

Return of Private Foundation

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

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

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

Name of foundation: THE DN BATTEN FOUNDATION C/O BROWN ADVISORY. A Employer identification number: 54-1864288. B Telephone number: (757) 625-7670. 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: \$38,472,136. 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 Revenue (1-12) and Operating and Administrative Expenses (13-26). Total revenue: 7,009,491. Total expenses: 11,959,937. Net investment income: 2,448,730.

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	138,434	127,575	127,575
	2 Savings and temporary cash investments	719,335	1,026,163	1,026,163
	3 Accounts receivable ▶ _____ Less: allowance for doubtful accounts ▶ _____			
	4 Pledges receivable ▶ _____ Less: allowance for doubtful accounts ▶ _____			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ _____ Less: allowance for doubtful accounts ▶ _____			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U.S. and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)			
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment: basis ▶ _____ Less: accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	37,229,704	32,318,422	37,318,398
	14 Land, buildings, and equipment: basis ▶ _____ Less: accumulated depreciation (attach schedule) ▶ _____			
15 Other assets (describe ▶ _____)	2,000,000	0	0	
16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	40,087,473	33,472,160	38,472,136	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue.			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ _____)			
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here <input type="checkbox"/> and complete lines 24, 25, 29 and 30.			
	24 Net assets without donor restrictions			
	25 Net assets with donor restrictions			
	Foundations that do not follow FASB ASC 958, check here <input checked="" type="checkbox"/> and complete lines 26 through 30.			
	26 Capital stock, trust principal, or current funds	0	0	
	27 Paid-in or capital surplus, or land, bldg., and equipment fund	0	0	
	28 Retained earnings, accumulated income, endowment, or other funds	40,087,473	33,472,160	
29 Total net assets or fund balances (see instructions)	40,087,473	33,472,160		
30 Total liabilities and net assets/fund balances (see instructions)	40,087,473	33,472,160		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year—Part II, column (a), line 29 (must agree with end-of-year figure reported on prior year's return)	1	40,087,473
2 Enter amount from Part I, line 27a	2	-4,950,446
3 Other increases not included in line 2 (itemize) ▶ _____	3	0
4 Add lines 1, 2, and 3	4	35,137,027
5 Decreases not included in line 2 (itemize) ▶ _____	5	1,664,867
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29.	6	33,472,160

Part IV Capital Gains and Losses for Tax on Investment Income

Table with 4 columns: (a) List and describe the kind(s) of property sold, (b) How acquired, (c) Date acquired, (d) Date sold. Rows include EXHIBIT A, HGI SK KFB, LLC, DNB OPPORTUNITIES, L.P., etc.

Table with 4 columns: (e) Gross sales price, (f) Depreciation allowed, (g) Cost or other basis plus expense of sale, (h) Gain or (loss) (e) plus (f) minus (g). Rows show numerical values for various assets.

Table with 4 columns: (i) F.M.V. as of 12/31/69, (j) Adjusted basis as of 12/31/69, (k) Excess of col. (i) over col. (j), (l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h)).

Summary rows for Capital gain net income or (net capital loss) and Net short-term capital gain or (loss) as defined in sections 1222(5) and (6).

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

Table with 11 rows for excise tax calculation. Includes sub-rows 1a-11 and 6a-6d. Values include 34,037, 0, 123,932, 89,895.

Part VI-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes sub-rows 1a-10 and 8a-8b. Columns for Yes/No. Values include 0, VA.

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 N/A
14 The books are in care of BROWN ADVISORY Telephone no. (757) 625-7670
Located at 101 W MAIN STREET SUITE 700 NORFOLK VA 23510 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)

- 5a During the year did the foundation pay or incur any amount to:
(1) Carry on propaganda, or otherwise attempt to influence legislation...
(2) Influence the outcome of any specific public election...
(3) Provide a grant to an individual for travel, study, or other similar purposes...
(4) Provide a grant to an organization other than a charitable, etc., organization...
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes...
b If any answer is "Yes" to 5a(1)-(5); did any of the transactions fail to qualify under the exceptions...
c Organizations relying on a current notice regarding disaster assistance check...
d If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax...
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?
6b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?
7b If "Yes", did the foundation receive any proceeds or have any net income attributable to the transaction?
8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment during the year?

