$_{\text{Form}}990$

Department of the Treasury

Internal Revenue Service

OMB No 1545-0047

Return of Organization Exempt From Income Tax

A For the 2007 calendar year, or tax year beginning 07-01-2007 and ending 06-30-2008

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

▶ The organization may have to use a copy of this return to satisfy state reporting requirements

Open to Public Inspection

_	Check if a		Please	C Name of organization THE PEW CHARITABLE TRU	JSTS				-	dentification number
/	Address ch	nange	use IRS label or	Number and street (or P O box if mail is not delivered to street address) Room/suite				56-2307147 E Telephone number		
_	Name cha	nge	print or type. See	Number and street (or P C ONE COMMERCE SQUARE		o street addre	ess) Room/su		•	
	Initial retu	rn	Specific Instruc-	City or town state or cour					5) 575	ethod Cash Accrual
_	Fınal retur	n	tions.	PHILADELPHIA, PA 19103					unting m Other (sp	
_	Amended	return						<u></u>		
\Box	Application	pending								
					nd 4947(a)(1) nonexempt chedule A (Form 990 or 99		H(a) Is	this a group	return fo	section 527 organizations or affiliates?
G	Web sit	e: 🟲 www	w pewtrusts	org			1 -	res enter e all affiliate		of affiliates •
					【 (Insert no)		(If	"No," attac	h a list S	See instructions) n filed by an organization
	normally I	not more	the organizat than 25,000 nplete return	tion is not a 509(a)(3) suppor A return is not required, but i	ting organization and its gross f the organization chooses to f	s receipts are file a return,	co	vered by a group Exem	roup ruli	ng?
	C		A		- 12 5 017 020 172					anization is not required to
				5b, 8b, 9b, and 10b to lir		Frend Da				0, 990-EZ, or 990-PF)
	art I				es in Net Assets or	rung Ba	iances (S	see tne	INSTFL	ictions.)
				s, grants, and sımılar am onor advised funds .	ounts received	1a	EO	027 420		
	a				1-1			827,438		
	b			ort (not included on line	•	1b	308,	683,300		
	C			pport (not included on lin	•	1c		8,138		
	d			butions (grants) (not inc		1d		580,000		369,098,876
	e				8,561,726 noncash \$			_	1e	309,098,870
	2	•			ment fees and contracts	(from Part	VII, line 93	•	2	
	3		•	and assessments					3	
	4		_	s and temporary cash in				•	4	7,481,958
	5			rest from securities .					5	13,604,255
	6a		ents			6a	<u> </u>	664,740		
	b		•	ses		6b	1,	600,889		
	c			or (loss) subtract line 6				•	6с	63,851
当	7			income (describe 🟲)		· · ·		•	7	
Region	8a			n sales of assets	(A) Securities		(B) 0 th	er		
	_			ry	526,010,620					
	b			is and sales expenses	526,010,620					
	С		, ,,	ach schedule)	-	00				0
	d		` ,	,	s (A) and (B)				8d	0
	9	Special	events and	activities (attach sche	dule) If any amount is fr	om gaming	, check here	e ►		
	а			t including \$ rted on line 1b)		9a				
	ь	Less d	ırect expen	ses other than fundraisi	ng expenses	9b				
	С	Netinco	ome or (los	s) from special events S	ubtract line 9b from line	9a			9с	_
	10a	Grosss	ales of inve	entory, less returns and	allowances	10a				
	ь	Less c	ost of good	ssold		10b				
	С	Gross pro	fit or (loss) fr	om sales of inventory (attach	schedule) Subtract line 10b f	rom line 10a			10c	
	11	Otherre	evenue (fro	m Part VII, line 103)					11	59,724
	12	Total re	venue Add	lines 1e, 2, 3, 4, 5, 6c,	7, 8d, 9c, 10c, and 11				12	390,308,664
	13	_))				13	227,932,592
ŷ	14	Manage	ment and g	general (from line 44, co	umn (C))				14	14,030,139
Expenses	15	Fundrai	sıng (from l	ine 44, column (D)) .					15	1,897,384
щ	16	Paymer	nts to affilia	tes (attach schedule)				•	16	
	17	Total ex	cpenses A d	d lines 16 and 44, colur	nn (A)			•	17	243,860,115
Ş	18	Excess	or (deficit)	for the year Subtract Iır	e 17 from line 12			•	18	146,448,549
Net Asset	19	Net ass	ets or fund	balances at beginning o	f year (from line 73, colu	ımn (A))			19	166,222,981
a Ti	20	Otherc	hanges ın r	net assets or fund baland	es (attach explanation)	5 3			20	-31,200,303
z	21	Net ass	ets or fund	balances at end of year	Combine lines 18, 19, a	ınd 20 .		<u> </u>	21	281,471,227
E	. D.i	. A at and	Danarwar	le Doduction Act Notice	see the separate instruc	tions /		202V		Form 900 (2007)

Part II Statement of Functional Expenses

All organizations must complete column (A) Columns (B), (C), and (D) are required for section 501(c)(3) and (4) organizations and section 4947(a)(1) nonexempt charitable trusts but optional for others (See the instructions.)

	Do not include amounts reported on line 6b, 8b, 9b, 10b, or 16 of Part I.		(A) Total	(B) Program services	(C) Management and general	(D) Fundraising
22a	Grants paid from donor advised funds (attach Schedule) (cash $\8,000,000 noncash $\0) If this amount includes foreign grants, check here	22a	8,000,000	8,000,000		
22b	Other grants and allocations (attach schedule) (cash $$\frac{159,746,608}{}$ noncash $$\frac{0}{}$) If this amount includes foreign grants, check here	22b	159,746,608	159,746,608		
23	Specific assistance to individuals (attach schedule)	23	133,740,000	133,740,000		
24	Benefits paid to or for members (attach schedule)	24				
25a	Compensation of current officers, directors, key employees etc. Listed in Part V-A (attach schedule)	25a	2,134,968	950,603	962,884	221,481
b	Compensation of former officers, directors, key employees etc listed in Part V -B (attach schedule)	25b				
c	Compensation and other distributions not icluded above to disqualified persons (as defined under section $4958(f)(1)$) and persons described in section $4958(c)(3)(B)$ (attach schedule)	25c				
26	Salaries and wages of employees not included on lines 25a, b and c	26	24,492,702	19,448,019	4,089,912	954,771
27	Pension plan contributions not included on lines 25a, b and c	27	2,150,344	1,816,414	310,843	23,087
28	Employee benefits not included on lines 25a - 27	28	3,710,546	2,878,899	657,567	174,080
29	Payroll taxes	29	1,694,122	1,309,307	312,535	72,280
30	Professional fundraising fees	30				
31	Accounting fees	31	181,559	11,559	164,092	5,908
32	Legal fees	32	1,033,349	754,985	239,468	38,896
33	Supplies	33	566,328	348,438	210,093	7,797
34	Telephone	34	716,853	504,228	205,204	7,421
35	Postage and shipping	35	152,459	92,516	57,860	2,083
36	Occupancy	36	5,880,369	3,651,265	2,156,103	73,001
37	Equipment rental and maintenance	37	599,059	366,558	224,420	8,081
38	Printing and publications	38	2,216,855	2,046,995	154,872	14,988
39	Travel	39	2,613,740	2,257,968	251,055	104,717
40	Conferences, conventions, and meetings	40	1,087,755	1,000,810	72,952	13,993
41	Interest	41	1,814,804		1,814,804	
42	Depreciation, depletion, etc (attach schedule) 🕏	42	2,430,199	1,660,241	741,416	28,542
43	Other expenses not covered above (Itemize)					
а	See Additional Data Table	43a				
b		43b				
c		43c				
d		43d				
е		43e				
f		43f				
g		43g				
44	Total functional expenses. Add lines 22a through 43g (Organizations completing columns (B)-(D), carry these totals to lines 13—15)	44	243,860,115	227,932,592	14,030,139	1,897,384

Part III Statement of Program Service Accomplishments (See the instructions.)

Form 990 is available for public inspection and, for some people, serves as the primary or sole source of information about a particular organization. How the public perceives an organization in such cases may be determined by the information presented on its return. Therefore, please make sure the return is complete and accurate and fully describes, in Part III, the organization's programs and accomplishments.

acc	omplishments		
All c		EXEMPT PURPOSE IS TO MAKE GRANTS TO OTHER ORGANIZATIONS AND TO DIRECTLY PLAN AND CONDUCT PROJECTS AND INITIATIVES THAT CARRY OUT THE ORGANIZATION'S CHARITABLE, EDUCATIONAL, religious and scientific PURPOSES PEW'S WORK IS ASSIGNED TO THREE CLUSTERS POLICY, INFORMATION AND CIVIC LIFE ments in a clear and concise manner State the number of clients served, easurable (Section 501(c)(3) and (4) organizations and 4947(a)(1) nonexempt	Program Service Expenses (Required for 501(c)(3) and (4) orgs , and 4947(a)(1) trusts, but optional for others)
	3	nd promote nonpartisan policy solutions for pressing and emerging	
	(Grants and allocations \$ 67,964,033)	If this amount includes foreign grants, check here 🕨 🔽	96,973,692
b		w research center, a washington-based subsidiary, is home to artial, fact-based public-opinion polling and other research tools to	
	(Grants and allocations \$ 28,429,137)	If this amount includes foreign grants, check here 🕨 🦵	40,563,783
С		t national initiatives that encourage civic participation. In our tions that create a thriving arts and culture community and region's needlest citizens	
d	(Grants and allocations \$ 71,353,438)	If this amount includes foreign grants, check here 🕨 🔽	90,395,117
d	(Grants and allocations \$) If this amount includes foreign grants, check here ► [
e	Other program services (attach schedule) (Grants and allocations \$) If this amount includes foreign grants, check here ▶ ☐	
f	Total of Program Service Expenses (should eq	ual line 44, column (B), Program services)	227,932,592

Part IV	Balance	Sheets	(See th	e instructions.)	

Pā	art IV	Balance Sheets (See the instru	ctions	.)			
Not	:e:	Where required, attached schedules and amou column should be for end-of-year amounts on		thin the description	(A) Beginning of year		(B) End of year
	45	Cash—non-interest-bearing			0	45	0
	46	Savings and temporary cash investments		[102,506,330	46	267,066,662
	47a	Accounts receivable	47a	33,898			
	ь	Less allowance for doubtful accounts	47b		183,231	47c	33,898
	48a	Pledges receivable	48a	18,659,448			
	b	Less allowance for doubtful accounts	48b		24,898,207		18,659,448
	49	Grants receivable				49	
	50a	Receivables from current and former office key employees (attach schedule)				50a	
	ь	Receivables from other disqualified person 4958(c)(3)(B) (attach schedule)	•	ı		50b	
	51a	Other notes and loans receivable (attach		1			
		schedule)	51a	5,000,000			
Assets		Less allowance for doubtful accounts	51b				5,000,000
Ą.	52	Inventories for sale or use			255.505	52	1.175.045
	53	Prepaid expenses and deferred charges .	655,585	53	1,175,845		
		Investments—publicly-traded securities	185,746,550		186,349,508		
		Investments—other securities (attach sch	eaule)	F Cost FMV		54b	
	55a	Investments—land, buildings, and equipment basis	55a				
	ь	Less accumulated depreciation (attach schedule)	55b			55c	
	56	Investments—other (attach schedule) .				56	
	57a	Land, buildings, and equipment basis	57a	178,708,137			
	Ь	Less accumulated depreciation (attach schedule)	57b	6,465,587	7,946,763	57c	172,242,550
	58	Other assets, including program-related in		nts			
		(describe ►		,	16,412,711	EO	22,348,244
				 '	10,412,711	58	22,540,244
	59	Total assets (must equal line 74) Add line	s 45 th	rouah 58	338,349,377	59	672,876,155
	60	Accounts payable and accrued expenses			3,786,158	60	8,951,020
	61	Grants payable			157,295,970	61	166,380,796
	62	Deferred revenue		[62	
en L	63	Loans from officers, directors, trustees, an	d key e	mployees (attach			
		schedule)				63	
٨,	64a	Tax-exempt bond liabilities (attach schedu	ule) .		0	64a	180,000,000
	b	Mortgages and other notes payable (attach	sched	ule)	0	64b	20,000,000
	65	Other liablilities (describe 🟲)	11,044,268	65	16,073,112
	66	Tatal liabilities Add lunes 60 through 65			172,126,396	66	391,404,928
	66 Orga	Total liabilities Add lines 60 through 65 inizations that follow SFAS 117, check here			172,120,590	00	391,404,920
	Oigu	67 through 69 and lines 73 and 74	- v u	na complete illies			
Š.	67	Unrestricted			105,057,571	67	199,685,050
Balances	68	Temporarily restricted		[61,165,410	68	81,786,177
<u>س</u>	69	Permanently restricted				69	
Fund	Orga	nnizations that do not follow SFAS 117, chec	k here	► 「and			
	70	complete lines 70 through 74				70	
Š	70 71	Capital stock, trust principal, or current fur Paid-in or capital surplus, or land, building		70 71			
sets	72	Retained earnings, endowment, accumulate		71	+		
t As	73	Total net assets or fund balances Add line		· · · · · · · · · · · · · · · · · · ·			
ă		through 72 (Column (A) must equal line 19					1
		line 21)			166,222,981	73	281,471,227
	74	Total liabilities and net assets / fund balances	s Add line	es 66 and 73	338,349,377	74	672,876,155

Par	t IV-A Reconciliat		e per Audited Fina	ncial Sta	tements V	Vith Reven	ue per l	Return (See
a			per audited financial sta	tements .			а	-7,031,503
ь	A mounts included on	* *	·					· · · · · · · · · · · · · · · · · · ·
1				b1	- 39	95,896,255		
2				b2			1	
3				b3			1	
4	Other (specify)	3					1	
-	Other (specify)			b4		3,902,299		
	Add lines b1 through l	b4		·			1 ь	-391,993,956
с	Subtract line b from li	ne a					с	384,962,453
d	A mounts included on	Part I, line 12, bu	it not on line a					· ·
1	Investment expenses							
	6b		,	d1]	
2	Other (specify) 🏂							
				_ d2		5,346,211		
	Add lines d1 and d2 .						d	-391,993,956
e	Total revenue (Part I,							390,308,664
Dow	d					Mith From	e	
			es per Audited Fina		tements	with Expe		
a			financial statements .				a	260,161,237
b	A mounts included on			1 1				
1	Donated services and			b1			-	
2	Prior year adjustment	s reported on Par	t I, line	b2				
3	Losses reported on Pa	art I line					1	
,	20			b3				
4	Other (specify) 🏂						1	
				_ b4		19,043,857		
	Add lines b1 through l	b4] ь	19,043,857
c	Subtract line b from li	ne a					С	241,117,380
d	A mounts included on	Part I, line 17, bu	it not on line a:					
1	Investment expenses	not included on F	Part I, line					
	6b			d1]	
2	Other (specify)							
				_ d2		2,742,735		
	Add lines d1 and d2 .						d	2,742,735
е	Total expenses (Part 1							243,860,115
Dar	d		s, Trustees, and Ke	v Emplo	waas (list	oach parca	e	s an officer
Pal			bloyee at any time dur			they were r	not comp	
			(B) Title and average hours	(C) Com	npensation	(D) Contribi employee bend		(E) Expense
	(A) Name and address		per week devoted to position			deferred com	pensation	account and other allowances
S00 A	dditional Data Table					plans	5	
366 7	dultional Data Table							
				-				_
			1					

