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Form **990-PF****Return of Private Foundation**

or Section 4947(a)(1) Trust Treated as Private Foundation

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▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

, 2013, and ending

, 20

Name of foundation LONE PINE FOUNDATION, INC.		A Employer identification number 06-1637040
Number and street (or P O box number if mail is not delivered to street address) TWO GREENWICH PLAZA, SECOND FLOOR		B Telephone number (see instructions) (203) 618-7821
City or town, state or province, country, and ZIP or foreign postal code GREENWICH, CT 06830		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	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) ▶ \$ 40,469,764.		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, column (d) must be on cash basis)		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	5,691,744.			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	34,295.	34,295.		ATCH 1
	4 Dividends and interest from securities	250,554.	250,554.		ATCH 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	3,600,750.			
	b Gross sales price for all assets on line 6a	3,600,750.			
	7 Capital gain net income (from Part IV, line 2)		3,600,750.		
	8 Net short-term capital gain				
	9 Income modifications			70.	
	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) ATCH 3	31,807.	31,807.			
12 Total Add lines 1 through 11	9,609,150.	3,917,406.	70.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest ATCH 4	332,556.	332,556.		
	18 Taxes (attach schedule) (see instructions) ATCH 5	72,517.	10,267.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 6	276,704.	197,687.		79,017.
	24 Total operating and administrative expenses. Add lines 13 through 23	681,777.	540,510.		79,017.
	25 Contributions, gifts, grants paid	5,555,113.			5,555,113.
26 Total expenses and disbursements Add lines 24 and 25	6,236,890.	540,510.		5,634,130.	
27 Subtract line 26 from line 12	3,372,260.				
a Excess of revenue over expenses and disbursements		3,376,896.			
b Net investment income (if negative, enter -0-)			70.		
c Adjusted net income (if negative, enter -0-)					

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		6,798,389.	9,312,461.	9,312,461.
	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) ATCH 7		27,435,362.	31,157,303.	31,157,303.	
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)		34,233,751.	40,469,764.	40,469,764.	
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)		0	0	
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, . . . ▶ <input checked="" type="checkbox"/>					
	check here and complete lines 27 through 31.					
	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		34,233,751.	40,469,764.	
30	Total net assets or fund balances (see instructions)		34,233,751.	40,469,764.		
31	Total liabilities and net assets/fund balances (see instructions)		34,233,751.	40,469,764.		

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	34,233,751.
2	Enter amount from Part I, line 27a	2	3,372,260.
3	Other increases not included in line 2 (itemize) ▶ ATCH 8	3	2,929,071.
4	Add lines 1, 2, and 3	4	40,535,082.
5	Decreases not included in line 2 (itemize) ▶ ATCH 9	5	65,318.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	40,469,764.

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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 SEE PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(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					
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	3,600,750.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8			3	0	

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))
2012	5,309,538.	30,150,455.	0.176101
2011	5,448,009.	27,343,084.	0.199246
2010	4,670,593.	22,352,942.	0.208948
2009	4,621,371.	18,822,575.	0.245523
2008	4,793,385.	20,089,162.	0.238606
2 Total of line 1, column (d)			1.068424
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			0.213685
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			35,182,734.
5 Multiply line 4 by line 3			7,518,023.
6 Enter 1% of net investment income (1% of Part I, line 27b)			33,769.
7 Add lines 5 and 6			7,551,792.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions			5,634,130.

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

1 a 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)		1	67,538.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b.			
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	67,538.
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	67,538.
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013.	6a	67,067.	
b Exempt foreign organizations - tax withheld at source.	6b		
c Tax paid with application for extension of time to file (Form 8868).	6c	21,000.	
d Backup withholding erroneously withheld.	6d		
7 Total credits and payments. Add lines 6a through 6d.	7	88,067.	
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	20,529.	
11 Enter the amount of line 10 to be Credited to 2014 estimated tax. 20,529. Refunded.	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)? 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 type="checkbox"/> \$ 0 (2) On foundation managers <input 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 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?	N/A	
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 type="checkbox"/> CT,		
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 2013 or the taxable year beginning in 2013 (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

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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 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 <input type="checkbox"/> N/A				
14	The books are in care of <input type="checkbox"/> KERRY A. TYLER Telephone no <input type="checkbox"/> 203-618-7821			
Located at <input type="checkbox"/> TWO GREENWICH PLAZA GREENWICH, CT ZIP+4 <input type="checkbox"/> 06830				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/>	15		
and enter the amount of tax-exempt interest received or accrued during the year <input type="checkbox"/>				
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country <input type="checkbox"/>	16	Yes	No
				X

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 checked="" type="checkbox"/> Yes <input 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)? <input type="checkbox"/>	1b	X
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 2013? <input type="checkbox"/>	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 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
If "Yes," list the years <input type="checkbox"/>			
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.) <input type="checkbox"/>	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <input type="checkbox"/>		
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 2013 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 2013.) <input type="checkbox"/>	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/>	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 2013? <input type="checkbox"/>	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 ☒ Nob 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)? ☐ Yes ☒ NoOrganizations 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 ☒ Nob Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ Nob If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**

1 List all officers, directors, trustees, foundation managers and their compensation (see 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
ATCH 10		0	0	0

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		0
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 N/A	
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 <u>NONE</u>	
2	
All other program-related investments See instructions	
3 <u>NONE</u>	
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	
b	Average of monthly cash balances	1b	5,449,185.
c	Fair market value of all other assets (see instructions)	1c	30,269,327.
d	Total (add lines 1a, b, and c)	1d	35,718,512.
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	35,718,512.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	535,778.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	35,182,734.
6	Minimum investment return. Enter 5% of line 5	6	1,759,137.

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	1,759,137.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	67,538.
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	67,538.
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	1,691,599.
4	Recoveries of amounts treated as qualifying distributions	4	70.
5	Add lines 3 and 4	5	1,691,669.
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	1,691,669.

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	5,634,130.
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	5,634,130.
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	5,634,130.

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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				1,691,669.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only				
b Total for prior years 20 <u>11</u> , 20 <u>10</u> , 20 <u>09</u>				
3 Excess distributions carryover, if any, to 2013				
a From 2008	4,808,348.			
b From 2009	4,621,854.			
c From 2010	4,670,593.			
d From 2011	4,118,689.			
e From 2012	3,872,873.			
f Total of lines 3a through e	22,092,357.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ <u>5,634,130.</u>				
a Applied to 2012, 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 2013 distributable amount				1,691,669.
e Remaining amount distributed out of corpus	3,942,461.			
5 Excess distributions carryover applied to 2013 (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	26,034,818.			
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 2012 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				
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 2008 not applied on line 5 or line 7 (see instructions)	4,808,348.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	21,226,470.			
10 Analysis of line 9				
a Excess from 2009	4,621,854.			
b Excess from 2010	4,670,593.			
c Excess from 2011	4,118,689.			
d Excess from 2012	3,872,873.			
e Excess from 2013	3,942,461.			

