

990-PF

Form
Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.

▶ Go to www.irs.gov/Form990PF for instructions and the latest information.

OMB No. 1545-0047

2023

Open to Public Inspection

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

Name of foundation BEZOS FAMILY FOUNDATION		A Employer identification number 91-2073258	
% BEZOS FAMILY FOUNDATION			
Number and street (or P.O. box number if mail is not delivered to street address) 1700 7th Avenue 116 Suite 149	Room/suite	B Telephone number (see instructions) (206) 275-2048	
City or town, state or province, country, and ZIP or foreign postal code Seattle, WA 98101		C If exemption application is pending, check here ☐	
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here..... ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ... ☐	
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶\$ 168,132,074	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	

Part I		Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)</i>	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received (attach schedule)	185,534,790			
	2	Check ☐ if the foundation is not required to attach Sch. B				
	3	Interest on savings and temporary cash investments	0	497,134		
	4	Dividends and interest from securities	1,253,065	752,748		
	5a	Gross rents	0	0		
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	0			
	b	Gross sales price for all assets on line 6a 44,130,856				
	7	Capital gain net income (from Part IV, line 2)		39,858,691		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold					
c	Gross profit or (loss) (attach schedule)					
11	Other income (attach schedule)	38,226,867	456,493			
12	Total. Add lines 1 through 11	225,014,722	41,565,066			
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.	394,784			394,784
	14	Other employee salaries and wages	3,824,334			3,824,334
	15	Pension plans, employee benefits	676,303			676,303
	16a	Legal fees (attach schedule)	328,942			328,942
	b	Accounting fees (attach schedule)	25,000	0	0	0
	c	Other professional fees (attach schedule)	2,850,500			2,850,500
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	884,172	25,970		309,172
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy	20,432			20,432
	21	Travel, conferences, and meetings	866,906			866,906
	22	Printing and publications	61,305			61,305
	23	Other expenses (attach schedule)	978,302	253,366		738,643
	24	Total operating and administrative expenses. Add lines 13 through 23	10,910,980	279,336	0	10,071,321
	25	Contributions, gifts, grants paid	156,961,900			156,961,900
	26	Total expenses and disbursements. Add lines 24 and 25	167,872,880	279,336	0	167,033,221
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	57,141,842			
	b	Net investment income (if negative, enter -0-)		41,285,730		
	c	Adjusted net income (if negative, enter -0-)				

Part II		Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)	Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing				
	2	Savings and temporary cash investments	11,181,454	20,132,347	23,718,146	
	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		9,015	9,015	
	10a	Investments—U.S. and state government obligations (attach schedule)				
	b	Investments—corporate stock (attach schedule)	82,425,659	125,338,755	125,338,755	
	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)				
	14	Land, buildings, and equipment: basis ▶ _____ Less: accumulated depreciation (attach schedule) ▶ _____				
15	Other assets (describe ▶ _____)	13,699,570	19,066,158	19,066,158		
16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	107,306,683	164,546,275	168,132,074		
Liabilities	17	Accounts payable and accrued expenses	-984	95,501		
	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 ▶ _____)	8,499	9,754		
	23	Total liabilities (add lines 17 through 22).	7,515	105,255		
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here ▶ ☐ and complete lines 24, 25, 29 and 30.					
	24	Net assets without donor restrictions				
	25	Net assets with donor restrictions				
	Foundations that do not follow FASB ASC 958, check here ▶ ☒ and complete lines 26 through 30.					
	26	Capital stock, trust principal, or current funds				
	27	Paid-in or capital surplus, or land, bldg., and equipment fund				
	28	Retained earnings, accumulated income, endowment, or other funds	107,299,168	164,441,020		
	29	Total net assets or fund balances (see instructions)	107,299,168	164,441,020		
30	Total liabilities and net assets/fund balances (see instructions) .	107,306,683	164,546,275			

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)	107,299,168
2	Enter amount from Part I, line 27a	57,141,842
3	Other increases not included in line 2 (itemize) ▶ _____	10
4	Add lines 1, 2, and 3	164,441,020
5	Decreases not included in line 2 (itemize) ▶ _____	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29.	164,441,020

