

2949133400712 9

EXTENDED TO NOVEMBER 15, 2019

Form **990-PF****Return of Private Foundation**

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

OMB No 1545-0052

Department of the Treasury  
Internal Revenue Service

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

**2018**

Open to Public Inspection

For calendar year 2018 or tax year beginning

, and ending

|                                                                                                                                                                                                                                                                                                     |                                                                                                                        |                                                                                                                                                                              |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Name of foundation<br><b>THE J.M. KAPLAN FUND, INC.</b>                                                                                                                                                                                                                                             |                                                                                                                        | A Employer identification number<br><b>13-6090286</b>                                                                                                                        |
| Number and street (or P.O. box number if mail is not delivered to street address)<br><b>71 WEST 23RD STREET, 9TH FLOOR</b>                                                                                                                                                                          | Room/suite                                                                                                             | B Telephone number<br><b>212-767-0630</b>                                                                                                                                    |
| City or town, state or province, country, and ZIP or foreign postal code<br><b>NEW YORK, NY 10010</b>                                                                                                                                                                                               |                                                                                                                        | C If exemption application is pending, check here <input type="checkbox"/>                                                                                                   |
| G Check all that apply:<br>Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/><br>Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change <input type="checkbox"/> |                                                                                                                        | D 1. Foreign organizations, check here <input type="checkbox"/><br>2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> |
| H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation<br>Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation <input type="checkbox"/>                                                    |                                                                                                                        | E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>                                                                |
| I Fair market value of all assets at end of year (from Part II, col (c), line 16)<br><b>\$ 128,345,086.</b>                                                                                                                                                                                         | J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual<br>Other (specify) _____ | F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>                                                             |

| Part I Analysis of Revenue and Expenses<br>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a)) |  | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|----------------------------------------------------------------------------------------------------------------------------------------------------|--|------------------------------------|---------------------------|-------------------------|-------------------------------------------------------------|
| 1 Contributions, gifts, grants, etc., received                                                                                                     |  |                                    |                           | <b>N/A</b>              |                                                             |
| 2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B                                                      |  |                                    |                           |                         |                                                             |
| 3 Interest on savings and temporary cash investments                                                                                               |  | <b>1,881.</b>                      | <b>1,881.</b>             |                         | <b>STATEMENT 1</b>                                          |
| 4 Dividends and interest from securities                                                                                                           |  | <b>2,402,507.</b>                  | <b>2,400,900.</b>         |                         | <b>STATEMENT 2</b>                                          |
| 5a Gross rents                                                                                                                                     |  |                                    |                           |                         |                                                             |
| b Net rental income or (loss)                                                                                                                      |  |                                    |                           |                         |                                                             |
| 6a Net gain or (loss) from sale of assets not on line 10                                                                                           |  | <b>8,001,656.</b>                  |                           |                         |                                                             |
| b Gross sales price for all assets on line 6a <b>55,293,814.</b>                                                                                   |  |                                    |                           |                         |                                                             |
| 7 Capital gain net income (from Part IV, line 2)                                                                                                   |  |                                    | <b>7,999,229.</b>         |                         |                                                             |
| 8 Net short-term capital gain                                                                                                                      |  |                                    |                           |                         |                                                             |
| 9 Income modifications                                                                                                                             |  |                                    |                           |                         |                                                             |
| 10a Gross sales less returns and allowances                                                                                                        |  |                                    |                           |                         |                                                             |
| b Less Cost of goods sold                                                                                                                          |  |                                    |                           |                         |                                                             |
| c Gross profit or (loss)                                                                                                                           |  |                                    |                           |                         |                                                             |
| 11 Other income                                                                                                                                    |  | <b>1,053,666.</b>                  | <b>838,236.</b>           |                         | <b>STATEMENT 3</b>                                          |
| 12 Total. Add lines 1 through 11                                                                                                                   |  | <b>11,459,710.</b>                 | <b>11,240,246.</b>        |                         |                                                             |
| 13 Compensation of officers, directors, trustees, etc                                                                                              |  | <b>330,000.</b>                    | <b>65,000.</b>            |                         | <b>270,656.</b>                                             |
| 14 Other employee salaries and wages                                                                                                               |  | <b>375,949.</b>                    | <b>73,950.</b>            |                         | <b>292,994.</b>                                             |
| 15 Pension plans, employee benefits                                                                                                                |  | <b>200,089.</b>                    | <b>43,301.</b>            |                         | <b>168,634.</b>                                             |
| 16a Legal fees <b>STMT 4</b>                                                                                                                       |  | <b>55,371.</b>                     | <b>0.</b>                 |                         | <b>54,606.</b>                                              |
| b Accounting fees <b>STMT 5</b>                                                                                                                    |  | <b>31,700.</b>                     | <b>0.</b>                 |                         | <b>29,700.</b>                                              |
| c Other professional fees <b>STMT 6</b>                                                                                                            |  | <b>826,136.</b>                    | <b>460,399.</b>           |                         | <b>355,659.</b>                                             |
| 17 Interest                                                                                                                                        |  | <b>6,709.</b>                      | <b>6,693.</b>             |                         | <b>0.</b>                                                   |
| 18 Taxes <b>STMT 7</b>                                                                                                                             |  | <b>282,496.</b>                    | <b>84,963.</b>            |                         | <b>625.</b>                                                 |
| 19 Depreciation and depletion                                                                                                                      |  | <b>218,992.</b>                    | <b>0.</b>                 |                         |                                                             |
| 20 Occupancy                                                                                                                                       |  | <b>369,899.</b>                    | <b>36,989.</b>            |                         | <b>331,469.</b>                                             |
| 21 Travel, conferences, and meetings                                                                                                               |  | <b>365,487.</b>                    | <b>4,053.</b>             |                         | <b>368,821.</b>                                             |
| 22 Printing and publications                                                                                                                       |  |                                    |                           |                         |                                                             |
| 23 Other expenses <b>STMT 8</b>                                                                                                                    |  | <b>2,618,419.</b>                  | <b>2,049,792.</b>         |                         | <b>541,370.</b>                                             |
| 24 Total operating and administrative expenses. Add lines 13 through 23                                                                            |  | <b>5,681,247.</b>                  | <b>2,825,140.</b>         |                         | <b>2,414,534.</b>                                           |
| 25 Contributions, gifts, grants, paid                                                                                                              |  | <b>5,116,525.</b>                  |                           |                         | <b>6,510,470.</b>                                           |
| 26 Total expenses and disbursements. Add lines 24 and 25                                                                                           |  | <b>10,797,772.</b>                 | <b>2,825,140.</b>         |                         | <b>8,925,004.</b>                                           |
| 27 Subtract line 26 from line 12                                                                                                                   |  | <b>661,938.</b>                    |                           |                         |                                                             |
| a Excess of revenue over expenses and disbursements                                                                                                |  |                                    | <b>8,415,106.</b>         |                         |                                                             |
| b Net investment income (if negative, enter -0-)                                                                                                   |  |                                    |                           |                         |                                                             |
| c Adjusted net income (if negative, enter -0-)                                                                                                     |  |                                    |                           | <b>N/A</b>              |                                                             |

| Part II Balance Sheets                                                                          |                                                                                                                                           | Beginning of year                                       |                | End of year           |  |
|-------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------|----------------|-----------------------|--|
|                                                                                                 |                                                                                                                                           | (a) Book Value                                          | (b) Book Value | (c) Fair Market Value |  |
| Assets                                                                                          | 1 Cash - non-interest-bearing                                                                                                             | 500.                                                    | 500.           | 500.                  |  |
|                                                                                                 | 2 Savings and temporary cash investments                                                                                                  | 3,303,125.                                              | 7,333,468.     | 7,333,468.            |  |
|                                                                                                 | 3 Accounts receivable ▶ 6,805.                                                                                                            |                                                         |                |                       |  |
|                                                                                                 | Less: allowance for doubtful accounts ▶                                                                                                   | 12,842.                                                 | 6,805.         | 6,805.                |  |
|                                                                                                 | 4 Pledges receivable ▶                                                                                                                    |                                                         |                |                       |  |
|                                                                                                 | Less: allowance for doubtful accounts ▶                                                                                                   |                                                         |                |                       |  |
|                                                                                                 | 5 Grants receivable                                                                                                                       |                                                         |                |                       |  |
|                                                                                                 | 6 Receivables due from officers, directors, trustees, and other disqualified persons                                                      |                                                         |                |                       |  |
|                                                                                                 | 7 Other notes and loans receivable ▶ 107,442.                                                                                             |                                                         |                |                       |  |
|                                                                                                 | Less: allowance for doubtful accounts ▶ 0.                                                                                                | 149,051.                                                | 107,442.       | 107,442.              |  |
|                                                                                                 | 8 Inventories for sale or use                                                                                                             |                                                         |                |                       |  |
|                                                                                                 | 9 Prepaid expenses and deferred charges                                                                                                   | 22,376.                                                 | 20,466.        | 20,466.               |  |
|                                                                                                 | 10a Investments - U.S. and state government obligations                                                                                   |                                                         |                |                       |  |
|                                                                                                 | b Investments - corporate stock                                                                                                           |                                                         |                |                       |  |
|                                                                                                 | c Investments - corporate bonds                                                                                                           | 2,182,957.                                              | 0.             | 0.                    |  |
|                                                                                                 | Liabilities                                                                                                                               | 11 Investments - land, buildings, and equipment basis ▶ |                |                       |  |
| Less: accumulated depreciation ▶                                                                |                                                                                                                                           |                                                         |                |                       |  |
| 12 Investments - mortgage loans                                                                 |                                                                                                                                           |                                                         |                |                       |  |
| 13 Investments - other STMT 10                                                                  |                                                                                                                                           | 132,013,178.                                            | 119,000,901.   | 119,000,901.          |  |
| 14 Land, buildings, and equipment, basis ▶ 2,396,610.                                           |                                                                                                                                           |                                                         |                |                       |  |
| Less: accumulated depreciation STMT 11 ▶ 1,115,133.                                             |                                                                                                                                           | 1,500,469.                                              | 1,281,477.     | 1,281,477.            |  |
| 15 Other assets (describe ▶ STATEMENT 12)                                                       |                                                                                                                                           | 645,656.                                                | 594,027.       | 594,027.              |  |
| 16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I) |                                                                                                                                           | 139,830,154.                                            | 128,345,086.   | 128,345,086.          |  |
| 17 Accounts payable and accrued expenses                                                        |                                                                                                                                           | 163,286.                                                | 150,798.       |                       |  |
| 18 Grants payable                                                                               |                                                                                                                                           | 4,117,140.                                              | 2,723,195.     |                       |  |
| Net Assets or Fund Balances                                                                     | 19 Deferred revenue                                                                                                                       |                                                         |                |                       |  |
|                                                                                                 | 20 Loans from officers, directors, trustees, and other disqualified persons                                                               |                                                         |                |                       |  |
|                                                                                                 | 21 Mortgages and other notes payable                                                                                                      |                                                         |                |                       |  |
|                                                                                                 | 22 Other liabilities (describe ▶ DEFERRED EXCISE TA)                                                                                      | 1,054,073.                                              | 891,242.       |                       |  |
|                                                                                                 | 23 Total liabilities (add lines 17 through 22)                                                                                            | 5,334,499.                                              | 3,765,235.     |                       |  |
| Net Assets or Fund Balances                                                                     | Foundations that follow SFAS 117, check here and complete lines 24 through 26, and lines 30 and 31. ▶ <input checked="" type="checkbox"/> |                                                         |                |                       |  |
|                                                                                                 | 24 Unrestricted                                                                                                                           | 134,495,655.                                            | 124,579,851.   |                       |  |
|                                                                                                 | 25 Temporarily restricted                                                                                                                 |                                                         |                |                       |  |
|                                                                                                 | 26 Permanently restricted                                                                                                                 |                                                         |                |                       |  |
|                                                                                                 | Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input type="checkbox"/>                          |                                                         |                |                       |  |
|                                                                                                 | 27 Capital stock, trust principal, or current funds                                                                                       |                                                         |                |                       |  |
|                                                                                                 | 28 Paid-in or capital surplus, or land, bldg., and equipment fund                                                                         |                                                         |                |                       |  |
|                                                                                                 | 29 Retained earnings, accumulated income, endowment, or other funds                                                                       |                                                         |                |                       |  |
| 30 Total net assets or fund balances                                                            | 134,495,655.                                                                                                                              | 124,579,851.                                            |                |                       |  |
| 31 Total liabilities and net assets/fund balances                                               | 139,830,154.                                                                                                                              | 128,345,086.                                            |                |                       |  |

## 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 30 (must agree with end-of-year figure reported on prior year's return) | 1 | 134,495,655. |
| 2 Enter amount from Part I, line 27a                                                                                                                         | 2 | 661,938.     |
| 3 Other increases not included in line 2 (itemize) ▶ DEFERRED EXCISE TAX BENEFIT                                                                             | 3 | 162,831.     |
| 4 Add lines 1, 2, and 3                                                                                                                                      | 4 | 135,320,424. |
| 5 Decreases not included in line 2 (itemize) ▶ UNREALIZED LOSS ON INVESTMENT                                                                                 | 5 | 10,740,573.  |
| 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30                                                      | 6 | 124,579,851. |

**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,<br>2-story brick warehouse, or common stock, 200 shs. MLC Co | (b) How acquired<br>P - Purchase<br>D - Donation | (c) Date acquired<br>(mo., day, yr.) | (d) Date sold<br>(mo., day, yr.) |
|-------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------|--------------------------------------|----------------------------------|
| 1a ACADIAN SUSTAINABLE EMERGIN MARKET EQUITY                                                                                        | P                                                | VARIOUS                              | VARIOUS                          |
| b AVANTI STRATEGIC LAND INVESTORS III (PASSIVE), LP                                                                                 | P                                                | VARIOUS                              | VARIOUS                          |
| c AVANTI STRATEGIC LAND INVESTORS IV (ACTIVE), LP                                                                                   | P                                                | VARIOUS                              | VARIOUS                          |
| d BRANDYWINE PRIVATE EQUITY PTRS 2011 LP                                                                                            | P                                                | VARIOUS                              | VARIOUS                          |
| e BRANDYWINE PRIVATE EQUITY PTRS 2012 LP                                                                                            | P                                                | VARIOUS                              | VARIOUS                          |
| f BRANDYWINE PRIVATE EQUITY PTRS 2013 LP                                                                                            | P                                                | VARIOUS                              | VARIOUS                          |
| g BRANDYWINE PRIVATE EQUITY PTRS 2014 LP                                                                                            | P                                                | VARIOUS                              | VARIOUS                          |
| h BRANDYTRUST GLOBAL PARTNERS, LP                                                                                                   | P                                                | VARIOUS                              | VARIOUS                          |
| i BRANDYTRUST MULTI-STRATEGY PARTNERS, LP                                                                                           | P                                                | VARIOUS                              | VARIOUS                          |
| j BRANDYWINE PRIVATE EQUITY PTRS 2016 LP                                                                                            | P                                                | VARIOUS                              | VARIOUS                          |
| k BRANDYWINE PRIVATE EQUITY PARTNERS 2017 LP                                                                                        | P                                                | VARIOUS                              | VARIOUS                          |
| l BRANDYWINE PRIVATE EQUITY PTRS YORKTOWN LP                                                                                        | P                                                | VARIOUS                              | VARIOUS                          |
| m COLCHESTER GLOBAL BOND FUND                                                                                                       | P                                                | VARIOUS                              | VARIOUS                          |
| n CYPRIUM INVESTORS III, LP                                                                                                         | P                                                | VARIOUS                              | VARIOUS                          |
| o FARRALLON CAPITAL INSTITUTIONAL PARTNERS, LP                                                                                      | P                                                | VARIOUS                              | VARIOUS                          |

| (e) Gross sales price | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g) |
|-----------------------|--------------------------------------------|-------------------------------------------------|----------------------------------------------|
| a                     |                                            |                                                 | 53.                                          |
| b                     | 39,821.                                    |                                                 | 20,323.                                      |
| c                     |                                            |                                                 | 3,265.                                       |
| d                     | 295,717.                                   |                                                 | 237,942.                                     |
| e                     | 95,373.                                    |                                                 | 140,937.                                     |
| f                     | 19,631.                                    |                                                 | 50,554.                                      |
| g                     | 191,933.                                   |                                                 | 106,784.                                     |
| h                     | 28,000,000.                                |                                                 | 4,136,171.                                   |
| i                     | 22,500,000.                                |                                                 | 1,360,531.                                   |
| j                     | 114,153.                                   |                                                 | 47,937.                                      |
| k                     |                                            |                                                 | 45.                                          |
| l                     | 72,533.                                    |                                                 | 61,061.                                      |
| m                     |                                            |                                                 | 35,050.                                      |
| n                     | 92,861.                                    |                                                 | -48,416.                                     |
| o                     | 12,159.                                    |                                                 | 101.                                         |

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

| (i) F.M.V. as of 12/31/69 | (j) Adjusted basis<br>as of 12/31/69 | (k) Excess of col. (i)<br>over col. (j), if any | (l) Losses (from col. (h))<br>Gains (excess of col. (h) gain over col. (k),<br>but not less than "-0-") |
|---------------------------|--------------------------------------|-------------------------------------------------|---------------------------------------------------------------------------------------------------------|
| a                         |                                      |                                                 | 53.                                                                                                     |
| b                         |                                      |                                                 | 20,323.                                                                                                 |
| c                         |                                      |                                                 | 3,265.                                                                                                  |
| d                         |                                      |                                                 | 237,942.                                                                                                |
| e                         |                                      |                                                 | 140,937.                                                                                                |
| f                         |                                      |                                                 | 50,554.                                                                                                 |
| g                         |                                      |                                                 | 106,784.                                                                                                |
| h                         |                                      |                                                 | 4,136,171.                                                                                              |
| i                         |                                      |                                                 | 1,360,531.                                                                                              |
| j                         |                                      |                                                 | 47,937.                                                                                                 |
| k                         |                                      |                                                 | 45.                                                                                                     |
| l                         |                                      |                                                 | 61,061.                                                                                                 |
| m                         |                                      |                                                 | 35,050.                                                                                                 |
| n                         |                                      |                                                 | -48,416.                                                                                                |
| o                         |                                      |                                                 | 101.                                                                                                    |

- 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 }
- 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).  
If (loss), enter "-0-" in Part I, line 8 }