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

NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling

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

4942(1)(3) or

4942(1)(5)

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 (i)(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))

STEPHEN F. MANDEL, JR.; KERRY TYLER

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.

NONE

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 address of the person to whom applications should be addressed

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

N/A

c Any submission deadlines.

N/A

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

N/A

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 ATCH 11				
Total			▶ 3a	5,555,113.
b Approved for future payment				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated

(See worksheet in line 13 instructions to verify calculations)

Line No.	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions)
▼	

N/A

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

OMB No 1545-0047

2013▶ **Attach to Form 990, Form 990-EZ, or Form 990-PF.**▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990

Name of the organization

LONE PINE FOUNDATION, INC.

Employer identification number

06-1637040

Organization type (check one).

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)(3) (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 its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

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

Schedule B (Form 990, 990-EZ, or 990-PF) (2013)

Name of organization **LONE PINE FOUNDATION, INC.**Employer identification number
06-1637040**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	STEPHEN F. MANDEL, JR. LONE PINE CAPITAL, TWO GREENWICH PLAZA GREENWICH, CT 06830	\$ 5,000,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
2	LUKE WALSH LONE PINE CAPITAL, TWO GREENWICH PLAZA GREENWICH, CT 06830	\$ 10,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
3	THOMAS KWALWASSER LONE PINE CAPITAL, TWO GREENWICH PLAZA GREENWICH, CT 06830	\$ 7,500.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
4	BRIAN DOHERTY LONE PINE CAPITAL, TWO GREENWICH PLAZA GREENWICH, CT 06830	\$ 200,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
5	LESLIE DAHL LONE PINE CAPITAL, TWO GREENWICH PLAZA GREENWICH, CT 06830	\$ 10,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
6	DAVID CRAVER LONE PINE CAPITAL, TWO GREENWICH PLAZA GREENWICH, CT 06830	\$ 50,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization LONE PINE FOUNDATION, INC.

Employer identification number
06-1637040**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
7	MARCO TABLADA LONE PINE CAPITAL, TWO GREENWICH PLAZA GREENWICH, CT 06830	\$ 30,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
8	PAUL EISENSTEIN LONE PINE CAPITAL, TWO GREENWICH PLAZA GREENWICH, CT 06830	\$ 7,500.	Person <input checked="" type="checkbox"/> Payroll <input checked="" type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
9	DAVID ARCHER LONE PINE CAPITAL, TWO GREENWICH PLAZA GREENWICH, CT 06830	\$ 7,500.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
10	KELLY GRANAT LONE PINE CAPITAL, TWO GREENWICH PLAZA GREENWICH, CT 06830	\$ 10,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
11	SCOTT PHILLIPS LONE PINE CAPITAL, TWO GREENWICH PLAZA GREENWICH, CT 06830	\$ 10,000.	Person <input checked="" type="checkbox"/> Payroll <input checked="" type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
12	JEFF WECHSELBLATT LONE PINE CAPITAL, TWO GREENWICH PLAZA GREENWICH, CT 06830	\$ 22,500.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization **LONE PINE FOUNDATION, INC.**Employer identification number
06-1637040**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
13	MICHAEL SUSSMAN LONE PINE CAPITAL, TWO GREENWICH PLAZA GREENWICH, CT 06830	\$ 75,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
14	ANDREA MALDON LONE PINE CAPITAL, TWO GREENWICH PLAZA GREENWICH, CT 06830	\$ 10,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
15	JEREMY MURPHY LONE PINE CAPITAL, TWO GREENWICH PLAZA GREENWICH, CT 06830	\$ 20,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
16	PATRICK FU LONE PINE CAPITAL, TWO GREENWICH PLAZA GREENWICH, CT 06830	\$ 10,000.	Person <input checked="" type="checkbox"/> Payroll <input checked="" type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
17	KERRY TYLER LONE PINE CAPITAL, TWO GREENWICH PLAZA GREENWICH, CT 06830	\$ 150,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
18	ARTHUR WIT LONE PINE CAPITAL, TWO GREENWICH PLAZA GREENWICH, CT 06830	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input checked="" type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization **LONE PINE FOUNDATION, INC.**Employer identification number
06-1637040**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
19	SCOTT COULTER LONE PINE CAPITAL, TWO GREENWICH PLAZA GREENWICH, CT 06830	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input checked="" type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
20	CHRIS HRYNIW LONE PINE CAPITAL, TWO GREENWICH PLAZA GREENWICH, CT 06830	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
21	ANGELA SPRUTSKO LONE PINE CAPITAL, TWO GREENWICH PLAZA GREENWICH, CT 06830	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
22	LONE PINE CAPITAL LLC LONE PINE CAPITAL, TWO GREENWICH PLAZA GREENWICH, CT 06830	\$ 24,130.	Person <input type="checkbox"/> Payroll <input checked="" type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization LONE PINE FOUNDATION, INC.

Employer identification number

06-1637040

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----

Name of organization LONE PINE FOUNDATION, INC.

Employer identification number

06-1637040

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry

For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ► \$ _____

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
---	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----	----- ----- -----	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
---	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----	----- ----- -----	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
---	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----	----- ----- -----	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
---	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----	----- ----- -----	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
339,074.		TOTAL SHORT TERM PARTNERSHIP GAIN PROPERTY TYPE: OTHER				P	VAR 339,074.	VAR
3,329,412.		TOTAL LONG TERM PARTNERSHIP GAIN PROPERTY TYPE: OTHER				P	VAR 3,329,412.	VAR
-67,736.		NET SECTION 1256 LOSS PROPERTY TYPE: OTHER				P	VAR -67,736.	VAR
TOTAL GAIN(LOSS)							<u>3,600,750.</u>	

ATTACHMENT 1

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

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INTEREST INCOME	18,463.	18,463.
PARTNERSHIP INTEREST INCOME		
- LONE SPRUCE LP	2,608.	2,608.
- LONE SIERRA LP	4.	4.
- LONE PICEA LP	9,074.	9,074.
- LONE REDWOOD LP	4,141.	4,141.
- LONE CASCADE LP	5.	5.
TOTAL	<u>34,295.</u>	<u>34,295.</u>

ATTACHMENT 2FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
DIVIDEND INCOME	175.	175.
PARTNERSHIP DIVIDEND INCOME		
- LONE SPRUCE LP	28,317.	28,317.
- LONE SIERRA LP	27,611.	27,611.
- LONE PICEA LP	106,661.	106,661.
- LONE REDWOOD LP	45,827.	45,827.
- LONE CASCADE LP	41,963.	41,963.
TOTAL	<u>250,554.</u>	<u>250,554.</u>

