Form **990-PF**
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

2024

Open to Public Inspection

For calendar year 2024, or tax year beginning 01-01-2024 , and ending 12-31-2024

Name of foundation
THE HORACE W GOLDSMITH FOUNDATION

A Employer identification number
13-6107758

Number and street (or P.O. box number if mail is not delivered to street address)
375 PARK AVENUE 3601

Room/suite

B Telephone number (see instructions)
(212) 319-8700

City or town, state or province, country, and ZIP or foreign postal code
NEW YORK, NY 10152

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)* ▶$ 826,373,173

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** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ▶☑ if the foundation is **not** required to attach Sch. B				
	3 Interest on savings and temporary cash investments	3,239,227	3,239,227		
	4 Dividends and interest from securities	10,624,991	14,397,735		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	47,965,163			
	b Gross sales price for all assets on line 6a 292,179,373				
	7 Capital gain net income (from Part IV, line 2)		61,746,999		
	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)	15,138,010	25,873		
	12 **Total.** Add lines 1 through 11	76,967,391	79,409,834		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	675,000	337,500		337,500
	14 Other employee salaries and wages	159,046	79,523		79,523
	15 Pension plans, employee benefits	18,224	9,112		9,112
	16a Legal fees (attach schedule)	5,287	5,287		0
	b Accounting fees (attach schedule)	112,319	56,160		56,192
	c Other professional fees (attach schedule)	1,946,654	1,928,654		18,000
	17 Interest		267,760		
	18 Taxes (attach schedule) (see instructions)	799,179	61,998		0
	19 Depreciation (attach schedule) and depletion	17,438	0		
	20 Occupancy	283,226	141,613		141,774
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	107,602	2,275,425		71,835
	24 **Total operating and administrative expenses.** Add lines 13 through 23	4,123,975	5,163,032		713,936
	25 Contributions, gifts, grants paid	32,305,677			31,953,334
	26 **Total expenses and disbursements.** Add lines 24 and 25	36,429,652	5,163,032		32,667,270
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	40,537,739			
	b **Net investment income** (if negative, enter -0-)		74,246,802		
	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	26,686,804	18,915,808	18,915,808
	3 Accounts receivable ▶ 151,182			
	Less: allowance for doubtful accounts ▶	151,021	151,182	151,182
	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	172,049	21,534	21,534
	10a Investments—U.S. and state government obligations (attach schedule)	123,585,248	148,210,165	148,210,165
	b Investments—corporate stock (attach schedule)	405,932,946	487,007,503	487,007,503
	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)	193,576,648	168,910,405	168,910,405
	14 Land, buildings, and equipment: basis ▶ 291,072			
	Less: accumulated depreciation (attach schedule) ▶ 209,832	96,671	81,240	81,240
	15 Other assets (describe ▶)	3,224,353	3,075,336	3,075,336
	16 **Total assets** (to be completed by all filers—see the instructions. Also, see page 1, item I)	753,425,740	826,373,173	826,373,173
Liabilities	17 Accounts payable and accrued expenses	141,312	114,880	
	18 Grants payable	9,017,927	9,370,270	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)	2,966,279	2,656,754	
	22 Other liabilities (describe ▶)	2,515,618	3,184,160	
	23 **Total liabilities**(add lines 17 through 22)	14,641,136	15,326,064	
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	738,784,604	811,047,109	
	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			
	29 **Total net assets or fund balances** (see instructions)	738,784,604	811,047,109	
	30 **Total liabilities and net assets/fund balances** (see instructions)	753,425,740	826,373,173	

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	738,784,604
2	Enter amount from Part I, line 27a	2	40,537,739
3	Other increases not included in line 2 (itemize) ▶	3	48,096,563
4	Add lines 1, 2, and 3	4	827,418,906
5	Decreases not included in line 2 (itemize) ▶	5	16,371,797
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29	6	811,047,109

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	JP MORGAN EAGLE - PUBLICLY TRADED SECURITIES		1999-01-01	2024-12-31
b	SELECT EQUITY GROUP - PUBLICLY TRADED SECURITIES		1999-01-01	2024-12-31
c	JP MORGAN - PUBLICLY TRADED SECURITIES		1999-01-01	2024-12-31
d	JP MORGAN - PUBLICLY TRADED SECURITIES		1999-01-01	2024-12-31
e	GOLDEN GATE CAPITAL OPPORTUNITY FUND	P	1999-01-01	2024-12-31
	SYCAMORE PARTNERS LP	P	1999-01-01	2024-12-31
	SYCAMORE PARTNERS LP II	P	1999-01-01	2024-12-31
	GREAT JONES FUND, LP	P	1999-01-01	2024-12-31
	WEBSTER CAPITAL III	P	1999-01-01	2024-12-31
	SYCAMORE PARTNERS LP III-A LP	P	1999-01-01	2024-12-31
	COATUE GROWTH FUND	P	1999-01-01	2024-12-31
	ADD: AMOUNT ATTRIBUTABLE TO UBI	P	1999-01-01	2024-12-31
	WEBSTER CAPITAL VI	P	1999-01-01	2024-12-31

	(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	75,971,201		37,866,884	38,104,317
b	28,791,125		18,930,279	9,860,846
c	120,923,864		120,923,864	0
d	66,493,183		66,493,183	0
e				-283,634
				217,495
				10,736
				13,421,901
				-3,998
				266,382
				128,499
				16,547
				7,908

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	
			38,104,317
			9,860,846
			0
			0
			-283,634
			217,495
			10,736
			13,421,901
			-3,998
			266,382
			128,499
			16,547
			7,908

