

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

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

Name of foundation: The Passport Foundation. A Employer identification number: 26-1580196. B Telephone number: (800) 839-1754. C If exemption application is pending, check here. D 1. Foreign organizations, check here. 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. G Check all that apply: Initial return, Final return, Address change, etc. H Check type of organization: Section 501(c)(3) exempt private foundation. I Fair market value of all assets at end of year: \$77,342,418. J Accounting method: Cash.

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).)

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include: 1 Contributions, gifts, grants, etc., received (4,059,106); 2 Check if foundation is not required to attach Sch. B; 3 Interest on savings and temporary cash investments (2,525); 4 Dividends and interest from securities; 5a Gross rents; b Net rental income or (loss); 6a Net gain or (loss) from sale of assets not on line 10 (3,495,961); b Gross sales price for all assets on line 6a (7,367,833); 7 Capital gain net income (from Part IV, line 2) (4,274,184); 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) (128,484); 12 Total. Add lines 1 through 11 (7,686,076); 13 Compensation of officers, directors, trustees, etc. (0); 14 Other employee salaries and wages (158,122); 15 Pension plans, employee benefits; 16a Legal fees (attach schedule) (5,409); b Accounting fees (attach schedule) (126,776); c Other professional fees (attach schedule) (82,000); 17 Interest (2,073); 18 Taxes (attach schedule) (see instructions) (102,766); 19 Depreciation (attach schedule) and depletion; 20 Occupancy (256); 21 Travel, conferences, and meetings (33,715); 22 Printing and publications (98); 23 Other expenses (attach schedule) (1,483,213); 24 Total operating and administrative expenses. Add lines 13 through 23 (1,994,428); 25 Contributions, gifts, grants paid (3,889,862); 26 Total expenses and disbursements. Add lines 24 and 25 (5,884,290); 27 Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements (1,801,786); b Net investment income (if negative, enter -0-) (3,056,501); 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 |
| <b>Assets</b>   | <b>1</b> Cash—non-interest-bearing . . . . .   |                   |                |                       |
|   | <b>2</b> Savings and temporary cash investments . . . . .  | 5,986,597         | 96,658         | 96,658                |
|   | <b>3</b> Accounts receivable ▶ <u>294,861</u>  |                   |                |                       |
|   | Less: allowance for doubtful accounts ▶ _____  | 161,994           | 294,861        | 294,861               |
|   | <b>4</b> Pledges receivable ▶ _____  |                   |                |                       |
|   | Less: allowance for doubtful accounts ▶ _____  |                   |                |                       |
|   | <b>5</b> Grants receivable . . . . .   |                   |                |                       |
|   | <b>6</b> Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . . |                   |                |                       |
|   | <b>7</b> Other notes and loans receivable (attach schedule) ▶ <u>48,686</u>  |                   |                |                       |
|   | Less: allowance for doubtful accounts ▶ _____  |                   | 48,686         | 48,686                |
|   | <b>8</b> Inventories for sale or use . . . . .   |                   |                |                       |
|   | <b>9</b> Prepaid expenses and deferred charges . . . . .   |                   |                |                       |
|   | <b>10a</b> Investments—U.S. and state government obligations (attach schedule)   |                   |                |                       |
|   | <b>b</b> Investments—corporate stock (attach schedule) . . . . .   | 702,398           |                |                       |
|   | <b>c</b> Investments—corporate bonds (attach schedule) . . . . .   |                   |                |                       |
|   | <b>11</b> Investments—land, buildings, and equipment: basis ▶ _____  |                   |                |                       |
| Less: accumulated depreciation (attach schedule) ▶ _____  |  |                   |                |                       |
| <b>12</b> Investments—mortgage loans . . . . .  |  |                   |                |                       |
| <b>13</b> Investments—other (attach schedule) . . . . .   | 40,635,959   | 48,848,529        | 76,902,213     |                       |
| <b>14</b> Land, buildings, and equipment: basis ▶ _____   |  |                   |                |                       |
| Less: accumulated depreciation (attach schedule) ▶ _____  |  |                   |                |                       |
| <b>15</b> Other assets (describe ▶ _____)   |  |                   |                |                       |
| <b>16 Total assets</b> (to be completed by all filers—see the instructions. Also, see page 1, item I) | 47,486,948   | 49,288,734        | 77,342,418     |                       |
| <b>Liabilities</b>  | <b>17</b> Accounts payable and accrued expenses . . . . .  |                   |                |                       |
|   | <b>18</b> Grants payable . . . . .   |                   |                |                       |
|   | <b>19</b> Deferred revenue. . . . .  |                   |                |                       |
|   | <b>20</b> Loans from officers, directors, trustees, and other disqualified persons . . . . .   |                   |                |                       |
|   | <b>21</b> Mortgages and other notes payable (attach schedule) . . . . .  |                   |                |                       |
|   | <b>22</b> Other liabilities (describe ▶ _____)   |                   |                |                       |
|   | <b>23 Total liabilities</b> (add lines 17 through 22) . . . . .  | 0                 | 0              |                       |
| <b>Net Assets or Fund Balances</b>  | <b>Foundations that follow FASB ASC 958, check here</b> ▶ <input type="checkbox"/>   |                   |                |                       |
|   | <b>and complete lines 24, 25, 29 and 30.</b>   |                   |                |                       |
|   | <b>24</b> Net assets without donor restrictions . . . . .  |                   |                |                       |
|   | <b>25</b> Net assets with donor restrictions . . . . .   |                   |                |                       |
|   | <b>Foundations that do not follow FASB ASC 958, check here</b> ▶ <input checked="" type="checkbox"/>                                       |                   |                |                       |
|   | <b>and complete lines 26 through 30.</b>   |                   |                |                       |
|   | <b>26</b> Capital stock, trust principal, or current funds . . . . .   |                   |                |                       |
| <b>27</b> Paid-in or capital surplus, or land, bldg., and equipment fund . . . . .                    |  |                   |                |                       |
| <b>28</b> Retained earnings, accumulated income, endowment, or other funds . . . . .                  | 47,486,948   | 49,288,734        |                |                       |
| <b>29 Total net assets or fund balances</b> (see instructions) . . . . .                              | 47,486,948   | 49,288,734        |                |                       |
| <b>30 Total liabilities and net assets/fund balances</b> (see instructions) . . . . .                 | 47,486,948   | 49,288,734        |                |                       |

**Part III Analysis of Changes in Net Assets or Fund Balances**

|   |          |            |
|---|----------|------------|
| <b>1</b> 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) . . . . . | <b>1</b> | 47,486,948 |
| <b>2</b> Enter amount from Part I, line 27a . . . . .   | <b>2</b> | 1,801,786  |
| <b>3</b> Other increases not included in line 2 (itemize) ▶ _____   | <b>3</b> |            |
| <b>4</b> Add lines 1, 2, and 3 . . . . .  | <b>4</b> | 49,288,734 |
| <b>5</b> Decreases not included in line 2 (itemize) ▶ _____   | <b>5</b> |            |
| <b>6</b> Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29.   | <b>6</b> | 49,288,734 |

**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)<br>How acquired<br>P—Purchase<br>D—Donation | (c)<br>Date acquired<br>(mo., day, yr.) | (d)<br>Date sold<br>(mo., day, yr.) |
|--|---|---|-------------------------------------|
| <b>1 a</b> Publicly-traded Securities  |   |   |                                     |
| <b>b</b> Passthrough K1 Capital Gain/(Loss)  |   |   |                                     |
| <b>c</b> AVENTUS   | D   |   | 2022-04-30                          |
| <b>d</b> AVENTUS   | D   |   | 2022-05-04                          |
| <b>e</b> DATAMINR INC.   | P   | 2015-03-02                              | 2022-12-16                          |
| DISTRIBUTED GLOBAL OFFSHORE FUND II LTD  | P   | 2018-02-28                              | 2022-09-29                          |
| DISTRIBUTED GLOBAL OFFSHORE FUND II LTD  | P   | 2018-02-28                              | 2022-12-15                          |
| SPHERA BIOTECH FEEDER FUND, L.P  | P   | 2021-03-01                              | 2022-07-15                          |
| OFFSHORE HEDGE FUND CAPITAL GAIN DISTRIBUTIONS   |   |   |                                     |

| (e)<br>Gross sales price | (f)<br>Depreciation allowed<br>(or allowable) | (g)<br>Cost or other basis<br>plus expense of sale | (h)<br>Gain or (loss)<br>(e) plus (f) minus (g) |
|--------------------------|---|--|---|
| <b>a</b> 2,523,690       |   | 1,003,483  | 1,520,207                                       |
| <b>b</b>                 |   |  | -418,829  |
| <b>c</b> 35,503          |   | 50,826   | -15,323   |
| <b>d</b> 151,841         |   | 221,164  | -69,323   |
| <b>e</b> 565,383         |   | 364,994  | 200,389   |
| 1,066                    |   | 246  | 820   |
| 86,980                   |   | 34,107   | 52,873  |
| 505,531                  |   | 1,000,000  | -494,469  |
| 3,497,839                |   |  | 3,497,839                                       |

| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 |   |  | (i)<br>Gains (Col. (h) gain minus<br>col. (k), but not less than -0-) or<br>Losses (from col.(h)) |
|---|---|--|---|
| (i)<br>F.M.V. as of 12/31/69  | (j)<br>Adjusted basis<br>as of 12/31/69 | (k)<br>Excess of col. (i)<br>over col. (j), if any |   |
| <b>a</b>  |   |  | 1,520,207   |
| <b>b</b>  |   |  |   |
| <b>c</b>  |   |  | -15,323   |
| <b>d</b>  |   |  | -69,323   |
| <b>e</b>  |   |  | 200,389   |
|   |   |  | 820   |
|   |   |  | 52,873  |
|   |   |  | -494,469  |
|   |   |  | 3,497,839   |

|   |   |          |           |
|---|---|----------|-----------|
| Capital gain net income or (net capital loss)   | { If gain, also enter in Part I, line 7<br>If (loss), enter -0- in Part I, line 7 } | <b>2</b> | 4,274,184 |
| <b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):<br>If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0-<br>in Part I, line 8 | }   | <b>3</b> |           |

