

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

Name of foundation BEZOS FAMILY FOUNDATION		A Employer identification number 91-2073258	
% BEZOS FAMILY FOUNDATION			
Number and street (or P.O. box number if mail is not delivered to street address) 1700 7th Avenue 116 Suite 149	Room/suite	B Telephone number (see instructions) (206) 275-2048	
City or town, state or province, country, and ZIP or foreign postal code Seattle, WA 98101		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) \$ 130,746,152	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 <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)</i>		(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)			53,145,037						
	2	Check ☐ if the foundation is not required to attach Sch. B									
	3	Interest on savings and temporary cash investments			342,473		340,073				
	4	Dividends and interest from securities			563,125		563,125				
	5a	Gross rents			0		0				
	b	Net rental income or (loss)									
	6a	Net gain or (loss) from sale of assets not on line 10			2,370,631						
	b	Gross sales price for all assets on line 6a 24,553,043									
	7	Capital gain net income (from Part IV, line 2)					18,711,125				
	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)			3,996,700		362,212					
12	Total. Add lines 1 through 11			60,417,966		19,976,535					
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)			208,510		0		0		208,510
	b	Accounting fees (attach schedule)			7,500		0		0		
	c	Other professional fees (attach schedule)			192,527		192,527				
	17	Interest									
	18	Taxes (attach schedule) (see instructions)			165,000		19,208				
	19	Depreciation (attach schedule) and depletion									
	20	Occupancy									
	21	Travel, conferences, and meetings									
	22	Printing and publications									
	23	Other expenses (attach schedule)			8,113,945		28,037				8,085,908
	24	Total operating and administrative expenses. Add lines 13 through 23			8,687,482		239,772		0		8,294,418
25	Contributions, gifts, grants paid			77,603,671						77,603,671	
26	Total expenses and disbursements. Add lines 24 and 25			86,291,153		239,772		0		85,898,089	
	27	Subtract line 26 from line 12:									
	a	Excess of revenue over expenses and disbursements			-25,873,187						
	b	Net investment income (if negative, enter -0-)					19,736,763				
	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	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing				
	2	Savings and temporary cash investments	12,448,467	16,239,589	16,239,589	
	3	Accounts receivable ▶ _____ Less: allowance for doubtful accounts ▶ _____				
	4	Pledges receivable ▶ _____ Less: allowance for doubtful accounts ▶ _____				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (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)	140,192,826	103,902,748	103,902,748	
	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)				
	Liabilities	14	Land, buildings, and equipment: basis ▶ _____ Less: accumulated depreciation (attach schedule) ▶ _____			
15		Other assets (describe ▶ _____)	4,087,707	10,603,815	10,603,815	
16		Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	156,729,000	130,746,152	130,746,152	
17		Accounts payable and accrued expenses				
18		Grants payable				
19		Deferred revenue.				
20		Loans from officers, directors, trustees, and other disqualified persons				
21		Mortgages and other notes payable (attach schedule)				
22		Other liabilities (describe ▶ _____)				
23		Total liabilities (add lines 17 through 22).	0	0		
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				
	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	156,729,000	130,746,152		
	29	Total net assets or fund balances (see instructions)	156,729,000	130,746,152		
30	Total liabilities and net assets/fund balances (see instructions) .	156,729,000	130,746,152			

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	156,729,000
2	Enter amount from Part I, line 27a	2	-25,873,187
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	130,855,813
5	Decreases not included in line 2 (itemize) ▶ _____	5	109,661
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29.	6	130,746,152

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 450 SHARES FACEBOOK INC	D	2012-05-17	2021-02-03
b 10,755 SHARES UBER TECHNOLOGIES INC	D	2016-02-29	2021-02-03
c 10,000 SHARES UBER TECHNOLOGIES INC	D	2016-02-29	2021-02-03
d 10,000 SHARES UBER TECHNOLOGIES INC	D	2016-02-29	2021-02-03
e 1,000 SHARES AMAZON.COM INC	D	2008-03-17	2021-03-22
4,092 SHARES AMAZON.COM INC	D	2008-03-17	2021-12-07
160 SHARES AMAZON.COM INC.	D	2008-03-17	2021-12-07
2,793 SHARES VANGUARD REAL ESTATE	D	2018-09-06	2021-03-04
913 SHARES VANGUARD	D	2018-10-03	2021-04-29
534 VANGUARD	D	2018-10-03	2021-02-18
ATTACHMENT C-1 ST	D	2021-12-31	2021-12-31
ATTACHMENT C-1 LT	D	2021-12-31	2021-12-31

(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 119,786		17,100	102,686
b 618,757		535,035	83,722
c 575,187		497,476	77,711
d 572,107		497,476	74,631
e 3,122,137		13	3,122,124
14,436,569		53	14,436,516
564,480		2	564,478
240,002		226,816	13,186
199,800		136,859	62,941
109,791		80,047	29,744
209,011		210,049	-1,038
3,785,416		3,640,992	144,424

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			102,686
b			83,722
c			77,711
d			74,631
e			3,122,124
			14,436,516
			564,478
			13,186
			62,941
			29,744
			-1,038
			144,424

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	18,711,125
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)

Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter

Bracket for line 1a

"N/A" on line 1.