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	61,746,999
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	1,032,031
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	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0
3	Add lines 1 and 2			3	1,032,031
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	1,032,031
6	Credits/Payments:				
a	2024 estimated tax payments and 2023 overpayment credited to 2024	6a	1,026,302		
b	Exempt foreign organizations—tax withheld at source	6b	0		
c	Tax paid with application for extension of time to file (Form 8868)	6c	100,000		
d	Backup withholding erroneously withheld	6d	0		
7	Total credits and payments. Add lines 6a through 6d			7	1,126,302
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	94,271
11	Enter the amount of line 10 to be: **Credited to 2025 estimated tax** ▶ 94,271	**Refunded** ▶		11	0

Part VI-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition.	1b		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. ▶ $ 0 **(2)** On foundation managers. ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	Yes	
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	Yes	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XIV.*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CA, IL, NY, PA, CT, FL, GA, ID, IN, MD, MA, MI, MN, NC, NJ, OH, OK, OR, VA, WV, WI			
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 2024 or the taxable year beginning in 2024? 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?	13	Yes	

Website address ▶ N/A

14 The books are in care of ▶ THE FOUNDATION Telephone no. ▶ (212) 319-8700

Located at ▶ 375 PARK AVENUE SUITE 3601 NY NY ZIP+4 ▶ 10152

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

			Yes	No
16	At any time during calendar year 2024, 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		No

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	1a(1)		No
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	1a(2)		No
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	1a(3)		No
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	1a(4)	Yes	
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	1a(5)		No
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	1a(6)		No
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions	1b		No
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 2024?	1d		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2024, did the foundation have any undistributed income (Part XII, lines 6d and 6e) for tax year(s) beginning before 2024?	2a		No
	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.)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	3a		No
b	If "Yes," did it have excess business holdings in 2024 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 2024.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2024?	4b		No

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

			Yes	No
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))?	5a(1)		No
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	5a(2)		No
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	5a(3)		No
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	5a(4)	Yes	
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	5a(5)		No
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	5b		No
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?	5d	Yes	
	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?	6a		No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		No
	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?	7a		No
b	If "Yes", did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		
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?	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
WILLIAM A SLAUGHTER 375 PARK AVENUE 1602 NEW YORK, NY 10152	MANAGING DIR. (CEO) 35.00	175,000	0	0
CHARLES L SLAUGHTER 375 PARK AVENUE 1602 NEW YORK, NY 10152	MANAGING DIR. (CFO & TREASURER) 25.00	175,000	0	0
R JAMES SLAUGHTER 375 PARK AVENUE 1602 NEW YORK, NY 10152	MANAGING DIR. (SECRETARY) 25.00	175,000	0	0
JOSEPH W SLAUGHTER 375 PARK AVENUE 1602 NEW YORK, NY 10152	DIRECTOR 3.00	50,000	0	0
HANNAH M JOCELYN 375 PARK AVENUE 1602 NEW YORK, NY 10152	DIRECTOR 3.00	50,000	0	0
SAMUEL SLAUGHTER 375 PARK AVENUE 1602 NEW YORK, NY 10152	DIRECTOR 3.00	50,000	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
DALILA GUNN C/O THE FOUNDATION 375 PARK AVENUE 1602 NEW YORK,NY 10152	OPERATING MANAGER 35.00	159,046	0	0

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

Part VII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
EAGLE CAPITAL MANAGEMENT 499 PARK AVENUE NY,NY 10022	INVESTMENT MANAGER	1,474,696
SELECT EQUITY GROUP LP 380 LAFAYETTE STREET NY,NY 10003	INVESTMENT MANAGER	134,538
JP MORGAN CHASE BANK NA 270 PARK AVENUE NY,NY 10017	INVESTMENT CUSTODIAN	65,480
CONDON O'MEARA MCGINITY & DONNELLY LLP ONE BATTERY PARK PLAZA 7TH FL NY,NY 10004	AUDIT & TAX SERVICES	62,212
THOMAS & ASSOCIATES CPA PC 175 W MAIN STREET BABYLON,NY 11702	ACCOUNTING SERVICES	50,107

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

0

Part VIII- Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 . . . . . ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities		1a	589,421,105
b	Average of monthly cash balances		1b	33,067,218
c	Fair market value of all other assets (see instructions)		1c	168,830,678
d	**Total** (add lines 1a, b, and c)		1d	791,319,001
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0		
2	Acquisition indebtedness applicable to line 1 assets		2	0
3	Subtract line 2 from line 1d		3	791,319,001
4	Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see instructions)		4	11,869,785
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3		5	779,449,216
6	**Minimum investment return.** Enter 5% (0.05) of line 5		6	38,972,461

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	38,972,461
2a	Tax on investment income for 2024 from Part V, line 5	2a 1,032,031		
b	Income tax for 2024. (This does not include the tax from Part V.)	2b		
c	Add lines 2a and 2b		2c	1,032,031
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	37,940,430
4	Recoveries of amounts treated as qualifying distributions		4	0
5	Add lines 3 and 4		5	37,940,430
6	Deduction from distributable amount (see instructions)		6	0
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XII, line 1		7	37,940,430

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	32,667,270
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	2,007
3	Amounts set aside for specific charitable projects that satisfy the:			
a	Suitability test (prior IRS approval required)		3a	
b	Cash distribution test (attach the required schedule)		3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part XII, line 4		4	32,669,277