Table with 3 columns: Question ID, Yes, No. Rows include 5a(1) through 8.

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

Table with 5 columns: (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. Includes entries for DOROTHY N BATTEN and FRANK BATTEN JR.

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


Table with 5 columns: (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. First row contains NONE.

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

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
HATCHER CONSULTING LLC 808 BELMONT AVENUE CHARLOTTESVILLE, VA 22902	CONSULTING	65,100

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

0

Part VIII- Summary of Direct Charitable Activities

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

	Expenses
1 N/A	0
2	
3	
4	

Part VIII- Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3 ▶ 0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities.	1a	40,158,724
b	Average of monthly cash balances.	1b	1,151,011
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	41,309,735
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d.	3	41,309,735
4	Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see instructions).	4	619,646
5	Net value of noncharitable-use assets. Subtract line 4 from line 3.	5	40,690,089
6	Minimum investment return. Enter 5% (0.05) of line 5.	6	2,034,504

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

1	Minimum investment return from Part IX, line 6.	1	2,034,504
2a	Tax on investment income for 2022 from Part V, line 5.	2a	34,037
b	Income tax for 2022. (This does not include the tax from Part V.).	2b	17,211
c	Add lines 2a and 2b.	2c	51,248
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	1,983,256
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	1,983,256
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XII, line 1.	7	1,983,256

Part XI Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	1a	10,765,199
b	Program-related investments—total from Part VIII-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part XII, line 4.	4	10,765,199

Part XII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2021	(c) 2021	(d) 2022
1 Distributable amount for 2022 from Part X, line 7				1,983,256
2 Undistributed income, if any, as of the end of 2022:				
a Enter amount for 2021 only.			0	
b Total for prior years: 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2022:				
a From 2017.	7,575,956			
b From 2018.	3,094,757			
c From 2019.	4,097,355			
d From 2020.	3,030,442			
e From 2021.	5,196,212			
f Total of lines 3a through e.	22,994,722			
4 Qualifying distributions for 2022 from Part XI, line 4: ▶ \$ _____ 10,765,199				
a Applied to 2021, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2022 distributable amount				1,983,256
e Remaining amount distributed out of corpus	8,781,943			
5 Excess distributions carryover applied to 2022. (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	31,776,665			
b Prior years' undistributed income. Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0		
d Subtract line 6c from line 6b. Taxable amount—see instructions.		0		
e Undistributed income for 2021. Subtract line 4a from line 2a. Taxable amount—see instructions.			0	
f Undistributed income for 2022. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2023				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8 Excess distributions carryover from 2017 not applied on line 5 or line 7 (see instructions)	7,575,956			
9 Excess distributions carryover to 2023. Subtract lines 7 and 8 from line 6a	24,200,709			
10 Analysis of line 9:				
a Excess from 2018	3,094,757			
b Excess from 2019	4,097,355			
c Excess from 2020.	3,030,442			
d Excess from 2021	5,196,212			
e Excess from 2022	8,781,943			

Part XIII Private Operating Foundations (see instructions and Part VI-A, question 9)

Table with 5 columns: (a) 2022, (b) 2021, (c) 2020, (d) 2019, (e) Total. Rows include: 1a Ruling date, 1b Private operating foundation type, 2a-2e Qualifying distributions, 3 Alternative tests (Assets, Endowment, Support).

