

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

OMB No 1545-0052

2018Department of the Treasury
Internal Revenue Service

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

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

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

Open to Public Inspection

For calendar year 2018 or tax year beginning , 2018, and ending , 20

Name of foundation RICHARD AND FRANCINE LOEB FAMILY FOUNDATION		A Employer identification number 20-0334683
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) (206) 677-0300
1000 SECOND AVENUE, 34TH FLOOR		
City or town, state or province, country, and ZIP or foreign postal code SEATTLE, WA 98104-1022		C If exemption application is pending, check here. <input type="checkbox"/>
G Check all that apply	<input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change	<input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1 Foreign organizations, check here. <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation. <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 8,032,875.	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here. <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here. <input type="checkbox"/>
(Part I, column (d) must be on cash basis)		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)	962,577.			
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch. B.				
3	Interest on savings and temporary cash investments	442.	442.		
4	Dividends and interest from securities	203,731.	203,731.		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	40,825.			
b	Gross sales price for all assets on line 6a	40,825.			
7	Capital gain net income (from Part IV, line 2)		40,825.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11	1,207,575.	244,998.		
13	Compensation of officers, directors, trustees, etc.	0.			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule) [1]	41,241.	37,241.		4,000.
17	Interest				
18	Taxes (attach schedule) (see instructions) [2]	2,078.			
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) [3]	70.			70.
24	Total operating and administrative expenses. Add lines 13 through 23.	43,389.	37,241.		4,070.
25	Contributions, gifts, grants paid	307,000.			307,000.
26	Total expenses and disbursements. Add lines 24 and 25	350,389.	37,241.	0.	311,070.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	857,186.			
b	Net investment income (if negative, enter -0-)		207,757.		
c	Adjusted net income (if negative, enter -0-)				

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Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	48,446.	180,538.	180,538.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges ATCH 4	2,520.	4,562.	4,562.
	10a Investments - U.S. and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule) ATCH 5	4,883,897.	5,543,623.	5,543,623.
	c Investments - corporate bonds (attach schedule) ATCH 6	543,385.	948,098.	948,098.
	11 Investments - land, buildings, and equipment basis			
Less accumulated depreciation (attach schedule) ▶				
12 Investments - mortgage loans				
13 Investments - other (attach schedule) ATCH 7	2,574,890.	1,356,054.	1,356,054.	
14 Land, buildings, and equipment basis				
Less accumulated depreciation (attach schedule) ▶				
15 Other assets (describe ▶ ATCH 8)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	8,053,138.	8,032,875.	8,032,875.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)	6,617.		
23 Total liabilities (add lines 17 through 22)	6,617.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/>			
	and complete lines 24 through 26, and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	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	8,046,521.	8,032,875.		
30 Total net assets or fund balances (see instructions)	8,046,521.	8,032,875.		
31 Total liabilities and net assets/fund balances (see instructions)	8,053,138.	8,032,875.		

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	8,046,521.
2 Enter amount from Part I, line 27a	2	857,186.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	8,903,707.
5 Decreases not included in line 2 (itemize) ▶ ATCH 9	5	870,832.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	8,032,875.

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Part IV Capital Gains and Losses for Tax on Investment Income

(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 P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)	
1 a SEE PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)		<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; border-right: 1px solid black; padding: 0 5px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div> </div>		2	40,825.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) See instructions If (loss), enter -0- in Part I, line 8		<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; border-right: 1px solid black; padding: 0 5px;"> If gain, also enter in Part I, line 8, column (c) See instructions If (loss), enter -0- in Part I, line 8 </div> </div>		3	0.

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 Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2017	209,300.	7,162,811.	0.029220
2016	164,568.	5,739,968.	0.028671
2015	292,877.	5,936,602.	0.049334
2014	233,025.	6,077,745.	0.038341
2013	181,606.	5,781,295.	0.031413
2 Total of line 1, column (d)		2	0.176979
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	0.035396
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5		4	8,078,119.
5 Multiply line 4 by line 3.		5	285,933.
6 Enter 1% of net investment income (1% of Part I, line 27b).		6	2,078.
7 Add lines 5 and 6.		7	288,011.
8 Enter qualifying distributions from Part XII, line 4. 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		8	311,070.

