

**Return of Private Foundation**  
**or Section 4947(a)(1) Nonexempt Charitable Trust**  
**Treated as a Private Foundation**

Department of the Treasury  
 Internal Revenue Service

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

**Open to Public Inspection**

For calendar year 2012 or tax year beginning

04/01, 2012, and ending

03/31, 2013

Name of foundation <b>PETER G. PETERSON FOUNDATION</b>		<b>A Employer identification number</b> 26-0316905
Number and street (or P.O. box number if mail is not delivered to street address) <b>888-C EIGHTH AVENUE BOX #144</b>	Room/suite	<b>B Telephone number (see instructions)</b> (212) 542-9200
City or town, state, and ZIP code <b>NEW YORK, NY 10019</b>		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>
<b>G</b> Check all that apply:		<b>D</b> 1. Foreign organizations, check here <input type="checkbox"/>
<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity	2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<input type="checkbox"/> Final return	<input checked="" type="checkbox"/> Amended return	<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change	<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
<b>H</b> 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		
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$ 484,815,258.</b>	<b>J</b> Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Part I Analysis of Revenue and Expenses</b> (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)				
<b>Revenue</b>				
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments	311.	311.		ATCH 1
4 Dividends and interest from securities	1,299,898.	6,834,272.		ATCH 2
5a Gross rents		-11,507.		
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	10,041,710.			
b Gross sales price for all assets on line 6a	10,041,710.			
7 Capital gain net income (from Part IV, line 2)		14,665,029.		
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 3	17,137.	3,807,714.		
12 <b>Total.</b> Add lines 1 through 11	11,359,056.	25,295,819.		
<b>Operating and Administrative Expenses</b>				
13 Compensation of officers, directors, trustees, etc.	526,663.			526,663.
14 Other employee salaries and wages	1,498,618.			1,498,618.
15 Pension plans, employee benefits	557,772.			497,772.
16a Legal fees (attach schedule) ATCH 4	116,787.			87,471.
b Accounting fees (attach schedule) ATCH 5	107,023.			127,023.
c Other professional fees (attach schedule) *	2,286,893.	1,365,019.		1,194,032.
17 Interest ATCH 7		239,753.		
18 Taxes (attach schedule) (see instructions) ATCH 8	868,294.	103,113.		2,345.
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings	154,743.			159,307.
22 Printing and publications	101,671.			101,422.
23 Other expenses (attach schedule) ATCH 9	3,293,632.	3,034,524.		3,261,413.
24 <b>Total operating and administrative expenses.</b> Add lines 13 through 23	9,512,096.	4,742,409.		7,456,066.
25 Contributions, gifts, grants paid	13,065,984.			8,871,984.
26 <b>Total expenses and disbursements.</b> Add lines 24 and 25	22,578,080.	4,742,409.	0	16,328,050.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-11,219,024.			
b <b>Net investment income</b> (if negative, enter -0-)		20,553,410.		
c <b>Adjusted net income</b> (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		23,531,986.	5,580,620.	5,580,620.
	2	Savings and temporary cash investments				
	3	Accounts receivable	156,232.			
		Less: allowance for doubtful accounts		45,670.	156,232.	156,232.
	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		502,625.	201,502.	201,502.
	10 a	Investments - U.S. and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule) ATCH 10		22,473,052.	25,634,030.	25,634,030.
	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 11		411,322,418.	453,159,985.	453,159,985.	
14	Land, buildings, and equipment: basis					
	Less: accumulated depreciation (attach schedule)					
15	Other assets (describe ATCH 12)		53,486.	82,889.	82,889.	
16	<b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I)		457,929,237.	484,815,258.	484,815,258.	
Liabilities	17	Accounts payable and accrued expenses		238,667.	332,744.	
	18	Grants payable		3,527,000.	7,721,000.	
	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 ATCH 13)		1,030,518.	1,693,041.	
	23	<b>Total liabilities</b> (add lines 17 through 22)		4,796,185.	9,746,785.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted		453,133,052.	475,068,473.	
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg., and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
30	<b>Total net assets or fund balances</b> (see instructions)		453,133,052.	475,068,473.		
31	<b>Total liabilities and net assets/fund balances</b> (see instructions)		457,929,237.	484,815,258.		

**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	453,133,052.
2	Enter amount from Part I, line 27a	2	-11,219,024.
3	Other increases not included in line 2 (itemize) ATCH 14	3	33,154,445.
4	Add lines 1, 2, and 3	4	475,068,473.
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	475,068,473.

**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.)
<b>1a</b> SEE PART IV SCHEDULE					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
(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)		
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
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))		
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>2</b> Capital gain net income or (net capital loss) <span style="font-size: 2em;">{</span> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 <span style="font-size: 2em;">}</span>			<b>2</b>	14,665,029.	
<b>3</b> 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 <span style="font-size: 2em;">}</span>			<b>3</b>	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))
2011	13,772,671.	428,616,147.	0.032133
2010	20,315,104.	447,978,908.	0.045348
2009	14,663,221.	393,579,327.	0.037256
2008	18,945,884.	189,516,449.	0.099970
2007	256,655.	45,945,312.	0.005586
<b>2</b> Total of line 1, column (d)			<b>2</b> 0.220293
<b>3</b> 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			<b>3</b> 0.044059
<b>4</b> Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			<b>4</b> 487,944,532.
<b>5</b> Multiply line 4 by line 3			<b>5</b> 21,498,348.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)			<b>6</b> 205,534.
<b>7</b> Add lines 5 and 6			<b>7</b> 21,703,882.
<b>8</b> 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.			<b>8</b> 16,328,050.

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

Table with 11 rows for excise tax calculations. Includes items like 'Exempt operating foundations', 'Domestic foundations that meet the section 4940(e) requirements', and 'Tax based on investment income'. Total tax due is 204,944.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions like 'During the tax year, did the foundation attempt to influence any national, state, or local legislation?' and 'Has the foundation engaged in any activities that have not previously been reported to the IRS?'. Includes 'Yes' and 'No' columns.