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

Table with 11 main rows and sub-rows (a-e) for credits and payments. Includes fields for tax under section 511, tax based on investment income, and total credits and payments. Values include 42,485, 104,668, 62,183, and 0.

Part VI-A Statements Regarding Activities

Table with 10 main rows (1a-10) and sub-rows (a-e) regarding activities. Includes questions about political campaigns, unrelated business income, and substantial contributors. Includes a table with Yes/No columns.

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.
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
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address
14 The books are in care of Foundation Source Telephone no. (800) 839-1754 Located at 501 Silverside Road Suite 123 Wilmington DE 198091377 ZIP+4
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

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.

1a During the year did the foundation (either directly or indirectly):
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)
b If any answer is "Yes" to 1a(1)-(6); did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions
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?
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
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.)
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. 20, 20, 20, 20
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?
b If "Yes," did it have excess business holdings in 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.)
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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?

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

|            |  |              |            |           |
|------------|--|--------------|------------|-----------|
| <b>5a</b>  | During the year did the foundation pay or incur any amount to:   |              | <b>Yes</b> | <b>No</b> |
| <b>(1)</b> | Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?  | <b>5a(1)</b> |            | <b>No</b> |
| <b>(2)</b> | Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?  | <b>5a(2)</b> |            | <b>No</b> |
| <b>(3)</b> | Provide a grant to an individual for travel, study, or other similar purposes?   | <b>5a(3)</b> |            | <b>No</b> |
| <b>(4)</b> | Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions  | <b>5a(4)</b> | <b>Yes</b> |           |
| <b>(5)</b> | Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?  | <b>5a(5)</b> |            | <b>No</b> |
| <b>b</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                      | <b>5b</b>    |            | <b>No</b> |
| <b>c</b>   | Organizations relying on a current notice regarding disaster assistance check <input type="checkbox"/>   |              |            |           |
| <b>d</b>   | 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?<br>If "Yes," attach the statement required by Regulations section 53.4945–5(d). | <b>5d</b>    | <b>Yes</b> |           |
| <b>6a</b>  | Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?  | <b>6a</b>    |            | <b>No</b> |
| <b>b</b>   | Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?<br>If "Yes" to 6b, file Form 8870.  | <b>6b</b>    |            | <b>No</b> |
| <b>7a</b>  | At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?   | <b>7a</b>    |            | <b>No</b> |
| <b>b</b>   | If "Yes", did the foundation receive any proceeds or have any net income attributable to the transaction?  | <b>7b</b>    |            |           |
| <b>8</b>   | 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?  | <b>8</b>     |            | <b>No</b> |

**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 |
|---|---|---|---|---------------------------------------|
| Ani Arutyunyan<br>Foundation Source 501 Silverside Rd<br>Wilmington, DE 198091377     | Sec<br>1.0  | 0   | 0   | 0                                     |
| John H Burbank III<br>Foundation Source 501 Silverside Rd<br>Wilmington, DE 198091377 | Dir, Pres<br>1.0  | 0   | 0   | 0                                     |
| Jim Cunningham<br>Foundation Source 501 Silverside Rd<br>Wilmington, DE 198091377     | Dir, Trustee<br>1.0                                       | 0   | 0   | 0                                     |
| Walther Lovato<br>Foundation Source 501 Silverside Rd<br>Wilmington, DE 198091377     | Dir<br>1.0  | 0   | 0   | 0                                     |
| Joanne Poile<br>Foundation Source 501 Silverside Rd<br>Wilmington, DE 198091377       | Treas<br>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 |
|--|---|------------------|---|---------------------------------------|
| WILLIAM WALSH<br>FOUNDATION SOURCE<br>WILMINGTON, DE 198091377 | EXECUTIVE<br>DIRECTOR<br>40.0                             | 158,122          |   |                                       |
|  |   |                  |   |                                       |
|  |   |                  |   |                                       |
|  |   |                  |   |                                       |
|  |   |                  |   |                                       |
|  |   |                  |   |                                       |
|  |   |                  |   |                                       |
|  |   |                  |   |                                       |
|  |   |                  |   |                                       |
|  |   |                  |   |                                       |

**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 |
|---|---------------------|------------------|
| Foundation Source<br>55 Walls Drive 3rd Fl<br>Fairfield, CT 06824                   | Administrative      | 124,288          |
| Janet Maughan<br>428 Lagunitas Avenue<br>Oakland, CA 94610                          | Philanthropic       | 82,000           |
| Navolio & Tallman LLP<br>2121 N California Blvd Suite 610<br>Walnut Creek, CA 94596 | Accounting          | 75,000           |
| Susan Chen<br>277 Elder View Drive<br>Las Vegas, NV 89138                           | Accounting          | 51,776           |
|   |                     |                  |

**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 |
|----------------------------|----------|
| <b>1</b><br>_____<br>_____ |          |
| _____                      |          |
| <b>2</b><br>_____<br>_____ |          |
| _____                      |          |
| <b>3</b><br>_____<br>_____ |          |
| _____                      |          |
| <b>4</b><br>_____<br>_____ |          |
| _____                      |          |

**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 |
|--|--------|
| <b>1</b><br>_____<br>_____                               |        |
| _____  |        |
| <b>2</b><br>_____<br>_____                               |        |
| _____  |        |
| All other program-related investments. See instructions. |        |
| <b>3</b><br>_____<br>_____                               |        |
| _____  |        |

**Total.** Add lines 1 through 3 . . . . . ▶

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

|          |  |           |            |
|----------|--|-----------|------------|
| <b>1</b> | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:              |           |            |
| <b>a</b> | Average monthly fair market value of securities. . . . .   | <b>1a</b> | 1,093,085  |
| <b>b</b> | Average of monthly cash balances. . . . .  | <b>1b</b> | 1,772,263  |
| <b>c</b> | Fair market value of all other assets (see instructions). . . . .  | <b>1c</b> | 77,482,593 |
| <b>d</b> | <b>Total</b> (add lines 1a, b, and c). . . . .   | <b>1d</b> | 80,347,941 |
| <b>e</b> | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . .       | <b>1e</b> |            |
| <b>2</b> | Acquisition indebtedness applicable to line 1 assets   | <b>2</b>  | 0          |
| <b>3</b> | Subtract line 2 from line 1d. . . . .  | <b>3</b>  | 80,347,941 |
| <b>4</b> | Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see instructions). . . . . | <b>4</b>  | 1,205,219  |
| <b>5</b> | <b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. . . . .                                       | <b>5</b>  | 79,142,722 |
| <b>6</b> | <b>Minimum investment return.</b> Enter 5% (0.05) of line 5. . . . .   | <b>6</b>  | 3,957,136  |

**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.)

|           |   |           |           |
|-----------|---|-----------|-----------|
| <b>1</b>  | Minimum investment return from Part IX, line 6. . . . .   | <b>1</b>  | 3,957,136 |
| <b>2a</b> | Tax on investment income for 2022 from Part V, line 5. . . . .  | <b>2a</b> | 42,485    |
| <b>b</b>  | Income tax for 2022. (This does not include the tax from Part V.). . . . .  | <b>2b</b> |           |
| <b>c</b>  | Add lines 2a and 2b. . . . .  | <b>2c</b> | 42,485    |
| <b>3</b>  | Distributable amount before adjustments. Subtract line 2c from line 1. . . . .                                    | <b>3</b>  | 3,914,651 |
| <b>4</b>  | Recoveries of amounts treated as qualifying distributions. . . . .  | <b>4</b>  |           |
| <b>5</b>  | Add lines 3 and 4. . . . .  | <b>5</b>  | 3,914,651 |
| <b>6</b>  | Deduction from distributable amount (see instructions). . . . .   | <b>6</b>  |           |
| <b>7</b>  | <b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XII, line 1. . . . . | <b>7</b>  | 3,914,651 |

