

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 01-01-2018, and ending 12-31-2018

Name of foundation THE FRED M KEMP FOUNDATION		A Employer identification number 77-0590359
Number and street (or P O box number if mail is not delivered to street address) 1320 GEDERS LANE	Room/suite	B Telephone number (see instructions) (314) 323-7191
City or town, state or province, country, and ZIP or foreign postal code ST LOUIS, MO 63122		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ <u>8,004,059</u>	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ <i>(Part I, column (d) must be on cash basis)</i>	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I	Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	72	72	72	
	4 Dividends and interest from securities	175,377	175,377	175,377	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	28,602			
	b Gross sales price for all assets on line 6a	314,580			
	7 Capital gain net income (from Part IV, line 2)		17,821		
	8 Net short-term capital gain			0	
	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)	-5,510	-6,795	-5,510		
12 Total. Add lines 1 through 11	198,541	186,475	169,939		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	105,130	5,259	0	99,920
	14 Other employee salaries and wages	26,829	1,339	0	25,441
	15 Pension plans, employee benefits	54,396	2,720	0	51,676
	16a Legal fees (attach schedule)	11,556	3,467	0	8,089
	b Accounting fees (attach schedule)	878	790	0	88
	c Other professional fees (attach schedule)	1,348	674	0	674
	17 Interest	3,150	3,150	0	0
	18 Taxes (attach schedule) (see instructions)				
	19 Depreciation (attach schedule) and depletion	32,140	0	0	
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	161,071	57,967	0	103,104
	24 Total operating and administrative expenses. Add lines 13 through 23	396,498	75,366	0	288,992
	25 Contributions, gifts, grants paid	69,014			69,014
26 Total expenses and disbursements. Add lines 24 and 25	465,512	75,366	0	358,006	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-266,971				
b Net investment income (if negative, enter -0-)		111,109			
c Adjusted net income (if negative, enter -0-)			169,939		

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	48,354	38,877	38,877
	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 (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ _____ 506,977 Less allowance for doubtful accounts ▶ _____ 0	579,971	506,977	506,977
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	1,444	1,017	1,017
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)			
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	4,942,520	4,404,756	4,368,608
	14 Land, buildings, and equipment basis ▶ _____ 1,092,171 Less accumulated depreciation (attach schedule) ▶ _____ 34,563	688,246	1,057,608	1,057,608
15 Other assets (describe ▶ _____)	2,042,236	2,030,972	2,030,972	
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	8,302,771	8,040,207	8,004,059	
Liabilities	17 Accounts payable and accrued expenses	29,600	61,801	
	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 ▶ _____)			
	23 Total liabilities (add lines 17 through 22)	29,600	61,801	
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	4,548,249	4,548,249	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0	0	
29 Retained earnings, accumulated income, endowment, or other funds	3,724,922	3,430,157		
30 Total net assets or fund balances (see instructions)	8,273,171	7,978,406		
31 Total liabilities and net assets/fund balances (see instructions) .	8,302,771	8,040,207		

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	8,273,171
2 Enter amount from Part I, line 27a		2	-266,971
3 Other increases not included in line 2 (itemize) ▶ _____		3	4,906
4 Add lines 1, 2, and 3		4	8,011,106
5 Decreases not included in line 2 (itemize) ▶ _____		5	32,700
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30		6	7,978,406

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1 a	1,200,000 1 125% NTS VOLKSWAGEN FIN	P		2018-01-22
b	CLOSED UBS ACCOUNT	P		2018-01-01
c	1,200,000 2% NTS KOMMUNALBNKEN	P		2018-05-03
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 157,595		141,869	15,726
b		112	-112
c 146,204		143,997	2,207
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			15,726
b			-112
c			2,207
d			
e			

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	17,821
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	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 does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see 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	203,893	5,602,589	0.036393
2016	205,664	6,301,503	0.032637
2015	423,356	2,033,609	0.208180
2014	355,007	275,624	1.288012
2013	372,143	114,347	3.254506

2 Total of line 1, column (d)	2	4.819728
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	0.963946
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	4,748,564
5 Multiply line 4 by line 3	5	4,577,359
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,111
7 Add lines 5 and 6	7	4,578,470
8 Enter qualifying distributions from Part XII, line 4	8	358,006

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)

Table with 11 rows for excise tax calculation. Includes fields for exempt foundations, tax under section 511, subtitle A tax, and credits/payments. Total tax due is 492.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, political expenditures, and state reporting. Includes Yes/No columns.