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.PGPF.ORG
14 The books are in care of PETER G. PETERSON FOUNDATION Telephone no. 212-542-9200
Located at 888-C EIGHTH AVENUE BOX #144 NEW YORK, NY ZIP+4 10019
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here . . . . . 15 N/A
16 At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? . . . . . 16 Yes No X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country

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

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

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 X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . . Yes X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . . . X Yes No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . . . X 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 X 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 X No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? . . . . . 1b X
Organizations relying on a current notice regarding disaster assistance check here . . . . .
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012? . . . . . 1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? . . . . . Yes X 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 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.
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . . Yes X No
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.) . . . . . 3b N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? . . . . . 4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012? . . . . . 4b X

**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  No  
 Organizations relying on a current notice regarding disaster assistance check here

**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?  Yes  No  
 If "Yes," attach the statement required by Regulations section 53.4945-5(d). ATCH 15

**6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?  Yes  No

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  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  No

**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?  Yes  No

	5b	X
	6b	X
	7b	N/A

**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 16		526,663.	83,990.	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
ATCH 17		737,344.	85,494.	0

**Total number of other employees paid over \$50,000**  Yes  No 9

**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
ATCH 18		1,999,188.
<b>Total number of others receiving over \$50,000 for professional services</b>		9

**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 GRANTS AND GRANT-MAKING - SEE ATTACHMENT 21	13,711,712.
2 EDUCATION, AWARENESS, AND ENGAGEMENT - SEE ATTACHMENT 21	4,730,744.
3 POLICY RESEARCH AND ANALYSIS - SEE ATTACHMENT 21	791,800.
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	
<b>Total. Add lines 1 through 3</b>	

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	76,954,966.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	28,669,040.
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	389,751,153.
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	495,375,159.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	495,375,159.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	7,430,627.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	487,944,532.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	24,397,227.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	24,397,227.
<b>2a</b>	Tax on investment income for 2012 from Part VI, line 5	<b>2a</b>	411,068.
<b>b</b>	Income tax for 2012. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	411,068.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	23,986,159.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	23,986,159.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	23,986,159.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	16,328,050.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	16,328,050.
<b>5</b>	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)	<b>5</b>	0
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	16,328,050.

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

**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7 . . . . .				23,986,159.
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only . . . . .			6,268,630.	
b Total for prior years: 20 10, 20 09, 20 08 . . . . .				
3 Excess distributions carryover, if any, to 2012:				
a From 2007 . . . . .				
b From 2008 . . . . .				
c From 2009 . . . . .				
d From 2010 . . . . .				
e From 2011 . . . . .				
f Total of lines 3a through e . . . . .				
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$ 16,328,050.				
a Applied to 2011, but not more than line 2a . . . . .			6,268,630.	
b Applied to undistributed income of prior years (Election required - see instructions) . . . . .				
c Treated as distributions out of corpus (Election required - see instructions) . . . . .				
d Applied to 2012 distributable amount . . . . .				10,059,420.
e Remaining amount distributed out of corpus . . . . .				
5 Excess distributions carryover applied to 2012 . . . . . (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 . . . . .				
b Prior years' undistributed income. Subtract line 4b from line 2b . . . . .				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed . . . . .				
d Subtract line 6c from line 6b. Taxable amount - see instructions . . . . .				
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instructions . . . . .				
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013 . . . . .				13,926,739.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . . . .				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . . . .				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a . . . . .		0		
10 Analysis of line 9:				
a Excess from 2008 . . . . .				
b Excess from 2009 . . . . .				
c Excess from 2010 . . . . .				
d Excess from 2011 . . . . .				
e Excess from 2012 . . . . .				

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

NOT APPLICABLE

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

Empty box for ruling date

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

4942(j)(3) or 4942(j)(5)

Table with 5 columns: (a) 2012, (b) 2011, (c) 2010, (d) 2009, (e) Total. Rows include 2a-e (Qualifying distributions) and 3a-c (Alternative tests).

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).

PETER G. PETERSON

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.

N/A

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.

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

ATCH 19

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

N/A

c Any submission deadlines:

INQUIRIES ARE ACCEPTED AT ANY TIME DURING THE YEAR.

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

SEE ATTACHMENT 20

**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
<b>a</b> Paid during the year SEE ATTACHMENT 22			SEE ATTACHMENT 22	8,871,984.
<b>Total</b> .....				<b>▶ 3a</b> 8,871,984.
<b>b</b> Approved for future payment SEE ATTACHMENT 23			SEE ATTACHMENT 23	7,721,000.
<b>Total</b> .....				<b>▶ 3b</b> 7,721,000.





**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)	
1,107,258.		ST CAPITAL GAIN FROM K-1S					VARIOUS 1,107,258.	VARIOUS
3,516,061.		LT CAPITAL GAIN FROM K-1S					VARIOUS 3,516,061.	VARIOUS
12,861.		MANAGED ACCOUNT - SHORT TERM					VARIOUS 12,861.	VARIOUS
388,103.		MANAGED ACCOUNT - LONG TERM					VARIOUS 388,103.	VARIOUS
218,471.		UNALLOCATED GOLD					VARIOUS 218,471.	VARIOUS
8,071,816.		CAPITAL GAIN - OTHER SECURITIES					VARIOUS 8,071,816.	VARIOUS
94,299.		TOTAL ST CAPITAL GAIN DIVIDENDS					VARIOUS 94,299.	
1,256,160.		TOTAL LT CAPITAL GAIN DIVIDENDS					VARIOUS 1,256,160.	
TOTAL GAIN(LOSS) .....							<u>14665029.</u>	

FORM 990PF - GENERAL EXPLANATION ATTACHMENT

AMENDED RETURN STATEMENT

THE FOUNDATION HAS FILED THIS AMENDED RETURN IN ORDER TO REFLECT INCREASED INVESTMENT INCOME, WHICH INCLUDES ADDITIONAL CAPITAL GAINS AND OTHER INCOME THAT WAS RECENTLY IDENTIFIED BY THE FOUNDATION.

