

TAX RETURN FILING INSTRUCTIONS

FORM 990-PF

FOR THE YEAR ENDING

JUNE 30, 2014

Prepared for	THE P & G ALUMNI FOUNDATION, INC. 1708 MARTHA AVENUE CINCINNATI, OH 45223
Prepared by	BURKE & SCHINDLER, PLL 901 ADAMS CROSSING CINCINNATI, OH 45202
Amount due or refund	BALANCE DUE OF \$1
Make check payable to	UNITED STATES TREASURY
Mail tax return and check (if applicable) to	DEPARTMENT OF THE TREASURY INTERNAL REVENUE SERVICE CENTER OGDEN, UT 84201-0027
Return must be mailed on or before	FEBRUARY 17, 2015
Special Instructions	<p>THE RETURN SHOULD BE SIGNED AND DATED.</p> <p>A CHECK OR MONEY ORDER FOR THE AMOUNT DUE SHOULD BE ATTACHED TO FORM 990-PF. WRITE THE ORGANIZATION'S EMPLOYER IDENTIFICATION NUMBER AND "2013 FORM 990-PF" ON THE REMITTANCE.</p> <p>PLEASE NOTE THAT THE FORM 990-PF RETURN CONTAINS EXCESS DISTRIBUTION CARRYOVER OF \$151,219. THIS MAY BE APPLIED TO TAX YEAR 2014 AND SUBSEQUENT YEARS.</p>

Return of Private Foundation

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

OMB No. 1545-0052

2013

Open to Public Inspection

Department of the Treasury
Internal Revenue ServiceDo not enter Social Security numbers on this form as it may be made public.
Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

For calendar year 2013 or tax year beginning JUL 1, 2013, and ending JUN 30, 2014

Name of foundation THE P & G ALUMNI FOUNDATION, INC.		A Employer identification number 45-3765318
Number and street (or P.O. box number if mail is not delivered to street address) 1708 MARTHA AVENUE	Room/suite	B Telephone number 513-289-7566
City or town, state or province, country, and ZIP or foreign postal code CINCINNATI, OH 45223		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 81,170.	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	91,174.		N/A	
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	98.	98.		STATEMENT 1
	4 Dividends and interest from securities				
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11	91,272.	98.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	STMT 2	1,875.	0.	0.
	c Other professional fees				
	17 Interest				
	18 Taxes				
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	STMT 3	3,551.	0.	0.
	24 Total operating and administrative expenses. Add lines 13 through 23	5,426.	0.		0.
	25 Contributions, gifts, grants paid	77,000.			77,000.
	26 Total expenses and disbursements. Add lines 24 and 25	82,426.	0.		77,000.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	8,846.				
b Net investment income (if negative, enter -0-)		98.			
c Adjusted net income (if negative, enter -0-)			N/A		

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only.

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	22,249.	10,971.	10,971.
	2 Savings and temporary cash investments	50,075.	70,199.	70,199.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment: basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)	72,324.	81,170.	81,170.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	72,324.	81,170.	
	30 Total net assets or fund balances	72,324.	81,170.	
31 Total liabilities and net assets/fund balances	72,324.	81,170.		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	72,324.
2 Enter amount from Part I, line 27a	2	8,846.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	81,170.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	81,170.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b NONE			
c			
d			
e			

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

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

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	79,999.	40,062.	1.996880
2011	0.	9,019.	.000000
2010			
2009			
2008			

2 Total of line 1, column (d)	2	1.996880
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.998440
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	75,596.
5 Multiply line 4 by line 3	5	75,478.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1.
7 Add lines 5 and 6	7	75,479.
8 Enter qualifying distributions from Part XII, line 4	8	77,000.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate.
See the Part VI instructions.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	1.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	1.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	1.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7		0.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		1.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax <input type="checkbox"/> Refunded <input checked="" type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>OH</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation		X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses <u>STMT 5</u>	X	

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ► WWW.PGALUMS.COM				
14	The books are in care of ► GUYER MCCRACKEN Telephone no. ► 513-289-7566			
Located at ► 52 BERKSHIRE COURT, RED BANK, NJ		ZIP+4 ► 07701		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	► <input type="checkbox"/>		
and enter the amount of tax-exempt interest received or accrued during the year		15	N/A	
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►				X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	1b	N/A
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
If "Yes," list the years ►			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ No

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No

N/A

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

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

If "Yes" to 6b, file Form 8870.

6b

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 6		0.	0.	0.

