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Extended to November 15, 2019

Form **990-PF** Department of the Treasury Internal Revenue Service

Return of Private Foundation

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

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

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

OMB No 1545-0052 **2018** Open to Public Inspection

For calendar year 2018 or tax year beginning , and ending

Name of foundation: The Frederic C. Hamilton Family Foundation

A Employer identification number: 54-2099318

Number and street (or P O box number if mail is not delivered to street address): 1560 Broadway Suite 2200 Room/suite

B Telephone number: (303) 863-3000

City or town, state or province, country, and ZIP or foreign postal code: Denver, CO 80202

C If exemption application is pending, check here ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 34,060,430.

J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	92,125.	80,006.		Statement 2
	4 Dividends and interest from securities	112,200.	111,318.		Statement 3
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	2,364,076.			Statement 1
	b Gross sales price for all assets on line 6a 9,405,619.				
	7 Capital gain net income (from Part IV, line 2)		2,332,403.		
	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	99,025.	15,674.		Statement 4
	12 **Total.** Add lines 1 through 11	2,667,426.	2,539,401.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees				
	c Other professional fees Stmt 5	321,378.	321,378.		0.
	17 Interest	57,387.	57,387.		0.
	18 Taxes Stmt 6	22,256.	4,256.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses Stmt 7	822.	822.		0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	401,843.	383,843.		0.
	25 Contributions, gifts, grants paid	2,472,383.			2,472,383.
	26 **Total expenses and disbursements.** Add lines 24 and 25	2,874,226.	383,843.		2,472,383.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	<206,800.>			
	b **Net investment income** (if negative, enter -0-)		2,155,558.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	1,421,837.	244,626.	357,572.
	2 Savings and temporary cash investments			
	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			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock Stmt 8	21,668,440.	23,967,654.	27,613,715.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other Stmt 9	6,165,972.	4,837,169.	6,089,143.
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	29,256,249.	29,049,449.	34,060,430.
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			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ 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 ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	29,256,249.	29,049,449.	
	30 **Total net assets or fund balances**	29,256,249.	29,049,449.	
	31 **Total liabilities and net assets/fund balances**	29,256,249.	29,049,449.	

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	29,256,249.
2 Enter amount from Part I, line 27a	2	<206,800.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	29,049,449.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	29,049,449.

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.)
1a				
b	See Attached Statements			
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	9,405,619.		7,073,216.	2,332,403.

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 as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				2,332,403.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 } 2 2,332,403.

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 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 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	1,774,489.	34,808,722.	.050978
2016	250,163.	33,467,579.	.007475
2015	457,883.	35,046,587.	.013065
2014	5,632,008.	35,969,546.	.156577
2013	270,362.	36,777,502.	.007351

2	**Total** of line 1, column (d)	2	.235446
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	.047089
4	Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	36,343,819.
5	Multiply line 4 by line 3	5	1,711,394.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	21,556.
7	Add lines 5 and 6	7	1,732,950.
8	Enter qualifying distributions from Part XII, line 4	8	2,472,383.

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.

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 ▶ ☐ 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 ▶ [X] and enter 1% of Part I, line 27b		1	21,556.
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	21,556.
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	21,556.
6	Credits/Payments:			
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a 48,000.		
b	Exempt foreign organizations - tax withheld at source	6b 0.		
c	Tax paid with application for extension of time to file (Form 8868)	6c 15,000.		
d	Backup withholding erroneously withheld	6d 816.		
7	Total credits and payments. Add lines 6a through 6d		7	63,816.
8	Enter any **penalty** for underpayment of estimated tax. Check here [X] 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	42,260.
11	Enter the amount of line 10 to be: **Credited to 2019 estimated tax** ▶ 42,260. **Refunded** ▶		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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition	1b		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?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2		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	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by *General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	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	7	X	
8a	Enter the states to which the foundation reports or with which it is registered. See instructions. ▶ CO			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G*? If "No," attach explanation	8b	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	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		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	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?	13	X	

Website address ▶ Not Applicable

14 The books are in care of ▶ The Foundation Telephone no. ▶ (303) 863-3000

Located at ▶ 1560 Broadway Suite 2200, Denver, CO ZIP+4 ▶ 80202

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 N/A

			Yes	No
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?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶			