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			
• 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	2,078.
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	
3 Add lines 1 and 2		3	2,078.
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	2,078.
6 Credits/Payments			
a 2018 estimated tax payments and 2017 overpayment credited to 2018	6a	6,640.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	6,640.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	4,562.	
11 Enter the amount of line 10 to be Credited to 2019 estimated tax <input checked="" type="checkbox"/> 2,080. Refunded <input type="checkbox"/> <input type="checkbox"/>	11	2,482.	

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
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input checked="" type="checkbox"/> \$ _____ (2) On foundation managers <input checked="" type="checkbox"/> \$ _____		
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"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?		X
If "Yes," attach a detailed description of the activities		
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b 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?		X
If "Yes," attach the statement required by General Instruction T		
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	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"/> WA, <input type="checkbox"/>		
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

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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		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		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	X	
14 The books are in care of ▶ FOUNDATION MANAGEMENT GRP LLC Telephone no ▶ 206-667-0300 Located at ▶ 1000 SECOND AVENUE, 34TH FLOOR SEATTLE, WA ZIP+4 ▶ 98104		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15		
16 At any time during calendar year 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? See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶		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)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(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		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(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		
(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 Organizations relying on a current notice regarding disaster assistance, check here ▶ <input type="checkbox"/>	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))		
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 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	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶		
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	
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

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

5a	During the year, did the foundation pay or incur any amount to		Yes	No
(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 type="checkbox"/>	Yes	<input checked="" 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.		5b	<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? If "Yes," attach the statement required by Regulations section 53.4945-5(d)	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/> No
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? If "Yes" to 6b, file Form 8870		6b	<input checked="" type="checkbox"/>
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?		7b	
8	Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(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. See instructions.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 10		0.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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

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

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

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.

Part IX-B Summary of Program-Related Investments (see instructions)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	8,099,578.
b	Average of monthly cash balances	1b	96,996.
c	Fair market value of all other assets (see instructions).	1c	4,562.
d	Total (add lines 1a, b, and c)	1d	8,201,136.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d.	3	8,201,136.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	123,017.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,078,119.
6	Minimum investment return. Enter 5% of line 5	6	403,906.

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	403,906.
2a	Tax on investment income for 2018 from Part VI, line 5	2a	2,078.
b	Income tax for 2018 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	2,078.
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	401,828.
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4	5	401,828.
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	401,828.

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	311,070.
b	Program-related investments - total from Part IX-B.	1b	
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	311,070.
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. See instructions.	5	2,078.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	308,992.

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.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				401,828.
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.			262,152.	
b Total for prior years 20 16 , 20 15 , 20 14				
3 Excess distributions carryover, if any, to 2018				
a From 2013				
b From 2014				
c From 2015				
d From 2016				
e From 2017				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ 311,070.				
a Applied to 2017, but not more than line 2a			262,152.	
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2018 distributable amount.				48,918.
e Remaining amount distributed out of corpus.				
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019.				352,910.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2014				
b Excess from 2015				
c Excess from 2016				
d Excess from 2017				
e Excess from 2018				

Form 990-PF (2018)

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

NOT APPLICABLE

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)

	Tax year	Prior 3 years			(e) Total
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets.					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

RICHARD AND FRANCINE LOEB

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

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc., to individuals or organizations under other conditions, complete items 2a, b, c, and d. See instructions.

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

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

c Any submission deadlines

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year ATCH 11				
Total			▶ 3a	307,000.
b Approved for future payment				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments .			14	442.	
4	Dividends and interest from securities			14	203,731.	
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	40,825.	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory . .					
11	Other revenue a _____					
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal. Add columns (b), (d), and (e)				244,998.	
13	Total. Add line 12, columns (b), (d), and (e)				244,998.	244,998.

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

[illegible]

Part XVII Information Regarding Transfers to and Transactions and Relationships With Noncharitable Exempt Organizations

1. Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash	1a(1)		X
(2) Other assets	1a(2)		X
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.			

[illegible]

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

b If "Yes," complete the following schedule

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

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

**Sign
Here**

Signature of officer or trustee

Date _____

Title

May the IRS discuss this return with the preparer shown below?