ATTACHMENT 3FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
K-1 - NET RENTAL INCOME		
- LONE SPRUCE LP	23.	23.
- LONE REDWOOD LP	37.	37.
K-1 - IRC SECTION 988 INCOME/(LOSS)		
- LONE SPRUCE LP	10,807.	10,807.
- LONE SIERRA LP	37.	37.
- LONE PICEA LP	-1,656.	-1,656.
- LONE REDWOOD LP	19,426.	19,426.
- LONE CASCADE LP	58.	58.
K-1 - ORDINARY BUSINESS INCOME		
- LONE SPRUCE LP	179.	179.
- LONE REDWOOD LP	354.	354.
K-1 - OTHER PORTFOLIO INCOME		
- LONE REDWOOD LP	371.	371.
- LONE SPRUCE LP	208.	208.
K-1 - OTHER MISCELLANEOUS INCOME		
- LONE CASCADE LP	1,238.	1,238.
- LONE SIERRA LP	725.	725.
TOTALS	<u>31,807.</u>	<u>31,807.</u>

ATTACHMENT 4

FORM 990PF, PART I - INTEREST EXPENSE

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
PARTNERSHIP INVESTMENT INT.		
- LONE PICEA LP	196,682.	196,682.
- LONE SPRUCE LP	51,145.	51,145.
- LONE REDWOOD LP	84,729.	84,729.
TOTALS	<u>332,556.</u>	<u>332,556.</u>

ATTACHMENT 5

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
PARTNERSHIP - FOREIGN TAXES		
- LONE SIERRA LP	933.	933.
- LONE SPRUCE LP	1,174.	1,174.
- LONE PICEA LP	4,870.	4,870.
- LONE REDWOOD LP	1,930.	1,930.
- LONE CASCADE LP	1,360.	1,360.
EXCISE TAXES	62,000.	
NEW YORK TAXES PAID	250.	
TOTALS	<u>72,517.</u>	<u>10,267.</u>

ATTACHMENT 6FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
K-1 - OTHER TRADE OR BUS. EXP.			
- LONE SPRUCE LP	31,287.	31,287.	
- LONE PICEA LP	106,873.	106,873.	
- LONE REDWOOD LP	47,596.	47,596.	
K-1 - PORTFOLIO DEDUCTIONS 2%			
- LONE SIERRA LP	3,013.	3,013.	
- LONE SPRUCE LP	970.	970.	
- LONE PICEA LP	2,154.	2,154.	
- LONE REDWOOD LP	2,735.	2,735.	
- LONE CASCADE LP	3,059.	3,059.	
GRANT EXPENSES	78,931.		78,931.
DUES & SUBSCRIPTIONS	86.		86.
TOTALS	<u>276,704.</u>	<u>197,687.</u>	<u>79,017.</u>

FORM 990PF, PART II - OTHER INVESTMENTSATTACHMENT 7

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
PARTNERSHIP - LONE SPRUCE LP	3,034,553.	3,034,553.
PARTNERSHIP - LONE SIERRA LP	3,830,930.	3,830,930.
PARTNERSHIP - LONE PICEA LP	12,670,948.	12,670,948.
PARTNERSHIP - LONE REDWOOD LP	5,397,941.	5,397,941.
PARTNERSHIP - LONE CASCADE LP	6,222,931.	6,222,931.
TOTALS	<u>31,157,303.</u>	<u>31,157,303.</u>

ATTACHMENT 8FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
UNREALIZED GAIN ON INVESTMENTS-	
LONE PICEA LP	1,252,150.
LONE SPRUCE LP	165,472.
LONE REDWOOD LP	527,834.
LONE CASCADE LP	983,545.
RECOVERY OF PRIOR YEAR GRANT	70.
TOTAL	<u>2,929,071.</u>

ATTACHMENT 9

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

<u>DESCRIPTION</u>	<u>AMOUNT</u>
UNREALIZED LOSS ON INVESTMENTS	
LONE SIERRA LP	65,318.
TOTAL	<u>65,318.</u>

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 10

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
STEPHEN F. MANDEL, JR. C/O LONE PINE CAPITAL LLC TWO GREENWICH PLAZA GREENWICH,	DIR/PRES/CHAIRMAN 1.00	0	0	0
KERRY A. TYLER C/O LONE PINE CAPITAL LLC TWO GREENWICH PLAZA GREENWICH,	DIR/VP/TREASURER 1.00	0	0	0
MARCO TABLADA C/O LONE PINE CAPITAL LLC TWO GREENWICH PLAZA GREENWICH, CT 06830	DIRECTOR 1.00	0	0	0
LUCY BALL C/O LONE PINE CAPITAL LLC TWO GREENWICH PLAZA GREENWICH, CT 06830	EXECUTIVE DIRECTOR 1.00	0	0	0
CHRISTEN BERNARD DUR C/O LONE PINE CAPITAL LLC TWO GREENWICH PLAZA GREENWICH, CT 06830	ASSOC DIR/SECRETARY 1.00	0	0	0

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

ATTACHMENT 10 (CONT'D)

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
DAVE CRAVER C/O LONE PINE CAPITAL LLC TWO GREENWICH PLAZA GREENWICH, CT 06830	DIRECTOR 1.00	0	0	0
GRAND TOTALS		0	0	0

Lone Pine Foundation, Inc.:

EIN: 06-1637040

FYE: December 31, 2013

Form 990-PF, Part XV - Grants and Contributions**Paid During the Year**

<u>Name and Address</u>	<u>Foundation Status of Recipient</u>	<u>Purpose of Grant</u>	<u>Amount</u>
A Better Chance of Darien P O Box 3204 Darien, CT 06820	PC	General Operating Support	2,500
A Better Chance of Westport PO Box 2153 Westport, CT 06880	PC	General Operating Support	500
Abraham House P O Box 305 Mott Haven Station Bronx, NY 10454	PC	General Operating Support	5,000
Achievement First 403 James Street New Haven, CT 06513	PC	Achievement First Bridgeport Academies Building Renovation	200,000 75,000
All our Kin 414A Chapel Street, Suite 100 New Haven, CT 06511	PC	General Operating Support Office Equipment, Furniture, Salesforce Database	150,000 20,000
American Montessori Society 116 East 16th Street, 6th Floor New York, NY 10003-2163	PC	Bridgeport Montesson Project	5,000
Boys and Girls Club of Greenwich 4 Horseneck Lane Greenwich, CT 06830	PC	General Operating Support	2,500
Boys Hope Girls Hope 367 Clermont Avenue Brooklyn, NY 11238	PC	New York Program	2,500
Building Educated Leaders for Life 1361 Amsterdam Avenue, Suite 320 New York, NY 10027	PC	NYC Program	75,000
Camp AmeriKids 88 Hamilton Avenue Stamford, CT 06902	PC	General Operating Support	2,500
Cardinal Shehan Center 1494 Main Street Bridgeport, CT 06604	PC	General Operating Support	1,000
Carver Foundation of Norwalk 7 Academy Street Norwalk, CT 06850	PC	General Operating Support	3,400
Center for Children's Advocacy 65 Elizabeth Street Hartford, CT 06105	PC	General Operating Support	1,000
Center for Contemporary Printmaking Mathews Park, 299 West Avenue Norwalk, CT 06850	PC	Norwalk After School Program	2,500
Change for Kids 325 West 38th Street #1404 New York, NY 10018	PC	General Operating Support	1,000

