

Return of Organization Exempt From Income Tax
Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

Department of the Treasury Internal Revenue Service

The organization may have to use a copy of this return to satisfy state reporting requirements.

For the 2006 calendar year, or tax year beginning 07/01, 2006, and ending 06/30/2007

Section B: Check if applicable (Address change, Name change, etc.)
Section C: Name of organization (THE PEW CHARITABLE TRUSTS)
Section D: Employer identification number (56-2307147)
Section E: Telephone number ((215) 575-9050)
Section F: Accounting method (Accrual)

Section 501(c)(3) organizations and 4947(a)(1) nonexempt charitable trusts must attach a completed Schedule A (Form 990 or 990-EZ).

Section H: Is this a group return for affiliates?
Section I: Group Exemption Number
Section M: Check if the organization is not required to attach Sch. B

Section G: Website (WWW.PEWTRUSTS.ORG)
Section J: Organization type (501(c)(3))
Section K: Check here if the organization is not a 509(a)(3) supporting organization

L Gross receipts: Add lines 6b, 8b, 9b, and 10b to line 12 2,628,544,802.

Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances

Table with 21 rows and 4 columns: Description, Sub-row, Amount, Total. Includes Revenue (Contributions, Program service, etc.), Expenses (Program services, Management, etc.), and Net Assets (Excess or deficit, beginning/end of year).

For Privacy Act and Paperwork Reduction Act Notice, see the separate instructions. Form 990 (2006)

- 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. You must file original and one copy.

Type or print <small>File by the extended due date for filing the return. See instructions.</small>	Name of Exempt Organization THE PEW CHARITABLE TRUSTS	Employer identification number 56-2307147
	Number, street, and room or suite no. If a P.O. box, see instructions. 2005 MARKET STREET, SUITE 1700	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. PHILADELPHIA, PA 19103	

Check type of return to be filed (File a separate application for each return):

<input checked="" type="checkbox"/> Form 990	<input type="checkbox"/> Form 990-PF	<input type="checkbox"/> Form 1041-A	<input type="checkbox"/> Form 6069
<input type="checkbox"/> Form 990-BL	<input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust)	<input type="checkbox"/> Form 4720	<input type="checkbox"/> Form 8870
<input type="checkbox"/> Form 990-EZ	<input type="checkbox"/> Form 990-T (trust other than above)	<input type="checkbox"/> Form 5227	

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 **THE ORGANIZATION**
Telephone No. **212 575-9050** FAX No. _____
- If the organization does not have an office or place of business in the United States, check this box,
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until **05/15, 2008**

5 For calendar year _____, or other tax year beginning **07/01, 2006** and ending **06/30, 2007**

6 If this tax year 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 **ADDITIONAL TIME IS REQUESTED TO GATHER THE INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN.**

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	\$	N/A
8b	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.	\$	
8c	Balance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	\$	N/A

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 Title **CPA Agent** Date **2/12/08**

Notice to Applicant. (To Be Completed by the IRS)

- We have approved this application. Please attach this form to the organization's return.
- We have not approved this application. However, we have granted a 10-day grace period from the later of the date shown below or the due date of the organization's return (including any prior extensions). This grace period is considered to be a valid extension of time for elections otherwise required to be made on a timely return. Please attach this form to the organization's return.
- We have not approved this application. After considering the reasons stated in item 7, we cannot grant your request for an extension of time to file. We are not granting a 10-day grace period.
- We cannot consider this application because it was filed after the extended due date of the return for which an extension was requested.
- Other _____

By: _____ Date _____

Alternate Mailing Address. Enter the address if you want the copy of this application for an additional 3-month extension returned to an address different than the one entered above.

Type or print	Name GRANT THORNTON LLP - William Winter
	Number and street (include suite, room, or apt. no.) or a P.O. box number 2010 CORPORATE RIDGE, SUITE 400
	City or town, province or state, and country (including postal or ZIP code) MCLEAN, VA 22102

Part II Statement of Functional Expenses

All organizations must complete column (A). Columns (B), (C), and (D) are required for section 501(c)(3) and (4) organizations and section 4947(a)(1) nonexempt charitable trusts but optional for others. (See the instructions.)

Do not include amounts reported on line 6b, 8b, 9b, 10b, or 16 of Part I.		(A) Total	(B) Program services	(C) Management and general	(D) Fundraising
22a	Grants paid from donor advised funds (attach schedule) (cash \$ <u>5,000,000.</u> noncash \$ _____) If this amount includes foreign grants, check here <input type="checkbox"/>	5,000,000.	5,000,000.	STMT 18	
22b	Other grants and allocations (attach schedule) (cash \$ <u>200,011,434.</u> noncash \$ _____) If this amount includes foreign grants, check here <input checked="" type="checkbox"/>	200,011,434.	200,011,434.	STMT 19	
23	Specific assistance to individuals (attach schedule)				
24	Benefits paid to or for members (attach schedule)				
25a	Compensation of current officers, directors, key employees, etc. listed in Part V-A (attach schedule)	1,848,826.	611,529.	1,101,776.	135,521.
25b	b Compensation of former officers, directors, key employees, etc. listed in Part V-B (attach schedule)				
25c	c Compensation and other distributions, not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) (attach schedule)				
26	Salaries and wages of employees not included on lines 25a, b, and c	16,671,009.	13,792,227.	2,551,160.	327,622.
27	Pension plan contributions not included on lines 25a, b, and c	2,235,917.	1,621,109.	544,453.	70,355.
28	Employee benefits not included on lines 25a - 27	1,932,239.	1,588,172.	306,752.	37,315.
29	Payroll taxes	1,237,227.	946,612.	257,359.	33,256.
30	Professional fundraising fees				
31	Accounting fees	184,996.		179,102.	5,894.
32	Legal fees	476,459.	345,346.	120,098.	11,015.
33	Supplies	677,254.	542,558.	130,400.	4,296.
34	Telephone	350,136.	286,424.	61,668.	2,044.
35	Postage and shipping	97,529.	78,606.	18,320.	603.
36	Occupancy	4,873,100.	3,324,219.	1,516,864.	32,017.
37	Equipment rental and maintenance	360,092.	274,328.	83,032.	2,732.
38	Printing and publications	1,028,081.	943,905.	74,546.	9,630.
39	Travel	1,221,876.	1,014,994.	152,894.	53,988.
40	Conferences, conventions, and meetings	430,868.	358,047.	58,529.	14,292.
41	Interest				
42	Depreciation, depletion, etc. (attach schedule)	1,719,168.	1,292,054.	413,506.	13,608.
43	Other expenses not covered above (itemize):	STMT 43			
43a	a <u>INSURANCE</u>	201,083.	160,845.	38,956.	1,282.
43b	b <u>CONSULTING</u>	8,140,288.	7,714,084.	383,580.	42,624.
43c	c <u>EMPLOYMENT - PLACEMENT</u>	489,287.	316,543.	92,356.	80,388.
43d	d <u>HONORARIA</u>	127,137.	127,137.		
43e	e _____				
43f	f _____				
43g	g _____				
44	Total functional expenses. Add lines 22a through 43g. (Organizations completing columns (B)-(D), carry these totals to lines 13-15).	249,314,006.	240,350,173.	8,085,351.	878,482.

Joint Costs. Check if you are following SOP 98-2.

Are any joint costs from a combined educational campaign and fundraising solicitation reported in (B) Program services? Yes No
 If "Yes," enter (i) the aggregate amount of these joint costs \$ _____; (ii) the amount allocated to Program services \$ _____;
 (iii) the amount allocated to Management and general \$ _____; and (iv) the amount allocated to Fundraising \$ _____

Part III Statement of Program Service Accomplishments (See the instructions.)

Form 990 is available for public inspection and, for some people, serves as the primary or sole source of information about a particular organization. How the public perceives an organization in such cases may be determined by the information presented on its return. Therefore, please make sure the return is complete and accurate and fully describes, in Part III, the organization's programs and accomplishments.

What is the organization's primary exempt purpose? SEE STATEMENT 44 All organizations must describe their exempt purpose achievements in a clear and concise manner. State the number of clients served, publications issued, etc. Discuss achievements that are not measurable. (Section 501(c)(3) and (4) organizations and 4947(a)(1) nonexempt charitable trusts must also enter the amount of grants and allocations to others.)	Program Service Expenses (Required for 501(c)(3) and (4) orgs., and 4947(a)(1) trusts; but optional for others.)
a POLICY - PEW'S WORK INCLUDED GRANTS AND INITIATIVES IN THE AREAS OF EDUCATION, ENVIRONMENT, NATIONAL HEALTH AND HUMAN SERVICES AND SPECIAL PROJECTS. (Grants and allocations \$ 112,631,810.) If this amount includes foreign grants, check here <input checked="" type="checkbox"/>	132,192,595.
b INFORMATION - PEW-SUPPORTED PROJECTS INCLUDED: THE POLLING WORK OF THE PEW RESEARCH CENTER AND THE PEW GLOBAL ATTITUDES PROJECT; THE PEW FORUM ON RELIGION AND PUBLIC LIFE; THE PEW INTERNET & AMERICAN LIFE PROJECT; AND THE PEW HISPANIC CENTER. (Grants and allocations \$ 28,259,136.) If this amount includes foreign grants, check here <input type="checkbox"/>	33,649,024.
c CIVIC LIFE - PEW'S PORTFOLIO INCLUDED SUPPORT FOR ARTS AND CULTURE, YOUTH CIVIC ENGAGEMENT, AND LOCAL HEALTH AND HUMAN SERVICES (Grants and allocations \$ 64,120,488.) If this amount includes foreign grants, check here <input checked="" type="checkbox"/>	74,508,554.
d (Grants and allocations \$) If this amount includes foreign grants, check here <input type="checkbox"/>	
e Other program services (attach schedule) (Grants and allocations \$) If this amount includes foreign grants, check here <input type="checkbox"/>	
f Total of Program Service Expenses (should equal line 44, column (B), Program services)	240,350,173.

Part IV Balance Sheets (See the instructions.)

Note: Where required, attached schedules and amounts within the description column should be for end-of-year amounts only.

		(A) Beginning of year		(B) End of year	
Assets	45 Cash - non-interest-bearing	523,409.	45	NONE	
	46 Savings and temporary cash investments	105,653,167.	46	102,506,330.	
	47a Accounts receivable	183,231.			
	47b Less: allowance for doubtful accounts				
			342,791.	47c	183,231.
	48a Pledges receivable	24,898,207.			
	48b Less: allowance for doubtful accounts				
			35,276,000.	48c	24,898,207.
	49 Grants receivable			49	
	50a Receivables from current and former officers, directors, trustees, and key employees (attach schedule)			50a	
	50b Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) (attach schedule)			50b	
	51a Other notes and loans receivable (attach schedule)			51c	
	51b Less: allowance for doubtful accounts				
	52 Inventories for sale or use			52	
	53 Prepaid expenses and deferred charges		980,874.	53	655,585.
	54a Investments - publicly-traded securities STMT 45 <input type="checkbox"/> Cost <input checked="" type="checkbox"/> FMV		96,229,972.	54a	185,746,550.
	54b Investments - other securities (attach schedule) <input type="checkbox"/> Cost <input type="checkbox"/> FMV			54b	
	55a Investments - land, buildings, and equipment: basis			55a	
	55b Less: accumulated depreciation (attach schedule)			55b	
	55c			55c	
56 Investments - other (attach schedule)			56		
57a Land, buildings, and equipment: basis STMT 46	11,693,800.		57a		
57b Less: accumulated depreciation (attach schedule)	3,747,037.		57b		
		5,851,759.	57c	7,946,763.	
58 Other assets, including program-related investments (describe STMT 47)		16,500,060.	58	16,412,711.	
59 Total assets (must equal line 74). Add lines 45 through 58		261,358,032.	59	338,349,377.	
Liabilities	60 Accounts payable and accrued expenses	3,465,615.	60	3,786,158.	
	61 Grants payable	159,572,657.	61	157,295,970.	
	62 Deferred revenue		62		
	63 Loans from officers, directors, trustees, and key employees (attach schedule)		63		
	64a Tax-exempt bond liabilities (attach schedule)		64a		
	64b Mortgages and other notes payable (attach schedule)		64b		
	65 Other liabilities (describe STMT 48)	9,302,288.	65	11,044,268.	
	66 Total liabilities. Add lines 60 through 65	172,340,560.	66	172,126,396.	
	Net Assets or Fund Balances	Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 67 through 69 and lines 73 and 74.			
		67 Unrestricted	24,853,943.	67	105,057,571.
68 Temporarily restricted		64,163,529.	68	61,165,410.	
69 Permanently restricted			69		
Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 70 through 74.					
70 Capital stock, trust principal, or current funds			70		
71 Paid-in or capital surplus, or land, building, and equipment fund			71		
72 Retained earnings, endowment, accumulated income, or other funds			72		
73 Total net assets or fund balances (add lines 67 through 69 or lines 70 through 72. (Column (A) must equal line 19 and column (B) must equal line 21).		89,017,472.	73	166,222,981.	
74 Total liabilities and net assets/fund balances. Add lines 66 and 73		261,358,032.	74	338,349,377.	

Part V-A Current Officers, Directors, Trustees, and Key Employees (continued)

Table with 3 columns: Question, Yes, No. Rows include 75a (13), 75b (X), 75c (X), 75d (X).

Part V-B Former Officers, Directors, Trustees, and Key Employees That Received Compensation or Other Benefits

(If any former officer, director, trustee, or key employee received compensation or other benefits (described below) during the year, list that person below and enter the amount of compensation or other benefits in the appropriate column. See the instructions.)

Table with 5 columns: (A) Name and address, (B) Loans and Advances, (C) Compensation, (D) Contributions to employee benefit plans, (E) Expense account and other allowances.

Part VI Other Information (See the instructions.)

Table with 3 columns: Question, Yes, No. Rows include 76, 77, 78a, 78b, 79, 80a, 80b, 81a, 81b.

