AN INTERNATIONAL ORGANIZATION DEDICATED TO PROTECTING THE RIGHTS OF ALL ANIMALS

PETA FOUNDATION

PEOPLE FOR THE ETHICAL TREATMENT OF ANIMALS FOUNDATION

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May 10, 2022

Via e-mail

Samuel Levine, Director
Bureau of Consumer Protection
Federal Trade Commission
Slevine1@ftc.gov

Re: Complaint requesting action to enjoin false and deceptive advertising by American Humane

Dear Director Levine:

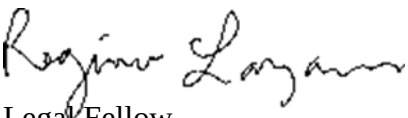
On behalf of People for the Ethical Treatment of Animals (PETA), I am writing to request that the Federal Trade Commission investigate and enjoin American Humane Association, doing business as American Humane – First to Serve (AH), operating through its American Humane Certified (AHC) Pet Provider program, from using false and misleading claims in advertising in apparent violation of the Federal Trade Commission Act, 15 U.S.C. §§ 45–58.

As explained in further detail in the attached complaint, AH falsely and misleadingly asserts that *all* animals from AHC pet providers receive the *highest* level of care, and that AHC pet providers take the *next step* to treat animals *humanely and ethically*. Consumers consider such claims material and understand them to mean that AHC pet providers adhere to standards above the industry norms. But AH's humane policy fails to support these claims as the standards allow providers to house animals in conditions that fail to meet their behavioral needs and can cause them severe harm.

Further, AH's recently certified pet provider, Petco, has a documented history of inhumanely treating animals—including administering medication improperly, maintaining filthy living conditions, and providing animals insufficient lighting—contrary to AH's claim that AHC pet providers "are distinguished as those that prioritize animals welfare above all else."

PETA respectfully requests that the FTC aid consumers by enjoining AH from making these deceptive claims relating to animal care.

Very truly yours,



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BEFORE THE UNITED STATES
FEDERAL TRADE COMMISSION

PEOPLE FOR THE ETHICAL TREATMENT OF ANIMALS,

Petitioner,

v.

AMERICAN HUMANE – FIRST TO SERVE,

Respondent.

COMPLAINT AND REQUEST FOR INVESTIGATION, INJUNCTION, AND OTHER RELIEF

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I. INTRODUCTION

Pursuant to Federal Trade Commission (FTC) regulations, 16 C.F.R. §§ 2.1–2.2, People for the Ethical Treatment of Animals (PETA) hereby requests that the FTC investigate and commence an enforcement action against American Humane Association (AH), operating through its American Humane Certified (AHC) Pet Provider program, for engaging in false and misleading advertising in apparent violation of the Federal Trade Commission Act, 15 U.S.C. §§ 45–58 (FTC Act). Specifically, AH deceives consumers about the level of care and the treatment animals receive from AHC pet providers.

As stated on its website and in its mission statement, AH is "committed to ensuring the safety, welfare and well-being of animals."[1] AH claims to provide services "[t]o elevate standards and shine a spotlight on those who take good care of their animals."[2] To support this effort, AH developed "independent, science-based humane certification dedicated solely to helping ensure the welfare and humane treatment of the animals."[3] AH makes the following assertions on its website regarding its AHC Pet Provider program, which certifies pet providers and other live animal suppliers:

> American Humane Certified brands are distinguished as those that prioritize animal welfare above all else.[4]
>
> Consumers can be confident that when they see the American Humane Certified™ seal, they know the pets they are welcoming into their homes have received the *highest* level of care and attention.[5]
>
> *All* small mammals, birds, reptiles, amphibians, invertebrates and aquatic life at certified pet care centers and animal supplier facilities are not only in good physical condition but enjoy excellent overall welfare.[6]
>
> Certified providers should be commended for proactively taking the *next step* to ensure animals in their care are *treated humanely* and ethically.[7]

[1] American Humane Association, Dep't of the Treasury Internal Revenue Serv. Form 990 49 (2020), https://www.americanhumane.org/app/uploads/2022/03/AH-990-FY21-public-disclosure.pdf [hereinafter AH Tax Form 990]; *First to Serve*, AM. HUMANE, https://www.americanhumane.org/about-us/ (last visited Apr. 15, 2022).
[2] AH Tax Form 990, *supra* note 1, at 51.
[3] *Id.*; *see Certified Pet Providers*, AM. HUMANE, https://www.americanhumane.org/program/pet-provider/ (last visited Apr. 11, 2022).
[4] *Why Choose an American Humane Certified Pet Provider*, AM. HUMANE, https://www.americanhumane.org/program/pet-provider/ (last visited Apr. 15, 2022).
[5] *Certified Pet Providers*, *supra* note 3 (emphasis added).
[6] *Id.* (emphasis added).
[7] *Id.* (emphasis added).

Through explicit statements and omissions in its advertising, AH deceives consumers by creating the impression that AHC pet providers go beyond industry standards (i.e., AHC pet providers have taken the "next step") by providing the "highest level of care" to "all" animals in their custody.[8] Likewise, consumers perceive the claim "treated humanely" to mean that certified pet providers maintain a standard of care that is higher than general industry practices. Consumers have, and must be able to maintain, a reasonable expectation that when the AH claims animals receive the highest level of care from AHC pet providers, that such a description is truthful. However, this assertion is not true.

AH publishes standards for pet providers that can divided into two basic categories, those that "must" be achieved and those that "should" be achieved.[9] Thus, it appears that a provider can obtain certification by complying with minimal standards (e.g., mammals *must* be separated by species in enclosures) while the other standards remain aspirational (e.g., all animals *should* be housed under conditions that provide sufficient space).[10] AH's "humane" certification gives pet providers discretion whether to provide perched birds enough space to spread their wings and turn around without obstruction, to maintain enclosures in good repair, and to provide lighting that supports the animal's normal circadian rhythm,[11] all of which risk causing birds severe physical and/or psychological injury. Consumers do not believe that confining animals to cramped spaces in conditions that jeopardize their welfare is consistent with the claim "treated humanely."[12] If consumers were aware of the minimal standards underling AH's humane policy, many would likely not prioritize patronizing an AHC pet provider over a non-AHC pet provider.

Consumers cannot determine firsthand the level of care animals receive from pet providers because consumers cannot observe how pet providers care for the animals. As AH has certified its first (and, currently, only) pet provider, Petco, in March 2022, prompt action by the Commission is critical before additional certifications are issued.[13] Accordingly, PETA submits this citizens' complaint, pursuant to Section 5 of the FTC Act, 15 U.S.C. § 45, requesting that the Commission take action to stop AH from deceiving consumers with false and misleading representations relating to the animal care provided by AHC pet providers.

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[8] *See id.* (emphasis added).

[9] *See generally Nontraditional Companion Animal and Aquatic Certification Standards Pet Provider Locations*, AM. HUMANE (2022), https://www.americanhumane.org/app/uploads/2022/03/AH-Standards-Pet-Provider-Locations-1-3-22-1.pdf [hereinafter Pet Provider Locations Standards]; *Nontraditional Companion Animal and Aquatic Certification Standards Live Animal Suppliers*, AM. HUMANE (2022), https://www.americanhumane.org/app/uploads/2022/03/AH-Standards-Animal-Suppliers-1-3-22-1.pdf [hereinafter Live Animal Suppliers Standards].

[10] Pet Provider Locations Standards, *supra* note 9, at 6–7; Live Animal Suppliers Standards, *supra* note 9, at 6.

[11] Pet Provider Locations Standards, *supra* note 9, at 6–7; Live Animal Suppliers Standards, *supra* note 9, at 6–7.

[12] *Cf. Consumer Reports Aims to Ban "Natural" Label*, MEAT+POULTRY (June 16, 2014), http://www.meatpoultry.com/articles/news_home/Trends/2014/06/Consumer_Reports_aims_to_ban_n.aspx?ID=%7BC49A9FD4-0039-4C4A-B9F3-F45492ECE987%7D (describing a survey conducted by Consumer Reports National Research Center in which ninety percent of respondents considered "humanely raised" to mean that animals had adequate living space).

[13] *Petco Becomes First Pet Retailer in History to Be Awarded Coveted American Humane Certified Seal of Approval*, AM. HUMANE (Mar, 23, 2022), https://www.americanhumane.org/press-release/petco-becomes-first-pet-retailer-in-history-to-be-awarded-coveted-american-humane-certifiedtm-seal-of-approval/; American Humane Certified Pet Provider, AM. HUMANE, https://www.americanhumane.org/certified-pet-providers/ (last visited Apr. 15, 2022).

II. PARTIES

A. Petitioner

Petitioner People for the Ethical Treatment of Animals, Inc. is a Virginia non-stock corporation and animal protection charity pursuant to Section 501(c)(3) of the Internal Revenue Code. Dedicated to protecting animals from abuse, neglect, and cruelty, PETA engages in activities such as cruelty investigations, research, newsgathering, investigative reporting, and protest campaigns to further its mission. PETA strives to educate consumers about the true meaning of animal care claims encountered in the marketplace.

B. Respondent

Respondent American Humane Association doing business as American Humane – First to Serve, a 501(c)(3) nonprofit organization incorporated in Washington, D.C. and headquartered at 1400 16th St. N.W., Ste. 360, Washington, DC, 20036, describes itself as the world's largest certifier of animal welfare.[14] AH describes itself as "the nation's voice for the protection of animals, . . . reach[ing] millions of people daily via groundbreaking research, education, training and services that span a wide network of organizations, agencies and businesses."[15]

III. STATEMENT OF FACTS

As described herein, AH has issued, and continues to issue, unlawfully false and misleading representations about the level of care and treatment that all animals of AHC pet providers receive.[16] Specifically, AH asserts that the AHC seal represents that all animals from AHC pet providers receive the "*highest* level of care and attention" and that they take the "*next step* to ensure animals in their care are treated humanely and ethically."[17]

AH publishes standards for both pet provider locations and live animal suppliers (collectively, "pet providers").[18] A pet provider does not need to meet all of the AHC standards to obtain certification. The standards consist of three core principles that must be addressed satisfactorily and other standards, not all of which are mandatory. Pursuant to the core principles, an auditor must not observe willful acts or unintentional signs of animal abuse or neglect by any person at the facility, the facility must have an appropriate veterinary care plan, and the staff must be aware of facility's protocols and procedures and conduct themselves in a manner that promotes animal welfare."[19] Whereas some additional standards are described as mandatory (e.g., mammals *must* be separated

[14] AH Tax Form 990, *supra* note 1, at 2 (2020); History, AM. HUMANE, https://www.americanhumane.org/about-us/history/ (last visited Apr. 15, 2022); *Helping Ensure the Welfare of the World's Animals*, AM. HUMANE (2021), https://www.americanhumane.org/app/uploads/2021/07/Impact-Report-2021-Financials.pdf.
[15] Pet Provider Locations Standards, *supra* note 9, at 3.
[16] *See Certified Pet Providers*, *supra* note 3.
[17] *Id.* (emphases added).
[18] *See generally* Pet Provider Locations Standards, *supra* note 9; Live Animal Suppliers Standards, *supra* note 9.
[19] *Core Principles*, AM. HUMANE, https://www.americanhumane.org/program/pet-provider/ (last visited Apr. 15, 2022).

by species in enclosures and facility lighting *must* be sufficient to allow adequate cleaning and inspections),[20] the following provides a sampling of practices that merely "should" be followed:

- All animals *should* be housed under conditions that provide sufficient space as well as supplementary structures and resources required to meet physical, physiologic, and behavioral needs.[21]
- Enclosures *should* enable birds to spread their wings and turn around while perched without touching the enclosure ceiling, floor or walls with their head, tail or wings.[22]
- Lighting cycles in animal rooms *should* support the animal's (mammals, birds, reptiles, and aquatic life) normal circadian rhythm.[23]
- Animals *should* be housed in appropriate numbers to prevent overcrowding and meet American Humane space Guidelines.[24]
- All enclosures *should* be kept in good repair to prevent escape of or injury to animals, promote physical comfort, and facilitate sanitation and servicing.[25]
- The bird housing areas *should* be at the appropriate temperature.[26]
- Amphibians that climb *should* have branches or ledges on which to perch.[27]
- Nesting material *should* be provided to all mice, rats, gerbils, and hamster species.[28]

Reliance on the AHC seal gives consumers a false assurance that they are supporting businesses that provide not only better treatment to animals than other companies, but also the *highest* level of care in the industry.[29] However, the AHC seal misrepresents the level of care for animals that the reasonable consumer would expect from a third-party's certification of a pet provider described as "humane," or touted as providing the highest level of care. This misconception leads consumers to patronize a business they otherwise may not.[30] Because many consumers are likely to purchase from an AHC pet provider specifically because of what they believe that seal signifies, the misleading nature of the seal embodies the Commission's policy that deceptive claims are actionable when they are material, i.e., they influence purchasing decisions because they involve information that is important to the consumer. FTC intervention carries particular importance in this instance because of the lack of market restraints on these misleading claims.

[20] Pet Provider Locations Standards, *supra* note 9, at 6–7; Live Animal Suppliers Standards, *supra* note 9, at 6, 26.
[21] Pet Provider Locations Standards, *supra* note 9, at 6; Live Animal Suppliers Standards, *supra* note 9, at 6.
[22] Pet Provider Locations Standards, *supra* note 9, at 7; Live Animal Suppliers Standards, *supra* note 9, at 7.
[23] Pet Provider Locations Standards, *supra* note 9, at 6; Live Animal Suppliers Standards, *supra* note 9, at 7.
[24] Live Animal Suppliers Standards, *supra* note 9, at 6.
[25] *Id.*; Pet Provider Locations Standards, *supra* note 9, at 6.
[26] Pet Provider Locations Standards, *supra* note 9, at 8; Live Animal Suppliers Standards, *supra* note 9, at 8.
[27] Pet Provider Locations Standards, *supra* note 9, at 9; Live Animal Suppliers Standards, *supra* note 9, at 9.
[28] Pet Provider Locations Standards, *supra* note 9, at 11; Live Animal Suppliers Standards, *supra* note 9, at 11.
[29] *See Certified Pet Providers*, *supra* note 3.
[30] *Cf.* Cory Schroder, *Why Supporting Animal Welfare Will Become A Must for Modern Brands*, LATANA (Oct. 8, 2021), https://latana.com/post/supporting-animal-welfare/ ("[N]early 90% of consumers want an independent, third party certifying animal products for humane treatment."); *Farm Animal Welfare Certification Guide*, ASPCA 4 (Jan. 2017), https://www.aspca.org/sites/default/files/frm-wlfr-cert-guide-feb2017.pdf (noting that sixty-seven percent of consumers state that they would purchase welfare-certified products even if it means a rise in price).

IV. LEGAL STANDARD

The FTC Act declares unfair or deceptive acts or practices unlawful.[31] The elements of deception include: (1) an oral or written representation, omission, or practice, (2) that is likely to mislead a reasonable consumer, and (3) that is material.[32]

The FTC Act's "ban against false and misleading advertisements and representations applies to that which is suggested as well as that which is asserted."[33] Although "words and sentences may be literally and technically true [they may be] framed in such a setting as to mislead or deceive."[34] Indeed, "[a] deceptive impression may be created by implication and innuendo without affirmative misrepresentation or misstating a single fact."[35]

The FTC Act applies to deceptive omissions, including telling a half truth and omitting the rest. The Act requires an advertiser "to disclose qualifying information necessary to prevent one of his affirmative statements from creating a misleading impression."[36] For example, in *Horizon Corp.*, the Commission held that Horizon violated the FTC Act in part because many of Horizon's representations "consisted of partial truths, or literal or technical truths, framed in a setting to mislead or deceive."[37] The Commission found that, "[i]n several respects, Horizon's sales techniques left material issues vague. The record [t]herein reveal[ed] widespread confusion and a lack of understanding about critical elements of Horizon's property and Horizon's obligations, all conducive to Horizon's objectives."[38]

Deceptive advertising "must be judged by viewing it as a whole."[39] The Commission is "required to look at the complete advertisement and formulate [its] opinions on the basis of the net general impression conveyed by them and not on isolated excerpts."[40] The focus is the "entire mosaic . . . rather than each tile separately."[41]

The Commission's concern focuses on the "message conveyed or the implication created in the mind of the *ordinary* purchaser."[42] The law is made to protect the public—"that vast multitude . . . who, in making purchases, do not stop to analyze, but are governed by appearances and general impressions."[43] An objective reasonable standard determines whether advertising is false

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[31] 15 U.S.C. § 45(a)(1).
[32] *See FTC Policy Statement on Deception*, FED. TRADE COMM'N § I (Oct. 14, 1983).
[33] *Raymond Lee Org., Inc.*, 92 F.T.C. 489, 591 (1978).
[34] *Horizon Corp.*, 97 F.T.C. 464, 732 (1981) (quoting *Bockenstette v. F.T.C.*, 134 F.2d 369, 371 (10th Cir. 1943)).
[35] *MacMillan, Inc.*, 96 F.T.C. 208, 301 (1980).
[36] *Int'l Harvester Co.*, 104 F.T.C. 949, 1057 (1984).
[37] 97 F.T.C. 464, 741 (1981).
[38] 97 F.T.C. at 741–42.
[39] *Beneficial Corp. v. FTC*, 542 F.2d 611, 617 (3d Cir. 1976).
[40] *Standard Oil of Cal.*, 84 F.T.C. 1401, 1471 (1974), *modified*, 96 F.T.C. 380 (1980).
[41] *FTC v. Sterling Drug, Inc.*, 317 F.2d 669, 674 (2d Cir. 1963).
[42] *Horizon Corp.*, 97 F.T.C. 464, 741(1981) (emphasis added).
[43] *P. Lorillard Co.*, 186 F.2d at 58; *see FTC Policy Statement on Deception, supra* note 32, § III; *Warner-Lambert Co.*, 86 F.T.C. 1398, 1415 n.4 (1975), *aff'd*, 562 F.2d 749 (D.C. Cir. 1977) (evaluating the claim from the perspective of the "average listener"); *Grolier, Inc.*, 91 F.T.C. 315, 430 (1978) (considering the "net impression" made on the "general populace").

or misleading.[44] As long as an advertisement "reasonably can be interpreted in a misleading way [it] is deceptive, even though other, non-misleading interpretations may be equally possible."[45]

A deceptive representation, omission, or practice is actionable under the FTC Act if it is "material."[46] A material misrepresentation is "one which is likely to affect a consumer's choice of or conduct regarding a product. In other words, it is information that is important to consumers."[47] This is a subjective standard.[48] "[I]f consumers prefer one product to another, the Commission [does] not determine whether that preference is objectively justified."[49]

An expressed claim is presumed material since "the willingness of a business to promote its products reflects a belief that consumers are interested in the advertising."[50] The Commission will also infer materiality when "evidence exists that a seller intended to make an implied claim."[51]

Recognizing that "seals and certifications are a useful tool that can help consumers choose where to place their trust and how to spend their money," the FTC has pursued third party certifiers for violating the FTC Act.[52] In 2011, for example, the FTC successfully took action against Tested Green, a company that sold environmental certifications to businesses that produced "green" products or used "green" processes in the manufacture of goods and services.[53] Tested Green deceptively claimed that two independent firms endorsed the certifications when, in fact, both firms were owned and operated by the owner of Tested Green.[54] The FTC settlement barred Tested Green and its owner from making misrepresentations when selling any product, including making any representations about a user or endorser "unless they clearly and prominently disclose any connection they have with the endorser if one exists."[55] The FTC's director commented: "The FTC will continue to weed out deceptive seals and certifications like the one in this case."[56]

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[44] *See Ortega v. Natural Balance, Inc*., 300 F.R.D. 422, 428–29 (C.D. Cal. 2014).
[45] *Telebrands Corp.*, No. 9313, 2004 WL 3155567, at *32 (F.T.C. Sept. 15, 2004).
[46] *See FTC Policy Statement on Deception*, *supra* note 32, § IV.
[47] *Id.* (endnote omitted).
[48] *Id.* § IV n.46.
[49] *Id.*
[50] *Cent. Hudson Gas & Elec. Corp. v. Pub. Serv. Comm'n*, 447 U.S. 557, 568 (1980).
[51] *FTC Policy Statement on Deception*, *supra* note 32, § IV.
[52] *FTC Settlement Ends "Tested Green" Certifications that Were Neither Tested nor Green*, FTC (Jan. 11, 2011), https://www.ftc.gov/news-events/news/press-releases/2011/01/ftc-settlement-ends-tested-green-certifications-were-neither-tested-nor-green (quoting David Vladeck, the director of the FTC's Bureau of Consumer Protection).
[53] *See id.*; Complaint at 2, *In re* Nonprofit Management LLC, F.T.C. File No. 102 3064 (Feb. 23, 2011) (No. C-4315), https://www.ftc.gov/sites/default/files/documents/cases/2011/03/110301testedgreencmpt.pdf.
[54] *See FTC Settlement Ends "Tested Green" Certifications that were Neither Tested nor Green*, *supra* note 52.
[55] *See id.*
[56] Decision and Order at 4, *In re* Nonprofit Management LLC, F.T.C. File No. 102 3064 (Feb. 23, 2011) (No. C-4315), https://www.ftc.gov/sites/default/files/documents/cases/2011/03/110301testedgreendo.pdf.

V. CLAIMS

A. AH's Certifications Mislead Consumers Regarding the Treatment of Animals, Deceiving Consumers into Supporting AHC Pet Providers.

1. AH Represents That Its Certified Pet Providers Treat All Animals Humanely.

The "entire mosaic" of AH's advertising, including the American *Humane* Certified seal and statements AH makes on its website, provides a net general impression that AHC pet providers treat animals humanely.

The AH seal itself, which AHC pet providers advertise to the public, indicates "humane":[57]

Concrete statements on AH's website supplement and reinforce the message that animals are "treated humanely":

- American Humane Certified brands are distinguished as those that prioritize animal welfare above all else.[58]
- Consumers can be confident that when they see the American Humane Certified™ seal, they know the pets they are welcoming into their homes have received the *highest* level of care and attention.[59]
- *All* small mammals, birds, reptiles, amphibians, invertebrates and aquatic life at certified pet care centers and animal supplier facilities are not only in good physical condition but enjoy excellent overall welfare.[60]
- Certified providers should be commended for proactively taking the *next step* to ensure animals in their care are *treated humanely* and ethically.[61]

AH claims that "rigorous audits administered by independent American Humane inspectors" verify the practices of pet providers.[62] Thus, AH offers consumers third party assurance that their certified pet providers meet the highest standards.[63]

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[57] *See American Humane Certification*, PETCO, https://corporate.petco.com/american-humane-certification (last visited Apr. 15, 2022).
[58] *Why Choose an American Humane Certified Pet Provider*, *supra* note 4.
[59] *Certified Pet Providers*, *supra* note 3 (emphasis added).
[60] *Id.* (emphasis added).
[61] *Id.* (emphasis added).
[62] *Id.*
[63] *See id.*

2. Consumers Are Concerned About the Humane Treatment of Animals and That Concern Renders the Respondent's Deceptive Claims Material.

Consumers are concerned about the welfare of animals. According to the 2021-2022 American Pet Products Association (APPA) National Pet Owners Survey, seventy percent of U.S. households—or 90.5 million homes—have companion animals at home.[64] An estimated $109.6 billion was spent on companion animals in the U.S. in 2021—over a five percent increase from the previous year.[65] Companion animals are regarded as family members and animal welfare has ranked as a top cause for American consumers.[66] Consumer perception about pet providers continues to evolve as deceptive practices are exposed, as discussed further below, and consumers become aware of the inhumane treatment animals receive from pet providers. For example, strong consumer concern about the welfare of puppies in pet stores has resulted in "more than 370 cities and towns, as well as several states, moving to prohibit the sales of puppy mill dogs in stores"[67] and has fueled the trend of consumers adopting dogs instead of purchasing them because "it [is] the right thing to do."[68]

The results of numerous surveys reinforce the understanding that consumer buying decisions are influenced by humane assertions. A 2019 survey conducted by AH reported that "77 percent of respondents said it's important to see a third-party certification label on the packages of chicken they purchase to help ensure it was humanely treated. Over half said they would pay more for chicken that has been certified as humane."[69] More than three quarters of the 5,900 Americans polled in another 2019 AH survey stated that they were willing to pay more for humanely raised eggs, meat, and dairy products.[70] Likewise, in a 2018 survey conducted by the Foundation for Meat

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[64] *Pet Industry Market Size, Trends & Ownership Statistics*, APPA, https://www.americanpetproducts.org/press_industrytrends.asp (last visited Apr. 15, 2022).

[65] *Id.* ("In 2020, $103.6 billion was spend on our pets in the U.S. . . . For 2021, it is *estimated* that $109.6 billion will be spend on our pets in the U.S.").

[66] *More Than Ever, Pets Are Members of the Family*, PR NEWSWIRE (July 16, 2015), https://www.prnewswire.com/news-releases/more-than-ever-pets-are-members-of-the-family-300114501.html; *Animal Welfare, Children's Education, Hunger Are Top Three Causes Americans Care About in 2018*, PR NEWSWIRE (Apr. 19, 2018), https://www.prnewswire.com/news-releases/animal-welfare-childrens-education-hunger-are-top-three-causes-americans-care-about-in-2018-300632831.html (describing a 2018 study done by Ketchum Purpose which gathered responses from 1,000 adults, 41% of which chose animal welfare as their number one concern).

[67] *Petland: Exposed*, HUMANE SOC'Y, https://www.humanesociety.org/petland (last visited Apr. 15, 2022). Puppy mills supply the majority of pet shops with puppies. *The Pet Trade*, PETA, https://www.peta.org/issues/animal-companion-issues/pet-trade/ (last visited Apr. 15, 2022).

[68] Courtney Bir, et al., *Public Perception of Dog Acquisition: Sources, Rationales and Expenditures*, CTR. FOR ANIMAL WELFARE SCIENCE AT PURDUE UNIV. 5–6 (June 2016), https://vet.purdue.edu/CAWS/files/documents/20160602-public-perceptions-of-dog-acquisition.pdf.

[69] *Survey Reveals Consumers Want to See Humane Certification on Chicken Packages to Help Ensure Humane Treatment*, AM. HUMANE (July 22, 2019), https://www.americanhumane.org/press-release/survey-reveals-consumers-want-to-see-humane-certification-on-chicken-packages-to-help-ensure-humane-treatment/.

[70] *American Humane, Farmers, and Leading Food Organizations Go to Capitol Hill to Urge Americans to Set a Humane Table for the Holidays and Support Humane Farm Practices*, AP NEWS (Nov. 15, 2019), https://apnews.com/press-release/pr-newswire/science-business-lifestyle-animals-holidays-8c793eaf30a0f896e4b22ad9c564cad2.

& Poultry Research & Education, 67% of the 389 respondents claimed they were more likely to purchase a meat or poultry product identified as "humanely-raised" over a conventional product.[71]

Clearly, consumers' purchasing decisions are impacted by claims related to animal care and treatment, and AH's assertions promoting humane pet provider practices reflect its acknowledgment that consumers will rely on its seal and representations.

3. AH's Humane Policy Does Not Differ, or Differs Immaterially, from Standard Industry Practices.

AH asserts that "[c]onsumers can be confident that when they see the American Humane Certified™ seal, they know the pets they are welcoming into their homes have received the *highest* level of care and attention."[72] However, because many of the standards are discretionary, AH's humane policy either does not differ, or differs immaterially, from standard industry practices. In fact, by using the term "should," AH acknowledges that a higher standard exists while, at the same time, not requiring that pet providers meet those higher standards. Consequently, a pet provider may be certified even though it confines animals in crowded and low-lit environments that are insufficient to meet the animals' behavioral needs.

AHC standards do not require that all animals be housed under conditions that provide them sufficient space.[73] For example, enclosures are not required to be large enough to enable birds to spread their wings and turn around while perched without touching the enclosure ceiling, floor or walls with their head, tail or wings.[74] Small cages prevent birds from engaging in natural behaviors that directly implicate their welfare and has been linked to birds experiencing frustration, boredom, loneliness, and anxiety from confinement.[75] AHC standards also do not require animal suppliers to house animals in appropriate numbers to prevent overcrowding.[76] Overcrowding has been linked to stress-induced maladies, including liver disease, heart trouble, and physiological disorders.[77]

AHC standards require sufficient facility lighting to allow adequate cleaning and inspections but do not require that lighting cycles support the animal's (mammals, birds, reptiles, and aquatic life) normal circadian rhythm.[78] Circadian rhythms regulate almost all physiological processes in animals, including sleep and cognition.[79] A disruption of circadian regulation is associated with a wide variety of adverse health consequences. In mammals, a disruption of circadian systems may

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[71] *2018 Power of Meat*, FOUND. FOR MEAT & POULTRY RSCH. & EDUC. 48 (2018), http://www.meatconference.com/sites/default/files/books/Power_of_meat_2018.pdf.
[72] *Certified Pet Providers*, *supra* note 3 (emphasis added).
[73] *See* Pet Provider Locations Standards, *supra* note 9, at 6; Live Animal Suppliers Standards, *supra* note 9, at 6.
[74] *See* Pet Provider Locations Standards, *supra* note 9, at 7; Live Animal Suppliers Standards, *supra* note 9, at 7.
[75] Joanne Paul-Murphy, *Foundations in Avian Welfare*, *in* CURRENT THERAPY IN AVIAN MEDICINE AND SURGERY 671 (Brian L. Speer ed., 2016).
[76] *See* Live Animal Suppliers Standards, *supra* note 9, at 6.
[77] *Animal Crowding Raises Mortality*, N.Y. TIMES (Feb. 11, 1964), https://www.nytimes.com/1964/02/11/archives/animal-crowding-raises-mortality-diseases-caused-by-stress-said-to.html#:~:text=WASHINGTON%2C%20Feb.,suffer%20liver%20and%20heart%20ailments.
[78] Pet Provider Locations Standards, *supra* note 9, at 6; Live Animal Suppliers Standards, *supra* note 9, at 7, 26.
[79] S.K. Tahajjul Taufique, *Artificial Light at Night, Higher Brain Functions Associated Neuronal Changes: An Avian Perspective*, MDPI 38, 38 (Jan. 21, 2022), https://www.mdpi.com/2673-6004/3/1/3/htm.

cause physiological dysfunction.[80] Studies have shown that a no-night, or dim light at night, environment has negative effects on both cognitive performances and depression in birds.[81]

AHC pet providers are not required to provide nesting material to all mice, rats, gerbils, and hamster species.[82] However, studies show that mice need the opportunity to perform burrowing behavior, as opposed to simply being provided with a ready-formed burrow.[83] Frustration and reduced welfare result when an animal has a need to perform a behavior but is kept in a condition where the animal is unable to do so.[84] Similarly, AHC pet providers are not required to provide amphibians branches or ledges on which to perch.[85] Enrichments promote general welfare and can affect an animal's interactions with their environment, reduce fearfulness, and promote physical exercise.[86]

In the absence of mandatory space, lighting, and behavioral enrichment requirements, AH's standards are neither at the highest level nor even at the next step on a humane care continuum. The discretion afforded by AH's humane policy allows AHC pet providers to engage in practices that simply meet the minimum standards in the industry.

4. Conditions at Petco, an AHC Pet Provider, Evince the Misleading Nature of the "Humane" Certification.

Despite Petco's history involving the inhumane treatment of animals, in March 2022, AH certified Petco as its first AHC pet provider.[87] Whereas AHC brands are supposedly "distinguished as those that prioritize animal welfare above all else," Petco has distinguished itself as a company that prioritizes profits over animal welfare.[88] AH claims that AHC pet providers "set themselves apart from others and give pet owners assurance that their pets have been treated well *at every step on the journey* to their new family."[89] But Petco's partnerships with various pet suppliers have discredited this assertion, giving consumers more reason for concern than comfort.

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[80] Yanling Xie et al., *New Insights into the Circadian Rhythm and Its Related Diseases*, FRONTIERS IN PHYSIOLOGY (June 25, 2019), https://www.frontiersin.org/articles/10.3389/fphys.2019.00682/full (Circadian Rhythm Disorder and Diseases).
[81] Taufique, *supra* note 79, at 41.
[82] *See* Pet Provider Locations Standards, *supra* note 9, at 11; Live Animal Suppliers Standards, *supra* note 9, at 11.
[83] *See* THE ENCYCLOPEDIA OF APPLIED ANIMAL BEHAVIOUR AND WELFARE 52 (Daniel S. Mills et al. eds., 2010) (Evidence for behavioural needs); C.M. Sherwin, *Studies on the Motivation for Burrowing by Laboratory Mice*, APA PSYCNET (2004), https://psycnet.apa.org/record/2004-18226-012.
[84] THE ENCYCLOPEDIA OF APPLIED ANIMAL BEHAVIOUR AND WELFARE, *supra* note 83 (Evidence for behavioural needs).
[85] Pet Provider Locations Standards, *supra* note 9, at 9; Live Animal Suppliers Standards, *supra* note 9, at 9.
[86] THE ENCYCLOPEDIA OF APPLIED ANIMAL BEHAVIOUR AND WELFARE, *supra* note 83, at 221–22 (Enrichment aims).
[87] *Petco Becomes First Pet Retailer in History to Be Awarded Coveted American Humane Certified Seal of Approval*, AM. HUMANE (Mar, 23, 2022), https://www.americanhumane.org/press-release/petco-becomes-first-pet-retailer-in-history-to-be-awarded-coveted-american-humane-certifiedtm-seal-of-approval/; American Humane Certified Pet Provider, *supra* note 13.
[88] *Why Choose an American Humane Certified Pet Provider, supra* note 4.
[89] *Id.* (emphasis added).

In 2019 the Colorado Department of Agriculture cited multiple Petco stores with a total of more than eighty violations of the state's Pet Animal Care Facilities Act, including for neglect, filth, and poor recordkeeping.[90] Other violations related to improperly administering medication, providing insufficient lighting, and allowing an excessive amount of dead fish in a tank.

Through its live animal supplier partnerships, Petco has been affiliated with horrific animal abuse. As recently as July 2021, the USDA cited Petco supplier Sun Pet Ltd., a Georgia-based wholesale animal dealer, for numerous violations of the Animal Welfare Act. Federal inspectors documented that dead hamsters' partially eaten bodies were found in nearly two dozen enclosures—and that a hamster was eaten alive—along with other violations of six federal regulations. Gerbils had been denied access to water for so long that they drank "voraciously" when finally given some, hamsters were kept in cracked enclosures, "green fuzz" was found on spilled food, and boxes confining hamsters were stacked precariously, "swaying . . . in the breeze." Other animals suffered from untreated eye problems, labored breathing, and hair and weight loss.

In 2016, a PETA eyewitness documented thousands of animals confined to plastic bins stacked in shelving units like filing cabinet drawers at Holmes Farm, a massive animal dealer in Pennsylvania that supplied hamsters, rabbits, gerbils, chinchillas, ferrets, and other small animals to hundreds of pet stores across the eastern U.S., including to Petco.[91] The USDA investigated and initially found 117 violations of 14 different federal laws, including 36 animals in need of veterinary care, decomposing animals in bins with live animals, a free-roaming cat near bins holding guinea pigs, an ammonia stench so strong that it burned federal agents' eyes and noses, and statements by Holmes Farm staff that they had learned to kill unwanted animals "on the internet."[92] In August 2016, the Douglass Township Police Department charged Holmes Farm manager Clinton "Art" Holmes with twenty-eight counts of cruelty to animals.[93] In March 2017, Holmes pleaded guilty to two of the counts.[94] But for more than a month after Petco's December 2015 visit to Holmes Farm, and even as the USDA began its inspection, Petco continued to order and receive animals by the hundreds from Holmes Farm.[95]

Petco's sordid history associated with acts of illegal cruelty is illustrative of the company's indifference and profit-taking priority over animal welfare. Meanwhile, AH claims that "American Humane Certified brands are distinguished as those that prioritize animal welfare above all else."[96] This humane claim does not comport with Petco's documented past practices. Rather, the certification seems to build upon the lucrative preexisting relationship between the two entities.

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[90] *Jaw-Dropping New Records Reveal What Petco Doesn't Want You to Know*, PETA (Dec. 10, 2019), https://www.peta.org/blog/new-records-suffering-colorado-petco-stores/.
[91] *Animals Frozen Alive, Crudely Gassed at Petco, Petsmart Supplier*, PETA, https://investigations.peta.org/animals-gassed-frozen-petco-petsmart/ (last visited Apr. 15, 2022).
[92] *Id.*; *see* Ex. 1 (USDA Inspection Report, Jan. 5, 2016).
[93] Carl Hessler Jr., *Ex-Manager of Douglass (Mont.) Small Animal Farm Admits to Animal Cruelty*, THE MERCURY (Sept. 23, 2021, 11:34 AM), https://www.pottsmerc.com/2017/03/13/ex-manager-of-douglass-mont-small-animal-farm-admits-to-animal-cruelty/amp/.
[94] *Id.*
[95] *Animals Frozen Alive, Crudely Gassed at Petco, Petsmart Supplier*, *supra* note 91.
[96] *Why Choose an American Humane Certified Pet Provider*, *supra* note 4.

Petco has been a benefactor of AH for many years. Last month, Petco Love (formerly known as The Petco Foundation) announced a $30,000 grant investment to support the American Humane Sanctuary in Palm Beach, Florida.[97] Petco Love has also been a repeat sponsor of AH's annual Hero Dog Awards.[98] In 2017, Petco Foundation made a $5,000 general donation to AH.[99] In 2015, Petco donated kennels and other resources to support various AH rescue missions.[100]

In addition to direct fiscal ties, the two entities share several executive connections. Thomas Edling, AH's Chief Veterinary Officer, had been the Vice President of Veterinary Medicine at Petco from 2003 until 2018.[101] AH board member, Dr. J. Michael McFarland, and Petco Love President, Susanne Kogurt, serve together as chair and vice chair, respectively, of the Humane Animal Bond Research Institute, an entity formed by leaders at Petco, Zoetis, and American Pet Products Association.[102] McFarland is the Executive Vice President and Chief Medical Officer of Zoetis.[103]

These connections highlight the dynamic relationship between AH and Petco that exists—the extent of which is not overtly apparent to consumers—in the midst of Petco becoming the "first pet retailer in history to be awarded the coveted AHC seal of approval."[104]

B. The FTC Should Enforce the FTC Act Against AH Because AH's False and Misleading Claims Are Difficult for Consumers to Detect.

If a particular consumer group is targeted, or likely to be affected by an advertisement, the Commission will examine advertising from the perspective of a reasonable member of the targeted group.[105] In determining which advertising claims to challenge, the Commission prioritizes "those claims [that] are expensive for consumers . . . or are beyond the competence or expertise of ordinary consumers to verify."[106] "Because of their lack of susceptibility to consumer assessment,"

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[97] *See Petco Love Invests in Lifesaving Work of the American Humane Sanctuary*, AM. HUMANE (Apr. 4, 2022), https://www.americanhumane.org/press-release/petco-love-invests-in-lifesaving-work-of-the-american-humane-sanctuary/.

