

990-PF

Form
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

2022

Open to Public Inspection

For calendar year 2022, or tax year beginning 01-01-2022 , and ending 12-31-2022

Name of foundation POPPLESTONE FOUNDATION C/O SULLIVAN & WORCESTER LLP		A Employer identification number 04-3528004	
Number and street (or P.O. box number if mail is not delivered to street address) ONE POST OFFICE SQUARE		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code BOSTON, MA 02109		B Telephone number (see instructions) (617) 338-2839	
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		C If exemption application is pending, check here ☐ 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 ☐ F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶\$ 29,164,335		J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)	

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)	20,000,000			
	2 Check ☐ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	16	16		
	4 Dividends and interest from securities	588,599	588,599		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	12,113,847			
	b Gross sales price for all assets on line 6a 16,152,557				
	7 Capital gain net income (from Part IV, line 2)		12,113,847		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less: Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	27,294	27,294		
	12 Total. Add lines 1 through 11	32,729,756	12,729,756		
	13 Compensation of officers, directors, trustees, etc.	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	26,383	0		26,383
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	15,000	0		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	95,861	13,636		51,537
	24 Total operating and administrative expenses. Add lines 13 through 23	137,244	13,636		77,920
	25 Contributions, gifts, grants paid	23,519,394			23,519,394
	26 Total expenses and disbursements. Add lines 24 and 25 23,656,638		13,636		23,597,314
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements 9,073,118				
	b Net investment income (if negative, enter -0-)		12,716,120		
	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			-1	-1
	2	Savings and temporary cash investments	993,213	14,110,985	14,110,985	
	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)	8,958,211	8,958,211	8,293,520	
	b	Investments—corporate stock (attach schedule)	9,277,073	5,238,362	5,721,448	
	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)	1,041,439	1,038,383	1,038,383	
	14	Land, buildings, and equipment: basis ▶ _____ Less: accumulated depreciation (attach schedule) ▶ _____				
15	Other assets (describe ▶ _____)					
16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	20,269,936	29,345,940	29,164,335		
Liabilities	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	0	0		
	27	Paid-in or capital surplus, or land, bldg., and equipment fund	0	0		
	28	Retained earnings, accumulated income, endowment, or other funds	20,269,936	29,345,940		
29	Total net assets or fund balances (see instructions)	20,269,936	29,345,940			
30	Total liabilities and net assets/fund balances (see instructions) .	20,269,936	29,345,940			

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 20,269,936
2	Enter amount from Part I, line 27a	2 9,073,118
3	Other increases not included in line 2 (itemize) ▶ _____	3 2,886
4	Add lines 1, 2, and 3	4 29,345,940
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 29,345,940

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 10,000 SHS. ABBVIE INC. COMMON	P	2013-02-25	2022-01-26
b 20,000 SHS. ABBVIE INC. COMMON	P	2012-04-09	2022-07-07
c 10,000 SHS. ABBVIE INC. COMMON	P	2012-04-09	2022-09-01
d 10,000 SHS. ABBVIE INC. COMMON	P	2013-02-25	2022-09-08
e 10,000 SHS. ABBVIE INC. COMMON	P	2013-02-25	2022-09-09
10,000 SHS. ABBVIE INC. COMMON	P	2013-02-25	2022-09-12
10,000 SHS. ABBVIE INC. COMMON	P	2013-02-25	2022-09-15
20,000 SHS. ABBVIE INC. COMMON	P	2013-02-25	2022-11-18
10,000 SHS. ENANTA PHARMACEUTICALS INC.	P	2006-08-15	2022-09-08
8,000 SHS. ENANTA PHARMACEUTICALS INC.	P	2006-08-15	2022-09-09
8,000 SHS. ENANTA PHARMACEUTICALS INC.	P	2014-01-15	2022-09-12

(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 1,337,097		384,552	952,545
b 3,034,868		639,354	2,395,514
c 1,376,984		319,173	1,057,811
d 1,400,778		384,552	1,016,226
e 1,418,237		384,552	1,033,685
1,419,844		384,552	1,035,292
1,425,997		384,552	1,041,445
3,102,769		704,397	2,398,372
627,487		84,729	542,758
509,569		100,763	408,806
498,927		267,534	231,393

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			952,545
b			2,395,514
c			1,057,811
d			1,016,226
e			1,033,685
			1,035,292
			1,041,445
			2,398,372
			542,758
			408,806
			231,393

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	12,113,847
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 VExcise 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)

2

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

0

3

Add lines 1 and 2.