1a

Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)

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)

b

Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

2

Add lines 1 and 2.

3

Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

4

Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

5

Credits/Payments:

6

a 2021 estimated tax payments and 2020 overpayment credited to 2021

6a

116,493

b Exempt foreign organizations—tax withheld at source

6b

0

c Tax paid with application for extension of time to file (Form 8868)

6c

200,000

d Backup withholding erroneously withheld

6d

7

Total credits and payments. Add lines 6a through 6d

7

316,493

8

Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached.

8

9

Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

9

10

Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.

10

42,152

11

Enter the amount of line 10 to be: Credited to 2022 estimated tax Refunded

11

42,152

Part VI-A

Statements Regarding Activities

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

Yes

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?

2

No

If "Yes," attach a detailed description of the activities.

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

Yes

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) WA

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? Website address ►WWW.BEZOSFAMILYFOUNDATION.ORG	13	Yes	
14	The books are in care of ►BEZOS FAMILY FOUNDATION Telephone no. ►(206) 275-2048 Located at ►1700 7TH AVENUE SUITE 116 NO 149 Seattle WA ZIP+4 ►98101			
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 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	Yes	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)

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

No

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
MIGUEL A BEZOS 1700 7th Avenue 116 Seattle, WA 98101	DIRECTOR, VICE PRES, SECRETARY 5.0	0	0	0
JACKLYN G BEZOS 1700 7th Avenue 116 Seattle, WA 98101	DIRECTOR, CHAIR, PRESIDENT 1.0	0	0	0
CHRISTINA BEZOS POORE 1700 7th Avenue 116 Seattle, WA 98101	DIRECTOR 1.0	0	0	0
MARK S BEZOS 1700 7th Avenue 116 Seattle, WA 98101	DIRECTOR 1.0	0	0	0
LISA BEZOS 1700 7th Avenue 116 Seattle, WA 98101	DIRECTOR 1.0	0	0	0
STEPHEN S POORE 1700 7th Avenue 116 Seattle, WA 98101	DIRECTOR 1.0	0	0	0
JEFFREY P BEZOS 1700 7th Avenue 116 Seattle, WA 98101	DIRECTOR 1.0	0	0	0
MACKENZIE T SCOTT 1700 7th Avenue Suite 116 Seattle, WA 98101	DIRECTOR 1.0	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
PERKINS COIE LLP	LEGAL	208,510
1201 THIRD AVENUE STE 4800 SEATTLE, WA 981013099		
MCCUTCHEN GROUP	CONSULTING	192,527
925 4TH AVE SEATTLE, WA 98104		

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 VROOM (SEE ATTACHMENT A)	2,370,270
2 BEZOS SCHOLARS PROGRAM (SEE ATTACHMENT A)	528,770
3 STUDENTS REBUILD (SEE ATTACHMENT A)	412,460
4 MIND IN THE MAKING (SEE ATTACHMENT A)	985,197

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	127,348,984
b	Average of monthly cash balances.	1b	10,680,559
c	Fair market value of all other assets (see instructions).	1c	7,238,408
d	Total (add lines 1a, b, and c).	1d	145,267,951
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	145,267,951
4	Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see instructions).	4	2,179,019
5	Net value of noncharitable-use assets. Subtract line 4 from line 3.	5	143,088,932
6	Minimum investment return. Enter 5% (0.05) of line 5.	6	7,154,447

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	7,154,447
2a	Tax on investment income for 2021 from Part V, line 5.	2a	274,341
b	Income tax for 2021. (This does not include the tax from Part V.).	2b	
c	Add lines 2a and 2b.	2c	274,341
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	6,880,106
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	6,880,106
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	6,880,106

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				6,880,106
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.	27,823,112			
b From 2017.	62,832,430			
c From 2018.	64,139,544			
d From 2019.	83,993,535			
e From 2020.	72,712,695			
f Total of lines 3a through e.	311,501,316			
4 Qualifying distributions for 2021 from Part XI, line 4: ▶ \$ 85,898,089				
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				6,880,106
e Remaining amount distributed out of corpus	79,017,983			
5 Excess distributions carryover applied to 2021. (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	390,519,299			
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)	27,823,112			
9 Excess distributions carryover to 2022. Subtract lines 7 and 8 from line 6a	362,696,187			
10 Analysis of line 9:				
a Excess from 2017	62,832,430			
b Excess from 2018	64,139,544			
c Excess from 2019.	83,993,535			
d Excess from 2020	72,712,695			
e Excess from 2021	79,017,983			

a. 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)

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.)
------	---

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.