Part VI Other Information (continues)

82a Did the organization receive donated services or the use of materials, equipment, or facilities at no charge or at substantially less than fair rental value?
82b If "Yes," you may indicate the value of these items here. Do not include this amount as revenue in Part I or as an expense in Part II. (See instructions in Part III.)
83a Did the organization comply with the public inspection requirements for returns and exemption applications?
83b Did the organization comply with the disclosure requirements relating to quid pro quo contributions?
84a Did the organization solicit any contributions or gifts that were not tax deductible?
84b If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?
85 501(c)(4), (5), or (6) organizations. a Were substantially all dues nondeductible by members?
b Did the organization make only in-house lobbying expenditures of \$2,000 or less?
c Dues, assessments, and similar amounts from members
d Section 162(e) lobbying and political expenditures
e Aggregate nondeductible amount of section 6033(e)(1)(A) dues notices
f Taxable amount of lobbying and political expenditures (line 85d less 85e)
g Does the organization elect to pay the section 6033(e) tax on the amount on line 85f?
h If section 6033(e)(1)(A) dues notices were sent, does the organization agree to add the amount on line 85f to its reasonable estimate of dues allocable to nondeductible lobbying and political expenditures for the following tax year?
86 501(c)(7) orgs. Enter: a Initiation fees and capital contributions included on line 12
b Gross receipts, included on line 12, for public use of club facilities
87 501(c)(12) orgs. Enter: a Gross income from members or shareholders
b Gross income from other sources. (Do not net amounts due or paid to other sources against amounts due or received from them.)
88b At any time during the year, did the organization own a 50% or greater interest in a taxable corporation or partnership, or an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If "Yes," complete Part IX
b At any time during the year, did the organization, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," complete Part XI
89a 501(c)(3) organizations. Enter: Amount of tax imposed on the organization during the year under:
section 4911 NONE; section 4912 NONE; section 4955 NONE
b 501(c)(3) and 501(c)(4) orgs. Did the organization engage in any section 4958 excess benefit transaction during the year or did it become aware of an excess benefit transaction from a prior year? If "Yes," attach a statement explaining each transaction
c Enter: Amount of tax imposed on the organization managers or disqualified persons during the year under sections 4912, 4955, and 4958
d Enter: Amount of tax on line 89c, above, reimbursed by the organization
e All organizations. At any time during the tax year, was the organization a party to a prohibited tax shelter transaction?
f All organizations. Did the organization acquire a direct or indirect interest in any applicable insurance contract?
g For supporting organizations and sponsoring organizations maintaining donor advised funds. Did the supporting organization, or a fund maintained by a sponsoring organization, have excess business holdings at any time during the year?
90a List the states with which a copy of this return is filed SEE STATEMENT 58
b Number of employees employed in the pay period that includes March 12, 2006 (See instructions.)
91a The books are in care of HENRY B. BERNSTEIN, TREASURER Telephone no. 215-575-4794
Located at ONE COMMERCE SQUARE, 2005 MARKET STREET, PHILADELPHIA, PA ZIP + 4 19103-7077
b At any time during the calendar year, did the organization have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)?
If "Yes," enter the name of the foreign country UNITED KINGDOM, AUSTRALIA
See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.

Part VI Other Information (continued)

Yes No

c At any time during the calendar year, did the organization maintain an office outside of the United States? 91c

If "Yes," enter the name of the foreign country

92 Section 4947(a)(1) nonexempt charitable trusts filing Form 990 in lieu of Form 1041 - Check here

and enter the amount of tax-exempt interest received or accrued during the tax year 92 N/A

Part VII Analysis of Income-Producing Activities (See the instructions.)

Note: Enter gross amounts unless otherwise indicated.

Table with 5 columns: (A) Business code, (B) Amount, (C) Exclusion code, (D) Amount, (E) Related or exempt function income. Rows include 93 Program service revenue, 94 Membership dues, 95 Interest on savings, 96 Dividends, 97 Net rental income, 98 Net rental income from personal property, 99 Other investment income, 100 Gain or loss from sales of assets, 101 Net income from special events, 102 Gross profit from sales of inventory, 103 Other revenue, 104 Subtotal, 105 Total.

Note: Line 105 plus line 1e, Part I, should equal the amount on line 12, Part I.

Part VIII Relationship of Activities to the Accomplishment of Exempt Purposes (See the instructions.)

Table with 2 columns: Line No., Explain how each activity for which income is reported in column (E) of Part VII contributed importantly to the accomplishment of the organization's exempt purposes.

Part IX Information Regarding Taxable Subsidiaries and Disregarded Entities (See the instructions.)

Table with 5 columns: (A) Name, address, and EIN of corporation, partnership, or disregarded entity; (B) Percentage of ownership interest; (C) Nature of activities; (D) Total income; (E) End-of-year assets.

Part X Information Regarding Transfers Associated with Personal Benefit Contracts (See the instructions.)

(a) Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No
(b) Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No

Note: If "Yes" to (b), file Form 8870 and Form 4720 (see instructions).

Part XI Information Regarding Transfers To and From Controlled Entities. Complete only if the organization is a controlling organization as defined in section 512(b)(13).

106 Did the reporting organization make any transfers to a controlled entity as defined in section 512(b)(13) of the Code? If "Yes," complete the schedule below for each controlled entity.

Yes	No
N/A	N/A

	(A) Name, address, of each controlled entity	(B) Employer Identification Number	(C) Description of transfer	(D) Amount of transfer
a	----- -----			
b	----- -----			
c	----- -----			
Totals				

107 Did the reporting organization receive any transfers from a controlled entity as defined in section 512(b)(13) of the Code? If "Yes," complete the schedule below for each controlled entity.

Yes	No
N/A	N/A

	(A) Name, address, of each controlled entity	(B) Employer Identification Number	(C) Description of transfer	(D) Amount of transfer
a	----- -----			
b	----- -----			
c	----- -----			
Totals				

108 Did the organization have a binding written contract in effect on August 17, 2006, covering the interest, rents, royalties, and annuities described in question 107 above?

Yes	No
N/A	N/A

Please 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 officer) is based on all information of which preparer has any knowledge.

Signature of officer _____ Date _____
 Type or print name and title _____

Paid Preparer's Use Only

Preparer's signature		Date	4/23/08	Check if self-employed <input type="checkbox"/>	Preparer's SSN or PTIN (See Gen. Inst. X)
Firm's name (of yours if self-employed), address, and ZIP + 4	GRANT THORNTON LLP 2010 CORPORATE RIDGE, SUITE 400 MCLEAN, VA 22102			EIN	703-847-7500

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Organization Exempt Under Section 501(c)(3)

(Except Private Foundation) and Section 501(e), 501(f), 501(k), 501(n),
or 4947(a)(1) Nonexempt Charitable Trust

Supplementary Information - (See separate instructions.)

▶ **MUST be completed by the above organizations and attached to their Form 990 or 990-EZ**

OMB No. 1545-0047

2006

Name of the organization: **THE PEW CHARITABLE TRUSTS**
Employer identification number: **56-2307147**

Part I Compensation of the Five Highest Paid Employees Other Than Officers, Directors, and Trustees
(See page 2 of the instructions. List each one. If there are 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 & deferred compensation	(e) Expense account and other allowances
SEE STATEMENT 60				
Total number of other employees paid over \$50,000 . . . ▶	188			

Part II-A Compensation of the Five Highest Paid Independent Contractors for Professional Services
(See page 2 of the instructions. List each one (whether individuals or firms). If there are none, enter "None.")

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
SEE STATEMENT 61		
Total number of others receiving over \$50,000 for professional services . . . ▶	1	

Part II-B Compensation of the Five Highest Paid Independent Contractors for Other Services
(List each contractor who performed services other than professional services, whether individuals or firms. If there are none, enter "None." See page 2 of the instructions.)

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
SEE STATEMENT 62		
Total number of other contractors receiving over \$50,000 for other services . . . ▶	52	

For Paperwork Reduction Act Notice, see the Instructions for Form 990 and Form 990-EZ.

Schedule A (Form 990 or 990-EZ) 2006

Part III Statements About Activities (See page 2 of the instructions.)

Table with 3 columns: Question, Yes, No. Rows include: 1. During the year, has the organization attempted to influence national, state, or local legislation... (Yes: X); 2. During the year, has the organization, either directly or indirectly, engaged in any of the following acts... (2a: X, 2b: X, 2c: X, 2d: X, 2e: X); 3a. Did the organization make grants for scholarships... (Yes: X); 3b. Did the organization have a section 403(b) annuity plan... (Yes: X); 3c. Did the organization receive or hold an easement for conservation purposes... (Yes: X); 3d. Did the organization provide credit counseling... (Yes: X); 4a. Did the organization maintain any donor advised funds... (Yes: X); 4b. Did the organization make any taxable distributions under section 4966? (Yes: X); 4c. Did the organization make a distribution to a donor... (Yes: X); 4d. Enter the total number or donor advised funds owned... (1); 4e. Enter the aggregate value of assets held in all donor advised funds... (17,751,122); 4f. Enter the total number of separate funds or accounts...; 4g. Enter the aggregate value of assets held in all funds or accounts... (15)

Part IV Reason for Non-Private Foundation Status (See pages 4 through 7 of the instructions.)

I certify that the organization is not a private foundation because it is: (Please check only **ONE** applicable box.)

- 5 A church, convention of churches, or association of churches. Section 170(b)(1)(A)(i).
- 6 A school. Section 170(b)(1)(A)(ii). (Also complete Part V.)
- 7 A hospital or a cooperative hospital service organization. Section 170(b)(1)(A)(iii).
- 8 A federal, state, or local government or governmental unit. Section 170(b)(1)(A)(v).
- 9 A medical research organization operated in conjunction with a hospital. Section 170(b)(1)(A)(iii). Enter the hospital's name, city, and state **▶** _____
- 10 An organization operated for the benefit of a college or university owned or operated by a governmental unit. Section 170(b)(1)(A)(iv). (Also complete the **Support Schedule** in Part IV-A.)
- 11a An organization that normally receives a substantial part of its support from a governmental unit or from the general public. Section 170(b)(1)(A)(vi). (Also complete the **Support Schedule** in Part IV-A.)
- 11b A community trust. Section 170(b)(1)(A)(vi). (Also complete the **Support Schedule** in Part IV-A.)
- 12 An organization that normally receives: (1) **more than 33 1/3%** of its support from contributions, membership fees, and gross receipts from activities related to its charitable, etc., functions - subject to certain exceptions, and (2) **no more than 33 1/3%** of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the by the organization after June 30, 1975. See section 509(a)(2). (Also complete the **Support Schedule** in Part IV-A.)
- 13 An organization that is not controlled by any disqualified persons (other than foundation managers) and otherwise meets the requirements of section 509(a)(3). Check the box that describes the type of supporting organization:
 Type I Type II Type III - Functionally Integrated Type III - Other

Provide the following information about the supported organizations. (See page 7 of the instructions.)

(a) Name(s) of supported organization(s)	(b) Employer identification number (EIN)	(c) Type of organization (described in lines 5 through 12 above or IRC section)	(d) Is the supported organization listed in the supporting organization's governing documents?		(e) Amount of support
			Yes	No	
Total					

- 14 An organization organized and operated to test for public safety. Section 509(a)(4). (See page 7 of the instructions.)

Part IV-A Support Schedule (Complete only if you checked a box on line 10, 11, or 12.) cash method of accounting.

Note: You may use the worksheet in the instructions for converting from the accrual to the cash method of accounting.

Table with columns: Calendar year (or fiscal year beginning in), (a) 2005, (b) 2004, (c) 2003, (d) 2002, (e) Total. Rows include: 15 Gifts, grants, and contributions received; 16 Membership fees received; 17 Gross receipts from admissions, merchandise sold or services performed; 18 Gross income from interest, dividends, amounts received from payments on securities loans; 19 Net income from unrelated business activities; 20 Tax revenues levied; 21 The value of services or facilities furnished; 22 Other income; 23 Total of lines 15 through 22; 24 Line 23 minus line 17; 25 Enter 1% of line 23; 26 Organizations described on lines 10 or 11; 27 Organizations described on line 12; 28 Unusual Grants.

Part V Private School Questionnaire (See page 9 of the instructions.) NOT APPLICABLE
(To be completed ONLY by schools that checked the box on line 6 in Part IV)

	Yes	No
29 Does the organization have a racially nondiscriminatory policy toward students by statement in its charter, bylaws, other governing instrument, or in a resolution of its governing body?	29	
30 Does the organization include a statement of its racially nondiscriminatory policy toward students in all its brochures, catalogues, and other written communications with the public dealing with student admissions, programs, and scholarships?	30	
31 Has the organization publicized its racially nondiscriminatory policy through newspaper or broadcast media during the period of solicitation for students, or during the registration period if it has no solicitation program, in a way that makes the policy known to all parts of the general community it serves? If "Yes," please describe; if "No," please explain. (If you need more space, attach a separate statement.) ----- ----- -----	31	
32 Does the organization maintain the following:		
a Records indicating the racial composition of the student body, faculty, and administrative staff?	32a	
b Records documenting that scholarships and other financial assistance are awarded on a racially nondiscriminatory basis?	32b	
c Copies of all catalogues, brochures, announcements, and other written communications to the public dealing with student admissions, programs, and scholarships?	32c	
d Copies of all material used by the organization or on its behalf to solicit contributions?	32d	
If you answered "No" to any of the above, please explain. (If you need more space, attach a separate statement.) ----- -----		
33 Does the organization discriminate by race in any way with respect to:		
a Students' rights or privileges?	33a	
b Admissions policies?	33b	
c Employment of faculty or administrative staff?	33c	
d Scholarships or other financial assistance?	33d	
e Educational policies?	33e	
f Use of facilities?	33f	
g Athletic programs?	33g	
h Other extracurricular activities?	33h	
If you answered "Yes" to any of the above, please explain. (If you need more space, attach a separate statement.) ----- ----- -----		
34 a Does the organization receive any financial aid or assistance from a governmental agency?	34a	
b Has the organization's right to such aid ever been revoked or suspended? If you answered "Yes" to either 34a or b, please explain using an attached statement.	34b	
35 Does the organization certify that it has complied with the applicable requirements of sections 4.01 through 4.05 of Rev. Proc. 75-50, 1975-2 C.B. 587, covering racial nondiscrimination? If "No," attach an explanation	35	

Part VI-A Lobbying Expenditures by Electing Public Charities (See page 10 of the instructions.)

Exhibit 3

(To be completed **ONLY** by an eligible organization that filed Form 5768)

Check **a** if the organization belongs to an affiliated group. Check **b** if you checked "a" and "limited control" provisions apply.

Limits on Lobbying Expenditures

(The term "expenditures" means amounts paid or incurred.)

	(a) Affiliated group totals	(b) To be completed for all electing organizations
36 Total lobbying expenditures to influence public opinion (grassroots lobbying)	36	60,984.
37 Total lobbying expenditures to influence a legislative body (direct lobbying)	37	361,644.
38 Total lobbying expenditures (add lines 36 and 37)	38	422,628.
39 Other exempt purpose expenditures	39	249,283,618.
40 Total exempt purpose expenditures (add lines 38 and 39)	40	249,706,246.
41 Lobbying nontaxable amount. Enter the amount from the following table - If the amount on line 40 is - The lobbying nontaxable amount is -		
Not over \$500,000 20% of the amount on line 40	}	1,000,000.
Over \$500,000 but not over \$1,000,000 \$100,000 plus 15% of the excess over \$500,000		
Over \$1,000,000 but not over \$1,500,000 \$175,000 plus 10% of the excess over \$1,000,000		
Over \$1,500,000 but not over \$17,000,000 \$225,000 plus 5% of the excess over \$1,500,000		
Over \$17,000,000 \$1,000,000		
42 Grassroots nontaxable amount (enter 25% of line 41)	42	250,000.
43 Subtract line 42 from line 36. Enter -0- if line 42 is more than line 36	43	
44 Subtract line 41 from line 38. Enter -0- if line 41 is more than line 38	44	

Caution: If there is an amount on either line 43 or line 44, you must file Form 4720.

