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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012 or tax year beginning 1/1

, 2012, and ending 12/29, 2012

Name of foundation YUM! Brands Foundation, Inc.		A Employer identification number 61-1327140
Number and street (or P.O. box number if mail is not delivered to street address) Room/suite c/o YUM! Tax Department, P.O. Box 35910		B Telephone number (see instructions) 502-874-8300
City or town, state, and ZIP code Louisville, KY 40232		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change	<input checked="" type="checkbox"/> Initial return of a former public charity <input checked="" type="checkbox"/> Amended return <input type="checkbox"/> Name change	D 1 Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 8,530,101		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 checked="" type="checkbox"/> Cash <input 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) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)	3,208,250			
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments	39,322	39,322	39,322	
4	Dividends and interest from securities				
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10				
b	Gross sales price for all assets on line 6a				
7	Capital gain net income (from Part IV, line 2)				
8	Net short-term capital gain				
9	Income modifications			1,000	
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11	3,247,572	39,322	40,322	
13	Compensation of officers, directors, trustees, etc.				
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)	18,606		18,606	
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule)	10,000		10,000	
17	Interest				
18	Taxes (attach schedule) (see instructions)	232		232	
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)	1,470		1,470	
24	Total operating and administrative expenses. Add lines 13 through 23	30,308		30,308	
25	Contributions, gifts, grants paid	8,317,385			8,317,385
26	Total expenses and disbursements. Add lines 24 and 25	8,347,693		30,308	8,317,385
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	-5,100,121			
b	Net investment income (if negative, enter -0-)		39,322		
c	Adjusted net income (if negative, enter -0-)			10,014	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule) .			
	b	Investments - corporate stock (attach schedule)			
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation ▶ (attach schedule)			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)	13,629,222	8,530,101	8,530,101
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation ▶ (attach schedule)			
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	13,629,222	8,530,101	8,530,101	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons .			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input type="checkbox"/>				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds . .	13,629,222	8,530,101	
	30	Total net assets or fund balances (see instructions)	13,629,222	8,530,101	
	31	Total liabilities and net assets/fund balances (see instructions)	13,629,222	8,530,101	

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	13,629,222
2	Enter amount from Part I, line 27a	2	-5,100,121
3	Other increases not included in line 2 (itemize) ▶ PY grants returned or recovered in CY	3	1,000
4	Add lines 1, 2, and 3	4	8,530,101
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	8,530,101

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					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)	<div style="display: flex; align-items: center;"> <div style="margin-right: 10px;"> <div style="font-size: 2em;">{</div> <div style="display: inline-block; text-align: left;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div> <div style="font-size: 2em;">}</div> </div> </div>		2		
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div style="display: flex; align-items: center;"> <div style="margin-right: 10px;"> <div style="font-size: 2em;">{</div> <div style="display: inline-block; text-align: left;"> If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 </div> <div style="font-size: 2em;">}</div> </div> </div>		3		

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	8,632,881		
2010	7,267,801		
2009	4,027,174		
2008	6,761,784		
2007	5,654,197		
2 Total of line 1, column (d)			2
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
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 10,733,867
5 Multiply line 4 by line 3			5
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 393
7 Add lines 5 and 6			7 393
8 Enter qualifying distributions from Part XII, line 4			8 8,317,385

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	393
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2		3	393
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	393
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a		
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		
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		393
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

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 the definition)?		X
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		
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 type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?		X
If "Yes," attach a detailed description of the activities		
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?		X
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		X
If "Yes," attach the statement required by General Instruction T		
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 type="checkbox"/> Kentucky		
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 2012 or the taxable year beginning in 2012 (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	

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 make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address				
14	The books are in care of YUM! TAX DEPARTMENT Telephone no (502) 874-8300 Located at 1900 COLONEL SANDERS LN, LOUISVILLE, KY ZIP+4 40213			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year 15			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country				

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

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

	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 instructions)?	1b	
Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?	<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)	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 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)	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 2012?	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)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ **5b**Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

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? ☐ **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 (see instructions).

