penalty. If so, enter the amount from page 2, line 38 on the estimated tax penalty line of the corporation's income tax return, but **do not** attach Form 2220.

Part I Required Annual Payment

1	Total tax (see instructions)	1	168,112.
2a	Personal holding company tax (Schedule PH (Form 1120), line 26) included on line 1	2a	
2b	Look-back interest included on line 1 under section 460(b)(2) for completed long-term contracts or section 167(g) for depreciation under the income forecast method	2b	
2c	Credit for federal tax paid on fuels (see instructions)	2c	
2d	Total. Add lines 2a through 2c	2d	
3	Subtract line 2d from line 1. If the result is less than \$500, do not complete or file this form. The corporation does not owe the penalty	3	168,112.
4	Enter the tax shown on the corporation's 2009 income tax return (see instructions). Caution: If the tax is zero or the tax year was for less than 12 months, skip this line and enter the amount from line 3 on line 5	4	0.
5	Required annual payment. Enter the smaller of line 3 or line 4. If the corporation is required to skip line 4, enter the amount from line 3	5	168,112.

Part II Reasons for Filing - Check the boxes below that apply. If any boxes are checked, the corporation must file Form 2220 even if it does not owe a penalty (see instructions).

- 6 The corporation is using the adjusted seasonal installment method.
- 7 The corporation is using the annualized income installment method.
- 8 The corporation is a "large corporation" figuring its first required installment based on the prior year's tax.

Part III Figuring the Underpayment

	(a)	(b)	(c)	(d)
9	08/15/2010	09/15/2010	12/15/2010	03/15/2011
10	696.	232.		
11	38,133.			
12		37,437.	37,205.	37,205.
13		37,437.	37,205.	37,205.
14				
15	38,133.	37,437.	37,205.	37,205.
16				
17				
18	37,437.	37,205.	37,205.	

Go to Part IV on page 2 to figure the penalty. Do not go to Part IV if there are no entries on line 17 - no penalty is owed.

For Paperwork Reduction Act Notice, see separate instructions. Form **2220** (2010)

Part IV Figuring the Penalty

	(a)	(b)	(c)	(d)
19 Enter the date of payment or the 15th day of the 3rd month after the close of the tax year, whichever is earlier (see instructions). <i>(Form 990-PF and Form 990-T filers: Use 5th month instead of 3rd month.)</i>	19			
20 Number of days from due date of installment on line 9 to the date shown on line 19	20			
21 Number of days on line 20 after 4/15/2010 and before 7/1/2010	21			
22 Underpayment on line 17 x $\frac{\text{Number of days on line 21}}{365}$ x 4%	22			
23 Number of days on line 20 after 6/30/2010 and before 10/1/2010	23			
24 Underpayment on line 17 x $\frac{\text{Number of days on line 23}}{365}$ x 4%	24			
25 Number of days on line 20 after 9/30/2010 and before 1/1/2011	25			
26 Underpayment on line 17 x $\frac{\text{Number of days on line 25}}{365}$ x 4%	26			
27 Number of days on line 20 after 12/31/2010 and before 4/1/2011	27			
28 Underpayment on line 17 x $\frac{\text{Number of days on line 27}}{365}$ x 3%	28			
29 Number of days on line 20 after 3/31/2011 and before 7/1/2011	29			
30 Underpayment on line 17 x $\frac{\text{Number of days on line 29}}{365}$ x **%	30			
31 Number of days on line 20 after 6/30/2011 and before 10/1/2011	31			
32 Underpayment on line 17 x $\frac{\text{Number of days on line 31}}{365}$ x **%	32			
33 Number of days on line 20 after 9/30/2011 and before 1/1/2012	33			
34 Underpayment on line 17 x $\frac{\text{Number of days on line 33}}{365}$ x **%	34			
35 Number of days on line 20 after 12/31/2011 and before 2/16/2012	35			
36 Underpayment on line 17 x $\frac{\text{Number of days on line 35}}{366}$ x **%	36			
37 Add lines 22, 24, 26, 28, 30, 32, 34, and 36	37			
38 Penalty. Add columns (a) through (d) of line 37. Enter the total here and on Form 1120, line 33; or the comparable line for other income tax returns				38

*Use the penalty interest rate for each calendar quarter, which the IRS will determine during the first month in the preceding quarter. These rates are published quarterly in an IRS News Release and in a revenue ruling in the Internal Revenue Bulletin. To obtain this information on the Internet, access the IRS website at www.irs.gov. You can also call 1-800-829-4933 to get interest rate information.