[98] *See American Humane Hero Dog Awards*, FACEBOOK (Oct. 16, 2021), https://www.facebook.com/HeroDogAwards/photos/a.157090184350525/4433479870044847/ ("Thank you to #Hero Dog Awards sponsor, Petco Love!"); *American Humane Hero Dog Awards*, FACEBOOK (Oct. 21, 2019), https://www.facebook.com/HeroDogAwards/posts/2517910991601754 (naming Petco Foundation as a campaign sponsor).

[99] *See* Ex. 2, at 33 (The Petco Foundation Tax Form 990, May 5, 2018).

[100] *See American Humane Hero Dog Awards*, FACEBOOK (May 27, 2015), https://www.facebook.com/HeroDogAwards/posts/858748817517988; *Pilots N Paws*, FACEBOOK (May 29, 2015), https://www.facebook.com/watch/?v=893155584057065.

[101] Thomas Edling, LINKEDIN, https://www.linkedin.com/in/thomas-edling-03039130/ (last visited Apr. 15, 2014).

[102] *See Staff & Board*, AM. HUMANE, https://www.americanhumane.org/about-us/staff-board/ (last visited Apr. 15, 2022); *Senior Leadership Team*, PETCO LOVE, https://petcolove.org/our-organization/leadership-team/ (last visited Apr. 15, 2022); *Founders*, HABRI, https://habri.org/about/founders/ (last visited Apr. 15, 2022).

[103] *See Staff & Board*, AM. HUMANE, *supra* note 102.

[104] *American Humane Certification*, *supra* note 57.

[105] *See FTC Policy Statement on Deception*, *supra* note 32, § III.

[106] Mary L. Azcuenaga, *The Role of Advertising and Advertising Regulation in the Free Market*, FTC (Apr. 8, 1997), https://www.ftc.gov/public-statements/1997/04/role-advertising-and-advertising-regulation-free-market; *see also* Roscoe B. Starek, III, *The Consumer Protection Pyramid: Education, Self-Regulation, and Law Enforcement*, FTC (Dec. 2, 1997), https://www.ftc.gov/public-statements/1997/12/consumer-protection-pyramid-education-self-regulation-law-enforcement ("Some of the most harmful violations that we pursue involve deceptive 'credence

AH's claims that pet providers treat animals humanely are of exactly the type "subject to more intense scrutiny by the FTC."[107]

It is often "difficult for consumers to detect . . . process attributes that . . . are important to consumers for ethical reasons, such as the use of child labour, or harvesting techniques that threaten an endangered species."[108] In 2010, then-Commissioner Julie Brill explained that ensuring the truthfulness of environmental marketing claims is particularly important because "[c]onsumers often cannot determine for themselves whether a product, package, or service is, in fact, 'recyclable,' 'made with renewable energy,' or possesses another environmental attribute that is being promoted."[109] The same is true of AH's humane claims. Consumers can easily ascertain the price charged for an animal but they cannot observe or learn specifically of the treatment of that animal during life. Furthermore, "[p]oor welfare in reptiles and amphibians is a particular problem as it is far more difficult to detect than it is in mammals, for the simple reason that they lack the facial expressions and vocalizations that draw attention to pain and distress."[110]

If a product can be easily evaluated by the consumer, there is little likelihood of deception because the company would lose repeat business if the product is deficient. Such is not the case when there is asymmetric information regarding process attributes which, in this case, concern the treatment of the living animals. The consumer relies on the AHC seal for information about treatment practices but AH has access to far more complete and accurate information about those practices.[111] The AHC seal conveys to consumers that animals are humanely treated without clearly and conspicuously disclosing the parallels between its practices and the minimum animal welfare standards applicable to the industry. The consumer's inability to discern the veracity of the humane claim makes her more likely to be deceived or misled about the very information that will lead her to patronize an AHC pet provider. As a result, her purchase may support a more objectionable practice than she intended.

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claims'—that is, claims whose accuracy is extremely difficult for consumers to assess based on their own experiences.").

[107] Azcuenaga, *supra* note 106.

[108] Jill E. Hobbs, *Technical Barriers to Trade*, *in* HANDBOOK ON INTERNATIONAL TRADE POLICY 394, 395 (William A. Kerr & James D. Gaisford eds., 2011).

[109] Julie Brill, *Opening Keynote of FTC Commissioner Julie Brill*, FED. TRADE COMM'N 1 (Nov. 18, 2010), https://www.ftc.gov/sites/default/files/documents/public_statements/remarks-commissioner-julie-brill/101118promomarketingspeech.pdf.

[110] THE ENCYCLOPEDIA OF APPLIED ANIMAL BEHAVIOUR AND WELFARE, *supra* note 83, at 236 (Exotic Companion Animals).

[111] *Cf.* David Blandford & Linda Fulponi, *Emerging Public Concerns in Agriculture: Domestic Policies and International Trade Commitments*, 26 EUR. REV. OF AGRIC. ECON. 409, 409 (1999) (explaining that agricultural economists recognize that, "[w]here producers are willing to supply products conforming to animal welfare principles, but consumers are not able to distinguish between these and other goods, there is a dysfunction in the market. Many goods produced by the food industry are best qualified as credence type goods, since their quality cannot be discerned by consumers prior to or after purchase. By definition, a credence type good implies a market with imperfect information: asymmetric information between the buyer and seller, thus a specific type of market failure. Since consumers are not able to distinguish by quality (animal friendly), they may choose the lower quality good and this may drive the higher quality good from the market. Labeling is the standard prescription for dealing with different qualities while permitting consumer choice.").

AH takes advantage of the consumer's concern for humane treatment of animals. The "humane" seal and assertions regarding animal treatment made on its website deflect attention from AH's minimal standards and falsely assure the buying public that AHC pet providers have cared for animals in a way that contrasts with the general treatment of animals within the industry. A consumer considering which pet provider to patronize cannot readily recognize that there is little or no material difference in the way an AHC pet provider treats animals and the way other providers treat animals. If AH made clear to consumers that many of its required standards simply conform to general practices of the pet industry, most consumers would not choose an AHC pet provider over a non-AHC pet provider based on animal welfare considerations.

The "humane" claim, which produces a misleading effect on the well-intentioned but informationally disadvantaged purchasing public, is unlawful. The Commission should adhere to its announced policies and prioritize enforcement of the FTC Act against AH.

VI. RELIEF REQUESTED

AH's deceptive and misleading advertising allegedly violates Section 5 of the FTC Act. PETA urges the Commission to take action to stop AH from deceiving consumers about the animal care provided by AHC pet providers. Contrary to AH's claims, its standards track the prevailing practices within the industry, nullifying any claim that AHC providers treat their animals in a manner consistent with a reasonable consumer's expectation of the import of a "humane" seal.

Many consumers would not prioritize AHC pet providers based on animal welfare considerations absent the misleading claims and if they knew the truth—that many of AH's standards correspond to minimum animal welfare standards applicable to the industry. These consumers depend on the Commission to protect them from AH's deception and its misleading claims that take advantage of their concern for animals. This complaint demands that AH be held accountable for misleading consumers into believing that AHC pet providers treat animals in a way that differs from the minimum standards within the industry and that the reasonable consumer would consider humane.

Accordingly, the undersigned petitioner respectfully requests that the Commission:

(1) require AH to cease and desist its AHC Pet Provider program;
(2) require AH to disclose the actual conditions under which animals were treated by any AHC pet provider;
(3) require AH to disseminate corrective statements in all media in which the misleading statements were previously disseminated;
(4) require AH to disclose the actual audit reports of its certified pet providers; and
(5) require AH to remove false or misleading statements from its advertising including, but not limited to:
    i. American Humane Certified brands are distinguished as those that prioritize animal welfare above all else.
    ii. Consumers can be confident that when they see the American Humane Certified™ seal, they know the pets they are welcoming into their homes have received the highest level of care and attention.

iii. All small mammals, birds, reptiles, amphibians, invertebrates and aquatic life at certified pet care centers and animal supplier facilities are not only in good physical condition but enjoy excellent overall welfare.

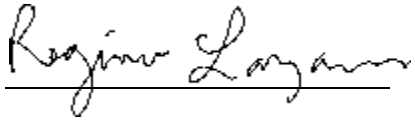
iv. Certified providers should be commended for proactively taking the next step to ensure animals in their care are treated humanely and ethically.

(6) enjoin AH from making such misleading statements in the future; and

(7) impose all other penalties as are just and proper.

DATED May 10, 2022.

For People for the Ethical Treatment of Animals (PETA)

By: 

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United States Department of Agriculture
Animal and Plant Health Inspection Service

91161559170079 Insp_id

Inspection Report

Martha Holmes
117 Conrath Rd
Barto, PA 19504

Customer ID: **2213**
Certificate: **23-B-0042**
Site: 001
MARTHA HOLMES

Type: ROUTINE INSPECTION
Date: 05-JAN-2016

2.40(b)(2) DIRECT

ATTENDING VETERINARIAN AND ADEQUATE VETERINARY CARE (DEALERS AND EXHIBITORS).

2.40(b)(2) Attending Veterinarian and adequate veterinary care (dealers and exhibitors)

*** 36 animals were found in need of veterinary care during the inspection. This included:

~ Animal 1: One female gray and white Syrian Hamster was housed with her litter (containing 5 live pups) in the trailer, fifth rack, row 3, box 5. This female hamster was thin and lethargic and in addition to the live pups one freshly dead partially cannibalized hamster pup was also present in the enclosure. When examined, this hamster had a large amount of soft wet brown debris around her tail consistent with diarrhea.

~ Animal 2: One gray and white Syrian Hamster was housed in a group enclosure in the trailer, first rack, row 2, box 3. This animal had a right eye that was sunken, crusted with brown debris and was held partially shut when identified by the inspector.

~ Animal 3: One dark gray Syrian Hamster with white feet was housed in a group enclosure in the trailer, first rack, row 6, box 7. This animal had a patch of hair loss on its back and nose. The area of hair loss on the back was approximately 1cm in diameter and the underlying skin appeared normal. The area on the nose was smaller and underlying skin appeared crusty. When identified by the inspector, the licensee stated that the hair loss on the nose was just from pushing against the feeder and on the back was likely scars from fighting previously.

~ Animal 4: One female grey and white Syrian hamster was housed with her litter (containing 5 live pups) in Room #17, rack #1, row #2, box #3. This hamster had a wet area with brown discoloration on the underside of the tail and chin consistent with diarrhea and grooming of the area. In addition to the live animals, there were also two dead hamster pups in this enclosure. One of these was fresh and partially cannibalized. The second was older and consisted only of dried fur and skin.

~ Animal 5: One male tan long-haired Syrian hamster was housed with a single other adult hamster in Room #17, rack #3, row #3, box #19. This hamster had incomplete hair loss / thinning over the hind end of the body. The underlying skin was dry and had numerous scabs. The facility representative stated that this was likely bites from the other hamster and separated them when identified by APHIS Officials.

~ Animals 6-15: One brown female Syrian hamster was housed with her litter (containing 9 live pups) in Room #17, rack #3, row #1, box #5. The adult hamster had a moderate amount of wet brown debris under the tail consistent with diarrhea. The hamster pups were all wet over the fur on the backs and had varying degrees of

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diarrhea on their hind end. In addition to the live animals there was also 1 dead pup in this enclosure.

~ Animals 16-22: Seven juvenile Gerbils were housed in room 5 of the 'Main Building' in rack #16, row #4, box #7. This included 3 brown, 1 white, 2 black, and 1 tan all of which had areas of dark red-brown scabs over their back and/tails. The most severely affected was the white gerbil which had scabs extending from the back of the neck down the back to the base of the tail as well as hair loss in those areas. The licensee stated that there appeared to be some aggression in this enclosure and removed the one animal that had the least amount of scabs, presumed to be the aggressor and separated the enclosure for observation.

~ Animal 23: One black Russian dwarf hamster was housed with 7 other hamsters in box 5 of the hallway near room 5 of the main building. This hamster had a large area of hair loss covering 1/4 to 1/3 of its head between the eyes and ears. The skin underlying this area of hair loss had three large scabs present.

~ Animal 24: A white chinchilla was observed with hair loss on the sides of both ears. There was also some scabbing in this area. This can be an indication that there is a medical issue. This animal had not yet received veterinary attention. Measures need to be taken to provide appropriate veterinary care in a timely manner in order to prevent the animal unnecessary pain and distress.

~ Animal 25: A black chinchilla was observed to have hair loss on its neck area. This hair loss extended full circle around the entire neck. Hair loss can be a sign of a more serious health issue. This animal had not yet received veterinary attention for this condition.

~ Animal 26: A grey chinchilla was observed with an abnormal reddening area around its eyes with areas of hair loss. There was crusty discharge on both eyes and nose, and a cloudy discharge on the left eye. The eyes were sunken in and the chinchilla was huddled in the enclosure and appeared depressed and lethargic. These signs are indicators of a negative health issue and suggestive of systemic disease and animal discomfort. The animal had not yet received veterinary care for this issue.

~ Animal 27: A white chinchilla was observed with hair loss between its ears on the back of its neck. The skin underneath was bright pink in color. Hair loss can be a sign of a more serious health issue. This animal had not yet received veterinary attention for this condition.

~ Animal 28: A black chinchilla was observed with a cloudy "hazy" appearance in both eyes. This condition affected the center of the eye in the middle of the cornea. There was a discharge noted in the left eye. This could be an indication of a serious underlying medical issue and can cause distress to the animal. The chinchilla had not received vet care for this condition.

~ Animal 29: A black chinchilla was observed squinting with a discharge from both eyes. The animal was not opening the eye fully, which may be an indication of discomfort or pain. The animal remained huddled in the corner of the enclosure and seemed reluctant to move around compared to the normal movements of the healthy chinchillas. The chest area was wet and had a crusty appearance. The chinchilla had not received vet care for this condition.

~ Animal 30: A white chinchilla was observed with a discharge from both eyes. This can be an indication of a more serious illness affecting the animal, and could possibly cause distress to the animal. The chinchilla had not yet received veterinary care for this issue.

~ Animal 31: In the Hut on the top row bin 1 a black and white guinea pig was observed with a crusty discharge from the left eye. The animal was not opening the eye fully, which may be an indication of discomfort. The guinea

pig had not received veterinary care for this issue.

~ Animal 32: One light sable juvenile ferret housed in the Ferret / Rabbit room had a right eye that was partially closed and had an accumulation of light brown crusty debris present.

~ Animal 33: One tricolor Abyssinian-type guinea pig was present in the "Hut" building on the male rack, row #5, tub #3 (co-housed with 13 other guinea pigs). This guinea pig had a small circular area of hair loss just above the nose with a small central scab. The surrounding skin was dry and crusty.

~ Animal 34: One light tricolor rough coated "teddy-bear" type guinea pig was present in the "Hut" building on the male rack, row #5, tub #3 (co-housed with 14 other guinea pigs). This guinea pig had a right eye that was being held partially closed and had brown crusty debris on the upper and lower lid accumulating in the corner of the eye closest to the nose.

~ Animal 35: One white Abyssinian-type guinea pig with a brown patch near the eye was present in the "Hut" building on the male rack, row #2, tub #8 (co-housed with 14 other guinea pigs). This guinea pig had a left eye that was being held partially closed. There was a small amount of crusty debris accumulated along the lower lid and at the corner nearest the eye.

~ Animal 36: One grey agouti with white guinea pig with a single rosette on the head (Crested / American-type) was present in the "Hut" building of the male rack, row #4, box #8 (co-housed with 9 other guinea pigs). This guinea pig had a left eye that was completely sealed shut with brown crusty debris. When examined the eye could not be opened with gentle wiping.

The facility maintains an area within each room for animals requiring additional care, however, none of the animals listed above were identified by facility staff prior to inspection. All of these animals / enclosures were mixed with the general population of animals in their respective rooms. The clinical signs of hair loss, eye abnormalities, loose stool / diarrhea, and general lethargy / depression are all indicators of ill-health or disease. These conditions can result from multiple causes including traumatic injury and infectious diseases, or other causes. Depending on the underlying cause, left untreated these conditions may progress leading additional unnecessary animal suffering. Animals exhibiting advanced signs of disease such as generalized lethargy, depression, and weight loss are also at an increased risk of death when left untreated and several dead animals were found in the above enclosures. Additionally, pre-weaning juvenile animals whose mothers' have died are at significant risk of suffering and or death if appropriate steps are not taken to properly diagnose the cause of death, provide appropriate treatment and supportive care, or humanely euthanize individuals if they are not old enough to self-feed and survive on their own. All licensees are required to implement appropriate methods for adequate veterinary care including the use of methods to prevent, control, diagnose, and treat disease for all animals. Appropriate diagnosis and treatment of these animals is necessary to ensure humane care. Correct by reporting these animals to the attending veterinarian and having them examined by a licensed veterinarian for diagnosis and the development of an appropriate treatment plan for each animal condition. Documentation of this examination, the treatment plan, implementation of the treatments, and recommendations for prevention / control of disease spread to the remaining animals shall be maintained by the licensee for examination by APHIS Officials upon request.

To be completed by: 8 January 2016

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Title: VETERINARY MEDICAL OFFICER 6023

Received by Title: VICE PRESIDENT **Date:** 29-APR-2016

Note: Facility representatives brought several animals to the attending veterinarian as they were identified during inspection. The animals received immediate appropriate attention. Documentation of examination by the attending veterinarian and the treatment recommendations was provided to APHIS Officials for many of the most severely affected animals during the inspection and prior to the exit interview.

*** In addition to the animals requiring veterinary care for physical ailments listed above, one Roborovski dwarf hamster exhibiting an abnormal repetitive (stereotypic) behavior was identified by inspectors. This tan hamster was cohoused with 7 other Roborovski dwarf hamsters in box 3 of the hallway near room 5 of the main building and was observed for several minutes during which time it consistently jumped in "back flip" motion. The animal would backflip, run several paces forward into the same starting position and then back flip again, repeating this process greater than 20 times in a row with little to no deviation to the behavior. The animal continued this behavior even when other animals in the enclosure walked in its path only making minor alterations as were necessary to continue the behavior. APHIS Officials were able to disrupt the behavior by talking or moving the enclosure at which time the animal burrowed and/or ate a few bites of food, only to return to the stereotypic behavior shortly after. APHIS Officials returned to this area to observe the animal again approximately 30 minutes later at which time the animal was still preforming this abnormal behavior. The facility representative stated that this had not been observed by the facility previously and no steps had been taken to identify or address the cause. Abnormal repetitive behaviors often called stereotypies are a behavioral indicator of stress and can be detrimental to the animal. All licensees are required to use appropriate methods to prevent control, diagnose, and treat diseases and injuries including this type of behavioral disease. Correct by having this animal examined by the attending veterinarian so that appropriate methods for diagnosis, treatment, and continued monitoring can be taken to identify and correct the cause of the behavior. A record of this examination, treatment recommendations, and implementation of the treatment plan shall be maintained by the facility for review by APHIS Officials upon request.

To be completed by: 12 January 2016

2.40(b)(3)

ATTENDING VETERINARIAN AND ADEQUATE VETERINARY CARE (DEALERS AND EXHIBITORS).

16 dead animals were identified by APHIS Officials during the inspection. These animals were often present in enclosures which contained additional live animals and the deceased were in various states of decomposition.

~ Animals 1-6: One female gray and white Syrian hamster was housed with her litter (containing 5 deceased pups) in Room #17, rack #1, row 1, box 1. This female hamster and her pups were all dead and there was a strong odor of decomposition in this enclosure and nearby. The adult hamster was bloated and there were portions of the skull exposed. The pups were all furred, but younger than weaning age.

~ Animal 7: One female gray and white Syrian hamster was housed with her litter (containing 6 live pups) in Room #17, rack #1, row 1, box 2. In addition to these animals, there were three clumps of fur and skin consistent with a deceased cannibalized pre-weaning pup. This may have come from one animal or multiple. The adult female hamster and remaining pups were all alert and active.

~ Animal 8: One female brown Syrian hamster was housed with her litter (containing 7 live pups) in Room #17, rack #2, row #1, box #2. The adult hamster in this enclosure was dead but remained intact and had no obvious outward signs of the cause of death.

~ Animal 9: One female brown and white Syrian hamster was housed singly in Room #17, rack #3, row #4, box #2. This hamster was dead and there was a large amount of dried dark brown material caked around her rectum. This material appeared consistent with diarrhea.

~ Animal 10: Three juvenile gerbils were housed in room 5 of the "Main Building" in rack #15, row #7, box #7. In addition to the live animals one dead tan gerbil was present in this enclosure. On examination this animal had an accumulation of brown debris under the tail consistent with diarrhea.

~ Animal 11: One tan female Syrian hamster was housed with her litter (containing 5 live pups of pre-weaning age) in Room #17, rack #4, row #1, box #6. The adult hamster in this enclosure was dead and had a significant accumulation of brown debris under the tail consistent with diarrhea. Additionally there were 3 dead pups in this enclosure. This included 2 pups that were relatively fresh and one that was only fur and dried skin.

~ Animal 12: One dead hamster observed in the enclosure in room 17, line #9 row 1 rack 4 top #2. This pre weanling pup was housed with the female hamster and the remaining pups (6 total). The dead pup remained intact and had no obvious outward signs of the cause of death. The remaining animal housed in the enclosure did not exhibit any obvious signs of illness, and were alert and active.

~ Animal 13: One Syrian hamster was housed with her offspring in room 17, line #9 rack 1, row 7 bin 2. This adult female was found dead was housed in the enclosure, the remaining pre-weaning offspring were still alive. There was a wound observed encompassing the entire top portion of the head, where the offspring had cannibalized the carcass. The remaining hamsters in the enclosure were of normal appearance with no signs of illness.

~ Animal 14: One female tan Syrian hamster was housed with her litter (containing 6 live pups) in Room #17. The female was observed dead with the left hind leg having decomposed and or cannibalized. The skin was removed and the underlying bones were exposed. The remaining pups were all alert and active.

~ Animal 15: One female tan Syrian hamster was housed with her litter (containing 5 live pups) in Room #17, line 8 row 7 bin 2. In addition to these animals, there was one clump of fur and skin consistent with a deceased cannibalized pre-weaning pup. This may have come from one animal or multiple. The adult female hamster and remaining pups were all alert and active.

~ Animal 16: One female tan Syrian hamster was housed with her litter (containing 8 live pups) in Room #17, line #7 rack 4 row 7 bin 4. In addition to these animals, there was one deceased cannibalized pre-weaning pup. The adult female hamster and remaining pups were all alert and active.

All licensees are required to conduct daily observations of all animals to assess their health and well-being. The

facility representative stated that employees conduct observations while providing feed and water on a daily basis as well as when changing cages as needed. Observation "Loss" logs were present in every room, however, these were inconsistently filled out by the facility personnel. When these logs were completed, there was no method in place to determine whether the abnormalities were reported to the attending veterinarian or the outcome of the condition (treatment, improvement, euthanasia, etc). The presence of 16 deceased animals listed above in various states of decomposition, as well as the 36 animals found in need of veterinary care indicate that these observations are not being conducted in an effective manner at this time. Correct by modifying husbandry procedures as necessary to ensure that animals are observed effectively on a daily basis. Additionally, the licensee shall ensure that when such problems are identified accurate information shall be reported to the attending veterinarian in a timely manner. Records of the changes in procedures and training of employees to conduct more effective observations shall be maintained for APHIS Officials upon request.

To be completed by: 12 January 2016

2.40(b)(4)

ATTENDING VETERINARIAN AND ADEQUATE VETERINARY CARE (DEALERS AND EXHIBITORS).

The licensee currently lacks adequate guidance to personnel regarding euthanasia of animals conducted by the facility. The Methods used for Euthanasia were not adequately described in the Program of veterinary Care stating only that animals could be euthanized by either the veterinarian or the licensee and by Carbon Dioxide or Sodium Pentobarbital but not differentiating who was permitted to use which method, for which species, or what staff training was required. When APHIS officials questioned facility personnel in charge of performing euthanasia and the methods which they were trained, the reply was that the procedure was " learned on the internet" . The licensee must seek adequate guidance from the Attending Veterinarian (AV) and ensure that all employees are appropriately trained in these techniques including positive determination of death as directed by the AV before they are allowed to perform these responsibilities. A complete description of the methods used including a description of these procedures and designation for which species it is appropriate must be included in the program of veterinary care. Failure to obtain adequate guidance from the AV regarding this topic may result in deviation from acceptable practices without the veterinarian s' knowledge and lead to unnecessary animal suffering. Correct by ensuring that additional guidance as described above is incorporated into the PVC and that records of staff training in these methods are maintained from this point forward.

To be completed by: 18 January 2016

2.75(b)(1)

RECORDS: DEALERS AND EXHIBITORS.

A record of animals on hand was not available for review. In addition, the facility does not maintain adequate records of animals that have been born or euthanized at the facility. Records are required in order to adequately verify the total number of animals housed at the facility. A system of recordkeeping containing the above required information must be maintained and available for review.

To be completed by: 18 January 2016

3.25(a)

FACILITIES, GENERAL.

Several escaped animals were observed in multiple buildings throughout the inspection. This included loose hamsters observed in the trailer, the chinchilla area of the main building, and the hut. Additionally, one escaped guinea pig was observed in the hut and one escaped chinchilla was observed in the hamster area of the main building. Injury can occur from falls and exposure to dangerous substances when an animal escapes out of its enclosure. In addition, there were several hamster enclosures observed with full thickness cracks in the bottoms, some of which were covered with tape. Correct by ensuring that all primary enclosures are maintained in good repair and that they properly contain the animals. Additionally ensure worn enclosure must be replaced when necessary.

To be completed by: 8 February 2016

3.26(b)

FACILITIES, INDOOR.

Upon entering the Hamster room 17, a strong ammonia smell was noticeable. This odor was considerable and began to cause discomfort and burn APHIS officials eyes and noses during the inspection process. This situation can cause the animals housed in the room unnecessary discomfort. In addition, poor ventilation can contribute to the spread of disease. Ventilation must be adequate to provide for the health and comfort for the animals. Correct by ensuring that adequate fresh air is provided and that this area is properly ventilated to minimize drafts, odors, and moisture condensation.

To be completed by: 8 February 2016

3.29(d)

FEEDING.

When APHIS officials questioned an employee about the sanitation schedule for cleaning of the feeders in the

hamster rooms, they were told that the feeders were cleaned only when they were contaminated or when the hamster is removed from the room at the end of the breeding span. This may be as great as 21 weeks. In addition, approximately 1 out of every 25 feeders had a buildup of rust observed. This frequency of sanitization is inadequate and can allow a buildup of dust and debris on the food, which may lead to illness. All licensees must ensure that food receptacles are kept clean and must be sanitized at least once every 2 weeks or as often as necessary to prevent deterioration of food. Correct by ensuring that these receptacles are cleaned and sanitized as required from this point forward.

To be completed by: 18 January 2016

3.30

WATERING.

At least 15 water bottles observed in the hamster enclosures in Rooms 17, 18 and the Hut, were dirty and contained floating debris. Three bottles were observed with algae growing inside of them. In addition, several racks of enclosures were observed with a significant dust buildup on the outside of the bottles. Dirty water can cause the animals to become ill or have a negative health impact. Correct by ensuring water receptacles are sanitized at a frequency which prevents the buildup of debris, and at a minimum every two weeks.

To be completed by: 12 January 2016

3.31(a)(4)

SANITATION.

The wash area in the Hut building did not have hot water readily available to clean enclosures, food, and water receptacles. The facility representative stated that the hot water has been turned off at the heater due to leaking valves and that it must be turned on at the water heater. APHIS officials observed employees using the wash area, but when the water temperature in sinks was assessed by touch it was found to be ice cold. Employees appear to be washing the enclosures with cold water. When the valves were turned on at the hot water heater by management the water did in fact become hot at the washing station. Cold water is not as effective at removing excreta, bacteria, or other contaminants and this practice will not result in enclosures being adequately sanitized which may possibly lead disease transmission and other negative health impact on the animals. Licensees must ensure that primary enclosures are sanitized using hot water of 180 degrees and soap or detergent as in a mechanical cage wash, by washing with a detergent solution and then using an appropriate disinfectant, or by cleaning with live steam. Correct by ensuring repairing that there is a continuous supply of hot water available for cleaning and disinfection or by using an alternate method as allowed by regulation.

To be completed by: 18 January 2016

3.31(a)

SANITATION.

Many of the hamster and guinea pig enclosures had a significant buildup of a tan to white hard mineral type deposit in the corners which appeared to be urine scale. The facility representative stated that they periodically do an acid wash to remove this buildup, but this is typically done only annually during the warm months. This accumulation of debris reduces the cleaning and disinfection efficiency and can possibly have a negative health impact on the animal. Correct by ensuring that enclosures are cleaned and sanitized often enough to prevent and with appropriate methods to remove this accumulation of excreta.

To be completed by: 8 February 2016

3.33(b)

CLASSIFICATION AND SEPARATION.

A domestic cat was observed sleeping in an open shipping container in the Hut building. This building houses guinea pigs contained in primary enclosures that are large, open toped bins. The primary enclosures are not designed in a manner that would exclude this free roaming cat (or other animals) from entering the bins. Cats are a predatory animal and may injure or cause unnecessary stress to the guinea pigs. In addition, this could negatively affect the health of the animals contributing to the spread of disease either carried from the outside or from enclosure to enclosure. When identified by inspectors, the cat was removed from the building and then noticed walking into the room again from the rear of the building shortly afterwards. When attempting to determine how the cat was back, inspectors observed that the back door to the Hut building did not close or latch properly. A bleach bottle was observed holding the door closed, however, this bottle could not be propped in place when employees left through the back door allowing the cat to regain entry to the room. Guinea pigs must not be housed in the same primary enclosure as other species. Considering the guinea pigs in this area are housed in open bins and this cat can freely enter the building, it is clear that there is currently no method in place to prevent other animals from entering the guinea pig enclosures. Correct by ensuring that other species of animals, especially potential predators, are not permitted access to animal areas with open topped primary enclosures. Additionally, the facility must ensure that the door is repaired and closes securely to adequately protect the animals contained in this building.

Corrected at the time of inspection

3.53(a)(1)

PRIMARY ENCLOSURES.

There were many support beams for the rabbit enclosures which were observed to have a heavy buildup of rust. In addition, the wire coating for the floors was completely eroded in most areas, exposing the wire underneath. If not addressed, the degree of rust may lead to these structures becoming structurally unsound, and thus may cause injury to the animals contained within. Primary enclosures must be maintained in good repair and must be structurally sound. Correct by repairing or replacing these enclosures.

To be completed by: 8 February 2016

3.56

SANITATION.

There was a buildup of hair, urine scale and debris observed in the majority of the rabbit enclosures. The buildup of brown urine scale in the corners of these cages was enough that it was off the wire creating a lumpy 3-dimensional appearance. The facility representative stated that these cages are regularly brought outside the building and pressure washed and then disinfected using a bleach solution outdoors. This accumulation of urine scale is significant enough to indicate that the current cleaning and disinfection procedures are either not adequate or not being done with sufficient frequency to meet the required cleaning requirements. This condition is insanitary and can harbor bacteria and possibly cause the rabbits to become ill. All enclosures must be kept reasonably free of excreta, hair and other debris. Additionally, the enclosures must be sanitized at least every 30 days in accordance with 3.56(b). Correct by ensuring that these enclosures are cleaned and sanitized at a higher frequency or through alternate methods in order to prevent this condition.

To be completed by: 18 January 2016

3.128(d)

SPACE REQUIREMENTS.

All chinchilla at the facility are currently being maintained in primary enclosures which are 16 inches x 18 inches and approximately 14 inches high. These cages were all one level and had a solid bottom containing pine type woodchips. Each enclosure contained 1-2 Chinchilla, and two enclosures housing a breeding pair plus one offspring. When asked about the length of time the animals are held in these enclosures, the facility representative acknowledged that there is no current method in place for tracking that on an individual basis, but that the primary caretaker for that room would probably know. While many animals are only housed short-term, approximately 25 - 30 are older breeders that have been present for long times. The facility representative also stated that the caging is a recent change. Prior to the summer, the breeders (housed long-term) were kept in larger enclosures of an alternate style, but that these were easier to clean so they were moved to these new enclosures. When the facility representative was asked about access to dust baths he stated that they do not currently provide dust for these

animals and that they roll around in the shavings when enclosures are cleaned. He also stated that when they used to provide dust, however, it makes a large mess. Access to dust baths at least on a periodic basis is a necessary part of chinchilla husbandry to maintain appropriate fur coat quality. The current enclosures and management practices do not provide access to any space which allows for this normal behavior as needed for long term housing. Additionally, chinchilla are active animals that typically require adequate space to jump as part of postural adjustments. Multiple animals were observed bouncing off of wall sides and the current cage size is not adequate to provide for normal species-typical social and postural adjustments for long-term housing of these animals. Animal enclosures must be constructed and maintained to provide sufficient space to allow each animal to make normal postural and social adjustments with adequate freedom of movement. Correct by ensuring that animals are given access to adequate space for jumping and dust bathing to meet these requirements on a continuous or periodic basis as dictated by behavior and natural history.

To be completed by: 8 Feb 2016.

The inspection was conducted on January 5 -6, 2016 and exit briefing was conducted on January 7, 2016 with Keri Lupo, VMO and Dana Miller, SACS, two IES investigators and the Vice President of the facility.

Additional Inspectors

Miller Dana, Supervisory Animal Care Specialist

Prepared By: KERI LUPO, D V M USDA, APHIS, Animal Care **Date:** 29-APR-2016

Title: VETERINARY MEDICAL OFFICER 6023

Received by Title: VICE PRESIDENT **Date:** 29-APR-2016

United States Department of Agriculture
Animal and Plant Health Inspection Service

Customer: 2213
Inspection Date: 05-JAN-16

Species Inspected

Cust No	Cert No	Site	Site Name	Inspection
2213	23-B-0042	001	MARTHA HOLMES	05-JAN-16

Count	Scientific Name	Common Name
001101	*Cavia porcellus*	DOMESTIC GUINEA PIG
000089	*Chinchilla lanigera*	CHINCHILLA
001619	*Cricetulus griseus*	CHINESE HAMSTER
000800	*M. musculus*	HOUSE MOUSE
000192	*Meriones unguiculatus*	MONGOLIAN GERBIL (COMMON PET / RESEARCH VARIETY)
009444	*Mesocricetus auratus*	SYRIAN / GOLDEN HAMSTER (COMMON PET/RESEARCH TYPE)
000030	*Muscardinus avellanarius*	HAZEL DORMOUSE
000173	*Norvegicus*	DUMBO RAT
000026	*Oryctolagus cuniculus*	EUROPEAN RABBIT
000670	*Phodopus campbelli*	CAMPBELLS DWARF HAMSTER
000534	*Phodopus roborovskis*	ROBOROVSKIS DWARF HAMSTER
001102	*Phodopus sungorus*	WINTER WHITE RUSSIAN DWARF HAMSTER
015780	**Total**	

Exhibit 2

Form **990**

Department of the Treasury
Internal Revenue Service

Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)
► Do not enter social security numbers on this form as it may be made public.
► Go to *www.irs.gov/Form990* for instructions and the latest information.

OMB No. 1545-0047

2017

Open to Public Inspection

A For the 2017 calendar year, or tax year beginning 4/30 , 2017, and ending 5/05 , 2018

B Check if applicable:
- ☐ Address change
- ☐ Name change
- ☐ Initial return
- ☐ Final return/terminated
- ☐ Amended return
- ☐ Application pending

C
THE PETCO FOUNDATION
654 RICHLAND HILLS DRIVE
SAN ANTONIO, TX 78245

D Employer identification number: 33-0845930

E Telephone number: 858-453-7845

G Gross receipts $ 37,433,691.

F Name and address of principal officer:
SAME AS C ABOVE

H(a) Is this a group return for subordinates? ☐ Yes ☒ No

H(b) Are all subordinates included? ☐ Yes ☐ No
If 'No,' attach a list. (see instructions)

I Tax-exempt status: ☒ 501(c)(3) ☐ 501(c) ( )◄ (insert no.) ☐ 4947(a)(1) or ☐ 527

J Website: ► WWW.PETCOFOUNDATION.ORG

H(c) Group exemption number ►

K Form of organization: ☒ Corporation ☐ Trust ☐ Association ☐ Other ► L Year of formation: 1999 M State of legal domicile: CA

Part I Summary

1 Briefly describe the organization's mission or most significant activities: TO RAISE THE QUALITY OF LIFE FOR PETS AND PEOPLE WHO LOVE AND NEED THEM.

2 Check this box ► ☐ if the organization discontinued its operations or disposed of more than 25% of its net assets.

3	Number of voting members of the governing body (Part VI, line 1a)	3	16
4	Number of independent voting members of the governing body (Part VI, line 1b)	4	11
5	Total number of individuals employed in calendar year 2017 (Part V, line 2a)	5	0
6	Total number of volunteers (estimate if necessary)	6	50
7a	Total unrelated business revenue from Part VIII, column (C), line 12	7a	0.
b	Net unrelated business taxable income from Form 990-T, line 34	7b	0.

		Prior Year	Current Year
8	Contributions and grants (Part VIII, line 1h)	29,998,235.	35,382,927.
9	Program service revenue (Part VIII, line 2g)		
10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	51,908.	-262,867.
11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	1,350,250.	1,185,121.
12	Total revenue – add lines 8 through 11 (must equal Part VIII, column (A), line 12)	31,400,393.	36,305,181.
13	Grants and similar amounts paid (Part IX, column (A), lines 1-3)	30,417,219.	30,114,038.
14	Benefits paid to or for members (Part IX, column (A), line 4)		
15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)		
16a	Professional fundraising fees (Part IX, column (A), line 11e)		
b	Total fundraising expenses (Part IX, column (D), line 25) ► 1,734,764.		
17	Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	4,115,512.	4,318,566.
18	Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	34,532,731.	34,432,604.
19	Revenue less expenses. Subtract line 18 from line 12	-3,132,338.	1,872,577.

		Beginning of Current Year	End of Year
20	Total assets (Part X, line 16)	12,939,688.	16,905,207.
21	Total liabilities (Part X, line 26)	790,958.	2,265,716.
22	Net assets or fund balances. Subtract line 21 from line 20	12,148,730.	14,639,491.

Part II Signature Block

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 officer) is based on all information of which preparer has any knowledge.

Sign Here

▶ Signature of officer — Date: 10/02/18

▶ SUSANNE KOGUT — PRES/ED
Type or print name and title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
JUSTIN W. BYRNE	JUSTIN W. BYRNE	9/20/18		P00739524

Firm's name ► RBTK, LLP
Firm's address ► 5675 RUFFIN ROAD, STE 300
SAN DIEGO, CA 92123
Firm's EIN ► 33-0567239
Phone no. 858-430-0300

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

Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response or note to any line in this Part III ..... [X]

1 Briefly describe the organization's mission:

TO RAISE THE QUALITY OF LIFE FOR PETS AND PEOPLE WHO LOVE AND NEED THEM.