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ar	t V-A Current Officers, Directors	s, Trustees, and Key	Employees (conti	nued)		Yes	No
75a	Enter the total number of officers, director	s, and trustees permitted	to vote on organizatioi	n business at board			
	meetings		<u>►14</u>				
ь	Are any officers, directors, trustees, or ke	y employees listed in For	m 990, Part V-A, or hig	jhest compensated			
	employees listed in Schedule A, Part I, or	highest compensated pro	ofessional and other ind	ependent			
	contractors listed in Schedule A , Part II -	A or II-B, related to each	other through family or	business			
	relationships? If "Yes," attach a statemen				75b	Yes	
c	Do any officers, directors, trustees, or key						
_	employees listed in Schedule A, Part I, or						
	contractors listed in Schedule A, Part II-			·			
	tax exempt or taxable, that are related to	,	·	•	75c	Yes	
	organization"				'50	163	
	If "Yes," attach a statement that includes						
d	Does the organization have a written confl				75d	Yes	
	t V-B Former Officers, Director						Other
	Benefits (If any former office (described below) during the benefits in the appropriate contacts.	year, list that person	below and enter the	amount of compens			
	(A) Name and address	(B) Loans and Advances	(C) Compensation (If not paid enter -0-)	(D) Contributions to employee benefit plans and deferred compensation plans		oense ac ner allow	count and ances
	Other Telegraphics (Constitution	(
	t VI Other Information (See the	·				Yes	No
6	Did the organization make a change in its activities	-	rities? If "Yes," attach a				
	detailed statement of each change				76		No
7	Were any changes made in the organizing	or governing documents l	but not reported to the	IRS?	77	Yes	
	If "Yes," attach a conformed copy of the c	hanges					
′8a	Did the organization have unrelated business gross	income of \$1,000 or more duri	ng the year covered by this	return?	78a	Yes	
ь	If "Yes," has it filed a tax return on Form 9	990-T for this year?			78b	Yes	
' 9	Was there a liquidation, dissolution, termination, or	substantial contraction during t	he year? If "Yes," attach				
	a statement				79		No
0a	Is the organization related (other than by association	on with a statewide or nationwi	de organization) through cor	nmon membership,			
	governing bodies, trustees, officers, etc , to any otl	her exempt or nonexempt orga	nization?		80a		No
_							+,
b	If "Yes," enter the name of the organization						
		and check whether it		nexempt			
	Enter direct or indirect political expenditu				↓		
ь	Did the organization file Form 1120-POL fo	orthis year?			81b		No

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Par	t VI Other Information (continued)		Yes	No
32a	Did the organization receive donated services or the use of materials, equipment, or facilities at no charge or at substantially less than fair rental value?	82a		No
b	If "Yes," you may indicate the value of these items here. Do not include this amount as revenue			
	ın Part I or as an expense ın Part II(See ınstructions ın Part III)			
	Did the organization comply with the public inspection requirements for returns and exemption applications?	83a	Yes	
	Did the organization comply with the disclosure requirements relating to quid pro quo contributions?	83b 84a		
	If "Yes," did the organization include with every solicitation an express statement that such contributions or	04a		
	gifts were not tax deductible?	84b		
35	501(c)(4), (5), or (6) organizations. a Were substantially all dues nondeductible by members?	85a		
	Did the organization make only in-house lobbying expenditures of \$2,000 or less?	85b		
	If "Yes," was answered to either 85a or 85b, do not complete 85c through 85h below unless the organization received a waiver for proxy tax owed the prior year			
c	Dues assessments, and similar amounts from members			
d	Section 162(e) lobbying and political expenditures			
е	Aggregate nondeductible amount of section 6033(e)(1)(A) dues notices 85e			
f	Taxable amount of lobbying and political expenditures (line 85d less 85e) 85f			
g	Does the organization elect to pay the section 6033(e) tax on the amount on line $85f$?	85g		
h	If section $6033(e)(1)(A)$ dues notices were sent, does the organization agree to add the amount on line 85f to its reasonable estimate of dues allocable to nondeductible lobbying and political expenditures for the following tax year?			
	· -	85h		
36	501(c)(7) orgs. Enter a Initiation fees and capital contributions included on line 12 86a 0			
	Gross receipts, included on line 12, for public use of club facilities 86b 0			
37	501(c)(12) orgs. Enter a Gross income from members or shareholders 87a 0			
	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them)			
38a	At any time during the year, did the organization own a 50% or greater interest in a taxable corporation or partnership, or an entity disregarded as separate from the organization under Regulations sections 301 7701-2 and 301 7701-37 If "Yes," complete Part IX	88a		N o
b	At any time during the year, did the organization directly or indirectly own a controlled entity within the meaning of section 512(b)(13)? If yes complete Part XI			
		88b	Yes	
39a	501(c)(3) organizations Enter A mount of tax imposed on the organization during the year under			
	section 4911 ►, section 4912 ►			
b	501(c)(3) and 501(c)(4) orgs. Did the organization engage in any section 4958 excess benefit transaction during the year or did it become aware of an excess benefit transaction from a prior year? If "Yes," attach a statement explaining each transaction	89b		No
c	Enter Amount of tax imposed on the organization managers or disqualified persons during the year under sections 4912, 4955, and 4958			
d	Enter Amount of tax on line 89c, above, reimbursed by the organization • 0			
e	All organizations. At any time during the tax year was the organization a party to a prohibited tax shelter			
	transaction?	89e		No
f	All organizations. Did the organization acquire direct or indirect interest in any applicable insurance contract?			
		89f		No
g	For supporting organizations and sponsoring organizations maintaining donor advised funds. Did the supporting			
	organization, or a fund maintained by a sponsoring organization, have excess business holdings at any time during the year?			
		89g		No
90a	List the states with which a copy of this return is filed 🕨 See Additional Data Table			
	Number of employees employed in the pay period that includes March 12, 2007 (See			209
	Instructions)			
)1a	The books are in care of ▶ HENRY B BERNSTEIN TREASURER Telephone no ▶ (215)	575-4	794	
	ONE COMMERCE SQUARE2005 MARKET STR Located at PHILADELPHIA, PA ZIP + 4 191037077			
h	At any time during the calendar year, did the organization have an interest in or a signature or other authority			
,	over a financial account in a foreign country (such as a bank account, securities account, or other financial		Yes	No
	account)?	91b	Yes	
	If "Yes," enter the name of the foreign country ► UK			
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1 , Report of Foreign Bank and Financial Accounts			

<u>idiaries and D</u>	<u>g Taxable Subs</u>	Information Regarding	Part IX
Natur	(B) Percentage of ownership interest	(A) address, and EIN of corporation, ership, or disregarded entity	
	%		
	%		
	%		
	0/		

Part X Information Regarding Transfers Associated with instructions.)

- (a) Did the organization, during the year, receive any funds, directly or indirectly, to pay pren
- (b) Did the organization, during the year, pay premiums, directly or indirectly

NOTE: If "Yes" to (b), file Form 8870 and Form 4720 (see instructions).

Yes

No

art XI	Information Regarding Transfers To and From Controlled Entities Complete only if the organization	is
	a controlling organization as defined in section 512(b)(13)	

100	Bud the second s		d-6d	c	Yes	No
106	Did the reporting organization make any the Code? if "Yes," complete the schedu	•	. , ,	T	Yes	
	(A) Name and address of each	(B) Employer Identification	(C) Description of	A mount	(D) of tran	sfer

	Name and address of each controlled entity	Employer Identification Number	Description of transfer	(D) Amount of transfer
а	Pew Research Center 1615 L Street NW Washington, DC 20036	200881724	Grant payments to Pew Research Center, a 501(c)(3) organization	
	Totals			25,521,495

107	Did the reporting organization receive any transfers from a controlled entity as defined in section 512(b)(13) of the Code? If "Yes," complete the schedule below for each controlled entity					
	(A) Name and address of each controlled entity	(B) Employer Identification Number	(C) Description of transfer	A mount	D) of trans	sfer
a	Pew Research Center 1615 L Street NW Washington, DC 20036	200881724	Payments per service agreement			153,509
	Totals					153,509

_					Yes	No	
	d the organization have a binding written contract in e yalties and annuities described in question 107 above	5 ,)6 covering the i	nterests, rents,			
	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has an						
Please	2009-03-30						
Sign	Signature of officer		Date				
Here	REBECCA W RIMEL PRESIDENT & CHIEF EXECUTIVE OFFICER Type or print name and title						
Paid	Preparer's signature	Date	Check if self-empolyed	Preparer's SSN or PTIN (S	ee Gen I	nst W)	
Preparer' Use Only	ıf self-employed),			EIN ▶			
·	address, and ZIP + 4 2010 CORPORATE RIDGE SUITE 400 MCLEAN, VA 22102			Phone no 🕨 (703) 847-	7500		

Organization Exempt Under Section 501(c)(3) (Except Private Foundation) and Section 501(e), 501(f), 501(k), 501(n), or 4947(a)(1) Nonexempt Charitable Trust Supplementary Information—(See separate instructions.)

▶ MUST be completed by the above organizations and attached to their Form 990 or 990-EZ

OMB No 1545-0047

DLN: 93490092000019

2007

Internal Revenue Service Name of the organization THE PEW CHARITABLE TRUSTS

SCHEDULE A

(Form 990 or

Department of the Treasury

990EZ)

牣

Employer identification number

56-2307147

Compensation of the Five Highest Paid Employees Other Than Officers, Directors, and Trustees (See page 1 of the instructions. List each one. If there are none, enter "None.")

(See page 1 of the libit detion	is. List each one. If there ar	e none, enter mon	ic. <i>j</i>	
(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 & deferred compensation	(e) Expense account and other allowances
JOSHUA REICHERT				
ONE COMMERCE SQUARE 2005 MARKET STREET SUITE 1700 PHILADELPHIA,PA 19103	MD, PEW ENVIR GRP 50 0	330,231	55,353	0
SUSAN URAHN				
ONE COMMERCE SQUARE 2005 MARKET STREET SUITE 1700 PHILADELPHIA,PA 19103	MD PEW CTR ON STATES 50 0	295,549	52,571	0
DEBORAH HAYES				
ONE COMMERCE SQUARE 2005 MARKET STREET SUITE 1700 PHILADELPHIA,PA 19103	MD, COMMUNICATIONS 50 0	261,939	42,490	0
MARIAN GODFREY				
ONE COMMERCE SQUARE 2005 MARKET STREET SUITE 1700 PHILADELPHIA,PA 19103	MD, CULTURE 50 0	260,856	42,266	0
DONALD KIMELMAN				
ONE COMMERCE SQUARE 2005 MARKET STREET SUITE 1700 PHILADELPHIA,PA 19103	MD, INFO/PHIL PROG 50 0	266,700	50,765	0
Total number of other employees paid over \$50,000	304			

Part II-A Compensation of the Five Highest Paid Independent Contractors for Professional Services (See page 2 of the instructions. List each one (whether individual or firms). If there are none, enter "None."۱

None.)		
(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
GRANT THORNTON LLP		
2001 MARKET STREET STE 3100	AUDIT/TAX	259,358
PHILADELPHIA,PA 19103		
MORGAN LEWIS AND BOCKIUS LLP		
2000 Logan Square	LEGAL	560,856
PHILADELPHIA,PA 19103		
YOUR PART TIME CONTROLLER		
PO BOX 3252	accounting	295,810
CHERRY HILL, NJ 08003		
PAYDEN AND RYGEL		
333 SOUTH GRAND AVENUE	Inv Management	152,273
LOS ANGELES, CA 90071		
REED SMITH LLP		
1301 K Street NW Suite 1100-East	legal	143,552
WASHINGTON, DC 20005		
Total number of others receiving over \$50,000 for		
professional services		

Compensation of the Five Highest Paid Independent Contractors for Other Services (List each contractor who performed services other than professional services, whether individual or

firms. If there are none, enter "None". See page 2 for if	istructions.)	
(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
PERFICIENT INC		
PO BOX 200026 PITTSBURGH,PA 15251	consulting	1,648,726
M Arthur GENSLER Jr AND Assoc Inc		
4541 COLLECTIONS CENTER DRIVE CHICAGO,IL 60693	architect	850,052
COMMUNICATIONS INC		
	CONSULTING	612,104
FRANZEN AND COMPANY		
908 MASSACHUSETTS AVE NE fifth F WASHINGTON, DC 20002	ADV CONSULTING 2,0	
PARENTE RANDOLPH LLC		
PO BOX 13090 NEWARK, NJ 071880090	consulting	575,638
Total number of other contractors receiving over \$50,000 for other services		