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

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

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

0

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services 0**Part IX-A** Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 0.	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	0.
b	Average of monthly cash balances	1b	76,747.
c	Fair market value of all other assets	1c	0.
d	Total (add lines 1a, b, and c)	1d	76,747.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	76,747.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,151.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	75,596.
6	Minimum investment return. Enter 5% of line 5	6	3,780.

Part XI**Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	3,780.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	1.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	3,779.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	3,779.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	3,779.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	77,000.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	77,000.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	1.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	76,999.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				3,779.
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012	77,998.			
f Total of lines 3a through e	77,998.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$	77,000.			
a Applied to 2012, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				3,779.
e Remaining amount distributed out of corpus	73,221.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	151,219.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	151,219.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012	77,998.			
e Excess from 2013	73,221.			

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

N/A

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

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year				(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

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

SEE STATEMENT 7

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

NONE**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

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

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

SEE STATEMENT 8

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution * *	Amount
Name and address (home or business)				
a Paid during the year				
ELEMENTS FOUNDATION EDUCATION TRUST 42/3 MARRONIER VATIKA CITY , NEAR BADSHAHPUR, SECTOR 4, INDIA		PUBLIC CHARITY	TO FUND A CUSTOMIZED TRAINING COURSE IN BUSINESS SKILLS, COMMUNICATIONS SKILLS, AND HUMAN RESOURCES	10,000.
ZIMKIDS ORPHAN TRUST 18 ROXBURY MOUNTAIN ROAD HOBART, NY 13788		PUBLIC CHARITY	TO FUND THE NEW "SEWING FOR A FUTURE" PROJECT, MAKING AND SELLING SCHOOL UNIFORMS. THIS	10,000.
MERCY NEIGHBORHOOD MINISTRIES, INC. 1602 MADISON ROAD CINCINNATI , OH 45206		PUBLIC CHARITY	TO PROVIDE "GAP ASSISTANCE" TO WOMEN GRADUATES OF THE HOME CARE AIDE TRAINING PROGRAM, FOR THE	10,000.
AIDUCATION INTERNATIONAL C/O BODMER FISCHER AG LIMMATQUAI 94, ZURICH, SWITZERLAND 8001		PUBLIC CHARITY	TO PARTIALLY FUND THREE MENTORSHIP ACADEMIES, EACH ATTENDED BY 100 FINANCIALLY DEPENDENT	10,000.
PEOPLE'S PARTICIPATION IN EDUCATION (WATU) P.O. BOX 10045 MOSHI, KILIMANJARO, TANZANIA		PUBLIC CHARITY	TO FUND A GRANT WHICH WILL BE MATCHED DOLLAR FOR DOLLAR TO SECURE SUFFICIENT POWER TO OPERATE THE LEARNING	7,000.
Total	SEE CONTINUATION SHEET(S)			77,000.
b Approved for future payment				
NONE				0.
Total				
				0.

Part XVII

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

- | | | Yes | No |
|---|--|-------|----|
| 1 | Did the organization directly or indirectly engage in any of the following described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

May the IRS discuss this return with the preparer shown below (see instr.)?

☒ Yes ☐ No

Signature of officer or trustee

Date _____

▶ TREASURER

Title

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date _____

Check ☐ self-employed

PTIN	
------	--

DAVID J. HAMPTON

David J Hampton

11-20-14

P00101198

Firm's name ► **BURKE & SCHINDLER, PLLC**

Firm's EIN ► 31-1452011

Firm's address ► 901 ADAMS CROSSING
CINCINNATI, OH 45202

Phone no. (513) 455-8200

3 Grants and Contributions Paid During the Year (Continuation)

323631
05-01-13

14

171110 789372 P&G19498 2013.03061 THE P & G ALUMNI FOUNDATION P&G194A1

Part XV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - ELEMENTS FOUNDATION EDUCATION TRUST

TO FUND A CUSTOMIZED TRAINING COURSE IN BUSINESS SKILLS, COMMUNICATIONS SKILLS, AND HUMAN RESOURCES FOR ADOLESCENT STUDENTS IN NORTH AND NORTH CENTRAL INDIA. GRADUATES ARE PLACED IN A JOB WITH A PARTNER COMPANY. THEIR EMPLOYMENT IS THEN TRACKED FOR ONE YEAR TO ENSURE THE TRAINEES CONTINUE TO WORK IN THE PARTNER COMPANY.

