

Form **990-T**

Exempt Organization Business Income Tax Return (and proxy tax under section 6033(e))

OMB No. 1545-0687

2011

Department of the Treasury
Internal Revenue Service

For calendar year 2011 or other tax year beginning 07/01, 2011, and
ending 06/30, 2012. See separate instructions.

Open to Public Inspection for
501(c)(3) Organizations Only

Check box if address changed

Name of organization (Check box if name changed and see instructions.)

D Employer identification number
(Employees' trust, see instructions.)

B Exempt under section

- 501(C)(3)
- 408(e) 220(e)
- 408A 530(a)
- 529(a)

Print or Type

THE J. PAUL GETTY TRUST

Number, street, and room or suite no. If a P.O. box, see instructions.

1200 GETTY CENTER DRIVE, SUITE 401

City or town, state, and ZIP code

LOS ANGELES, CA 90049

95-1790021

E Unrelated business activity codes
(See instructions.)

451211 523000

C Book value of all assets at end of year

8768624413.

F Group exemption number (See instructions.)

G Check organization type 501(c) corporation 501(c) trust 401(a) trust Other trust

H Describe the organization's primary unrelated business activity. ATTACHMENT 1

I During the tax year, was the corporation a subsidiary in an affiliated group or a parent-subsidiary controlled group? Yes No
If "Yes," enter the name and identifying number of the parent corporation.

J The books are in care of WILLIAM G. HUMPHRIES Telephone number 310-440-6040

Part I Unrelated Trade or Business Income		(A) Income	(B) Expenses	(C) Net
1a	Gross receipts or sales <u>582,732.</u>			
b	Less returns and allowances			
	c Balance	1c		
		582,732.		
2	Cost of goods sold (Schedule A, line 7)	2		
		268,233.		
3	Gross profit. Subtract line 2 from line 1c	3		314,499.
		314,499.		
4a	Capital gain net income (attach Schedule D)	4a		1,945,823.
		1,945,823.		
b	Net gain (loss) (Form 4797, Part II, line 17) (attach Form 4797)	4b		1,824,360.
		1,824,360.		
c	Capital loss deduction for trusts	4c		
5	Income (loss) from partnerships and S corporations (attach statement)	5	14,519,865.	14,519,865.
			ATCH 2	
6	Rent income (Schedule C)	6		
7	Unrelated debt-financed income (Schedule E)	7		
8	Interest, annuities, royalties, and rents from controlled organizations (Schedule F)	8		
9	Investment income of a section 501(c)(7), (9), or (17) organization (Schedule G)	9		
10	Exploited exempt activity income (Schedule I)	10		
11	Advertising income (Schedule J)	11		
12	Other income (See instructions; attach schedule.)	12		
13	Total. Combine lines 3 through 12	13	18,604,547.	18,604,547.

Part II Deductions Not Taken Elsewhere (See instructions for limitations on deductions.) (Except for contributions, deductions must be directly connected with the unrelated business income.)

14	Compensation of officers, directors, and trustees (Schedule K)	14	178,231.
15	Salaries and wages	15	243,136.
16	Repairs and maintenance	16	249.
17	Bad debts	17	
18	Interest (attach schedule)	18	
19	Taxes and licenses	19	55,533.
20	Charitable contributions (See instructions for limitation rules.)	20	457,595.
21	Depreciation (attach Form 4562)	21	23,935.
22	Less depreciation claimed on Schedule A and elsewhere on return	22a	
		22b	23,935.
23	Depletion	23	
24	Contributions to deferred compensation plans	24	
25	Employee benefit programs	25	165,021.
26	Excess exempt expenses (Schedule I)	26	
27	Excess readership costs (Schedule J)	27	
28	Other deductions (attach schedule) ATTACHMENT 3	28	16,940,013.
29	Total deductions. Add lines 14 through 28	29	18,063,713.
30	Unrelated business taxable income before net operating loss deduction. Subtract line 29 from line 13	30	540,834.
31	Net operating loss deduction (limited to the amount on line 30)	31	540,834.
32	Unrelated business taxable income before specific deduction. Subtract line 31 from line 30	32	
33	Specific deduction (Generally \$1,000, but see line 33 instructions for exceptions.)	33	1,000.
34	Unrelated business taxable income. Subtract line 33 from line 32. If line 33 is greater than line 32, enter the smaller of zero or line 32	34	

Part III Tax Computation

Table with 3 columns: Description, Amount, and Total. Rows include Organizations Taxable as Corporations, Trusts Taxable at Trust Rates, Proxy tax, Alternative minimum tax, and Total.

Part IV Tax and Payments

Table with 3 columns: Description, Amount, and Total. Rows include Foreign tax credit, Other credits, Total credits, Subtract line 40e, Other taxes, Total tax, Payments, Total payments, Estimated tax penalty, Tax due, Overpayment, and Enter the amount of line 48.

Part V Statements Regarding Certain Activities and Other Information (see instructions)

Table with 3 columns: Question, Yes, No. Rows include interest in foreign country, distribution from foreign trust, and tax-exempt interest received.

Schedule A - Cost of Goods Sold. Enter method of inventory valuation AT COST

Table with 3 columns: Description, Amount, and Total. Rows include Inventory at beginning/end of year, Purchases, Cost of labor, Additional section 263A costs, and Total.

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.

Signature of officer: REGINA L. PRINCE, Date: 05/06/13, Title: VP, CFO & COO. Includes a box for IRS discussion consent.

Paid Preparer Use Only: Print/Type preparer's name REGINA L. PRINCE, Preparer's signature, Date 05/01/13, Firm's name KPMG LLP, Firm's address 355 S. GRAND AVE., SUITE 2000, LOS ANGELES, CA 90071.

LOS ANGELES, CA 90071

Schedule C - Rent Income (From Real Property and Personal Property Leased With Real Property) (see instructions)

1. Description of property

Table with 1 column for description of property, rows (1) through (4).

2. Rent received or accrued

Table with 3 columns: (a) From personal property, (b) From real and personal property, and 3(a) Deductions directly connected with the income. Rows (1) through (4) and a Total row.

(c) Total income. Add totals of columns 2(a) and 2(b). Enter here and on page 1, Part I, line 6, column (A).

(b) Total deductions. Enter here and on page 1, Part I, line 6, column (B).

Schedule E - Unrelated Debt-Financed Income (see instructions)

Table with 5 columns: 1. Description of debt-financed property, 2. Gross income from or allocable to debt-financed property, 3. Deductions directly connected with or allocable to debt-financed property, 4. Amount of average acquisition debt, 5. Average adjusted basis, 6. Column 4 divided by column 5, 7. Gross income reportable, 8. Allocable deductions. Includes a Totals row and instructions for entering data on page 1.

Total dividends-received deductions included in column 8

Schedule F - Interest, Annuities, Royalties, and Rents From Controlled Organizations (see instructions)

Table for Exempt Controlled Organizations with 6 columns: 1. Name of controlled organization, 2. Employer identification number, 3. Net unrelated income, 4. Total of specified payments made, 5. Part of column 4 that is included in the controlling organization's gross income, 6. Deductions directly connected with income in column 5. Rows (1) through (4).

Nonexempt Controlled Organizations

Table for Nonexempt Controlled Organizations with 5 columns: 7. Taxable Income, 8. Net unrelated income, 9. Total of specified payments made, 10. Part of column 9 that is included in the controlling organization's gross income, 11. Deductions directly connected with income in column 10. Includes a Totals row and instructions for entering data on page 1.

Schedule G - Investment Income of a Section 501(c)(7), (9), or (17) Organization (see instructions)

1. Description of income	2. Amount of income	3. Deductions directly connected (attach schedule)	4. Set-asides (attach schedule)	5. Total deductions and set-asides (col. 3 plus col. 4)
(1)				
(2)				
(3)				
(4)				
Totals		Enter here and on page 1, Part I, line 9, column (A).		Enter here and on page 1, Part I, line 9, column (B).

Schedule I - Exploited Exempt Activity Income, Other Than Advertising Income (see instructions)

1. Description of exploited activity	2. Gross unrelated business income from trade or business	3. Expenses directly connected with production of unrelated business income	4. Net income (loss) from unrelated trade or business (column 2 minus column 3). If a gain, compute col. 5 through 7.	5. Gross income from activity that is not unrelated business income	6. Expenses attributable to column 5	7. Excess exempt expenses (column 6 minus column 5, but not more than column 4).
(1)						
(2)						
(3)						
(4)						
Totals		Enter here and on page 1, Part I, line 10, col. (A).	Enter here and on page 1, Part I, line 10, col. (B).			Enter here and on page 1, Part II, line 26.

Schedule J - Advertising Income (see instructions)

Part I Income From Periodicals Reported on a Consolidated Basis

1. Name of periodical	2. Gross advertising income	3. Direct advertising costs	4. Advertising gain or (loss) (col. 2 minus col. 3). If a gain, compute cols. 5 through 7.	5. Circulation income	6. Readership costs	7. Excess readership costs (column 6 minus column 5, but not more than column 4).
(1)						
(2)						
(3)						
(4)						
Totals (carry to Part II, line (5))						

Part II Income From Periodicals Reported on a Separate Basis (For each periodical listed in Part II, fill in columns 2 through 7 on a line-by-line basis.)

1. Name of periodical	2. Gross advertising income	3. Direct advertising costs	4. Advertising gain or (loss) (col. 2 minus col. 3). If a gain, compute cols. 5 through 7.	5. Circulation income	6. Readership costs	7. Excess readership costs (column 6 minus column 5, but not more than column 4).
(1)						
(2)						
(3)						
(4)						
(5) Totals from Part I						
Totals , Part II (lines 1-5)		Enter here and on page 1, Part I, line 11, col. (A).	Enter here and on page 1, Part I, line 11, col. (B).			Enter here and on page 1, Part II, line 27.

Schedule K - Compensation of Officers, Directors, and Trustees (see instructions)

1. Name	2. Title	3. Percent of time devoted to business	4. Compensation attributable to unrelated business
(1) ATCH 4			%
(2)			%
(3)			%
(4)			%
Total . Enter here and on page 1, Part II, line 14.			178,231.

ORGANIZATION'S PRIMARY UNRELATED BUSINESS ACTIVITY.

INCOME FROM LIMITED PARTNERSHIP INVESTMENTS AND BOOKSTORE.

FORM 990T - LINE 5 -INCOME (LOSS) FROM PARTNERSHIPS

ABRAMS CAPITAL PARTNERS II, LP	1,321.
AOI II/QCE, LP	-11,859.
ARCLIGHT ENERGY PARTNERS FUND II, LP	581,466.
ARCLIGHT ENERGY PARTNERS FUND III, LP	669,543.
ARCLIGHT ENERGY PARTNERS FUND V, LP	-260,544.
ASP IV ALTERNATIVE INVESTMENTS, LP	-256,958.
ASP V ALTERNATIVE INVESTMENTS, LP	-116,742.
AXIOM ASIA PRIVATE CAPITAL FUND I, LP	-7,256.
BAUPOST VALUE PARTNERS, LP-IV	125,213.
BAYSIDE OPPORTUNITY FUND, LP	36,024.
BERKSHIRE FUND VII, LP	10,327.
BERKSHIRE FUND VII (OS), LP	-3,533.
BLACKROCK FIXED INCOME GLOBAL OPPR. FUND, LLC	-1,033.
BLACKSTONE CAPITAL PARTNERS (CAYMAN) V, LP	1,393.
BLACKSTONE CAPITAL PARTNERS (CAYMAN) V-NQ, LP	-74,473.
BLACKSTONE CAPITAL PARTNERS V USS FEEDER, LP	-132,786.
BLACKSTONE GS CAPITAL PARTNERS V, LP	61,929.
BLACKSTONE PB CAPITAL PARTNERS V, LP	-142,036.
BLACKSTONE REAL ESTATE PARTNERS EUROPE III, LP	9,035.
BLACKSTONE REAL ESTATE PARTNERS V.TEC.2, LP	411,757.
BLACKSTONE REAL ESTATE PARTNERS VI.TEC.2-NQ, LP	-63,465.
BLACKSTONE REAL ESTATE PARTNERS EUROPE III-NQ, LP	263,478.
BLACKSTONE REAL ESTATE PARTNERS VI.TE.2, LP	-14,357.
BLACKSTONE RGIS CAPITAL PARTNERS V, LP	-23,773.
CADENT ENERGY PARTNERS II, LP	6,234.
CASTANEA PARTNERS FUND III, LP	-196,472.
CARLYLE EUROPE REAL ESTATE PARTNERS II, LP	-1,051.
CARLYLE PARTNERS V RPK, LP	-4,154.
CARLYLE REALTY PARTNERS V, LP	-629,149.
CASTANEA PARTNERS FUND II, LP	-8.
CELERO ENERGY COMPANY, LP	-248,031.
CENTRE CAPITAL INVESTORS III, LP	-112,406.
CERBERUS PARTNERS II, LP	15,229.
CERBERUS PARTNERS, LP	1,009,154.
CEREP III, LP	-99,635.
CIM FUND III, LP	-169,340.
CITIGROUP REAL ESTATE PARTNERS II, LP	2,169.
COLONY INVESTORS VIII, LP	-1,417.
CRESTVIEW PARTNERS II, LP	-95,663.
CRP V AIV, LP C/O THE CARLYLE GROUP	-84,333.
DAVIDSON KEMPNER INSTITUTIONAL	8.
DENHAM COMMODITY PARTNERS FUND VI, LP	-2,577.
ENCAP ENERGY CAPITAL FUND VIII, LP	-233,306.
ENDEAVOUR CAPITAL FUND IV, LP	241,049.
ENDEAVOUR CAPITAL FUND V AIV, LP	-171,953.
ENDEAVOUR CAPITAL FUND V, LP	88,934.