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

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

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

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

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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 (see instructions). 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 ▶

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	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 ▶	

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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	10,889,162
b	Average of monthly cash balances	1b	8,165
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	10,897,327
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	10,897,327
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	163,460
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,733,867
6	Minimum investment return. Enter 5% of line 5	6	536,693

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	536,693
2a	Tax on investment income for 2012 from Part VI, line 5	2a	393
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	393
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	536,300
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	536,300
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	536,300

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	8,317,385
b	Program-related investments - total from Part IX-B	1b	
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	8,317,385
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	393
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	8,316,992

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				536,300
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012				
a From 2007 5,225,260				
b From 2008 6,481,671				
c From 2009 3,863,100				
d From 2010 7,051,240				
e From 2011 8,100,829				
f Total of lines 3a through e	30,722,100			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 8,317,385				
a Applied to 2011, but not more than line 2a . . .				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2012 distributable amount				536,300
e Remaining amount distributed out of corpus . .	7,781,085			
5 Excess distributions carryover applied to 2012 . (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	38,503,185			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . .				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . .	5,225,260			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	33,277,925			
10 Analysis of line 9				
a Excess from 2008 . . . 6,481,671				
b Excess from 2009 . . . 3,863,100				
c Excess from 2010 . . . 7,051,240				
d Excess from 2011 . . . 8,100,829				
e Excess from 2012 . . . 7,781,085				

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

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

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

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

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

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

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

ANGELA OSTING 1441 GARDINER LANE, LOUISVILLE, KY 40213 (502) 874-2203

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

FORM AND PROOF OF 501(C)(3) STATUS

c Any submission deadlines

NONE

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

MUST BE GREATER THAN \$25 AND 501(C)(3) ORGANIZATION

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			UNRESTRICTED CONTRIBUTION TO 501 (C) (3)	7,822,395
SEE ATTACHED			UNRESTRICTED CONTRIBUTION TO NON 501(C)(3) ON BEHALF OF WORLD FOOD PROGRAM	413,491
SEE ATTACHED	NONE		UNRESTRICTED CONTRIBUTION TO INDIVIDUALS FOR DIASTER RELIEF	17,000
Total			3a	8,252,886
b Approved for future payment SEE ATTACHED			UNRESTRICTED CONTRIBUTIONS TO 501(C)(3) ORGANIZATIONS	58,499
SEE ATTACHED	NONE		UNRESTRICTED CONTRIBUTIONS TO INDIVIDUALS FOR DIASTER RELIEF	6,000
Total			3b	64,499

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	39,322	
4	Dividends and interest from securities					
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property .					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory					
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory . . .					
11	Other revenue a _____					
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal Add columns (b), (d), and (e)				39,322	
13	Total. Add line 12, columns (b), (d), and (e)				13	39,322

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

		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	1a(1)	X
	(2) Other assets	1a(2)	X
b	Other transactions		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
	(3) Rental of facilities, equipment, or other assets	1b(3)	X
	(4) Reimbursement arrangements	1b(4)	X
	(5) Loans or loan guarantees	1b(5)	X
	(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	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

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

Title

VICE PRESIDENT

May the IRS discuss this return with the preparer shown below (see instructions)? ☐ Yes ☐ No

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ▶			Firm's EIN ▶	
	Firm's address ▶			Phone no	

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

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

OMB No 1545-0047

2012

Name of the organization

Employer identification number

YUM! Brands Foundation, Inc.

61-1327140

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, total 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 total 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 Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization YUM! Brands Foundation, Inc.	Employer identification number 61-1327140
--	--

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	David Novak 1441 Gardiner Ln Louisville, KY 40213	\$ 102,000.00	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
2	Yum! Brands, Inc. 1900 Colonel Sanders Ln Louisville, KY 40213	\$ 3,106,250.00	Person <input checked="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)

YUM! BRANDS FOUNDATION, INC
2012 ATTACHMENT TO FORM 990PF-Amended
EIN: 61-1327140

PART I -

	<u>COLUMN (A)</u>	<u>COLUMN (C)</u>	<u>COLUMN (D)</u>
CONTRIBUTIONS RECEIVED			
PART I, LINE 1			
DAVID NOVAK	102,000		
1441 GARDINER LN			
LOUISVILLE, KY 40213			
YUM! BRANDS, INC	3,106,250		
1900 COLONEL SANDERS LANE			
LOUISVILLE, KY 40213			
TOTAL CONTRIBUTIONS	<u>3,208,250</u>		
LEGAL FEES, LINE 16a			
LEGAL FEES	18,606	18,606	-
OTHER PROFESSIONAL FEES, LINE 16c			
PROFESSIONAL ORGANIZATION MEMBERSHIP FEE	10,000	10,000	
TAXES, LINE 18			
SECTION 4940(e) TAX ON INVESTMENT INCOME	232	232	-
OTHER EXPENSES, LINE 23			
BANK CHARGES	1,470	1,470	-
Total Operating and Administrative Expenses - Line 24	30,308	30,308	-

PART II -

	Book Beginning of Year	Book End of Year	FMV End of Year
INVESTMENTS, LINE 13			
INVESTMENT SWEEP ACCOUNT PNC BANK			
(FKA NATIONAL CITY BANK)	13,629,222	8,530,101	8,530,101
TOTAL	<u>13,629,222</u>	<u>8,530,101</u>	<u>8,530,101</u>