2

3

**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,<br>2-story brick warehouse, or common stock, 200 shs. MLC Co. |                                                  | (b) How acquired<br>P - Purchase<br>D - Donation | (c) Date acquired<br>(mo., day, yr.) | (d) Date sold<br>(mo., day, yr.) |
|--------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------|--------------------------------------------------|--------------------------------------|----------------------------------|
| 1a                                                                                                                                   | JUNIPER PROPERTIES, LP II                        | P                                                | VARIOUS                              | VARIOUS                          |
| b                                                                                                                                    | KEYHAVEN CAPITAL PARTNERS II, LP                 | P                                                | VARIOUS                              | VARIOUS                          |
| c                                                                                                                                    | PAUL CAPITAL PARTNERS VIII-A, LP                 | P                                                | VARIOUS                              | VARIOUS                          |
| d                                                                                                                                    | PROSPECT HARBOR DESIGNATED INVESTMENTS, LP       | P                                                | VARIOUS                              | VARIOUS                          |
| e                                                                                                                                    | SPECIAL OPPORTUNITIES FUND IV PRIVATE EQUITY, LP | P                                                | VARIOUS                              | VARIOUS                          |
| f                                                                                                                                    | METROPOLITAN REAL ESTATE PARTNERS GLOBAL II, LP  | P                                                | VARIOUS                              | VARIOUS                          |
| g                                                                                                                                    | METROPOLITAN REAL ESTATE PARTNERS INTL II, LP    | P                                                | VARIOUS                              | VARIOUS                          |
| h                                                                                                                                    | METROPOLITAN REAL ESTATE PARTNERS IV-A, LP       | P                                                | VARIOUS                              | VARIOUS                          |
| i                                                                                                                                    | METROPOLITAN REAL ESTATE PARTNERS V, LP          | P                                                | VARIOUS                              | VARIOUS                          |
| j                                                                                                                                    | TCV IV, LP                                       | P                                                | VARIOUS                              | VARIOUS                          |
| k                                                                                                                                    | TCV V, LP                                        | P                                                | VARIOUS                              | VARIOUS                          |
| l                                                                                                                                    | THE VARDE FUND VIII, LP                          | P                                                | VARIOUS                              | VARIOUS                          |
| m                                                                                                                                    | THE VARDE FUND IX, LP                            | P                                                | VARIOUS                              | VARIOUS                          |
| n                                                                                                                                    | VENTURE INVESTMENT ASSOCIATES IV, LP             | P                                                | VARIOUS                              | VARIOUS                          |
| o                                                                                                                                    | VENTURE INVESTMENT ASSOCIATES V, LP              | P                                                | VARIOUS                              | VARIOUS                          |

| (e) Gross sales price | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g) |
|-----------------------|--------------------------------------------|-------------------------------------------------|----------------------------------------------|
| a 1,663.              |                                            |                                                 | 15,654.                                      |
| b 60,888.             |                                            |                                                 | 13,296.                                      |
| c 26,521.             |                                            |                                                 | -42,637.                                     |
| d                     |                                            |                                                 | -505.                                        |
| e 359,712.            |                                            |                                                 | 224,704.                                     |
| f 350,253.            |                                            |                                                 | 111,015.                                     |
| g 276,177.            |                                            |                                                 | 86,842.                                      |
| h 113,471.            |                                            |                                                 | -10,507.                                     |
| i 3,896.              |                                            |                                                 | -12,966.                                     |
| j 1,398.              |                                            |                                                 | -475.                                        |
| k 15,583.             |                                            |                                                 | 42.                                          |
| l 44,512.             |                                            |                                                 | 22,500.                                      |
| m 71,970.             |                                            |                                                 | 9,992.                                       |
| n 25,000.             |                                            |                                                 | 3,146.                                       |
| o 168,974.            |                                            |                                                 | 21,344.                                      |

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

| (i) F.M.V. as of 12/31/69 | (j) Adjusted basis<br>as of 12/31/69 | (k) Excess of col. (i)<br>over col. (j), if any | (l) Losses (from col. (h))<br>Gains (excess of col. (h) gain over col. (k),<br>but not less than "-0-") |
|---------------------------|--------------------------------------|-------------------------------------------------|---------------------------------------------------------------------------------------------------------|
| a                         |                                      |                                                 | 15,654.                                                                                                 |
| b                         |                                      |                                                 | 13,296.                                                                                                 |
| c                         |                                      |                                                 | -42,637.                                                                                                |
| d                         |                                      |                                                 | -505.                                                                                                   |
| e                         |                                      |                                                 | 224,704.                                                                                                |
| f                         |                                      |                                                 | 111,015.                                                                                                |
| g                         |                                      |                                                 | 86,842.                                                                                                 |
| h                         |                                      |                                                 | -10,507.                                                                                                |
| i                         |                                      |                                                 | -12,966.                                                                                                |
| j                         |                                      |                                                 | -475.                                                                                                   |
| k                         |                                      |                                                 | 42.                                                                                                     |
| l                         |                                      |                                                 | 22,500.                                                                                                 |
| m                         |                                      |                                                 | 9,992.                                                                                                  |
| n                         |                                      |                                                 | 3,146.                                                                                                  |
| o                         |                                      |                                                 | 21,344.                                                                                                 |

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 }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).  
If (loss), enter "-0-" in Part I, line 8

2

3

**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,<br>2-story brick warehouse, or common stock, 200 shs. MLC Co. | (b) How acquired<br>P - Purchase<br>D - Donation | (c) Date acquired<br>(mo., day, yr.) | (d) Date sold<br>(mo., day, yr.) |
|--------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------|--------------------------------------|----------------------------------|
| 1a VENTURE INVESTMENT ASSOCIATES VI, LP                                                                                              | P                                                | VARIOUS                              | VARIOUS                          |
| b AVANTI STRATEGIC LAND INVESTORS VI AND VII, LLP                                                                                    | P                                                | VARIOUS                              | VARIOUS                          |
| c SUN CAPITAL SECURITIES OFFSHORE FUND LTD SERIES 1                                                                                  | P                                                | VARIOUS                              | VARIOUS                          |
| d SUN CAPITAL SECURITIES OFFSHORE FUND LTD SERIES 2                                                                                  | P                                                | VARIOUS                              | VARIOUS                          |
| e SPECIAL OPPORTUNITY FUND III, LTD                                                                                                  | P                                                | VARIOUS                              | VARIOUS                          |
| f AACP DEBT INVESTORS, L.P.                                                                                                          | P                                                | VARIOUS                              | VARIOUS                          |
| g DOVER STREET VI CAYMAN FUND L.P.                                                                                                   | P                                                | VARIOUS                              | VARIOUS                          |
| h SPINDRIFT INVESTORS (BERMUDA), LTD., S                                                                                             | P                                                | VARIOUS                              | VARIOUS                          |
| i BROOKSIDE CAYMAN, LIMITED                                                                                                          | P                                                | VARIOUS                              | VARIOUS                          |
| j AACP TAX EXEMPT INVESTORS II, L.P.                                                                                                 | P                                                | VARIOUS                              | VARIOUS                          |
| k CAPITAL GAINS DIVIDENDS                                                                                                            |                                                  |                                      |                                  |
| l                                                                                                                                    |                                                  |                                      |                                  |
| m                                                                                                                                    |                                                  |                                      |                                  |
| n                                                                                                                                    |                                                  |                                      |                                  |
| o                                                                                                                                    |                                                  |                                      |                                  |

| (e) Gross sales price | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g) |
|-----------------------|--------------------------------------------|-------------------------------------------------|----------------------------------------------|
| a 387,832.            |                                            |                                                 | 178,461.                                     |
| b 111,758.            |                                            | 111,758.                                        | 0.                                           |
| c 21,819.             |                                            | 21,819.                                         | 0.                                           |
| d 21,338.             |                                            | 21,338.                                         | 0.                                           |
| e 132,247.            |                                            | 132,247.                                        | 0.                                           |
| f 380,876.            |                                            | 2,900.                                          | 377,976.                                     |
| g 157,393.            |                                            |                                                 | 157,393.                                     |
| h 52,765.             |                                            | 144.                                            | 52,621.                                      |
| i 85,255.             |                                            | 29,304.                                         | 55,951.                                      |
| j 900,419.            |                                            | 405,288.                                        | 495,131.                                     |
| k 87,913.             |                                            |                                                 | 87,913.                                      |
| l                     |                                            |                                                 |                                              |
| m                     |                                            |                                                 |                                              |
| n                     |                                            |                                                 |                                              |
| o                     |                                            |                                                 |                                              |

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

| (i) F.M.V. as of 12/31/69 | (j) Adjusted basis<br>as of 12/31/69 | (k) Excess of col. (i)<br>over col. (j), if any | (l) Losses (from col. (h))<br>Gains (excess of col. (h) gain over col. (k),<br>but not less than "-0-") |
|---------------------------|--------------------------------------|-------------------------------------------------|---------------------------------------------------------------------------------------------------------|
| a                         |                                      |                                                 | 178,461.                                                                                                |
| b                         |                                      |                                                 | 0.                                                                                                      |
| c                         |                                      |                                                 | 0.                                                                                                      |
| d                         |                                      |                                                 | 0.                                                                                                      |
| e                         |                                      |                                                 | 0.                                                                                                      |
| f                         |                                      |                                                 | 377,976.                                                                                                |
| g                         |                                      |                                                 | 157,393.                                                                                                |
| h                         |                                      |                                                 | 52,621.                                                                                                 |
| i                         |                                      |                                                 | 55,951.                                                                                                 |
| j                         |                                      |                                                 | 495,131.                                                                                                |
| k                         |                                      |                                                 | 87,913.                                                                                                 |
| l                         |                                      |                                                 |                                                                                                         |
| m                         |                                      |                                                 |                                                                                                         |
| n                         |                                      |                                                 |                                                                                                         |
| o                         |                                      |                                                 |                                                                                                         |

|                                                                                                                                                                                    |   |            |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---|------------|
| 2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7<br>If (loss), enter "-0-" in Part I, line 7 }                                              | 2 | 7,999,229. |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)<br>If gain, also enter in Part I, line 8, column (c).<br>If (loss), enter "-0-" in Part I, line 8 } | 3 | N/A        |

**Part IV Capital Gains and Losses for Tax on Investment Income****SEE ATTACHED STATEMENTS**

| (a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.) | (b) How acquired<br>P - Purchase<br>D - Donation | (c) Date acquired<br>(mo., day, yr.) | (d) Date sold<br>(mo., day, yr.) |
|-------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------|--------------------------------------|----------------------------------|
| 1a                                                                                                                                        |                                                  |                                      |                                  |
| b                                                                                                                                         |                                                  |                                      |                                  |
| c                                                                                                                                         |                                                  |                                      |                                  |
| d                                                                                                                                         |                                                  |                                      |                                  |
| e                                                                                                                                         |                                                  |                                      |                                  |

| (e) Gross sales price | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g) |
|-----------------------|--------------------------------------------|-------------------------------------------------|----------------------------------------------|
| a                     |                                            |                                                 |                                              |
| b                     |                                            |                                                 |                                              |
| c                     |                                            |                                                 |                                              |
| d                     |                                            |                                                 |                                              |
| e                     | 55,293,814.                                | 724,798.                                        | 7,999,229.                                   |

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.

| (i) FMV as of 12/31/69 | (j) Adjusted basis<br>as of 12/31/69 | (k) Excess of col. (i)<br>over col. (j), if any | (l) Gains (Col. (h) gain minus<br>col. (k), but not less than -0-) or<br>Losses (from col. (h)) |
|------------------------|--------------------------------------|-------------------------------------------------|-------------------------------------------------------------------------------------------------|
| a                      |                                      |                                                 |                                                                                                 |
| b                      |                                      |                                                 |                                                                                                 |
| c                      |                                      |                                                 |                                                                                                 |
| d                      |                                      |                                                 |                                                                                                 |
| e                      |                                      |                                                 | 7,999,229.                                                                                      |

|                                                                                                                                                                                 |                                                                                     |   |            |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------|---|------------|
| 2 Capital gain net income or (net capital loss)                                                                                                                                 | { If gain, also enter in Part I, line 7<br>If (loss), enter -0- in Part I, line 7 } | 2 | 7,999,229. |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):<br>If gain, also enter in Part I, line 8, column (c).<br>If (loss), enter -0- in Part I, line 8 | }                                                                                   | 3 | N/A        |

**Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation doesn't qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries.

| (a) Base period years<br>Calendar year (or tax year beginning in) | (b) Adjusted qualifying distributions | (c) Net value of noncharitable-use assets | (d) Distribution ratio<br>(col. (b) divided by col. (c)) |
|-------------------------------------------------------------------|---------------------------------------|-------------------------------------------|----------------------------------------------------------|
| 2017                                                              | 8,312,887.                            | 134,423,241.                              | .061841                                                  |
| 2016                                                              | 8,709,351.                            | 132,560,204.                              | .065701                                                  |
| 2015                                                              | 12,699,622.                           | 142,453,294.                              | .089149                                                  |
| 2014                                                              | 7,682,661.                            | 143,960,146.                              | .053367                                                  |
| 2013                                                              | 7,213,665.                            | 136,544,350.                              | .052830                                                  |

|                                                                                                                                                                                  |   |              |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---|--------------|
| 2 Total of line 1, column (d)                                                                                                                                                    | 2 | .322888      |
| 3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years | 3 | .064578      |
| 4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5                                                                                                   | 4 | 134,919,424. |
| 5 Multiply line 4 by line 3                                                                                                                                                      | 5 | 8,712,827.   |
| 6 Enter 1% of net investment income (1% of Part I, line 27b)                                                                                                                     | 6 | 84,151.      |
| 7 Add lines 5 and 6                                                                                                                                                              | 7 | 8,796,978.   |
| 8 Enter qualifying distributions from Part XII, line 4                                                                                                                           | 8 | 8,925,004.   |

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate.  
See the Part VI instructions.

3

**Part VI 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 <input type="checkbox"/> and enter "N/A" on line 1.<br>Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions) |             |             |
| b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b                                                                           |             | 1 84,151.   |
| c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations, enter 4% 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 84,151.   |
| 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 84,151.   |
| 6 Credits/Payments:                                                                                                                                                                                                                    |             |             |
| a 2018 estimated tax payments and 2017 overpayment credited to 2018                                                                                                                                                                    | 6a 280,608. |             |
| b Exempt foreign organizations - tax withheld at source                                                                                                                                                                                | 6b 0.       |             |
| c Tax paid with application for extension of time to file (Form 8868)                                                                                                                                                                  | 6c 0.       |             |
| d Backup withholding erroneously withheld                                                                                                                                                                                              | 6d 0.       |             |
| 7 Total credits and payments. Add lines 6a through 6d                                                                                                                                                                                  |             | 7 280,608.  |
| 8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> 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                                                                                                                                           |             | 10 196,457. |
| 11 Enter the amount of line 10 to be: Credited to 2019 estimated tax <input checked="" type="checkbox"/> 196,457. Refunded <input checked="" type="checkbox"/>                                                                         |             | 11 0.       |

**Part VII-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?                                                                                                                                                                        |     | X  |
| 1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition. 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. |     | X  |
| 1c Did the foundation file Form 1120-POL for this year?                                                                                                                                                                                                                                                                                        |     | X  |
| d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:<br>(1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.                                                                                                 |     |    |
| e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.                                                                                                                                                              |     |    |
| 2 Has the foundation engaged in any activities that have not previously been reported to the IRS?<br>If "Yes," attach a detailed description of the activities.                                                                                                                                                                                |     | X  |
| 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                                                                                                                   |     | X  |
| 4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?                                                                                                                                                                                                                                                 | X   |    |
| 4b If "Yes," has it filed a tax return on Form 990-T for this year?                                                                                                                                                                                                                                                                            | X   |    |
| 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?<br>If "Yes," attach the statement required by General Instruction T                                                                                                                                                                           |     | X  |
| 6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:<br>• By language in the governing instrument, or<br>• 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?           | X   |    |
| 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 XV                                                                                                                                                                                                            | X   |    |
| 8a Enter the states to which the foundation reports or with which it is registered. See instructions. <input checked="" type="checkbox"/> NY, CA                                                                                                                                                                                               |     |    |
| 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                                                                                                                                  | X   |    |
| 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 2018 or the tax year beginning in 2018? See the instructions for Part XIV. If "Yes," complete Part XIV                                                                                          |     | X  |
| 10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses                                                                                                                                                                                                          |     | X  |

**Part VII-A** Statements Regarding Activities (continued)

|                                                                                                                                                                                                                                                                                                                                    | Yes | 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  | X   |
| 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  | X   |
| 13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?<br>Website address ► <u>WWW.JMKFUND.ORG</u>                                                                                                                                                                 | 13  | X   |
| 14 The books are in care of ► <u>WILLIAM FALAHEE</u> Telephone no. ► <u>212-767-0630</u><br>Located at ► <u>71 WEST 23RD STREET, 9TH FLOOR, NEW YORK, NY</u> ZIP+4 ► <u>10010</u>                                                                                                                                                  |     |     |
| 15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here<br>and enter the amount of tax-exempt interest received or accrued during the year                                                                                                                                          | 15  | N/A |
| 16 At any time during calendar year 2018, 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?<br>See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ► | 16  | X   |

**Part VII-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):<br>(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No<br>(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No<br>(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No<br>(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No<br>(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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No<br>(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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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<br>Organizations relying on a current notice regarding disaster assistance, check here                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | 1b  | X   |
| c 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 2018?                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             | 1c  | X   |
| 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)):<br>a At the end of tax year 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No<br>If "Yes," list the years ►                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |     |     |
| 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  | N/A |
| c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.<br>►                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |     |     |
| 3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |     |     |
| b If "Yes," did it have excess business holdings in 2018 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 2018.)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | 3b  | N/A |
| 4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | 4a  | X   |
| 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 2018?                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | 4b  | X   |

Form 990-PF (2018)



