Form **990-PF**
Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ **Do not enter social security numbers on this form as it may be made public.**
▶ **Go to *www.irs.gov/Form990PF* for instructions and the latest information.**

OMB No. 1545-0052

2020

Open to Public Inspection

For calendar year 2020, or tax year beginning 01-01-2020 , and ending 12-31-2020

Name of foundation
THE HORACE W GOLDSMITH FOUNDATION

A Employer identification number
13-6107758

Number and street (or P.O. box number if mail is not delivered to street address)
375 PARK AVENUE NO 1602

Room/suite

B Telephone number (see instructions)
(212) 319-8700

City or town, state or province, country, and ZIP or foreign postal code
NEW YORK, NY 10152

C If exemption application is pending, check here ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1. Foreign organizations, check here..... ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ... ▶ ☐

H Check type of organization: ☑ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ..... ▶ ☐

I Fair market value of all assets at end of year (from Part II, col. (c), *line 16)* ▶$ 683,024,129

J Accounting method: ☐ Cash ☑ Accrual ☐ Other (specify) _____
(Part I, column (d) must be on cash basis.)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ..... ▶ ☐

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ▶☑ if the foundation is **not** required to attach Sch. B				
	3 Interest on savings and temporary cash investments	815,821	815,821		
	4 Dividends and interest from securities	5,004,183	6,425,829		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	16,403,346			
	b Gross sales price for all assets on line 6a 173,044,705				
	7 Capital gain net income (from Part IV, line 2)		21,028,103		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less: Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	4,239,900	12,561		
	12 **Total.** Add lines 1 through 11	26,463,250	28,282,314		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	645,000	322,500		322,500
	14 Other employee salaries and wages	140,640	70,320		70,320
	15 Pension plans, employee benefits	9,150	4,575		4,575
	16a Legal fees (attach schedule)	4,197	2,012		2,185
	b Accounting fees (attach schedule)	101,637	50,419		51,164
	c Other professional fees (attach schedule)	2,151,460	2,132,204		19,256
	17 Interest		60,693		
	18 Taxes (attach schedule) (see instructions)	362,117	104,483		0
	19 Depreciation (attach schedule) and depletion	11,100	0		
	20 Occupancy	320,047	160,024		160,023
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	70,142	1,819,056		57,589
	24 **Total operating and administrative expenses.** Add lines 13 through 23	3,815,490	4,726,286		687,612
	25 Contributions, gifts, grants paid	22,776,778			27,149,166
	26 **Total expenses and disbursements.** Add lines 24 and 25	26,592,268	4,726,286		27,836,778
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-129,018			
	b **Net investment income** (if negative, enter -0-)		23,556,028		
	c **Adjusted net income** (if negative, enter -0-)				

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	29,608,084	45,009,932	45,009,932
	3 Accounts receivable ▶ 282,098			
	Less: allowance for doubtful accounts ▶	306,638	282,098	282,098
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	405,836	167,541	167,541
	10a Investments—U.S. and state government obligations (attach schedule)	59,758,245	39,971,000	39,971,000
	b Investments—corporate stock (attach schedule)	360,351,869	385,317,910	385,317,910
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	182,567,928	212,214,296	212,214,296
	14 Land, buildings, and equipment: basis ▶ 985,944			
	Less: accumulated depreciation (attach schedule) ▶ 965,394	31,650	20,550	20,550
	15 Other assets (describe ▶)	111,388	40,802	40,802
	16 **Total assets** (to be completed by all filers—see the instructions. Also, see page 1, item I)	633,141,638	683,024,129	683,024,129
Liabilities	17 Accounts payable and accrued expenses	709,774	426,243	
	18 Grants payable	13,989,995	9,617,607	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)	2,494,891	2,196,556	
	23 **Total liabilities**(add lines 17 through 22)	17,194,660	12,240,406	
Net Assets or Fund Balances	**Foundations that follow FASB ASC 958, check here** ▶ ☑ **and complete lines 24, 25, 29 and 30.**			
	24 Net assets without donor restrictions	615,946,978	670,783,723	
	25 Net assets with donor restrictions			
	Foundations that do not follow FASB ASC 958, check here ▶ ☐ **and complete lines 26 through 30.**			
	26 Capital stock, trust principal, or current funds			
	27 Paid-in or capital surplus, or land, bldg., and equipment fund			
	28 Retained earnings, accumulated income, endowment, or other funds			
	29 **Total net assets or fund balances** (see instructions)	615,946,978	670,783,723	
	30 **Total liabilities and net assets/fund balances** (see instructions)	633,141,638	683,024,129	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 29 (must agree with end-of-year figure reported on prior year's return)	1	615,946,978
2	Enter amount from Part I, line 27a	2	-129,018
3	Other increases not included in line 2 (itemize) ▶	3	54,965,763
4	Add lines 1, 2, and 3	4	670,783,723
5	Decreases not included in line 2 (itemize) ▶	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29	6	670,783,723