NAME OF RECIPIENT - ZIMKIDS ORPHAN TRUST

TO FUND THE NEW "SEWING FOR A FUTURE" PROJECT, MAKING AND SELLING SCHOOL UNIFORMS. THIS PROJECT IS AN EXPANSION OF THE EXISTING VOCATIONAL TRAINING PROGRAMS. IT WILL SERVE THE DUAL PURPOSE OF GENERATING INCOME FOR THE CENTER WHILE PROVIDING ITS YOUNG ADULTS WITH SEWING AND SMALL BUSINESS SKILLS.

NAME OF RECIPIENT - MERCY NEIGHBORHOOD MINISTRIES, INC.

TO PROVIDE "GAP ASSISTANCE" TO WOMEN GRADUATES OF THE HOME CARE AIDE TRAINING PROGRAM, FOR THE TRANSITIONAL PERIOD FROM GRADUATION TO GAINFUL EMPLOYMENT. ADDITIONAL SERVICES OFFERED DURING THE EMPLOYMENT SEARCH PHASE INCLUDE: ADDITIONAL JOB COACH SUPPORT, TRANSPORTATION ASSISTANCE, BASIC CLOTHING REQUIREMENTS, AND STIPENDS TO COVER HEALTH AND BACKGROUND CHECKS.

NAME OF RECIPIENT - AIDUCATION INTERNATIONAL

TO PARTIALLY FUND THREE MENTORSHIP ACADEMIES, EACH ATTENDED BY 100 FINANCIALLY DEPENDENT KENYAN SECONDARY SCHOOL STUDENTS, ALL SCHOLARS IN MERIT-BASED SCHOLARSHIP PROGRAMS. THE MENTORSHIP ACADEMIES CREATE THE OPPORTUNITY FOR THE STUDENTS TO NETWORK AND LEARN FROM EXPERTS IN THE FIELDS OF ECONOMY, ENTREPRENEURSHIP, POLITICS AND SOCIAL SCIENCES.

Part XV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - PEOPLE'S PARTICIPATION IN EDUCATION (WATU)
TO FUND A GRANT WHICH WILL BE MATCHED DOLLAR FOR DOLLAR TO SECURE
SUFFICIENT POWER TO OPERATE THE LEARNING AND RESOURCE CENTER, AND
SENIOR SECONDARY SCHOOL, TO ENABLE A 24/7 HOUR OPERATION. THE CENTER
IS LOCATED IN THE RURAL VILLAGE OF SHIRI MGUNGANI, PART OF THE MOSHI
REGION IN NORTHERN TANZANIA. THE FACILITY ASSISTS LOCAL TEACHERS AND
IS USED TO TRAIN ADULTS AS COMPUTER OPERATORS.

NAME OF RECIPIENT - FOUNDATION MEDIAPILA COUNTRY
TO FUND THE PURCHASE OF ADDITIONAL RAW MATERIALS IN ORDER TO TRAIN MORE
WOMEN IN THE TEXTILE/SEWING INDUSTRY IN ARGENTINA. THE WOMEN ATTEND AN
EIGHT MONTH TRAINING SESSION TO DEVELOP SKILLS TO QUALIFY TO WORK IN
THE TEXTILE INDUSTRY.

NAME OF RECIPIENT - MAKE A DIFFERENCE, INC.
TO FUND THE EXPANSION OF THE LIBRARY/TECHNOLOGY CENTER IN THE
KILIMANJARO AREA OF HIMO, AND TO UPGRADE THE COMPUTERS IN THE CENTER.
FIVE HUNDRED STUDENTS USE THE CENTER AND 50,000+ PEOPLE IN THE
SURROUNDING VILLAGES HAVE ACCESS TO THE CENTER. THE CENTER IS ALSO
USED FOR LEADERSHIP AND PROFESSIONAL SKILLS TRAINING.

NAME OF RECIPIENT - EQUALITY & OPPORTUNITY FOUNDATION
TO FUND THE INCREMENTAL BUILDING OF MIX-USE HOMES FOR POOR AND LOW
INCOME FAMILIES IN BANGLADESH AND INDIA. THE HOMES ARE DESIGNED TO
ACCOMMODATE HOME-BASED WORK THAT CAN SELF-FINANCE THE HOUSE. BY
PROVIDING YOUNG MOTHERS WITH A SAFE, SUSTAINABLE PLACE TO WORK AND
LIVE, THEY CAN INCREASE THESE FAMILIES' DISPOSABLE INCOME, BUILD

Part XV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

LIFE-LONG ASSETS, AND IMPROVE THEIR HEALTH.