176,754

4

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

0

5

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

176,754

6

Credits/Payments:

a

2022 estimated tax payments and 2021 overpayment credited to 2022

6a

52,273

b

Exempt foreign organizations—tax withheld at source

6b

0

c

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

6c

145,000

d

Backup withholding erroneously withheld

6d

0

7

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

7

197,273

8

Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2221 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

20,519

11

Enter the amount of line 10 to be: Credited to 2023 estimated taxRefunded

11

20,5190

Part VI-AStatements 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.
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.

1b

No

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 XIV.

7

Yes

8a

Enter the states to which the foundation reports or with which it is registered (see instructions)
MA

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 2022 or the taxable year beginning in 2022? 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

Yes

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	Yes	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	Yes	
14	The books are in care of CHRISTOPHER C CURTIS ESQ Telephone no. (617) 338-2800 Located at SULLIVAN WORCESTER LLP 1 POST OFFICE SQUARE BOSTON MA ZIP+4 02109			
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 2022, 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	Yes	No

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)		No
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	1a(4)		No
	(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		
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 2022?	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 2022, did the foundation have any undistributed income (Part XII, lines 6d and 6e) for tax year(s) beginning before 2022?. If "Yes," list the years 20 , 20 , 20 , 20	2a		No
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 2022 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 2022.).	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 2022?	4b		No

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
GMA FOUNDATIONS 2 LIBERTY SQUARE STE 500 BOSTON,MA 02109	CONSULTING FOR PRIVATE FOUNDATION MANAGEMENT	51,198

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

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	
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	

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	25,989,932
b	Average of monthly cash balances.	1b	5,641,632
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	31,631,564
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	31,631,564
4	Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see instructions).	4	474,473
5	Net value of noncharitable-use assets. Subtract line 4 from line 3.. . . .	5	31,157,091
6	Minimum investment return. Enter 5% (0.05) of line 5.	6	1,557,855

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	1,557,855
2a	Tax on investment income for 2022 from Part V, line 5.	2a	176,754
b	Income tax for 2022. (This does not include the tax from Part V.).	2b	
c	Add lines 2a and 2b.	2c	176,754
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	1,381,101
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	1,381,101
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 XII, line 1.	7	1,381,101

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	23,597,314
b	Program-related investments—total from Part VIII-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 XII, line 4.. . . .	4	23,597,314

Part XII

Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 2021	(c) 2021	(d) 2022
1 Distributable amount for 2022 from Part X, line 7					1,381,101
2 Undistributed income, if any, as of the end of 2022:					
a Enter amount for 2021 only.				0	
b Total for prior years: 20____, 20____, 20____			0		
3 Excess distributions carryover, if any, to 2022:					
a From 2017.					
b From 2018.					2,531,110
c From 2019.					
d From 2020.					16,278,584
e From 2021.					4,124,029
f Total of lines 3a through e.		22,933,723			
4 Qualifying distributions for 2022 from Part XI, line 4: ▶ \$ 23,597,314					
a Applied to 2021, but not more than line 2a				0	
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 2022 distributable amount					1,381,101
e Remaining amount distributed out of corpus		22,216,213			
5 Excess distributions carryover applied to 2022. (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		45,149,936			
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 2021. Subtract line 4a from line 2a. Taxable amount—see instructions.				0	
f Undistributed income for 2022. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2023					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).		0			
8 Excess distributions carryover from 2017 not applied on line 5 or line 7 (see instructions)		0			
9 Excess distributions carryover to 2023. Subtract lines 7 and 8 from line 6a		45,149,936			
10 Analysis of line 9:					
a Excess from 2018		2,531,110			
b Excess from 2019					
c Excess from 2020.		16,278,584			
d Excess from 2021		4,124,029			
e Excess from 2022		22,216,213			