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 - BANKS	311.	311.
TOTAL	<u>311.</u>	<u>311.</u>

ATTACHMENT 2

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

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INTEREST AND DIVIDEND INCOME	1,299,898.	6,834,272.
TOTAL	<u>1,299,898.</u>	<u>6,834,272.</u>

FORM 990PF, PART I - OTHER INCOME

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
HONORARIUM	1,138.	
PRODUCTION INCOME	15,999.	15,999.
K-1 ORDINARY BUSINESS INCOME		375,735.
K-1 IRC SECTION 1256 LOSS		-301,564.
K-1 OTHER PORTFOLIO INCOME		716,172.
K-1 OTHER INCOME		2,873,815.
K-1 IRC SECTION 1250 GAIN		15,184.
K-1 IRC SECTION 1231 GAIN		112,254.
K-1 COD INCOME		60.
K-1 ROYALTY INCOME		59.
TOTALS	<u>17,137.</u>	<u>3,807,714.</u>

ATTACHMENT 4

FORM 990PF, PART I - LEGAL 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>
LEGAL FEES	116,787.			87,471.
TOTALS	<u>116,787.</u>			<u>87,471.</u>

ATTACHMENT 5

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>
AUDIT & ACCOUNTING FEES	107,023.			127,023.
TOTALS	<u>107,023.</u>			<u>127,023.</u>

ATTACHMENT 6

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
PUBLIC RELATIONS	63,207.		40,361.
INVESTMENT MANAGEMENT	1,064,000.	1,365,019.	
OTHER PROFESSIONAL FEES	721,640.		668,157.
INFORMATION TECHNOLOGY	243,873.		238,710.
HUMAN RESOURCES	194,173.		246,804.
TOTALS	<u>2,286,893.</u>	<u>1,365,019.</u>	<u>1,194,032.</u>

FORM 990PF, PART I - INTEREST EXPENSE

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INVESTMENT INTEREST EXPENSE		239,753.
TOTALS		<u>239,753.</u>

ATTACHMENT 8

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
TAX EXPENSE	868,294.		2,345.
FOREIGN TAXES		103,113.	
TOTALS	<u>868,294.</u>	<u>103,113.</u>	<u>2,345.</u>

ATTACHMENT 9

FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
MEDIA SPONSORSHIPS & ADVERT	1,096,916.		1,087,592.
OTHER PROGRAM EXPENSES	1,860,844.		1,868,710.
OTHER MISC. EXPENSES	335,872.		305,111.
K-1 PORTFOLIO DEDUCTIONS		1,403.	
K-1 PORTFOLIO DEDUCTIONS - 2%		2,359,232.	
K-1 OTHER DEDUCTIONS		643,783.	
K-1 SECTION 59 (E)(2) EXP		29,909.	
K-1 CHARITABLE CONTRIBUTIONS		179.	
K-1 ROYALTY DEDUCTIONS		18.	
TOTALS	<u>3,293,632.</u>	<u>3,034,524.</u>	<u>3,261,413.</u>

ATTACHMENT 10FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
TE CONNECTIVITY LTD REG SHS	1,467,550.	1,467,550.
AGILENT TECHNOLOGIES INC COM	1,124,796.	1,124,796.
AIR PRODUCTS & CHEMICALS INC	2,090,880.	2,090,880.
BAKER HUGHES INC	2,598,960.	2,598,960.
BOEING COMPANY	1,201,900.	1,201,900.
DEVON ENERGY CORP NEW COM	1,252,524.	1,252,524.
EQT CORPORATION COM		
FEDEX CORP COM	2,455,000.	2,455,000.
MOLEX INC	146,400.	146,400.
MOLEX INC CLASS A	60,300.	60,300.
PERKINELMER INC COM	504,600.	504,600.
PRAXAIR INC	501,930.	501,930.
ROCKWELL COLLINS INC COM		
MOHAWK IND	169,680.	169,680.
3M CO COM	2,083,676.	2,083,676.
SOUTHWEST AIRLINES CO	876,200.	876,200.
UNITED PARCEL SVC INC CL B	2,577,000.	2,577,000.
LENNOX INTL INC COM	444,430.	444,430.
HOME DEPOT INC	628,020.	628,020.
LOWE'S COMPANIES INC	3,033,600.	3,033,600.
SOUTHWESTERN ENERGY CO		
WHIRLPOOL CORP	2,416,584.	2,416,584.
TOTALS	<u>25,634,030.</u>	<u>25,634,030.</u>

ATTACHMENT 11FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
SILCHESTER INTL INVESTORS	12,945,789.	12,945,789.
HIGHFIELDS CAPITAL IV LP	20,990,075.	20,990,075.
FARALLON CAP INST PARTNERS LP	10,206,613.	10,206,613.
TPG-AXON PARTNERS OFFSHORE LTD	279,487.	279,487.
CANYON BALANCED FUND (CAYMAN)	9,387,915.	9,387,915.
TACONIC OPP OFFSHORE FD LTD		
MERCHANT'S GATE OFFSHORE FUND	12,504,455.	12,504,455.
ETON PARK OVERSEAS FUND LTD	2,680,519.	2,680,519.
GSO SP SITUATIONS OVERSEAS FD	8,788,838.	8,788,838.
BROOKSIDE CAYMAN LTD	99,419.	99,419.
FORTRESS CREDIT OPP. FD (B) LP	6,332,967.	6,332,967.
CENTERBRIDGE CREDIT PTRS TE,LP	17,320,067.	17,320,067.
GS VINTAGE FUND V OFFSHORE LP	7,139,855.	7,139,855.
GENERAL ATLANTIC INV PTRS I LP	26,155,079.	26,155,079.
BAUPOST VALUE PARTNERS LP IV	19,841,297.	19,841,297.
WELSH CARSON ANDERSON STOWE XI	7,805,902.	7,805,902.
KING STREET CAPITAL LTD	337,676.	337,676.
CHILTON GNR INTL LTD		
CEDAR ROCK CAPITAL PARTNERS	23,386,446.	23,386,446.
CYRUS SELECT OPP. FUND LTD	12,993,062.	12,993,062.
DOUBLELINE TOTAL RETURN BD FD	13,584,820.	13,584,820.
CHILTON CHINA OPPORTUNITIES LP		
CHILTON PAN ASIA PACIFIC FUND		
ENCAP ENERGY CAP FD IX, LP	31,414.	31,414.
SAMLYN LTD	497,540.	497,540.
LCP VII (OFFSHORE), LP	3,146,471.	3,146,471.
GOLUB CAPITAL PARTNERS VIII LP	5,143,655.	5,143,655.
WHITE DEER ENERGY LP II	29,656.	29,656.
ANCHORAGE CAPITAL PARTNERS		
CONVEXITY CAPITAL OFFSHORE LP	12,478,113.	12,478,113.
SWIFTCURRENT OFFSHORE LTD	8,563,590.	8,563,590.
ACACIA CONSERVATION OFFSHORE	11,414,317.	11,414,317.
AXIAL CAPITAL LTD		

