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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**

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

▶ Do not enter Social Security numbers on this form as it may be made public.

▶ 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

THE PEDIGREE FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)

315 COOL SPRING BLVD

City or town, state or province, country, and ZIP or foreign postal code

FRANKLIN, TN 37067-1632

G Check all that apply.

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name change

H Check type of organization.

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundationI Fair market value of all assets at
end of year (from Part II, col. (c), line
16) ▶ \$ 1,351,542.J Accounting method: ☐ Cash ☒ Accrual
☐ Other (specify) _____
(Part I, column (d) must be on cash basis.)

A Employer identification number

26-1121498

B Telephone number (see instructions)

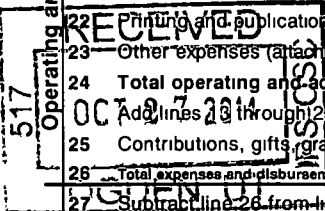
(615) 807-4458

C If exemption application is
pending, check here

D 1 Foreign organizations, check here

2 Foreign organizations meeting the
85% test, check here and attach
computationE If private foundation status was terminated
under section 507(b)(1)(A), check hereF If the foundation is in a 60-month termination
under section 507(b)(1)(B), check here**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)	946,676.			
2 Check ☐ if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	11,774.	11,774.		
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				
10 a 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. 1	4,421.	4,421.		
12 Total. Add lines 1 through 11	962,871.	16,195.		
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) ATCH. 2	49,674.			49,674.
c Other professional fees (attach schedule)	84,632.			84,632.
17 Interest				
18 Taxes (attach schedule) (see instructions)				
19 Depreciation (attach schedule) and depletion	326.			
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) ATCH. 4	70,185.			70,185.
24 Total operating and administrative expenses. Add lines 13 through 23	204,817.			204,491.
25 Contributions, gifts, grants paid	396,182.			396,182.
26 Total expenses and disbursements. Add lines 24 and 25	600,999.	0	0	600,673.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	361,872.			
b Net investment income (if negative, enter -0-)		16,195.		
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		878,967.	384,000.	384,000.
	2	Savings and temporary cash investments				
	3	Accounts receivable ▶ 62,427.				
		Less: allowance for doubtful accounts ▶			62,427.	62,427.
	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		3,051.	26,051.	26,051.
	9	Prepaid expenses and deferred charges		900.	11,490.	11,490.
	10 a	Investments - U S and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule) ATCH 5		101,396.	852,805.	852,805.
	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)					
14	Land, buildings, and equipment basis ▶ 15,095.					
	Less: accumulated depreciation (attach schedule) ▶ 326.			14,769.	14,769.	
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)		984,314.	1,351,542.	1,351,542.	
Liabilities	17	Accounts payable and accrued expenses		10,749.	4,741.	
	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)		10,749.	4,741.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here. ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted		973,565.	1,346,801.	
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, . . . ▶ ☐ 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				
	30	Total net assets or fund balances (see instructions)		973,565.	1,346,801.	
31	Total liabilities and net assets/fund balances (see instructions)		984,314.	1,351,542.		

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	973,565.
2	Enter amount from Part I, line 27a	2	361,872.
3	Other increases not included in line 2 (itemize) ▶ ATCH 6	3	488,931.
4	Add lines 1, 2, and 3	4	1,824,368.
5	Decreases not included in line 2 (itemize) ▶ ATCH 7	5	477,567.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,346,801.

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Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	
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	

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	450,433.	141,414.	3.185208
2011	1,017,224.	349,190.	2.913096
2010	1,216,697.	362,386.	3.357461
2009	1,027,656.	417,272.	2.462796
2008	1,345,105.	264,286.	5.089581

2 Total of line 1, column (d)	2	17.008142
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	3.401628
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	1,349,363.
5 Multiply line 4 by line 3	5	4,590,031.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	162.
7 Add lines 5 and 6	7	4,590,193.
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.	8	600,673.

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 ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		1	162.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ 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	162.
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	162.
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	300.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7		300.
8 Enter any penalty for underpayment of estimated tax. Check here ☐ 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		138.
11 Enter the amount of line 10 to be. Credited to 2014 estimated tax ☒ 138. 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 ☒ \$ _____ (2) On foundation managers ☒ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☒ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ IL, _____		
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 WWW.PEDIGREEFOUNDATION.ORG				
14	The books are in care of DONNA FULLER Telephone no 615-807-4570			
	Located at 315 COOL SPRING BLVD FRANKLIN, TN ZIP+4 37067-1632			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ☐ and enter the amount of tax-exempt interest received or accrued during the year 15			
16	At any time during calendar year 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?	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?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ 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)?	☐ Yes ☒ 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).	☐ Yes ☒ 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)?		
Organizations relying on a current notice regarding disaster assistance check here ☐	1b	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	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?	☐ Yes ☒ 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?	☐ Yes ☒ 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)	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 2013?	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)? ☐ 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 8		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		0	0	0

Total number of other employees paid over \$50,000 ☐ 0

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (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 0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 INNOVATION GRANT PROGRAM-AWARDED A TOTAL OF \$238,182 TO 11 DIFFERENT SHELTERS ACROSS THE COUNTRY TO SUPPORT PROGRAMS TO INCREASE THE NUMBER OF DOGS ADOPTED FROM EACH SHELTER.	238,182.
2 OPERATION GRANT PROGRAM-THROUGH THE FOUNDATION'S GRANT PROGRAM, THE FOUNDATION AWARDED 158 SHELTERS AND BREED RESCUES INDIVIDUAL GRANTS TOTALING APPROXIMATELY \$158,000.	158,000.
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 NONE	
2	
All other program-related investments See instructions	
3 NONE	

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	331,133.
b	Average of monthly cash balances	1b	1,012,728.
c	Fair market value of all other assets (see instructions)	1c	26,051.
d	Total (add lines 1a, b, and c)	1d	1,369,912.
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	1,369,912.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	20,549.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,349,363.
6	Minimum investment return. Enter 5% of line 5	6	67,468.