**Part VII-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))?                                                                                                                                 | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |                                     |
| (2)                                                                                                          | Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?                                                                       | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |                                     |
| (3)                                                                                                          | Provide a grant to an individual for travel, study, or other similar purposes?                                                                                                                                        | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |                                     |
| (4)                                                                                                          | Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions                                                                                   | <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No |                                     |
| (5)                                                                                                          | Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?                                                     | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 |                                                                     | <input checked="" type="checkbox"/> |
| Organizations relying on a current notice regarding disaster assistance, check here <input type="checkbox"/> |                                                                                                                                                                                                                       |                                                                     |                                     |
| c                                                                                                            | 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? <b>SEE STATEMENT 15</b>                                    | <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No |                                     |
| 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?                                                                                       | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |                                     |
| b                                                                                                            | Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?                                                                                                            |                                                                     | <input checked="" type="checkbox"/> |
| 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?                                                                                                                  | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |                                     |
| b                                                                                                            | If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?                                                                                                             | N/A                                                                 |                                     |
| 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(s) during the year?                                                              | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |                                     |

**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, and foundation managers and their compensation.

| (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 |
|----------------------|-----------------------------------------------------------|-------------------------------------------|-----------------------------------------------------------------------|---------------------------------------|
| SEE STATEMENT 14     |                                                           | 330,000.                                  | 18,800.                                                               | 0.                                    |
|                      |                                                           |                                           |                                                                       |                                       |
|                      |                                                           |                                           |                                                                       |                                       |
|                      |                                                           |                                           |                                                                       |                                       |
|                      |                                                           |                                           |                                                                       |                                       |
|                      |                                                           |                                           |                                                                       |                                       |
|                      |                                                           |                                           |                                                                       |                                       |
|                      |                                                           |                                           |                                                                       |                                       |

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

| (a) Name and address of each employee paid more than \$50,000 | (b) Title, and average hours per week devoted to position | (c) Compensation | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|---------------------------------------------------------------|-----------------------------------------------------------|------------------|-----------------------------------------------------------------------|---------------------------------------|
| WILLIAM FALAHEE - 71 WEST 23RD STREET 9TH FLOOR, NY, NY 10010 | CONTROLLER                                                | 147,900.         | 10,332.                                                               | 0.                                    |
| ANGELA CARABINE - 71 WEST 23RD STREET 9TH FLOOR, NY, NY 10010 | GRANTS MANAGER                                            | 103,020.         | 7,791.                                                                | 0.                                    |
| ANN BIRCKMAYER - 71 WEST 23RD STREET 9TH FLOOR, NY, NY 10010  | PROGRAM ASSOCIATE                                         | 77,000.          | 6,160.                                                                | 0.                                    |
|                                                               |                                                           |                  |                                                                       |                                       |
|                                                               |                                                           |                  |                                                                       |                                       |
|                                                               |                                                           |                  |                                                                       |                                       |

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

0

Form 990-PF (2018)

**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

| (a) Name and address of each person paid more than \$50,000                              | (b) Type of service             | (c) Compensation |
|------------------------------------------------------------------------------------------|---------------------------------|------------------|
| BRANDYWINE MANAGEMENT CO.<br>880 THIRD AVENUE, NEW YORK, NY 10022                        | INVESTMENT SERVICES             | 380,620.         |
| SOCIAL STRATEGY ASSOCIATES, INC. - 4615<br>CENTER BLVD #2407, LONG ISLAND CITY, NY 11109 | GRANTS PROGRAM<br>CONSULTANT    | 128,000.         |
| PRACHI PATANKAR<br>105 BUKINGHAM ROAD, BROOKLYN, NY 11226                                | PROJECT<br>DIRECTOR-SOCIAL JUST | 90,000.          |
| WILL RAYNOLDS<br>3145 BRIGHTON 4TH STREET, BROOKLYN, NY 10021                            | PROJECT<br>DIRECTOR-HISTORIC CO | 73,000.          |
| ELIZABETH WOLFFE<br>55 EAST 73RD STREET, NEW YORK, NY 10021                              | PROGRAM<br>DIRECTOR-ENVIRONMENT | 68,750.          |
| Total number of others receiving over \$50,000 for professional services                 |                                 | 2                |

**Part IX-A** Summary of Direct Charitable Activities

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

|       | Expenses |
|-------|----------|
| 1 N/A |          |
| 2     |          |
| 3     |          |
| 4     |          |

**Part IX-B** Summary of Program-Related Investments

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

|                                                            | Amount |
|------------------------------------------------------------|--------|
| 1 N/A                                                      |        |
| 2                                                          |        |
| 3 All other program-related investments. See instructions. |        |
| Total. Add lines 1 through 3                               | 0.     |

Form 990-PF (2018)

**Part X** 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 | 116,131,123. |
| b | Average of monthly cash balances                                                                            | 1b | 20,640,618.  |
| c | Fair market value of all other assets                                                                       | 1c | 202,294.     |
| d | Total (add lines 1a, b, and c)                                                                              | 1d | 136,974,035. |
| 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  | 136,974,035. |
| 4 | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)   | 4  | 2,054,611.   |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4        | 5  | 134,919,424. |
| 6 | Minimum investment return. Enter 5% of line 5                                                               | 6  | 6,745,971.   |

**Part XI** 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 X, line 6                                                      | 1  | 6,745,971. |
| 2a | Tax on investment income for 2018 from Part VI, line 5                                             | 2a | 84,151.    |
| b  | Income tax for 2018 (This does not include the tax from Part VI.)                                  | 2b |            |
| c  | Add lines 2a and 2b                                                                                | 2c | 84,151.    |
| 3  | Distributable amount before adjustments. Subtract line 2c from line 1                              | 3  | 6,661,820. |
| 4  | Recoveries of amounts treated as qualifying distributions                                          | 4  | 110,436.   |
| 5  | Add lines 3 and 4                                                                                  | 5  | 6,772,256. |
| 6  | Deduction from distributable amount (see instructions)                                             | 6  | 0.         |
| 7  | Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 | 7  | 6,772,256. |

**Part XII** 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 | 8,925,004. |
| b | Program-related investments - total from Part IX-B                                                                                | 1b | 0.         |
| 2 | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes                         | 2  |            |
| 3 | Amounts set aside for specific charitable projects that satisfy the                                                               |    |            |
| a | Suitability test (prior IRS approval required)                                                                                    | 3a |            |
| b | Cash distribution test (attach the required schedule)                                                                             | 3b |            |
| 4 | Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4                        | 4  | 8,925,004. |
| 5 | Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b | 5  | 84,151.    |
| 6 | Adjusted qualifying distributions. Subtract line 5 from line 4                                                                    | 6  | 8,840,853. |

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Form 990-PF (2018)

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

|                                                                                                                                                                            | (a)<br>Corpus | (b)<br>Years prior to 2017 | (c)<br>2017 | (d)<br>2018 |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2018 from Part XI, line 7                                                                                                                       |               |                            |             | 6,772,256.  |
| 2 Undistributed income, if any, as of the end of 2018                                                                                                                      |               |                            |             |             |
| a Enter amount for 2017 only                                                                                                                                               |               |                            | 0.          |             |
| b Total for prior years:                                                                                                                                                   |               | 0.                         |             |             |
| 3 Excess distributions carryover, if any, to 2018:                                                                                                                         |               |                            |             |             |
| a From 2013                                                                                                                                                                | 427,339.      |                            |             |             |
| b From 2014                                                                                                                                                                | 665,795.      |                            |             |             |
| c From 2015                                                                                                                                                                | 5,699,064.    |                            |             |             |
| d From 2016                                                                                                                                                                | 2,120,605.    |                            |             |             |
| e From 2017                                                                                                                                                                | 1,678,219.    |                            |             |             |
| f Total of lines 3a through e                                                                                                                                              | 10,591,022.   |                            |             |             |
| 4 Qualifying distributions for 2018 from Part XII, line 4: ► \$ 8,925,004.                                                                                                 |               |                            |             |             |
| a Applied to 2017, but not more than line 2a                                                                                                                               |               |                            | 0.          |             |
| b Applied to undistributed income of prior years (Election required - see instructions)                                                                                    |               | 0.                         |             |             |
| c Treated as distributions out of corpus (Election required - see instructions)                                                                                            | 0.            |                            |             |             |
| d Applied to 2018 distributable amount                                                                                                                                     |               |                            |             | 6,772,256.  |
| e Remaining amount distributed out of corpus                                                                                                                               | 2,152,748.    |                            |             |             |
| 5 Excess distributions carryover applied to 2018 (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                                                                                                                          | 12,743,770.   |                            |             |             |
| 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 2017. Subtract line 4a from line 2a. Taxable amount - see instr.                                                                                |               |                            | 0.          |             |
| f Undistributed income for 2018. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2019                                                              |               |                            |             | 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)       | 11,000.       | SEE STATEMENT 9            |             |             |
| 8 Excess distributions carryover from 2013 not applied on line 5 or line 7                                                                                                 | 416,339.      |                            |             |             |
| 9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a                                                                                              | 12,316,431.   |                            |             |             |
| 10 Analysis of line 9:                                                                                                                                                     |               |                            |             |             |
| a Excess from 2014                                                                                                                                                         | 665,795.      |                            |             |             |
| b Excess from 2015                                                                                                                                                         | 5,699,064.    |                            |             |             |
| c Excess from 2016                                                                                                                                                         | 2,120,605.    |                            |             |             |
| d Excess from 2017                                                                                                                                                         | 1,678,219.    |                            |             |             |
| e Excess from 2018                                                                                                                                                         | 2,152,748.    |                            |             |             |

**Part XIV Private Operating Foundations** (see instructions and Part VII-A, question 9)

N/A

- 1 a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2018, enter the date of the ruling

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

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

| Recipient<br>Name and address (home or business) | If recipient is an individual,<br>show any relationship to<br>any foundation manager<br>or substantial contributor | Foundation<br>status of<br>recipient | Purpose of grant or<br>contribution | Amount     |
|--------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|--------------------------------------|-------------------------------------|------------|
| <b>a Paid during the year</b>                    |                                                                                                                    |                                      |                                     |            |
| SEE ATTACHMENT A                                 | N/A                                                                                                                |                                      |                                     | 6,510,470. |
|                                                  |                                                                                                                    |                                      |                                     |            |
|                                                  |                                                                                                                    |                                      |                                     |            |
|                                                  |                                                                                                                    |                                      |                                     |            |
|                                                  |                                                                                                                    |                                      |                                     |            |
| <b>Total</b>                                     |                                                                                                                    |                                      | <b>3a</b>                           | 6,510,470. |
| <b>b Approved for future payment</b>             |                                                                                                                    |                                      |                                     |            |
| SEE ATTACHMENT B                                 | N/A                                                                                                                |                                      |                                     | 2,723,195. |
|                                                  |                                                                                                                    |                                      |                                     |            |
|                                                  |                                                                                                                    |                                      |                                     |            |
| <b>Total</b>                                     |                                                                                                                    |                                      | <b>3b</b>                           | 2,723,195. |







## FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

| SOURCE                  | (A)<br>REVENUE<br>PER BOOKS | (B)<br>NET INVESTMENT<br>INCOME | (C)<br>ADJUSTED<br>NET INCOME |
|-------------------------|-----------------------------|---------------------------------|-------------------------------|
| INTEREST ON SAVINGS     | 1,881.                      | 1,881.                          |                               |
| TOTAL TO PART I, LINE 3 | 1,881.                      | 1,881.                          |                               |

## FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

| SOURCE                    | GROSS<br>AMOUNT | CAPITAL<br>GAINS<br>DIVIDENDS | (A)<br>REVENUE<br>PER BOOKS | (B)<br>NET INVEST-<br>MENT INCOME | (C)<br>ADJUSTED<br>NET INCOME |
|---------------------------|-----------------|-------------------------------|-----------------------------|-----------------------------------|-------------------------------|
| DIVIDENDS AND<br>INTEREST | 2,490,420.      | 87,913.                       | 2,402,507.                  | 2,400,900.                        |                               |
| TO PART I, LINE 4         | 2,490,420.      | 87,913.                       | 2,402,507.                  | 2,400,900.                        |                               |

## FORM 990-PF OTHER INCOME STATEMENT 3

| DESCRIPTION                           | (A)<br>REVENUE<br>PER BOOKS | (B)<br>NET INVEST-<br>MENT INCOME | (C)<br>ADJUSTED<br>NET INCOME |
|---------------------------------------|-----------------------------|-----------------------------------|-------------------------------|
| OTHER PARTNERSHIP INCOME              | 793,235.                    | 835,636.                          |                               |
| PRI INTEREST                          | 2,600.                      | 2,600.                            |                               |
| GRANT REFUND                          | 110,436.                    | 0.                                |                               |
| OTHER INCOME                          | 147,395.                    | 0.                                |                               |
| TOTAL TO FORM 990-PF, PART I, LINE 11 | 1,053,666.                  | 838,236.                          |                               |

## FORM 990-PF LEGAL FEES STATEMENT 4

| DESCRIPTION                           | (A)<br>EXPENSES<br>PER BOOKS | (B)<br>NET INVEST-<br>MENT INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |
|---------------------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| PATTERSON BELKNAP WEBB &<br>TYLER LLP | 55,371.                      | 0.                                |                               | 54,606.                       |
| TO FM 990-PF, PG 1, LN 16A            | 55,371.                      | 0.                                |                               | 54,606.                       |

## FORM 990-PF

## ACCOUNTING FEES

## STATEMENT 5

| DESCRIPTION                                    | (A)<br>EXPENSES<br>PER BOOKS | (B)<br>NET INVEST-<br>MENT INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |
|------------------------------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| AUDIT AND TAX FEES-PKF<br>O'CONNOR DAVIES, LLP | 31,700.                      | 0.                                |                               | 29,700.                       |
| TO FORM 990-PF, PG 1, LN 16B                   | 31,700.                      | 0.                                |                               | 29,700.                       |

## FORM 990-PF

## OTHER PROFESSIONAL FEES

## STATEMENT 6

| DESCRIPTION                         | (A)<br>EXPENSES<br>PER BOOKS | (B)<br>NET INVEST-<br>MENT INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |
|-------------------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| MANAGEMENT FEES AND<br>CUSTODY FEES | 460,399.                     | 460,399.                          |                               | 0.                            |
| GRANT CONSULTANT                    | 228,777.                     | 0.                                |                               | 218,777.                      |
| COMPUTER CONSULTANT                 | 12,280.                      | 0.                                |                               | 11,952.                       |
| FURTHERMORE CONSULTING              | 114,420.                     | 0.                                |                               | 114,420.                      |
| PENSION CONSULTING                  | 3,700.                       | 0.                                |                               | 3,950.                        |
| WEBSITE CONSULTING                  | 6,560.                       | 0.                                |                               | 6,560.                        |
| TO FORM 990-PF, PG 1, LN 16C        | 826,136.                     | 460,399.                          |                               | 355,659.                      |

## FORM 990-PF

## TAXES

## STATEMENT 7

| DESCRIPTION                      | (A)<br>EXPENSES<br>PER BOOKS | (B)<br>NET INVEST-<br>MENT INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |
|----------------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| FEDERAL EXCISE TAX               | 176,950.                     | 0.                                |                               | 0.                            |
| FOREIGN TAXES                    | 85,342.                      | 84,963.                           |                               | 0.                            |
| UNRELATED BUSINESS INCOME<br>TAX | 19,579.                      | 0.                                |                               | 0.                            |
| STATE TAXES                      | 625.                         | 0.                                |                               | 625.                          |
| TO FORM 990-PF, PG 1, LN 18      | 282,496.                     | 84,963.                           |                               | 625.                          |

## FORM 990-PF

## OTHER EXPENSES

## STATEMENT 8

| DESCRIPTION                 | (A)<br>EXPENSES<br>PER BOOKS | (B)<br>NET INVEST-<br>MENT INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |
|-----------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| BANK CHARGES                | 1,814.                       | 1,814.                            |                               | 0.                            |
| ANNUAL REPORT               | 65,382.                      | 0.                                |                               | 65,414.                       |
| INNOVATION PRIZE EXPENSE    | 369,896.                     | 0.                                |                               | 356,592.                      |
| INSURANCE                   | 23,727.                      | 7,118.                            |                               | 15,912.                       |
| MEMBERSHIP DUES AND FEES    | 27,863.                      | 0.                                |                               | 33,801.                       |
| POSTAGE AND SHIPPING        | 12,094.                      | 2,710.                            |                               | 9,612.                        |
| OFFICE EXPENSE              | 26,526.                      | 7,958.                            |                               | 20,513.                       |
| OTHER PORTFOLIO EXPENSES    |                              |                                   |                               |                               |
| THROUGH K-1S                | 2,040,453.                   | 2,017,106.                        |                               | 0.                            |
| STAFF TRAINING              | 5,500.                       | 0.                                |                               | 5,500.                        |
| REPAIRS AND MAINTENANCE     | 13,167.                      | 3,950.                            |                               | 10,470.                       |
| SUPPLIES                    | 14,674.                      | 4,402.                            |                               | 10,913.                       |
| TELEPHONE                   | 15,780.                      | 4,734.                            |                               | 11,065.                       |
| SUBSCRIPTIONS               | 1,543.                       | 0.                                |                               | 1,578.                        |
| TO FORM 990-PF, PG 1, LN 23 | 2,618,419.                   | 2,049,792.                        |                               | 541,370.                      |

## FOOTNOTES

## STATEMENT 9

FORM 990-PF, PART XIII, LINE 7

PURSUANT TO REG. 53.4942(A)-3(C)(2)(IV), THE FOUNDATION  
HEREBY ELECTS TO TREAT, AS A CURRENT CORPUS DISTRIBUTION,  
THE FOLLOWING UNUSED PRIOR TAX YEAR'S DISTRIBUTIONS THAT  
WERE TREATED AS CORPUS DISTRIBUTIONS UNDER  
REG. 53.4942(A)-3(D)(1)(III) IN SUCH TAX YEARS:

TAX YEAR 2013

11,000.