4-Year Averaging Period Under Section 501(h)

(Some organizations that made a section 501(h) election do not have to complete all of the five columns below.

See the instructions for lines 45 through 50 on page 13 of the instructions.)

Lobbying Expenditures During 4-Year Averaging Period					
Calendar year (or fiscal year beginning in) ▶	(a) 2006	(b) 2005	(c) 2004	(d) 2003	(e) Total
45 Lobbying nontaxable amount	1,000,000.				1,000,000.
46 Lobbying ceiling amount (150% of line 45(e))					1,500,000.
47 Total lobbying expenditures	422,628.				422,628.
48 Grassroots nontaxable amount	250,000.				250,000.
49 Grassroots ceiling amount (150% of line 48(e))					375,000.
50 Grassroots lobbying expenditures	60,984.				60,984.

Part VI-B Lobbying Activity by Nonelecting Public Charities

NOT APPLICABLE

(For reporting only by organizations that did not complete Part VI-A) (See page 13 of the instructions.)

During the year, did the organization attempt to influence national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of:	Yes	No	Amount
a Volunteers			
b Paid staff or management (Include compensation in expenses reported on lines c through h.)			
c Media advertisements			
d Mailings to members, legislators, or the public			
e Publications, or published or broadcast statements			
f Grants to other organizations for lobbying purposes			
g Direct contact with legislators, their staffs, government officials, or a legislative body			
h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any other means			
i Total lobbying expenditures (Add lines c through h.)			

If "Yes" to any of the above, also attach a statement giving a detailed description of the lobbying activities.

FORM 990 - GENERAL EXPLANATION ATTACHMENT

GRANTS - DETAILED LIST OF MATCHING GIFTS
FORM 990, PAGE 2, PART II, LINE 22:

DESCRIPTION:	AMOUNT:
ACTION AIDS, INC.	1,000
ACTION ARTS THEATER COMPANY	134
ADVOCATES FOR CHILDREN AND YOUTH, INC.	2,000
AID FOR FRIENDS	200
AIDS FOUNDATION OF CHICAGO	600
ALASKA CENTER FOR THE ENVIRONMENT	200
ALASKA MARINE CONSERVATION COUNCIL	1,000
ALASKA WILDERNESS LEAGUE	500
ALL SOULS CHURCH, UNITARIAN	750
ALLIANCE FOR LUPUS RESEARCH, INC.	100
ALS ASSOCIATION	150
ALVERNIA COLLEGE	750
ALZHEIMER'S FAMILY DAY CENTER	200
AMBLER THEATER INC.	150
AMERICAN BIRDING ASSOCIATION, INC.	212
AMERICAN CANCER SOCIETY, INC.	1,510
AMERICAN CIVIL LIBERTIES UNION FOUNDATION OF MARYLAND, INC.	200
AMERICAN COMPOSERS FORUM	2,000
AMERICAN DIABETES ASSOCIATION, INC.	450
AMERICAN FRIENDS OF THE ISRAEL MUSEUM	9,000
AMERICAN FRIENDS SERVICE COMMITTEE	50
AMERICAN HEART ASSOCIATION	600
AMERICAN JEWISH COMMITTEE	144
AMERICAN LEBANESE SYRIAN ASSOCIATION CHARITABLE INC.	50
AMERICAN NATIONAL RED CROSS	100
AMERICAN NATIONAL RED CROSS BERKS COUNTY CHAPTER	750
AMERICAN PHILOSOPHICAL SOCIETY	1,500
AMERICAN SOCIETY FOR THE PREVENTION OF CRUELTY TO ANIMALS	700
AMERICANS UNITED FOR SEPARATION OF CHURCH AND STATE	100
AMNESTY INTERNATIONAL USA, INC.	400
AMNION CRISIS PREGNANCY CENTER	50
ANIMAL WELFARE ASSOCIATION, INC.	1,000
ANTILLIES SCHOOL, INC.	600
ARLINGTON ACADEMY OF HOPE	300
ARLINGTON PARTNERSHIP FOR AFFORDABLE HOUSING, INC.	200
ARLINGTON RETIREMENT HOUSING CORPORATION	200
ART SANCTUARY	300
ARTHUR ASHE YOUTH TENNIS AND EDUCATION, INC.	1,800
ARTS & SPIRITUALITY CENTER	200
ASSATEAGUE COASTAL TRUST, INC.	100

FORM 990 - GENERAL EXPLANATION ATTACHMENT (CONT'D)

ASSEMBLIES OF GOD WORLD MISSIONS	2,800
AUDUBON NATURALIST SOCIETY OF THE CENTRAL ATLANTIC STATES, INC.	156
AUTISM SPEAKS, INC.	200
AVODA	6,670
AVON PRODUCTS FOUNDATION, INC.	300
BABSON COLLEGE	42,500
BALA-CYNWYD LIBRARY ASSOCIATION	200
BARKER FOUNDATION, INC.	200
BETH DAVID REFORM CONGREGATION	6,500
BRADLEY HILLS EDUCATION FOUNDATION CORPORATION	400
BRANDYWINE CONSERVANCY, INC.	375
BREAD AND ROSES COMMUNITY FUND	1,500
BREAD FOR THE CITY, INC.	270
BROTHERS OF THE ORDER OF HERMITS OF ST. AUGUSTINE	600
BROWN UNIVERSITY	350
BRYN MAWR COLLEGE	2,400
BRYN MAWR HOSPITAL FOUNDATION	2,250
BURLINGTON COUNTY COLLEGE FOUNDATION	50
CALCUTTA HOUSE	200
CAMDEN COUNTY BAR FOUNDATION, INC.	100
CAMP FIRE USA	200
CAMPUS CRUSADE FOR CHRIST, INC.	900
CANINE COMPANIONS FOR INDEPENDENCE	400
CAPITAL COMMUNITY BROADCASTING	2,500
CAREER WARDROBE, THE	100
CARING CENTER, THE	200
CARINGBRIDGE CORPORATION	50
CARLETON COLLEGE	100
CATHOLIC CHARITIES OF THE ARCHDIOCESE OF PHILADELPHIA	920
CENTER FOR A NEW AMERICAN DREAM	500
CENTER FOR INTERNATIONAL ENVIRONMENTAL LAW, INC.	200
CENTER ON BUDGET AND POLICY PRIORITIES	1,320
CENTERPOINTE CHURCH AT FAIR OAKS	4,000
CHESAPEAKE BAY FOUNDATION, INC.	300
CHESTNUT HILL GARDEN DISTRICT	200
CHICAGO COALITION FOR THE HOME	100
CHILDREN'S HOSPITAL FOUNDATION	2,700
CHOICE: CONCERN FOR HEALTH OPTIONS: INFORMATION, CARE AND EDUCATION	200
CHRIST CONGREGATIONAL CHURCH	1,500
CHRIST PROTESTANT EPISCOPAL CHURCH	12,264
CHRIST WORSHIP CENTER	200

FORM 990 - GENERAL EXPLANATION ATTACHMENT (CONT'D)

CHRISTIAN AID MISSION	1,400
CHRISTIAN APPALACHIAN PROJECT	100
CHURCH OF ST. LUKE & THE EPIPHANY	3,350
CHURCH OF THE HOLY NAME	600
CHURCH ON THE MALL	3,680
CIRCLE PROGRAM	50
CITY OF HOPE	500
CITY TEAM MINISTRIES	100
CLEAN AIR COUNCIL	450
CNEWA	200
COALITION AGAINST BREAST CANCER INC.	50
COALITION FOR DC REPRESENTATION EDUCATION FUND	200
COLLEGE OF PHYSICIANS OF PHILADELPHIA	3,000
COLLEGE OF WILLIAM & MARY FOUNDATION	2,000
COMMUNITY DESIGN COLLABORATIVE OF AIA PHILADELPHIA	1,700
COMMUNITY EDUCATION ALLIANCE OF WEST PHILADELPHIA	100
COMMUNITY LEGAL SERVICES, INC.	1,350
CONGREGATION ADATH ISRAEL B'RITH SHOLOM	1,000
CONGREGATION RODEPH SHALOM	7,500
CONNECTICUT COLLEGE, THE	200
CONSERVATION COUNCIL FOR HAWAII	2,000
CONSERVATION FUND, THE	200
COOPERATIVE FOR ASSISTANCE AND RELIEF EVERYWHERE INC.	400
CORNELL UNIVERSITY	200
CORONADO HOSPITAL FOUNDATION	15,000
DANA-FARBER CANCER INSTITUTE	400
DELAWARE VALLEY ASSOCIATION OF RAILROAD PASSENGERS	100
DELAWARE VALLEY GOLDEN RETRIEVER RESCUE, INC.	200
DELAWARE VALLEY GRANTMAKERS	300
DICKINSON COLLEGE	300
DOCTORS WITHOUT BORDERS USA, INC.	2,400
DOORWAYS FOR WOMEN AND FAMILIES, INC.	200
DOWN'S SYNDROME SUPPORT GROUP OF SOUTH JERSEY, INC.	50
DUKE UNIVERSITY	500
EARTH FORCE INC.	500
EARTH ISLAND INSTITUTE, INC.	400
EARTHRIGHTS INTERNATIONAL, INC.	1,000
EAST FALLS COMMUNITY COUNCIL	250
EAST HOUSE CORPORATION	1,000
EASTERN COLLEGE	50
EDUCATING FOR JUSTICE INC.	100
ELEPHANT SANCTUARY IN TENNESSEE, THE	200
ELFRETH'S ALLEY ASSOCIATION	200

FORM 990 - GENERAL EXPLANATION ATTACHMENT (CONT'D)

ELSIE PUBLISHING INSTITUTE	84
ENVIRONMENTAL LAW ALLIANCE WORLDWIDE	3,000
EPILEPSY FOUNDATION OF AMERICA	290
ESF DREAM CAMP FOUNDATION	2,000
FAIRMOUNT PARK CONSERVANCY	100
FIRST PRESBYTERIAN CHURCH	260
FIRST UNITED METHODIST CHURCH	100
FOOD FOR LIFE NETWORK INC.	50
FOOD FOR THE POOR INC.	54
FOUNDATION FOR NEW JERSEY PUBLIC BROADCASTING, INC.	240
FRIENDS OF ACADIA	375
FRIENDS OF CAMDEN ANIMAL SHELTER	1,100
FRIENDS OF CLARK PARK	50
FRIENDS OF THE WISSAHICKON, INC.	530
GAY COMMUNITY CENTER OF PHILADELPHIA	810
GEORGIA AVENUE BAPTIST CHURCH	1,100
GERMAN SOCIETY OF PENNSYLVANIA	350
GERMANTOWN HISTORICAL SOCIETY	450
GERMANTOWN JEWISH CENTRE	6,300
GIDDENS SCHOOL	17,000
GLACIER NATIONAL PARK FOUNDATION	4,500
GLEN HIGHLAND FARM INC.	200
GLOBAL FAIRNESS INITIATIVE	500
GRACE EPISCOPAL CHURCH	3,350
GRAND CANYON TRUST	500
GREATER NORRISTOWN SOCIETY FOR THE ARTS	200
GREATER PHILADELPHIA CULTURAL	550
GREATER WASHINGTON EDUCATIONAL TELECOMMUNICATIONS ASSOCIATION, INC.	50
GREEN CORPS, INC.	2,200
GREEN VALE SCHOOL	375
GWYNEDD-MERCY ACADEMY	900
HABITAT FOR HUMANITY INTERNATIONAL, INC.	1,690
HADDONFIELD FRIENDS OF THE LIBRARY	100
HAMILTON COLLEGE TRUSTEES	500
HAND PAPERMAKING, INC.	5,500
HAWAII PUBLIC RADIO	500
HEIFER PROJECT INTERNATIONAL	440
HENRY FOUNDATION FOR BOTANICAL RESEARCH	1,000
HERITAGE COLLEGE	750
HOLE IN THE WALL FOUNDATION, INC.	300
HOLY CROSS ABBEY	400
HOLY GHOST PREPARATORY SCHOOL	8,000

FORM 990 - GENERAL EXPLANATION ATTACHMENT (CONT'D)

HOLY REDEEMER HEALTH SYSTEM	200
HOOPS SAGRADO (SACRED HOOPS)	20,000
HOPEWELL UNITED METHODIST CHURCH	3,000
HOUSE OF CHARITY, DIOCESE OF CAMDEN	1,000
HOUSE OF RUTH	500
HYDE SCHOOL	1,668
IMMACULATE CONCEPTION CHURCH	200
INDEPENDENCE PUBLIC MEDIA OF PHILADELPHIA	300
INGLIS HOUSE	100
INTERNATIONAL ASSISTANCE GROUP	13,000
INTERVARSITY CHRISTIAN FELLOWS	800
ISLAND INSTITUTE	500
JEWISH FEDERATION OF SOUTHERN NJ	2,000
JEWISH YOUTH PHILANTHROPY INSTITUTE	1,000
JOHN W. HALLAHAN CATHOLIC	100
JOINT CENTER FOR POLITICAL AND ECONOMIC STUDIES, INC.	300
JUBILEE PRESBYTERIAN CHURCH	5,200
KATE'S CLUB INC.	2,005
KENT CENTER, INC.	300
KENYON COLLEGE	200
KEYSTONE HOSPICE	80
LASALLE ACADEMY	2,960
LAMBDA LEGAL DEFENSE AND EDUCATION FUND, INC.	1,400
LANCE ARMSTRONG FOUNDATION, INC.	100
LASALLE UNIVERSITY	800
LEADERSHIP INC.	200
LEAGUE OF CONSERVATION VOTERS	1,600
LIBERACE FOUNDATION FOR THE PERFORMING AND CREATIVE ARTS	100
LINDSAY WURTENBERG REFLEX SYMPATHETIC DYSTROPHY FOUNDATION	1,500
LITTLE BROTHERS - FRIENDS OF THE ELDERLY	200
LITTLE FLOWER CATHOLIC HIGH SCHOOL FOR GIRLS	200
LITTLE SISTERS OF THE POOR	50
LOWER MERION CONSERVANCY	900
LOWER SCHUYLKILL RIVER USERS ASSOCIATION	200
LUMINA STUDIO THEATRE	300
MAINE COAST HERITAGE TRUST	500
MAINSTAY MINISTRIES	2,400
LUSTGARTEN FOUNDATION FOR PANCREATIC CANCER RESEARCH, THE	300
MARCH OF DIMES BIRTH DEFECTS NATIONAL FOUNDATION	100
MARINE FISH CONSERVATION NETWORK	2,000
MARINE TOYS FOR TOTS FOUNDATION	50
MARTIN LUTHER KING JR. MEMORIAL FOUNDATION	750
MARYLAND LEAGUE OF CONSERVATION VOTERS EDUCATION FUND	1,000

FORM 990 - GENERAL EXPLANATION ATTACHMENT (CONT'D)