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year, did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ 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)? ☐ Yes ☒ 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.) ☐ Yes ☒ 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 N/A	1b		
	Organizations relying on a current notice regarding disaster assistance, check here ▶ ☐			
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? ☐ Yes ☒ 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.) N/A	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? ☐ Yes ☒ 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.) N/A	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

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))?	☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	☐ Yes ☒ 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?	☐ Yes ☒ 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	N/A	5b		
Organizations relying on a current notice regarding disaster assistance, check here	▶ ☐			
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?	N/A ☐ Yes ☐ 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?	☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		X
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?	☐ Yes ☒ No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	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?	☐ Yes ☒ 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 10		0.	0.	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
NONE				

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

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
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

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	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	0.

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	31,880,116.
b	Average of monthly cash balances		1b	5,017,162.
c	Fair market value of all other assets		1c	
d	**Total** (add lines 1a, b, and c)		1d	36,897,278.
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	36,897,278.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	553,459.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	36,343,819.
6	**Minimum investment return.** Enter 5% of line 5		6	1,817,191.

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	1,817,191.
2a	Tax on investment income for 2018 from Part VI, line 5	2a 21,556.		
b	Income tax for 2018. (This does not include the tax from Part VI.)	2b 21,886.		
c	Add lines 2a and 2b		2c	43,442.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	1,773,749.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	1,773,749.
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	1,773,749.

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	2,472,383.
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	2,472,383.
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	21,556.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	2,450,827.

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				1,773,749.
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				
b From 2014 3,882,855.				
c From 2015				
d From 2016				
e From 2017 75,661.				
f **Total** of lines 3a through e	3,958,516.			
4 Qualifying distributions for 2018 from Part XII, line 4: ▶ $ 2,472,383.				
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				1,773,749.
e Remaining amount distributed out of corpus	698,634.			
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	4,657,150.			
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)	0.			
8 Excess distributions carryover from 2013 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2019.** Subtract lines 7 and 8 from line 6a	4,657,150.			
10 Analysis of line 9:				
a Excess from 2014 3,882,855.				
b Excess from 2015				
c Excess from 2016				
d Excess from 2017 75,661.				
e Excess from 2018 698,634.				

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)

	Tax year (a) 2018	Prior 3 years (b) 2017	(c) 2016	(d) 2015	(e) Total
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).)

See Statement 11

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.

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 Name and address (home or business)	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
a *Paid during the year* See Schedule 1 Attached				2,472,383.
Total			▶ 3a	2,472,383.
b *Approved for future payment* None				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
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	523000	12,119.	14	80,006.	
4 Dividends and interest from securities	523000	882.	14	111,318.	
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	523000	83,351.	14	15,674.	
8 Gain or (loss) from sales of assets other than inventory	523000	31,673.	18	2,332,403.	
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)		128,025.		2,539,401.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 2,667,426.

(See worksheet in line 13 instructions to verify calculations.)

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

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

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		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.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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
N/A		

Sign Here

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

[signature] 11/12/2019 Trustee

Signature of officer or trustee Date Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no.	

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	Miura Global Fund Ltd	P	03/01/11	04/12/18
b	Coatue Offshore	P	02/01/10	07/18/18
c	Davidson Kempner Intl Ltd	P	11/26/14	03/07/18
d	DW Catalyst	P	10/30/09	04/27/18
e	Steelmill Fund	P	12/01/10	07/02/18
f	OZ Overseas Fund Ltd	P	01/02/02	11/09/18
g	Redwood Opp O/S Fund	P	12/30/11	05/02/18
h	Shepherd Investments Intl Ltd	P	06/01/03	12/31/18
i	Swiftcurrent Offshore Ltd	P	01/02/02	11/19/18
j	Tiger Global Ltd	P	07/01/02	01/23/18
k	Northern Trust 17-47635 See Attached	P	Various	Various
l	Northern Trust 17-47635 See Attached	P	Various	Various
m	Northern Trust 44-72359 See Attached	P	Various	Various
n	Northern Trust 44-72359 See Attached	P	Various	Various
o	Northern Trust 44-79952 See Attached	P	Various	Various