## FORM 990-PF

## OTHER INVESTMENTS

## STATEMENT 10

| DESCRIPTION                                          | VALUATION<br>METHOD | BOOK VALUE  | FAIR MARKET<br>VALUE |
|------------------------------------------------------|---------------------|-------------|----------------------|
| ACADIAN SUSTAINABLE EMERGIN MARKET<br>EQUITY         | FMV                 | 960,623.    | 960,623.             |
| AVANTI STRATEGIC LAND INVESTORS II<br>(PASSIVE), LP  | FMV                 | 1,376.      | 1,376.               |
| AVANTI STRATEGIC LAND INVESTORS III<br>(ACTIVE), LP  | FMV                 | 1,363.      | 1,363.               |
| AVANTI STRATEGIC LAND INVESTORS III<br>(PASSIVE), LP | FMV                 | 621.        | 621.                 |
| AVANTI STRATEGIC LAND INVESTORS IV<br>(ACTIVE), LP   | FMV                 | -197,979.   | -197,979.            |
| AVANTI STRATEGIC LAND INVESTORS IV<br>(PASSIVE), LP  | FMV                 | 48,661.     | 48,661.              |
| BRANDYWINE PRIVATE EQUITY PTRS 2011<br>LP            | FMV                 | 3,374,267.  | 3,374,267.           |
| BRANDYWINE PRIVATE EQUITY PTRS 2012<br>LP            | FMV                 | 1,545,409.  | 1,545,409.           |
| BRANDYWINE PRIVATE EQUITY PTRS 2013<br>LP            | FMV                 | 2,321,609.  | 2,321,609.           |
| BRANDYWINE PRIVATE EQUITY PTRS 2014<br>LP            | FMV                 | 2,229,889.  | 2,229,889.           |
| BRANDYTRUST GLOBAL PARTNERS, LP                      | FMV                 | 16,569,973. | 16,569,973.          |
| BRANDYTRUST MULTI-STRATEGY<br>PARTNERS, LP           | FMV                 | 32,478,662. | 32,478,662.          |
| BRANDYWINE PRIVATE EQUITY PTRS 2016<br>LP            | FMV                 | 2,021,070.  | 2,021,070.           |
| BRANDYWINE PRIVATE EQUITY PARTNERS<br>2017 LP        | FMV                 | 1,466,717.  | 1,466,717.           |
| BRANDYWINE PRIVATE EQUITY PTRS<br>YORKTOWN LP        | FMV                 | 474,818.    | 474,818.             |
| COLCHESTER GLOBAL BOND FUND                          | FMV                 | 6,852,776.  | 6,852,776.           |
| CYPRUM INVESTORS III, LP                             | FMV                 | 7,728.      | 7,728.               |
| FARRALLON CAPITAL INSTITUTIONAL<br>PARTNERS, LP      | FMV                 | 38,270.     | 38,270.              |
| FARRALLON CAPITAL F5 INVESTORS I,<br>LP              | FMV                 | 4,977,744.  | 4,977,744.           |
| JUNIPER PROPERTIES, LP II                            | FMV                 | 73,936.     | 73,936.              |
| KEYHAVEN CAPITAL PARTNERS II, LP                     | FMV                 | 399,289.    | 399,289.             |
| PAUL CAPITAL PARTNERS VIII-A, LP                     | FMV                 | 148,949.    | 148,949.             |
| PROSPECT HARBOR DESIGNATED<br>INVESTMENTS, LP        | FMV                 | 10,335.     | 10,335.              |
| SPECIAL OPPORTUNITIES FUND IV<br>PRIVATE EQUITY, LP  | FMV                 | 372,360.    | 372,360.             |
| METROPOLITAN REAL ESTATE PARTNERS<br>GLOBAL II, LP   | FMV                 | 264,054.    | 264,054.             |
| METROPOLITAN REAL ESTATE PARTNERS<br>INTL II, LP     | FMV                 | 158,645.    | 158,645.             |
| METROPOLITAN REAL ESTATE PARTNERS<br>IV-A, LP        | FMV                 | 353,928.    | 353,928.             |
| METROPOLITAN REAL ESTATE PARTNERS<br>V, LP           | FMV                 | 99,339.     | 99,339.              |
| TCV V, LP                                            | FMV                 | 391,033.    | 391,033.             |
| THE VARDE FUND VIII, LP                              | FMV                 | 5,605.      | 5,605.               |

| THE J.M. KAPLAN FUND, INC.                                                   |     | 13-6090286   |
|------------------------------------------------------------------------------|-----|--------------|
| THE VARDE FUND IX, LP                                                        | FMV | 8,706.       |
| VENTURE INVESTMENT ASSOCIATES IV, LP                                         | FMV | 202,635.     |
| VENTURE INVESTMENT ASSOCIATES V, LP                                          | FMV | 678,083.     |
| VENTURE INVESTMENT ASSOCIATES VI, LP                                         | FMV | 1,507,791.   |
| AACP DEBT INVESTORS, L.P.                                                    | FMV | 378,320.     |
| SPECIAL OPPORTUNITY FUND III, LTD                                            | FMV | 334,749.     |
| DOVER STREET VI CAYMAN FUND L.P.                                             | FMV | 304,239.     |
| SPINDRIFT INVESTORS (BERMUDA), LTD., S                                       | FMV | 1,514.       |
| SUN CAPITAL SECURITIES OFFSHORE FUND LTD SERIES 1A                           | FMV | 46,014.      |
| SUN CAPITAL SECURITIES OFFSHORE FUND LTD SERIES 2A                           | FMV | 53,533.      |
| BROOKSIDE CAYMAN, LIMITED                                                    | FMV | 76,138.      |
| AACP TAX EXEMPT INVESTORS II, L.P.                                           | FMV | 2,318,288.   |
| DEV EX-FOSSIL FUELS IN FD B                                                  | FMV | 8,966,765.   |
| AVANTI STRATEGIC LAND INVESTORS VI AND VII, LLP                              | FMV | 2,483,272.   |
| VANGUARD FTSE SOCIAL INDEX FUND (VFTSX)-526,248.496 SHARES                   | FMV | 8,740,987.   |
| BOSTON COMMON ESG IMPACT INTERNATIONAL FUND (BCAIX)-136,368.436 SHARES       | FMV | 3,571,489.   |
| PAX GLOBAL ENVIRONMENTAL MARKETS FUND INSTITUTIONAL CLASS (PGINX)-329,989.75 | FMV | 4,408,663.   |
| PIMCO LOW DURATION FUND INSTITUTIONAL CLASS (PTLDX)-769,963.39 SHARES        | FMV | 7,468,645.   |
| TOTAL TO FORM 990-PF, PART II, LINE 13                                       |     | 119,000,901. |

| FORM 990-PF | DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT | STATEMENT 11 |
|-------------|------------------------------------------------|--------------|
|-------------|------------------------------------------------|--------------|

| DESCRIPTION                        | COST OR OTHER BASIS | ACCUMULATED DEPRECIATION | BOOK VALUE |
|------------------------------------|---------------------|--------------------------|------------|
| LEASEHOLD IMPROVEMENTS             | 1,975,277.          | 849,589.                 | 1,125,688. |
| FURNITURE AND FIXTURES             | 355,291.            | 204,850.                 | 150,441.   |
| EQUIPMENT                          | 66,042.             | 60,694.                  | 5,348.     |
| TOTAL TO FM 990-PF, PART II, LN 14 | 2,396,610.          | 1,115,133.               | 1,281,477. |

| FORM 990-PF | OTHER ASSETS | STATEMENT 12 |
|-------------|--------------|--------------|
|-------------|--------------|--------------|

| DESCRIPTION                      | BEGINNING OF<br>YR BOOK VALUE | END OF YEAR<br>BOOK VALUE | FAIR MARKET<br>VALUE |
|----------------------------------|-------------------------------|---------------------------|----------------------|
| PROGRAM RELATED INVESTMENT       | 354,297.                      | 351,882.                  | 351,882.             |
| PREPAID FEDERAL EXCISE TAX       | 175,379.                      | 126,165.                  | 126,165.             |
| SECURITY DEPOSIT                 | 54,977.                       | 54,977.                   | 54,977.              |
| ARTWORK                          | 61,003.                       | 61,003.                   | 61,003.              |
| TO FORM 990-PF, PART II, LINE 15 | 645,656.                      | 594,027.                  | 594,027.             |

| FORM 990-PF | OTHER LIABILITIES | STATEMENT 13 |
|-------------|-------------------|--------------|
|-------------|-------------------|--------------|

| DESCRIPTION                            | BOY AMOUNT | EOY AMOUNT |
|----------------------------------------|------------|------------|
| DEFERRED EXCISE TAX LIABILITY          | 1,054,073. | 891,242.   |
| TOTAL TO FORM 990-PF, PART II, LINE 22 | 1,054,073. | 891,242.   |

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS  
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 14

| NAME AND ADDRESS                                                                              | TITLE AND<br>AVRG HRS/WK | COMPEN-<br>SATION | EMPLOYEE<br>BEN PLAN CONTRIB | EXPENSE<br>ACCOUNT |
|-----------------------------------------------------------------------------------------------|--------------------------|-------------------|------------------------------|--------------------|
| PETER DAVIDSON<br>71 WEST 23RD STREET 9TH FLOOR<br>NEW YORK, NY 10010                         | CHAIRMAN<br>5.00         | 9,000.            | 0.                           | 0.                 |
| JOAN DAVIDSON<br>71 WEST 23RD STREET 9TH FLOOR<br>NEW YORK, NY 10010                          | TRUSTEE<br>5.00          | 5,000.            | 0.                           | 0.                 |
| ELIZABETH K. FONSECA THROUGH<br>1/2018<br>71 WEST 23RD STREET 9TH FLOOR<br>NEW YORK, NY 10010 | TRUSTEE<br>5.00          | 0.                | 0.                           | 0.                 |
| MARY E. KAPLAN<br>71 WEST 23RD STREET 9TH FLOOR<br>NEW YORK, NY 10010                         | TRUSTEE<br>5.00          | 5,000.            | 0.                           | 0.                 |
| J. MATTHEW DAVIDSON<br>71 WEST 23RD STREET 9TH FLOOR<br>NEW YORK, NY 10010                    | TRUSTEE<br>5.00          | 9,000.            | 0.                           | 0.                 |
| BRAD DAVIDSON<br>71 WEST 23RD STREET 9TH FLOOR<br>NEW YORK, NY 10010                          | TRUSTEE<br>5.00          | 8,000.            | 0.                           | 0.                 |
| ELIZABETH DAVIDSON PICKERING<br>71 WEST 23RD STREET 9TH FLOOR<br>NEW YORK, NY 10010           | TRUSTEE<br>5.00          | 9,000.            | 0.                           | 0.                 |
| CAIO FONSECA<br>71 WEST 23RD STREET 9TH FLOOR<br>NEW YORK, NY 10010                           | TRUSTEE<br>5.00          | 7,000.            | 0.                           | 0.                 |
| ISABEL FONSECA<br>71 WEST 23RD STREET 9TH FLOOR<br>NEW YORK, NY 10010                         | TRUSTEE<br>5.00          | 9,000.            | 0.                           | 0.                 |
| QUINA FONSECA<br>71 WEST 23RD STREET 9TH FLOOR<br>NEW YORK, NY 10010                          | TRUSTEE<br>5.00          | 9,000.            | 0.                           | 0.                 |



THE J.M. KAPLAN FUND, INC.

13-6090286

AMY FREITAG  
71 WEST 23RD STREET 9TH FLOOR  
NEW YORK, NY 10010

SECRETARY AND EXECUTIVE DIRECTOR  
40.00                      260,000.    18,800.                      0.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

330,000.    18,800.                      0.

FORM 990-PF

EXPENDITURE RESPONSIBILITY STATEMENT  
PART VII-B, LINE 5C

STATEMENT 15

GRANTEE'S NAME

EVERGREEN REVIEW

GRANTEE'S ADDRESS137 WEST 14TH STREET  
NEW YORK , NY 10011

| <u>GRANT AMOUNT</u> | <u>DATE OF GRANT</u> | <u>AMOUNT EXPENDED</u> |
|---------------------|----------------------|------------------------|
| 11,000.             | 10/19/18             | 0.                     |

PURPOSE OF GRANTFOR THE PUBLICATION: SLAVERY'S DESCENDANTS: SHARED LEGACIES OF RACE AND  
RECONCILIATIONDATES OF REPORTS BY GRANTEE

10/15/2019

ANY DIVERSION BY GRANTEE

TO THE KNOWLEDGE OF THE FOUNDATION, THERE HAS BEEN NO DIVERSIONS

RESULTS OF VERIFICATION

N/A

THE J.M. KAPLAN FUND, INC.

13-6090286

GRANTEE'S NAME

PARA LA NATURALEZA

GRANTEE'S ADDRESS

CALLE TETUN #155  
SAN JUAN, PR 00901

| <u>GRANT AMOUNT</u> | <u>DATE OF GRANT</u> | <u>AMOUNT EXPENDED</u> |
|---------------------|----------------------|------------------------|
| 50,000.             | 12/26/18             | 0.                     |

PURPOSE OF GRANT

HABITAT PROGRAM: OUR PATH TO RECOVERY

DATES OF REPORTS BY GRANTEE

PENDING

ANY DIVERSION BY GRANTEE

TO THE KNOWLEDGE OF THE FOUNDATION, THERE HAS BEEN NO DIVERSIONS

RESULTS OF VERIFICATION

N/A

THE J.M. KAPLAN FUND, INC.

13-6090286

GRANTEE'S NAME

CALIFORNIA HARVESTERS, INC.

GRANTEE'S ADDRESS

6350 DRIVER ROAD  
BAKERSFIELD, CA 93308

| <u>GRANT AMOUNT</u> | <u>DATE OF GRANT</u> | <u>AMOUNT EXPENDED</u> |
|---------------------|----------------------|------------------------|
| 25,000.             | 09/21/18             | 0.                     |

PURPOSE OF GRANT

EXPLORING THE IDEA OF WORKER-OWNED FARMING COOPERATIVES IN CALIFORNIA

DATES OF REPORTS BY GRANTEE

PENDING

ANY DIVERSION BY GRANTEE

TO THE KNOWLEDGE OF THE FOUNDATION, THERE HAS BEEN NO DIVERSIONS

RESULTS OF VERIFICATION

N/A

GRANTEE'S NAME

CORAL VITA LTD.

GRANTEE'S ADDRESS

1851 SUNSET BLVD  
SAN DIEGO, CA 92103

| <u>GRANT AMOUNT</u> | <u>DATE OF GRANT</u> | <u>AMOUNT EXPENDED</u> |
|---------------------|----------------------|------------------------|
| 50,000.             | 01/01/18             | 50,000.                |

PURPOSE OF GRANT

LAND BASED CORAL REEF FARMS

DATES OF REPORTS BY GRANTEE

01/01/2019

ANY DIVERSION BY GRANTEE

TO THE KNOWLEDGE OF THE FOUNDATION, THERE HAS BEEN NO DIVERSIONS

RESULTS OF VERIFICATION

N/A

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION  
PART XV, LINES 2A THROUGH 2D

STATEMENT 16

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

THE J.M. KAPLAN FUND'S WEBSITE

NAME OF GRANT PROGRAM

THE J.M.K. INNOVATION PRIZE

FORM AND CONTENT OF APPLICATIONS

SEE [HTTPS://WWW.JMKFUND.ORG/APPLY-NOW/](https://www.jmkfund.org/apply-now/)

ANY SUBMISSION DEADLINES

SEE [HTTPS://WWW.JMKFUND.ORG/APPLY-NOW/](https://www.jmkfund.org/apply-now/)

RESTRICTIONS AND LIMITATIONS ON AWARDS

THE FUND NORMALLY MAKES GRANTS TO ORGANIZATIONS IN THE UNITED STATES WHICH HAVE TAX-EXEMPT STATUS UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE (AND ARE NOT PRIVATE FOUNDATIONS WITHIN THE MEANING OF SECTION 107(C)(1) OF THE CODE), AND TO STATE COLLEGES AND UNIVERSITIES. THE FUND WILL ALSO CONSIDER GRANT REQUESTS FROM ORGANIZATIONS BASED OUTSIDE THE UNITED STATES IF THEY HAVE DOCUMENTED EQUIVALENT 501(C)(3) STATUS. THE FUND DOES NOT MAKE GRANTS TO INDIVIDUALS.

DUE TO ITS NARROW FUNDING FOCUS, THE FUND MAKES GRANTS BY INVITATION ONLY, EXCEPT IN THE CASE OF THE J.M.K. INNOVATION PRIZE.