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

	(a) Corpus	(b) Years prior to 2023	(c) 2023	(d) 2024
1 Distributable amount for 2024 from Part X, line 7				37,940,430
2 Undistributed income, if any, as of the end of 2024:				
a Enter amount for 2023 only			30,852,488	
b Total for prior years: 20 ___, 20___, 20___		0		
3 Excess distributions carryover, if any, to 2024:				
a From 2019				
b From 2020				
c From 2021				
d From 2022				
e From 2023				
f **Total** of lines 3a through e	0			
4 Qualifying distributions for 2024 from Part XI, line 4: ▶ $ 32,669,277				
a Applied to 2023, but not more than line 2a			30,852,488	
b Applied to undistributed income of prior years (Election required—see instructions)		0		
c Treated as distributions out of corpus (Election required—see instructions)	0			
d Applied to 2024 distributable amount				1,816,789
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2024. *(If an amount appears in column (d), the same amount must be shown in column (a).)*	0			0
6 **Enter the net total of each column as indicated below:**				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0			
b Prior years' undistributed income. Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0		
d Subtract line 6c from line 6b. Taxable amount—see instructions		0		
e Undistributed income for 2023. Subtract line 4a from line 2a. Taxable amount—see instructions			0	
f Undistributed income for 2024. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2025				36,123,641
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0			
8 Excess distributions carryover from 2019 not applied on line 5 or line 7 (see instructions)	0			
9 **Excess distributions carryover to 2025.** Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9:				
a Excess from 2020				
b Excess from 2021				
c Excess from 2022				
d Excess from 2023				
e Excess from 2024				

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 2024, enter the date of the ruling . . . . . ▶

b Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2024	**(b)** 2023	**(c)** 2022	**(d)** 2021	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part IX for each year listed					
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).)

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:

Transaction Summary Statement

Statement Period: 01/01/2024 to 12/31/2024

Date	Description	Amount	Balance
01/01/2024	Opening Balance		0.00
01/02/2024	Deposit	1.00	1.00
01/03/2024	Deposit	2.00	3.00
01/04/2024	Deposit	3.00	6.00
01/05/2024	Deposit	4.00	10.00
01/06/2024	Deposit	5.00	15.00
01/07/2024	Deposit	6.00	21.00
01/08/2024	Deposit	7.00	28.00
01/09/2024	Deposit	8.00	36.00
01/10/2024	Deposit	9.00	45.00
01/11/2024	Deposit	10.00	55.00
01/12/2024	Deposit	11.00	66.00
01/13/2024	Deposit	12.00	78.00
01/14/2024	Deposit	13.00	91.00
01/15/2024	Deposit	14.00	105.00
01/16/2024	Deposit	15.00	120.00
01/17/2024	Deposit	16.00	136.00
01/18/2024	Deposit	17.00	153.00
01/19/2024	Deposit	18.00	171.00
01/20/2024	Deposit	19.00	190.00
01/21/2024	Deposit	20.00	210.00
01/22/2024	Deposit	21.00	231.00
01/23/2024	Deposit	22.00	253.00
01/24/2024	Deposit	23.00	276.00
01/25/2024	Deposit	24.00	300.00
01/26/2024	Deposit	25.00	325.00
01/27/2024	Deposit	26.00	351.00
01/28/2024	Deposit	27.00	378.00
01/29/2024	Deposit	28.00	406.00
01/30/2024	Deposit	29.00	435.00
01/31/2024	Deposit	30.00	465.00
02/01/2024	Deposit	31.00	496.00
02/02/2024	Deposit	32.00	528.00
02/03/2024	Deposit	33.00	561.00
02/04/2024	Deposit	34.00	595.00
02/05/2024	Deposit	35.00	630.00
02/06/2024	Deposit	36.00	666.00
02/07/2024	Deposit	37.00	703.00
02/08/2024	Deposit	38.00	741.00
02/09/2024	Deposit	39.00	780.00
02/10/2024	Deposit	40.00	820.00
02/11/2024	Deposit	41.00	861.00
02/12/2024	Deposit	42.00	903.00
02/13/2024	Deposit	43.00	946.00
02/14/2024	Deposit	44.00	990.00
02/15/2024	Deposit	45.00	1035.00
02/16/2024	Deposit	46.00	1081.00
02/17/2024	Deposit	47.00	1128.00
02/18/2024	Deposit	48.00	1176.00
02/19/2024	Deposit	49.00	1225.00
02/20/2024	Deposit	50.00	1275.00
02/21/2024	Deposit	51.00	1326.00
02/22/2024	Deposit	52.00	1378.00
02/23/2024	Deposit	53.00	1431.00
02/24/2024	Deposit	54.00	1485.00
02/25/2024	Deposit	55.00	1540.00
02/26/2024	Deposit	56.00	1596.00
02/27/2024	Deposit	57.00	1653.00
02/28/2024	Deposit	58.00	1711.00
02/29/2024	Deposit	59.00	1770.00
03/01/2024	Deposit	60.00	1830.00
03/02/2024	Deposit	61.00	1891.00
03/03/2024	Deposit	62.00	1953.00
03/04/2024	Deposit	63.00	2016.00
03/05/2024	Deposit	64.00	2080.00
03/06/2024	Deposit	65.00	2145.00
03/07/2024	Deposit	66.00	2211.00
03/08/2024	Deposit	67.00	2278.00
03/09/2024	Deposit	68.00	2346.00
03/10/2024	Deposit	69.00	2415.00
03/11/2024	Deposit	70.00	2485.00
03/12/2024	Deposit	71.00	2556.00
03/13/2024	Deposit	72.00	2628.00
03/14/2024	Deposit	73.00	2701.00
03/15/2024	Deposit	74.00	2775.00
03/16/2024	Deposit	75.00	2850.00
03/17/2024	Deposit	76.00	2926.00
03/18/2024	Deposit	77.00	3003.00
03/19/2024	Deposit	78.00	3081.00
03/20/2024	Deposit	79.00	3160.00
03/21/2024	Deposit	80.00	3240.00
03/22/2024	Deposit	81.00	3321.00
03/23/2024	Deposit	82.00	3403.00
03/24/2024	Deposit	83.00	3486.00
03/25/2024	Deposit	84.00	3570.00
03/26/2024	Deposit	85.00	3655.00
03/27/2024	Deposit	86.00	3741.00
03/28/2024	Deposit	87.00	3828.00
03/29/2024	Deposit	88.00	3916.00
03/30/2024	Deposit	89.00	4005.00
03/31/2024	Deposit	90.00	4095.00
04/01/2024	Deposit	91.00	4186.00
04/02/2024	Deposit	92.00	4278.00
04/03/2024	Deposit	93.00	4371.00
04/04/2024	Deposit	94.00	4465.00
04/05/2024	Deposit	95.00	4560.00
04/06/2024	Deposit	96.00	4656.00
04/07/2024	Deposit	97.00	4753.00
04/08/2024	Deposit	98.00	4851.00
04/09/2024	Deposit	99.00	4950.00
04/10/2024	Deposit	100.00	5050.00
04/11/2024	Deposit	101.00	5151.00
04/12/2024	Deposit	102.00	5253.00
04/13/2024	Deposit	103.00	5356.00
04/14/2024	Deposit	104.00	5460.00
04/15/2024	Deposit	105.00	5565.00
04/16/2024	Deposit	106.00	5671.00
04/17/2024	Deposit	107.00	5778.00
04/18/2024	Deposit	108.00	5886.00
04/19/2024	Deposit	109.00	5995.00
04/20/2024	Deposit	110.00	6105.00
04/21/2024	Deposit	111.00	6216.00
04/22/2024	Deposit	112.00	6328.00
04/23/2024	Deposit	113.00	6441.00
04/24/2024	Deposit	114.00	6555.00
04/25/2024	Deposit	115.00	6670.00
04/26/2024	Deposit	116.00	6786.00
04/27/2024	Deposit	117.00	6903.00
04/28/2024	Deposit	118.00	7021.00
04/29/2024	Deposit	119.00	7140.00
04/30/2024	Deposit	120.00	7260.00
05/01/2024	Deposit	121.00	7381.00
05/02/2024	Deposit	122.00	7503.00
05/03/2024	Deposit	123.00	7626.00
05/04/2024	Deposit	124.00	7750.00
05/05/2024	Deposit	125.00	7875.00
05/06/2024	Deposit	126.00	8001.00
05/07/2024	Deposit	127.00	8128.00
05/08/2024	Deposit	128.00	8256.00
05/09/2024	Deposit	129.00	8385.00
05/10/2024	Deposit	130.00	8515.00
05/11/2024	Deposit	131.00	8646.00
05/12/2024	Deposit	132.00	8778.00
05/13/2024	Deposit	133.00	8911.00
05/14/2024	Deposit	134.00	9045.00
05/15/2024	Deposit	135.00	9180.00
05/16/2024	Deposit	136.00	9316.00
05/17/2024	Deposit	137.00	9453.00
05/18/2024	Deposit	138.00	9591.00
05/19/2024	Deposit	139.00	9730.00
05/20/2024	Deposit	140.00	9870.00
05/21/2024	Deposit	141.00	10011.00
05/22/2024	Deposit	142.00	10153.00
05/23/2024	Deposit	143.00	10296.00
05/24/2024	Deposit	144.00	10440.00
05/25/2024	Deposit	145.00	10585.00
05/26/2024	Deposit	146.00	10731.00
05/27/2024	Deposit	147.00	10878.00
05/28/2024	Deposit	148.00	11026.00
05/29/2024	Deposit	149.00	11175.00
05/30/2024	Deposit	150.00	11325.00
05/31/2024	Deposit	151.00	11476.00
06/01/2024	Deposit	152.00	11628.00
06/02/2024	Deposit	153.00	11781.00
06/03/2024	Deposit	154.00	11935.00
06/04/2024	Deposit	155.00	12090.00
06/05/2024	Deposit	156.00	12246.00
06/06/2024	Deposit	157.00	12403.00
06/07/2024	Deposit	158.00	12561.00
06/08/2024	Deposit	159.00	12720.00
06/09/2024	Deposit	160.00	12880.00
06/10/2024	Deposit	161.00	13041.00
06/11/2024	Deposit	162.00	13203.00
06/12/2024	Deposit	163.00	13366.00
06/13/2024	Deposit	164.00	13530.00
06/14/2024	Deposit	165.00	13695.00
06/15/2024	Deposit	166.00	13861.00
06/16/2024	Deposit	167.00	14028.00
06/17/2024	Deposit	168.00	14196.00
06/18/2024	Deposit	169.00	14365.00
06/19/2024	Deposit	170.00	14535.00
06/20/2024	Deposit	171.00	14706.00
06/21/2024	Deposit	172.00	14878.00
06/22/2024	Deposit	173.00	15051.00
06/23/2024	Deposit	174.00	15225.00
06/24/2024	Deposit	175.00	15400.00
06/25/2024	Deposit	176.00	15576.00
06/26/2024	Deposit	177.00	15753.00
06/27/2024	Deposit	178.00	15931.00
06/28/2024	Deposit	179.00	16110.00
06/29/2024	Deposit	180.00	16290.00
06/30/2024	Deposit	181.00	16471.00
07/01/2024	Deposit	182.00	16653.00
07/02/2024	Deposit	183.00	16836.00
07/03/2024	Deposit	184.00	17020.00
07/04/2024	Deposit	185.00	17205.00