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 150,200 SHARES OF AMAZON INC	P	2008-03-17	2023-03-22
b 39,435 SHARES OF AMAZON, INC.	P	2008-03-17	2023-06-20
c 38,184 SHARES OF AMAZON, INC.	P	2008-03-17	2023-09-21
d 100,856 SHARES OF AMAZON, INC.	P	2008-03-17	2023-11-27
e ATTACHMENT D-1		2022-12-31	2023-12-21
100 SHARES VANGUARD REAL ESTATE ETF		2018-08-02	2023-02-10
4,692 SHARES VANGUARD REAL ESTATE ETF			2023-02-10
120 SHARES VANGUARD REAL ESTATE ETF		2018-12-03	2023-08-30

(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 14,997,001		976	14,996,025
b 5,000,059		256	4,999,803
c 5,000,153		248	4,999,905
d 15,000,067		656	14,999,411
e 3,693,697		3,884,545	-190,848
8,972		7,853	1,119
420,960		368,225	52,735
9,947		9,406	541

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			14,996,025
b			4,999,803
c			4,999,905
d			14,999,411
e			-190,848
			1,119
			52,735
			541

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	39,858,691
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)

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1.
Date of ruling or determination letter: (attach copy of letter if necessary—see instructions)

1

573,872

b 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 Add lines 1 and 2.

3

573,872

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

4

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

5

573,872

6 Credits/Payments:

6a 2023 estimated tax payments and 2022 overpayment credited to 2023

6a

590,433

6b Exempt foreign organizations—tax withheld at source

6b

0

6c Tax paid with application for extension of time to file (Form 8868)

6c

150,000

6d Backup withholding erroneously withheld

6d

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

7

740,433

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

8

0

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

9

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

10

166,561

11 Enter the amount of line 10 to be: Credited to 2024 estimated tax

11

166,561

Refunded

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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?		Yes	No
1a				No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition.			No
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file Form 1120-POL for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ (2) On foundation managers. \$			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		No
	If "Yes," attach a detailed description of the activities.			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes.	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	Yes	
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	Yes	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		No
	If "Yes," attach the statement required by General Instruction T.			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: By language in the governing instrument, or By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XIV.	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) WA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation.	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2023 or the taxable year beginning in 2023? See the instructions for Part XIII. If "Yes," complete Part XIII	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.	10		No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions.	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address WWW.BEZOSFAMILYFOUNDATION.ORG	13	Yes	
14	The books are in care of BEZOS FAMILY FOUNDATION Telephone no. (206) 275-2048 Located at 1700 7TH AVENUE SUITE 116 149 Seattle WA ZIP+4 98101			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —check here and enter the amount of tax-exempt interest received or accrued during the year.	15		
16	At any time during calendar year 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	16	Yes	No

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

- 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 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)	Yes	
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

No

8

No

Part VII

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

1

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MIGUEL A BEZOS 1700 7th Avenue 116 Seattle, WA 98101	DIRECTOR, VICE PRES, SECRETARY 0	0	0	0
JACKLYN G BEZOS 1700 7th Avenue 116 Seattle, WA 98101	DIRECTOR, CHAIR, PRESIDENT 0	0	0	0
CHRISTINA BEZOS POORE 1700 7th Avenue 116 Seattle, WA 98101	DIRECTOR 0	0	0	0
MARK S BEZOS 1700 7th Avenue 116 Seattle, WA 98101	DIRECTOR 0	0	0	0
LISA BEZOS 1700 7th Avenue 116 Seattle, WA 98101	DIRECTOR 0	0	0	0
STEPHEN S POORE 1700 7th Avenue 116 Seattle, WA 98101	DIRECTOR 0	0	0	0
JEFFREY P BEZOS 1700 7th Avenue 116 Seattle, WA 98101	DIRECTOR 0	0	0	0
KENNEDY POORE MARKULEC 1700 7TH AVENUE 116 149 SEATTLE, WA 98101	0 0	0	0	0
JOHN DEASY 1700 7TH AVENUE 116 149 SEATTLE, WA 98101	PRESIDENT 40.0	394,784	23,312	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
CHRISTOPHER PLUTTE 1700 7TH AVE SUITE 116 SEATTLE, WA 98101	0 40.0	278,253	22,223	0
MEGAN WYATT 1700 7TH AVE SUITE 116 SEATTLE, WA 98101	0 36.0	258,924	34,749	0
ANTHONY ICASIANO 1700 7TH AVE SUITE 116 SEATTLE, WA 98101	0 40.0	254,698	26,872	0
JODY ROSENTHWIEG 1700 7TH AVENUE SUITE 116 SEATTLE, WA 98101	0 40.0	224,750	25,379	0
ELYSE ROWE 1700 7TH AVENUE SUITE 116 SEATTLE, WA 98101	0 40.0	224,043	29,674	0
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
SUBSTANTIAL INC	TECH DEVELOPMENT	591,764
1525 11TH AVE SEATTLE,WA 98122		
WEARERALLY LLC	MEDIA SERVICES	388,973
5670 WILSHIRE BLVD SUITE 820 LOS ANGELES,CA 90036		
HANSELL TIERNEY INC	HR SERVICES	305,765
2955 80TH AVENUE SE SUITE 103 MERCER ISLAND,WA 98040		
PERKINS COIE LLC	LEGAL	214,217
1201 THIRD AVENUE SUITE 4900 SEATTLE,WA 98101		
TRAVEL LEADERS PALM BEACHES	TRAVEL	212,000
222 CLEMATIS STREET SUITE 204 WEST PALM BEACH,FL 33401		