**Part XI Qualifying Distributions** (see instructions)

|          |  |           |           |
|----------|--|-----------|-----------|
| <b>1</b> | Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:                         |           |           |
| <b>a</b> | Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26. . . . .                               | <b>1a</b> | 4,431,886 |
| <b>b</b> | Program-related investments—total from Part VIII-B   | <b>1b</b> | 0         |
| <b>2</b> | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes. . . . . | <b>2</b>  | 0         |
| <b>3</b> | Amounts set aside for specific charitable projects that satisfy the:   |           |           |
| <b>a</b> | Suitability test (prior IRS approval required). . . . .  | <b>3a</b> | 0         |
| <b>b</b> | Cash distribution test (attach the required schedule). . . . .   | <b>3b</b> | 0         |
| <b>4</b> | <b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part XII, line 4. . . . .              | <b>4</b>  | 4,431,886 |

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

|  | (a)<br>Corpus | (b)<br>Years prior to 2021 | (c)<br>2021 | (d)<br>2022 |
|--|---------------|----------------------------|-------------|-------------|
| <b>1</b> Distributable amount for 2022 from Part X, line 7   |               |                            |             | 3,914,651   |
| <b>2</b> Undistributed income, if any, as of the end of 2022:  |               |                            |             |             |
| <b>a</b> Enter amount for 2021 only. . . . .   |               |                            | 4,316,040   |             |
| <b>b</b> Total for prior years: 2020, 2019, 2018   |               |                            |             |             |
| <b>3</b> Excess distributions carryover, if any, to 2022:  |               |                            |             |             |
| <b>a</b> From 2017. . . . .  |               |                            |             |             |
| <b>b</b> From 2018. . . . .  |               |                            |             |             |
| <b>c</b> From 2019. . . . .  |               |                            |             |             |
| <b>d</b> From 2020. . . . .  |               |                            |             |             |
| <b>e</b> From 2021. . . . .  |               |                            |             |             |
| <b>f</b> <b>Total</b> of lines 3a through e. . . . .   |               |                            |             |             |
| <b>4</b> Qualifying distributions for 2022 from Part XI, line 4:  \$ <u>4,431,886</u>  |               |                            |             |             |
| <b>a</b> Applied to 2021, but not more than line 2a  |               |                            | 4,316,040   |             |
| <b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .  |               |                            |             |             |
| <b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .  |               |                            |             |             |
| <b>d</b> Applied to 2022 distributable amount  |               |                            |             | 115,846     |
| <b>e</b> Remaining amount distributed out of corpus  | 0             |                            |             |             |
| <b>5</b> Excess distributions carryover applied to 2022. (If an amount appears in column (d), the same amount must be shown in column (a).)  |               |                            |             |             |
| <b>6</b> Enter the net total of each column as indicated below:  |               |                            |             |             |
| <b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5   | 0             |                            |             |             |
| <b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b. . . . .   |               |                            |             |             |
| <b>c</b> 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    |               |                            |             |             |
| <b>d</b> Subtract line 6c from line 6b. Taxable amount—see instructions. . . . .   |               |                            |             |             |
| <b>e</b> Undistributed income for 2021. Subtract line 4a from line 2a. Taxable amount—see instructions. . . . .  |               |                            |             |             |
| <b>f</b> Undistributed income for 2022. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2023   |               |                            |             | 3,798,805   |
| <b>7</b> 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). . . . . |               |                            |             |             |
| <b>8</b> Excess distributions carryover from 2017 not applied on line 5 or line 7 (see instructions)   |               |                            |             |             |
| <b>9</b> <b>Excess distributions carryover to 2023.</b> Subtract lines 7 and 8 from line 6a  | 0             |                            |             |             |
| <b>10</b> Analysis of line 9:  |               |                            |             |             |
| <b>a</b> Excess from 2018  |               |                            |             |             |
| <b>b</b> Excess from 2019  |               |                            |             |             |
| <b>c</b> Excess from 2020. . . . .   |               |                            |             |             |
| <b>d</b> Excess from 2021  |               |                            |             |             |
| <b>e</b> Excess from 2022  | 0             |                            |             |             |

**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 2022, 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   |                 |                 | <b>(e) Total</b> |
|--|-----------------|-----------------|-----------------|-----------------|------------------|
|  | <b>(a) 2022</b> | <b>(b) 2021</b> | <b>(c) 2020</b> | <b>(d) 2019</b> |                  |
| <b>2a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part IX for each year listed . . . . .                     |                 |                 |                 |                 |                  |
| <b>b</b> 85% (0.85) of line 2a   |                 |                 |                 |                 |                  |
| <b>c</b> Qualifying distributions from Part XI, line 4 for each year listed . . . . .  |                 |                 |                 |                 |                  |
| <b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .   |                 |                 |                 |                 |                  |
| <b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . .                                   |                 |                 |                 |                 |                  |
| <b>3</b> Complete 3a, b, or c for the alternative test relied upon:  |                 |                 |                 |                 |                  |
| <b>a</b> "Assets" alternative test—enter:  |                 |                 |                 |                 |                  |
| <b>(1)</b> Value of all assets . . . . .   |                 |                 |                 |                 |                  |
| <b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)   |                 |                 |                 |                 |                  |
| <b>b</b> "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part IX, line 6 for each year listed . . . . .                              |                 |                 |                 |                 |                  |
| <b>c</b> "Support" alternative test—enter:   |                 |                 |                 |                 |                  |
| <b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . . |                 |                 |                 |                 |                  |
| <b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . . .                                       |                 |                 |                 |                 |                  |
| <b>(3)</b> Largest amount of support from an exempt organization   |                 |                 |                 |                 |                  |
| <b>(4)</b> 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).)  
 John H Burbank III

**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.

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**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  | 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)  |   |                                |  |         |
| <b>a</b> <i>Paid during the year</i>   |   |                                |  |         |
| ACLU FOUNDATION OF SOUTHERN CALIFORNIA<br>1313 WEST EIGHTH ST<br>LOS ANGELES, CA 90017               | N/A   | P C                            | Employee Matching  | 1,000   |
| ADELANTE FOUNDATION<br>37 UPENUF RD<br>WOODSIDE, CA 94062  | N/A   | P C                            | Employee Matching  | 500     |
| BLACK WOMEN FOR WELLNESS<br>PO BOX 292516<br>LOS ANGELES, CA 90029                                   | N/A   | P C                            | Celebrating Black Beauty and Building a Movement to transform the toxic beauty industry  | 60,000  |
| BLUEGREEN ALLIANCE FOUNDATION<br>2701 UNIVERSITY AVE SE STE 209<br>MINNEAPOLIS, MN 55414             | N/A   | P C                            | Scaling up the use of alternative assessment and safer chemical frameworks to limit the production and use of hazardous substances, grow the market for safer materials and promote technological innovation | 35,000  |
| BRATTLEBORO AREA HOSPICE<br>191 CANAL ST<br>BRATTLEBORO, VT 05301                                    | N/A   | P C                            | Employee Matching  | 150     |
| BREAST CANCER PREVENTION PARTNERS<br>1388 SUTTER ST STE 400<br>SAN FRANCISCO, CA 94109               | N/A   | P C                            | Creating Hazard Profiles - IFRA List   | 30,000  |
| BREAST CANCER PREVENTION PARTNERS<br>1388 SUTTER ST STE 400<br>SAN FRANCISCO, CA 94109               | N/A   | P C                            | BCPP's work on beauty and personal care product safety   | 75,000  |
| BREAST CANCER PREVENTION PARTNERS<br>1388 SUTTER ST STE 400<br>SAN FRANCISCO, CA 94109               | N/A   | P C                            | Clearya Grant Renewal 2022   | 100,000 |
| BRIGID ALLIANCE INC<br>PO BOX 58<br>NEW YORK, NY 10024   | N/A   | P C                            | Employee Matching  | 200     |
| CENTER FOR ENVIRONMENTAL HEALTH<br>2201 BROADWAY STE 508<br>OAKLAND, CA 94612                        | N/A   | P C                            | General Support  | 80,000  |
| CENTER FOR ENVIRONMENTAL HEALTH<br>2201 BROADWAY STE 508<br>OAKLAND, CA 94612                        | N/A   | P C                            | Because Health Transition  | 50,000  |
| CENTER FOR INTERNATIONAL ENVIRONMENTAL LAW INC<br>1101 15TH ST NW 11TH FLOOR<br>WASHINGTON, DC 20005 | N/A   | P C                            | General Support - Environmental Health Program   | 80,000  |
| CENTER FOR SCIENCE IN THE PUBLIC INTEREST<br>1250 I ST NW STE 500<br>WASHINGTON, DC 20005            | N/A   | P C                            | Reducing Harmful Chemicals and Heavy Metals in Foods   | 100,000 |
| CHANGE ORG CHARITABLE FOUNDATION INC   | N/A   | P C                            | General & Unrestricted   | 780     |