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 <i>Paid during the year</i>				
AMERICAN JOURNALISM PROJECT 6218 GEORGIA AVE NW STE 1-599 WASHINGTON,DC 20011		PUBLIC	GENERAL USE	850,000
AMERICANS UNITED FOR THE SEPARATION OF CHURCH AND STATE 1310 L STREET NW SUITE 200 WASHINGTON,DC 20005		PUBLIC	GENERAL USE	300,000
BOSTON CHILDREN'S CHORUS 112 SHAWMUT AVENUE SUITE 5B BOSTON,MA 02118		PUBLIC	GENERAL USE	150,000
BOSTON CITY SINGERS INC 17 WALDECK STREET DORCHESTER,MA 02124		PUBLIC	GENERAL USE	100,000
BOSTON DEBATE LEAGUE 1542 TREMONT ST BOSTON,MA 02120		PUBLIC	GENERAL USE	350,000
BOSTON YOUTH SYMPHONY 855 COMMONWEALTH AVE BOSTON,MA 02215		PUBLIC	GENERAL USE	1,600,000
CAMBRIDGE PUBLIC SCHOOLS 159 THORNDIKE STREET CAMBRIDGE,MA 02141		PUBLIC	GENERAL USE	304,394
CAMPAIGN LEGAL CENTER 1101 14TH ST NW STE 400 WASHINGTON,DC 20005		PUBLIC	GENERAL USE	3,500,000
COMMUNITY MUSIC CENTER OF BOSTON 34 WARREN AVENUE BOSTON,MA 02116		PUBLIC	GENERAL USE	700,000
EDVESTORS INC 142 BERKELEY ST STE 410 BOSTON,MA 02116		PUBLIC	GENERAL USE	550,000
EMMANUEL MUSIC 15 NEWBURY STREET BOSTON,MA 02116		PUBLIC	GENERAL USE	125,000
FAIR ELECTIONS CENTER 1825 K ST NW STE 450 WASHINGTON,DC 20006		PUBLIC	GENERAL USE	700,000
FIDELITY CHARITABLE GIFT FUND 200 SEAPORT BOULEVARD MZ NM43A BOSTON,MA 02210		PUBLIC	GENERAL USE	1,100,000
FRIENDS OF THE WORLD FOOD PROGRAM 1725 EYE ST NW STE 510 WASHINGTON,DC 20006		PUBLIC	GENERAL USE	250,000
GENERATION CITIZEN 110 WALL ST 5TH FLOOR NEW YORK,NY 10005		PUBLIC	GENERAL USE	500,000