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? ..... [ ] Yes [X] No

If 'Yes,' describe these new services on Schedule O.

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? .... [ ] Yes [X] No

If 'Yes,' describe these changes on Schedule O.

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

4a (Code:) (Expenses $ 31,864,066. including grants of $ 30,114,038.) (Revenue $)

SEE SCHEDULE O

4b (Code:) (Expenses $ including grants of $) (Revenue $)

4c (Code:) (Expenses $ including grants of $) (Revenue $)

4d Other program services (Describe in Schedule O.)

(Expenses $ including grants of $) (Revenue $)

4e Total program service expenses ► 31,864,066.

Part IV Checklist of Required Schedules

			Yes	No
1	Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? *If 'Yes,' complete Schedule A*	1	X	
2	Is the organization required to complete *Schedule B, Schedule of Contributors* (see instructions)?	2		X
3	Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? *If 'Yes,' complete Schedule C, Part I*	3		X
4	**Section 501(c)(3) organizations.** Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? *If 'Yes,' complete Schedule C, Part II*	4		X
5	Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? *If 'Yes,' complete Schedule C, Part III*	5		X
6	Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? *If 'Yes,' complete Schedule D, Part I*	6		X
7	Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? *If 'Yes,' complete Schedule D, Part II*	7		X
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? *If 'Yes,' complete Schedule D, Part III*	8		X
9	Did the organization report an amount in Part X, line 21, for escrow or custodial account liability, serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? *If 'Yes,' complete Schedule D, Part IV*	9		X
10	Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? *If 'Yes,' complete Schedule D, Part V*	10		X
11	If the organization's answer to any of the following questions is 'Yes', then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.			
a	Did the organization report an amount for land, buildings, and equipment in Part X, line 10? *If 'Yes,' complete Schedule D, Part VI*	11a		X
b	Did the organization report an amount for investments – other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? *If 'Yes,' complete Schedule D, Part VII*	11b		X
c	Did the organization report an amount for investments – program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? *If 'Yes,' complete Schedule D, Part VIII*	11c	X	
d	Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? *If 'Yes,' complete Schedule D, Part IX*	11d		X
e	Did the organization report an amount for other liabilities in Part X, line 25? *If 'Yes,' complete Schedule D, Part X*	11e		X
f	Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? *If 'Yes,' complete Schedule D, Part X*	11f	X	
12a	Did the organization obtain separate, independent audited financial statements for the tax year? *If 'Yes,' complete Schedule D, Parts XI and XII*	12a	X	
b	Was the organization included in consolidated, independent audited financial statements for the tax year? *If 'Yes,' and if the organization answered 'No' to line 12a, then completing Schedule D, Parts XI and XII is optional*	12b		X
13	Is the organization a school described in section 170(b)(1)(A)(ii)? *If 'Yes,' complete Schedule E*	13		X
14a	Did the organization maintain an office, employees, or agents outside of the United States?	14a		X
b	Did the organization have aggregate revenues or expenses of more than $10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at $100,000 or more? *If 'Yes,' complete Schedule F, Parts I and IV*	14b		X
15	Did the organization report on Part IX, column (A), line 3, more than $5,000 of grants or other assistance to or for any foreign organization? *If 'Yes,' complete Schedule F, Parts II and IV*	15		X
16	Did the organization report on Part IX, column (A), line 3, more than $5,000 of aggregate grants or other assistance to or for foreign individuals? *If 'Yes,' complete Schedule F, Parts III and IV*	16		X
17	Did the organization report a total of more than $15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? *If 'Yes,' complete Schedule G, Part I* (see instructions)	17		X
18	Did the organization report more than $15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? *If 'Yes,' complete Schedule G, Part II*	18	X	
19	Did the organization report more than $15,000 of gross income from gaming activities on Part VIII, line 9a? *If 'Yes,' complete Schedule G, Part III*	19		X

Part IV Checklist of Required Schedules *(continued)*

			Yes	No
20a	Did the organization operate one or more hospital facilities? *If 'Yes,' complete Schedule H*	20a		X
b	If 'Yes' to line 20a, did the organization attach a copy of its audited financial statements to this return?	20b		
21	Did the organization report more than $5,000 of grants or other assistance to any domestic organization or domestic government on Part IX, column (A), line 1? *If 'Yes,' complete Schedule I, Parts I and II*	21	X	
22	Did the organization report more than $5,000 of grants or other assistance to or for domestic individuals on Part IX, column (A), line 2? *If 'Yes,' complete Schedule I, Parts I and III*	22		X
23	Did the organization answer 'Yes' to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? *If 'Yes,' complete Schedule J*	23		X
24a	Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than $100,000 as of the last day of the year, that was issued after December 31, 2002? *If 'Yes,' answer lines 24b through 24d and complete Schedule K. If 'No, 'go to line 25a*	24a		X
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b		
c	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?	24c		
d	Did the organization act as an 'on behalf of' issuer for bonds outstanding at any time during the year?	24d		
25a	**Section 501(c)(3), 501(c)(4), and 501(c)(29) organizations.** Did the organization engage in an excess benefit transaction with a disqualified person during the year? *If 'Yes,' complete Schedule L, Part I*	25a		X
b	Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? *If 'Yes,' complete Schedule L, Part I*	25b		X
26	Did the organization report any amount on Part X, line 5, 6, or 22 for receivables from or payables to any current or former officers, directors, trustees, key employees, highest compensated employees, or disqualified persons? *If 'Yes,' complete Schedule L, Part II*	26		X
27	Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? *If 'Yes,' complete Schedule L, Part III*	27		X
28	Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):			
a	A current or former officer, director, trustee, or key employee? *If 'Yes,' complete Schedule L, Part IV*	28a		X
b	A family member of a current or former officer, director, trustee, or key employee? *If 'Yes,' complete Schedule L, Part IV*	28b		X
c	An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? *If 'Yes,' complete Schedule L, Part IV*	28c	X	
29	Did the organization receive more than $25,000 in non-cash contributions? *If 'Yes,' complete Schedule M*	29		X
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? *If 'Yes,' complete Schedule M*	30		X
31	Did the organization liquidate, terminate, or dissolve and cease operations? *If 'Yes,' complete Schedule N, Part I*	31		X
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? *If 'Yes,' complete Schedule N, Part II*	32		X
33	Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? *If 'Yes,' complete Schedule R, Part I*	33		X
34	Was the organization related to any tax-exempt or taxable entity? *If 'Yes,' complete Schedule R, Part II, III, or IV, and Part V, line 1*	34		X
35a	Did the organization have a controlled entity within the meaning of section 512(b)(13)?	35a		X
b	If 'Yes' to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? *If 'Yes,' complete Schedule R, Part V, line 2*	35b		
36	**Section 501(c)(3) organizations.** Did the organization make any transfers to an exempt non-charitable related organization? *If 'Yes,' complete Schedule R, Part V, line 2*	36		X
37	Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? *If 'Yes,' complete Schedule R, Part VI*	37		X
38	Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? **Note.** All Form 990 filers are required to complete Schedule O	38	X	

Part V Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response or note to any line in this Part V. ☐

				Yes	No
1a	Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable	1a	0		
b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable	1b	0		
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	1c			
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return	2a	0		
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns?	2b			
	Note. If the sum of lines 1a and 2a is greater than 250, you may be required to *e-file* (see instructions)				
3a	Did the organization have unrelated business gross income of $1,000 or more during the year?	3a			X
b	If 'Yes,' has it filed a Form 990-T for this year? *If 'No' to line 3b, provide an explanation in Schedule O*	3b			
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?	4a			X
b	If 'Yes,' enter the name of the foreign country: ►				
	See instructions for filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR).				
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?	5a			X
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?	5b			X
c	If 'Yes,' to line 5a or 5b, did the organization file Form 8886-T?	5c			
6a	Does the organization have annual gross receipts that are normally greater than $100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?	6a			X
b	If 'Yes,' did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	6b			
7	**Organizations that may receive deductible contributions under section 170(c).**				
a	Did the organization receive a payment in excess of $75 made partly as a contribution and partly for goods and services provided to the payor?	7a		X	
b	If 'Yes,' did the organization notify the donor of the value of the goods or services provided?	7b		X	
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?	7c			X
d	If 'Yes,' indicate the number of Forms 8282 filed during the year	7d			
e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	7e			X
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	7f			X
g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?	7g			
h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?	7h			
8	**Sponsoring organizations maintaining donor advised funds.** Did a donor advised fund maintained by the sponsoring organization have excess business holdings at any time during the year?	8			
9	**Sponsoring organizations maintaining donor advised funds.**				
a	Did the sponsoring organization make any taxable distributions under section 4966?	9a			
b	Did the sponsoring organization make a distribution to a donor, donor advisor, or related person?	9b			
10	**Section 501(c)(7) organizations.** Enter:				
a	Initiation fees and capital contributions included on Part VIII, line 12	10a			
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10b			
11	**Section 501(c)(12) organizations.** Enter:				
a	Gross income from members or shareholders	11a			
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)	11b			
12a	**Section 4947(a)(1) non-exempt charitable trusts.** Is the organization filing Form 990 in lieu of Form 1041?	12a			
b	If 'Yes,' enter the amount of tax-exempt interest received or accrued during the year	12b			
13	**Section 501(c)(29) qualified nonprofit health insurance issuers.**				
a	Is the organization licensed to issue qualified health plans in more than one state?	13a			
	Note. See the instructions for additional information the organization must report on Schedule O.				
b	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans	13b			
c	Enter the amount of reserves on hand	13c			
14a	Did the organization receive any payments for indoor tanning services during the tax year?	14a			X
b	If 'Yes,' has it filed a Form 720 to report these payments? *If 'No,' provide an explanation in Schedule O*	14b			

Part VI **Governance, Management, and Disclosure** *For each 'Yes' response to lines 2 through 7b below, and for a 'No' response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.*

Check if Schedule O contains a response or note to any line in this Part VI ..... [X]

Section A. Governing Body and Management

				Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year ..... If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O.	1a	16		
b	Enter the number of voting members included in line 1a, above, who are independent	1b	11		
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee? SEE SCHEDULE O	2		X	
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, or trustees, or key employees to a management company or other person? SEE SCH O	3		X	
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?	4			X
5	Did the organization become aware during the year of a significant diversion of the organization's assets?	5			X
6	Did the organization have members or stockholders?	6			X
7a	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?	7a			X
b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?	7b			X
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:				
a	The governing body?	8a		X	
b	Each committee with authority to act on behalf of the governing body?	8b		X	
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? *If 'Yes,' provide the names and addresses in Schedule O*	9			X

Section B. Policies *(This Section B requests information about policies not required by the Internal Revenue Code.)*

			Yes	No
10a	Did the organization have local chapters, branches, or affiliates?	10a		X
b	If 'Yes,' did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?	10b		
11a	Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	11a	X	
b	Describe in Schedule O the process, if any, used by the organization to review this Form 990. SEE SCHEDULE O			
12a	Did the organization have a written conflict of interest policy? *If 'No,' go to line 13*	12a	X	
b	Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	12b	X	
c	Did the organization regularly and consistently monitor and enforce compliance with the policy? *If 'Yes,' describe in Schedule O how this was done* ..... SEE SCHEDULE O	12c	X	
13	Did the organization have a written whistleblower policy?	13	X	
14	Did the organization have a written document retention and destruction policy?	14	X	
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?			
a	The organization's CEO, Executive Director, or top management official ..... SEE SCHEDULE O	15a	X	
b	Other officers or key employees of the organization ..... SEE SCHEDULE O	15b	X	
	If 'Yes' to line 15a or 15b, describe the process in Schedule O (see instructions).			
16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?	16a		X
b	If 'Yes,' did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?	16b		

Section C. Disclosure

17 List the states with which a copy of this Form 990 is required to be filed ► SEE SCHEDULE O

18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.

[X] Own website [ ] Another's website [X] Upon request [ ] Other *(explain in Schedule O)*

19 Describe in Schedule O whether (and if so, how) the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year. SEE SCHEDULE O

20 State the name, address, and telephone number of the person who possesses the organization's books and records: ►

SUSANNE KOGUT 654 RICHLAND HILLS DRIVE SAN ANTONIO TX 78245 858-453-7845

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Check if Schedule O contains a response or note to any line in this Part VII ☐

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1 a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's **current** key employees, if any. See instructions for definition of 'key employee.'
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than $100,000 from the organization and any related organizations.
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than $100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than $10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons.

☒ Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee.

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) CHARLES PISCITELLO	10									
CHAIR	0	X		X				0.	0.	0.
(2) SUSANNE KOGUT	30									
PRES/ED	0	X		X				0.	0.	0.
(3) DAVID DOWN	1									
DIRECTOR	0	X						0.	0.	0.
(4) DAYMOND JOHN	1									
DIRECTOR	0	X						0.	0.	0.
(5) WARREN RICKARD	1									
DIRECTOR	0	X						0.	0.	0.
(6) BRUCE HALL	1									
DIRECTOR	0	X						0.	0.	0.
(7) PEGGY HILLIER	1									
DIRECTOR	0	X						0.	0.	0.
(8) STEVE LOSSING	1									
TREASURER	0	X		X				0.	0.	0.
(9) MICHAEL PETERSON	1									
SECRETARY	0	X		X				0.	0.	0.
(10) PAULA FASSEAS	1									
DIRECTOR	0	X						0.	0.	0.
(11) PAUL RAMAKER	1									
DIRECTOR	0	X						0.	0.	0.
(12) RICHARD SEGAL	1									
DIRECTOR	0	X						0.	0.	0.
(13) KAILAS RAO	1									
DIRECTOR	0	X						0.	0.	0.
(14) MARCIE WHICHARD	1									
DIRECTOR	0	X						0.	0.	0.

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees *(continued)*

(A) Name and title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(15) JUDITH MUNOZ	5									
VICE CHAIR	0	X		X				0.	0.	0.
(16) REBECCA FRECHETTE	1									
DIRECTOR	0	X						0.	0.	0.
(17)										
(18)										
(19)										
(20)										
(21)										
(22)										
(23)										
(24)										
(25)										
1 b Sub-total								0.	0.	0.
c Total from continuation sheets to Part VII, Section A								0.	0.	0.
d Total (add lines 1b and 1c)								0.	0.	0.

2 Total number of individuals (including but not limited to those listed above) who received more than $100,000 of reportable compensation from the organization ► 0

		Yes	No
3 Did the organization list any **former** officer, director, or trustee, key employee, or highest compensated employee on line 1a? *If 'Yes,' complete Schedule J for such individual*	3		X
4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than $150,000? *If 'Yes,' complete Schedule J for such individual*	4		X
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? *If 'Yes,' complete Schedule J for such person*	5		X

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than $100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation
PETCO ANIMAL SUPPLIES STORES, INC. 10850 VIA FRONTERA SAN DIEGO, CA	MANAGEMENT/PROMOTION	2,479,334.
VICTORIA STILWELL ENTERPRISES, LLC PO BOX 250228 ATLANTA, GA 30325	PROMOTION/VIDEOS	220,000.
WHITNEY PROMOTIONS 9129 INVERNESS ROAD SANTEE, CA 92071	PROMOTION	279,775.
WILLIAMS GERARD PRODUCTIONS, INC. 26826 NETWORK PLACE CHICAGO, IL 6	EVENT SERVICES	183,500.
LA COSTA RESORT AND SPA 2100 COSTA DEL MAR ROAD CARLSBAD, CA 92009	EVENT SERVICES	229,660.

2 Total number of independent contractors (including but not limited to those listed above) who received more than $100,000 of compensation from the organization ► 5

Part VIII Statement of Revenue

Check if Schedule O contains a response or note to any line in this Part VIII ☐

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512-514
Contributions, Gifts, Grants and Other Similar Amounts	1a Federated campaigns	1a				
	b Membership dues	1b				
	c Fundraising events	1c	799,812.			
	d Related organizations	1d				
	e Government grants (contributions)	1e				
	f All other contributions, gifts, grants, and similar amounts not included above	1f	34,583,115.			
	g Noncash contributions included in lines 1a-1f: $					
	h **Total.** Add lines 1a-1f		35,382,927.			
Program Service Revenue		Business Code				
	2a					
	b					
	c					
	d					
	e					
	f All other program service revenue					
	g **Total.** Add lines 2a-2f					
Other Revenue	3 Investment income (including dividends, interest and other similar amounts)		-262,867.	-322,557.		59,690.
	4 Income from investment of tax-exempt bond proceeds					
	5 Royalties					
		(i) Real	(ii) Personal			
	6a Gross rents					
	b Less: rental expenses					
	c Rental income or (loss)					
	d Net rental income or (loss)					
		(i) Securities	(ii) Other			
	7a Gross amount from sales of assets other than inventory					
	b Less: cost or other basis and sales expenses					
	c Gain or (loss)					
	d Net gain or (loss)					
	8a Gross income from fundraising events (not including $ 799,812. of contributions reported on line 1c). See Part IV, line 18	a 958,997.				
	b Less: direct expenses	b 958,997.				
	c Net income or (loss) from fundraising events					
	9a Gross income from gaming activities. See Part IV, line 19	a				
	b Less: direct expenses	b				
	c Net income or (loss) from gaming activities					
	10a Gross sales of inventory, less returns and allowances	a 1,354,634.				
	b Less: cost of goods sold	b 169,513.				
	c Net income or (loss) from sales of inventory		1,185,121.	1,185,121.		
	Miscellaneous Revenue	Business Code				
	11a					
	b					
	c					
	d All other revenue					
	e **Total.** Add lines 11a-11d					
	12 **Total revenue.** See instructions		36,305,181.	862,564.	0.	59,690.

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A).

Check if Schedule O contains a response or note to any line in this Part IX ☐

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to domestic organizations and domestic governments. See Part IV, line 21	30,114,038.	30,114,038.		
2 Grants and other assistance to domestic individuals. See Part IV, line 22				
3 Grants and other assistance to foreign organizations, foreign governments, and foreign individuals. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	0.	0.	0.	0.
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)	0.	0.	0.	0.
7 Other salaries and wages				
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)				
9 Other employee benefits				
10 Payroll taxes				
11 Fees for services (non-employees):				
a Management				
b Legal	106,133.		106,133.	
c Accounting	35,500.		35,500.	
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees				
g Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O.)	2,380,606.	1,028,081.	404,512.	948,013.
12 Advertising and promotion	661,824.	379,650.	167,598.	114,576.
13 Office expenses	4,794.	2,053.	688.	2,053.
14 Information technology				
15 Royalties				
16 Occupancy				
17 Travel	474,065.	138,199.	36,635.	299,231.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings				
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization				
23 Insurance				
24 Other expenses. Itemize expenses not covered above (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a PREMIUMS	203,361.			203,361.
b OTHER	92,426.	26,506.	39,467.	26,453.
c PUBLIC RELATIONS	81,204.	46,806.	23,765.	10,633.
d POSTAGE AND SHIPPING	59,864.	34,820.	4,328.	20,716.
e All other expenses	218,789.	93,913.	15,148.	109,728.
25 Total functional expenses. Add lines 1 through 24e	34,432,604.	31,864,066.	833,774.	1,734,764.
26 **Joint costs.** Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here ► ☒ if following SOP 98-2 (ASC 958-720)	2,719,560.	1,181,132.	443,879.	1,094,549.

Part X Balance Sheet

Check if Schedule O contains a response or note to any line in this Part X ☐

			(A) Beginning of year		(B) End of year
Assets	1	Cash — non-interest-bearing		1	
	2	Savings and temporary cash investments	5,075,744.	2	3,446,229.
	3	Pledges and grants receivable, net		3	
	4	Accounts receivable, net	2,505,187.	4	2,877,564.
	5	Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L		5	
	6	Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions). Complete Part II of Schedule L		6	
	7	Notes and loans receivable, net		7	
	8	Inventories for sale or use		8	
	9	Prepaid expenses and deferred charges	479,609.	9	417,000.
	10a	Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D — 10a			
	b	Less: accumulated depreciation — 10b		10c	
	11	Investments — publicly traded securities	4,879,148.	11	7,486,971.
	12	Investments — other securities. See Part IV, line 11		12	
	13	Investments — program-related. See Part IV, line 11		13	2,677,443.
	14	Intangible assets		14	
	15	Other assets. See Part IV, line 11		15	
	16	**Total assets.** Add lines 1 through 15 (must equal line 34)	12,939,688.	16	16,905,207.
Liabilities	17	Accounts payable and accrued expenses	475,271.	17	2,186,741.
	18	Grants payable		18	
	19	Deferred revenue	315,687.	19	78,975.
	20	Tax-exempt bond liabilities		20	
	21	Escrow or custodial account liability. Complete Part IV of Schedule D		21	
	22	Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L		22	
	23	Secured mortgages and notes payable to unrelated third parties		23	
	24	Unsecured notes and loans payable to unrelated third parties		24	
	25	Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D		25	
	26	**Total liabilities.** Add lines 17 through 25	790,958.	26	2,265,716.
Net Assets or Fund Balances		**Organizations that follow SFAS 117 (ASC 958), check here ► [X] and complete lines 27 through 29, and lines 33 and 34.**			
	27	Unrestricted net assets	12,148,730.	27	14,639,491.
	28	Temporarily restricted net assets		28	
	29	Permanently restricted net assets		29	
		Organizations that do not follow SFAS 117 (ASC 958), check here ► ☐ and complete lines 30 through 34.			
	30	Capital stock or trust principal, or current funds		30	
	31	Paid-in or capital surplus, or land, building, or equipment fund		31	
	32	Retained earnings, endowment, accumulated income, or other funds		32	
	33	Total net assets or fund balances	12,148,730.	33	14,639,491.
	34	Total liabilities and net assets/fund balances	12,939,688.	34	16,905,207.

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response or note to any line in this Part XI ☐

1	Total revenue (must equal Part VIII, column (A), line 12)	1	36,305,181.
2	Total expenses (must equal Part IX, column (A), line 25)	2	34,432,604.
3	Revenue less expenses. Subtract line 2 from line 1	3	1,872,577.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	12,148,730.
5	Net unrealized gains (losses) on investments	5	618,184.
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O)	9	0.
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	14,639,491.

Part XII Financial Statements and Reporting

Check if Schedule O contains a response or note to any line in this Part XII ☐

			Yes	No
1	Accounting method used to prepare the Form 990: ☐ Cash ☒ Accrual ☐ Other _____			
	If the organization changed its method of accounting from a prior year or checked 'Other,' explain in Schedule O.			
2a	Were the organization's financial statements compiled or reviewed by an independent accountant?	2a		X
	If 'Yes,' check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both: ☐ Separate basis ☐ Consolidated basis ☐ Both consolidated and separate basis			
b	Were the organization's financial statements audited by an independent accountant?	2b	X	
	If 'Yes,' check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both: ☒ Separate basis ☐ Consolidated basis ☐ Both consolidated and separate basis			
c	If 'Yes' to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant?	2c	X	
	If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.			
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?	3a		X
b	If 'Yes,' did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits	3b		

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

► **Attach to Form 990 or Form 990-EZ.**

► **Go to *www.irs.gov/Form990* for instructions and the latest information.**

OMB No. 1545-0047

2017

Open to Public Inspection

Name of the organization	Employer identification number
THE PETCO FOUNDATION	33-0845930

Part I Reason for Public Charity Status (All organizations must complete this part.) See instructions.

The organization is not a private foundation because it is: (For lines 1 through 12, check only one box.)

1 ☐ A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i).**

2 ☐ A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E (Form 990 or 990-EZ).)

3 ☐ A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii).**

4 ☐ A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii).** Enter the hospital's name, city, and state: _____

5 ☐ An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv).** (Complete Part II.)

6 ☐ A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**

7 ☒ An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi).** (Complete Part II.)

8 ☐ A community trust described in **section 170(b)(1)(A)(vi).** (Complete Part II.)

9 ☐ An agricultural research organization described in **section 170(b)(1)(A)(ix)** operated in conjunction with a land-grant college or university or a non-land-grant college of agriculture (see instructions). Enter the name, city, and state of the college or university: _____

10 ☐ An organization that normally receives: (1) more than 33-1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions—subject to certain exceptions, and (2) no more than 33-1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2).** (Complete Part III.)

11 ☐ An organization organized and operated exclusively to test for public safety. See **section 509(a)(4).**

12 ☐ An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in **section 509(a)(1)** or **section 509(a)(2).** See **section 509(a)(3).** Check the box in lines 12a through 12d that describes the type of supporting organization and complete lines 12e, 12f, and 12g.

a ☐ **Type I.** A supporting organization operated, supervised, or controlled by its supported organization(s), typically by giving the supported organization(s) the power to regularly appoint or elect a majority of the directors or trustees of the supporting organization. **You must complete Part IV, Sections A and B.**

b ☐ **Type II.** A supporting organization supervised or controlled in connection with its supported organization(s), by having control or management of the supporting organization vested in the same persons that control or manage the supported organization(s). **You must complete Part IV, Sections A and C.**

c ☐ **Type III functionally integrated.** A supporting organization operated in connection with, and functionally integrated with, its supported organization(s) (see instructions). **You must complete Part IV, Sections A, D, and E.**

d ☐ **Type III non-functionally integrated.** A supporting organization operated in connection with its supported organization(s) that is not functionally integrated. The organization generally must satisfy a distribution requirement and an attentiveness requirement (see instructions). **You must complete Part IV, Sections A and D, and Part V.**

e ☐ Check this box if the organization received a written determination from the IRS that it is a Type I, Type II, Type III functionally integrated, or Type III non-functionally integrated supporting organization.

f Enter the number of supported organizations . . . . . ☐

g Provide the following information about the supported organization(s).

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1-10 above (see instructions))	(iv) Is the organization listed in your governing document? Yes	(iv) No	(v) Amount of monetary support (see instructions)	(vi) Amount of other support (see instructions)
(A)						
(B)						
(C)						
(D)						
(E)						
Total						

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a) 2013	(b) 2014	(c) 2015	(d) 2016	(e) 2017	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any 'unusual grants.')	22239779.	29365826.	32296327.	31522221.	36737561.	152161714.
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						0.
3 The value of services or facilities furnished by a governmental unit to the organization without charge						0.
4 **Total.** Add lines 1 through 3	22239779.	29365826.	32296327.	31522221.	36737561.	152161714.
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						0.
6 **Public support.** Subtract line 5 from line 4						152161714.

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2013	(b) 2014	(c) 2015	(d) 2016	(e) 2017	(f) Total
7 Amounts from line 4	22239779.	29365826.	32296327.	31522221.	36737561.	152161714.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties, and income from similar sources	4,741.	20,831.	47,981.	51,908.	59,690.	185,151.
9 Net income from unrelated business activities, whether or not the business is regularly carried on						0.
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.)						0.
11 **Total support.** Add lines 7 through 10						152346865.

12 Gross receipts from related activities, etc. (see instructions)	12	0.

13 **First five years.** If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and **stop here** ► ☐

Section C. Computation of Public Support Percentage

14 Public support percentage for 2017 (line 6, column (f) divided by line 11, column (f))	14	99.88 %
15 Public support percentage from 2016 Schedule A, Part II, line 14	15	99.90 %

16a **33-1/3% support test—2017.** If the organization did not check the box on line 13, and line 14 is 33-1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization ► ☒

b **33-1/3% support test—2016.** If the organization did not check a box on line 13 or 16a, and line 15 is 33-1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization ► ☐

17a **10%-facts-and-circumstances test—2017.** If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the 'facts-and-circumstances' test, check this box and **stop here.** Explain in Part VI how the organization meets the 'facts-and-circumstances' test. The organization qualifies as a publicly supported organization ► ☐

b **10%-facts-and-circumstances test—2016.** If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the 'facts-and-circumstances' test, check this box and **stop here.** Explain in Part VI how the organization meets the 'facts-and-circumstances' test. The organization qualifies as a publicly supported organization ► ☐

18 **Private foundation.** If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions ► ☐

Part III Support Schedule for Organizations Described in Section 509(a)(2)

(Complete only if you checked the box on line 10 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a) 2013	(b) 2014	(c) 2015	(d) 2016	(e) 2017	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any 'unusual grants.')						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 **Total.** Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of $5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 **Public support.** (Subtract line 7c from line 6.)						

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2013	(b) 2014	(c) 2015	(d) 2016	(e) 2017	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties, and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.)						
13 **Total support.** (Add lines 9, 10c, 11, and 12.)						

14 **First five years.** If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and **stop here** ► ☐

Section C. Computation of Public Support Percentage

15 Public support percentage for 2017 (line 8, column (f) divided by line 13, column (f))	15	%
16 Public support percentage from 2016 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for **2017** (line 10c, column (f) divided by line 13, column (f))	17	%
18 Investment income percentage from **2016** Schedule A, Part III, line 17	18	%

19a **33-1/3% support tests—2017.** If the organization did not check the box on line 14, and line 15 is more than 33-1/3%, and line 17 is not more than 33-1/3%, check this box and **stop here.** The organization qualifies as a publicly supported organization ► ☐

b **33-1/3% support tests—2016.** If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33-1/3%, and line 18 is not more than 33-1/3%, check this box and **stop here.** The organization qualifies as a publicly supported organization ► ☐

20 **Private foundation.** If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions ► ☐

Part IV Supporting Organizations
(Complete only if you checked a box in line 12 on Part I. If you checked 12a of Part I, complete Sections A and B. If you checked 12b of Part I, complete Sections A and C. If you checked 12c of Part I, complete Sections A, D, and E. If you checked 12d of Part I, complete Sections A and D, and complete Part V.)

Section A. All Supporting Organizations

		Yes	No
1	Are all of the organization's supported organizations listed by name in the organization's governing documents? *If 'No,' describe in* ***Part VI*** *how the supported organizations are designated. If designated by class or purpose, describe the designation. If historic and continuing relationship, explain.*	1		
2	Did the organization have any supported organization that does not have an IRS determination of status under section 509(a)(1) or (2)? *If 'Yes,' explain in* ***Part VI*** *how the organization determined that the supported organization was described in section 509(a)(1) or (2).*	2		
3a	Did the organization have a supported organization described in section 501(c)(4), (5), or (6)? *If 'Yes,' answer (b) and (c) below.*	3a		
b	Did the organization confirm that each supported organization qualified under section 501(c)(4), (5), or (6) and satisfied the public support tests under section 509(a)(2)? *If 'Yes,' describe in* ***Part VI*** *when and how the organization made the determination.*	3b		
c	Did the organization ensure that all support to such organizations was used exclusively for section 170(c)(2)(B) purposes? *If 'Yes,' explain in* ***Part VI*** *what controls the organization put in place to ensure such use.*	3c		
4a	Was any supported organization not organized in the United States ('foreign supported organization')? *If 'Yes' and if you checked 12a or 12b in Part I, answer (b) and (c) below.*	4a		
b	Did the organization have ultimate control and discretion in deciding whether to make grants to the foreign supported organization? *If 'Yes,' describe in* ***Part VI*** *how the organization had such control and discretion despite being controlled or supervised by or in connection with its supported organizations.*	4b		
c	Did the organization support any foreign supported organization that does not have an IRS determination under sections 501(c)(3) and 509(a)(1) or (2)? *If 'Yes,' explain in* ***Part VI*** *what controls the organization used to ensure that all support to the foreign supported organization was used exclusively for section 170(c)(2)(B) purposes.*	4c		
5a	Did the organization add, substitute, or remove any supported organizations during the tax year? *If 'Yes,' answer (b) and (c) below (if applicable). Also, provide detail in* ***Part VI,*** *including (i) the names and EIN numbers of the supported organizations added, substituted, or removed; (ii) the reasons for each such action; (iii) the authority under the organization's organizing document authorizing such action; and (iv) how the action was accomplished (such as by amendment to the organizing document).*	5a		
b	**Type I or Type II only.** Was any added or substituted supported organization part of a class already designated in the organization's organizing document?	5b		
c	**Substitutions only.** Was the substitution the result of an event beyond the organization's control?	5c		
6	Did the organization provide support (whether in the form of grants or the provision of services or facilities) to anyone other than (i) its supported organizations, (ii) individuals that are part of the charitable class benefited by one or more of its supported organizations, or (iii) other supporting organizations that also support or benefit one or more of the filing organization's supported organizations? *If 'Yes,' provide detail in* ***Part VI.***	6		
7	Did the organization provide a grant, loan, compensation, or other similar payment to a substantial contributor (defined in section 4958(c)(3)(C)), a family member of a substantial contributor, or a 35% controlled entity with regard to a substantial contributor? *If 'Yes,' complete Part I of Schedule L (Form 990 or 990-EZ).*	7		
8	Did the organization make a loan to a disqualified person (as defined in section 4958) not described in line 7? *If 'Yes,' complete Part I of Schedule L (Form 990 or 990-EZ).*	8		
9a	Was the organization controlled directly or indirectly at any time during the tax year by one or more disqualified persons as defined in section 4946 (other than foundation managers and organizations described in section 509(a)(1) or (2))? *If 'Yes,' provide detail in* ***Part VI.***	9a		
b	Did one or more disqualified persons (as defined in line 9a) hold a controlling interest in any entity in which the supporting organization had an interest? *If 'Yes,' provide detail in* ***Part VI.***	9b		
c	Did a disqualified person (as defined in line 9a) have an ownership interest in, or derive any personal benefit from, assets in which the supporting organization also had an interest? *If 'Yes,' provide detail in* ***Part VI.***	9c		
10a	Was the organization subject to the excess business holdings rules of section 4943 because of section 4943(f) (regarding certain Type II supporting organizations, and all Type III non-functionally integrated supporting organizations)? *If 'Yes,' answer 10b below.*	10a		
b	Did the organization have any excess business holdings in the tax year? *(Use Schedule C, Form 4720, to determine whether the organization had excess business holdings.)*	10b		

Part IV Supporting Organizations *(continued)*

		Yes	No
11	Has the organization accepted a gift or contribution from any of the following persons?		
a	A person who directly or indirectly controls, either alone or together with persons described in (b) and (c) below, the governing body of a supported organization?	11a	
b	A family member of a person described in (a) above?	11b	
c	A 35% controlled entity of a person described in (a) or (b) above? *If 'Yes' to a, b, or c, provide detail in* **Part VI.**	11c	

Section B. Type I Supporting Organizations

		Yes	No
1	Did the directors, trustees, or membership of one or more supported organizations have the power to regularly appoint or elect at least a majority of the organization's directors or trustees at all times during the tax year? *If 'No,' describe in* **Part VI** *how the supported organization(s) effectively operated, supervised, or controlled the organization's activities. If the organization had more than one supported organization, describe how the powers to appoint and/or remove directors or trustees were allocated among the supported organizations and what conditions or restrictions, if any, applied to such powers during the tax year.*	1		
2	Did the organization operate for the benefit of any supported organization other than the supported organization(s) that operated, supervised, or controlled the supporting organization? *If 'Yes,' explain in* **Part VI** *how providing such benefit carried out the purposes of the supported organization(s) that operated, supervised, or controlled the supporting organization.*	2		

Section C. Type II Supporting Organizations

		Yes	No
1	Were a majority of the organization's directors or trustees during the tax year also a majority of the directors or trustees of each of the organization's supported organization(s)? *If 'No,' describe in* **Part VI** *how control or management of the supporting organization was vested in the same persons that controlled or managed the supported organization(s).*	1		

Section D. All Type III Supporting Organizations

		Yes	No
1	Did the organization provide to each of its supported organizations, by the last day of the fifth month of the organization's tax year, (i) a written notice describing the type and amount of support provided during the prior tax year, (ii) a copy of the Form 990 that was most recently filed as of the date of notification, and (iii) copies of the organization's governing documents in effect on the date of notification, to the extent not previously provided?	1		
2	Were any of the organization's officers, directors, or trustees either (i) appointed or elected by the supported organization(s) or (ii) serving on the governing body of a supported organization? *If 'No,' explain in* **Part VI** *how the organization maintained a close and continuous working relationship with the supported organization(s).*	2		
3	By reason of the relationship described in (2), did the organization's supported organizations have a significant voice in the organization's investment policies and in directing the use of the organization's income or assets at all times during the tax year? *If 'Yes,' describe in* **Part VI** *the role the organization's supported organizations played in this regard.*	3		

Section E. Type III Functionally Integrated Supporting Organizations

1 *Check the box next to the method that the organization used to satisfy the Integral Part Test during the year* ***(see instructions).***

a ☐ The organization satisfied the Activities Test. *Complete* ***line 2*** *below.*

b ☐ The organization is the parent of each of its supported organizations. *Complete* ***line 3*** *below.*

c ☐ The organization supported a governmental entity. *Describe in* **Part VI** *how you supported a government entity (see instructions).*

		Yes	No
2	Activities Test. ***Answer (a) and (b) below.***		
a	Did substantially all of the organization's activities during the tax year directly further the exempt purposes of the supported organization(s) to which the organization was responsive? *If 'Yes,' then in* **Part VI** ***identify those supported organizations and explain*** *how these activities directly furthered their exempt purposes, how the organization was responsive to those supported organizations, and how the organization determined that these activities constituted substantially all of its activities.*	2a		
b	Did the activities described in (a) constitute activities that, but for the organization's involvement, one or more of the organization's supported organization(s) would have been engaged in? *If 'Yes,' explain in* **Part VI** *the reasons for the organization's position that its supported organization(s) would have engaged in these activities but for the organization's involvement.*	2b		
3	Parent of Supported Organizations. ***Answer (a) and (b) below.***		
a	Did the organization have the power to regularly appoint or elect a majority of the officers, directors, or trustees of each of the supported organizations? *Provide details in* **Part VI.**	3a		
b	Did the organization exercise a substantial degree of direction over the policies, programs, and activities of each of its supported organizations? *If 'Yes,' describe in* **Part VI** *the role played by the organization in this regard.*	3b		

Part V Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations

1 ☐ Check here if the organization satisfied the Integral Part Test as a qualifying trust on Nov. 20, 1970 (explain in Part VI). **See instructions.** All other Type III non-functionally integrated supporting organizations must complete Sections A through E.