|   |     |     |   |         |
|---|-----|-----|---|---------|
| 548 MARKET ST BOX 29993<br>SAN FRANCISCO,CA 94104   |     |     |   |         |
| CHESAPEAKE BAY FOUNDATION INC<br>6 HERNDON AVE<br>ANNAPOLIS,MD 21403                      | N/A | P C | Employee Matching   | 450     |
| CHILDREN OF ARMENIA FUND INC<br>149 5TH AVE STE 500<br>NEW YORK,NY 10010                  | N/A | P C | Employee Matching   | 10,000  |
| CHILDRENS ENVIRONMENTAL<br>HEALTH NETWORK<br>110 MARYLAND AVE NE<br>WASHINGTON,DC 20002   | N/A | P C | Cancer Free Economy (CFE)<br>Network-AACR Conference<br>on environmental<br>carcinogenesis  | 80,000  |
| CLEAN AND HEALTHY NEW YORK INC<br>69 STATE ST SUITE 1400C<br>ALBANY,NY 12207              | N/A | P C | Advancing a Nontoxic, Just,<br>Regenerative Circular<br>economy   | 65,000  |
| COMING CLEAN INC<br>28 VERNON ST STE 434<br>BRATTLEBORO,VT 05301                          | N/A | P C | Employee Matching   | 126     |
| COMING CLEAN INC<br>28 VERNON ST STE 434<br>BRATTLEBORO,VT 05301                          | N/A | P C | Campaign for Healthier<br>Solutions   | 75,000  |
| DATAKIND<br>271 CADMAN PLZ E UNIT 24554<br>BROOKLYN,NY 11202                              | N/A | P C | EJ Database - Pharos API  | 35,000  |
| DEFEND OUR HEALTH<br>565 CONGRESS ST STE 204<br>PORTLAND,ME 04101                         | N/A | P C | The Health Burden of Plastics   | 100,000 |
| EARTHJUSTICE<br>50 CALIFORNIA ST SUITE 500<br>SAN FRANCISCO,CA 94111                      | N/A | P C | Safeguarding Our Health:<br>Protecting our Communities<br>from toxics and fighting<br>chemical secrecy                            | 250,000 |
| EARTHJUSTICE<br>50 CALIFORNIA ST SUITE 500<br>SAN FRANCISCO,CA 94111                      | N/A | P C | General & Unrestricted  | 5,000   |
| EDGEWOOD CENTER FOR CHILDREN<br>AND FAMILIES<br>1801 VICENTE ST<br>SAN FRANCISCO,CA 94116 | N/A | P C | Employee Matching   | 1,000   |
| ELEVATOR REPAIR SERVICE<br>THEATER INC<br>47 GREAT JONES ST 3RD FL<br>NEW YORK,NY 10012   | N/A | P C | Employee Matching   | 500     |
| ENVIRONMENTAL DEFENSE FUND<br>INCORPORATED<br>257 PARK AVE SOUTH<br>NEW YORK,NY 10010     | N/A | P C | Safer Food for All  | 100,000 |
| ENVIRONMENTAL HEALTH SCIENCES<br>614 W LAMME ST<br>BOZEMAN,MT 59715                       | N/A | P C | Meeting on obesogens  | 35,000  |
| ENVIRONMENTAL PROTECTION<br>NETWORK<br>2925 LEGATION ST NW<br>WASHINGTON,DC 20015         | N/A | P C | General Support for EPN's<br>Work to Reduce Exposures to<br>toxic chemicals through<br>policy, technical assistance,<br>and media | 75,000  |
| ENVIRONMENTAL WORKING GROUP<br>1250 I ST NW STE 1000<br>WASHINGTON,DC 20005               | N/A | P C | Food Chemicals Campaign   | 100,000 |
| EQUAL JUSTICE INITIATIVE  | N/A | P C | Employee Matching   | 1,000   |

|  |     |     |   |         |
|--|-----|-----|---|---------|
| 122 COMMERCE ST<br>MONTGOMERY,AL 36104   |     |     |   |         |
| ESPERANZA COMMUNITY HOUSING CORPORATION<br><br>3655 S GRAND AVE STE 280<br>LOS ANGELES,CA 90007        | N/A | P C | Employee Matching                               | 240     |
| FEEDING AMERICA<br><br>161 N CLARK ST SUITE 700<br>CHICAGO,IL 60601                                    | N/A | P C | Employee Matching                               | 2,500   |
| FRIENDS OF THE URBAN FOREST<br><br>1007 GENERAL KENNEDY AVE STE 1<br>SAN FRANCISCO,CA 94129            | N/A | P C | Employee Matching                               | 760     |
| GLOBALGIVING FOUNDATION INC<br><br>1 THOMAS CIR NW SUITE 800<br>WASHINGTON,DC 20005                    | N/A | P C | Ukraine Crisis Relief Fund                      | 200     |
| GOLDEN STATE WARRIORS COMMUNITY FOUNDATION<br><br>1 WARRIORS WAY<br>SAN FRANCISCO,CA 94158             | N/A | P C | General & Unrestricted                          | 25,000  |
| GOOD EATS FOR LIFE LLC<br><br>170 E 92ND ST APT 3B<br>NEW YORK,NY 10128                                | N/A | P C | Employee Matching                               | 500     |
| GREEN SCIENCE POLICY INSTITUTE<br><br>1400 SHATTUCK AVE STE 8<br>BERKELEY,CA 94709                     | N/A | P C | Reducing harmful chemicals in consumer products | 75,000  |
| GREENPEACE FUND INC<br><br>1300 EYE ST NW SUITE 1100 EAST<br>WASHINGTON,DC 20005                       | N/A | P C | General & Unrestricted                          | 100     |
| HEALTHY BUILDING NETWORK<br><br>4911 7TH ST NW<br>WASHINGTON,DC 20011                                  | N/A | P C | General & Unrestricted                          | 1,008   |
| HEALTHY BUILDING NETWORK<br><br>4911 7TH ST NW<br>WASHINGTON,DC 20011                                  | N/A | P C | General Support                                 | 100,000 |
| HEALTHY BUILDING NETWORK<br><br>4911 7TH ST NW<br>WASHINGTON,DC 20011                                  | N/A | P C | ChemFORWARD: Safe + Circular Food Packaging     | 100,000 |
| HEALTHY BUILDING NETWORK<br><br>4911 7TH ST NW<br>WASHINGTON,DC 20011                                  | N/A | P C | Built Environment Seed Funding                  | 100,000 |
| HEART AND ARMOR FOUNDATION<br><br>1100 GLENDON AVE STE 200<br>LOS ANGELES,CA 90024                     | N/A | P C | Employee Matching                               | 500     |
| HONOR THE EARTH<br><br>PO BOX 155<br>PONSFORD,MN 56575   | N/A | P C | General & Unrestricted                          | 240     |
| INTERNATIONAL POLLUTANTS ELIMINATION NETWORK<br><br>BOX 7256<br>GOTHENBURG 40235<br>SW                 | N/A | N C | Expenditure Responsibility Grant                | 100,000 |
| LUCILE PACKARD FOUNDATION FOR CHILDRENS HEALTH<br><br>400 HAMILTON AVE SUITE 340<br>PALO ALTO,CA 94301 | N/A | P C | Employee Matching                               | 5,000   |
|  | N/A | P C | Africa proposal                                 | 250,000 |