07/05/2024	Deposit	186.00	17391.00
07/06/2024	Deposit	187.00	17578.00
07/07/2024	Deposit	188.00	17766.00
07/08/2024	Deposit	189.00	17955.00
07/09/2024	Deposit	190.00	18145.00
07/10/2024	Deposit	191.00	18336.00
07/11/2024	Deposit	192.00	18528.00
07/12/2024	Deposit	193.00	18721.00
07/13/2024	Deposit	194.00	18915.00
07/14/2024	Deposit	195.00	19110.00
07/15/2024	Deposit	196.00	19306.00
07/16/2024	Deposit	197.00	19503.00
07/17/2024	Deposit	198.00	19701.00
07/18/2024	Deposit	199.00	19900.00
07/19/2024	Deposit	200.00	20100.00
07/20/2024	Deposit	201.00	20301.00
07/21/2024	Deposit	202.00	20503.00
07/22/2024	Deposit	203.00	20706.00
07/23/2024	Deposit	204.00	20910.00
07/24/2024	Deposit	205.00	21115.00
07/25/2024	Deposit	206.00	21321.00
07/26/2024	Deposit	207.00	21528.00
07/27/2024	Deposit	208.00	21736.00
07/28/2024	Deposit	209.00	21945.00
07/29/2024	Deposit	210.00	22155.00
07/30/2024	Deposit	211.00	22366.00
07/31/2024	Deposit	212.00	22578.00
08/01/2024	Deposit	213.00	22791.00
08/02/2024	Deposit	214.00	23005.00
08/03/2024	Deposit	215.00	23220.00
08/04/2024	Deposit	216.00	23436.00
08/05/2024	Deposit	217.00	23653.00
08/06/2024	Deposit	218.00	23871.00
08/07/2024	Deposit	219.00	24090.00
08/08/2024	Deposit	220.00	24310.00
08/09/2024	Deposit	221.00	24531.00
08/10/2024	Deposit	222.00	24753.00
08/11/2024	Deposit	223.00	24976.00
08/12/2024	Deposit	224.00	25200.00
08/13/2024	Deposit	225.00	25425.00
08/14/2024	Deposit	226.00	25651.00
08/15/2024	Deposit	227.00	25878.00
08/16/2024	Deposit	228.00	26106.00
08/17/2024	Deposit	229.00	26335.00
08/18/2024	Deposit	230.00	26565.00
08/19/2024	Deposit	231.00	26796.00
08/20/2024	Deposit	232.00	27028.00
08/21/2024	Deposit	233.00	27261.00
08/22/2024	Deposit	234.00	27495.00
08/23/2024	Deposit	235.00	27730.00
08/24/2024	Deposit	236.00	27966.00
08/25/2024	Deposit	237.00	28203.00
08/26/2024	Deposit	238.00	28441.00
08/27/2024	Deposit	239.00	28680.00
08/28/2024	Deposit	240.00	28920.00
08/29/2024	Deposit	241.00	29161.00
08/30/2024	Deposit	242.00	29403.00
08/31/2024	Deposit	243.00	29646.00
09/01/2024	Deposit	244.00	29890.00
09/02/2024	Deposit	245.00	30135.00
09/03/2024	Deposit	246.00	30381.00
09/04/2024	Deposit	247.00	30628.00
09/05/2024	Deposit	248.00	30876.00
09/06/2024	Deposit	249.00	31125.00
09/07/2024	Deposit	250.00	31375.00
09/08/2024	Deposit	251.00	31626.00
09/09/2024	Deposit	252.00	31878.00
09/10/2024	Deposit	253.00	32131.00
09/11/2024	Deposit	254.00	32385.00
09/12/2024	Deposit	255.00	32640.00
09/13/2024	Deposit	256.00	32896.00
09/14/2024	Deposit	257.00	33153.00
09/15/2024	Deposit	258.00	33411.00
09/16/2024	Deposit	259.00	33670.00
09/17/2024	Deposit	260.00	33930.00
09/18/2024	Deposit	261.00	34191.00
09/19/2024	Deposit	262.00	34453.00
09/20/2024	Deposit	263.00	34716.00
09/21/2024	Deposit	264.00	34980.00
09/22/2024	Deposit	265.00	35245.00
09/23/2024	Deposit	266.00	35511.00
09/24/2024	Deposit	267.00	35778.00
09/25/2024	Deposit	268.00	36046.00
09/26/2024	Deposit	269.00	36315.00
09/27/2024	Deposit	270.00	36585.00
09/28/2024	Deposit	271.00	36856.00
09/29/2024	Deposit	272.00	37128.00
09/30/2024	Deposit	273.00	37401.00
10/01/2024	Deposit	274.00	37675.00
10/02/2024	Deposit	275.00	37950.00
10/03/2024	Deposit	276.00	38226.00
10/04/2024	Deposit	277.00	38503.00
10/05/2024	Deposit	278.00	38781.00
10/06/2024	Deposit	279.00	39060.00
10/07/2024	Deposit	280.00	39340.00
10/08/2024	Deposit	281.00	39621.00
10/09/2024	Deposit	282.00	39903.00
10/10/2024	Deposit	283.00	40186.00
10/11/2024	Deposit	284.00	40470.00
10/12/2024	Deposit	285.00	40755.00
10/13/2024	Deposit	286.00	41041.00
10/14/2024	Deposit	287.00	41328.00
10/15/2024	Deposit	288.00	41616.00
10/16/2024	Deposit	289.00	41905.00
10/17/2024	Deposit	290.00	42195.00
10/18/2024	Deposit	291.00	42486.00
10/19/2024	Deposit	292.00	42778.00
10/20/2024	Deposit	293.00	43071.00
10/21/2024	Deposit	294.00	43365.00
10/22/2024	Deposit	295.00	43660.00
10/23/2024	Deposit	296.00	43956.00
10/24/2024	Deposit	297.00	44253.00
10/25/2024	Deposit	298.00	44551.00
10/26/2024	Deposit	299.00	44850.00
10/27/2024	Deposit	300.00	45150.00
10/28/2024	Deposit	301.00	45451.00
10/29/2024	Deposit	302.00	45753.00
10/30/2024	Deposit	303.00	46056.00
10/31/2024	Deposit	304.00	46360.00
11/01/2024	Deposit	305.00	46665.00
11/02/2024	Deposit	306.00	46971.00
11/03/2024	Deposit	307.00	47278.00
11/04/2024	Deposit	308.00	47586.00
11/05/2024	Deposit	309.00	47895.00
11/06/2024	Deposit	310.00	48205.00
11/07/2024	Deposit	311.00	48516.00
11/08/2024	Deposit	312.00	48828.00
11/09/2024	Deposit	313.00	49141.00
11/10/2024	Deposit	314.00	49455.00
11/11/2024	Deposit	315.00	49770.00
11/12/2024	Deposit	316.00	50086.00
11/13/2024	Deposit	317.00	50403.00
11/14/2024	Deposit	318.00	50721.00
11/15/2024	Deposit	319.00	51040.00
11/16/2024	Deposit	320.00	51360.00
11/17/2024	Deposit	321.00	51681.00
11/18/2024	Deposit	322.00	52003.00
11/19/2024	Deposit	323.00	52326.00
11/20/2024	Deposit	324.00	52650.00
11/21/2024	Deposit	325.00	52975.00
11/22/2024	Deposit	326.00	53301.00
11/23/2024	Deposit	327.00	53628.00
11/24/2024	Deposit	328.00	53956.00
11/25/2024	Deposit	329.00	54285.00
11/26/2024	Deposit	330.00	54615.00
11/27/2024	Deposit	331.00	54946.00
11/28/2024	Deposit	332.00	55278.00
11/29/2024	Deposit	333.00	55611.00
11/30/2024	Deposit	334.00	55945.00
12/01/2024	Deposit	335.00	56280.00
12/02/2024	Deposit	336.00	56616.00
12/03/2024	Deposit	337.00	56953.00
12/04/2024	Deposit	338.00	57291.00
12/05/2024	Deposit	339.00	57630.00
12/06/2024	Deposit	340.00	57970.00
12/07/2024	Deposit	341.00	58311.00
12/08/2024	Deposit	342.00	58653.00
12/09/2024	Deposit	343.00	58996.00
12/10/2024	Deposit	344.00	59340.00
12/11/2024	Deposit	345.00	59685.00
12/12/2024	Deposit	346.00	60031.00
12/13/2024	Deposit	347.00	60378.00
12/14/2024	Deposit	348.00	60726.00
12/15/2024	Deposit	349.00	61075.00
12/16/2024	Deposit	350.00	61425.00
12/17/2024	Deposit	351.00	61776.00
12/18/2024	Deposit	352.00	62128.00
12/19/2024	Deposit	353.00	62481.00
12/20/2024	Deposit	354.00	62835.00
12/21/2024	Deposit	355.00	63190.00
12/22/2024	Deposit	356.00	63546.00
12/23/2024	Deposit	357.00	63903.00
12/24/2024	Deposit	358.00	64261.00
12/25/2024	Deposit	359.00	64620.00
12/26/2024	Deposit	360.00	64980.00
12/27/2024	Deposit	361.00	65341.00
12/28/2024	Deposit	362.00	65703.00
12/29/2024	Deposit	363.00	66066.00
12/30/2024	Deposit	364.00	66430.00
12/31/2024	Deposit	365.00	66795.00