MARY'S CENTER FOR MATERNAL AND CHILD CARE, INC.	200
MASSACHUSETTS INSTITUTE OF TECHNOLOGY	375
MASTERMAN HOME AND SCHOOL FOUNDATION	60
MATERNITY CARE COALITION	200
MEDICAL AMBASSADOR INTERNATIONAL	1,100
MEMORIAL LIBRARY OF RADNOR TOWNSHIP, THE	50
MEMORIAL SLOAN-KETTERING CANCER CENTER	100
MESSIAH COLLEGE	150
METROPOLITAN AREA NEIGHBORHOOD NUTRITION ALLIANCE, INC.	4,900
MID ATLANTIC ARTS FOUNDATION INC.	2,000
MONTGOMERY COUNTY SPCA	100
MOORESTOWN SCHOOL OF MUSIC, INC.	200
MORRIS ANIMAL REFUGE	400
MOUNT ANGEL ABBEY	500
MOUNT DESERT ISLAND HOSPITAL	1,125
MUHLENBERG COLLEGE	200
MUSCULAR DYSTROPHY ASSOCIATION	2,000
NATIONAL ASSOCIATION FOR PUBLIC INTEREST LAW	7,668
NATIONAL AUDUBON SOCIETY, INC.	200
NATIONAL CONSTITUTION CENTER	200
NATIONAL FEDERATION OF THE BLIND, INC.	100
NATIONAL MARINE SANCTUARY FOUNDATION	500
NATIONAL MEDICAL FELLOWSHIPS	300
NATIONAL MENTAL HEALTH ASSOCIATION, INC.	100
NATIONAL MULTIPLE SCLEROSIS SOCIETY	750
NATIONAL MUSEUM OF WOMEN	100
NATIONAL PARK FOUNDATION	4,000
NATIONAL PARKS & CONSERVATION ASSOCIATION	2,000
NATIONAL PHILANTHROPIC TRUST	350
NATIONAL SECURITY INITIATIVE	1,000
NATIONAL TRUST FOR HISTORICAL PRESERVATION IN THE UNITED STATES	100
NATURAL RESOURCES DEFENSE COUNCIL, INC.	380
NAZARETH ACADEMY HIGH SCHOOL	50
NEIGHBORS' CONSEJO	200
NEW COVENANT CHURCH & MINISTRIES	1,000
NEW JERSEY AUDUBON SOCIETY	200
NEW LIFE BIBLE FELLOWSHIP CHURCH	15,000
NEW YORK ROAD RUNNERS FOUNDATION	1,200
NEW YORK UNIVERSITY	174
NINTH STREET K.I.N.	600
NOBLE AND GREENOUGH SCHOOL	100
NORTHEAST HARBOR LIBRARY	3,750

FORM 990 - GENERAL EXPLANATION ATTACHMENT (CONT'D)

NORTHWESTERN COLLEGE	120
OBERLIN COLLEGE	100
OCEANA, INC.	4,900
OPERA COMPANY OF PHILADELPHIA, THE	5,550
OPERATION UNDERSTANDING	900
OREGON ENVIRONMENTAL COUNCIL, INC.	2,000
OXFAM-AMERICA, INC.	50
PACIFIC ENVIRONMENT AND RESOURCES	2,200
PAN MASSACHUSETTS CHALLENGE, INC.	900
PARENTS, FAMILIES AND FRIENDS OF LESBIANS AND GAYS	450
PASS CREEK COMMUNITY CENTER INC.	7,000
PENNSYLVANIA BALLET ASSOCIATION	2,400
PENNSYLVANIA SPCA, THE	400
PEOPLE FOR THE AMERICAN WAY FOUNDATION	50
PEOPLES EMERGENCY CENTER	370
PEOPLES LIGHT AND THEATRE COMPANY	1,000
PERSEVERANCE THEATRE	1,000
PHI BETA KAPPA SOCIETY	70
PHILABUNDANCE	3,340
PHILADELPHIA FOUNDATION	50
PHILADELPHIA FRINGE FESTIVAL	200
PHILADELPHIA FUTURES FOR YOUTH	500
PHILADELPHIA HEALTH & EDUCATION CORPORATION	100
PHILADELPHIA MUSEUM OF ART	790
PHILADELPHIA ORCHESTRA ASSOCIATION	1,600
PHILAGRAFIKA	600
PIG IRON THEATRE COMPANY, INC.	50
PINEBROOK SERVICES FOR CHILDREN AND YOUTH	80
PLANNED PARENTHOOD ASSOCIATION	2,000
PLANNED PARENTHOOD FEDERATION OF AMERICA, INC.	1,080
PLAYPENN INC.	200
PLEASE TOUCH MUSEUM	2,000
POLICE ATHLETIC LEAGUE OF PHILADELPHIA	140
PRESBYTERIAN CHURCH OF CHESTNUT HILL	15,664
PRESIDENT AND FELLOWS OF HARVARD COLLEGE	1,200
PRESIDENT AND FELLOWS OF MIDDLEBURY COLLEGE	50
PRESIDENT AND TRUSTEES OF BATES COLLEGE	200
PROCLAMATION PRESBYTERIAN CHURCH	16,180
PROJECT GRAD PHILADELPHIA	2,000
PROJECT HOME	2,375
PROJECT HOPE THE PEOPLE TO PEOPLE HEALTH FOUNDATION, INC.	200
PTA MARYLAND CONGRESS OF PARENTS & TEACHERS INC.	420
PUG RESCUE OF NORTH CAROLINA	200

FORM 990 - GENERAL EXPLANATION ATTACHMENT (CONT'D)

PYLE EDUCATIONAL FOUNDATION CORP.	120
QUEBEC LABRADOR FOUNDATION, INC.	1,125
RADNOR FIRE COMPANY OF WAYNE	50
RECORDING FOR THE BLIND AND DYSLEXIC, INC.	625
RECTOR AND VISITORS OF THE UNIVERSITY OF VIRGINIA	900
RESPONSIBLE RURAL INITIATIVES INSTITUTE	4,500
ROSEMOUNT CENTER	200
RUTGERS UNIVERSITY FOUNDATION	4,000
SAINT ANSELM CHURCH	3,800
SAINT HELENA SCHOOL	140
SAINT MAURICE ROMAN CATHOLIC CHURCH	1,768
SALVATION ARMY, THE	300
SAMUEL S. FLEISHER ART MEMORIAL INC.	200
SAN DIEGO HOSPICE FOUNDATION, INC.	1,500
SAVE THE CHILDREN FEDERATION INC.	922
SCAN FOUNDATION	1,000
SCHOOL FOR FRIENDS	200
SEATTLE ACADEMY OF ARTS AND SCIENCES, THE	3,750
SEEING EYE, INC.	280
SETTLEMENT MUSIC SCHOOL	200
SHREWSBURY PARISH CHURCH	7,500
SJOGREN'S SYNDROME FOUNDATION, INC.	500
SMITH COLLEGE	100
SMITH MEMORIAL PLAYGROUND & PLAYHOUSE INC.	1,800
SNOWMASS CHAPEL & COMMUNITY CENTER, INC.	7,500
S.O.M.E.	2,750
SOUTH EAST ALASKA LAND TRUST	500
SOUTH JERSEY LAND & WATER TRUST	640
SOUTHEAST ALASKA CONSERVATION COUNCIL	1,000
SOUTHERN POVERTY LAW CENTER, INC.	1,500
SOUTHERN UTAH WILDERNESS ALLIANCE	1,100
SPECIAL OLYMPICS INTERNATIONAL INC.	80
SPRUCE HILL CHRISTIAN SCHOOL	50
ST. AGNES - ST. JOHN CHURCH	330
ST. GABRIEL'S CATHOLIC CHURCH	1,400
ST. HUBERT HIGH SCHOOL	100
ST. JAMES EPISCOPAL CHURCH	3,000
ST. JOHN'S HOME FOUNDATION INC.	1,000
ST. JUDE CHILDRENS RESEARCH HOSPITAL	70
ST. MALACHY CHURCH	150
ST. MARK'S CHURCH, FRANKFORD	1,900
ST. MARY'S EPISCOPAL CHURCH	9,000
ST. PATRICK CATHOLIC CHURCH	240

FORM 990 - GENERAL EXPLANATION ATTACHMENT (CONT'D)

=====

ST. PETERS SCHOOL	740
ST. TERESA OF AVILA CHURCH	2,000
STUART COUNTRY DAY SCHOOL OF THE SACRED HEART	3,000
SUNDAY BREAKFAST ASSOCIATION, INC.	400
SUSAN G. KOMEN BREAST CANCER FOUNDATION INC.	400
SUSQUEHANNA UNIVERSITY	200
SYRACUSE UNIVERSITY	200
TABERNACLE UNITED CHURCH	3,040
TAXPAYERS FOR COMMON SENSE	1,000
TEEN CHALLENGE TRAINING CENTER	50
TEMPLE UNIVERSITY	2,980
THE ACADEMY OF THE HOLY CROSS, INC.	50
THE AMERICAN UNIVERSITY	1,950
THE BARNES SOCIETY	660
THE CHESAPEAKE RIVERS ASSOCIATION	300
THE EILEEN FRANK ALS FOUNDATION	500
THE FRANKLIN INSTITUTE	750
THE GREATER PHILADELPHIA URBAN AFFAIRS COALITION	200
THE HAVERFORD SCHOOL	2,250
THE HOTCHKISS SCHOOL	375
THE JEWISH FEDERATION OF SOUTHERN NEW JERSEY	2,000
THE LEUKEMIA & LYMPHOMA SOCIETY, INC.	610
THE LIBRARY COMPANY OF PHILADELPHIA	600
THE LOWER PROVIDENCE COMMUNITY	60
THE MOUNT VERNON LADIES	2,700
THE NORTH SHORE MEDICAL CENTER	100
THE PENNSYLVANIA HORTICULTURAL SOCIETY	900
THE PENNSYLVANIA HOSPITAL	150
THE PROJECT ON GOVERNMENT OVERSIGHT INC.	1,000
THE SOCIETY HILL FUND	500
THE UNIVERSITY OF CHICAGO	500
THE WELLNESS COMMUNITY - PHILADELPHIA	50
THE WILMA THEATRE	1,300
THE WOMEN'S COMMITTEE OF THE MUSEUM OF ARCHAEOLOGY & ANTHROPOLOGY	600
THE ZOOLOGICAL SOCIETY OF PHILADELPHIA	98
THEATRE COMMUNICATIONS GROUP, INC.	1,000
THOMAS JEFFERSON UNIVERSITY	50
TOWER HILL SCHOOL ASSOCIATION	200
TRANSPLANT FOUNDATION	50
TRENTON CATHOLIC ACADEMY	200
TROUT UNLIMITED NATIONAL OFFICE	900
TRUST FOR AMERICA'S HEALTH	2,000

FORM 990 - GENERAL EXPLANATION ATTACHMENT (CONT'D)

TRUSTEES OF COLUMBIA UNIVERSITY	700
TRUSTEES OF THE LAWRENCEVILLE SCHOOL	600
TRUSTEES OF THE PUBLIC SCHOOL OF GERMANTOWN	700
TRUSTEES OF THE UNIVERSITY OF PENNSYLVANIA	18,780
UKRAINIAN CATHOLIC CATHEDRAL OF THE IMMACULATE CONCEPTION	200
UNEMPLOYMENT INFORMATION CENTER	200
UNITED SERVICE ORGANIZATIONS, INC.	600
UNITED STATES OLYMPIC COMMITTEE	300
UNITED WAY OF CAMDEN COUNTY	2,000
UNITED WAY OF SOUTHEASTERN PENNSYLVANIA	44,200
UNIVERSITY CITY ARTS LEAGUE, INC.	100
UNIVERSITY OF NOTRE DAME	200
UNIVERSITY OF VERMONT	1,500
UNIVERSITY OF VIRGINIA ALUMNI FUND, INC.	300
UPMC PRESBYTERIAN SHADYSIDE	4,000
URBAN MINISTRY CENTER	600
USACTION EDUCATION FUND	400
VILLAGE OF ARTS AND HUMANITIES, INC.	200
VINALHAVEN LAND TRUST INC.	1,000
VOICE OF THE MARTYRS, INC.	800
VOORHEES ANIMAL ORPHANAGE, INC.	2,200
WASHINGTON CENTER FOR POLITICS & JOURNALISM	100
WASHINGTON COLLEGE	900
WATER WATCH OF OREGON	1,000
WELLESLEY COLLEGE	7,500
WESLEYAN UNIVERSITY	100
WESTERN ENVIRONMENTAL LAW CENTER	200
WETLANDS INSTITUTE	150
WHEELS FOR HUMANITY	300
WHYY, INC.	1,290
WILD EARTH SOCIETY, INC.	1,000
WILDLIFE TRUST	1,200
WILLIAM J. CLINTON PRESIDENTIAL FOUNDATION	800
WILLIAM PENN CHARTER SCHOOL	10,900
WILLIAMS COLLEGE	2,000
WORLD AFFAIRS COUNCIL OF PHILADELPHIA	300
WORLD VISION, INC.	450
WORLD WILDLIFE FUND INC.	50
WSKG PUBLIC TELECOMMUNICATIONS	130
YALE UNIVERSITY	600
YWCA DELAWARE INC.	200

FORM 990 - GENERAL EXPLANATION ATTACHMENT (CONT'D)

LESS: ADJUSTMENT FOR CREDIT MEMO FOR OVERPAYMENT
OF MATCHING GIFT IN PRIOR YEAR (100)

TOTAL MATCHING GIFTS: 664,830

FORM 990 - GENERAL EXPLANATION ATTACHMENT
 =====

GRANTS - DETAIL OF FOREIGN GRANTS
 FORM 990, PAGE 2, PART II, LINE 22:

DESCRIPTION	AMOUNT
THE UNIVERSITY OF BRITISH COLUMBIA OLD ADMINISTRATION BUILDING 103 6328 MEMORIAL ROAD VANCOUVER, BC V6T 1Z2	\$2,500,000
DALHOUSIE UNIVERSITY HENRY HICKS ACADEMIC ADMINISTRATIVE BUILDING 6299 SOUTH STREET, ROOM 108 HALIFAX, NS B3H 4H6	\$498,000
THE FRIENDS OF BENJAMIN FRANKLIN HOUSE 36 CRAVEN STREET LONDON, WC2N 5NF ENGLAND	\$150,000
THE SHARK TRUST UNIT 4, CREYKES COURT 5 CRAIGIE DRIVE THE MILLFIELDS STONEHOUSE, PLYMOUTH PL1 3JB	\$247,000
CHURCH MEMORIAL PARK P.O. BOX 635, 190 PIG LOOP ROAD CHESTER, NS B0J 1J0	\$172,000
SOUTH SHORE COMMUNITY SERVICE ASSOCIATION P.O. BOX 560 CHESTER, NS B0J 1J0	\$900,000
TOTAL FOREIGN GRANTS:	\$4,467,000

FORM 990 - GENERAL EXPLANATION ATTACHMENT

OFFICERS - FAMILY AND BUSINESS RELATIONSHIPS
FORM 990, PAGE 6, PART V-A, LINE 75B:

J.N. PEW IV, M.D., J. HOWARD PEW, II, AND MARY CATHARINE PEW, M.D. ARE SIBLINGS.

