

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 2023, or tax year beginning 01-01-2023, and ending 12-31-2023

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, Initial return of a former public charity, Final return, Amended return, Address change, Name change. H Check type of organization: Section 501(c)(3) exempt private foundation. I Fair market value of all assets at end of year: \$60,185,025. 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; 2 Check if the foundation is not required to attach Sch. B; 3 Interest on savings and temporary cash investments; 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; b Gross sales price for all assets on line 6a; 7 Capital gain net income; 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); 11 Other income; 12 Total. Add lines 1 through 11; 13 Compensation of officers, directors, trustees, etc.; 14 Other employee salaries and wages; 15 Pension plans, employee benefits; 16a Legal fees; b Accounting fees; c Other professional fees; 17 Interest; 18 Taxes; 19 Depreciation and depletion; 20 Occupancy; 21 Travel, conferences, and meetings; 22 Printing and publications; 23 Other expenses; 24 Total operating and administrative expenses; 25 Contributions, gifts, grants paid; 26 Total expenses and disbursements; 27 Subtract line 26 from line 12; a Excess of revenue over expenses and disbursements; b Net investment income; c Adjusted net income.

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	96,658	90,220	90,220
	3 Accounts receivable ▶ <u>46,645</u>			
	Less: allowance for doubtful accounts ▶ _____	294,861	46,645	46,645
	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 ▶ _____	48,686		
	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)		18,372	57,079
	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)	48,848,529	51,323,749	59,991,081	
14 Land, buildings, and equipment: basis ▶ _____				
Less: accumulated depreciation (attach schedule) ▶ _____				
15 Other assets (describe ▶ _____)				
16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	49,288,734	51,478,986	60,185,025	
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			
	27 Paid-in or capital surplus, or land, bldg., and equipment fund			
	28 Retained earnings, accumulated income, endowment, or other funds	49,288,734	51,478,986	
29 Total net assets or fund balances (see instructions)	49,288,734	51,478,986		
30 Total liabilities and net assets/fund balances (see instructions)	49,288,734	51,478,986		

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	49,288,734
2 Enter amount from Part I, line 27a	2	2,090,252
3 Other increases not included in line 2 (itemize) ▶ _____	3	100,000
4 Add lines 1, 2, and 3	4	51,478,986
5 Decreases not included in line 2 (itemize) ▶ _____	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29	6	51,478,986

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 a Publicly-traded Securities			
b Passthrough K1 Capital Gain/(Loss)			
c DISTRIBUTED GLOBAL OFFSHORE FUND II LTD	P	2018-02-28	2023-03-31
d DISTRIBUTED GLOBAL OFFSHORE FUND II LTD	P	2018-02-28	2023-12-19
e OFFSHORE HEDGE FUND CAPITAL GAIN DISTRIB THERAPYDIA, INC.	P	2022-12-06	2023-12-31
THERAPYDIA, INC.	P	2014-12-14	2023-12-31

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 1,691,152		410,385	1,280,767
b			-599,993
c 20,581		2,997	17,584
d 2,298		653	1,645
e 39,461			39,461
0		48,686	-48,686
0		508,083	-508,083

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
(j) F.M.V. as of 12/31/69	(k) Adjusted basis as of 12/31/69	(l) Excess of col. (i) over col. (j), if any	
a			1,280,767
b			
c			17,584
d			1,645
e			39,461
			-48,686
			-508,083

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	182,695
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8		3	

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)		1	0
2 All other domestic foundations enter 1.39% (0.0139) of line 27b. Exempt foreign organizations enter 4% (0.04) of Part I, line 12, col. (b)		2	
3 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	0
4 Add lines 1 and 2.		4	
5 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	0
6 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-.		6	
7 Credits/Payments:			
a 2023 estimated tax payments and 2022 overpayment credited to 2023	6a 102,883		
b Exempt foreign organizations—tax withheld at source	6b 0		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7 102,883		
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached.	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.	10 102,883		
11 Enter the amount of line 10 to be: Credited to 2024 estimated tax Refunded	11		
	102,883		

Part VI-A Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

Table with columns Yes, No and row 1a

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition.

Table with columns Yes, No and row 1b

If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.

c Did the foundation file Form 1120-POL for this year?

Table with columns Yes, No and row 1c

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. (2) On foundation managers.

Table with columns Yes, No and row 1d

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers.

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

Table with columns Yes, No and row 2

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

3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments?

Table with columns Yes, No and row 3

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

Table with columns Yes, No and row 4a

b If "Yes," has it filed a tax return on Form 990-T for this year?

Table with columns Yes, No and row 4b

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.

Table with columns Yes, No and row 5

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: By language in the governing instrument, or By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?

Table with columns Yes, No and row 6

7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XIV.

Table with columns Yes, No and row 7

8a Enter the states to which the foundation reports or with which it is registered (see instructions) CA

Table with columns Yes, No and row 8a

b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation.