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).)
DOROTHY N BATTEN

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

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:
Check here [] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. to individuals or organizations under other conditions, complete items 2a, b, c, and d. See instructions

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

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

c Any submission deadlines:

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

Part Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> AFFORDABLE HOUSING OPPORTUNITY FUND PO BOX 1467 CHARLOTTESVILLE, V A 22902		501(C)(3)	TO PROVIDE FINANCIAL SUPPORT	500,000
AFRICAN WILDLIFE FOUNDATION 1400 16TH STREET NW SUITE 120 WASHINGTON, DC 20036		501(C)(3)	TO PROVIDE FINANCIAL SUPPORT	3,100,199
AMAZON CONSERVATION ASSOCIATION 1012 14TH ST NW WASHINGTON, DC 20005		501(C)(3)	TO PROVIDE FINANCIAL SUPPORT	250,000
APPALACHIAN VOICES 812 E HIGH ST CHARLOTTESVILLE, V A 22902		501(C)(3)	TO PROVIDE FINANCIAL SUPPORT	200,000
BIG LIFE FOUNDATION 24010 NE TREEHILL DR WOOD VILLAGE, OR 97060		501(C)(3)	TO PROVIDE FINANCIAL SUPPORT	100,000
BOYS AND GIRLS CLUB OF CENTRAL VIRG 1000 CHERRY AVE CHARLOTTESVILLE, V A 22903		501(C)(3)	TO PROVIDE FINANCIAL SUPPORT	450,000
CHARLOTTESVILLE CITY SCHOOL 610 KIRTLEY LANE CHARLOTTESVILLE, V A 22903		501(C)(3)	TO PROVIDE FINANCIAL SUPPORT	200,000
CHESAPEAKE BAY FOUNDATION 6 HERNDON AVENUE ANNAPOLIS, MD 21403		501(C)(3)	TO PROVIDE FINANCIAL SUPPORT	75,000
COMMUNITY CLIMATE COLLABORATIVE 306 EAST JEFFERSON STREET SUITE B CHARLOTTESVILLE, V A 22902		501(C)(3)	TO PROVIDE FINANCIAL SUPPORT	75,000
DARDEN SCHOOL FOUNDATION 100 DARDEN BLVD CHARLOTTESVILLE, V A 22903		501(C)(3)	TO PROVIDE FINANCIAL SUPPORT	10,000
EARTHRIGHTS INTERNATIONAL 1612 K STREET NW SUITE 401 WASHINGTON, DC 20006		501(C)(3)	TO PROVIDE FINANCIAL SUPPORT	150,000
FOCUSED ULTRASOUND SURGERY FOUNDATI 1230 CEDARS COURT SUITE F CHARLOTTESVILLE, V A 22903		501(C)(3)	TO PROVIDE FINANCIAL SUPPORT	500,000
FOREST TRENDS 1203 19TH STREET NW 4TH FLOOR WASHINGTON, DC 20036		501(C)(3)	TO PROVIDE FINANCIAL SUPPORT	200,000
HOLLINS UNIVERSITY PO BOX 9629 ROANOKE, V A 24020		501(C)(3)	TO PROVIDE FINANCIAL SUPPORT	5,000
MONROE INSTITUTE		501(C)(3)	TO PROVIDE FINANCIAL SUPPORT	20,000