The J M Kaplan Fund, Inc  
 EIN# 13-6090286  
 Grants Paid  
 December 31, 2018

| Organization Name                                     | Status | Grant/Project Description                                                                                                                                                                                                                                                | Grant Total Paid | Organization Address                                                        |
|-------------------------------------------------------|--------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------|-----------------------------------------------------------------------------|
| 1000 Friends of Maryland                              | PC     | General Operating Support                                                                                                                                                                                                                                                | 1,000            | 1209 North Calvert Street, Baltimore, MD, 21202                             |
| Active Citizen Project                                | PC     | Project EATS Community Health in Brownsville                                                                                                                                                                                                                             | 25,000           | 55 Exchange Place, Suite 404 New York NY 10005                              |
| Adirondack Historical Association - Adirondack Museum | PC     | The Adirondack Guideboat: Its Origins, Its Builders and Their Boats                                                                                                                                                                                                      | 7,500            | PO Box 99 9097 State Rte 30 Blue Mountain Lake NY 12812                     |
| Adirondack Historical Association - Adirondack Museum | PC     | General Operating Support                                                                                                                                                                                                                                                | 2,500            | PO Box 99 9097 State Rte 30 Blue Mountain Lake NY 12812                     |
| Adirondack Land Trust                                 | PC     | General Operating Support                                                                                                                                                                                                                                                | 5,000            | 2861 NYS Route 73 PO Box 130 Keene NY 12942                                 |
| Advancing Real Change                                 | PC     | ARC is the only project in the country that engages in casework, consultation, and training to educate defense teams on the practice and purpose of life history investigation with the aim of bringing this investigation to every level of the criminal justice system | 63,914           | 309 N Charles Street 3rd floor Baltimore MD 21201                           |
| Akron Garden Club                                     | PC     | Akron Garden Club Partners for Plants in memory of Christine Freitag                                                                                                                                                                                                     | 750              | P o Box 13343 Fairlawn Ohio 44334                                           |
| Akron Garden Club                                     | PC     | Akron Garden Club Partners for Plants in memory of Christine Freitag                                                                                                                                                                                                     | 5,000            | P o Box 13343 Fairlawn Ohio 44334                                           |
| Al Otro Lado                                          | PC     | Family Reunification Project                                                                                                                                                                                                                                             | 20,000           | PO Box 32578 Los Angeles, CA 90032                                          |
| Alliance for Justice                                  | PC     | General Operating Support                                                                                                                                                                                                                                                | 10,000           | 11 Dupont Circle NW, Washington, DC - DISTRICT OF COLUMBIA, 20036           |
| Alliance of Families for Justice                      | PC     | General Operating Support for Alliance of Families for Justice                                                                                                                                                                                                           | 13,000           | 8 W 126th St Fl 3 New York NY 10027                                         |
| Amanda + James                                        | PC     | General Operating Support                                                                                                                                                                                                                                                | 2,500            | 94 Mercer St, Apt 4, New York, NY, 10012                                    |
| American Civil Liberties Union Foundation             | PC     | General Operating Support                                                                                                                                                                                                                                                |                  | 125 Broad Street, 18th floor, New York, NY, 10004                           |
| American Community Enrichment                         | PC     | General Operating Support                                                                                                                                                                                                                                                | 60,000           | 150 Technology Lane, Suite 106 Mailbox 3 Elma WA 98541                      |
| American Composers Orchestra                          | PC     | General Operating Support                                                                                                                                                                                                                                                | 2,500            | 494 Eighth Avenue, Suite 503 New York NY 10001                              |
| American Federation of Arts Inc                       | PC     | Selections from The Studio Museum in Harlem (working title)                                                                                                                                                                                                              | 8,000            | 305 East 47th Street 10th Floor New York NY 10017                           |
| American Folk Art Museum                              | PC     | Made in New York City The Business of Folk Art                                                                                                                                                                                                                           | 4,500            | 47-29 32nd Place Long Island City New York 11101                            |
| American Forests                                      | PC     | Empowering State Leadership for Natural Climate Solutions                                                                                                                                                                                                                | 100,000          | 1220 L Street NW, Suite 750 1220 L Street NW, Suite 750 Washington DC 20005 |
| American Friends of the British Museum, Inc           | PC     | Makira A pictorial history from Solomon Islands                                                                                                                                                                                                                          | 3,500            | 275 Madison Avenue 6th Floor New York New York 10016                        |
| Annapolis Film Festival, Inc                          | PC     | General Operating Support                                                                                                                                                                                                                                                | 1,000            | 107 Annapolis Street, Suite J, Annapolis, MD, 21401                         |
| Annapolis Opera Company                               | PC     | General Operating Support                                                                                                                                                                                                                                                | 1,000            | Maryland Hall for the Creative Arts, 801 Chase Street, Annapolis, MD, 21401 |
| Annapolis Symphony                                    | PC     | General Operating Support                                                                                                                                                                                                                                                | 2,500            | 801 Chase St, Suite 204, Annapolis, MD, 21401                               |
| Arundel Community Development Services, Inc           | PC     | Ardath M Cade Scholarship Fund                                                                                                                                                                                                                                           | 1,000            | 2666 Riva Road Suite 210 Annapolis Maryland 21230                           |
| Asociación Kauyekeñ                                   | PC     | Education and outreach to build social support for the establishment of the Alacalufes National Park                                                                                                                                                                     | 40,000           | Las Palmeras 3325, Ñuñoa, Santiago, Metropolitan Region, 7800003            |

The J.M. Kaplan Fund, Inc.  
 EIN# 13-6090286  
 Grants Paid  
 December 31, 2018

| Organization Name                                                          | Status | Grant/Project Description                                                                                                                         | Grant Total Paid | Organization Address                                               |
|----------------------------------------------------------------------------|--------|---------------------------------------------------------------------------------------------------------------------------------------------------|------------------|--------------------------------------------------------------------|
| Aspen Public Radio                                                         | PC     | General Operating Support                                                                                                                         | 5,000            | 110 E Hallam Street, Suite 134 Aspen CO 81611                      |
| Asylum Seekers Advocacy Project                                            | PC     | ASAP offers a model for "lawyering in a crisis" by crowdsourcing short-term volunteers to provide rapid legal services to asylum-seeking families | 50,000           | 40 Rector Street, NY, NY 10006                                     |
| Atlas DIY                                                                  | PC     | General Operating Support                                                                                                                         | 5,000            | 462 36th Street; PH-B, Brooklyn, NY, 11232                         |
| Aumen ONG                                                                  | PC     | Working improving the management of protected areas in Aysen region                                                                               | 40,000           | 18 de septiembre 629, Coyhaique , Aysen , 5950000                  |
| Ballet Theatre of Maryland                                                 | PC     | General Operating Support                                                                                                                         | 1,000            | 801 Chase Street, Annapolis; MD, 21401                             |
| Baltimore Community ToolBank                                               | PC     | General Operating Support                                                                                                                         | 2,000            | 1224 Wicomco Street, Baltimore, MD 21230                           |
| Baltimore Heritage, Inc                                                    | PC     | General Operating Support                                                                                                                         | 3,000            | 11 1/2 West Chase Street Baltimore Maryland 21201                  |
| Baltimore STEAM, Inc                                                       | PC     | General Operating Support                                                                                                                         | 2,000            | 19400 Grave Run Road, Hampstead, Maryland, 21074                   |
| Bard College - The Bard Graduate Center for Studies in the Decorative Arts | PC     | Charles Percier. Architecture and Design in an Age of Revolutions                                                                                 | 25,000           | 18 West 86th Street New York NY 10024                              |
| Bedford 2020 Coalition                                                     | PC     | Bedford 2020 Climate Action Summit                                                                                                                | 5,000            | PO Box 812 Bedford Hills NY 10507                                  |
| Behold New Lebanon                                                         | PC     | create new opportunities in rural America that keeps folks in our small towns and reignites economic growth across the nation                     | 25,000           | PO Box 565 New Lebanon New York 12125                              |
| Black Alliance for Just Immigration                                        | PC     | General Operating Support                                                                                                                         | 40,000           | 660 Nostrand Avenue, Brooklyn, NY, 11216                           |
| Borough of Manhattan Community College Foundation, Inc                     | PC     | Slavery's Descendants Shared Legacies of Race and Reconciliation (revised title)                                                                  | 5,000            | Fiterman Hall, F-1330G 245 Greenwich Street New York NY 10007      |
| Brandywine Conservancy & Museum of Art                                     | PC     | N C Wyeth New Perspectives                                                                                                                        | 7,000            | PO Box 141 Chadds Ford PA 19317-1414                               |
| Brennan Center for Justice                                                 | PC     | General Operating Support                                                                                                                         | 10,000           | 120 Broadway, Suite 1750, New York, NY, 10271                      |
| Brooklyn Academy of Music                                                  | PC     | General Operating Support                                                                                                                         | 5,000            | 30 Lafayette Avenue, Peter Jay Sharp Building, Brooklyn, NY, 11217 |
| Brooklyn Academy of Music                                                  | PC     | General Operating Support                                                                                                                         | 6,000            | 30 Lafayette Avenue, Peter Jay Sharp Building, Brooklyn; NY, 11217 |
| Brooklyn Botanic Garden                                                    | PC     | General Operating Support                                                                                                                         | 2,500            | 1000 Washington Avenue, Brooklyn, NY, 11225                        |
| Brooklyn Community Foundation                                              | PC     | Brooklyn Restorative Justice Project                                                                                                              | 20,000           | 1000 Dean Street, Suite 307, Brooklyn, NY, 11238                   |
| Brooklyn Kindergarten Society                                              | PC     | General Operating Support                                                                                                                         | 10,000           | 25 Chapel Street Brooklyn NY 11201                                 |
| Brooklyn Historical Society                                                | PC     | General Operating Support                                                                                                                         | 5,000            | 128 Pierrepont St Brooklyn NY 11201                                |
| Brooklyn Museum of Art                                                     | PC     | General Operating Support                                                                                                                         | 5,000            | 200 Eastern Parkway, Brooklyn, NY; 11238                           |
| Brooklyn Public Library                                                    | PC     | Clinton Hill Library Programming                                                                                                                  | 5,000            | 10 Grand Army Plaza, Brooklyn, NY, 11238                           |
| Brooklyn Rail Inc                                                          | PC     | General Operating Support                                                                                                                         | 1,000            | 253 36th Street, Unit 20, Suite C304, Brooklyn, NY, 11232          |
| Brownsville Think Tank Matters, Inc                                        | PC     | Non-Violence Schools for Peace Curriculum                                                                                                         | 15,000           | 48 New Lots Avenue Brooklyn New York 11212-6934                    |
| Cary Institute of Ecosystem Studies Inc                                    | PC     | Science for the Sustainable City Empirical Insights from the Baltimore School of Urban Ecology                                                    | 10,000           | PO Box AB 2801 Sharon Turnpike Millbrook New York 12545            |
| CASES                                                                      | PC     | General Operating Support                                                                                                                         | 2,500            | 151 Lawrence Street, Brooklyn, NY 11201                            |
| Cato Institute                                                             | PC     | General Operating Support                                                                                                                         | 5,000            | 1000 Massachusetts Avenue NW Washington DC 20001                   |



The J.M. Kaplan Fund, Inc.  
 EIN# 13-6090286  
 Grants Paid  
 December 31, 2018

| Organization Name                                                       | Status | Grant/Project Description                                                                                                       | Grant Total Paid | Organization Address                                          |
|-------------------------------------------------------------------------|--------|---------------------------------------------------------------------------------------------------------------------------------|------------------|---------------------------------------------------------------|
| Center of Help                                                          | PC     | General Operating Support                                                                                                       | 2,000            | 1906 Forest Drive, Suite 2B, Annapolis, MD, 21401             |
| Centro de Investigacion en Ecosistemas de la Patagonia (CIEP)           | PC     | Conservation of Ancient Forests and Intact Watersheds in Patagonia                                                              | 40,000           | Moraleda 16, Coyhaique, Aysen Region, 0000000                 |
| Charities Aid Foundation America                                        | PC     | Tidal Wave of Modernism (Trans)National Approaches to the Artwork of Winold Reiss (1886-1953)                                   | 5,000            | 225 Reinekers Lane, Suite 375 CAF America Alexandria VA 22314 |
| Chesapeake Bay Foundation                                               | PC     | General Operating Support                                                                                                       | 1,000            | 6 Herndon Avenue, Annapolis, MD, 21403                        |
| Christodora                                                             | PC     | General Operating Support                                                                                                       | 5,000            | One East 53rd St #1401, New York, NY, 10022                   |
| Citizens Budget Commission                                              | PC     | General Operating Support                                                                                                       | 7,500            | Two Penn Plaza Fifth Floor New York NY 10121                  |
| Citizens Committee for New York City                                    | PC     | General Operating Support                                                                                                       | 5,000            | 77 Water St Suite 202 New York NY 10005                       |
| Civitas                                                                 | PC     | General Operating Support                                                                                                       | 5,000            | 1457 Lexington Avenue, New York, NY, 10128                    |
| Coalfield Development Corporation                                       | PC     | Reclaim Appalachia                                                                                                              | 26,300           | 312 Hall St, Wayne, WV 25570                                  |
| College & Community Fellowship                                          | PC     | General Operating Support                                                                                                       | 10,000           | 475 Riverside Drive, Suite 1626 New York New York 10115       |
| College of Charleston Foundation - Halsey Institute of Contemporary Art | PC     | Southbound Photographs of and about the New South                                                                               | 4,500            | 161 Calhoun Street Charleston SC 29424                        |
| Columbia County Historical Society, Inc                                 | PC     | General Operating Support                                                                                                       | 2,500            | 5 Albany Avenue, P O Box 311, Kinderhook, NY, 12106           |
| Columbia Land Conservancy Inc                                           | PC     | Capital Campaign Columbia County Tomorrow Our Heritage, Our Future                                                              | 25,000           | 49 Main Street Chatham NY 12037                               |
| Columbia Land Conservancy Inc                                           | PC     | General Operating Support                                                                                                       | 5,000            | 49 Main Street Chatham NY 12037                               |
| Columbia Land Conservancy Inc                                           | PC     | Columbia County Natural Resources Inventory                                                                                     | 7,500            | 49 Main Street Chatham NY 12037                               |
| Columbia Land Conservancy Inc                                           | PC     | General Operating Support                                                                                                       | 5,000            | 49 Main Street Chatham NY 12037                               |
| Columbia Land Conservancy Inc                                           | PC     | Capital Campaign                                                                                                                | 50,000           | 49 Main Street Chatham NY 12037                               |
| Committee to Protect Journalists                                        | PC     | General Operating Support                                                                                                       | 5,000            | 330 7th Avenue, 11th Floor, New York, NY, 10001               |
| Community Foundation of Anne Arundel County, Inc                        | PC     | Anne Arundel Women Giving Together                                                                                              | 1,500            | 914 Bay Ridge Road, Suite 220, Annapolis, MD, 21403           |
| Community Initiatives for Visiting Immigrants in Confinement            | PC     | General Operating Support                                                                                                       | 40,000           | P O Box 40677, San Francisco, CA, 94140                       |
| Compass Rose Theater                                                    | PC     | General Operating Support                                                                                                       | 1,000            | PO Box 4152, Annapolis, MD, 21403                             |
| Coral Vita                                                              | NC     | Seeking to restore imperiled coral reefs, Coral Vita is leveraging for-profit tools to build a network of high-tech coral farms | 50,000           | 1851 Sunset Blvd, San Diego, CA 92103                         |
| Corning Museum of Glass                                                 | PC     | Corning Museum of Glass, GlassBarge                                                                                             | 5,000            | One Museum Way Corning NY 14830                               |
| Cotidiano Mujer                                                         | PC     | #InformativoFeminista "Nunca en Domingo"                                                                                        | 75,000           | San José 1436 Montevideo Montevideo 12300                     |
| Council of American Overseas Research Centers                           | PC     | Kaplan Responsive Preservation Initiative for Cultural Heritage Resources                                                       | 100,000          | PO Box 37012 MRC 178 Washington DC 20013-7012                 |
| Countryside Conservancy                                                 | PC     | General Operating Support                                                                                                       | 450              | 4965 Quick Road Peninsula OH 44264                            |
| Coworker                                                                | PC     | Coworker.org                                                                                                                    | 25,000           | 594 Dean Street, Brooklyn, NY 11238                           |
| Deep Sea Conservation                                                   | PC     | Core Advocacy on Deep Seabed Mining                                                                                             | 15,000           | Postbus 59681 Amsterdam The Netherlands 1040 LD               |
| Deep Sea Conservation                                                   | PC     | Protecting the Deep Sea through Developing Comprehensive Environmental Regulations for Seabed Mining                            | 180,000          | Postbus 59681 Amsterdam The Netherlands 1040 LD               |
| Destroyer Escort Historical Museum                                      | PC     | General Operating Support                                                                                                       | 1,000            | P O Box 1926 Albany NY 12201-1926                             |

The J.M. Kaplan Fund, Inc  
EIN# 13-6090286  
Grants Paid  
December 31, 2018

| Organization Name                                            | Status | Grant/Project Description                                                                                                                             | Grant Total Paid | Organization Address                                            |
|--------------------------------------------------------------|--------|-------------------------------------------------------------------------------------------------------------------------------------------------------|------------------|-----------------------------------------------------------------|
| Diazoma Association                                          | PC     | First phase of restoration and enhancement of the Ancient Theater of Sparta A' preliminary and urgent works                                           | 100,000          | 30 bououlinas str , Athens, Attica, 10682                       |
| Doctors Without Borders                                      | PC     | General Operating Support                                                                                                                             | 7,500            | 333 Seventh Avenue, 2nd Floor, New York, NY, 10001              |
| Doorways For Women and Families                              | PC     | General Operating Support                                                                                                                             | 5,000            | PO Box 100185, Arlington, Virginia, 22210                       |
| Dykman Farm Museum                                           | PC     | General Operating Support                                                                                                                             | 300              | 4881 Broadway, NY, NY 10034                                     |
| École française d'Athènes                                    | PC     | Rescuing Delos                                                                                                                                        | 100,000          | Didotou 6, Athens, Attiki, 106 80                               |
| Elizabeth Street Garden, Inc                                 | PC     | Save Elizabeth Street Garden                                                                                                                          | 10,000           | 209 Elizabeth street Manhattan New York 10012                   |
| Ensemble Studio Theatre                                      | PC     | General Operating Support                                                                                                                             | 100,000          | 549 West 52nd Street; New York, NY, 10019                       |
| Environmental Advocates of New York                          | PC     | General Operating Support                                                                                                                             | 2,500            | 353 Hamilton St Albany NY 12210                                 |
| Epic Theatre Center, Inc                                     | PC     | General Operating Support                                                                                                                             | 10,000           | 410 West 42nd Street 4E1 New York NY 10036                      |
| Esq Apprentice                                               | PC     | Seeking to reimagine the legal profession, Esq Apprentice creates a no-cost pipeline for low-income youth of color to become fully licensed attorneys | 50,000           | P O BOX 24152, OAKLAND, CA 94623                                |
| Essential Information                                        | PC     | General Operating Support                                                                                                                             | 200,000          | 1530 P Street, NW, Suite 105, Washington, DC, 20005             |
| Essie Justice Group                                          | PC     | General Operating Support                                                                                                                             | 42,609           | 300 FRANK OGAWA PLAZA SUITE 420, Oakland CA 94612               |
| European Climate Foundation                                  | PC     | Latin America programme                                                                                                                               | 50,000           | Riviermarkt 5 The Hague The Netherlands 2513AM                  |
| European Climate Foundation                                  | PC     | General Operating Support - Pool Fund on International Energy (PIE)                                                                                   | 100,000          | Riviermarkt 5 The Hague The Netherlands 2513AM                  |
| European Climate Foundation                                  | PC     | Chile and Latin American Programme                                                                                                                    | 100,000          | Riviermarkt 5 The Hague The Netherlands 2513AM                  |
| Evergreen Review                                             | PF     | The Evergreen Review                                                                                                                                  | 11,000           | c/o OR Books, 137 West 14th Street, New York, NY, 10011         |
| Everytown for Gun Safety Support Fund                        | PC     | General Operating Support                                                                                                                             | 8,000            | P O Box 3886 New York NY 10163                                  |
| Everytown for Gun Safety Support Fund                        | PC     | Everytown for Gun Safety - Students Demand Action                                                                                                     | 25,000           | P O Box 3886 New York NY 10163                                  |
| Exalt Youth (exalt)                                          | PC     | General Operating Support                                                                                                                             | 50,000           | 175 Remsen Street, Suite 1000 Brooklyn NY 11201                 |
| Foundation for Sustainability and Peacemaking in Mesoamerica | PC     | General Operating Support                                                                                                                             | 20,000           | 1501 Lisa Rae Dr , Round Rock, Texas, 78665                     |
| Four Freedoms Park Conservancy                               | PC     | General Operating Support                                                                                                                             | 2,500            | P O Box 5475 New York NY 10185-5475                             |
| Four Nations Inc                                             | PC     | General Operating Support                                                                                                                             | 5,000            | PO Box 1112, Hudson, NY, 12534                                  |
| Free Arts NYC                                                | PC     | General Operating Support                                                                                                                             | 5,000            | 1431 Broadway 7th Floor New York NY 10018                       |
| Friends of Africa International                              | PC     | General Operating Support                                                                                                                             | 5,000            | PO Box K-3 Aspen CO 81612                                       |
| Friends of Clermont                                          | PC     | General Operating Support                                                                                                                             | 5,000            | 87 Clermont Ave Germantown NY 12526                             |
| Friends of the Forest Preserve - Adirondack Wild             | PC     | General Operating Support                                                                                                                             | 5,000            | P O Box 9247, Niskayuna, New York, 12309                        |
| Friends of the Montclair Township Animal Center Inc          | PC     | General Operating Support                                                                                                                             | 300              | PO Box 3141 Montclair NJ 07043                                  |
| Friends of the Upper East Side Historic Districts            | PC     | Marx Brothers Playground and General Operating Support                                                                                                | 10,000           | 966 LEXINGTON AVE, 3E NEW YORK NY 10021                         |
| Fund for the City of New York                                | PC     | Jamaica Bay-Rockaway Parks Conservancy - general operating support                                                                                    | 5,000            | 121 Avenue of the Americas, 6th Floor, New York, NY, 10013-1590 |