PART VII-A

SUBSTANTIAL CONTRIBUTIONS, LINE 10

YUM! BRANDS, INC
1900 COLONEL SANDERS LANE
LOUISVILLE, KY 40213

ATTACHMENT TO FORM 990PF- Amended

2012

YUMI BRANDS FOUNDATION, INC

EIN: 61-1327140

Form 990-PF

Page 6, Part VIII, Line 1

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contribution to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Novak, David 1441 Gardiner Lane Louisville, KY 40213	Director Chairman of the Board & CEO < 0 5	None	None	None
Blum, Jonathan 1441 Gardiner Lane Louisville, KY 40213	Director Vice Chairman < 0 5	None	None	None
Gathoff, W Lawrence 1441 Gardiner Lane Louisville, KY 40213	Chief Financial Officer < 0 5	None	None	None
Campbell, Christian 1441 Gardiner Lane Louisville, KY 40213	Director Vice-President & Secretary < 0 5	None	None	None
Carucci, Richard T 1441 Gardiner Lane Louisville, KY 40213	Director Vice-President & Treasurer < 0 5	None	None	None
Phillips, Donald 1441 Gardiner Lane Louisville, KY 40213	Vice-President < 0 5	None	None	None
Melilo Barnum, Laura 1441 Gardiner Lane Louisville, KY 40213	Executive Director & Administrator < 0 5	None	None	None
Neat, Linda J 1441 Gardiner Lane Louisville, KY 40213	Assistant Secretary < 0 5	None	None	None
Byerlein, Anne 1441 Gardiner Lane Louisville, KY 40213	Director < 0 5	None	None	None

Yum! Brands Foundation**Tax Year 2012****Part XV 3a****Unrestricted Contributions to 501(c)(3) Organizations**

Organization	Amount
21st Century Parks Total	22,500 00
Active Heroes Total	1,500.00
Actors Theatre of Louisville Total	1,950.00
Adam Matthews Foundation, Inc. Total	1,000 00
Alley Cat Advocates, Inc Total	1,800.00
Always Brothers Total	1,480.00
Alzheimer's Association, Chicago Total	75 00
Alzheimer's Association, Kentucky Total	715.00
Alzheimer's Association, MA Chapter Total	50 00
American Cancer Society Birmingham Total	375.00
American Cancer Society Chicago Office Total	125.00
American Cancer Society, BG KY Total	100 00
American Cancer Society, Denver Total	800 00
American Cancer Society, Great West Division Total	40.00
American Cancer Society, KS Total	500.00
American Cancer Society, Lou Total	2,500 00
American Cancer Society, Louisville KY Total	9,545 00
American Cancer Society, Mid South Div. Total	50 00
American Cancer Society, Oakland Total	30.00
American Children's Society Total	25 00
American Diabetes Association, KY Total	50 00
American Diabetes Association, VA Total	125 00
American Heart Association - Dallas Total	1,000 00
American Heart Association of Columbus Total	1,280.00
American Heart Association, Louisville Total	825 00
American Heart Association, NH Total	50 00
American Heart Association, Ohio Total	75 00
American Italian Cancer Foundation Total	5,000.00
American Lung Association- New York Total	50 00
American Lung Association of Kentucky Total	1,100.00
American Red Cross - Louisville, KY Total	11,600.00
American Red Cross Int'l Response Fund Total	550.00
American Red Cross, CA Total	45.00
American Red Cross, Dallas Total	60.00
American Red Cross, DC Total	725 00
Americana Community Center Total	1,000 00
Anchor Center for Blind Children Total	100.00
Anchorage Public School Total	1,000 00
Animal Refuge Center-KY Total	240.00
Archdiocese of Louisville Total	2,500.00
Ark House Total	400 00
Arlington Food Assistance Center Total	500 00
Arthritis Foundation, Irvine Total	100 00
Asia Institute Total	2,000 00
ASPCA Total	315 00
Association of the United States Army, Plano Total	300 00
AT&T Pioneers Total	1,000 00
Autism Spectrum Disorder Foundation Total	25.00
Avon Products Foundation Total	2,445.00
Bark Ark, Inc Total	100.00
Bellermine Total	5,000.00
Bellewood Presbyterian Home for Children Total	75 00
Bernheim Arboretum & Research Forest Total	120 00
Best Friends Animal Sanctuary Total	50 00
Big Brothers/ Big Sisters of Bluegrass Total	100.00
Big Brothers/ Big Sisters of Kentuckiana Total	9,675 00

Yum! Brands Foundation
Tax Year 2012
Part XV 9a
Unrestricted Contributions to 501(c)(3) Organizations