365 ROBERTS MOUNTAIN RD FABER,VA 22938				
NATIONAL GEOGRAPHIC SOCIETY 1145 17TH STREET NW WASHINGTON,DC 20036		501(C)(3)	TO PROVIDE FINANCIAL SUPPORT	5,000
NATURAL RESOURCES DEFENSE COUNCIL 40 WEST 20TH STREET NEW YORK,NY 10011		501(C)(3)	TO PROVIDE FINANCIAL SUPPORT	10,000
NORFOLK ACADEMY 1585 WESLEYAN DRIVE NORFOLK,VA 23502		501(C)(3)	TO PROVIDE FINANCIAL SUPPORT	5,000
PEABODY SCHOOL 1232 STONEY RIDGE RD CHARLOTTESVILLE,VA 22902		501(C)(3)	TO PROVIDE FINANCIAL SUPPORT	5,000
PLANNED PARENTHOOD 2964 HYDRAULIC RD CHARLOTTESVILLE,VA 22901		501(C)(3)	TO PROVIDE FINANCIAL SUPPORT	100,000
CAF AMERICA 225 REINEKERS LN ALEXANDRIA,VA 22314		501(C)(3)	TO PROVIDE FINANCIAL SUPPORT	90,000
RARE INC 1310 N COURTHOUSE ROAD SUITE 110 ARLINGTON,VA 22201		501(C)(3)	TO PROVIDE FINANCIAL SUPPORT	2,000,000
SOUTHERN ENVIRONMENTAL LAW CENTER 201 WEST MAIN ST SUITE 14 CHARLOTTESVILLE,VA 22902		501(C)(3)	TO PROVIDE FINANCIAL SUPPORT	100,000
THE WOMEN'S INITIATIVE 1101 E HIGH ST CHARLOTTESVILLE,VA 22902		501(C)(3)	TO PROVIDE FINANCIAL SUPPORT	125,000
UNITED STATES NAVAL ACADEMY FOUNDAT 247 KING GEORGE ST ANNAPOLIS,MD 21402		501(C)(3)	TO PROVIDE FINANCIAL SUPPORT	20,000
WILDLIFE CONSERVATION SOCIETY 2300 SOUTHERN BOULEVARD BRONX,NY 10460		501(C)(3)	TO PROVIDE FINANCIAL SUPPORT	1,000,000
SHENANDOAH COMMUNITY FOUNDATION 147 N MAIN ST STE C WOODSTOCK,VA 22664		501(C)(3)	TO PROVIDE FINANCIAL SUPPORT	210,000
CHARLOTTESVILLE HIGH SCHOOL FOOTBAL 1400 MELBOURNE RD CHARLOTTESVILLE,VA 22901		501(C)(3)	TO PROVIDE FINANCIAL SUPPORT	10,000
FRANKLIN EDUCATION FORUM 455 MASSACHUSETTS AVE SW SUITE 600 WASHINGTON,DC 20001		501(C)(3)	TO PROVIDE FINANCIAL SUPPORT	100,000
UNIVERSITY OF VIRGINIA EQUITY CENTE 400 EMMET STREET SOUTH CHARLOTTESVILLE,VA 22903		501(C)(3)	TO PROVIDE FINANCIAL SUPPORT	1,000,000
UNIVERSITY OF VIRGINIA 400 EMMET STREET SOUTH		501(C)(3)	TO PROVIDE FINANCIAL SUPPORT	100,000

CHARLOTTESVILLE, V A 22903 NETWORK2WORK USA 400 PRESTON AVE CHARLOTTESVILLE, V A 22903		501(C)(3)	TO PROVIDE FINANCIAL SUPPORT	50,000
Total ▶ 3a				10,765,199
b <i>Approved for future payment</i>				
Total ▶ 3b				0

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

2022

(Form 990)
Department of the Treasury
Internal Revenue Service

▶ **Attach to Form 990, 990-EZ, or 990-PF.**
▶ Go to www.irs.gov/Form990 for the latest information.

Name of the organization THE DN BATTEN FOUNDATION C/O BROWN ADVISORY	Employer identification number 54-1864288
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Organization type (check one):

Filers of:

Section:

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

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

General Rule

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

Special Rules

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

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

Name of organization
 THE DN BATTEN FOUNDATION
 C/O BROWN ADVISORY

Employer identification number
 54-1864288

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	DOROTHY N BATTEN <hr/> 1203 HILLTOP ROAD <hr/> CHARLOTTESVILLE, VA 22903	<hr/> \$ 3,506,350	<input checked="" type="checkbox"/> Person <input type="checkbox"/> Payroll <input checked="" type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
-	<hr/> <hr/> <hr/>	<hr/> \$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
-	<hr/> <hr/> <hr/>	<hr/> \$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
-	<hr/> <hr/> <hr/>	<hr/> \$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
-	<hr/> <hr/> <hr/>	<hr/> \$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
-	<hr/> <hr/> <hr/>	<hr/> \$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)