Table with columns Yes, No and row 8b

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2023 or the taxable year beginning in 2023? See the instructions for Part XIII. If "Yes," complete Part XIII

Table with columns Yes, No and row 9

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.

Table with columns Yes, No and row 10

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.

Table with columns Yes, No and row 11

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

Table with columns Yes, No and row 12

13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address

Table with columns Yes, No and row 13

14 The books are in care of Foundation Source Telephone no. (800) 839-1754 Located at 501 Silverside Road Suite 123 Wilmington DE ZIP+4 198091377

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

Table with columns Yes, No and row 14

16 At any time during calendar year 2023, 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 country

Table with columns Yes, No and row 15

Table with columns Yes, No and row 16

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 exempted acts, that were not corrected before the first day of the tax year beginning in 2023?
- 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 2023, did the foundation have any undistributed income (Part XII, lines 6d and 6e) for tax year(s) beginning before 2023?
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 2023 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 2023.)
- 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 2023?

	Yes	No
1a(1)		No
1a(2)		No
1a(3)		No
1a(4)	Yes	
1a(5)		No
1a(6)		No
1b		No
1d		No
2a		No
2b		
3a		No
3b		
4a		No
4b		No

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

- 5a** During the year did the foundation pay or incur any amount to:
 - (1)** Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?
 - (2)** Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
 - (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 described in section 4945(d)(4)(A)? See instructions
 - (5)** Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?
- 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
- 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 because it maintained expenditure responsibility for the grant?
If "Yes," attach the statement required by Regulations section 53.4945–5(d).
- 6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?
- b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?
If "Yes" to 6b, file Form 8870.
- 7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?
- b** 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?

	Yes	No
5a(1)		No
5a(2)		No
5a(3)		No
5a(4)	Yes	
5a(5)		No
5b		No
5d	Yes	
6a		No
6b		No
7a		No
7b		
8		No

Part VII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation. See instructions

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Ani Arutyunyan Foundation Source 501 Silverside Rd Wilmington, DE 198091377	Sec, Dir 1.0	0	0	0
John H Burbank III Foundation Source 501 Silverside Rd Wilmington, DE 198091377	Dir, Pres 1.0	0	0	0
Jim Cunningham Foundation Source 501 Silverside Rd Wilmington, DE 198091377	Dir, Trustee 1.0	0	0	0
Walther Lovato Foundation Source 501 Silverside Rd Wilmington, DE 198091377	Dir 1.0	0	0	0
Joanne Poile Foundation Source 501 Silverside Rd Wilmington, DE 198091377	Treas, Dir 1.0	0	0	0
Michelle Ruggeri Foundation Source 501 Silverside Rd Wilmington, DE 198091377	Treas 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 FOUNDATION SOURCE WILMINGTON, DE 198091377	EXECUTIVE DIRECTOR 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 55 Walls Drive 3rd Fl Fairfield, CT 06824	Administrative	116,217
Navolio & Tallman LLP 2121 N California Blvd Suite 610 Walnut Creek, CA 94596	Philanthropic	76,750

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

Part VIII- Summary of Direct Charitable Activities

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

	Expenses
1 _____ _____	

2 _____ _____	

3 _____ _____	

4 _____ _____	


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

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

	Amount
1 _____ _____	

2 _____ _____	

All other program-related investments. See instructions.	
3 _____ _____	

Total. Add lines 1 through 3 

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities.	1a	32,960
b	Average of monthly cash balances.	1b	81,366
c	Fair market value of all other assets (see instructions).	1c	60,061,143
d	Total (add lines 1a, b, and c).	1d	60,175,469
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d.	3	60,175,469
4	Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see instructions).	4	902,632
5	Net value of noncharitable-use assets. Subtract line 4 from line 3.. . . .	5	59,272,837
6	Minimum investment return. Enter 5% (0.05) of line 5.	6	2,963,642

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	2,963,642
2a	Tax on investment income for 2022 from Part V, line 5.	2a	0
b	Income tax for 2022. (This does not include the tax from Part V.).	2b	
c	Add lines 2a and 2b.	2c	0
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	2,963,642
4	Recoveries of amounts treated as qualifying distributions.	4	100,000
5	Add lines 3 and 4.	5	3,063,642
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XII, line 1.	7	3,063,642

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	4,144,603
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	0
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part XII, line 4.. . . .	4	4,144,603

Part XII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2022	(c) 2022	(d) 2023
1 Distributable amount for 2023 from Part X, line 7				3,063,642
2 Undistributed income, if any, as of the end of 2022:				
a Enter amount for 2022 only.			3,798,805	
b Total for prior years: 20 ____, 20 ____, 20 ____				
3 Excess distributions carryover, if any, to 2022:				
a From 2018.				
b From 2019.				
c From 2020.				
d From 2021.				
e From 2022.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2023 from Part XI, line 4: ▶ \$ <u>4,144,603</u>				
a Applied to 2022, but not more than line 2a			3,798,805	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2023 distributable amount				345,798
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2023. (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0			
b Prior years' undistributed income. Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see instructions.				
e Undistributed income for 2022. Subtract line 4a from line 2a. Taxable amount—see instructions.				
f Undistributed income for 2023. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2024				2,717,844
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).				
8 Excess distributions carryover from 2018 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2024. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9:				
a Excess from 2019				
b Excess from 2020				
c Excess from 2021.				
d Excess from 2022				
e Excess from 2023	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 2023, 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)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part IX for each year listed

