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Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

OMB No 1545-0052

2009

Department of the Treasury
Internal Revenue Service

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

For calendar year 2009, or tax year beginning JUL 1, 2009, and ending JUN 30, 2010

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

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation GIANT EAGLE FOUNDATION		A Employer identification number 20-2734721
	Number and street (or P.O. box number if mail is not delivered to street address) Room/suite 101 KAPPA DRIVE		B Telephone number (412) 963-6200
	City or town, state, and ZIP code PITTSBURGH, PA 15238		C If exemption application is pending, check here <input type="checkbox"/>
			D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			E If private foundation status was terminated under section 507(b)(1)(A), check here <input checked="" type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 40,350,964. (Part I, column (d) must be on cash basis)			F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)	
Revenue	1 Contributions, gifts, grants, etc., received	5,350,826.				
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B					
	3 Interest on savings and temporary cash investments					
	4 Dividends and interest from securities	1,051,264.	1,051,264.	1,051,264.	STATEMENT 1	
	5a Gross rents					
	b Net rental income or (loss)					
	6a Net gain or (loss) from sale of assets not on line 10	454,496.				
	b Gross sales price for all assets on line 6a	47,798,654.				
	7 Capital gain net income (from Part IV, line 2)		454,496.			
	8 Net short-term capital gain			N/A		
	9 Income modifications					
	10a Gross sales less returns and allowances					
b Less Cost of goods sold						
c Gross profit or (loss)						
11 Other income	173,410.	173,410.	173,410.	STATEMENT 2		
12 Total. Add lines 1 through 11	7,029,996.	1,679,170.	1,224,674.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.	0.	0.	
	14 Other employee salaries and wages					
	15 Pension plans, employee benefits					
	16a Legal fees					
	b Accounting fees					
	c Other professional fees	STMT 3	110,686.	110,686.	0.	0.
	17 Interest	211.	211.	0.	0.	
	18 Taxes	STMT 4	32,545.	32,545.	0.	0.
	19 Depreciation and depletion					
	20 Occupancy					
	21 Travel, conferences, and meetings					
	22 Printing and publications					
	23 Other expenses					
	24 Total operating and administrative expenses. Add lines 13 through 23	143,442.	143,442.	0.	0.	
	25 Contributions, gifts, grants paid	4,105,563.			4,105,563.	
26 Total expenses and disbursements. Add lines 24 and 25	4,249,005.	143,442.	0.	4,105,563.		
27 Subtract line 26 from line 12:						
a Excess of revenue over expenses and disbursements	2,780,991.					
b Net investment income (if negative, enter -0-)		1,535,728.				
c Adjusted net income (if negative, enter -0-)			1,224,674.			

Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	93,926.	273,465.	273,465.
	3 Accounts receivable ▶ 10,351.			
	Less: allowance for doubtful accounts ▶	30,217.	10,351.	10,351.
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	124,582.	92,037.	92,037.
	10a Investments - U.S. and state government obligations STMT 5	5,702,790.	0.	0.
	b Investments - corporate stock			
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 6	32,421,380.	40,778,858.	39,975,111.
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	38,372,895.	41,154,711.	40,350,964.
	17 Accounts payable and accrued expenses	11,114.	11,939.	
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	11,114.	11,939.	
	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	38,361,781.	41,142,772.	
	30 Total net assets or fund balances	38,361,781.	41,142,772.	
	31 Total liabilities and net assets/fund balances	38,372,895.	41,154,711.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	38,361,781.
2 Enter amount from Part I, line 27a	2	2,780,991.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	41,142,772.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	41,142,772.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b SEE ATTACHED STATEMENTS			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 47,798,654.		46,964,963.	454,496.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			454,496.

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	454,496.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ }	3	136,283.

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	3,761,851.	30,860,893.	.121897
2007	2,688,676.	33,619,825.	.079973
2006	3,738,268.	32,821,336.	.113897
2005	3,271,530.	25,853,250.	.126542
2004			

2 Total of line 1, column (d)	2	.442309
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.110577
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	34,933,889.
5 Multiply line 4 by line 3	5	3,862,885.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	15,357.
7 Add lines 5 and 6	7	3,878,242.
8 Enter qualifying distributions from Part XII, line 4	8	4,105,563.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	15,357.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	15,357.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	15,357.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	92,037.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	92,037.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	76,680.	
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax <input checked="" type="checkbox"/> 76,680. Refunded <input checked="" type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> PA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	X	