Section A – Adjusted Net Income

			(A) Prior Year	(B) Current Year (optional)
1	Net short-term capital gain	1		
2	Recoveries of prior-year distributions	2		
3	Other gross income (see instructions)	3		
4	Add lines 1 through 3.	4		
5	Depreciation and depletion	5		
6	Portion of operating expenses paid or incurred for production or collection of gross income or for management, conservation, or maintenance of property held for production of income (see instructions)	6		
7	Other expenses (see instructions)	7		
8	**Adjusted Net Income** (subtract lines 5, 6, and 7 from line 4).	8		

Section B – Minimum Asset Amount

			(A) Prior Year	(B) Current Year (optional)
1	Aggregate fair market value of all non-exempt-use assets (see instructions for short tax year or assets held for part of year):			
a	Average monthly value of securities	1a		
b	Average monthly cash balances	1b		
c	Fair market value of other non-exempt-use assets	1c		
d	**Total** (add lines 1a, 1b, and 1c)	1d		
e	**Discount** claimed for blockage or other factors (explain in detail in **Part VI**):			
2	Acquisition indebtedness applicable to non-exempt-use assets	2		
3	Subtract line 2 from line 1d.	3		
4	Cash deemed held for exempt use. Enter 1-1/2% of line 3 (for greater amount, see instructions).	4		
5	Net value of non-exempt-use assets (subtract line 4 from line 3)	5		
6	Multiply line 5 by .035.	6		
7	Recoveries of prior-year distributions	7		
8	**Minimum Asset Amount** (add line 7 to line 6)	8		

Section C – Distributable Amount

				Current Year
1	Adjusted net income for prior year (from Section A, line 8, Column A)	1		
2	Enter 85% of line 1.	2		
3	Minimum asset amount for prior year (from Section B, line 8, Column A)	3		
4	Enter greater of line 2 or line 3.	4		
5	Income tax imposed in prior year	5		
6	**Distributable Amount.** Subtract line 5 from line 4, unless subject to emergency temporary reduction (see instructions).	6		

7 ☐ Check here if the current year is the organization's first as a non-functionally integrated Type III supporting organization (see instructions).

Part V **Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations** *(continued)*

Section D – Distributions	**Current Year**
1 Amounts paid to supported organizations to accomplish exempt purposes	
2 Amounts paid to perform activity that directly furthers exempt purposes of supported organizations, in excess of income from activity	
3 Administrative expenses paid to accomplish exempt purposes of supported organizations	
4 Amounts paid to acquire exempt-use assets	
5 Qualified set-aside amounts (prior IRS approval required)	
6 Other distributions (describe in **Part VI**). See instructions.	
7 **Total annual distributions.** Add lines 1 through 6.	
8 Distributions to attentive supported organizations to which the organization is responsive (provide details in **Part VI**). See instructions.	
9 Distributable amount for 2017 from Section C, line 6	
10 Line 8 amount divided by line 9 amount	

Section E – Distribution Allocations (see instructions)	**(i) Excess Distributions**	**(ii) Underdistributions Pre-2017**	**(iii) Distributable Amount for 2017**
1 Distributable amount for 2017 from Section C, line 6			
2 Underdistributions, if any, for years prior to 2017 (reasonable cause required – explain in Part VI). See instructions.			
3 Excess distributions carryover, if any, to 2017			
a			
b From 2013			
c From 2014			
d From 2015			
e From 2016			
f **Total** of lines 3a through e			
g Applied to underdistributions of prior years			
h Applied to 2017 distributable amount			
i Carryover from 2012 not applied (see instructions)			
j Remainder. Subtract lines 3g, 3h, and 3i from 3f.			
4 Distributions for 2017 from Section D, line 7: $			
a Applied to underdistributions of prior years			
b Applied to 2017 distributable amount			
c Remainder. Subtract lines 4a and 4b from 4.			
5 Remaining underdistributions for years prior to 2017, if any. Subtract lines 3g and 4a from line 2. For result greater than zero, explain in Part VI. See instructions.			
6 Remaining underdistributions for 2017. Subtract lines 3h and 4b from line 1. For result greater than zero, explain in Part VI. See instructions.			
7 **Excess distributions carryover to 2018.** Add lines 3j and 4c.			
8 Breakdown of line 7:			
a Excess from 2013			
b Excess from 2014			
c Excess from 2015			
d Excess from 2016			
e Excess from 2017			

Part VI **Supplemental Information.** Provide the explanations required by Part II, line 10; Part II, line 17a or 17b;Part III, line 12; Part IV, Section A, lines 1, 2, 3b, 3c, 4b, 4c, 5a, 6, 9a, 9b, 9c, 11a, 11b, and 11c; Part IV, Section B, lines 1 and 2; Part IV, Section C, line 1; Part IV, Section D, lines 2 and 3; Part IV, Section E, lines 1c, 2a, 2b, 3a, and 3b; Part V, line 1; Part V, Section B, line 1e; Part V, Section D, lines 5, 6, and 8; and Part V, Section E, lines 2, 5, and 6. Also complete this part for any additional information. (See instructions.)

SCHEDULE D (Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

► Complete if the organization answered 'Yes' on Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.
► Attach to Form 990.
► Go to *www.irs.gov/Form990* for instructions and the latest information.

OMB No. 1545-0047

2017

Open to Public Inspection

Name of the organization

THE PETCO FOUNDATION

Employer identification number

33-0845930

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts.

Complete if the organization answered 'Yes' on Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year		
2 Aggregate value of contributions to (during year)		
3 Aggregate value of grants from (during year)		
4 Aggregate value at end of year		

5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control? ☐ Yes ☐ No

6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit? ☐ Yes ☐ No

Part II Conservation Easements.

Complete if the organization answered 'Yes' on Form 990, Part IV, line 7.

1 Purpose(s) of conservation easements held by the organization (check all that apply).

☐ Preservation of land for public use (e.g., recreation or education)
☐ Protection of natural habitat
☐ Preservation of open space
☐ Preservation of a historically important land area
☐ Preservation of a certified historic structure

2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.

		Held at the End of the Tax Year
a Total number of conservation easements	2a	
b Total acreage restricted by conservation easements	2b	
c Number of conservation easements on a certified historic structure included in (a)	2c	
d Number of conservation easements included in (c) acquired after 7/25/06, and not on a historic structure listed in the National Register	2d	

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ►

4 Number of states where property subject to conservation easement is located ►

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds? ☐ Yes ☐ No

6 Staff and volunteer hours devoted to monitoring, inspecting, handling of violations, and enforcing conservation easements during the year ►

7 Amount of expenses incurred in monitoring, inspecting, handling of violations, and enforcing conservation easements during the year ►$

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)? ☐ Yes ☐ No

9 In Part XIII, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements.

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.

Complete if the organization answered 'Yes' on Form 990, Part IV, line 8.

1a If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIII, the text of the footnote to its financial statements that describes these items.

b If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items:

(i) Revenue included on Form 990, Part VIII, line 1 ►$

(ii) Assets included in Form 990, Part X ►$

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items:

a Revenue included on Form 990, Part VIII, line 1 ►$

b Assets included in Form 990, Part X ►$

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets *(continued)*

3 Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply):

a ☐ Public exhibition
b ☐ Scholarly research
c ☐ Preservation for future generations
d ☐ Loan or exchange programs
e ☐ Other _____

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII.

5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? ☐ Yes ☐ No

Part IV Escrow and Custodial Arrangements. Complete if the organization answered 'Yes' on Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? ☐ Yes ☐ No

b If 'Yes,' explain the arrangement in Part XIII and complete the following table:

		Amount
c Beginning balance	1c	
d Additions during the year	1d	
e Distributions during the year	1e	
f Ending balance	1f	

2a Did the organization include an amount on Form 990, Part X, line 21, for escrow or custodial account liability? ☐ Yes ☐ No

b If 'Yes,' explain the arrangement in Part XIII. Check here if the explanation has been provided on Part XIII ☐

Part V Endowment Funds. Complete if the organization answered 'Yes' on Form 990, Part IV, line 10.

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance					
b Contributions					
c Net investment earnings, gains, and losses					
d Grants or scholarships					
e Other expenditures for facilities and programs					
f Administrative expenses					
g End of year balance					

2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as:

a Board designated or quasi-endowment ► _____ %
b Permanent endowment ► _____ %
c Temporarily restricted endowment ► _____ %

The percentages on lines 2a, 2b, and 2c should equal 100%.

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by:

		Yes	No
(i) unrelated organizations	3a(i)		
(ii) related organizations	3a(ii)		
b If 'Yes' on line 3a(ii), are the related organizations listed as required on Schedule R?	3b		

4 Describe in Part XIII the intended uses of the organization's endowment funds.

Part VI Land, Buildings, and Equipment.
Complete if the organization answered 'Yes' on Form 990, Part IV, line 11a. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land				
b Buildings				
c Leasehold improvements				
d Equipment				
e Other				
Total. Add lines 1a through 1e. *(Column (d) must equal Form 990, Part X, column (B), line 10c.)* ►				0.

Part VII Investments – Other Securities. N/A
Complete if the organization answered 'Yes' on Form 990, Part IV, line 11b. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other		
(A)		
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
(I)		
Total. *(Column (b) must equal Form 990, Part X, column (B) line 12.)* ►		

Part VIII Investments – Program Related.
Complete if the organization answered 'Yes' on Form 990, Part IV, line 11c. See Form 990, Part X, line 13.

(a) Description of investment	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1) MISSION RELATED INVSTMNT (C-CORP)	2,677,443.	END OF YEAR MARKET VALUE
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
(10)		
Total. *(Column (b) must equal Form 990, Part X, column (B) line 13.)* ►	2,677,443.	

Part IX Other Assets. N/A
Complete if the organization answered 'Yes' on Form 990, Part IV, line 11d. See Form 990, Part X, line 15.

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
Total. *(Column (b) must equal Form 990, Part X, column (B) line 15.)* ►	

Part X Other Liabilities.
Complete if the organization answered 'Yes' on Form 990, Part IV, line 11e or 11f. See Form 990, Part X, line 25

(a) Description of liability	(b) Book value
(1) Federal income taxes	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
(11)	
Total. *(Column (b) must equal Form 990, Part X, column (B) line 25.)* ►	

2. Liability for uncertain tax positions. In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740). Check here if the text of the footnote has been provided in Part XIII. SEE PART XIII [X]

Part XI Reconciliation of Revenue per Audited Financial Statements With Revenue per Return.
Complete if the organization answered 'Yes' on Form 990, Part IV, line 12a.

1	Total revenue, gains, and other support per audited financial statements			1	36,923,365.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:				
a	Net unrealized gains (losses) on investments	2a	618,184.		
b	Donated services and use of facilities	2b			
c	Recoveries of prior year grants	2c			
d	Other (Describe in Part XIII.)	2d			
e	Add lines 2a through 2d			2e	618,184.
3	Subtract line 2e from line 1			3	36,305,181.
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:				
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a			
b	Other (Describe in Part XIII.)	4b			
c	Add lines 4a and 4b			4c	
5	Total revenue. Add lines 3 and 4c. *(This must equal Form 990, Part I, line 12.)*			5	36,305,181.

Part XII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return.
Complete if the organization answered 'Yes' on Form 990, Part IV, line 12a.

1	Total expenses and losses per audited financial statements			1	34,432,604.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:				
a	Donated services and use of facilities	2a			
b	Prior year adjustments	2b			
c	Other losses	2c			
d	Other (Describe in Part XIII.)	2d			
e	Add lines 2a through 2d			2e	
3	Subtract line 2e from line 1			3	34,432,604.
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:				
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a			
b	Other (Describe in Part XIII.)	4b			
c	Add lines 4a and 4b			4c	
5	Total expenses. Add lines 3 and 4c. *(This must equal Form 990, Part I, line 18.)*			5	34,432,604.

Part XIII Supplemental Information.

Provide the descriptions required for Part II, lines 3, 5, and 9; Part III, lines 1a and 4; Part IV, lines 1b and 2b; Part V, line 4; Part X, line 2; Part XI, lines 2d and 4b; and Part XII, lines 2d and 4b. Also complete this part to provide any additional information.

PART X - FIN 48 FOOTNOTE

U.S. GENERALLY ACCEPTED ACCOUNTING PRINCIPLES PROVIDE ACCOUNTING AND DISCLOSURE GUIDANCE ABOUT POSITIONS TAKEN BY AN ORGANIZATION IN ITS TAX RETURNS THAT MIGHT BE UNCERTAIN. MANAGEMENT HAS CONSIDERED ITS TAX POSITIONS AND BELIEVES THAT ALL OF THE POSITIONS TAKEN BY THE FOUNDATION IN ITS FEDERAL AND STATE EXEMPT ORGANIZATION TAX RETURNS ARE MORE LIKELY THAN NOT TO BE SUSTAINED UPON EXAMINATION. THE FOUNDATION'S RETURNS FOR THE YEARS ENDED MAY 5, 2018, APRIL 29, 2017, AND APRIL 30, 2016, ARE SUBJECT TO EXAMINATION BY FEDERAL AND STATE TAXING AUTHORITIES, GENERALLY FOR THREE

Part XIII Supplemental Information *(continued)*

PART X - FIN 48 FOOTNOTE (CONTINUED)

YEARS AFTER THEY ARE FILED.

SCHEDULE G (Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information Regarding Fundraising or Gaming Activities

Complete if the organization answered 'Yes' on Form 990, Part IV, line 17, 18, or 19, or if the organization entered more than $15,000 on Form 990-EZ, line 6a.

► Attach to Form 990 or Form 990-EZ.

► Go to *www.irs.gov/Form990* for the latest instructions.

OMB No. 1545-0047

2017

Open to Public Inspection

Name of the organization
THE PETCO FOUNDATION

Employer identification number
33-0845930

Part I **Fundraising Activities.** Complete if the organization answered 'Yes' on Form 990, Part IV, line 17. Form 990-EZ filers are not required to complete this part.

1 Indicate whether the organization raised funds through any of the following activities. Check all that apply.

a ☐ Mail solicitations
b ☐ Internet and email solicitations
c ☐ Phone solicitations
d ☐ In-person solicitations
e ☐ Solicitation of non-government grants
f ☐ Solicitation of government grants
g ☐ Special fundraising events

2 a Did the organization have a written or oral agreement with any individual (including officers, directors, trustees, or key employees listed in Form 990, Part VII) or entity in connection with professional fundraising services? ☐ Yes ☒ No

b If 'Yes,' list the 10 highest paid individuals or entities (fundraisers) pursuant to agreements under which the fundraiser is to be compensated at least $5,000 by the organization.

	(i) Name and address of individual or entity (fundraiser)	(ii) Activity	(iii) Did fundraiser have custody or control of contributions? Yes	(iii) No	(iv) Gross receipts from activity	(v) Amount paid to (or retained by) fundraiser listed in column (i)	(vi) Amount paid to (or retained by) organization
1							
2							
3							
4							
5							
6							
7							
8							
9							
10							
Total ►							0.

3 List all states in which the organization is registered or licensed to solicit contributions or has been notified it is exempt from registration or licensing.

Part II Fundraising Events. Complete if the organization answered 'Yes' on Form 990, Part IV, line 18, or reported more than $15,000 of fundraising event contributions and gross income on Form 990-EZ, lines 1 and 6b. List events with gross receipts greater than $5,000.

		(a) Event #1 GOLF TOURNAMEN (event type)	(b) Event #2 GALA (event type)	(c) Other events NONE (total number)	(d) Total events (add column (a) through column (c))
REVENUE	1 Gross receipts	1,032,500.	726,309.		1,758,809.
	2 Less: Contributions	739,986.	59,826.		799,812.
	3 Gross income (line 1 minus line 2)	292,514.	666,483.		958,997.
DIRECT EXPENSES	4 Cash prizes				
	5 Noncash prizes	55,398.	26,838.		82,236.
	6 Rent/facility costs	20,225.	22,613.		42,838.
	7 Food and beverages	110,183.	123,516.		233,699.
	8 Entertainment		118,140.		118,140.
	9 Other direct expenses	106,708.	375,376.		482,084.
	10 Direct expense summary. Add lines 4 through 9 in column (d)				958,997.
	11 Net income summary. Subtract line 10 from line 3, column (d)				

Part III Gaming. Complete if the organization answered 'Yes' on Form 990, Part IV, line 19, or reported more than $15,000 on Form 990-EZ, line 6a.

		(a) Bingo	(b) Pull tabs/instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (add column (a) through column (c))
REVENUE	1 Gross revenue				
DIRECT EXPENSES	2 Cash prizes				
	3 Noncash prizes				
	4 Rent/facility costs				
	5 Other direct expenses				
	6 Volunteer labor	☐ Yes % ☐ No	☐ Yes % ☐ No	☐ Yes % ☐ No	
	7 Direct expense summary. Add lines 2 through 5 in column (d)				
	8 Net gaming income summary. Subtract line 7 from line 1, column (d)				

9 Enter the state(s) in which the organization conducts gaming activities: _____

a Is the organization licensed to conduct gaming activities in each of these states? ☐ Yes ☐ No

b If 'No,' explain: _____

10 a Were any of the organization's gaming licenses revoked, suspended, or terminated during the tax year? ☐ Yes ☐ No

b If 'Yes,' explain: _____

11 Does the organization conduct gaming activities with nonmembers? ☐ Yes ☐ No

12 Is the organization a grantor, beneficiary or trustee of a trust, or a member of a partnership or other entity formed to administer charitable gaming? ☐ Yes ☐ No

13 Indicate the percentage of gaming activity conducted in:

a The organization's facility	13a	%
b An outside facility	13b	%

14 Enter the name and address of the person who prepares the organization's gaming/special events books and records:

Name ►

Address ►

15a Does the organization have a contract with a third party from whom the organization receives gaming revenue? ☐ Yes ☐ No

b If 'Yes,' enter the amount of gaming revenue received by the organization ► $ _____ and the amount of gaming revenue retained by the third party ► $ _____

c If 'Yes,' enter name and address of the third party:

Name ►

Address ►

16 Gaming manager information:

Name ►

Gaming manager compensation ► $ _____

Description of services provided ►

☐ Director/officer ☐ Employee ☐ Independent contractor

17 Mandatory distributions:

a Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license? ☐ Yes ☐ No

b Enter the amount of distributions required under state law to be distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year ► $

Part IV **Supplemental Information.** Provide the explanations required by Part I, line 2b, columns (iii) and (v); and Part III, lines 9, 9b, 10b, 15b, 15c, 16, and 17b, as applicable. Also provide any additional information. See instructions.

SCHEDULE I (Form 990)

Department of the Treasury
Internal Revenue Service

Grants and Other Assistance to Organizations, Governments, and Individuals in the United States

Complete if the organization answered 'Yes' on Form 990, Part IV, line 21 or 22.
► Attach to Form 990.
► Go to *www.irs.gov/Form990* for the latest information

OMB No. 1545-0047

2017

Open to Public Inspection

Name of the organization THE PETCO FOUNDATION

Employer identification number 33-0845930

Part I General Information on Grants and Assistance

1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? ..... [X] Yes [ ] No

2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States. SEE PART IV

Part II Grants and Other Assistance to Domestic Organizations and Domestic Governments. Complete if the organization answered 'Yes' on Form 990, Part IV, line 21, for any recipient that received more than $5,000. Part II can be duplicated if additional space is needed.

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section (if applicable)	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of noncash assistance	(h) Purpose of grant or assistance
(1) A FOREVER-HOME RESCUE FOUNDAT P.O. BOX 222801 CHANTILLY, VA 20153	43-1977921	501(C)(3)	12,380.	0.			GENERAL SUPPORT
(2) 4 PAWS 4 LIFE RESCUE 3000 SOUTH JAMAICA CT, STE 14 AURORA, CO 80014	45-4932922	501(C)(3)	38,936.	0.			GENERAL SUPPORT
(3) A NEW BEGINNING ANIMAL RESCUE PO BOX 1395 LAYTON, UT 84041	65-1310313	501(C)(3)	9,309.	0.			GENERAL SUPPORT
(4) 2 BLONDES ALL BREED RESCUE 7695 LOUVIERS BLVD LOUVIERS, CO 80131	47-2863183	501(C)(3)	35,770.	0.			GENERAL SUPPORT
(5) 4 PAWS 4 PATRIOTS 27895 DIAZ RD, STE B TEMECULA, CA 92590	45-4839296	501(C)(3)	25,000.	0.			GENERAL SUPPORT
(6) A PAW AND A PRAYER RESCUE 738 SUNSET MTN. DR. CHATTANOOGA, TN 37421	80-0917399	501(C)(3)	12,150.	0.			GENERAL SUPPORT
(7) A LIFE TO LIVE ANIMAL SHELTER 6814 HUNTERS TRACE LANE BAYTOWN, TX 77521	47-1817617	501(C)(3)	6,888.	1,585.	FMV	MERCHANDISE	GENERAL SUPPORT
(8) A PAWSITIVE APPROACH P.O. BOX 5077 CERRITOS, CA 90703	45-3066494	501(C)(3)	3,782.	3,886.	FMV	MERCHANDISE	GENERAL SUPPORT

2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table ..... ► 760

3 Enter total number of other organizations listed in the line 1 table ..... ► 0

Part III **Grants and Other Assistance to Domestic Individuals.** Complete if the organization answered 'Yes' on Form 990, Part IV, line 22. Part III can be duplicated if additional space is needed.

	(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of noncash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of noncash assistance
1						
2						
3						
4						
5						
6						
7						

Part IV **Supplemental Information.** Provide the information required in Part I, line 2; Part III, column (b); and any other additional information.

PART I, LINE 2 - PROCEDURES FOR MONITORING USE OF GRANTS FUNDS IN U.S.

ON THE APPLICATION FOR FUNDS, ORGANIZATIONS ARE REQUIRED TO INDICATE HOW THE FUNDS WILL BE UTILIZED. AS ADDITIONAL FUNDS ARE REQUESTED, ORGANIZATIONS ARE REQUIRED TO INDICATE HOW PREVIOUS FUNDS WERE UTILIZED.

THE PETCO FOUNDATION **EIN 33-0845930**
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

	(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grants	(e) Amount of non-cash assistance	(f) Method of valuation	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
9	A PURPOSEFUL RESCUE 1122 Carmona Ave LOS ANGELES, CA 90019	46-3646857	501 (c) (3)	30,000	-			GENERAL SUPPORT
10	A SECOND CHANCE PUPPIES PO BOX 211924 ROYAL PALM BEACH, FL 33421	26-1296492	501 (c) (3)	19,401	-			GENERAL SUPPORT
11	ABANDONED ANIMAL RESCUE PO Box 1206 Tomball, TX 77377	94-3424576	501 (c) (3)	7,000	-			GENERAL SUPPORT
12	ACADIANA ANIMAL AID P.O. BOX 298 CARENCRO, LA 70520	23-7414331	501 (c) (3)	5,411	-			GENERAL SUPPORT
13	ACTION PROGRAMS FOR ANIMALS PO BOX 125 LAS CRUCES, NM 88004	27-0234541	501 (c) (3)	8,215	-			GENERAL SUPPORT
14	ACTORS & OTHERS FOR ANIMALS 11523 BURBANK BLVD. NORTH HOLLYWOOD, CA 91601	95-2783139	501 (c) (3)	42,500	-			GENERAL SUPPORT
15	ADOPT A PET.COM 310 N INDIAN HILL BLVD #800 CLAREMONT, CA 91711	95-4761276	501 (c) (3)	795,000	-			GENERAL SUPPORT

THE PETCO FOUNDATION EIN 33-0845930
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

	(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grants	(e) Amount of non-cash assistance	(f) Method of valuation	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
16	AGEE MEMORIAL WILDLIFE FUND INC 4354 Town Center Blvd, Ste 114-245 El Dorado Hills, CA 95762	88-0435331	501 (c) (3)	18,250	-			GENERAL SUPPORT
17	AIKEN COUNTY SOUTH CAROLINA 1930 University Parkway Aiken, SC 29801	57-6000299	501 (c) (3)	35,000	-			GENERAL SUPPORT
18	ALACHUA COUNTY HUMANE SOCIETY, INC 4205 NW 6TH ST, STE A-1 GAINESVILLE, FL 32609	59-1908492	501 (c) (3)	20,000	-			GENERAL SUPPORT
19	ALL 4 PAWS 708 PETIGRU DR. PAWLEYS ISLAND, SC 29585	45-3676896	501 (c) (3)	40,395	-			GENERAL SUPPORT
20	ALL 4 THE LOVE OF CATS PO BOX 1113 PALATINE, IL 60078	26-3106091	501 (c) (3)	18,875	1,583			GENERAL SUPPORT
21	ALL ABOUT ANIMALS RESCUE 23451 PINEWOOD WARREN, MI 48091	20-3006686	501 (c) (3)	28,000	-			GENERAL SUPPORT
22	ALL ABOUT ANIMALS RESCUE INC 4401 W DAILEY ST. Glendale, AZ 85306	27-5410456	501 (c) (3)	12,000	-			GENERAL SUPPORT

THE PETCO FOUNDATION **EIN 33-0845930**
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

	(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grants	(e) Amount of non-cash assistance	(f) Method of valuation	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
23	ALL ABOUT CATS RESCUE INC 3831 CARREL BLVD. OCEANSIDE, NY 11572	45-2601858	501 (c) (3)	5,000	-			GENERAL SUPPORT
24	ALL ABOUT RESCUE AND FIXIN P.O. BOX 4074 COOKEVILLE, TN 38502	26-0543254	501 (c) (3)	25,912	423	FMV	MERCHANDISE	GENERAL SUPPORT
25	ALLEN COUNTY SPCA 4914 S Hanna St Fort Wayne, IN 46806	35-6042135	501 (c) (3)	10,200	-			GENERAL SUPPORT
26	ALLEY CAT ADVOCATES, INC. 3044 Bardstown Rd, #204 Louisville, KY 40205	61-1343210	501 (c) (3)	15,000	-			GENERAL SUPPORT
27	ALMOST HOME FOUNDATION P.O. BOX 308 ELK GROVE VILLAGE, IL 60009	04-3805366	501 (c) (3)	13,931	-			GENERAL SUPPORT
28	ALTERED TAILS 950 W. HATCHER PHOENIX, AZ 85021	02-0710228	501 (c) (3)	90,000	-			GENERAL SUPPORT
29	AMERICAN HUMANE ASSOCIATION 1400 16TH ST. NW, STE 360 WASHINGTON, DC 20036	84-0432950	501 (c) (3)	5,000	-			GENERAL SUPPORT

THE PETCO FOUNDATION **EIN 33-0845930**
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

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30	AMERICAN PIT BULL FOUNDATION 7708 MATTHEWS MINT HILL RD MINT HILL, NC 28227	27-2172311	501 (c) (3)	7,500	-			GENERAL SUPPORT
31	ANDERSONS ANIMAL SHELTER 1000 S LA FOX ST SOUTH ELGIN, IL 60177	36-6164626	501 (c) (3)	99,890	2,320	FMV	MERCHANDISE	GENERAL SUPPORT
32	ANGELS AMONG US PET RESCUE INC PO BOX 821 ALPHARETTA, GA 30009	27-1228232	501 (c) (3)	5,000	-			GENERAL SUPPORT
33	ANGELS OF ASSISI 415 CAMPBELL AVE., SW ROANOKE, VA 24016	54-2021941	501 (c) (3)	50,156	-			GENERAL SUPPORT
34	ANICIRA VETERINARY CENTER 1992 Medical Ave HARRISONBURG, VA 22801	20-8358468	501 (c) (3)	51,075	-			GENERAL SUPPORT
35	ANIMAL ADVOCATES PO BOX 1924 BARNWELL, SC 29812	81-0679304	501 (c) (3)	5,000	-			GENERAL SUPPORT
36	ANIMAL AID OF VERMILION 5937 Veterans Memorial Drive Abbeville, LA 70510	72-1213047	501 (c) (3)	5,000	-			GENERAL SUPPORT

THE PETCO FOUNDATION EIN 33-0845930
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

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37	ANIMAL ALLIANCE OF GALVESTON 1014 BAYOU RD LAMARQUE, TX 77568	46-0499199	501 (c) (3)	59,000	-			GENERAL SUPPORT
38	ANIMAL ALLIES HUMANE SOCIETY 4006 AIRPORT RD. DULUTH, MN 55811	41-0917362	501 (c) (3)	5,200	-			GENERAL SUPPORT
39	ANIMAL ALLIES RESCUE FOUNDATION P.O. Box 6446 Baltimore, MD 21230	45-5074781	501 (c) (3)	14,126	-			GENERAL SUPPORT
40	ANIMAL BALANCE 6606A DANA ST OAKLAND, CA 94609	68-0630714	501 (c) (3)	75,000	-			GENERAL SUPPORT
41	ANIMAL CARE CENTERS OF NYC 11 PARK PLACE NEW YORK, NY 10007	13-3788986	501 (c) (3)	408,334	-			GENERAL SUPPORT
42	ANIMAL DEFENSE LEAGUE 11300 Nacogdoches Rd SAN ANTONIO, TX 78217	74-6002033	501 (c) (3)	95,400	664	FMV	MERCHANDISE	GENERAL SUPPORT
43	ANIMAL DEFENSE LEAGUE OF ARIZONA P.O. Box 33093 PHOENIX, AZ 85067	74-2493030	501 (c) (3)	70,000	-			GENERAL SUPPORT

THE PETCO FOUNDATION **EIN 33-0845930**
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

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44	ANIMAL FOUNDATION 655 N. MOJAVE RD. Las Vegas, NV 89101	88-0144253	501 (c) (3)	200,576	-			GENERAL SUPPORT
45	ANIMAL HOUSE SHELTER 1628 COLONIAL PARKWAY INVERNESS, IL 60067	36-4483106	501 (c) (3)	10,000	-			GENERAL SUPPORT
46	ANIMAL HUMANE ASOC. OF NEW MEXICO, INC. 615 VIRGINIA ST. SE Albuquerque, NM 87108	85-0207652	501 (c) (3)	5,000	-			GENERAL SUPPORT
47	ANIMAL OUTREACH OF THE MOTHER LODE 6101 Enterprise Suite B Diamond Springs, CA 95619	68-0272499	501 (c) (3)	9,000	-			GENERAL SUPPORT
48	ANIMAL PROTECTION LEAGUE OF PO BOX 51 FORT WALTON BEACH, FL 32549	59-2209190	501 (c) (3)	8,750	-			GENERAL SUPPORT
49	ANIMAL PROTECTION SOCIETY OF DURHAM 2117 E Club Blvd. Durham, NC 27704	56-1047100	501 (c) (3)	12,500	-			GENERAL SUPPORT
50	ANIMAL PROTECTIVE ASSOC. OF MO. 1705 S Hanley Rd St Louis, MO 63144	43-0699783	501 (c) (3)	12,000	-			GENERAL SUPPORT

THE PETCO FOUNDATION **EIN 33-0845930**
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

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51	ANIMAL REFUGE LEAGUE P.O. BOX 336 WESTBROOK, ME 4098	01-0212541	501 (c) (3)	31,450	-			GENERAL SUPPORT
52	ANIMAL RESCUE & ADOPTION AGENCY INC 13976 Denton Rd JACKSONVILLE, FL 32226	22-3934936	501 (c) (3)	14,450	-			GENERAL SUPPORT
53	ANIMAL RESCUE COALITION 6320 TOWER LN SARASOTA, FL 34240	65-0950292	501 (c) (3)	15,000	-			GENERAL SUPPORT
54	ANIMAL RESCUE FOUNDATION OF LA P.O. BOX 53501 LAFAYETTE, LA 70505	72-1442548	501 (c) (3)	4,076	1,909	FMV	MERCHANDISE	GENERAL SUPPORT
55	ANIMAL RESCUE LEAGUE OF BERKS CNTY INC 58 KENNEL RD BIRDSBORO, PA 19508	23-1417505	501 (c) (3)	25,561	-			GENERAL SUPPORT
56	ANIMAL SERVICE CENTER OF MESILLA VALLEY 3551 BATAAN MEMORIAL WEST LAS CRUCES, NM 88012	26-4297265	501 (c) (3)	38,000	-			GENERAL SUPPORT
57	ANIMAL SHELTER, INC. 17 Laurelwood Rd Sterling, MA 1564	04-3236868	501 (c) (3)	5,000	-			GENERAL SUPPORT

THE PETCO FOUNDATION EIN 33-0845930
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
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58	ANIMAL SPAY & NEUTER 3524 KOA WAY AUBURN, CA 95602	68-0301201	501 (c) (3)	35,000	-			GENERAL SUPPORT
59	ANIMAL WELFARE ASOCIATION INC 509 Centennial Blvd Voorhees Twp, NJ 8043	22-1752792	501 (c) (3)	16,259	-			GENERAL SUPPORT
60	ANIMAL WELFARE LEAGUE 3519 Drance Street Port Charlotte, FL 33980	59-1146309	501 (c) (3)	31,000	316	FMV	MERCHANDISE	GENERAL SUPPORT
61	ANJELLICLE CATS RESCUE INC 570 FORT WASHINGTON AVE, APT 8L NEW YORK, NY 10033	26-0129778	501 (c) (3)	15,982	130	FMV	MERCHANDISE	GENERAL SUPPORT
62	APPALACHIAN SOCIETY FOR THE PREVENTION 367 US Hwy 119 N Pikeville, KY 41501	27-1273025	501 (c) (3)	21,801	-			GENERAL SUPPORT
63	ARENAC COUNTY ANIMAL CONTROL 3750 FOCO RD STANDISH, MI 48658	38-6004835	501 (c) (3)	35,000	-			GENERAL SUPPORT
64	ARIZONA ANIMAL RESCUE MISSION, INC 939 S 48th St. Ste 212 Tempe, AZ 85281	47-3498605	501 (c) (3)	5,000	-			GENERAL SUPPORT

THE PETCO FOUNDATION EIN 33-0845930
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

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65	ARIZONA SMALL DOG RESCUE 1102 W Hatcher Rd PHOENIX, AZ 85021	26-3993160	501 (c) (3)	18,600	-			GENERAL SUPPORT
66	ARK - VALLEY HUMANE SOCIETY P.O. BOX 1335 BUENA VISTA, CO 81211	84-1161648	501 (c) (3)	8,000	-			GENERAL SUPPORT
67	ASHEVILLE HUMANE SOCIETY 14 FOREVER FRIEND LANE ASHEVILLE, NC 28806	56-1444098	501 (c) (3)	40,315	-			GENERAL SUPPORT
68	ASHLEY VALLEY COMMUNITY CATS po box 141 Vernal, UT 84078	46-2197750	501 (c) (3)	5,485	-			GENERAL SUPPORT
69	ASPCA 424 E. 92ND ST. NEW YORK, NY 10128	13-1623829	501 (c) (3)	5,075	121,044	FMV	MERCHANDISE	GENERAL SUPPORT
70	ASTASIAS ANGELS ANIMAL RESCUE 17422 Sanjeev Nevada, TX 75173	46-3875521	501 (c) (3)	10,250	-			GENERAL SUPPORT
71	ASTRO FOUNDATION 10610 Gibbs Drive Oakdale, CA 95361	46-0873232	501 (c) (3)	7,685	-			GENERAL SUPPORT

THE PETCO FOUNDATION **EIN 33-0845930**
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

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72	ATLANTA HUMANE SOCIETY & SPCA 981 HOWELL MILL RD. NW ATLANTA, GA 30318	58-0685900	501 (c) (3)	50,000	-			GENERAL SUPPORT
73	AUSTIN ANIMAL CENTER 7201 LEVANDER LOOP, BLDG A AUSTIN, TX 78702	74-6000085	501 (c) (3)		28,959	FMV	MERCHANDISE	GENERAL SUPPORT
74	AUSTIN HUMANE SOCIETY 124 W. ANDERSON LN. AUSTIN, TX 78752	74-6013665	501 (c) (3)	50,600	-			GENERAL SUPPORT
75	AUSTIN PETS ALIVE P.O. BOX 6247 AUSTIN, TX 78762	74-2893360	501 (c) (3)	54,085	2,737	FMV	MERCHANDISE	GENERAL SUPPORT
76	AUTAUGA COUNTY HUMANE SHELTER 1009 RUEBEN ROAD PRATTVILLE, AL 36067	63-0884134	501 (c) (3)	20,000	-			GENERAL SUPPORT
77	AVIAN SANCTUARY AND PROTECTION 1232 W PARKWAY AVE WEST VALLEY CITY, UT 84119	27-2857728	501 (c) (3)	9,120	-			GENERAL SUPPORT
78	AZRAELS PLACE NFP PO BOX 162 Lyons, IL 60534	47-2861968	501 (c) (3)	5,455	-			GENERAL SUPPORT

THE PETCO FOUNDATION EIN 33-0845930
TAX YEAR 2017 (FYE 5/5/2018)
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79	B.A.R.C. P.O. BOX 735 BIG BEAR CITY, CA 92314	93-1201887	501 (c) (3)	15,854	-			GENERAL SUPPORT
80	BACK STREET CAT RESCUE INC 214 maple ave bethesda, MD 43719	46-4321309	501 (c) (3)	9,019	-			GENERAL SUPPORT
81	BALTIMORE ANIMAL RESCUE 301 Stockholm St Baltimore, MD 21230	86-1130456	501 (c) (3)	288,556	-			GENERAL SUPPORT
82	BARC 818 SPRING CREST DR FENTON, MO 63026	30-0021149	501 (c) (3)	15,000	-			GENERAL SUPPORT
83	BARK AVENUE FOUNDATION 1413 1/2 W. Kenneth Road, #245 Glendale, CA 91201	20-1329182	501 (c) (3)	640,000	-			GENERAL SUPPORT
84	BATON ROUGE SPAY AND NEUTER 7807 GREENWELL SPRINGS RD BATON ROUGE, LA 70814	72-1460312	501 (c) (3)	20,000	-			GENERAL SUPPORT
85	BATTLE BUDDY SERVICE DOGS INC PO Box 794 Peculiar, MO 64078	47-5029335	501 (c) (3)	5,000	-			GENERAL SUPPORT

THE PETCO FOUNDATION **EIN 33-0845930**
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
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86	Bayou Animal Services 3120 Deats Rd Dickinson, TX 77539	74-2139604	501 (c) (3)	510,000	942	FMV	MERCHANDISE	GENERAL SUPPORT
87	BEAT THE HEAT ALLIANCE INC 318 Far Side Dr. Rogersville, TN 37857	45-5425390	501 (c) (3)	7,250	-			GENERAL SUPPORT
88	BEAVER COUNTY HUMANE SOCIETY 3394 Brodhead Road Aliquippa, PA 15001	25-1064313	501 (c) (3)	23,484	197	FMV	MERCHANDISE	GENERAL SUPPORT
89	BECKONING CAT PROJECT 1417 E. THIRD ST WILLIAMSPORT, PA 17701	46-2124464	501 (c) (3)	7,500	-			GENERAL SUPPORT
90	BEND SPAY AND NEUTER PROJECT 910 SE WILSON AVE, STE A1 BEND, OR 97702	71-0977598	501 (c) (3)	7,250	-			GENERAL SUPPORT
91	BERGIN UNIVERSITY OF CANINE STUDIES 5860 LABATH AVENUE ROHNERT PARK, CA 94928	68-0259118	501 (c) (3)	5,000	-			GENERAL SUPPORT
92	BEST FRIEND ANIMAL SOCIETY 5001 ANGEL CANYON RD KANAB, UT 84741	23-7147797	501 (c) (3)	135,000	13,134	FMV	MERCHANDISE	GENERAL SUPPORT

THE PETCO FOUNDATION **EIN 33-0845930**
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