	Tax year	Prior 3 years			(e) Total
	(a) 2023	(b) 2022	(c) 2021	(d) 2020	
b 85% (0.85) of line 2a					
c Qualifying distributions from Part XI, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test—enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part IX, line 6 for each year listed					
c "Support" alternative test—enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)
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.

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>				
ALASKA COMMUNITY ACTION ON TOXICS 1225 E INTL AIRPORT RD STE 220 ANCHORAGE,AK 99518	N/A	P C	Communicating Impact of Toxics In the Arctic	50,000
AMERICAN CIVIL LIBERTIES UNION FOUNDATION INC 125 BROAD ST 18TH FLOOR NEW YORK,NY 10004	N/A	P C	Employee Matching	250
BAY AREA LEGAL AID 1735 TELEGRAPH AVE OAKLAND,CA 94612	N/A	P C	Employee Matching	250
BENNINGTON COLLEGE CORPORATION ONE COLLEGE DR BENNINGTON,VT 05201	N/A	P C	Media Briefings On Plastics Pollution	50,000
BLACK WOMEN FOR WELLNESS PO BOX 292516 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 2701 UNIVERSITY AVE SE STE 209 MINNEAPOLIS,MN 55414	N/A	P C	True Health Hazard Tool Chemicals	150,000
BREAST CANCER PREVENTION PARTNERS 1388 SUTTER ST STE 901 SAN FRANCISCO,CA 94109	N/A	P C	Clearya	100,000
BREAST CANCER PREVENTION PARTNERS 1388 SUTTER ST STE 901 SAN FRANCISCO,CA 94109	N/A	P C	BCPP's work on beauty and personal care product safety	75,000
BUSINESS EXECUTIVES FOR NATIONAL SECURITY 1030 15TH ST NW STE 200 E WASHINGTON,DC 20005	N/A	P C	General & Unrestricted	25,000
CENTER FOR INTERNATIONAL ENVIRONMENTAL LAW INC 1101 15TH ST NW 11TH FLOOR WASHINGTON,DC 20005	N/A	P C	Plastics Treaty Negotiations	110,000
CENTER FOR SCIENCE IN THE PUBLIC INTEREST 1250 I ST NW STE 500 WASHINGTON,DC 20005	N/A	P C	Chemical Additives in Food	200,000
COMING CLEAN INC 28 VERNON ST STE 434 BRATTLEBORO,VT 05301	N/A	P C	Campaign for Healthier Solutions	75,000
DANA FARBER CANCER INSTITUTE INC 10 BROOKLINE PL WEST BROOKLINE,MA 02445	N/A	P C	General & Unrestricted	1,530
DEFEND OUR HEALTH 565 CONGRESS ST STE 204 PORTLAND,ME 04101	N/A	P C	Slashing Human Health Risks from Plastic	200,000

EDGEWOOD CENTER FOR CHILDREN AND FAMILIES 1801 VICENTE ST SAN FRANCISCO,CA 94116	N/A	P C	General & Unrestricted	1,000
EDGEWOOD CENTER FOR CHILDREN AND FAMILIES 1801 VICENTE ST SAN FRANCISCO,CA 94116	N/A	P C	Employee Matching	5,000
ENVIRONMENTAL DEFENSE FUND INCORPORATED 257 PARK AVE SOUTH NEW YORK,NY 10010	N/A	P C	Safe Food For All	200,000
ENVIRONMENTAL PROTECTION NETWORK 2925 LEGATION ST NW WASHINGTON,DC 20015	N/A	P C	General Support for EPN's Work to Reduce Exposures to Toxic Chemicals Through Policy, Technical Assistance, and Media	75,000
ENVIRONMENTAL WORKING GROUP 1250 I ST NW STE 1000 WASHINGTON,DC 20005	N/A	P C	Food Chemicals Campaign	100,000
EQUAL JUSTICE INITIATIVE 122 COMMERCE ST MONTGOMERY,AL 36104	N/A	P C	Employee Matching	1,000
GOLDEN STATE WARRIORS COMMUNITY FOUNDATION 1 WARRIORS WAY SAN FRANCISCO,CA 94158	N/A	P C	General Support	25,000
GREEN SCIENCE POLICY INSTITUTE 1400 SHATTUCK AVE STE 8 BERKELEY,CA 94709	N/A	P C	Flame Retardants & PFAS	150,000
HABITABLE 4911 7TH ST NW WASHINGTON,DC 20011	N/A	P C	ChemFoward's Safer Chemistry Impact Fund	25,000
HABITABLE 4911 7TH ST NW WASHINGTON,DC 20011	N/A	P C	Accelerating Green Chemistry and Safer Products	300,000
HABITABLE 4911 7TH ST NW WASHINGTON,DC 20011	N/A	P C	ChemFORWARD	250,000
INNOCENCE PROJECT INC 40 WORTH ST RM 701 NEW YORK,NY 10013	N/A	P C	Employee Matching	250
INTERNATIONAL POLLUTANTS ELIMINATION NETWORK BOX 7256 GOTHENBURG 40235 SW	N/A	N C	Expenditure Responsibility Grant	100,000
KESHO 397 PIEDMONT RD COLUMBUS,OH 43214	N/A	P C	Neema's House Fundraiser	500
MIRACLEFEET 107 CONNOR DR STE 230 CHAPEL HILL,NC 27514	N/A	P C	General Support for MiracleFeet	500,000
MOLLY SMILES FOUNDATION INC 125 FELIZ CT DANVILLE,CA 94526	N/A	P C	Employee Matching	250
PAN-MASSACHUSETTS CHALLENGE	N/A	P C	Employee Matching	6,000