Par	Statements About Activities (See page 2 of the instructions.)		Yes	No
1	During the year, has the organization attempted to influence national, state, or local legislation, include any attempt	T		
	to influence public opinion on a legislative matter or referendum? If "Yes," enter the total expenses paid or incurred	n		l
	connection with the lobbying activities \blacktriangleright \$\frac{1,467,126}{}\$ (Must equal amounts on line 38, Part VI-A, or line i of Part VI-B)	1	Yes	
	Organizations that made an election under section 501(h) by filing Form 5768 must complete Part VI-A Other organizations checking "Yes" must complete Part VI-B AND attach a statement giving a detailed description of the lobbying activities			
2	During the year, has the organization, either directly or indirectly, engaged in any of the following acts with any			1
	substantial contributors, trustees, directors, officers, creators, key employees, or members of their families, or with			
	any taxable organization with which any such person is affiliated as an officer, director, trustee, majority owner, or			
	principal beneficiary? (If the answer to any question is "Yes," attach a detailed statement explaining the transactions.)	1		
а	Sale, exchange, or leasing property?	2a		Νo
ь	Lending of money or other extension of credit?	2b		Νo
c	Furnishing of goods, services, or facilities?	2c		Νo
d	Payment of compensation (or payment or reimbursement of expenses if more than \$1,000)?	2d	Yes	
е	Transfer of any part of its income or assets?	2e		Νo
За	Did the organization make grants for scholarships, fellowships, student loans, etc ? (If "Yes," attach an explanation			
	of how the organization determines that recipients qualify to receive payments) 🕏	3a	Yes	ĺ
ь	Did the organization have a section 403(b) annuity plan for its employees?	3b	Yes	
c	Did the organization receive or hold an easement for conservation purposes, including easements to preserve open space, the environment, historic land areas or structures? If "Yes" attach a detailed statement	3с		No
d	Did the organization provide credit counseling, debt management, credit repair, or debt negotiation services?	3d		Νo
4a	Did the organization maintain any donor advised funds? If "Yes," complete lines 4b through 4g If "No," complete line 4f and 4g	4a	Yes	
ь	Did the organization make any taxable distributions under section 4966?	4b		Νo
С	Did the organization make a distribution to a donor, donor advisor, or related person?	4c		Νο
d	Enter the total number of donor advised funds owned at the end of the tax year $\blacktriangleright 2$			
e	Enter the aggregate value of assets held in all donor advised funds owned at the end of the tax year	012,01	. 1	
f	Enter the total number of separate funds or accounts owned at the end of the tax year (excluding donor advised funds included on line 4d) where donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts			
g	Enter the aggregate value of assets held in all funds or accounts included on line 4f at the end of the tax year			

Pa	art I	Reason for Non-Private	oundation Status	(See pages 4 th	rough 7 of the	instructions.)		
Icert	ify th	at the organization is not a private foun	dation because it is (P	lease check only C	NE applicable bo	ox)		
5	Γ	A church, convention of churches, or	association of churches	Section 170(b)(1)(A)(ı)			
6	Γ	A school Section 170(b)(1)(A)(II) (A	lso complete Part V)					
7	Γ	A hospital or a cooperative hospital s	ervice organization Sec	tion 170(b)(1)(A)	(111)			
8	Г	A federal, state, or local government	A federal, state, or local government or governmental unit Section 170(b)(1)(A)(v)					
9	Γ	A medical research organization operated in conjunction with a hospital Section 170(b)(1)(A)(III) Enter the hospital's name, city, and state						
10	Γ	An organization operated for the benefit of a college or university owned or operated by a governmental unit Section $170(b)(1)(A)(iv)$ (Also complete the Support Schedule in Part IV-A)						
11a	∀	An organization that normally receive Section 170(b)(1)(A)(vi) (Also comp	•	-	overnmental unit	or from the gen	eral public	
11b	Γ	A community trust Section 170(b)(1)(A)(vı) (Also complete	the Support Sched	lule ın Part IV-A)		
12	Γ	An organization that normally receive receipts from activities related to its its support from gross investment incacquired by the organization after Jun	charitable, etc , functior ome and unrelated busii	ns—subject to certa ness taxable incom	ain exceptions, a ne (less section	and (2) no more 511 tax) from bu	than 331/3% of usinesses	
13	Γ	An organization that is not controlled requirements of section 509(a)(3) C		•	_	•	e meets the	
		Type I Type II Type	e III - Functionally Inte	grated Γ T	ype III - Other			
		Provide the following informa	tion about the supporte	ed organizations. (s	see page 7 of the	: instructions.)		
(a) Name(s) of supported organization(s)			(b) Employer identification number	(c) Type of organization (described in lines 5 through 12 above or	(d) Is the supported organization listed in the supporting organization's governing documents?		(e) Amount of support?	
				IRC section)	Yes	No		
Tota						<u> </u>		

An organization organized and operated to test for public safety Section 509(a)(4) (See page 7 of the instructions)

Part IV-A Support Schedule (Complete only if you checked a box on line 10, 11, or 12) Use cash method of accounting.

Note: You may use the worksheet in the instructions for converting from the accrual to the cash method of accounting.

Cale	ndar year (or fiscal year beginning in)	(a) 2006	(b) 2005	(c) 2004	(d) 2	2003	(e) Total
15	Gifts, grants, and contributions received (Do not	297,987,304	255,788,386	237,387,960	10	08,213,381	899,377,031
16	include unusual grants See line 28) Membership fees received					- 	0
16 17	Gross receipts from admissions, merchandise					\longrightarrow	
1/	sold or services performed, or furnishing of	425.027	100 171	70.007			
	facilities in any activity that is related to the	426,827	199,171	70,037			696,035
	organization's charitable, etc , purpose						
18	Gross income from interest, dividends, amounts						
	received from payments on securities loans (section 512(a)(5)), rents, royalties, and						
	unrelated business taxable income (less section	16,849,826	7,949,399	2,162,973		205,265	27,167,463
	511 taxes) from businesses acquired by the						
	organization after June 30, 1975						
19	Net income from unrelated business activities not included in line 18						0
20	Tax revenues levied for the organization's benefit						
	and either paid to it or expended on its						0
	behalf						
21	The value of services or facilities furnished to the organization by a governmental unit without						
	charge Do not include the value of services or						0
	facilities generally furnished to the public without						
	charge						
22	Other income Attach a schedule Do not include gain or (loss) from sale of capital assets						0
23	Total of lines 15 through 22	315,263,957	263,936,956	239,620,970	10	8,418,646	927,240,529
24	Line 23 minus line 17	314,837,130	263,737,785	239,550,933	10	8,418,646	926,544,494
25	Enter 1% of line 23	3,152,640	2,639,370	2,396,210		1,084,186	
26	Organizations described on lines 10 or 11: a En	nter 2% of amount	: ın column (e), lın	ne 24 📂	26a		18,530,890
Ŀ	Prepare a list for your records to show the name of	and amount conti	ributed by each po	erson (other			
	than a governmental unit or publicly supported org	anızatıon) whose t	otal gifts for 200	2 through			
	2005 exceeded the amount shown in line 26a Do	not file this list w	ith your return. E	nter the total			
	of all these excess amounts			▶	26b		720,919,244
	Total support for section 509(a)(1) test Enter line	e 24, column (e)		▶	26c		926,544,494
c	Add Amounts from column (e) for lines 18	27,167,463	³ 19	0			
	22		26b 7	20,919,244	26d	İ	748,086,707
e	Public support (line 26c minus line 26d total)		-		26e		178,457,787
f	Public support percentage (line 26e (numerator) d	livided by line 26c	(denominator))	▶	26f		19 26 %
27				7 that were receiv	ed from	a "dısqua	alıfıed person,"
	prepare a list for your records to show the name of						
	Do not file this list with your return. Enter the sur	n of such amounts	for each year				
	(2006) (2005)		(2004)		(2003)		
Ŀ	(2006) (2005) For any amount included in line 17 that was received.	ed from each pers	on (other than "d	ısqualıfıed person	s"), prep	are a list	for your
	records to show the name of, and amount received						
	or (2) \$5,000 (Include in the list organizations de	escribed in lines 5	through 11b, as	well as individuals	s) Do no	t file this	list with your
	return. After computing the difference between the	amount received	and the larger am	nount described in	n (1) or (2) , enter	the sum of
	these differences (the excess amounts) for each y	ear					
	(2006) (2005)		(2004)		(2003)		
					_		
	Add Amounts from column (e) for lines 15		16				
	17 20		21		•	27c	
c	Add Line 27a total	and line 27b tot	 al		>	27d	
	Public support (line 27c total minus line 27d total)			>	27e	
•	f Total support for section 509(a)(2) test. Enter amount from line 23, column (e) ▶ 27f						
•	Public support percentage (line 27e (numerator) d			.	27g	, '	
<u> </u>	Investment income percentage (line 18, column (e			denominator)) 🕨	27h	<u> </u>	
28	Unusual Grants: For an organization described in li					12 throug	
		10, 11, 01 12 (ac received any		y 201		2005,

29	(To be completed ONLY by schools that checked the box on line 6 in Part IV) Does the organization have a racially nondiscriminatory policy toward students by statement in its charter, bylaws,		Yes	No
	other governing instrument, or in a resolution of its governing body?	29		
30	Does the organization include a statement of its racially nondiscriminatory policy toward students in all its			
	brochures, catalogues, and other written communications with the public dealing with student admissions,			
	programs, and scholarships?	30		
31	Has the organization publicized its racially nondiscriminatory policy through newspaper or broadcast media during			
	the period of solicitation for students, or during the registration period if it has no solicitation program, in a way			
	that makes the policy known to all parts of the general community it serves?	31		
	If "Yes," please describe, if "No," please explain (If you need more space, attach a separate statement)			
32	Does the organization maintain the following			
	Records indicating the racial composition of the student body, faculty, and administrative staff?	32a		
	Records documenting that scholarships and other financial assistance are awarded on racially nondiscriminatory			
	basis?	32b		
C	Copies of all catalogues, brochures, announcements, and other written communications to the public dealing			
	with student admissions, programs, and scholarships?	32c		
C	Copies of all material used by the organization or on its behalf to solicit contributions?	32d		
	If you answered "No" to any of the above, please explain (If you need more space, attach a separate statement)			
33	Does the organization discriminate by race in any way with respect to			
ā	Students' rights or privileges?	33a		
Ŀ	Admissions policies?	33b		
c	Employment of faculty or administrative staff?	33с		
c	Scholarships or other financial assistance?	33d		
•	Educational policies?	33e		
f	Use of facilities?	33f	1	
ç	Athletic programs?	33g		
ŀ	Other extracurricular activities?	33h	1	
	If you answered "Yes" to any of the above, please explain (If you need more space, attach a separate statement)			
34a	Does the organization receive any financial aid or assistance from a governmental agency?	34a		
	Has the organization's right to such aid ever been revoked or suspended?	34b		
•	If you answered "Yes" to either 34a or b, please explain using an attached statement			
35	Does the organization certify that it has complied with the applicable requirements of sections 4 01 through 4 05			
	of Rev. Proc. 75-50, 1975-2 C.B. 587, covering racial nondiscrimination? If "No." attach an explanation	35	ı	l .

Part VI-A Lobbying Expenditures by Electing Public Charities (See page 9 of the instructions.) (To be completed ONLY by an eligible organization that filed Form 5768)

Che	ck 🟲 a 🚶 if the organization belong	is to an affiliated group Check 📂 🕻 📗 if yo	u checked	"a" and "limited con	trol" provisions apply
		bbbying Expenditures s" means amounts paid or incurred)		(a) A ffiliated group totals	(b) To be completed for all electing
26		nce public opinion (grassroots lobbying)	36		organizations
	· • ·				
37	Total lobbying expenditures to influe	nce a legislative body (direct lobbying)	37		
38	Total lobbying expenditures (add line	es 36 and 37)	38		
39	Other exempt purpose expenditures		39		
40	Total exempt purpose expenditures	(add lines 38 and 39)	40		
41	Lobbying nontaxable amount Enter t	he amount from the following table—			
	If the amount on line 40 is—	The lobbying nontaxable amount is—			
	Not over \$500,000	20% of the amount on line 40			
	Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000			
	Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000	41		
	Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000			
	Over \$17,000,000	\$1,000,000			
42	Grassroots nontaxable amount (ente	r 25% of line 41)	42		
43	Subtract line 42 from line 36 Enter	43		0	
44	Subtract line 41 from line 38 Enter	-0- ıf lıne 41 ıs more than lıne 38	44		0
	Caution: If there is an amount on either	er line 43 or line 44, you must file Form 4720.			
	·	4 V 4 B B		I- N	

4-Year Averaging Period Under Section 501(h)

(Some organizations that made a section 501(h) election do not have to complete all of the five columns below See the instructions for lines 45 through 50 on page 11 of the instructions)

		Lobbying Expenditures During 4-Year Averaging Period					
	Calendar year (or fiscal year beginning in) 🟲	(a) 2007	(b) 2006	(c) 2005	(d) 2004	(e) Total	
45	Lobbying nontaxable amount						
46	Lobbying ceiling amount (150% of line 45(e))						
47	Total lobbying expenditures						
48	Grassroots nontaxable amount						
49	Grassroots ceiling amount (150% of line 48(e))						
50	Grassroots lobbying expenditures						

Part VI-B Lobbying Activity by Nonelecting Public Charities

(For reporting only by organizations that did not complete Part VI-A) (See page 11 of the instructions.) ${\mathfrak E}$

During the year, did the organization attempt to influence national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of

- a Volunteers
- **b** Paid staff or management (Include compensation in expenses reported on lines **c** through **h.**)
- c Media advertisements
- d Mailings to members, legislators, or the public
- e Publications, or published or broadcast statements
- f Grants to other organizations for lobbying purposes
- g Direct contact with legislators, their staffs, government officials, or a legislative body
- h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any other means
- Total lobbying expenditures (Add lines **c** through **h.**)
 - If "Yes" to any of the above, also attach a statement giving a detailed description of the lobbying activities

<u> </u>	OI UI	e ilisi	i ucuons.) 🗃
	Yes	No	A mount
	Yes		
	Yes		
	Yes		4,15
	Yes		3,64
	Yes		11,88
	Yes		1,221,25
	Yes		226,19
		Νo	
	·	•	1,467,12

Part VII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations (See page 12 of the instructions.)

	fers from the reporting	g organization to a no	ncharitable exempt organization	of		Yes	No
(i)	Cash				51a(i)		Νo
(ii)	O ther assets				a(ii)		Νo
b Other	transactions						
(i)	Sales or exchanges o	of assets with a noncl	narıtable exempt organızatıon		b(i)		Νo
(ii)	Purchases of assets	from a noncharitable	exempt organization		b(ii)		Νo
(iii)	Rental of facilities, ed	quipment, or other as	sets		b(iii)		Νo
	Reimbursement arrar	=			b(iv)		Νo
	Loans or loan guaran				b(v)		Νo
		•	r fundraısıng solıcıtatıons		b(vi)		Νo
			er assets, or paid employees		С		Νo
goods transa	s, other assets, or serv action or sharing arran	rices given by the rep	lete the following schedule. Coluborting organization. If the organism (d) the value of the goods, of	zation received less than fair m	arket valu		
(a) ine no	(b) A mount involved	Name of nonch	(c) arıtable exempt organızatıon	Description of transfers, tran	sactions	, and	sharı
	Amount myorveu	Nume of nonem	arreadic exempt organization	arrangeme	ents		
				+			
Is the	e organization directly	or indirectly affiliated	with, or related to, one or more	tax-exempt organizations			
descr	ribed in section 501(c)) of the Code (other tl	nan section 501(c)(3)) or in sect	ion 527?	·	Yes	~
If"Ye	s," complete the follow	wing schedule					
	(a)		(b)	(c)			
	Name of organiza	ation	Type of organization	Description of rela	ationship		
				1			