See instructions ☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

MADALINA DOBRA

Preparer's signature

MADALINA DOBRA

Date	
------	--

04/10/2019

	Check		if
--	-------	--	----

self-employed

PTIN	
------	--

P01327561

Firm's name ► FOUNDATION MANAGEMENT GROUP, LLC

Firm's EIN ▶ 91-2003136

Firm's address ► 1000 2ND AVE 34TH FLOOR
SEATTLE, WA

98104-1022

Phone no 206-667-0300

Form **990-PF** (2018)

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					40,825.	
TOTAL GAIN (LOSS)							<u>40,825.</u>	

Schedule of Contributors

OMB No 1545-0047

2018

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

Name of the organization

RICHARD AND FRANCINE LOEB FAMILY FOUNDATION

Employer identification number

20-0334683

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

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

General Rule

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

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000, or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I (entering "N/A" in column (b) instead of the contributor name and address), II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ _____

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

Name of organization **RICHARD AND FRANCINE LOEB FAMILY FOUNDATION**Employer identification number
20-0334683**Part I** Contributors (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	RICHARD LOEB 1000 SECOND AVENUE, 34TH FLOOR SEATTLE, WA 98104-1022	\$ 320,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
2	RICHARD LOEB 1000 SECOND AVENUE, 34TH FLOOR SEATTLE, WA 98104-1022	\$ 306,217.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
3	FRANCINE LOEB 1000 SECOND AVENUE, 34TH FLOOR SEATTLE, WA 98104-1022	\$ 336,360.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization RICHARD AND FRANCINE LOEB FAMILY FOUNDATION

Employer identification number

20-0334683

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
2	50 SHARES AMAZON.COM INC	\$ 81,361.	11/05/2018
2	300 SHARES FEDEX CORP.	\$ 66,852.	11/05/2018
2	1,000 SHARES MICROSOFT CORP.	\$ 106,820.	11/05/2018
2	750 SHARES SELECT SECTOR SPDR TRUST	\$ 51,184.	11/05/2018
3	600 SHS APPLE INC.	\$ 120,768.	11/05/2018
3	654 SHARES CHEVRON CORP	\$ 77,260.	11/05/2018

Name of organization **RICHARD AND FRANCINE LOEB FAMILY FOUNDATION**Employer identification number
20-0334683**Part II** **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
<u>3</u>	1,295 SHARES MICROSOFT CORP. _____ _____ _____	\$ <u>138,332.</u>	<u>11/05/2018</u>
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____

Name of organization RICHARD AND FRANCINE LOEB FAMILY FOUNDATION

Employer identification number

20-0334683

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

Use duplicate copies of Part III if additional space is needed

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

ATTACHMENT 1

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
MGMT FEES PAID TO FOUNDATION MANAGEMENT GROUP, LLC	5,000.	1,000.		4,000.
BROKER FEES TO J.P. MORGAN	36,241.	36,241.		
TOTALS	<u>41,241.</u>	<u>37,241.</u>		<u>4,000.</u>

ATTACHMENT 2FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
FEDERAL EXCISE TAX	2,078.
TOTALS	<u>2,078.</u>

ATTACHMENT 3

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LICENSES	25.			25.
BANK CHARGES	45.			45.
TOTALS	70.			70.

ATTACHMENT 4

FORM 990PF, PART II - PREPAID EXPENSES AND DEFERRED CHARGES

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
PREPAID FEDERAL EXCISE TAXES	4,562.	4,562.
TOTALS	<u>4,562.</u>	<u>4,562.</u>

FORM 990PF, PART II - CORPORATE STOCK

ATTACHMENT 5

DESCRIPTION

	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
--	------------------------------	-----------------------

J.P. MORGAN EQUITIES HOLDINGS
SEE 'ATTACHMENT A' FOR DETAIL

	5,543,623.	5,543,623.
--	------------	------------

TOTALS

	<u>5,543,623.</u>	<u>5,543,623.</u>
--	-------------------	-------------------

FORM 990PF, PART II - CORPORATE BONDS

ATTACHMENT 6

DESCRIPTION

<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
------------------------------	-----------------------

J.P. MORGAN CORPORATE BONDS
SEE 'ATTACHMENT A' FOR DETAIL

948,098.

948,098.

TOTALS

948,098.

948,098.

ATTACHMENT 7

FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ALKEON GROWTH OFFSHORE FUND	582,267.	582,267.
J.P. MORGAN MUTUAL FUNDS	773,787.	773,787.
SEE 'ATTACHMENT A' FOR DETAIL		
TOTALS	<u>1,356,054.</u>	<u>1,356,054.</u>

FORM 990PF, PART II - OTHER ASSETS

ATTACHMENT 8

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
ORGANIZATIONAL COSTS	1,250.	1,250.
ACCUMULATED AMORTIZATION	-1,250.	-1,250.
TOTALS		

ATTACHMENT 9FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCESDESCRIPTIONAMOUNT

UNREALIZED LOSS ON INVESTMENTS

870,832.