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 BEZOS SCHOLARS PROGRAM (SEE ATTACHMENT A)	1,591,041
2 VROOM (SEE ATTACHMENT A)	1,107,012
3 STUDENTS REBUILD (SEE ATTACHMENT A)	865,016
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	96,738,383
b	Average of monthly cash balances.	1b	19,000,615
c	Fair market value of all other assets (see instructions).	1c	16,170,472
d	Total (add lines 1a, b, and c).	1d	131,909,470
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	131,909,470
4	Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see instructions).	4	1,978,642
5	Net value of noncharitable-use assets. Subtract line 4 from line 3.. . . .	5	129,930,828
6	Minimum investment return. Enter 5% (0.05) of line 5.	6	6,496,541

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	6,496,541
2a	Tax on investment income for 2022 from Part V, line 5.	2a	573,872
b	Income tax for 2022. (This does not include the tax from Part V.).	2b	
c	Add lines 2a and 2b.	2c	573,872
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	5,922,669
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	5,922,669
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	5,922,669

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	167,033,221
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	167,033,221

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				5,922,669
2 Undistributed income, if any, as of the end of 2022:				
a Enter amount for 2022 only.			0	
b Total for prior years: 2021, 2020, 2019		0		
3 Excess distributions carryover, if any, to 2022:				
a From 2018.	64,139,544			
b From 2019.	83,993,535			
c From 2020.	72,712,695			
d From 2021.	79,017,983			
e From 2022.	101,219,341			
f Total of lines 3a through e.	401,083,098			
4 Qualifying distributions for 2023 from Part XI, line 4: ▶ \$ 167,033,221				
a Applied to 2022, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2023 distributable amount				5,922,669
e Remaining amount distributed out of corpus	161,110,552			
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	562,193,650			
b Prior years' undistributed income. Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see instructions.		0		
e Undistributed income for 2022. Subtract line 4a from line 2a. Taxable amount—see instructions.			0	
f Undistributed income for 2023. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2024				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).				
8 Excess distributions carryover from 2018 not applied on line 5 or line 7 (see instructions)	64,139,544			
9 Excess distributions carryover to 2024. Subtract lines 7 and 8 from line 6a	498,054,106			
10 Analysis of line 9:				
a Excess from 2019	83,993,535			
b Excess from 2020	72,712,695			
c Excess from 2021.	79,017,983			
d Excess from 2022	101,219,341			
e Excess from 2023	161,110,552			

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).)

MIGUEL A BEZOS
JACKLYN G BEZOS

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 Paid during the year SEE ATTACHMENT C SEE ATTACHMENT C Various, WA 99999			SEE ATTACHMENT C	156,961,900
Total			▶ 3a	156,961,900

b Approved for future payment				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated.

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

Form **990-PF** (2023)

Part XVI

Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a Transfers from the reporting foundation to a noncharitable exempt organization of:

(1) Cash.

(2) Other assets.

b Other transactions:

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

(2) Purchases of assets from a noncharitable exempt organization

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

(4) Reimbursement arrangements.

(5) Loans or loan guarantees. . . .