Additional Data

Software ID: Software Version:

EIN: 56-2307147

Name: THE PEW CHARITABLE TRUSTS

Form 990, Part II, Line 43 - Other expenses not covered above (itemize):

Do not include amounts reported on line 6b, 8b, 9b, 10b, or 16 of Part I.		(A) Total	(B) Program services	(C) Management and general	(D) Fundraising
a INSURANCE	43a	317,252	194,820	118,177	4,255
b CONSULTING	43b	19,688,672	18,666,894	892,690	129,088
c EMPLOYMENT - PLACEMENT	43c	597,788	551,315	46,473	
d HONORARIA	43d	148,099	148,099		
e BOND AMORTIZATION EXPENSE	43e	17,140		17,140	
f WEBSITE HOSTING & MAINTENANCE	43f	21,895	21,895		
g OTHER OFFICE EXPENSES	43g	371,646	45,178	315,113	11,355
h DUES TO PROFESSIONAL ORG	43h	76,209	60,183	14,466	1,560
i ADVERTISING	43i	1,398,795	1,398,795		

Form 990, Part V-A - Current Officers, Directors, Trustees, and Key Employees:

(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 & deferred compensation plans	(E) Expense account and other allowances
REBECCA W RIMEL ONE COMMERCE SQUARE 2005 MARKET STREET PHILADELPHIA, PA 19103	PRESIDENT AND CEO	687,710	335,828	0
HENRY B BERNSTEIN ONE COMMERCE SQUARE 2005 MARKET STREET PHILADELPHIA, PA 19103	Md FINance & TREA Surer 50 0	301,510	45,188	0
MICHAEL J DAHL ONE COMMERCE SQUARE 2005 MARKET STREET PHILADLPHIA, PA 19103	Md gen counsel/sec leg affairs 50 0	287,270	48,205	0
J HOWARD PEW II SOUARE ONE COMMERCE SQUARE 2005 MARKET STREET PHILADELPHIA, PA 19103	DIRECTOR AND BOARD CHAIR 6 0	19,000	0	0
ROBERT H CAMPBELL ONE COMMERCE SQUARE 2005 MARKET STREET PHILADELPHIA, PA 19103	DIRECTOR 3 0	20,000	0	0
SUSAN W CATHERWOOD TO ONE COMMERCE SQUARE 2005 MARKET STREET PHILADELHIA, PA 19103	DIRECTOR 3 0	21,000	0	0
GLORIA TWINE CHISUM ONE COMMERCE SQUARE 2005 MARKET STREET PHILADELPHIA,PA 19103	DIRECTOR 3 0	19,000	0	0
ARTHUR E PEW III 5 ONE COMMERCE SQUARE 2005 MARKET STREET PHILADELPHIA,PA 19103	legacy DIRECTOR 3 0	1,000	0	0
J N PEW IV MD ONE COMMERCE SQUARE 2005 MARKET STREET PHILADELPHIA, PA 19103	DIRECTOR 3 0	20,000	0	0
MARY CATHARINE PEW MD ⁵² ONE COMMERCE SQUARE 2005 MARKET STREET PHILADELPHIA,PA 19103	DIRECTOR 3 0	21,000	0	0

Form 990, Part V-A - Current Officers, Directors, Trustees, and Key Employees:

(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 & deferred compensation plans	(E) Expense account and other allowances
R ANDERSON PEW ONE COMMERCE SQUARE 2005 MARKET STREET PHILADELPHIA, PA 19103	DIRECTOR 3 0	21,000	0	0
SANDY PEW ONE COMMERCE SQUARE 2005 MARKET STREET PHILADELPHIA, PA 19103	DIRECTOR 3 0	21,000	0	0
ROBERT G WILLIAMS ONE COMMERCE SQUARE 2005 MARKET STREET PHILADELPHIA, PA 19103	DIRECTOR 3 0	20,000	0	0
ETHEL BENSON WISTER ONE COMMERCE SQUARE 2005 MARKET STREET PHILADELPHIA, PA 19103	DIRECTOR 3 0	22,000	0	0
ARISTIDES W GEORGANTAS SONE COMMERCE SQUARE 2005 MARKET STREET PHILADELPHIA, PA 19103	DIRECTOR 3 0	22,000	0	0
J N PEW 3rd ONE COMMERCE SQUARE 2005 MARKET STREET PHILADELPHIA,PA 19103	LEGACY DIRECTOR 3 0	0	0	0
susan f haındı 🕏 one commerce square 2005 market street philadelphia, PA 19103	md operations 50 0	169,552	32,705	0

Form 990, Part VI, Line 90a - List the states with which a copy of this return is filed:

I IST THE STATES WITH WHICH A CONVICTINIS PETITY IS THEA	AL, AK, AZ, AR, CA, CO, CT, DC, FL, GA, IL, KS, KY, ME, MD, MA, MI, MN, MS, NH, NJ, NM, NY, NC, ND, OH, OK, OR, PA, RI, SC, TN, UT, VA, WA, WV

efile GRAPHIC print - DO NOT PROCESS As	s Filed Data -	DLN: 93490092000019
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TY 2007 Cash Grants Paid Schedule

Name: THE PEW CHARITABLE TRUSTS

EIN: 56-2307147

Class of Activity	Recipient's name	Address	Amount	Relationship
	Abington Art Center	515 Meetinghouse Road Jenkintown, PA 19046	72,000	NONE
	AchieveAbility	21 South 61st Street Philadelphia, PA 191393008	180,000	NONE
	Action Against Crime and Violence E	1212 New York Avenue Suite 300 Washington, DC 20005	3,000,000	NONE
	Action AIDS Inc	1216 Arch Street 6th Floor Philadelphia, PA 19107	210,000	NONE
	AHEDD	3300 Trindle Road Camp Hill, PA 170114432	225,000	NONE
	AIDS Law Project of Pennsylvania	1211 Chestnut Street Suite 600 Philadelphia, PA 19107	126,000	NONE
	American Association of Museums	1575 Eye Street NW Suite 400 Washington, DC 20005	100,000	NONE
	American National Red CrossSEPA	23rd and Chestnut Streets Philadelphia, PA 19103	200,000	NONE

Class of Activity	Recipient's name	Address	Amount	Relationship
	American Philosophical Society	104 South Fifth Street Philadelphia, PA 191063387	1,400,000	NONE
	Appalachian Mountain Club	5 Joy Street Boston, MA 021081490	1,376,279	NONE
	Bethesda Project	1630 South Street Philadelphia, PA 19146	237,000	NONE
	Brigham Young University	Office of the PresidentD-346 ASB Provo, UT 84602	297,000	NONE
	Bryn Mawr College	101 North Merion Avenue Bryn Mawr, PA 190102899	1,300,000	NONE
	Cabrını College	610 King of Prussia Road Radnor, PA 190873698	180,000	NONE
	Calcutta House	1601 West Girard Avenue Philadelphia, PA 191301614	140,000	NONE
	Campaign for America's Wilderness	679 East Second Avenue Unit 1 Durango, CO 81301	375,000	NONE

Class of Activity	Recipient's name	Address	Amount	Relationship
	Campaign for America's Wilderness	679 East Second Avenue Unit 1 Durango, CO 81301	5,250,000	NONE
	Campaign Legal Center Inc	1640 Rhode Island Avenue NW Suite Washington, DC 20036	1,400,000	NONE
	CareLink Community Support Services	Baldwin Tower1510 Chester Pike Su Eddystone, PA 19022	140,000	NONE
	Center for Responsive Politics	1101 14th Street NW Suite 1030 Washington, DC 200055635	800,000	NONE
	Central Montgomery MHMR	1100 Powell Street Norristown, PA 19401	135,000	NONE
	Central Philadelphia Development Co	660 Chestnut Street Philadelphia, PA 19106	500,000	NONE
	Child Care Services Association	PO Box 901 Chapel Hill, NC 27514	300,000	NONE
	Children's Country Week Association	1300 Valley Creek Road Downingtown, PA 19335	32,000	NONE

Class of Activity	Recipient's name	Address	Amount	Relationship
	Committee for Dignity Fairness fo	5221 Germantown Avenue Philadelphia, PA 19144	150,000	NONE
	Community Learning Center	2801 Frankford Avenue Philadelphia, PA 191344096	105,000	NONE
	Community Women's Education Project	2801 Frankford Avenue Philadelphia, PA 19134	150,000	NONE
	Congreso de Latinos Unidos Inc	216 West Somerset Street Philadelphia, PA 19133	195,000	NONE
	Conservation Center for Art and His	264 South 23rd Street Philadelphia, PA 19103	156,000	NONE
	Consultative Group on Biological Di	Presidio Building 1016 2nd FloorP San Francisco, CA 941290361	70,000	NONE
	Council of Chief State School Offic	One Massachusetts Avenue NW Suite Washington, DC 200011431	300,000	NONE
	David Library of the American Revol	PO Box 748 Washington Crossing, PA 18977	75,000	NONE

Class of Activity	Recipient's name	Address	Amount	Relationship
	Delaware County Community College E	901 South Media Line Road Media, PA 190631094	115,000	NONE
	Delaware County Women Against Rape	PO Box 211 Media, PA 19063	90,000	NONE
	Delaware Valley Grantmakers	230 South Broad Street Suite 4C Philadelphia, PA 19102	55,000	NONE
	Democracy 21 Education Fund	1875 I Street NW Suite 500 Washington, DC 20006	500,000	NONE
	Domestic Violence Center of Chester	PO Box 832 West Chester, PA 193810832	115,000	NONE
	Drexel University	3141 Chestnut Street Philadelphia, PA 19104	210,000	NONE
	Ducks Unlimited	One Waterfowl Way Memphis, TN 381202352	1,100,000	NONE
	Ducks Unlimited	One Waterfowl Way Memphis, TN 381202352	2,860,000	NONE

Class of Activity	Recipient's name	Address	Amount	Relationship
	Ducks Unlimited	One Waterfowl Way Memphis, TN 381202352	3,108,000	NONE
	Earth Force Inc	2120 W 33rd Avenue Denver, CO 80211	150,000	NONE
	Fairmount Park Conservancy	1617 John F Kennedy Boulevard Sui Philadelphia, PA 19103	750,000	NONE
	Family and Community Service of Del	600 North Olive Street Media, PA 19063	135,000	NONE
	Family Service Association of Bucks	Cornerstone Executive Center4 Corn Langhorne, PA 19047	200,000	NONE
	Foster Care Alumnı of America	118 South Royal Street 2nd Floor Alexandria, VA 22314	50,000	NONE
	Friends Center Corporation	1501 Cherry Street Philadelphia, PA 19148	250,000	NONE
	Generations United	1331 H Street NW Suite 900 Washington, DC 20005	585,000	NONE

Class of Activity	Recipient's name	Address	Amount	Relationship
	George Washington University	805 21st Street NW Suite 410 Washington, DC 20052	750,000	NONE
	Georgetown University	37th and O Streets NW 204 Healy Ha Washington, DC 20057	5,000,000	NONE
	Great Auk Land Trust	PO Box 117 Milbridge, ME 04658	272,459	NONE
	Greater Philadelphia Cultural Allia	1616 Walnut Street Suite 600 Philadelphia, PA 19103	5,045,000	NONE
	Greater Washington Educational Tele	2775 South Quincy Street Arlington, VA 22206	750,000	NONE
	Harvard University	Massachusetts Hall Cambridge, MA 02138	200,000	NONE
	Hedwig House Inc	904 DeKalb Street Norristown, PA 194013950	150,000	NONE
	Heritage Foundation	214 Massachusetts Avenue NE Washington, DC 200024999	350,000	NONE

Class of Activity	Recipient's name	Address	Amount	Relationship
	HIAS and Council Migration Service	2100 Arch Street 3rd Floor Philadelphia, PA 19103	150,000	NONE
	Homeless Advocacy Project	42 South 15th Street 4th Floor Philadelphia, PA 19102	90,000	NONE
	Horatio Alger Association	99 Canal Center Plaza Arlıngton, VA 22314	574,000	NONE
	Horizon House Inc	120 South 30th Street Philadelphia, PA 191043403	180,000	NONE
	Impact Services Corporation	1952 East Allegheny Avenue Philadelphia, PA 19134	228,000	NONE
	Independent Sector	1200 Eighteenth Street NW Suite 20 Washington, DC 20036	150,000	NONE
	Inglis Foundation	2600 Belmont Avenue Philadelphia, PA 191312799	450,000	NONE
	Interim House Inc	333 West Upsal Street Philadelphia, PA 19119	150,000	NONE

Class of Activity	Recipient's name	Address	Amount	Relationship
	International Council on Clean Tran	1225 Eye Street NW Suite 1000 Washington, DC 20005	432,000	NONE
	Jewish Employment and Vocational Se	1845 Walnut Street 7th Floor Philadelphia, PA 19103	160,000	NONE
	Kımmel Center	260 South Broad Street Suite 901 Philadelphia, PA 19102	20,735,000	NONE
	La Comunidad Hispana Inc	314-316 East State Street Kennett Square, PA 19348	160,000	NONE
	Lutheran Children and Family Servic	5902 North 5th Street Philadelphia, PA 191201824	102,000	NONE
	Maine Coast Heritage Trust	1 Bowdoin Mill Island Suite 201 Topsham, ME 04086	30,301	NONE
	Maine Coast Heritage Trust	1 Bowdoin Mill Island Suite 201 Topsham, ME 04086	600,000	NONE
	Maine Coast Heritage Trust	1 Bowdoin Mill Island Suite 201 Topsham, ME 04086	1,891,265	NONE

Class of Activity	Recipient's name	Address	Amount	Relationship
	Marine Fish Conservation Network	600 Pennsylvania Avenue SE Suite Washington, DC 20003	350,000	NONE
	Massachusetts Institute of Technolo	77 Massachusetts Avenue Cambridge, MA 02139	124,000	NONE
	Massachusetts Institute of Technolo	77 Massachusetts Avenue Cambridge, MA 02139	328,000	NONE
	Mental Health Association of Southe	1211 Chestnut Street 11th Floor Philadelphia, PA 19107	180,000	NONE
	Metropolitan Area Neighborhood Nutr	PO Box 30181 Philadelphia, PA 19103	135,000	NONE
	Musicopia	2001 Market Street Suite 3100 Philadelphia, PA 191037080	30,000	NONE
	National Institute on Money in Stat	833 North Last Chance GulchSecond Helena, MT 59601	600,000	NONE
	National Nursing Centers Consortium	260 South Broad Street 18th Floor Philadelphia, PA 19102	200,000	NONE

