

efile GRAPHIC print - DO NOT PROCESSAs Filed Data -DLN: 93491318035759

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 MIDDAY FOUNDATION		A Employer identification number 81-0826828	
Number and street (or P O box number if mail is not delivered to street address) 32 ALDWYN LANE		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code VILLANOVA, PA 19085		B Telephone number (see instructions) (610) 520-9466	
G Check all that apply <div><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</div>		D 1. Foreign organizations, check here 2 Foreign organizations meeting the 85% test, check here and attach computation	
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	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 4,654,919	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) (Part I, column (d) must be on cash basis)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

Part I	Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	7,280			
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	24,380	24,380		
	4 Dividends and interest from securities	116,836	116,836		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	14,499			
	b Gross sales price for all assets on line 6a 1,567,086				
	7 Capital gain net income (from Part IV, line 2)		14,499		
	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	162,995	155,715			
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 (attach schedule)				
	b Accounting fees (attach schedule)	5,952	5,952		0
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	2,806	906		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	31,785	29,463		0
	24 Total operating and administrative expenses. Add lines 13 through 23	40,543	36,321		0
25 Contributions, gifts, grants paid	865,000			865,000	
26 Total expenses and disbursements. Add lines 24 and 25	905,543	36,321		865,000	
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-742,548			
	b Net investment income (if negative, enter -0-)		119,394		
	c Adjusted net income (if negative, enter -0-)				

For Paperwork Reduction Act Notice, see instructions.Cat No 11289XForm 990-PF (2018)

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 (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing	1,101,483	248,812	248,812
	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) ▶ _____ 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 (attach schedule)			
	b	Investments—corporate stock (attach schedule)	556,293	582,659	594,309
	c	Investments—corporate bonds (attach schedule)	893,228	925,215	891,593
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	3,015,426	3,067,196	2,920,205
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	5,566,430	4,823,882	4,654,919	
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 ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	0	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	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	5,566,430	4,823,882	
	30	Total net assets or fund balances (see instructions)	5,566,430	4,823,882	
31	Total liabilities and net assets/fund balances (see instructions) .	5,566,430	4,823,882		

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	5,566,430
2	Enter amount from Part I, line 27a	2	-742,548
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	4,823,882
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	4,823,882

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 See Additional Data Table			
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 See Additional Data Table			
b			
c			
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 See Additional Data Table			
b			
c			
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	14,499
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 { }	3	

Part V 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	358,487	4,804,972	0 074608
2016	215,041	4,784,106	0 044949
2015			
2014			
2013			

2 Total of line 1, column (d) { }	2	0 119557
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 059779
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5 { }	4	5,217,362
5 Multiply line 4 by line 3 { }	5	311,889
6 Enter 1% of net investment income (1% of Part I, line 27b) { }	6	1,194
7 Add lines 5 and 6 { }	7	313,083
8 Enter qualifying distributions from Part XII, line 4 { }	8	865,000

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 <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	1,194
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	1,194
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	1,194
6	Credits/Payments		
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a	1,487
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	5,000
d	Backup withholding erroneously withheld	6d	0
7	Total credits and payments. Add lines 6a through 6d.	7	6,487
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	0
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ▶	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ▶	10	5,293
11	Enter the amount of line 10 to be Credited to 2019 estimated tax ▶ 5,293 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	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition). <i>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</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ _____ (2) On foundation managers ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ PA _____		
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? <i>If "No," attach explanation</i> .	8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2018 or the taxable year beginning in 2018? See the instructions for Part XIV <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

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.	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions.	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	Yes	
14	The books are in care of ▶ THE FOUNDATION Telephone no ▶ (610) 520-9466			

Located at **▶** 32 ALDWYN LANE VILLANOVA PA ZIP+4 **▶** 19085

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —check here ▶ <input type="checkbox"/>			
	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?	16	Yes	No
	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)		Yes	No
	(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. <input type="checkbox"/>	1b		
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		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 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 ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <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		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2018?	4b		No

