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. 1545-0047

2021

Open to Public Inspection

For calendar year 2021, or tax year beginning 01-01-2021 , and ending 12-31-2021

Name of foundation
HIGH TIDE FOUNDATION
(FKA OVERLOOK INTERNATIONAL FOUNDATION INC)
% INVERNESS COUNSEL LLC

A Employer identification number
20-1164239

Number and street (or P.O. box number if mail is not delivered to street address) INVERNESS CNSL LLC 845 3RD AVE 8F
Room/suite

B Telephone number (see instructions)
(212) 207-2122

City or town, state or province, country, and ZIP or foreign postal code
NEW YORK, NY 10022

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)* ▶$ 133,138,360

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).)*

Section	Line	Description	(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)	21,579,938			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch. B				
	3	Interest on savings and temporary cash investments	16	62,199		
	4	Dividends and interest from securities . . .	216,635	947,581		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	27,202,293			
	b	Gross sales price for all assets on line 6a 43,769,781				
	7	Capital gain net income (from Part IV, line 2) . . .		32,553,306		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances 71,061				
	b	Less: Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)	71,061			
	11	Other income (attach schedule)	700,373	-258,201		
	12	**Total.** Add lines 1 through 11	49,770,316	33,304,885		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.	0			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)	82,159	0	0	82,159
	b	Accounting fees (attach schedule)	36,660	9,513	0	9,513
	c	Other professional fees (attach schedule)	108,078			107,859
	17	Interest				
	18	Taxes (attach schedule) (see instructions) . . .	340,373	62,236		
	19	Depreciation (attach schedule) and depletion . . .	38,675			
	20	Occupancy				
	21	Travel, conferences, and meetings	95			95
	22	Printing and publications				
	23	Other expenses (attach schedule)	1,276,691	242,303		916,695
	24	**Total operating and administrative expenses.** Add lines 13 through 23	1,882,731	314,052	0	1,116,321
	25	Contributions, gifts, grants paid	3,389,262			3,389,262
	26	**Total expenses and disbursements.** Add lines 24 and 25	5,271,993	314,052	0	4,505,583
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	44,498,323			
	b	**Net investment income** (if negative, enter -0-)		32,990,833		
	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	95,866	505,676	505,676
2	Savings and temporary cash investments	4,213,500	481,251	481,251
3	Accounts receivable ▶ 1,250			
	Less: allowance for doubtful accounts ▶		1,250	1,250
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			
10a	Investments—U.S. and state government obligations (attach schedule)			
b	Investments—corporate stock (attach schedule)	28,045,624	52,307,549	52,307,549
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)	65,996,475	78,651,018	78,651,018
14	Land, buildings, and equipment: basis ▶ 131,763			
	Less: accumulated depreciation (attach schedule) ▶ 120,147	50,291	11,616	11,616
15	Other assets (describe ▶)	25,630	1,180,000	1,180,000
16	**Total assets** (to be completed by all filers—see the instructions. Also, see page 1, item I)	98,427,386	133,138,360	133,138,360
Liabilities 17	Accounts payable and accrued expenses	102,363	382,378	
18	Grants payable			
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 ▶)			
23	**Total liabilities**(add lines 17 through 22)	102,363	382,378	
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	98,325,023	132,755,982	
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)	98,325,023	132,755,982	
30	**Total liabilities and net assets/fund balances** (see instructions)	98,427,386	133,138,360	

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	98,325,023
2	Enter amount from Part I, line 27a	2	44,498,323
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	142,823,346
5	Decreases not included in line 2 (itemize) ▶	5	10,067,364
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29.	6	132,755,982

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	PUBLICLY TRADED SECURITIES	D		
b	CAPITAL GAIN FROM MRYD LLC	P		
c	CAPITAL GAIN FROM THE OVERLOOK PARTNERS FUND LP	P		
d	CAPITAL GAIN FROM OVERLOOK 3G INVESTMENTS LP	P		
e	LONG TERM CAPITAL GAIN DISTRIBUTION	P		

	(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	38,761,332		11,216,475	27,544,857
b	1,814,201			1,814,201
c	2,919,367			2,919,367
d	274,880			274,880
e	1			1

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col. (h) gain minus col. (k), but not less than -0-) **or** Losses (from col.(h))
	(i) F.M.V. as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col. (i) over col. (j), if any	
a				27,544,857
b				1,814,201
c				2,919,367
d				274,880
e				1