R. ANDERSON PEW AND SANDY PEW ARE HALF-BROTHERS.

J. N. PEW IV, M.D., J. HOWARD PEW, II, R. ANDERSON PEW, SANDY PEW, SUSAN W. CATHERWOOD, ETHEL BENSON WISTER, ROBERT G. WILLIAMS AND ARISTIDES W. GEORGANTAS TOGETHER OWN APPROXIMATELY 65.78% OF THE VOTING STOCK OF THE GLENMEDE CORPORATION (GLENMEDE). GLENMEDE OWNS THE GLENMEDE TRUST COMPANY, N.A., WHICH IS THE TRUSTEE OF THE TRUSTS' SEVEN SUPPORTING ORGANIZATIONS:

- THE PEW MEMORIAL TRUST
- THE J. HOWARD PEW FREEDOM TRUST
- THE MABEL PEW MYRIN TRUST
- THE J.N. PEW, JR. CHARITABLE TRUST
- THE MEDICAL TRUST
- THE MARY ANDERSON TRUST
- THE KNOLLBROOK TRUST

FORM 990 - GENERAL EXPLANATION ATTACHMENT

FACTS AND CIRCUMSTANCES TEST
SCHEDULE A, PAGE 4, PART IV-A, LINE 26F:

BASED ON INFORMATION SUBMITTED TO THE IRS ON FORM 8734, THE SERVICE ISSUED A DETERMINATION LETTER DATED SEPTEMBER 19, 2007 CLASSIFYING THE PEW CHARITABLE TRUSTS AS A PUBLIC CHARITY UNDER IRC 170(B)(1)(A)(VI) THAT MEETS THE 10% FACTS AND CIRCUMSTANCES TEST UNDER TREAS. REG. § 1.170A-9(E)(3). AS REPORTED ON ITS SCHEDULE A SUPPORT SCHEDULE, THE PEW CHARITABLE TRUSTS CONTINUES TO MEET THE 10% FACTS AND CIRCUMSTANCES TEST UNDER TREAS. REG. § 1.170A-9(E)(3).

FORM 990 - GENERAL EXPLANATION ATTACHMENT
=====

DIRECTORS AND OFFICERS LIABILITY INSURANCE PREMIUMS
FORM 990, PAGE 5, PART V:

DIRECTORS AND OFFICERS LIABILITY INSURANCE PREMIUMS HAVE BEEN PAID BY THE ORGANIZATION. THIS BENEFIT IS BEING REPORTED IN TOTAL AND IS NOT SHOWN IN THE ALLOCATION OF PART V-A.

THE CURRENT YEAR PREMIUM IS: \$89,021

FORM 990, PART I - OTHER INCREASES IN FUND BALANCES

=====

DESCRIPTION

AMOUNT

UNREALIZED GAIN ON INVESTMENTS

5,759,750.

TOTAL

5,759,750.
=====

FORM 990, PART I - OTHER DECREASES IN FUND BALANCES
=====

DESCRIPTION -----	AMOUNT -----
CUMULATIVE EFFECT OF ADOPTION	
OF SFAS 158	429,333.
GRANT DISCOUNT	424,484.

TOTAL	853,817.
	=====

THE PEW CHARITABLE TRUSTS

FORM 990, PART II - GRANTS PAID FROM DONOR ADVISED FUNDS

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
GRANTS PAID FROM DONOR ADVISED FUNDS			
PHILADELPHIA MUSEUM OF ART BENJAMIN FRANKLIN PARKWAY, P.O. BOX 7646 PHILADELPHIA, PA 19101-7646	NONE	CIVIC LIFE	3,000,000.
PHILADELPHIA ORCHESTRA ASSOCIATION, THE 260 SOUTH BROAD STREET, 16TH FLOOR PHILADELPHIA, PA 19102	NONE	CIVIC LIFE	2,000,000.
TOTAL CONTRIBUTIONS PAID FROM DONOR ADVISED FUNDS			5,000,000.

FORM 990, PART II - OTHER GRANTS AND ALLOCATIONS PAID DURING THE YEAR

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR
AND
FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
GRANTS PAID		
ACTION AGAINST CRIME AND VIOLENCE EDUCATION FUND 1212 NEW YORK AVENUE, SUITE 300 WASHINGTON, DC 20005	POLICY	330,000.
ALASKA MARINE CONSERVATION COUNCIL BOX 101145 ANCHORAGE, AK 99510	POLICY	100,000.
AMERICAN LITTORAL SOCIETY SANDY HOOK HIGHLANDS, NJ 07732	POLICY	650,000.
ANTARCTICA AND SOUTHERN OCEAN COALITION 1630 CONNECTICUT AVENUE, NW, 3RD FLOOR WASHINGTON, DC 20009	POLICY	425,000.
APPALACHIAN MOUNTAIN CLUB FIVE JOY STREET BOSTON, MA 02108-1490	POLICY	2,905,962.
AQUATIC FARMS, LTD. 49-139 KAMEHAMEHA HIGHWAY KANEHOE, HI 96744	POLICY	142,000.
ARIZONA STATE UNIVERSITY PO BOX 873503 TEMPE, AZ 85287	POLICY	345,000.
ARTHUR ASHE YOUTH TENNIS AND EDUCATION, INC. 4842 RIDGE AVENUE PHILADELPHIA, PA 19129	CIVIC LIFE	260,000.

THE PEW CHARITABLE TRUSTS

FORM 990, PART II - OTHER GRANTS AND ALLOCATIONS PAID DURING THE YEAR

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ARTS, THE UNIVERSITY OF THE 320 SOUTH BROAD STREET PHILADELPHIA, PA 19102	NONE	CIVIC LIFE	10,751,015.
ATTIC YOUTH CENTER, THE 255 SOUTH 16TH STREET PHILADELPHIA, PA 19102	NONE	CIVIC LIFE	195,000.
BIG BROTHERS BIG SISTERS SOUTHEASTERN PENNSYLVANIA 123 SOUTH BROAD STREET, SUITE 2180 PHILADELPHIA, PA 19109	NONE	CIVIC LIFE	195,000.
BIG PICTURE ALLIANCE 1315 WALNUT STREET, SUITE 1616 PHILADELPHIA, PA 19107	NONE	CIVIC LIFE	135,000.
BIPARTISAN POLICY CENTER, INC. 1250 I STREET, SUITE 350 WASHINGTON, DC 20005	NONE	POLICY	2,200,000.
BOARD OF TRUSTEES OF THE LELAND STANFORD JR. UNIV. TERMAN EMERGENCY CENTER, M9 STANFORD, CA 94305-2061	NONE	POLICY	1,089,000.
BOREAL SONGBIRD INITIATIVE 1904 THIRD AVENUE, SUITE 305 SEATTLE, WA 98101	NONE	POLICY	1,200,000.
BRANDYWINE CONSERVANCY, INC. P.O. BOX 141 CHADDS FORD, PA 19317	NONE	CIVIC LIFE	276,000.

FORM 990, PART II - OTHER GRANTS AND ALLOCATIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BROOKINGS INSTITUTION 1775 MASSACHUSETTS AVENUE, NW WASHINGTON, DC 20036-2188	NONE	POLICY	298,000.
CALIFORNIA VOTER FOUNDATION 2612 J STREET, SUITE 8 SACRAMENTO, CA 95816	NONE	POLICY	591,000.
UNIVERSITY OF CA, SAN FRANCISCO-CENTER FOR HEALTH 126 MEDICAL SCIENCES BUILDING-513 PARNASSUS AVENUE SAN FRANCISCO, CA 94143-0402	NONE	POLICY	900,000.
CAMPAIGN FINANCE INSTITUTE 1990 M STREET, NW, SUITE 380 WASHINGTON, DC 20036	NONE	POLICY	1,600,000.
CAMPAIGN FOR AMERICA'S WILDERNESS 679 EAST SECOND AVENUE, UNIT 1 DURANGO, CO 81301	NONE	POLICY	3,000,000.
CAMPHILL VILLAGE KIMBERTON HILLS, INC. P.O. BOX 1045 KIMBERTON, PA 19442	NONE	CIVIC LIFE	300,000.
CAPE COD COMMERCIAL HOOK FISHERMEN'S ASSOC., INC. 210-E ORLEANS ROAD, BOX #2 NORTH CHATHAM, MA 02650-1152	NONE	POLICY	596,000.
CENTER FOR EMERGING VISUAL ARTISTS, THE 237 SOUTH 18TH STREET, SUITE 3A PHILADELPHIA, PA 19103	NONE	CIVIC LIFE	45,000.

FORM 990, PART II - OTHER GRANTS AND ALLOCATIONS PAID DURING THE YEAR

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR
AND
FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CENTER FOR RESPONSIBLE LENDING 302 WEST MAIN STREET DURHAM, NC 27701	NONE	POLICY	1,000,000.
CERES, INC. 99 CHAUNCY STREET, 6TH FLOOR BOSTON, MA 02111-1703	NONE	POLICY	400,000.
CHEMICAL HERITAGE FOUNDATION, THE 315 CHESTNUT STREET PHILADELPHIA, PA 19106-2702	NONE	POLICY	731,000.
CHESAPEAKE BAY FOUNDATION, INC. SIX HERNDON AVENUE ANNAPOLIS, MD 21403	NONE	POLICY	250,000.
CHESTER COUNTY FUTURES 704 HAYWOOD DRIVE EXTON, PA 19341	NONE	CIVIC LIFE	145,000.
CHESTER EDUCATION FOUNDATION 2600 WEST NINTH STREET, SUITE GS-100 CHESTER, PA 19013-2095	NONE	CIVIC LIFE	160,000.
CHILDREN'S HOSPITAL FOUNDATION, THE 34TH STREET AND CIVIC CENTER BOULEVARD PHILADELPHIA, PA 19104-4399	NONE	CIVIC LIFE	300,000.
CHILDREN'S LITERACY INITIATIVE 2314 MARKET STREET, 3RD FLOOR PHILADELPHIA, PA 19103	NONE	CIVIC LIFE	150,000.

FORM 990, PART II - OTHER GRANTS AND ALLOCATIONS PAID DURING THE YEAR

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CHILDREN'S VILLAGE 125 NORTH 8TH STREET PHILADELPHIA, PA 19106	NONE	CIVIC LIFE	120,000.
CHRIST CHURCH PRESERVATION TRUST 20 NORTH AMERICAN STREET PHILADELPHIA, PA 19106-4592	NONE	CIVIC LIFE	500,000.
CLAY STUDIO, THE 139 NORTH SECOND STREET PHILADELPHIA, PA 19106	NONE	CIVIC LIFE	144,000.
CNA CORPORATION 4825 MARK CENTER DRIVE ALEXANDRIA, VA 22311-1850	NONE	POLICY	150,000.
COLLEGE OF PHYSICIANS OF PHILADELPHIA 19 SOUTH 22ND STREET PHILADELPHIA, PA 19103-3097	NONE	CIVIC LIFE	600,000.
COMMITTEE FOR ECONOMIC DEVELOPMENT 2000 L STREET, NW, SUITE 700 WASHINGTON, DC 20036	NONE	POLICY	312,000.
CONGRESSIONAL COALITION ON ADOPTION INSTITUTE 6723 WHITTIER AVENUE, SUITE 406 MCLEAN, VA 22101	NONE	POLICY	80,000.
CONGRESSIONAL MANAGEMENT FOUNDATION 513 CAPITOL COURT, NE, SUITE 300 WASHINGTON, DC 20002	NONE	CIVIC LIFE	313,000.

FORM 990, PART II - OTHER GRANTS AND ALLOCATIONS PAID DURING THE YEAR

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR
AND
FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CONSUMERS UNION OF UNITED STATES, INC. 101 TRUMAN AVENUE YONKERS, NY 10703-1057	NONE	INFORMATION	323,000.
CONSUMERS UNION OF UNITED STATES, INC. 101 TRUMAN AVENUE YONKERS, NY 10703-1057	NONE	POLICY	82,000.
CORA SERVICES 8540 VERREE ROAD PHILADELPHIA, PA 19111-1399	NONE	CIVIC LIFE	225,000.
CORNELL UNIVERSITY 300 DAY HALL ITHACA, NY 14853	NONE	POLICY	2,000,000.
DAWN STALEY FOUNDATION 5230 NORTH BROAD STREET PHILADELPHIA, PA 19141-1628	NONE	CIVIC LIFE	40,000.
DELAWARE VALLEY ASSN. FOR THE EDUC. OF YOUNG CHILD 100 NORTH 17TH STREET, 8TH FLOOR PHILADELPHIA, PA 19103	NONE	CIVIC LIFE	235,000.
DREXEL UNIVERSITY 3141 CHESTNUT STREET PHILADELPHIA, PA 19104	NONE	CIVIC LIFE	405,000.
DUCKS UNLIMITED ONE WATERFOWL WAY MEMPHIS, TN 38120-2351	NONE	POLICY	7,500,000.

FORM 990, PART II - OTHER GRANTS AND ALLOCATIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
EDITORIAL PROJECTS IN EDUCATION 6935 ARLINGTON ROAD, SUITE 100 BETHESDA, MD 20814	NONE	POLICY	2,226,000.
EDUCATION LAW CENTER 60 PARK PLACE, SUITE 300 NEWARK, NJ 07102	NONE	POLICY	580,000.
EDUCATION WRITERS ASSOCIATION 2122 P STREET, NW, SUITE 201 WASHINGTON, DC 20037	NONE	POLICY	260,000.
ELEUTHERIAN MILLS - HAGLEY FOUNDATION, INC. P.O. BOX 3630 WILMINGTON, DE 19807-0630	NONE	CIVIC LIFE	120,000.
ELWYN, INC. 111 ELWYN ROAD ELWYN, PA 19063	NONE	CIVIC LIFE	220,000.
ENERGY FOUNDATION, THE 1012 TORNEY AVENUE #1 SAN FRANCISCO, CA 94129	NONE	POLICY	1,800,000.
ENVIRONMENTAL WORKING GROUP 1436 U STREET NW, SUITE 100 WASHINGTON, DC 20009	NONE	POLICY	175,000.
ESF DREAM CAMP FOUNDATION 750 EAST HAVERFORD ROAD BRYN MAWR, PA 19010	NONE	CIVIC LIFE	120,000.

FORM 990, PART II - OTHER GRANTS AND ALLOCATIONS PAID DURING THE YEAR

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
EVERY CHILD MATTERS EDUCATION FUND, THE 2000 M STREET, NW, SUITE 203 WASHINGTON, DC 20036	NONE	POLICY	200,000.
FAMILY AND COMMUNITY SERVICE OF DELAWARE COUNTY 600 NORTH OLIVE STREET MEDIA, PA 19063	NONE	CIVIC LIFE	204,000.
FAMILY SERVICES OF MONTGOMERY COUNTY, PA 3125 RIDGE PIKE EAGLEVILLE, PA 19403	NONE	CIVIC LIFE	172,000.
FIRST UNITED METHODIST CHURCH OF GERMANTOWN 6023 GERMANTOWN AVENUE PHILADELPHIA, PA 19144	NONE	CIVIC LIFE	150,000.
FOOD TRUST 1201 CHESTNUT STREET, FOURTH FLOOR PHILADELPHIA, PA 19103	NONE	CIVIC LIFE	140,000.
FOSTERCLUB 753 FIRST AVENUE SEASIDE, OR 97138	NONE	POLICY	500,000.
FOUNDATION CENTER, THE 79 FIFTH AVENUE NEW YORK, NY 10003-3076	NONE	CIVIC LIFE	255,000.
FRANKLIN INSTITUTE, THE 222 NORTH 20TH STREET PHILADELPHIA, PA 19103-1194	NONE	CIVIC LIFE	720,000.