|   |     |     |   |         |
|---|-----|-----|---|---------|
| MIRACLEFEET<br>107 CONNOR DR STE 230<br>CHAPEL HILL,NC 27514  |     |     |   |         |
| NATIONAL ALLIANCE ON MENTAL<br>ILLNESS GREATER LOS AN<br>505 S FLOWER ST 1963<br>LOS ANGELES,CA 90071     | N/A | P C | Employee Matching   | 214     |
| NATIONAL NETWORK OF ABORTION<br>FUNDS<br>9450 SW GEMINI DR PMB 16009<br>BEAVERTON,OR 97008                | N/A | P C | New York Abortion Access<br>Fund                                      | 100     |
| NATURAL RESOURCES DEFENSE<br>COUNCIL INC<br>40 WEST 20TH ST 11TH FLOOR<br>NEW YORK,NY 10011               | N/A | P C | Protecting the Public from<br>Toxic Chemicals                         | 240,000 |
| OUT IN THE OPEN INC<br>PO BOX 1685<br>BRATTLEBORO,VT 05302  | N/A | P C | Employee Matching   | 150     |
| PAN-MASSACHUSETTS CHALLENGE<br>INC<br>77 4TH AVE<br>NEEDHAM,MA 02494                                      | N/A | P C | Employee Matching   | 7,500   |
| PATH MINISTRIES INTERNATIONAL<br>PO BOX 4010<br>SEAL BEACH,CA 90740                                       | N/A | P C | Employee Matching   | 10,000  |
| PESTICIDE ACTION NETWORK<br>NORTH AMERICA REGIONAL CE<br>2029 UNIVERSITY AVE STE 200<br>BERKELEY,CA 94704 | N/A | P C | Fumigant-Free Farming: the<br>campaign to ban 1,3-<br>dichloropropene | 60,000  |
| PHYSICIANS FOR SOCIAL<br>RESPONSIBILITY INC<br>617 SOUTH OLIVE ST<br>LOS ANGELES,CA 90014                 | N/A | P C | Employee Matching   | 240     |
| PHYSICIANS FOR SOCIAL<br>RESPONSIBILITY INC<br>617 SOUTH OLIVE ST<br>LOS ANGELES,CA 90014                 | N/A | P C | Los Angeles Chapter   | 75,000  |
| PLANNED PARENTHOOD<br>FEDERATION OF AMERICA INC<br>123 WILLIAMS ST 10TH FL<br>NEW YORK,NY 10038           | N/A | P C | Employee Matching   | 1,000   |
| ROCKEFELLER PHILANTHROPY<br>ADVISORS INC<br>120 BROADWAY 3475<br>NEW YORK,NY 10271                        | N/A | P C | Plastic Solutions Fund  | 200,000 |
| SALEM CHILDRENS CHARITY<br>1 FREDERICK ST<br>SALEM,MA 01970   | N/A | P C | General & Unrestricted  | 100     |
| SUPPORT FOR FAMILIES OF<br>CHILDREN WITH DISABILITIES<br>832 FOLSOM ST STE 1001<br>SAN FRANCISCO,CA 94107 | N/A | P C | Employee Matching   | 750     |
| THE ARC OF THE UNITED STATES<br>2000 PENNSYLVANIA AVE SUITE<br>500<br>WASHINGTON,DC 20006                 | N/A | P C | Project TENDR (Targeting<br>Nuero-Developmental Risks)                | 60,000  |
| THE COMMUNITY FOUNDATION INC<br>3409 MOORE ST   | N/A | P C | Fund for River Counties   | 200     |

|   |     |     |   |                  |
|---|-----|-----|---|------------------|
| RICHMOND,VA 23230   | N/A | P C | Defending Science and Promoting Evidence-Based Decision making about toxic environmental chemicals                    | 125,000          |
| THE REGENTS OF THE UNIVERSITY OF CALIFORNIA AT SAN<br>PO BOX 45339<br>SAN FRANCISCO,CA 94145        |     |     |   |                  |
| TOXIC-FREE FUTURE<br>4649 SUNNYSIDE AVE N STE 540<br>SEATTLE,WA 98103                               | N/A | P C | Safer States Chemical and Plastics Campaigns  | 75,000           |
| TOXIC-FREE FUTURE<br>4649 SUNNYSIDE AVE N STE 540<br>SEATTLE,WA 98103                               | N/A | P C | Safer Chemicals Healthy Families/ Mind the Store  | 250,000          |
| TOXIC-FREE FUTURE<br>4649 SUNNYSIDE AVE N STE 540<br>SEATTLE,WA 98103                               | N/A | P C | General & Unrestricted  | 250,000          |
| TRUSTEES OF COLUMBIA UNIVERSITY IN THE CITY OF NEW<br>516 WEST 168TH ST 3RD FL<br>NEW YORK,NY 10032 | N/A | P C | Building a multi-racial and intersectional movement to reduce toxic chemical use in beauty and personal care products | 50,000           |
| VIRGINIA ORGANIZING INC<br>703 CONCORD AVE<br>CHARLOTTESVILLE,VA 22903                              | N/A | P C | HEFN 2.0: Toxics Funders Expansion Project  | 50,000           |
| VIRGINIA ORGANIZING INC<br>703 CONCORD AVE<br>CHARLOTTESVILLE,VA 22903                              | N/A | P C | Healthy Baby Food for All Babies  | 60,000           |
| WIKIMEDIA FOUNDATION INC<br>PO BOX 98204<br>WASHINGTON,DC 20090                                     | N/A | P C | Employee Matching   | 104              |
| WOMENS DAYTIME DROP-IN CENTER<br>2218 ACTON ST<br>BERKELEY,CA 94702                                 | N/A | P C | Employee Matching   | 2,500            |
| WOMENS VOICES FOR THE EARTH<br>PO BOX 8743<br>MISSOULA,MT 59807                                     | N/A | P C | Determining Health Risks in CA Nail & Hair Salons   | 65,000           |
| YOUNG MENS CHRISTIAN ASSOCIATION OF GREATER LONG B<br>3605 LONG BEACH BLVD<br>LONG BEACH,CA 90807   | N/A | P C | Employee Matching   | 150              |
| YOUNG PEOPLES CHORUS OF NEW YORK CITY INC<br>37 W 65TH ST 2ND FL<br>NEW YORK,NY 10023               | N/A | P C | Employee Matching   | 100              |
| <b>Total . . . . .</b>  |     |     | <b>▶ 3a</b>   | <b>3,889,862</b> |

**b** *Approved for future payment*

Total . . . . . ▶ 3b





## **Additional Data**

[Return to Form](#)

**Software ID:**

**Software Version:**

**Form 990PF - Special Condition Description:**

**Special Condition Description**

**Schedule B**

**Schedule of Contributors**

OMB No. 1545-0047

(Form 990)  
Department of the Treasury  
Internal Revenue Service

▶ **Attach to Form 990, 990-EZ, or 990-PF.**  
▶ Go to [www.irs.gov/Form990](http://www.irs.gov/Form990) for the latest information.

**2022**

|   |   |
|---|---|
| Name of the organization<br>The Passport Foundation | <b>Employer identification number</b><br>26-1580196 |
|---|---|

**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 33<sup>1</sup>/<sub>3</sub>% 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).

Name of organization  
The Passport Foundation

**Employer identification number**  
26-1580196

**Part I** **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

| (a)<br>No. | (b)<br>Name, address, and ZIP + 4                              | (c)<br>Total contributions | (d)<br>Type of contribution   |
|------------|--|----------------------------|---|
| 1          | Burbank III John H<br>122 W Dilido Dr<br>Miami Beach, FL 33139 | \$ 4,059,106               | <input checked="" type="checkbox"/> <b>Person</b><br><input type="checkbox"/> <b>Payroll</b><br><input checked="" type="checkbox"/> <b>Noncash</b><br>(Complete Part II for noncash contributions.) |
| -          |  | \$                         | <input type="checkbox"/> <b>Person</b><br><input type="checkbox"/> <b>Payroll</b><br><input type="checkbox"/> <b>Noncash</b><br>(Complete Part II for noncash contributions.)                       |
| -          |  | \$                         | <input type="checkbox"/> <b>Person</b><br><input type="checkbox"/> <b>Payroll</b><br><input type="checkbox"/> <b>Noncash</b><br>(Complete Part II for noncash contributions.)                       |
| -          |  | \$                         | <input type="checkbox"/> <b>Person</b><br><input type="checkbox"/> <b>Payroll</b><br><input type="checkbox"/> <b>Noncash</b><br>(Complete Part II for noncash contributions.)                       |
| -          |  | \$                         | <input type="checkbox"/> <b>Person</b><br><input type="checkbox"/> <b>Payroll</b><br><input type="checkbox"/> <b>Noncash</b><br>(Complete Part II for noncash contributions.)                       |
| -          |  | \$                         | <input type="checkbox"/> <b>Person</b><br><input type="checkbox"/> <b>Payroll</b><br><input type="checkbox"/> <b>Noncash</b><br>(Complete Part II for noncash contributions.)                       |

Name of organization  
The Passport Foundation

**Employer identification number**

26-1580196

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

| (a)<br>No. from<br>Part I | (b)<br>Description of noncash property given | (c)<br>FMV (or estimate)<br>(See instructions) | (d)<br>Date received |
|---------------------------|--|--|----------------------|
| 1                         | ATAI LIFE SCIENCES N.V ATAI, 175165 sh.      | \$ 909,106                                     | 2022-02-07           |
| (a)<br>No. from<br>Part I | (b)<br>Description of noncash property given | (c)<br>FMV (or estimate)<br>(See instructions) | (d)<br>Date received |
| -                         | _____<br>_____<br>_____                      | _____<br>\$                                    | _____                |
| (a)<br>No. from<br>Part I | (b)<br>Description of noncash property given | (c)<br>FMV (or estimate)<br>(See instructions) | (d)<br>Date received |
| -                         | _____<br>_____<br>_____                      | _____<br>\$                                    | _____                |
| (a)<br>No. from<br>Part I | (b)<br>Description of noncash property given | (c)<br>FMV (or estimate)<br>(See instructions) | (d)<br>Date received |
| -                         | _____<br>_____<br>_____                      | _____<br>\$                                    | _____                |
| (a)<br>No. from<br>Part I | (b)<br>Description of noncash property given | (c)<br>FMV (or estimate)<br>(See instructions) | (d)<br>Date received |
| -                         | _____<br>_____<br>_____                      | _____<br>\$                                    | _____                |
| (a)<br>No. from<br>Part I | (b)<br>Description of noncash property given | (c)<br>FMV (or estimate)<br>(See instructions) | (d)<br>Date received |
| -                         | _____<br>_____<br>_____                      | _____<br>\$                                    | _____                |