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	**2**	32,553,306
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8		**3**	

Part V 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. Bracket for line 1a Date of ruling or determination letter: _________ **(attach copy of letter if necessary–see instructions)**		
b	All other domestic foundations enter 1.39% (0.0139) of line 27b. Exempt foreign organizations enter 4% (0.04) 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	
3	Add lines 1 and 2.	3	458,573
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	458,573
6	Credits/Payments:		
a	2021 estimated tax payments and 2020 overpayment credited to 2021	6a	165,232
b	Exempt foreign organizations—tax withheld at source	6b	0
c	Tax paid with application for extension of time to file (Form 8868) . . .	6c	550,000
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	715,232
8	Enter any **penalty** for underpayment of estimated tax. Check here ☑ if Form 2220 is attached.	8	1,282
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	255,377
11	Enter the amount of line 10 to be: **Credited to 2022 estimated tax** ▶ 255,377 **Refunded** ▶	11	

Part VI-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 the instructions for the 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. ▶ $ ____________ **(2)** On foundation managers. ▶ $ ____________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ____________			
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 XIV.*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶MI			
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 2021 or the taxable year beginning in 2021? See the instructions for Part XIII. If "Yes," complete Part XIII	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 VI-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 ▶https://www.hightidefoundation.org/

14 The books are in care of ▶INVERNESS COUNSEL LLC Telephone no. ▶(212) 207-2122

Located at ▶845 THIRD AVE 8TH FL NEW YORK NY ZIP+4 ▶10022

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 |

			Yes	No
16	At any time during calendar year 2021, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes", enter the name of the foreign			

Part VI-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?	1a(1)		No
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	1a(2)		No
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	1a(3)	Yes	
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	1a(4)	Yes	
	(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)?	1a(5)		No
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	1a(6)		No
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions	1b		No
c	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
d	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 2021?	1d		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 2021, did the foundation have any undistributed income (lines 6d and 6e, Part XII) for tax year(s) beginning before 2021?	2a		No
	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?	3a		No
b	If "Yes," did it have excess business holdings in 2021 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 2021.)*	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 2021?	4b		No

Part VI-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))?	5a(1)		No
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	5a(2)		No
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	5a(3)		No
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	5a(4)	Yes	
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	5a(5)		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
c	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
d	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?	5d	Yes	
	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?	6a		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?	7a		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?	8		No

Part VII 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
RICHARD H LAWRENCE INVERNESS CNSL LLC 845 3RD AVE 8F NEW YORK, NY 10022	PRESIDENT 5.0	0	0	0
DEE M LAWRENCE INVERNESS CNSL LLC 845 3RD AVE 8F NEW YORK, NY 10022	VICE-PRESIDENT 5.0	0	0	0
PHILLIP S LAWRENCE INVERNESS CNSL LLC 845 3RD AVE 8F NEW YORK, NY 10022	TREASURER/SECRETARY 5.0	0	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

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

Part VII **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
Russell Reynolds Associates 101 California Street ste 4200 SAN FRANCISCO,CA 94111	program recruiting	256,200
Browning Environmental Communications 600 14th St NW WASHINGTON,DC 20005	PROGRAM CONSULTING	195,000
Isaacson Miller Inc 1000 Sansome St SAN FRANCISCO,CA 94111	PROGRAM RECRUITING	83,250
S&L Partners 8/F KTG TOWER 416 YEONGDONG-DAER SEOUL,GANGNAM-GU 06176 KS	LEGAL CONSULTING	79,101
Ogilvie SEARCH THE CEDARS CHURCH RD ASHFORD TN23 1RQ UK	program recruiting	57,500

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

Part VIII- 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 THE FOUNDATION IS DEDICATED TO MAKING A SIGNIFICANT, MEASURABLE IMPACT ON CLIMATE CHANGE MITIGATION THROUGH ITS SUPPORT OF RESEARCH INITIATIVES (SEE ATTACHMENT A)	493,263
2	
3	
4	