ATTACHMENT 2 (CONT'D)

FIA TIMBER PARTNERS SPECIAL SITUATION FUND, LP	93,414.
FIR TREE REAL ESTATE OPPORTUNITY FUND II, LP	4,350.
FORTRESS INVESTMENT FUND IV (FUND A), LP	17,152.
FORTRESS INVESTMENT FUND V (COINVESTMENT FUND A) LP	-9,618.
FORTRESS INVESTMENT FUND V (FUND A), LP	151,403.
GOLDEN GATE CAPITAL OPPORTUNITY FUND, LP	-98,166.
GREEN EQUITY INVESTORS V, LP	49,268.
H&F ASTRO AIV, LP	290,263.
H&F BREWER AIV, LP	-18,498.
H&F CAYMAN AIV I, LP	223,529.
H.I.G. CAPITAL PARTNERS III, LP	102.
H.I.G. CAPITAL PARTNERS IV, LP	11,669.
HFCP VI AIV, LP	-13,997.
HFCP VI DOMESTIC AIV, LP	799,105.
HIGHFIELDS CAPITAL IV, LP	-498,454.
INSIGHT VENTURE PARTNERS V, LP	-126,352.
JLL PARTNERS FUND VI, LP	-725,553.
KAYNE ANDERSON ENERGY FUND III (QP), LP	1,927,822.
KAYNE ANDERSON ENERGY FUND IV (QP), LP	5,244,370.
LIBERTY M&R SPV, LP	1,162,888.
LIME ROCK PARTNERS IV, LP	286,160.
LIME ROCK PARTNERS V, LP	364,238.
LOVELL MINNICK EQUITY PARTNERS III, LP	-88,085.
LR4 AIV, LP	-8,203.
MERCED PARTNERS III, LP	-135,829.
MONROE CPA TE (ALTERNATIVE), LP	-622.
MONROE ML VILLAS TE (ALTERNATIVE), LP	-2,549.
MONROE PUB TE (ALTERNATIVE), LP	6.
MORGAN CREEK PARTNERS III, LP	-20.
NATURAL GAS PARTNERS VIII, LP	1,122,455.
NATURAL GAS PARTNERS IX, LP	1,675,023.
NEWBRIDGE ASIA IV, LP	237,089.
NGP MIDSTREAM & RESOURCES, LP	1,235,640.
OCH-ZIFF REAL ESTATE PARALLEL FUND II A, LP	-71,783.
OCH-ZIFF REAL ESTATE TE FUND, LP	2,018,230.
OCM OPPORTUNITIES FUND VI AIF (DELAWARE), LP	3,512.
OCM OPPORTUNITIES FUND VI, LP	6,105.
OCM OPPORTUNITIES FUND VIIB, LP	20,402.
PLA RETAIL FUND I BLUE, LP	-390,799.
PRIVATE ADVISORS CO-INVESTMENT FUND, LP	-48,319.
RIVERSTONE/CARLYLE GLOB. ENRG. & POWER FUND IV, LP	601,684.
RIVA CAPITAL PARTNERS, LP	39,339.
2003 RIVERSIDE CAPITAL APPRECIATION FUND, LP	4,225.
ROCKLAND POWER PARTNERS, LP	-191,080.
SEQUOIA CAPITAL 2010, LP	-3,529.
SEQUOIA CAPITAL GROWTH FUND III, LP	66,044.

ATTACHMENT 2 (CONT'D)

STARWOOD CAPITAL HOSPITALITY FUND II, LP	-97,214.
STEPSTONE CAPITAL PARTNERS II ONSHORE, LP	4,176.
STEPSTONE PRIVATE EQUITY PARTNERS II, LP	551.
TCW/CRESCENT MEZZANINE PARTNERS V, LP	92,221.
TRECAP COMMERCIAL REALTY PARTNERS III, LP	-1,086,596.
TRIDENT III, LP	29,301.
TRIDENT IV, LP	123,991.
TRIDENT V, LP	-52,915.
THE VARDE FUND X(C), LP	545.
THE VARDE FUND IX, LP	1,923.
THE VARDE FUND VIII, LP	4,468.
VS&A COMMUNICATIONS PARTNERS II, LP	-79,327.
WESTBROOK REAL ESTATE FUND VII, LP	-40,789.
WESTBROOK REAL ESTATE FUND VIII, LP	-1,677.
WHITE DEER ENERGY, LP	-16,826.
WICKS COMMUNICATIONS & MEDIA PARTNERS III, LP	38,049.
INCOME (LOSS) FROM PARTNERSHIPS	<u>14,519,865.</u>

FORM 990T - PART II - LINE 28 - TOTAL OTHER DEDUCTIONS

ACCOUNTING FEES	174,600.
OUTSIDE SERVICES	205,606.
BANK CHARGES	10,852.
OPERATING SUPPLIES	5,750.
OCCUPANCY	3,170.
FURNITURE AND EQUIPMENT	7.
POSTAGE AND FREIGHT	595.
PRINTING AND PUBLICATIONS	34.
TRAVEL	70.
SALES ADJUSTMENTS	53.
TRAINING	4.
DUES AND SUBSCRIPTIONS	12.
INVESTMENT MANAGEMENT FEES	39,644.
OTHER LIMITED PARTNERSHIP DEDUCTIONS FROM K-1S	16,499,616.
PART II - LINE 28 - OTHER DEDUCTIONS	<u>16,940,013.</u>

ATTACHMENT 4SCHD. K, FORM 990-T, COMPENSATION OF OFFICERS, DIRECTORS, & TRUSTEES

<u>NAME AND ADDRESS</u>	<u>TITLE</u>	<u>BUSINESS PERCENT</u>	<u>COMPENSATION</u>
STEVE ALGERT 1200 GETTY CENTER DRIVE, SUITE 401 LOS ANGELES, CA 90049	MNG. DIR & ASS'T TREAS.	8.087330	41,973.
BENJAMIN LIOU 1200 GETTY CENTER DRIVE, SUITE 401 LOS ANGELES, CA 90049	MNG DIR EQ & BONDS, ASST TREAS	18.633950	93,671.
JAMES M WILLIAMS 1200 GETTY CENTER DRIVE, SUITE 401 LOS ANGELES, CA 90049	VP, TREASURER & CIO	3.336900	42,587.
TOTAL COMPENSATION			<u>178,231.</u>

**SCHEDULE D
(Form 1041)**

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ **Attach to Form 1041, Form 5227, or Form 990-T. See the Instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).**

OMB No. 1545-0092

2011

Name of estate or trust

Employer identification number

THE J. PAUL GETTY TRUST

95-1790021

Note: Form 5227 filers need to complete *only* Parts I and II.

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example: 100 shares 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	17,561.
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2010 Capital Loss Carryover Worksheet	4	(17,561.)
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ▶	5	

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example: 100 shares 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	1,945,823.
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2010 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶	12	1,945,823.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2011

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
13	Net short-term gain or (loss)	13		
14	Net long-term gain or (loss):			
a	Total for year	14a	1,945,823.	1,945,823.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b	89,965.	89,965.
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a	15	1,945,823.	1,945,823.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and **do not** complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation

16	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of: a The loss on line 15, column (3) or b \$3,000	16	()
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Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if:

- Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17	
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero	18	
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19	
20	Add lines 18 and 19	20	
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0-	21	
22	Subtract line 21 from line 20. If zero or less, enter -0-	22	
23	Subtract line 22 from line 17. If zero or less, enter -0-	23	
24	Enter the smaller of the amount on line 17 or \$2,300	24	
25	Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> Yes. Skip lines 25 and 26; go to line 27 and check the "No" box. <input type="checkbox"/> No. Enter the amount from line 23	25	
26	Subtract line 25 from line 24	26	
27	Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 27 thru 30; go to line 31. <input type="checkbox"/> No. Enter the smaller of line 17 or line 22	27	
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28	
29	Subtract line 28 from line 27	29	
30	Multiply line 29 by 15% (.15)	30	
31	Figure the tax on the amount on line 23. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31	
32	Add lines 30 and 31	32	
33	Figure the tax on the amount on line 17. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33	
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34	

Sales of Business Property
 (Also Involuntary Conversions and Recapture Amounts
 Under Sections 179 and 280F(b)(2))

▶ Attach to your tax return. ▶ See separate instructions.

Name(s) shown on return THE J. PAUL GETTY TRUST	Identifying number 95-1790021
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1 Enter the gross proceeds from sales or exchanges reported to you for 2011 on Form(s) 1099-B or 1099-S (or substitute statement) that you are including on line 2, 10, or 20 (see instructions)	1
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Part I Sales or Exchanges of Property Used in a Trade or Business and Involuntary Conversions From Other Than Casualty or Theft - Most Property Held More Than 1 Year (see instructions)

2	(a) Description of property	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Gross sales price	(e) Depreciation allowed or allowable since acquisition	(f) Cost or other basis, plus improvements and expense of sale	(g) Gain or (loss) Subtract (f) from the sum of (d) and (e)
	ATTACHMENT 1						1,734,395.

3 Gain, if any, from Form 4684, line 39	3
4 Section 1231 gain from installment sales from Form 6252, line 26 or 37	4
5 Section 1231 gain or (loss) from like-kind exchanges from Form 8824	5
6 Gain, if any, from line 32, from other than casualty or theft	6 align="right">89,965.
7 Combine lines 2 through 6. Enter the gain or (loss) here and on the appropriate line as follows:	7 align="right">1,824,360.
<p>Partnerships (except electing large partnerships) and S corporations. Report the gain or (loss) following the instructions for Form 1065, Schedule K, line 10, or Form 1120S, Schedule K, line 9. Skip lines 8, 9, 11, and 12 below.</p> <p>Individuals, partners, S corporation shareholders, and all others. If line 7 is zero or a loss, enter the amount from line 7 on line 11 below and skip lines 8 and 9. If line 7 is a gain and you did not have any prior year section 1231 losses, or they were recaptured in an earlier year, enter the gain from line 7 as a long-term capital gain on the Schedule D filed with your return and skip lines 8, 9, 11, and 12 below.</p>	
8 Nonrecaptured net section 1231 losses from prior years (see instructions) ATTACHMENT. 2	8 align="right">4,629,401.
9 Subtract line 8 from line 7. If zero or less, enter -0-. If line 9 is zero, enter the gain from line 7 on line 12 below. If line 9 is more than zero, enter the amount from line 8 on line 12 below and enter the gain from line 9 as a long-term capital gain on the Schedule D filed with your return (see instructions)	9

Part II Ordinary Gains and Losses (see instructions)

10 Ordinary gains and losses not included on lines 11 through 16 (include property held 1 year or less):							

11 Loss, if any, from line 7	11 ()
12 Gain, if any, from line 7 or amount from line 8, if applicable	12 align="right">1,824,360.
13 Gain, if any, from line 31	13
14 Net gain or (loss) from Form 4684, lines 31 and 38a	14
15 Ordinary gain from installment sales from Form 6252, line 25 or 36	15
16 Ordinary gain or (loss) from like-kind exchanges from Form 8824	16
17 Combine lines 10 through 16	17 align="right">1,824,360.
18 For all except individual returns, enter the amount from line 17 on the appropriate line of your return and skip lines a and b below. For individual returns, complete lines a and b below:	
<p>a If the loss on line 11 includes a loss from Form 4684, line 35, column (b)(ii), enter that part of the loss here. Enter the part of the loss from income-producing property on Schedule A (Form 1040), line 28, and the part of the loss from property used as an employee on Schedule A (Form 1040), line 23. Identify as from "Form 4797, line 18a." See instructions</p>	
18a	
<p>b Redetermine the gain or (loss) on line 17 excluding the loss, if any, on line 18a. Enter here and on Form 1040, line 14</p>	
18b	

For Paperwork Reduction Act Notice, see separate instructions. Form **4797** (2011)

Part III Gain From Disposition of Property Under Sections 1245, 1250, 1252, 1254, and 1255
(see instructions)

19 (a) Description of section 1245, 1250, 1252, 1254, or 1255 property:		(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)
A	SECTION 1250 GAIN	VARIOUS	VARIOUS
B			
C			
D			
These columns relate to the properties on lines 19A through 19D. ▶		Property A	Property B
20	Gross sales price (Note: See line 1 before completing.)		
21	Cost or other basis plus expense of sale		
22	Depreciation (or depletion) allowed or allowable		
23	Adjusted basis. Subtract line 22 from line 21		
24	Total gain. Subtract line 23 from line 20	89,965.	
25	If section 1245 property:		
a	Depreciation allowed or allowable from line 22	25a	
b	Enter the smaller of line 24 or 25a	25b	
26	If section 1250 property: If straight line depreciation was used, enter -0- on line 26g, except for a corporation subject to section 291.		
a	Additional depreciation after 1975 (see instructions)	26a	
b	Applicable percentage multiplied by the smaller of line 24 or line 26a (see instructions)	26b	
c	Subtract line 26a from line 24. If residential rental property or line 24 is not more than line 26a, skip lines 26d and 26e	26c	
d	Additional depreciation after 1969 and before 1976	26d	
e	Enter the smaller of line 26c or 26d	26e	
f	Section 291 amount (corporations only)	26f	
g	Add lines 26b, 26e, and 26f	26g	
27	If section 1252 property: Skip this section if you did not dispose of farmland or if this form is being completed for a partnership (other than an electing large partnership).		
a	Soil, water, and land clearing expenses	27a	
b	Line 27a multiplied by applicable percentage (see instructions)	27b	
c	Enter the smaller of line 24 or 27b	27c	
28	If section 1254 property:		
a	Intangible drilling and development costs, expenditures for development of mines and other natural deposits, mining exploration costs, and depletion (see instructions)	28a	
b	Enter the smaller of line 24 or 28a	28b	
29	If section 1255 property:		
a	Applicable percentage of payments excluded from income under section 126 (see instructions)	29a	
b	Enter the smaller of line 24 or 29a (see instructions)	29b	

Summary of Part III Gains. Complete property columns A through D through line 29b before going to line 30.