Name of organization  
The Passport Foundation

Employer identification number

26-1580196

**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)<br>No. from<br>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 |                                     |
| _____                                 |                     | _____                                    |                                     |
| _____                                 |                     | _____                                    |                                     |
| (a)<br>No. from<br>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 |                                     |
| _____                                 |                     | _____                                    |                                     |
| _____                                 |                     | _____                                    |                                     |
| (a)<br>No. from<br>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 |                                     |
| _____                                 |                     | _____                                    |                                     |
| _____                                 |                     | _____                                    |                                     |
| (a)<br>No. from<br>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 |                                     |
| _____                                 |                     | _____                                    |                                     |
| _____                                 |                     | _____                                    |                                     |

## **Additional Data**

**Return to Form**

**Software ID:**

**Software Version:**

# TY 2022 IRS 990 e-File Render

**Name:** The Passport Foundation

**EIN:** 26-1580196

| Category   | Amount  | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes |
|------------|---------|-----------------------|---------------------|---------------------------------------|
| Audit Fees | 126,776 |                       |                     | 126,776                               |

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

**TY 2022 IRS 990 e-File Render**

**Name:** The Passport Foundation

**EIN:** 26-1580196

| 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 |
|-------------------------|---------------|---------------------|---------------------------|--------------------|--------------------------|-------------------------------------|-----------------------|---------------------|---------------------------------|
|-------------------------|---------------|---------------------|---------------------------|--------------------|--------------------------|-------------------------------------|-----------------------|---------------------|---------------------------------|

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

**TY 2022 IRS 990 e-File Render**

**Name:** The Passport Foundation

**EIN:** 26-1580196

| 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 POLLUTANTS ELIMINATION NET | BOX 7256<br>GOTHENBURG<br>40235<br>SW | 2020-06-02 | 75,000       | SUPPORT LEVERAGING DATA ON TOXIC CHEMICALS IN PLASTICS TO ADVANCE ENVIRONMENTAL HEALTH GOALS | 75,000                     | NO                        | 08/30/2021,<br>5/25/2022,<br>3/28/2023 |                      | NONE NECESSARY          |
| INTERNATIONAL POLLUTANTS ELIMINATION NET | BOX 7256<br>GOTHENBURG<br>40235<br>SW | 2022-07-02 | 100,000      | support leveraging the treaty process to advance environmental health goals                  | 81,821                     | NO                        | 3/28/2023                              |                      | none necessary          |

## TY 2022 IRS 990 e-File Render

**Name:** The Passport Foundation

**EIN:** 26-1580196

| Identifier | Return Reference | Explanation  |
|------------|------------------|--|
| FORM 926   | FORM 926         | The Foundation has prepared this form to the best of its ability based on the limited information provided to it by the investment on which the Foundation is reporting and on the basis of having received no information to the contrary. Any missing or incomplete information is due to the Foundation's inability to obtain such information and is not a willful attempt to withhold such information. |
| FORM 8865  | FORM 8865        | The Foundation has prepared this form to the best of its ability based on the limited information provided to it by the investment on which the Foundation is reporting and on the basis of having received no information to the contrary. Any missing or incomplete information is due to the Foundation's inability to obtain such information and is not a willful attempt to withhold such information. |

**TY 2022 IRS 990 e-File Render**
**Name:** The Passport Foundation

**EIN:** 26-1580196

| Category/ Item                 | Listed at Cost or FMV | Book Value | End of Year Fair Market Value |
|--------------------------------|-----------------------|------------|-------------------------------|
| 1KX LP                         |                       | 1,079,512  | 1,009,661                     |
| AAF II - YASI VENTURES, L.P    |                       | 225,683    | 312,821                       |
| ALIGNMENT GROWTH FUND I, LP    |                       | 302,714    | 316,004                       |
| BIG LEAGUE ADVANCE FUND II, LP |                       | 379,383    | 705,351                       |
| BOOST VC ACCELERATOR 3, L.P    |                       | 183,234    | 186,728                       |
| BUCKLEY VENTURES III, LP       |                       | 163,787    | 163,149                       |
| BULLPEN CAPITAL IV, L.P        |                       | 425,408    | 1,127,409                     |
| CH VENTURES I, L.P             |                       | 189,837    | 331,667                       |
| CH VENTURES II, L.P            |                       | 66,588     | 89,025                        |
| CHANGE.ORG GROWTH LLC          |                       | 7,149      | 4,647                         |
| CIVILIZATION VENTURES II, L.P. |                       | 142,923    | 170,524                       |
| CLOCKTOWER CLIMATE AND SUSTAIN |                       | 73,732     | 80,254                        |
| CLOCKTOWER LATIN AMERICAN TECH |                       | 97,577     | 130,681                       |
| COURTSIDE VENTURES II, L.P     |                       | 384,397    | 794,083                       |
| COURTSIDE VENTURES III, L.P    |                       | 491,067    | 484,274                       |
| CRE VENTURE CAPITAL FUND II, L |                       | 445,330    | 1,180,977                     |
| CV 2-KREATE, L.P               |                       | 202,422    | 239,173                       |
| DISTRIBUTED GLOBAL OFFSHORE FU |                       | 33,022     | 77,714                        |
| ELECTRIC CAPITAL PARTNERS FRON |                       |            | 16,057                        |
| FMZ VENTURES FUND I, L.P       |                       | 483,745    | 585,811                       |
| FORMATION8 PARTNERS ENTREPRENE |                       | 182,524    | 664,646                       |
| FYRFLY VENTURE PARTNERS FUND I |                       | 347,817    | 528,742                       |
| GK VENTURES, LP                |                       | 22,634     | 28,425                        |
| GLOBAL VENTURES L.P            |                       | 122,253    | 301,927                       |
| GOVTECH FUND I, L.P            |                       | 1,274,770  | 2,148,928                     |
| GOVTECH FUND II, L.P           |                       | 695,065    | 1,117,441                     |
| HAVENCREST HEALTHCARE PARTNERS |                       | 7,615      | 8,173                         |
| HAVENCREST HEALTHCARE PARTNERS |                       | 338,130    | 571,818                       |
| HCM V, L.P                     |                       | 597,555    | 585,042                       |
| HEROIC VENTURES, L.P           |                       | 132,742    | 1,043,747                     |
| HUAXING CAPITAL PARTNERS II, L |                       | 192,613    | 233,020                       |
| HUAXING CAPITAL PARTNERS, LP   |                       | 367,746    | 343,682                       |
| INNOVATION WORKS DEVELOPMENT F |                       | 311,659    | 636,544                       |
| KONVOY VENTURES III LP         |                       | 31,410     | 31,411                        |
| LEARNSTART I, L.P              |                       | 186,622    | 283,377                       |
| LEARNSTART II, L.P.            |                       | 192,292    | 195,682                       |
| LEGACY CAPITAL, LP             |                       | 1,215,749  | 1,711,226                     |
| LEGACY HARMONY LTD             |                       | 833,940    | 1,451,815                     |
| LEVEL EQUITY GROWTH PARTNERS I |                       | 499,393    | 909,312                       |
| LJ VENTURES FUND II, L.P       |                       | 774,842    | 1,221,497                     |
| LJV FUND III, L.P              |                       | 112,823    | 112,091                       |
| LJV OPPORTUNITY FUND I, L.P    |                       | 92,578     | 92,129                        |