Part VIII- 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 . . . . ▶	

Part IX 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	40,959,118
b	Average of monthly cash balances	1b	4,955,731
c	Fair market value of all other assets (see instructions)	1c	72,709,757
d	**Total** (add lines 1a, b, and c)	1d	118,624,606
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	118,624,606
4	Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see instructions)	4	1,779,369
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3.	5	116,845,237
6	**Minimum investment return.** Enter 5% (0.05) of line 5	6	5,842,262

Part X 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 IX, line 6		1	5,842,262
2a	Tax on investment income for 2021 from Part V, line 5 — 2a	458,573		
b	Income tax for 2021. (This does not include the tax from Part V.) — 2b			
c	Add lines 2a and 2b		2c	458,573
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	5,383,689
4	Recoveries of amounts treated as qualifying distributions		4	500,000
5	Add lines 3 and 4		5	5,883,689
6	Deduction from distributable amount (see instructions)		6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XII, line 1		7	5,883,689

Part XI 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	
b	Program-related investments—total from Part VIII-B	1b	
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 XII, line 4.	4	

Part XII **Undistributed Income** (see instructions)

		(a) Corpus	(b) Years prior to 2020	(c) 2020	(d) 2021
1 Distributable amount for 2021 from Part X, line 7					5,883,689
2 Undistributed income, if any, as of the end of 2021:					
a Enter amount for 2020 only.				0	
b Total for prior years: 2019 , 2018 , 2017			0		
3 Excess distributions carryover, if any, to 2021:					
a From 2016.	7,430,374				
b From 2017.	7,446,992				
c From 2018.	12,654,118				
d From 2019.	18,635,535				
e From 2020.	7,463,816				
f **Total** of lines 3a through e		53,630,835			
4 Qualifying distributions for 2021 from Part XI, line 4: ▶ $ 4,505,583					
a Applied to 2020, but not more than line 2a				0	
b Applied to undistributed income of prior years (Election required—see instructions).					
c Treated as distributions out of corpus (Election required—see instructions).					
d Applied to 2021 distributable amount					4,505,583
e Remaining amount distributed out of corpus		0			
5 Excess distributions carryover applied to 2021. *(If an amount appears in column (d), the same amount must be shown in column (a).)*		1,378,106			1,378,106
6 **Enter the net total of each column as indicated below:**					
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5		52,252,729			
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					
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 2022					0
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)					
8 Excess distributions carryover from 2016 not applied on line 5 or line 7 (see instructions) . . .		6,052,268			
9 **Excess distributions carryover to 2022.** Subtract lines 7 and 8 from line 6a		46,200,461			
10 Analysis of line 9:					
a Excess from 2017	7,446,992				
b Excess from 2018	12,654,118				
c Excess from 2019. . . .	18,635,535				
d Excess from 2020	7,463,816				
e Excess from 2021					

Part XIII **Private Operating Foundations** (see instructions and Part VI-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 2021, 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) 2021	**(b)** 2020	**(c)** 2019	**(d)** 2018	
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% (0.85) of line 2a					
c Qualifying distributions from Part XI, 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 IX, 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 **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).)

RICHARD H AND DEE M LAWRENCE

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:

Part Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
European Climate Foundation Riviervismarkt 5 2513 AM THE Hague NL	NONE	NC	TO SUPPORT PROJECTS OF COMMUNICATIONS ON CLIMATE CHANGE & CLEAN ENERGY	1,200,000
International Marketing Strategies 100 FIRST STAMFORD PL 6TH FL stamford,CT 06902	NONE	NC	Climate Shipping Support	60,000
Stockholm Environment Institute US 11 Curtis Ave Somerville,MA 02144	NONE	PC	CARBON Offset Project Standard	9,943
Virginia Organizing 703 Concord Ave Charlottesville,VA 22903	NONE	PC	Climate change communications	10,000
Yale University SCHOOL OF PUBLIC HEALTH PO BOX 2038 new haven,CT 06521	NONE	PC	Public Health Near Petrochemical Facilities & GENERAL SUPPORT	403,769
PLANET LABS 645 Harrison St FLOOR 4 San Francisco,CA 94107	NONE	NC	TO SUPPORT THE ACCELERATING CLIMATE ACTION WITHSATELLITE DATA INITIATIVE	1,300,000
Worldview Development USA 902 Broadway 6th Floor New York,NY 10010	NONE	PC	UNRESTRICTED	155,000
WINDWARD FUND 1201 Connecticut Ave NW 7 Washington,DC 20036	NONE	PC	UNRESTRICTED	250,550
Total . . . . ▶ **3a**				3,389,262
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XV-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	16	
4 Dividends and interest from securities					
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					
8 Gain or (loss) from sales of assets other than inventory	900099	98,076	18	27,104,217	
9 Net income or (loss) from special events:					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a EXCISE TAX			01	200,373	
b RECOVERY OF PRIOR YEAR GRANT			01	500,000	
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e) . .		99,880		28,019,437	71,061

13 **Total.** Add line 12, columns (b), (d), and (e). 13 28,190,378

(See worksheet in line 13 instructions to verify calculations.)