Big Cat Rescue Total	300.00
Boy Scouts of Orange County Total	175.00
Boys & Girls Club of Kentuckiana Total	125 00
Boys & Girls Club of Santa Ana, Inc Total	7,500.00
Boys and Girls Clubs of America Total	50,000 00
Boys' Club of New York Total	60,000.00
Brain Injury Association of Colorado Total	25.00
Bridgehaven Mental Health Services Total	5,000.00
Brightside Total	10,000 00
Brooklawn, Inc. Total	5,100.00
Cabbage Patch Settlement House Total	7,525.00
CAFAmerica Total	2,500.00
Camp John Marc Total	1,500.00
Capital Area Food Bank Total	500.00
Catalina Island Conservancy Total	2,500 00
Catholic Education Foundation Total	2,000 00
Catholic Relief Services Total	3,250.00
Catholic Services Appeal, Louisville Total	60 00
Cedar Lake Foundation Total	878 00
Center for Women and Families Total	4,000 00
Centre College of Kentucky Total	10,000.00
Cerebral Palsy KIDS Center Total	200 00
Challenged Athletes, Inc Total	100.00
Chance School Total	5,000 00
Chesapeake Bay Foundation Total	50 00
Child Fund International Total	500 00
Childfund International Total	809 00
Childrens Bureau of Southern California Total	50 00
Children's Cancer Fund of Dallas, Inc Total	230 00
Children's Hospital Corporation (Boston) Total	100.00
Children's Hospital Foundation Total	7,920.00
Children's Miracle Network Total	150.00
Christian Academy of Louisville Total	2,500.00
Christ's Haven for Children Total	100.00
Circle Ten Council, Boy Scouts of America Total	90 00
Circuit Clerks Trust for Life Total	1,000.00
Citizens United for Research in Epilepsy Total	1,750 00
City House Total	850 00
Coalition for the Homeless Total	6,500.00
Colon Cancer Prevention Project Total	25 00
Commonwealth Fund for KET Total	150.00
Community Action Team - California Total	100.00
Community Foundation of Louisville Total	5,625.00
Compassion International, Inc Total	200.00
Congressional Hunger Center Total	7,500 00
Crohns & Colitis Foundation of America Total	25 00
Cross Catholic Outreach Total	1,000.00
Cystic Fibrosis Foundation - Forth Worth Total	3,650 00
Cystic Fibrosis Foundation, Bethesda Total	1,025 00
Dana Point Outrigger Canoe Club Total	25 00
Dana-Farber Cancer Institute Total	1,700.00
Daniel's Music Foundation Total	600.00
Dare to Care Food Bank Total	259,734.38
Darrell Griffith Foundation Total	2,000.00
Day Spring Foundation Total	250.00
Denver Dumb Friends League Total	60 00
Disabled American Veterans, KY Total	25.00

Yum! Brands Foundation**Tax Year 2012****Part XV 9a****Unrestricted Contributions to 501(c)(3) Organizations**

Doctors Without Borders Total	245 00
Down Syndrome of Louisville Total	375 00
Dreams with Wings, Inc. Total	5,000 00
Dress for Success Total	2,000 00
Ducks Unlimited, Inc Total	250.00
Ecoworks International Total	1,000 00
EDGE Outreach Total	3,325 00
ElderServe, Inc Total	1,100 00
ENA Incorporated-Necco Center Total	4,600.00
Energy Conservation Associates Inc. Total	1,000.00
Exploited Children's Help Organization (ECHO) Total	1,000.00
F.O C.U.S Basketball Academy Total	2,000.00
Falls of the Ohio Foundation Total	100.00
Families Thru International Adoption Total	25.00
Family & Children's Place Total	20,000 00
Family Scholar House Total	5,500 00
FEAT of Louisville, Inc. Total	3,075.00
Feed the Children, Oklahoma Total	2,555 00
First Dallas Media Inc Total	920 00
Food Finders Food Bank, Inc Total	250 00
Food for the Poor, Inc Total	5,893.70
Foundation Fighting Blindness-Vision Walk Total	1,000.00
Frankie's Friends Total	160.00
Frazier Historical Arms Museum Total	1,000 00
Friends of The Animal Shelter Foundation Total	2,500 00
Friends of the Irvington Library Total	1,000.00
Fund for the Arts Total	609,487.38
Gilda's Club of Louisville Total	11,621 75
Girl Scout Council of Orange County Total	25.00
Girl Scouts of Historic GA Total	100 00
Girls on the Run International Total	50 00
Girls on the Run, Louisville Total	3,250 00
Global FoodBanking Network Total	7,500 00
Good Fellows Club Total	1,000 00
Goodwill Industries of Southern California Total	1,000 00
Governor's Scholars Program Total	500 00
Greater LA Af-Am Chmbr of Commerced Fund Total	700 00
Greater Louisville Foundation Total	45,000 00
Greater Louisville Rowing Foundation Total	500 00
Green Hill Therapy, Inc Total	1,000.00
Habitat for Humanity - Georgia Total	110 00
Habitat for Humanity, Louisville Total	12,125.00
Hand in Hand Ministries, Inc. Total	1,850 00
Harrods Creek Land Trust, Inc. Total	1,000.00
Hernando-Pasco Hospice Inc Total	100 00
Highland Hills Middle School Total	250 00
Historic Hudson Valley Total	3,000 00
Hoag Hospital Foundation Total	2,000 00
Home of the Innocents Total	17,775 00
Hope Scarves Total	1,000.00
Hopeful Hearts Foundation, Inc Total	100.00
Horses Offering Opportunities for the Future, Inc Total	2,500 00
Hosparus Foundation of Louisville Total	5,300 00
Hospice of the Valley Total	1,000 00
Humane Society of North Texas Total	150 00
Humane Society of the United States Total	350 00
Hunter's Hope Foundation Total	100 00