The J.M. Kaplan Fund, Inc  
EIN# 13-6090286  
Grants Paid  
December 31, 2018

| Organization Name                                         | Status | Grant/Project Description                                                                                                                                                                                                                                                                                                     | Grant Total Paid | Organization Address                                            |
|-----------------------------------------------------------|--------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------|-----------------------------------------------------------------|
| Fund for the City of New York/Center for Court Innovation | PC     | Brownsville Community Justice Center                                                                                                                                                                                                                                                                                          | 150,000          | 520 Eighth Avenue 18th Floor New York NY 10018                  |
| German Archaeological Institute- DAI                      | PC     | Restoration of the Roman Baths (here Kronion-Baths) at Olympia                                                                                                                                                                                                                                                                | 42,300           | Podbielskallee 69-71, 14195 Berlin, Germany                     |
| Germantown Fire District                                  | PC     | Equipment Funding                                                                                                                                                                                                                                                                                                             | 8,000            | PO Box 331 181 Main Street Germantown New York 12526            |
| Get Media LIT                                             | PC     | Get Media LIT combats media misrepresentation of minority groups through literacy learning tools that disrupt the school-to-prison pipeline                                                                                                                                                                                   | 50,000           | 3639 Trinity Place, Lithonia, GA 30038                          |
| Getting Out and Staying Out (GOSO)                        | PC     | General Operating Support                                                                                                                                                                                                                                                                                                     | 50,000           | 75 East 116th Street, New York,th Street, New York, CA 94123    |
| Getting the Word Out Inc                                  | PC     | Adirondack Explorer                                                                                                                                                                                                                                                                                                           | 2,500            | 36 Church St Saranac Lake NY 12983                              |
| Gilman School                                             | PC     | General Operating Support                                                                                                                                                                                                                                                                                                     | 5,000            | 5407 Roland Avenue; Baltimore, MD, 21210                        |
| Global Heritage Fund                                      | PC     | Protecting the Past Documentation as a Tool for Heritage Protection                                                                                                                                                                                                                                                           | 30,000           | 220 Montgomery Street, Suite 1020, San Francisco, CA, 94104     |
| Glynwood                                                  | PC     | General Operating Support                                                                                                                                                                                                                                                                                                     | 2,500            | P O Box 157 Cold Spring New York 10516                          |
| Gracie Mansion Conservancy                                | PC     | General Operating Support                                                                                                                                                                                                                                                                                                     | 1,000            | East End Ave at 88th Street, New York, NY, 10128                |
| Gracie Mansion Conservancy                                | PC     | Gracie Mansion A Celebration of New York City's Mayoral Residence/Second Edition                                                                                                                                                                                                                                              | 3,500            | East End Ave at 88th Street New York NY 10128                   |
| Grantmakers Concerned with Immigrants and Refugees        | PC     | Countering the Criminalization Narrative to Protect Vulnerable Communities and Build Social Cohesion                                                                                                                                                                                                                          | 60,000           | PO Box 1100, Sebastopol, California, 95473                      |
| Grassroots Leadership                                     | PC     | General Operating Support                                                                                                                                                                                                                                                                                                     | 40,000           | 2301 E Cesar Chavez, Austin, Texas, 78702                       |
| Green-Wood Historic Fund                                  | PC     | General Operating Support/2018 Benefit Gala                                                                                                                                                                                                                                                                                   | 12,000           | 500 25th Street, Brooklyn, NY, 11215                            |
| Green-Wood Historic Fund                                  | PC     | General Operating Support                                                                                                                                                                                                                                                                                                     | 5,000            | 500 25th Street, Brooklyn, NY, 11215                            |
| Growing Veterans                                          | PC     | Our mission is "To empower military veterans to grow food, communities, and each other" Our vision is "To end the isolation that leads to suicide and to make sustainable agriculture the norm " Using the farm as the catalyst, every day we provide opportunities for veteran peer-support and broader community engagement | 25,000           | 6458 Martin Place, Lynden, WA 98264                             |
| Gulf of Maine Research Institute                          | PC     | General Operating Support                                                                                                                                                                                                                                                                                                     | 7,500            | 350 Commercial Street, Portland, ME, 04101                      |
| Hawthorne Valley Association                              | PC     | Long Table Harvest                                                                                                                                                                                                                                                                                                            | 750              | 330 Route 21C, Ghent, NY, 12075                                 |
| Heritage Management Organization                          | PC     | 16 scholarships for the executive education workshops of the Heritage Management Organization                                                                                                                                                                                                                                 | 50,000           | 810 W Washington Boulevard, Suite 260, Chicago, Illinois, 60607 |
| Herstory Writers Workshop                                 | PC     | General Operating Support                                                                                                                                                                                                                                                                                                     | 5,000            | 2539 Middle country Rd Floor 2 Centereach NY 11720              |
| Heyday Institute                                          | PC     | Seaweed Stories from the Pacific Coast of North America                                                                                                                                                                                                                                                                       | 4,000            | 2120 University Ave Fl 4 Berkeley CA 94704                      |
| Historic Annapolis, Inc                                   | PC     | General Operating Support                                                                                                                                                                                                                                                                                                     | 20,000           | 42 East Street Annapolis MD 21401                               |
| Historic Districts Council, Inc                           | PC     | General Operating Support                                                                                                                                                                                                                                                                                                     | 75               | 232 East 11th Street New York NY 10003-7301                     |
| Historic House Trust of New York City                     | PC     | General Operating Support                                                                                                                                                                                                                                                                                                     | 300              | The Arsenal, 830 5th Ave , Room 203, New York, Ny, 10065        |
| Historic Hudson, Inc                                      | PC     | General Operating Support                                                                                                                                                                                                                                                                                                     | 2,500            | 611 Warren Street, Hudson, NY, 12534                            |
| Ho'oula Pacific                                           | PC     | Ho'oula Pacific's win-win model of "distributed agriculture" provides income for household farmers and healthy, affordable food for Hawaiians                                                                                                                                                                                 | 50,000           | 47-200 Waihe'e Road, Kane'ohe, HI 96744                         |
| Hudson Area Association Library                           | PC     | General Operating Support                                                                                                                                                                                                                                                                                                     | 1,000            | 51 N 5th ST Hudson NY 12534                                     |
| Hudson Opera House                                        | PC     | General Operating Support                                                                                                                                                                                                                                                                                                     | 5,000            | 327 Warren Street, Hudson, NY, 12534                            |

The J M. Kaplan Fund, Inc.  
 EIN# 13-6090286  
 Grants Paid  
 December 31, 2018

| Organization Name                                                    | Status | Grant/Project Description                                                                                                                     | Grant Total Paid | Organization Address                                              |
|----------------------------------------------------------------------|--------|-----------------------------------------------------------------------------------------------------------------------------------------------|------------------|-------------------------------------------------------------------|
| Hudson River Sloop Clearwater, Inc                                   | PC     | General Operating Support                                                                                                                     | 5,000            | 724 Wolcott Avenue, Beacon, NY - New York, 12508                  |
| Immigrant Defense Project (fiscal sponsor Fund for City of New York) | PC     | General Operating Support                                                                                                                     | 50,000           | 40 W 39th Street 5th floor New York NY 10018                      |
| Independence Pass Foundation                                         | PC     | General Operating Support                                                                                                                     | 5,000            | PO Box 1700, Aspen, CO, 81612                                     |
| Institute for Justice                                                | PC     | General Operating Support                                                                                                                     | 5,000            | 901 North Glebe Road, Suite 900, Arlington, VA, 22203             |
| Institute for Justice                                                | PC     | Civil Forfeiture Litigation Initiative                                                                                                        | 5,000            | 901 North Glebe Road, Suite 900, Arlington, VA, 22203             |
| Joby                                                                 | PC     | Resident-led Change in Brownsville 2019                                                                                                       | 50,000           | 540 President Street, 3rd Floor, Brooklyn, New York, 11215        |
| Isabahlia Ladies of Elegance Foundation                              | PC     | General Operating Support                                                                                                                     | 25,000           | 150 Amboy Street Brooklyn NY 11212                                |
| Island Institute                                                     | PC     | Vinalhaven Fellow Endowment                                                                                                                   | 22,500           | 386 Main Street Rockland, Rockland, ME, 04841                     |
| Island Press - Center for Resource Economics                         | PC     | "Food from the Radical Center: Healing Our Land and Communities"                                                                              | 5,000            | 2000 M ST NW Suite 650 Washington DC 20036                        |
| Islands Community Medical Services                                   | PC     | General Operating Support                                                                                                                     | 5,000            | 15 Medical Center Loop 15 Medical Center Loop Vinalhaven ME 04863 |
| John Brademas Center of New York University                          | PC     | General Operating Support                                                                                                                     | 10,000           | 53 Washington Square South, room 318, New York, NY, 10012         |
| Jolt Initiative                                                      | PC     | Jolt is pioneering a Latino youth-led movement across Texas to fight for stronger immigrant protections and rewrite the immigration narrative | 53,113           | P O Box 4185, Austin, TX 78765                                    |
| Katal Center for Health, Equity, and Justice                         | PC     | General Operating Support                                                                                                                     | 50,000           | 147 Prince Street c/o Greendesk Brooklyn NY 11201                 |
| Kings County Tennis League                                           | PC     | General Operating Support                                                                                                                     | 5,000            | 97A Vanderbilt Avenue Brooklyn NY 11205                           |
| League of Women Voters of Palm Beach County                          | PC     | General Support for the League of Women Voters, Palm Beach County                                                                             | 3,000            | P O 6208 Delray Beach Florida 33482                               |
| Legal Outreach, Inc                                                  | PC     | Summer Law Institute (SLI)                                                                                                                    | 7,500            | 36-14 35th Street, Long Island City, NY, 11106                    |
| Library of America                                                   | PC     | General Operating Support                                                                                                                     | 2,500            | 14 East 60th Street, Floor 11, New York, NY, 10022                |
| Lineage Project                                                      | PC     | General Operating Support                                                                                                                     | 50,000           | 195 Montague Street, 14th Floor, Brooklyn, NY, 11201              |
| Literacy Partners                                                    | PC     | Adult Basic Education Program                                                                                                                 | 2,500            | 75 Maiden Lane Suite 1102 New York NY 10038                       |
| Local Bounty, dba Real Good Fish                                     | PC     | Bay2Tray                                                                                                                                      | 25,000           | 7532 Sandholdt Road, Suite 5B Moss Landing CA 95039               |
| Long Island Community Foundation                                     | PC     | Immigrant Children and Civic Engagement Funds                                                                                                 | 50,000           | 900 Walt Whitman Rd 900 Walt Whitman Rd Melville, New York 11747  |
| Lost Light Projects Inc, dba InsideClimate News                      | PC     | InsideClimate News                                                                                                                            | 5,000            | 16 Court Street Suite 2307 Brooklyn NY 11241                      |
| LSU Foundation - LSU Press                                           | PC     | The Frescoes of Conrad Albrizio Public Murals in the Midcentury South                                                                         | 4,000            | 338 Johnston Hall Louisiana State University Baton Rouge LA 70803 |
| Made in Brownsville                                                  | PC     | General Operating Support                                                                                                                     | 85,000           | 519 Rockaway Ave, 1st Floor, Brooklyn, NY, 11212                  |
| Make the Road New York                                               | PC     | General Operating Support                                                                                                                     | 10,000           | 301 Grove Street, Brooklyn, NY, 11237                             |

The J.M. Kaplan Fund, Inc.  
 EIN# 13-6090286  
 Grants Paid  
 December 31, 2018

| Organization Name                                     | Status | Grant/Project Description                                                                                                                                  | Grant Total Paid | Organization Address                                                                              |
|-------------------------------------------------------|--------|------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------|---------------------------------------------------------------------------------------------------|
| Maryland Hall for the Creative Arts                   | PC     | General Operating Support                                                                                                                                  | 10,000           | 801 Chase Street, Annapolis, Maryland, 21401                                                      |
| Mayan Families                                        | PC     | General Operating Support                                                                                                                                  | 1,000            | 2609 Hartford St San Diego CA 92110                                                               |
| Middlebury College                                    | PC     | General Support                                                                                                                                            | 750              | 14 Old Chapel Rd. Middlebury, VT 05753                                                            |
| Midtown Community Fund Inc                            | PC     | General Operating Support                                                                                                                                  | 2,000            | 1120 North Charles Street, Suite 220, Baltimore, MD, 21201-5514                                   |
| Mise-En-Scène Studios                                 | PC     | General Operating Support                                                                                                                                  | 10,000           | P O Box 30905, New York, New York, 10011                                                          |
| Montclair Public Library Foundation                   | PC     | General Operating Support                                                                                                                                  | 300              | 50 South Fullerton Avenue, Montclair, NJ, 07042                                                   |
| Mount Wilson Institute                                | PC     | A Temple of Science, The 100-Inch Telescope at Mount Wilson Observatory, 1917-2017                                                                         | 3,500            | c/o Carnegie Observatories c/o Carnegie Observatories, 813 Santa Barbara Street Pasadena CA 91101 |
| Movement Strategy Center                              | PC     | General Operating Support                                                                                                                                  | 10,000           | 436 14th Street, 5th Floor Oakland CA 94612                                                       |
| Movement Strategy Center                              | PC     | GCL - general operating support                                                                                                                            | 5,000            | 436 14th Street, 5th Floor; Oakland, CA, 94612                                                    |
| Museum of the City of New York                        | PC     | Labor's City A History of Workers and Organized Labor in New York City                                                                                     | 5,000            | 1220 Fifth Avenue New York New York 10029                                                         |
| National Domestic Workers Alliance                    | PC     | End Family Separation Campaign                                                                                                                             | 25,000           | 1204 Broadway, 2nd Floor New York NY 10001                                                        |
| National Institute of Social Sciences                 | PC     | General Operating Support                                                                                                                                  | 2,500            | PO Box 405 New York NY 10163                                                                      |
| National Parks of New York Harbor Conservancy         | PC     | General Operating Support                                                                                                                                  | 7,500            | 26 Wall Street New York NY 10005                                                                  |
| Natural Areas Conservancy                             | PC     | Quantifying and Improving Urban Forests New York City and Across the US                                                                                    | 100,000          | 1234 Fifth Avenue New York NY 10029                                                               |
| Neighborhood Opportunity and Accountability Board     | PC     | A neighborhood-led model for youth justice seeks to re-route resources spent on locking youth up, and instead invest in young people and their communities | 50,000           | 303 Hegenberger Road, Suite 301, Oakland , CA 94621                                               |
| New Foundation of Hope                                | PC     | General Operating Support                                                                                                                                  | 2,000            | 8146 S Kedzie , Chicago, IL, 60652                                                                |
| New Sanctuary Coalition of NYC                        | PC     | General Operating Support                                                                                                                                  | 15,000           | 239 Thompson Street New York NY 10012                                                             |
| New School                                            | PC     | Feet in 2 Worlds, General Operating Support                                                                                                                | 5,000            | 66 West 12th Street New York NY 10011-8603                                                        |
| New School                                            | PC     | The Institute for Transformative Mentoring                                                                                                                 | 50,000           | 66 West 12th Street New York NY 10011-8603                                                        |
| New Ventures Fund                                     | PC     | Purpose Labs Fund-Voting Rights Lab                                                                                                                        | 50,000           | 1201 Connecticut Avenue, NW, Suite 300 Washington, DC 20036                                       |
| New Village Press Inc                                 | PC     | Cultivating Creativity                                                                                                                                     | 4,000            | 400 Central Park West, 128 New York NY 10025                                                      |
| New York Community Trust                              | PC     | General Operating Support                                                                                                                                  | 25,000           | 909 3rd Ave, New York, NY 10022                                                                   |
| New York Foundation for the Arts                      | PC     | Individual Artist Grants                                                                                                                                   | 21,000           | 20 Jay Street Suite 740 Brooklyn New York 11201                                                   |
| New York Foundation for the Arts                      | PC     | The Artist Fund                                                                                                                                            | 48,300           | 20 Jay Street, Suite 740, Brooklyn, New York, 11201                                               |
| New York Foundation for the Arts                      | PC     | The Artist Fund                                                                                                                                            | 6,300            | 20 Jay Street, Suite 740, Brooklyn, New York, 11201                                               |
| New York Foundation for the Arts                      | PC     | The Indonesia Books – Hasta Mitra Project                                                                                                                  | 20,000           | 20 Jay Street, Suite 740, Brooklyn, New York, 11201                                               |
| New York League of Conservation Voters Education Fund | PC     | General Operating Support                                                                                                                                  | 3,500            | 30 Broad St 30th Floor New York NY 10004                                                          |
| New York Philharmonic                                 | PC     | General Operating Support                                                                                                                                  | 5,000            | 10 Lincoln Center Plaza New York NY 10023                                                         |
| New York Preservation Archive Project Inc             | PC     | General Operating Support                                                                                                                                  | 1,000            | 174 East 80th Street New York NY 10075                                                            |
| New York Preservation Archive Project Inc             | PC     | General Operating Support (match per AF 12 3 18 email to NYPAP)                                                                                            | 1,500            | 174 East 80th Street New York NY 10075                                                            |