ATTACHMENT 11 (CONT'D)FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
UNALLOCATED GOLD	15,499,704.	15,499,704.
JP MORGAN SHORT DURATION	22,233,815.	22,233,815.
SENATOR GLOBAL OPP OFFSHORE FD	12,033,477.	12,033,477.
EQUINOX FUND INTERNATIONAL LTD	4,725,757.	4,725,757.
GAOLING FEEDER FUND LTD	2,444,361.	2,444,361.
PASSPORT OFFSHORE LTD	576,460.	576,460.
ROUTE ONE OFFSHORE FUND	7,350,355.	7,350,355.
ELLIOT INTERNATIONAL LTD	13,061,513.	13,061,513.
SPINNAKER GLOBAL EMERGING MKT	11,199,000.	11,199,000.
BREVAN HOWARD EMER MKT STR FD	8,106,677.	8,106,677.
TRIDENT V LP	1,379,082.	1,379,082.
CAMCAP RESOURCES OFFSHORE FUND		
ENCAP ENERGY CAPITAL FD VIII-B	3,728,588.	3,728,588.
GARRISON REAL ESTATE FD II LP	8,282,162.	8,282,162.
LONE CASCADE LP	19,546,166.	19,546,166.
RIVA CAPITAL PARTNERS III LP	2,984,051.	2,984,051.
SFC ENERGY PARTNERS IIB LP	2,266,119.	2,266,119.
HIGHBROOK INCOME PROP FUND LP	2,148,637.	2,148,637.
AMERICAN SECURITIES PTRS VI LP	2,958,360.	2,958,360.
DENHAM COMMODITY PTRS FD VI-A	1,191,635.	1,191,635.
ABRAMS CAPITAL PARTNERS II LP	7,489,394.	7,489,394.
OVERLOOK PARTNERS FUND LP	15,574,466.	15,574,466.
NGP NATURAL RESOURCES X LP	2,743,270.	2,743,270.
GMO QUALITY FUND III	27,590,196.	27,590,196.
PASSPORT SPECIAL OPPTS FUND LTD	3,961,703.	3,961,703.
TOTALS	<u>453,159,985.</u>	<u>453,159,985.</u>

ATTACHMENT 12

FORM 990PF, PART II - OTHER ASSETS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
SOFTWARE	82,889.	82,889.
TOTALS	<u>82,889.</u>	<u>82,889.</u>

FORM 990PF, PART II - OTHER LIABILITIES

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>
DEFERRED EXCISE TAX	1,693,041.
TOTALS	<u>1,693,041.</u>

ATTACHMENT 14

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

<u>DESCRIPTION</u>	<u>AMOUNT</u>
UNREALIZED GAIN OR LOSS - INVESTMENTS	33,154,445.
TOTAL	<u>33,154,445.</u>

FORM 990PF, PART VII-B, LINE 5C-EXPENDITURE RESPONSIBILITY STATEMENT

GRANTEE'S NAME: SEE EXHIBIT 1  
GRANTEE'S ADDRESS:  
CITY, STATE & ZIP:  
GRANT DATE:  
GRANT AMOUNT:  
GRANT PURPOSE:  
AMOUNT EXPENDED:  
ANY DIVERSION? NO  
DATES OF REPORTS:  
VERIFICATION DATE:  
RESULTS OF VERIFICATION:

**Form 990PF, Part VII-B, Line 5c – Expenditure Responsibility Statement**

**Grantee: Comeback America Initiative**  
**211 State Street, Suite 401**  
**Bridgeport, CT 06604**

Approved: 9/17/2010  
Amount: \$3,100,000  
Purpose: To support a new initiative over a three year period to address federal fiscal issues by engaging the public and assisting policymakers on a non-partisan basis to help solve America's long-term fiscal challenges.

Payments: \$600,000 on 10/1/2010  
\$500,000 on 2/25/2011  
\$500,000 on 9/13/2011  
\$500,000 on 2/29/2012  
\$600,000 on 9/14/2012  
\$400,000 on 3/21/2013

Expended: \$1,052,180 as of 8/31/2011  
\$2,100,000 as of 8/31/2012

Report Dates: 2/24/2011; 8/29/2011; 2/22/2012; 9/10/2012; 3/18/2013

Diversion: To the knowledge of the Foundation, based on narrative and financial reports, grant funds have been used exclusively for the original, charitable purposes of the grant.

Verification: The Foundation has not undertaken an investigation of the grantee's reports because it has no reason to believe that those reports are of dubious accuracy or reliability.

**Grantee: Concord Coalition**  
**1011 Arlington Blvd., Suite 300**  
**Arlington, VA 22209**

Approved: 12/1/2011  
Amount: \$57,500, plus \$11,927 in unexpended funds carried over from previous grant approved in FY11.

Purpose: To support the 2012 Peter G. Peterson Foundation Fiscal Internship Program.

Payments: \$27,500 on 12/5/2011  
\$30,000 on 5/23/2012

Expended: \$28,972 as of 4/30/2012  
\$59,180 as of 8/31/2012

Report Dates: 5/16/2012; 10/11/2012

Diversion: To the knowledge of the Foundation, based on narrative and financial reports, grant funds have been used exclusively for the original, charitable purposes of the grant.

Verification: The Foundation has not undertaken an investigation of the grantee's reports because it has no reason to believe that those reports are of dubious accuracy or reliability.

## EXHIBIT 1

**Grantee: Concord Coalition**  
**1011 Arlington Blvd., Suite 300**  
**Arlington, VA 22209**

Approved: 1/9/2012  
Amount: \$1,116,984  
Purpose: To support efforts to educate the public about the causes and consequences of federal budget deficits, the long-term challenges facing America's unsustainable entitlement programs, and how to build a sound foundation for economic growth.