INC 77 4TH AVENUE NEEDHAM,MA 02494				
PATH MINISTRIES INTERNATIONAL PO BOX 4010 SEAL BEACH,CA 90740	N/A	P C	General & Unrestricted	10,000
PHYSICIANS FOR SOCIAL RESPONSIBILITY INC 617 SOUTH OLIVE ST LOS ANGELES,CA 90014	N/A	P C	Reducing Disparate Health Impacts-Safer Chemistry	200,000
PLANNED PARENTHOOD FEDERATION OF AMERICA INC 123 WILLIAMS ST 10TH FL NEW YORK,NY 10038	N/A	P C	Employee Matching	1,000
SAN FRANCISCO AIDS FOUNDATION 1035 MARKET ST SUITE 400 SAN FRANCISCO,CA 94103	N/A	P C	General & Unrestricted	250
SOCIAL AND ENVIRONMENTAL ENTREPRENEURS 23564 CALABASAS RD CALABASAS,CA 91302	N/A	P C	Californians for Pesticide Reform	80,000
SUPPORT FOR FAMILIES OF CHILDREN WITH DISABILITIES 832 FOLSOM ST STE 1001 SAN FRANCISCO,CA 94107	N/A	P C	Employee Matching	500
THE ARC OF THE UNITED STATES 2000 PENNSYLVANIA AVE SUITE 500 WASHINGTON,DC 20006	N/A	P C	Project TENDR (Targeting Neuro Developmental RISks)	60,000
THE DESIGN MUSEUM 224-238 KENSINGTON HIGH ST KENSINGTON,London W8 6AG UK	N/A	Other	General & Unrestricted	12,390
TOXIC-FREE FUTURE 4649 SUNNYSIDE AVE N STE 540 SEATTLE,WA 98103	N/A	P C	Safer States Chemical and Plastics Campaign	200,000
TRUSTEES OF COLUMBIA UNIVERSITY IN THE CITY OF NEW 722 W 168TH ST 12TH FL NEW YORK,NY 10032	N/A	P C	Agents of Change: Protecting Womens Health	160,000
UNIVERSITY OF CALIFORNIA SAN FRANCISCO PO BOX 45339 SAN FRANCISCO,CA 94145	N/A	P C	Defending Science and Promoting Evidence-Based Decision Making about Toxic Environmental Chemicals	125,000
YMCA CAMP JONES GULCH 11000 PESCADERO RD LA HONDA,CA 94020	N/A	P C	Employee Matching	500
ZOUVES FOUNDATION FOR REPRODUCTIVE MEDICINE 1241 E HILLSDALE BLVD 100 FOSTER CITY,CA 94404	N/A	P C	Research To Increase Success of IVF Treatment	25,000
Total			▶ 3a	3,710,670
b <i>Approved for future payment</i>				

Total ▶ **3b**

Part XV-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

- 1 Program service revenue:
a
b
c
d
e
f
g Fees and contracts from government agencies
2 Membership dues and assessments
3 Interest on savings and temporary cash investments
4 Dividends and interest from securities
5 Net rental income or (loss) from real estate:
a Debt-financed property.
b Not debt-financed property.
6 Net rental income or (loss) from personal property
7 Other investment income
8 Gain or (loss) from sales of assets other than inventory
9 Net income or (loss) from special events:
10 Gross profit or (loss) from sales of inventory
11 Other revenue:
a K-1 Inc/Loss
b INTEREST FROM PARTNERSHIPS
c INTEREST FROM PRI
d
e

Table with 5 columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include interest on savings (14, 1,387), gain from sales of assets (525990, -62, 18, -1,198,557), and other revenue (525990, -10,318, 14, 175,837).