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

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

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

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

	2024-11-11
Signature of officer or trustee	Date

2024-11-11

Title

May the IRS discuss this return with the preparer shown below?
See instructions. ☐ Yes ☐ No

**Paid
Preparer
Use Only**

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date 2024-11-11	Check if self-employed ☐	PTIN P00295413
	Firm's name ► PIONEER SQUARE ADVISORSLLC				Firm's EIN ►
	Firm's address ► 2101 4TH AVENUE SUITE 860 SEATTLE, WA 98121				Phone no. (206) 838-4880

Additional Data

Return to Form

Software ID:

Software Version:

Form 990PF - Special Condition Description:

Special Condition Description

Schedule B (Form 990) Department of the Treasury Internal Revenue Service	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF. ▶ Go to www.irs.gov/Form990 for the latest information.	OMB No. 1545-0047
		2023
Name of the organization BEZOS FAMILY FOUNDATION		Employer identification number 91-2073258

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 BEZOS FAMILY FOUNDATION	Employer identification number 91-2073258
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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	MIGUEL AND JACKLYN BEZOS 7742 N KENDALL DRIVE 82 KENDALL, FL 33156	 \$ 74,947,300	☒ Person ☐ Payroll ☒ Noncash (Complete Part II for noncash contributions.)
2	MIGUEL AND JACKLYN BEZOS 7742 N KENDALL DRIVE 82 KENDALL, FL 33156	 \$ 54,320,890	☒ Person ☐ Payroll ☒ Noncash (Complete Part II for noncash contributions.)
3	MIGUEL AND JACKLYN BEZOS 7742 N KENDALL DRIVE 82 KENDALL, FL 33156	 \$ 56,266,600	☒ Person ☐ Payroll ☒ Noncash (Complete Part II for noncash contributions.)
.			☐ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)
.			☐ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)
.			☐ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)

Name of organization BEZOS FAMILY FOUNDATION	Employer identification number 91-2073258
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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
1	790,000 SHARES OF AMAZON, INC.	\$ 74,947,300	2023-03-15
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
2	383,000 SHARES OF AMAZON, INC.	\$ 54,320,890	2023-09-15
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
3	380,000 SHARES OF AMAZON, INC.	\$ 56,266,600	2023-11-27
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	

Name of organization BEZOS FAMILY FOUNDATION	Employer identification number 91-2073258
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Part III

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

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

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

Additional Data

[Return to Form](#)

Software ID:

Software Version:

TY 2023 IRS 990 e-File Render

Name: BEZOS FAMILY FOUNDATION

EIN: 91-2073258

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX AND ACCOUNTING SERVICES	25,000			

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: BEZOS FAMILY FOUNDATION

EIN: 91-2073258

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
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Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2023 IRS 990 e-File Render

Name: BEZOS FAMILY FOUNDATION
EIN: 91-2073258

Grantee's Name	Grantee's Address	Grant Date	Grant Amount	Grant Purpose	Amount Expended By Grantee	Any Diversion By Grantee?	Dates of Reports By Grantee	Date of Verification	Results of Verification
TED FOUNDATION INC	330 HUDSON STREET FLOOR 11 NEW YORK, NY 10013			EXCLUSIVELY FOR EXEMPT PURPOSES AS DESCRIBED IN SEC. 501(C)(3) OF THE INTERNAL REVENUE CODE.		NO	02/09/2024	2024-02-09	SEE ATTACHMENT B
HAROLD K L CASTLE FOUNDATION	1197 AULOA ROAD KAILUA, HI 96734	2023-10-27		EXCLUSIVELY FOR EXEMPT PURPOSES AS DESCRIBED IN SEC. 501(C)(3) OF THE INTERNAL REVENUE CODE.		NO	08/05/2024	2024-08-05	SEE ATTACHMENT B
WILLIAM T GRANT FOUNDATION	60 E 42ND STREET 43RD FL NEW YORK, NY 10165	2023-03-08	650,000	EXCLUSIVELY FOR EXEMPT PURPOSES AS DESCRIBED IN SEC. 501(C)(3) OF THE INTERNAL REVENUE CODE.	216,667	NO	03/12/2024	2024-03-12	SEE ATTACHMENT B