N/A

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ► N/A

14 The books are in care of ► HOWARD PLUNG Telephone no. ► 412-281-8771
 Located at ► 4 GATEWAY CENTER, 9TH FLOOR PITTSBURGH, PA ZIP+4 ► 15222

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ☐
 and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	<u>N/A</u>	1b
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?		1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
If "Yes," list the years ► _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	<u>N/A</u>	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)	<u>N/A</u>	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b

X

Organizations relying on a current notice regarding disaster assistance check here

☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 8		0.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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

0

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

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

0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3

0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	33,490,508.
b	Average of monthly cash balances	1b	1,916,835.
c	Fair market value of all other assets	1c	58,534.
d	Total (add lines 1a, b, and c)	1d	35,465,877.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	35,465,877.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	531,988.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	34,933,889.
6	Minimum investment return. Enter 5% of line 5	6	1,746,694.

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

1	Minimum investment return from Part X, line 6	1	1,746,694.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	15,357.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	15,357.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,731,337.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,731,337.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,731,337.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	4,105,563.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	4,105,563.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	15,357.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	4,090,206.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				1,731,337.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005	2,007,238.			
c From 2006	2,196,907.			
d From 2007	1,155,739.			
e From 2008	2,251,351.			
f Total of lines 3a through e	7,611,235.			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ 4,105,563.				
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				1,731,337.
e Remaining amount distributed out of corpus	2,374,226.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	9,985,461.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	9,985,461.			
10 Analysis of line 9:				
a Excess from 2005	2,007,238.			
b Excess from 2006	2,196,907.			
c Excess from 2007	1,155,739.			
d Excess from 2008	2,251,351.			
e Excess from 2009	2,374,226.			

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

N/A

- 1 a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE ATTACHED SCHEDULE	NONE	EXEMPT	CHARITABLE PURPOSES	4,105,563.
Total				▶ 3a 4,105,563.
b Approved for future payment NONE				
Total				▶ 3b 0.

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

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash		X
	(2) Other assets		X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization		X
	(2) Purchases of assets from a noncharitable exempt organization		X
	(3) Rental of facilities, equipment, or other assets		X
	(4) Reimbursement arrangements		X
	(5) Loans or loan guarantees		X
	(6) Performance of services or membership or fundraising solicitations		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees		X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.		
(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.				
Sign Here	<div style="display: flex; align-items: center;"> <div style="margin-right: 10px;"> <div style="border: 1px solid black; width: 20px; height: 20px; display: flex; align-items: center; justify-content: center;">X</div> </div> <div style="border-bottom: 1px solid black; width: 100%;"></div> </div> Signature of officer or trustee	<div style="display: flex; align-items: center;"> <div style="margin-right: 10px;">11-5-10</div> <div style="border-bottom: 1px solid black; width: 100%;"></div> </div> Date	<div style="display: flex; align-items: center;"> <div style="margin-right: 10px;">Director</div> <div style="border-bottom: 1px solid black; width: 100%;"></div> </div> Title	
Paid Preparer's Use Only	<div style="display: flex; align-items: center;"> <div style="margin-right: 10px;"> <div style="border: 1px solid black; width: 20px; height: 20px; display: flex; align-items: center; justify-content: center;">▶</div> </div> <div style="border-bottom: 1px solid black; width: 100%;"></div> </div> Preparer's signature	<div style="display: flex; align-items: center;"> <div style="margin-right: 10px;">11-2-10</div> <div style="border-bottom: 1px solid black; width: 100%;"></div> </div> Date	<div style="display: flex; align-items: center;"> <div style="margin-right: 10px;"> <div style="border: 1px solid black; width: 20px; height: 20px; display: flex; align-items: center; justify-content: center;">▶</div> <div style="border: 1px solid black; width: 20px; height: 20px; display: flex; align-items: center; justify-content: center;"> </div> </div> <div>Check if self-employed</div> </div>	<div style="border-bottom: 1px solid black; width: 100%;"></div> Preparer's identifying number
	Firm's name (or yours if self-employed), address, and ZIP code	LOUIS PLUNG & COMPANY LLP 4 GATEWAY CENTER, 9TH FL PITTSBURGH, PA 15222	EIN ▶ 25-1637458	Phone no. (412) 281-8771

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

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

OMB No 1545-0047

2009

Name of the organization

Employer identification number

GIANT EAGLE FOUNDATION

20-2734721

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

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

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

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

Special Rules

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

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

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

Schedule B (Form 990, 990-EZ, or 990-PF) (2009)