30	Total gains for all properties. Add property columns A through D, line 24	30	89,965.
31	Add property columns A through D, lines 25b, 26g, 27c, 28b, and 29b. Enter here and on line 13	31	
32	Subtract line 31 from line 30. Enter the portion from casualty or theft on Form 4684, line 33. Enter the portion from other than casualty or theft on Form 4797, line 6	32	89,965.

Part IV Recapture Amounts Under Sections 179 and 280F(b)(2) When Business Use Drops to 50% or Less
(see instructions)

		(a) Section 179	(b) Section 280F(b)(2)
33	Section 179 expense deduction or depreciation allowable in prior years	33	
34	Recomputed depreciation (see instructions)	34	
35	Recapture amount. Subtract line 34 from line 33. See the instructions for where to report	35	

FORM 4797, LINE 8-NONRECAPTURED SECTION 1231 LOSSES FROM PRIOR YEARS

<u>YEAR</u>	<u>PRIOR YEAR CARRYOVER</u>	<u>AMOUNT USED THIS YEAR</u>	<u>CARRYOVER TO NEXT YEAR</u>
2006			N/A
2007	3,126,635.	1,824,360.	1,302,275.
2008	909,289.		909,289.
2009	-225,601.		
2010	819,078.		819,078.
2011	N/A	N/A	
TOTALS	<u>4,629,401.</u>	<u>1,824,360.</u>	<u>3,030,642.</u>

Depreciation and Amortization (Including Information on Listed Property)

Department of the Treasury Internal Revenue Service (99)

See separate instructions.

Attach to your tax return.

Attachment Sequence No. 179

Name(s) shown on return

THE J. PAUL GETTY TRUST

Identifying number

95-1790021

Business or activity to which this form relates

GENERAL DEPRECIATION

Part I Election To Expense Certain Property Under Section 179

Note: If you have any listed property, complete Part V before you complete Part I.

Table with 5 main rows for general depreciation calculations and 13 columns for detailed property information including description, cost, and elected cost.

Note: Do not use Part II or Part III below for listed property. Instead, use Part V.

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property.) (See instructions.)

Table with 3 rows for special depreciation allowance and other depreciation, including a total amount of 23,935.

Part III MACRS Depreciation (Do not include listed property.) (See instructions.)

Section A

Table with 2 rows for MACRS deductions for assets placed in service in tax years beginning before 2011.

Section B - Assets Placed in Service During 2011 Tax Year Using the General Depreciation System

Table with 7 columns: (a) Classification of property, (b) Month and year placed in service, (c) Basis for depreciation, (d) Recovery period, (e) Convention, (f) Method, (g) Depreciation deduction.

Section C - Assets Placed in Service During 2011 Tax Year Using the Alternative Depreciation System

Table with 7 columns for alternative depreciation system assets, including class life and recovery period.

Part IV Summary (See instructions.)

Table with 3 rows for summary calculations, including a total amount of 23,935 and a final entry for section 263A costs.

Part V Listed Property (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement.)

Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete **only** 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.

Section A - Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles.)

24a Do you have evidence to support the business/investment use claimed?		<input type="checkbox"/> Yes	<input type="checkbox"/> No	24b If "Yes," is the evidence written?		<input type="checkbox"/> Yes	<input type="checkbox"/> No	
(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/Convention	(h) Depreciation deduction	(i) Elected section 179 cost
25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use (see instructions)							25	
26 Property used more than 50% in a qualified business use:								
		%						
		%						
		%						
27 Property used 50% or less in a qualified business use:								
		%				S/L -		
		%				S/L -		
		%				S/L -		
28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1							28	
29 Add amounts in column (i), line 26. Enter here and on line 7, page 1								29

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

30 Total business/investment miles driven during the year (do not include commuting miles)	(a) Vehicle 1		(b) Vehicle 2		(c) Vehicle 3		(d) Vehicle 4		(e) Vehicle 5		(f) Vehicle 6	
31 Total commuting miles driven during the year												
32 Total other personal (noncommuting) miles driven												
33 Total miles driven during the year. Add lines 30 through 32												
34 Was the vehicle available for personal use during off-duty hours?	Yes		No		Yes		No		Yes		No	
35 Was the vehicle used primarily by a more than 5% owner or related person?	Yes		No		Yes		No		Yes		No	
36 Is another vehicle available for personal use?	Yes		No		Yes		No		Yes		No	

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons (see instructions).

37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?	Yes	No
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use? (See instructions.)		
Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles.		

Part VI Amortization

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2011 tax year (see instructions):					
43 Amortization of costs that began before your 2011 tax year					43
44 Total. Add amounts in column (f). See the instructions for where to report					44

Department of the Treasury
Internal Revenue Service

▶ **Attach to Form 1041. See the separate instructions
for Schedule I (Form 1041).**

2011

Name of estate or trust

Employer identification number

THE J. PAUL GETTY TRUST

95-1790021

Part I Estate's or Trust's Share of Alternative Minimum Taxable Income

1	Adjusted total income or (loss) (from Form 1041, line 17)	1	540,834.00
2	Interest	2	0.00
3	Taxes	3	55,533.00
4	Miscellaneous itemized deductions (from Form 1041, line 15b)	4	
5	Refund of taxes	5	()
6	Depletion (difference between regular tax and AMT)	6	
7	Net operating loss deduction. Enter as a positive amount	7	0.00
8	Interest from specified private activity bonds exempt from the regular tax	8	0.00
9	Qualified small business stock (see instructions)	9	0.00
10	Exercise of incentive stock options (excess of AMT income over regular tax income)	10	0.00
11	Other estates and trusts (amount from Schedule K-1 (Form 1041), box 12, code A)	11	0.00
12	Electing large partnerships (amount from Schedule K-1 (Form 1065-B), box 6)	12	0.00
13	Disposition of property (difference between AMT and regular tax gain or loss)	13	-3,759.00
14	Depreciation on assets placed in service after 1986 (difference between regular tax and AMT)	14	114,421.00
15	Passive activities (difference between AMT and regular tax income or loss)	15	
16	Loss limitations (difference between AMT and regular tax income or loss)	16	
17	Circulation costs (difference between regular tax and AMT)	17	
18	Long-term contracts (difference between AMT and regular tax income)	18	
19	Mining costs (difference between regular tax and AMT)	19	
20	Research and experimental costs (difference between regular tax and AMT)	20	
21	Income from certain installment sales before January 1, 1987	21	()
22	Intangible drilling costs preference	22	
23	Other adjustments, including income-based related adjustments	23	-16,323.00
24	Alternative tax net operating loss deduction (See the instructions for the limitation that applies.)	24	(621,636.00)
25	Adjusted alternative minimum taxable income. Combine lines 1 through 24	25	69,070.00
Note: Complete Part II below before going to line 26.			
26	Income distribution deduction from Part II, line 44	26	
27	Estate tax deduction (from Form 1041, line 19)	27	
28	Add lines 26 and 27	28	
29	Estate's or trust's share of alternative minimum taxable income. Subtract line 28 from line 25	29	69,070.00

If line 29 is:

- \$22,500 or less, stop here and enter -0- on Form 1041, Schedule G, line 1c. The estate or trust is not liable for the alternative minimum tax.
- Over \$22,500, but less than \$165,000, go to line 45.
- \$165,000 or more, enter the amount from line 29 on line 51 and go to line 52.

Part II Income Distribution Deduction on a Minimum Tax Basis

30	Adjusted alternative minimum taxable income (see instructions)	30	
31	Adjusted tax-exempt interest (other than amounts included on line 8)	31	
32	Total net gain from Schedule D (Form 1041), line 15, column (1). If a loss, enter -0-	32	
33	Capital gains for the tax year allocated to corpus and paid or permanently set aside for charitable purposes (from Form 1041, Schedule A, line 4)	33	
34	Capital gains paid or permanently set aside for charitable purposes from gross income (see instructions)	34	
35	Capital gains computed on a minimum tax basis included on line 25	35	()
36	Capital losses computed on a minimum tax basis included on line 25. Enter as a positive amount	36	
37	Distributable net alternative minimum taxable income (DNAMTI). Combine lines 30 through 36. If zero or less, enter -0-	37	
38	Income required to be distributed currently (from Form 1041, Schedule B, line 9)	38	
39	Other amounts paid, credited, or otherwise required to be distributed (from Form 1041, Schedule B, line 10)	39	
40	Total distributions. Add lines 38 and 39	40	
41	Tax-exempt income included on line 40 (other than amounts included on line 8)	41	
42	Tentative income distribution deduction on a minimum tax basis. Subtract line 41 from line 40	42	

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule I (Form 1041) (2011)

Part II Income Distribution Deduction on a Minimum Tax Basis (continued)

43	Tentative income distribution deduction on a minimum tax basis. Subtract line 31 from line 37. If zero or less, enter -0-	43	
44	Income distribution deduction on a minimum tax basis. Enter the smaller of line 42 or line 43. Enter here and on line 26	44	

Part III Alternative Minimum Tax

45	Exemption amount	45	\$22,500.00
46	Enter the amount from line 29	46	69,070.00
47	Phase-out of exemption amount	47	\$75,000.00
48	Subtract line 47 from line 46. If zero or less, enter -0-	48	
49	Multiply line 48 by 25% (.25)	49	
50	Subtract line 49 from line 45. If zero or less, enter -0-	50	22,500.00
51	Subtract line 50 from line 46	51	46,570.00
52	Go to Part IV of Schedule I to figure line 52 if the estate or trust has qualified dividends or has a gain on lines 14a and 15 of column (2) of Schedule D (Form 1041) (as refigured for the AMT, if necessary). Otherwise, if line 51 is - <ul style="list-style-type: none"> • \$175,000 or less, multiply line 51 by 26% (.26). • Over \$175,000, multiply line 51 by 28% (.28) and subtract \$3,500 from the result 	52	12,108.00
53	Alternative minimum foreign tax credit (see instructions)	53	
54	Tentative minimum tax. Subtract line 53 from line 52	54	12,108.00
55	Enter the tax from Form 1041, Schedule G, line 1a (minus any foreign tax credit from Schedule G, line 2a)	55	0.00
56	Alternative minimum tax. Subtract line 55 from line 54. If zero or less, enter -0-. Enter here and on Form 1041, Schedule G, line 1c	56	12,108.00

Part IV Line 52 Computation Using Maximum Capital Gains Rates

Caution: If you did not complete Part V of Schedule D (Form 1041), the Schedule D Tax Worksheet, or the Qualified Dividends Tax Worksheet, see the instructions before completing this part.