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 a	JP MORGAN EAGLE - PUBLICLY TRADED SECURITIES		1999-01-01	2020-12-31
b	GARDNER RUSSO & GARDNER - PUBLICLY TRADED SECURITIES		1999-01-01	2020-12-31
c	SELECT EQUITY GROUP - PUBLICLY TRADED SECURITIES		1999-01-01	2020-12-31
d	JP MORGAN - PUBLICLY TRADED SECURITIES		1999-01-01	2020-12-31
e	JP MORGAN - PUBLICLY TRADED SECURITIES		1999-01-01	2020-12-31
	GOLDEN GATE CAPITAL OPPORTUNITY FUND	P	1999-01-01	2020-12-31
	SYCAMORE PARTNERS LP	P	1999-01-01	2020-12-31
	SYCAMORE PARTNERS A LP	P	1999-01-01	2020-12-31
	SYCAMORE PARTNERS LP II	P	1999-01-01	2020-12-31
	GREAT JONES FUND, LP	P	1999-01-01	2020-12-31
	WEBSTER CAPITAL III	P	1999-01-01	2020-12-31
	GGC NEUSTAR INVESTORS LP	P	1999-01-01	2020-12-31

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	49,633,358		35,083,483	14,549,875
b	9,622,923		11,579,402	-1,956,479
c	29,122,706		25,315,249	3,807,457
d	59,197,843		59,197,843	0
e	25,467,875		25,465,382	2,493
				489,898
				-433,313
				63,381
				1,040,874
				3,947,737
				-481,765
				-2,055

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) **or** Losses (from col.(h))
a				14,549,875
b				-1,956,479
c				3,807,457
d				0
e				2,493
				489,898
				-433,313
				63,381
				1,040,874
				3,947,737
				-481,765
				-2,055

	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	21,028,103
2	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):		
3	If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	

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

SECTION 4940(e) REPEALED ON DECEMBER 20, 2019 - DO NOT COMPLETE

1 Reserved

(a) Reserved	(b) Reserved	(c) Reserved	(d) Reserved

2	Reserved	2	
3	Reserved.	3	
4	Reserved	4	
5	Reserved	5	
6	Reserved	6	
7	Reserved	7	
8	Reserved , ...	8	

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ **(attach copy of letter if necessary–see instructions)**		
b	Reserved	1	327,429
c	All other domestic foundations enter 1.39% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2	3	327,429
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	327,429
6	Credits/Payments:		
a	2020 estimated tax payments and 2019 overpayment credited to 2020 — 6a: 366,351		
b	Exempt foreign organizations—tax withheld at source — 6b:		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 0		
d	Backup withholding erroneously withheld — 6d: 0		
7	Total credits and payments. Add lines 6a through 6d	7	366,351
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached.	8	0
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	38,922
11	Enter the amount of line 10 to be: **Credited to 2021 estimated tax** ▶ 38,922 **Refunded** ▶	11	0

Part VII-A **Statements Regarding Activities**

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition)	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0 **(2)** On foundation managers. ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	Yes	
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	Yes	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CA, IL, NY			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation* .	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2020 or the taxable year beginning in 2020? See the instructions for Part XIV. If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	10		No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions.	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶ N/A

14 The books are in care of ▶ THE FOUNDATION Telephone no. ▶ (212) 319-8700

Located at ▶ 375 PARK AVENUE SUITE 1602 NY NY ZIP+4 ▶ 10152

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year 15

16	At any time during calendar year 2020, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes", enter the name of the foreign	16		No

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐	☑
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐	☑
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐	☑
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☑	☐
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐	☑
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐	☑
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions. Organizations relying on a current notice regarding disaster assistance check here ▶ ☐	1b		No
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2020?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2020, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2020? If "Yes," list the years ▶ 20____, 20____, 20____, 20____		☐	☑
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions.)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?		☐	☑
b	If "Yes," did it have excess business holdings in 2020 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2020.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2020?	4b		No

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

			Yes	No
5a	During the year did the foundation pay or incur any amount to:			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☑ No		
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☑ No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☑ No		
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	☑ Yes ☐ No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☑ No		
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions		5b	No
	Organizations relying on a current notice regarding disaster assistance check here ▶	☐		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☑ Yes ☐ No		
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☑ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☑ No		
b	If "Yes", did the foundation receive any proceeds or have any net income attributable to the transaction?		7b	
8	Is the foundation subject to the section 4960 tax on payment(s) of more than $1,000,000 in remuneration or excess parachute payment during the year?	☐ Yes ☑ No		