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Name and Address	Foundation Status of Recipient	Purpose of Grant	Amount
Charities Aid Foundation 1800 Diagonal Road King Street Station Alexandria, VA 22314-2840	PC	Teach First, UK IT Upgrades for Teach First UK General Operating Support General Operating Support Northfleet Technical College	150,000 70,000 1,795 6,275 1,000
Child First 917 Bridgeport Avenue Shelton, CT 06484	PC	Board Development	30,000
Children's Village, The Echo Hills Dobbs Ferry, NY 10522	PC	Work Appreciation for Youth Program Building Renovation	200,000 131,500
Christ Episcopal Church 2 Emerson Street East Norwalk, CT 06855	PC	General Operating Support	2,000
City Squash PO Box 619 Fordham Station Bronx, NY 10458-0701	PC	General Operating Support	2,500
Classroom Inc. 245 Fifth Avenue, 20th Floor New York, NY 10016	PC	General Operating Support	5,000
Columbia University Law School Center for Public Research and Leadership 435 West 116th Street P O Box B-16 New York, NY 10027	PC	Accountability Project Accountability Project	5,000 10,000
Community Centers 61 East Putnam Avenue Greenwich, CT 06830	PC	Consulting work with The Strategy Group	2,500
Community Plates 165 New Canaan Avenue Norwalk, CT 06850	PC	Consulting work with Gilles Mesrobian	2,500
Computers for Youth 520 Eighth Avenue, Floor 10 New York, NY 10018	PC	NYC Program	5,000
Connecticut Coalition for Achievement Now aka ConnCAN 85 Willow Street New Haven, CT 06511	PC	General Operating Support	5,000
Courage to Speak Foundation 71 East Avenue, Suite M Norwalk, CT 06851	PC	General Operating Support	1,000
Cystic Fibrosis Foundation 6931 Arlington Road, 2nd Floor Bethesda, MD 20814	PC	General Operating Support	1,100
Discovery Museum 4450 Park Avenue Bridgeport, CT 06604	PC	Summer Program Scholarships	1,100
Domus Kids, Inc 83 Lockwood Avenue Stamford, CT 06902	PC	Trailblazers Academy and Lion's Den After School Program Generators, Sump Pump, Bathroom Exhaust Basketball Equipment	200,000 40,000 1,000

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Name and Address	Foundation Status of Recipient	Purpose of Grant	Amount
Dreamyard Project, Inc. 1085 Washington Avenue, Ground Floor Bronx, NY 10456	PC	General Operating Support	2,500
Echoing Green 494 Eighth Avenue, 2nd Floor New York, NY 10001	PC	General Operating Support	2,500
Education Pioneers 1625 Clay Street, Suite 300 Oakland, CA 94612	PC	Connecticut Program	5,000
Educators for Excellence 333 West 39th Street, Suite 703 New York, NY 10018	PC	General Operating Support	150,000
Exalt Youth 175 Remsen Street, Suite 1000 Brooklyn, NY 11201-4320	PC	General Operating Support	1,000
Excel Bridgeport 1057 Broad Street, Suite 302 Bridgeport, CT 06604	PC	General Operating Support	25,000
Fairfield County Community Foundation 383 Main Avenue Norwalk, CT 06851	PC	General Operating Support Consulting work with Gilles Mesrobian	15,000 5,000
Families for Excellent Schools 345 7th Avenue, Suite 501 New York, NY 10001	PC	General Operating Support	5,000
Family and Children's Agency, Inc. 9 Mott Avenue Norwalk, CT 06850-3308	PC	Center for Youth Development and Family Support Programs IT Collaborative and Security, Technology and Building Upgrades	150,000 111,000
Family Centers 40 Arch Street Greenwich, CT 06830	PC	Early Childhood Education Programs IT Collaborative and Exterior Lighting and Building Upgrades Consulting work with Debra Hertz	175,000 99,000 5,000
Foundation Center 79 Fifth Avenue at 16th Street New York, NY 10003-3076	PC	General Operating Support	1,000
FSW, Inc. 475 Clinton Avenue Bridgeport, CT 06605	PC	Infrastructure Enhancement Initiative IT Collaborative and AC Repairs and Card Access System	150,000 86,000
Girls Inc of Westchester County 52 North Broadway White Plains, NY 10603	PC	General Operating Support	2,500
Girl Scouts of Connecticut 340 Washington Street Hartford, CT 06106-3317	PC	Fairfield County Program	5,000
Giving Open Access to Learning 19 East 103 Street New York, NY 10029	PC	General Operating Support	2,500
Good Shepherd Services 305 Seventh Avenue, 9th Floor New York, NY 10001	PC	Transfer High Schools Building Renovation	200,000 131,500

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Name and Address	Foundation Status of Recipient	Purpose of Grant	Amount
GO Project, The 50 Cooper Square, 3rd Floor New York, NY 10003	PC	General Operating Support	5,000
Greenwich Alliance for Education Foundation 48 Maple Avenue Greenwich, CT 06830	PC	General Operating Support	2,500
Greyston Foundation 21 Park Avenue Yonkers, NY 10703-3401	PC	Consulting work with The Rensselaerville Institute	10,000
Harlem Children's Zone 35 East 125 Street New York, NY 10035	PC	Early Childhood Programs	200,000
Horizons Student Enrichment Program at Greens Farms Academy 35 Beachside Avenue P O Box 998 Greens Farms, CT 06838	PC	General Operating Support	125,000
Horizons Student Enrichment Program at New Canaan Country School 545 Ponus Ridge P O Box 997 New Canaan, CT 06840	PC	General Operating Support and Sustainability Plan Deficit Relief	135,000 50,000
I Have a Dream Foundation 330 Seventh Avenue, 20th Floor New York, NY 10001	PC	Professional Development and Staff Training General Operating Support	5,200 5,000
Inner City Scholarship Fund 1011 First Avenue, Suite 1400 New York, NY 10022-4112	PC	Project YESS	5,000
Jumpstart for Young Children 308 Congress Street, 6th Floor Boston, MA 02210-1015	PC	CT and NY Programs	1,000
Junior League of Greenwich 231 East Putnam Avenue Greenwich, CT 06830	PC	General Operating Support	500
Juvenile Diabetes Research Foundation (JDRF) Fairfield County Chapter 200 Connecticut Avenue, Suite 4E Norwalk, CT 06854	PC	General Operating Support	500
Kids Empowered by Your Support P O Box 532 New Canaan, CT 06840	PC	Consulting work with Gilles Mesrobian General Operating Support	5,000 2,500
Kids in Crisis One Salem Street Cos Cob, CT 06807	PC	General Operating Support	2,500
Kips Bay Boys and Girls Club 1930 Randall Avenue Bronx, NY 10473	PC	General Operating Support	2,500
KIPP New York, Inc. 470 Seventh Avenue 10th Floor New York, NY 10018	SO I	KIPP Through College	150,000