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	67,468.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	162.
b	Income tax for 2013. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	162.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	67,306.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	67,306.
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	67,306.

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	600,673.
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	600,673.
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	162.
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	600,511.

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				67,306.
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	1,331,891.			
b From 2009	1,006,792.			
c From 2010	1,198,578.			
d From 2011	994,195.			
e From 2012	443,362.			
f Total of lines 3a through e	4,974,818.			
4 Qualifying distributions for 2013 from Part XII, line 4. ► \$ <u>600,673.</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				67,306.
e Remaining amount distributed out of corpus	533,367.			
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	5,508,185.			
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 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)	1,331,891.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	4,176,294.			
10 Analysis of line 9				
a Excess from 2009	1,006,792.			
b Excess from 2010	1,198,578.			
c Excess from 2011	994,195.			
d Excess from 2012	443,362.			
e Excess from 2013	533,367.			

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

Recipient	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
Name and address (home or business)				
a Paid during the year ATCH 9				
Total			▶ 3a	396,182.
b Approved for future payment				
Total			▶ 3b	

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						
4 Dividends and interest from securities			14	11,774.		
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 JK GROUP REFUND			01	4,421.		
b _____						
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)				16,195.		
13 Total. Add line 12, columns (b), (d), and (e)				13		16,195.

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

[illegible]

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

- | 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | Yes | No |
|---|--|-------|----|
| 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

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.

Sign Here  10/30/14 

Signature of officer or trustee Date Title

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

Paid Preparer Use Only	Print/Type preparer's name <i>myli</i>	Preparer's signature <i>myli</i>	Date <i>10/14/2014</i>	Check ☐ if self-employed	PTIN <i>P01343131</i>
	Firm's name ▶ PRICEWATERHOUSECOOPERS LLP			Firm's EIN ▶ 13-4008324	
	Firm's address ▶ 300 MADISON AVENUE NEW YORK, NY 10017			Phone no 646-471-3000	

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.

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

OMB No 1545-0047

2013**Name of the organization**

THE PEDIGREE FOUNDATION

Employer identification number

26-1121498

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 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 **THE PEDIGREE FOUNDATION**Employer identification number
26-1121498**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	MARS PETCARE 315 COOL SPRINGS BLVD FRANKLIN, TN 37067	\$ 651,790.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
2	CREATIVE GOODS MERCHANDISE LLC 313 W. 37TH STREET, SUITE 401 NEW YORK, NY 10018	\$ 47,513.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
3	ATLAS BASS FUND 185 GREAT NECK ROAD GREAT NECK, NY 11021	\$ 15,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)

ATTACHMENT 1

FORM 990PF, PART I - OTHER INCOME

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
JK GROUP REFUND	4,421.	4,421.
TOTALS	<u>4,421.</u>	<u>4,421.</u>

ATTACHMENT 2

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ACCOUNTING AND ADMINISTRATION	49,674.			49,674.
TOTALS	<u>49,674.</u>			<u>49,674.</u>

ATTACHMENT 3

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
MARKETING EXPENSE	39,889.			39,889.
CONSULTING FEES	2,980.			2,980.
FUNDRAISING EXPENSE	41,763.			41,763.
TOTALS	<u>84,632.</u>			<u>84,632.</u>

ATTACHMENT 4FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
BUSINESS REGISTRATION	22,140.			22,140.
CREDIT CARD PROCESSING	4,745.			4,745.
INSURANCE	1,594.			1,594.
MERCHANDISE	32,008.			32,008.
OTHER EXPENSES	9,698.			9,698.
TOTALS	<u>70,185.</u>			<u>70,185.</u>

ATTACHMENT 5FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
CASH&CASH EQUIVALENT INVSMTS	208,157.	208,157.
EQUITY FUNDS	392,863.	392,863.
FIXED INCOME FUNDS	251,785.	251,785.
TOTALS	<u>852,805.</u>	<u>852,805.</u>

ATTACHMENT 6FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
CONTRIBUTED SERVICES	477,567.
UNREALIZED GAIN FROM INVESTMENT	11,364.
TOTAL	<u>488,931.</u>

ATTACHMENT 7FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
CONTRIBUTED SERVICES	477,567.
TOTAL	<u>477,567.</u>