FORM 990, PART II - OTHER GRANTS AND ALLOCATIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
GENERATIONS UNITED 1333 H STREET, NW, SUITE 900 WASHINGTON, DC 20005	NONE	POLICY	583,000.
GEORGE JUNIOR REPUBLIC P.O. BOX 1058, 200 GEORGE JUNIOR ROAD GROVE CITY, PA 16127-5058	NONE	CIVIC LIFE	300,000.
GEORGETOWN UNIVERSITY 37TH AND O STREETS, NW, 204 HEALY HALL WASHINGTON, DC 20057	NONE	POLICY	6,500,000.
GESU SCHOOL, INC., THE 1700 WEST THOMPSON STREET PHILADELPHIA, PA 19121-5023	NONE	CIVIC LIFE	250,000.
GETTYSBURG NATIONAL MUSEUM 15751 STREET, NW, SUITE 425 WASHINGTON, DC 20005	NONE	CIVIC LIFE	1,000,000.
GREATER PHILADELPHIA CHAMBER OF COMMERCE REG. FND. 200 SOUTH BROAD STREET, SUITE 700 PHILADELPHIA, PA 19102	NONE	CIVIC LIFE	45,000.
GREATER PHILADELPHIA CULTURAL ALLIANCE 1616 WALNUT STREET, SUITE 600 PHILADELPHIA, PA 19103	NONE	CIVIC LIFE	442,000.
GULF RESTORATION NETWORK P.O. BOX 2245 NEW ORLEANS, LA 70176	NONE	POLICY	210,000.

FORM 990, PART II - OTHER GRANTS AND ALLOCATIONS PAID DURING THE YEAR

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
HAVERFORD SCHOOL, THE 450 LANCASTER AVENUE HAVERFORD, PA 19041	NONE	CIVIC LIFE	500,000.
HAWAII AUDUBON SOCIETY 850 RICHARDS STREET, SUITE 505 HONOLULU, HI 96813-4709	NONE	POLICY	60,000.
HIGHER EDUCATION POLICY INSTITUTE 152 NORTH THIRD STREET, SUITE 705 SAN JOSE, CA 95112	NONE	POLICY	197,000.
HISPANICS IN PHILANTHROPY 200 PINE ST., SUITE 700 SAN FRANCISCO, CA 94104	NONE	CIVIC LIFE	250,000.
ILLINOIS FOUNDATION, UNIVERSITY OF HARKER HALL, MC-386 1305 WEST GREEN STREET URBANA, IL 61801	NONE	POLICY	220,000.
INDEPENDENCE VISITOR CENTER CORPORATION ONE NORTH INDEPENDENCE MALL WEST 6TH AND MARKET ST PHILADELPHIA, PA 19106	NONE	CIVIC LIFE	1,500,000.
INDIANA UNIVERSITY FOUNDATION P.O. BOX 500 BLOOMINGTON, IN 47402	NONE	CIVIC LIFE	100,000.
INSTITUTE FOR COLLEGE ACCESS AND SUCCESS, INC., TH 2054 UNIVERSITY AVENUE, SUITE 500 BERKELEY, CA 94704	NONE	POLICY	3,000,000.

FORM 990, PART II - OTHER GRANTS AND ALLOCATIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
INSTITUTE FOR EDUCATIONAL LEADERSHIP, INC., THE 4455 CONNECTICUT AVENUE, NW, SUITE 310 WASHINGTON, DC 20008	NONE	POLICY	4,950,000.
JEWISH EMPLOYMENT AND VOCATIONAL SERVICE 1845 WALNUT STREET, 7TH FLOOR PHILADELPHIA, PA 19103	NONE	CIVIC LIFE	240,000.
JOHNS HOPKINS UNIVERSITY 223 GARLAND HALL~34TH AND CHARLES STREETS BALTIMORE, MD 21218	NONE	POLICY	2,200,000.
JUVENILE LAW CENTER OF PHILADELPHIA THE PHILADELPHIA BUILDING 1315 WALNUT STREET, 4TH PHILADELPHIA, PA 19107	NONE	CIVIC LIFE	180,000.
KIMBERTON WALDORF SCHOOL 410 WEST SEVEN STARS ROAD P.O. BOX 350 KIMBERTON, PA 19442	NONE	CIVIC LIFE	250,000.
LA SALLE UNIVERSITY 1900 WEST OLNEY AVENUE PHILADELPHIA, PA 19141	NONE	CIVIC LIFE	70,000.
LAKE REGION CONSERVATION TRUST P.O. BOX 1097 248 DANIEL WEBSTER HIGHWAY MEREDITH, NH 03253	NONE	POLICY	928,851.
LEAGUE OF CONSERVATION VOTERS EDUCATION FUND 1920 L STREET NW, SUITE 800 WASHINGTON, DC 20036	NONE	POLICY	350,000.

FORM 990, PART II - OTHER GRANTS AND ALLOCATIONS PAID DURING THE YEAR

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
LUTHERAN CHILDREN AND FAMILY SERVICE OF EASTERN PA 5902 NORTH 5TH STREET PHILADELPHIA, PA 19120-1824	NONE	CIVIC LIFE	131,000.
MACNEIL/LEHRER PRODUCTIONS 2700 SOUTH QUINCY STREET, SUITE 250 ARLINGTON, VA 22206	NONE	INFORMATION	125,000.
MARINE FISH CONSERVATION NETWORK 600 PENNSYLVANIA AVENUE, SE, SUITE 210 WASHINGTON, DC 20003	NONE	POLICY	905,000.
MARYLAND FOUNDATION, INC., THE UNIVERSITY OF 3300 METZEROTT ROAD ADELPHI, MD 20783	NONE	POLICY	360,000.
MASTERY CHARTER HIGH SCHOOL 35 SOUTH 4TH STREET PHILADELPHIA, PA 19106	NONE	CIVIC LIFE	250,000.
MATERNAL AND CHILD HEALTH CONSORTIUM 30 WEST BARNARD STREET, SUITE #1 WEST CHESTER, PA 19382	NONE	CIVIC LIFE	195,000.
MATERNITY CARE COALITION 2000 HAMILTON STREET, SUITE 205 PHILADELPHIA, PA 19130	NONE	CIVIC LIFE	250,000.
MENTAL HEALTH ASSOCIATION OF SOUTHEASTERN PA 1211 CHESTNUT STREET, 11TH FLOOR PHILADELPHIA, PA 19107	NONE	CIVIC LIFE	195,000.

FORM 990, PART II - OTHER GRANTS AND ALLOCATIONS PAID DURING THE YEAR

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MIAMI, UNIVERSITY OF ASHE ADMINISTRATION BUILDING ROOM 230 CORAL GABLES CORAL GABLES, FL 33124-4628	NONE	POLICY	3,000,000.
MISSOURIAN PUBLISHING ASSOCIATION 221 SOUTH EIGHTH STREET P.O. BOX 917 COLUMBIA, MO 65205	NONE	INFORMATION	105,000.
NATIONAL AUDUBON SOCIETY, INC. 715 L STREET, SUITE 200 ANCHORAGE, AK 99501	NONE	POLICY	120,000.
NATIONAL CENTER FOR STATE COURTS 300 NEWPORT AVENUE WILLIAMSBURG, VA 23185	NONE	POLICY	380,000.
NATIONAL CENTER ON PHILANTHROPY AND THE LAW, INC. 110 WEST THIRD STREET, ROOM 205 NEW YORK, NY 10012	NONE	CIVIC LIFE	200,000.
NATIONAL COALITION FOR MARINE CONSERVATION 4 ROYAL STREET, SE LEESBURG, VA 20175	NONE	POLICY	100,000.
NATIONAL CONSTITUTION CENTER 525 ARCH STREET INDEPENDENCE MALL PHILADELPHIA, PA 19106	NONE	CIVIC LIFE	300,000.
NATIONAL COUNCIL FOR ADOPTION 225 N. WASHINGTON STREET ALEXANDRIA, VA 22314	NONE	POLICY	628,000.

FORM 990, PART II - OTHER GRANTS AND ALLOCATIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
NATIONAL ENVIRONMENTAL TRUST 1200 18TH STREET, NW, SUITE 500 WASHINGTON, DC 20036	NONE	POLICY	3,426,500.
NATIONAL GEOGRAPHIC SOCIETY 1145 17TH STREET, NW WASHINGTON, DC 20036-4688	NONE	POLICY	250,000.
NATIONAL PUBLIC RADIO, INC. 635 MASSACHUSETTS AVENUE, NW WASHINGTON, DC 20001-3753	NONE	CIVIC LIFE	600,000.
NATIONAL RELIGIOUS PARTNERSHIP FOR THE ENVIRONMENT 49 SOUTH PLEASANT STREET, SUITE 301 AMHERST, MA 01002	NONE	POLICY	314,000.
NATIONAL RIGHT TO WORK LEGAL DEFENSE AND EDUCATION 8001 BRADDOCK ROAD SPRINGFIELD, VA 22160	NONE	POLICY	110,000.
NATIONAL SCHOOL BOARDS ASSOCIATION 1680 DUKE STREET ALEXANDRIA, VA 22314	NONE	POLICY	448,000.
NATIONAL TRUST FOR HISTORIC PRESERVATION 1785 MASSACHUSETTS AVE, NW WASHINGTON, DC 20036	NONE	CIVIC LIFE	100,000.
NATIONAL WILDLIFE FEDERATION 11100 WILDLIFE CENTER DRIVE RESTON, VA 20190-5362	NONE	POLICY	1,140,000.

FORM 990, PART II - OTHER GRANTS AND ALLOCATIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
NATURAL RESOURCES DEFENSE COUNCIL, INC. 40 WEST 20TH STREET, SUITE 1100 NEW YORK, NY 10011	NONE	POLICY	200,000.
NCSL FOUNDATION FOR STATE LEGISLATURES 7700 EAST FIRST PLACE DENVER, CO 80230	NONE	POLICY	621,000.
NEIGHBORHOOD INTERFAITH MOVEMENT 7047 GERMANTOWN AVENUE PHILADELPHIA, PA 19119	NONE	CIVIC LIFE	180,000.
NEW ENGLAND FORESTRY FOUNDATION P.O. BOX 1346 32 FOSTER STREET LITTLETON, MA 01460-4346	NONE	POLICY	3,143,418.
NORRIS SQUARE NEIGHBORHOOD PROJECT 2141 NORTH HOWARD STREET PHILADELPHIA, PA 19122	NONE	CIVIC LIFE	105,000.
NORTH AMERICAN COUNCIL ON ADOPTABLE CHILDREN 970 RAYMOND AVENUE, SUITE 106 ST. PAUL, MN 55114	NONE	POLICY	500,000.
OCEAN CONSERVANCY INC., THE 2029 K STREET, NW, 5TH FLOOR WASHINGTON, DC 20006	NONE	POLICY	180,000.
OCEAN FOUNDATION 1990 M STREET NW, SUITE 250 WASHINGTON, DC 20036	NONE	POLICY	542,000.

THE PEW CHARITABLE TRUSTS

FORM 990, PART II - OTHER GRANTS AND ALLOCATIONS PAID DURING THE YEAR

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

RECIPIENT NAME AND ADDRESS	AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
OCEANA 2501 M STREET, NW, SUITE 300 WASHINGTON, DC 20037	NONE	POLICY	9,388,000.
PACE UNIVERSITY 1 PACE PLAZA NEW YORK, NY 10038	NONE	POLICY	4,700,000.
PACIFIC ENVIRONMENT AND RESOURCE CENTER 311 CALIFORNIA STREET SUITE 650 SAN FRANCISCO, CA 94104	NONE	POLICY	90,000.
PACIFIC MARINE CONSERVATION COUNCIL P.O. BOX 59 340 INDUSTRY STREET ASTORIA, OR 97103	NONE	POLICY	185,000.
PENNSYLVANIA BALLET ASSOCIATION 1819 JOHN F. KENNEDY BOULEVARD SUITE 210 PHILADELPHIA, PA 19103	NONE	CIVIC LIFE	150,000.
PEW RESEARCH CENTER 1615 L STREET NW, SUITE 700 WASHINGTON, DC 20036-5610	NONE	INFORMATION	27,614,495.
PHILADELPHIA CITIZENS FOR CHILDREN AND YOUTH 7 BENJAMIN FRANKLIN PARKWAY, 6TH FLOOR PHILADELPHIA, PA 19103	NONE	CIVIC LIFE	270,000.
PHILADELPHIA FUTURES FOR YOUTH 230 SOUTH BROAD STREET, 7TH FLOOR PHILADELPHIA, PA 19102	NONE	CIVIC LIFE	262,000.

THE PEW CHARITABLE TRUSTS

FORM 990, PART II - OTHER GRANTS AND ALLOCATIONS PAID DURING THE YEAR

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENT

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
PHILADELPHIA MURAL ARTS ADVOCATES THOMAS EAKINS HOUSE 1729 MOUNT VERNON STREET PHILADELPHIA, PA 19130	NONE	CIVIC LIFE	225,000.
PHILADELPHIA MUSEUM OF ART BENJAMIN FRANKLIN PARKWAY P.O. BOX 7646 PHILADELPHIA, PA 19101-7646	NONE	CIVIC LIFE	17,920,000.
PHILADELPHIA ORCHESTRA ASSOCIATION, THE 260 SOUTH BROAD STREET, 16TH FLOOR PHILADELPHIA, PA 19102	NONE	CIVIC LIFE	320,000.
PHILADELPHIA PHYSICIANS FOR SOCIAL RESPONSIBILITY 704 NORTH 23RD STREET PHILADELPHIA, PA 19130	NONE	CIVIC LIFE	120,000.
PHILADELPHIA SOCIETY FOR SERVICES TO CHILDREN 415 SOUTH 15TH STREET PHILADELPHIA, PA 19146	NONE	CIVIC LIFE	180,000.
PHILADELPHIA YOUTH NETWORK 714 MARKET STREET, SUITE 304 PHILADELPHIA, PA 19106	NONE	CIVIC LIFE	175,000.
PLANNED PARENTHOOD SOUTHEASTERN PENNSYLVANIA 1144 LOCUST STREET PHILADELPHIA, PA 19107-6734	NONE	CIVIC LIFE	610,000.
PRINCETON UNIVERSITY 1 MASSAU HALL PRINCETON, NJ 08544	NONE	CIVIC LIFE	2,000,000.