| Category/ Item                 | Listed at Cost or FMV | Book Value | End of Year Fair Market Value |
|--------------------------------|-----------------------|------------|-------------------------------|
| MADIBA 6-2 LLC                 |                       | 1,031,766  | 1,058,140                     |
| MASTRY FUND I, LP              |                       | 100,244    | 100,259                       |
| MAVEN VENTURES FUND II, L.P    |                       | 411,296    | 1,211,959                     |
| MAVEN VENTURES FUND III, L.P   |                       | 135,722    | 191,405                       |
| MERON II, L.P                  |                       | 175,335    | 293,897                       |
| META STABLE EDGE OFFSHORE FUND |                       |            | 331,215                       |
| MITHRIL II LP                  |                       | 820,794    | 779,440                       |
| MORTAR & MASH ONE, LLC         |                       | 42,068     | 68,490                        |
| NEW FORM CAPITAL I, L.P.       |                       | 1,120,930  | 1,817,190                     |
| NEW NORTH VENTURES FUND I, L.P |                       | 180,674    | 188,982                       |
| NEXT COAST VENTURES III, L.P   |                       | 66,713     | 66,228                        |
| NIMBLE PARTNERS FUND I, LP     |                       | 21,442,070 | 36,586,889                    |
| NIMBLE PARTNERS FUND II, LP    |                       | 3,764,801  | 4,102,294                     |
| QUIET GROWTH I, L.P            |                       | 377,189    | 669,890                       |
| REGENERATION.VC FUND 1, LP     |                       | 82,986     | 91,507                        |
| ROCANA VENTURE PTNRS II (US) L |                       | 176,874    | 321,230                       |
| ROGUE CAPITAL PARTNERS, L.P    |                       | 145,058    | 192,023                       |
| RTW OFFSHORE FUND ONE LTD      |                       |            | 55,449                        |
| SALT FUND I, L.P.              |                       | 161,117    | 220,824                       |
| SILVER LAKE WATERMAN FUND, L.P |                       | 32,379     | 99,406                        |
| SKY9 CAPITAL FUND III, L.P     |                       | 768,548    | 1,196,565                     |
| SKY9 CAPITAL FUND IV, L.P      |                       | 218,218    | 402,261                       |
| SKY9 CAPITAL MVP FUND, L.P     |                       | 461,666    | 499,834                       |
| SYBIL CAPITAL FUND I-B FEEDER  |                       | 680,000    | 574,842                       |
| TANDEM FUND II, LP             |                       | 286,563    | 1,163,570                     |
| TFG HOLDING, INC               |                       | 137,659    | 191,705                       |
| THE CXO FUND, LLC              |                       | 225,877    | 396,996                       |
| THERAPYDIA, INC                |                       | 508,083    | 508,083                       |
| UNIKOINGOLD                    |                       | 303,858    | 652                           |
| VOLTA ENERGY STORAGE FUND I L. |                       | 309,986    | 405,199                       |
| WILL VENTURES FUND I, L.P      |                       | 380,459    | 511,882                       |
| WILL VENTURES FUND II, LP      |                       | 64,508     | 64,995                        |
| WTI FUND X LLC                 |                       | 324,806    | 312,227                       |

# TY 2022 IRS 990 e-File Render

**Name:** The Passport Foundation

**EIN:** 26-1580196

| Category              | Amount | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes |
|-----------------------|--------|-----------------------|---------------------|---------------------------------------|
| General Consultations | 5,409  |                       |                     | 5,409                                 |

**TY 2022 IRS 990 e-File Render**

**Name:** The Passport Foundation  
**EIN:** 26-1580196

| Description                    | Revenue and Expenses per Books | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes |
|--------------------------------|--------------------------------|-----------------------|---------------------|---------------------------------------|
| Administrative Fees            | 124,288                        |                       |                     | 124,288                               |
| Bank Charges                   | 25                             | 25                    |                     |                                       |
| Computers/Electronic Devices   | 342                            |                       |                     | 342                                   |
| Foundation Dues & Memberships  | 10,585                         |                       |                     | 10,585                                |
| K-1 Exp 1KX LP                 | 38,994                         | 38,994                |                     |                                       |
| K-1 Exp AAF II - YASI VENTURES | 6,992                          | 6,992                 |                     |                                       |
| K-1 Exp ALIGNMENT GROWTH FUND  | 28,502                         | 28,502                |                     |                                       |
| K-1 Exp BIG LEAGUE ADVANCE FUN | 17,223                         | 17,209                |                     |                                       |
| K-1 Exp BOOST VC ACCELERATOR 3 | 16,569                         | 16,569                |                     |                                       |
| K-1 Exp BUCKLEY VENTURES III,  | 11,245                         | 9,739                 |                     |                                       |
| K-1 Exp BULLPEN CAPITAL IV, L. | 13,421                         | 13,421                |                     |                                       |
| K-1 Exp CH VENTURES I, L.P     | 3,548                          | 3,548                 |                     |                                       |
| K-1 Exp CH VENTURES II, L.P    | 15,912                         | 15,912                |                     |                                       |
| K-1 Exp CIVILIZATION VENTURES  | 6,645                          | 6,645                 |                     |                                       |
| K-1 Exp CLOCKTOWER CLIMATE AND | 8,529                          | 8,529                 |                     |                                       |
| K-1 Exp CLOCKTOWER LATIN AMERI | 6,704                          | 6,704                 |                     |                                       |
| K-1 Exp COURTSIDE VENTURES II, | 12,760                         | 12,760                |                     |                                       |
| K-1 Exp COURTSIDE VENTURES III | 28,443                         | 28,443                |                     |                                       |
| K-1 Exp CRE VENTURE CAPITAL FU | 13,919                         | 13,919                |                     |                                       |
| K-1 Exp CV 2-KREATE, L.P       | 3,607                          | 3,607                 |                     |                                       |
| K-1 Exp FMZ VENTURES FUND I, L | 11,159                         | 11,159                |                     |                                       |
| K-1 Exp FORMATION8 PARTNERS EN | 957                            | 957                   |                     |                                       |
| K-1 Exp FYRFLY VENTURE PARTNER | 13,419                         | 13,419                |                     |                                       |
| K-1 Exp GK VENTURES, LP        | 10,546                         | 10,546                |                     |                                       |
| K-1 Exp GLOBAL VENTURES L.P    | 4,676                          | 4,676                 |                     |                                       |
| K-1 Exp GOVTECH FUND I, L.P    | 7,238                          | 7,238                 |                     |                                       |
| K-1 Exp GOVTECH FUND II, L.P   | 22,714                         | 22,714                |                     |                                       |
| K-1 Exp HAVENCREST HEALTHCARE  | 10,800                         | 10,800                |                     |                                       |
| K-1 Exp HAVENCREST HEALTHCARE  | 19,311                         | 19,192                |                     |                                       |
| K-1 Exp HCM V, L.P             | 27,450                         | 27,450                |                     |                                       |
| K-1 Exp HEROIC VENTURES, L.P   | 1,859                          | 1,859                 |                     |                                       |
| K-1 Exp HUAXING CAPITAL PARTNE | 4,906                          | 4,906                 |                     |                                       |
| K-1 Exp HUAXING CAPITAL PARTNE | 8,762                          | 8,762                 |                     |                                       |
| K-1 Exp INNOVATION WORKS DEVEL | 16,907                         | 16,907                |                     |                                       |
| K-1 Exp KONVOY VENTURES III LP | 5,923                          | 5,923                 |                     |                                       |
| K-1 Exp LEARNSTART I, L.P      | 6,787                          | 6,787                 |                     |                                       |
| K-1 Exp LEARNSTART II, L.P.    | 13,757                         | 12,346                |                     |                                       |
| K-1 Exp LEGACY CAPITAL, LP     | 61,896                         | 61,893                |                     |                                       |
| K-1 Exp LEVEL EQUITY GROWTH PA | 23,195                         | 21,334                |                     |                                       |
| K-1 Exp LJ VENTURES FUND II, L | 28,221                         | 28,221                |                     |                                       |
| K-1 Exp LJV FUND III, L.P      | 12,182                         | 12,182                |                     |                                       |
| K-1 Exp LJV OPPORTUNITY FUND I | 7,422                          | 7,422                 |                     |                                       |
| K-1 Exp MADIBA 6-2 LLC         | 3,840                          | 3,840                 |                     |                                       |
| K-1 Exp MASTRY FUND I, LP      | 12,925                         | 12,925                |                     |                                       |
| K-1 Exp MAVEN VENTURES FUND II | 10,551                         | 10,551                |                     |                                       |
| K-1 Exp MAVEN VENTURES FUND II | 6,735                          | 6,735                 |                     |                                       |
| K-1 Exp MERON II, L.P          | 11,893                         | 11,893                |                     |                                       |
| K-1 Exp MITHRIL II LP          | 13,653                         | 13,653                |                     |                                       |
| K-1 Exp MORTAR & MASH ONE, LLC | 7                              |                       |                     |                                       |
| K-1 Exp NEW FORM CAPITAL I, L. | 44,707                         | 44,707                |                     |                                       |
| K-1 Exp NEW NORTH VENTURES FUN | 19,326                         | 19,326                |                     |                                       |
| K-1 Exp NEXT COAST VENTURES II | 8,285                          | 8,285                 |                     |                                       |
| K-1 Exp NIMBLE PARTNERS FUND I | 334,021                        | 333,012               |                     |                                       |
| K-1 Exp NIMBLE PARTNERS FUND I | 196,271                        | 194,931               |                     |                                       |
| K-1 Exp QUIET GROWTH I, L.P    | 12,585                         | 12,585                |                     |                                       |
| K-1 Exp REGENERATION.VC FUND 1 | 5,490                          | 5,490                 |                     |                                       |
| K-1 Exp ROCANA VENTURE PTNRS I | 10,086                         | 10,079                |                     |                                       |
| K-1 Exp ROGUE CAPITAL PARTNERS | 12,462                         | 12,462                |                     |                                       |
| K-1 Exp SALT FUND I, L.P.      | 8,486                          | 8,486                 |                     |                                       |
| K-1 Exp SKY9 CAPITAL FUND III, | 24,944                         | 24,944                |                     |                                       |
| K-1 Exp SKY9 CAPITAL FUND IV,  | 6,135                          | 6,135                 |                     |                                       |
| K-1 Exp SKY9 CAPITAL MVP FUND, | 5,193                          | 5,193                 |                     |                                       |
| K-1 Exp TANDEM FUND II, LP     | 3,515                          | 3,515                 |                     |                                       |
| K-1 Exp THE CXO FUND, LLC      | 3,040                          | 3,040                 |                     |                                       |
| K-1 Exp VOLTA ENERGY STORAGE F | 11,527                         | 11,527                |                     |                                       |
| K-1 Exp WILL VENTURES FUND I,  | 11,862                         | 11,862                |                     |                                       |
| K-1 Exp WILL VENTURES FUND II, | 14,347                         | 14,347                |                     |                                       |
| K-1 Exp WTI FUND X LLC         | 2,518                          | 2,518                 |                     |                                       |
| Office & Supplies              | 69                             |                       |                     | 69                                    |
| State or Local Filing Fees     | 400                            |                       |                     | 400                                   |