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

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

OMB No. 1545-0047

2013

Name of the organization

Employer identification number

THE P & G ALUMNI FOUNDATION, INC.

45-3765318

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of \$5,000 or more during the year ▶ \$

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2013)

Name of organization	Employer identification number
THE P & G ALUMNI FOUNDATION, INC.	45-3765318

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	THE P & G ALUMNI NETWORK, INC. 52 BERKSHIRE COURT RED BANK, NJ 07701	\$ 2,194.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
2	PREMIERE SPEAKERS BUREAU 109 INTERNATIONAL DRIVE, SUITE 300 FRANKLIN, TN 37067	\$ 26,500.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
3	SAMIH SHERIFF 16B AVE. RAMBERT CLARENS, MONTREUX, SWITZERLAND	\$ 10,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
4	MOHAN MOHAN 17 ABBOTS DRIVE VIRGINIA WATER, SURREY, UNITED KINGDOM	\$ 10,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
5	SAMIR HAWWA ROUTE DU CLOS 12 PRANGINS, VAUD, SWITZERLAND	\$ 10,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
6	DEBORAH M. KIELTY 224 E. MONTGOMERY STREET BALTIMORE, MD 21230	\$ 10,200.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization	Employer identification number
THE P & G ALUMNI FOUNDATION, INC.	45-3765318

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
7	KEVIN ROBERTS 53 N. MOORE - APT 8D NEW YORK, NY 10013	\$ 10,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Employer identification number

45-3765318

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

[illegible]

Name of organization

Employer identification number

THE P & G ALUMNI FOUNDATION, INC.

45-3765318

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once.) ▶ \$

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

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

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
PNC BANK	98.	98.	
TOTAL TO PART I, LINE 3	98.	98.	

FORM 990-PF ACCOUNTING FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	1,875.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	1,875.	0.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES	435.	0.		0.
INSURANCE	2,819.	0.		0.
TELEPHONE	172.	0.		0.
REGISTRATION & OTHER FEES	125.	0.		0.
TO FORM 990-PF, PG 1, LN 23	3,551.	0.		0.

FOOTNOTES STATEMENT 4

PART VII-A LINE 8B:

PURSUANT TO RECENT CHANGES TO THE ADMINISTRATIVE RULES AND REGULATIONS OF OHIO'S CHARITABLE TRUST ACT, NO COPY OF FORM 990-PF HAS BEEN FILED WITH OHIO. ADMINISTRATIVE RULES NOW ALLOW ORGANIZATIONS HEADQUARTERED IN OHIO TO SUBMIT A "VERIFICATION OF FILING WITH THE INTERNAL REVENUE SERVICE" FORM IN LIEU OF THE FEDERAL TAX RETURN, ALONG WITH ANY APPLICABLE FILING FEE.

FORM 990-PF

LIST OF SUBSTANTIAL CONTRIBUTORS
PART VII-A, LINE 10

STATEMENT 5

NAME OF CONTRIBUTORADDRESS

THE P & G ALUMNI NETWORK, INC.

52 BERKSHIRE COURT
RED BANK, NJ 07701

SAMIH SHERIFF

16B AVE. RAMBERT
CLARENS, MONTREUX, SWITZERLAND

MOHAN MOHAN

17 ABBOTS DRIVE
VIRGINIA WATER, SURREY, UNITED KINGDOM

SAMIR HAWWA

ROUTE DU CLOS 12
PRANGINS, VAUD, SWITZERLAND

DEBORAH M. KIELTY

224 E. MONTGOMERY STREET
BALTIMORE, MD 21230

KEVIN ROBERTS

53 N. MOORE - APT 8D
NEW YORK, NY 10013

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	6
-------------	---	-----------	---