Part XV-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
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			14	3,239,227	
4 Dividends and interest from securities			14	10,624,991	
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			14	15,077,939	
8 Gain or (loss) from sales of assets other than inventory			18	47,965,163	
9 Net income or (loss) from special events:					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a MISCELLANEOUS INCOME				60,071	
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0		76,967,391	0
13 **Total.** Add line 12, columns (b), (d), and (e). (See worksheet in line 13 instructions to verify calculations.)				13	76,967,391

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XV-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)

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

		Yes	No
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	1a(1)		No
(2) Other assets	1a(2)		No
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		No
(3) Rental of facilities, equipment, or other assets	1b(3)		No
(4) Reimbursement arrangements	1b(4)		No
(5) Loans or loan guarantees	1b(5)		No
(6) Performance of services or membership or fundraising solicitations	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		No

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.

(a) Line No.	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

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.

Signature of officer or trustee | Date: 2025-09-29 | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶☐	PTIN
ALEXANDER LAZZARUOLO				P01775353

Firm's name ▶ CONDON O'MEARA MCGINTY & DONNELLY LLP — Firm's EIN ▶13-3628255

Firm's address ▶ ONE BATTERY PARK PLAZA 7TH FL, NEW YORK, NY 10004 — Phone no. (212) 661-7777

Additional Data

Return to Form

Software ID:
Software Version:

Form 990PF - Special Condition Description:

Special Condition Description

TY 2024 IRS 990 e-File Render

Name: THE HORACE W GOLDSMITH FOUNDATION

EIN: 13-6107758

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CONDON O'MEARA MCGINTY & DONNELLY LLP - AUDIT & TAX SERVICES	62,212	31,106		31,124
THOMAS & ASSOCIATES CPA PC - BOOKKEEPING	50,107	25,054		25,068

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

TY 2024 IRS 990 e-File Render

Name: THE HORACE W GOLDSMITH FOUNDATION

EIN: 13-6107758

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
ASSET	2023-01-01	291,072	209,832	SL	1.000000000000	0	0		