TOTAL

870,832.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 10

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
RICHARD LOEB 1000 SECOND AVENUE, SUITE 3400 SEATTLE, WA 98104	PRESIDENT/TREASURER 2.00	0.	0.	0.
FRANCINE LOEB 1000 SECOND AVENUE, SUITE 3400 SEATTLE, WA 98104	VICE PRESIDENT 2.00	0.	0.	0.
DANIEL ASHER 1000 SECOND AVENUE, SUITE 3400 SEATTLE, WA 98104	SECRETARY 2.00	0.	0.	0.
GRAND TOTALS		0.	0.	0.

RICHARD AND FRANCINE LOEB FAMILY FOUNDATION
 EIN: 20-0334683
 2018 FORM 990-PF - ATTACHMENT A
 BALANCE SHEETS DETAIL

EQUITIES

Description	Acquisition Date	Quantity	Price	Market Value	Unit Cost	Cost Basis	Unrealized Gain/Loss	Accrued Income Est. Annual Inc.
AMAZON.COM INC Symbol AMZN	25 May 2016	50	1,501.97	75,098.50	711.02	35,551.00	39,547.50 LT	
APPLE INC EST YIELD 1.85% Symbol AAPL	07 Jun 2011	2,650	157.74	418,011.00	61.8	163,761.00	254,250.00	7,738.00
	20 Dec 2011	600		94,644.00	47.79	28,672.47	65,971.53 LT	
	06 Nov 2012	650		102,531.00	56.52	36,736.75	65,794.25 LT	
	19 Apr 2013	700		110,418.00	83.89	58,724.30	51,693.70 LT	
		700		110,418.00	56.61	39,627.48	70,790.52 LT	
BOEING CO EST YIELD 2.55% Symbol BA	13 Sep 2010	500	322.5	161,250.00	64.71	32,354.50	128,895.50 LT	4,110.00
CHEVRON CORPORATION EST YIELD 4.12% Symbol CVX	03 Feb 1999	654	108.79	71,148.66	31.74	20,760.91	50,387.75 LT	2,929.92
FEDEX CORP EST YIELD 1.61% Symbol FDX	22 Dec 2009	900	161.33	145,197.00	83.5	75,150.00	70,047.00	2,340.00
	22 Dec 2009	600		96,798.00	83.5	50,100.00	46,698.00 LT	
		300		48,399.00	83.5	25,050.00	23,349.00 LT	
JOHNSON & JOHNSON EST YIELD 2.79% Symbol JNJ	04 Jan 2005	250	129.05	32,262.50	63.22	15,805.00	16,457.50 LT	900.00
MICROSOFT CORP EST YIELD 1.81% Symbol MSFT	20 Dec 2000	2,295	101.57	233,103.15	22.8	52,320.97	180,782.18	4,222.80
	23 Mar 2004	1,295		131,533.15	21.65	28,039.21	103,493.94 LT	
		1,000		101,570.00	24.28	24,281.76	77,288.24 LT	
PEPSICO INC COMMON STOCK EST YIELD 3.36% Symbol PEP	28 Jan 2004	1,247	110.48	137,768.56	50.47	62,936.96	74,831.60	4,626.37
	14 Jul 2005	747		82,528.56	46.85	34,994.46	47,534.10 LT	
		500		55,240.00	55.89	27,942.50	27,297.50 LT	
ALTRIA GROUP INC EST YIELD 6.48% Symbol MO	14 Jul 2005	1,250	49.39	61,737.50	20.39	25,491.04	36,246.46	4,000.00
	13 Sep 2010	500		24,695.00	15.51	7,752.61	16,942.39 LT	
		750		37,042.50	23.65	17,738.43	19,304.07 LT	