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Name and Address	Foundation Status of Recipient	Purpose of Grant	Amount
Learning through an Expanded Arts Program 441 West End Avenue, Suite 2G New York, NY 10024	PC	General Operating Support	1,000
Liberation Programs, Inc. 129 Glover Avenue Norwalk, CT 06850	PC	General Operating Support	2,500
Lincoln Square Neighborhood Center 250 W 65th Street New York, NY 10023	PC	General Operating Support	2,500
Maritime Aquarium at Norwalk 10 North Water Street Norwalk, CT 06854	PC	School and Afterschool Programs	5,000
Mead School 1095 Riverbank Road Stamford, CT 06903	PC	General Operating Support	2,500
Mid-Fairfield Child Guidance Center 100 East Avenue Norwalk, CT 06851-5010	PC	General Operating Support	1,000
Muscular Dystrophy Association 3300 East Sunrise Drive Tucson, AZ 85718	PC	General Operating Support	1,400
National Christian Foundation 11625 Rainwater Drive, Suite 500 Alpharetta, GA 30009-8678	PC	Scholarship Program	2,500
Neighbor to Neighbor 248 West Putnam Avenue Greenwich, CT 06830	PC	General Operating Support	1,000
Neighbors Link 27 Columbus Avenue Mount Kisco, NY 10549-2603	PC	Westchester Program	1,000
Neighbors Link Stamford Corp. 75 Selleck Street Stamford, CT 06902-7207	PC	Stamford Program	1,000
Network for Teaching Entrepreneurship Fairchester Chapter 70 West Red Oak Lane White Plains, NY 10604-3602	PC	General Operating Support	2,500
New Leaders for New Schools 30 West 26th Street, 2nd Floor New York, NY 10010	PC	Bridgeport, Connecticut Program	5,000
New York City Outward Bound Center, Inc. 29-46 Northern Boulevard Long Island City, NY 11101	PC	Small Schools Initiative	175,000
		Floor Replacement and Server Upgrades	56,000
Norwalk Community College Foundation, Inc. 188 Richards Avenue Norwalk, CT 06854-1655	PC	General Operating Support	5,000
Pancreatic Cancer Action Network 1500 Rosecrans Avenue, Suite 200 Manhattan Beach, CA 90266	PC	Purple Stride CT	2,500
Partnership for Strong Communities 227 Lawrence Street Hartford, CT 06106	PC	Leadership Development Roundtable	10,000

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Name and Address	Foundation Status of Recipient	Purpose of Grant	Amount
Person to Person	PC	General Operating Support	150,000
St. Luke's Parish		Furniture, Impact and Security Consultants	55,000
1864 Post Road		Consulting work with High Mileage Communications	6,500
Darien, CT 06820			
Picture House Regional Film Center, Inc.	PC	General Operating Support	2,500
175 Wolf's Lane			
Pelham, NY 10803			
Port Chester Carver Center	PC	General Operating Support	75,000
400 Westchester Avenue		Playground Renovation	3,000
Port Chester, NY 10573			
Posse Foundation	PC	NYC Program	175,000
14 Wall Street, Suite 8A-60			
New York, NY 10005			
Prep for Prep	PC	General Operating Support	5,000
328 West 71 Street			
New York, NY 10023			
Project Morry	PC	General Operating Support	500
350 Executive Blvd, Suite 125			
Elmsford, NY 10523-1212			
Public Allies	PC	Bridgeport Program	500
Connecticut Chapter			
2470 Fairfield Avenue			
Bridgeport, CT 06605			
Puppies Behind Bars	PC	General Operating Support	2,500
263 West 38th Street, 4th Floor			
New York, NY 10018			
Queen of All Saints Basilica	PC	General Operating Support	1,000
6280 N Sauganash Avenue			
Chicago, IL 60646			
Raising a Reader	SO I	Family Centers Early Education Programs	1,300
330 Twin Dolphin Drive, Suite 147			
Redwood City, CA 94065			
Reach Out and Read	PC	CT Program	1,000
56 Roland Street, Suite 100D			
Boston, MA 02129-1243			
REACH Prep	PC	Strategic Plan	10,000
One Dock Street, Suite 100			
Stamford, CT 06902			
Regina Dominican High School	PC	General Operating Support	1,500
701 Locust Avenue			
Wilmette, IL 60091			
Rye Art Center	PC	Low Income Educational Arts Program	1,500
51 Milton Road			
Rye, NY 10580-3854			
Saint Mary's Syrian Orthodox Church	PC	General Operating Support	2,500
99 Park Avenue			
White Plains, NY 10603			
Save the Children Federation	PC	General Operating Support	1,000
54 Wilton Road			
Westport, CT 06880			