Class of Activity	Recipient's name	Address	Amount	Relationship
	National Religious Partnership for	49 South Pleasant Street Suite 301 Amherst, MA 01002	450,000	NONE
	New America Foundation	1630 Connecticut Avenue NW 7th Fl Washington, DC 20009	820,000	NONE
	New England Aquarium Corporation	Central Wharf Boston, MA 021103399	369,000	NONE
	New York Medical College	40 Sunshine Cottage Road Valhalla, NY 10595	381,000	NONE
	Nonprofit Finance Fund	70 West 36th StreetEleventh Floor New York, NY 100188007	150,000	NONE
	NPower Pennsylvania	1211 Chestnut Street 4th Floor Philadelphia, PA 19107	125,000	NONE
	Oceana	1350 Connecticut Avenue NW 5th Fl Washington, DC 20036	240,000	NONE
	Oceana	1350 Connecticut Avenue NW 5th Fl Washington, DC 20036	500,000	NONE

Class of Activity	Recipient's name	Address	Amount	Relationship
	Office of the Minnesota Secretary o	180 State Office Bldg 100 MLK Jr St Paul, MN 551551299	67,900	NONE
	OMG Center for Collaborative Learni	1528 Walnut Street Suite 805 Philadelphia, PA 19102	2,000,000	NONE
	Opera Company of Philadelphia	1420 Locust Street Suite 210 Philadelphia, PA 19102	720,000	NONE
	PathWays PA Inc	310 Amosland Road Holmes, PA 19043	146,000	NONE
	Pennsylvania Health Law Project	Lafayette Building Suite 900437 C Philadelphia, PA 19106	300,000	NONE
	People's Emergency Center	Rowan House325 North 39th Street Philadelphia, PA 191044656	140,000	NONE
	Pew Research Center	1615 L Street NW Suite 700 Washington, DC 200365610	2,947,000	none
	Pew Research Center	1615 L Street NW Suite 700 Washington, DC 200365610	3,700,000	none

Class of Activity	Recipient's name	Address	Amount	Relationship
	Pew Research Center	1615 L Street NW Suite 700 Washington, DC 200365610	4,250,000	none
	Pew Research Center	1615 L Street NW Suite 700 Washington, DC 200365610	6,643,000	none
	Pew Research Center	1615 L Street NW Suite 700 Washington, DC 200365610	10,793,000	none
	Philadelphia Academies Inc	230 South Broad Street Suite 1300 Philadelphia, PA 19102	375,000	NONE
	Philadelphia College of Osteopathic	4170 City Avenue Philadelphia, PA 191311694	225,000	NONE
	Philadelphia FIGHT	1233 Locust Street Suite 500 Philadelphia, PA 19107	165,000	NONE
	Philadelphia Museum of Art	Benjamin Franklin ParkwayPO Box Philadelphia, PA 191017646	200,000	NONE
	Prevention Point Philadelphia Inc	166 West Lehigh Avenue Lower Level Philadelphia, PA 19133	150,000	NONE

Class of Activity	Recipient's name	Address	Amount	Relationship
	Project HOME	1515 Fairmount Avenue Philadelphia, PA 19130	270,000	NONE
	Public Children Services Associatio	510 East Mound Street Suite 200 Columbus, OH 43215	1,400,000	NONE
	Reef Environmental Education Founda	PO Box 246 Key Largo, FL 33037	236,000	NONE
	Regents of the University of Ca S	126 Medical Sciences Building513 P San Francisco, CA 941430402	2,466,000	NONE
	Regents of the University of Ca S	1156 High Street Santa Cruz, CA 95064	428,000	NONE
	Research Foundation of State Univ	PO Box 9 Albany, NY 12201	3,000,000	NONE
	Resources for Human Development	4700 Wissahickon Avenue Suite 126 Philadelphia, PA 191444248	120,000	NONE
	Retired Sr Volunteer Prog of Mont	350 Sentry ParkwayBuilding 640 Su Blue Bell, PA 19422	30,000	NONE

Class of Activity	Recipient's name	Address	Amount	Relationship
	Save Our Wild Salmon	200 First Avenue West Suite 201 Seattle, WA 98119	500,000	NONE
	Securing America's Future Energy Fo	2555 Pennsylvania Avenue NW Suite Washington, DC 20037	500,000	NONE
	Smithsonian Institution	14th Street and Constitution Avenue Washington, DC 20560	750,000	NONE
	Strategies for the Global Environme	2101 Wilson Boulevard Suite 550 Arlington, VA 22201	8,000,000	NONE
	Teachers College Columbia Universit	525 West 120th StreetBox 306 New York, NY 10027	50,000	NONE
	Temple University	Conwell Hall 041-03 1801 N Broad Street Philadelphia, PA 19122	105,000	NONE
	Temple University	Conwell Hall 041-03 1801 N Broad Street Philadelphia, PA 19122	110,000	NONE
	The Career Wardrobe	1211 Chestnut Street Suite 205 Philadelphia, PA 19107	90,000	NONE

Recipient's name	Address	Amount	Relationship
The Council of State Governments	2760 Research Park DrivePO Box 1 Lexington, KY 40511	2,500,000	NONE
The Crime Victims Center of Chester	236 West Market Street West Chester, PA 19382	150,000	NONE
The Doe Fund Inc	232 East 84th Street New York, NY 10028	182,000	NONE
The Energy Foundation	1012 Torney Avenue 1 San Francisco, CA 94129	1,000,000	NONE
The Every Child Matters Education F	2000 M Street NW Suite 203 Washington, DC 20036	200,000	NONE
The Institute for Educational Leade	4455 Connecticut Avenue NW Suite Washington, DC 20008	5,500,000	NONE
The Library of Congress	101 Independence Avenue SE Washington, DC 205401400	1,000,000	NONE
The Ocean Conservancy Inc	2029 K Street NW 5th Floor Washington, DC 20006	291,000	NONE
	The Council of State Governments The Crime Victims Center of Chester The Doe Fund Inc The Energy Foundation The Every Child Matters Education F The Institute for Educational Leade The Library of Congress	The Council of State Governments 2760 Research Park DrivePO Box 1 Lexington, KY 40511 The Crime Victims Center of Chester 236 West Market Street West Chester, PA 19382 The Doe Fund Inc 232 East 84th Street New York, NY 10028 The Energy Foundation 1012 Torney Avenue 1 San Francisco, CA 94129 2000 M Street NW Suite 203 Washington, DC 20036 The Institute for Educational Leade The Library of Congress 101 Independence Avenue NW Washington, DC 20008 101 Independence Avenue SE Washington, DC 205401400 2029 K Street NW 5th Floor Washington, DC	The Council of State Governments 2760 Research Park DrivePO Box 1 Lexington, KY 40511 The Crime Victims Center of Chester 236 West Market Street West Chester, PA 19382 The Doe Fund Inc 232 East 84th Street New York, NY 10028 The Energy Foundation 1012 Torney Avenue 1 San Francisco, CA 94129 2000 M Street NW Suite 203 Washington, DC 20036 The Institute for Educational Leade 2000 M Street NW Suite Washington, DC 20036 The Library of Congress 101 Independence Avenue SE Washington, DC 205401400 2029 K Street NW 5th Floor Washington, DC 291,000

Class of Activity	Recipient's name	Address	Amount	Relationship
	The Partnership Project Inc	1615 M Street NW Washington, DC 20036	200,000	NONE
	The Philadelphia Health Management	260 South Broad Street 18th Floor Philadelphia, PA 191025085	215,000	NONE
	The Philadelphia Orchestra Associat	260 South Broad Street 16th Floor Philadelphia, PA 19102	500,000	NONE
	The Philadelphia Orchestra Associat	260 South Broad Street 16th Floor Philadelphia, PA 19102	395,000	NONE
	The Salvation ArmyEastern Pa and	701 North Broad Street Philadelphia, PA 19123	750,000	NONE
	The University of the Arts	320 South Broad Street Philadelphia, PA 19102	18,000	NONE
	The University of the Arts	320 South Broad Street Philadelphia, PA 19102	729,000	NONE
	The University of the Arts	320 South Broad Street Philadelphia, PA 19102	879,000	NONE

Class of Activity	Recipient's name	Address	Amount	Relationship
	The University of the Arts	320 South Broad Street Philadelphia, PA 19102	1,425,000	NONE
	The University of the Arts	320 South Broad Street Philadelphia, PA 19102	1,486,000	NONE
	The University of the Arts	320 South Broad Street Philadelphia, PA 19102	1,660,000	NONE
	The University of the Arts	320 South Broad Street Philadelphia, PA 19102	1,688,000	NONE
	The University of the Arts	320 South Broad Street Philadelphia, PA 19102	1,704,000	NONE
	The Wistar Institute of Anatomy and	3601 Spruce Street Philadelphia, PA 191044268	1,000,000	NONE
	Theatre Alliance of Philadelphia	1616 Walnut Street Suite 1800 Philadelphia, PA 19103	440,200	NONE
	Trevor's Campaign Inc	761 West Sproul Road 123 Springfield, PA 19064	150,000	NONE

Class of Activity	Recipient's name	Address	Amount	Relationship
	Trout Unlimited National Office	1300 North 17th Street Suite 500 Arlington, VA 22209	750,000	NONE
	Unemployment Information Center	1201 Chestnut Street Suite 702 Philadelphia, PA 19107	105,000	NONE
	United Way of Southeast Delaware Co	2310 Providence Avenue Chester, PA 190135221	75,000	NONE
	United Way of Southeastern Pennsylv	Seven Benjamin Franklin Parkway Philadelphia, PA 191031294	1,040,000	NONE
	University of Miami	Ashe Administration BuildingRoom 2 Coral Gables, FL 331244628	3,000,000	NONE
	University of Pittsburgh	130 DeSoto Street Pittsburgh, PA 15261	50,000	NONE
	Vera Institute of Justice Inc	233 Broadway 12th Floor New York, NY 10279	650,000	NONE
	VictimWitness Services of S Phila	1426 South 12th Street Philadelphia, PA 19147	80,000	NONE

Class of Activity	Recipient's name	Address	Amount	Relationship
	Victims of Communism Memorial Found	1521 Sixteenth Street NW Washington, DC 20036	100,000	NONE
	VNA Community Services Inc	1421 Highland Avenue Abington, PA 19001	175,000	NONE
	Washington DC MLK Jr National	401 F Street NW Washington, DC 200012637	1,000,000	NONE
	Whosoever Gospel Mission Rescue A	PO Box 48308 Philadelphia, PA 19144	170,000	NONE
	WHYY Inc	Independence Mall West150 North Si Philadelphia, PA 19106	60,000	NONE
	Women Against Abuse	100 South Broad Street Suite 1341 Philadelphia, PA 19110	175,000	NONE
	Women In Transition Inc	21 South 12th Street 6th Floor Philadelphia, PA 191073606	140,000	NONE
	Women's Community Revitalization Pr	407-11 Fairmount Avenue Philadelphia, PA 19123	165,000	NONE

Class of Activity	Recipient's name	Address	Amount	Relationship
	Women's Opportunities Resource Cent	2010 Chestnut Street Philadelphia, PA 19103	230,000	NONE
	Woodmere Art Museum Inc	9201 Germantown Avenue Philadelphia, PA 191182618	56,000	NONE
	Zoological Society of Philadelphia	3400 West Girard Avenue Philadelphia, PA 191041196	660,000	NONE
	National Environmental Trust	1200 18th street NW suite 500 Washington, DC 20036	755,000	None
	Matching Gifts-see statement 5	2005 Market street suite 1700 Philadelphia, PA 19103	540,204	none
	Foreign Grants- see statement 1	2005 Market street suite 1700 Philadelphia, PA 19103	1,800,000	none



TY 2007 Compensation Explanation

Name: THE PEW CHARITABLE TRUSTS

Person Name	Explanation
REBECCA W RIMEL	INCLUDES DEFERRED COMPENSATION OF \$274,614 OF WHICH \$159,598 IS ATTRIBUTABLE TO PRIOR SERVICE COST

DLN: 93490092000019

Note: To capture the full content of this document, please select landscape mode (11" \times 8.5") when printing.

TY 2007 Compensation Schedule

Name: THE PEW CHARITABLE TRUSTS

Nama	Related Organization		B-l-titi-	Compensation	Benefit Plan	F	C
Name	Name	EIN	Relationship	A mount	Contributions	Expense Account	Compensation Description
J HOWARD PEW II	The Glenmede Trust Company NA	51-0390823		62,500	0	0	
SUSAN W CATHERWOOD	The Glenmede Trust Company NA	51-0390823		62,500	0	0	
J N PEW IV MD	The Glenmede Trust Company NA	51-0390823		73,500	0	0	
R ANDERSON PEW	The Glenmede Trust Company NA	51-0390823		56,500	0	0	

Nome	Related Organization		Deletienshim	Compensation	Benefit Plan	-	Common ation Boomintion
Name	Name	EIN	Relationship	A mount	Contributions	Expense Account	Compensation Description
SANDY PEW	The Glenmede Trust Company NA	51-0390823		55,000	0	0	
ROBERT G WILLIAMS	The Glenmede Trust Company NA	51-0390823		69,000	0	0	
ETHEL BENSON WISTER	The Glenmede Trust Company NA	50-0390823		39,000	0	0	
ARISTIDES W GEORGANTAS	The Glenmede Trust Company NA	51-0390823		55,500	0	0	
•	•	•	•				'

Name	Related Organization		Relationship	Compensation	Benefit Plan	Eymana A count	Compensation Description
Name	Name	EIN	Kelationship	A mount	Contributions	Expense Account	compensation Description
J N PEW 3rd	the glenmede trust company na	51-0390823		21,000	0	0	
•							

TY 2007 DAFCashGrantsPaidSchedule

Name: THE PEW CHARITABLE TRUSTS

Class of Activity	Recipient's name	Address	Amount	Relationship
	barnes foundation	300 north latchs lane philadelphia, PA 190661759	1,000,000	none
	kımmel center	260 south broad street suite 901 philadelphia,PA 19102	5,000,000	none
	the philadelphia orchestra associat	261 south broad street 16th floor philadelphia,PA 19103	2,000,000	none

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93490092000019

TY 2007 Depreciation and Depletion Schedule

Name: THE PEW CHARITABLE TRUSTS

Asset	Amount
FURNITURE & EQUIP.	179,577
DATA PROCESSING EQ	1,338,619
LEASEHOLD IMPROV.	269,988
BUILDING	693,297
LAND	0

TY 2007 Gain/Loss from Sale of Public Securities Schedule

Name: THE PEW CHARITABLE TRUSTS

EIN: 56-2307147

Gross Sales Price:

Basis:

Sales Expenses:

Total (net):

TY 2007 General Explanation Attachment

Name: THE PEW CHARITABLE TRUSTS

ldentifier	Return Reference	Explanation	
GRANTS - DETAIL OF FOREIGN GRANTS	FORM 990, PAGE 2, PART II, LINE 22b	DESCRIPTION AMOUNT University of British Columbia \$723,000 Old Administration Building 1 03, 6328 Memorial Road Vancouver, BC V6T 1Z2 Canada University of British Columbia \$298,00 0 Old Administration Building 103, 6328 Memorial Road Vancouver, BC V6T 1Z2 Canada University of British Columbia \$560,000 Old Administration Building 103, 6328 Memorial Road Vancouver, BC V6T 1Z2 Canada CHURCH MEMORIAL PARK \$100,000 P O BOX 635, 190 PIG LOOP ROAD CHES TER, NS B0J 1J0 Canada documenta und Museum Fridericianum \$119,000 Friedrichsplatz 18 3411 7 Kassel, GERMANY TOTAL FOREIGN GRANTS \$1,800,000	

ldentifier	Return Reference	Explanation
OFFICERS and Independent Contractors - FAMILY AND BUSINESS RELATIONSHIPS	FORM 990, PAGE 6,PART V-A, LINE 75B	J N Pew 3rd is the father of J Howard Pew, II, J N Pew IV, M D, and Mary Catharine Pew, M D Arthur E Pew, III and R Anderson Pew are siblings and Sandy Pew is their half-bro ther J Howard Pew, II, J N Pew IV, M D, R Anderson Pew, Sandy Pew, J N Pew 3rd, Arthur E Pew III, Susan W Catherwood, Ethel Benson Wister, Robert G Williams and Aristides W Georgantas together own approximately 82 3% of the voting stock of The Glenmede Corpora tion (Glenmede) Glenmede owns The Glenmede Trust Company, N A, which is the trustee of the Trusts' seven supporting organizations. THE PEW MEMORIAL TRUST THE J HOWARD PEW FREEDO M TRUST THE MABEL PEW MYRIN TRUST THE J N PEW, JR CHARITABLE TRUST THE MEDICAL TRUST THE MARY ANDERSON TRUST THE KNOLLBROOK TRUST The following independent contractors have busin ess relationships with each other. Grant Thornton LLP is engaged by Payden & Rygel, to provide accounting services. M Arthur Gensler, jr & Associates, Inc. is engaged by Reed Smith, LLP, to provide architectural services.

ldentifier	Return Reference	Explanation
FACTS AND CIRCUMSTANCES TEST	SCHEDULE A, PAGE 4, PART IV- A, LINE 26F	Based on information submitted to the IRS on Form 8734, the Service issued a determination letter dated September 19, 2007 classifying the Pew Charitable Trusts as a public charity under IRC 170 (b)(1)(A)(vi) that meets the 10% Facts and Circumstances test under Treas R eg 1 170A-9(e)(3) As reported on its Schedule A Support Schedule, the Pew Charitable Tru sts continues to meet the 10% Facts and Circumstances test under Treas Reg 1 170A-9(e)(3)

ldentifier	Return Reference	Explanation
DIRECTORS AND OFFICERS LIABILITY INSURANCE PREMIUMS	FORM 990, PAGE 5, PART V	DIRECTORS AND OFFICERS LIABILITY INSURANCE PREMIUMS HAVE BEEN PAID BY THE ORGANIZATION TH IS BENEFIT IS BEING REPORTED IN TOTAL AND IS NOT SHOWN IN THE ALLOCATION OF PART V-A THE CURRENT YEAR PREMIUM IS \$85,457 24

ldentifier	Return Reference	Explanation
GRANTS - DETAILED LIST OF MATCHING GIFTS	FORM 990, PAGE 2, PART II, LINE 22	Abraham Lincoln Foundation Of The Union League of Philadelphia 500 Academy of Hope 600 Aca demy of Natural Sciences of Philadelphia 290 Accion International 2,000 Action Aids, Inc. 1,000 Adventure Cycling Association 100 Advocates For Children And Youth, Inc. 2,000 Alfo Frends 200 Aids Fund 500 Aids Project Los Angeles, Inc 88 Alaska Marine Conservation Council 2,000 Alex's Lemonade Stand Foundation 50 All Souls Church, Unitarian 600 ALS Association 200 Atherimer's Disease And Related Disorders 200 American Cancer Society, Inc. 1,400 American Child Liberties Union 500 American Heart Association 150 American Laws in World Service 600 American Philosophical Society, 750 American Red Cross 950 American Revers, Inc. 3,000 Armesty International USA, Inc. 500 Anacosta Watershed Society, Inc. 272 Animal Welfare Association, Inc. 240 Antilles School, Inc. 500 Archbishop O'Hara High School 500 Asian American Justice Center 500 Asian Pacific American Legal Resource Center 2,300 Balle V1,500 Bard College 500 Bates College 200 Best Friends Animal Sanctuary 50 Books Not Bombs, Inc. 100 Bardley Hills PTA, Inc. 150 Brandyw in Conservancy, Inc. 375 Bread and Roses Community Fund 1,600 Bread For The Cty, Inc. 600 Breast Cancer Coalition Of Rochester, Inc. 200 Brit Tzedek v'Shalom—The Jewish Alliance for Justice and Peace 100 Brown University 800 Bryn Mawr College 2,250 Bryn Mawr Hospital Foundation 2,250 Byerschool Foundation 7 50 Campus Crusade for Christ, Inc. 100 Capital Area Food Bank 500 Capital Community Broadc asting 150 Capital Hill Day School 1,000 Career Wardrobe 50 Carringbridge Corporation 70 Ca reterior Community Change 2,000 Center for Inspired Tea ching 1,000 Center For International Environmental Law, Inc. 200 Center for Farenting Education 300 Center for Inspired Tea ching 1,000 Center For International Environmental Law, Inc. 200 Center of Aretimate Action Networks of Center for Science in Public Participation 2,000 Center ing Children 100 Chesapeake Climate Action Networks of Affirmative Action 200 Center For

ldentifier	Return Reference	Explanation		
GRANTS - DETAILED LIST OF MATCHING GIFTS	FORM 990, PAGE 2, PART II, LINE 22	Ington Educational Telecommunications Assoc, Inc. 400 Green Corps, Inc. 1,000 Green Vale School 375 Greene Tow ne School, Inc. 340 Groundspark 1,000 Gw ynedd-Mercy Academy 50 Habita t For Humanity International, Inc. 1,560 Haddonfield Friends School 1,000 Hamilton College Trustees 500 Handi-crafters, Inc. 100 Harvard University 200 Haverford Township Free Libr ary 500 Haw ken School 200 Heifer Project International, Inc. 1,430 Helen Kate Furness Free Library 70 Heritage College 750 Higher Achievement Program, Inc. 2,000 Holy Redeemer Chil dcare Center 100 Holy Redeemer Health System 400 Holy Spirit Catholic Church 1,000 Hoops S. agrado (Sacred Hoops) 20,500 Hope Partnership For Education 150 Hopewell United Methodist Church 2,000 Horizons For Youth 600 House Of Charity, Diocese Of Camden 300 House Of Ruth 600 Immaculate Conception Church 120 Immaculate Heart Of Mary Church 100 Innovative Resour ces Management 2,000 Institute Of Advanced Study 7,500 International 22q11 2 Deletion Synd rome Foundation 100 International Justice Mission 800 Intervarsity Christian Fellows 200 I sland Institute 500 Islands Community Medical Services 400 John W. Hallahan Catholic Girls 'High School 100 Johns Hopkins University 22,500 Jubilee Campaign USA, Inc. 600 Jubilee Presbyterian Church 5,800 Juneau Jazz and Classics 800 Juvenile Diabetes Research Foundation 260 Kate's Club, Inc. 2,308 Kellogg Fellows Leadership Alliance, Inc. 750 Kelly Anne Dol an Memorial Fund 650 Kennedyville Volunteer Fire Department 150 Kent & Anne's Rescue Squad, Inc. 300 Kent Center, Inc. 150 Kenyon College 200 Keshet, Inc. 100 Kingsway Learning Center 50 Lafayette Ambulance And Rescue Squad, Inc. 300 LaSalle University 400 Leadership, Inc. 200 League of Conservation Voters Education Fund 1,000 Little Brothers - Friends Of The Elderly 100 Little Flower Catholic High School 50 Little Sisters Of The Poor 50		

Identifier	Return Reference	Explanation
Matching Gifts - Continued		Los Angeles Gay & Lesbian Community Services Center 50 Lumina Studio Theatre 300 Maine Coa st Memorial Hospital 1,125 Maine Equal Justice Partners, Inc 50 Mainstay Ministries 1,800 March Of Dimes Birth Defects Foundation 50 Marine Toys For Tots Foundation 550 March Conservation New Ork 2,500 Marine Toys For Tots Foundation 550 March Coalisms of March 1971 March

ldentifier	Return Reference	Explanation
Matching Gifts - Continued		ympics Pennsylvania 50 Spruce Hill Christian School 50 St. Anselm Church 3,800 St. Bridget Church 100 St. Catherine College 500 St. Charles Borromeo Seminary 200 St. Francis Homes For Boys 50 St. Gabriels Catholic Church 300 St. George's School 500 St. Helena School 15 0 St. James Episcopal Church 3,000 St. John's College 500 St. Joseph's Preparatory School 200 St. Jude Children's Research Center 50 St. Jude Church 700 St. Labre Indian School Edu cational Association 200 St. Malachy Church 100 St. Martin's Church 100 St. Mary's Episcop al Church 9,200 St. Teresa Of Avila Church 3,400 Starfish Foster Home 2,000 Straus Histori cal Society, Inc. 700 Street Sense, Inc. 1,150 Stuart Country Day School of The Sacred Hea rt 3,000 Susan G. Komen Foundation, Inc. 600 Susquehanna University 200 Syracuse Universit y 200 Tabernacle United Church 3,200 Taxpayers For Common Sense 4,800 Temple University 1, 190 The American University 200 The Barnes Foundation 750 The Camden Country Historical Society 100 The Caring Center 200 The Carter Center, Inc. 100 The Endow ment Fund Of Phi Kappa 1,000 The Franklin Institute 750 The Free Library Of Philadelphia 116 The Haverford School 2,250 The Hotchkiss School 375 The Humane Society Of Kent County 300 The Humane Society of The United States 3,500 The Impact Fund 400 The Leukema & Lymphoms Society, Inc. 300 The Library Company of Philadelphia 250 The Nature Conservancy 1,230 The Navigators 400 The Opera Company Of Philadelphia 3,750 The Pennsylvania Horticultural Society 1,650 The Penn sylvania S P C A. 100 The Project On Government Oversight, Inc. 1,000 The Rivanna Conserva tion Society, Inc. 100 The Salvation Army And its Components 200 The Seattle Academy of Art sand Sciences 7,500 The Washington Ballet 7,000 The Wilma Theatre 650 The Women's Corm of the Museum of Archaeology/Anthropology 3,999 The Work Group 100 Tom Brinker's Operation Christmas Basket 2,000 Tourette Syndrome Association 200 Tower Hill School Association 200 University 500 Trustees of The Luniversity of Premsylvan

Identifier	Return Reference	Explanation
Support Schedule	schedule A, Part IV-A	An adjustment was made in the current year which affects an amount previously reported on Form 8734. It was discovered that the 2006 amount for gifts, grants and contributions was overstated on Form 8734 by \$817,445. Schedule A, Part IV-A, Line 15, Column (a) reflects the correct amount of gifts, grants and contributions received during 2006.

ldentifier	Return Reference	Explanation		
Sublease Agreement	Form 990, Part VII, Line 97b, Column (D)	PEW SUBLEASES SPACE TO SOME OF ITS GRANTEES AND CERTAIN OTHER ENTITIES (MOST OF WHICH ARE EXEMPT FROM FEDERAL INCOME TAXES UNDER SECTION 501(C)(3)) DUE TO THE BUSINESS NEED TO HAVE THE SPACE OCCUPIED, MOST OF THE SPACE IS GENERALLY SUBLEASED AT OR IN MOST CASES BELOW PEW'S COSTS INCLUDED IN THE SUBLEASE AGREEMENT IS THE TENANT'S RIGHT TO USE THE EXISTING FURNISHINGS AND CERTAIN OFFICE SERVICES PEW CONSIDERS THE NET VALUE OF THE PERSONAL PROPERTY TO BE LESS THAN 10% OF THE TOTAL RENTS UNDER THE LEASE AND THE VALUE OF THE SHARED SERVICES TO BE INSIGNIFICANT IN TERMS OF THE AGREEMENT AS A WHOLE THEREFORE, PEW TREATS THE ENTIRE RENTAL PAYMENT AS EXCLUDED INCOME UNDER IRC SECTION 512(B)(3) ACCORDINGLY, PEW HAS REPORTED THE ENTIRE RENTAL PAYMENT ON FORM 990, PART VII, LINE 97B, COLUMN (D)		

TY 2007 Land etc. Schedule

Name: THE PEW CHARITABLE TRUSTS

Category/Item	Cost/Other Basis	Accumulated Depreciation	Book Value
FURNITURE & EQUIP.	1,754,155	945,889	808,266
DATA PROCESSING EQ	11,500,722	3,868,221	7,632,501
LEASEHOLD IMPROV.	2,910,702	958,180	1,952,522
BUILDING	72,542,558	693,297	71,849,261
LAND	90,000,000	0	90,000,000

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TY 2007 Mortgages and Notes Payable Schedule

Name: THE PEW CHARITABLE TRUSTS

EIN: 56-2307147

Total Mortgage Amount: 20000000

Item No.	1
Lender's Name	THE DISTRICT OF COLUMBIA
Lender's Title	
Relationship to Insider	
Original Amount of Loan	2000000
Balance Due	2000000
Date of Note	2008-03
Maturity Date	2014-06
Repayment Terms	ANNUAL PAYMENTS OF PRINCIPLE AND MONTHLY INTEREST
Interest Rate	
Security Provided by Borrower	COLLATERALIZED BY IRREVOCABLE LETTER OF CREDIT
Purpose of Loan	PURCHASE PORTION OF OFFICE BUILDING
Description of Lender Consideration	20,000,000 TAXABLE BONDS
Consideration FMV	

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TY 2007 Other Assets Schedule