57	Enter the amount from line 51	57	46,570.00
58	Enter the amount from Schedule D (Form 1041), line 22, line 13 of the Schedule D Tax Worksheet, or line 4 of the Qualified Dividends Tax Worksheet, whichever applies (as refigured for the AMT, if necessary)	58	202,846,750.00
59	Enter the amount from Schedule D (Form 1041), line 14b, column (2) (as refigured for the AMT, if necessary). If you did not complete Schedule D for the regular tax or the AMT, enter -0-	59	0.00
60	If you did not complete a Schedule D Tax Worksheet for the regular tax or the AMT, enter the amount from line 58. Otherwise, add lines 58 and 59 and enter the smaller of that result or the amount from line 10 of the Schedule D Tax Worksheet (as refigured for the AMT, if necessary)	60	1,824,360.00
61	Enter the smaller of line 57 or line 60	61	46,570.00
62	Subtract line 61 from line 57	62	
63	If line 62 is \$175,000 or less, multiply line 62 by 26% (.26). Otherwise, multiply line 62 by 28% (.28) and subtract \$3,500 from the result	63	
64	Maximum amount subject to the 0% rate	64	\$2,300.00
65	Enter the amount from line 23 of Schedule D (Form 1041), line 14 of the Schedule D Tax Worksheet, or line 5 of the Qualified Dividends Tax Worksheet in the Instructions for Form 1041, whichever applies (as figured for the regular tax). If you did not complete Schedule D or either worksheet for the regular tax, enter -0-	65	
66	Subtract line 65 from line 64. If zero or less, enter -0-	66	
67	Enter the smaller of line 57 or line 58	67	
68	Enter the smaller of line 66 or line 67	68	
69	Subtract line 68 from line 67	69	
70	Multiply line 69 by 15% (.15). If line 59 is zero or blank, skip lines 71 and 72 and go to line 73. Otherwise, go to line 71.	70	
71	Subtract line 67 from line 61	71	
72	Multiply line 71 by 25% (.25)	72	
73	Add lines 63, 70, and 72	73	
74	If line 57 is \$175,000 or less, multiply line 57 by 26% (.26). Otherwise, multiply line 57 by 28% (.28) and subtract \$3,500 from the result	74	
75	Enter the smaller of line 73 or line 74 here and on line 52	75	

FORM 990-T, PAGE 1, PART II, NOL

<u>YEAR ENDING</u>	<u>AMOUNT GENERATED</u>	<u>AMOUNT AVAILABLE</u>	<u>AMOUNT UTILIZED</u>	<u>YEAR UTILIZED</u>	<u>CARRYOVER</u>
6/30/2002	858,071	-	534,561	2005	-
			323,510	2006	-
6/30/2003	800,151	-	800,151	2006	-
6/30/2004	2,825,464	-	2,825,464	2006	-
6/30/2005	4,121,778	2,953,121	627,823	2006	3,493,955
			540,834	2011	2,953,121
6/30/2006	-	-			2,953,121
6/30/2007	-	-			2,953,121
6/30/2008	5,955,207	5,955,207			8,908,328
6/30/2009	20,176,232	20,176,232			29,084,560
6/30/2010	12,117,799	12,117,799			41,202,359
6/30/2011	8,894,181	8,894,181			50,096,540
6/30/2012	-				50,096,540
NET OPERATING LOSS CARRYOVER TO 6/30/2013					50,096,540

FORM 1041, SCHEDULE I, AMT NOL

<u>YEAR ENDING</u>	<u>AMOUNT GENERATED</u>	<u>AMOUNT AVAILABLE</u>	<u>AMOUNT UTILIZED</u>	<u>YEAR UTILIZED</u>	<u>CARRYOVER</u>
6/30/2002	696,046	-	696,046	2005	-
6/30/2003	767,106	-	300	2005	-
		-	766,806	2006	-
6/30/2004	2,813,038	-	2,813,038	2006	-
6/30/2005	4,048,752	-	1,662,421	2006	-
			2,362,976	2007	
			23,355	2011	
6/30/2006	-	-			-
6/30/2007	-	-			-
6/30/2008	5,314,542	4,716,261	598,281	2011	4,716,261
6/30/2009	20,246,285	20,246,285			24,962,546
6/30/2010	11,832,215	11,832,215			36,794,761
6/30/2011	8,919,142	8,919,142			45,713,903
6/30/2012	-				45,713,903
NET OPERATING LOSS CARRYOVER TO 6/30/2013					45,713,903

FORM 990-T, SCHEDULE D, SHORT-TERM CAPITAL LOSS CARRYFORWARD SCHEDULE

<u>YEAR ENDING</u>	<u>AMOUNT GENERATED</u>	<u>AMOUNT UTILIZED</u>	<u>YEAR UTILIZED</u>	<u>CARRYOVER</u>
6/30/2009	417,315	3,000	2008	414,315
6/30/2010	-	111,630	2009	302,685
6/30/2011	-	277,745	2010	24,940
6/30/2012	-	17,561	2011	7,379
CAPITAL LOSS CARRYOVER TO 6/30/2012				7,379

FORM 990-T, PART II, LINE 20 CHARITABLE CONTRIBUTIONS

<u>YEAR ENDING</u>	<u>TOTAL PASS-THROUGH CONTRIBUTIONS FROM K-1s</u>	<u>CONTRIBUTIONS PREVIOUSLY UTILIZED</u>	<u>CONTRIBUTIONS UTILIZED IN CURRENT YEAR</u>	<u>CONTRIBUTIONS CARRYOVER</u>
6/30/2008	10,481		(10,481)	-
6/30/2009	7,854		(7,854)	-
6/30/2010	78,146		(78,146)	-
6/30/2011	154,392		(154,392)	-
6/30/2012	217,203		(217,203)	-
			<u>(457,595)</u>	

Foreign Tax Credit
(Individual, Estate, or Trust)

Department of the Treasury
Internal Revenue Service (99)

▶ **Attach to Form 1040, 1040NR, 1041, or 990-T.**
▶ **See separate instructions.**

Name THE J. PAUL GETTY TRUST Identifying number as shown on page 1 of your tax return 95-1790021

Use a separate Form 1116 for each category of income listed below. See **Categories of Income** in the instructions. Check only one box on each Form 1116. Report all amounts in U.S. dollars except where specified in Part II below.

- a Passive category income c Section 901(j) income e Lump-sum distributions
b General category income d Certain income re-sourced by treaty

f Resident of (name of country) ▶

Note: If you paid taxes to only one foreign country or U.S. possession, use column A in Part I and line A in Part II. If you paid taxes to more than one foreign country or U.S. possession, use a separate column and line for each country or possession.

Part I Taxable Income or Loss From Sources Outside the United States (for Category Checked Above)

g Enter the name of the foreign country or U.S. possession ▶	Foreign Country or U.S. Possession			Total (Add cols. A, B, and C.)
	A	B	C	
1a Gross income from sources within country shown above and of the type checked above (see instructions):	VARIOUS			
	29,423,390.00			1a 29,423,390.00
b Check if line 1a is compensation for personal services as an employee, your total compensation from all sources is \$250,000 or more, and you used an alternative basis to determine its source (see instructions) . ▶ <input type="checkbox"/>				
Deductions and losses (Caution: See instructions):				
2 Expenses definitely related to the income on line 1a (attach statement)	4,140,019.00			
3 Pro rata share of other deductions not definitely related:				
a Certain itemized deductions or standard deduction (see instructions)				
b Other deductions (attach statement)				
c Add lines 3a and 3b				
d Gross foreign source income (see instructions)				
e Gross income from all sources (see instructions)				
f Divide line 3d by line 3e (see instructions)				
g Multiply line 3c by line 3f				
4 Pro rata share of interest expense (see instructions):				
a Home mortgage interest (use worksheet on page 14 of the instructions)				
b Other interest expense				
5 Losses from foreign sources				
6 Add lines 2, 3g, 4a, 4b, and 5	4,140,019.00			6 4,140,019.00
7 Subtract line 6 from line 1a. Enter the result here and on line 15, page 2, ▶				7 25,283,371.00

Part II Foreign Taxes Paid or Accrued (see instructions)

Country	Credit is claimed for taxes (you must check one) (h) <input checked="" type="checkbox"/> Paid (i) <input type="checkbox"/> Accrued	Foreign taxes paid or accrued							(s) Total foreign taxes paid or accrued (add cols. (o) through (r))	
		In foreign currency				In U.S. dollars				
		(j) Date paid or accrued	(k) Dividends	(l) Rents and royalties	(m) Interest	(n) Other foreign taxes paid or accrued	(o) Dividends	(p) Rents and royalties		(q) Interest
A	VARIOUS								1,166,587.00	1,166,587.00
B										
C										
8 Add lines A through C, column (s). Enter the total here and on line 9, page 2 ▶									8	1,166,587.00

For Paperwork Reduction Act Notice, see instructions.

Part III Figuring the Credit

9 Enter the amount from line 8. These are your total foreign taxes paid or accrued for the category of income checked above Part I	9	1,166,587.00	
10 Carryback or carryover (attach detailed computation)	10		
11 Add lines 9 and 10	11	1,166,587.00	
12 Reduction in foreign taxes (see instructions).	12	(0.00)	
13 Taxes reclassified under high tax kickout (see instructions).	13	0.00	
14 Combine lines 11, 12, and 13. This is the total amount of foreign taxes available for credit	14		1,166,587.00
15 Enter the amount from line 7. This is your taxable income or (loss) from sources outside the United States (before adjustments) for the category of income checked above Part I (see instructions).	15	25,283,371.00	
16 Adjustments to line 15 (see instructions)	16	0.00	
17 Combine the amounts on lines 15 and 16. This is your net foreign source taxable income. (If the result is zero or less, you have no foreign tax credit for the category of income you checked above Part I. Skip lines 18 through 22. However, if you are filing more than one Form 1116, you must complete line 20.)	17	25,283,371.00	
18 Individuals: Enter the amount from Form 1040, line 41, or Form 1040NR, line 39. Estates and trusts: Enter your taxable income without the deduction for your exemption.	18	540,834.00	
Caution: If you figured your tax using the lower rates on qualified dividends or capital gains, see instructions.			
19 Divide line 17 by line 18. If line 17 is more than line 18, enter "1".	19		1.0000
20 Individuals: Enter the amount from Form 1040, line 44. If you are a nonresident alien, enter the amount from Form 1040NR, line 42. Estates and trusts: Enter the amount from Form 1041, Schedule G, line 1a, or the total of Form 990-T, lines 36 and 37.	20		0.00
Caution: If you are completing line 20 for separate category e (lump-sum distributions), see instructions.			
21 Multiply line 20 by line 19 (maximum amount of credit)	21		
22 Enter the smaller of line 14 or line 21. If this is the only Form 1116 you are filing, skip lines 23 through 27 and enter this amount on line 28. Otherwise, complete the appropriate line in Part IV (see instructions)	22		

Part IV Summary of Credits From Separate Parts III (see instructions)

23 Credit for taxes on passive category income	23	0.00	
24 Credit for taxes on general category income	24		
25 Credit for taxes on certain income re-sourced by treaty	25		
26 Credit for taxes on lump-sum distributions	26		
27 Add lines 23 through 26	27		
28 Enter the smaller of line 20 or line 27	28		
29 Reduction of credit for international boycott operations. See instructions for line 12	29		0.00
30 Subtract line 29 from line 28. This is your foreign tax credit . Enter here and on Form 1040, line 47; Form 1040NR, line 45; Form 1041, Schedule G, line 2a; or Form 990-T, line 40a	30		

Foreign Tax Credit
 (Individual, Estate, or Trust)

▶ **Attach to Form 1040, 1040NR, 1041, or 990-T.**
 ▶ **See separate instructions.**

Name THE J. PAUL GETTY TRUST Identifying number as shown on page 1 of your tax return 95-1790021

Use a separate Form 1116 for each category of income listed below. See **Categories of Income** in the instructions. Check only one box on each Form 1116. Report all amounts in U.S. dollars except where specified in Part II below.

- a Passive category income c Section 901(j) income e Lump-sum distributions
 b General category income d Certain income re-sourced by treaty

f Resident of (name of country) ▶

Note: If you paid taxes to only one foreign country or U.S. possession, use column A in Part I and line A in Part II. If you paid taxes to more than one foreign country or U.S. possession, use a separate column and line for each country or possession.

Part I Taxable Income or Loss From Sources Outside the United States (for Category Checked Above)

	Foreign Country or U.S. Possession			Total (Add cols. A, B, and C.)
	A	B	C	
g Enter the name of the foreign country or U.S. possession ▶	VARIOUS			
1a Gross income from sources within country shown above and of the type checked above (see instructions):	9,509,961.00			1a 9,509,961.00
b Check if line 1a is compensation for personal services as an employee, your total compensation from all sources is \$250,000 or more, and you used an alternative basis to determine its source (see instructions) . ▶ <input type="checkbox"/>				
Deductions and losses (Caution: See instructions):				
2 Expenses definitely related to the income on line 1a (attach statement)	7,396,826.00			
3 Pro rata share of other deductions not definitely related:				
a Certain itemized deductions or standard deduction (see instructions)				
b Other deductions (attach statement)				
c Add lines 3a and 3b				
d Gross foreign source income (see instructions)				
e Gross income from all sources (see instructions)				
f Divide line 3d by line 3e (see instructions)				
g Multiply line 3c by line 3f				
4 Pro rata share of interest expense (see instructions):				
a Home mortgage interest (use worksheet on page 14 of the instructions)				
b Other interest expense				
5 Losses from foreign sources				
6 Add lines 2, 3g, 4a, 4b, and 5	7,396,826.00			6 7,396,826.00
7 Subtract line 6 from line 1a. Enter the result here and on line 15, page 2, ▶				7 2,113,135.00

Part II Foreign Taxes Paid or Accrued (see instructions)

Country	Credit is claimed for taxes (you must check one) (h) <input checked="" type="checkbox"/> Paid (i) <input type="checkbox"/> Accrued	Foreign taxes paid or accrued							(s) Total foreign taxes paid or accrued (add cols. (o) through (r))	
		In foreign currency				In U.S. dollars				
		(j) Date paid or accrued	(k) Dividends	(l) Rents and royalties	(m) Interest	(n) Other foreign taxes paid or accrued	(o) Dividends	(p) Rents and royalties		(q) Interest
A	VARIOUS								186,634.00	186,634.00
B										
C										
8 Add lines A through C, column (s). Enter the total here and on line 9, page 2 ▶										8 186,634.00

For Paperwork Reduction Act Notice, see instructions.