	(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	25,062.		27,705.	<2,643.>
b	770,297.		59,861.	710,436.
c	112,551.			112,551.
d	13,462.			13,462.
e	1,427,807.		1,000,000.	427,807.
f	7,721.			7,721.
g	44,471.			44,471.
h	1,038.			1,038.
i	1,365.			1,365.
j	574,844.			574,844.
k	856,713.		833,377.	23,336.
l	836,902.		754,507.	82,395.
m	489,848.		500,052.	<10,204.>
n	662,540.		675,466.	<12,926.>
o	235,093.		229,379.	5,714.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				<2,643.>
b				710,436.
c				112,551.
d				13,462.
e				427,807.
f				7,721.
g				44,471.
h				1,038.
i				1,365.
j				574,844.
k				23,336.
l				82,395.
m				<10,204.>
n				<12,926.>
o				5,714.

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	
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	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, 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.)
1a	Northern Trust 44-72361 See Attached	P	Various	Various
b	Northern Trust 44-72361 See Attached	P	Various	Various
c	Northern Trust 44-73298 See Attached	P	Various	Various
d	Northern Trust 44-73298 See Attached	P	Various	Various
e	From Partnerships	P	Various	Various
f	From Partnerships	P	Various	Various
g	Other	P	Various	Various
h	From Partnerships	P	Various	Various
i	From Partnerships	P	Various	Various
j				
k				
l				
m				
n				
o				

	(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	371,590.		347,924.	23,666.
b	998,862.		1,097,994.	<99,132.>
c	1,227,502.		1,138,473.	89,029.
d	485,723.		408,222.	77,501.
e				0.
f				0.
g			256.	<256.>
h	109,450.			109,450.
i	152,778.			152,778.
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				23,666.
b				<99,132.>
c				89,029.
d				77,501.
e				0.
f				0.
g				<256.>
h				109,450.
i				152,778.
j				
k				
l				
m				
n				
o				

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	2,332,403.
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		3	N/A

823591
04-01-18

Form 990-PF Gain or (Loss) from Sale of Assets Statement 1

(a) Description of Property				Manner Acquired	Date Acquired	Date Sold
Miura Global Fund Ltd				Purchased	03/01/11	04/12/18

(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
25,062.	27,705.	0.	0.	<2,643.>

(a) Description of Property				Manner Acquired	Date Acquired	Date Sold
Coatue Offshore				Purchased	02/01/10	07/18/18

(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
770,297.	59,861.	0.	0.	710,436.

(a) Description of Property				Manner Acquired	Date Acquired	Date Sold
Davidson Kempner Intl Ltd				Purchased	11/26/14	03/07/18

(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
112,551.	0.	0.	0.	112,551.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
DW Catalyst	Purchased	10/30/09	04/27/18

(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
13,462.	0.	0.	0.	13,462.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
Steelmill Fund	Purchased	12/01/10	07/02/18

(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
1,427,807.	1,000,000.	0.	0.	427,807.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
OZ Overseas Fund Ltd	Purchased	01/02/02	11/09/18

(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
7,721.	0.	0.	0.	7,721.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
Redwood Opp O/S Fund	Purchased	12/30/11	05/02/18

(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
44,471.	0.	0.	0.	44,471.

(a) Description of Property				Manner Acquired	Date Acquired	Date Sold
Shepherd Investments Intl Ltd				Purchased	06/01/03	12/31/18

(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
1,038.	0.	0.	0.	1,038.

(a) Description of Property				Manner Acquired	Date Acquired	Date Sold
Swiftcurrent Offshore Ltd				Purchased	01/02/02	11/19/18

(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
1,365.	0.	0.	0.	1,365.

(a) Description of Property				Manner Acquired	Date Acquired	Date Sold
Tiger Global Ltd				Purchased	07/01/02	01/23/18

(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
574,844.	0.	0.	0.	574,844.