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

TY 2024 IRS 990 e-File Render

Name: THE HORACE W GOLDSMITH FOUNDATION

EIN: 13-6107758

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
MUSEUM VIEWS	2 PETER COOPER ROAD NEW YORK, NY 10010	2023-09-27	50,000	UNRESTRICTED	50,000	TO KNOWLEDGE OF THE FD., NO GRANTEE DIVERSION OF FUNDS FROM GRANT PURPOSE.	ANNUAL		THE HORACE W. GOLDSMITH FOUNDATION HAD NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORTS RECEIVED, THEREFORE NO INDEPENDENT VERIFICATION IS REQUIRED TO BE UNDERTAKEN.
TERRE DES HOMMES	AVENUE DE MONTCHOISI 15 CH-106 LAUSANNE, LAUSANNE SZ	2024-12-16	175,000	PROJECT TO BUILD DIGITAL PLATFORM TO IMPROVE HEALTH QUALITY AND OUTCOMES FOR HEALTH CENTERS IN KARNATAKA, INDIA.	175,000	TO KNOWLEDGE OF THE FD., NO GRANTEE DIVERSION OF FUNDS FROM GRANT PURPOSE.	ANNUAL		THE HORACE W. GOLDSMITH FOUNDATION HAD NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORTS RECEIVED, THEREFORE NO INDEPENDENT VERIFICATION IS REQUIRED TO BE UNDERTAKEN.
DRAPER RICHARDS KAPLAN FOUNDATION	1600 EL CAMINO RAL SUITE 155 MENLO PARK, CA 94025	2023-12-01	200,000	STRENGTHENING THEIR CAPACITY TO IDENTIFY AND SUPPORT SOCIAL ENTREPRENEURS USING MOBILE DIGITAL TOOLS AS PRIMARY TOOL TO DRIVE IMPACT AT SCALE.	200,000	TO KNOWLEDGE OF THE FD., NO GRANTEE DIVERSION OF FUNDS FROM GRANT PURPOSE.	ANNUAL		THE HORACE W. GOLDSMITH FOUNDATION HAD NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORTS RECEIVED, THEREFORE NO INDEPENDENT VERIFICATION IS REQUIRED TO BE UNDERTAKEN.
CPAWS	100 GLOUCESTER STREET SUITE 600 OTTAWA, OTTAWA CA	2024-05-28	100,000	TO SUPPORT 30X30 CAMPAIGN	100,000	TO KNOWLEDGE OF THE FD., NO GRANTEE DIVERSION OF FUNDS FROM GRANT PURPOSE.	ANNUAL		THE HORACE W. GOLDSMITH FOUNDATION HAD NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORTS RECEIVED, THEREFORE NO INDEPENDENT VERIFICATION IS REQUIRED TO BE UNDERTAKEN.
FRIENDS OF RAISING THE VILLAGE INC	212 KING STREET WEST 6TH FL TORONTO, ONTARIO CA	2024-03-26	50,000	TO SUPPORT WHOLISTIC PROGRAM FOR LIFTING FAMILIES OUT OF EXTREME POVERTY IN UGANDA. WE WILL BE WIRING THE FUNDS TO THE ACCOUNT AT FRIENDS OF RAISING THE VILLAGE US.	50,000	TO KNOWLEDGE OF THE FD., NO GRANTEE DIVERSION OF FUNDS FROM GRANT PURPOSE.	ANNUAL		THE HORACE W. GOLDSMITH FOUNDATION HAD NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORTS RECEIVED, THEREFORE NO INDEPENDENT VERIFICATION IS REQUIRED TO BE UNDERTAKEN.
ISRAEL ELWYN	20 HENRIETTA SZOLD STREET JERUSALEM, JERUSALEM IS	2024-03-01	100,000	EARLY INTERVENTION CENTERS	100,000	TO KNOWLEDGE OF THE FD., NO GRANTEE DIVERSION OF FUNDS FROM GRANT PURPOSE.	ANNUAL		THE HORACE W. GOLDSMITH FOUNDATION HAD NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORTS RECEIVED, THEREFORE NO INDEPENDENT VERIFICATION IS REQUIRED TO BE UNDERTAKEN.
RESTART AFRICA	C/O THE SANATA CHARITABLE TRUST ASTLEY SHREWSBURY, SHROPSHIRE UK	2024-07-08	50,000	UNRESTRICTED	50,000	TO KNOWLEDGE OF THE FD., NO GRANTEE DIVERSION OF FUNDS FROM GRANT PURPOSE.	ANNUAL		THE HORACE W. GOLDSMITH FOUNDATION HAD NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORTS RECEIVED, THEREFORE NO INDEPENDENT VERIFICATION IS REQUIRED TO BE UNDERTAKEN.
FAMILY EMPOWERMENT MEDIA	THE LINEN HOUSE 253 KILBURN LANE LONDON, LONDON UK	2023-12-01	100,000	FEM USES RADIO PROGRAMS AND WHATSAPP IN AFRICA TO IMPROVE UPTAKE OF FAMILY PLANNING. VERY HIGH SROI IN EARLY TESTS. GRANT WILL SUPPORT TESTS OF NEW DIGITAL TOOLS. NIGERIA IS MAIN MARKET.	100,000	TO KNOWLEDGE OF THE FD., NO GRANTEE DIVERSION OF FUNDS FROM GRANT PURPOSE.	ANNUAL		THE HORACE W. GOLDSMITH FOUNDATION HAD NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORTS RECEIVED, THEREFORE NO INDEPENDENT VERIFICATION IS REQUIRED TO BE UNDERTAKEN.
ISRAEL ELWYN	20 HENRIETTA SZOLD STREET JERUSALEM, JERUSALEM IS	2024-12-15	100,000	EMERGENCY FUND	100,000	TO KNOWLEDGE OF THE FD., NO GRANTEE DIVERSION OF FUNDS FROM GRANT PURPOSE.	ANNUAL		THE HORACE W. GOLDSMITH FOUNDATION HAD NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORTS RECEIVED, THEREFORE NO INDEPENDENT VERIFICATION IS REQUIRED TO BE UNDERTAKEN.
WORLD PRESS PHOTO USA FOUNDATION	POLONCEAU-KADE 20 AMSTERDAM, AMSTERDAM NL	2023-09-27	35,000	UNRESTRICTED	35,000	TO KNOWLEDGE OF THE FD., NO GRANTEE DIVERSION OF FUNDS FROM GRANT PURPOSE.	ANNUAL		THE HORACE W. GOLDSMITH FOUNDATION HAD NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORTS RECEIVED, THEREFORE NO INDEPENDENT VERIFICATION IS REQUIRED TO BE UNDERTAKEN.
REACH DIGITAL HEALTH	50 SMITS ROAD JOHANNESBURG, JOHANNESBURG SF	2023-05-26	200,000	IMPROVE IMPACT OF MOMCONNECT - A SMART CHATBOT FOR MATERNAL AND CHILD HEALTH.	200,000	TO KNOWLEDGE OF THE FD., NO GRANTEE DIVERSION OF FUNDS FROM GRANT PURPOSE.	ANNUAL		THE HORACE W. GOLDSMITH FOUNDATION HAD NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORTS RECEIVED, THEREFORE NO INDEPENDENT VERIFICATION IS REQUIRED TO BE UNDERTAKEN.