Payments: \$250,000 on 1/31/2012  
\$250,000 on 4/30/2012  
\$37,000 on 5/7/2012  
\$250,000 on 6/28/2012  
\$49,973 on 7/18/2012  
\$113,259 on 10/10/2012  
\$100,000 on 12/18/2012  
\$66,752 on 1/10/2013

Expended: \$546,855 as of 3/31/2012  
\$1,169,362 as of 6/30/2012  
\$1,732,770 as of 9/30/2012  
\$2,252,054 as of 12/31/2012

Report Dates: 4/25/2012; 6/19/2012; 6/22/2012; 8/1/2012; 10/15/2012; 2/28/2013  
Diversion: To the knowledge of the Foundation, based on narrative and financial reports, grant funds have been used exclusively for the original, charitable purposes of the grant.  
Verification: The Foundation has not undertaken an investigation of the grantee's reports because it has no reason to believe that those reports are of dubious accuracy or reliability.

**Grantee: The Atlantic Monthly Group, Inc.**  
**The Watergate**  
**600 New Hampshire Ave., NW, 9th Floor**  
**Washington, DC 20037**

Approved: 4/13/2012  
Amount: \$50,000  
Purpose: To support \*The Atlantic's\* 2012 Health Care Forum  
Payment(s): \$50,000 on 4/20/2012  
Expended: \$50,785 as of 8/8/2012  
Report Dates: 8/8/2012  
Diversion: To the knowledge of the Foundation, based on narrative and financial reports, grant funds have been used exclusively for the original, charitable purposes of the grant.  
Verification: The Foundation has not undertaken an investigation of the grantee's reports because it has no reason to believe that those reports are of dubious accuracy or reliability.

**Grantee: Concord Coalition**  
**1011 Arlington Blvd., Suite 300**  
**Arlington, VA 22209**

Approved: 11/28/2012  
Amount: \$62,000, plus \$10,220 in unexpended funds carried over from previous grant approved in FY12.  
Purpose: To support the 2013 Peter G. Peterson Foundation Fiscal Internship Program.  
Payments: \$30,000 on 12/11/2012  
Expended: First report due after 3/31/2013  
Report Dates: First report due after 3/31/2013  
Diversion: First report due after 3/31/2013  
Verification: First report due after 3/31/2013

**Grantee: Concord Coalition**  
**1011 Arlington Blvd., Suite 300**  
**Arlington, VA 22209**

Approved: 3/14/2013  
Amount: \$2,150,000  
Purpose: To support efforts to educate the public about the causes and consequences of federal budget deficits, the long-term challenges facing America's unsustainable entitlement programs, and how to build a sound foundation for economic growth.  
Payments: \$60,000 on 2/5/2013  
\$76,500 on 2/25/2013  
\$68,500 on 3/11/2013  
\$400,000 on 3/22/2013  
\$75,000 on 3/26/2013  
Expended: First report due after 3/31/2013  
Report Dates: First report due after 3/31/2013  
Diversion: First report due after 3/31/2013  
Verification: First report due after 3/31/2013

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

ATTACHMENT 16

<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>
PETER G PETERSON 888-C EIGHTH AVENUE BOX #144 NEW YORK, NY 10019	DIRECTOR & CHAIRMAN, CEO 40.00	0	0	0
JOAN GANZ COONEY 888-C EIGHTH AVENUE BOX #144 NEW YORK, NY 10019	DIRECTOR 5.00	0	0	0
MICHAEL A PETERSON 888-C EIGHTH AVENUE BOX #144 NEW YORK, NY 10019	DIR & PRESIDENT, COO 40.00	0	0	0
MOSHE MANDELBAUM 888-C EIGHTH AVENUE BOX #144 NEW YORK, NY 10019	TREASURER 40.00	0	0	0
LORETTA UCELLI 888-C EIGHTH AVENUE BOX #144 NEW YORK, NY 10019	VP COMM & PUBLIC AFFAIRS 40.00	271,063.	43,610.	0
SUSAN TANAKA 888-C EIGHTH AVENUE BOX #144 NEW YORK, NY 10019	VP OF RESEARCH 40.00	255,600.	40,380.	0
	GRAND TOTALS	<u>526,663.</u>	<u>83,990.</u>	<u>0</u>

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEESATTACHMENT 17

<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>
DOUGLAS HAMILTON 888-C EIGHTH AVENUE BOX #144 NEW YORK, NY 10019	DIRECTOR OF RESEARCH 40.00	236,700.	35,430.	0
RIKARD TREIBER 888-C EIGHTH AVENUE BOX #144 NEW YORK, NY 10019	DIRECTOR OF GRANTS 40.00	154,125.	15,413.	0
MYRA SUNG 888-C EIGHTH AVENUE BOX #144 NEW YORK, NY 10019	DIR OF COMMUNICATION 40.00	139,269.	13,927.	0
EDMUND WALSH 888-C EIGHTH AVENUE BOX #144 NEW YORK, NY 10019	SENIOR SPEECH WRITER 40.00	130,525.	13,052.	0
AMY WASHBURN 888-C EIGHTH AVENUE BOX #144 NEW YORK, NY 10019	MANAGER OF EVENTS 40.00	76,725.	7,672.	0
	TOTAL COMPENSATION	<u>737,344.</u>	<u>85,494.</u>	<u>0</u>

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 18

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
EAST END ADVISORS 610 FIFTH AVENUE, SUITE 506 NEW YORK, NY 10020	INVESTMENT MGMT	1,064,000.
PURPOSE CAMPAIGNS, LLC 224 CENTRE STREET, 6TH FLOOR NEW YORK, NY 10013	PUBLIC ENGAGEMENT	382,500.
RATIONAL PR 1828 L STREET, NW, SUITE 640 WASHINGTON, DC 20036	COMMUNICATIONS	260,088.
GLOBAL STRATEGY GROUP, LLC 895 BROADWAY 5TH FLOOR NEW YORK, NY 10003	PUBLIC OPINION RSCH	175,577.
MITCHELL & TITUS, LLP ONE BATTERY PARK PLAZA NEW YORK, NY 10004	AUDIT & TAX SERVICES	117,023.
	TOTAL COMPENSATION	<u>1,999,188.</u>

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

INITIAL GRANT INQUIRIES ARE  
ACCEPTED VIA EMAIL TO  
INQUIRIES@PGPF.ORG

ATTACHMENT 20990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

PETER G. PETERSON FOUNDATION GENERAL GRANT ELIGIBILITY GUIDELINES:  
THE PETER G. PETERSON FOUNDATION:

- CONSIDERS GRANT REQUESTS WITH DIRECT RELEVANCE TO THE FOUNDATION'S PRIORITIES
  - GENERALLY AWARDS GRANTS TO U.S. BASED, TAX EXEMPT NONPROFIT ORGANIZATIONS
  - PREFERS TO PARTNER WITH ORGANIZATIONS THAT HAVE BEEN IN EXISTENCE 2+ YEARS
  - SEEKS PROPOSALS FROM ORGANIZATIONS THAT ARE REGIONAL OR NATIONAL IN SCOPE
- THE PETER G. PETERSON FOUNDATION DOES NOT PARTICIPATE IN ACTIVITIES PROHIBITED FOR PRIVATE FOUNDATIONS AND DOES NOT GENERALLY ENGAGE IN CERTAIN OTHER PRACTICES, INCLUDING, BUT NOT LIMITED TO:
- PROVIDING GENERAL OPERATING SUPPORT, UNRESTRICTED GRANTS OR FUNDING INDIRECT EXPENSES
  - PROVIDING GRANTS TO FOREIGN ORGANIZATIONS
  - PROVIDING CONTRIBUTIONS TO OTHER PRIVATE GRANT-MAKING FOUNDATIONS
  - DONATING TO INDIVIDUALS OR POLITICAL, SOCIAL OR FRATERNAL ORGANIZATIONS
  - CONTRIBUTING TO CAPITAL CAMPAIGNS, ANNUAL APPEALS, OR ONGOING SPONSORSHIPS
  - UNDERWRITING CHAIRS, ENDOWMENTS OR SCHOLARSHIPS SPONSORED BY ACADEMIC OR NONPROFIT INSTITUTIONS
  - FUNDING POLITICAL PARTIES OR ELECTION CAMPAIGNS
  - SUPPORTING RAFFLES, TELETHONS, WALK-A-THONS OR AUCTIONS
  - SUPPORTING OF INSTITUTIONS THAT DISCRIMINATE ON THE BASIS OF RACE, CREED, GENDER, NATIONAL ORIGIN, AGE, DISABILITY OR SEXUAL ORIENTATION IN POLICY OR PRACTICE.

**FOUNDATION ACTIVITIES**

The Peter G. Peterson Foundation's mission is to increase public awareness of the nature and urgency of key fiscal challenges threatening America's future, and to accelerate action on them. We work to bring Americans together to find and implement sensible, long-term solutions that transcend age, party lines, and ideological divides. We advance our mission through grant-making, education and awareness initiatives, and research and policy analysis.

**Grants and Grant-making**

The Foundation provides grants to fund a variety of projects and organizations that advance its mission. Grantees include research organizations, foundations, universities, associations, and other not-for-profit entities that engage in activities outlined under grant agreements with the Foundation. These grants support a range of education, engagement, and research projects and initiatives related to the nation's long-term fiscal challenges. A complete listing of our paid grants in fiscal year 2013 can be found in Attachment 22.

**Education, Awareness, and Engagement**

The Foundation's education, awareness, and engagement initiatives seek to improve Americans' understanding of our nation's long-term fiscal challenges and provide opportunities to participate in finding solutions. The Foundation produces information on fiscal policy topics for the general public; develops print, television, and digital media advertising; and issues policy research briefs and statements around key fiscal milestones. The Foundation enables broad discourse regarding fiscal and economic issues through its websites and social media. In addition, the Foundation convenes an annual Fiscal Summit and other events that bring together fiscal policy leaders, experts, and elected officials from across the political and ideological spectrum to discuss fiscal issues.

**Policy, Research, and Analysis**

The Foundation provides non-partisan research, analysis, and other data-driven information to help make the complex fiscal issues more understandable and meaningful to the public.

The Foundation conducts research and produces analyses that are incorporated into its education, awareness, and engagement activities. This material is made accessible on the Foundation's website and includes analyses of budget and economic issues, a library of charts and graphs, and primers and policy research briefs that explain the budget and budget process and related economic and demographic trends. The Foundation's research efforts are also reflected in speeches, articles, and presentations.

The Foundation's research and analysis covers various areas of the federal budget, including the budget process itself, the U.S. tax system, defense spending, and benefit programs. In addition, the Foundation's research focuses on the rapidly rising cost of health care in the United States, which is a primary driver of the unsustainable growth in federal debt over the long term.

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

<u>Recipient Name and Address</u>	<u>Foundation Status of Recipient</u>	<u>Purpose of Grant or Contribution</u>	<u>Amount</u>
American Action Forum 555 13th Street NW Suite 510 West Washington, DC 20004	509(a) (1)	Fiscal Solutions Phase II: Develop fiscal solutions proposals, including identification of top policy priorities for the new Administration and Congress, proposal implementation over the first ten years, and how the proposals address the "fiscal cliff."	\$150,000
The Atlantic Monthly Group, Inc. The Watergate 600 New Hampshire Ave., NW Washington, DC 20037	NC	To support <i>The Atlantic's</i> 2012 Health Care Forum.	\$50,000
Bipartisan Policy Center 1212 Eye Street NW, Suite 1000 Washington, DC 20005	509(a) (1)	To support a bipartisan effort to develop reforms to maintain or improve the quality of health care at lower costs, using Medicare claims data to increase understanding of the use of medical services and estimate the potential budgetary impact of proposed reforms.	\$570,000
Bipartisan Policy Center 1212 Eye Street NW, Suite 1000 Washington, DC 20005	509(a) (1)	Fiscal Solutions Phase II: Revise and update long-term fiscal solutions proposals, including identification of top policy priorities for the new Administration and Congress, proposal implementation over the first ten years, and how the proposals address the "fiscal cliff."	\$150,000
Center for American Progress 1333 H Street, NW, 10th Floor Washington, DC 20005	509(a) (1)	To support the 2012 annual convening of leading policymakers and thought leaders.	\$25,000
Center for American Progress 1333 H Street, NW, 10th Floor Washington, DC 20005	509(a) (1)	Fiscal Solutions Phase II: Revise and update long-term fiscal solutions proposals, including identification of top policy priorities for the new Administration and Congress, proposal implementation over the first ten years, and how the proposals address the "fiscal cliff."	\$150,000
Center for American Progress 1333 H Street, NW, 10th Floor Washington, DC 20005	509(a) (1)	To support the development of new policy ideas to contain federal and overall health care spending and improve the value and efficiency of Medicare and the health care system.	\$300,000