Name of organization

Employer identification number

GIANT EAGLE FOUNDATION

20-2734721

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	GIANT EAGLE INC. 101 KAPPA DRIVE PITTSBURGH, PA 15238	\$ 5,350,826.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

GIANT EAGLE FOUNDATION

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a VANGUARD SHORT-TERM TREASURY	P	VARIOUS	VARIOUS
b CRA 12 BNY MELLON	P	VARIOUS	10/19/09
c U.S. INFLATION INDEX BONDS	P	VARIOUS	VARIOUS
d ISRAEL ST DIR BOND 6TH INDIVIDUAL	P	VARIOUS	VARIOUS
e VANGUARD SHORT-TERM TREASURY	P	VARIOUS	VARIOUS
f GAIN FROM GROSVENOR INSTITUTIONAL PARTNERS REDEMP	P	VARIOUS	VARIOUS
g GROSVENOR INSTITUTIONAL PARTNERS K-1	P		
h MELLON PRIVATE EQUITY FUND IV K-1			
i MELLON PRIVATE EQUITY FUND IV K-1			
j MELLON PRIVATE EQUITY FUND IV K-1 SECTION 1256			
k MELLON PRIVATE EQUITY FUND V K-1			
l MELLON PRIVATE EQUITY FUND V K-1			
m GROSVENOR INSTITUTIONAL PARTNERS K-1	P		
n CAPITAL GAINS DIVIDENDS			
o			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 3,805,961.		3,802,509.	3,452.
b 18,478,752.		18,478,752.	0.
c 6,102,731.		5,755,750.	346,981.
d 35,000.		35,000.	0.
e 15,529,039.		15,370,994.	158,045.
f 3,687,003.		3,521,958.	165,045.
g			<10,308.>
h			1,636.
i			<12,598.>
j			6.
k			403.
l			<59.>
m			<358,275.>
n 160,168.			160,168.
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			** 3,452.
b			** 0.
c			** 346,981.
d			0.
e			158,045.
f			** 165,045.
g			** <10,308.>
h			** 1,636.
i			** <12,598.>
j			** 6.
k			** 403.
l			** <59.>
m			** <358,275.>
n			160,168.
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	454,496.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	136,283.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BNY MELLON BANK, N.A. - DIVIDENDS	946,434.	160,168.	786,266.
BNY MELLON BANK, N.A. - INTEREST	224,735.	0.	224,735.
DIVIDENDS FROM PARTNERSHIPS	36,660.	0.	36,660.
INTEREST FROM PARTNERSHIPS	3,603.	0.	3,603.
TOTAL TO FM 990-PF, PART I, LN 4	1,211,432.	160,168.	1,051,264.

FORM 990-PF	OTHER INCOME	STATEMENT	2
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
LOSS FROM PARTNERSHIP INTEREST	<80,275.>	<80,275.>	<80,275.>
MISCELLANEOUS LOSS	<800.>	<800.>	<800.>
STATE ST. SECURITIES SETTLEMENT	254,485.	254,485.	254,485.
TOTAL TO FORM 990-PF, PART I, LINE 11	173,410.	173,410.	173,410.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MANAGEMENT FEES - BNY MELLON BANK, N.A.	97,936.	97,936.	0.	0.
MANAGEMENT FEES - YANNI PARTNERS	12,750.	12,750.	0.	0.
TO FORM 990-PF, PG 1, LN 16C	110,686.	110,686.	0.	0.

FORM 990-PF	TAXES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FEDERAL TAX EXPENSE	32,545.	32,545.	0.	0.	
TO FORM 990-PF, PG 1, LN 18	32,545.	32,545.	0.	0.	

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT	5
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	
UNITED STATES TREASURY BONDS	X		0.	0.	
TOTAL U.S. GOVERNMENT OBLIGATIONS					
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS					
TOTAL TO FORM 990-PF, PART II, LINE 10A			0.	0.	