RICHARD AND FRANCINE LOEB FAMILY FOUNDATION
EIN: 20-0334683
2018 FORM 990-PF - ATTACHMENT A
BALANCE SHEETS DETAIL

EQUITIES

Description	Acquisition Date	Quantity	Price	Market Value	Unit Cost	Cost Basis	Unrealized Gain/Loss	Accrued Income Est. Annual Inc.
PHILIP MORRIS INTERNATIONAL INC EST YIELD 6.83% Symbol PM	22 Mar 2005 N 14 Jul 2005 N	1,250 750 500	66.76	83,450.00 50,070.00 33,380.00	34.68 34.24 35.33	43,346.68 25,680.89 17,665.79	40,103.32 24,389.11 15,714.21	5,700.00
SELECT SECTOR SPDR TRUST THE TECHNOLOGY SELECT SECTOR SPDR FUND EST YIELD 1.60% Symbol XLK	11 Jan 2006 N 11 Jan 2006 N Jan 20	2,550 750 1,400 400	61.98	158,049.00 46,485.00 86,772.00 24,792.00	26.63 22.29 22.29 49.94	67,901.70 16,717.92 31,206.78 19,977.00	90,147.30 29,767.08 55,565.22 4,815.00	2,529.60
STANDARD & POORS MIDCAP 400 SPDR S&P MIDCAP 400 ETF EST YIELD 1.39% Symbol MDY	22 Dec 2009 N	400	302.67	121,068.00	132.99	53,196.00	67,872.00	1,678.00
VERIZON COMMUNICATIONS EST YIELD 4.29% Symbol VZ	02 Jun 2016	2,000	56.22	112,440.00	50.84	101,684.80	10,755.20	4,820.00
TOTAL EQUITIES				\$1,810,583.87		\$750,260.56	\$1,060,323.31	\$45,594.69

RICHARD AND FRANCINE LOEB FAMILY FOUNDATION

EIN: 20-0334683

2018 FORM 990-PF - ATTACHMENT A

BALANCE SHEETS DETAIL

EQUITIES (continued)

Description	Acquisition Date	Quantity	Price	Market Value	Unit Cost	Cost Basis	Unrealized Gain/Loss	Accrued Income Est. Annual Inc.
ARTISAN PARTNERS FDS INC		28,380,953	31.05	881,228.59	35.57	1,039,482.18	(128,253.59)	
ISHARES RUSSELL 1000 GROWTH ETF EST YIELD 1.27% Symbol: IWF		5,987	130.91	783,758.17	58.97	353,046.94	430,711.23	9,944.41
ISHARES RUSSELL 1000 VALUE ETF EST YIELD 2.71% Symbol: IWD		6,602	111.05	733,152.10	71.29	470,655.15	262,496.95	19,891.83
ISHARES RUSSELL 2000 GROWTH ETF EST YIELD 0.76% Symbol: IWO		1,397	168	234,696.00	88.71	123,931.79	110,764.21	1,774.19
ISHARES RUSSELL 2000 VALUE ETF EST YIELD 1.99% Symbol: IWN		1,941	107.54	208,735.14	103.09	200,105.73	8,629.41	4,151.80
ISHARES RUSSELL MID CAP GROWTH ETF EST YIELD 1.02% Symbol: IWP		1,866	113.71	212,182.86	57.49	107,272.80	104,910.06	2,170.16
ISHARES RUSSELL MID CAP VALUE ETF EST YIELD 2.53% Symbol: IWS		2,496	76.35	190,569.60	76.14	190,053.24	516.36	4,814.78
ISHARES S&P 100 ETF EST YIELD 2.09% Symbol: OEF	27 Mar 2014	2,193	111.53	244,585.29	81.97	179,768.32	64,816.97	5,107.50
SELECT SECTOR SPDR TRUST THE HEALTH CARE SELECT SECTOR SPDR FUNDEST YIELD 1.57% Symbol: XLV	13 Jan 2017	2,322	86.51	244,131.22	71.14	200,752.85	43,378.37	3,843.56
TOTAL EQUITIES				\$3,733,038.97		\$2,835,069.00	\$897,969.97	