Yum! Brands Foundation**Tax Year 2012****Part XV 3a****Unrestricted Contributions to 501(c)(3) Organizations**

Huntington's Disease Society of America Total	200 00
ICI Total	2,500.00
Illumination Foundation Total	100.00
Intelligent Change Initiative, Inc Total	12,500 00
JDRF, Irvine Total	1,185.00
JDRF, Louisville Total	51,000 00
JDRF, NH Total	500 00
Jefferson County Public Education Foundation, Inc Total	25,000 00
Jenesse Center, Inc Total	700 00
Jewish Family and Career Services, Louisville Total	1,050 00
Junior Achievement of Kentuckiana, Inc Total	5,205 50
Junior League of Louisville Total	7,500 00
Juvenile Diabetes Research - NC Total	50.00
Juvenile Diabetes Research Foundation Total	50.00
Juvenile Diabetes Research Foundation Dallas Total	200 00
Juvenile Diabetes Research Foundation- KY Total	54,688.00
Juvenile Diabetes Association of KY Total	1,000,000.00
KentuckianaWorks Foundation Total	35,000 00
Kentucky CASA Association Total	7,500 00
Kentucky Center for African American Heritage Total	15,600.00
Kentucky Center for the Arts Total	150 00
Kentucky Fried Chicken Foundation Total	21,000 00
Kentucky Humane Society - Louisville Total	4,480 00
Kentucky Humane Society Animal Rescue League Total	4,058 00
Kentucky Institute for Aerospace Education Total	2,000 00
Kentucky Junior Golf Foundation, Inc. Total	1,600.00
Kentucky Museum of Art & Craft Total	2,500.00
Kentucky Public Radio Total	570 00
Kentucky Shakespeare Festival Total	5,500 00
Kentucky Sheriffs Boys & Girls Ranch Total	25 00
KentuckyShow! Total	2,500 00
Kevin Turner Foundation Total	100.00
Kidney Health Alliance of Kentucky Inc Total	750 00
KY Dance Council Total	100 00
KY Pro Football Hall of Fame Total	5,000.00
Lake Joe Pool 10K & Pumpkin Fest Total	100.00
Lanakila Meals on Wheels Total	5,000.00
Leadership Kentucky Total	5,000.00
Leadership Louisville Foundation, Inc Total	25,500 00
League of United Latin American Citizens Total	60,000 00
Legacy Charities Inc Total	500 00
Legal Aid Society Total	1,000 00
Les Turner ALS Foundation Total	2,500.00
Leukemia & Lymphoma Society - White Plains Total	250 00
Leukemia & Lymphoma Society KY & So Indiana Chapter Total	1,346.00
Leukemia & Lymphoma Society, Dallas Total	100 00
Leukemia & Lymphoma Society, Pitt. MA Total	25.00
Leukemia & Lymphoma Society, VA Total	300.00
Lexington Humane Society Total	253 85
Lincoln Heritage Council, B S A Total	9,900 00
Lou Tate Foundation Total	35 00
Louisville Aids walk Total	775 00
Louisville Ballet Total	10,000.00
Louisville Central Community Center Total	6,500 00
Louisville Collegiate School Total	2,500 00
Louisville Film Society Total	2,500 00
Louisville Free Public Library Foundation Total	550 00

Yum! Brands Foundation
Tax Year 2012
Part XV 3a
Unrestricted Contributions to 501(c)(3) Organizations