(a) Description of Property				Manner Acquired	Date Acquired	Date Sold
Northern Trust 17-47635 See Attached				Purchased	Various	Various

(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
856,713.	833,377.	0.	0.	23,336.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
Northern Trust 17-47635 See Attached	Purchased	Various	Various

(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
836,902.	754,507.	0.	0.	82,395.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
Northern Trust 44-72359 See Attached	Purchased	Various	Various

(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
489,848.	500,052.	0.	0.	<10,204.>

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
Northern Trust 44-72359 See Attached	Purchased	Various	Various

(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
662,540.	675,466.	0.	0.	<12,926.>

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
Northern Trust 44-79952 See Attached	Purchased	Various	Various

(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
235,093.	229,379.	0.	0.	5,714.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
Northern Trust 44-72361 See Attached	Purchased	Various	Various

(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
371,590.	347,924.	0.	0.	23,666.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
Northern Trust 44-72361 See Attached	Purchased	Various	Various

(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
998,862.	1,097,994.	0.	0.	<99,132.>

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
Northern Trust 44-73298 See Attached	Purchased	Various	Various

(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
1,227,502.	1,138,473.	0.	0.	89,029.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
Northern Trust 44-73298 See Attached	Purchased	Various	Various

(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
485,723.	408,222.	0.	0.	77,501.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
From Partnerships	Purchased	Various	Various

(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
0.	<23,017.>	0.	0.	23,017.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
From Partnerships	Purchased	Various	Various

(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
0.	<8,656.>	0.	0.	8,656.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
Other	Purchased	Various	Various

(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
0.	256.	0.	0.	<256.>

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
From Partnerships	Purchased	Various	Various

(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
109,450.	0.	0.	0.	109,450.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
From Partnerships	Purchased	Various	Various

(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
152,778.	0.	0.	0.	152,778.

Capital Gains Dividends from Part IV	0.
Total to Form 990-PF, Part I, line 6a	2,364,076.

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 2

Source	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
From Partnerships	53,249.	41,130.	
From Partnerships	12,119.	12,119.	
Other	26,757.	26,757.	
Total to Part I, line 3	92,125.	80,006.	

Form 990-PF Dividends and Interest from Securities Statement 3

Source	Gross Amount	Capital Gains Dividends	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
From Partnerships	18,572.	0.	18,572.	17,690.	
From Partnerships	882.	0.	882.	882.	
Other	92,746.	0.	92,746.	92,746.	
To Part I, line 4	112,200.	0.	112,200.	111,318.	

Form 990-PF Other Income Statement 4

Description	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
Ordinary Income from Partnerships	15,674.	<67,677.>	
Ordinary Income from Partnerships	83,351.	83,351.	
Total to Form 990-PF, Part I, line 11	99,025.	15,674.	

Form 990-PF Other Professional Fees Statement 5

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Investment Management Fees	264,195.	264,195.		0.
Other Management Fees	57,183.	57,183.		0.
To Form 990-PF, Pg 1, ln 16c	321,378.	321,378.		0.

Form 990-PF Taxes Statement 6

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
U.S. Excise Tax	18,000.	0.		0.
Foreign Tax Paid	4,256.	4,256.		0.
To Form 990-PF, Pg 1, ln 18	22,256.	4,256.		0.

Form 990-PF Other Expenses Statement 7

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Other Expenses	822.	822.		0.
To Form 990-PF, Pg 1, ln 23	822.	822.		0.