Part VII-A Statements Regarding Activities (continued)

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.
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
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address WWW KEMPAUTOMUSEUM ORG
14 The books are in care of FRED KEMP Telephone no (314) 323-7191

Located at 1320 GEDERS LAND ST LOUIS MO ZIP+4 63122

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

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.

1a During the year did the foundation (either directly or indirectly)
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions
c 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?
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? 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)
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?
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).
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2018?

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

3 Five highest-paid independent contractors for professional services (see instructions). 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 MAINTAIN AND OPERATE A MUSEUM TO PRESERVE, MAINTAN AND DISPLAY VINTAGE ANTIQUE, CLASSIC, AND CONTEMPORARY AUTOMOBILES FOR THE PUBLIC AND PROVIDE EDUCATIONAL TOURS AND PROGRAMS	17,264
2 THE FOUNDATION MAINTAINS AND OPERATES A FARM PROVIDING VARIOUS RECREATIONAL ACTIVITIES SPECIFICALLY DESIGNED FOR DISABLED VETERANS AND OTHER HANDICAPPED PEOPLE	104,243
3 THE FOUNDATION CONTRIBUTES TO OTHER CHARITABLE ENTITIES THROUGH ITS GRANT PROGRAMS	69,014
4 _____	

Part IX-B Summary of Program-Related Investments (see instructions)

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

2 _____	

All other program-related investments See instructions	
3 _____	

Total. Add lines 1 through 3 ▶	0

Part 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	4,698,201
b	Average of monthly cash balances.	1b	122,676
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	4,820,877
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	4,820,877
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	72,313
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,748,564
6	Minimum investment return. Enter 5% of line 5.	6	237,428

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

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	358,006
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	358,006
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	358,006

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				
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.				
b Total for prior years 20___, 20___, 20___				
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.				
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ _____				
a Applied to 2017, but not more than line 2a				
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.				
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				
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				
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.				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2018, enter the date of the ruling. 2002-11-25

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

	Tax year				(e) Total
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	169,939	233,490	121,365	0	524,794
b 85% of line 2a	144,448	198,467	103,160	0	446,075
c Qualifying distributions from Part XII, line 4 for each year listed	358,006	203,893	205,664	423,356	1,190,919
d Amounts included in line 2c not used directly for active conduct of exempt activities	0	0	0	0	0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	358,006	203,893	205,664	423,356	1,190,919
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets	8,293,410	8,483,633	8,519,874	8,677,899	33,974,816
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)	2,959,573	2,233,454	2,121,390	6,508,391	13,822,808
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.	158,285	186,753	80,910	0	425,948
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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))

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

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

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

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

c Any submission deadlines

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

Part 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 <i>Paid during the year</i> See Additional Data Table				
Total ▶ 3a				
b <i>Approved for future payment</i>				
Total ▶ 3b				

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
JARED BURKE FOUNDATION PO BOX 132 BARTELSON, IL 62218	NONE	501(C)(3)	UNRESTRICTED	250
WHITLEY'S WISHES INC PO BOX 924 EDWARDSVILLE, IL 62025	NONE	501(C)(3)	UNRESTRICTED	1,000
LOAVES AND FISHES FOR ST LOUIS INC 2750 MCKELVEY RD MARYLAND HEIGHTS, MO 63043	NONE	501(C)(3)	UNRESTRICTED	1,500
Total ▶ 3a				69,014

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
THRIVE ST LOUIS INC 4331 LINDELL BLVD ST LOUIS, MO 63108	NONE	501(C)(3)	UNRESTRICTED	25,000
UNIVERSITY CITY CHILDREN'S CENTER 6646 VERNON AVE ST LOUIS, MO 63110	NONE	501(C)(3)	UNRESTRICTED	20,000
ST LOUIS UNIVERSITY HIGH SCHOOL 4970 OAKLAND AVENUE ST LOUIS, MO 63110	NONE	501(C)(3)	UNRESTRICTED	10,000
Total ▶ 3a				69,014