THE PEDIGREE FOUNDATION

26-1121498

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

ATTACHMENT 8

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
DEBRA FAIR C/O THE PEDIGREE FOUNDATION 315 COOL SPRING BLVD FRANKLIN, TN 37067-1632	PRESIDENT/DIRECTOR	0	0	0
DENISE BATTAGLINI C/O THE PEDIGREE FOUNDATION 315 COOL SPRINGS BLVD FRANKLIN, TN 37067	TREASURER/DIRECTOR	0	0	0
BO SEGERS C/O THE PEDIGREE FOUNDATION 315 COOL SPRINGS BLVD FRANKLIN, TN 37067	SECRETARY/DIRECTOR	0	0	0
CHRIS HAMILTON C/O THE PEDIGREE FOUNDATION 315 COOL SPRINGS BLVD FRANKLIN, TN 37067	DIRECTOR	0	0	0
STEVE CAPITANI C/O THE PEDIGREE FOUNDATION 315 COOL SPRINGS BLVD FRANKLIN, TN 37067	DIRECTOR	0	0	0

THE PEDIGREE FOUNDATION

26-1121498

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

ATTACHMENT 8 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
LINDA MARS C/O THE PEDIGREE FOUNDATION 315 COOL SPRINGS BLVD FRANKLIN, TN 37067	DIRECTOR	0	0	0
ANGEL MAY C/O THE PEDIGREE FOUNDATION 315 COOL SPRINGS BLVD FRANKLIN, TN 37067	DIRECTOR	0	0	0
CHRIS MONDZELEWSKI C/O THE PEDIGREE FOUNDATION 315 COOL SPRINGS BLVD FRANKLIN, TN 37067	DIRECTOR	0	0	0
GRAND TOTALS		0	0	0

THE PEDIGREE FOUNDATION

26-1121498

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

ATTACHMENT 9

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ADAMS COUNTY PET RESCUE PO BOX 1263 OTHELLO, WA 99344	NONE PC		ANIMAL RESCUE RELIEF PURPOSES	1,000
ADVOCATES 4 ANIMALS 2727 KEARNEY LN XENIA, OH 45385	NONE PC		ANIMAL RESCUE RELIEF PURPOSES	1,000.
ALL 4 PAWS 67 WAVERLY RD PAWLEYS ISLAND, SC 29585	NONE PC		ANIMAL RESCUE RELIEF PURPOSES	1,000
ALMOST HOME ANIMAL SHELTER 2283 HWY 23 MORA, MN 55051	NONE PC		ANIMAL RESCUE RELIEF PURPOSES	1,000
AL-VAN HUMANE SOCIETY, INC 73303 8TH AVENUE SOUTH HAVEN, MI 49090	NONE PC		ANIMAL RESCUE RELIEF PURPOSES	1,000
AMERICAN BLACK & TAN COONHOUND RESCUE, INC 2102 45TH STREET NE CANTON, OH 44705	NONE PC		ANIMAL RESCUE RELIEF PURPOSES	1,000

FORM 990-EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
AMORY HUMANE SOCIETY 1317 OLD HWY 6 AMORY, MS 38821	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
ANGEL'S HEART DOG RESCUE 17612 CAMINO MARTINEZ PERRIS, CA 92570	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
ANIMAL CARE SOCIETY 12207 WESTPORT ROAD LOUISVILLE, KY 40245	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
ANIMAL CONTROL & WELFARE PROJECT RR 1 BOX 206A HINTON, WV 25951	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
ANIMAL HOUSE SHELTER & SANCTUARY 263 ELBURZ RD ELKO, NV 89801	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
ANIMAL HUMANE NEW MEXICO 615 VIRGINIA AVENUE ALBUQUERQUE, NM 87108	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	15,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
ANIMAL PROTECTORS OF ALLEGHENY VALLEY 533 LINDEN AVENUE NEW KENSINGTON, PA 15608	NONE PC		ANIMAL RESCUE RELIEF PURPOSES	1,000
ANIMAL RESCUE FUND (ARF) 1209 W RIGGIN ROAD MUNCIE, IN 47303	NONE PC		ANIMAL RESCUE RELIEF PURPOSES	1,000
ANIMAL RESCUE LEAGUE OF NORTHWEST GEORGIA 1384 SELF LAKE RD FAIRMOUNT, GA 30139	NONE PC		ANIMAL RESCUE RELIEF PURPOSES	1,000
ANIMAL RESCUE, INCORPORATED 2 HERITAGE FARM DRIVE NEW FREEDOM, PA 17349	NONE PC		ANIMAL RESCUE RELIEF PURPOSES	1,000
ANIMAL RESCUE LEAGUE 6620 HAMILTON AVENUE PITTSBURGH, PA 15206	NONE PC		ANIMAL RESCUE RELIEF PURPOSES	1,000
ANIMAL WELFARE LEAGUE 10305 SOUTHWEST HIGHWAY CHICAGO RIDGE, IL 60415	NONE PC		ANIMAL RESCUE RELIEF PURPOSES	1,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 9 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
ANIMAL WELFARE SOCIETY OF CAPE MAY COURT HOUSE 40 RTE 47 SOUTH CAPEMAY COURT HOUSE, NJ 08210	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
ARE-ANIMAL RESCUE FOUNDATION ROME/FLOYD 1263 MOUNT CARMEL CHURCH LANE CANTON, GA 30114	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000.
ARIZONA GOLDEN RESCUE 5350 W BELL RD, STE C122-158 GLENDALE, AZ 85308-0710	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
ARIZONA PUG ADOPTION & RESCUE NETWORK 1244 E DOWNING ST MESA, AZ 85203	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
ARK-VALLEY HUMANE SOCIETY PO BOX 1335, 701 GREGG DRIVE BUENA VISTA, CO 81211	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
ASCPA FLORIDA 5850 BRANNEN ROAD S LAKE LAND, FL 33813	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	25,000