Name of organization
 THE DN BATTEN FOUNDATION
 C/O BROWN ADVISORY

Employer identification number

54-1864288

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
1	MULTIPLE SHARES OF VARIOUS SECURITIES - SEE EXHIBIT D FOR DETAILS	\$ 3,506,350	2022-11-18
-	_____ _____ _____	\$ _____	_____
-	_____ _____ _____	\$ _____	_____
-	_____ _____ _____	\$ _____	_____
-	_____ _____ _____	\$ _____	_____
-	_____ _____ _____	\$ _____	_____
-	_____ _____ _____	\$ _____	_____
-	_____ _____ _____	\$ _____	_____
-	_____ _____ _____	\$ _____	_____

Name of organization THE DN BATTEN FOUNDATION C/O BROWN ADVISORY	Employer identification number 54-1864288
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Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ▶ \$ _____

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

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

Additional Data

Return to Form

Software ID:

Software Version:

TY 2022 IRS 990 e-File Render

Name: THE DN BATTEN FOUNDATION
C/O BROWN ADVISORY

EIN: 54-1864288

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	9,850	9,850		0

TY 2022 IRS 990 e-File Render

Name: THE DN BATTEN FOUNDATION
C/O BROWN ADVISORY
EIN: 54-1864288

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MUTUAL FUNDS/OTHER SECURITIES	AT COST	10,416,482	10,327,218
SFM CAPITAL MARKETS, LP	AT COST	3,655,630	5,518,429
YIELD POOL, LP	AT COST	104,657	215,022
SFM GLOBAL STRATEGIES QP, LP	AT COST	6,275,382	6,492,944
DNB OPPORTUNITIES, LP	AT COST	1,264,508	2,265,938
HGI SF K30, LLC	AT COST	146,595	133,527
HGI SF K34, LLC	AT COST	161,775	157,738
MELOY FUND I, LP	AT COST	562,580	700,418
DNB OPPORTUNITIES II, LP	AT COST	1,487,797	2,460,772
DNB OPPORTUNITIES III, LP	AT COST	1,201,817	1,704,007
LCP FORSYTH	AT COST	374,270	825,000
HGI SF KF83	AT COST	531,554	541,363
BROWN ADVISORY INVESTORS 2020 - HHV FEEDER FUND, LLLP	AT COST	213,237	274,124
HGI CREDIT FUND I	AT COST	1,370,865	1,391,111
SERIES J - TCI	AT COST	1,500,000	1,491,141
SERIES L - HILLHOUSE CHINA VALUE	AT COST	1,500,000	1,157,095
TIGER GLOBAL PRIVATE INVESTMENT PARTNERS XIV, LP	AT COST	945,429	854,170
SF NE-SW DEBT HOLDINGS, LP	AT COST	455,002	533,419
STONEPEAK GLOBAL RENEWABLES FUND	AT COST	50,842	174,962
BOOST BIOMES	AT COST	100,000	100,000