TY 2024 IRS 990 e-File Render

Name: THE HORACE W GOLDSMITH FOUNDATION

EIN: 13-6107758

Name of Stock	End of Year Book Value	End of Year Fair Market Value
JP MORGAN CHASE BANK, N.A.	206,826,303	206,826,303
JP MORGAN CHASE BANK, N.A.	280,181,200	280,181,200

TY 2024 IRS 990 e-File Render

Name:	THE HORACE W GOLDSMITH FOUNDATION
EIN:	13-6107758
US Government Securities - End of Year Book Value:	0
US Government Securities - End of Year Fair Market Value:	0
State & Local Government Securities - End of Year Book Value:	148,210,165
State & Local Government Securities - End of Year Fair Market Value:	148,210,165

TY 2024 IRS 990 e-File Render

Name: THE HORACE W GOLDSMITH FOUNDATION

EIN: 13-6107758

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
SYCAMORE PARTNERS II	FMV	14,831,096	14,831,096
WEBSTER CAPITAL PARTNERSHIPS III - VI	FMV	48,597,127	48,597,127
GOLDEN GATE CAPITAL	FMV	35,964,042	35,964,042
SYCAMORE PARTNERS	FMV	7,435,800	7,435,800
COATUE GROWTH FUND V	FMV	16,670,479	16,670,479
SYCAMORE PARTNERS III	FMV	41,740,423	41,740,423
COATUE GROWTH FUND V-B	FMV	3,670,781	3,670,781
ETON PARK OVERSEAS FUND LTD	FMV	657	657

TY 2024 IRS 990 e-File Render

Name: THE HORACE W GOLDSMITH FOUNDATION

EIN: 13-6107758

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
ASSET	291,072	209,832	81,240	

TY 2024 IRS 990 e-File Render

Name: THE HORACE W GOLDSMITH FOUNDATION

EIN: 13-6107758

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BALLARD SPAHR ANDREWS & INGERSOLL LLP	3,637	3,637		0
MCDERMOTT, WILL & EMERY	525	525		0
MANDMARBLESTONE	1,125	1,125		0

TY 2024 IRS 990 e-File Render

Name: THE HORACE W GOLDSMITH FOUNDATION

EIN: 13-6107758

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
INTEREST & DIVIDEND RECEIVABLE	516,012	676,520	676,520
RIGHT-OF-USE ASSET - OPERATING LEASE	2,708,341	2,398,816	2,398,816

TY 2024 IRS 990 e-File Render

Name: THE HORACE W GOLDSMITH FOUNDATION

EIN: 13-6107758

Description	Amount
FEDERAL EXCISE TAXES-DEFERRED	668,542
UNREALIZED LOSS ON LIMITED PARTNERSHIPS	2,133,587
PRIOR PERIOD ADJUSTMENT	13,569,668

TY 2024 IRS 990 e-File Render

Name: THE HORACE W GOLDSMITH FOUNDATION

EIN: 13-6107758

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TELEPHONE	84	0		84
POSTAGE	324	0		324
INSURANCE	58,390	29,195		22,623
OFFICE EXPENSES	28,946	0		28,946
PAYROLL SERVICE FEES	2,584	0		2,584
MAINTENANCE	2,318	0		2,318
MISCELLANEOUS EXPENSE	14,956	0		14,956
PARTNERSHIPS OTHER DEDUCTIONS	0	2,367,599		0
LESS:PART DEDUCT ATTRIB. TO	0	-121,369		0

TY 2024 IRS 990 e-File Render

Name: THE HORACE W GOLDSMITH FOUNDATION

EIN: 13-6107758

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
PARTNERSHIPS NET INCOME	15,077,939	-228,711	15,077,939
ADD: AMOUNT ATTRIBUTABLE TO UBI	0	254,584	0
MISCELLANEOUS INCOME	60,071		60,071

TY 2024 IRS 990 e-File Render

Name: THE HORACE W GOLDSMITH FOUNDATION

EIN: 13-6107758

Description	Amount
UNREALIZED GAIN ON INVESTMENTS	48,096,563

TY 2024 IRS 990 e-File Render

Name: THE HORACE W GOLDSMITH FOUNDATION

EIN: 13-6107758

Description	Beginning of Year - Book Value	End of Year - Book Value
DEFERRED FEDERAL EXCISE TAX	2,515,618	3,184,160

TY 2024 IRS 990 e-File Render

Name: THE HORACE W GOLDSMITH FOUNDATION

EIN: 13-6107758

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CUSTODIAL FEES - JP MORGAN CHASE BANK, N.A.	65,480	65,480		0
INVESTMENT CONSULTING SERVICES	253,940	253,940		0
INVESTMENT MANAGEMENT FEES - EAGLE CAPITAL MANAGEMENT	1,474,696	1,474,696		0
INVESTMENT MANAGEMENT FEES - SELECT EQUITY GROUP, L.P.	134,538	134,538		0
PHILANTHROPIC ADVISORY & GRANT MAKING SERVICES	18,000	0		18,000

TY 2024 IRS 990 e-File Render

Name: THE HORACE W GOLDSMITH FOUNDATION

EIN: 13-6107758

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PART. FOREIGN TAXES	0	517		0
FOREIGN TAXES WITHHELD	61,481	61,481		0
FEDERAL EXCISE TAXES-CURRENT	737,698	0		0