THE PEDIGREE FOUNDATION

26-1121498

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

ATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ASPCA NEW YORK CITY 520 8TH AVENUE, 7TH FL NEW YORK, NY 10018	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	25,000.
BEARTOOTH HUMANE ALLIANCE 178 MEETEETSE MEADOWS RD RED LODGE, MT 59068	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
BEDFORD COUNTY ANIMAL CONTROL 205 LANE PARKWAY SHELBYVILLE, TN 37160	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
BELTRAMI HUMANE SOCIETY 1612 CARR LAKE RD SE BEMIDJI, MN 56601	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
BENEAH COUNTY HUMANE SOCIETY, INC 53 ROBINSON LANE SAINT MARIES, ID 83861	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
BERKELEY-EAST BAY HUMANE SOCIETY 2700 NINTH STREET BERKELEY, CA 94710	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000.

THE PEDIGREE FOUNDATION

26-1121498

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

ATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
BEST CHANCE ANIMAL RESCUE 389 SWIFT LANE SCOTTS HILL, TN 38374	NONE PC		ANIMAL RESCUE RELIEF PURPOSES	1,000
BEST FRIENDS OG RESCUE 1330 BOLD SPRINGS ROAD CAIRO, GA 39827	NONE PC		ANIMAL RESCUE RELIEF PURPOSES	1,000
BISHOP'S SMALL DOG RESCUE, INC. NFP 118 E. NORTH ST WYANET, IL 61379	NONE PC		ANIMAL RESCUE RELIEF PURPOSES	1,000
BLACK FOREST ANIMAL SANCTUARY 16750 THOMPSON ROAD BLACK FOREST, CO 80908	NONE PC		ANIMAL RESCUE RELIEF PURPOSES	1,000
BLUE MOUNTAIN HUMANE SOCIETY 7 GEORGE STREET WALLA WALLA, WA 99362	NONE PC		ANIMAL RESCUE RELIEF PURPOSES	1,000
CARE (CAT/CANINE ASSISTANCE, REFERRAL & EDUCATION) 34902 82ND STREET, EAST LITTLEROCK, CA 93543	NONE PC		ANIMAL RESCUE RELIEF PURPOSES	1,000

THE PEDIGREE FOUNDATION

26-1121498

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

ATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CALHOUN COUNTY HUMANE SOCIETY 1201 PARKWOOD DRIVE ANNISTON, AL 36201	NONE	PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
CANINE COLLECTIVE 4365 MAYNARD RD DELAWARE, OH 43015	NONE	PC	ANIMAL RESCUE RELIEF PURPOSES	1,000.
CAPITAL AREA HUMANE SOCIETY 7095 W GRAND RIVER AVE LANSING, MI 48906	NONE	PC	ANIMAL RESCUE RELIEF PURPOSES	25,000
CARES (COMMUNITY ANIMAL RESCUE&EDUCATIONAL SHELTER) 5232 DISTANT BREEZE RD BROOKSVILLE, FL 34604	NONE	PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
CAROLINA BORDER COLLIE RESCUE C/O KAREN BEVAN, TREASURER 90 BRIARWOOD CIRCLE PINEHURST, NC 28374	NONE	PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
CATHEY'S K-9 RESCUE 2813 CLAIRE ST LAKE ISABELLA, CA 93240	NONE	PC	ANIMAL RESCUE RELIEF PURPOSES	1,000

THE PEDIGREE FOUNDATION

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

ATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CHARLIE'S ARK 11688 FM 70 ROBSTOWN, TX 78380	NONE PC		ANIMAL RESCUE RELIEF PURPOSES	1,000
CHASING DAYLIGHT ANIMAL SHELTER INC 15560 HWY 131 TOMAH, WI 54660	NONE PC		ANIMAL RESCUE RELIEF PURPOSES	1,000
CHILD&PET RELIEF FUND 3705 W 121ST AVE CROWN POINT, IN 46307	NONE PC		ANIMAL RESCUE RELIEF PURPOSES	1,000
CHURCHILL ANIMAL PROTECTION SOCIETY PO BOX 5128 FALLON, NV 89407	NONE PC		ANIMAL RESCUE RELIEF PURPOSES	1,000
CIRCLE TAIL, INC 8834 CAREY LANE PLEASANT PLAIN, OH 45162	NONE PC		ANIMAL RESCUE RELIEF PURPOSES	1,000
CITY OF ANGELS ANIMAL SANCTUARY 849 COUNTY ROAD 6610 DEVINE, TX 78016	NONE PC		ANIMAL RESCUE RELIEF PURPOSES	1,000