**TY 2022 IRS 990 e-File Render**
**Name:** The Passport Foundation

**EIN:** 26-1580196

| Description                                       | Revenue And Expenses Per Books | Net Investment Income | Adjusted Net Income |
|---|--------------------------------|-----------------------|---------------------|
| K-1 Inc/Loss 1KX LP                               | 46,627                         | 46,627                |                     |
| K-1 Inc/Loss AAF II - YASI VENTURES, L.P          | 258                            | 258                   |                     |
| K-1 Inc/Loss ALIGNMENT GROWTH FUND I, LP          | 95                             | 95                    |                     |
| K-1 Inc/Loss BIG LEAGUE ADVANCE FUND II, LP       | 831                            | 831                   |                     |
| K-1 Inc/Loss BUCKLEY VENTURES III, LP             | 32                             | 32                    |                     |
| K-1 Inc/Loss CH VENTURES I, L.P                   | 1,482                          | 1,482                 |                     |
| K-1 Inc/Loss CIVILIZATION VENTURES II, L.P.       | 191                            | 191                   |                     |
| K-1 Inc/Loss CLOCKTOWER CLIMATE AND SUSTAINABILIT | 13                             | 16                    |                     |
| K-1 Inc/Loss CLOCKTOWER LATIN AMERICAN TECHNOLOGI | 21                             | 21                    |                     |
| K-1 Inc/Loss COURTSIDE VENTURES II, L.P           | 500                            | 500                   |                     |
| K-1 Inc/Loss COURTSIDE VENTURES III, L.P          | 1,845                          | 1,845                 |                     |
| K-1 Inc/Loss CRE VENTURE CAPITAL FUND II, L.P     | 1,503                          | 1,503                 |                     |
| K-1 Inc/Loss CV 2-KREATE, L.P                     | 268                            | 268                   |                     |
| K-1 Inc/Loss FMZ VENTURES FUND I, L.P             | 166                            | 166                   |                     |
| K-1 Inc/Loss FORMATION8 PARTNERS ENTREPRENEURS FU | 74                             | 74                    |                     |
| K-1 Inc/Loss GK VENTURES, LP                      | -4,318                         | -4,318                |                     |
| K-1 Inc/Loss GLOBAL VENTURES L.P                  | 167                            | 167                   |                     |
| K-1 Inc/Loss GOVTECH FUND I, L.P                  | 97                             | 97                    |                     |
| K-1 Inc/Loss GOVTECH FUND II, L.P                 | 1,076                          | 1,076                 |                     |
| K-1 Inc/Loss HAVENCREST HEALTHCARE PARTNERS II, L | -339                           | -339                  |                     |
| K-1 Inc/Loss HAVENCREST HEALTHCARE PARTNERS, LP   | -7,044                         | -7,440                |                     |
| K-1 Inc/Loss HCM V, L.P                           | 5                              | 5                     |                     |
| K-1 Inc/Loss HEROIC VENTURES, L.P                 | 89                             | 89                    |                     |
| K-1 Inc/Loss HUAXING CAPITAL PARTNERS II, LP      | 220                            | 220                   |                     |
| K-1 Inc/Loss HUAXING CAPITAL PARTNERS, LP         | 766                            | 766                   |                     |
| K-1 Inc/Loss INNOVATION WORKS DEVELOPMENT FUND, L | 53                             | 53                    |                     |
| K-1 Inc/Loss LEARNSTART I, L.P                    | 450                            | 450                   |                     |
| K-1 Inc/Loss LEARNSTART II, L.P.                  | 740                            | 656                   |                     |
| K-1 Inc/Loss LEGACY CAPITAL, LP                   | 6,724                          | 6,724                 |                     |
| K-1 Inc/Loss LEVEL EQUITY GROWTH PARTNERS I, LP   | -18,441                        | 370                   |                     |
| K-1 Inc/Loss LJ VENTURES FUND II, L.P             | 212                            | 212                   |                     |
| K-1 Inc/Loss LJV FUND III, L.P                    | 5                              | 5                     |                     |
| K-1 Inc/Loss MASTRY FUND I, LP                    | 224                            | 224                   |                     |
| K-1 Inc/Loss MAVEN VENTURES FUND III, L.P         | 240                            | 240                   |                     |
| K-1 Inc/Loss MITHRIL II LP                        | 3,042                          | 3,042                 |                     |
| K-1 Inc/Loss MORTAR & MASH ONE, LLC               | 19,484                         |                       |                     |
| K-1 Inc/Loss NEW FORM CAPITAL I, L.P.             | 234                            | 234                   |                     |
| K-1 Inc/Loss NEXT COAST VENTURES III, L.P         | 385                            | 385                   |                     |
| K-1 Inc/Loss NIMBLE PARTNERS FUND I, LP           | 24,080                         | 21,137                |                     |
| K-1 Inc/Loss NIMBLE PARTNERS FUND II, LP          | 264                            | 264                   |                     |
| K-1 Inc/Loss ROCANA VENTURE PTNRS II (US) LP      | 58                             | 58                    |                     |
| K-1 Inc/Loss ROGUE CAPITAL PARTNERS, L.P          | 1                              | 1                     |                     |
| K-1 Inc/Loss SALT FUND I, L.P.                    | 2                              | 2                     |                     |
| K-1 Inc/Loss SILVER LAKE WATERMAN FUND, L.P       | -919                           | -919                  |                     |
| K-1 Inc/Loss SKY9 CAPITAL FUND IV, L.P            | 3                              | 3                     |                     |
| K-1 Inc/Loss TANDEM FUND II, LP                   | 8                              | 8                     |                     |
| K-1 Inc/Loss THE CXO FUND, LLC                    | 4,001                          | 4,001                 |                     |
| K-1 Inc/Loss VOLTA ENERGY STORAGE FUND I L.P.     | 1,188                          | 1,188                 |                     |
| K-1 Inc/Loss WILL VENTURES FUND I, L.P            | 606                            | 606                   |                     |
| K-1 Inc/Loss WTI FUND X LLC                       | 27,093                         | 27,093                |                     |
| State Tax Refund                                  | 1,172                          |                       |                     |
| Interest from partnerships                        | 12,950                         | 12,950                |                     |

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**TY 2022 IRS 990 e-File  
Render**

**Name:** The Passport Foundation

**EIN:** 26-1580196

| Borrower's Name | Relationship to Insider | Original Amount of Loan | Balance Due | Date of Note | Maturity Date | Repayment Terms               | Interest Rate | Security Provided by Borrower | Purpose of Loan | Description of Lender Consideration | Consideration FMV |
|-----------------|-------------------------|-------------------------|-------------|--------------|---------------|-------------------------------|---------------|-------------------------------|-----------------|-------------------------------------|-------------------|
| THERAPYDIA INC  |                         | 48,686                  | 48,686      | 2022-12      |               | CONVERSION TO SHARES OF STOCK | 0 %           | NONE                          | INVESTMENT      | CASH 0                              | 48,686            |

# TY 2022 IRS 990 e-File Render

**Name:** The Passport Foundation

**EIN:** 26-1580196

| Category                       | Amount | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes |
|--------------------------------|--------|-----------------------|---------------------|---------------------------------------|
| Philanthropic Consulting Srvcs | 82,000 |                       |                     | 82,000                                |

## TY 2022 IRS 990 e-File Render

**Name:** The Passport Foundation

**EIN:** 26-1580196

| Category                      | Amount  | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes |
|-------------------------------|---------|-----------------------|---------------------|---------------------------------------|
| 990-PF Estimated Tax for 2022 | 101,700 |                       |                     |                                       |
| Foreign Tax Paid              | 1,066   | 1,066                 |                     |                                       |