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
HARI NAIR 1708 MARTHA AVENUE CINCINNATI, OH 45223	CHAIRMAN 3.00	0.	0.	0.
SUE WILKE 1708 MARTHA AVENUE CINCINNATI, OH 45223	VICE CHAIRMAN 5.00	0.	0.	0.
GUYER MCCracken 1708 MARTHA AVENUE CINCINNATI, OH 45223	TREASURER 3.00	0.	0.	0.
ED TAZZIA 1708 MARTHA AVENUE CINCINNATI, OH 45223	SECRETARY 3.00	0.	0.	0.
MOHAN MOHAN 1708 MARTHA AVENUE CINCINNATI, OH 45223	TRUSTEE 3.00	0.	0.	0.
DEBORAH M. KIELTY 1708 MARTHA AVENUE CINCINNATI, OH 45223	TRUSTEE 5.00	0.	0.	0.
TANYA LEE 1708 MARTHA AVENUE CINCINNATI, OH 45223	TRUSTEE 2.00	0.	0.	0.
SAMIR HAWWA 1708 MARTHA AVENUE CINCINNATI, OH 45223	TRUSTEE 2.00	0.	0.	0.
ROBERT VINEY 1708 MARTHA AVENUE CINCINNATI, OH 45223	TRUSTEE 2.00	0.	0.	0.
HELENA WONG 1708 MARTHA AVENUE CINCINNATI, OH 45223	TRUSTEE 2.00	0.	0.	0.
PATRICIA MCKAY 1708 MARTHA AVENUE CINCINNATI, OH 45223	TRUSTEE 3.00	0.	0.	0.

THE P & G ALUMNI FOUNDATION, INC.

45-3765318

MARIA TARICCO
1708 MARTHA AVENUE
CINCINNATI, OH 45223

TRUSTEE
2.00

0. 0. 0.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

0. 0. 0.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 7

NAME OF MANAGER

MOHAN MOHAN
DEBORAH M. KIELTY
SAMIR HAWWA

FORM 990-PF	GRANT APPLICATION SUBMISSION INFORMATION	STATEMENT	8
	PART XV, LINES 2A THROUGH 2D		

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

SEE ATTACHED GRANT PROCESS DOCUMENT

EMAIL ADDRESS

PHILANTHROPY@PG.ALUMS.C

FORM AND CONTENT OF APPLICATIONS

SEE ATTACHED LETTER OF INQUIRY AND FINAL APPLICATION DOCUMENTS

ANY SUBMISSION DEADLINES

SEE ATTACHED GRANT PROCESS DOCUMENT

RESTRICTIONS AND LIMITATIONS ON AWARDS

THE P&G ALUMNI FOUNDATION DOES NOT RESTRICT GRANTS TO ANY PARTICULAR GEOGRAPHY OR TYPE OF ORGANIZATION. WE DO REQUIRE THAT GRANTS FIT OUR MISSION OF ECONOMIC EMPOWERMENT, AND LOOK FOR OPPORTUNITIES TO GIVE TO ORGANIZATIONS AROUND THE WORLD THAT FURTHER OUR MISSION.

P&G Alumni FOUNDATION

The P&G Alumni Foundation is pleased to announce a change in its grant application process that we believe will be more efficient and effective for our grant applicants. Effective with the 2013 grant cycle, we are streamlining the process by moving to a Letter of Inquiry (LOI) process. Non-profit organizations with the support of their P&G Alumni sponsors will initially fill out a brief LOI form that will be reviewed by our Grants Committee.

Applications need to fit with the 'Mission' of the Foundation. If our Committee agrees to a 'good fit' with the Foundation Mission, you will then be asked to fill out the longer, formal application that we have used in the past. We believe this change will benefit Grant Applicants as only those whose proposals have a strong chance of success will be asked to complete the longer, more time consuming application.

The MISSION of the Foundation is:

"To improve quality of life by building economic empowerment through economic development, business education, economic inclusion, entrepreneurship, and the encouragement of free enterprise in the communities where Alumni members live and work."

Each year, the P&G Alumni Foundation also announces the amount of money available for grant making. The amount available for 2013 will be \$50- \$80,000. The average amount of the individual awards are in the \$5-\$15,000 range.

[Click Here](#) to receive a Letter of Inquiry application. [Click Here](#) to learn about our past recipients.

LOI Applications are due by June 28, 2013 and should be emailed to philanthropy@pg.alums.com.

If you have questions about the application process, please contact Sue Wilke, the Chair of the Foundation Grants Committee, atsuewilke@cinci.rr.com or you may call her at 513-368-5355.

Jules O'Keefe
P&G Alumni Foundation Chair



Letter of Inquiry

The letter of Inquiry form is used to collect information about your project so that we can provide guidance as to whether you should submit a formal grant application. **It does not constitute a formal grant application to the P&G Alumni Foundation.** A member of our committee will contact you after we have reviewed your Letter of Inquiry to let you know whether you should complete a formal application. Please be sure to include the name of your P&G alumni sponsor(s) and their email address. Limit responses to three pages including the Organization Information page and use letter size 12.