The J M Kaplan Fund, Inc.  
EIN# 13-6090286  
Grants Paid  
December 31, 2018

| Organization Name                                            | Status | Grant/Project Description                                                             | Grant Total Paid | Organization Address                                                                                 |
|--------------------------------------------------------------|--------|---------------------------------------------------------------------------------------|------------------|------------------------------------------------------------------------------------------------------|
| New York Public Radio                                        | PC     | General Operating Support                                                             | 5,000            | 160 Varick Street, New York, New York, 10013                                                         |
| New York Restoration Project                                 | PC     | Uplifting Brownsville                                                                 | 50,000           | 254 West 31st Street, 10th Floor New York NY 10001                                                   |
| New York Society Library                                     | PC     | General Operating Support                                                             | 2,500            | 53 E 79th Street, New York, NY, 10075                                                                |
| New York University                                          | PC     | Hassenfeld Children Center for Cancer and Blood Disorders                             | 300              | 60 Fifth Avenue 60 Fifth Avenue, Second Floor New York New York 10011                                |
| New Yorkers for Parks                                        | PC     | General Operating Support                                                             | 50,000           | 55 Broad St 23rd Floor New York New York 10004                                                       |
| New Yorkers for Parks                                        | PC     | General Operating Support                                                             | 50,000           | 55 Broad St 23rd Floor New York New York 10004                                                       |
| Nicklaus Children's Hospital Foundation - Camp UOTS          | PC     | Nicklaus Childrens Hospital - Camp UOTS                                               | 450              | 3100 SW 62nd avenue Dr. Athena Pefkarou, Hem /Onc office, North east Wing , suite 121 Miami FL 33155 |
| North Country School, Inc                                    | PC     | Unrestricted Capital Fund                                                             | 25,000           | 4382 Cascade Rd Lake Placid NY 12946                                                                 |
| North Country School, Inc                                    | PC     | General Operating Support                                                             | 5,000            | 4382 Cascade Rd Lake Placid NY 12946                                                                 |
| North Country School, Inc                                    | PC     | General Operating Support / Annual Fund 2018 - 2019                                   | 10,000           | 4382 Cascade Rd Lake Placid NY 12946                                                                 |
| North Country School, Inc                                    | PC     | General Operating Support                                                             | 2,000            | 4382 Cascade Rd Lake Placid NY 12946                                                                 |
| Northwestern University - Mary and Leigh Block Museum of Art | PC     | Caravans of Gold, Fragments in Time Art, Culture, and Medieval Trans-Saharan Exchange | 7,500            | 40 Arts Circle Drive Evanston IL 60208-2140                                                          |
| Ohio Transformation Fund/Center for Community Solutions      | PC     | Ohio Transformation Fund                                                              | 25,000           | 1501 Euclid Avenue, Suite 310 Cleveland OH 44115                                                     |
| OLA of Eastern Long Island                                   | PC     | General Operating Support                                                             | 5,000            | PO Box 278 Sagaponack NY 11962                                                                       |
| Old Dartmouth Historical Society-New Bedford Whaling Museum  | PC     | O'er the Wide and Tractless Sea Original Art of the Yankee Whale Hunt                 | 5,000            | 18 Johnny Cake Hill New Bedford MA 02740                                                             |
| Open Space Institute                                         | PC     | General Operating Support                                                             | 5,000            | 1350 Broadway Suite 201 New York New York 10018                                                      |
| Oysterponds Historical Society                               | PC     | Maritime Conservation Fund                                                            | 2,500            | PO Box 70 Orient NY 11957                                                                            |
| Para la Naturaleza                                           | POF    | Habitat Program Our Path to Recovery                                                  | 50,000           | Calle Tetuán #155 San Juan Puerto Rico 00901                                                         |
| Partners in Island Education                                 | PC     | General Operating Support                                                             | 2,000            | PO Box 664 Vinalhaven ME 04863                                                                       |
| PEN American Center                                          | PC     | General Operating Support                                                             | 5,000            | 588 Broadway, Ste 303 New York NY 10012                                                              |
| Pennsylvania Academy of the Fine Arts                        | PC     | From the Schuylkill to the Hudson Landscapes of the Early American Republic           | 4,500            | 128 North Broad Street Philadelphia PA 19102                                                         |
| Pew Charitable Trusts                                        | PC     | Best Practices for Environmental Regulations to Govern Deep Sea Mining                | 35,000           | 901 E Street, NW Washington DC 20004                                                                 |
| Pew Charitable Trusts                                        | PC     | Seabed Mining Project                                                                 | 75,000           | 901 E Street, NW Washington DC 20004                                                                 |
| Philanthropy New York                                        | PC     | General Operating Support                                                             | 300              | 320 East 43rd Street New York NY 10017                                                               |
| Pioneer Works                                                | PC     | General Operating Support                                                             | 5,000            | 159 Pioneer St Brooklyn NY 11231                                                                     |
| Planned Parenthood of Maryland                               | PC     | General Operating Support                                                             | 1,000            | 330 North Howard Street Baltimore Maryland 21201                                                     |
| Pratt Institute                                              | PC     | General Operating Support                                                             | 10,000           | 200 Willoughby Avenue Brooklyn NY 11205                                                              |
| Preservation League of New York State                        | PC     | General Operating Support                                                             | 5,000            | 44 Central Avenue Albany NY 12206                                                                    |
| Preservation Pittsburgh                                      | PC     | Imagining the Modern Architecture, Urbanism, and the Pittsburgh Renaissance           | 6,500            | 1501 Reedsdale Street, Suite 5003 Pittsburgh PA 15233                                                |
| Project Renewal                                              | PC     | General Operating Support                                                             | 5,000            | 200 Varick Street 9th Floor New York NY 10014                                                        |
| Public Justice Center, Inc                                   | PC     | National Coalition for a Civil Right to Counsel                                       | 5,000            | One N Charles Street Suite 200 Baltimore Maryland 21201                                              |

The J M Kaplan Fund, Inc.  
EIN# 13-6090286  
Grants Paid  
December 31, 2018

| Organization Name                                                               | Status | Grant/Project Description                                                                                                                                          | Grant Total Paid | Organization Address                                                     |
|---------------------------------------------------------------------------------|--------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------|--------------------------------------------------------------------------|
| Rachel's Network                                                                | PC     | General Operating Support                                                                                                                                          | 12,000           | 1200 18th Street NW Suite 910 Washington DC 20036                        |
| Rachel's Network                                                                | PC     | 2018 Rachel's Network Yosemite Fall Retreat                                                                                                                        | 1,500            | 1200 18th Street NW Suite 910 Washington DC 20036                        |
| Rachel's Network                                                                | PC     | 2018 Fall Retreat Co-Funding (NatureBridge)                                                                                                                        | 4,000            | 1200 18th Street NW Suite 910 Washington DC 20036                        |
| Radius Books, Inc                                                               | PC     | Debi Cornwall Welcome to Camp America, Inside Guantánamo Bay                                                                                                       | 5,000            | 227 East Palace Avenue Suite W Santa Fe NM 87501                         |
| ReachingU                                                                       | PC     | General Operating Support                                                                                                                                          | 5,000            | P O Box 729 New York New York 10108                                      |
| Rectors & Visitors of the University of Virginia - University of Virginia Press | PC     | "Traces of J B Jackson, The Man Who Taught Us to See Everyday America"                                                                                             | 3,000            | PO Box 400318 210 Sprigg Lane (ZIP 22903) Charlottesville Virginia 22904 |
| Red Hook Initiative                                                             | PC     | RHI Institute                                                                                                                                                      | 15,000           | 767 Hicks Street Brooklyn New York 11231                                 |
| Reprieve US                                                                     | PC     | General Operating Support                                                                                                                                          | 10,000           | 405 Lexington Avenue 62nd Floor New York NY 10174                        |
| Rios to Rivers                                                                  | PC     | General Operating Support                                                                                                                                          | 5,000            | 266 Wildwood Lane Aspen CO 81611                                         |
| Rising Tides                                                                    | PC     | Rising Tides brings expertise on climate adaptation and cultural heritage directly to vulnerable communities to save America's histories, traditions, and cultures | 50,000           | 2600 Virginia Avenue NW #1100, Washington, DC 20037                      |
| Riverkeeper                                                                     | PC     | General Operating Support                                                                                                                                          | 5,000            | 20 Secor Road Ossining New York 10562                                    |
| Rocky Mountain Institute                                                        | PC     | General Operating Support                                                                                                                                          | 5,000            | 22830 Two Rivers Road Basalt CO 81621                                    |
| Sadie Nash Leadership Project                                                   | PC     | General Operating Support                                                                                                                                          | 10,000           | 4 West 43rd Street Suite 502 New York NY 10036                           |
| Safe Passage Project                                                            | PC     | General Operating Support                                                                                                                                          | 4,000            | 185 West Broadway New York New York 10013                                |
| Safe Passage Project                                                            | PC     | General Operating Support                                                                                                                                          | 21,500           | 185 West Broadway New York New York 10013                                |
| Saint Ann's School                                                              | PC     | General Operating Support                                                                                                                                          | 10,000           | 129 Pierrepont Street Brooklyn NY 11201                                  |
| Sandy Hook Promise Foundation                                                   | PC     | General Operating Support                                                                                                                                          | 75               | PO Box 3489 Newtown CT 06470                                             |
| Scenic Hudson, Inc                                                              | PC     | General Operation Support                                                                                                                                          | 5,000            | One Civic Center Plaza, Suite 200 Poughkeepsie NY 12601                  |
| ScholarCHIPS, Inc                                                               | PC     | ScholarCHIPS For Children of Incarcerated Parents                                                                                                                  | 34,774           | 1331 Emerson Street NW Washington DC 20011                               |
| Seaport Museum New York                                                         | PC     | General Operating Support                                                                                                                                          | 7,500            | 12 Fulton Street New York New York 10038                                 |
| Seeds 4 Success                                                                 | PC     | General Operating Support                                                                                                                                          | 1,000            | PO Box 4042 Annapolis MD 21403                                           |
| SEPA Mujer Inc                                                                  | PC     | General Operating Support                                                                                                                                          | 10,000           | 45 Oak Street Patchogue NY 11772                                         |
| Shaker Museum and Library                                                       | PC     | General Operating Support                                                                                                                                          | 2,500            | PO Box 630 New Lebanon NY 12125                                          |
| Sharon Community Foundation                                                     | PC     | General Operating Support                                                                                                                                          | 450              | PO Box 385 Sharon CT 06069                                               |
| Smith College                                                                   | PC     | The Smith Fund                                                                                                                                                     | 750              | College Hall Northampton MA 01063                                        |
| Smithsonian Institution, Museum Conservation Institute                          | PC     | Cultural heritage capacity building in Iraq                                                                                                                        | 60,000           | 4210 Silver Hill Road, Museum Support Center, Suitland, MD, 20746        |
| Society for Cultural Exchange, Inc                                              | PC     | Land Art Generator Initiative (LAGI)                                                                                                                               | 44,479           | 6232 Corson Avenue S Unit A Seattle WA 98108                             |
| Solar One                                                                       | PC     | General Operating Support                                                                                                                                          | 5,000            | 37 West 26th Street Suite 209 New York NY 10010                          |
| Solomon R. Guggenheim Foundation                                                | PC     | Hilma af Klint (working title)                                                                                                                                     | 8,500            | 1071 Fifth Avenue New York NY 10128                                      |
| SS Columbia Project                                                             | PC     | General Operating Support                                                                                                                                          | 10,000           | 232 East 11th Street New York NY 10003                                   |

The J.M. Kaplan Fund, Inc.  
 EIN# 13-6090286  
 Grants Paid  
 December 31, 2018

| Organization Name                                  | Status | Grant/Project Description                                                                                                                                     | Grant Total Paid | Organization Address                                        |
|----------------------------------------------------|--------|---------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------|-------------------------------------------------------------|
| St Ann's Warehouse                                 | PC     | General Operating Support                                                                                                                                     | 10,000           | 45 Water Street Brooklyn New York 11201-1052                |
| St Ann's Warehouse                                 | PC     | General Operating Support                                                                                                                                     | 7,500            | 45 Water Street Brooklyn New York 11201-1052                |
| St John's College                                  | PC     | General Operating Support                                                                                                                                     | 1,000            | 60 College Avenue Annapolis MD 21401                        |
| St Joseph Center                                   | PC     | General Operating Support                                                                                                                                     | 2,500            | 204 Hampton Drive Venice CA 90291                           |
| STAIR - Annapolis - Start The Adventure In Reading | PC     | General Operating Support                                                                                                                                     | 1,000            | 171 Duke of Gloucester Street Annapolis Maryland 21401      |
| stand earth                                        | PC     | General Operating Support                                                                                                                                     | 75,000           | 650 California Street, 7th Floor San Francisco CA 94108     |
| Storm King Art Center, Inc                         | PC     | Storm King Art Center's General Operating Support                                                                                                             | 40,000           | 1 Museum Road New Windsor NY 12553                          |
| Street Lab Inc                                     | PC     | General Operating Support                                                                                                                                     | 5,000            | 6 Varick St #108 New York NY 10013                          |
| Support Center for NonProfit Management            | PC     | General Operating Support                                                                                                                                     | 750              | 32 Old Slip 24th Floor New York NY 10005                    |
| Syracuse University - Syracuse University Press    | PC     | The Virgin and the Tower Building the Grandest Madison Square Garden                                                                                          | 3,000            | 621 Skytop Road, Suite 110 Syracuse NY 13244-5290           |
| The Alex Fund                                      | PC     | General Operating Support                                                                                                                                     | 20,000           | 63 Benedict Ave Tarrytown NY 10591                          |
| The Battery Conservancy                            | PC     | General Operating Support                                                                                                                                     | 5,000            | One Whitehall Street 17th Floor New York NY 10004           |
| The Black Mountain College Arts Museum             | PC     | Between Form + Content: Historical and Contemporary Perspectives on Jacob Lawrence and BMC                                                                    | 5,000            | 56 Broadway Street Asheville NC 28801                       |
| The Bryn Mawr School for Girls of Baltimore City   | PC     | General Operating Support                                                                                                                                     | 5,000            | 109 W Melrose Avenue 16 White Pine Court Baltimore MD 21210 |
| The California Harvestors                          | NC     | Through the nation's first farm labor trust, immigrant farmworkers are reaping the benefits of worker-ownership while strengthening America's food economy    | 45,796           | 16350 Driver Road, Bakersfield, CA 93308                    |
| The Center for the Study of Place, Inc             | PC     | At Home in the Northern Forest Photographs of the Changing Vermont Landscape                                                                                  | 10,000           | P O Box 23225 Santa Fe NM 87502                             |
| The Corporation of Yaddo                           | PC     | General Operating Support                                                                                                                                     | 5,000            | P O Box 395 Saratoga Springs NY 12866                       |
| The DreamYard Project, Inc                         | PC     | General Operating Support                                                                                                                                     | 5,000            | 1085 Washington Ave , Ground Floor Bronx NY 10456           |
| The Frick Collection                               | PC     | Gouthière's Candelabra                                                                                                                                        | 6,000            | 1 East 70th Street New York NY 10021                        |
| The Hannah Legacy Organization Inc                 | PC     | General Operating Support                                                                                                                                     | 10,000           | P O Box 692 Coram NY 11727                                  |
| The Industrial Commons                             | PC     | Connecting cultural heritage, youth retention, and economic revival, The Industrial Commons helps small to mid-size manufacturers convert to worker-ownership | 50,000           | 510 S College St, Morganton, NC 28655                       |
| The Light House, Inc                               | PC     | General Operating Support                                                                                                                                     | 2,500            | 10 Hudson Street Annapolis MD 21401                         |
| The Lower Eastside Girls Club                      | PC     | General Operating Support                                                                                                                                     | 5,000            | 402 E 8 th street 402 E 8 th street New York NY 10009       |
| The Lower Eastside Girls Club                      | PC     | General Operating Support                                                                                                                                     | 5,000            | 402 E 8 th street 402 E 8 th street New York NY 10009       |
| The Marshall Project                               | PC     | General Operating Support                                                                                                                                     | 10,000           | 156 West 56th Street Suite 701 New York NY 10019            |
| The Municipal Art Society of New York              | PC     | General Operating Support                                                                                                                                     | 5,000            | 488 Madison Avenue Suite 1900 New York NY 10022             |
| The Municipal Art Society of New York              | PC     | Protecting Neighborhood Open Space                                                                                                                            | 25,000           | 488 Madison Avenue Suite 1900 New York NY 10022             |