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

<u>Recipient Name and Address</u>	<u>Foundation Status of Recipient</u>	<u>Purpose of Grant or Contribution</u>	<u>Amount</u>
Center for Strategic & International Studies 1616 Rhode Island Ave. NW Washington, DC 20036	509(a)(1)	To support the Global Aging Initiative, a project exploring the long-term economic, social, and geopolitical implications of demographic trends in the United States and around the world.	\$50,000
Center for Strategic & International Studies 1616 Rhode Island Ave. NW Washington, DC 20036	509(a)(1)	To support the Strengthening of America - Our Children's Future Forum, a series of public events that stimulated dialogue between leading current and former government officials on the impact of America's long-term fiscal challenges on its economic and national security.	\$200,000
Clinton Global Initiative 1301 Avenue of the Americas, 37th Floor New York, NY 10019-6022	509(a)(3) - Type I	To support the development and execution of Up to Us, a nationwide campus competition empowering university students to create campaigns that educate and engage their peers on America's fiscal challenges and their impact on economic opportunity, investment in the future, and other concerns of future generations.	\$250,000
Clinton Global Initiative 1271 Avenue of the Americas, 42nd Floor New York, NY 10020	509(a)(3) - Type I	To support CGI America's 2012 meeting and discussions on how to improve the nation's long-term economic competitiveness.	\$250,000
Coalition to Transform Advanced Care c/o Healthsperien 1625 Eye Street NW, Suite 1210 Washington, DC 20006	509(a)(1)	To support the replication of health care models that ensure compassionate, coordinated care for individuals with advanced illness.	\$150,000
Comeback America Initiative 211 State Street, Suite 401 Bridgeport, CT 06604	Private Nonoperating Foundation	To support an initiative to address federal fiscal issues by engaging the public and assisting policymakers on a non-partisan basis to help solve America's long-term fiscal challenges.	\$1,000,000
Committee for a Responsible Federal Budget 1899 L Street, NW, Suite 400 Washington, DC 20036	509(a)(1)	To support efforts to advance responsible fiscal policy and budget process reform through outreach and engagement efforts.	\$1,500,000

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

<u>Recipient Name and Address</u>	<u>Foundation Status of Recipient</u>	<u>Purpose of Grant or Contribution</u>	<u>Amount</u>
Concord Coalition Corp 1011 Arlington Blvd., Suite 300 Arlington, VA 22209	Private Foundation	To support the Peter G. Peterson Foundation Fiscal Internship Program.	\$60,000
Concord Coalition Corp 1011 Arlington Blvd., Suite 300 Arlington, VA 22209	Private Foundation	To support efforts to educate the public about the causes and consequences of federal budget deficits, the long-term challenges facing America's unsustainable entitlement programs, and how to build a sound foundation for economic growth.	\$1,546,984
Corporation for the Advancement of Policy Evaluation 600 Alexander Park Princeton, NJ 08540	509(a)(1)	To support an event convening health policy experts from the public and private sectors to discuss the broad trends shaping the health care system and their impact on the nation's economic and fiscal outlook.	\$35,000
Economic Policy Institute 1333 H Street, NW, Suite 300, East Tower Washington, DC 20005	509(a)(1)	Fiscal Solutions Phase II: Revise and update long-term fiscal solutions proposals, including identification of top policy priorities for the new Administration and Congress, proposal implementation over the first ten years, and how the proposals address the "fiscal cliff."	\$150,000
Economic Policy Institute 1333 H Street, NW, Suite 300, East Tower Washington, DC 20005	509(a)(1)	To support research and analysis of public investment and taxes.	\$25,000
Fund for Public Advocacy Office of the New York City Public Advocate 1 Centre Street, 15th Floor New York, NY 10007	509(a)(1)	To support the Long-Term Liabilities Roundtable Discussion Series, a series of events engaging members of the public, government officials, and other key stakeholders in dialogue on New York City's long-term liabilities and their impact on its fiscal and economic outlook.	\$25,000
The Heritage Foundation 214 Massachusetts Avenue, NW Washington, DC 20004	509(a)(1)	Fiscal Solutions Phase II: Revise and update long-term fiscal solutions proposals, including identification of top policy priorities for the new Administration and Congress, proposal implementation over the first ten years, and how the proposals address the "fiscal cliff."	\$150,000

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

<u>Recipient Name and Address</u>	<u>Foundation Status of Recipient</u>	<u>Purpose of Grant or Contribution</u>	<u>Amount</u>
Hope Street Group P.O. Box 572036 Tarzana, CA 91357	509(a)(1)	To support an event that convenes policymakers, business leaders, and stakeholder organizations to build common ground on economic policy.	\$25,000
Independent Sector 1602 L Street, NW, Suite 900 Washington, DC 20036-5682	509(a)(1)	To support a conference convening nonprofit leaders to discuss public policy challenges and opportunities facing the nonprofit sector.	\$10,000
NABE Foundation of the National Association for Business Economics 1233 20th Street NW, Suite 505 Washington, DC 20036-2365	509(a)(3) - Type I	To support a 2012 national event convening policymakers and business leaders to discuss fiscal and economic issues.	\$20,000
NABE Foundation of the National Association for Business Economics 1233 20th Street NW, Suite 505 Washington, DC 20036-2365	509(a)(3) - Type I	To support a 2013 national event addressing the nexus of economics, business, and policymaking.	\$15,000
National Academy of Social Insurance 1776 Massachusetts Avenue, NW, Suite 615 Washington, DC 20036	509(a)(1)	To support an event honoring the public service of former economic and fiscal policymakers.	\$15,000
National Academy of Social Insurance 1776 Massachusetts Avenue, NW, Suite 615 Washington, DC 20036	509(a)(1)	To support a conference regarding Medicare and Social Security issues.	\$10,000
Net Impact 150 Spear Street, Suite 500 San Francisco, CA 94105	509(a)(1)	To support the development and execution of Up to Us, a nationwide campus competition empowering university students to create campaigns that educate and engage their peers on America's fiscal challenges and their impact on economic opportunity, investment in the future, and other concerns of future generations.	\$360,000
New America Foundation 1899 L Street, NW Suite 400 Washington, DC 20036	509(a)(1)	To support the Moment of Truth Project at the Committee for a Responsible Federal Budget to advance responsible fiscal policy and budget process reform through outreach and engagement efforts.	\$150,000