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
THE NATIONAL MUSEUM OF TRANSPORTATION 2933 BARRETT STATION ROAD ST LOUIS, MO 63122	NONE	501(C)(3)	UNRESTRICTED	11,264
Total			▶ 3a	69,014

TY 2018 Accounting Fees Schedule**Name:** THE FRED M KEMP FOUNDATION**EIN:** 77-0590359

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	878	790	0	88

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

TY 2018 Gain/Loss from Sale of Other Assets Schedule

Name: THE FRED M KEMP FOUNDATION

EIN: 77-0590359

Gain Loss Sale Other Assets Schedule

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
SEALY K1	2018-01	PURCHASED	2018-12		8,177			0	8,177	
KAYNE ANDERSON REAL ESTATE DEBT FUND K1	2018-01	PURCHASED	2018-12		2,604			0	2,604	

TY 2018 Investments - Other Schedule**Name:** THE FRED M KEMP FOUNDATION**EIN:** 77-0590359**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
UBS 11802162	AT COST	2,134,609	2,098,680
CHARLES SCHWAB	AT COST	110,269	110,050
KAYNE ANDERSON R/E DEBT FUND II	AT COST	496,990	496,990
SEALY STRATEGIC EQUITY PARTNERS LP	AT COST	646,117	646,117
GOLUB CAPITAL PARTNER INTERNATIONAL 11	AT COST	266,771	266,771
GREENLAKE REAL ESTATE FUND LLC	AT COST	750,000	750,000

TY 2018 Legal Fees Schedule**Name:** THE FRED M KEMP FOUNDATION**EIN:** 77-0590359

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	11,556	3,467	0	8,089

TY 2018 Other Assets Schedule**Name:** THE FRED M KEMP FOUNDATION**EIN:** 77-0590359**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
MUSEUM COLLECTION	2,042,236	2,030,972	2,030,972

TY 2018 Other Decreases Schedule**Name:** THE FRED M KEMP FOUNDATION**EIN:** 77-0590359

Description	Amount
NON-DEDUCTIBLE EXPENSES	2,452
NON-DEDUCTIBLE TAXES	1,759
KAYNE ANDERSON R/E DEBT II BOOK/TAX DIFFERENCE	9,200
SEALY STRATEGIC EQUITY PARTNER BOOK/TAX DIFFERENCE	9,382
UNREALIZED LOSS IN CURRENCY	9,907

TY 2018 Other Expenses Schedule**Name:** THE FRED M KEMP FOUNDATION**EIN:** 77-0590359**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INSURANCE	5,906	0	0	5,906
INVESTMENT FEES	43,398	43,398	0	0
CAR PROGRAM EXPENSE	17,264	0	0	17,264
OFFICE EXPENSE	3,944	394	0	3,550
MEETING EXPENSE	1,472	147	0	1,325
WEB SITE DESIGN/MAINTENANCE	2,732	0	0	2,732
FARM PROGRAM	72,103	0	0	72,103
OTHER EXPENSES	224	0	0	224
OTHER DEDUCTIONS FROM PASSTHROUGHS	14,028	14,028	0	0

TY 2018 Other Income Schedule**Name:** THE FRED M KEMP FOUNDATION**EIN:** 77-0590359**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OTHER INCOME	1,285		1,285
SEALY STRATEGIC EQUITY PARTNERS-RENTAL LOSS	-6,795	-6,795	-6,795

TY 2018 Other Increases Schedule**Name:** THE FRED M KEMP FOUNDATION**EIN:** 77-0590359

Description	Amount
NON-TAXABLE EXCISE TAX REFUND	4,906

TY 2018 Other Professional Fees Schedule**Name:** THE FRED M KEMP FOUNDATION**EIN:** 77-0590359

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PAYROLL PROCESSING	1,348	674	0	674