FORM 990, PART II - OTHER GRANTS AND ALLOCATIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
PRINCETON UNIVERSITY - LIBRARY 1 NASSAU HALL PRINCETON, NJ 08544	NONE	CIVIC LIFE	104,000.
PROJECT FORWARD LEAP FOUNDATION 1706 RACE STREET, 2ND FLOOR PHILADELPHIA, PA 19103	NONE	CIVIC LIFE	240,000.
PROJECT HOME 1515 FAIRMOUNT AVE. PHILADELPHIA, PA 19130	NONE	CIVIC LIFE	300,000.
PUBLIC CHILDREN SERVICES ASSOCIATION OF OHIO 510 EAST MOUND STREET, SUITE 200 COLUMBUS, OH 43215	NONE	POLICY	431,000.
PUBLIC INTEREST PROJECTS 80 BROAD STREET, SUITE 1600 NEW YORK, NY 10004-2248	NONE	POLICY	7,000.
QUEBEC-LABRADOR FOUNDATION 55 SOUTH MAIN STREET IPSWICH, MA 01938	NONE	CIVIC LIFE	289,000.
RALSTON HOUSE 3615 CHESTNUT STREET PHILADELPHIA, PA 19104	NONE	CIVIC LIFE	217,000.
RAND CORPORATION 1776 MAIN STREET P.O. BOX 2138 SANTA MONICA, CA 90407-2138	NONE	POLICY	262,000.

FORM 990, PART II - OTHER GRANTS AND ALLOCATIONS PAID DURING THE YEAR

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR
AND
FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
REGENTS OF THE UNIVERSITY OF CA, SAN FRANCISCO 126 MEDICAL SCIENCES BUILDING 513 PARNASSUS AVENUE SAN FRANCISCO, CA 94143-0402	NONE	POLICY	7,235,000.
RESEARCH FOUNDATION OF STATE UNIVERSITY OF NY P.O. BOX 9 ALBANY, NY 12201	NONE	CIVIC LIFE	766,000.
RESOURCES FOR HUMAN DEVELOPMENT 4700 WISSAHICKON AVENUE, SUITE 126 PHILADELPHIA, PA 19144-4248	NONE	CIVIC LIFE	75,000.
ROSEMONT COLLEGE 1400 MONTGOMERY AVENUE ROSEMONT, PA 19010-1699	NONE	CIVIC LIFE	225,000.
RUTGERS UNIVERSITY FOUNDATION 7 WINANTS HALL NEW BRUNSWICK, NJ 08901	NONE	POLICY	6,300,000.
SAVE OUR WILD SALMON COALITION 200 FIRST AVENUE WEST, SUITE 201 SEATTLE, WA 98119	NONE	POLICY	1,869,633.
SCHUYLKILL RIVER DEVELOPMENT COUNCIL CIRA CENTRE 2929 ARCH STREET, 13TH FLOOR PHILADELPHIA, PA 19104	NONE	CIVIC LIFE	195,000.
SECURING AMERICA'S FUTURE ENERGY FOUNDATION 2555 PENNSYLVANIA AVENUE, NW, SUITE 719 WASHINGTON, DC 20037	NONE	POLICY	200,000.

FORM 990, PART II - OTHER GRANTS AND ALLOCATIONS PAID DURING THE YEAR

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SMITHSONIAN INSTITUTION - NATL MUSEUM OF AM HIST. WASHINGTON, DC 20560	NONE	CIVIC LIFE	1,547,937.
SPECIAL PEOPLE IN NORTHEAST, INC. 10521 DRUMMOND ROAD PHILADELPHIA, PA 19154	NONE	CIVIC LIFE	206,000.
ST. PAUL'S CATHEDRAL TRUST IN AMERICA P.O. BOX 1545 NEW YORK, NY 10150-1545	NONE	CIVIC LIFE	50,000.
SUMMERBRIDGE OF GREATER PHILADELPHIA 31 WEST COULTER STREET PHILADELPHIA, PA 19144	NONE	CIVIC LIFE	135,000.
SUPPORT CENTER FOR CHILD ADVOCATES 1900 CHERRY STREET PHILADELPHIA, PA 19103	NONE	CIVIC LIFE	225,000.
TEACHERS COLLEGE COLUMBIA UNIVERSITY 525 WEST 120TH STREET BOX 306 NEW YORK, NY 10027	NONE	POLICY	446,000.
TEMPLE UNIVERSITY CONWELL HALL 041-03 PHILADELPHIA, PA 19122	NONE	CIVIC LIFE	225,000.
THEATRE ALLIANCE OF GREATER PHILADELPHIA 1616 WALNUT STREET, SUITE 1800 PHILADELPHIA, PA 19103	NONE	CIVIC LIFE	236,600.

FORM 990, PART II - OTHER GRANTS AND ALLOCATIONS PAID DURING THE YEAR

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
TREVOR'S CAMPAIGN, INC. 761 WEST SPROUL ROAD, #123 NEWTOWN SQUARE, PA 19064	NONE	CIVIC LIFE	160,000.
TROUT UNLIMITED NATIONAL OFFICE 1300 NORTH 17TH STREET, SUITE 500 ARLINGTON, VA 22209	NONE	POLICY	750,000.
TRUSTEES OF RESERVATIONS 572 ESSEX STREET BEVERLY, MA 01915	NONE	POLICY	249,193.
TRUSTEES OF THE UNIVERSITY OF PENNSYLVANIA 100 COLLEGE HALL PHILADELPHIA, PA 19104-6380	NONE	CIVIC LIFE	2,252,000.
UNION OF CONCERNED SCIENTISTS TWO BRATTLE SQUARE CAMBRIDGE, MA 02238-9105	NONE	POLICY	382,000.
UNITED NEGRO COLLEGE FUND 8260 WILLOW OAKS CORPORATE DRIVE-P.O. BOX 10444 FAIRFAX, VA 22031-4511	NONE	POLICY	103,000.
UNITED STATES PUBLIC INTEREST RES. GROUP EDUC. FND 218 D STREET, SE WASHINGTON, DC 20003	NONE	POLICY	1,750,000.
UNITED WAY OF SOUTHEAST DELAWARE COUNTY 2310 PROVIDENCE AVENUE CHESTER, PA 19013-5221	NONE	CIVIC LIFE	75,000.

FORM 990, PART II - OTHER GRANTS AND ALLOCATIONS PAID DURING THE YEAR

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR
AND
FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
UNITED WAY OF SOUTHEASTERN PENNSYLVANIA SEVEN BENJAMIN FRANKLIN PARKWAY PHILADELPHIA, PA 19103-1294	CIVIC LIFE	1,790,000.
UNIVERSITY OF PITTSBURGH 107 CATHEDRAL OF LEARNING PITTSBURGH, PA 15260	POLICY	145,000.
URBAN INSTITUTE 2100 M STREET, NW WASHINGTON, DC 20037	POLICY	313,000.
VILLAGE OF ARTS AND HUMANITIES, INC. 2544 GERMANTOWN AVENUE PHILADELPHIA, PA 19133	CIVIC LIFE	150,000.
WASHINGTON, UNIVERSITY OF 301 GERBERDING HALL BOX 351230 SEATTLE, WA 98105	POLICY	376,000.
WELCOMING CENTER FOR NEW PENNSYLVANIANS 1617 JFK BOULEVARD, 13TH FLOOR PHILADELPHIA, PA 19103	CIVIC LIFE	105,000.
WEST PHILADELPHIA COMMUNITY MENTAL HEALTH CONSORT. 3801 MARKET STREET, SUITE 201 PHILADELPHIA, PA 19104-3153	CIVIC LIFE	150,000.
WETA 2775 SOUTH QUINCY STREET ARLINGTON, VA 22206	CIVIC LIFE	62,000.

FORM 990, PART II - OTHER GRANTS AND ALLOCATIONS PAID DURING THE YEAR

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR
AND
FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
WHITE-WILLIAMS FOUNDATION 215 SOUTH BROAD STREET, 5TH FLOOR PHILADELPHIA, PA 19107	NONE	CIVIC LIFE	190,000.
WILLIAM J. BRENNAN JR. CENTER FOR JUSTICE 161 AVENUE OF THE AMERICAS, 12TH FLOOR NEW YORK, NY 10013	NONE	POLICY	530,000.
WOODROW WILSON INTERNATIONAL CENTER FOR SCHOLARS ONE WOODROW WILSON PLAZA 1300 PENNSYLVANIA AVENUE, WASHINGTON, DC 20004-3027	NONE	POLICY	3,000,000.
WORLD RESOURCES INSTITUTE 10 G STREET, NE, SUITE 800 WASHINGTON, DC 20002	NONE	POLICY	125,000.
YMCA OF PHILADELPHIA AND VICINITY 2000 MARKET STREET, SUITE 750 PHILADELPHIA, PA 19103-3214	NONE	CIVIC LIFE	260,000.
MATCHING GIFTS - SEE STATEMENT 1 2005 MARKET STREET, SUITE 1700 PHILADELPHIA, PA 19103	NONE	MATCHING GIFTS	664,830.
FOREIGN GRANTS - SEE STATEMENT 12 2005 MARKET STREET, SUITE 1700 PHILADELPHIA, PA 19103	NONE	FOREIGN GRANTS	4,467,000.

FORM 990, PART II - OTHER GRANTS AND ALLOCATIONS PAID DURING THE YEAR

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

200,011,434.

TOTAL CONTRIBUTIONS PAID

FORM 990, PART III - ORGANIZATION'S PRIMARY EXEMPT PURPOSE
=====

THE PEW CHARITABLE TRUSTS' (PEW'S) PRIMARY EXEMPT PURPOSE IS TO MAKE GRANTS TO OTHER ORGANIZATIONS AND TO DIRECTLY PLAN AND CONDUCT PROJECTS AND INITIATIVES THAT CARRY OUT THE ORGANIZATION'S RELIGIOUS, CHARITABLE, SCIENTIFIC AND EDUCATIONAL PURPOSES. PEW'S WORK IS ASSIGNED TO THREE CLUSTERS: POLICY, INFORMATION AND CIVIC LIFE.

FORM 990, PART IV - INVESTMENTS - PUBLICLY TRADED SECURITIES

=====

DESCRIPTION -----	ENDING BOOK VALUE -----	COST OR FMV -----
CORPORATE BONDS	94,000,728.	FMV
GOVERNMENT OBLIGATIONS	10,233,180.	FMV
MUTUAL FUNDS	68,962,134.	FMV
U.S. EQUITY SECURITIES	12,550,508.	FMV
TOTALS	----- 185,746,550. =====	

LAND, BUILDINGS, EQUIPMENT NOT HELD FOR INVESTMENT

FIXED ASSET DETAIL				ACCUMULATED DEPRECIATION DETAIL					
ASSET DESCRIPTION	METHOD/ CLASS	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE
FURNITURE & EQUIP.		1,610,984.			1,610,984.	419,306.	347,006.		766,312.
DATA PROCESSING EQ		7,571,103.			7,571,103.	1,378,261.	1,083,727.		2,461,988.
LEASEHOLD IMPROV.		2,511,713.			2,511,713.	230,302.	288,435.		518,737.
TOTALS		11693800.			11693800.	2,027,869.			3,747,037.

FORM 990, PART IV - OTHER ASSETS

=====

DESCRIPTION	ENDING BOOK VALUE
-----	-----
FUNDS HELD FOR THIRD PARTIES	13,032,552.
SUPPLEMENTAL EMPLOYEE	
RETIREMENT PLAN	1,633,076.
AMOUNTS FROM SUPPORTING	
ORGANIZATIONS TO FUND	
PREVIOUSLY APPROVED GRANTS	1,747,083.

TOTALS	16,412,711.
	=====

FORM 990, PART IV - OTHER LIABILITIES

=====

DESCRIPTION	ENDING BOOK VALUE
-----	-----
ACCRUED PENSION AND POST- RETIREMENT EXPENSE	4,109,391.
FUNDS HELD FOR THIRD PARTIES	5,998,555.
DEFERRED RENT	897,622.
FUNDS HELD IN DEPOSIT	38,700.
TOTALS	----- 11,044,268. =====

FORM 990, PART IV-A - OTHER REVENUE ON RETURN BUT NOT ON BOOKS

DESCRIPTION -----	AMOUNT -----
PAYMENTS OF PRE-APPROVED GRANTS	4,564,937.
GRANT RETURNED FROM COLUMBIA UNIVERSITY AND RE-GRANTED TO PRC	528,495.
EARMARKED (CUSTODIAL) REVENUE	17,233,996.
RECLASS SUBLEASE RENTAL INCOME	550,936.

TOTAL	22,878,364.
	=====

FORM 990, PART IV-B - OTHER EXPENSES ON BOOKS BUT NOT ON RETURN

DESCRIPTION	AMOUNT
CUMULATIVE EFFECT OF ADOPTION	
OF SFAS 158	429,333.
GRANT DISCOUNT	424,484.

TOTAL	853,817.
	=====

FORM 990, PART IV-B - OTHER EXPENSES ON RETURN BUT NOT ON BOOKS

DESCRIPTION -----	AMOUNT -----
PAYMENTS OF PRE-APPROVED GRANTS	4,564,937.
GRANT RETURNED FROM COLUMBIA UNIVERSITY AND RE-GRANTED TO PRC	528,495.
PAYMENTS OF EARMARKED (CUSTODIAL) FUNDS	13,330,000.
RECLASS SUBLEASE RENTAL INCOME	550,936.