Part XV-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 XV-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)

Part XVI 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.

Signature of officer or trustee	Date	Title
	2022-05-09	

May the IRS discuss this return with the preparer shown below? See instructions. ☑ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
GEORGE D MARINOS				P00305572

Firm's name ▶ SEILER LLP	Firm's EIN ▶
Firm's address ▶ THREE LAGOON DR STE 400 REDWOOD CITY, CA 94065	Phone no. (650) 365-4646

Additional Data

Return to Form

Software ID:

Software Version:

Form 990PF - Special Condition Description:

Special Condition Description

TY 2021 IRS 990 e-File Render

Name: HIGH TIDE FOUNDATION
(FKA OVERLOOK INTERNATIONAL FOUNDATION INC)

EIN: 20-1164239

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	36,660	9,513		9,513

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

TY 2021 IRS 990 e-File Render

Name: HIGH TIDE FOUNDATION
(FKA OVERLOOK INTERNATIONAL FOUNDATION INC)

EIN: 20-1164239

Description of Amortized Expenses	Date Acquired, Completed, or Expended	Amount Amortized	Deduction for Prior Years	Amortization Method	Current Year Amortization	Net Investment Income	Adjusted Net Income	Total Amount of Amortization
SOFTWARE	2020-02-16	6,000	1,833	3.0	2,000			3,833
SOFTWARE	2020-02-16	6,250	1,910	3.0	2,083			3,993
SOFTWARE	2020-05-04	1,050	233	3.0	350			583
SOFTWARE	2020-08-11	5,815	784	3.0	1,938			2,722
SOFTWARE	2020-10-31	251	21	3.0	84			105
SOFTWARE	2020-12-11	305	8	3.0	102			110

TY 2021 IRS 990 e-File Render

Name: HIGH TIDE FOUNDATION
(FKA OVERLOOK INTERNATIONAL FOUNDATION INC)
EIN: 20-1164239

Contractor	Explanation
Russell Reynolds Associates	TO PROVIDE RECRUITING SERVICES FOR PARTNERING PROGRAMS WITH THE GLOBAL METHANE HUB
Browning Environmental Communicatio	TO PROVIDE CONSULTING SERVICE FOR THE OPERATION RESET CAMPAIGN
Isaacson Miller Inc	TO PROVIDE RECRUITING SERVICES FOR PARTNERING PROGRAMS WITH THE GLOBAL METHANE HUB
SL Partners	PROVIDE LEGAL SERVICE FOR CARBON MATTER PROJECT
Ogilvie SEARCH	TO PROVIDE RECRUITING SERVICES FOR PARTNERING PROGRAMS WITH THE GLOBAL METHANE HUB

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TY 2021 IRS 990 e-File Render

Name: HIGH TIDE FOUNDATION
(FKA OVERLOOK INTERNATIONAL FOUNDATION INC)

EIN: 20-1164239

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
COMPUTER EQUIPMENT	2018-01-01	96,723	70,905	SL	3	27,579			
LEASEHOLD IMPROVEM	2019-01-01	11,846	4,604	SL	3	3,952			
COMPUTER EQUIPMENT	2020-01-01	2,860	953	SL	3	477			
COMPUTER EQUIPMENT	2020-01-01	662	221	SL	3	110			

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TY 2021 IRS 990 e-File Render

Name: HIGH TIDE FOUNDATION
(FKA OVERLOOK INTERNATIONAL FOUNDATION INC)