GEORGETOWN UNIVERSITY 2115 WISCONSIN AVE NW STE 500 WASHINGTON,DC 20007		PUBLIC	GENERAL USE	400,000
HANDEL AND HAYDN SOCIETY 9 HARCOURT STREET BOSTON,MA 02116		PUBLIC	GENERAL USE	1,500,000
ICIVICS 1035 CAMBRIDGE ST STE 21B CAMBRIDGE,MA 02141		PUBLIC	GENERAL USE	625,000
INTERNATIONAL RESCUE COMMITTEE 122 E 42ND ST NEW YORK,NY 10168		PUBLIC	GENERAL USE	250,000
MASSACHUSETTS BUDGET AND POLICY CENTER INC ONE STATE ST STE 1250 BOSTON,MA 02109		PUBLIC	GENERAL USE	350,000
NATIONAL PARKS FOUNDATION 1110 VERMONT AVE NW WASHINGTON,DC 20005		PUBLIC	GERERAL USE	2,315,000
NEW ENGLAND CONSERVATORY OF MUSIC 290 HUNTINGTON AVENUE BOSTON,MA 02115		PUBLIC	GENERAL USE	1,500,000
NEW VENTURE FUND FBO MEDIA DEMOCRACY FUND 1828 L STREET NW 300-A WASHINGTON,DC 20036		PUBLIC	GENERAL USE	800,000
OPEN SECRETS 1100 13TH ST NW STE 800 WASHINGTON,DC 20005		PUBLIC	GENERAL USE	500,000
PARENTCHILD INC 163B MINEOLA BOULEVARD MINEOLA,NY 11501		PUBLIC	GENERAL USE	500,000
PHARMEDOUT RESEARCH - GEORGETOWN UNIVERSITY GIFT PROCESSING WASHINGTON,DC 200730734		PUBLIC	GENERAL USE	100,000
PROJECT STEP 301 MASSACHUSETTS AVE SYMPHONY HALL BOSTON,MA 02115		PUBLIC	GENERAL USE	500,000
SAVE THE CHILDREN FEDERATION 500 KINGS HIGHWAY EAST STE 400 FAIRFIELD,CT 06825		PUBLIC	GENERAL USE	250,000
SOUTHERN POVERTY LAW CENTER INC 400 WASHINGTON AVENUE MONTGOMERY,AL 36104		PUBLIC	GENERAL USE	750,000
TIDES FOUNDATION 1012 TORNEY AVENUE SAN FRANCISCO,CA 94129		PUBLIC	GENERAL USE	1,500,000
WILLIAM J BRENNAN JR CENTER FOR JUSTICE INC 120 BROADWAY SUITE 1750 NEW YORK,NY 10271		PUBLIC	GENERAL USE	500,000
		PUBLIC	GENERAL USE	100,000

ZUMIX INC 260 SUMNER STREET EAST BOSTON, MA 02128				
Total			▶ 3a	23,519,394
b Approved for future payment				
Total			▶ 3b	0

Enter gross amounts unless otherwise indicated.

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

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).

(See worksheet in line 13 instructions to verify)

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	
		14	16	
		14	588,599	
541700	27,294			
		18	12,113,847	
	27,294		12,702,462	

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.)

[illegible]

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.

	2023-11-15
Signature of officer or trustee	Date

Title

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 P00492268
	CHRISTOPHER C CURTIS				
	Firm's name ► SULLIVAN & WORCESTER				Firm's EIN ► 04-238753
	Firm's address ► ONE POST OFFICE SQUARE BOSTON, MA 02109				Phone no. (617) 338-2800

Additional Data

Return to Form

Software ID:

Software Version:

Form 990PF - Special Condition Description:

Special Condition Description

Schedule B (Form 990) Department of the Treasury Internal Revenue Service	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF. ▶ Go to www.irs.gov/Form990 for the latest information.	OMB No. 1545-0047
		2022
Name of the organization POPPELSTONE FOUNDATION C/O SULLIVAN & WORCESTER LLP		Employer identification number 04-3528004

Organization type (check one):

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)() (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.
Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or other property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year ▶ \$ _____

Caution: An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Employer identification number
04-3528004

Part I

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ALAN J DWORSKY IRREVOCABLE TRUST	\$ 20,000,000	☒ Person
	8 MERCER STREET		☐ Payroll
	CAMBRIDGE, MA 02138		☐ Noncash (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	☐ Person
			☐ Payroll
			☐ Noncash (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	☐ Person
			☐ Payroll
			☐ Noncash (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	☐ Person
			☐ Payroll
			☐ Noncash (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	☐ Person
			☐ Payroll
			☐ Noncash (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	☐ Person
			☐ Payroll
			☐ Noncash (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	☐ Person
			☐ Payroll
			☐ Noncash (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	☐ Person
			☐ Payroll
			☐ Noncash (Complete Part II for noncash contributions.)