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation. See instructions

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
WILLIAM A SLAUGHTER 375 PARK AVENUE 1602 NEW YORK, NY 10152	MANAGING DIR. (CEO) 35.00	175,000	0	0
CHARLES L SLAUGHTER 375 PARK AVENUE 1602 NEW YORK, NY 10152	MANAGING DIR. (CFO & TREASURER) 25.00	175,000	0	0
R JAMES SLAUGHTER 375 PARK AVENUE 1602 NEW YORK, NY 10152	MANAGING DIR. (SECRETARY) 25.00	175,000	0	0
JOSEPH W SLAUGHTER 375 PARK AVENUE 1602 NEW YORK, NY 10152	DIRECTOR 5.00	40,000	0	0
HANNAH M JOCELYN 375 PARK AVENUE 1602 NEW YORK, NY 10152	DIRECTOR 5.00	40,000	0	0
SAMUEL SLAUGHTER 375 PARK AVENUE 1602 NEW YORK, NY 10152	DIRECTOR 5.00	40,000	0	0

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
LAURA SCHWED C/O THE FOUNDATION 375 PARK AVENUE 1602 NEW YORK,NY 10152	OFFICE MANAGER 35.00	140,640	2,813	0

Total number of other employees paid over $50,000 ▶ 0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
EAGLE CAPITAL MANAGEMENT 499 PARK AVENUE NY,NY 10022	INVESTMENT MANAGER	1,014,923
SELECT EQUITY GROUP LP 380 LAFAYETTE STREET NY,NY 10003	INVESTMENT MANAGER	528,699
GARDNER RUSSO & GARDNER LLC 223 EAST CHESTNUT STREET LANCASTER,PA 17602	INVESTMENT MANAGER	483,913
CONDON O'MEARA MCGINITY & DONNELLY LLP ONE BATTERY PARK PLAZA 7TH FL NY,NY 10004	AUDIT & TAX SERVICES	61,670
JP MORGAN CHASE BANK NA 270 PARK AVENUE NY,NY 10017	INVESTMENT CUSTODIAN	55,351

Total number of others receiving over $50,000 for professional services. . . . . ▶ 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1	
2	
All other program-related investments. See instructions. **3**	
Total. Add lines 1 through 3 . . . . . ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities		1a	408,893,328
b	Average of monthly cash balances		1b	15,917,088
c	Fair market value of all other assets (see instructions)		1c	189,500,951
d	**Total** (add lines 1a, b, and c)		1d	614,311,367
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0		
2	Acquisition indebtedness applicable to line 1 assets		2	0
3	Subtract line 2 from line 1d		3	614,311,367
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	9,214,671
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	605,096,696
6	**Minimum investment return.** Enter 5% of line 5		6	30,254,835

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

1	Minimum investment return from Part X, line 6		1	30,254,835
2a	Tax on investment income for 2020 from Part VI, line 5	2a 327,429		
b	Income tax for 2020. (This does not include the tax from Part VI.)	2b 1,762		
c	Add lines 2a and 2b		2c	329,191
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	29,925,644
4	Recoveries of amounts treated as qualifying distributions		4	0
5	Add lines 3 and 4		5	29,925,644
6	Deduction from distributable amount (see instructions)		6	0
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	29,925,644

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	27,836,778
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	27,836,778
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions	5	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	27,836,778

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2019	(c) 2019	(d) 2020
1 Distributable amount for 2020 from Part XI, line 7				29,925,644
2 Undistributed income, if any, as of the end of 2020:				
a Enter amount for 2019 only			23,414,202	
b Total for prior years: 20___, 20___, 20___		0		
3 Excess distributions carryover, if any, to 2020:				
a From 2015				
b From 2016				
c From 2017				
d From 2018				
e From 2019				
f **Total** of lines 3a through e	0			
4 Qualifying distributions for 2020 from Part XII, line 4: ▶ $ 27,836,778				
a Applied to 2019, but not more than line 2a			23,414,202	
b Applied to undistributed income of prior years (Election required—see instructions)		0		
c Treated as distributions out of corpus (Election required—see instructions)	0			
d Applied to 2020 distributable amount				4,422,576
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2020. *(If an amount appears in column (d), the same amount must be shown in column (a).)*	0			0
6 **Enter the net total of each column as indicated below:**				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0			
b Prior years' undistributed income. Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0		
d Subtract line 6c from line 6b. Taxable amount—see instructions		0		
e Undistributed income for 2019. Subtract line 4a from line 2a. Taxable amount—see instructions			0	
f Undistributed income for 2021. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020				25,503,068
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0			
8 Excess distributions carryover from 2015 not applied on line 5 or line 7 (see instructions)	0			
9 **Excess distributions carryover to 2021.** Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9:				
a Excess from 2016				
b Excess from 2017				
c Excess from 2018				
d Excess from 2019				
e Excess from 2020				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2020, enter the date of the ruling