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

Part XV-B Relationship of Activities to the Accomplishment of Exempt Purposes

Table with 2 columns: Line No., Explain below how each activity for which income is reported in column (e) of Part XV-A contributed importantly to the accomplishment of the foundation's exempt purposes. Row 1: INTEREST FROM LOAN TO PRACTICE GREENHEALTH TO PROVIDE MANAGEMENT SERVICES FOR ORGANIZATIONS WHO WILL EXCHANGE UNDESIRABLE PRODUCTS FOR PRODUCTS THAT DO NOT POSE INAPPROPRIATE HEALTH RISKS.

Additional Data

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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 for the latest information.

2023

Name of the organization The Passport Foundation	Employer identification number 26-1580196
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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 Passport Foundation

Employer identification number
26-1580196

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	Burbank III John H 122 W Dilido Dr Miami, FL 33139	\$ 7,006,322	<input checked="" type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
2	Ventures LLC Nimble 122 W Dilido Dr Miami, C A 33139	\$ 1,803,555	<input checked="" type="checkbox"/> Person <input type="checkbox"/> Payroll <input checked="" type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
-		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
-		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
-		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
-		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)

Name of organization The Passport Foundation	Employer identification number 26-1580196
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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
2	<u>Rigetti Computing Inc RGTI, 109908 sh.</u>	<u>\$ 64,906</u>	<u>2023-03-14</u>
2	<u>ABAXX TECHNOLOGIES INC ABXXF, 129000 sh.</u>	<u>\$ 249,305</u>	<u>2023-03-17</u>
2	<u>ABAXX TECHNOLOGIES INC ABXXF, 175250 sh.</u>	<u>\$ 312,821</u>	<u>2023-03-24</u>
2	<u>APPLOVIN CORP APP, 5700 sh.</u>	<u>\$ 158,204</u>	<u>2023-07-11</u>
2	<u>APPLOVIN CORP APP, 32000 sh.</u>	<u>\$ 1,006,400</u>	<u>2023-08-01</u>
.	_____	_____ \$	_____

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) 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 2023 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	76,750			76,750

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

TY 2023 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
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Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2023 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 GOTHENBURG 40235 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, 5/25/2022, 3/28/2023		NONE NECESSARY
INTERNATIONAL POLLUTANTS ELIMINATION NET	BOX 7256 GOTHENBURG 40235 SW	2022-07-02	100,000	SUPPORT LEVERAGING THE TREATY PROCESS TO ADVANCE ENVIRONMENTAL HEALTH GOALS	100,000	NO	03/28/2023, 05/20/2024		NONE NECESSARY
INTERNATIONAL POLLUTANTS ELIMINATION NET	BOX 7256 GOTHENBURG 40235 SW	2023-10-03	100,000	SUPPORT LEVERAGING THE TREATY PROCESS TO ADVANCE ENVIRONMENTAL HEALTH GOALS	89,139	NO	05/20/2024		NONE NECESSARY

TY 2023 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 990-PF, PART I, LN 6A	PART I LINE 6A (990-PF) - RECONCILIATION OF NET GAIN/(LOSS) FROM SALES OF	TOTAL INCLUDED IN PART IV: (DETAILS BELOW) NET GAIN/(LOSS): \$(641,788) TOTAL NOT INCLUDED IN PART IV: PASSTHROUGH K-1 CAPITAL GAIN/(LOSS) - UBI NET GAIN/(LOSS): \$(62) TOTAL PART I, LINE 6A: \$(1,198,619) DETAILS OF ASSETS INCLUDED IN PART IV: PUBLICLY-TRADED SECURITIES GROSS SALES PRICE: \$1,691,152 BOOK BASIS: \$1,791,637 NET GAIN/(LOSS): \$(100,485) PASSTHROUGH K-1 CAPITAL GAIN/(LOSS) - NON UBI NET GAIN/(LOSS): \$(599,993) SALES OF OTHER ITEMIZED ASSETS GROSS SALES PRICE: \$62,340 BOOK BASIS: \$560,419 NET GAIN/(LOSS): \$(498,079)

TY 2023 IRS 990 e-File Render

Name: The Passport Foundation

EIN: 26-1580196

Name of Stock	End of Year Book Value	End of Year Fair Market Value
THE ONCOLOGY INSTITUTE, INC	18,372	57,079