Louisville Metro Police Foundation Total	2,500.00
Louisville Science Center Total	11,600 00
Louisville Seahawks, Inc Total	10,000.00
Louisville Sports Commission Total	5,000 00
Louisville Third Century Inc. Total	5,000.00
Louisville Urban League Total	9,850 00
Louisville Visual Art Association Total	1,400 00
Louisville Youth & Children's Choir Total	5,000 00
Louisville Zoo Total	2,500 00
LUNgevity Foundation Total	110 00
Lymphoma Research Foundation Total	100.00
MADD Total	25 00
Make A Wish of Greater Ohio Kentucky and Indiana Inc Total	50 00
Make-A-Wish Foundation, DC Total	100.00
Mane Gait Total	375.00
March of Dimes Foundation, Dallas Total	25 00
March of Dimes, (New York) Total	25 00
March of Dimes, Columbus, GA Total	25.00
March of Dimes, Louisville Total	2,525 00
Maryhurst, Inc. Total	12,275 00
Matrix Ministries Total	100 00
Meraquas of Irvine Total	25.00
Methodist Home of Kentucky for Children & Youths Total	1,000.00
Metro United Way, Louisville Total	955,681 72
Midtown Education Foundation Total	1,150.00
Milwaukee Animal Rescue Center Inc Total	26.00
Movember Total	25 00
Muhammad Ali Center Total	52,600 00
Multicultural Foodservice & Hospitality Alliance Total	45,000 00
Multiple Sclerosis Society-KY/SE Indiana Total	2,000 00
Muscular Dystrophy Association, Evansville Total	25 00
Muscular Dystrophy Association, Louisville Total	25 00
Nashoba Learning Center Total	1,000 00
National AIDS Fund Total	100.00
National College Resources Foundation Total	10,000 00
National Down Syndrome Society Total	25 00
National Gardening Association Total	56,794.24
National Kidney Foundation - TX Total	100.00
National Kidney Foundation, CA Total	25.00
National Kidney Foundation, KY Total	30 00
National Minority Supplier Dev. Council Total	17,250.00
National MS Society - KY/SE IN Total	1,230.00
National MS Society - Lone Star Chapter Total	635.00
National MS Society - MO Total	25.00
National MS Society-Independence OH Total	200.00
National Multiple Sclerosis Society, Denv Total	150.00
National Multiple Sclerosis Society, TX Total	760.00
National Parkinson Foundation Orange County Total	300 00
National Society of Hispanic MBAs Total	15,000.00
National Wildlife Federation Total	50.00
Nativity Academy at St Boniface Total	5,000 00
Nature Conservancy Total	50 00
NAWBO Louisville Foundation, Inc. Total	5,000.00
Nazareth Home Total	1,000.00
Neighborhood House, Inc. Total	11,850 00
NephCure Foundation Total	100.00
New Beginnings for Animals Total	11,050.00

Yum! Brands Foundation**Tax Year 2012****Part XV 3a****Unrestricted Contributions to 501(c)(3) Organizations**

No Kill Louisville Total	225 00
North Texas Food Bank Total	450 00
Norton Healthcare Foundation Total	12,525 00
NTAF Total	1,575 00
NYU Langone Medical Center Total	10,000 00
Oklahoma State University Foundation Total	100.00
One Acre Fund Total	10,000.00
Operation Kindness Total	200.00
Operation Open Arms Inc. Total	7,000 00
Options for Individuals, Inc. Total	3,000 00
Orange Catholic Foundation Total	1,000 00
Orange Elderly Services Inc Total	2,500 00
Orange Public Library Foundation Total	1,000 00
Our Friends Place Total	100 00
Ovarian Cancer Awareness of Kentucky Total	25 00
Ovarian Cycle Inc Total	500 00
Pajama Program Total	500.00
Pancreatic Cancer Action Network Total	50.00
Pan-Massachusetts Challenge Total	250 00
Parkinson Foundation of WPA Total	25 00
Parkinson Support Center Total	2,500 00
PCC Community Wellness Center Total	50 00
Pediatric Cancer Research Foundation Total	25.00
PetSmart Charities Total	25 00
Pitt Academy Total	1,000.00
PKD Foundation Total	2,050.00
Progeria Research Foundation Total	250 00
Quad City Music Guild Total	200 00
Rand Corporation Total	4,200 00
Raptor Rehabilitation of Kentucky Total	250.00
Rett Syndrome Research Trust Total	50.00
Rockin' Appalachian Mom Project Total	2,500 00
Ronald McDonald House Charities of Southern California Total	25.00
Roswell Park Alliance Total	250 00
Rotary Foundation of Coto De Caza Trabuco Canyon Total	25.00
Rush University Medical Center Total	10,000 00
Sacred Heart Model School Total	2,500 00
Sacred Heart Schools Inc. Total	15,700.00
Salvation Army Total	5,000.00
Salvation Army, IN Total	250.00
Salvation Army, Louisville Total	50,000.00
Salvation Army, Louisville 2 Total	1,450 00
Samaritan's Purse Total	250 00
Santa Barbara Museum of Art Total	10,000 00
Save that Dog Sanctuary Total	10,820 00
Save The Children Total	200.00
Save the Manatee Club Inc. Total	25 00
Seed Capital KY Total	1,000 00
Seven Counties Services, Inc. Total	25 00
Shamrock Foundation, Inc. Total	550 00
Share Our Strength, Inc. Total	10,000.00
Sheriff's Meadow Foundation Total	10,000.00
Shively Area Ministries Total	9,500 00
Smile Train Total	250 00
So Others Might Eat Total	500 00
Society of St Vincent de Paul Total	4,693.00
SODA Total	2,500 00