Form 990-PF Corporate Stock Statement 8

Description	Book Value	Fair Market Value
Arisaig Global Emerging Markets	3,121.	0.
Axar Offshore Fund Ltd	256,733.	337,071.
CamCap Resources	499,045.	16,402.
Camber Capital Offshore	650,000.	1,043,101.
Canyon Distressed Opp Fund II	295,000.	317,263.
Coatue Offshore	0.	72,617.
Diameter O/S Fund LP	1,500,000.	1,511,689.
Eagle Capital	1,509,305.	1,340,643.
Ech St Cap Partners Off	1,150,000.	1,293,591.
EQMC Europe	996,342.	783,521.
First Trust DJ Internet Index	899,967.	748,257.
Harbor Spring Capital	73,599.	130,614.
Longpoint Minerals	657,179.	670,690.
Lyrical	1,514,891.	1,276,973.
Maple Leaf Offshore Ltd	24,321.	4,426.
Melvin Capital Offshore	2,000,000.	2,334,951.
Mercury Capital No. 2	181,329.	180,265.
Net Return Fund Ltd	1,550,000.	1,845,025.
OZ Europe Overseas Fund II	64,581.	330.
OZ Overseas Fund	0.	39,663.
Rock Springs Cap O/S Fund LP	1,250,000.	1,131,886.
Sandstone Capital India Offshore	167,961.	0.
Seven Bridges Emerging Mkts Fund	900,000.	843,025.
Seven Bridges Multi-Strategy Fund	2,500,000.	2,624,516.
Soroban Opp Cayman Fund Ltd	1,500,000.	1,419,931.
Sowood Alpha Fund	349,024.	2,802.
Steelmill Fund	0.	75,148.
Technology Select	751,512.	638,270.
Tiger Global Long	268,708.	864,785.
Tiger Global Ltd	0.	1,941,177.
Viking Global Equities III	330,036.	1,913,422.
Whale Rock Flagship Fund	1,650,000.	1,790,581.
ZP Offshore Energy Fund Ltd	475,000.	421,080.
Total to Form 990-PF, Part II, line 10b	23,967,654.	27,613,715.

Form 990-PF — Other Investments — Statement 9

Description	Valuation Method	Book Value	Fair Market Value
Bayswater Elgin Ntl Fund	FMV	474,331.	656,235.
Coatue Private Fund II	FMV	458,998.	789,365.
Denham IV Continuation Fund	FMV	70,148.	27,321.
H Capital III	FMV	469,740.	839,047.
H Capital IV	FMV	443,890.	544,509.
Harvest MLP Income Fund II	FMV	4,834.	4,834.
Highfields Capital	FMV	15,959.	2,729.
King Street	FMV	341,010.	364,266.
Remington Investment Strategies	FMV	127,590.	0.
Salient MLP Total Return	FMV	335,626.	330,911.
Tiger Global Inv Prtnrs IX	FMV	427,863.	664,593.
Tiger Global Inv Prtnrs X	FMV	240,116.	453,541.
Vanguard Bonds	FMV	1,427,064.	1,411,792.
Total to Form 990-PF, Part II, line 13		4,837,169.	6,089,143.

Form 990-PF — Part VIII - List of Officers, Directors Trustees and Foundation Managers — Statement 10

Name and Address	Title and Avrg Hrs/Wk	Compen- sation	Employee Ben Plan Contrib	Expense Account
Jane M. Hamilton 1560 Broadway Suite 2200 Denver, CO 80202	Trustee 0.00	0.	0.	0.
Christy Hamilton 1560 Broadway Suite 2200 Denver, CO 80202	Trustee 0.00	0.	0.	0.
Frederic C. Hamilton, Jr. 1560 Broadway Suite 2200 Denver, CO 80202	Trustee 0.00	0.	0.	0.
Crawford M. Hamilton 1560 Broadway Suite 2200 Denver, CO 80202	Trustee 0.00	0.	0.	0.
Thomas M. Hamilton 1560 Broadway Suite 2200 Denver, CO 80202	Trustee 0.00	0.	0.	0.
Totals included on 990-PF, Page 6, Part VIII		0.	0.	0.

Form 990-PF	Part XV - Line 1a List of Foundation Managers	Statement 11

Name of Manager

Jane M. Hamilton
Thomas M. Hamilton

THE FREDERIC C. HAMILTON FAMILY FOUNDATION (54-2099318)
Cash Grants & Contributions Made During the Year Ended December 31, 2018