FORM 990-PF	OTHER INVESTMENTS		STATEMENT	6
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE	
ISRAEL BOND DATED 11/15/2006	COST	500,000.	499,980.	
ISRAEL BOND DATED 10/15/2005	COST	1,000,000.	1,000,000.	
ISRAEL BOND DATED 05/01/1995	COST	0.	0.	
ISRAEL BOND DATED 05/08/2009	COST	920,000.	920,000.	
VANGUARD INFLATION-PROTECTED SECURITIES FUND	COST	16,312,017.	16,594,348.	
VANGUARD SHORT-TERM BOND INDEX FUND	COST	167,874.	179,997.	
VANGUARD SHORT-TERM TREASURY FUND	COST	3,769,626.	3,876,921.	
VANGUARD TOTAL INTERNATIONAL STOCK INDEX FUND	COST	5,981,790.	4,974,543.	
VANGUARD TOTAL STOCK MARKET INDEX FUND	COST	11,243,885.	10,992,482.	
GROSVENOR INSTITUTIONAL PARTNERS LP	COST	0.	0.	
MELLON PRIVATE EQUITY FUND IV LP	COST	436,957.	496,020.	
MELLON PRIVATE EQUITY FUND V LP	COST	446,709.	440,820.	
TOTAL TO FORM 990-PF, PART II, LINE 13		40,778,858.	39,975,111.	

FORM 990-PF	LIST OF SUBSTANTIAL CONTRIBUTORS	STATEMENT	7
	PART VII-A, LINE 10		

NAME OF CONTRIBUTOR	ADDRESS
GIANT EAGLE, INC.	101 KAPPA DRIVE PITTSBURGH, PA 15238

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	8
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
CHARLES PORTER 101 KAPPA DRIVE PITTSBURGH, PA 15238	DIRECTOR	0.	0.	0.
GERALD CHAIT 101 KAPPA DRIVE PITTSBURGH, PA 15238	DIRECTOR	0.	0.	0.
EDWARD MORAVITZ 101 KAPPA DRIVE PITTSBURGH, PA 15238	DIRECTOR	0.	0.	0.
NORMAN WEIZENBAUM 101 KAPPA DRIVE PITTSBURGH, PA 15238	DIRECTOR	0.	0.	0.
DAVID SHAPIRA 101 KAPPA DRIVE PITTSBURGH, PA 15238	DIRECTOR	0.	0.	0.
LOUIS PLUNG 4 GATEWAY CENTER, 9TH FLOOR PITTSBURGH, PA 15222	DIRECTOR	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

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32 Masonic Learning Center for Children	Pittsburgh, PA	2,500.00
Achievement Centers for Children	Highland Hills, OH	10,000.00
Adagio Health	Pittsburgh, PA	5,000.00
Agency for Jewish Learning	Pittsburgh, PA	100,000.00
Akron Canton Regional Foodbank	Akron, OH	8,333.00
Allegheny Valley School	Coraopolis, PA	5,000.00
ALS Association	Cleveland, OH	2,000.00
Alta House	Cleveland, OH	3,000 00
Alzheimer Association	Beachwood, OH	4,000 00
Am Friends of Union Progressive Jews	Pittsburgh, PA	10,000 00
American Friends of Beit Issie Shapiro	New York, NY	15,000 00
American Friends of Israel	Pittsburgh, PA	180.00
American Red Cross	Pittsburgh, PA	10,000 00
Animal Rescue League	Pittsburgh, PA	5,000 00
Anti-Defamation League	Cleveland, OH	3,000 00
Anti-Defamation League	Cleveland, OH	5,000 00
August Wilson Center for African Amer	Pittsburgh, PA	30,000.00
Beacon Street Performing Arts in Ministry	Cleveland, OH	6,000 00
Beck Center for the Arts	Lakewood, OH	3,000.00
Bellflower Center	Cleveland, OH	3,000.00
Big Brothers Big Sisters of Cleveland	Cleveland, OH	3,000.00
Big Brothers Big Sisters of Pittsburgh	Pittsburgh, PA	2,000 00
Cancer Caring Center	Pittsburgh, PA	5,000 00
Carnegie Mellon University	Pittsburgh, PA	300,000 00
Carnegie Museum of Natural History	Pittsburgh, PA	10,000 00
Carnegie Museums of Pittsburgh	Pittsburgh, PA	10,000.00
Catholic Charities	Pittsburgh, PA	5,000 00
Center for Families and Children	Cleveland, OH	5,000 00
Children's Hospital of Pittsburgh	Pittsburgh, PA	100,000 00
Children's Institute	Pittsburgh, PA	10,000.00
Chron's & Colitis Foundation	Pittsburgh, PA	15,000.00
City Mission	Cleveland, OH	5,000 00
City of Rocky River	Rocky River, OH	5,000 00
City Theatre	Pittsburgh, PA	25,000 00
Cleveland Central Catholic High School	Cleveland, OH	20,000 00
Cleveland Foodbank	Cleveland, OH	25,000 00
Cleveland Hearing and Speech Center	Cleveland, OH	4,000.00
Cleveland Institute of Art	Cleveland, OH	3,000 00
Cleveland Institute of Music	Cleveland, OH	3,000 00
Cleveland Museum of Art	Cleveland, OH	10,000 00
Cleveland Museum of Natural History	Cleveland, OH	5,000.00
Cleveland Orchestra	Cleveland, OH	17,500 00
Cleveland Playhouse	Cleveland, OH	5,000 00
Cleveland Rape Crisis Center	Cleveland, OH	5,000.00
Cleveland Scholarship Programs	Cleveland, OH	10,000 00
Cleveland Sight Center	Cleveland, OH	5,000 00
Community Center and Library	Pittsburgh, PA	15,000 00
Community Day School	Pittsburgh, PA	30,000 00
Cornucopia	Lakewood, OH	5,000 00
Cray Youth and Family Services	Castle, PA	5,000 00
Diabetes Association of Cleveland	Cleveland, OH	5,000 00