Yum! Brands Foundation**Tax Year 2012****Part XV-3a****Unrestricted Contributions to 501(c)(3) Organizations**

South Coast Repertory Total	75 00
South Louisville Area Ministries Total	250 00
South Oldham High School Booster Club Total	550 00
SPCA of Texas Total	150.00
Special Camps for Special Kids Total	500 00
Special Olympics - Frankfort Total	25.00
Special Olympics Frankfort Total	100.00
Special Olympics, VA Total	250.00
Speed Art Museum Total	9,500 00
Spelman College Total	30,000 00
Spina Bifida Association of Kentucky Total	2,500.00
St. Anthony Community Outreach Center Inc. Total	3,500 00
St. Baldrick's Foundation Total	2,775 00
St. Charles Preparatory School Total	5,000 00
St. Francis High School Total	5,000 00
St. John Center Inc, for Homeless Men Total	250 00
St. Joseph Children's Home Total	2,500 00
St. Jude Children's Research Total	625 00
St. Jude Children's Research Hospital Total	4,000 00
St. Matthews Rotary Charitable Foundation Inc Total	500.00
St. Xavier High School Total	7,500.00
Stage One Total	2,500 00
Stanford University Total	7,500 00
STOP Coalition Total	2,500.00
Summit Academy Total	500 00
Sunrise Childrens Services Total	500 00
Susan G. Komen - 3 Day for the Cure Total	10,808 00
Susan G. Komen Breast Cancer Fndt., Lou. Total	5,000.00
Susan G. Komen Breast Cancer Foundation Total	60 00
Susan G. Komen Breast Cancer Foundation - Sacramento Valley Total	25 00
Susan G. Komen- Dallas TX Total	60 00
Susan G. Komen NYC Total	50.00
Taco Bell Foundation Total	141,284.55
Tarrant Area Food Bank Total	200.00
Taste of the South Total	1,000 00
Teen Challenge of Kentucky Inc Total	80.00
Tennant Foundation Total	10,000 00
The Advertising Council Total	50,000 00
The ALS Association Ky Chapter Total	50.00
The Breast Cancer Society Total	75 00
The Carnegie Center for Literacy Total	1,500 00
The Carpenter's Corner Total	2,500 00
The Childhood League, Inc. Total	5,000.00
The Gunnery Total	20,000.00
The Healing Place Inc Total	3,900.00
The Hope Center Total	1,500 00
The Lelt Foundation Total	500.00
The Leukemia & Lymphoma Society - Pittsfield Total	25 00
The Leukemia & Lymphoma Society, LA Total	500 00
The Leukemia and Lymphoma Society, Orange, CA Total	1,000.00
The Lord's Kitchen Total	50.00
The Luci Center Total	1,000.00
The Mary Kay Foundation Total	25.00
The Olmsted Parks Conservancy Total	50.00
The Pet Society Total	100 00
The Seed Basket, Inc. Total	50 00
The United Leukodystrophy Foundation Total	1,300 00

Yum! Brands Foundation**Tax Year 2012****Part XV-3a****Unrestricted Contributions to 501(c)(3) Organizations**