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

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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year SEE ATTACHMENT C SEE ATTACHMENT C Various, WA 99999			SEE ATTACHMENT C	77,603,671
Total			▶ 3a	77,603,671

b Approved for future payment				
Total			▶ 3b	

Part XV-A

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

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

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

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) . .

13 Total. Add line 12, columns (b), (d), and (e). **13** 7,272,929
(See worksheet in line 13 instructions to verify calculations.)

Part XV-B

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

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.

(2) Other assets.

b Other transactions:

(1) Sales of assets to a noncharitable exempt organization.

(2) Purchases of assets from a noncharitable exempt organization

(3)* Rental of facilities, equipment, or other assets.

(4) Reimbursement arrangements.

(5) Loans or loan guarantees. . . .

(6) Performance of services or membership or fundraising solicitations.

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

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

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (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.

May the IRS discuss this return with the preparer shown below?

See instructions. ☒ Yes ☐ No

**Paid
Preparer
Use Only**

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
	KENNETH RAGSDALE		2022-11-14		P00295413
	Firm's name ► PIONEER SQUARE ADVISORSLLC				Firm's EIN ►
	Firm's address ► 1624 4TH AVENUE SUITE 400 SEATTLE, WA 98101				Phone no. (206) 838-4880

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: BEZOS FAMILY FOUNDATION

EIN: 91-2073258

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PIONEER SQUARE ADVISORS LLC	7,500			

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: BEZOS FAMILY FOUNDATION

EIN: 91-2073258

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
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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: BEZOS FAMILY FOUNDATION

EIN: 91-2073258

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
TED FOUNDATION INC	330 HUDSON STREET FLOOR 11 NEW YORK, NY 10013			EXCLUSIVELY FOR EXEMPT PURPOSES AS DESCRIBED IN SEC. 501(C) (3) OF THE INTERNAL REVENUE CODE.	6,175,000	NO	01/25/2022, 2/08/2022	2022-02-08	SEE ATTACHMENT B

TY 2021 IRS 990 e-File Render**Name:** BEZOS FAMILY FOUNDATION**EIN:** 91-2073258

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AMAZON COM, INC.	49,338,229	49,338,229
FACEBOOK	0	0
UBER TECHNOLOGIES	0	0
SEE ATTACHMENT C-1	12,689,578	12,689,578
SEE ATTACHMENT C-2	27,154,074	27,154,074
AFRICAN LEADERSHIP LTD	3,333,333	3,333,333
BLACKSTONE PTNRS OFFSHORE FUND	8,133,369	8,133,369
CQS DIRECTIONAL OPPORTUNITIES	1,461,246	1,461,246
HAWKES BAY INVESTORS (CAYMAN)	1,792,919	1,792,919

TY 2021 IRS 990 e-File Render

Name: BEZOS FAMILY FOUNDATION

EIN: 91-2073258

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PERKINS COIE, LLP	208,510			208,510

TY 2021 IRS 990 e-File Render

Name: BEZOS FAMILY FOUNDATION

EIN: 91-2073258

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
BROOKFIELD STRATEGIC RE III	1,662,866	2,583,784	2,583,784
MITM - INTANGIBLE ASSETS	269,010	269,010	269,010
NB CROSSROADS PRIV MKTS FUND V	960,662	1,812,905	1,812,905
TOWNSEND REAL ESTATE ALPHA III	767,031	2,233,555	2,233,555
HARBOURVEST ACCESS -DOVER ST	207,025	454,639	454,639
ARDIAN VIII PFIC	221,113	503,572	503,572
CERBERUS OFFSHORE LEVERED LOAN	0	545,582	545,582
HPS SPECIALTY LOAN INT. FUND	0	2,200,768	2,200,768

TY 2021 IRS 990 e-File Render

Name: BEZOS FAMILY FOUNDATION

EIN: 91-2073258

Description	Amount
PRIOR PERIOD ADJUSTMENT	109,661

TY 2021 IRS 990 e-File Render

Name: BEZOS FAMILY FOUNDATION

EIN: 91-2073258

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK FEES	1,105			1,105
SERVICE EXPENSE	4,332,222			4,332,222
ACTIVITIES LISTED IN PART IX-A	3,685,420			3,685,420
INSURANCE	13,598			13,598
ADVERTISING	11,200			11,200
MANAGEMENT FEES	28,037			
OTHER EXPENSES	42,363			42,363

TY 2021 IRS 990 e-File Render

Name: BEZOS FAMILY FOUNDATION

EIN: 91-2073258

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OTHER INCOME	3,996,700		

TY 2021 IRS 990 e-File Render

Name: BEZOS FAMILY FOUNDATION

EIN: 91-2073258

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PROFESSIONAL FEES	192,527			

TY 2021 IRS 990 e-File Render

Name: BEZOS FAMILY FOUNDATION

EIN: 91-2073258

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAX	165,000			
FOREIGN TAXES PAID		19,208		