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

	Tax year	Prior 3 years			(e) Total
	(a) 2020	(b) 2019	(c) 2018	(d) 2017	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: **a** "Assets" alternative test—enter: **(1)** Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter: **(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:

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

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

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

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

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

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

c Any submission deadlines:

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

Table S1. Sequencing and Assembly Statistics for 1,154 Genomes Sorted by Taxonomic Placement

Species	Assembly Accession	Assembly Level	Genome Size (Mbp)	Contig N50 (kbp)	Scaffold N50 (kbp)	GC (%)
Acinetobacter baumannii ATCC 19606	GCA_001077535.1	Complete Genome	3.95	3950.2	3950.2	39.1
Acinetobacter baumannii AYE	GCA_000069245.1	Complete Genome	3.91	3911.4	3911.4	39.1
Acinetobacter baumannii BJAB0715	GCA_000746645.1	Scaffold	3.98	142.6	1,204.3	39.0
Acinetobacter baumannii D1279779	GCA_000742135.1	Scaffold	3.96	118.3	1,187.5	39.1
Acinetobacter baumannii SDF	GCA_000746665.1	Scaffold	3.89	96.4	1,102.8	39.2
Acinetobacter baumannii TCDC-AB0715	GCA_000746685.1	Scaffold	3.97	131.2	1,198.6	39.0
Acinetobacter baumannii TYTH-1	GCA_000746705.1	Scaffold	3.93	104.7	1,156.9	39.1
Acinetobacter baumannii WC-A-92	GCA_000746725.1	Scaffold	3.94	112.5	1,171.3	39.1
Acinetobacter baumannii WC-323	GCA_000746745.1	Scaffold	3.92	98.6	1,134.2	39.1
Acinetobacter baumannii WC-340	GCA_000746765.1	Scaffold	3.95	124.8	1,189.4	39.1
Acinetobacter baumannii WC-487	GCA_000746785.1	Scaffold	3.96	138.2	1,201.7	39.1
Acinetobacter baumannii WC-692	GCA_000746805.1	Scaffold	3.93	101.9	1,149.6	39.1
Acinetobacter baumannii WC-818	GCA_000746825.1	Scaffold	3.94	109.3	1,166.8	39.1
Acinetobacter baumannii WC-A-92	GCA_000746845.1	Scaffold	3.94	112.5	1,171.3	39.1
Acinetobacter baumannii WC-K	GCA_000746865.1	Scaffold	3.92	95.7	1,128.4	39.2
Acinetobacter baumannii WM99c	GCA_000746885.1	Scaffold	3.91	88.3	1,112.6	39.2
Acinetobacter baumannii ZW85-1	GCA_000746905.1	Scaffold	3.95	126.4	1,192.8	39.1
Acinetobacter calcoaceticus PHEA-2	GCA_000015425.1	Complete Genome	3.57	3570.1	3570.1	38.8
Acinetobacter haemolyticus ATCC 19002	GCA_000746925.1	Scaffold	3.61	87.4	1,045.2	39.0
Acinetobacter johnsonii ATCC 17909	GCA_000746945.1	Scaffold	3.48	76.2	1,012.7	39.1
Acinetobacter johnsonii CIP 64.6	GCA_000746965.1	Scaffold	3.52	82.1	1,028.4	39.1
Acinetobacter lwoffii ATCC 15309	GCA_000746985.1	Scaffold	3.42	71.8	998.6	39.2
Acinetobacter lwoffii SH145	GCA_000747005.1	Scaffold	3.45	74.3	1,005.1	39.2
Acinetobacter pittii ANC 3681	GCA_000747025.1	Scaffold	3.78	92.6	1,078.3	39.0
Acinetobacter pittii PHEA-2	GCA_000747045.1	Scaffold	3.76	89.4	1,071.2	39.0
Acinetobacter pittii SH024	GCA_000747065.1	Scaffold	3.79	94.1	1,082.7	39.0
Acinetobacter radioresistens SK82	GCA_000747085.1	Scaffold	3.31	68.5	978.4	39.3
Actinobacillus pleuropneumoniae L20	GCA_000747105.1	Scaffold	2.27	54.2	812.6	41.9
Actinobacillus pleuropneumoniae serovar 1 str. 4074	GCA_000747125.1	Scaffold	2.29	56.8	818.3	41.9
Actinobacillus pleuropneumoniae serovar 5b str. L20	GCA_000747145.1	Scaffold	2.27	54.2	812.6	41.9
Actinobacillus pleuropneumoniae serovar 7 str. AP76	GCA_000747165.1	Scaffold	2.30	58.1	821.4	41.9
Actinobacillus pleuropneumoniae serovar 7 str. L20	GCA_000747185.1	Scaffold	2.28	55.6	815.9	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH420	GCA_000747205.1	Scaffold	2.31	59.3	824.1	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH421	GCA_000747225.1	Scaffold	2.29	56.8	818.3	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH422	GCA_000747245.1	Scaffold	2.30	58.1	821.4	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH423	GCA_000747265.1	Scaffold	2.31	59.3	824.1	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH424	GCA_000747285.1	Scaffold	2.32	60.5	826.8	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH425	GCA_000747305.1	Scaffold	2.33	61.7	829.5	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH426	GCA_000747325.1	Scaffold	2.34	62.9	832.2	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH427	GCA_000747345.1	Scaffold	2.35	64.1	834.9	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH428	GCA_000747365.1	Scaffold	2.36	65.3	837.6	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH429	GCA_000747385.1	Scaffold	2.37	66.5	840.3	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH430	GCA_000747405.1	Scaffold	2.38	67.7	843.0	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH431	GCA_000747425.1	Scaffold	2.39	68.9	845.7	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH432	GCA_000747445.1	Scaffold	2.40	70.1	848.4	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH433	GCA_000747465.1	Scaffold	2.41	71.3	851.1	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH434	GCA_000747485.1	Scaffold	2.42	72.5	853.8	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH435	GCA_000747505.1	Scaffold	2.43	73.7	856.5	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH436	GCA_000747525.1	Scaffold	2.44	74.9	859.2	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH437	GCA_000747545.1	Scaffold	2.45	76.1	861.9	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH438	GCA_000747565.1	Scaffold	2.46	77.3	864.6	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH439	GCA_000747585.1	Scaffold	2.47	78.5	867.3	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH440	GCA_000747605.1	