\$5,543,622.84

TOTAL EQUITIES

RICHARD AND FRANCINE LOEB FAMILY FOUNDATION

EIN: 20-0334683

2018 FORM 990-PF - ATTACHMENT A

BALANCE SHEETS DETAIL

FIXED INCOME

Description	Acquisition Date	Quantity	Price	Market Value	Unit Cost	Cost Basis	Unrealized Gain/Loss	Accrued Income Est. Annual Inc.
BANK OF AMERICA CORP RATING MOODY BA1 S&P BB8- CUSIP 060505EH3								
CITIGROUP INC DATED DATE 04/24/2015 BOOK ENTRY ONLY PAR CALL 05/15/2025 DUE 12/31/2049 5 95000% MN 15 EST YIELD 6 57% RATING MOODY BA2 S&P BB+ CUSIP 172967JM4	02 Jun 2016	100,000	90 5	90,500.00	100 87	100,868 61	(10,368 61) LT	760 28 5,950 00
CITIGROUP INC DATED DATE 11/13/2015 BOOK ENTRY ONLY PAR CALL 11/15/2020 DUE 12/29/2049 6 12500% MN 15 EST YIELD 6 27% RATING MOODY BA2 S&P N/A CUSIP 172967KD2	10 Nov 2015 N	100,000	97 625	97,625.00	101 36	101,356 04	(3,731 04) LT	782 64 6,125 00
DOUBLELINE INCOME SOLUTIONS FD COM EST YIELD 10 39% Symbol: DSL								
J P MORGAN CHASE & CO DEP SHS REPRESENTING 1/10TH INTEREST FIXED TO FLOATING PFD SER U DATED DATE 03/10/2014 BOOK ENTRY ONLY PAR CALL 04/30/2024 DUE 12/29/2049 6.12500% AO 30 EST YIELD 6 17% RATING MOODY BAA2 S&P	02 Jun 2016	100,000	99 25	99,250.00	106 09	106,084 51	(6,834 51) LT	1,020 83 6,125 00
BANK OF AMERICA CORP SR NOTES DATED DATE 09/05/2014 BOOK ENTRY ONLY PAR CALL 09/05/2024 DUE 09/29/2049 6 25000% MS 05 EST YIE LD 6 33%	10 Nov 2015 N 02 Jun 2016	200,000	98 8	197,600.00	104 42	208,839 86	(11,239 86)	4,027 78 12,500 00

RICHARD AND FRANCINE LOEB FAMILY FOUNDATION
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 2018 FORM 990-PF - ATTACHMENT A
 BALANCE SHEETS DETAIL

FIXED INCOME (continued)

Description	Acquisition Date	Quantity	Price	Market Value	Unit Cost	Cost Basis	Unrealized Gain/Loss	Accrued Income Est. Annual Inc.
J P MORGAN CHASE & CO 888- CUSIP 46625HJW1								
PIMCO DYNAMIC CREDIT AND MORTGAGE INCOME FUND COM SHS EST YIELD 9.35% Symbol PCI	29 Jan 2013	8,000	21.05	168,400.00	25.07	200,525.00	(32,125.00) LT	15,752.00
PIMCO HIGH YIELD FUND-CL A EST YIELD 5.29% CAP GAIN REINVEST Symbol PHDAX		*12,571.661	8.28	104,093.35	9.22	115,864.92	(11,771.57)	5,506.39
TOTAL FIXED INCOME				\$948,098.35		\$1,054,737.64	(\$106,639.29)	\$6,591.53 \$71,758.39

RICHARD AND FRANCINE LOEB FAMILY FOUNDATION

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2018 FORM 990-PF - ATTACHMENT A

BALANCE SHEETS DETAIL

FIXED INCOME

Description	Acquisition Date	Quantity	Price	Market Value	Unit Cost	Cost Basis	Unrealized Gain/Loss	Accrued Income Est. Annual Inc
BLACKROCK FDS GLOBAL ALLOCATION FD CL K EST YIELD 1.03% DIV & CAP GAIN REINVEST Symbol MKLOX		*8,976,833	17.39	156,107.13	19.33	173,511.46	(17,404.33)	1,606.85
METROPOLITAN WEST FDS TOTAL RETURN BD FD PLAN CL SHS EST YIELD 2.72% DIV & CAP GAIN REINVEST		*26,190,631	9.78	256,144.37	10.21	257,445.02	(11,300.55)	6,966.71
PAYDEN INVT GROUP EMERGING MARKET BD FD CL R EST YIELD 6.10% DIV & CAP GAIN REINVEST Symbol PYEMX		*16,525,945	12.49	206,409.05	13.07	215,990.68	(9,581.63)	12,592.77
TOTAL FIXED INCOME				\$618,660.55		\$656,947.16	(\$38,286.61)	\$21,166.33
OTHER								

Description	Acquisition Date	Quantity	Price	Market Value	Unit Cost	Cost Basis	Unrealized Gain/Loss	Accrued Income Est. Annual Inc.
PIMCO INCOME FUND CLASS A EST YIELD 5.23% Symbol PONAX	07 Aug 2014	13,135,146	11.81	155,126.07	12.58	165,174.68	(10,048.61) LT	8,117.52

TOTAL MUTUAL FUNDS

\$773,786.62