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93	BEST FRIENDS ANIMAL SOCIETY 15321 S. BRAND BLVD. MISSION HILLS, CA 91345		501 (c) (3)	200	-			GENERAL SUPPORT
94	BESTO INC 520 W 43rd St 14J NEW YORK, NY 10036	46-4223350		5,000	-			GENERAL SUPPORT
95	BITTER ROOT HUMANE ASSOCIATION 262 Fairgrounds Road Hamilton, MT 59840	81-0351709	501 (c) (3)	5,000	-			GENERAL SUPPORT
96	BOONE COUNTY ANIMAL SHELTER 5643 IDLEWILD ROAD BURLINGTON, KY 41005	61-6000718	501 (c) (3)	15,156	-			GENERAL SUPPORT
97	BRANDYWINE VALLEY SPCA 1212 Phoenixville Pike West Chester, PA 19380	23-1381030	501 (c) (3)	425,500	-			GENERAL SUPPORT
98	BRAZORIA COUNTY SPCA P.O. BOX 3291 LAKE JACKSON, TX 77566	23-7404451	501 (c) (3)	385,356	2,820	FMV	MERCHANDISE	GENERAL SUPPORT
99	BROOKES LEGACY ANIMAL RESCUE 1125 LOGAN BLVD. NAPLES, FL 34116	20-4518210	501 (c) (3)	5,089	490	FMV	MERCHANDISE	GENERAL SUPPORT

THE PETCO FOUNDATION **EIN 33-0845930**
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
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100	BROOKHAVEN ANIMAL RESCUE LEAGUE P. O. Box 3477 Brookhaven, MS 39602	64-0659454	501 (c) (3)	8,500	-			GENERAL SUPPORT
101	BROOKLYN ANIMAL RESOURCE COALITION 86 North 1st St Brooklyn, NY 11249	11-3179166	501 (c) (3)	10,000	-			GENERAL SUPPORT
102	BROTHER WOLF ANIMAL RESCUE P.O. BOX 8195 ASHEVILLE, NC 28814	20-8787719	501 (c) (3)	18,480	-			GENERAL SUPPORT
103	BROWN COUNTY HUMANE SOCIETY PO BOX 512 NEW ULM, MN 56073	41-1404285	501 (c) (3)	6,200	-			GENERAL SUPPORT
104	BULLIES AND BUDDIES RESCUE 507 North Helberta Redondo Beach, CA 90277	45-0624014	501 (c) (3)	5,000	-			GENERAL SUPPORT
105	BUNNY WORLD FOUNDATION 4470 W SUNSET BLVD, STE 482 LOS ANGELES, CA 90027	26-3792479	501 (c) (3)	10,815	-			GENERAL SUPPORT
106	C A R E 4PAWS INC 8250 SANTA ROSA RD BUELLTON, CA 93427	27-0207473	501 (c) (3)	5,000	-			GENERAL SUPPORT

THE PETCO FOUNDATION **EIN 33-0845930**
TAX YEAR 2017 (FYE 5/5/2018)
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107	CACHE HUMANE SOCIETY 2370 WEST 200 NORTH LOGAN, UT 84323	51-0187825	501 (c) (3)	30,000	-			GENERAL SUPPORT
108	CALHOUN COUNTY HUMANE SOCIETY PO Box 1505 Port Lavaca, TX 77979	34-2042312	501 (c) (3)	52,500	-			GENERAL SUPPORT
109	CALI FID PARROT & EXOTICS 2118 Davis Way Modesto, CA 95351	45-2433107	501 (c) (3)	18,253	-			GENERAL SUPPORT
110	CANINE ASSISTANTS 3160 FRANCIS RD MILTON, GA 30004	58-1974410	501 (c) (3)	7,500	-			GENERAL SUPPORT
111	CANINE ASSISTED THERAPY 1040 NE 45TH ST. OAKLAND PARK, FL 33334	27-0700622	501 (c) (3)	5,000	-			GENERAL SUPPORT
112	CANINE COMMANDOS INC PO Box 360861 Melbourne, FL 32936	81-5363807	501 (c) (3)	10,000	-			GENERAL SUPPORT
113	CANINE COMPANIONS FOR P.O. BOX 446 SANTA ROSA, CA 95402	94-2494324	501 (c) (3)	5,000	-			GENERAL SUPPORT

THE PETCO FOUNDATION EIN 33-0845930
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
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114	CANINE COMPANIONS FOR P.O. BOX 4568 OCEANSIDE, CA 92052		501 (c) (3)	1,000	-			GENERAL SUPPORT
115	CANINES N KIDS FOUNDATION 25329 Jenny Lane South Riding, VA 20152	81-2768684	501 (c) (3)	175,000	-			GENERAL SUPPORT
116	CANINES WITH A CAUSE PO BOX 680426 PARK CITY, UT 84068	27-4402344	501 (c) (3)	10,000	-			GENERAL SUPPORT
117	CAPE ANN ANIMAL AID ASSOCIATION INC 4 PAWS LANE Gloucester, MA 1930	04-2374914	501 (c) (3)	15,785	-			GENERAL SUPPORT
118	CAPITOL AREA RESCUE EFFORT 6890 Hughes Road Sandston, VA 23150	45-2480616	501 (c) (3)	24,700	-			GENERAL SUPPORT
119	CAROL HOUSE QUICK FIX PET CLINIC 1218 South Jefferson ST. LOUIS, MO 63104	90-0595857	501 (c) (3)	14,000	-			GENERAL SUPPORT
120	CAROLINA CANINES FOR SERVICE INC 221 Old Dairy Rd Unit 1 WILMINGTON, NC 28405	56-2118747	501 (c) (3)	30,000	-			GENERAL SUPPORT

THE PETCO FOUNDATION **EIN 33-0845930**
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
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121	CARROLL COUNTY ANIMAL SHELTER 251 AUTOMATION DR CARROLLTON, GA 30117	58-6000794	501 (c) (3)	50,000	-			GENERAL SUPPORT
122	CARROLL COUNTY HUMANE SOCIETY 396 Euclid Ave. McKenzie, TN 38229	62-1794932	501 (c) (3)	22,000	-			GENERAL SUPPORT
123	CARUTHERSVILLE HUMANE SOCIETY PO BOX 525 HYATI, MO 63851	43-1519794	501 (c) (3)	15,773	-			GENERAL SUPPORT
124	CAT ADOPTION TEAM 14175 SW Galbreath Dr Sherwood, OR 97140	20-0773189	501 (c) (3)	41,150	125	FMV	MERCHANDISE	GENERAL SUPPORT
125	CAT MATCHERS P.O. BOX 262571 PLANO, TX 75026	35-2302714	501 (c) (3)	11,230	-			GENERAL SUPPORT
126	CAT TOWN P.O. Box 18675 OAKLAND, CA 94619	27-3838132	501 (c) (3)	55,000	-			GENERAL SUPPORT
127	CATS CATS CATS RESCUE 3022 Steiner Ave SANTA MONICA, CA 90405	81-1875595	501 (c) (3)	18,868	3,142	FMV	MERCHANDISE	GENERAL SUPPORT

THE PETCO FOUNDATION **EIN 33-0845930**
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
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128	CATS CRADLE SHENANDOAH VALLEY P.O. BOX 2128 HARRISONBURG, VA 22801	20-3269224	501 (c) (3)	6,500	-			GENERAL SUPPORT
129	CATWORKS INC PO BOX 15171 READING, PA 19612	76-0714463	501 (c) (3)	5,775	-			GENERAL SUPPORT
130	CEDAR VALLEY HUMANE SOCIETY 7411 MT. VERNON ROAD SE CEDAR RAPIDS, IA 52403	42-0814023	501 (c) (3)	10,000	-			GENERAL SUPPORT
131	CELL DOGS INC PO BOX 23148 SANTA ANA, CA 92711	02-0536487	501 (c) (3)	20,000	-			GENERAL SUPPORT
132	CENTER FOR ANIMAL HEALTH & WELFARE 1165 Island Park Rd Easton, PA 18042	23-6290430	501 (c) (3)	13,960	-			GENERAL SUPPORT
133	CENTRAL MISSOURI HUMANE SOCIETY 616 Big Bear Blvd Columbia, MO 65202	43-0666742	501 (c) (3)	25,000	-			GENERAL SUPPORT
134	CENTRAL NEW YORK CAT COALITION INC P.O. BOX 6182 SYRACUSE, NY 13217	06-1688749	501 (c) (3)	5,750	-			GENERAL SUPPORT

THE PETCO FOUNDATION EIN 33-0845930
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

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135	CENTRAL OKLAHOMA HUMANE SOCIETY PO BOX 18471 Oklahoma City, OK 73154	20-8446621	501 (c) (3)	30,400	-			GENERAL SUPPORT
136	CENTRAL PENNSYLVANIA HUMANE SOCIETY 1837 EAST PLEASANT VLY BLVD ALTOONA, PA 16602	25-6071449	501 (c) (3)	30,282	-			GENERAL SUPPORT
137	CENTRAL VERMONT HUMANE SOCIETY P.O. BOX 687 MONTPELIEK, VT 5601	03-0217066	501 (c) (3)	5,500	-			GENERAL SUPPORT
138	CHARLESTON ANIMAL SOCIETY 2455 REMOUNT RD NORTH CHARLESTON, SC 29406	57-6021863	501 (c) (3)	255,700	-			GENERAL SUPPORT
139	CHARLIES ANGELS ANIMAL RESCUE 5526 HENDERSONVILLE RD. FLETCHER, NC 28732	27-1614841	501 (c) (3)	5,000	-			GENERAL SUPPORT
140	CHARLOTTESVILLE - ALBEMARLE SPCA P.O. BOX 7047 CHARLOTTESVILLE, VA 22906	54-0595009	501 (c) (3)	10,200	-			GENERAL SUPPORT
141	CHATTANEUTER 5950 Brainerd Rd CHATTANOOGA, TN 37421	81-1072918	501 (c) (3)	8,500	-			GENERAL SUPPORT

THE PETCO FOUNDATION **EIN 33-0845930**
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

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142	CHAUTAUQUA COUNTY HUMANE SOCIETY 2825 Struck Road Jamestown, NY 14701	16-6000221	501 (c) (3)	18,000	-			GENERAL SUPPORT
143	CHEYENNE ANIMAL SHELTER 800 Southwest Dr CHEYENNE, WY 82007	83-0217643	501 (c) (3)	20,000	-			GENERAL SUPPORT
144	CITY OF ARANSAS PASS 600 W Cleveland Blvd ARANSAS PASS, TX 78336	74-6000050	501 (c) (3)	75,000	1,109	FMV	MERCHANDISE	GENERAL SUPPORT
145	CITY OF CLEVELAND DIVISION OF ANIMAL 2690 WEST 76TH ST CLEVELAND, OH 44113	34-6000616	501 (c) (3)	10,000	-			GENERAL SUPPORT
146	CITY OF EL PASO ENVIRONMENTAL 7968 SAN PAULO EL PASO, TX 79907	74-6000749	501 (c) (3)	152,240	-			GENERAL SUPPORT
147	CITY OF FORT WORTH ANIMAL CONTROL 4900 Martin Street Fort Worth, TX 76119	75-6000528	501 (c) (3)	50,000	-			GENERAL SUPPORT
148	CITY OF JASPER ALABAMA 2302 Birmingham Ave Jasper, AL 35501	63-6005340	501 (c) (3)	11,125	-			GENERAL SUPPORT

THE PETCO FOUNDATION EIN 33-0845930
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

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149	CITY OF MEMPHIS 2350 APPLING CITY COVE MEMPHIS, TN 38133	62-6000361	501 (c) (3)	25,000	-			GENERAL SUPPORT
150	CITY OF NASSAU BAY 1800 Space Park Dr. Ste 200 Nassau Bay, TX 77058	74-1717482	501 (c) (3)	45,000	-			GENERAL SUPPORT
151	CITY OF NEW ALBANY 215 W Market St New Albany, IN 47150	35-6001130	501 (c) (3)	35,000	-			GENERAL SUPPORT
152	CITY OF SACRAMENTO 2127 Front St Sacramento, CA 95818	94-6000410	501 (c) (3)	309,819	200	FMV	MERCHANDISE	GENERAL SUPPORT
153	CITY OF SAN ANTONIO ANIMAL CARE 4710 HWY. 151 SAN ANTONIO, TX 78227	74-6002070	501 (c) (3)	55,000	1,553	FMV	MERCHANDISE	GENERAL SUPPORT
154	CITY OF WAYNESBORO 1001 Mt. Torrey Road Lyndhurst, VA 22952	54-6001673	501 (c) (3)	45,614	-			GENERAL SUPPORT
155	CITY OF WEATHERFORD 403 Hickory Lane Weatherford, TX 76086	75-6000707	501 (c) (3)	7,500	-			GENERAL SUPPORT

THE PETCO FOUNDATION EIN 33-0845930
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

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156	CLAY COUNTY HUMANE SOCIETY INC 2230 FILMORE ST ORANGE PARK, FL 32065	59-1894727	501 (c) (3)	13,000	-			GENERAL SUPPORT
157	CLEAR CREEK CAT RESCUE PO Box 15231 Fritz Creek, AK 99603	27-2265973	501 (c) (3)	7,250	-			GENERAL SUPPORT
158	CLEAR PATH FOR VETERANS INC 1223 SALT SPRING RD CHITTENANGO, NY 13037	27-5206513	501 (c) (3)	15,000	-			GENERAL SUPPORT
159	CLEVELAND ANIMAL PROTECTIVE LEAGUE 1729 WILLEY AVE CLEVELAND, OH 44113	34-0714644	501 (c) (3)	65,760	-			GENERAL SUPPORT
160	COASTAL HUMANE SOCIETY INC 30 Range Rd Brunswick, ME 4011	01-6021200	501 (c) (3)	15,570	-			GENERAL SUPPORT
161	COASTAL PET RESCUE INC PO Box 30462 Savannah, GA 31406	04-3752526	501 (c) (3)	5,500	-			GENERAL SUPPORT
162	COCHECO VALLEY HUMANE SOCIETY 262 County Farm Cross Rd Dover, NH 3820	22-2561784	501 (c) (3)	10,000	-			GENERAL SUPPORT

THE PETCO FOUNDATION **EIN 33-0845930**
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

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163	COLBERT COUNTY ANIMAL CONTROL 5010 Missouri St Tuscumbia, AL 35674	63-1099888	501 (c) (3)	35,000	-			GENERAL SUPPORT
164	COLBERT VETERINARY RESCUE 41 COUNTY RD. 229 COLBERT, GA 30628	16-1748627	501 (c) (3)	6,118	-			GENERAL SUPPORT
165	COLIATION FOR PETS & PUBLC SAFETY 8581 Santa Monica Blvd, Ste 511 West Hollywood, CA 90069	95-4755210	501 (c) (3)	100,000	-			GENERAL SUPPORT
166	COLONY CATS & DOGS P.O. BOX 163904 COLUMBUS, OH 43216	04-3749543	501 (c) (3)	5,989	694	FMV	MERCHANDISE	GENERAL SUPPORT
167	COLORADO FEDERATION OF ANIMAL PO BOX 22603 DENVER, CO 80222	03-0385844	501 (c) (3)	5,000	-			GENERAL SUPPORT
168	COLORADO STATE UNIVERSITY FOUNDATION 410 UNIVERSITY SERVICES CENTER FORT COLLINS, CO 80523	23-7098397	501 (c) (3)	100,000	-			GENERAL SUPPORT
169	COLUMBUS CONSOLIDATED GOVERNMENT 4910 Milgen Road 602 11th Avenue Building E COLUMBUS, GA 31907	58-1097948	501 (c) (3)	25,000	-			GENERAL SUPPORT

THE PETCO FOUNDATION EIN 33-0845930
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

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170	COMMON SENSE FOR ANIMALS PO BOX 148 Stewartsville, NJ 8886	22-3072154	501 (c) (3)	10,000	-			GENERAL SUPPORT
171	COMMUNITY ANIMAL RESCUE & ADOPTION INC P.O. BOX 231 CLINTON, MS 39060	64-0939568	501 (c) (3)	5,000	-			GENERAL SUPPORT
172	COMMUNITY ANIMAL RESCUE EFFORT PO BOX 1964 EVANSTON, IL 60204	36-3624185	501 (c) (3)	6,200	-			GENERAL SUPPORT
173	COMMUNITY ANIMAL WELFARE SOCIETY 5165 South 900 East SALT LAKE CITY, UT 84117	87-0515959	501 (c) (3)	22,365	-			GENERAL SUPPORT
174	COMMUNITY CONCERN FOR CATS INC P.O. BOX 3795 WALNUT CREEK, CA 94598	94-3037122	501 (c) (3)	10,665	-			GENERAL SUPPORT
175	COMMUNITY SPAY/NEUTER INITIATIVE PTRSHP 1675 Viewpond Dr SE Grand Rapids, MI 49508	38-3463298	501 (c) (3)	32,750	-			GENERAL SUPPORT
176	COMPANION ANIMAL ALLIANCE 2680 PROGRESS ROAD BATON ROUGE, LA 70807	27-1204719	501 (c) (3)	60,000	-			GENERAL SUPPORT

THE PETCO FOUNDATION **EIN 33-0845930**
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

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177	COMPANION ANIMAL RESCUE OF 9894 Airline Hwy Sorrento, LA 70778	90-0877497	501 (c) (3)	40,810	16	FMV	MERCHANDISE	GENERAL SUPPORT
178	COMPANION PET RESUCUE & TRANSPORT 16 Starwood Cv Jackson, TN 38305	20-3595457	501 (c) (3)	14,713	-			GENERAL SUPPORT
179	COMPANIONS FOR HEROES 620 Sea Island Road, Ste 148 Saint Simons Island, GA 31522	27-0648741	501 (c) (3)	25,000	-			GENERAL SUPPORT
180	COMPASSIONATE ANIMAL RESCUE Compassionate Animal Rescue Efforts of Dutchess County Wappingers Falls, NY 12590	81-4559159	501 (c) (3)	23,525	-			GENERAL SUPPORT
181	CONCHO VALLEY PAWS 4001 SUNSET DR, STE. 1072 SAN ANGELO, TX 76904	75-6030459	501 (c) (3)	5,880	65	FMV	MERCHANDISE	GENERAL SUPPORT
182	CONNECTICUT HUMANE SOCIETY 701 Russell Rd Newington, CT 6111	06-0667605	501 (c) (3)	15,000	-			GENERAL SUPPORT
183	CORNELL UNIVERSITY COLLEGE OF PO BOX 39 ITHACA, NY 14853	15-0532082	501 (c) (3)	100,000	-			GENERAL SUPPORT

THE PETCO FOUNDATION **EIN 33-0845930**
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

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184	COUNTY OF CUMBERLAND 4704 CORPORATION DR FAYETTEVILLE, NC 28306	56-6000291	501 (c) (3)	25,000	-			GENERAL SUPPORT
185	COUNTY OF SANTA BARBARA 548 W. Foster Road Santa Maria, CA 93455	95-6002833	501 (c) (3)	25,000	168	FMV	MERCHANDISE	GENERAL SUPPORT
186	COZY CAT ADOPTION CENTER 62 VILLAGE POINT DR POWELL, OH 43065	31-1622554	501 (c) (3)	41,084	139	FMV	MERCHANDISE	GENERAL SUPPORT
187	CUMBERLAND COUNTY SPCA 1244 N. DELSEA DR. Vineland, NJ 8360	21-0677474	501 (c) (3)	30,000	-			GENERAL SUPPORT
188	DALLAS CAT LADY 9870 Kingsman Dr Dallas, TX 75228	45-2647771	501 (c) (3)	6,849	-			GENERAL SUPPORT
189	DALLAS PETS ALIVE 11700 Preston Rd Suite 660 #263 Dallas, TX 75230	46-2768869	501 (c) (3)	5,000	-			GENERAL SUPPORT
190	DEFIANCE COUNTY HUMANE SOCIETY 8648 Scholl Road Mark Center, OH 43536	34-1008989	501 (c) (3)	15,000	-			GENERAL SUPPORT

THE PETCO FOUNDATION **EIN 33-0845930**
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
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191	DELAWARE HUMANE ASSOCIATION 701 A STREET WILMINGTON, DE 19801	51-0082499	501 (c) (3)	7,500	-			GENERAL SUPPORT
192	DOGS PLAYING FOR LIFE 728 ROCKY MOUNTAIN PLACE LONGMONT, CO 80504	46-5559418	501 (c) (3)	250,000	-			GENERAL SUPPORT
193	DOMINO SERVICE DOGS PO BOX 140245 DENVER, CO 80214	46-3426784	501 (c) (3)	10,000	-			GENERAL SUPPORT
194	DOUGLAS COUNTY BOARD 8700 Hospital Drive Douglasville, GA 30134	58-6000818	501 (c) (3)	11,000	-			GENERAL SUPPORT
195	DOWNTOWN DOG RESCUE 10941 GARFIELD PL SOUTH GATE, CA 90280	46-1958507	501 (c) (3)	7,718	-			GENERAL SUPPORT
196	DREAM TEAM ANGELS RESCUE 6132 SW Riverpoint Lane Portland, OR 97239	81-2490596	501 (c) (3)	5,000	-			GENERAL SUPPORT
197	DUMB FRIENDS LEAGUE 2080 S. QUEBEC ST. DENVER, CO 80231	84-0405254	501 (c) (3)	102,817	-			GENERAL SUPPORT

THE PETCO FOUNDATION **EIN 33-0845930**
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

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198	EARLY ALERT CANINES 1641 CHALLENGE DRIVE, STE. 300 CONCORD, CA 94520	27-4237968	501 (c) (3)	5,000	-			GENERAL SUPPORT
199	EAST BAY SPCA 8323 BALDWIN STREET OAKLAND, CA 94621	94-1322202	501 (c) (3)	6,000	-			GENERAL SUPPORT
200	EAST COAST HUMANE SOCIETY 503 TAMIAMI TRAIL SOUTH VENICE, FL 34285	26-1551120	501 (c) (3)	14,473	182	FMV	MERCHANDISE	GENERAL SUPPORT
201	EFFINGHAM COUNTY BOARD 307 HWY 119 South Springfield, GA 31329	58-6000821	501 (c) (3)	15,000	-			GENERAL SUPPORT
202	ELEVENTH HOUR ANIMAL RESCUE INC 21 Mount Pleasant Ave Rockaway Twp, NJ 7801	30-0294525	501 (c) (3)	10,346	-			GENERAL SUPPORT
203	EMBRACE A VET INC PO Box 516 Topsham, ME 4086	45-5463126	501 (c) (3)	20,000	-			GENERAL SUPPORT
204	EPIGENIX FOUNDATION 10825 Queensland St. LOS ANGELES, CA 90034	81-0929302	501 (c) (3)	30,000	-			GENERAL SUPPORT

THE PETCO FOUNDATION **EIN 33-0845930**
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

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205	ETOSHA RESCUE & ADOPTION CENTER 1136 KINGSBURY ST, PMB 128 SEGUIN, TX 78155	31-1630377	501 (c) (3)	10,000	249	FMV	MERCHANDISE	GENERAL SUPPORT
206	ETOWAH COUNTY COMMISSION 12071 HWY. 278 EAST PIEDMONT, AL 35901	63-6001533	501 (c) (3)	6,000	-			GENERAL SUPPORT
207	EVERY DOGS DREAM RESCUE INC 1270 STATE HIGHWAY 206 GREENE, NY 13778	26-4507136	501 (c) (3)	18,101	9,712	FMV	MERCHANDISE	GENERAL SUPPORT
208	FACCS FRIENDS OF 16 W CAMELBACK RD PHOENIX, AZ 85060	86-1008549	501 (c) (3)	10,000	-			GENERAL SUPPORT
209	FACE 10505 SORRENTO VLY RD, STE 175 SAN DIEGO, CA 92121	20-5333261	501 (c) (3)	10,000	-			GENERAL SUPPORT
210	FACE LOW-COST SPAY / NEUTER CLINIC 1505 Massachusetts Ave Indianapolis, IN 46201	35-1917847	501 (c) (3)	37,000	-			GENERAL SUPPORT
211	FAIRFIELD AREA HUMANE SOCIETY P.O. BOX 1109 LANCASTER, OH 43130	31-0952036	501 (c) (3)	10,200	-			GENERAL SUPPORT

THE PETCO FOUNDATION EIN 33-0845930
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
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212	FAITHFUL FRIENDS INC 3 Germay Dr, Ste 4 WILMINGTON, DE 19804	51-0410508	501 (c) (3)	6,641	345	FMV	MERCHANDISE	GENERAL SUPPORT
213	FANCY CATS RESCUE TEAM P.O. Box 182 HERNDON, VA 20172	54-1859914	501 (c) (3)	10,000	-			GENERAL SUPPORT
214	FAUQUIER SPCA P.O. BOX 733 WARRENTON, VA 20188	54-6052515	501 (c) (3)	6,200	-			GENERAL SUPPORT
215	FEARLESS KITTY RESCUE 16832 East Avenue of the Fountains Fountain Hills, AZ 85268	46-0993077	501 (c) (3)	5,000	-			GENERAL SUPPORT
216	FELINE AND CANINE FRIENDS P.O. Box 182 Adams, WI 53910	39-1637054	501 (c) (3)	8,042	-			GENERAL SUPPORT
217	FELINE URBAN RESCUE & REHAB INC PO Box 144 Stewartsville, NJ 8886	04-3753676	501 (c) (3)	10,424	-			GENERAL SUPPORT
218	FELINES AND CANINES 6379 N. PAULINA ST. CHICAGO, IL 60660	36-2922975	501 (c) (3)	5,000	-			GENERAL SUPPORT

THE PETCO FOUNDATION **EIN 33-0845930**
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

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219	FELINES AND FRIENDS NEW MEXICO 369 MONTEZUMA AVE. #320 SANTA FE, NM 87501	27-4453623	501 (c) (3)	3,580	7,268	FMV	MERCHANDISE	GENERAL SUPPORT
220	FERAL CAT COALITION P.O. BOX 82734 Portland, OR 97282	93-1168181	501 (c) (3)	13,200	-			GENERAL SUPPORT
221	FERAL CAT CONSORTIUM 4 SUMMER HAVEN CT MADISONVILLE, LA 70447	20-1319774	501 (c) (3)	8,250	-			GENERAL SUPPORT
222	FERAL CAT SPAY/NEUTER PROJECT 4001 198TH STREET SW, #3 LYNNWOOD, WA 98036	91-1827152	501 (c) (3)	10,000	-			GENERAL SUPPORT
223	FIDO FRIENDLY INC PO BOX 160 MARSING, ID 83639	77-0574301		25,000	-			GENERAL SUPPORT
224	FIRST COAST NO MORE HOMELESS PETS, INC. 6817 NORWOOD AVE. JACKSONVILLE, FL 32225	01-0709158	501 (c) (3)	278,000	-			GENERAL SUPPORT
225	FIRST STATE ANIMAL CENTER AND SPCA 32 Shelter Circle Camden, DE 19934	51-6018851	501 (c) (3)	18,653	135	FMV	MERCHANDISE	GENERAL SUPPORT

THE PETCO FOUNDATION **EIN 33-0845930**
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

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226	FIVE ACRES ANIMAL SHELTER 1099 Pralle Ln St Charles, MO 63303	01-0756138	501 (c) (3)	6,000	-			GENERAL SUPPORT
227	FIX FOUNDATION P.O. BOX 181 FRANKLIN, KY 42135	81-0660851	501 (c) (3)	20,873	1,692	FMV	MERCHANDISE	GENERAL SUPPORT
228	FIX OUR FERALS 12226 SAN PABLO AVE Richmond, CA 94805	94-3297241	501 (c) (3)	15,000	-			GENERAL SUPPORT
229	FIXNATION INC 7680 CLYBOURN AVE. LOS ANGELES, CA 91352	83-0452460	501 (c) (3)	65,000	-			GENERAL SUPPORT
230	FLAGLER HUMANE SOCIETY 1 Shelter Dr Palm Coast, FL 32137	59-2247034	501 (c) (3)	20,600	226	FMV	MERCHANDISE	GENERAL SUPPORT
231	FLATHEAD COUNTY ANIMAL SHELTER 1035 1st Ave West KALISPELL, MT 59901	81-6001361	501 (c) (3)	10,000	-			GENERAL SUPPORT
232	FLORIDA KEYS SCTY FOR THE PREVENTION 5230 COLLEGE RD KEY WEST, FL 33040	65-0891564	501 (c) (3)	50,000	-			GENERAL SUPPORT

THE PETCO FOUNDATION EIN 33-0845930
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

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233	FLOYD FELINES INC P O Box 2364 Rome, GA 30165	47-4066488	501 (c) (3)	5,000	-			GENERAL SUPPORT
234	FOOTHILLS ANIMAL SHELTER 580 MCINTYRE ST. GOLDEN, CO 80401	84-1311450	501 (c) (3)	45,000	-			GENERAL SUPPORT
235	FOR ALL ANIMALS INC 4520 WARDS CHAPEL RD OWINGS MILLS, MD 21117	47-0980243	501 (c) (3)	10,000	-			GENERAL SUPPORT
236	FOR OUR FRIENDS INC P.O. BOX 203 OAKLAND GARDENS, NY 11364	11-3208977	501 (c) (3)	10,000	-			GENERAL SUPPORT
237	FOR PETS SAKE P.O. BOX 8081 SPRINGDALE, AR 72766	81-0653162	501 (c) (3)	8,545	-			GENERAL SUPPORT
238	FOREVER FRIENDS FOUNDATION P.O. BOX 670903 NORTHFIELD, OH 44067	04-3769578	501 (c) (3)	14,329	552	FMV	MERCHANDISE	GENERAL SUPPORT
239	FOREVER FRIENDS HUMANE SOCIETY 103766 SOUTH 4650 ROAD SALLISAW, OK 74955	84-1653612	501 (c) (3)	5,725	-			GENERAL SUPPORT

THE PETCO FOUNDATION **EIN 33-0845930**
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

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240	FORGOTTEN CATS INC 4023 Kennett Pike Suite 422 GREENVILLE, DE 19807	20-0691180	501 (c) (3)	24,975	-			GENERAL SUPPORT
241	FORT BEND COUNTY 1210 Blume Road Rosenberg, TX 77471	74-6001969	501 (c) (3)	75,000	-			GENERAL SUPPORT
242	FORTE ANIMAL RESCUE PO Box 10085 Marina del Rey, CA 90292	83-0348522	501 (c) (3)	5,000	-			GENERAL SUPPORT
243	FOSTER DOGS INCORPORATED 592 2nd Street Brooklyn, NY 11215	46-3203405	501 (c) (3)	10,000	-			GENERAL SUPPORT
244	FRANCES R WILLIS SPCA 136 Four Paws Lane SUMMERVILLE, SC 29483	57-0620182	501 (c) (3)	25,433	-			GENERAL SUPPORT
245	FRANKIE FOUNDATION 4 Topic Ct Little Rock, AR 72223	47-3264571	501 (c) (3)	5,000	-			GENERAL SUPPORT
246	FRANKIES FRIENDS CAT RESCUE 421 9TH ST. NEW KENSINGTON, PA 15068	27-2709226	501 (c) (3)	13,572	46	FMV	MERCHANDISE	GENERAL SUPPORT

THE PETCO FOUNDATION EIN 33-0845930
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

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247	FREEDOM SERVICE DOGS, INC. 7193 S Dillon Ct. Englewood, CO 80112	84-1068936	501 (c) (3)	25,200	-			GENERAL SUPPORT
248	FRESNO HOPE ANIMAL FOUNDATION 5490 W SPRUCE AVE FRESNO, CA 93722	77-0508414	501 (c) (3)	70,000	-			GENERAL SUPPORT
249	FRIENDS FOR LIFE CAT RESCUE 8150 Ball Rd Frederick, MD 21704	20-8218616	501 (c) (3)	9,750	-			GENERAL SUPPORT
250	FRIENDS OF CEDAREDGE ANIMAL CONTROL 24774 RHAPSODY ROAD CEDAREDGE, CO 81413	75-3047960	501 (c) (3)	5,000	-			GENERAL SUPPORT
251	FRIENDS OF FELINES PO BOX 475 CASTLE HAYNE, NC 28429	56-1973859	501 (c) (3)	9,250	-			GENERAL SUPPORT
252	FRIENDS OF LEAGUE CITY ANIMAL SHELTER P.O.BOX 57069 WEBSTER, TX 77598	26-4034216	501 (c) (3)	10,230	644	FMV	MERCHANDISE	GENERAL SUPPORT
253	FRIENDS OF MADERA ANIMAL SHELTER P.O. BOX 923 MADERA, CA 93639	77-0553194	501 (c) (3)	6,084	-			GENERAL SUPPORT

THE PETCO FOUNDATION EIN 33-0845930
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

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254	FRIENDS OF MICHIGAN ANIMALS RESCUE 51305 Arkona Rd Belleville, MI 48111	32-0067455	501 (c) (3)	7,457	-			GENERAL SUPPORT
255	FRIENDS OF OAKLAND ANIMAL SERVICES PO BOX 3132 OAKLAND, CA 94609	20-4053711	501 (c) (3)	50,000	-			GENERAL SUPPORT
256	FRIENDS OF RETRIEVERS RESCUE INC PO BOX 4976 HUNTSVILLE, AL 35815	27-1792562	501 (c) (3)	6,000	-			GENERAL SUPPORT
257	FRIENDS OF THE PALM SPRINGS 4810 Camino Paracela PALM SPRINGS, CA 92262	33-0731853	501 (c) (3)	12,210	-			GENERAL SUPPORT
258	FRIENDS OF THE SHELTER P.O. BOX 910 FRANKLIN, KY 42135	35-2233631	501 (c) (3)	6,000	-			GENERAL SUPPORT
259	FRIENDS OF VENTURA COUNTY ANIMAL 600 AVIATION DR CAMARILLO, CA 93010	77-0504872	501 (c) (3)	50,000	-			GENERAL SUPPORT
260	FRIENDSHIP ANIMAL PROTECTIVE LEAGUE 8303 MURRAY RIDGE ROAD ELYRIA, OH 44035	34-6529498	501 (c) (3)	26,209	177	FMV	MERCHANDISE	GENERAL SUPPORT

THE PETCO FOUNDATION EIN 33-0845930
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

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261	FUR FOOTED RESCUE INC 501 E 8TH ST THE DALLES, OR 97058	47-2007533	501 (c) (3)	4,436	679	FMV	MERCHANDISE	GENERAL SUPPORT
262	FURKIDS INC 2650 PLEASANTDALE RD, SUITE 8 ATLANTA, GA 30340	01-0766844	501 (c) (3)	54,854	2,633	FMV	MERCHANDISE	GENERAL SUPPORT
263	FURRR FELINE RESCUE 10 Main Street Gonic, NH 3868	46-5668789	501 (c) (3)	19,045	529	FMV	MERCHANDISE	GENERAL SUPPORT
264	FURRY FRIENDS RECOVERY PO Box 951 EDWARDSVILLE, IL 63101	46-4200735	501 (c) (3)	5,000	-			GENERAL SUPPORT
265	GASTON COUNTY 220 Leisure Lane Dallas, NC 28034	56-6000300	501 (c) (3)	6,195	-			GENERAL SUPPORT
266	GATEWAY PET GUARDIANS 5321 MANCHESTER RD. ST. LOUIS, MO 63110	26-0096240	501 (c) (3)	20,000	-			GENERAL SUPPORT
267	GEORGIA ANIMAL PROJECT INC PO Box 689 HOLLY SPRINGS, GA 30142	56-2623576	501 (c) (3)	12,500	-			GENERAL SUPPORT

THE PETCO FOUNDATION **EIN 33-0845930**
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

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268	GILES COUNTY BOARD OF SUPERVISORS 315 North Main Street Pearisburg, VA 24134	54-6001304	501 (c) (3)	17,500	-			GENERAL SUPPORT
269	GOLDEN PAW SOCIETY P.O. BOX 4183 HUNTINGTON, NY 11743	46-0868998	501 (c) (3)	19,100	78	FMV	MERCHANDISE	GENERAL SUPPORT
270	GOOD DOG AUTISM COMPANIONS 855 S MAIN AVE, # K-162 FALLBROOK, CA 92028	45-2627922	501 (c) (3)	5,000	-			GENERAL SUPPORT
271	GRAND STRAND HUMANE SOCIETY 3241 MR. JOE WHITE AVE. MYRTLE BEACH, SC 29577	57-0641207	501 (c) (3)	6,000	-			GENERAL SUPPORT
272	GRANTMAKERS FOR EFFECTIVE 1725 DESALES ST NW STE 404 WASHINGTON, DC 20036	01-0669150	501 (c) (3)	8,280	-			GENERAL SUPPORT
273	GREAT DOG RESCUE NEW ENGLAND INC 9 BARTLETT ST, #316 ANDOVER, MA 1810	16-1706490	501 (c) (3)	10,245	-			GENERAL SUPPORT
274	GREATER ANDROSCOGGIN HUMANE SOCIETY 55 STRAWBERRY AVENUE LEWISTON, ME 4240	01-6011843	501 (c) (3)	121,848	-			GENERAL SUPPORT

THE PETCO FOUNDATION EIN 33-0845930
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

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275	GREEN DOGS UNLEASHED INC 310 NORTH STREET NE, STE 300 CHARLOTTESVILLE, VA 22902	46-2298824	501 (c) (3)	5,000	-			GENERAL SUPPORT
276	GREENBRIER HUMANE SOCIETY 151 HOLLIDAY LN LEWISBURG, WV 24901	55-0596790	501 (c) (3)	9,000	-			GENERAL SUPPORT
277	GREENVILLE COUNTY ANIMAL CARE 328 Furman Hall Rd GREENVILLE, SC 29609	57-6000356	501 (c) (3)	56,470	-			GENERAL SUPPORT
278	GREENVILLE HUMANE SOCIETY 305 AIRPORT RD GREENVILLE, SC 29607	57-6000563	501 (c) (3)	80,000	-			GENERAL SUPPORT
279	GUARDIAN ANGELS MEDICAL 3251 NE 180TH AVE WILLISTON, FL 32696	27-2667123	501 (c) (3)	5,000	-			GENERAL SUPPORT
280	GUIDE DOGS FOR THE BLIND, INC 350 Los Ranchitos Rd San Rafael, CA 94903	94-1196195	501 (c) (3)	10,600	-			GENERAL SUPPORT
281	GUIDE DOGS OF TEXAS INC 1503 ALLENA DR SAN ANTONIO, TX 78213	74-2530268	501 (c) (3)	10,000	-			GENERAL SUPPORT