Scaffold	2.48	79.7	870.0	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH441	GCA_000747625.1	Scaffold	2.49	80.9	872.7	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH442	GCA_000747645.1	Scaffold	2.50	82.1	875.4	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH443	GCA_000747665.1	Scaffold	2.51	83.3	878.1	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH444	GCA_000747685.1	Scaffold	2.52	84.5	880.8	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH445	GCA_000747705.1	Scaffold	2.53	85.7	883.5	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH446	GCA_000747725.1	Scaffold	2.54	86.9	886.2	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH447	GCA_000747745.1	Scaffold	2.55	88.1	888.9	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH448	GCA_000747765.1	Scaffold	2.56	89.3	891.6	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH449	GCA_000747785.1	Scaffold	2.57	90.5	894.3	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH450	GCA_000747805.1	Scaffold	2.58	91.7	897.0	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH451	GCA_000747825.1	Scaffold	2.59	92.9	899.7	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH452	GCA_000747845.1	Scaffold	2.60	94.1	902.4	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH453	GCA_000747865.1	Scaffold	2.61	95.3	905.1	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH454	GCA_000747885.1	Scaffold	2.62	96.5	907.8	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH455	GCA_000747905.1	Scaffold	2.63	97.7	910.5	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH456	GCA_000747925.1	Scaffold	2.64	98.9	913.2	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH457	GCA_000747945.1	Scaffold	2.65	100.1	915.9	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH458	GCA_000747965.1	Scaffold	2.66	101.3	918.6	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH459	GCA_000747985.1	Scaffold	2.67	102.5	921.3	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH460	GCA_000748005.1	Scaffold	2.68	103.7	924.0	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH461	GCA_000748025.1	Scaffold	2.69	104.9	926.7	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH462	GCA_000748045.1	Scaffold	2.70	106.1	929.4	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH463	GCA_000748065.1	Scaffold	2.71	107.3	932.1	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH464	GCA_000748085.1	Scaffold	2.72	108.5	934.8	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH465	GCA_000748105.1	Scaffold	2.73	109.7	937.5	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH466	GCA_000748125.1	Scaffold	2.74	110.9	940.2	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH467	GCA_000748145.1	Scaffold	2.75	112.1	942.9	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH468	GCA_000748165.1	Scaffold	2.76	113.3	945.6	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH469	GCA_000748185.1	Scaffold	2.77	114.5	948.3	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH470	GCA_000748205.1	Scaffold	2.78	115.7	951.0	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH471	GCA_000748225.1	Scaffold	2.79	116.9	953.7	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH472	GCA_000748245.1	Scaffold	2.80	118.1	956.4	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH473	GCA_000748265.1	Scaffold	2.81	119.3	959.1	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH474	GCA_000748285.1	Scaffold	2.82	120.5	961.8	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH475	GCA_000748305.1	Scaffold	2.83	121.7	964.5	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH476	GCA_000748325.1	Scaffold	2.84	122.9	967.2	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH477	GCA_000748345.1	Scaffold	2.85	124.1	969.9	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH478	GCA_000748365.1	Scaffold	2.86	125.3	972.6	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH479	GCA_000748385.1	Scaffold	2.87	126.5	975.3	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH480	GCA_000748405.1	Scaffold	2.88	127.7	978.0	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH481	GCA_000748425.1	Scaffold	2.89	128.9	980.7	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH482	GCA_000748445.1	Scaffold	2.90	130.1	983.4	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH483	GCA_000748465.1	Scaffold	2.91	131.3	986.1	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH484	GCA_000748485.1	Scaffold	2.92	132.5	988.8	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH485	GCA_000748505.1	Scaffold	2.93	133.7	991.5	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH486	GCA_000748525.1	Scaffold	2.94	134.9	994.2	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH487	GCA_000748545.1	Scaffold	2.95	136.1	996.9	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH488	GCA_000748565.1	Scaffold	2.96	137.3	999.6	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH489	GCA_000748585.1	Scaffold	2.97	138.5	1,002.3	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH490	GCA_000748605.1	Scaffold	2.98	139.7	1,005.0	41.9
Actinobacillus pleuropneumoniae serovar 7 str. SH491	GCA_000748625.1	Scaffold	2.99	140.9	1,007.7	41.9
Actinobacillus pleuropneumoniae serovar 7 str.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	815,821	
4 Dividends and interest from securities			14	5,004,183	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income	900099	10,325	14	4,229,575	
8 Gain or (loss) from sales of assets other than inventory			18	16,403,346	
9 Net income or (loss) from special events:					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		10,325		26,452,925	0
13 **Total.** Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculations.)				13	26,463,250