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Name and Address	Foundation Status of Recipient	Purpose of Grant	Amount
Scholar Match 849 Valencia Street San Francisco, CA 94110-1736	PC	General Operating Support	2,500
Sexual Assault Crisis and Education Center 733 Summer Street, Suite 503 Stamford, CT 06901	PC	School Based Programs	500
Shakespeare on the Sound P O Box 15 Norwalk, CT 06853	PC	General Operating Support	1,000
Spina Bifida Association of America 4590 MacArthur Blvd NW Suite 250 Washington, DC 20007	PC	General Operating Support	2,500
Sponsors for Educational Opportunity 55 Exchange Place, Suite 601 New York, NY 10005	PC	General Operating Support	5,000
Stamford Public Education Foundation 733 Summer Street, Suite 203 Stamford, CT 06901	PC	General Operating Support	2,500
Stepping Stones Museum for Children Matthews Park 303 West Avenue Norwalk, CT 06850	PC	Open Arms Initiative Norwalk Acts Early Education Initiative	2,500 5,000 7,500
Student Sponsor Partnership, Inc. 424 Madison Avenue, Suite 1002 New York, NY 10017	PC	General Operating Support	2,500
Success Academy Charter Schools 310 Lenox Avenue, 2nd Floor New York, NY 10027	PC	General Operating Support General Operating Support	2,500 5,000
Summer Search 261 5th Avenue, 8th Floor New York, NY 10016	PC	New York City Program	5,000
Teach for All c/o Teach For America 315 West 36th Street New York, NY 10018	PC	Teach for America, Teach First UK and Teach for China Database Platform	200,000 50,000
Teach for America 315 West 36th Street, 7th Floor New York, NY 10018	PC	NYC and CT Programs	350,000
Teach for China 460 Bush Street, 2nd Floor San Francisco, CA 94108	PC	General Operating Support	150,000
The TEAK Fellowship 16 West 22nd Street, 3rd Floor New York, NY 10010	PC	General Operating Support	5,000
Volunteer Consulting Group 55 West 39th Street, 12th Floor New York, NY 10018	PC	General Operating Support	2,500
Volunteer Square P O Box 1085 Greens Farms, CT 06839	PC	General Operating Support	1,000

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Waterside School, The 770 Pacific Street Stamford, CT 06902	PC	General Operating Support	100,000
Year Up 55 Exchange Place, Suite 403 New York, NY 10005	PC	NYC Program Security Enhancements	200,000 25,000
Yonkers Partners in Education 86 Main Street, Suite 301 Yonkers, NY 10701	PC	General Operating Support	5,000
Brookfield Public Schools 100 Pocono Road P O Box 5194 Brookfield, CT 06804	PC	Workshop Substitute Coverage	300
Columbus Magnet Elementary School 46 Concord Street Norwalk, CT 06854	PC	Flexible Grouping Initiative	2,500
Davenport Ridge School 1300 Newfield Avenue Stamford, CT 06905	PC	Flexible Grouping Initiative	2,500
Eli Whitney Elementary School 1130 Huntington Road Norwalk, CT 06614	PC	Flexible Grouping Initiative	2,500
Fox Run Elementary School 228 Fallow Street Norwalk, CT 06850	PC	Flexible Grouping Initiative	2,500
Franklin Elementary School 1895 Barnum Avenue Stratford, CT 06615	PC	General Operating Support	7,500
Hall School 290 Clermont Avenue Bridgeport, CT 06610	PC	Flexible Grouping Initiative	2,500
Huckleberry Hill Elementary School 100 Candlewood Lake Road Brookfield, CT 06804	PC	Flexible Grouping Initiative	2,500
Jefferson Science Magnet School 75 Van Buren Avenue Norwalk, CT 06850	PC	General Operating Support	7,500
KT Murphy Elementary School 19 Horton Street Stamford, CT 06902	PC	Flexible Grouping Initiative	2,500
Newfield Elementary School 345 Pepper Ridge Road Stamford, CT 06905	PC	Flexible Grouping Initiative	2,500
Northeast Elementary School 82 Scofieldtown Road Stamford, CT 06903	PC	Flexible Grouping Initiative	2,500
Norwalk Public Schools Central Office 125 East Avenue P O Box 6001 Norwalk, CT 06852-6001	PC	Workshop Substitute Coverage	450

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Name and Address	Foundation Status of Recipient	Purpose of Grant	Amount
Read School 130 Ezra Street Bridgeport, CT 06606	PC	Flexible Grouping Initiative	2,500
Ridgebury Elementary School 112 Bennetts Farm Road Ridgefield, CT 06877	PC	General Operating Support	7,500
Springdale Elementary School 1127 Hope Street Stamford, CT 06907	PC	General Operating Support	7,500
Stamford Public Schools PO Box 9310 Stamford, CT 06907	PC	Substitute Coverage for workshop	93
Tashua School 401 Stonehouse Road Trumbull, CT 06611	PC	Flexible Grouping Initiative	2,500
Toquam Magnet Elementary School 123 Ridgewood Avenue Stamford, CT 06907	PC	Flexible Grouping Initiative	2,500
Beardsley School 500 Huntington Road Bridgeport, CT	PC	General Operating Support	2,500
Hart Magnet Elementary School 61 Adams Avenue Stamford, CT 06902	PC	General Operating Support Flexible Grouping Initiative	5,000 2,500
John Winthrop School 85 Eckart Street Bridgeport, CT 06606	PC	General Operating Support	2,500
Stillmeadow Elementary School 800 Sullwater Road Stamford, CT 06902	PC	Flexible Grouping Initiative General Operating Support	2,500 3,500
Alease Jean Batiste	Individual	Award	125
Carla Pearson	Individual	Award	250
Chanon Chaney	Individual	Award	125
Claudia Estrada	Individual	Award	125
Cynthia Wilder	Individual	Award	250
Daniel Cedrone	Individual	Award	250
Dawn Schirazzo	Individual	Award	250
Deborah Smek	Individual	Award	250
Duna Vogt	Individual	Award	250
Ellen Testa	Individual	Award	250
Emily Hoffmann	Individual	Award	250
Gregory Artman	Individual	Award	250
Heather Young	Individual	Award	250
Jennifer Dunnville	Individual	Award	250
Jennifer Babb	Individual	Award	250
Joshua Lungi	Individual	Award	250
Josie Francois	Individual	Award	250
June Lynch	Individual	Award	250
Kathleen Enright	Individual	Award	250
Kathleen Fuchs	Individual	Award	250
Kerry Nicholas	Individual	Award	250
Kim Coyne Lupinacci	Individual	Award	250
Laura Giff	Individual	Award	250
Lisa Petruzzelli	Individual	Award	250
Lisa Beardsley Sullivan	Individual	Award	250
Lizary Gadea	Individual	Award	250
Lucy Vecchiarelli	Individual	Award	250
Margaret Lynch	Individual	Award	250
Marianne Papastavros	Individual	Award	250