TY 2023 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		1,060,245	1,159,472
AAF II - YASI VENTURES, L.P		219,022	235,452
ALIGNMENT GROWTH FUND I, LP		407,089	302,946
BIG LEAGUE ADVANCE FUND II, LP		359,765	642,334
BOOST VC ACCELERATOR 3, L.P		286,641	203,979
BUCKLEY VENTURES III, LP		267,693	170,053
BULLPEN CAPITAL IV, L.P		419,535	779,648
CH VENTURES I, L.P		193,919	232,994
CH VENTURES II, L.P		117,527	176,759
CHANGE.ORG GROWTH LLC		7,149	
CIVILIZATION VENTURES II, L.P.		175,482	146,872
CLOCKTOWER CLIMATE AND SUSTAIN		93,859	71,099
CLOCKTOWER LATIN AMERICAN TECH		137,114	145,561
COURTSIDE VENTURES II, L.P		377,240	662,049
COURTSIDE VENTURES III, L.P		669,934	571,929
CRE VENTURE CAPITAL FUND II, L		432,152	847,036
CV 2-KREATE, L.P		186,877	245,747
DISTRIBUTED GLOBAL OFFSHORE FU		29,372	97,653
ELECTRIC CAPITAL PARTNERS FRON			13,193
FMZ VENTURES FUND I, L.P		461,361	410,361
FORMATION8 PARTNERS ENTREPRENE		181,766	611,301
FYRFLY VENTURE PARTNERS FUND I		338,414	424,548
GK VENTURES, LP		69,212	45,182
GLOBAL VENTURES L.P		123,979	180,181
GOVTECH FUND I, L.P		1,181,764	1,810,387
GOVTECH FUND II, L.P		694,774	898,718
HAVENCREST HEALTHCARE PARTNERS		162,243	115,020
HAVENCREST HEALTHCARE PARTNERS		446,424	608,327
HCM V, L.P		758,473	584,287
HEROIC VENTURES, L.P		118,583	868,352
HUAXING CAPITAL PARTNERS II, L		173,463	194,632
HUAXING CAPITAL PARTNERS, LP		363,230	315,840
INNOVATION WORKS DEVELOPMENT F		288,189	428,522
KONVOY VENTURES III LP		69,754	47,415
LEARNSTART I, L.P		172,700	234,768
LEARNSTART II, L.P.		229,412	180,286
LEGACY CAPITAL, LP		947,867	1,238,357
LEGACY HARMONY LTD		742,465	1,114,750
LEVEL EQUITY GROWTH PARTNERS I		490,289	805,454
LJ VENTURES FUND II, L.P		787,346	1,051,180
LJV FUND III, L.P		237,858	226,287
LJV OPPORTUNITY FUND I, L.P		269,274	190,996

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MADIBA 6-2 LLC		1,027,744	927,624
MAVEN VENTURES FUND II, L.P		251,053	965,772
MAVEN VENTURES FUND III, L.P		127,272	151,353
MERON II, L.P		205,366	224,565
META STABLE EDGE OFFSHORE FUND			243,953
MITHRIL II LP		826,809	673,141
MORTAR & MASH ONE, LLC		35,063	15,017
MOSAIC GENERAL FUND I, LP (FKA		150,901	134,020
NEW FORM CAPITAL I, L.P.		1,256,514	1,529,945
NEW NORTH VENTURES FUND I, L.P		290,060	207,372
NEXT COAST VENTURES III, L.P		109,668	56,271
NIMBLE PARTNERS FUND I, LP		21,381,254	25,411,549
NIMBLE PARTNERS FUND II, LP		5,308,846	3,889,202
QUIET GROWTH I, L.P		327,452	375,905
REGENERATION.VC FUND 1, LP		134,894	126,503
ROCANA VENTURE PTNRS II (US) L		168,143	306,911
ROGUE CAPITAL PARTNERS, L.P		164,355	193,577
RTW OFFSHORE FUND ONE LTD			49,305
SALT FUND I, L.P.		179,839	216,521
SILVER LAKE WATERMAN FUND, L.P		31,592	11,526
SKY9 CAPITAL FUND III, L.P		681,113	691,335
SKY9 CAPITAL FUND IV, L.P		211,659	266,247
SKY9 CAPITAL MVP FUND, L.P		476,575	342,149
SYBIL CAPITAL FUND I-B FEEDER		850,000	700,041
TANDEM FUND II, LP		248,901	982,321
TFG HOLDING, INC		137,659	191,705
THE CXO FUND, LLC		227,697	319,523
UNIKOINGOLD		303,858	652
VOLTA ENERGY STORAGE FUND I L.		343,867	352,247
WILL VENTURES FUND I, L.P		375,055	518,192
WILL VENTURES FUND II, LP		121,866	87,795
WTI FUND X LLC		619,219	538,915