Grant Application Process Timeline

LOIs Due: June 28, 2013

Applications are should be **emailed to philanthropy@pgalums.com. Do not send your application to Sue Wilke.**

Notification of Invitation to Submit: July 12, 2013

Formal Applications Due: August 30, 2013

Grant Award Notifications: December 2013

If you have any questions, please contact Grants Committee Chair Sue Wilke at suewilke@cinci.rr.com

P&G ALUMNI FOUNDATION
Letter of Inquiry

A. Organization Information	
Applicant Organization (Full Legal Name)	
Street Address	
City	
State/ Zip code	
County or Country	
E-mail	
Web site	
Phone (including area code)	
Fax (including area code)	
Tax Exempt ID # (EIN) if applicable	
Executive Director/CEO	
Direct Phone	
Annual Operating Budget	\$
Endowment Size (if applicable)	\$
P&G Sponsor/Email	
State the organization's mission and list primary programs	
B. Summary of Request	
Program/Project Title	
Total Budget for this Program/Project	\$
Amount of this request	\$
Proposal contact name	
E-mail	
Timetable for implementation: From _____ To _____	
Type of Support (please check one): <input type="checkbox"/> Capital Project <input type="checkbox"/> Capital Campaign <input type="checkbox"/> Technical Assistance <input type="checkbox"/> Capacity Building <input type="checkbox"/> Program Project <input type="checkbox"/> Organization <input type="checkbox"/> Start-up	
If you checked Program/Project above, indicate one of the following: <input type="checkbox"/> New Program <input type="checkbox"/> Support of Existing Program <input type="checkbox"/> Expansion of existing program	
Total Project/Program Budget: \$	Amount of this Request: \$
List other funding sources from which you are seeking support and requested amounts.	
Describe the geographic area and target population the program/project will impact (i.e. number of people to be served, number of people served last year, age group, socio-economic status, disability, etc.	

P&G ALUMNI FOUNDATION
Letter of Inquiry

C. Project/Program Summary

1. Provide a brief description of the overall program/project for which funds are sought including activities, desired objectives and number of individuals served or impacted.
2. Provide a brief description of the proposed use of the funds (be specific).
3. Describe how the program/project specifically aligns with the mission of the Foundation *“To improve quality of life by building economic empowerment through economic development, business education, economic inclusion, entrepreneurship, and the encouragement of free enterprise in the communities where Alumni members live and work.”*
4. Tell us how your organization is qualified to accomplish the program/project described.
5. What has been the involvement in your organization of P&G alumni including the P&G alumni supporting this request.

P&G ALUMNI FOUNDATION GRANT APPLICATION



2013 Application-Instructions for Submitting a Request

The P&G Alumni Foundation provides monetary grants to non-profit organizations around the world in which P&G alumni participate. Please read the information below carefully, and follow the instructions.

The **MISSION** of the Foundation is:

"To improve quality of life by building economic empowerment through economic development, business education, economic inclusion, entrepreneurship, and the encouragement of free enterprise in the communities where Alumni members live and work."

Each year, the P&G Alumni Foundation announces the amount of money available for grant making. **The amount available for 2013 is \$ 60,000-80,000.** The average amount of the individual awards are in the \$5,000-\$15,000 range.

Please keep in mind the following key points when making your request:

1. Applications will be judged based on: (i) fit with the P&G Alumni Foundation economic empowerment mission stated above; (ii) measureable impact of your project; (iii) your ability to pursue additional funding (i.e. matching grants, other), publicity/PR and/or in-kind support) as a result of the Foundation grant; and (iv) your project's potential for further expansion.
2. Active P&G Alumni involvement is an important consideration in approving grant requests. Please include the name(s) and contact information (phone or email) of the P&G Alumni involved in your organization/project. Please be specific about how this individual(s) has been involved directly in your organization's work. Your application **must also include** an endorsement letter /letter of support from an involved P&G alumni who will also be expected to sign off on your final assessment report should you receive a grant.
3. The funding commitment is for one year and funds available may go to one project or to several projects, which can be completed in the funding year. Re-application in succeeding years to expand or build on projects previously funded by the Alumni Foundation is permissible.

P&G ALUMNI FOUNDATION GRANT APPLICATION

4. Only programs/projects will be considered for funding. **Funding should not be used primarily for salaries, administrative costs or for any fundraising events.**
5. You must indicate if your organization is tax exempt or describe how it qualifies as a charitable organization. In the US, providing proof of 501C3 status is sufficient
6. Be sure to include contact information for the person completing the application and for the organization, if different.
7. Complete budget information must be submitted with this request.