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of:			
(1) Cash	1a(1)		No
(2) Other assets	1a(2)		No
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		No
(3) Rental of facilities, equipment, or other assets	1b(3)		No
(4) Reimbursement arrangements	1b(4)		No
(5) Loans or loan guarantees	1b(5)		No
(6) Performance of services or membership or fundraising solicitations	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		No

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

(a) Line No.	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (other than section 501(c)(3)) or in section 527? ☐ Yes ☑ No

b If "Yes," complete the following schedule.

(a) Name of organization	**(b)** Type of organization	**(c)** Description of relationship

Sign Here

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

2021-10-27

Signature of officer or trustee — Date — Title

May the IRS discuss this return with the preparer shown below (see instr.) ☑ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
JAMES J REILLY				P00183769

Firm's name ▶ CONDON O'MEARA MCGINTY & DONNELLY LLP — Firm's EIN ▶ 13-3628255

Firm's address ▶ ONE BATTERY PARK PLAZA, NEW YORK, NY 10004 — Phone no. (212) 661-7777

Additional Data

Return to Form

Software ID:
Software Version:

Form 990PF - Special Condition Description:

Special Condition Description

TY 2020 IRS 990 e-File Render

Name: THE HORACE W GOLDSMITH FOUNDATION

EIN: 13-6107758

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
THOMAS & ASSOCIATES CPA PC - BOOKKEEPING	39,967	19,584		19,834
CONDON O'MEARA MCGINTY & DONNELLY LLP - AUDIT & TAX SERVICES	61,670	30,835		31,330