THE PETCO FOUNDATION EIN 33-0845930
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
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282	GULF COAST HUMANE SOCIETY 3118 Cabaniss Pky CORPUS CHRISTI, TX 78415	74-1266245	501 (c) (3)		15,607	FMV	MERCHANDISE	GENERAL SUPPORT
283	HALFWAY 2 HOME ANIMAL RESCUE P.O. BOX 494 ORLAND PARK, IL 60462	27-3149133	501 (c) (3)	7,125	-			GENERAL SUPPORT
284	HALIFAX HUMANE SOCIETY INC 2364 LPGA BLVD DAYTONA BEACH, FL 32124	59-0530990	501 (c) (3)	5,000	-			GENERAL SUPPORT
285	HALO HELPING ANIMALS LIVE ON INC 3227 E Bell Rd Ste D151 PHOENIX, AZ 85032	86-0832160	501 (c) (3)	95,606	147	FMV	MERCHANDISE	GENERAL SUPPORT
286	HAPPY HOMES ANIMAL RESCUE 26 YELLOWSTONE DRIVE OLD BRIDGE, NJ 8857	45-4087542	501 (c) (3)	11,862	44	FMV	MERCHANDISE	GENERAL SUPPORT
287	HAPPY JACK CATS INC 5537 S. INDIGO PL BOISE, ID 83716	47-5455805	501 (c) (3)	12,101	-			GENERAL SUPPORT
288	HAPPY PAWS KITTEN RESCUE 3006 Forestdale Ave Knoxville, TN 37917	47-3636271	501 (c) (3)	9,500	-			GENERAL SUPPORT

THE PETCO FOUNDATION EIN 33-0845930
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
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289	HAPPY TAILS DOG RESCUE INC 106 Seusing Blvd Hauppauge, NY 11788	47-4863806	501 (c) (3)	5,148	-			GENERAL SUPPORT
290	HARDIN ANIMAL RELOCATION AND PO box 733 Savannah, TN 38372	46-4025413	501 (c) (3)	14,000	-			GENERAL SUPPORT
291	HARRIS COUNTY VETERINARY 612 CANINO RD. Houston, TX 77076	76-0454514	501 (c) (3)	100,000	-			GENERAL SUPPORT
292	HASRA INC 306 Knights Bridge Road Florence, AL 35630	45-3828520	501 (c) (3)	5,000	-			GENERAL SUPPORT
293	HAWAII FI DO SERVICE DOGS P0 BOX 757 KAHUKU, HI 96731	99-0353345	501 (c) (3)	5,000	-			GENERAL SUPPORT
294	HAWAIIAN HUMANE SOCIETY 2700 WAIALAE AVE HONOLULU, HI 96826	99-0073490	501 (c) (3)	227,641	-			GENERAL SUPPORT
295	HAYWOOD COUNTY NORTH CAROLINA PO BOX 36 215 N. Main St. Waynesville, NC 28786	56-6001524	501 (c) (3)	10,000	-			GENERAL SUPPORT

THE PETCO FOUNDATION **EIN 33-0845930**
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
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296	HEART OF LOUSIANA HUMANE SOCIETY P. O. Box 1057 Winnfield, LA 71483	35-2327953	501 (c) (3)	12,600	-			GENERAL SUPPORT
297	HEART OF THE VALLEY ANIMAL SHELTER 1549 East Cameron Bridge Rd Bozeman, MT 59718	23-7375919	501 (c) (3)	20,600	-			GENERAL SUPPORT
298	HEARTS SPEAK INC PO BOX 2645 POUGHKEEPSIE, NY 12603	27-2327189	501 (c) (3)	90,000	-			GENERAL SUPPORT
299	HELEN WOODWARD ANIMAL CENTER 6523 HELEN WOODWARD WAY, STE 100 RANCHO SANTA FE, CA 92067	23-7228287	501 (c) (3)	60,000	-			GENERAL SUPPORT
300	HELPING HANDS FOR ANIMALS PO BOX 162 LAMPETER, PA 17537	23-2726885	501 (c) (3)	13,500	-			GENERAL SUPPORT
301	HENRICO HUMANE SOCIETY P.O. BOX 28014 Richmond, VA 23228	54-1598149	501 (c) (3)	6,900	-			GENERAL SUPPORT
302	HENRYS HOMES HORSE AND 5 Alladdin Lane THE WOODLANDS, TX 77380	47-2590822	501 (c) (3)	10,000	-			GENERAL SUPPORT

THE PETCO FOUNDATION EIN 33-0845930
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
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303	HERE TODAY ADOPTED TOMORROW P.O. Box 557 Brimfield, MA 1010	45-4064773	501 (c) (3)	5,600	-			GENERAL SUPPORT
304	HILL COUNTRY HUMANE SOCIETY 9150 RR 1431 West Buchanan Dam, TX 78609	74-2377542	501 (c) (3)	18,000	-			GENERAL SUPPORT
305	HOMEWARD BOUND PETS PO BOX 8 MCMINNVILLE, OR 97128	93-0687293	501 (c) (3)	6,424	-			GENERAL SUPPORT
306	HOMEWARD TRAILS ANIMAL RESCUE INC PO Box 100968 ARLINGTON, VA 22210	32-0086330	501 (c) (3)	16,000	-			GENERAL SUPPORT
307	HONOR SANCTUARY INC 4951 LORRAINE RD. BRADENTON, FL 34211	26-0878064	501 (c) (3)	72,586	281	FMV	MERCHANDISE	GENERAL SUPPORT
308	HOPE ANIMAL RESCUES PO BOX 397 GODFREY, IL 62035	20-4809712	501 (c) (3)	9,673	-			GENERAL SUPPORT
309	HOPE FOR ANIMALS INC 1333 Maycrest Dr Fort Wayne, IN 46805	26-2466638	501 (c) (3)	25,000	-			GENERAL SUPPORT

THE PETCO FOUNDATION **EIN 33-0845930**
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
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310	HOPE FOR PAWS ANIMAL RESCUE 9015 Westwind Rd Las Vegas, NV 89139	26-2869386	501 (c) (3)	5,000	-			GENERAL SUPPORT
311	HOPE SPAY NEUTER CLINIC 378 CROSSFIELD DR VERSAILLES, KY 40383	27-0913082	501 (c) (3)	7,500	-			GENERAL SUPPORT
312	HOUSE RABBIT NETWORK PO BOX 2602 WOBURN, MA 1888	04-3503789	501 (c) (3)	10,000	-			GENERAL SUPPORT
313	HOUSTON BARC FOUNDATION PO Box 22568 Houston, TX 77227	36-4683504	501 (c) (3)	125,000	-			GENERAL SUPPORT
314	HOUSTON PETSET 4265 San Felipe Street, Suite 1100 Houston, TX 77027	20-0800623	501 (c) (3)	50,000	-			GENERAL SUPPORT
315	HOUSTON SPCA 900 PORTWAY DR. Houston, TX 77024	74-1287171	501 (c) (3)	100,000	-			GENERAL SUPPORT
316	HSV ANIMAL WELFARE LEAGUE P.O. BOX 8032 HOT SPRINGS VILLAGE, AR 71910	58-1805215	501 (c) (3)	33,940	-			GENERAL SUPPORT

THE PETCO FOUNDATION EIN 33-0845930
TAX YEAR 2017 (FYE 5/5/2018)
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317	HUI PONO HOLOHOLONA PO BOX 943 MOUNTAIN VIEW, HI 96771	20-8567302	501 (c) (3)	40,000	-			GENERAL SUPPORT
318	HUMAN ANIMAL BOND RESEARCH FNDTN 255 GLENVILLE RD. GREENWICH, CT 6831	27-4159453	501 (c) (3)	100,000	-			GENERAL SUPPORT
319	HUMAN SOCIETY OF ST. CLAIR COUNTY 1633 MAYER RD. ST. CLAIR, MI 48079	26-1388203	501 (c) (3)	7,500	-			GENERAL SUPPORT
320	HUMANE ANIMAL RESCUE 6926 Hamilton Ave Pittsburgh, PA 15208	25-0325750	501 (c) (3)	9,286	659	FMV	MERCHANDISE	GENERAL SUPPORT
321	Humane Animal Rescue (merge of Animal Rescue League & Western PA Humane Society) 6926 Hamilton Ave Pittsburgh, PA 15208		501 (c) (3)		40	FMV	MERCHANDISE	GENERAL SUPPORT
322	HUMANE ANIMAL TREATMENT SOCIETY PO BOX 732 MT. PLEASANT, MI 48804	38-3485419	501 (c) (3)	10,000	-			GENERAL SUPPORT
323	HUMANE ANIMAL WELFARE SOCIETY 701 Northview Rd Waukesha, WI 53188	39-6108644	501 (c) (3)	25,925	144	FMV	MERCHANDISE	GENERAL SUPPORT

THE PETCO FOUNDATION EIN 33-0845930
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
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324	HUMANE NETWORK 7250 PEMBROKE DR. RENO, NV 89502	27-0487147	501 (c) (3)	41,000	-			GENERAL SUPPORT
325	HUMANE OHIO 3131 Tremainsville Rd Toledo, OH 43613	34-1897582	501 (c) (3)	63,400	-			GENERAL SUPPORT
326	HUMANE RESCUE ALLIANCE 71 OGLETHORPE ST NW WASHINGTON, DC 20011	53-0219724	501 (c) (3)	48,823	-			GENERAL SUPPORT
327	HUMANE SOCIETY AT LOLLYPOP FARM 99 Victor Rd Fairport, NY 14450	16-0743047	501 (c) (3)	20,000	-			GENERAL SUPPORT
328	HUMANE SOCIETY FOR GREATER 7215 Sallie Mood Drive Savannah, GA 31406	58-0619035	501 (c) (3)	10,000	-			GENERAL SUPPORT
329	HUMANE SOCIETY FOR GREATER NASHUA 24 Ferry Rd Nashua, NH 3064	02-0513344	501 (c) (3)	10,200	-			GENERAL SUPPORT
330	HUMANE SOCIETY FOR THE 121 HUMANE LANE Columbia, SC 29209	57-0407367	501 (c) (3)	18,750	-			GENERAL SUPPORT

THE PETCO FOUNDATION **EIN 33-0845930**
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
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331	HUMANE SOCIETY LACKAWANNA 967 Griffin Pond Road Clarks Summit, PA 18411	24-0831491	501 (c) (3)	10,000	-			GENERAL SUPPORT
332	HUMANE SOCIETY MANATEE COUNTY INC 2515 14TH STREET W. BRADENTON, FL 34205	59-1819652	501 (c) (3)	7,068	-			GENERAL SUPPORT
333	HUMANE SOCIETY OF ATCHISON 125 NORTH 21ST ST ATCHISON, KS 66002	48-1108369	501 (c) (3)	5,219	-			GENERAL SUPPORT
334	HUMANE SOCIETY OF BALTIMORE COUNTY 1601 NICODEMUS RD REISTERTOWN, MD 21136	52-0623165	501 (c) (3)	5,000	-			GENERAL SUPPORT
335	HUMANE SOCIETY OF BROWARD COUNTY 2070 GRIFFIN ROAD FORT LAUDERDALE, FL 33312	59-6002321	501 (c) (3)	5,000	-			GENERAL SUPPORT
336	HUMANE SOCIETY OF C. OREGON 61170 SE 27TH STREET BEND, OR 97702	93-0616957	501 (c) (3)	8,868	-			GENERAL SUPPORT
337	HUMANE SOCIETY OF CAMBRIA COUNTY INC 743 Galleria Dr Ext Johnstown, PA 15904	25-1310808	501 (c) (3)	13,193	-			GENERAL SUPPORT

THE PETCO FOUNDATION EIN 33-0845930
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

	(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grants	(e) Amount of non-cash assistance	(f) Method of valuation	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
338	HUMANE SOCIETY OF CEDAR CREEK LAKE INC PO BOX 43531 SEVEN POINTS, TX 75143	75-1889148	501 (c) (3)	10,000	-			GENERAL SUPPORT
339	HUMANE SOCIETY OF CHARLOTTE 2700 TOOMEY AVE CHARLOTTE, NC 28203	58-1342479	501 (c) (3)	26,630	1,650	FMV	MERCHANDISE	GENERAL SUPPORT
340	HUMANE SOCIETY OF CLARKSVILLE OFFICE OF HUMANE SOCIETY SERVICES CLARKSVILLE, TN 37043	58-1465345	501 (c) (3)	6,000	-			GENERAL SUPPORT
341	HUMANE SOCIETY OF FORSYTH COUNTY P.O. BOX 337 CUMMING, GA 30028	58-1375502	501 (c) (3)	34,161	-			GENERAL SUPPORT
342	HUMANE SOCIETY OF GREATER DAYTON 1661 NICHOLAS RD. DAYTON, OH 45417	31-0537073	501 (c) (3)	13,600	-			GENERAL SUPPORT
343	HUMANE SOCIETY OF INDEPENDENCE #5 ENVIRONMENTAL DRIVE BATESVILLE, AR 72503	71-0612948	501 (c) (3)	8,875	-			GENERAL SUPPORT
344	HUMANE SOCIETY OF LINCOLN COUNTY P.O. Box 2832 Ruidoso, NM 88355	85-0171020	501 (c) (3)	5,000	-			GENERAL SUPPORT

THE PETCO FOUNDATION EIN 33-0845930
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
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345	HUMANE SOCIETY OF LOUISIANA P.O. BOX 740321 NEW ORLEANS, LA 70174	58-1795272	501 (c) (3)	15,000	-			GENERAL SUPPORT
346	HUMANE SOCIETY OF NORTH CENTRAL AR INC 2656 Highway 201 N Mountain Home, AR 72653	71-0523058	501 (c) (3)	5,000	-			GENERAL SUPPORT
347	HUMANE SOCIETY OF NORTHWEST PO BOX 3946 DALTON, GA 30719	58-1787602	501 (c) (3)	5,287	-			GENERAL SUPPORT
348	HUMANE SOCIETY OF PIKES PEAK REGION 610 Abbot Ln Colorado Springs, CO 80905	84-0410111	501 (c) (3)	100,210	-			GENERAL SUPPORT
349	HUMANE SOCIETY OF PINELLAS 3040 STATE ROAD 590 CLEARWATER, FL 33759	59-0781650	501 (c) (3)	10,000	-			GENERAL SUPPORT
350	HUMANE SOCIETY OF PUTNAM COUNTY INC P.O. BOX 995 COOKEVILLE, TN 38503	58-1387894	501 (c) (3)	18,000	-			GENERAL SUPPORT
351	HUMANE SOCIETY OF SAN ANTONIO 4804 FREDRICKSBURG RD. SAN ANTONIO, TX 78229	74-6024105	501 (c) (3)	25,000	-			GENERAL SUPPORT

THE PETCO FOUNDATION **EIN 33-0845930**
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
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352	HUMANE SOCIETY OF SO. WISCONSIN 222 ARCH STREET JANESVILLE, WI 53548	39-0973879	501 (c) (3)	50,756	486	FMV	MERCHANDISE	GENERAL SUPPORT
353	HUMANE SOCIETY OF SOMERSET COUNTY INC 5099 Annemessex Road Chrisfield, MD 21817	52-2332574	501 (c) (3)	12,000	-			GENERAL SUPPORT
354	HUMANE SOCIETY OF SOUTHEAST MISSOURI 2536 Boutin Dr Cape Girardeau, MO 63701	43-1108057	501 (c) (3)	51,000	-			GENERAL SUPPORT
355	HUMANE SOCIETY OF SOUTHEAST TEXAS P.O. BOX 1629 BEAUMONT, TX 77704	74-6060624	501 (c) (3)	110,250	740	FMV	MERCHANDISE	GENERAL SUPPORT
356	HUMANE SOCIETY OF SOUTHERN ARIZONA 3450 N Kelvin Blvd Tucson, AZ 85716	86-0112798	501 (c) (3)	14,000	-			GENERAL SUPPORT
357	HUMANE SOCIETY OF ST LUCIE COUNTY PO BOX 14199 FORT PIERCE, FL 34979	59-0836088	501 (c) (3)	36,077	1,352	FMV	MERCHANDISE	GENERAL SUPPORT
358	HUMANE SOCIETY OF STATESBORO & BULLOCH PO BOX 581 STATESBORO, GA 30459	58-1448593	501 (c) (3)	8,100	-			GENERAL SUPPORT

THE PETCO FOUNDATION **EIN 33-0845930**
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
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359	HUMANE SOCIETY OF SUMMIT COUNTY 7996 DARROW RD, STE 30 TWINSBURG, OH 44087	23-7060744	501 (c) (3)	6,000	-			GENERAL SUPPORT
360	HUMANE SOCIETY OF TAMPA BAY, INC. 3607 N Armenia Ave Tampa, FL 33607	59-0799907	501 (c) (3)	30,000	2,290	FMV	MERCHANDISE	GENERAL SUPPORT
361	HUMANE SOCIETY OF THE UNITED STATES 1255 23rd St NW Ste 450 WASHINGTON, DC 20037	53-0225390	501 (c) (3)	100,000	-			GENERAL SUPPORT
362	HUMANE SOCIETY OF THE UNITED STATES (HSUS) 1255 23rd St NW Ste 450 WASHINGTON, DC 20037		501 (c) (3)		39,962	FMV	MERCHANDISE	GENERAL SUPPORT
363	HUMANE SOCIETY OF VILAS COUNTY INC P O Box 904 Eagle River, WI 54521	39-1735099	501 (c) (3)	5,000	-			GENERAL SUPPORT
364	HUMANE SOCIETY OF YATES COUNTY 1216 RT 14 A PENN YAN, NY 14527	22-3495082	501 (c) (3)	7,565	-			GENERAL SUPPORT
365	HUMANE SOCIETY OF YORK COUNTY 2036 Carolina Pl Fort Mill, SC 29708	57-0655492	501 (c) (3)	5,500	-			GENERAL SUPPORT

THE PETCO FOUNDATION EIN 33-0845930
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

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366	HUMANE SOCIETY OF YUMA 4050 S Ave. 4 1/2 E Yuma, AZ 85365	86-6053617	501 (c) (3)	30,000	-			GENERAL SUPPORT
367	HUMANE SOCIETY SILICON VALLEY 901 AMES AVE MILPITAS, CA 95035	94-1196215	501 (c) (3)	128,826	615	FMV	MERCHANDISE	GENERAL SUPPORT
368	HUMANE SOCIETY/SPCA OF SUMTER CNTY INC 994 CR 529A LAKE PANASOFFKEE, FL 33538	59-2999283	501 (c) (3)	20,639	-			GENERAL SUPPORT
369	HUMBOLDT SPAY NEUTER NETWORK 3954A JACOBS AVE EUREKA, CA 95502	20-0729293	501 (c) (3)	7,000	-			GENERAL SUPPORT
370	HUTCHINSON ANIMAL SHELTER 1501 S. SEVERANCE HUTCHINSON, KS 67501	48-6015517	501 (c) (3)	25,624	-			GENERAL SUPPORT
371	IBERVILLE PARISH ANIMAL CONTROL 59815 Bayou Rd Plaquemine, LA 70764	72-0636914	501 (c) (3)	10,000	-			GENERAL SUPPORT
372	IDAHO HUMANE SOCIETY, INC. 4775 DORMAN ST. BOISE, ID 83705	82-0212536	501 (c) (3)	20,000	-			GENERAL SUPPORT

THE PETCO FOUNDATION EIN 33-0845930
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

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373	ILLINOIS ANIMAL WELFARE FEDERATION 1911 E Main St Urbana, IL 61802	36-3932650	501 (c) (3)	10,000	-			GENERAL SUPPORT
374	INDIAN SUMMERS ANIMAL HAVEN 2550 Fox Ave. S.E. Minerva, OH 44657	34-1538753	501 (c) (3)	5,000	-			GENERAL SUPPORT
375	INTERNATIONAL HEARING DOG, INC. 5901 E. 89TH AVE. HENDERSON, CO 80640	84-0779444	501 (c) (3)	50,000	-			GENERAL SUPPORT
376	ISLAND DOG INCORPORATED 328 Riding Ridge Rd Annapolis, MD 21403	20-5107492	501 (c) (3)	8,375	-			GENERAL SUPPORT
377	JACKSON GALAXY FOUNDATION 9190 W. OLYMPIC BLVD, UNIT 411 BEVERLY HILLS, CA 90212	46-5247982	501 (c) (3)	90,000	-			GENERAL SUPPORT
378	JACKSONVILLE HUMANE SOCIETY 8464 Beach Blvd JACKSONVILLE, FL 32216	59-0624410	501 (c) (3)	35,156	794	FMV	MERCHANDISE	GENERAL SUPPORT
379	JASPER ANIMAL RESCUE MISSION P.O. BOX 1179 RIDGELAND, SC 29936	04-3810173	501 (c) (3)	25,200	-			GENERAL SUPPORT

THE PETCO FOUNDATION **EIN 33-0845930**
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

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380	JEFFERSON COUNTY SPCA 25056 Water St Watertown, NY 13601	15-0552724	501 (c) (3)	20,946	-			GENERAL SUPPORT
381	JOLIET TOWNSHIP ANIMAL CONTROL 2807 W. MCDONOUGH STREET JOLIET, IL 60436	36-6006312	501 (c) (3)	6,000	-			GENERAL SUPPORT
382	JUSTIN BARTLETT ANIMAL RESCUE 164 MARTIN CIRCLE ROYAL PALM BEACH, FL 33411	45-4828513	501 (c) (3)	16,375	271	FMV	MERCHANDISE	GENERAL SUPPORT
383	K & R SMALL ANIMAL SANCTUARY 3116 N Oakdale Dr Appleton, WI 54914	27-5191424	501 (c) (3)	5,725	-			GENERAL SUPPORT
384	K9 PARTNERS FOR PATRIOTS INC 15322 Aviation Loop Drive Brooksville, FL 34604	47-1871810	501 (c) (3)	5,000	-			GENERAL SUPPORT
385	K9KARE INC 4958 Wickwillow Lane Alvin, TX 77511	47-3294752	501 (c) (3)	75,000	-			GENERAL SUPPORT
386	K9S 4 MOBILITY 11805 CAMPSTOOL RD CHEYENNE, WY 82007	45-4748121	501 (c) (3)	5,000	-			GENERAL SUPPORT

THE PETCO FOUNDATION **EIN 33-0845930**
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
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387	K9S FOR WARRIORS INC 114 CAMP K9 ROAD PONTE VEDRA BEACH, FL 32081	27-5219467	501 (c) (3)	125,000	-			GENERAL SUPPORT
388	KANSAS CITY PET PROJECT 4400 RAYTOWN ROAD KANSAS CITY, MO 64129	45-3067615	501 (c) (3)	58,916	6,166	FMV	MERCHANDISE	GENERAL SUPPORT
389	KANSAS HUMANE SOCIETY OF WICHITA 3313 N HILLSIDE ST. WICHITA, KS 67219	48-0554339	501 (c) (3)	95,000	-			GENERAL SUPPORT
390	KARMA RESCUE INC 1158 26TH STREET, #155 SANTA MONICA, CA 90403	04-3782227	501 (c) (3)	6,085	-			GENERAL SUPPORT
391	KARMAS BLACK DOG RESCUE 202 Woodson Ave Richmond, MO 64085	27-3584251	501 (c) (3)	5,228	-			GENERAL SUPPORT
392	KATES RESCUE FOR ANIMALS 113 KIWI ST. LOS BANOS, CA 93635	90-1004029	501 (c) (3)	7,654	-			GENERAL SUPPORT
393	KATHYS LEGACY FOUNDATION INC PO BOX 16449 SAN DIEGO, CA 92176	46-3127920	501 (c) (3)	10,000	-			GENERAL SUPPORT

THE PETCO FOUNDATION EIN 33-0845930
TAX YEAR 2017 (FYE 5/5/2018)
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394	KENT ANIMAL SHELTER INC 2259 RIVER ROAD CALVERTON, NY 11933	23-7007068	501 (c) (3)	6,000	-			GENERAL SUPPORT
395	KENTUCKY HUMANE SOCIETY 241 Steedly Dr Louisville, KY 40214	61-0463938	501 (c) (3)	22,000	-			GENERAL SUPPORT
396	KERN COUNTY ANIMAL SHELTER 3951 FRUITVALE AVE. BAKERSFIELD, CA 93308	95-6000925	501 (c) (3)	81,280	-			GENERAL SUPPORT
397	KIDS AND CANINES 3215 NUNDY ROAD Tampa, FL 33618	59-2883361	501 (c) (3)	5,000	-			GENERAL SUPPORT
398	KILLEEN ANIMAL CONTROL 3118 Commerce Killeen, TX 76543	74-6001504	501 (c) (3)	75,358	-			GENERAL SUPPORT
399	KING COUNTY ANIMAL SERVICES 21615 64TH AVE. S Kent, WA 98032		501 (c) (3)	175	-			GENERAL SUPPORT
400	KING STREET CATS 25 S. DOVE ST. ALEXANDRIA, VA 22314	61-1440813	501 (c) (3)	5,000	-			GENERAL SUPPORT

THE PETCO FOUNDATION EIN 33-0845930
TAX YEAR 2017 (FYE 5/5/2018)
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401	KITSAP HUMANE SOCIETY 9167 Dickey Rd NW Silverdale, WA 98383	91-0728353	501 (c) (3)	50,280	-			GENERAL SUPPORT
402	KITTY AND K9 CONNECTION 13140 MIDORI DR ANCHORAGE, AK 99516	81-0609673	501 (c) (3)	5,876	-			GENERAL SUPPORT
403	KITTY CITY INC 3750 HACKS CROSS RD MEMPHIS, TN 38125	45-3972342	501 (c) (3)	8,250	-			GENERAL SUPPORT
404	KITTY KIND, INC P.O. BOX 961 NEW YORK, NY 10156	31-1717255	501 (c) (3)	31,445	8,968	FMV	MERCHANDISE	GENERAL SUPPORT
405	KITTY KONNECTION 3005 LEANING OAK WAY MARTINEZ, GA 30907	27-4614533	501 (c) (3)	14,070	-			GENERAL SUPPORT
406	KOHALA ANIMAL RELOCATION AND ED SERVICES PO BOX 44670 KAMUELA, HI 96743	27-0575124	501 (c) (3)	5,626	-			GENERAL SUPPORT
407	KOKOMO HUMANE SOCIETY 713 N ELIZABETH ST. KOKOMO, IN 46901	35-0989705	501 (c) (3)	41,605	-			GENERAL SUPPORT

THE PETCO FOUNDATION EIN 33-0845930
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
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408	L.I.F.E. HOUSE FOR ANIMALS, INC. 14 Fido Ct. FRANKFORT, KY 40601	31-1494409	501 (c) (3)	5,670	-			GENERAL SUPPORT
409	L.O.L.A.'S RESCUE 6005 S. TAFT WAY LITTLETON, CO 80127	45-4450928	501 (c) (3)	6,714	-			GENERAL SUPPORT
410	LABRADOR RESCUERS PO BOX 221038 SAN DIEGO, CA 92192	81-0646390	501 (c) (3)	5,000	-			GENERAL SUPPORT
411	LABRADOR RETRIEVER RESCUE PO BOX 1484 CLOVIS, CA 93613	27-3741358	501 (c) (3)	5,000	-			GENERAL SUPPORT
412	LAKESHORE HUMANE SOCIETY INC 1551 N. 8TH STREET MANITOWOC, WI 54220	39-1142305	501 (c) (3)	15,200	-			GENERAL SUPPORT
413	LAMAR COUNTY HUMANE ASSOCIATION P.O. BOX 8 Paris, TX 75460	75-6056652	501 (c) (3)	6,785	417	FMV	MERCHANDISE	GENERAL SUPPORT
414	LAST HOPE INC P.O. BOX 7025 WANTAGH, NY 11793	11-2618189	501 (c) (3)	8,690	55	FMV	MERCHANDISE	GENERAL SUPPORT

THE PETCO FOUNDATION **EIN 33-0845930**
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
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415	LAST HOPE K9 RESCUE 71 COMMERCIAL ST, #184 BOSTON, MA 2109	45-4862800	501 (c) (3)	7,424	-			GENERAL SUPPORT
416	LAST HOPE, INC. P.O. BOX 7025 WANTAGH, NY 11793		501 (c) (3)		82	FMV	MERCHANDISE	GENERAL SUPPORT
417	LAWRENCE HUMANE SOCIETY INC 1805 E 19TH ST LAWRENCE, KS 66046	48-0641821	501 (c) (3)	50,600	-			GENERAL SUPPORT
418	LEADER DOGS FOR THE BLIND 1039 S. ROCHESTER RD Rochester, MI 48307	38-1366931	501 (c) (3)	5,000	-			GENERAL SUPPORT
419	LEE COUNTY DOMESTIC ANIMAL SERVICES 5600 BANNER DRIVE FORT MYERS, FL 33912	59-6000702	501 (c) (3)	25,000	2,971	FMV	MERCHANDISE	GENERAL SUPPORT
420	LEFTOVER PETS INC 610 BARROW PARK DR WINDER, GA 30680	20-3077286	501 (c) (3)	17,500	-			GENERAL SUPPORT
421	LICKING COUNTY HUMANE SOCIETY 825 THORNWOOD DR. HEATH, OH 43056	31-6062704	501 (c) (3)	11,389	-			GENERAL SUPPORT

THE PETCO FOUNDATION EIN 33-0845930
TAX YEAR 2017 (FYE 5/5/2018)
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422	LIFELINE ANIMAL PROJECT P.O. BOX 15466 ATLANTA, GA 30333	01-0599278	501 (c) (3)	527,200	-			GENERAL SUPPORT
423	LINCOLN COUNTY ANIMAL SERVICES 115 West Main Street Lincolnton, NC 28092	56-6000315	501 (c) (3)	100,000	-			GENERAL SUPPORT
424	LINDAS MAGNIFICENT MUTTS RESCUE 755 N Wolf Rd Hillside, IL 60162	20-2516008	501 (c) (3)	20,685	-			GENERAL SUPPORT
425	LITTLE ANGELS SERVICE DOGS PO BOX 219 JAMUS, CA 91935	27-3515067	501 (c) (3)	15,000	-			GENERAL SUPPORT
426	LONGMONT HUMANE SOCIETY INC 9595 Nelson Rd LONGMONT, CO 80501	84-0645455	501 (c) (3)	10,000	-			GENERAL SUPPORT
427	LOUIES LEGACY ANIMAL RESCUE INC 4725 Boomer Road Cincinnati, OH 45247	27-0805279	501 (c) (3)	31,755	-			GENERAL SUPPORT
428	LOVING CARE CAT RESCUE 214 Lombardy Circle Lewistown, PA 17044	81-2470802	501 (c) (3)	8,600	-			GENERAL SUPPORT

THE PETCO FOUNDATION EIN 33-0845930
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
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429	LOW COST SPAY NEUTER CLINIC INC P.O. BOX 55 NOBLESVILLE, IN 46061	35-2141059	501 (c) (3)	20,000	-			GENERAL SUPPORT
430	LUCKY DOG ANIMAL RESCUE 5159 LEE HWY. ARLINGTON, VA 22207	30-0559037	501 (c) (3)	15,290	274	FMV	MERCHANDISE	GENERAL SUPPORT
431	LUCKY ORPHANS HORSE RESCUE PO BOX 334 DOVER PLAINS, NY 12522	26-2729197	501 (c) (3)	7,000	-			GENERAL SUPPORT
432	LUCKY PAWS RESCUE 91119 N Willamette st Coburg, OR 97408	45-1030568	501 (c) (3)	5,200	-			GENERAL SUPPORT
433	LUCKY YOU ANIMAL RESCUE 300 GARDEN AVE HORSHAM, PA 19044	47-3282956	501 (c) (3)	15,350	-			GENERAL SUPPORT
434	LUCY PET FOUNDATION 31340 VIA COLINAS, UNIT 101 WESTLAKE VILLAGE, CA 91362	26-4448238	501 (c) (3)	205,000	-			GENERAL SUPPORT
435	LYNCHBURG HUMANE SOCIETY INC 1211 Old Graves Mill Road LYNCHBURG, VA 24502	54-0570901	501 (c) (3)	205,000	-			GENERAL SUPPORT

THE PETCO FOUNDATION **EIN 33-0845930**
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
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436	MADE IN TEXAS ASSISTANCE DOGS 522 E. Avenue K Grand Prairie, TX 75050	46-3569037	501 (c) (3)	15,000	-			GENERAL SUPPORT
437	MADISON CORRECTIONAL FACILITY 800 msh bus stop drive MADISON, IN 47250	35-6000158	501 (c) (3)	5,000	-			GENERAL SUPPORT
438	MARGARET B MITCHELL SPAY 16222 LEE HIGHWAY BRISTOL, VA 24202	54-0927975	501 (c) (3)	29,000	-			GENERAL SUPPORT
439	MARION COUNTY HUMANE SOCIETY PO BOX 505 JEFFERSON, TX 75657	22-3941503	501 (c) (3)	10,000	-			GENERAL SUPPORT
440	MARTINSVILLE HENRY COUNTY SPCA 132 JOSEPH MARTIN HIGHWAY MARTINSVILLE, VA 24112	23-7381113	501 (c) (3)	20,000	-			GENERAL SUPPORT
441	MAYOR'S ALLIANCE 244 FIFTH AVENUE, STE R290 NEW YORK, NY 10001	73-1653635	501 (c) (3)	260,000	-			GENERAL SUPPORT
442	MEDICAL COLLEGE OF 21228 E. BROAD ST Richmond, VA 23298	54-6053660	501 (c) (3)	7,500	-			GENERAL SUPPORT

THE PETCO FOUNDATION EIN 33-0845930
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

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443	MEOOWZRESQ 960 N. TUSTIN AVE, #200 ORANGE, CA 92867	26-3035880	501 (c) (3)	86,775	2,230	FMV	MERCHANDISE	GENERAL SUPPORT
444	MEOW CAT RESCUE 1900 Oakridge Drive CHARLESTON, WV 25311	45-4152396	501 (c) (3)	9,156	1,168	FMV	MERCHANDISE	GENERAL SUPPORT
445	MEOW PARLOUR CATS INC 46 Hester Street NEW YORK, NY 10002	81-5227873	501 (c) (3)	100,000	-			GENERAL SUPPORT
446	MERRIMACK RIVER FELINE RESCUE SOCIETY 63 Elm St Salisbury Beach, MA 1952	04-3172322	501 (c) (3)	5,700	-			GENERAL SUPPORT
447	METRO EAST HUMANE SOCIETY 8495 STATE ROUTE 143 EDWARDSVILLE, IL 62025	37-1196065	501 (c) (3)	5,000	-			GENERAL SUPPORT
448	MIAMI - DADE ANIMAL SERVICES 3599 NW 79 AVE DORAL, FL 33122	59-6000573	501 (c) (3)	26,596	78	FMV	MERCHANDISE	GENERAL SUPPORT
449	MICHIGAN HUMANE SOCIETY 30300 TELEGRAPH RD, # 220 BINGHAM FARMS, MI 48025	38-1358206	501 (c) (3)	73,180	-			GENERAL SUPPORT

THE PETCO FOUNDATION EIN 33-0845930
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

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450	MICHIGAN PET FUND ALLIANCE 2210 LANCASTER BLOOMFIELD HILLS, MI 48302	20-0399162	501 (c) (3)	10,000	-			GENERAL SUPPORT
451	MID SOUTH SPAY & NUETER SERVICES 3787 Summer Ave MEMPHIS, TN 38122	62-1067900	501 (c) (3)	30,000	-			GENERAL SUPPORT
452	MIDDLE TENNESSEE SPAY AND 846 UNION ST SHELBYVILLE, TN 37160	26-3365124	501 (c) (3)	9,500	-			GENERAL SUPPORT
453	MIDLANDS HUMANE SOCIETY 1020 RAILROAD AVE, STE A COUNCIL BLUFFS, IA 51503	20-5105144	501 (c) (3)	21,144	-			GENERAL SUPPORT
454	MILITARY WORKING DOG TEAM 3501 MACCORKIE AVE SE, #326 CHARLESTON, WV 25304	13-4346918	501 (c) (3)	5,000	-			GENERAL SUPPORT
455	MINNEAPOLIS ANIMAL CARE AND CONTROL 212 17TH AVENUE N. MINNEAPOLIS, MN 55411	41-6005375	501 (c) (3)	5,000	-			GENERAL SUPPORT
456	MINN-KOTA PAAWS P.O. BOX 45 MOORHEAD, MN 56561	30-0245020	501 (c) (3)	5,000	-			GENERAL SUPPORT

THE PETCO FOUNDATION **EIN 33-0845930**
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

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457	MIRA FOUNDATION USA 77 CHEROKEE RD PINEHURST, NC 28374	26-3603779	501 (c) (3)	5,000	-			GENERAL SUPPORT
458	MISSION K9 RESCUE INC 10902 BRITOAK LN Houston, TX 77079	46-4302698	501 (c) (3)	150,200	851	FMV	MERCHANDISE	GENERAL SUPPORT
459	MISSOURI PATRIOT PAWS 1908 N BISHOP AVE ROLLA, MO 65401	46-5300374	501 (c) (3)	5,000	-			GENERAL SUPPORT
460	MN SNAP 2822 WASHINGTON AVE N MINNEAPOLIS, MN 55411	90-0397515	501 (c) (3)	26,000	-			GENERAL SUPPORT
461	MOMAKAT RESCUE 2012 KNOLLWOOD PL BIRMINGHAM, AL 35242	26-4241541	501 (c) (3)	7,270	-			GENERAL SUPPORT
462	MONTGOMERY COUNTY ANIMAL SHELTER 8535 HWY 242 CONROE, TX 77385	74-6000558	501 (c) (3)	275,000	287	FMV	MERCHANDISE	GENERAL SUPPORT
463	MONTGOMERY HUMANE SOCIETY 1150 JOHN OVERTON DRIVE MONTGOMERY, AL 36110	63-0351564	501 (c) (3)	5,000	-			GENERAL SUPPORT

THE PETCO FOUNDATION **EIN 33-0845930**
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

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464	MOORE COUNTY ANIMAL OPERATIONS 5235 US 15 CARTHAGE, NC 28374	56-6000322	501 (c) (3)	6,000	-			GENERAL SUPPORT
465	MORRIS ANIMAL FOUNDATION 720 S COLORADO BLVD, STE 174-A DENVER, CO 80246	84-6032307	501 (c) (3)	500,000	-			GENERAL SUPPORT
466	MOSBY FOUNDATION BOX 218 DEERFIELD, VA 24432	20-1468817	501 (c) (3)	200,000	-			GENERAL SUPPORT
467	MOTLEY ZOO ANIMAL RESCUE 23316 NE Redmond Fall City Rd, #Pmb 522 Redmond, WA 98053	26-4338166	501 (c) (3)	11,669	459	FMV	MERCHANDISE	GENERAL SUPPORT
468	MUDDY PAWS RESCUE 28-21 46th St Long Island, NY 11103	47-5496436	501 (c) (3)	106,695	-			GENERAL SUPPORT
469	MULTNOMAH COUNTY ANIMAL SERVICES PO BOX 698 TROUTDALE, OR 97060	93-6002309	501 (c) (3)	7,500	-			GENERAL SUPPORT
470	MUTTNATION FOUNDATION INC PO Box 340020 Nashville, TN 37203	27-0713907	501 (c) (3)	10,000	-			GENERAL SUPPORT