Application Submission Instructions:

To facilitate review and acceptance of your application, it is important that you:

1. Submit the entire application as **a single PDF document**. Our system cannot accept numerous attachments. Please review your document to ensure you have completed all areas. We are unable to process or follow up incomplete applications.

Applications are due **by August 30, 2013** and should be **emailed to philanthropy@pgalums.com**. **Do not send your applications to Deb Kielty**

If you have questions about the application process, please contact Deb Kielty, Chair of the P&G Alumni Foundation Grants Committee, at kielty@wtci.org.

Jules O'Keefe, Chair
P&G Alumni Foundation

* Procter & Gamble and P&G are trade names of The Procter & Gamble Company and are used pursuant to an agreement with The Procter & Gamble Company. P&G Alumni Foundation an independent organization apart from The Procter & Gamble Company.

P&G ALUMNI FOUNDATION GRANT APPLICATION

Section One

Organization Data	
Applicant Organization (Full Legal Name)	
Doing Business As	
Previous Name, if changed	
Street Address	
City	
State	
Zip code	
County	
Mailing Address (if different than street address)	
City	
State	
Zip code	
E-mail	
Web site	
Phone (including area code)	
Fax (including area code)	
IRS Name, as listed on 501(c)(3) letter	
IRS letter date	
Tax Exempt ID # (EIN) if applicable	
Executive Director/CEO	
Direct Phone	
Organization's Budgeted Expenses for Current Year	\$
Endowment Size(if applicable)	\$
Organization's Major Funding Sources	
Request Data	
Program/Project Title	
Total Budget for this Program/Project	\$
Amount of this request	\$
Proposal contact person information:	
Name	
Title	
Phone	
Fax	
E-mail	
Community/Counties/geographic regions served by this Program/Project	
Brief demographic description of population served by this Program/Project	
Signatures <i>(both are required unless otherwise specified by funder)</i>	
Signature of Executive Director	
Signature of P&G Alumni supporting grant request	

P&G ALUMNI FOUNDATION GRANT APPLICATION

The narratives for Sections Two through Six should not exceed five pages. Responses must be typed, single-spaced, single-sided and use a minimum of 12-point type.

Section Two – Profile of Organization

- 1) Brief summary of organization's history and statement of organization's mission
 - 2) Brief description of current programs/projects and activities
 - 3) Evidence of organization's overall effectiveness, including major accomplishments
 - 4) Description of population and geographic region served by this organization (if different than the project's as described in Section One)
-

Section Three --Statement of Need and Mission Relevance

- 1) Statement of need/opportunity project is attempting to meet and evidence of that need/opportunity.
 - 2) Describe how your project/funding request supports the economic empowerment mission of the P&G Alumni Foundation.
-

Section Four -- Program/Project Description & Methodology

IMPORTANT: Review the Alumni Foundation program guidelines on page one of the Application Instructions before responding to this section. A reminder that funds are generally for one year and should not be used primarily for salaries, administration, or any fundraiser events.

- 1) Description of program/project, including:
 - a) Summary description of overall program/project to be funded under this grant
 - Does this project represent a new approach to addressing the need/opportunity described above or is it an expansion of an existing program? If a new approach, describe why you believe this program will have the hoped for impact, and provide evidence of your use of best practices.
 - If the project is an expansion or continuation of an existing project, please provide evidence of its effectiveness.
 - b) Brief description of how you propose to use the grant funds. Include how you believe a grant from the P&G Alumni Foundation will affect your ability to secure a matching grant or additional funding to expand the impact of this project. Will a P&G Alumni Foundation grant help you in creating valuable publicity/ public relations for your organization and if so, how?
 - c) General implementation plan and overall timetable
 - d) Duration of program/project
- 2) Will the organization collaborate with other organizations on this particular program/project? If so, with whom and how?
- 3) Do you believe your project can be replicated in other communities or countries? If so, how?
- 4) Why is your organization qualified and appropriate to address this need or benefit? How does this project advance the mission of your organization?
- 5) How are P&G Alumni involved in this project? **Your application must include the name and contact information for at least one Alumni directly involved in your organization and a letter of support for the**

P&G ALUMNI FOUNDATION GRANT APPLICATION

project indicating their past and present involvement. The alumni must also sign off on your final assessment report should you receive a Foundation grant.