TY 2023 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	19,349			19,349

TY 2023 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	116,217			116,217
Bank Charges	25	25		
Foundation Dues & Memberships	8,697			8,697
K-1 Exp 1KX LP	28,795	28,794		
K-1 Exp AAF II - YASI VENTURES	7,055	7,055		
K-1 Exp ALIGNMENT GROWTH FUND	22,064	22,064		
K-1 Exp BIG LEAGUE ADVANCE FUN	771	765		
K-1 Exp BOOST VC ACCELERATOR 3	11,813	11,813		
K-1 Exp BUCKLEY VENTURES III,	12,449	12,449		
K-1 Exp BULLPEN CAPITAL IV, L.	13,315	13,315		
K-1 Exp CH VENTURES I, L.P	2,780	2,780		
K-1 Exp CH VENTURES II, L.P	8,676	8,676		
K-1 Exp CIVILIZATION VENTURES	5,372	5,372		
K-1 Exp CLOCKTOWER CLIMATE AND	8,532	8,532		
K-1 Exp CLOCKTOWER LATIN AMERI	7,019	7,019		
K-1 Exp COURTSIDE VENTURES II,	11,394	11,394		
K-1 Exp COURTSIDE VENTURES III	30,092	30,092		
K-1 Exp CRE VENTURE CAPITAL FU	13,502	13,502		
K-1 Exp CV 2-KREATE, L.P	5,447	5,447		
K-1 Exp FMZ VENTURES FUND I, L	11,040	11,040		
K-1 Exp FORMATION8 PARTNERS EN	712	712		
K-1 Exp FYRFLY VENTURE PARTNER	9,403	9,403		
K-1 Exp GLOBAL VENTURES L.P	2,903	2,903		
K-1 Exp GOVTECH FUND I, L.P	19,807	19,807		
K-1 Exp GOVTECH FUND II, L.P	18,355	18,355		
K-1 Exp HAVENCREST HEALTHCARE	14,244	14,227		
K-1 Exp HAVENCREST HEALTHCARE	12,216	11,794		
K-1 Exp HCM V, L.P	26,881	26,881		
K-1 Exp HEROIC VENTURES, L.P	1,482	1,482		
K-1 Exp HUAXING CAPITAL PARTNE	2,942	2,942		
K-1 Exp HUAXING CAPITAL PARTNE	7,494	7,494		
K-1 Exp INNOVATION WORKS DEVEL	9,593	9,593		
K-1 Exp KONVOY VENTURES III LP	10,956	10,956		
K-1 Exp LEARNSTART I, L.P	6,713	6,713		
K-1 Exp LEARNSTART II, L.P.	14,336	14,336		
K-1 Exp LEGACY CAPITAL, LP	80,839	80,834		
K-1 Exp LEVEL EQUITY GROWTH PA	18,872	18,334		
K-1 Exp LJ VENTURES FUND II, L	25,965	25,965		
K-1 Exp LJV FUND III, L.P	13,315	13,315		
K-1 Exp LJV OPPORTUNITY FUND I	8,544	8,544		
K-1 Exp MADIBA 6-2 LLC	4,022	4,022		
K-1 Exp MAVEN VENTURES FUND II	11,926	11,926		
K-1 Exp MAVEN VENTURES FUND II	6,851	6,851		
K-1 Exp MERON II, L.P	11,447	11,447		
K-1 Exp MITHRIL II LP	12,048	12,048		
K-1 Exp MORTAR & MASH ONE, LLC	27			
K-1 Exp MOSAIC GENERAL FUND I,	13,377	13,377		
K-1 Exp NEW FORM CAPITAL I, L.	33,709	33,709		
K-1 Exp NEW NORTH VENTURES FUN	15,614	15,614		
K-1 Exp NEXT COAST VENTURES II	8,838	8,838		
K-1 Exp NIMBLE PARTNERS FUND I	624,563	623,022		
K-1 Exp NIMBLE PARTNERS FUND I	164,816	164,816		
K-1 Exp QUIET GROWTH I, L.P	10,670	10,670		
K-1 Exp REGENERATION.VC FUND 1	5,890	5,890		
K-1 Exp ROCANA VENTURE PTNRS I	9,702	9,702		
K-1 Exp ROGUE CAPITAL PARTNERS	13,312	13,312		
K-1 Exp SALT FUND I, L.P.	7,696	7,696		
K-1 Exp SILVER LAKE WATERMAN F	2	2		
K-1 Exp SKY9 CAPITAL FUND III,	21,841	21,841		
K-1 Exp SKY9 CAPITAL FUND IV,	6,574	6,574		
K-1 Exp SKY9 CAPITAL MVP FUND,	5,091	5,091		
K-1 Exp TANDEM FUND II, LP	20	20		
K-1 Exp THE CXO FUND, LLC	1,823	1,823		
K-1 Exp VOLTA ENERGY STORAGE F	11,267	11,267		
K-1 Exp WILL VENTURES FUND I,	11,462	11,462		
K-1 Exp WILL VENTURES FUND II,	12,750	12,750		
K-1 Exp WTI FUND X LLC	5,024	5,024		
POSTAGE/DELIVERY SERVICE	39			39
STATE OR LOCAL FILING FEES	420			420