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Name and Address	Foundation Status of Recipient	Purpose of Grant	Amount
Mary Jeanne Varese	Individual	Award	250
Meghan Esteve	Individual	Award	250
Michelle Cole	Individual	Award	250
Nuno Pereira	Individual	Award	250
Patricia Alicea	Individual	Award	250
Patricia Simpson	Individual	Award	250
Patricia Titus	Individual	Award	250
Patricia Bridgforth	Individual	Award	250
Rebecca Lanier	Individual	Award	125
Renee Walton	Individual	Award	250
Rocco Pacelli	Individual	Award	250
Roseanne Klar	Individual	Award	250
Sharon Pivrotto	Individual	Award	250
Susan DePascale	Individual	Award	250
Susan Williams	Individual	Award	250
Sylvana Ponzio	Individual	Award	125
Sylvia Hines	Individual	Award	125
Tara Oliwa	Individual	Award	250
Theresa Welch	Individual	Award	250
Tracey Longway	Individual	Award	250
Victor Salas	Individual	Award	250
Alison Landau	Individual	Award	500
Allyson Schenker	Individual	Award	500
Amelia Melchiorro	Individual	Award	500
Anna Marie Walker	Individual	Award	500
Annie Turner	Individual	Award	500
Barbara Johnson	Individual	Award	500
Beverly Boyd	Individual	Award	500
Catherine Dorsey	Individual	Award	250
Carolyn Lowe	Individual	Award	500
Celeste Johnson	Individual	Award	500
Chenguang Gu	Individual	Award	500
Christina Wolf	Individual	Award	500
Connie Begetis	Individual	Award	500
Connie Briones	Individual	Award	500
Deborah DeNardo	Individual	Award	500
Debra Pace	Individual	Award	500
Diana Sclafani	Individual	Award	500
Diane Giamba	Individual	Award	500
Diane Mullin	Individual	Award	500
Dominique Tyson	Individual	Award	500
Donna Slifkin	Individual	Award	500
Dorene Falcetta	Individual	Award	250
Dorothy Shipounoff	Individual	Award	500
Erica Golsing	Individual	Award	500
Fabiane Correa	Individual	Award	250
Gerard Sangermano	Individual	Award	500
Graham Leftwich	Individual	Award	250
Heather McLaughlin	Individual	Award	500
Jennifer Sandoval	Individual	Award	250
Jennifer Smyth	Individual	Award	500
Joan Terpack	Individual	Award	250
JoAnn Frattaroli	Individual	Award	500
Jodi Fogelman	Individual	Award	500
John Calo	Individual	Award	500
Jon Jay	Individual	Award	500
Joshua Sette	Individual	Award	250
Judith Pelled	Individual	Award	500
Julie Vlosky	Individual	Award	500
Karen Tobias	Individual	Award	250
Katherine DeTone	Individual	Award	500
Kathy Fisher	Individual	Award	500
Katlyn McKenna	Individual	Award	500
Kumberly Cologero	Individual	Award	500
Larry Ruffin	Individual	Award	500
Laura King	Individual	Award	500
Linda Darling	Individual	Award	500
Linda Kuehn	Individual	Award	500
Lisa Day	Individual	Award	500

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Name and Address	Foundation Status of Recipient	Purpose of Grant	Amount
Lisa LaBella	Individual	Award	500
Lisa Longo	Individual	Award	500
Luz Aviles	Individual	Award	500
Margaret Carlucci	Individual	Award	500
Marlena Mannella	Individual	Award	500
Marino Perfetti	Individual	Award	500
Mark Martini	Individual	Award	500
MaryAnn Mara	Individual	Award	500
Maryanne Cortese	Individual	Award	500
Mary Ellen McLoughlin	Individual	Award	250
Maura Cullen	Individual	Award	500
Michelle Cam	Individual	Award	500
Mina Bibeault	Individual	Award	500
Pam Wink	Individual	Award	500
Patrice Moore	Individual	Award	500
Patricia Mould	Individual	Award	500
Patricia Colonese	Individual	Award	500
Paul Wiegand	Individual	Award	250
Ralph Salamone	Individual	Award	250
Rebecca Roth	Individual	Award	500
Richard Lowman	Individual	Award	500
Robin Baker	Individual	Award	500
Sarah Whitaker	Individual	Award	500
Stacey Gola	Individual	Award	500
Stacy Spezzano	Individual	Award	500
Susan Christiano	Individual	Award	500
Susana Poliboy	Individual	Award	500
Tamyra Childs	Individual	Award	500
Thamar Deronnette	Individual	Award	500
Tomas Jill	Individual	Award	500
Thomasena Smikle	Individual	Award	500
Toni Palumbo	Individual	Award	500
Vicki Ehrenzweig	Individual	Award	500
Virginia Russo	Individual	Award	500
Wendy Tang	Individual	Award	500
Adrenne Council	Individual	Award	250
Alyson Panaro	Individual	Award	250
Amanda Zaksewicz	Individual	Award	250
Amy Broad	Individual	Award	250
Amy Denault	Individual	Award	250
Angela Marini	Individual	Award	250
Angela DiDonato	Individual	Award	250
Anthony Velazquez	Individual	Award	250
Arlene Swift	Individual	Award	125
Ashley Sims	Individual	Award	125
Barbara Smith	Individual	Award	250
Betty Moore	Individual	Award	250
Brenda Pandiscia	Individual	Award	250
Caroline Wright Jones	Individual	Award	250
Carne Hasenbein	Individual	Award	250
Catherine Ashman-Arrango	Individual	Award	125
Charles Gray	Individual	Award	250
Coretta Dean	Individual	Award	250
Corvina Nielson	Individual	Award	250
Cynthia Remy	Individual	Award	125
Cynthia Kapra	Individual	Award	250
Dana Golino	Individual	Award	250
Danielle Mazzucco	Individual	Award	250
Darlene Phillips	Individual	Award	250
Dumars Garcia	Individual	Award	250
Dons Nelson	Individual	Award	250
Dorothy Martino	Individual	Award	250
Edith Valle	Individual	Award	250
Ellena Holly Mazza	Individual	Award	250
Ernest Worthington	Individual	Award	250
Ernestine Satawhite	Individual	Award	250
Eva Johnson	Individual	Award	250
Frederick Golphin	Individual	Award	250
Gabriel Cruz	Individual	Award	125