Thurgood Marshall College Fund Total	10,000 00
Tri State Shiba Total	300 00
Trinity Kids, Inc. Total	325 00
Turning Point for Women and Families Total	2,000.00
Unikids, Inc Total	25.00
Union Gospel Mission of Tarrant County Total	100.00
Unite for Sight Total	250 00
United Leukodystrophy Foundation Total	1,000 00
United to End Genocide Total	25.00
United Warrior Survivor Foundation Total	100.00
United Way of Northern New Jersey Total	2,500.00
University of California - Los Angeles Foundation Total	3,000.00
University of California - San Francisco Foundation Total	100 00
University of Louisville Foundation Total	10,000.00
Up With People International Alumni Association Total	500 00
USO World Headquarters Total	100 00
Visually Impaired Preschool Services Total	2,500 00
Visually Impaired Preschoolers Services Total	500.00
Volunteers of America, KY Total	8,425.00
VOX Total	25.00
Walden Theater Total	5,000.00
Waterfront Development Corp Total	17,500 00
WaterStep Total	375 00
Wellspring Total	3,500 00
Wesley House Community Services Total	50 00
Wesley Manor Retirement Community Total	1,000 00
West End School Total	2,000 00
West Point Board of Education Total	2,500 00
WFP USA Total	3,069,852.01
WHAS Crusade for Children Total	1,900.00
White House Fellows Foundation Total	500 00
Wipe out Kids Cancer Total	800 00
WLKY-TV Spirit of Louisville Foundation Total	775 00
Women For Women Inc. Total	12,600.00
Women's Foodservice Forum Total	45,000 00
Woodland Wildlife, Inc Total	860 00
World Affairs Council of KY Southern IN Total	500 00
World Bicycle Relief Total	209.00
World Vision Total	4,591.00
World Wildlife Fund Total	200.00
Wounded Warrior Project Total	1,075.00
Woven Journeys Total	5,000 00
YMCA - Spirit Program Total	50 00
YMCA of Greater Louisville Total	100.00
YMCA of Greater Louisville - Safe Place Total	350.00
YMCA of Greater Louisville, NE Total	1,000 00
Youth of Honor Organization Total	2,000.00
Total	<u><u>7,822,395 08</u></u>

Yum! Brands Foundation**Tax Year 2012****Part XV 3a****Unrestricted Contributions to Non 501(c)(3) Organizations made on behalf of the World Food Program**

Organization	Amount
Mediaedge- payment made on behalf of World Food Program	399,999.80
OfficeMax - payment made on behalf of World Food Program	<u>13,491.38</u>
 Organization Total	 <u><u>413,491.18</u></u>

Part XV 3a**Unrestricted Contributions to Individuals for Disaster Relief**

Individual	Amount
Angelique Block	1,000.00
Alexis Hawkins	1,000.00
Sabrina Dabney	1,000.00
Karen M. Edwards	1,000.00
Kinara Gina Harness	1,000.00
Ninas A. Jenkins	1,000.00
Diatania S. Perrlioux	1,000.00
Tamecka Robinson	1,000.00
Simien James	1,000.00
Dewaynika Smith	1,000.00
Grant Williams	1,000.00
Tiaquella M. Mathews	1,000.00
Sharron M. Milton	1,000.00
Renee Campbell	1,000.00
Jerrionne Wilson	1,000.00
Nikisha S. Allen	1,000.00
Chantrel K. Davis	<u>1,000.00</u>
 Individual Total	 <u><u>17,000.00</u></u>

Yum! Brands Foundation**Tax Year 2012****Part XV 3b****Unrestricted Contributions to 501(c)(3) Organizations**

Organization	Amount
American Diabetes Association, VA Total	100.00
American Heart Association - Irvine Total	100.00
American Red Cross Total	1,300.00
American Society for the Prevention of Cruelty to Animals Total	75.00
Boys & Girls Club of the Harbor Area Total	1,525.00
Council on Foundations Total	6,570.00
Cystic Fibrosis Foundation Total	250.00
Entertainment Industry Foundation Total	100.00
Governor's Scholars Program Total	200.00
Kentucky CASA Association Total	5,000.00
Kentucky Humane Society Animal Rescue League Total	500.00
Leukemia & Lymphoma Society - White Plains Total	100.00
Leukemia & Lymphoma Society KY & So. Indiana Chapter Total	2,900.00
Library Foundation Total	500.00
Lifehouse, Inc. Total	400.00
Louisville Third Century Inc. Total	5,000.00
National Parkinson Foundation Orange County Total	150.00
National Urban League Young Professionals Total	17,500.00
Progeria Research Foundation Total	1,000.00
Salvation Army, Louisville (Brook St) Total	1,000.00
Samaritan's Purse Total	175.00
Sister Cities of Louisville, Inc. Total	1,500.00
Step Up Women's Network Total	1,000.00
Taco Bell Foundation Total	10,877.40
Trinity Kids, Inc. Total	177.00
Tri-State Minority Supplier Development Council, Inc. Total	500.00
Total	<u>58,499.40</u>

Part XV 3b**Unrestricted Contributions to Individuals for Disaster Relief**

Individual	Amount
DeQuan Brown	1,000.00
Gary Wheaton	1,000.00
Marissa Bill	1,000.00
Latanya M. Leno	1,000.00
Marlon J. Perrlioux	1,000.00
Michele Diane Procell	1,000.00
Individual Total	<u>6,000.00</u>