FORM 990DF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
COINS 4 CRITTERS 901 HORN MUSKOGEE, OK 74403	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000.
COULEE REGION HUMANE SOCIETY, INC 911 CRITTER CT ONALASKA, WI 54650	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
COUNTRYSIDE RESCUE 3410 GUERNEVILLE RD SANTA ROSA, CA 95401	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
COWLEY COUNTY HUMANE SOCIETY 7648 222ND ROAD WINFIELD, KS 67156	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
CURRITUCK ANIMAL SHELTER/ANIMAL LOVERS ASSISTANCE 204 AIRPORT RD MAPLE, NC 27956	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000.
DAKIN PIONEER VALLEY HUMANE SOCIETY 71 UNION STREET SPRINGFIELD, MA 01105	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000

THE PEDIGREE FOUNDATION

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

ATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS		RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
DALHART ANIMAL WELLNESS GROUP AND SANCTUARY, INC 1302 CONLEN DALHART, TX 79022		NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
DANE COUNTY HUMANE SOCIETY 5132 VOGES ROAD MADISON, WI 53718		NONE PC	ANIMAL RESCUE RELIEF PURPOSES	20,175
DOG ADOPTION AND WELFARE GROUP 5480 OVERPASS ROAD SANTA BARBARA, CA 93111		NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
DOGSONLY, INC P O. BOX 251412 LITTLE ROCK, AR 72225		NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
DOWNTOWN DOG RESCUE PO BOX 5280 NORTH HOLLYWOOD, CA 91616		NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
EAST TEXAS PAWS, INC 2881 FM 326 LUFKIN, TX 75901		NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000

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

ATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
EATON COUNTY HUMANE SOCIETY 129 N MAIN ST OLIVET, MI 49076	NONE	PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
ESTILL COUNTY ANIMAL SHELTER 50 GINTER ROAD RAVENNA, KY 40472	NONE	PC	ANIMAL RESCUE RELIEF PURPOSES	1,000.
FAYETTE HUMANE SOCIETY 235 MARRON WAY FAYETTEVILLE, GA 30215	NONE	PC	ANIMAL RESCUE RELIEF PURPOSES	1,000.
FIVE RIVERS ANIMAL AID PO BOX 404 POCAHONTAS, AR 72455	NONE	PC	ANIMAL RESCUE RELIEF PURPOSES	1,000.
FOR OUR FRIENDS, INC 85-15 MAIN STREET, APT 6C BRIARWOOD, NY 11435	NONE	PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
FOR THE LOVE OF DOGS 917 ROCKY TOP LANE SALE CREEK, TN 37373	NONE	PC	ANIMAL RESCUE RELIEF PURPOSES	1,000

FORM 990-EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 9 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
FOREVER FRIENDS HUMANE SOCIETY 103766 SOUTH 4650 ROAD SALLISAW, OK 74955	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
FORT MORGAN HUMANE SOCIETY 900 E. RAILROAD AVE FORT MORGAN, CO 80701	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000.
FOUR PEAKS FOUNDATION DBA FOUR PEAKS ANIMAL RESCUE 26817 N 152ND ST SCOTTSDALE, AZ 85262	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
FRANKLIN COUNTY ANIMAL SHELTER 550 INDUSTRY ROAD FARMINGTON, ME 04938	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000.
FRIENDS OF CAMPBELL COUNTY ANIMALS 305 EAST BEECH STREET, SUITE 3 LAFOLLETTE, TN 37766	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
FRIENDS OF THE ANIMAL SHELTER 201 SHERWOOD DRIVE REDWOOD FALLS, MN 56283	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000.

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

ATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
FRIENDS OF THE BELL COUNTY ANIMAL SHELTER 715 HWY 1534 PINEVILLE, KY 40977	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
FRIENDS OF THE NORTH KINGSTOWN ANIMAL SHELTER 395 HAMILTON-ALLENTON RD NORTH KINGSTOWN, RI 02852	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
FRIENDS OF TURLOCK ANIMAL SHELTER 2620 BALL CT TURLOCK, CA 95382	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
GOING TO THE DOGS RESCUE 45 HAWTHORNE ST PERRY, NY 14530	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000.
GOLDEN RETRIEVER RESCUE OF ATLANTA P O BOX 7743 ATLANTA, GA 30357	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
GOOD SHEPHERD HUMANE SOCIETY 6486 HWY 62 WEST EUREKA SPRINGS, AR 72632	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000.

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

ATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
GRIFFITH ANIMAL CONTROL 630 S ARBOGAST GRIFFITH, IN 46319	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
HAPPY PAWS RESCUE 1040 LINCOLN RD #A122 YUBA CITY, CA 95991	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
HEART BANDITS-GREATER LA AREA P O BOX 39635 DOWNEY, CA 90239	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
HELLO BULLY 4885-A MCKNIGHT RD #197 PITTSBURGH, PA 15237	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
HICKMAN HUMANE SOCIETY, INC PO BOX 183 CENTERVILLE, TN 37033	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
HOME AT LAST HUMANE SOCIETY 200 RIVER ROAD THE DALLES, OR 97058	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000