Part III Figuring the Credit

9 Enter the amount from line 8. These are your total foreign taxes paid or accrued for the category of income checked above Part I	9	186,634.00	
10 Carryback or carryover (attach detailed computation)	10	0.00	
11 Add lines 9 and 10	11	186,634.00	
12 Reduction in foreign taxes (see instructions).	12	(0.00)	
13 Taxes reclassified under high tax kickout (see instructions).	13	0.00	
14 Combine lines 11, 12, and 13. This is the total amount of foreign taxes available for credit	14		186,634.00
15 Enter the amount from line 7. This is your taxable income or (loss) from sources outside the United States (before adjustments) for the category of income checked above Part I (see instructions).	15	2,113,135.00	
16 Adjustments to line 15 (see instructions)	16	0.00	
17 Combine the amounts on lines 15 and 16. This is your net foreign source taxable income. (If the result is zero or less, you have no foreign tax credit for the category of income you checked above Part I. Skip lines 18 through 22. However, if you are filing more than one Form 1116, you must complete line 20.)	17	2,113,135.00	
18 Individuals: Enter the amount from Form 1040, line 41, or Form 1040NR, line 39. Estates and trusts: Enter your taxable income without the deduction for your exemption.	18	540,834.00	
Caution: If you figured your tax using the lower rates on qualified dividends or capital gains, see instructions.			
19 Divide line 17 by line 18. If line 17 is more than line 18, enter "1".	19		1.0000
20 Individuals: Enter the amount from Form 1040, line 44. If you are a nonresident alien, enter the amount from Form 1040NR, line 42. Estates and trusts: Enter the amount from Form 1041, Schedule G, line 1a, or the total of Form 990-T, lines 36 and 37.	20		0.00
Caution: If you are completing line 20 for separate category e (lump-sum distributions), see instructions.			
21 Multiply line 20 by line 19 (maximum amount of credit)	21		
22 Enter the smaller of line 14 or line 21. If this is the only Form 1116 you are filing, skip lines 23 through 27 and enter this amount on line 28. Otherwise, complete the appropriate line in Part IV (see instructions)	22		

Part IV Summary of Credits From Separate Parts III (see instructions)

23 Credit for taxes on passive category income	23	0.00	
24 Credit for taxes on general category income	24		
25 Credit for taxes on certain income re-sourced by treaty	25		
26 Credit for taxes on lump-sum distributions	26		
27 Add lines 23 through 26	27		
28 Enter the smaller of line 20 or line 27	28		
29 Reduction of credit for international boycott operations. See instructions for line 12	29		0.00
30 Subtract line 29 from line 28. This is your foreign tax credit . Enter here and on Form 1040, line 47; Form 1040NR, line 45; Form 1041, Schedule G, line 2a; or Form 990-T, line 40a	30		

Form **1116**

Foreign Tax Credit
(Individual, Estate, or Trust)

OMB No. 1545-0121

2011

Attachment
Sequence No. **19**

Department of the Treasury
Internal Revenue Service (99)

▶ **Attach to Form 1040, 1040NR, 1041, or 990-T.**
▶ **See separate instructions.**

Name THE J. PAUL GETTY TRUST Identifying number as shown on page 1 of your tax return 95-1790021

Use a separate Form 1116 for each category of income listed below. See **Categories of Income** in the instructions. Check only one box on each Form 1116. Report all amounts in U.S. dollars except where specified in Part II below.

- a Passive category income
- b General category income
- c Section 901(j) income
- d Certain income re-sourced by treaty
- e Lump-sum distributions

f Resident of (name of country) ▶

Note: If you paid taxes to only one foreign country or U.S. possession, use column A in Part I and line A in Part II. If you paid taxes to more than one foreign country or U.S. possession, use a separate column and line for each country or possession.

Part I Taxable Income or Loss From Sources Outside the United States (for Category Checked Above)

	Foreign Country or U.S. Possession			Total (Add cols. A, B, and C.)
	A	B	C	
g Enter the name of the foreign country or U.S. possession ▶	VARIOUS			
1a Gross income from sources within country shown above and of the type checked above (see instructions):	29,423,390.00			1a 29,423,390.00
b Check if line 1a is compensation for personal services as an employee, your total compensation from all sources is \$250,000 or more, and you used an alternative basis to determine its source (see instructions) ▶ <input type="checkbox"/>				
Deductions and losses (Caution: See instructions):				
2 Expenses definitely related to the income on line 1a (attach statement)	4,140,019.00			
3 Pro rata share of other deductions not definitely related:				
a Certain itemized deductions or standard deduction (see instructions)				
b Other deductions (attach statement)				
c Add lines 3a and 3b				
d Gross foreign source income (see instructions)				
e Gross income from all sources (see instructions)				
f Divide line 3d by line 3e (see instructions)				
g Multiply line 3c by line 3f				
4 Pro rata share of interest expense (see instructions):				
a Home mortgage interest (use worksheet on page 14 of the instructions)				
b Other interest expense				
5 Losses from foreign sources				
6 Add lines 2, 3g, 4a, 4b, and 5	4,140,019.00			6 4,140,019.00
7 Subtract line 6 from line 1a. Enter the result here and on line 15, page 2, ▶				7 25,283,371.00

Part II Foreign Taxes Paid or Accrued (see instructions)

Country	Credit is claimed for taxes (you must check one) (h) <input checked="" type="checkbox"/> Paid (i) <input type="checkbox"/> Accrued	Foreign taxes paid or accrued							(s) Total foreign taxes paid or accrued (add cols. (o) through (r))	
		In foreign currency				In U.S. dollars				
		(j) Date paid or accrued	(k) Dividends	(l) Rents and royalties	(m) Interest	(n) Other foreign taxes paid or accrued	(o) Dividends	(p) Rents and royalties		(q) Interest
A	VARIOUS								1,166,587.00	1,166,587.00
B										
C										
8 Add lines A through C, column (s). Enter the total here and on line 9, page 2 ▶									8	1,166,587.00

For Paperwork Reduction Act Notice, see instructions.

Form **1116** (2011)

Part III Figuring the Credit

9 Enter the amount from line 8. These are your total foreign taxes paid or accrued for the category of income checked above Part I	9	1,166,587.00	
10 Carryback or carryover (attach detailed computation)	10		
11 Add lines 9 and 10	11	1,166,587.00	
12 Reduction in foreign taxes (see instructions).	12	(0.00)	
13 Taxes reclassified under high tax kickout (see instructions).	13	0.00	
14 Combine lines 11, 12, and 13. This is the total amount of foreign taxes available for credit	14		1,166,587.00
15 Enter the amount from line 7. This is your taxable income or (loss) from sources outside the United States (before adjustments) for the category of income checked above Part I (see instructions).	15	25,283,371.00	
16 Adjustments to line 15 (see instructions)	16	0.00	
17 Combine the amounts on lines 15 and 16. This is your net foreign source taxable income. (If the result is zero or less, you have no foreign tax credit for the category of income you checked above Part I. Skip lines 18 through 22. However, if you are filing more than one Form 1116, you must complete line 20.)	17	25,283,371.00	
18 Individuals: Enter the amount from Form 1040, line 41, or Form 1040NR, line 39. Estates and trusts: Enter your taxable income without the deduction for your exemption.	18	540,834.00	
Caution: If you figured your tax using the lower rates on qualified dividends or capital gains, see instructions.			
19 Divide line 17 by line 18. If line 17 is more than line 18, enter "1".	19		1.0000
20 Individuals: Enter the amount from Form 1040, line 44. If you are a nonresident alien, enter the amount from Form 1040NR, line 42. Estates and trusts: Enter the amount from Form 1041, Schedule G, line 1a, or the total of Form 990-T, lines 36 and 37.	20		12,108.00
Caution: If you are completing line 20 for separate category e (lump-sum distributions), see instructions.			
21 Multiply line 20 by line 19 (maximum amount of credit)	21		12,108.00
22 Enter the smaller of line 14 or line 21. If this is the only Form 1116 you are filing, skip lines 23 through 27 and enter this amount on line 28. Otherwise, complete the appropriate line in Part IV (see instructions)	22		12,108.00

Part IV Summary of Credits From Separate Parts III (see instructions)

23 Credit for taxes on passive category income	23	12,108.00	
24 Credit for taxes on general category income	24		
25 Credit for taxes on certain income re-sourced by treaty	25		
26 Credit for taxes on lump-sum distributions	26		
27 Add lines 23 through 26	27		12,108.00
28 Enter the smaller of line 20 or line 27	28		12,108.00
29 Reduction of credit for international boycott operations. See instructions for line 12	29		0.00
30 Subtract line 29 from line 28. This is your foreign tax credit . Enter here and on Form 1040, line 47; Form 1040NR, line 45; Form 1041, Schedule G, line 2a; or Form 990-T, line 40a	30		12,108.00

Form **1116**

Foreign Tax Credit
(Individual, Estate, or Trust)

OMB No. 1545-0121

2011
Attachment
Sequence No. **19**

Department of the Treasury
Internal Revenue Service (99)

▶ **Attach to Form 1040, 1040NR, 1041, or 990-T.**
▶ **See separate instructions.**

Name THE J. PAUL GETTY TRUST Identifying number as shown on page 1 of your tax return 95-1790021

Use a separate Form 1116 for each category of income listed below. See **Categories of Income** in the instructions. Check only one box on each Form 1116. Report all amounts in U.S. dollars except where specified in Part II below.

- a Passive category income c Section 901(j) income e Lump-sum distributions
b General category income d Certain income re-sourced by treaty

f Resident of (name of country) ▶

Note: If you paid taxes to only one foreign country or U.S. possession, use column A in Part I and line A in Part II. If you paid taxes to more than one foreign country or U.S. possession, use a separate column and line for each country or possession.

Part I Taxable Income or Loss From Sources Outside the United States (for Category Checked Above)

	Foreign Country or U.S. Possession			Total (Add cols. A, B, and C.)
	A	B	C	
g Enter the name of the foreign country or U.S. possession ▶	VARIOUS			
1a Gross income from sources within country shown above and of the type checked above (see instructions):	9,509,961.00			1a 9,509,961.00
b Check if line 1a is compensation for personal services as an employee, your total compensation from all sources is \$250,000 or more, and you used an alternative basis to determine its source (see instructions) . ▶ <input type="checkbox"/>				
Deductions and losses (Caution: See instructions):				
2 Expenses definitely related to the income on line 1a (attach statement)	7,396,826.00			
3 Pro rata share of other deductions not definitely related:				
a Certain itemized deductions or standard deduction (see instructions)				
b Other deductions (attach statement)				
c Add lines 3a and 3b				
d Gross foreign source income (see instructions)				
e Gross income from all sources (see instructions)				
f Divide line 3d by line 3e (see instructions)				
g Multiply line 3c by line 3f				
4 Pro rata share of interest expense (see instructions):				
a Home mortgage interest (use worksheet on page 14 of the instructions)				
b Other interest expense				
5 Losses from foreign sources				
6 Add lines 2, 3g, 4a, 4b, and 5	7,396,826.00			6 7,396,826.00
7 Subtract line 6 from line 1a. Enter the result here and on line 15, page 2, ▶				7 2,113,135.00

Part II Foreign Taxes Paid or Accrued (see instructions)

Country	Credit is claimed for taxes (you must check one) (h) <input checked="" type="checkbox"/> Paid (i) <input type="checkbox"/> Accrued	Foreign taxes paid or accrued							(s) Total foreign taxes paid or accrued (add cols. (o) through (r))	
		In foreign currency				In U.S. dollars				
		(j) Date paid or accrued	(k) Dividends	(l) Rents and royalties	(m) Interest	(n) Other foreign taxes paid or accrued	(o) Dividends	(p) Rents and royalties		(q) Interest
A	VARIOUS								186,634.00	186,634.00
B										
C										
8 Add lines A through C, column (s). Enter the total here and on line 9, page 2 ▶										8 186,634.00

For Paperwork Reduction Act Notice, see instructions.