EIN: 20-1164239

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
International Marketing Strategies	100 FIRST STAMFORD PLACE 6TH FL STAMFORD, CT 06902	2021-12-14	60,000	ASSISTING THE INTERNATIONAL SHIPPING INDUSTRY IN ITS EFFORT TO DECARBONIZE	60,000	NO	03/23/2022	2022-11-09	INTERNATIONAL MARKETING STRATEGIES PROVIDED A REPORT REGARDING THE CHARITABLE SPENDING OF THE GRANT. THE HIGH TIDE FOUNDATION VERIFIED THAT ALL THE GRANT WAS USED PER THE GRANT AGREEMENT.
PLANET LABS	645 harrison st floor 4 san francisco, CA 94107	2021-07-27	1,300,000	to support the Accelerating Climate Action with Satellite Data initiative	1,300,000	NO	09/12/2022	2022-11-09	PLANET LABS PROVIDED A REPORT REGARDING THE CHARITABLE SPENDING OF THE GRANT. THE HIGH TIDE FOUNDATION VERIFIED THAT ALL THE GRANT WAS USED PER THE GRANT AGREEMENT.

TY 2021 IRS 990 e-File Render

Name: HIGH TIDE FOUNDATION
(FKA OVERLOOK INTERNATIONAL FOUNDATION INC)
EIN: 20-1164239

Name of Stock	End of Year Book Value	End of Year Fair Market Value
627 SHS AMAZON COM INC COM	2,090,631	2,090,631
200 SHS CHIPOTLE MEXICAN GRILL	349,650	349,650
6,900 SHS FLOOR AND DECOR HLDG	897,069	897,069
5,975 SHS NIKE INC CL B	995,853	995,853
5,000 SHS COLGATE PALMOLIVE	426,700	426,700
1,985 SHS LAUDER ESTEE COS INC	734,847	734,847
2,000 SHS AMER EXPRESS COMPANY	327,200	327,200
1,000 SHS MOODY'S CORP	390,580	390,580
3,500 SHS PNC FINCL SERVICES G	701,820	701,820
5,000 SHS PROGRESSIVE CRP OHIO	513,250	513,250
4,000 SHS ABBOTT LABS	562,960	562,960
4,000 SHS DANAHER CORP DEL	1,316,880	1,316,880
2,500 SHS UNITEDHEALTH GROUP	1,255,350	1,255,350
4,000 SHS DOVER CORP	726,400	726,400
2,000 SHS ROPER TECHNOLOGIES	983,720	983,720
3,000 SHS TRANE TECHNOLOGIES	606,090	606,090
960 SHS ADOBE INC	544,377	544,377
12,200 SHS APPLE INC	2,166,354	2,166,354
4,500 SHS APPLIED MATERIAL INC	708,120	708,120
12,000 SHS INTEL CORP	618,000	618,000
16,500 SHS MARVELL TECH INC	1,443,585	1,443,585
5,700 SHS MICROSOFT CORP	1,917,024	1,917,024
8,190 SHS NVIDIA	2,408,760	2,408,760
2,000 SHS SALESFORCE COM INC	508,260	508,260
2,000 SHS SNOWFLAKE INC REG SH	677,500	677,500
1,200 SHS ZSCALER INC	385,596	385,596
400 SHS ALPHABET INC SHS CL A	1,158,816	1,158,816
5,295 SHS META PLATFORMS INC	1,780,973	1,780,973
209,012 SHS NETEASE.COM INC	21,273,241	21,273,241
325 SHS ETSY INC	71,156	71,156
770 SHS HASBRO INC COM	78,371	78,371
810 SHS LVMH MOET HENNESSY LOU	133,933	133,933
115 SHS TESLA INC	121,530	121,530
320 SHS AON PLC	96,179	96,179
180 SHS MSCI INC CL A	110,284	110,284
675 SHS NASDAQ INC COM	141,757	141,757
470 SHS S&P GLOBAL INC COM	221,807	221,807
860 SHS AGILENT TECHNOLOGIES I	137,299	137,299
3,200 SHS BOSTON SCIENTIFIC CO	135,936	135,936
405 SHS CIGNA CORP COM	93,000	93,000
2,000 SHS EDWARDS LIFESCIENCES	259,100	259,100
140 SHS IDEXX LABS INC COM	92,184	92,184