FORM 990PF, PART XV -- GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
HOMESTRETCH HOUNDS, INC 4085 REED RD HILLSBORO, OH 45133	NONE PC		ANIMAL RESCUE RELIEF PURPOSES	1,000
HOPEFUL HEARTS, INC 14187 TR 263 CONESVILLE, OH 43811	NONE PC		ANIMAL RESCUE RELIEF PURPOSES	1,000
HUMANE EDUCATION SOCIETY CHATTANOOGA 212 N HIGHLAND PARK AVE. CHATTANOOGA, TN 37404	NONE PC		ANIMAL RESCUE RELIEF PURPOSES	20,400.
HUMANE SOCIETY OF CENTRAL ILLINOIS 423 KAYS DRIVE NORMAL, IL 61761	NONE PC		ANIMAL RESCUE RELIEF PURPOSES	1,000
HUMANE SOCIETY OF ROCHESTER&MONROE COUNTY 99 VICTOR ROAD FAIRPORT, NY 14450	NONE PC		ANIMAL RESCUE RELIEF PURPOSES	24,285.
HUMANE SOCIETY OF JEFFERSON COUNTY, WA 112 CRITTER LANE PORT TOWNSEND, WA 98338	NONE PC		ANIMAL RESCUE RELIEF PURPOSES	1,000

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

ATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
HUMANE SOCIETY OF TAMPA BAY 3607 N ARMENIA AVE TAMPA, FL 33607	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	15,000.
HUMANE SOCIETY OF THE BLACK HILLS 1820 E ST PATRICK STREET RAPID CITY, SD 57703	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
HUMANE SOCIETY OF THE PIKES PEAK REGION (HSPPR) 610 ABBOT LANE COLORADO SPRINGS, CO 80905	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
HUMANE SOCIETY OF TUOLUMNE COUNTY PO BOX 830 JAMESTOWN, CA 95327	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
INGHAM COUNTY ANIMAL CONTROL 600 CURTIS ST MASON, MI 48854	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
IT'S THE PITS 15696 OAKSTAND RD POWAY, CA 92064	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000

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FORM 9900EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
JOE JACKSON'S DOG WORLD 47 COUNTY ROAD 170 JEMISON, AL 35085	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
JUDY'S ARK 2222 BI-35 E PEARSALL, TX 78061	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
LAST CHANCE PET RESCUE, INC 534 EASTSIDE DRIVE WHITE BLUFF, TN 37187	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
LENAWEE HUMANE SOCIETY 705 WEST BEECHER STREET ADRIAN, MI 49221	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
LIBERTY HUMANE SOCIETY 235 JERSEY CITY BLVD JERSEY CITY, NJ 07305	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
LIFE SAVERS ANIMAL RESCUE 31132 ASPEN LANE POLSON, MT 59860	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
LOLLYPOP FARM, HUMANE SOCIETY OF GREATER ROCHESTER 99 VICTOR ROAD FAIRPORT, NY 14450	NONE	PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
LONGMONT HUMANE SOCIETY 9595 NELSON ROAD LONGMONT, CO 80501	NONE	PC	ANIMAL RESCUE RELIEF PURPOSES	1,000.
LOUISIANA ASPCA 1700 MARDI GRAS BLVD NEW ORLEANS, LA 70114	NONE	PC	ANIMAL RESCUE RELIEF PURPOSES	25,000.
LOWELL HUMANE SOCIETY 951 BROADWAY ST LOWELL, MA 01854	NONE	PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
LUCKY DAY ANIMAL RESCUE OF COLORADO 160 RIVER OAKS LANE BASALT, CO 81621	NONE	PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
LUV OF DOGS FUND 7841 E VIA DE BELLEZA SCOTTSDALE, AZ 85258	NONE	PC	ANIMAL RESCUE RELIEF PURPOSES	1,000

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

ATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MADISON COUNTY PET SHELTER, INC 2075 MADISON 6555 HUNTSVILLE, AR 72740	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000.
MERCY FUND ANIMAL RESCUE 163 BURLESON RD MARION, NC 28752	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
MIAMI VALLEY PIT CREW 3625 LISBON ST KETTERING, OH 45429	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
MIDAMERICA ROTTWEILER RESCUE PO BOX 277 HUXLEY, IA 50124	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
MONROE COUNTY ANIMAL LEAGUE PO BOX 343 UNION, WV 24986	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
MUTTVILLE 255 ALABAMA STREET SAN FRANCISCO, CA 94103	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	20,000

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

ATTACHMENT 9 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
NATIONAL ANATOLIAN SHEPHERD RESCUE NETWORK 1126 N COLE DR GILBERT, AZ 85234	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
NEW RATTITUDE RAT TERRIER RESCUE 2970 MARLIN CIRCLE ATLANTA, GA 30341	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
NORTH COAST GREYHOUND CONNECTION 116 CANTERBURY DRIVE FREMONT, OH 43420	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
NORTHERN CALIFORNIA WEIMARANER RESCUE PO BOX 1125 MIDDLETOWN, CA 95461	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000.
NW SHIBAS4LIFE RESCUE 16924 S BUCKNER CREEK RD BEAVERCREEK, OR 97004	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
NWAL HERDING DOG RESCUE, INC HC 73 BOX 23 ALDERSON, WV 24910	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000