TY 2022 IRS 990 e-File Render

Name: THE DN BATTEN FOUNDATION
C/O BROWN ADVISORY

EIN: 54-1864288

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
OTHER ASSETS	2,000,000	0	0

TY 2022 IRS 990 e-File Render

Name: THE DN BATTEN FOUNDATION
C/O BROWN ADVISORY

EIN: 54-1864288

Description	Amount
DIFFERENCE IN TAX BASIS VS. FMV ON CONTRIBUTION	1,664,867

TY 2022 IRS 990 e-File Render

Name: THE DN BATTEN FOUNDATION
 C/O BROWN ADVISORY
EIN: 54-1864288

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
WIRE FEES	45	45		0
BANK FEES	18	18		0
MISCELLANEOUS	2,540	2,540		0
POSTAGE	134	134		0
REGISTRATION FEE	25	25		0
OFFICE EXPENSES	223	223		0
INSURANCE	3,210	3,210		0
STONEPEAK GLOBAL RENEWABLES FUND DELWARE	1,460	1,460		0
HGI SF K34, LLC	1,879	1,879		0
HGI SF K30, LLC	2,078	2,078		0
HGI SF KFB, LLC	2,359	2,359		0
SF NE-SW DEBT HOLDINGS, LP	4,365	4,365		0
STONEPEAK GLOBAL RENEWABLES FUND	4,429	4,429		0
YIELD POOL, LP	6,573	6,546		0
WEBSITE	31,856	31,856		0
HGI CREDIT FUND	7,240	7,240		0
HARBOR GROUP KF 83	9,991	9,991		0
BROWN ADVISORY INVESTORS 2020 - HHV FEEDER FUND, LLLP	10,012	10,012		0
TIGER GLOBAL PRIVATE INVESTMENT PARTNERS XIV, LP	21,315	21,315		0
RENT/PARKING	31,437	31,437		0
DNB OPPORTUNITIES, LP	36,681	36,269		0
DNB OPPORTUNITIES III, LP	39,788	39,732		0
SFM CAPITAL MARKETS, LP	52,321	52,321		0
MELOY FUND I,LP	58,644	58,644		0
DNB OPPORTUNITIES II, LP	63,096	62,876		0
SFM GLOBAL STRATEGIES QP, LP	187,227	187,213		0

TY 2022 IRS 990 e-File Render

Name: THE DN BATTEN FOUNDATION
C/O BROWN ADVISORY

EIN: 54-1864288

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
FEDERAL EXCISE TAX REFUND	89,299		89,299
STATE EXCISE TAX REFUND	7,536		7,536
SFM GLOBAL STRATEGIES QP, LP - UBTI	-46,123	0	-46,123
SFM CAPITAL MARKETS, LP - UBTI	30,974	0	30,974
DNB OPPORTUNITIES, LP - UBTI	11,700	0	11,700
YIELD POOL, LP - UBTI	5,448	0	5,448
DNB OPPORTUNITIES II, LP - UBTI	58,464	0	58,464
SFM CAPITAL MARKETS, LP	-35,221	-35,221	-35,221
SFM GLOBAL STRATEGIES QP, LP	31,985	31,985	31,985
YIELD POOL, LP	4,367	4,367	4,367
DNB OPPORTUNITIES, LP	32,356	32,356	32,356
DNB OPPORTUNITIES II, LP	6	6	6
THE MELOY FUND I, LP	870	870	870
DNB OPPORTUNITIES III, LP - UBIT	11,495	0	11,495
DNB OPPORTUNITIES III, LP	8,521	8,521	8,521
LCP FORSYTH BOULEVARD JV, LLC - UBTI	17,399	0	17,399
LCP FORSYTH BOULEVARD JV, LLC	7,668	7,668	7,668
HARBOR GROUP KF 83 -UBIT	24,158	0	24,158
HARBOR GROUP KF 83	-24,158	-24,158	-24,158
TIGER GLOBAL PRIVATE INVESTORS XIV	-1	-1	-1
BROWN ADVISORY INVESTORS 2020 - HHV FEEDER FUND, LLLP	94	94	94

TY 2022 IRS 990 e-File Render

Name: THE DN BATTEN FOUNDATION
C/O BROWN ADVISORY

EIN: 54-1864288

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MGMT FEES ON TAXABLE INCOME	54,564	54,564		0
MGMT FEES ON TAX-EXEMPT INCOME	98	0		0
CONSULTANT FEES	94,100	94,100		0

TY 2022 IRS 990 e-File Render

Name: THE DN BATTEN FOUNDATION
C/O BROWN ADVISORY
EIN: 54-1864288

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAXES	327,899	0		0
STATE TAXES	27,336	0		0
FOREIGN TAXES - SFM CAPITAL MARKETS, LP	5,838	5,838		0
FOREIGN TAXES - SFM GLOBAL STRATEGIES QP, LP	1,663	1,663		0
FOREIGN TAXES - FIDELITY	3,243	3,243		0
FOREIGN TAXES - DNB OPPORTUNITIES, LP	1,081	1,081		0
FOREIGN TAXES - DNB OPPORTUNITIES II, LP	153	153		0
FOREIGN TAXES - HHV FEEDER FUND, LLLP	38	38		0
FOREIGN TAXES - DNB OPPORTUNITIES III, LP	80	80		0