Section Five -- Evaluation

- 1) Program/project goals and objectives.
- 2) Explain how you will measure the effectiveness of your activities.
- 3) Describe your criteria for success.
- 4) Describe the results you expect to have achieved by the end of the funding period.

Section Six -- Program/Project Funding Plans

- 1) List of other funders to which **this current** proposal has been and will be submitted. For each funder, indicate amount requested and status of request, i.e., request will be submitted, is pending, was funded or was declined. If funded, specify amount of grant.
 - 2) Other anticipated funding for this current proposal including:
 - a) Earned revenue
 - b) In-kind support
 - c) Special events
 - d) Fundraisers, etc
-

Section Seven -- Required Financial Attachments

- 1) List of grants/sponsorships (including amounts) received during your organization's two most recently completed fiscal years. If you are less than two years old, provide what you do have.
- 2) Statement of Revenue/Support and Expenses for your organization's most recently completed fiscal/calendar year (see attached example form).*
- 3) Balance Sheet for most recently completed fiscal year.
- 4) Project Budget for your entire project (see attached sample form).*

* If your existing financials are in a similar form as the attached example forms, they may be submitted. Please note that these are example forms and line items may be changed, if needed.

Section Eight -- Required Non-Financial Attachments

- 1) IRS letter of determination 501(c)(3) if in the US. If outside of the US, proof of your charitable status
- 2) List of key staff members and qualifications, or an organizational chart

P&G ALUMNI FOUNDATION GRANT APPLICATION

STATEMENT OF REVENUE/SUPPORT & EXPENSE FOR MOST RECENTLY COMPLETED FISCAL YEAR

Name of Agency:

Time Period:

REVENUE/SUPPORT	
Corporate grants	
Foundation grants	
Govt. grants/contracts/per diem (identify)	
Contributions	
United Way/Other federated campaigns(identify)	
Membership dues	
Special events, fundraisers	
Sponsorships	
Admissions	
Sales, rent	
Revenue, tuition	
Investment income	
Interest, dividends	
Other	
Total Revenue/Support	
EXPENSES	
Salaries	
Employee benefits, taxes	
Professional fees	
Equipment, supplies, materials	
Telephone, utilities	
Postage, mailing	
Occupancy	
Insurance	
Training, staff development	
Travel	
Conferences	
Evaluations	
Other	
Total Expenses	
Revenue less Expenses	

If expenses exceeded revenues/support, please explain.

Accompanying narrative welcome if additional explanation is warranted.

P&G ALUMNI FOUNDATION GRANT APPLICATION

PROGRAM REQUEST BUDGET

Name of Project:

Time Period:

<i>(Items typical for operating a program)</i>	BUDGET	
REVENUE/SUPPORT	TOTAL BUDGET	
Corporate grants		
Foundation grants		
Govt. grants/contracts/per diem (identify)		
Contributions		
United Way/Other federated campaigns(identify)		
Membership dues		
Special events, fundraisers		
Sponsorships		
Admissions		
Sales, rent		
Revenue, tuition		
Investment income		
Interest, dividends		
Other		
Total Revenue/Support		
EXPENSES		
Salaries		
Employee benefits, taxes		
Professional fees		
Equipment, supplies, materials		
Telephone, utilities		
Postage, mailing		
Occupancy		
Insurance		
Training, staff development		
Travel		
Conferences		
Evaluations		
Other		
Total Expenses		
Revenue less Expenses		

If expenses exceed revenues/support, please explain how difference will be offset.

Accompanying narrative welcome if additional explanation is warranted, for example an explanation of in-kind gifts.

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

► File a separate application for each return.

► Information about Form 8868 and its instructions is at www.irs.gov/form8868.

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

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

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

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

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

Part I only ☐

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

Type or print	Name of exempt organization or other filer, see instructions.	Enter filer's identifying number
File by the due date for filing your return. See instructions.	THE P & G ALUMNI FOUNDATION, INC.	Employer identification number (EIN) or 45-3765318
	Number, street, and room or suite no. If a P.O. box, see instructions. 1708 MARTHA AVENUE	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. CINCINNATI, OH 45223	

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

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

GUYER MCCrackEN

- The books are in the care of ► **52 BERKSHIRE COURT - RED BANK, NJ 07701**

Telephone No. ► **513-289-7566**

Fax No. ►

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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **FEBRUARY 15, 2015**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

► ☐ calendar year or

► ☒ tax year beginning **JUL 1, 2013**, and ending **JUN 30, 2014**.

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

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

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