Form **1116** (2011)

Part III Figuring the Credit

9 Enter the amount from line 8. These are your total foreign taxes paid or accrued for the category of income checked above Part I	9	186,634.00	
10 Carryback or carryover (attach detailed computation)	10	0.00	
11 Add lines 9 and 10	11	186,634.00	
12 Reduction in foreign taxes (see instructions).	12	(0.00)	
13 Taxes reclassified under high tax kickout (see instructions).	13	0.00	
14 Combine lines 11, 12, and 13. This is the total amount of foreign taxes available for credit	14		186,634.00
15 Enter the amount from line 7. This is your taxable income or (loss) from sources outside the United States (before adjustments) for the category of income checked above Part I (see instructions).	15	2,113,135.00	
16 Adjustments to line 15 (see instructions)	16	0.00	
17 Combine the amounts on lines 15 and 16. This is your net foreign source taxable income. (If the result is zero or less, you have no foreign tax credit for the category of income you checked above Part I. Skip lines 18 through 22. However, if you are filing more than one Form 1116, you must complete line 20.)	17	2,113,135.00	
18 Individuals: Enter the amount from Form 1040, line 41, or Form 1040NR, line 39. Estates and trusts: Enter your taxable income without the deduction for your exemption.	18	540,834.00	
<i>Caution: If you figured your tax using the lower rates on qualified dividends or capital gains, see instructions.</i>			
19 Divide line 17 by line 18. If line 17 is more than line 18, enter "1".	19		1.0000
20 Individuals: Enter the amount from Form 1040, line 44. If you are a nonresident alien, enter the amount from Form 1040NR, line 42. Estates and trusts: Enter the amount from Form 1041, Schedule G, line 1a, or the total of Form 990-T, lines 36 and 37	20		12,108.00
<i>Caution: If you are completing line 20 for separate category e (lump-sum distributions), see instructions.</i>			
21 Multiply line 20 by line 19 (maximum amount of credit)	21		12,108.00
22 Enter the smaller of line 14 or line 21. If this is the only Form 1116 you are filing, skip lines 23 through 27 and enter this amount on line 28. Otherwise, complete the appropriate line in Part IV (see instructions)	22		12,108.00

Part IV Summary of Credits From Separate Parts III (see instructions)

23 Credit for taxes on passive category income	23	0.00	
24 Credit for taxes on general category income	24		
25 Credit for taxes on certain income re-sourced by treaty	25		
26 Credit for taxes on lump-sum distributions	26		
27 Add lines 23 through 26	27		
28 Enter the smaller of line 20 or line 27	28		
29 Reduction of credit for international boycott operations. See instructions for line 12	29		0.00
30 Subtract line 29 from line 28. This is your foreign tax credit . Enter here and on Form 1040, line 47; Form 1040NR, line 45; Form 1041, Schedule G, line 2a; or Form 990-T, line 40a	30		

	ABRAMS CAPITAL PARTNERS II, L.P. 04-3455023	ACADIAN EMERGING MARKETS FUND 20-0166430	ADAGE CAPITAL PARTNERS, L.P. 04-3574590	ADVISORY RESEARCH ENERGY FUND, L.P. 20-2354375	
Foreign tax credit:					
Income:					
Line 16B	Gross income from all sources	4,713,525	17,755,249	-	471,375
Line 16C	Gross income sourced at partner level	3,923,951	17,448,284	-	-
Line 16D	Passive category	140,214	306,921	768,302	77,654
Line 16E	General Category	-	-	-	-
Line 16F	Other	-	-	-	-
Deductions:					
Line 16G	Interest expense	907	-	-	-
Line 16H	Other	-	280,005	-	-
Line 16I	Passive category	22,914	452	-	-
Line 16J	General category	-	-	-	-
Line 16K	Other	-	-	-	-
Taxes:					
Line 16L	Total foreign taxes paid	9,110	95,937	71,599	11,648
Line 16M	Total foreign taxes accrued	-	-	-	-
Line 16Q	Other foreign transactions	-	-	-	-
Allocation of foreign taxes paid:					
	allocated to passive category	9,110	95,937	71,599	11,648
	allocated to general category				

ASP IV ALTERNATIVE INVESTMENTS L.P. 20-4573644	AVENUE ASIA SPECIAL SITUATIONS FUND III, LP 30-1098822	AXIOM ASIA PRIVATE CAPITAL FUND I, L.P. 98-0488598	AXIOM ASIA PRIVATE CAPITAL FUND II, L.P. 98-0629004
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Foreign tax credit:

Income:

Line 16B	Gross income from all sources	7,879	-	1,440,619	186,894
Line 16C	Gross income sourced at partner level	237	-	951,141	110,756
Line 16D	Passive category	125	169,325	489,388	69,711
Line 16E	General Category	286	-	-	-
Line 16F	Other	-	-	70	-

Deductions:

Line 16G	Interest expense	438	-	5,107	7,652
Line 16H	Other	1	-	12,445	8,241
Line 16I	Passive category	-	69,937	125,284	125,395
Line 16J	General category	49,379	-	-	-
Line 16K	Other	-	-	-	-

Taxes:

Line 16L	Total foreign taxes paid	8	61,841	3,324	14,400
Line 16M	Total foreign taxes accrued	-	-	24,403	20
Line 16Q	Other foreign transactions	-	-	-	-

Allocation of foreign taxes paid:

allocated to passive category			61,841	3,324	14,400
allocated to general category	8				

	BAIN CAPITAL FUND VIII, L.P. 98-0425021	BAUPOST VALUE PARTNERS, LP. IV 26-2208448	BENNETT RESTRUCTURING FUND, L.P. 13-3526877	BERKSHIRE FUND VIII (OS), L.P. 98-0704076	
Foreign tax credit:					
Income:					
Line 16B	Gross income from all sources	1,034,859	2,370,794	1,630,746	-
Line 16C	Gross income sourced at partner level	519,597	2,059,541	-	-
Line 16D	Passive category	374,364	84,489	107,054	-
Line 16E	General Category	-	-	-	-
Line 16F	Other	-	-	-	-
Deductions:					
Line 16G	Interest expense	-	-	-	-
Line 16H	Other	-	-	-	-
Line 16I	Passive category	30,634	39,246	23,242	974
Line 16J	General category	-	-	-	-
Line 16K	Other	-	-	-	-
Taxes:					
Line 16L	Total foreign taxes paid	96	219	5,198	2
Line 16M	Total foreign taxes accrued	-	-	-	-
Line 16Q	Other foreign transactions	-	-	-	-
Allocation of foreign taxes paid:					
	allocated to passive category	96	219	5,198	2
	allocated to general category				

	BLACKSTONE REAL ESTATE PARTNERS EUROPE III-NQ LP 98-0595582	CERBERUS INSTITUTIONAL PARTNERS, LP (SERIES FOUR) 41-2217841	CERBERUS PARTNERS, L.P. 13-3690298	CITIGROUP REAL ESTATE PARTNERS II L.P. 20-5189101	
Foreign tax credit:					
Income:					
Line 16B	Gross income from all sources	622,271	-	-	50,107
Line 16C	Gross income sourced at partner level	-	-	-	(1,233)
Line 16D	Passive category	622,271	6,932,381	1,598,209	27,680
Line 16E	General Category	-	6,308	224,496	4,312
Line 16F	Other	-	-	-	-
Deductions:					
Line 16G	Interest expense	7,759	-	-	841
Line 16H	Other	-	-	-	342
Line 16I	Passive category	342,382	-	-	19,470
Line 16J	General category	-	-	-	2,810
Line 16K	Other	-	-	-	207
Taxes:					
Line 16L	Total foreign taxes paid	44	207	4,461	394
Line 16M	Total foreign taxes accrued	78	-	11,820	921
Line 16Q	Other foreign transactions	-	-	-	-
Allocation of foreign taxes paid:					
	allocated to passive category	44	207	4,461	
	allocated to general category				394

	COLONY INVESTORS VIII, L.P. 20-5748317	CPECHINA FUND, L.P. 98-0680832	DAVIDSON KEMPNER INSTITUTIONAL 13-3597020	EURO CHOICE III LP 98-0497500	
Foreign tax credit:					
Income:					
Line 16B	Gross income from all sources	1,014,561	26,804	-	672,411
Line 16C	Gross income sourced at partner level	375,343	-	-	-
Line 16D	Passive category	381,382	26,804	99,832	-
Line 16E	General Category	-	-	-	-
Line 16F	Other	-	-	-	-
Deductions:					
Line 16G	Interest expense	-	-	-	-
Line 16H	Other	-	-	-	-
Line 16I	Passive category	152,576	359,973	-	-
Line 16J	General category	-	-	-	-
Line 16K	Other	-	-	-	-
Taxes:					
Line 16L	Total foreign taxes paid	16	2,771	1,481	29
Line 16M	Total foreign taxes accrued	-	-	-	-
Line 16Q	Other foreign transactions	-	-	-	-
Allocation of foreign taxes paid:					
	allocated to passive category	16	2,771	1,481	29
	allocated to general category				

	FARALLON CAPITAL INSTITUTIONAL PARTNERS, LP 94-3106323	H&F CAYMAN AIV I, L.P. 26-0426736	H&F GALAXY AIV, L.P. 75-3266524	HARRIS ASSOCIATES INTERNATIONAL VALUE, L .P. 04-3423707	
Foreign tax credit:					
Income:					
Line 16B	Gross income from all sources	5,281,723	873,224	94,301	32,159,539
Line 16C	Gross income sourced at partner level	3,647,851	650,130	3,018	26,769,146
Line 16D	Passive category	674,789	223,094	91,283	5,031,751
Line 16E	General Category	-	-	-	-
Line 16F	Other	-	-	-	-
Deductions:					
Line 16G	Interest expense	68,061	151,628	-	-
Line 16H	Other	242,751	704,715	5	15,788,796
Line 16I	Passive category	5,466	5,903	3,019	270,032
Line 16J	General category	47,461	-	-	-
Line 16K	Other	-	-	-	-
Taxes:					
Line 16L	Total foreign taxes paid	7,111	607	9	711,985
Line 16M	Total foreign taxes accrued	-	-	-	-
Line 16Q	Other foreign transactions	-	-	-	-
Allocation of foreign taxes paid:					
	allocated to passive category		607	9	711,985
	allocated to general category	7,111			

	HFCP VI AIV, L.P. 26-1269450	HIGHFIELDS CAPITAL IV LP 11-3841276	INSIGHT VENTURE PARTNERS VI LP 26-0501878	LaSalle Asia Opportunity Fund II	
Foreign tax credit:					
Income:					
Line 16B	Gross income from all sources	134,289	7,538,799	2,519,380	5,444,165
Line 16C	Gross income sourced at partner level	(860)	5,607,423	2,350,592	-
Line 16D	Passive category	62	864,722	174,207	43,419
Line 16E	General Category	1,933		2,997	5,400,451
Line 16F	Other	2	-	-	-
Deductions:					
Line 16G	Interest expense	6	529,058	5,440	930,891
Line 16H	Other	4	-	-	-
Line 16I	Passive category	-	50,197	20,714	-
Line 16J	General category	1,715		5,206	3,221,823
Line 16K	Other	-	-	-	-
Taxes:					
Line 16L	Total foreign taxes paid	60	37,487	42	135,000
Line 16M	Total foreign taxes accrued	-	-	-	-
Line 16Q	Other foreign transactions	-	-	-	-
Allocation of foreign taxes paid:					
	allocated to passive category		37,487		
	allocated to general category	60		42	135,000

	LaSalle Asia Opportunity Fund III, LP	LaSalle Japan Logistics II, LP	LONE CASCADE, L.P.	LONE DRAGON PINE, LP	
		98-0547653	20-1330917	33-1173268	
Foreign tax credit:					
Income:					
Line 16B	Gross income from all sources	2,471,555	1,707,309	10,578,102	160,253
Line 16C	Gross income sourced at partner level	-	-	9,747,950	48,846
Line 16D	Passive category	162,379	427,984	511,181	98,998
Line 16E	General Category	2,309,175	1,279,325	-	-
Line 16F	Other	-	-	-	-
Deductions:					
Line 16G	Interest expense	404,828	481,673	-	-
Line 16H	Other	-	-	-	-
Line 16I	Passive category	-	-	71,503	20,137
Line 16J	General category	2,316,503	1,423,044	-	-
Line 16K	Other	-	-	-	-
Taxes:					
Line 16L	Total foreign taxes paid	14,977	27,667	58,862	4,934
Line 16M	Total foreign taxes accrued	-	-	-	-
Line 16Q	Other foreign transactions	-	-	-	-
Allocation of foreign taxes paid:					
	allocated to passive category			58,862	4,934
	allocated to general category	14,977	27,667		

	LONE STAR REAL ESTATE FUND (U.S.), LP	LOVELL MINNICK EQUITY PARTNERS III, L.P.	Morgan Creek Partners III, LP	NEWBRIDGE ASIA IV, L.P.	
	74-3242429	26-2230767	26-1509153	98-0461629	
Foreign tax credit:					
Income:					
Line 16B	Gross income from all sources	3,444,100	209,917	1,821	420,399
Line 16C	Gross income sourced at partner level	834,182	-	1,341	95,139
Line 16D	Passive category	2,492,426	-	1,656	324,554
Line 16E	General Category	-	5,864	394	-
Line 16F	Other	-	-	-	-
Deductions:					
Line 16G	Interest expense	88,915	-	1,046	303,126
Line 16H	Other	-	-	85	55,825
Line 16I	Passive category	224,027	1,541	2,034	80,529
Line 16J	General category	-	-	49	-
Line 16K	Other	-	-	-	-
Taxes:					
Line 16L	Total foreign taxes paid	1,362	75	32	34,283
Line 16M	Total foreign taxes accrued	-	-	65	-
Line 16Q	Other foreign transactions	-	-	-	-
Allocation of foreign taxes paid:					
	allocated to passive category	1,362	75		34,283
	allocated to general category			32	