Name: THE PEW CHARITABLE TRUSTS

Description	Beginning of Year Amount	End of Year Amount
FUNDS HELD FOR THIRD PARTIES	13,032,552	18,524,052
SUPPLEMENTAL EMPLOYEE		
RETIREMENT PLAN	1,633,076	1,784,465
AMOUNTS FROM SUPPORTING		
ORGANIZATIONS TO FUND		
PREVIOUSLY APPROVED GRANTS	1,747,083	0
BOND ISSUANCE COSTS, NET	0	2,039,727

TY 2007 Other Changes in Net Assets Schedule

Name: THE PEW CHARITABLE TRUSTS

Description	Amount
NATL ENVIRONMENTAL TRUST P/Y ACTIVITY	8,396,068
FY08 GRANT DISCOUNT	1,657,572
NATL ENVIRONMENTAL TRUST SUBGRANT	755,000
PRIOR YEAR RECONCILIATION ITEM	283,701
BOOK/TAX RENTAL DEPRECIATION DIFFERENCE	6,498
UNREALIZED LOSS ON INVESTMENTS	25,347,310
NATL ENVIR NET LOSS (PRE-ACQUISITION	6,056,475
FY 07 GRANT DISCOUNT	6,014,052
SWAP LIABILITY-UNREALIZED PORTION	3,134,212
RESCINDED GRANTS APPROVED PRIOR TO JAN-	1 747 093

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TY 2007 Other Expenses Included Schedule

Name: THE PEW CHARITABLE TRUSTS

Description	Amount
GRANT DISCOUNT	4,356,480
901 E RENTAL EXPENSES	1,394,961
CHANGE IN SWAP LIABILITY	3,134,212
NATL ENVIRONMENTAL TRUST EXP.	9,958,774
RECLASSIFICATION RENTAL EXP.	199,430

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TY 2007 Other Expenses Not Included Schedule

Name: THE PEW CHARITABLE TRUSTS

Description	Amount
(CUSTODIAL) FUNDS	1,295,635
SUBLEASE RENTAL INCOME	692,100
NATL ENVIRONMENTAL TR SUBGRANT	755,000

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TY 2007 Other Liabilities Schedule

Name: THE PEW CHARITABLE TRUSTS

Description	Beginning of Year Amount	End of Year Amount
ACCRUED PENSION PLANS	4,109,391	5,056,424
FUNDS HELD FOR THIRD PARTIES	5,998,555	6,530,690
DEFERRED RENT	897,622	1,140,430
FUNDS HELD IN DEPOSIT	38,700	211,356
SWAP LIABILITY	0	3,134,212

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TY 2007 Other Notes/Loans Receivable Short Schedule

Name: THE PEW CHARITABLE TRUSTS

Category/Name	Amount
SCENIC HUDSON, INC.	5,000,000

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TY 2007 Other Revenues Included Schedule

Name: THE PEW CHARITABLE TRUSTS

Description	Amount
NATL ENVIRONMENTAL TR CONTRIB.	3,815,902
NATL ENVIRONMENTAL TR INT REV.	86,397

TY 2007 Other Revenues Not Included Schedule

Name: THE PEW CHARITABLE TRUSTS

Description	Amount
901 E RENTAL EXPENSES	-1,394,961
EARMARKED (CUSTODIAL) REVENUE	6,255,000
SUBLEASE RENTAL INCOME	692,100
RECLASSIFICATION RENTAL EXP.	-199,430
DIFFERENCE	-6,498

TY 2007 Relationship Schedule

Name: THE PEW CHARITABLE TRUSTS

Person Name / Business Name	Title or Role	Person Name 2 / Business Name 2	Title or Role 2	Relationship
J HOWARD PEW II	DIRECTOR AND BOARD CHAIR			
SUSAN W CATHERWOOD	DIRECTOR			
ARTHUR E PEW III	legacy DIRECTOR			
J N PEW IV MD	DIRECTOR			
MARY CATHARINE PEW MD	DIRECTOR			
R ANDERSON PEW	DIRECTOR			
SANDY PEW	DIRECTOR			
ROBERT G WILLIAMS	DIRECTOR			
ETHEL BENSON WISTER	DIRECTOR			
ARISTIDES W GEORGANTAS	DIRECTOR			
J N PEW 3rd	LEGACY DIRECTOR			
Reed Smith LLP				business - see statement 2
Grant Thornton LLP				Business - see statement 2

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TY 2007 Tax-Exempt Bond Liabilities Schedule

Name: THE PEW CHARITABLE TRUSTS

Item No.	1	
Name of Issue		
Purpose	Variable Rate Tax Exempt Rev. Bonds Series 2008A	
Amount Outstanding	180000000	
Unexpeded Bond Proceeds	33236059	
Third Party Use	Yes	
Space Percentage	15 %	
Maturity Date		
Repayment Terms		
Interest Rate		
Security		

TY 2007 Non Electing Public Charities Statement

Name: THE PEW CHARITABLE TRUSTS

EIN: 56-2307147

Statement: The Pew Charitable Trusts (PEW) is driven by the power of knowledge to solve today's most challenging problems. Pew applies a rigorous, analytical approach to improve public policy, inform the public and stimulate civic life. Pew uses fact-based solutions and goal-driven investments to improve society. Pew is an advocate for policy solutions on important issues facing the American people when the case for change is compelling and where the facts are clear. From a base of rigorous, nonpartisan research, study and policy analysis, pew supports a range of focused, well-considered initiatives. The goal is to inform decision makers about options and help them form consensus on policies that will drive positive change for Americans. The following list represents the issues on which The Pew Charitable Trusts has focused on the federal level: Foster care reform; reform of the Founding Fathers papers project; enactment of the Consumer Product Safety commission reform act (CPSC), specifically an immediate ban of three phthalates and an interim ban of three more, with permanent status dependent on a scientific review; enactment of an increase in the CAFE standard; reauthorization of the Animal Drug user fee act with language requiring standardized reporting by drug manufacturers of the antibiotics sold for use in industrial animal farming; passage of the hardrock mining reform and reclamation act of 2007; passage of the shark conservation act of 2008, oceans 21 legislation in the house natural resources committee subcommittee on fisheries, wildlife, and oceans; the america's climate security act (the warner-lieberman bill); resolution on biodiversity reported out of senate foreign relations committee; the roadless area conservation act of 2007; the kid safe chemicals act.

TY 2007 Scholarship Award Statement

Name: THE PEW CHARITABLE TRUSTS

EIN: 56-2307147

Statement: PEW MAKES GRANTS TO OTHER 501(C)(3) PUBLIC CHARITIES FOR

FELLOWSHIP PROGRAMS WHICH THESE GRANTEE ORGANIZATIONS THEN USE TO MAKE FELLOWSHIP GRANTS. PEW'S GRANTEES MAKE

THE DETERMINATION WHETHER THE FELLOWSHIP RECIPIENTS

QUALIFY TO RECEIVE PAYMENTS, NOT PEW.

TY 2007 Self Dealing Statement

Name: THE PEW CHARITABLE TRUSTS

EIN: 56-2307147

Line Numbe	Explanation			
2d	CERTAIN OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES RECEIVE COMPENSATION AND BENEFITS. SEE FORM 990, PART V-A. UNDER THE ACCOUNTABLE PLAN RULES, THE ORGANIZATION ALSO PROVIDES REIMBURSEMENTS FOR REASONABLE AND NECESSARY BUSINESS EXPENSES INCURRED BY ITS OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES.			

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2007 Supplemental Support Schedule

Name: THE PEW CHARITABLE TRUSTS

EIN: 56-2307147

Year	Gifts, Grants and Contributions Received	Membership Fees Received	Gross Receipts From Admissions, Etc.	Gross Investment Income And Post 1975UBI	Net UBI Pre 1975	Tax Revenues Levied For Organization's Benefit	Value Of Services, Facilities Furnished By Government	Other Income	Total
2006	297,987,304		426,827	16,849,826					315,263,957
2005	255,788,386		199,171	7,949,399					263,936,956
2004	237,387,960		70,037	2,162,973					239,620,970
2003	108,213,381			205,265					108,418,646

Entity #: 3105890 Date Filed: 04/09/2008 Pedro A. Cortés Secretary of the Commonwealth

Articles of Amendment-1	
Business Corpora Nonprofit Corpor	ation (§ 1915)
M. BURR KEIM COMPANY COUNTER PICK-UP	Document will be returned to the name and address you enter to the left. Commonwealth of Pennsylvania ARTICLES OF AMENDMENT-NONPROFIT 7 Page(s
Fce: \$70	T0810167011
in compliance with the requirements of the applicable pridesiring to aniend its articles, hereby states that:	rovisions (relating to articles of amendment), the undersigned,
1. The name of the corporation is: The Pew Charitable Trusts	
2. The (a) address of this corporation's current registered commercial registered office provider and the county of correct the following information to conform to the receipt (a) Number and Street City One Commerce Sq., 2005 Market St., Ste. 1700,	f venue is (the Department is hereby authorized to ords of the Department): State Zip County Philadelphia, PA 19103-7077 Philadelphia
(b) Name of Commercial Registered Office Provider c/o	County
3. The statute by or under which it was incorporated: 15	Pa.C.S. Section 5306
4. The date of its incorporation: 11/13/2002	
5 Check, and if appropriate complete, one of the following	
The amendment shall be effective upon filing these A The amendment shall be effective on: Date	at at

Certification# 7644864-1 Page 11 of 16

(A. DEF 1. OF STATE

DSCB:15-1915/5915--2

6. Check one of the following:				
The amendment was adopted by the shareholders or members pursuant to 15 Pa.C.S. § 1914(a) and (b) or § 5914(a).				
The amendment was adopted by the board of directors pursuant to 15 Pa. C.S. § 1914(c) or § 5914(b).				
7 Check, and if appropriate, complete one of the follow	wing:			
The amendment adopted by the corporation, set for	orth in full, is as follows			
	<u> </u>			
The amendment adopted by the corporation is set hereof	forth in full in Exhibit A attached hereto and made a part			
8 Check if the amendment restates the Articles: The restated Articles of Incorporation supersede the	ne original articles and all amendments thereto.			
	IN TESTIMONY WHEREOF, the undersigned corporation has caused these Articles of Amendment to be			
	signed by a duly authorized officer thereof this 8th day of April			
	2008			
	The Pew Charitable Trusts			
	Name of Corporation Name of Corporation Signature			
	Secretary			
	Title			

EXHIBIT A

COMMONWEALTH OF PENNSYLVANIA DEPARTMENT OF STATE CORPORATION BUREAU

AMENDED AND RESTATED ARTICLES OF INCORPORATION OF THE PEW CHARITABLE TRUSTS

In compliance with the requirements of 15 Pa.C.S. section 5306, the undersigned, desiring to incorporate a nonprofit corporation, hereby certify that:

- 1. The name of the corporation is: The Pew Charitable Trusts.
- 2. The address of the corporation's initial registered office is One Commerce Square, 2005 Market Street, Suite 1700, Philadelphia, Pennsylvania 19103-7077.
- 3. The corporation is incorporated under the Nonprofit Corporation Law of 1988 exclusively for religious, charitable, scientific, literary and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding provision of any future federal tax code (the "Code"), including without limitation (1) receiving grants and contributions from The Pew Memorial Trust, J. Howard Pew Freedom Trust, Mabel Pew Myrin Trust, J.N. Pew, Jr. Charitable Trust, Medical Trust, Mary Anderson Trust, and The Knollbrook Trust, (2) supplementing and expanding such funding by developing projects and initiatives that attract gifts, grants and contributions from the public, foundations, businesses and other sources, and (3) making grants to other organizations, agencies or individuals as well as directly planning and conducting projects and initiatives that carry out the corporation's religious, charitable, scientific, literary and educational purposes.
- 4. The corporation may engage in all activities consistent with its purposes set forth in article 3 above, subject to the following restrictions:
 - a. The corporation shall not lobby, carry on propaganda or otherwise attempt to influence legislation except to the extent permitted under the Code;
 - b. The corporation shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of or in opposition to any candidate for public office;

- c. The corporation does not contemplate pecuniary gain or profit, incidental or otherwise, and no part of its net earnings shall inure to the benefit of its officers, trustees, members or other private persons, except that the corporation may pay reasonable amounts for goods and services provided to it and make payments in furtherance of the purposes set forth in article 3; and
- d. The corporation shall not carry on any activity not permitted to be carried on by an organization (i) that is exempt from federal income tax under section 501(c)(3) of the Code and (ii) contributions to which are deductible under sections 170, 2055 and 2522 of the Code.
- 5. The term for which the corporation is to exist is perpetual.
- 6. The corporation is organized on a non-stock basis.
- 7. The corporation shall have no members.
- 8. Upon the dissolution of the corporation, its net assets shall be distributed for such charitable, scientific and educational purposes within the meaning of section 501(c)(3) of the Code as the board of trustees shall select. The surplus funds of the corporation are prohibited from being used for private inurement to any person in the event of a sale or dissolution of the corporation.
 - 9. The name and address of the incorporators are:

Arthur E. Pew, III 2515 Manitou Island
White Bear Lake, MN 55110

I. Howard Pew, II 4735 Highway #3
Marriott's Cove
Chester, Nova Scotia

Canada BOJ 1JO

J. N. Pew 3rd
701 Merion Square Road
Gladwyne, PA 19035

J. N. Pew, IV, M.D. 482 Memorial Highway

Fleetwood, PA 19522

R. Anderson Pew

916 Muirfield Road Bryn Mawr, PA 19010

Richard F. Pew

North Ridge Ranch

28500 Rocky Mountain Road

Belgrade, MT 59714

Ethel Benson Wister

2175 Buttonwood Road

Berywn, PA 19312

Susan W. Catherwood

622 Rose Lane

Bryn Mawr, PA 19010

Thomas Langfitt, M.D.