Part II Annualized Income Installment Method

		(a)	(b)	(c)	(d)	
		First <u>2</u> months	First <u>3</u> months	First <u>6</u> months	First <u>9</u> months	
20	Annualization periods (see instructions) . . .	20				
21	Enter taxable income for each annualization period (see instructions for the treatment of extraordinary items)	21	46,407.	46,407.	46,407.	46,407.
22	Annualization amounts (see instructions) . . .	22	6.00000	4.00000	2.00000	1.33333
23 a	Annualized taxable income. Multiply line 21 by line 22	23a	278,442.	185,628.	92,814.	61,876.
	b Extraordinary items (see instructions)	23b				
	c Add lines 23a and 23b	23c	278,442.	185,628.	92,814.	61,876.
24	Figure the tax on the amount on line 23c using the instructions for Form 1120, Schedule J, line 2 (or comparable line of corporation's return)	24	2,784.	1,856.	928.	619.
25	Enter any alternative minimum tax for each payment period (see instructions)	25				
26	Enter any other taxes for each payment period (see instructions)	26				
27	Total tax. Add lines 24 through 26	27	2,784.	1,856.	928.	619.
28	For each period, enter the same type of credits as allowed on Form 2220, lines 1 and 2c (see instructions)	28				
29	Total tax after credits. Subtract line 28 from line 27. If zero or less, enter -0-	29	2,784.	1,856.	928.	619.
30	Applicable percentage	30	25%	50%	75%	100%
31	Multiply line 29 by line 30	31	696.	928.	696.	619.

Part III Required Installments

		1st installment	2nd installment	3rd installment	4th installment	
<i>Note: Complete lines 32 through 38 of one column before completing the next column.</i>						
32	If only Part I or Part II is completed, enter the amount in each column from line 19 or line 31. If both parts are completed, enter the smaller of the amounts in each column from line 19 or line 31	32	696.	928.	696.	619.
33	Add the amounts in all preceding columns of line 38 (see instructions)	33		696.	928.	928.
34	Adjusted seasonal or annualized income installments. Subtract line 33 from line 32. If zero or less, enter -0-	34	696.	232.		
35	Enter 25% of line 5 on page 1 of Form 2220 in each column. Note: "Large corporations," see the instructions for line 10 for the amounts to enter	35	42,028.	42,028.	42,028.	42,028.
36	Subtract line 38 of the preceding column from line 37 of the preceding column	36		41,332.	83,128.	125,156.
37	Add lines 35 and 36	37	42,028.	83,360.	125,156.	167,184.
38	Required installments. Enter the smaller of line 34 or line 37 here and on page 1 of Form 2220, line 10 (see instructions)	38	696.	232.		

**SCHEDULE D
(Form 1041)**

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ **Attach to Form 1041, Form 5227, or Form 990-T. See the instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).**

OMB No. 1545-0092

2010

Name of estate or trust PETER G. PETERSON FOUNDATION	Employer identification number 26-0316905
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Note: Form 5227 filers need to complete *only* Parts I and II.

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example: 100 shares 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	2,339,205.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2009 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back	5	2,339,205.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example: 100 shares 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	5,845,948.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2009 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back	12	5,845,948.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2010

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
13	Net short-term gain or (loss)	13		2,339,205.
14	Net long-term gain or (loss):			
a	Total for year	14a		5,845,948.
b	Unrecaptured section 1250 gain (see line 18 of the wrksh.)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a ▶	15		8,185,153.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet** necessary.

Part IV Capital Loss Limitation		16
16	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of: a The loss on line 15, column (3) or b \$3,000	()

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** on page 7 of the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the worksheet on page 8 of the instructions if:
 • Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or
 • Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17	
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero	18	
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19	
20	Add lines 18 and 19	20	
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- ▶	21	
22	Subtract line 21 from line 20. If zero or less, enter -0-	22	
23	Subtract line 22 from line 17. If zero or less, enter -0-	23	
24	Enter the smaller of the amount on line 17 or \$2,300	24	
25	Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> Yes. Skip lines 25 and 26; go to line 27 and check the "No" box. <input type="checkbox"/> No. Enter the amount from line 23	25	
26	Subtract line 25 from line 24	26	
27	Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 27 thru 30; go to line 31. <input type="checkbox"/> No. Enter the smaller of line 17 or line 22	27	
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28	
29	Subtract line 28 from line 27	29	
30	Multiply line 29 by 15% (.15)	30	
31	Figure the tax on the amount on line 23. Use the 2010 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31	
32	Add lines 30 and 31	32	
33	Figure the tax on the amount on line 17. Use the 2010 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33	
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34	

**Continuation Sheet for Schedule D
(Form 1041)**

2010

▶ **See instructions for Schedule D (Form 1041).**
▶ **Attach to Schedule D to list additional transactions for lines 1a and 6a.**

Name of estate or trust

PETER G. PETERSON FOUNDATION

Employer identification number

26-0316905

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example: 100 sh. 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a ST CAPITAL GAINS FROM PARTNERSHIPS	VARIOUS	VARIOUS	2,320,735.		2,320,735.
SHORT DURATION BOND FUND	VARIOUS	VARIOUS			18,470.

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b 2,339,205.

Reasonable Cause Statement

This return is being filed electronically between March 1, 2012, and March 30, 2012, as directed by the IRS in Notice 2012-4, as electronic filing was not available from January 1, 2012 through February 29, 2012. We request that penalties be waived because it would be inequitable to impose a penalty on the Foundation due to the unusual circumstances caused by the government requiring us to delay the electronic filing of this return.