	OCH-ZIFF REAL ESTATE TE FUND, L.P. 20-1713851	OCM ASIA PRINCIPAL OPPORTUNITIES FUND, L.P. 41-2199974	OCM EUROPEAN PRINCIPAL OPPORTUNITIES FUND II (U.S.), L.P. 98-0555007	
Foreign tax credit:				
Income:				
Line 16B	Gross income from all sources	7,278,292	(77,176)	538,672
Line 16C	Gross income sourced at partner level		(99,247)	122,650
Line 16D	Passive category	231	22,069	401,319
Line 16E	General Category	245,681	-	-
Line 16F	Other	-	-	-
Deductions:				
Line 16G	Interest expense	-	1,338	117
Line 16H	Other	-	-	-
Line 16I	Passive category	-	13,858	198,972
Line 16J	General category	241,256	-	-
Line 16K	Other	-	-	-
Taxes:				
Line 16L	Total foreign taxes paid	351	1,971	2,241
Line 16M	Total foreign taxes accrued	-	-	-
Line 16Q	Other foreign transactions	-	-	-
Allocation of foreign taxes paid:				
	allocated to passive category		1,971	2,241
	allocated to general category	351		

	OCM OPPORTUNITIES FUND V, LP 20-1096337	OCM OPPORTUNITIES FUND VII, L.P. 98-0521250	OCM OPPORTUNITIES FUND VIIB, LP 20-8514102
Foreign tax credit:			
Income:			
Line 16B	Gross income from all sources	833,783	-
Line 16C	Gross income sourced at partner level	-	-
Line 16D	Passive category	85,966	121,728
Line 16E	General Category	-	939,721
Line 16F	Other	-	-
Deductions:			
Line 16G	Interest expense	-	-
Line 16H	Other	-	-
Line 16I	Passive category	4,994	19,911
Line 16J	General category	-	40,506
Line 16K	Other	-	-
Taxes:			
Line 16L	Total foreign taxes paid	5,891	697
Line 16M	Total foreign taxes accrued	-	10,668
Line 16Q	Other foreign transactions	-	-
Allocation of foreign taxes paid:			
	allocated to passive category	5,891	697
	allocated to general category		10,668

	PERSHING SQUARE L.P. 38-3694138	STARWOOD CAPITAL HOSPITALITY FUND II INTERNATIONAL , LP 98-0590363	STEPSTONE CAPITAL PARTNERS II ONSHORE LP 20-5129891	STEPSTONE PRIVATE EQUITY PARTNERS II LP 20-1836358	
Foreign tax credit:					
Income:					
Line 16B	Gross income from all sources	434,817	157,459	31,567	41,522
Line 16C	Gross income sourced at partner level	(47,431)	-	10,594	19,978
Line 16D	Passive category	5,536	558,161	3,247	9,330
Line 16E	General Category	-	-	-	734
Line 16F	Other	-	-	-	-
Deductions:					
Line 16G	Interest expense	72,867	-	-	534
Line 16H	Other	-	20,987	1	181
Line 16I	Passive category	2,127	3,128	27	1,388
Line 16J	General category	-	66,910	-	394
Line 16K	Other	-	-	-	-
Taxes:					
Line 16L	Total foreign taxes paid	466	455	2	55
Line 16M	Total foreign taxes accrued	-	-	-	9
Line 16Q	Other foreign transactions	-	-	-	-
Allocation of foreign taxes paid:					
	allocated to passive category	466		2	
	allocated to general category		455		55

	TCW/CRESCENT MEZZANINE PARTNERS IVB, L . P.	TCW/CRESCENT MEZZANINE PARTNERS V, L . P.	THIRD AVENUE EMERGING MARKETS FUND, LP	TPG ASIA V SF AIV, L.P.
	20-4513250	26-1326873	27-1967789	39-2077394

Foreign tax credit:**Income:**

Line 16B	Gross income from all sources	3,704,689	1,728,302	53,360	57,536
Line 16C	Gross income sourced at partner level	(244,322)	83,629	17,970	1,259
Line 16D	Passive category	1,015,999	-	27,928	56,306
Line 16E	General Category	-	27,976	-	-
Line 16F	Other	-	-	-	-

Deductions:

Line 16G	Interest expense	3,281	33,476	484	33,248
Line 16H	Other	-	91,362	276,342	60
Line 16I	Passive category	86,492	-	227,854	2,677
Line 16J	General category	-	20,051	-	-
Line 16K	Other	-	-	-	-

Taxes:

Line 16L	Total foreign taxes paid	48	299	80	1,976
Line 16M	Total foreign taxes accrued	-	-	-	-
Line 16Q	Other foreign transactions	-	-	-	-

Allocation of foreign taxes paid:

allocated to passive category	48		80	1,976
allocated to general category		299		

	TPG ASIA V, L.P.	THE VARDE FUND X(C), LP	The Varde Fund IX, LP	The Varde Fund VIII, L.P.	
	98-0541240	27-1014972	26-1594327	20-4804871	
Foreign tax credit:					
Income:					
Line 16B	Gross income from all sources	18,687	619,224	2,096,995	3,461,594
Line 16C	Gross income sourced at partner level	87	143,709	860,551	1,807,969
Line 16D	Passive category	18,543	187,151	504,989	911,120
Line 16E	General Category	29	-	-	-
Line 16F	Other	-	-	-	-
Deductions:					
Line 16G	Interest expense	39	176,187	313,368	145,617
Line 16H	Other	672	-	-	-
Line 16I	Passive category	143,208	21,968	25,189	68,671
Line 16J	General category	225	-	-	-
Line 16K	Other	-	-	-	-
Taxes:					
Line 16L	Total foreign taxes paid	183	395	3,944	5,588
Line 16M	Total foreign taxes accrued	-	-	-	-
Line 16Q	Other foreign transactions	-	-	-	-
Allocation of foreign taxes paid:					
	allocated to passive category		395	3,944	5,588
	allocated to general category	183			

	WESTBROOK REAL ESTATE FUND VII, L.P. 20-5372857	Total	Total Passive	Total General
Foreign tax credit:				
Income:				
Line 16B	Gross income from all sources	3,962,924	129,979,217	
Line 16C	Gross income sourced at partner level	-	77,819,771	
Line 16D	Passive category	1,155,435	29,423,390	
Line 16E	General Category	-	9,509,961	9,509,961
Line 16F	Other	-	72	
Deductions:				
Line 16G	Interest expense	-	3,767,932	
Line 16H	Other	-	17,482,820	
Line 16I	Passive category	1,211,468	4,140,019	
Line 16J	General category	-	7,396,826	7,396,826
Line 16K	Other	-	207	
			<u>25,283,371</u>	<u>2,113,135</u>
Taxes:				
Line 16L	Total foreign taxes paid	633	1,353,221	
Line 16M	Total foreign taxes accrued	-	37,316	
Line 16Q	Other foreign transactions	-	-	
Allocation of foreign taxes paid:				
	allocated to passive category	633	1,166,587	
	allocated to general category		186,634	186,634
			<u>1,166,587</u>	<u>186,634</u>

Name(s) shown on return

THE J. PAUL GETTY TRUST

Identifying number

95-1790021

Part I Current Year Credit for Credits Not Allowed Against Tentative Minimum Tax (TMT)
(See instructions and complete Part(s) III before Parts I and II)

1	General business credit from line 2 of all Parts III with box A checked	1	18,000.00
2	Passive activity credits from line 2 of all Parts III with box B checked	2	18,954.00
3	Enter the applicable passive activity credits allowed for 2011 (see instructions)	3	18,954.00
4	Carryforward of general business credit to 2011. Enter the amount from line 2 of Part III with box C checked. See instructions for schedule to attach	4	0.00
5	Carryback of general business credit from 2012. Enter the amount from line 2 of Part III with box D checked (see instructions)	5	0.00
6	Add lines 1, 3, 4, and 5	6	36,954.00

Part II Allowable Credit

7	Regular tax before credits: <ul style="list-style-type: none"> Individuals. Enter the amount from Form 1040, line 44, or Form 1040NR, line 42 Corporations. Enter the amount from Form 1120, Schedule J, Part I, line 2; or the applicable line of your return Estates and trusts. Enter the sum of the amounts from Form 1041, Schedule G, lines 1a and 1b; or the amount from the applicable line of your return 	7	12,108.00
8	Alternative minimum tax: <ul style="list-style-type: none"> Individuals. Enter the amount from Form 6251, line 35 Corporations. Enter the amount from Form 4626, line 14 Estates and trusts. Enter the amount from Schedule I (Form 1041), line 56 	8	0.00
9	Add lines 7 and 8	9	12,108.00
10a	Foreign tax credit	10a	1,332,174.00
b	Personal credits from Form 1040 or 1040NR (see instructions)	10b	0.00
c	Add lines 10a and 10b	10c	1,332,174.00
11	Net income tax. Subtract line 10c from line 9. If zero, skip lines 12 through 15 and enter -0- on line 16a	11	0.00
12	Net regular tax. Subtract line 10c from line 7. If zero or less, enter -0-	12	
13	Enter 25% (.25) of the excess, if any, of line 12 over \$25,000 (see instructions)	13	0.00
14	Tentative minimum tax: <ul style="list-style-type: none"> Individuals. Enter the amount from Form 6251, line 33 Corporations. Enter the amount from Form 4626, line 12 Estates and trusts. Enter the amount from Schedule I (Form 1041), line 54 	14	
15	Enter the greater of line 13 or line 14	15	
16a	Subtract line 15 from line 11. If zero or less, enter -0-	16a	0.00
b	For a corporation electing to accelerate the research credit, enter the bonus depreciation amount attributable to the research credit (see instructions)	16b	0.00
c	Add lines 16a and 16b	16c	0.00
17a	Enter the smaller of line 6 or line 16c C corporations: See the line 17a instructions if there has been an ownership change, acquisition, or reorganization.	17a	0.00
b	Enter the smaller of line 6 or line 16a. If you made an entry on line 16b, go to line 17c; otherwise, skip line 17c (see instructions)	17b	0.00
c	Subtract line 17b from line 17a. This is the refundable amount for a corporation electing to accelerate the research credit. Include this amount on Form 1120, Schedule J, Part II, line 19c (or the applicable line of your return)	17c	0.00

For Paperwork Reduction Act Notice, see separate instructions.

Part II Allowable Credit (Continued)

Note. If you are not required to report any amounts on lines 22 or 24 below, skip lines 18 through 25 and enter -0- on line 26.

18	Multiply line 14 by 75% (.75) (see instructions)	18	
19	Enter the greater of line 13 or line 18	19	
20	Subtract line 19 from line 11. If zero or less, enter -0-	20	
21	Subtract line 17b from line 20. If zero or less, enter -0-	21	
22	Combine the amounts from line 3 of all Parts III with box A, C, or D checked	22	0.00
23	Passive activity credit from line 3 of all Parts III with box B checked	23	0.00
24	Enter the applicable passive activity credit allowed for 2011 (see instructions)	24	0.00
25	Add lines 22 and 24	25	
26	Empowerment zone and renewal community employment credit allowed. Enter the smaller of line 21 or line 25	26	
27	Subtract line 13 from line 11. If zero or less, enter -0-	27	
28	Add lines 17b and 26.	28	
29	Subtract line 28 from line 27. If zero or less, enter -0-	29	
30	Enter the general business credit from line 5 of all Parts III with box A checked	30	0.00
31	Enter the total eligible small business credit from line 6 of all Parts III with box E checked	31	0.00
32	Passive activity credits from line 5 of all Parts III with box B checked and line 6 of all Parts III with box F checked.	32	4,402.00
33	Enter the applicable passive activity credits allowed for 2011 (see instructions)	33	0.00
34	Carryforward of business credit to 2011. Enter the amount from line 5 of Part III with box C checked and line 6 of Part III with box G checked. See instructions for schedule to attach	34	0.00
35	Carryback of business credit from 2012. Enter the amount from line 5 of Part III with box D checked and line 6 of Part III with box H checked (see instructions)	35	0.00
36	Add lines 30, 31, 33, 34, and 35	36	
37	Enter the smaller of line 29 or line 36	37	
38	Credit allowed for the current year. Add lines 28 and 37. Report the amount from line 38 (if smaller than the sum of Part I, line 6, and Part II, lines 25 and 36, see instructions) as indicated below or on the applicable line of your return: <ul style="list-style-type: none"> • Individuals. Form 1040, line 53, or Form 1040NR, line 50 • Corporations. Form 1120, Schedule J, Part I, line 5c • Estates and trusts. Form 1041, Schedule G, line 2b 	38	

Part III General Business Credits or Eligible Small Business Credits (see instructions)

Complete a separate Part III for each box checked below. (see instructions)

- | | | | |
|-----------------------------------|---|-----------------------------------|--|
| A <input type="checkbox"/> | General Business Credit From a Non-Passive Activity | E <input type="checkbox"/> | Eligible Small Business Credit From a Non-Passive Activity |
| B <input type="checkbox"/> | General Business Credit From a Passive Activity | F <input type="checkbox"/> | Eligible Small Business Credit From a Passive Activity |
| C <input type="checkbox"/> | General Business Credit Carryforwards | G <input type="checkbox"/> | Eligible Small Business Credit Carryforwards |
| D <input type="checkbox"/> | General Business Credit Carrybacks | H <input type="checkbox"/> | Eligible Small Business Credit Carrybacks |

I If you are filing more than one Part III with box A, B, E, or F checked, complete and attach first an additional Part III combining amounts from all Parts III with box A, B, E, or F checked. Check here if this is the consolidated Part III **X**