THE PETCO FOUNDATION EIN 33-0845930
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

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471	MY FURRY VALENTINE 1015 SEABROOK WY Cincinnati, OH 45245	47-1892268	501 (c) (3)	60,000	-			GENERAL SUPPORT
472	NAPLES CAT ALLIANCE 5555 GOLDEN GATE PKWY #141 NAPLES, FL 34116	26-3541598	501 (c) (3)	5,000	-			GENERAL SUPPORT
473	NATIONAL ANIMAL CARE & 40960 CALIFORNIA OAKS RD #242 MURRIETA, CA 92562	74-2158707	501 (c) (3)	30,000	-			GENERAL SUPPORT
474	NATIONAL DISASTER SEARCH DOG 6800 WHEELER CANYON RD SANTA PAULA, CA 93060	77-0412509	501 (c) (3)	500,000	-			GENERAL SUPPORT
475	NATIONAL SPAY ALLIANCE FOUNDATOIN 2518 CLEVELAND HWY DALTON, GA 30721	46-5460727	501 (c) (3)	18,500	-			GENERAL SUPPORT
476	NEBRASKA HUMANE SOCIETY 8929 Fort St Omaha, NE 68134	47-0378997	501 (c) (3)	14,000	-			GENERAL SUPPORT
477	NESTLE PURINA PETCARE COMPANY 1 CHECKERBOARD SQUARE - 4T St Louis, MO 63164	43-0470580		100,000	-			GENERAL SUPPORT

THE PETCO FOUNDATION EIN 33-0845930
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

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478	NEVADA HUMANE SOCIETY 2825 Longley Ln, Ste B RENO, NV 89502	88-0072720	501 (c) (3)	95,156	-			GENERAL SUPPORT
479	NEW ENGLAND FEDERATION OF 951 Broadway St Lowell, MA 1854	02-0447142	501 (c) (3)	10,000	-			GENERAL SUPPORT
480	NORTH CAROLINA ANIMAL 2700 TOOMEY AVE CHARLOTTE, NC 28203	26-0768375	501 (c) (3)	6,000	-			GENERAL SUPPORT
481	NORTH CAROLINA VETERINARY MEDICAL 1060 WILLIAM MOORE DR RALEIGH, NC 27607	58-1344473	501 (c) (3)	175,000	-			GENERAL SUPPORT
482	NORTHWEST SPAY AND NEUTER CENTER 6401 PACIFIC AVE TACOMA, WA 98408	91-2133291	501 (c) (3)	29,000	-			GENERAL SUPPORT
483	NRH ANIMAL ADOPTION & RESCUE CENTER 4301 City Point Drive North Richland Hills, TX 76180	75-6005194	501 (c) (3)	10,200	-			GENERAL SUPPORT
484	NUZZLES & CO P.O. BOX 682155 PARK CITY, UT 84068	87-0482464	501 (c) (3)	10,956	-			GENERAL SUPPORT

THE PETCO FOUNDATION EIN 33-0845930
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

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485	OC SMALL PAWS INC 17870 NEWHOPE ST, STE. 104-138 FOUNTAIN VALLEY, CA 92708	26-4798597	501 (c) (3)	5,466	1,220	FMV	MERCHANDISE	GENERAL SUPPORT
486	OC SMALL PAWS, INC 17870 NEWHOPE ST, STE. 104-138 FOUNTAIN VALLEY, CA 92708		501 (c) (3)		89	FMV	MERCHANDISE	GENERAL SUPPORT
487	OHIO ALLEYCAT RESOURCE 5619 ORLANDO PLACE Cincinnati, OH 45227	31-1728182	501 (c) (3)	14,000	-			GENERAL SUPPORT
488	OHIO STATE UNIVERSITY FOUNDATION 1480 WEST LANE AVE. COLUMBUS, OH 43221	31-1145986	501 (c) (3)	100,000	-			GENERAL SUPPORT
489	OKLAHOMA STATE UNIVERSITY FOUNDATION 400 S. Monroe STILLWATER, OK 74074	73-6097060	501 (c) (3)	40,000	-			GENERAL SUPPORT
490	ONEIDA COUNTY HUMANE SOCIETY 1852 N STEVENS ST RHINELANDER, WI 54501	39-1312508	501 (c) (3)	5,000	-			GENERAL SUPPORT
491	OPERATION CATNIP P.O. BOX 141023 GAINESVILLE, FL 32614	59-3522372	501 (c) (3)	17,500	-			GENERAL SUPPORT

THE PETCO FOUNDATION EIN 33-0845930
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

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492	OPERATION CATSNIP OF KENTUCKY 2141 View St SHELBYVILLE, KY 40065	26-4202367	501 (c) (3)	5,825	-			GENERAL SUPPORT
493	OPERATION DELTA DOG INC PO BOX 121 CHELMSFORD, MA 1824	46-1236244	501 (c) (3)	25,000	-			GENERAL SUPPORT
494	OPERATION KINDNESS 3201 EARHART DR. CARROLTON, TX 75006	75-1553350	501 (c) (3)	20,350	-			GENERAL SUPPORT
495	OPERATION PETS ALIVE PO BOX 132104 THE WOODLANDS, TX 77382	27-4226307	501 (c) (3)	72,313	111	FMV	MERCHANDISE	GENERAL SUPPORT
496	OPERATION SPAY BAY INC 3250 E 15th St Panama City, FL 32404	45-2931723	501 (c) (3)	40,000	-			GENERAL SUPPORT
497	OREGON HUMANE SOCIETY P.O. BOX 11364 Portland, OR 97211	93-0386880	501 (c) (3)	100,200	-			GENERAL SUPPORT
498	PAAC PEOPLE ASSISTING ANIMAL CONTROL 5804 AYERS ST. CORPUS CHRISTI, TX 78415	38-3817365	501 (c) (3)	15,469	1,007	FMV	MERCHANDISE	GENERAL SUPPORT

THE PETCO FOUNDATION **EIN 33-0845930**
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

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499	PACC 911 10645 N Tatum Blvd, Ste 200-516 PHOENIX, AZ 85028	20-5153613	501 (c) (3)	10,000	-			GENERAL SUPPORT
500	PALM VALLEY ANIMAL CENTER 2501 W. TRENTON RD. EDINBURG, TX 78539	74-1819910	501 (c) (3)	526,023	-			GENERAL SUPPORT
501	PALMETTO PAWS ANIMAL RESCUE 1058 Johnnie Dodds Blvd Mt Pleasant, SC 29464	46-1075755	501 (c) (3)	36,475	-			GENERAL SUPPORT
502	PALS FOR PAWS INC 3147 S 400 E KOKOMO, IN 46902	20-0481563	501 (c) (3)	40,830	186	FMV	MERCHANDISE	GENERAL SUPPORT
503	PARIS ANIMAL WELFARE SOCIETY INC 6 Legion Road Paris, KY 40361	61-1224933	501 (c) (3)	25,000	-			GENERAL SUPPORT
504	PARTNERS FOR PATRIOTS INC 705 Douglas St. Suite 635 Sioux City, IA 51101	27-0556420	501 (c) (3)	5,000	-			GENERAL SUPPORT
505	PARTNERS FOR PETS HUMANE SOCIETY PO BOX 445 Troy, IL 62294	36-4521704	501 (c) (3)	21,375	-			GENERAL SUPPORT

THE PETCO FOUNDATION EIN 33-0845930
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

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506	PASADENA ANIMAL CONTROL & ADOPTIONS 5150 Burke Rd Pasadena, TX 77504	74-6001846	501 (c) (3)	50,000	-			GENERAL SUPPORT
507	PASADENA HUMANE SOCIETY & SPCA 361 S. RAYMOND AVE. Pasadena, CA 91105	95-1643344	501 (c) (3)	5,000	-			GENERAL SUPPORT
508	PATRIOT PAWS SERVICE DOGS 254 RANCH TRAIL ROCKWALL, TX 75032	04-3815107	501 (c) (3)	20,000	-			GENERAL SUPPORT
509	PAULS CLINIC INC 369 AIRPORT RD MCMINNVILLE, TN 37110	20-2898319	501 (c) (3)	7,500	-			GENERAL SUPPORT
510	PAWFECT MATCH RESCUE PO BOX 171 HOLLY SPRINGS, NC 27540	20-4342710	501 (c) (3)	6,270	-			GENERAL SUPPORT
511	PAWS 3557 ORO DAM BLVD. EAST OROVILLE, CA 95966	68-0193922	501 (c) (3)	14,000	-			GENERAL SUPPORT
512	PAWS AND STRIPES 617 Truman St NE Albuquerque, NM 87110	27-2908352	501 (c) (3)	40,000	-			GENERAL SUPPORT

THE PETCO FOUNDATION **EIN 33-0845930**
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

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513	PAWS ANIMAL RESCUE 4114 SEYMORE ROAD SWARTZ CREEK, MI 48473	80-0526039	501 (c) (3)	5,000	-			GENERAL SUPPORT
514	PAWS CHICAGO 1997 N. CLYBOURN AVENUE CHICAGO, IL 60614	36-4219778	501 (c) (3)	87,049	-			GENERAL SUPPORT
515	PAWS FOR HEROES 7941 KATY FRWY, #175 Houston, TX 77024	46-2770133	501 (c) (3)	8,100	-			GENERAL SUPPORT
516	PAWS FOR LIFE RESCUE 318 John R Rd, #244 Troy, MI 48083	26-2505458	501 (c) (3)	10,810	300	FMV	MERCHANDISE	GENERAL SUPPORT
517	PAWS FUR THE CAUSE 6423 E THOMAS SCOTTSDALE, AZ 85251	46-1189949	501 (c) (3)	8,350	-			GENERAL SUPPORT
518	PAWS GIVING INDEPENDENCE 515 W LAWNDALE AVE PEORIA, IL 61604	26-3913387	501 (c) (3)	8,000	-			GENERAL SUPPORT
519	PAWS HUMANE SOCIETY P.O. BOX 7722 ROCKFORD, IL 61126	36-3610447	501 (c) (3)	5,237	-			GENERAL SUPPORT

THE PETCO FOUNDATION **EIN 33-0845930**
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

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520	PAWS HUMANE, INC. 4900 Milgen Rd COLUMBUS, GA 31907	58-2513501	501 (c) (3)	100,500	-			GENERAL SUPPORT
521	PAWS OF BAINBRIDGE ISLAND PO BOX 10811 BAINBRIDGE ISLAND, WA 98110	91-0952064	501 (c) (3)	6,090	-			GENERAL SUPPORT
522	PAWS OF WAR INC 34 E. Main Street Smithtown, NY 11787	46-5113396	501 (c) (3)	15,000	-			GENERAL SUPPORT
523	PEAK LAB RESCUE INC PO Box 2184 Apex, NC 27502	46-2915387	501 (c) (3)	5,000	-			GENERAL SUPPORT
524	PEEWEE'S PET ADOPTION WORLD & SANCTUARY 1307 Saratoga Blvd CORPUS CHRISTI, TX 78417	74-2746680	501 (c) (3)	10,000	-			GENERAL SUPPORT
525	PENINSULA REGIONAL ANIMAL SHELTER 5843 Jefferson Avenue Newport News, VA 23605	54-6022059	501 (c) (3)	50,000	-			GENERAL SUPPORT
526	PENNSYLVANIA SOCIETY FOR THE PREVENTION 350 E. ERIE AVENUE PHILADELPHIA, PA 19134	23-1352269	501 (c) (3)	9,700	-			GENERAL SUPPORT

THE PETCO FOUNDATION EIN 33-0845930
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

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527	PEOPLE FOR ANIMALS P O Box 991 FRANKLIN, TN 37065	62-1304791	501 (c) (3)	5,000	-			GENERAL SUPPORT
528	PEOPLE FOR ANIMALS INC 401 HILLSIDE AVE. Hillside, NJ 7205	22-2331492	501 (c) (3)	15,000	-			GENERAL SUPPORT
529	PEOPLE PROMOTING ANIMAL WELFARE - PPAW PO BOX 68 GREENBACK, TN 37742	62-1471626	501 (c) (3)	28,000	-			GENERAL SUPPORT
530	PEORIA HUMANE SOCIETY 2600 NE PERRY STREET PEORIA, IL 61603	37-1203094	501 (c) (3)	10,000	-			GENERAL SUPPORT
531	PERRITO MUNGUIA RESCUE CORP 601 DIAMOND DR CHULA VISTA, CA 91911	46-2988826	501 (c) (3)	6,330	-			GENERAL SUPPORT
532	PERSEUS FOUNDATION 9810 DAIRYTON CT. GAITHERSBURG, MD 20886	31-1658057	501 (c) (3)	50,000	-			GENERAL SUPPORT
533	PET ADOPTION ALTERNATIVE OF WARREN 6125 St James Drive West Bloomfield, MI 48322	26-0854420	501 (c) (3)	4,352	1,035	FMV	MERCHANDISE	GENERAL SUPPORT

THE PETCO FOUNDATION **EIN 33-0845930**
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

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534	PET ADOPTION LEAGUE OF NEW YORK INC 13244 Alhambra Lake Cir Delray Beach, FL 33446	04-3568169	501 (c) (3)	10,000	-			GENERAL SUPPORT
535	PET ALLIANCE OF GREATER ORLANDO INC 2727 CONROY RD ORLANDO, FL 32839	59-0637883	501 (c) (3)	50,400	-			GENERAL SUPPORT
536	PET ASSISTANCE FOUNDATION 555-B EArtesia Blvd Long Beach, CA 90805	95-6093481	501 (c) (3)	18,117	-			GENERAL SUPPORT
537	PET COMMUNITY CENTER 943-B DR RICHARD G ADAMS DR Nashville, TN 37207	45-1524886	501 (c) (3)	29,000	-			GENERAL SUPPORT
538	PET FUND 2747 14th Street Sacramento, CA 95818	20-0232792	501 (c) (3)	25,000	-			GENERAL SUPPORT
539	PET HELPERS INC 726 E Park Ave, #Pmb 311 Fairmont, WV 26554	26-3334650	501 (c) (3)	4,926	1,340	FMV	MERCHANDISE	GENERAL SUPPORT
540	PET MEDIA INC 334 EATON RD BENNINGTON, VT 5201	06-1552276	501 (c) (3)	50,000	-			GENERAL SUPPORT

THE PETCO FOUNDATION **EIN 33-0845930**
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
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541	PET PARTNERS 345 118th Ave SE, Ste 200 BELLVUE, WA 98005	91-1158281	501 (c) (3)	60,000	-			GENERAL SUPPORT
542	PET SAMARITAN FUND 6875 S 455 E Midvale, UT 84047	87-0483236	501 (c) (3)	7,900	-			GENERAL SUPPORT
543	PETALUMA ANIMAL SERVICES FOUNDATION 840 HOPPER ST. PETALUMA, CA 94952	45-2156120	501 (c) (3)	11,400	-			GENERAL SUPPORT
544	PETFIX NORTHEAST OHIO 885 E 222ND ST EUCLID, OH 44123	20-2205609	501 (c) (3)	12,500	-			GENERAL SUPPORT
545	PETS ALIVE INC 363 DERBY RD. MIDDLETOWN, NY 10940	11-2975276	501 (c) (3)	7,000	-			GENERAL SUPPORT
546	PETS ALIVE SPAY/NEUTER CLINIC 2444 S. WALNUT ST. Bloomington, IN 47401	36-4516780	501 (c) (3)	14,000	-			GENERAL SUPPORT
547	PETS ARE WONDERFUL SUPPORT LA 2121 S FLOWER ST LOS ANGELES, CA 90007	95-4178092	501 (c) (3)	5,000	-			GENERAL SUPPORT

THE PETCO FOUNDATION **EIN 33-0845930**
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

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548	PETS FOR VETS KANSAS CITY 711 NE MAGELLAN AVE, APT B LEE'S SUMMIT, MO 64086	47-4470073	501 (c) (3)	5,000	-			GENERAL SUPPORT
549	PETS LOW COST SPAY AND NEUTER CLINIC PO BOX 4669 WICHITA FALLS, TX 76308	68-0648159	501 (c) (3)	10,000	-			GENERAL SUPPORT
550	PHILADELPHIA ANIMAL WELFARE SOCIETY 100 N. 2ND STREET PHILADELPHIA, PA 19106	26-3862631	501 (c) (3)	75,200	-			GENERAL SUPPORT
551	PIMA ANIMAL CARE CENTER 4000 N. Silverbell RD Tucson, AZ 85745	86-6000543	501 (c) (3)	125,000	-			GENERAL SUPPORT
552	PINAL COUNTY ANIMAL CARE & CONTROL 1150 S Eleven Mile Corner Rd CASA GRANDE, AZ 85122	86-6000556	501 (c) (3)	5,000	-			GENERAL SUPPORT
553	PINEYWOODS ANIMAL WELFARE SOCIETY 3720 ACORN CIRCUIT BEAUMONT, TX 77703	20-0614920	501 (c) (3)	7,027	164	FMV	MERCHANDISE	GENERAL SUPPORT
554	PIONEER HUMANE SOCIETY PO BOX 1876 PENDLETON, OR 97801	93-0845104	501 (c) (3)	17,500	-			GENERAL SUPPORT

THE PETCO FOUNDATION EIN 33-0845930
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

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555	PIT SISTERS INC 14286-19 #234 Beach Blvd. JACKSONVILLE, FL 32250	32-0355003	501 (c) (3)	5,000	-			GENERAL SUPPORT
556	PLANNED PETHOOD OF GEORGIA 2860 BUFORD HWY, BLDG F, STE 2 DULUTH, GA 30096	90-0516757	501 (c) (3)	10,000	-			GENERAL SUPPORT
557	PLANNED PET-HOOD SPAY/NEUTER CLINIC 36699 HARRIMAN HWY HARRIMAN, TN 37748	82-0544907	501 (c) (3)	6,000	-			GENERAL SUPPORT
558	POI DOGS & POPOKI PO BOX 75345 KAPOLEI, HI 96707	27-1370208	501 (c) (3)	15,215	-			GENERAL SUPPORT
559	PREVENT A LITTER VETERINARY 3421 W CARY ST Richmond, VA 23221	54-1630847	501 (c) (3)	7,500	-			GENERAL SUPPORT
560	PREVENT HOMELESS PETS 812 DELLA AVE. BENTON CITY, WA 99320	01-0919961	501 (c) (3)	10,000	-			GENERAL SUPPORT
561	PREVENT UNWANTED PETS - PUPS 1884 BOSTIK RD. CAT SPRING, TX 78933	05-0590896	501 (c) (3)	5,800	-			GENERAL SUPPORT

THE PETCO FOUNDATION EIN 33-0845930
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

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562	PROJECT DELTA 9002 Vickors Crossing Brooklyn Park, MN 55443	81-2180653	501 (c) (3)	60,000	-			GENERAL SUPPORT
563	PROVERBS 12:10 ANIMAL PO BOX 279 BURNS, TN 37029	06-1792932	501 (c) (3)	58,203	-			GENERAL SUPPORT
564	PROVIDENCE ANIMAL CENTER 555 Sandy Bank Rd Media, PA 19063	23-1440112	501 (c) (3)	36,245	-			GENERAL SUPPORT
565	PUBLIC VET 2336 Linden Hill Dr. Bloomington, IN 47401	81-4581936	501 (c) (3)	43,000	-			GENERAL SUPPORT
566	PUG RESCUE OF AUSTIN PO BOX 170428 AUSTIN, TX 78709	27-0472435	501 (c) (3)	5,000	-			GENERAL SUPPORT
567	PUPZ N PALZ RESCUE 2037 San Marco Dr Modesto, CA 95355	46-1489283	501 (c) (3)	18,428	-			GENERAL SUPPORT
568	PURDUE UNIVERSITY 23510 NETWORK PLACE CHICAGO, IL 60673	35-6002041	501 (c) (3)	90,000	-			GENERAL SUPPORT

THE PETCO FOUNDATION EIN 33-0845930
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

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569	PURRFECT PALS 230 McRae Rd NE ARLINGTON, WA 98223	94-3127448	501 (c) (3)	5,875	-			GENERAL SUPPORT
570	QUINCY HUMANE SOCIETY P.O. BOX 3173 QUINCY, IL 62305	37-6045284	501 (c) (3)	9,600	-			GENERAL SUPPORT
571	RABBIT RESCUE P.O. BOX 40460 DOWNEY, CA 90241	33-0742169	501 (c) (3)	9,419	-			GENERAL SUPPORT
572	RACCOON VALLEY HUMANE SOCIETY PO BOX 38 Boone, IA 50036	42-1409512	501 (c) (3)	11,645	-			GENERAL SUPPORT
573	RAINBOW FRIENDS ANIMAL SANCTUARY PO BOX 1259 KURTISTOWN, HI 96760	99-0353068	501 (c) (3)	9,000	-			GENERAL SUPPORT
574	RAINING CATS RESCUE INC 770 Sarina Terrace SW Vero Beach, FL 32968	45-2777767	501 (c) (3)	2,929	2,301	FMV	MERCHANDISE	GENERAL SUPPORT
575	REGENTS OF THE UNIVERSITY OF CALIFORNIA 1 Shields Ave Davis, CA 95616	94-6036494	501 (c) (3)	100,000	-			GENERAL SUPPORT

THE PETCO FOUNDATION **EIN 33-0845930**
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

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576	REGIONAL ANIMAL SERVICES OF 21615 64th Ave S Kent, WA 98032	91-6001327	501 (c) (3)	6,353	126	FMV	MERCHANDISE	GENERAL SUPPORT
577	REGIONAL CENTER FOR ANIMAL CARE 1510 Baldwin Ave NE ROANOKE, VA 24012	54-6001572	501 (c) (3)	10,000	-			GENERAL SUPPORT
578	RESCUE ANIMALS IN NEED INC PO BOX 60935 FT. MYERS, FL 33906	27-3685728	501 (c) (3)	4,133	1,371	FMV	MERCHANDISE	GENERAL SUPPORT
579	RESCUE HOUSE PO BOX 231336 ENCINITAS, CA 92023	77-0503065	501 (c) (3)	10,600	2,024	FMV	MERCHANDISE	GENERAL SUPPORT
580	RESCUE RANCH INC PO BOX 55527 MCRAE, GA 31055	42-1598987	501 (c) (3)	16,500	-			GENERAL SUPPORT
581	RESCUED N READY ANIMAL FOUNDATION 3143 E. 68th Street Tulsa, OK 74136	46-3087362	501 (c) (3)	24,910	-			GENERAL SUPPORT
582	RESCUED PETS MOVEMENT INC 2317 West 34th St Houston, TX 77018	46-3708327	501 (c) (3)	550,000	-			GENERAL SUPPORT

THE PETCO FOUNDATION EIN 33-0845930
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

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583	RESQUE RANCH INC 15635 PASEO PENASCO ESCONDIDO, CA 92025	47-2418020	501 (c) (3)	10,000	-			GENERAL SUPPORT
584	RICHMOND ANIMAL LEAGUE 11401 INTERNATIONAL DR. Richmond, VA 23236	51-0240493	501 (c) (3)	13,156	-			GENERAL SUPPORT
585	RICHMOND SPCA 2519 Hermitage Rd Richmond, VA 23220	54-0506328	501 (c) (3)	37,000	-			GENERAL SUPPORT
586	RIEDEL & CODY FUND PO BOX 1162 OLD SAYBROOK, CT 6475	27-2632175	501 (c) (3)	36,000	-			GENERAL SUPPORT
587	ROBINS NEST OF INDY INC 8938 Spider Bay Ct Indianapolis, IN 46236	27-2441316	501 (c) (3)	14,880	58	FMV	MERCHANDISE	GENERAL SUPPORT
588	ROBINSONS RESCUE 2515 LINE AVE SHREVEPORT, LA 71104	42-1717278	501 (c) (3)	35,000	-			GENERAL SUPPORT
589	ROCHESTER ANIMAL SERVICES 184 VERONA STREET Rochester, NY 14608	16-6002551	501 (c) (3)	10,400	-			GENERAL SUPPORT

THE PETCO FOUNDATION EIN 33-0845930
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

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590	ROCK & RAWHIDE 455 W. 37TH ST, STE 2202 NEW YORK, NY 10018	45-4146647	501 (c) (3)	8,279	-			GENERAL SUPPORT
591	ROCKY MOUNTAIN FELINE RESCUE 2390 S DELAWARE ST DENVER, CO 80223	84-0862418	501 (c) (3)	8,855	-			GENERAL SUPPORT
592	ROCKY MOUNTAIN PUPPY RESCUE PO BOX 13 BERTHOUD, CO 80513	27-2214963	501 (c) (3)	10,242	-			GENERAL SUPPORT
593	RUDE RANCH ANIMAL RESCUE, INC. 3200 Ivy Way Annapolis, MD 20776	52-2312763	501 (c) (3)	8,500	-			GENERAL SUPPORT
594	RUFF HOUSE RESCUE INC PO BOX 365 OCEANSIDE, NY 11572	27-0964354	501 (c) (3)	46,828	175			GENERAL SUPPORT
595	RUFF START RESCUE P.O. Box 129 Princeton, MN 55371	27-2545988	501 (c) (3)	10,200	-	FMV	MERCHANDISE	GENERAL SUPPORT
596	RUTHERFORD COUNTY PET ADOPTION 285 John Rice Blvd Murfreesboro, TN 37130	62-6000818	501 (c) (3)	21,000	-			GENERAL SUPPORT

THE PETCO FOUNDATION EIN 33-0845930
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

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597	S N A P - SPAY NEUTER ACTION PROJECT PO BOX 235287 ENCINITAS, CA 92023	33-0517862	501 (c) (3)	33,400	-			GENERAL SUPPORT
598	S.A.V.E. RESCUE COALITION P O Box 790 SANTA FE, TX 77517	45-4982602	501 (c) (3)	10,085	-			GENERAL SUPPORT
599	S.P.C.A., FLORIDA 5850 BRANNEN RD. S. LAKELAND, FL 33813	59-1939655	501 (c) (3)	35,175	-			GENERAL SUPPORT
600	SACRAMENTO SPCA 6201 Florin Perkins Rd Sacramento, CA 95828	94-1312343	501 (c) (3)	25,279	-			GENERAL SUPPORT
601	SAFE ANIMAL SHELTER 2913 COUNTRY ROAD 220 MIDDLEBURG, FL 32067	59-3054559	501 (c) (3)	10,366	995	FMV	MERCHANDISE	GENERAL SUPPORT
602	SAFE HAVEN HUMANE SOCIETY AND PO BIX 207 SUAMICO, WI 54173	46-4337673	501 (c) (3)	5,000	-			GENERAL SUPPORT
603	SAINT BERNARD RESCUE FOUNDATION INC 800 Elk Creek Rd Trail, OR 97541	86-0924177	501 (c) (3)	5,000	-			GENERAL SUPPORT

THE PETCO FOUNDATION EIN 33-0845930
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

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604	SAINT SETONS ORPHANED ANIMALS 628 CAMBRIDGE ST FREDERICKSBURG, VA 22405	20-8419405	501 (c) (3)	24,500	-			GENERAL SUPPORT
605	SALEM FRIENDS OF FELINES 980 Commercial Street SE Salem, OR 97302	68-0577560	501 (c) (3)	20,000	-			GENERAL SUPPORT
606	SALINA ANIMAL SHELTER 329 N. SECOND STREET SALINA, KS 67401	48-6086715	501 (c) (3)	76,100	-			GENERAL SUPPORT
607	SALT LAKE COUNTY ANIMAL SERVICES 511 WEST 3900 SOUTH SALT LAKE CITY, UT 84123	87-6000316	501 (c) (3)	10,000	-			GENERAL SUPPORT
608	SAMMIES FRIENDS 128 High St Grass Valley, CA 95945	52-2439192	501 (c) (3)	5,000	-			GENERAL SUPPORT
609	SAN ANTONIO FERAL CAT COALITION P.O. Box 692308 SAN ANTONIO, TX 78247	76-0766948	501 (c) (3)	8,199	-			GENERAL SUPPORT
610	SAN ANTONIO PETS ALIVE P O BOX 830006 SAN ANTONIO, TX 78283	45-4141531	501 (c) (3)	476,195	-			GENERAL SUPPORT

THE PETCO FOUNDATION EIN 33-0845930
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
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611	SAN ANTONIO PROTECT AND CARE PO Box 63627 Pipe Creek, TX 78063	26-0589145	501 (c) (3)	43,781	-			GENERAL SUPPORT
612	SAN DIEGO HUMANE SOCIETY AND SPCA 5500 GAINES ST. SAN DIEGO, CA 92110	95-1661688	501 (c) (3)	209,485	964	FMV	MERCHANDISE	GENERAL SUPPORT
613	SAN DIEGO SPANIEL RESCUE INC PO BOX 179043 SAN DIEGO, CA 92177	20-1663069	501 (c) (3)	5,000	-			GENERAL SUPPORT
614	SAN GABRIEL VALLEY 533 Cabana Ave La Puente, CA 91744	90-0679799	501 (c) (3)	2,801	2,415	FMV	MERCHANDISE	GENERAL SUPPORT
615	SANCTUARY AT HAAFSVILLE PO BOX 921 FOGELSVILLE, PA 18051	27-2756157	501 (c) (3)	24,600	183	FMV	MERCHANDISE	GENERAL SUPPORT
616	SANTA FE ANIMAL SHELTER INC 100 Caja Del Rio Rd SANTA FE, NM 87507	85-6000484	501 (c) (3)	18,280	-			GENERAL SUPPORT
617	SANTA PAULA ANIMAL RESCUE CENTER 705 E SANTA BARBARA ST SANTA PAULA, CA 93060	45-4185395	501 (c) (3)	8,200	99	FMV	MERCHANDISE	GENERAL SUPPORT

THE PETCO FOUNDATION EIN 33-0845930
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

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618	SANTUARIO DE ANIMALES SAN FRANCISCO PO Box 566 San Germán, PR 683	66-0717096	501 (c) (3)	5,873	456	FMV	MERCHANDISE	GENERAL SUPPORT
619	SAVE A GATO INC PO BOX 9021227 SAN JUAN, PR 902	66-0550555	501 (c) (3)	8,656	-			GENERAL SUPPORT
620	SAVE-A-PET ANIMAL RESCUE INC 608 ROUTE 112 PORT JEFFERSON STATION, NY 11776	11-3290684	501 (c) (3)	8,204	820	FMV	MERCHANDISE	GENERAL SUPPORT
621	SAVING OUR COMPANION ANIMALS PO Box 1595 Rosenberg, TX 77471	47-2809673	501 (c) (3)	12,210	-			GENERAL SUPPORT
622	SAVING PETS ONE AT A TIME (SPOT) P.O. BOX 211 BURLINGTON, WA 98232	91-2008766	501 (c) (3)	7,000	-			GENERAL SUPPORT
623	SCRAPPERS RESCUE CORPORATION 1919 Cassopolis Street Elkhart, IN 46514	46-4844118	501 (c) (3)	5,000	-			GENERAL SUPPORT
624	SEATTLE HUMANE SOCIETY 13212 SE EASTGATE WY BELLEVUE, WA 98005	91-0282060	501 (c) (3)	101,350	-			GENERAL SUPPORT

THE PETCO FOUNDATION **EIN 33-0845930**
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
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625	SECOND CHANCE 4 PETS NETWORK INC 622 117TH PLACE WHITING, IN 46394	37-1664589	501 (c) (3)	5,375	-			GENERAL SUPPORT
626	SECOND CHANCE PETS P.O. BOX 1216 LEAGUE CITY, TX 77574	76-0463217	501 (c) (3)	6,323	-			GENERAL SUPPORT
627	SERVICE DOGS INC 4925 BELL SPRINGS RD. DRIPPING SPRINGS, TX 78620	76-0260567	501 (c) (3)	140,000	144	FMV	MERCHANDISE	GENERAL SUPPORT
628	SHELTER ANIMALS COUNT 41 Watchung Plaza Ste 393 Montclair, NJ 7042	46-2215168	501 (c) (3)	55,000	-			GENERAL SUPPORT
629	SHELTER TO SOLDIER 2665 FOURTH AVE SAN DIEGO, CA 92103	46-0906020	501 (c) (3)	25,000	-			GENERAL SUPPORT
630	SIERRAS HAVEN FOR NEW AND USED PETS 80 Easter Drive Portsmouth, OH 45662	31-1779083	501 (c) (3)	14,232	-			GENERAL SUPPORT
631	SIMI NON PROFIT SPAY AND NEUTER 1659 E. LOS ANGLES AVE. SIMI VALLEY, CA 93065	77-0568506	501 (c) (3)	20,000	-			GENERAL SUPPORT

THE PETCO FOUNDATION EIN 33-0845930
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
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632	SIMPLY SHEPHERDS RESCUE C/O 755 N. WOLF RD. Hillside, IL 60162		501 (c) (3)	1,025	-			GENERAL SUPPORT
633	SIOUXLAND HUMANE SOCIETY 1015 TRIVIEW AVE. Sioux City, IA 51103	42-6000336	501 (c) (3)	17,206	-			GENERAL SUPPORT
634	SIT STAY READ INC 2849 N. CLARK ST. CHICAGO, IL 60657	20-0151074	501 (c) (3)	7,500	-			GENERAL SUPPORT
635	SMILING DOG RESCUE INC 25010 e low lane Benson, AZ 85602	80-0786599	501 (c) (3)	5,000	-			GENERAL SUPPORT
636	SMOKY MOUNTAIN ANIMAL CARE FOUNDATION PO BOX 1099 ALCOA, TN 37701	20-8296396	501 (c) (3)	10,000	-			GENERAL SUPPORT
637	SNAKE RIVER ANIMAL SHELTER PO BOX 51741 IDAHO FALLS, ID 83405	20-5175430	501 (c) (3)	21,330	-			GENERAL SUPPORT
638	SNAP PO BOX 70286 Houston, TX 77270	76-0608925	501 (c) (3)	95,000	-			GENERAL SUPPORT

THE PETCO FOUNDATION **EIN 33-0845930**
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
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639	SNIPPET CITRUS INC PO BOX 476 HOMOSASSA SPRINGS, FL 34447	46-1924959	501 (c) (3)	5,000	-			GENERAL SUPPORT
640	SOCIETY FOR THE IMPROVEMENT OF CONDITION 2600 WILMINGTON PIKE KETTERING, OH 45419	23-7367199	501 (c) (3)	10,000	-			GENERAL SUPPORT
641	SOCIETY OF ANIMAL WELFARE 15508 W. BELL RD., STE 101-613 SURPRISE, CO 85374	41-1618666	501 (c) (3)	30,000	-			GENERAL SUPPORT
642	SOLDIER ON SERVICE DOGS INC 2378 W MOORE LN FAYETTEVILLE, AR 72704	47-1124063	501 (c) (3)	7,500	-			GENERAL SUPPORT
643	SOLDIERS BEST FRIEND 7445 W. ACOMA AVE. PEORIA, AZ 85381	27-4665797	501 (c) (3)	15,000	-			GENERAL SUPPORT
644	SOMERSET REGIONAL ANIMAL SHELTER 100 Commons Way Bridgewater, NJ 8807	22-2005516	501 (c) (3)	8,659	-			GENERAL SUPPORT
645	SOUL DOG RESCUE 4844 S KALAMATH ST Englewood, CO 80110	45-4137227	501 (c) (3)	30,000	-			GENERAL SUPPORT

THE PETCO FOUNDATION EIN 33-0845930
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
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646	SOURIS VALLEY HUMANE SOCIETY INC 1935 20th. Ave. SE Minot, ND 58702	45-0345317	501 (c) (3)	10,000	-			GENERAL SUPPORT
647	SOUTH COUNTY CATS 26828 MAPLE VLY BLACK DIAMOND RD SE #160 MAPLE VALLEY, WA 98038	20-5278961	501 (c) (3)	5,018	-			GENERAL SUPPORT
648	SOUTH FLORIDA FUND FOR RETIRED 8243 SW 85TH TERRACE MIAMI, FL 33143	65-0350357	501 (c) (3)	5,000	-			GENERAL SUPPORT
649	SOUTH UTAH VALLEY ANIMAL SERVICES 582 W 3000 N Spanish Fork, UT 84660	72-1604129	501 (c) (3)	20,000	-			GENERAL SUPPORT
650	SOUTHEAST VOLUSIA HUMANE SOCIETY 1200 S Glencoe Rd New Smyrna Beach, FL 32168	59-1148843	501 (c) (3)	16,040	-			GENERAL SUPPORT
651	SOUTHEASTERN GUIDE DOGS 4210 77TH ST. E. PALMETTO, FL 34221	59-2252352	501 (c) (3)	5,000	-			GENERAL SUPPORT
652	SOUTHERN ALLIANCE FOR 2703 HUNTSVILLE HWY FAYETTEVILLE, TN 37334	80-0614513	501 (c) (3)	16,500	-			GENERAL SUPPORT

THE PETCO FOUNDATION EIN 33-0845930
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

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653	SOUTHERN CA GERMAN SHEPHERD RESCUE 6161 EL CAJON BLVD, STE 460 SAN DIEGO, CA 92115	20-5500458	501 (c) (3)	5,000	-			GENERAL SUPPORT
654	SOUTHERN PINES ANIMAL SHELTER 1901 N. 31ST AVE. HATTIESBURG, MS 39401	64-0514796	501 (c) (3)	162,886	-			GENERAL SUPPORT
655	SOUTHSIDE ANIMAL SHELTER 1614 W EDGEWOOD AVE Indianapolis, IN 46217	35-1917438	501 (c) (3)	27,000	-			GENERAL SUPPORT
656	SPAY - NEUTER SERVICES OF INDIANA INC 1100 W. 42ND STREET, STE 205 Indianapolis, IN 46208	31-0922223	501 (c) (3)	12,500	-			GENERAL SUPPORT
657	SPAY & NEUTER ACTION PROGRAM (SNAP) 2405 W. PICACHO ST, STE 103 LAS CRUCES, NM 88007	31-1631899	501 (c) (3)	5,000	-			GENERAL SUPPORT
658	SPAY AND NEUTER KANSAS CITY P.O. BOX 410303 KANSAS CITY, MO 64141	82-0563117	501 (c) (3)	19,500	-			GENERAL SUPPORT
659	SPAY ILLINOIS PET WELL CLINIC INC 2765 Maple Ave Lisle, IL 60532	45-2094195	501 (c) (3)	10,750	-			GENERAL SUPPORT

THE PETCO FOUNDATION EIN 33-0845930
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