Recipient Name & Purpose of Contribution, if Specified

Recipient Name / Recipient Street Address		City/State/Zip	Amount
564 Park Avenue Preservation Foundation	564 Park Avenue	New York, NY 10065-7367	4,000
1000 Friends of Florida	PO Box 5948	Tallahassee, FL 32314-5948	4,000
ACE Scholarships	1201 E. Colfax Avenue, Suite 302	Denver, CO 80218-2269	11,600
Archbold Foundation, Annual Fund	PO Box 620	Thomasville, GA 31799-0620	6,000
Atlantic Salmon Federation (U.S.)	PO Box 807	Calais, ME 04619-0807	10,000
Babson College Office of Development,	231 Forest Street, Room 161 NIC	Babson Park, MA 02457-0310	10,000
Bob Woodruff Foundation	1350 Broadway, Suite 905	New York, NY 10018-0946	10,000
Boys & Girls Clubs of Metro Denver	2017 West 9th Avenue	Denver, CO 80204-3845	1,750
Boys and Girls Clubs of Martin County	11954 SE Dixie Highway	Hobe Sound, FL 33455	3,000
Colorado Academy, Horizons Program	CA Advancement Office, 3800 S Pierce St	Denver, CO 80235-2404	1,000
Colorado Rocky Mountain School,	1493 County Road 106	Carbondale, CO 81623	20,000
Colorado Seminary	2190 East Asbury Avenue	Denver, CO 80208	8,000
Connecticut College, Annual Fund Office of College Advancement,	270 Mohegan Avenue	New London, CT 06320-4196	10,000

THE FREDERIC C. HAMILTON FAMILY FOUNDATION (54-2099318)
Cash Grants & Contributions Made During the Year Ended December 31, 2018

Recipient Name & Purpose of Contribution, if Specified

Recipient Street Address	City/State/Zip	Amount
Corporation of St. Timothy's School 8400 Greenspring Avenue	Stevenson, MD 21153-0643	5,000
Delta Waterfowl Foundation 1312 Basin Avenue	Bismarck, ND 58504	25,000
Denver Art Museum, Development Office 100 W 14th Avenue Parkway	Denver, CO 80204-2713	51,500
Rose Andom Center Inc. 1330 Fox Street	Denver, CO 80204-2602	1,000
Denver Scholarship Foundation 13199 E. Montview Blvd, St 330	Aurora, CO 80045	10,000
Eaglebrook School, Alumni & Development Office 271 Pine Nook Road	Deerfield, MA 01342-9746	1,200
Fishers Island Conservancy PO Box 553	Fishers Island, NY 06390	3,400
Fishers Island Fire Department PO Box 123	Fishers Island, NY 06390-0123	400
Fishers Island People's Project PO Box 523	Fishers Island, NY 06390-0523	900
Freedom Institute Inc. 515 Madison Avenue, Room 13A	New York, NY 10022-5525	1,000
George Washington Foundation, Kenmore 1201 Washington Avenue	Fredericksburg, VA 22401-3747	15,000
Graland Country Day School, Ascend Campaign 55 Clermont Street	Denver, CO 80220-5600	87,000
Guardians of Martin County PO Box 1489	Hobe Sound, FL 33475-1489	4,000
Hobe Sound Community Chest 11450 SE Dixie Hwy	Hobe Sound, FL 33455	4,500

THE FREDERIC C. HAMILTON FAMILY FOUNDATION (54-2099318)
Cash Grants & Contributions Made During the Year Ended December 31, 2018

Recipient Name & Purpose of Contribution, if Specified

Recipient Street Address	City/State/Zip	Amount
Hobe Sound Nature Center PO Box 217	Hobe Sound, FL 33475-0217	900
Independence Institute 727 E 16th Avenue	Denver, CO 80203	500
Fishers Island Community Center, Inc. PO Box 742	Fishers Island, NY 06390	9,000
Island Health Project, Inc. PO Box 344	Fishers Island, NY 06390-0344	2,900
Jupiter Island Medical Clinic 100 Estrada Square	Hobe Sound, FL 33455-2400	2,000
Helen & Arthur E. Johnson Depression Center 13199 E. Montview Blvd, Suite 330	Aurora, CO 80045	10,000
Kent Denver School 4000 East Quincy Avenue	Englewood, CO 80113	8,500
Kieve-Wavus Education Inc PO Box 169, 42 Kieve Road	Nobleboro, ME 04555-0169	400
KIPP San Antonio 731 Fredericksburg Rd.	San Antonio, TX 78201-6348	10,000
Lawrence & Memorial Hospital, Development Fund 365 Montauk Avenue	New London, CT 063020-4700	1,000
Lighthouse Works, Inc. PO Box 301	Fishers Isle, NY 06390-0301	5,000
Memorial Sloan-Kettering, Special Projects 885 2nd Avenue 7th Floor	New York, NY 10017	2,000
Millbrook School, Annual Fund 131 Millbrook School Road	Millbrook, NY 12545-4932	12,000
National Gallery of Art - Mellon Grant 2000 B South Club Drive	Landover, MD 20785	333,333