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

ATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
OLIVE BRANCH HUMANE SOCIETY 7140 HWY 178 OLIVE BRANCH, MS 38654	NONE PC		ANIMAL RESCUE RELIEF PURPOSES	1,000
OREGON GREYHOUND ADOPTION 18816 RIVEN DELL COURT LAKE OSWEGO, OR 97034	NONE PC		ANIMAL RESCUE RELIEF PURPOSES	1,000.
OZARK HAVEN RESCUE 1433 CESSNA RD CABOOL, MO 65689	NONE PC		ANIMAL RESCUE RELIEF PURPOSES	1,000
P A W S PO BOX 1814 BRYSON CITY, NC 28713	NONE PC		ANIMAL RESCUE RELIEF PURPOSES	1,000
PASSION FOR PAWS, INC. 7512 WEST LAKE DRIVE WEST PALM BEACH, FL 33406	NONE PC		ANIMAL RESCUE RELIEF PURPOSES	1,000
PAWS & MORE 1004 1/2 W MADISON WASHINGTON, IA 52353	NONE PC		ANIMAL RESCUE RELIEF PURPOSES	1,000

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

ATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
PAWS OF DALE HOLLOW 99 CROCKETT LANE PALL MALL, TN 38577	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
PAMSBILITIES, HUMANE SOCIETY OF GREATER AKRON 7996 DARROW ROAD TWINSBURG, OH 44087	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
PEACEFUL PASSINGS 2856 CLOVERDALE RD BREMO BLUFF, VA 23022	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
PET ALLIES INC 4050 S WHITE MOUNTAIN ROAD SHOW LOW, AZ 85901	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
PETS ARE GODS CREATURES TOO 2009 BRADLEY LANE RUSSELLVILLE, AR 72801	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
POCAHONTAS HUMANE SOCIETY 410 SECOND AVENUE MARLINTON, WV 24954	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000

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

ATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
PORTSMOUTH HUMANE SOCIETY 4022 SEABOARD COURT PORTSMOUTH, VA 23701	NONE PC		ANIMAL RESCUE RELIEF PURPOSES	1,000
PRECIOUS PUPS RESCUE 16 LINCOLN AVE LAKE RONKONKOMA, NY 11779	NONE PC		ANIMAL RESCUE RELIEF PURPOSES	1,000
PUPS RESCUE 3869 SILVANA LANE STOCKTON, CA 95212	NONE PC		ANIMAL RESCUE RELIEF PURPOSES	1,000
RAINBOW ANIMAL RESCUE, INC 7701 HALPRIN DRIVE NORFOLK, VA 23518	NONE PC		ANIMAL RESCUE RELIEF PURPOSES	1,000
RAINBOW BRIDGE CAN WAIT ANIMAL RESCUE 526 E OKLAHOMA CARNEGIE, OK 75015	NONE PC		ANIMAL RESCUE RELIEF PURPOSES	1,000
RED PAW EMERGENCY RELIEF TEAM 1328 SOUTH 24TH STREET PHILADELPHIA, PA 19146	NONE PC		ANIMAL RESCUE RELIEF PURPOSES	1,000

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FORM 9900PE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
REMEMBERING RUTHIE RESCUE INC 2158 CEDAR DR LAWRENCEVILLE, GA 30043	NONE PC		ANIMAL RESCUE RELIEF PURPOSES	1,000
RESPONSIBLE PET CARE OF OXFORD HILLS, INC 9 SWALLOW ROAD PARIS, ME 04281	NONE PC		ANIMAL RESCUE RELIEF PURPOSES	1,000.
RETRIEVERS AND FRIENDS OF SOUTHERN CALIFORNIA, INC P O BOX 1822 TEMECULA, CA 92593	NONE PC		ANIMAL RESCUE RELIEF PURPOSES	1,000
ROTTWEILER HEARTS RESCUE 816 WOOD CHAPEL LANE DURHAM, NC 27703	NONE PC		ANIMAL RESCUE RELIEF PURPOSES	1,000
RUSSELL RESCUE INC 4007 BIGBYVILLE ROAD COLUMBIA, TN 38401	NONE PC		ANIMAL RESCUE RELIEF PURPOSES	1,000
SAVE A PET INC P O BOX 933 FORSYTH, GA 31029	NONE PC		ANIMAL RESCUE RELIEF PURPOSES	1,000

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

ATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
SAVE, A FRIEND TO HOMELESS ANIMALS 900 HERRONTOWN ROAD PRINCETON, NJ 08540	NONE PC		ANIMAL RESCUE RELIEF PURPOSES	1,000
SAVE-A-PET 608 ROUTE 112 PORT JEFFERSON, NY 11776	NONE PC		ANIMAL RESCUE RELIEF PURPOSES	1,000
SEBASTIAN COUNTY HUMANE SOCIETY 3800 KELLEY HIGHWAY FORT SMITH, AR 72904	NONE PC		ANIMAL RESCUE RELIEF PURPOSES	1,000
SECOND CHANCE SHELTER 130 COUNTY ROAD 398 BOAZ, AL 35957	NONE PC		ANIMAL RESCUE RELIEF PURPOSES	1,000
SENIOR DOGS 4 SENIORS 1109 BABLER FOREST COURT CHESTERFIELD, MO 63005	NONE PC		ANIMAL RESCUE RELIEF PURPOSES	1,000
SHAR-PEI RESCUE OF VIRGINIA, INC 1702 CENTRAL AVE. BARNEGAT LIGHT, NJ 08006	NONE PC		ANIMAL RESCUE RELIEF PURPOSES	1,000