The J M Kaplan Fund, Inc  
 EIN# 13-6090286  
 Grants Paid  
 December 31, 2018

| Organization Name                                              | Status | Grant/Project Description                                                                                                                                  | Grant Total Paid | Organization Address                                                                                         |
|----------------------------------------------------------------|--------|------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------|--------------------------------------------------------------------------------------------------------------|
| The New Press Inc                                              | PC     | The Atlas of Disappearing Places                                                                                                                           | 7,000            | 120 Wall Street 31st Floor New York NY 10005                                                                 |
| The New York Times Neediest Cases Fund                         | PC     | New York Times Neediest Cases Fund                                                                                                                         | 7,500            | 620 8th Ave New York NY 10018                                                                                |
| The Ohio State University - Ohio State University Press        | PC     | A Mile and a Half of Lines The Art of James Thurber                                                                                                        | 7,500            | 1070 Carmack 180 Pressey Hall Columbus OH 43210                                                              |
| The Olana Partnership                                          | PC     | General Operating Support                                                                                                                                  | 5,000            | PO Box 199 Hudson NY 12534                                                                                   |
| THE POINT Community Development Corporation                    | PC     | General Operating Support                                                                                                                                  | 5,000            | 940 Garrison Avenue Bronx NY 10474                                                                           |
| The Public Theater                                             | PC     | General Operating Support                                                                                                                                  | 5,000            | 425 Lafayette Street New York NY 10003                                                                       |
| The Public Theater                                             | PC     | Public Theater Shakespeare Programs                                                                                                                        | 25,000           | 425 Lafayette Street New York NY 10003                                                                       |
| The Regents of the University of California - UC San Diego/SIO | PC     | Maximizing environmental protection of deep-sea ecosystems in advance of seabed mining (Extension)                                                         | 60,000           | Scripps Institution of Oceanography 9500 Gilman Drive, MC 0210 La Jolla CA 92093-0210                        |
| The Regents of the University of California - UC San Diego/SIO | PC     | Maximizing environmental protection of deep-sea ecosystems in advance of seabed mining (Extension)                                                         | 60,000           | Scripps Institution of Oceanography 9500 Gilman Drive, MC 0210 La Jolla CA 92093-0210                        |
| The Sunrise Project                                            | PC     | Beyond Coal - stopping the Adani mine                                                                                                                      | 100,000          | 410 Elizabeth St Suite 510 Surry Hills New South Wales 2010                                                  |
| The Trust for Public Land                                      | PC     | Parks for People Monitoring and Evaluation Program                                                                                                         | 75,000           | 666 Broadway 9th Floor New York NY 10012                                                                     |
| The Ulman Foundation                                           | PC     | Ulman House                                                                                                                                                | 2,000            | 1215 E Fort Avenue Suite 104 Baltimore Maryland 21230                                                        |
| The University of Oklahoma - University of Oklahoma Press      | PC     | Through A Native Lens American Indian Photography                                                                                                          | 7,000            | 2800 Venture Drive Norman Oklahoma 76137                                                                     |
| The Walters Art Museum                                         | PC     | 1 West Mount Vernon Place                                                                                                                                  | 7,500            | 600 North Charles Street Baltimore Maryland 21201                                                            |
| The Walters Art Museum                                         | PC     | General Operating Support                                                                                                                                  | 12,500           | 600 North Charles Street Baltimore Maryland 21201                                                            |
| The Wooster Group                                              | PC     | The Wooster Group's Summer Institute                                                                                                                       | 5,000            | PO Box 654, Canal St Station New York NY 10013                                                               |
| The Wooster Group                                              | PC     | The Wooster Group's Summer Institute                                                                                                                       | 2,500            | PO Box 654, Canal St Station New York NY 10013                                                               |
| The Workers Lab                                                | PC     | Through the nation's first farm labor trust, immigrant farmworkers are reaping the benefits of worker-ownership while strengthening America's food economy | 25,000           | 1111 Broadway, Floor 3, Oakland, CA 94607                                                                    |
| Theatre for a New Audience                                     | PC     | General Operating Support                                                                                                                                  | 10,000           | 154 Christopher Street Suite 3D New York NY 10014                                                            |
| Thomas Cole Historic House                                     | PC     | General Operating Support                                                                                                                                  | 5,000            | 218 Spring Street PO Box 426 Catskill New York 12414                                                         |
| Tides Foundation                                               | PC     | Movement Voter Project                                                                                                                                     | 90,000           | PO Box 29903 San Francisco, CA 94129                                                                         |
| Tides Foundation                                               | PC     | Movement Voter Project                                                                                                                                     | 10,000           | PO Box 29903 San Francisco, CA 94129                                                                         |
| Tides Foundation                                               | PC     | Woke Vote                                                                                                                                                  | 10,000           | PO Box 29903 San Francisco, CA 94129                                                                         |
| Time & Space Limited / TSL                                     | PC     | General Operating Support                                                                                                                                  | 2,500            | PO Box 343 434 Columbia Street Hudson NY 12534                                                               |
| Toni's Kitchen, a Food Ministry of St Luke's Episcopal Church  | PC     | General Operating Support                                                                                                                                  | 300              | 73 S Fullerton Ave Montclair NJ 07042                                                                        |
| Tour de Force                                                  | PC     | General Operating Support                                                                                                                                  | 2,835            | PO Box 395 Washingtonville NY 10992                                                                          |
| Trustees of the University of Pennsylvania                     | PC     | Louis Kahn The Importance of a Drawing                                                                                                                     | 7,500            | School of Design, Architectural Archives 102 Meyerson Hall, 210 South 34th Street Philadelphia PA 19104-6311 |

The J.M. Kaplan Fund, Inc.  
 EIN# 13-6090286  
 Grants Paid  
 December 31, 2018

| Organization Name                                | Status | Grant/Project Description                                                                    | Grant Total Paid | Organization Address                                    |
|--------------------------------------------------|--------|----------------------------------------------------------------------------------------------|------------------|---------------------------------------------------------|
| Tug Hill Tomorrow Inc                            | PC     | Tug Hill Building the Future of a Rural Region (working title, subject to change)            | 4,000            | PO Box 6063 1 Thompson Park Watertown NY 13601          |
| Tuskegee University                              | PC     | Historic Preservation Capacity Building Project for Alabama Civil Rights Sites               | 50,000           | 1200 West Montgomery Road Tuskegee AL 36088             |
| United Nations Foundation (U S Climate Alliance) | PC     | U S Climate Alliance - Operational Support for State Leadership on Natural and Working Lands | 125,000          | 1750 Pennsylvania Ave NW Suite 300 Washington DC 20006  |
| University of British Columbia - UBC Press       | PC     | Vancouverism                                                                                 | 5,000            | 2029 West Mall Vancouver BC V6T 1Z2                     |
| University of Minnesota Foundation               | PC     | The ABC of It. Why Children's Books Matter                                                   | 7,000            | 200 Oak Street SE Suite 500 Minneapolis MN 55455-2010   |
| University of the South                          | PC     | The Wake of the Whale Hunter Societies in the Caribbean and North Atlantic                   | 3,400            | 735 University Ave Sewanee Tennessee 37383              |
| University of Washington                         | PC     | Frogfishes Biodiversity, Zoogeography, Behavioral Ecology                                    | 4,000            | 1122 NE Boat Street Seattle Washington 98105            |
| Vera Institute of Justice                        | PC     | Campaign for Criminal Justice Reform/General Operating Support                               | 100,000          | 233 Broadway, 12th Floor New York NY 11237              |
| Vera Institute of Justice                        | PC     | General Operating Support                                                                    | 50,000           | 233 Broadway, 12th Floor New York NY 11237              |
| Vernon Avenue Project/Reconnect                  | PC     | General Operating Support                                                                    | 50,000           | 442 Lorimer Street Suite D #309 Brooklyn New York 11206 |
| Veterans Yoga Project                            | PC     | General Operating Support                                                                    | 2,500            | PO BOX 6472 Alameda CA 94501                            |
| Volunteering Untapped                            | PC     | General operating support                                                                    | 20,000           | 3503 N Charles Street Baltimore MD 21218                |
| Wadsworth Atheneum                               | PC     | Monsters & Myths Surrealism and War in the 1930s and 1940s                                   | 6,500            | 600 Main Street Hartford CT 06103                       |
| Wags & Walks                                     | PC     | General Operating Support                                                                    | 2,500            | 2236 Federal Ave. Los Angeles, CA 90064                 |
| WAMC                                             | PC     | General Operating Support                                                                    | 5,000            | 318 Central Avenue Albany NY 12206                      |
| WAMC                                             | PC     | General Operating Support                                                                    | 3,000            | 318 Central Avenue Albany NY 12206                      |
| Warrior Creek Development                        | PC     | General Operating Support                                                                    | 20,000           | 253 Main Caretta Road War West Virginia 24892           |
| Waterfront Alliance                              | PC     | General Operating Support                                                                    | 5,000            | 217 Water Street Suite 300 New York NY 10038            |
| We Run Brownsville Inc                           | PC     | General Operating Support                                                                    | 25,000           | 1219 E 80th Street Brooklyn New York 11236              |
| We Run Brownsville Inc                           | PC     | General Operating Support                                                                    | 25,000           | 1219 E 80th Street Brooklyn New York 11236              |
| Wellness House of Annapolis                      | PC     | General Operating Support                                                                    | 3,000            | 2625 Mas Que Farm Road Annapolis MD 21403               |
| West/Rhode Riverkeeper, Inc                      | PC     | General Operating Support                                                                    | 1,000            | 647 Contees Wharf Road Edgewater MD 21037               |
| Wild Bird Fund                                   | PC     | General Operating Support                                                                    | 5,000            | 565 Columbus Avenue New York NY 10024                   |
| WMHT Educational Telecommunications              | PC     | General Operating Support                                                                    | 2,000            | 4 Global View Troy NY 12180                             |
| Women Make Movies                                | PC     | There's Something About John                                                                 | 20,000           | 115 West 29th Street, suite 1200 New York NY 10001      |
| Words Without Borders                            | PC     | General Operating Support                                                                    | 5,000            | 147 Prince Street Brooklyn NY 11201                     |
| Yale University - Yale University Press          | PC     | The Other Modern Movement                                                                    | 6,500            | 302 Temple Street New Haven CT 06511                    |
| Yale University - Yale University Press          | PC     | Visual Voyages: Images of Latin American Nature from Columbus to Darwin                      | 25,000           | 302 Temple Street New Haven CT 06511                    |
| Yale University - Yale University Press          | PC     | Henry van de Velde Designing Modernism                                                       | 5,000            | 302 Temple Street New Haven CT 06511                    |
| YMCA of Long Island (YMCA East Hampton RECenter) | PC     | YMCA East Hampton RECenter Summer Camp Scholarships                                          | 10,000           | 121 Dosoris Ln Glen Cove NY 11542                       |
| Youth Represent, Inc                             | PC     | Criminal Records Hub                                                                         | 75,000           | 11 Park Place, Suite 1512 New York New York 10007       |

The J M Kaplan Fund, Inc.  
 EIN# 13-6090286  
 Grants Paid  
 December 31, 2018

| Organization Name                         | Status | Grant/Project Description | Grant Total Paid | Organization Address                            |
|-------------------------------------------|--------|---------------------------|------------------|-------------------------------------------------|
| YWCA of Annapolis and Anne Arundel County | PC     | General Operating Support | 2,500            | 1517 Ritchie Highway Suite #201 Arnold MD 21012 |

Total Grants Paid \$ 6,510,470

The J.M. Kaplan Fund, Inc.  
 EIN# 13-6090286  
 December 31, 2018  
 Grants Payable

| Organization Name                           | Status | Grant/Project Description                                                                                                                                          | Amount Payable | Organization Address                                   |
|---------------------------------------------|--------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------|--------------------------------------------------------|
| Cotidiano Mujer                             | PC     | "Nunca en Domingo" (Never on Sunday) Radio Program                                                                                                                 | 25,000         | San José 1436, Montevideo, Uruguay 11200               |
| Cotidiano Mujer                             | PC     | "Nunca en Domingo" (Never on Sunday) Radio Program                                                                                                                 | 50,000         | San José 1436, Montevideo, Uruguay 11200               |
| Cotidiano Mujer                             | PC     | "Nunca en Domingo" (Never on Sunday) Radio Program                                                                                                                 | 50,000         | San José 1436, Montevideo, Uruguay 11200               |
| Board of Trustees Stanford Univ             | PC     | The Stanford Fund for Undergraduate Studies                                                                                                                        | 6,000          | 326 Galvez Street, Stanford, CA 94086                  |
| University of Wisconsin                     | PC     | Conservation and Column Reconstruction of the Greek and Roman Agora at Troy                                                                                        | 40,000         | 1848 University Avenue P O Box 8860 Madison WI         |
| Brownsville Community Justice Center        | PC     | General Operating Support                                                                                                                                          | 150,000        | 520 8th Avenue, NY, NY 10018                           |
| Pew Charitable Trusts                       | PC     | Protecting Our Oceans from Seabed Mining                                                                                                                           | 52,500         | 901 E St NW # 10, Washington, DC 20004                 |
| Birmingham Civil Rights Institute           | PC     | Alabama African American Civil Rights Heritage Sites Consortium                                                                                                    | 125,000        | 520 Sixteenth Street North, Birmingham, Alabama, 35203 |
| The California Harvestors                   | NC     | Through the nation's first farm labor trust, immigrant farmworkers are reaping the benefits of worker-ownership while strengthening America's food economy         | 54,203         | 16350 Driver Road, Bakersfield, CA 93308               |
| The Workers Lab                             | PC     | Through the nation's first farm labor trust, immigrant farmworkers are reaping the benefits of worker-ownership while strengthening America's food economy         | 50,000         | 1111 Broadway, Floor 3, Oakland, CA 94607              |
| Jolt Initiative                             | PC     | Jolt is pioneering a Latino youth-led movement across Texas to fight for stronger immigrant protections and rewrite the immigration narrative                      | 121,887        | P O Box 4185, Austin, TX 78765                         |
| Coral Vita                                  | PC     | Seeking to restore imperiled coral reefs, Coral Vita is leveraging for-profit tools to build a network of high-tech coral farms                                    | 125,000        | 1851 Sunset Blvd, San Diego, CA 92103                  |
| Asylum Seekers Advocacy Project             | PC     | ASAP offers a model for "lawyering in a crisis" by crowdsourcing short-term volunteers to provide rapid legal services to asylum-seeking families                  | 125,000        | 40 Rector Street, NY, NY 10006                         |
| The Industrial Commons                      | PC     | Connecting cultural heritage, youth retention, and economic revival, The Industrial Commons helps small to mid-size manufacturers convert to worker-ownership      | 125,000        | 510 S College St, Morganton, NC 28655                  |
| Rising Tides                                | PC     | Rising Tides brings expertise on climate adaptation and cultural heritage directly to vulnerable communities to save America's histories, traditions, and cultures | 125,000        | 2600 Virginia Avenue NW #1100, Washington, DC 20037    |
| Esq Apprentice                              | PC     | Seeking to reimagine the legal profession, Esq Apprentice creates a no-cost pipeline for low-income youth of color to become fully licensed attorneys              | 125,000        | P O BOX 24152, OAKLAND, CA 94623                       |
| Neighborhood Opportunity and Accountability | PC     | A neighborhood-led model for youth justice seeks to re-route resources spent on locking youth up, and instead invest in young people and their communities         | 125,000        | 303 Hegenberger Road, Suite 301, Oakland, CA 94621     |
| Ho'oula Pacific                             | PC     | Ho'oula Pacific's win-win model of "distributed agriculture" provides income for household farmers and healthy, affordable food for Hawaiians                      | 125,000        | 47-200 Waihe'e Road, Kane'ohe, HI 96744                |
| Get Media LIT                               | PC     | Get Media LIT combats media misrepresentation of minority groups through literacy learning tools that disrupt the school-to-prison pipeline                        | 125,000        | 3639 Trinity Place, Lithonia, GA 30038                 |
| European Climate Foundation                 | PC     | General Operating Support - Pool Fund on International Energy (PIE)                                                                                                | 100,000        | Rivierismarkt 5, The Hague, The Netherlands, 2513AM    |
| European Climate Foundation                 | PC     | General Operating Support - Pool Fund on International Energy (PIE)                                                                                                | 100,000        | Rivierismarkt 5, The Hague, The Netherlands, 2513AM    |
| American Forests                            | PC     | Empowering State Leadership for Natural Climate Solutions                                                                                                          | 100,000        | 1220 L Street NW, Suite 750 Washington DC 20005        |
| United Nations Foundation (U S Climate All  | PC     | U S Climate Alliance - Operational Support for State Leadership on Natural and Working Lands                                                                       | 125,000        | 1750 Pennsylvania Ave NW Suite 300 Washington DC 20006 |
| Council of American Overseas Research Cer   | PC     | Kaplan Responsive Preservation Initiative for Cultural Heritage Resources                                                                                          | 100,000        | PO Box 37012 MRC 178 Washington DC 20013-7012          |
| Young Concert Artists, Inc                  | PC     | General Operating Support                                                                                                                                          | 2,500          | 1776 Broadway Suite 1500 New York NY 10019             |

The J.M. Kaplan Fund, Inc.  
 EIN# 13-6090286  
 December 31, 2018  
 Grants Payable

| Organization Name                | Status | Grant/Project Description                                               | Amount Payable | Organization Address                                                                          |
|----------------------------------|--------|-------------------------------------------------------------------------|----------------|-----------------------------------------------------------------------------------------------|
| Rios to Rivers                   | PC     | General Operating Support                                               | 5,000          | 266 Wildwood Lane Aspen CO 81611                                                              |
| Gracie Mansion Conservancy       | PC     | General Operating Support                                               | 4,000          | East End Ave at 88th Street New York NY 10128                                                 |
| Natural Areas Conservancy        | PC     | Quantifying and Improving Urban Forests New York City and Across the US | 100,000        | 1234 Fifth Avenue New York NY 10029                                                           |
| Deep Sea Conservation Coalition  | PC     | Protecting the deep ocean from the threat of seabed mining              | 90,000         | Postbus 59681 Amsterdam The Netherlands 1040 LD                                               |
| Four Freedoms Park Conservancy   | PC     | General Operating Support                                               | 2,500          | P O Box 5475 New York NY 10185-5475                                                           |
| Solar One                        | PC     | General Operating Support                                               | 5,000          | 37 West 26th Street Suite 209 New York NY 10010                                               |
| Balkan Heritage Foundation       | PC     | Master Conservation Plan of Stobi, Republic of Northern Macedonia       | 100,000        | 7 Tulovo St Floor 5, Apt 7 Sofia Sofia 1504                                                   |
| Getty Trust                      | PF     | Priority Conservation interventions by Mosaikon Algeria team            | 90,000         | 1200 Getty Center Drive Los Angeles, CA 90049-1679                                            |
| National MS Society              | PC     | NYN2018 Bike MS NYC                                                     | 105            | 733 Third Avenue, 3rd Floor New York, NY 10017                                                |
| New York Foundation for the Arts | PC     | The Indonesia Books – Hasta Mitra Project                               | 31,500         | 20 Jay Street; Suite 740, Brooklyn, New York, 11201                                           |
| Alliance of Families for Justice | PC     | General Support                                                         | 13,000         | 8 W 126th St fl 3, New York, NY 10027<br>Libyan Scouts Headquarters, Corner of Ali Khalifa Al |
| Libyan Boy Scouts                | PC     | Stabilization and Recovery at Libyan Heritage Sites                     | 30,000         | Zaidi Street and Omar al Mukhtar Street PO Box 207 Tripoli, Libya                             |

Total Payable as of 12/31/2018 \$ 2,723,195