THE FREDERIC C. HAMILTON FAMILY FOUNDATION (54-2099318)
Cash Grants & Contributions Made During the Year Ended December 31, 2018

Recipient Name & Purpose of Contribution, if Specified

Recipient Street Address	City/State/Zip	Amount
National Jewish Health PO Box 17169	Denver, CO 80217-0169	500,000
National Tay-Sachs & Allied Diseases NY Area, Lord Restricted Fund 2001 Beacon Street, Suite 204	Brighton, MA 02135-7787	1,400
Navy SEAL Foundation PO Box 5965	Virginia Beach, VA 23471	1,000
Operation Comfort 4900 Broadway, #100	San Antonio, TX 78209	500
Planned Parenthood of the Rocky Mountains 7155 E 38th Avenue	Denver, CO 80207-1630	1,000
Pivot Foundation 1800 Wazee Street, Suite 200	Denver, CO 80202-2526	6,000
Pomfret School PO Box 128	Pomfret, CT 06258-0128	2,000
Returning Heroes Home 1314 Sonterra Blvd, Suite 5204	San Antonio, TX 78258-4290	10,000
Rocky Mountain PBS 1089 Bannock Street	Denver, CO 80204-4036	500
Salisbury School, Inc. 251 Canaan Road	Salisbury, CT 06068-1602	6,000
Seeds of Hope Charitable Trust 3801 E Florida Ave, Suite 909	Denver, CO 80210	7,000
Saint Mary's Hall 9401 Starcrest Drive	San Antonio, TX 78217	500
St. Paul's School 325 Pleasant Street	Concord, NH 03301-2552	40,000

THE FREDERIC C. HAMILTON FAMILY FOUNDATION (54-2099318)
Cash Grants & Contributions Made During the Year Ended December 31, 2018

Recipient Name & Purpose of Contribution, if Specified

Recipient Street Address	City/State/Zip	Amount
Tall Timbers Foundation, Quail Research Initiative 13093 Henry Beadel Drive	Tallahassee, FL 32312-0918	2,000
Texas A&M University-Kingsville Caesar Klegberg Wildlife Research Institute PO Box 2202	Kingsville, TX 78364-22025	10,000
Texas Christian University TCU Box 297011	Ft. Worth, TX 76129-0001	4,000
The Conservation Fund 1655 N. Fort Myer Drive	Arlington, VA 22209-3113	1,000
The Heritage Foundation 214 Massachusetts Avenue NE	Washington, DC 20002-4958	1,000
The Park People 1510 S Grant Street	Denver, CO 80210-2628	17,000
The Peregrin Fund, General Fund World Center for Birds of Prey 5668 West Flying Hawk Lane	Boise, ID 83709-7289	10,000
Thomasville Antiques Show Foundation Inc. 125 Lester Street	Thomasville, GA 31792-6021	1,500
University of Colorado Foundation, PO Box 17126	Denver, CO 80217-9155	1,050,000
University of Denver, PO Box 910585	Denver, CO 80291-0585	13,000
Vail Global Energy Forum Foundation 887 Lake Creek Road	Edwards, CO 81632	25,000
Wake Forest University, Office of University Advancement, PO Box 7227	Winston-Salem, NC 27109	50,000
Walsh Park Benevolent Corporation PO Box 684	Fishers Island, NY 06390	400

THE FREDERIC C. HAMILTON FAMILY FOUNDATION (54-2099318)
Cash Grants & Contributions Made During the Year Ended December 31, 2018

Recipient Name & Purpose of Contribution, if Specified

Recipient Street Address	City/State/Zip	Amount
Weill Cornell Medical College Office of External Affairs, 1300 York Avenue, Box 314	New York, NY 10065	2,400
World Monuments Fund 350 Fifth Avenue, Suite 2412	New York, NY 10118	2,000
Yale Trap and Skeet Club Yale University, Dept. of Athletics, PO Box 208216	New Haven, CT 06520-8216	400
		$ 2,472,383