(a) Description of credit	(b) If claiming the credit from a pass-through entity, enter the EIN	(c) Enter the appropriate amount
Note: On any line where the credit is from more than one source, a separate Part III is needed for each pass-through entity.		
1a Investment (Form 3468, Part II only) (attach Form 3468)	1a	
b Reserved for future use	1b	
c Increasing research activities (Form 6765)	1c	4,306.00
d Low-income housing (Form 8586, Part I only)	1d	
e Disabled access (Form 8826) (do not enter more than \$5,000 in column (c) of Parts III with box A, B, E, or F checked, combined)	1e	
f Renewable electricity, refined coal, and Indian coal production (Form 8835)	1f	
g Indian employment (Form 8845)	1g	
h Orphan drug (Form 8820)	1h	
i New markets (Form 8874)	1i	
j Small employer pension plan startup costs (Form 8881) (do not enter more than \$500 in column (c) of Parts III with box A, B, E, or F checked, combined)	1j	
k Employer-provided child care facilities and services (Form 8882)	1k	
l Biodiesel and renewable diesel fuels (attach Form 8864)	1l	
m Low sulfur diesel fuel production (Form 8896)	1m	
n Distilled spirits (Form 8906)	1n	
o Nonconventional source fuel (Form 8907)	1o	
p Energy efficient home (Form 8908)	1p	
q Energy efficient appliance (Form 8909)	1q	
r Alternative motor vehicle (Form 8910)	1r	
s Alternative fuel vehicle refueling property (Form 8911)	1s	
t Reserved for future use	1t	
u Mine rescue team training (Form 8923)	1u	
v Agricultural chemicals security (Form 8931) (do not enter more than \$2 million in column (c) of Parts III with box A, B, E, or F checked, combined)	1v	
w Employer differential wage payments (Form 8932)	1w	
x Carbon dioxide sequestration (Form 8933)	1x	
y Qualified plug-in electric drive motor vehicle (Form 8936)	1y	
z Qualified plug-in electric vehicle (Form 8834, Part I only)	1z	
aa New hire retention (Form 5884-B)	1aa	18,000.00
bb General credits from an electing large partnership (Schedule K-1 (Form 1065-B))	1bb	
zz Other	1zz	14,648.00
2 Add lines 1a through 1zz and enter here	2	36,954.00
3 Enter the amount from Form 8844	3	0.00
4a Investment (Form 3468, Part III) (attach Form 3468)	4a	
b Work opportunity (Form 5884)	4b	4,402.00
c Alcohol and cellulosic biofuel fuels (Form 6478)	4c	
d Low-income housing (Form 8586, Part II)	4d	
e Renewable electricity, refined coal, and Indian coal production (Form 8835)	4e	
f Employer social security and Medicare taxes paid on certain employee tips (Form 8846)	4f	
g Qualified railroad track maintenance (Form 8900)	4g	
h Small employer health insurance premiums (Form 8941)	4h	
i Reserved for future use	4i	
j Reserved for future use	4j	
z Other	4z	
5 Add lines 4a through 4z and enter here	5	4,402.00
6 Add lines 2, 3, and 5.	6	41,356.00

Part III General Business Credits or Eligible Small Business Credits (see instructions)

Complete a separate Part III for each box checked below. (see instructions)

- | | | | |
|--|---|-----------------------------------|--|
| A <input checked="" type="checkbox"/> | General Business Credit From a Non-Passive Activity | E <input type="checkbox"/> | Eligible Small Business Credit From a Non-Passive Activity |
| B <input type="checkbox"/> | General Business Credit From a Passive Activity | F <input type="checkbox"/> | Eligible Small Business Credit From a Passive Activity |
| C <input type="checkbox"/> | General Business Credit Carryforwards | G <input type="checkbox"/> | Eligible Small Business Credit Carryforwards |
| D <input type="checkbox"/> | General Business Credit Carrybacks | H <input type="checkbox"/> | Eligible Small Business Credit Carrybacks |

I If you are filing more than one Part III with box A, B, E, or F checked, complete and attach first an additional Part III combining amounts from all Parts III with box A, B, E, or F checked. Check here if this is the consolidated Part III

(a) Description of credit	(b) If claiming the credit from a pass-through entity, enter the EIN	(c) Enter the appropriate amount
Note: On any line where the credit is from more than one source, a separate Part III is needed for each pass-through entity.		
1 a Investment (Form 3468, Part II only) (attach Form 3468)	1 a	
b Reserved for future use	1 b	
c Increasing research activities (Form 6765)	1 c	
d Low-income housing (Form 8586, Part I only)	1 d	
e Disabled access (Form 8826) (do not enter more than \$5,000 in column (c) of Parts III with box A, B, E, or F checked, combined)	1 e	
f Renewable electricity, refined coal, and Indian coal production (Form 8835)	1 f	
g Indian employment (Form 8845)	1 g	
h Orphan drug (Form 8820)	1 h	
i New markets (Form 8874)	1 i	
j Small employer pension plan startup costs (Form 8881) (do not enter more than \$500 in column (c) of Parts III with box A, B, E, or F checked, combined)	1 j	
k Employer-provided child care facilities and services (Form 8882)	1 k	
l Biodiesel and renewable diesel fuels (attach Form 8864)	1 l	
m Low sulfur diesel fuel production (Form 8896)	1 m	
n Distilled spirits (Form 8906)	1 n	
o Nonconventional source fuel (Form 8907)	1 o	
p Energy efficient home (Form 8908)	1 p	
q Energy efficient appliance (Form 8909)	1 q	
r Alternative motor vehicle (Form 8910)	1 r	
s Alternative fuel vehicle refueling property (Form 8911)	1 s	
t Reserved for future use	1 t	
u Mine rescue team training (Form 8923)	1 u	
v Agricultural chemicals security (Form 8931) (do not enter more than \$2 million in column (c) of Parts III with box A, B, E, or F checked, combined)	1 v	
w Employer differential wage payments (Form 8932)	1 w	
x Carbon dioxide sequestration (Form 8933)	1 x	
y Qualified plug-in electric drive motor vehicle (Form 8936)	1 y	
z Qualified plug-in electric vehicle (Form 8834, Part I only)	1 z	
aa New hire retention (Form 5884-B)	1 aa	18,000.00
bb General credits from an electing large partnership (Schedule K-1 (Form 1065-B))	1 bb	
zz Other	1 zz	
2 Add lines 1a through 1zz and enter here	2	18,000.00
3 Enter the amount from Form 8844	3	
4 a Investment (Form 3468, Part III) (attach Form 3468)	4 a	
b Work opportunity (Form 5884)	4 b	
c Alcohol and cellulosic biofuel fuels (Form 6478)	4 c	
d Low-income housing (Form 8586, Part II)	4 d	
e Renewable electricity, refined coal, and Indian coal production (Form 8835)	4 e	
f Employer social security and Medicare taxes paid on certain employee tips (Form 8846)	4 f	
g Qualified railroad track maintenance (Form 8900)	4 g	
h Small employer health insurance premiums (Form 8941)	4 h	
i Reserved for future use	4 i	
j Reserved for future use	4 j	
z Other	4 z	
5 Add lines 4a through 4z and enter here	5	0.00
6 Add lines 2, 3, and 5.	6	18,000.00

Part III General Business Credits or Eligible Small Business Credits (see instructions)

Complete a separate Part III for each box checked below. (see instructions)

- | | | | |
|--|---|-----------------------------------|--|
| A <input type="checkbox"/> | General Business Credit From a Non-Passive Activity | E <input type="checkbox"/> | Eligible Small Business Credit From a Non-Passive Activity |
| B <input checked="" type="checkbox"/> | General Business Credit From a Passive Activity | F <input type="checkbox"/> | Eligible Small Business Credit From a Passive Activity |
| C <input type="checkbox"/> | General Business Credit Carryforwards | G <input type="checkbox"/> | Eligible Small Business Credit Carryforwards |
| D <input type="checkbox"/> | General Business Credit Carrybacks | H <input type="checkbox"/> | Eligible Small Business Credit Carrybacks |

I If you are filing more than one Part III with box A, B, E, or F checked, complete and attach first an additional Part III combining amounts from all Parts III with box A, B, E, or F checked. Check here if this is the consolidated Part III

(a) Description of credit	(b)	(c)
Note: On any line where the credit is from more than one source, a separate Part III is needed for each pass-through entity.	If claiming the credit from a pass-through entity, enter the EIN	Enter the appropriate amount
1a Investment (Form 3468, Part II only) (attach Form 3468)	1a ATTCH 1	4,306.00
b Reserved for future use	1b	
c Increasing research activities (Form 6765)	1c	
d Low-income housing (Form 8586, Part I only)	1d	
e Disabled access (Form 8826) (do not enter more than \$5,000 in column (c) of Parts III with box A, B, E, or F checked, combined)	1e	
f Renewable electricity, refined coal, and Indian coal production (Form 8835)	1f	
g Indian employment (Form 8845)	1g	
h Orphan drug (Form 8820)	1h	
i New markets (Form 8874)	1i	
j Small employer pension plan startup costs (Form 8881) (do not enter more than \$500 in column (c) of Parts III with box A, B, E, or F checked, combined)	1j	
k Employer-provided child care facilities and services (Form 8882)	1k	
l Biodiesel and renewable diesel fuels (attach Form 8864)	1l	
m Low sulfur diesel fuel production (Form 8896)	1m	
n Distilled spirits (Form 8906)	1n	
o Nonconventional source fuel (Form 8907)	1o	
p Energy efficient home (Form 8908)	1p	
q Energy efficient appliance (Form 8909)	1q	
r Alternative motor vehicle (Form 8910)	1r	
s Alternative fuel vehicle refueling property (Form 8911)	1s	
t Reserved for future use	1t	
u Mine rescue team training (Form 8923)	1u	
v Agricultural chemicals security (Form 8931) (do not enter more than \$2 million in column (c) of Parts III with box A, B, E, or F checked, combined)	1v	
w Employer differential wage payments (Form 8932)	1w	
x Carbon dioxide sequestration (Form 8933)	1x	
y Qualified plug-in electric drive motor vehicle (Form 8936)	1y	
z Qualified plug-in electric vehicle (Form 8834, Part I only)	1z	
aa New hire retention (Form 5884-B)	1aa	
bb General credits from an electing large partnership (Schedule K-1 (Form 1065-B))	1bb	
zz Other	1zz ATTCH 1	14,648.00
2 Add lines 1a through 1zz and enter here	2	18,954.00
3 Enter the amount from Form 8844	3	
4a Investment (Form 3468, Part III) (attach Form 3468)	4a	
b Work opportunity (Form 5884)	4b ATTCH 1	4,402.00
c Alcohol and cellulosic biofuel fuels (Form 6478)	4c	
d Low-income housing (Form 8586, Part II)	4d	
e Renewable electricity, refined coal, and Indian coal production (Form 8835)	4e	
f Employer social security and Medicare taxes paid on certain employee tips (Form 8846)	4f	
g Qualified railroad track maintenance (Form 8900)	4g	
h Small employer health insurance premiums (Form 8941)	4h	
i Reserved for future use	4i	
j Reserved for future use	4j	
z Other	4z	
5 Add lines 4a through 4z and enter here	5	4,402.00
6 Add lines 2, 3, and 5.	6	23,356.00

FORM 990-T, FORM 3800, PART III - GENERAL BUSINESS CREDITS OR ELIGIBLE SMALL BUSINESS CREDITS

LINE 1c - INCREASING RESEARCH ACTIVITIES (PASS-THROUGH ENTITY)

ASP IV ALTERNATIVE INVESTMENTS L.P.	Castanea Partners Fund III, LP	CHARLES RIVER PARTNERSHIP XIII, LP	CRP XI ANNEX FUND, LP	Insight Venture Partners V, LP	NGP Midstream & Resources, LP	TRIDENT IV, LP		
20-4573644	77-0692885	13-4353825	26-0876217	56-2511040	20-8283524	98-0509277		TOTAL
410	1,466	230	753	620	279	548		4,306

LINE 1zz - OTHER CREDITS (PASS-THROUGH ENTITY)

ARCLIGHT ENERGY PARTNERS FUND III, LP	ARCLIGHT ENERGY PARTNERS FUND IV LP	ASP IV ALTERNATIVE INVESTMENTS L.P.	BLACKSTONE RGIS CAPITAL PARTNERS V L.P.	CIM FUND III, L.P.	ENDEAVOUR CAPITAL FUND V L.P.	FORTRESS INVESTMENT FUND IV (FUND A) L.P.	H&F ASTRO AIV, L.P.	TCW/ CRESCENT MEZZANINE PARTNERS V, L . P.		
20-3782803	20-8419824	20-4573644	20-8866363	20-4856631	26-0797359	98-0485593	20-5599474	26-1326873		TOTAL
3,909	6,333	20	1,841	308	1,821	410	4	2		14,648

LINE 4b - WORK OPPORTUNITY CREDIT (PASS-THROUGH ENTITY)

ASP IV ALTERNATIVE INVESTMENTS L.P.	BAUPOST VALUE PARTNERS, LP-IV	BLACKSTONE RGIS CAPITAL PARTNERS V L.P.							
20-4573644	26-2208448	20-8866363							TOTAL
82	2	4,318							4,402