TY 2023 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	13,463	13,446	
K-1 Inc/Loss AAF II - YASI VENTURES, L.P	394	394	
K-1 Inc/Loss ALIGNMENT GROWTH FUND I, LP	551	551	
K-1 Inc/Loss BIG LEAGUE ADVANCE FUND II, LP	8,944	8,944	
K-1 Inc/Loss BOOST VC ACCELERATOR 3, L.P	1,067	1,067	
K-1 Inc/Loss BUCKLEY VENTURES III, LP	1,091	1,091	
K-1 Inc/Loss BULLPEN CAPITAL IV, L.P	14	14	
K-1 Inc/Loss CIVILIZATION VENTURES II, L.P.	302	302	
K-1 Inc/Loss CLOCKTOWER CLIMATE AND SUSTAINABILIT	64	66	
K-1 Inc/Loss CLOCKTOWER LATIN AMERICAN TECHNOLOGI	56	56	
K-1 Inc/Loss COURTSIDE VENTURES II, L.P	473	473	
K-1 Inc/Loss COURTSIDE VENTURES III, L.P	474	474	
K-1 Inc/Loss CRE VENTURE CAPITAL FUND II, L.P	324	324	
K-1 Inc/Loss CV 2-KREATE, L.P	1,379	1,379	
K-1 Inc/Loss FMZ VENTURES FUND I, L.P	179	179	
K-1 Inc/Loss FORMATION8 PARTNERS ENTREPRENEURS FU	279	279	
K-1 Inc/Loss GLOBAL VENTURES L.P	20	20	
K-1 Inc/Loss GOVTECH FUND I, L.P	97	97	
K-1 Inc/Loss GOVTECH FUND II, L.P	11,529	11,529	
K-1 Inc/Loss HAVENCREST HEALTHCARE PARTNERS II, L	-734	2,850	
K-1 Inc/Loss HAVENCREST HEALTHCARE PARTNERS, LP	-8,242	-28	
K-1 Inc/Loss HCM V, L.P	1,081	1,081	
K-1 Inc/Loss HEROIC VENTURES, L.P	75	75	
K-1 Inc/Loss HUAXING CAPITAL PARTNERS II, LP	1,114	1,114	
K-1 Inc/Loss HUAXING CAPITAL PARTNERS, LP	2,978	2,978	
K-1 Inc/Loss INNOVATION WORKS DEVELOPMENT FUND, L	337	337	
K-1 Inc/Loss LEARNSTART I, L.P	196	196	
K-1 Inc/Loss LEARNSTART II, L.P.	645	645	
K-1 Inc/Loss LEGACY CAPITAL, LP	21,610	21,610	
K-1 Inc/Loss LEVEL EQUITY GROWTH PARTNERS I, LP	-4,630	1,221	
K-1 Inc/Loss LJ VENTURES FUND II, L.P	214	214	
K-1 Inc/Loss LJV FUND III, L.P	438	438	
K-1 Inc/Loss LJV OPPORTUNITY FUND I, L.P	240	240	
K-1 Inc/Loss MAVEN VENTURES FUND II, L.P	212	212	
K-1 Inc/Loss MAVEN VENTURES FUND III, L.P	382	382	
K-1 Inc/Loss MERON II, L.P	371	371	
K-1 Inc/Loss MITHRIL II LP	3,258	3,258	
K-1 Inc/Loss MORTAR & MASH ONE, LLC	6,732	750	
K-1 Inc/Loss MOSAIC GENERAL FUND I, LP (FKA MASTR	254	254	
K-1 Inc/Loss NEW FORM CAPITAL I, L.P.	1,229	1,229	
K-1 Inc/Loss NEXT COAST VENTURES III, L.P	1,793	1,793	
K-1 Inc/Loss NIMBLE PARTNERS FUND I, LP	30,025	28,691	
K-1 Inc/Loss NIMBLE PARTNERS FUND II, LP	3,003	3,003	
K-1 Inc/Loss QUIET GROWTH I, L.P	75	75	
K-1 Inc/Loss REGENERATION.VC FUND 1, LP	298	298	
K-1 Inc/Loss ROGUE CAPITAL PARTNERS, L.P	10	10	
K-1 Inc/Loss SALT FUND I, L.P.	194	194	
K-1 Inc/Loss SILVER LAKE WATERMAN FUND, L.P	-880	-880	
K-1 Inc/Loss SKY9 CAPITAL FUND IV, L.P	15	15	
K-1 Inc/Loss TANDEM FUND II, LP	24	24	
K-1 Inc/Loss THE CXO FUND, LLC	3,643	3,643	
K-1 Inc/Loss VOLTA ENERGY STORAGE FUND I L.P.	1,352	1,352	
K-1 Inc/Loss WILL VENTURES FUND I, L.P	508	508	
K-1 Inc/Loss WTI FUND X LLC	56,999	56,999	
Interest Income from PRI	16,156	16,156	16,156
Interest from partnerships	17,345	17,345	

TY 2023 IRS 990 e-File Render

Name: The Passport Foundation

EIN: 26-1580196

Description	Amount
RETURNED GRANT	100,000

TY 2023 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	15,000			15,000
IT SERVICES	13,750			13,750

TY 2023 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 2023	40,700			
Foreign Tax Paid	35	35		