Name of Stock	End of Year Book Value	End of Year Fair Market Value
490 SHS IQVIA HOLDINGS INC	138,249	138,249
585 SHS MEDTRONIC PLC	60,518	60,518
90 SHS REGENERON PHARMACEUTICA	56,837	56,837
650 SHS RESMED INC COM	169,312	169,312
770 SHS C H ROBINSON WORLDWIDE	82,875	82,875
505 SHS CARLISLE COMPANIES INC	125,301	125,301
100 SHS ROPER INDUSTRIES INC	49,186	49,186
1,500 SHS ADVANCED MICRO DEVIC	215,850	215,850
705 SHS ALLIANCE DATA SYSTEMS	46,932	46,932
1,040 SHS ARISTA NETWORKS INC	149,500	149,500
180 SHS INTUIT INC COM	115,780	115,780
335 SHS LAM RESEARCH CORP COM	240,915	240,915
282 SHS LOYALTY VENTURES INC	8,480	8,480
260 SHS MASTERCARD INC CL A	93,423	93,423
641 SHS VISA INC CL A	138,911	138,911
1,200 SHS CBRE GROUP INC	130,212	130,212
1,100 SHS PROLOGIS INC COM	185,196	185,196
795 SHS OMNICOM GROUP INC COM	58,250	58,250
1,500 SHS HANNON ARMSTRONG SUS	79,680	79,680

TY 2021 IRS 990 e-File Render

Name: HIGH TIDE FOUNDATION
(FKA OVERLOOK INTERNATIONAL FOUNDATION INC)

EIN: 20-1164239

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MRYD LLC	FMV	57,216,154	57,216,154
OVERLOOK 3G INVESTMENTS LP	FMV	5,097,587	5,097,587
THE OVERLOOK PARTNERS FUND LP	FMV	15,961,027	15,961,027
PCA CO-INVESTMENTS I LLC	FMV	251,250	251,250
DELTATERRA CAPITAL	FMV	125,000	125,000

TY 2021 IRS 990 e-File Render

Name: HIGH TIDE FOUNDATION
(FKA OVERLOOK INTERNATIONAL FOUNDATION INC)

EIN: 20-1164239

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
GENERAL CORPORATE COUNSEL	82,159			82,159

TY 2021 IRS 990 e-File Render

Name: HIGH TIDE FOUNDATION
(FKA OVERLOOK INTERNATIONAL FOUNDATION INC)

EIN: 20-1164239

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
PROGRAM RELATED INVESTMENT	25,000	1,180,000	1,180,000

TY 2021 IRS 990 e-File Render

Name: HIGH TIDE FOUNDATION
(FKA OVERLOOK INTERNATIONAL FOUNDATION INC)

EIN: 20-1164239

Description	Amount
UNREALIZED LOSS	10,067,364

TY 2021 IRS 990 e-File Render

Name: HIGH TIDE FOUNDATION
(FKA OVERLOOK INTERNATIONAL FOUNDATION INC)

EIN: 20-1164239

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OFFICE SUPPLIES	14,041			14,041
BANK FEES	17,971	18,994		
PERSONNEL COSTS	868,607			673,982
INVESTMENT FEES		223,309		
RECRUITING FEES	146,400			
SOFTWARE DEVELOPMENT EXPENSE	947			947
SOFTWARE LICENSES	3,769			3,769
DUES & SUBSCRIPTIONS	27,392			26,392
GRANT MAKING CONFERENCE	1,500			1,500
PROGRAM EXPENSES	195,000			195,000
PRINTING EXPENSES	660			660
POSTAGE	404			404

TY 2021 IRS 990 e-File Render

Name: HIGH TIDE FOUNDATION
(FKA OVERLOOK INTERNATIONAL FOUNDATION INC)

EIN: 20-1164239

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
EXCISE TAX REFUND	200,373		
PARTNERSHIP INCOME		-258,201	
RECOVERY OF PRIOR YEAR GRANT	500,000		

TY 2021 IRS 990 e-File Render

Name: HIGH TIDE FOUNDATION
(FKA OVERLOOK INTERNATIONAL FOUNDATION INC)

EIN: 20-1164239

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SATELLITE CONSULTING FEES	69,667			69,667
IT CONSULTING FEES	38,411			38,192

TY 2021 IRS 990 e-File Render

Name: HIGH TIDE FOUNDATION
(FKA OVERLOOK INTERNATIONAL FOUNDATION INC)

EIN: 20-1164239

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES		62,236		
EXCISE TAXES	340,373			