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

TY 2020 IRS 990 e-File Render

Name: THE HORACE W GOLDSMITH FOUNDATION

EIN: 13-6107758

Grantee's Name	Grantee's Address	Grant Date	Grant Amount	Grant Purpose	Amount Expended By Grantee	Any Diversion By Grantee?	Dates of Reports By Grantee	Date of Verification	Results of Verification
THE CASEY HOUSE	119 ISABELLA STREET TORONTO, ONTARIO M4Y 1P2 CA	2020-03-09	40,000	UNRESTRICTED	40,000	TO KNOWLEDGE OF THE FD., NO GRANTEE DIVERSION OF FUNDS FROM GRANT PURPOSE.	ANNUAL		THE HORACE W. GOLDSMITH FOUNDATION HAD NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORTS RECEIVED, THEREFORE NO INDEPENDENT VERIFICATION IS REQUIRED TO BE UNDERTAKEN.
MUSEUM VIEWS	2 PETER COOPER ROAD NEW YORK, NY 10010	2020-09-29	50,000	UNRESTRICTED	50,000	TO KNOWLEDGE OF THE FD., NO GRANTEE DIVERSION OF FUNDS FROM GRANT PURPOSE.	ANNUAL		THE HORACE W. GOLDSMITH FOUNDATION HAD NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORTS RECEIVED, THEREFORE NO INDEPENDENT VERIFICATION IS REQUIRED TO BE UNDERTAKEN.
PRAEKELT FOUNDATION	44 STANLEY AVENUE MILPARK, JOHANNESBURG 2092 SF	2020-04-24	300,000	TO FUND THE FURTHER DEVELOPMENT AND DEPLOYMENT OF TURN, YOUR NEW PLATFORM FOR IMPROVING PATIENT OUTCOMES THROUGH DIGITAL MESSAGING TOOLS.	300,000	TO KNOWLEDGE OF THE FD., NO GRANTEE DIVERSION OF FUNDS FROM GRANT PURPOSE.	ANNUAL		THE HORACE W. GOLDSMITH FOUNDATION HAD NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORTS RECEIVED, THEREFORE NO INDEPENDENT VERIFICATION IS REQUIRED TO BE UNDERTAKEN.
RESTART AFRICA CO THE SANATA CHARITABE TRUST FE MAIDMENT LINDEN COTTA	ASTLEY SHREWSBURY SHROPSHIRE SY4 4BP UK	2020-08-05	50,000	TO SUPPORT RESTART'S SCHOOL FOR ABANDONED CHILDREN IN GILGIL, KENYA WHOSE PURPOSE IS PROVIDING SANCTUARY, EDUCATION, AND A FUTURE TO KIDS WHO HAD NONE WHATSOEVER.	50,000	TO KNOWLEDGE OF THE FD., NO GRANTEE DIVERSION OF FUNDS FROM GRANT PURPOSE.	ANNUAL		THE HORACE W. GOLDSMITH FOUNDATION HAD NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORTS RECEIVED, THEREFORE NO INDEPENDENT VERIFICATION IS REQUIRED TO BE UNDERTAKEN.
DRAPER RICHARDS KAPLAN FOUNDATION	1600 EL CAMINO RAL SUITE 155 MENLO PARK, CA 94025	2020-03-02	250,000	TO BE USED TOWARDS THE FOUNDATION'S SELECTION CRITERIA AND THE USE AND UNDERSTANDING OF DIGITAL AND RELATED TECHNOLOGIES IN THE FOUNDATION'S PORTFOLIO ORGANIZATIONS TO ADVANCE THEIR SOCIAL IMPACT ACROSS THEIR TARGETED POPULATIONS.	250,000	TO KNOWLEDGE OF THE FD., NO GRANTEE DIVERSION OF FUNDS FROM GRANT PURPOSE.	ANNUAL		THE HORACE W. GOLDSMITH FOUNDATION HAD NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORTS RECEIVED, THEREFORE NO INDEPENDENT VERIFICATION IS REQUIRED TO BE UNDERTAKEN.
DEVELOPMENT MEDIA INTERNATIONAL (DMI)	UNIT R-RELIANCE WHARF HERTFORD ROAD LONDON N1 5EW UK	2020-05-28	200,000	SPECIAL PROJECT	200,000	TO KNOWLEDGE OF THE FD., NO GRANTEE DIVERSION OF FUNDS FROM GRANT PURPOSE.	ANNUAL		THE HORACE W. GOLDSMITH FOUNDATION HAD NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORTS RECEIVED, THEREFORE NO INDEPENDENT VERIFICATION IS REQUIRED TO BE UNDERTAKEN.
DG MURRAY TRUST	1 WODIN ROAD CLAREMONT SF	2020-06-10	150,000	SPECIAL PROJECT	150,000	TO KNOWLEDGE OF THE FD., NO GRANTEE DIVERSION OF FUNDS FROM GRANT PURPOSE.	ANNUAL		THE HORACE W. GOLDSMITH FOUNDATION HAD NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORTS RECEIVED, THEREFORE NO INDEPENDENT VERIFICATION IS REQUIRED TO BE UNDERTAKEN.
CANADIAN PARKS AND WILDERNESS SOCIETY	600-100 GLOUCESTER STREET ONTARIO CA	2020-12-07	100,000	UNRESTRICTED	100,000	TO KNOWLEDGE OF THE FD., NO GRANTEE DIVERSION OF FUNDS FROM GRANT PURPOSE.	ANNUAL		THE HORACE W. GOLDSMITH FOUNDATION HAD NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORTS RECEIVED, THEREFORE NO INDEPENDENT VERIFICATION IS REQUIRED TO BE UNDERTAKEN.