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

<u>Recipient Name and Address</u>	<u>Foundation Status of Recipient</u>	<u>Purpose of Grant or Contribution</u>	<u>Amount</u>
The Nuclear Threat Initiative 1747 Pennsylvania Ave, NW 7th Floor Washington, DC 20006	509(a)(1)	To support the second edition of the Nuclear Materials Security Index, a benchmarking project of nuclear materials security conditions on a country-by-country basis, along with the "Global Dialogue on Nuclear Security Priorities" forum.	\$225,000
Project HOPE 7500 Old Georgetown Road, Suite 600 Bethesda, MD 20814	509(a)(1)	To support a Health Affairs conference and related articles to address health care costs in the federal budget.	\$25,000
Research Foundation of the City University of New York 230 West 41st Street, 7th Floor New York, NY 10036	509(a)(1)	To support a comprehensive analysis of the fiscal challenges faced by six heavily populated states and the development of recommendations to improve their long-term fiscal sustainability.	\$100,000
Research Foundation of the City University of New York 230 West 41st Street, 7th Floor New York, NY 10036	509(a)(1)	To support dialogue among stakeholders on state-level fiscal challenges and potential solutions.	\$130,000
Stanford University Stanford University Development Services 326 Galvez Street Stanford, CA 94305	509(a)(1)	To support the Stanford Clinical Excellence Research Center's efforts to identify and evaluate health care providers whose innovations result in high quality health care at lower costs.	\$300,000
Henry L. Stimson Center 1111 19th Street, NW 12th Floor Washington, DC 20036	509(a)(1)	To support an analysis of alternative defense strategy and mission choices as part of the Budgeting for Foreign Affairs and Defense program.	\$350,000
Teachers College Columbia University 525 West 120th Street Box 21, 422 Thompson Hall New York, NY 10027	509(a)(1)	To support promotion, implementation and evaluation of a new curriculum to help high school students understand the facts, significance and consequences of the nation's fiscal challenges.	\$350,000
			<u><u>\$8,871,984</u></u>

**FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT**

<u>Recipient Name and Address</u>	<u>Foundation Status of Recipient</u>	<u>Purpose of Grant or Contribution</u>	<u>Amount</u>
Bipartisan Policy Center 1212 Eye Street NW, Suite 1000 Washington, DC 20005	509(a)(1)	To support a bipartisan effort to develop reforms to maintain or improve the quality of health care at lower costs, using Medicare claims data to increase understanding of the use of medical services and estimate the potential budgetary impact of proposed reforms.	\$100,000
Center for American Progress 1333 H Street, NW, 10th Floor Washington, DC 20005	509(a)(1)	To support the development of new policy ideas to contain federal and overall health care spending and improve the value and efficiency of Medicare and the health care system, and advance these ideas through outreach, education, and partnerships with policymakers and stakeholders.	\$100,000
Clinton Global Initiative 1301 Avenue of the Americas, 37th Floor New York, NY 10019-6022	509(a)(3) - Type I	To support the development and execution of Up to Us, a nationwide campus competition empowering university students to create campaigns that educate and engage their peers on America's fiscal challenges and their impact on economic opportunity, investment in the future, and other concerns of future generations.	\$250,000
Coalition to Transform Advanced Care c/o Healthsperien 1625 Eye Street NW, Suite 1210 Washington, DC 20006	509(a)(1)	To support the replication of health care models that ensure compassionate, coordinated care for individuals with advanced illness.	\$200,000
Committee for a Responsible Federal Budget 1899 L Street, NW, Suite 400 Washington, DC 20036	509(a)(1)	To support efforts to advance responsible fiscal policy and budget process reform through outreach and engagement efforts.	\$3,500,000
Concord Coalition Corp 1011 Arlington Blvd., Suite 300 Arlington, VA 22209	Private Foundation	To support the Peter G. Peterson Foundation Fiscal Internship Program.	\$32,000
Concord Coalition Corp 1011 Arlington Blvd., Suite 300 Arlington, VA 22209	Private Foundation	To support efforts to educate the public about the causes and consequences of federal budget deficits, the long-term challenges facing America's unsustainable entitlement programs, and how to build a sound foundation for economic growth.	\$1,470,000

**FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT**

<u>Recipient Name and Address</u>	<u>Foundation Status of Recipient</u>	<u>Purpose of Grant or Contribution</u>	<u>Amount</u>
Economic Policy Institute 1333 H Street, NW, Suite 300, East Tower Washington, DC 20005	509(a)(1)	To support research and analysis of public investment and taxes.	\$75,000
Net Impact 150 Spear Street Suite 500 San Francisco, CA 94105	509(a)(1)	To support the development and execution of Up to Us, a nationwide campus competition empowering university students to create campaigns that educate and engage their peers on America's fiscal challenges and their impact on economic opportunity, investment in the future, and other concerns of future generations.	\$90,000
The Nuclear Threat Initiative 1747 Pennsylvania Ave, NW 7th Floor Washington, DC 20006	509(a)(1)	To support the second edition of the Nuclear Materials Security Index, a benchmarking project of nuclear materials security conditions on a country-by-country basis, along with the "Global Dialogue on Nuclear Security Priorities" forum.	\$275,000
Research Foundation of the City University of New York 230 West 41st Street, 7th Floor New York, NY 10036	509(a)(1)	To support dialogue among stakeholders on state-level fiscal challenges and potential solutions.	\$120,000
Stanford University Stanford University Development Services 326 Galvez Street Stanford, CA 94305	509(a)(1)	To support the Stanford Clinical Excellence Research Center's efforts to identify and evaluate health care providers whose innovations result in high quality health care at lower costs.	\$274,000
Teachers College Columbia University 525 West 120th Street Box 21, 422 Thompson Hall New York, NY 10027	509(a)(1)	To support promotion, implementation and evaluation of a new curriculum to help high school students understand the facts, significance and consequences of the nation's fiscal challenges.	\$235,000
University of New Hampshire School of Law Two White Street Concord, NH 03301	509(a)(1)	To support a new certificate program, Fiscal Responsibility and the Law, and an annual leadership and fiscal responsibility conference at the Warren B. Rudman Center for Justice, Leadership and Public Policy.	\$1,000,000
			<b>\$7,721,000</b>