TY 2023 IRS 990 e-File Render

Name: BEZOS FAMILY FOUNDATION

EIN: 91-2073258

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AMAZON COM, INC.	74,198,987	74,198,987
SEE ATTACHMENT A-1	10,853,474	10,853,474
SEE ATTACHMENT A-2	24,357,056	24,357,056
AFRICAN LEADERSHIP LTD	3,333,333	3,333,333
BLACKSTONE PTNRS OFFSHORE FUND	8,933,063	8,933,063
CQS DIRECTIONAL OPPORTUNITIES	1,822,059	1,822,059
HAWKES BAY INVESTORS	1,840,783	1,840,783

TY 2023 IRS 990 e-File Render

Name: BEZOS FAMILY FOUNDATION

EIN: 91-2073258

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
BROOKFIELD STRATEGIC RE III	2,779,670	3,336,900	3,336,900
NB CROSSROADS PRIV MKTS FUND V	1,744,679	1,835,171	1,835,171
TOWNSEND REAL ESTATE ALPHA III	1,895,406	2,272,221	2,272,221
HARBOURVEST ACCESS -DOVER ST	573,357	636,220	636,220
ARDIAN VIII PFIC	499,921	550,564	550,564
CERBERUS OFFSHORE LEVERED LOAN	803,165	698,719	698,719
HPS SPECIALTY LOAN INT. FUND	2,716,180	3,530,989	3,530,989
ALPHA ACCESS SR - CREDIT	1,539,309	2,965,799	2,965,799
ALPHA ACCESS SR - RE	1,147,773	3,239,575	3,239,575
OTHER ASSETS	110	0	0

TY 2023 IRS 990 e-File Render

Name: BEZOS FAMILY FOUNDATION

EIN: 91-2073258

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADVERTISING-BEZOS SCHOL. PROG	16,909			16,909
ADVERTISING-VROOM	2,274			2,274
ADVERTISING-STUDENTS REBUILD	36,146			36,146
ADVERTISING-FOUNDATION	8,980			8,980
BANK FEES	1,486			1,486
INSURANCE	56,515			56,515
INVESTMENT MANAGEMENT SERVICES	239,659	253,366		0
OTHER EXPENSES	27,521			27,521
OFFICE EXPENSE-VROOM	108			108
OFFICE EXPENSE-STUDENTS	284			284
OFFICE EXPENSE-FOUNDATION	69,994			69,994
SERVICE EXPENSE	4,854			4,854
TECH EXPENSE-BEZOS SCHOL. PROG	76,702			76,702
TECH EXPENSE-VROOM	5,632			5,632
TECH EXPENSE-STUDENTS REBUILD	12,354			12,354
TECH EXPENSE-FOUNDATION	292,944			292,944
LIF GRANTS-BEZOS SCHOL. PROG.	20,000			20,000
CONFERENCES-BEZOS SCHOL. PROG.	8,349			8,349
CONFERENCES-VROOM	1,717			1,717
CONFERENCES-STUDENTS REBUILD	3,635			3,635
CONFERENCES-FOUNDATION	11,650			11,650
MEMBERSHIPS-BEZOS SCHOL. PROG.	1,686			1,686
MEMBERSHIPS-VROOM	929			929
MEMBERSHIPS-FOUNDATION	77,974			77,974

TY 2023 IRS 990 e-File Render

Name: BEZOS FAMILY FOUNDATION

EIN: 91-2073258

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
UNREALIZED GAIN/LOSS	38,226,867		
PARTNERSHIP INCOME		456,493	

TY 2023 IRS 990 e-File Render

Name: BEZOS FAMILY FOUNDATION

EIN: 91-2073258

Description	Amount
OTHER ADJUSTMENTS	10

TY 2023 IRS 990 e-File Render

Name: BEZOS FAMILY FOUNDATION
EIN: 91-2073258

Description	Beginning of Year - Book Value	End of Year - Book Value
PAYROLL LIABILITIES	8,499	9,754

TY 2023 IRS 990 e-File Render

Name: BEZOS FAMILY FOUNDATION

EIN: 91-2073258

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BEZOS SCHOLARSHIP PROGRAM	411,715			411,715
VROOM	400,513			400,513
STUDENTS REBUILD	642,958			642,958
FOUNDATION EXPENSES	1,395,314			1,395,314

TY 2023 IRS 990 e-File Render

Name: BEZOS FAMILY FOUNDATION

EIN: 91-2073258

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAX	575,000	0		0
FOREIGN TAXES PAID	0	25,970		0
PAYROLL TAXES	309,172	0		309,172