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Domestic Violence Center	Cleveland, OH	5,000 00
El Barrio	Cleveland, OH	4,000 00
Extra Mile Education Foundation	Pittsburgh, PA	30,000 00
Fairhill Partners	Cleveland, Ohio	4,000.00
Family Resources	Pittsburgh, PA	25,000.00
Gateway Rehabilitation Center	Pittsburgh, PA	12,500.00
Gathering Place	Beechwood, Ohio	10,000.00
Gilda's Club of Western Pennsylvania	Pittsburgh, PA	10,000.00
Goodwill of Southwestern PA	Pittsburgh, PA	2,500.00
Great Lakes Science Center	Cleveland, OH	5,000.00
Great Lakes Theatre	Cleveland, OH	5,000.00
Greater Pittsburgh Council	Pittsburgh, PA	5,000 00
Habitat for Humanity	Cleveland, OH	10,000.00
Hadassah Greater Pittsburgh Chapter	Pittsburgh, PA	5,000 00
Hale Farm and Village	Bath, OH	5,000 00
Hap Enterprises. Inc.	Aliquippa, PA	1,500.00
Hattie Larlham Foundation	Mantua, OH	5,000.00
Hillel Academy	Pittsburgh, PA	35,000 00
Hillel Jewish University Center	Pittsburgh, PA	20,000.00
Hiram House	Chagrin Falls, OH	5,000 00
Historical Society of Western PA	Pittsburgh, PA	5,000 00
Ideastream Charitable	Cleveland, OH	6,000 00
International Assistance Group	Oakmont, PA	10,000.00
Jet Charitable	Akron, OH	7,600.00
Jewish Assistance Fund	Pittsburgh, PA	5,000.00
Jewish Association on Aging	Pittsburgh, PA	5,000.00
Jewish Community Center of Greater PGH	Pittsburgh, PA	50,000.00
Jewish Community Federation of Cleveland	Cleveland, OH	25,000 00
Jewish Family Service of Cleveland	Cleveland, OH	5,000 00
Jewish National Fund	Pittsburgh, PA	25,000 00
Joseph's House	Cleveland, OH	5,000 00
Juvenile Diabetes Research Foundation	Independence, OH	5,000 00
Juvenile Diabetes Research Foundation	Independence, OH	5,000.00
Kollel Jewish Learning Center	Pittsburgh, PA	35,000.00
L.H.A.S.	Pittsburgh, PA	3,000 00
Lakewood Department of Human Services	Lakewood, OH	7,500.00
Leukemia & Lymphoma Society	Pittsburgh, PA	3,500 00
Lifeshare	Elyria, OH	5,000 00
Littlest Heroes	Chesterfield, OH	5,000.00
M.A.D.D. Northeast Chapter	Cleveland, OH	5,000 00
Magnificat High School	Rocky River, OH	15,000 00
Make-A-Wish Foundation	Cleveland, OH	5,000 00
Make-A-Wish Foundation PA	Pittsburgh, PA	7,500 00
Malachi House	Cleveland, OH	6,000.00
Marietta College	Marietta, OH	(1,000 00)
Mattress Factory	Pittsburgh, PA	5,000.00
May Dugan Multi-Service Center	Cleveland, OH	5,000 00
McA	Pittsburgh, PA	5,000.00
Mental Health America of Westmoreland	Greensburg, PA	1,000 00
Mental Health Services For Homeless	Cleveland, OH	5,000 00
Metro Catholic High School	Cleveland, OH	5,000 00
Mid-Ohio Foodbank	Columbus, OH	8,334 00