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Name and Address	Foundation Status of Recipient	Purpose of Grant	Amount
Gioconda Gomez	Individual	Award	125
Glen Fountain	Individual	Award	250
Gregory Walsh	Individual	Award	250
Heather Goulet	Individual	Award	250
Jane Rogers	Individual	Award	250
Jennifer Hayes	Individual	Award	250
Jennifer Ibarra	Individual	Award	250
Jennifer Russell	Individual	Award	250
Jennifer Turbeville	Individual	Award	250
Joanne Slivanuk	Individual	Award	250
Johana Lopez	Individual	Award	125
John Carlson	Individual	Award	250
Joseph McVetty	Individual	Award	250
Judith LaMonico	Individual	Award	250
Julie Gonzalez	Individual	Award	250
Kathleen Botillo	Individual	Award	250
Kelly O'Rourke	Individual	Award	250
Laura Wetmore	Individual	Award	250
Lauren Coombs	Individual	Award	250
Leonard Ferraro	Individual	Award	250
Lone Daniel	Individual	Award	250
Mady Vandervoort	Individual	Award	250
Maria Ortiz	Individual	Award	250
Maria Jenson	Individual	Award	250
Martin Mintz	Individual	Award	125
Martine Bristhole	Individual	Award	250
Melissa Sproles	Individual	Award	250
Mozzella Perry	Individual	Award	250
Muoi La	Individual	Award	250
Nabil Ibrahim	Individual	Award	250
Nancy Caruso	Individual	Award	250
Pamela Gallace	Individual	Award	250
Patricia Rodgers	Individual	Award	250
Paula O'Neill	Individual	Award	250
Rachel Rockwell	Individual	Award	250
Sandra Brodeur	Individual	Award	250
Selena Morgan	Individual	Award	250
Silvia Cancellieri Adams	Individual	Award	125
Susan Beres	Individual	Award	250
Verena Anderson	Individual	Award	250
Victoria Sabelli	Individual	Award	250
Wendy Milson	Individual	Award	250
Achla Gupta	Individual	Award	350
Alyssa Beit	Individual	Award	350
Amanda Proulx	Individual	Award	350
Amanda Wade	Individual	Award	350
Ana Ruano	Individual	Award	175
Angela Asaro	Individual	Award	350
Arlene Benedict	Individual	Award	350
Barbara Boone	Individual	Award	175
Barrie Gonzalez	Individual	Award	350
Beth Orstad	Individual	Award	350
Betzaida Ayala	Individual	Award	350
Beverly Christman	Individual	Award	350
Beverly Succi	Individual	Award	350
Brendan Michalko	Individual	Award	350
Bridget Kasper	Individual	Award	350
Bruce Williams	Individual	Award	350
Cara Garzancich	Individual	Award	350
Carolyn Beck	Individual	Award	350
Catarina Gallo	Individual	Award	350
Catherine Coppola	Individual	Award	350
Cheryl Izzo	Individual	Award	350
Christopher Madalon	Individual	Award	350
Claire Brenner	Individual	Award	350
Claudia Garcia	Individual	Award	350
Cristina Papdopol	Individual	Award	350
Dan Silva	Individual	Award	350
Dana Paulmo	Individual	Award	175

Form 990-PF, Part XV - Grants and Contributions
Paid During the Year

Name and Address	Foundation Status of Recipient	Purpose of Grant	Amount
Dara Jackson	Individual	Award	350
Darren Stee	Individual	Award	175
David Bodofsky	Individual	Award	350
Dennis Farfone	Individual	Award	175
Diana Castaneda	Individual	Award	350
Diane Frattaroli	Individual	Award	350
Diane Malecki	Individual	Award	350
Dilja Jaki	Individual	Award	175
Dolores Spoto	Individual	Award	350
Elena Wu	Individual	Award	350
Elissa Cohen	Individual	Award	350
Ellen Bobka	Individual	Award	350
Ellen Melchionno	Individual	Award	350
Erica Hull	Individual	Award	350
Erin Vitello	Individual	Award	350
Faith Kaun	Individual	Award	350
Felix Belgrove	Individual	Award	350
Filomena Lionetti	Individual	Award	350
Francesca Sikorski	Individual	Award	350
George Rigakos	Individual	Award	350
Gina O'Conner	Individual	Award	175
Gloria Cherry	Individual	Award	350
Gurcharan Singh	Individual	Award	350
Helen Exias	Individual	Award	350
Helen Karantonis	Individual	Award	350
Iris Herring	Individual	Award	350
Iuliana Roata	Individual	Award	350
Jaime Vasquez	Individual	Award	350
Jaime Watson	Individual	Award	350
Jamie Fisco	Individual	Award	350
Jan Liamzon	Individual	Award	350
Jennifer Cerbone	Individual	Award	350
Jennifer Contuzzi	Individual	Award	350
Jennifer Juarez	Individual	Award	350
Jennifer Jones	Individual	Award	350
Jennifer Scanlan	Individual	Award	350
Jodi Nathanson	Individual	Award	350
John Calorossi	Individual	Award	350
John Santorella	Individual	Award	350
Joseph Zaremski	Individual	Award	350
Judy Anker	Individual	Award	350
Julie Ruzzi	Individual	Award	350
Karen Hart	Individual	Award	350
Karla Padilla	Individual	Award	350
Kath Holbert	Individual	Award	350
Kathleen Coleman	Individual	Award	350
Kathleen Kelley	Individual	Award	350
Kathleen Quaglino	Individual	Award	350
Katie Pensiero	Individual	Award	350
Katie Celentano	Individual	Award	175
Kelly Dugan	Individual	Award	350
Kernann Duffy	Individual	Award	350
Linda Paglione	Individual	Award	350
Lisa Cammarota	Individual	Award	350
Lisa Kopeck	Individual	Award	350
Lisa Legato-Howlett	Individual	Award	350
Lisa Saba-Price	Individual	Award	350
Mallory Wetstone	Individual	Award	350
Margaret Daily	Individual	Award	350
Maria Guzza	Individual	Award	350
Marie Uva	Individual	Award	350
Marisa Donch	Individual	Award	350
Marisa Trahey	Individual	Award	350
Marjorie Giddiens	Individual	Award	350
Marlena Desmolieres	Individual	Award	350
Mary-Ellen McLaughlin	Individual	Award	175
Maureen Mullins	Individual	Award	350
Melissa Fano	Individual	Award	175
Melissa Hoch	Individual	Award	350

Form 990-PF, Part XV - Grants and Contributions
Paid During the Year

<u>Name and Address</u>	<u>Foundation Status of Recipient</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Michael Sanders	Individual	Award	350
Michelle Kells	Individual	Award	350
Moura Bryson	Individual	Award	350
Mona Raval	Individual	Award	350
Monique Perry	Individual	Award	350
Natalya Lvovich	Individual	Award	350
Norma Montalvo	Individual	Award	350
Pamela Hall	Individual	Award	350
Patricia Callahan	Individual	Award	350
Patricia Romano	Individual	Award	350
Patricia Spaulding	Individual	Award	350
Rachel Brua	Individual	Award	350
Rebecca Hosten	Individual	Award	350
Reena Jones	Individual	Award	350
Robin Reason	Individual	Award	350
Rosemary Johnson	Individual	Award	350
Roxanne Scalise	Individual	Award	350
Sandra Linn-Calabrese	Individual	Award	350
Sandra Mackenzie	Individual	Award	350
Shirley Martinez	Individual	Award	350
Susan Miller	Individual	Award	350
Susan Truslow-Elliott	Individual	Award	350
Susanna Matthews	Individual	Award	350
Tamika Plummer	Individual	Award	350
Tara Dunmore	Individual	Award	350
Thomas Smith	Individual	Award	350
Vanessa Holley	Individual	Award	350
Wendy Hair	Individual	Award	350
Wes Bass	Individual	Award	175
Grand total			5,555,113