Name of organization POPPLESTONE FOUNDATION C/O SULLIVAN & WORCESTER LLP	Employer identification number 04-3528004
--	--

Part II **Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	

Name of organization POPPLESTONE FOUNDATION C/O SULLIVAN & WORCESTER LLP	Employer identification number 04-3528004
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Part III

Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ▶ \$

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee

Additional Data

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Software ID:

Software Version:

TY 2022 IRS 990 e-File Render

Name: POPPLESTONE FOUNDATION
C/O SULLIVAN & WORCESTER LLP
EIN: 04-3528004

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ENANTA PHARMACEUTICALS INC.	5,238,362	5,721,448

TY 2022 IRS 990 e-File Render

Name: POPPLESTONE FOUNDATION
C/O SULLIVAN & WORCESTER LLP

EIN: 04-3528004

**US Government Securities - End of
Year Book Value:**

8,958,211

**US Government Securities - End of
Year Fair Market Value:**

8,293,520

**State & Local Government
Securities - End of Year Book
Value:**

0

**State & Local Government
Securities - End of Year Fair
Market Value:**

0

TY 2022 IRS 990 e-File Render

Name: POPPLESTONE FOUNDATION
C/O SULLIVAN & WORCESTER LLP
EIN: 04-3528004

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
BIOVENTURES INVESTORS, LPII	AT COST	1,038,383	1,038,383

TY 2022 IRS 990 e-File Render

Name: POPPLESTONE FOUNDATION
C/O SULLIVAN & WORCESTER LLP
EIN: 04-3528004

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SULLIVAN & WORCESTER LLP	26,383	0		26,383

TY 2022 IRS 990 e-File Render

Name: POPPLESTONE FOUNDATION
C/O SULLIVAN & WORCESTER LLP
EIN: 04-3528004

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CUSTODIAL FEE (FIDUCIARY TRUST CO.)	13,146	13,146		0
2020 MA FORM PC FILING FEE	250	0		250
TAX RETURN SVC. (FIDUCIARY TR CO.)	490	490		0
BIOVENTURES INVESTORS LIMITED K-1 INTEREST EXPENSE	29,153	0		0
BIOVENTURES INVESTORS LIMITED K-1 DEDUCTIONS	1,197	0		0
GMA FOUNDATIONS INC. CONSULTING FEES	51,198	0		51,198
SALLY RUBIN REIMBURSEMENT FOR ATTENDING BRENNAN CENTER MTG	89	0		89
IRS 2020 UNDERPAYMENT OF ESTIMATED TAX PENALTY	338	0		0

TY 2022 IRS 990 e-File Render

Name: POPPLESTONE FOUNDATION
C/O SULLIVAN & WORCESTER LLP

EIN: 04-3528004

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
BIOVENTURES INVESTORS LP II ORDINARY BUSINESS INCOME	-1,298	-1,298	-1,298
BIOVENTURES INVESTORS LP II DEBT-FINANCED INTEREST INCOME	28,498	28,498	28,498
BIOVENTURES INVESTORS LP II DEBT-FINANCED DIVIDEND INCOME	94	94	94

TY 2022 IRS 990 e-File Render

Name: POPPLESTONE FOUNDATION
C/O SULLIVAN & WORCESTER LLP
EIN: 04-3528004

Description	Amount
ADJUSTMENT FOR 2019 FORM 990-T REFUND OF UNRELATED BUSINESS INCOME TAX	450
ADJUSTMENT FOR 2020 MASSACHUSETTS FIDUCIARY AND NON-PROFIT TAX	2,436

TY 2022 IRS 990 e-File Render

Name: POPPLESTONE FOUNDATION
C/O SULLIVAN & WORCESTER LLP
EIN: 04-3528004

Name	Address
ALAN J DWORSKY IRREVOCABLE TRUST	8 MERCER CIRCLE CAMBRIDGE, M A 02138

TY 2022 IRS 990 e-File Render

Name: POPPLESTONE FOUNDATION
C/O SULLIVAN & WORCESTER LLP
EIN: 04-3528004

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
2020 TAX PAYMENT FORM 990-T	10,000	0		0
2020 TAX PAYMENT MA FORM M-990T-62	5,000	0		0