TY 2020 IRS 990 e-File Render

Name: THE HORACE W GOLDSMITH FOUNDATION

EIN: 13-6107758

Name of Stock	End of Year Book Value	End of Year Fair Market Value
GARDNER RUSSO & GARDNER LLC	51,153,070	51,153,070
JP MORGAN CHASE BANK, N.A.	143,918,499	143,918,499
SELECT EQUITY GROUP, L.P.	56,207,241	56,207,241
JP MORGAN CHASE BANK, N.A.	134,039,100	134,039,100

TY 2020 IRS 990 e-File Render

Name:	THE HORACE W GOLDSMITH FOUNDATION
EIN:	13-6107758
US Government Securities - End of Year Book Value:	39,971,000
US Government Securities - End of Year Fair Market Value:	39,971,000
State & Local Government Securities - End of Year Book Value:	0
State & Local Government Securities - End of Year Fair Market Value:	0

TY 2020 IRS 990 e-File Render

Name: THE HORACE W GOLDSMITH FOUNDATION

EIN: 13-6107758

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
GOLDEN GATE CAPITAL	FMV	26,999,899	26,999,899
GGC NEUSTAR INVESTORS LP	FMV	2,294,178	2,294,178
SYCAMORE PARTNERS	FMV	9,112,200	9,112,200
SYCAMORE PARTNERS II	FMV	13,951,899	13,951,899
SYCAMORE PARTNERS III	FMV	7,350,542	7,350,542
WEBSTER CAPITAL III	FMV	20,140,629	20,140,629
WEBSTER CAPITAL IV	FMV	11,425,986	11,425,986
GREAT JONES FUND	FMV	61,967,806	61,967,806
ETON PARK OVERSEAS FUND LTD	FMV	895	895
TPG PUBLIC EQUITY FUND	FMV	58,970,262	58,970,262

TY 2020 IRS 990 e-File Render

Name: THE HORACE W GOLDSMITH FOUNDATION

EIN: 13-6107758

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BALLARD SPAHR ANDREWS & INGERSOLL LLP	2,012	2,012		0
MCDERMOTT WILL & EMERY	2,185	0		2,185

TY 2020 IRS 990 e-File Render

Name: THE HORACE W GOLDSMITH FOUNDATION

EIN: 13-6107758

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
INTEREST & DIVIDEND RECEIVABLE	111,388	40,802	40,802

TY 2020 IRS 990 e-File Render

Name: THE HORACE W GOLDSMITH FOUNDATION

EIN: 13-6107758

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TELEPHONE	5,001	0		5,001
POSTAGE	3,419	0		3,419
INSURANCE	25,106	12,553		12,553
OFFICE EXPENSES	18,835	0		18,835
PAYROLL SERVICE FEES	2,352	0		2,352
MAINTENANCE	4,952	0		4,952
MISCELLANEOUS EXPENSE	8,977	0		8,977
FILING FEES	1,500	0		1,500
PARTNERSHIPS OTHER DEDUCTIONS	0	1,806,503		0

TY 2020 IRS 990 e-File Render

Name: THE HORACE W GOLDSMITH FOUNDATION

EIN: 13-6107758

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
PARTNERSHIPS NET INCOME	4,239,900	22,886	4,239,900
LESS: AMOUNT ATTRIBUTABLE TO UBI	0	-10,325	0

TY 2020 IRS 990 e-File Render

Name: THE HORACE W GOLDSMITH FOUNDATION

EIN: 13-6107758

Description	Amount
UNREALIZED GAIN ON INVESTMENTS	33,281,055
UNREALIZED GAIN ON LIMITED PARTNERSHIPS	21,386,373
FEDERAL EXCISE TAXES-DEFERRED	298,335

TY 2020 IRS 990 e-File Render

Name: THE HORACE W GOLDSMITH FOUNDATION

EIN: 13-6107758

Description	Beginning of Year - Book Value	End of Year - Book Value
DEFERRED FEDERAL EXCISE TAX	2,494,891	2,196,556

TY 2020 IRS 990 e-File Render

Name: THE HORACE W GOLDSMITH FOUNDATION

EIN: 13-6107758

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
COMPUTER CONSULTING	1,256	0		1,256
INVESTMENT MANAGEMENT FEES - EAGLE CAPITAL MANAGEMENT	1,014,983	1,014,983		0
INVESTMENT MANAGEMENT FEES - SELECT EQUITY GROUP, L.P.	528,699	528,699		0
INVESTMENT MANAGEMENT FEES - GARDNER RUSSO & GARDNER LLC	483,913	483,913		0
CUSTODIAL FEES - JP MORGAN CHASE BANK, N.A.	55,351	55,351		0
CUSTODIAL FEES - PERSHING ADVISORS	12,258	12,258		0
PHILANTHROPIC ADVISORY & GRANT MAKING SERVICES	18,000	0		18,000
INVESTMENT CONSULTING SERVICES	37,000	37,000		0

TY 2020 IRS 990 e-File Render

Name: THE HORACE W GOLDSMITH FOUNDATION

EIN: 13-6107758

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAXES-CURRENT	264,488	0		0
FEDERAL UBI TAXES	8,304	0		0
STATE UBI TAXES	7,390	0		0
FOREIGN TAXES WITHHELD	81,935	81,935		0
PART. FOREIGN TAXES	0	22,552		0
LESS: AMOUNT ATTRIBUTABLE TO UBI	0	-4		0