TOTAL	18,974,368.
	=====

FORM 990, PART V-A - CURRENT OFFICERS, DIRECTORS, AND TRUSTEES

NAME AND ADDRESS	TITLE AND TIME DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
REBECCA W RIMEL ONE COMMERCE SQUARE 2005 MARKET STREET PHILADELPHIA, PA 19103 INCLUDES DEFERRED COMPENSATION OF \$274,614 OF WHICH \$159,598 IS ATTRIBUTABLE TO PRIOR SERVICE COST	PRESIDENT AND CEO 50.00	618,150.	333,957.	NONE
HENRY B BERNSTEIN ONE COMMERCE SQUARE 2005 MARKET STREET PHILADELPHIA, PA 19103	MANAGING DIR. FIN. & TREAS. 50.00	292,173.	42,848.	NONE
JOY A HORWITZ ONE COMMERCE SQUARE 2005 MARKET STREET PHILADELPHIA, PA 19103	MANAGING DIRECTOR, LEGAL 50.00	309,601.	42,097.	NONE
J HOWARD PEW II ONE COMMERCE SQUARE 2005 MARKET STREET PHILADELPHIA, PA 19103	DIRECTOR AND BOARD CHAIR 6.00	20,000.	NONE	NONE
ROBERT H CAMPBELL ONE COMMERCE SQUARE 2005 MARKET STREET PHILADELPHIA, PA 19103	DIRECTOR 3.00	10,000.	NONE	NONE
SUSAN W CATHERWOOD ONE COMMERCE SQUARE	DIRECTOR 3.00	20,000.	NONE	NONE

FORM 990, PART V-A - CURRENT OFFICERS, DIRECTORS, AND TRUSTEES

NAME AND ADDRESS	TITLE AND TIME DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
2005 MARKET STREET PHILADELPHIA, PA 19103	DIRECTOR 3.00	20,000.	NONE	NONE
GLORIA TWINE CHISUM ONE COMMERCE SQUARE 2005 MARKET STREET PHILADELPHIA, PA 19103	DIRECTOR 3.00	10,000.	NONE	NONE
ALAN J DAVIS (DECEASED) ONE COMMERCE SQUARE 2005 MARKET STREET PHILADELPHIA, PA 19103	DIRECTOR 3.00	4,000.	NONE	NONE
PAUL F MILLER ONE COMMERCE SQUARE 2005 MARKET STREET PHILADELPHIA, PA 19103	DIRECTOR 3.00	19,000.	NONE	NONE
MARY CATHARINE PEW MD ONE COMMERCE SQUARE 2005 MARKET STREET PHILADELPHIA, PA 19103	DIRECTOR 3.00	20,000.	NONE	NONE
R ANDERSON PEW ONE COMMERCE SQUARE 2005 MARKET STREET PHILADELPHIA, PA 19103	DIRECTOR 3.00	21,000.	NONE	NONE

FORM 990, PART V-A - CURRENT OFFICERS, DIRECTORS, AND TRUSTEES

NAME AND ADDRESS	TITLE AND TIME DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
SANDY PEW ONE COMMERCE SQUARE 2005 MARKET STREET PHILADELPHIA, PA 19103	DIRECTOR 3.00	21,000.	NONE	NONE
ROBERT G WILLIAMS ONE COMMERCE SQUARE 2005 MARKET STREET PHILADELPHIA, PA 19103	DIRECTOR 3.00	20,000.	NONE	NONE
ETHEL BENSON WISTER ONE COMMERCE SQUARE 2005 MARKET STREET PHILADELPHIA, PA 19103	DIRECTOR 3.00	21,000.	NONE	NONE
ARISTIDES W GEORGANTAS ONE COMMERCE SQUARE 2005 MARKET STREET PHILADELPHIA, PA 19103	DIRECTOR 3.00	4,000.	NONE	NONE
GRAND TOTALS		1,429,924.	418,902.	NONE

FORM 990, PART V-A RELATIONSHIP SCHEDULE
=====RELATIONSHIP SCHEDULE

NAME OF OFFICER, DIRECTOR, ETC:	J HOWARD PEW II
NAME OF RELATED ENTITY:	SEE STATEMENT 13
NAME OF OFFICER, DIRECTOR, ETC:	SUSAN W CATHERWOOD
NAME OF RELATED ENTITY:	SEE STATEMENT 13
NAME OF OFFICER, DIRECTOR, ETC:	J N PEW IV MD
NAME OF RELATED ENTITY:	STATEMENT 13
NAME OF OFFICER, DIRECTOR, ETC:	MARY CATHARINE PEW MD
NAME OF RELATED ENTITY:	STATEMENT 13
NAME OF OFFICER, DIRECTOR, ETC:	R ANDERSON PEW
NAME OF RELATED ENTITY:	SEE STATEMENT 13
NAME OF OFFICER, DIRECTOR, ETC:	SANDY PEW
NAME OF RELATED ENTITY:	SEE STATEMENT 13
NAME OF OFFICER, DIRECTOR, ETC:	ROBERT G WILLIAMS
NAME OF RELATED ENTITY:	SEE STATEMENT 13
NAME OF OFFICER, DIRECTOR, ETC:	ETHEL BENSON WISTER
NAME OF RELATED ENTITY:	SEE STATEMENT 13
NAME OF OFFICER, DIRECTOR, ETC:	ARISTIDES W GEORGANTAS
NAME OF RELATED ENTITY:	SEE STATEMENT 13

FORM 990, PART V-A COMPENSATION PROVIDED BY RELATED ORGANIZATION

NAME, ORGANIZATION NAME, RELATIONSHIP	EMPLOYER ID #	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
J HOWARD PEW II THE GLENMEDE TRUST COMPANY, N.A	51-0390823	57,903.	NONE	NONE
SUSAN W CATHERWOOD THE GLENMEDE TRUST COMPANY, N.A	51-0390823	57,790.	NONE	NONE
J N PEW IV MD THE GLENMEDE TRUST COMPANY, N.A	51-0390823	68,425.	NONE	NONE
R ANDERSON PEW THE GLENMEDE TRUST COMPANY, N.A	51-0390823	56,433.	NONE	NONE
SANDY PEW THE GLENMEDE TRUST COMPANY, N.A	51-0390823	45,279.	NONE	NONE
ROBERT G WILLIAMS THE GLENMEDE TRUST COMPANY, N.A	51-0390823	64,650.	NONE	NONE

FORM 990, PART V-A COMPENSATION PROVIDED BY RELATED ORGANIZATION

NAME, ORGANIZATION NAME, RELATIONSHIP	EMPLOYER ID #	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
ETHEL BENSON WISTER THE GLENMEDE TRUST COMPANY, N.A	50-0390823	35,656.	NONE	NONE
ARISTIDES W GEORGANTAS THE GLENMEDE TRUST COMPANY, N.A	51-0390823	51,110.	NONE	NONE
MORGAN, LEWIS & BOCKIUS LLP PEW RESEARCH CENTER	20-0881724	159,683.	NONE	NONE
YOUR PART TIME CONTROLLER PEW RESEARCH CENTER	20-0881724	88,158.	NONE	NONE

GRAND TOTALS 685,087. NONE NONE

FORM 990, PART VI, LINE 90A - STATES

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AL, AK, AZ, AR, CA, CO, CT, DC, FL, GA,
IL, KS, KY, ME, MD, MA, MI, MN, MS, NH, NJ, NM,
NY, NC, ND, OH, OK, OR, PA, RI, SC, TN, UT, VA, WA, WV, WI

FORM 990, PART VII - PROGRAM SERVICE REVENUE

DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
CHARITABLE STRATEGY PLANNING ASSISTANCE					185,500.
TOTALS					185,500.

SCHEDULE A, PART I - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEES

NAME AND ADDRESS	TITLE AND TIME DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCOUNT
JOSHUA REICHERT ONE COMMERCE SQUARE 2005 MARKET STREET, SUITE 1700 PHILADELPHIA, PA 19103	MANAGING DIR. ENVIR. 50.00	317,185.	53,395.	NONE
SUSAN URAHN ONE COMMERCE SQUARE 2005 MARKET STREET, SUITE 1700 PHILADELPHIA, PA 19103	MANAGING DIR. STATES 50.00	283,739.	50,454.	NO.
MICHAEL DAHL ONE COMMERCE SQUARE 2005 MARKET STREET, SUITE 1700 PHILADELPHIA, PA 19103	MANAGING DIR. PLANN. 50.00	261,858.	49,420.	NONE
MARIAN GODFREY ONE COMMERCE SQUARE 2005 MARKET STREET, SUITE 1700 PHILADELPHIA, PA 19103	MNG DIR CULT.& CIVIC 50.00	260,396.	40,642.	NONE
DONALD KIMELMAN ONE COMMERCE SQUARE 2005 MARKET STREET, SUITE 1700 PHILADELPHIA, PA 19103	MNG DIR INFO.& CIVIC 50.00	255,937.	48,652.	NONE
TOTAL COMPENSATION		1,379,115.	242,563.	NONE

SCH. A, PART II-A COMPENSATION OF THE 5 HIGHEST PAID FOR PROF. SERV.

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GRANT THORNTON LLP 2001 MARKET STREET, SUITE 3100 PHILADELPHIA, PA 19103	AUDIT AND TAX	231,231.
MORGAN, LEWIS & BOCKIUS LLP 2000 LOGAN SQUARE PHILADELPHIA, PA 19103.	LEGAL	194,178.
YOUR PART TIME CONTROLLER P.O. BOX 3252 CHERRY HILL, NJ 08003	ACCOUNTING CONSULT.	165,625.
PAYDEN & RYGEL 333 SOUTH GRAND AVENUE LOS ANGELES, CA 90071	INVESTMENT MANAGEM.	160,591.
ASSET PLANNING SERVICES, LTD 163 MAIN STREET, P.O. BOX 164 HARLEYSVILLE, PA 19438-0164	INVESTMENT ADVISOR	102,368.
	TOTAL COMPENSATION	----- 853,993. =====

SCH. A, PART II-B COMPENSATION OF THE 5 HIGHEST PAID FOR OTHER SERV.

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PERFICIENT, INC. P.O. BOX 200026 PITTSBURGH, PA 15251	CONSULTING	1,801,986.
AVENUE A - RAZORFISH 417 NORTH 8TH STREET PHILADELPHIA, PA 19123	WEBSITE DEVELOPMENT	740,310.
COMMUNICATIONS, INC. 32 HAWTHORN AVENUE LONDON ENGLAND	CONSULTING	361,954.
FRANZEN & COMPANY 908 MASSACHUSETTS AVENUE, NE, 5TH FLOOR WASHINGTON, DC 20002	ADV. CONSULTING	347,086.
BARRETT AND GREENE, INC. 25 WATERSIDE PLAZA, APT. GG NEW YORK, NY 10010	PROGRAM RESEARCH	301,500.
TOTAL COMPENSATION		----- 3,552,836. =====

SCHEDULE A, PART III - EXPLANATION FOR LINE 2D
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CERTAIN OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES RECEIVE COMPENSATION AND BENEFITS. SEE FORM 990, PART V-A. UNDER THE ACCOUNTABLE PLAN RULES, THE ORGANIZATION ALSO PROVIDES REIMBURSEMENTS FOR REASONABLE AND NECESSARY BUSINESS EXPENSES INCURRED BY ITS OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES.

SCHEDULE A, PART III - EXPLANATION FOR LINE 3A

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PEW MAKES GRANTS TO OTHER 501(C)(3) PUBLIC CHARITIES FOR FELLOWSHIP PROGRAMS WHICH THESE GRANTEE ORGANIZATIONS THEN USE TO MAKE FELLOWSHIP GRANTS. PEW'S GRANTEES MAKE THE DETERMINATION WHETHER THE FELLOWSHIP RECIPIENTS QUALIFY TO RECEIVE PAYMENTS, NOT PEW.

FEDERAL FOOTNOTES

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SCHEDULE A, PART IV-A, PAGE 4:

A RECLASSIFICATION WAS MADE IN THE CURRENT YEAR WHICH AFFECTS AMOUNT PREVIOUSLY REPORTED ON FORM 8734 AND FORM 990. IT WAS DISCOVERED THAT 2005 AMOUNTS WERE INCORRECTLY REPORTED AS GROSS RECEIPTS FROM A PROGRAM ACTIVITY WHEN IN FACT THEY CONSTITUTED GRANTS IN THE AMOUNT OF \$18,885.

FEDERAL FOOTNOTES

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SCHEDULE A, PAGE 6, PART VI-A:

ONLY 2006 AMOUNTS ARE PRESENTED BECAUSE THE PEW CHARITABLE TRUSTS HAD NOT MADE AN IRC SECTION 501(H) ELECTION PRIOR TO 2006.

FEDERAL FOOTNOTES

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PEW SUBLEASES SPACE TO SOME OF ITS GRANTEEES AND CERTAIN OTHER ENTITIES (MOST OF WHICH ARE EXEMPT FROM FEDERAL INCOME TAXES UNDER SECTION 501(C)(3)). DUE TO THE BUSINESS NEED TO HAVE THE SPACE OCCUPIED, MOST OF THE SPACE IS GENERALLY SUBLEASED AT OR IN MOST CASES BELOW PEW'S COSTS. INCLUDED IN THE SUBLEASE AGREEMENT IS THE TENANT'S RIGHT TO USE THE EXISTING FURNISHINGS AND CERTAIN OFFICE SERVICES. PEW CONSIDERS THE NET VALUE OF THE PERSONAL PROPERTY TO BE LESS THAN 10% OF THE TOTAL RENTS UNDER THE LEASE AND THE VALUE OF THE SHARED SERVICES TO BE INSIGNIFICANT IN TERMS OF THE AGREEMENT AS A WHOLE. THEREFORE, PEW TREATS THE ENTIRE RENTAL PAYMENT AS EXCLUDED INCOME UNDER IRC SECTION 512(B)(3). ACCORDINGLY, PEW HAS REPORTED THE ENTIRE RENTAL PAYMENT ON FORM 990, PART VII, LINE 97B, COLUMN (D).



INTERNAL REVENUE SERVICE

Ogden, IRS Center

M/S 6273

Department of the Treasury

Ogden, Utah 84201

Refer Reply To: 0423348731 E
Date: March 27, 2008 333C

Pew Charitable Trusts
2005 Market Street Ste. 1700
Philadelphia, PA 19103

Taxpayer Identification Number: 56-2307147

Dear Taxpayer:

Our records indicate that your request for an extension of time to file your Form 990 for tax period ending June 30, 2007, was approved. We have granted an extension of time to file to May 15, 2008.

Please attach a copy of this letter to the form when you file it. It is your evidence that we granted your extension.

If you have any questions, please call Rose Kulish at (801)620-3238 between the hours of 5:00 PM and Midnight Mountain Time. If the number is outside your local calling area, there will be a long distance charge to you.

If you prefer, you may write to us at the address shown at the top of this letter. Whenever you write, please include this letter and, in the spaces below, give us your telephone number with the hours we can reach you. Also, you may want to keep a copy of this letter for your records.

Telephone Number () _____ Hours _____

Sincerely,

Rose Kulish
Tax Examiner

Enclosure(s):
Copy this Letter

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

0526

If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box

• If you are filing for an **Additional (not automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

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

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

Section 501(c) corporations required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only

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

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for section 501(c) corporations required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Type or print File by the due date for filing your return. See instructions.	Name of Exempt Organization THE PEW CHARITABLE TRUSTS	Employer identification number 56-2307147
	Number, street, and room or suite no. If a P.O. box, see instructions. 2005 MARKET STREET, SUITE 1700	ONE COMMERCE SQUARE
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. PHILADELPHIA, PA 19103	

Check type of return to be filed (file a separate application for each return):

<input checked="" type="checkbox"/> Form 990	<input type="checkbox"/> Form 990-T (corporation)	<input type="checkbox"/> Form 4720
<input type="checkbox"/> Form 990-BL	<input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust)	<input type="checkbox"/> Form 5227
<input type="checkbox"/> Form 990-EZ	<input type="checkbox"/> Form 990-T (trust other than above)	<input type="checkbox"/> Form 6069
<input type="checkbox"/> Form 990-PF	<input type="checkbox"/> Form 1041-A	<input type="checkbox"/> Form 8870

The books are in the care of ▶ Henry B. Bernstein, Treasurer

Telephone No. ▶ 215-575-4994 FAX No. ▶ 215-575-4916

- 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 will cover.

1 I request an automatic 3-month (6 months for a section 501(c) corporation required to file Form 990-T) extension of time until 02/15, 2008, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ calendar year _____ or
▶ tax year beginning 07/01, 2006, and ending 06/30, 2007

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	NONE
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	NONE
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	NONE

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