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Moca Charitable	Cleveland, OH	3,000.00
NCJJ Diversity Center of Ohio	Cleveland, OH	3,000.00
Oncology Nursing Foundation	Pittsburgh, PA	1,000.00
Opera Cleveland	Cleveland, OH	5,000.00
PAEYC	Pittsburgh, PA	1,000.00
Pef-Bnei David-Eli Israel Endowment Fd	New York, NY	15,000.00
Pennsylvania Resources Council	Pittsburgh, PA	5,000.00
Persad Center	Pittsburgh, PA	10,000.00
Phipps Conservatory	Pittsburgh, PA	20,000.00
Phipps Conservatory	Pittsburgh, PA	16,666.00
Pittsburgh Aids Task Force	Pittsburgh, PA	7,500.00
Pittsburgh Area Jewish Committee	Pittsburgh, PA	5,000.00
Pittsburgh Ballet Theatre	Pittsburgh, PA	50,000.00
Pittsburgh Cultural Trust	Pittsburgh, PA	35,000.00
Pittsburgh Foundation	Pittsburgh, PA	12,500.00
Pittsburgh Opera	Pittsburgh, PA	25,000.00
Pittsburgh Opera	Pittsburgh, PA	10,000.00
Pittsburgh Psychoanalytic Center	Pittsburgh, PA	5,000.00
Pittsburgh Public Theatre	Pittsburgh, PA	7,500.00
Pittsburgh Symphony Orchestra	Pittsburgh, PA	185,000.00
Playhouse Square Foundation	Cleveland, OH	10,000.00
Prevent Blindness Ohio	Cleveland, OH	3,000.00
Project Learn of Cleveland	Cleveland, OH	3,000.00
Project Love	Beachwood, OH	3,000.00
Providence House	Cleveland, OH	6,000.00
Rauh Jewish Archives	Pittsburgh, PA	5,000.00
Rocky River Community Challenge	Cleveland, OH	3,000.00
RSVP	Cleveland, OH	5,000.00
Salvation Army of Cleveland	Cleveland, OH	10,000.00
Salvation Army of Pittsburgh	Pittsburgh, PA	20,000.00
Second Harvest Foodbank of Mahoning	Youngstown, OH	5,000.00
Senator John Heinz History Center	Pittsburgh, PA	5,000.00
Seton Hill University	Greensburg, PA	5,000.00
St. Jude Children's Research Hospital	Pittsburgh, PA	10,000.00
St. Malachi Center	Cleveland, OH	5,000.00
St. Martin Des Porres High School	Cleveland, OH	25,000.00
Stella Maris, Inc	Cleveland, OH	7,500.00
Susan G. Komen For the Cure	Pittsburgh, PA	7,500.00
The Holocaust Center of the United States	Pittsburgh, PA	5,000.00
The Pittsburgh Promise	Pittsburgh, PA	100,000.00
The Sprout Fund-Hot House	Pittsburgh, PA	3,000.00
Three Rivers Adoption Council	Pittsburgh, PA	1,000.00
Three Rivers Arts Festival	Pittsburgh, PA	20,000.00
Transitional Housing, Inc.	Cleveland, OH	5,000.00
United Cerebral Palsy of Greater Cleveland	Cleveland, OH	5,000.00
United Jewish Federation	Pittsburgh, PA	1,594,000.00
United Way of Allegheny County	Pittsburgh, PA	100,000.00
University of Pittsburgh	Pittsburgh, PA	161,250.00
Urban Community School	Cleveland, OH	10,000.00
Vintage	Pittsburgh, PA	10,000.00
Vocational Guidance Services	Cleveland, OH	5,000.00
Warren Civic Music Association	Warren, PA	200.00

Giant Eagle Foundation
Charitable Donations Paid
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West Side Catholic Center	Cleveland, OH	15,000 00
West Side Ecumenical Ministry	Cleveland, OH	5,000 00
Woodlands Foundation	Wexford, PA	20,000.00
Yeshiva Schools	Pittsburgh, PA	35,000.00
YMCA of Pittsburgh	Pittsburgh, PA	40,000.00
Young Audiences	Cleveland, OH	4,000.00
Youngstown Symphony	Youngstown, OH	7,500.00
Youth Challenge	Westlake, OH	3,000 00
		<u>4,105,563 00</u>