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

ATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SHELTIE RESCUE OF CENTRAL INDIANA 5812 E NEW YORK ST INDIANAPOLIS, IN 46219	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
SHEYENNE VALLEY FRIENDS OF ANIMALS PO BOX 432 VALLEY CITY, ND 58072	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
SIBERIAN HUSKY ASSIST 106 BRISTOL VIEW DRIVE BRISTOL, VA 24201	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
SOUTH WOOD COUNTY HUMANE SOCIETY 3621 64TH ST N WISCONSIN RAPIDS, WI 54494	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
SPICER- SPECIAL PETS IN CARING ENVIRONMENTS RESCUE 103 WEST 3RD STREET ALBURTIS, PA 18011	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000.
TANKS, INC 633 TARPON AVE SARASOTA, FL 34237	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000

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

ATTACHMENT 9 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
TERREBONNE PARISH ANIMAL SHELTER 131 PLANT RD HOUMA, LA 70363	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
THE CENTRAL PENNSYLVANIA HUMANE SOCIETY 1837 EAST PLEASANT VALLEY BLVD. ALTOONA, PA 16602	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
THE NEST 5993 ROBINSON ROAD BLOOMINGTON, IN 47408	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
THE PEPPER FOUNDATION 3940 LAUREL CANYON BLVD # 735 STUDIO CITY, CA 91604	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000
THE PET RESCUE CENTER 25800 JERONIMO RD SUITE 100 MISSION VIEJO, CA 92691	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	1,000.
THOMAS O'CONNOR FOUNDATION 627 COTTAGE STREET SPRINGFIELD, MA 01104	NONE PC	ANIMAL RESCUE RELIEF PURPOSES	23,322

FORM 990BE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 9 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>		<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
TREASURED TAILS CANINE RESCUE 22181 LOCH LOMOND DR CANYON LAKE, CA 92587	NONE		ANIMAL RESCUE RELIEF PURPOSES	1,000
PC				
TRI COUNTY HUMANE SOCIETY 21287 BOCA RIO ROAD BOCA RATON, FL 33433	NONE		ANIMAL RESCUE RELIEF PURPOSES	1,000
PC				
TRI-CITY ANIMAL SANCTUARY 2626 EICHMAN POTEET, TX 78065	NONE		ANIMAL RESCUE RELIEF PURPOSES	1,000
PC				
WESTERN MISSOURI BASSET RESCUE, INC 7715 BOOTH AVE KANSAS CITY, MO 64138	NONE		ANIMAL RESCUE RELIEF PURPOSES	1,000
PC				
WESTERN PA HUMANE SOCIETY 1101 WESTERN AVENUE PITTSBURGH, PA 15233	NONE		ANIMAL RESCUE RELIEF PURPOSES	1,000
PC				
WHITMAN COUNTY HUMANE SOCIETY 1340 SE OLD MOSCOW ROAD PULLMAN, WA 99163	NONE		ANIMAL RESCUE RELIEF PURPOSES	1,000
PC				

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

ATTACHMENT 9 (CONT'D)

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

WIRE FOX TERRIER RESCUE MIDWEST
13046 W 185TH STREET
MORENA, IL 60448

NONE
PC

ANIMAL RESCUE RELIEF PURPOSES

1,000

TOTAL CONTRIBUTIONS PAID

395,182

**Application for Extension of Time To File an
Exempt Organization Return**

OMB No. 1545-1709

► **File a separate application for each return.**
 ► **Information about Form 8868 and its instructions is at www.irs.gov/form8868.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **X**
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

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

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

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

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only ☐

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

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
	THE PEDIGREE FOUNDATION	26-1121498
	Number, street, and room or suite no. If a P.O. box, see instructions	Social security number (SSN)
	315 COOL SPRING BLVD	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	FRANKLIN, TN 37067-1632	

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

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ► SARAH SADLOWSKI

Telephone No. ► 615 628-5061

FAX No. ►

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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15, 2014, to file the exempt organization return for the organization named above. The extension is for the organization's return for
 ► ☒ calendar year 2013 or
 ► ☐ tax year beginning _____, 20____, and ending _____, 20____.

2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a \$	300.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b \$	0
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c \$	300.

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form **8868** (Rev. 1-2014)

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

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1)

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

Type or print	Enter filer's identifying number, see instructions	
	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	THE PEDIGREE FOUNDATION	26-1121498
	Number, street, and room or suite no. If a P O box, see instructions	Social security number (SSN)
File by the due date for filing your return. See instructions	315 COOL SPRING BLVD	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	FRANKLIN, TN 37067-1632	

Enter the Return code for the return that this application is for (file a separate application for each return) **04**

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

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

- The books are in the care of ► SARAH SADLOWSKI

Telephone No ► 615 628-5061

Fax No ►

- If the organization does not have an office or place of business in the United States, check this box. ☐

- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) If this is for the whole group, check this box. ☐ . If it is for part of the group, check this box. ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until 11/17, 2014.

5 For calendar year 2013, or other tax year beginning , 20 , and ending , 20

6 If the tax year entered in line 5 is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period7 State in detail why you need the extension ADDITIONAL TIME IS NEEDED TO GATHER INFORMATION IN ORDER TO FILE A COMPLETE AND ACCURATE TAX RETURN.

8a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a \$	300.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b \$	300.
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c \$	0

Signature and Verification must be completed for Part II only.

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

Signature ►

Title ►

CPA

Date ►

07/23/14

Form 8868 (Rev. 1-2014)