260 Beech Hill Road

Wynnewood, PA 19096

Entity #: 3105890 Date Filed: 01/02/2008 Pedro A. Cortés Secretary of the Commonwealth

Party in additional to two T0600265042 In compliance with the requirements of the applicable provisions (relating to articles of merger or consolidation), the	Domest	Certificate of M (15 Pa.C.S.) ic Business Corpore	tion (§ 1926)	
Asdres CT CORP-COUNTER City State Zip Code Commonwealth of Pennsylv ARTICLES OF MERGER-NONPROFILE e: \$150 plus \$40 additional for each Party in additional to two In compliance with the requirements of the applicable provisions (relating to articles of merger or consolidation), the designed, desiring to effect a merger, hereby state that: 1. The name of the corporation/limited partnership surviving the merger is: The Pew Charitable Trusts 2. Check and complete one of the following: 1. The surviving corporation/limited partnership is a domestic business/nonprofit corporation/limited partnership at the (a) address of its current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department): (a) Number and Street (b) Name of Commercial Registered Office Provider (c) The surviving corporation/limited partnership is a qualified foreign business/nonprofit corporation /limited partnership incomporated/formed under the laws of				
In compliance with the requirements of the applicable provisions (relating to articles of merger or consolidation), the designed, desiring to effect a merger, hereby state that: 1. The name of the corporation/limited partnership surviving the merger is: The Pew Charitable Trusts 2. Check and complete one of the following: 1. The surviving corporation/limited partnership is a domestic business/nonprofit corporation/limited partnership are the (a) address of its current registered office in this Commonwealth or (b) name of its commercial registered off provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department): (a) Number and Street City State Zip County 1. Commerce Sq., 2005 Market St., Ste. 1700, Philadelphia, PA 19103 Philadelphia (b) Name of Commercial Registered Office Provider County County The surviving corporation/limited partnership is a qualified foreign business/nonprofit corporation /limited partnership incorporated/formed under the laws of	Addres CT CORP-COUNTER	Ŗ	name and address the left. Com	you enter to
1. The name of the corporation/limited partnership surviving the merger is: The Pew Charitable Trusts	: \$150 plus \$40 additional for each Party in additional to two			T0800265042
The surviving corporation/limited partnership is a domestic business/nonprofit corporation/limited partnership are the (a) address of its current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department): (a) Number and Street City State Zip County 1 Commerce Eq., 2005 Market St., Ste. 1700, Philadelphia, PA 19103 Philadelphia (b) Name of Commercial Registered Office Provider County c/o The surviving corporation/limited partnership is a qualified foreign business/nonprofit corporation /limited partnership incorporated/formed under the laws of and the (a) address of its current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is Department is hereby authorized to correct the following information to conform to the records of the Department (a) Number and Street City State Zip County (b) Name of Commercial Registered Office Provider County (b) Name of Commercial Registered Office Provider County	1. The name of the corporation/limited partnership		ger is:	
The surviving corporation/limited partnership is a qualified foreign business/nonprofit corporation /limited partnership incorporated/formed under the laws of and the (a) address of its current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is Department is hereby authorized to correct the following information to conform to the records of the Department (a) Number and Street City State Zip County (b) Name of Commercial Registered Office Provider County The surviving corporation/limited partnership is a nonqualified foreign business/nonprofit corporation/limited	2. Check and complete one of the following:			
partnership incorporated/formed under the laws of and the (a) address of its current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is Department is hereby authorized to correct the following information to conform to the records of the Department (a) Number and Street City State Zip County (b) Name of Commercial Registered Office Provider County The surviving corporation/limited partnership is a nonqualified foreign business/nonprofit corporation/limited	The surviving corporation/limited partnership the (a) address of its current registered office provider and the county of venue is (the Department): (a) Number and Street City	in this Commonwer artment is hereby au y	thorized to correct the	e following information to
c/o The surviving corporation/limited partnership is a nonqualified foreign business/nonprofit corporation/limited	The surviving corporation/limited partnership the (a) address of its current registered office provider and the county of venue is (the Department): (a) Number and Street 1 Commerce Sq., 2005 Market St., St. (b) Name of Commercial Registered Office P	in this Commonweartment is hereby au y te. 1700, Phil	thorized to correct the	e following information to County Philadelphia
	The surviving corporation/limited partnership the (a) address of its current registered office provider and the county of venue is (the Department): (a) Number and Street City 1 Commerce Sq., 2005 Market St., St (b) Name of Commercial Registered Office P c/o The surviving corporation/limited partnership partnership incorporated/formed under the law office in this Commonwealth or (b) name of Department is hereby authorized to correct the	o is a qualified foreigns of	thorized to correct the State Zip adelphia, PA 19 madelphia, PA 19 madelphia and the (a) additered office provider tion to conform to the	County
laws of such domiciliary jurisdiction is:	The surviving corporation/limited partnership the (a) address of its current registered office provider and the county of venue is (the Department): (a) Number and Street City 1 Commerce Eq., 2005 Market St., St (b) Name of Commercial Registered Office Pc/o The surviving corporation/limited partnership partnership incorporated/formed under the law office in this Commonwealth or (b) name of Department is hereby authorized to correct the (a) Number and Street City (b) Name of Commercial Registered Office P	o is a qualified foreigns of	thorized to correct the State Zip adelphia, PA 19 madelphia, PA 19 madelphia and the (a) additered office provider tion to conform to the	County

Certification# 7644864-1 Page 5 of 16 2008 JAN -2 AM 11: 14

DSCB:15-1926/5926/8547-2

The name and the address of the reging provider and the county of venue of qualified foreign business/nonprofit follows:	each other domestic bu	siness/nonprofit con	poration/limited	i partnership and
Name Registered Office A	Address Commerc	ial Registered Offic	e Provider	County
National Environmental Trust - n	onqualified			
4. Check, and if appropriate complete,				
The plan of merger shall be effective	ve upon filing these Art	icles/Certificate of N	derger in the De	epartment of State.
The plan of merger shall be effective	/e on:Date	atHou	·	
	Date	7100		
5. The manner in which the plan of mer	ger was adopted by eac	h domestic corporati	ion/limited part	nership is as follows:
Name		Manner of Adoption		
The Pew Charitable Trusts - Ado 5924(a)	pted by the director	s and members p	ursuant to 1	5 Pa C.S. Sec
6. Strike out this paragraph if no foreign The plan was authorized, adopted or a corporation/limited partnership (or ea the plan in accordance with the laws of	approved, as the case much of the foreign busin	my be, by the foreign	n business/nonp ations/limited p	
2 (1.1.1/6)	Cal. C H. J.			
7. Check and if appropriate complete, of		hereto and made a	nort hereof	
The plan of merger is set forth in fu Pursuant to 15 Pa.C.S. § 1901/§ 854 if any, of the plan of merger that am Incorporation/Certificate of Limited subsequent to the effective date of the The full text of the plan of merger is partnership, the address of which is.	47(b) (relating to omiss end or constitute the op Partnership of the surv the plan are set forth in f on file at the principal	ion of certain provisi crative provisions of iving corporation/lin ull in Exhibit A attac	ions from filed f the Articles of nited partnershi ched hereto and	p as in effect made a party hereof.
Number and street	City	State	Zip	County

DSCB: 15-1926/5926/8547-3 .

IN TESTIMONY WHEREOF, the undersigned corporation/limited partnership has caused these Articles/Certificate of Merger to be signed by a duly authorized officer thereof this
26th day of December,
2007
The Pew Charitable Trusts
Name of Compression/Limited Partnership Signature Secretary Title
National Environmental Trust Name of Corporation/Limited Partnership Signature
Secretary

EXHIBIT A

PLAN OF MERGER

FOR THE MERGER OF

THE PEW CHARITABLE TRUSTS

AND

THE NATIONAL ENVIRONMENTAL TRUST

THIS PLAN OF MERGER, sets forth the terms by which the National Environmental Trust, a District of Columbia nonprofit corporation ("<u>NET</u>") will be merged with and into The Pew Charitable Trusts, a Pennsylvania nonprofit corporation ("<u>Pew</u>").

ARTICLE 1

THE MERGER

- 1.1 The Merger. At the Effective Time (as defined below) and in accordance with the applicable provisions of the Pennsylvania Nonprofit Corporation Law of 1988 (the "PA Law") and the District of Columbia Nonprofit Corporation Act (the "DC Act"), NET shall be merged with and into Pew and the separate existence of NET shall thereupon cease. Pew as the surviving corporation after the Merger is hereinafter sometimes referred to as the "Combined Corporation". The Combined Corporation shall continue to be a Pennsylvania nonprofit corporation, subject to the PA Law.
- 1.2 <u>Effective Time of the Merger</u>. The Merger shall be consummated by filing properly executed articles of merger (the "Articles") with the Commonwealth of Pennsylvania and the District of Columbia, respectively, on or about the Closing (as defined below). The Merger shall become effective (the "<u>Effective Time</u>") at the latest to occur of (a) the time such Articles are accepted for filing by the Commonwealth of Pennsylvania and the District of Columbia, or (b) such other time as may be specified in the Articles.
- 1.3 <u>Effect of the Merger.</u> At and after the Effective Time, the effect of the Merger shall be as provided in this Plan and the applicable provisions of the PA Law and the DC Act. Without limiting the generality of the foregoing, at the Effective Time, all of the property, rights, privileges, powers and franchises of NET shall vest in the Combined Corporation, and all debts, liabilities and duties of NET shall become the debts, liabilities and duties of the Combined Corporation.
- 1.4 <u>Closing.</u> The consummation of the Merger (the "<u>Closing</u>") will take place as promptly as practicable after the last to occur of the satisfaction or waiver of all the conditions to the obligations of the parties to effect the Merger, but in no event later than the fifth Business Day thereafter, at such time and in such manner as agreed to in writing by the parties (the "<u>Closing Date</u>").
- 1.5 <u>Insurance.</u> Prior to the Closing, NET shall obtain Extended Reporting Period directors' and officers' insurance ("D&O") coverage ("Tail Coverage"), in amounts up to \$5 million, for all NET officers and directors who served prior to the day of the Closing ("NET Directors") for a term of six years after the Closing. Pew will use its reasonable best efforts to name all past NET Directors as insureds under all of Pew's D&O insurance policies effective on or before the expiration of the Tail Coverage for a term of six years after the expiration of the Tail Coverage.
- 1.6 <u>Further Assurances</u>. Each party will execute such further documents and instruments and take such further actions as may be requested by the other to consummate the Merger, to vest the Combined Corporation with full title to all assets, properties, rights, approvals, immunities and franchises of NET or to effect any other purpose of this Plan.

ARTICLE 2

ORGANIZATION

- 2.1 <u>Articles of Incorporation</u>. From and after the Effective Time, the articles of incorporation of Pew as in effect immediately prior to the Merger shall be the articles of incorporation of the Combined Corporation.
- 2.2 <u>Bylaws</u>. From and after the Effective Time, the bylaws of Pew as in effect immediately prior to the Merger shall be the bylaws of the Combined Corporation.
- 2.3 <u>Directors</u>. From and after the Effective Time, the Board of Directors of the Combined Corporation shall consist of the directors of Pew serving immediately prior to the Effective Time.
- 2.4 Officers. From and after the Effective Time, the officers of the Combined Corporation shall consist of the officers of Pew in office immediately prior to the Effective Time.
- 2.5 <u>Executive Leadership</u>. From and after the Effective Time, the executive leadership of the Combined Corporation shall consist of the individuals serving as the executive leadership of Pew immediately prior to the Effective Time.
- 2.6 <u>Members</u>. From and after the Effective Time, the members of the Combined Corporation shall consist of the members of Pew immediately prior to the Effective Time.

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COMMONWEALTH OF PENNSYLVANIA DEPARTMENT OF STATE CORPORATION BUREAU

ARTICLES OF INCORPORATION OF THE PEW CHARITABLE TRUSTS

In compliance with the requirements of 15 Pa.C.S. section 5306, the undersigned, desiring to incorporate a nonprofit corporation, hereby certify that:

- 1. The name of the corporation is: The Pew Charitable Trusts.
- 2. The address of the corporation's initial registered office is One Commerce Square, 2005 Market Street, Suite 1700, Philadelphia, Pennsylvania 19103-7077.
- 3. The corporation is incorporated under the Nonprofit Corporation Law of 1988 exclusively for religious, charitable, scientific, literary and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding provision of any future federal tax code (the "Code"), including without limitation (1) receiving grants and contributions from The Pew Memorial Trust, J. Howard Pew Freedom Trust, Mabel Pew Myrin Trust, J.N. Pew, Jr. Charitable Trust, Medical Trust, Mary Anderson Trust, and The Knollbrook Trust, (2) supplementing and expanding such funding by developing projects and initiatives that attract gifts, grants and contributions from the public, foundations, businesses and other sources, and (3) making grants to other organizations, agencies or individuals as well as directly planning and conducting projects and initiatives that carry out the corporation's religious, charitable, scientific, literary and educational purposes.
- 4. The corporation may engage in all activities consistent with its purposes set forth in article 3 above, subject to the following restrictions:
 - a. The corporation shall not lobby, carry on propaganda or otherwise attempt to influence legislation except to the extent permitted under the Code;
 - b. The corporation shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of or in opposition to any candidate for public office;

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- c. The corporation does not contemplate pecuniary gain or profit, incidental or otherwise, and no part of its net earnings shall inure to the benefit of its officers, trustees, members or other private persons, except that the corporation may pay reasonable amounts for goods and services provided to it and make payments in furtherance of the purposes set forth in article 3; and
- d. The corporation shall not carry on any activity not permitted to be carried on by an organization (i) that is exempt from federal income tax under section 501(c)(3) of the Code and (ii) contributions to which are deductible under sections 170, 2055 and 2522 of the Code.
- 5. The term for which the corporation is to exist is perpetual.
- 6. The corporation is organized on a non-stock basis.
- 7. The corporation shall have members as provided in its bylaws.
- 8. Upon the dissolution of the corporation, its net assets shall be distributed for such charitable, scientific and educational purposes within the meaning of section 501(c)(3) of the Code as the board of trustees shall select. The surplus funds of the corporation are prohibited from being used for private inurement to any person in the event of a sale or dissolution of the corporation.
 - 9. The name and address of the incorporators are:

Arthur E. Pew, III 2515 Manitou Island
White Rear Lake, MN 551

White Bear Lake, MN 55110

J. Howard Pew, II

4735 Highway #3

Marriott's Cove

Chester, Nova Scotia

Canada BOJ 1JO

J. N. Pew 3rd
701 Merion Square Road
Gladwyne, PA 19035

J. N. Pew, IV, M.D. 482 Memorial Highway Fleetwood, PA 19522

2002095-1335

R. Anderson Pew 916 Muirfield Road Bryn Mawr, PA 19010 Richard F. Pew North Ridge Ranch 28500 Rocky Mountain Road Belgrade, MT 59714 Ethel Benson Wister 2175 Buttonwood Road Berwyn, PA 19312 Susan W. Catherwood 622 Rose Lane Bryn Mawr, PA 19010 Thomas Langfitt, M.D. 260 Beech Hill Road Wynnewood, PA 19096

IN TESTIMONY WHEREOF, the incorporator has signed and sealed these Articles of Incorporation on the day of , 2002.

J. N. Pew, IV, M.D.

Richard F. Pew

Susan W, Catherwood

Ethel Benson Wister

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