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660	SPAY N SAVE ANIMAL CLINIC P.O. Box 622543 Oviedo, FL 32762	30-0693930	501 (c) (3)	23,000	-			GENERAL SUPPORT
661	SPAY NEUTER ASSISTANCE FOR PETS INC 190 BLUE JAY AVE VONORE, TN 37885	74-3083045	501 (c) (3)	8,250	-			GENERAL SUPPORT
662	SPAY NEUTER IDAHO PETS INC 1077 S. GARDEN PL BOISE, ID 83705	26-2679583	501 (c) (3)	7,200	-			GENERAL SUPPORT
663	SPAY NEUTER NETWORK P.O. BOX 515 KAUFMAN, TX 75142	20-0276988	501 (c) (3)	205,000	112	FMV	MERCHANDISE	GENERAL SUPPORT
664	SPAY NEUTER PROJECT OF LOS ANGELES 57 N. GAFFEY ST. SAN PEDRO, CA 90731	20-8542566	501 (c) (3)	20,000	-			GENERAL SUPPORT
665	SPAY OKLAHOMA 401 S Boston Ave, Ste 900 Tulsa, OK 74103	73-1554828	501 (c) (3)	50,000	-			GENERAL SUPPORT
666	SPAY THE STRAYS INC P.O. BOX 700112 ST. CLOUD, FL 34770	20-4735793	501 (c) (3)	11,045	975	FMV	MERCHANDISE	GENERAL SUPPORT

THE PETCO FOUNDATION **EIN 33-0845930**
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

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667	SPAY TODAY 1864 S WADSWORTH BLVD #2 LAKEWOOD, CO 80232	80-0303411	501 (c) (3)	23,000	-			GENERAL SUPPORT
668	SPAY4LA INC 4079 REDWOOD AVE, STE B LOS ANGELES, CA 90066	45-2996980	501 (c) (3)	45,000	-			GENERAL SUPPORT
669	SPCA OF NORTHERN NEVADA 4950 Spectrum Blvd. RENO, NV 89512	88-0386601	501 (c) (3)	8,500	-			GENERAL SUPPORT
670	SPCA OF TEXAS 2400 LONE STAR DR Dallas, TX 75212	75-1216660	501 (c) (3)	20,280	-			GENERAL SUPPORT
671	SPCA SAN PAT COUNTY PO BOX 1693 ARANSAS PASS, TX 78335	56-2598436	501 (c) (3)	10,000	-			GENERAL SUPPORT
672	SPOKANE HUMANE SOCIETY P.O. BOX 6247 SPOKANE, WA 99217	91-0565011	501 (c) (3)	15,826	-			GENERAL SUPPORT
673	ST ANIMAL PET ADOPTION 10967 St Francis Ln ST ANN, MO 63074	38-3846461	501 (c) (3)	9,563	100	FMV	MERCHANDISE	GENERAL SUPPORT

THE PETCO FOUNDATION EIN 33-0845930
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

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674	ST FRANCIS HUMANE ASSOCIATION P.O. Box 73622 Richmond, VA 23235	54-1713106	501 (c) (3)	4,262	795	FMV	MERCHANDISE	GENERAL SUPPORT
675	ST LOUIS PET RESCUE PO Box 374 Valley Park, MO 63088	27-0822372	501 (c) (3)	5,095	-			GENERAL SUPPORT
676	ST LOUIS SENIOR DOG PROJECT 7488 Rivermont Trl House Springs, MO 63051	01-0584486	501 (c) (3)	6,470	-			GENERAL SUPPORT
677	ST MARY'S ANIMAL WELFARE LEAGUE INC P.O. BOX 1232 LEONARDTOWN, MD 20650	52-1679412	501 (c) (3)	6,831	-			GENERAL SUPPORT
678	ST SOPHIAS FORGOTTEN FELINES P.O. BOX 575 ADDISON, IL 60101	36-4696076	501 (c) (3)	5,932	14	FMV	MERCHANDISE	GENERAL SUPPORT
679	ST TAMMANY HUMANE SOCIETY 20384 HARRISON AVE COVINGTON, LA 70433	72-0543369	501 (c) (3)	5,654	87	FMV	MERCHANDISE	GENERAL SUPPORT
680	ST. HUBERT'S ANIMAL WELFARE CENTER P.O. BOX 159 MADISON, NJ 7940	22-1627726	501 (c) (3)	21,200	-			GENERAL SUPPORT

THE PETCO FOUNDATION **EIN 33-0845930**
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

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681	STANDISH HUMANE SOCIETY P.O. BOX 634 Duxbury, MA 2331	23-7085127	501 (c) (3)	6,285	-			GENERAL SUPPORT
682	STATEN ISLAND HOPE ANIMAL RESCUE PO BOX 30351 STATEN ISLAND, NY 10303	27-2122819	501 (c) (3)	26,794	-			GENERAL SUPPORT
683	STEPHENS COUNTY HUMANE SOCIETY PO BOX 669 DUNCAN, OK 73533	73-1202082	501 (c) (3)	26,785	-			GENERAL SUPPORT
684	STONE COUNTY SOCIETY FOR THE 1989 HWY. 26 WIGGINS, MS 39577	27-1359759	501 (c) (3)	5,000	-			GENERAL SUPPORT
685	STRAY ANIMAL ADOPTION PROGRAM P.O. BOX 72040 NEWPORT, KY 41072	61-1333938	501 (c) (3)	62,831	-			GENERAL SUPPORT
686	STRAY HEARTS ANIMAL SHELTER P.O. BOX 622 TAOS, NM 87571	85-0342062	501 (c) (3)	5,000	-			GENERAL SUPPORT
687	STRAY RESCUE OF SAINT LOUIS 2320 PINE ST. SAINT LOUIS, MO 63103	43-1823801	501 (c) (3)	23,000	-			GENERAL SUPPORT

THE PETCO FOUNDATION **EIN 33-0845930**
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

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688	SUMNER SPAY NEUTER ALLIANCE PO BOX 1834 GALLATIN, TN 37066	26-4175450	501 (c) (3)	34,250	-			GENERAL SUPPORT
689	SUN CITIES 4 PAWS RESCUE P.O. BOX 426 YOUNGTOWN, AZ 85363	86-0822208	501 (c) (3)	6,000	-			GENERAL SUPPORT
690	SUNCOAST SERVICE DOGS INC 2420 S. Columbine Ave. Homosassa, FL 34448	46-2482915	501 (c) (3)	5,000	-			GENERAL SUPPORT
691	SUNSHINE FOUNDATION 4220 La Grande Princesse Christiansted, Virgin Islands, PR 820	66-0723773	501 (c) (3)	5,000	-			GENERAL SUPPORT
692	SUWANNEE PAWS, INC. 1427 OHIO AVE NORTH LIVE OAK, FL 32064	46-4923115	501 (c) (3)	7,250	-			GENERAL SUPPORT
693	TAILS HUMANE SOCIETY 2250 Barber Greene Rd Dekalb, IL 60115	36-4334785	501 (c) (3)	10,000	69	FMV	MERCHANDISE	GENERAL SUPPORT
694	TAILS OF VALOR PAWS OF HONOR INC 1756 Salem Rd Quakertown, PA 18951	81-1221443	501 (c) (3)	10,000	-			GENERAL SUPPORT

THE PETCO FOUNDATION EIN 33-0845930
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
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695	TANYA'S ADOPTION NETWORK P.O. BOX 290254 PHELAN, CA 92329	20-2829665	501 (c) (3)	5,828	-			GENERAL SUPPORT
696	TELLER COUNTY REGIONAL ANIMAL SHELTER PO BOX 904 DIVIDE, CO 80814	84-1584194	501 (c) (3)	8,100	-			GENERAL SUPPORT
697	TENDER CARE ANIMAL RESCUE P. O. Box 872947 Vancouver, WA 98687	45-2277970	501 (c) (3)	16,755	-			GENERAL SUPPORT
698	TEXAS ANIMAL SHELTER COALITION PO BOX 6551 MCKINNEY, TX 75071	31-1717528	501 (c) (3)	20,000	-			GENERAL SUPPORT
699	TEXAS ANIMAL SOCIETY P.O. Box 130448 Spring, TX 77393	45-4042598	501 (c) (3)	15,123	326	FMV	MERCHANDISE	GENERAL SUPPORT
700	TEXAS LITTER CONTROL 18403 Tall Cypress Dr. Spring, TX 77388	46-0920592	501 (c) (3)	128,240	-			GENERAL SUPPORT
701	THE ANIMAL RIGHTS ALLIANCE, INC. (TARA) 42 ACKERMAN ROAD WARWICK, NY 10990	13-3269965	501 (c) (3)	12,000	-			GENERAL SUPPORT

THE PETCO FOUNDATION **EIN 33-0845930**
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
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702	THE ARIZONA ANIMAL WELFARE LEAGUE 25 N 40th Street PHOENIX, AZ 85034	23-7149453	501 (c) (3)	50,000	-			GENERAL SUPPORT
703	THE BRIDGE CLINIC 2820 OLD LINCOLN HWY TREVOSE, PA 19053	46-1158857	501 (c) (3)	5,000	-			GENERAL SUPPORT
704	THE CAT$ MEOW INC 826 N. Harper Avenue LOS ANGELES, CA 90046	90-0934692	501 (c) (3)	28,775	46	FMV	MERCHANDISE	GENERAL SUPPORT
705	THE HUMANE SOCIETY OF PUERTO RICO P.O. Box 2387 Guaynabo, PR 970	66-0329776	501 (c) (3)	30,400	-			GENERAL SUPPORT
706	THE LITTER BOX KITTY RESCUE P.O. Box 3 Taylorsville, IN 47280	46-2063802	501 (c) (3)	15,846	64	FMV	MERCHANDISE	GENERAL SUPPORT
707	THE PAWS CLINIC 21210 GODDARD RD TAYLOR, MI 48180	27-3257737	501 (c) (3)	15,000	-			GENERAL SUPPORT
708	THE PIXIE PROJECT 510 NE MLK Blvd Portland, OR 97201	20-8430297	501 (c) (3)	5,000	-			GENERAL SUPPORT

THE PETCO FOUNDATION **EIN 33-0845930**
TAX YEAR 2017 (FYE 5/5/2018)
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709	THOSE LEFT BEHIND FOUNDATION INC 10040 WEST CHEYENNE AVENUE STE 170-116 Las Vegas, NV 89129	27-2365618	501 (c) (3)	15,900	-			GENERAL SUPPORT
710	TINY PAWS KITTEN RESCUE INC 901 S. LOWRY STREET STILLWATER, OK 74074	20-2636365	501 (c) (3)	6,117	-			GENERAL SUPPORT
711	TIPTON COUNTY PAWS AND CLAWS PO Box 286 Atoka, TN 38004	46-1526853	501 (c) (3)	8,939	-			GENERAL SUPPORT
712	TO THE RESCUE INC 7930 Orange Plank Drive Springfield, VA 22153	46-4857411	501 (c) (3)	10,129	-			GENERAL SUPPORT
713	TOP DOG 9420 E GOLF LINKS RD, STE 108-355 Tucson, AZ 85730	86-0711039	501 (c) (3)	10,000	-			GENERAL SUPPORT
714	TRANSLATIONAL GENOMICS RESEARCH 445 North Fifth Street PHOENIX, AZ 85004	75-3065445	501 (c) (3)	175,000	-			GENERAL SUPPORT
715	TRI CITY ANIMAL SHELTER AND 1150 E. Pleasant Run Rd. Cedar Hill, TX 75104	75-6000480	501 (c) (3)	20,619	-			GENERAL SUPPORT

THE PETCO FOUNDATION EIN 33-0845930
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
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716	TROOPERS TREASURES 1719 ESTRELLITA CIRCLE CHATTANOOGA, TN 37421	27-4422651	501 (c) (3)	15,125	-			GENERAL SUPPORT
717	TUFTS UNIVERSITY 200 Westboro Road North Grafton, MA 1536	04-2103634	501 (c) (3)	150,000	-			GENERAL SUPPORT
718	TULARE COUNTY ANIMAL SERVICES 14131 Ave 256 VISALIA, CA 93292	94-6000545	501 (c) (3)	35,000	-			GENERAL SUPPORT
719	UNITED COALITION FOR ANIMALS 2830 COLERAIN AVE Cincinnati, OH 45225	30-0024366	501 (c) (3)	20,000	-			GENERAL SUPPORT
720	UNITED STATES WAR DOGS ASSOCIATION 1313 MT. HOLLY RD. BURLINGTON, NJ 8016	01-0597921	501 (c) (3)	75,000	-			GENERAL SUPPORT
721	UNIVERSAL K NINE 15329 Tradesman SAN ANTONIO, TX 78249	47-4197572	501 (c) (3)	140,000	-			GENERAL SUPPORT
722	UNIVERSITY OF PENNSYLVANIA SCHOOL 3800 SPRUCE ST. #110 PHILADELPHIA, PA 19104	23-1352685	501 (c) (3)	250,000	-			GENERAL SUPPORT

THE PETCO FOUNDATION **EIN 33-0845930**
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
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723	UNIVERSITY OF TENNESSEE 600 HENLEY ST, STE 100 Knoxville, TN 37996	62-1844686	501 (c) (3)	100,000	-			GENERAL SUPPORT
724	UNIVERSITY OF TENNESSEE 2621 MORGAN CIRCLE DR, 225 MORGAN HALL Knoxville, TN 37996	62-6001636	501 (c) (3)	7,500	-			GENERAL SUPPORT
725	UPPER PENINSULA ANIMAL 84 Snowfield Road Negaunee, MI 49866	38-2228501	501 (c) (3)	60,000	-			GENERAL SUPPORT
726	UTAH ANIMAL ADOPTION CENTER 1955 N. REDWOOD ROAD SALT LAKE CITY, UT 84116	94-2950501	501 (c) (3)	7,600	-			GENERAL SUPPORT
727	VALLEY OAK SPCA 9405 W Goshen Ave VISALIA, CA 93291	94-2770238	501 (c) (3)	14,000	-			GENERAL SUPPORT
728	VANDERBURGH HUMANE SOCIETY 400 Millner Industrial Drive Evansville, IN 47720	35-1068837	501 (c) (3)	10,000	-			GENERAL SUPPORT
729	VENTURA COUNTY ANIMAL REGULATION 600 AVIATION DR. CAMARILLO, CA 93010		501 (c) (3)	1,108	711	FMV	MERCHANDISE	GENERAL SUPPORT

THE PETCO FOUNDATION **EIN 33-0845930**
TAX YEAR 2017 (FYE 5/5/2018)
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730	VETERAN HOMESTEAD INC 3 VICTORY LANE GARDNER, MA 1440	04-3199887	501 (c) (3)	5,000	-			GENERAL SUPPORT
731	VETERANS ASSISTANCE DOGS OF TEXAS INC PO Box 290546 Kerrville, TX 78029	82-1822758	501 (c) (3)	85,000	-			GENERAL SUPPORT
732	VETERINARIANS FOR PUERTO RICO CORP 1114 W Worley St Columbia, MO 65203	82-3040280	501 (c) (3)	75,000	-			GENERAL SUPPORT
733	VIRGINIA BEACH SPCA 3040 Holland Rd Virginia Beach, VA 23453	54-6061532	501 (c) (3)	12,000	-			GENERAL SUPPORT
734	VIRGINIA FEDERATION OF PO BOX 545 EDINBURG, VA 22824	51-0208873	501 (c) (3)	5,000	-			GENERAL SUPPORT
735	VOLUNTEERS FOR ANIMALS PO BOX 1621 BATAVIA, NY 14021	22-2783890	501 (c) (3)	8,415	-			GENERAL SUPPORT
736	VOLUNTEERS OF MUSKEGON COUNTY 3840 Eastbrook Dr Muskegon, MI 49444	38-3590598	501 (c) (3)	35,200	739	FMV	MERCHANDISE	GENERAL SUPPORT

THE PETCO FOUNDATION **EIN 33-0845930**
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
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737	VUN-VEQ RESCUE 2431 Hollyhill Drive SAN ANTONIO, TX 78222	47-4206121	501 (c) (3)	6,509	-			GENERAL SUPPORT
738	W - UNDERDOGS INC 101 Haygood Ave ATLANTA, GA 30315	47-2573397	501 (c) (3)	10,000	-			GENERAL SUPPORT
739	WARRENSBURG ANIMAL SHELTER 35 SW 101 Road Warrensburg, MO 64093	44-6000282	501 (c) (3)	8,000	-			GENERAL SUPPORT
740	WARRIOR CANINE CONNECTION INC 14934 Schaeffer Rd. Boyds, MD 20841	45-2981579	501 (c) (3)	5,000	-			GENERAL SUPPORT
741	WARRIORS BEST FRIEND FOUNDATION PO BOX 1432 KANSAS CITY, MO 64069	27-0920837	501 (c) (3)	25,000	-			GENERAL SUPPORT
742	WATAUGA HUMANE SOCIETY 312 Paws Way (GPS Address 142 Don Hayes Road) Boone, NC 28607	23-7128331	501 (c) (3)	5,000	-			GENERAL SUPPORT
743	WATERTOWN HUMANE SOCIETY, INC. 418 WATER TOWER COURT Watertown, WI 53094	39-1097337	501 (c) (3)	5,000	-			GENERAL SUPPORT

THE PETCO FOUNDATION **EIN 33-0845930**
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
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744	WEBARK ESTATES 1851 CAMPBELL HILL RD. MOUNDSVILLE, WV 26041	02-0644795	501 (c) (3)	7,261	-			GENERAL SUPPORT
745	WEST GEORGIA SPAY NEUTER CLINIC 535 E MONTGOMERY ST VILLA RICA, GA 30180	58-2284855	501 (c) (3)	35,000	-			GENERAL SUPPORT
746	WEST MICHIGAN SPAY & NEUTER CLINIC 6130 AIRLINE RD FRUITPORT, MI 49415	26-1109986	501 (c) (3)	13,500	-			GENERAL SUPPORT
747	WESTFIELD HOMELESS CAT PROJECT 1124 E Mountain Rd Westfield, MA 1085	20-4923289	501 (c) (3)	46,631	-			GENERAL SUPPORT
748	WHISKERS, TAILS & FERALS 1370 Trancas St, #206 Napa, CA 94558	68-0437611	501 (c) (3)	5,394	244	FMV	MERCHANDISE	GENERAL SUPPORT
749	WHITE RIVER HUMANE SOCIETY INC P.O. BOX 792 BEDFORD, IN 47421	31-0902926	501 (c) (3)	7,500	-			GENERAL SUPPORT
750	WILD BLUE ANIMAL RESCUE AND 11235 S Holmes Rd Colorado Springs, CO 80908	27-1184549	501 (c) (3)	11,336	-			GENERAL SUPPORT

THE PETCO FOUNDATION EIN 33-0845930
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
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751	WILD CAT FOUNDATION 1640 N. BERTRAND DR LAFAYETTE, LA 70503	02-0647617	501 (c) (3)	41,000	-			GENERAL SUPPORT
752	WILLIAMSON CNTY REGIONAL ANIMAL SHELTER 1855 S.E. INNER LOOP GEORGETOWN, TX 78626	74-6000978	501 (c) (3)	5,000	-			GENERAL SUPPORT
753	WINDHAM COUNTY HUMANE SOCIETY P.O. BOX 397 BRATTLEBORO, VT 5302	03-6016140	501 (c) (3)	8,500	-			GENERAL SUPPORT
754	WISCONSIN HUMANE SOCIETY 4500 W Wisconsin Ave Milwaukee, WI 53208	39-0810533	501 (c) (3)	45,000	-			GENERAL SUPPORT
755	WOODS HUMANE SOCIETY INC 875 Oklahoma Ave San Luis Obispo, CA 93405	95-2058587	501 (c) (3)	9,000	-			GENERAL SUPPORT
756	YAVAPAI HUMANE SOCIETY 1625 SUNDOG ROAD PRESCOTT, AZ 86301	86-0327745	501 (c) (3)	15,356	512	FMV	MERCHANDISE	GENERAL SUPPORT
757	YOUNG AT HEART PET RESCUE P.O. BOX 1293 PALANTINE, IL 60078	20-2476194	501 (c) (3)	400	4,960	FMV	MERCHANDISE	GENERAL SUPPORT

THE PETCO FOUNDATION EIN 33-0845930
TAX YEAR 2017 (FYE 5/5/2018)
ATTACHMENT TO FORM 990, SCH I, PART II
(CONTINUATION OF GRANTS AND OTHER ASSISTANCE TO DOMESTIC ORGANIZATIONS AND DOMESTIC GOVERNMENTS)

	(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grants	(e) Amount of non-cash assistance	(f) Method of valuation	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
758	YOUNG-WILLIAMS ANIMAL CENTER 3201 Division Street Knoxville, TN 37919	45-5326778	501 (c) (3)	256,191	-			GENERAL SUPPORT
759	YUCAIPA ANIMAL PLACEMENT SOCIETY P.O. BOX 199 YUCAIPA, CA 92399	23-7362678	501 (c) (3)	6,000	-			GENERAL SUPPORT
760	ZEUS RESCUES 4601 FRERET ST NEW ORLEANS, LA 70115	46-1940493	501 (c) (3)	5,156	533	FMV	MERCHANDISE	GENERAL SUPPORT

SCHEDULE L
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Transactions With Interested Persons

► Complete if the organization answered 'Yes' on Form 990, Part IV, line 25a, 25b, 26, 27, 28a, 28b, or 28c, or Form 990-EZ, Part V, line 38a or 40b.
► Attach to Form 990 or Form 990-EZ.
► Go to *www.irs.gov/Form990* for instructions and the latest information.

OMB No. 1545-0047

2017

Open To Public Inspection

Name of the organization
THE PETCO FOUNDATION

Employer identification number
33-0845930

Part I Excess Benefit Transactions (section 501(c)(3), section 501(c)(4), and 501(c)(29) organizations only).

Complete if the organization answered 'Yes' on Form 990, Part IV, line 25a or 25b, or Form 990-EZ, Part V, line 40b.

1	(a) Name of disqualified person	(b) Relationship between disqualified person and organization	(c) Description of transaction	(d) Corrected? Yes	(d) Corrected? No
(1)					
(2)					
(3)					
(4)					
(5)					
(6)					

2 Enter the amount of tax incurred by the organization managers or disqualified persons during the year under section 4958 ► $

3 Enter the amount of tax, if any, on line 2, above, reimbursed by the organization ► $

Part II Loans to and/or From Interested Persons.

Complete if the organization answered 'Yes' on Form 990-EZ, Part V, line 38a or Form 990, Part IV, line 26; or if the organization reported an amount on Form 990, Part X, line 5, 6, or 22.

	(a) Name of interested person	(b) Relationship with organization	(c) Purpose of loan	(d) Loan to or from the organization? To	(d) Loan to or from the organization? From	(e) Original principal amount	(f) Balance due	(g) In default? Yes	(g) In default? No	(h) Approved by board or committee? Yes	(h) Approved by board or committee? No	(i) Written agreement? Yes	(i) Written agreement? No
(1)													
(2)													
(3)													
(4)													
(5)													
(6)													
(7)													
(8)													
(9)													
(10)													
Total						► $							

Part III Grants or Assistance Benefiting Interested Persons.

Complete if the organization answered 'Yes' on Form 990, Part IV, line 27.

	(a) Name of interested person	(b) Relationship between interested person and the organization	(c) Amount of assistance	(d) Type of assistance	(e) Purpose of assistance
(1)					
(2)					
(3)					
(4)					
(5)					
(6)					
(7)					
(8)					
(9)					
(10)					

Part IV Business Transactions Involving Interested Persons.
Complete if the organization answered 'Yes' on Form 990, Part IV, line 28a, 28b, or 28c.

(a) Name of interested person	(b) Relationship between interested person and the organization	(c) Amount of transaction	(d) Description of transaction	(e) Sharing of organization's revenues? Yes	(e) Sharing of organization's revenues? No
(1) PETCO ANIMAL SUPPLIES	CURRNT OFFICER	568,771.	PROMOTIONAL SERVICES		X
(2) PETCO ANIMAL SUPPLIES	CURRNT OFFICER	439,003.	MERCHANDISE TRANSFERS		X
(3) PETCO ANIMAL SUPPLIES	CURRNT OFFCR	1,910,563.	MANAGEMENT SERVICES		X
(4)					
(5)					
(6)					
(7)					
(8)					
(9)					
(10)					

Part V Supplemental Information
Provide additional information for responses to questions on Schedule L (see instructions).

Name of the organization
THE PETCO FOUNDATION

Employer identification number
33-0845930

FORM 990, PART III, LINE 4A - PROGRAM SERVICE ACCOMPLISHMENTS

ADOPTIONS: THE FOUNDATION FUNDS ANIMAL WELFARE ORGANIZATIONS THAT ARE HELPING ANIMALS BY FINDING NEW HOMES FOR THOSE IN NEED. THESE ADOPTION PROGRAMS INCLUDE CARING FOR THE ANIMALS TEMPORARILY AND PREPARING THE ANIMALS MEDICALLY AND BEHAVIORALLY FOR ADOPTION. THE FOUNDATION ALSO FUNDS PROGRAMS SEEKING TO REACH RESPONSIBLE PET OWNERS AND LET THEM KNOW ABOUT THE SIGNIFICANT NUMBER OF ANIMALS AVAILABLE FOR ADOPTION IN AN EFFORT TO FIND AND PLACE THE ANIMALS IN NEW HOMES.

TO ASSIST IN THESE ADOPTION EFFORTS, THE FOUNDATION HAS TEAMED UP WITH PETFINDER.COM TO PROVIDE AN EDUCATIONAL PROGRAM CALLED ADOPTION OPTIONS. THIS PROGRAM PROVIDES NATIONALLY KNOWN EXPERTS ON INCREASING ADOPTIONS TO ANIMAL WELFARE ORGANIZATIONS AROUND THE COUNTRY AT A FRACTION OF THE PRICE THAT WOULD NORMALLY BE INCURRED IF ATTENDING A LARGE ANIMAL WELFARE CONFERENCE. ATTENDEES OF ADOPTION OPTIONS WORKSHOPS ARE TREATED TO APPROXIMATELY FIVE SPEAKERS ON THOUGHT PROVOKING AND GROUNDBREAKING ANIMAL ADOPTION TOPICS IN AN EFFORT TO INCREASE THE NUMBER OF ANIMAL ADOPTIONS NATIONALLY.

ADDITIONALLY, THE FOUNDATION PARTNERS WITH PETCO ANIMAL SUPPLIES TO PROVIDE ANIMAL WELFARE ORGANIZATIONS SPACE AND HOUSING FOR ANIMALS IN PETCO STORES THAT ARE AVAILABLE FOR ADOPTION. THESE ADOPTION CENTERS IN PETCO STORES PROVIDE ACCESS TO AND SHOWCASE THE WONDERFUL ADOPTABLE DOGS, CATS AND OTHER SMALL ANIMALS TO A VERY DESIRABLE DEMOGRAPHIC OF POTENTIAL ANIMAL ADOPTERS.

OTHER ANIMAL WELFARE SUPPORT: THE FOUNDATION SUPPORTS A VARIETY OF OTHER PROGRAMS TO HELP ANIMALS IN NEED AND THE ORGANIZATIONS ASSISTING THE ANIMALS. ACCORDINGLY, THE FOUNDATION INVESTS IN SPAY/NEUTER PROGRAMS, PET RETENTION PROGRAMS, ANIMAL MEDICAL

Name of the organization: THE PETCO FOUNDATION

Employer identification number: 33-0845930

FORM 990, PART III, LINE 4A - PROGRAM SERVICE ACCOMPLISHMENTS

AND BEHAVIORAL REHABILITATION EFFORTS AND OTHER SIMILAR EFFORTS. SPAY/NEUTER SUPPORT IS PROVIDED TO INCREASE EFFORTS TO ALTER OWNED PETS, COMMUNITY CATS AND SHELTER ANIMALS. PET RETENTION SUPPORT IS DESIGNED TO HELP OWNERS IN NEED OF ASSISTANCE TO KEEP AND CARE FOR THEIR ANIMALS. PET RETENTION ASSISTANCE IS PROVIDED TO DECREASE THE NUMBER OF ANIMALS SURRENDERED TO ANIMAL SHELTERS DUE TO FINANCIAL OR PERSONAL DIFFICULTIES AND SUPPORTS THE CARE OF THESE ANIMALS TO HELP THEM STAY IN THEIR HOMES WITH THE OWNERS WHO LOVE THEM. THE FOUNDATION ALSO PARTNERS WITH PETCO ANIMAL SUPPLIES TO PROVIDE COLLECTION BINS IN EVERY PETCO STORE. FOOD DONATIONS ARE THEN COLLECTED ON A REGULAR BASIS AND DISTRIBUTED TO LOCAL PET FOOD BANK PARTNERS FOR DISTRIBUTION TO THOSE IN NEED.

DISASTER RELIEF: THE PETCO FOUNDATION RESPONDS TO DISASTERS AFFECTING ANIMALS AND THE PEOPLE WHO LOVE AND NEED THEM. DURING FIRES, FLOODS, EARTHQUAKES, HURRICANES, AND OTHER NATURAL DISASTERS THE PETCO FOUNDATION DIRECTS PRODUCT DONATIONS AND MONETARY SUPPORT TO WHERE THEY ARE NEEDED MOST THROUGH IDENTIFIED LEAD ANIMAL WELFARE AGENCIES IN THE AFFECTED AREAS.

PET CANCER RESEARCH, SUPPORT AND AWARENESS: FOR MORE THAN FIVE YEARS THE PETCO FOUNDATION HAS HAD A PARTNERSHIP WITH BLUE BUFFALO RAISING MILLIONS OF DOLLARS TO SUPPORT PET CANCER RESEARCH, TREATMENT AND AWARENESS. THE PETCO FOUNDATION SUPPORTS UNIVERSITIES, FOUNDATIONS AND CLINICS THAT ARE CONDUCTING RESEARCH ON THE CAUSES, PREVENTION AND TREATMENT OF CANINE AND FELINE CANCER. ADDITIONALLY, THE FOUNDATION PROVIDES FUNDS TO ORGANIZATIONS THAT ARE ASSISTING PET OWNERS THAT ARE FINANCIALLY UNABLE TO AFFORD CANCER TREATMENTS FOR THEIR PETS. THE FOUNDATION PARTNERS WITH THE BLUE BUFFALO FOUNDATION THROUGH ITS PET CANCER AWARENESS CAMPAIGN, THAT RAISES AWARENESS ABOUT THE WARNING SIGNS OF CANCER AND EDUCATES PET PARENTS ABOUT WAYS TO

Name of the organization: THE PETCO FOUNDATION

Employer identification number: 33-0845930

FORM 990, PART III, LINE 4A - PROGRAM SERVICE ACCOMPLISHMENTS

MINIMIZE THE RISK.

SERVICE AND THERAPY ANIMALS: PETCO FOUNDATION, IN PARTNERSHIP WITH NATURAL BALANCE, CREATED A CAMPAIGN NAMED HELPING HEROES. THROUGH THIS CAMPAIGN, THE PETCO FOUNDATION SUPPORTS AMERICA'S AMAZING SERVICE ANIMALS WHO DEDICATE THEIR LIVES TO HELPING PEOPLE IN THEIR CARE. THE FOUNDATION SUPPORTS A VARIETY OF SERVICE AND THERAPY ANIMAL EFFORTS INCLUDING: 1. THERAPY ANIMALS, INCLUDING DOGS, CATS, BUNNIES, BIRDS, AND EVEN FISH THAT SOOTHE AND PROVIDE COMFORT TO PATIENTS AND CLIENTS OF ALL AGES; 2. EQUINE-ASSISTED THERAPY (EAT) FOR PATIENTS SUFFERING FROM ADD, ANXIETY, AUTISM, CEREBRAL PALSY, DEMENTIA, DEPRESSION, AND OTHER CONDITIONS; 3. SPECIALLY-TRAINED SERVICE AND GUIDE DOGS FOR THE BLIND AND/OR DEAF; AND 4. MILITARY WORKING DOGS AND THERAPY AND SERVICE ANIMALS FOR VETERANS, PTSD PATIENTS, AND WOUNDED WARRIORS

FORM 990, PART VI, LINE 2 - BUSINESS OR FAMILY RELATIONSHIP OF OFFICERS, DIRECTORS, ETC.

THE FOLLOWING BOARD MEMBERS HAVE A BUSINESS RELATIONSHIP: SUSANNE KOGUT, STEVE LOSSING, AND REBECCA FRECHETTE. THE FOLLOWING BOARD MEMBERS HAD A BUSINESS RELATIONSHIP DURING PART OF THE FISCAL YEAR ENDING MAY 5, 2018: CHARLES PISCITELLO AND MARCIE WHICHARD.

FORM 990, PART VI, LINE 3 - DESCRIPTION OF DELEGATED DUTIES TO MANAGEMENT COMPANY

AND PART VII, SECTION A:

ALTHOUGH THE COMPENSATION PAID TO A MANAGEMENT COMPANY'S EMPLOYEES, INCLUDING THE TOP MANAGEMENT OFFICIAL, IS NOT REQURIED TO BE DISCLOSED IN THIS INFORMATIONAL RETURN, THE PETCO FOUNDATION RECOGNIZES THAT THE COMPENSATION OF THE EXECUTIVE DIRECTOR, AS THE TOP MANAGEMENT OFFICIAL, IS OF SIGNIFICANT INTEREST TO DONORS TO THE ORGANIZATION. ACCORDINGLY, THE COMPENSATION OF SUSANNE KOGUT, WHO SERVED AS THE PETCO FOUNDATION EXECUTIVE DIRECTOR, DURING THE FISCAL YEAR ENDED MAY 5, 2018, IN

Name of the organization: THE PETCO FOUNDATION

Employer identification number: 33-0845930

FORM 990, PART VI, LINE 3 - DESCRIPTION OF DELEGATED DUTIES TO MANAGEMENT COMPANY

RELATION TO THE MANAGEMENT COMPANY ARRANGEMENT WITH THE PETCO FOUNDATION, TOTALED $172,980. THIS AMOUNT WAS COMPRISED OF BASE COMPENSATION OF $143,527 & BONUS COMPENSATION OF $29,453.

FORM 990, PART VI, LINE 11B - FORM 990 REVIEW PROCESS

FORM 990 IS PREPARED BY AN OUTSIDE TAX PREPARER AND REVIEWED BY MANAGEMENT OF THE ORGANIZATION AND REVIEWED AND APPROVED BY THE AUDIT COMMITTEE. PRIOR TO THE FILING OF THE FORM 990, A DRAFT COPY IS PRESENTED TO THE BOARD OF DIRECTORS FOR REVIEW AND COMMENT.

FORM 990, PART VI, LINE 12C - EXPLANATION OF MONITORING AND ENFORCEMENT OF CONFLICTS

THE ORGANIZATION MONITORS ITS CONFLICT OF INTEREST POLICY BY HAVING ALL OFFICERS AND DIRECTORS COMPLETE ANNUAL CONFLICT OF INTEREST STATEMENTS. THESE ANNUAL DISCLOSURES ARE REVIEWED AND ADDRESSED BY THE BOARD'S GOVERNANCE COMMITTEE. IF IT IS DETERMINED THAT A CONFLICT OF INTEREST EXISTS, THAT INDIVIDUAL CANNOT PARTICIPATE IN THE DELIBERATIONS OR VOTE WITH RESPECT OT TRANSACTIONS RELATED TO THE CONFLICT.

FORM 990, PART VI, LINE 15A - COMPENSATION REVIEW & APPROVAL PROCESS - CEO & TOP MANAGEMENT

THE EXECUTIVE COMMITTEE OF THE BOARD OF DIRECTORS ANNUALLY REVIEWS THE COMPENSATION OF THE EXECUTIVE DIRECTOR AND THE SENIOR MANAGEMENT TEAM OF THE FOUNDATION. THE PROCESS INCLUDES THE FOLLOWING: 1) A REVIEW OF COMPARATIVE DATA FOR SALARIES OF EXECUTIVE DIRECTORS AND SENIOR MANAGER COMPENSATION GATHERED USING INDEPENDENT SALARY SURVEY DATA; 2) A REVIEW OF THE PERFORMANCE EVALUATION OF THE EXECUTIVE DIRECTOR AND SENIOR MANAGEMENT; 3) A DETERMINATION OF COMPENSATION WARRANTED AFTER REVIEW AND DISCUSSION OF MATERIALS; AND PRESENTATION TO THE BOARD OF DIRECTORS FOR APPROVAL FOR THE EXECUTIVE DIRECTOR SALARY. NO PERSON WHOSE COMPENSATION IS REVIEWED UNDER THIS PROCESS HAS ANY VOTE REGARDING THE LEVEL OF COMPENSATION. PETCO ANIMAL SUPPLIES, INC. IS REIMBURSED, BY AGREEMENT, AS MANAGEMENT SERVICES EXPENSE, FOR THE PORTION OF COMPENSATION CONCERNING THE PETCO FOUNDATION.

Name of the organization: THE PETCO FOUNDATION

Employer identification number: 33-0845930

FORM 990, PART VI, LINE 15B - COMPENSATION REVIEW & APPROVAL PROCESS - OFFICERS & KEY EMPLOYEES

THE EXECUTIVE COMMITTEE OF THE BOARD OF DIRECTORS ANNUALLY REVIEWS THE COMPENSATION OF THE EXECUTIVE DIRECTOR AND THE SENIOR MANAGEMENT TEAM OF THE FOUNDATION. THE PROCESS INCLUDES THE FOLLOWING: 1) A REVIEW OF COMPARATIVE DATA FOR SALARIES OF EXECUTIVE DIRECTORS AND SENIOR MANAGER COMPENSATION GATHERED USING INDEPENDENT SALARY SURVEY DATA; 2) A REVIEW OF THE PERFORMANCE EVALUATION OF THE EXECUTIVE DIRECTOR AND SENIOR MANAGEMENT; 3) A DETERMINATION OF COMPENSATION WARRANTED AFTER REVIEW AND DISCUSSION OF MATERIALS; AND PRESENTATION TO THE BOARD OF DIRECTORS FOR APPROVAL FOR THE EXECUTIVE DIRECTOR SALARY. NO PERSON WHOSE COMPENSATION IS REVIEWED UNDER THIS PROCESS HAS ANY VOTE REGARDING THE LEVEL OF COMPENSATION. PETCO ANIMAL SUPPLIES, INC. IS REIMBURSED, BY AGREEMENT, AS MANAGEMENT SERVICES EXPENSE, FOR THE PORTION OF COMPENSATION CONCERNING THE PETCO FOUNDATION.

FORM 990 , PART VI, LINE 17 - LIST OF STATES WHICH THIS RETURN IS FILED

AL AK AR AZ CA CO CT DC FL GA HI IL IN KS KY MA ME MD MI MN MS MO NH NJ NM NY NC ND OH OK OR PA RI SC TN TX UT VT VA WA WV WI WY

FORM 990, PART VI, LINE 19 - OTHER ORGANIZATION DOCUMENTS PUBLICLY AVAILABLE

GOVERNING DOCUMENTS, CONFLICT OF INTEREST POLICY, AND FINANCIAL STATEMENTS ARE MADE AVAILABLE TO THE PUBLIC UPON REQUEST.