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

		Yes	No
5a During the year did the foundation pay or incur any amount to			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions.	<input 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	
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?	<input type="checkbox"/> Yes <input type="checkbox"/> No		
If "Yes," attach the statement required by Regulations section 53.4945–5(d)			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	No
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
If "Yes" to 6b, file Form 8870			
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	7b	
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment during the year?	<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, 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
STEPHEN P KELLY 32 ALDWYN LANE VILLANOVA, PA 19085	PRESIDENT 0 00	0	0	0
SUSAN S KELLY 32 ALDWYN LANE VILLANOVA, PA 19085	TREASURER 0 00	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. ▶			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 (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 THE FOUNDATION DOES NOT DIRECTLY OR ACTIVELY CONDUCT ANY CHARITABLE ACTIVITIES THE FOUNDATION DOES NOT MAINTAIN ANY SIGNIFICANT INVOLVEMENT GRANT PROGRAMS	0
2	
3	
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 THE FOUNDATION DOES NOT MAKE ANY PROGRAM-RELATED INVESTMENTS	0
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	5,151,110
b	Average of monthly cash balances.	1b	145,704
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	5,296,814
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	5,296,814
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	79,452
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	5,217,362
6	Minimum investment return. Enter 5% of line 5.	6	260,868

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	260,868
2a	Tax on investment income for 2018 from Part VI, line 5.	2a	1,194
b	Income tax for 2018 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,194
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	259,674
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	259,674
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	259,674

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	865,000
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	865,000
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	1,194
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	863,806

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				259,674
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2018				
a From 2013.				
b From 2014.				
c From 2015.				
d From 2016.				
e From 2017.				96,922
f Total of lines 3a through e.	96,922			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ 865,000				
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.				259,674
e Remaining amount distributed out of corpus	605,326			
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	702,248			
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 instructions			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 (see instructions).	0			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	702,248			
10 Analysis of line 9				
a Excess from 2014.				
b Excess from 2015.				
c Excess from 2016.				
d Excess from 2017.				96,922
e Excess from 2018.				605,326

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. ▶					
b Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)					
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	
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 Additional Data Table	
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 <input checked="" type="checkbox"/> 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> See Additional Data Table				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated

(See worksheet in line 13 instructions to verify calculations)

[illegible]

Part XVII

- | | Yes | No |
|-------|-----|----|
| 1a(1) | | No |
| 1a(2) | | No |
| 1b(1) | | No |
| 1b(2) | | No |
| 1b(3) | | No |
| 1b(4) | | No |
| 1b(5) | | No |
| 1b(6) | | No |
| 1c | | No |

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

b If "Yes," complete the following schedule

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

**Sign
Here**

**Paid
Preparer
Use Only**

May the IRS discuss this return with the preparer shown below

(see instr)? ☒ Yes ☐ No

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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 10 ACUITY BRANDS INC	P		
1 1 AIA GROUP LTD SPON ADR	P		
27 ANALOG DEVICES INC	P		
16 ARCELORMITTAL CL A NY REGISTRY	P		
4 ARMSTRONG WORLD INDS INC NEW	P		
285 AT&T INC	P		
4 AUTOZONE INC	P		
89 BANCO BILBAO VIZ ARG SA ADS	P		
0 162 BANCO SANTANDER S A	P		
224 BAYER AG SPON ADR	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,638		1,897	-259
32		31	1
2,366		2,491	-125
544		375	169
272		272	0
9,478		10,973	-1,495
2,875		2,519	356
755		745	10
1		1	0
5,406		7,344	-1,938

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-259
			1
			-125
			169
			0
			-1,495
			356
			10
			0
			-1,938

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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)
5 BHP BILLITON PLC SPONS ADR	P		
1 23 BRITISH AMER TOB SPON ADR	P		
12 CANADIAN NATURAL RESOURCES LTD	P		
172 CARREFOUR SA SPONSORED ADR	P		
30 CARTER'S	P		
14 CELGENE CORP	P		
12 CISCO SYS INC	P		
20000 CITIGROUP IN	P		
4 CK HUTCHISON HLDGS LTD	P		
36 COCA COLA CO	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
210		196	14
1,186		1,432	-246
400		368	32
522		764	-242
3,538		2,650	888
975		1,129	-154
557		544	13
19,141		19,919	-778
40		41	-1
1,787		1,725	62

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			14
			-246
			32
			-242
			888
			-154
			13
			-778
			-1
			62

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
(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)
65 CROWN HLDGS INC (HOLDING CO)	P		
1 140 CTRIP COM INTL LTD	P		
82 DEUTSCHE BOERSE AG UNSPON ADR	P		
3 DEUTSCHE POST AG SPONSORED ADR	P		
5 DOMINOS PIZZA INC	P		
70 DXC TECHNOLOGY COMPANY	P		
74 EBAY INC	P		
117 FAST RETAILING LTD UNSPON ADR	P		
56 FIRST REPUBLIC BANK	P		
23 INTERCONTINENTALEXCHANGE GROUP	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
3,690		3,644	46
3,663		5,534	-1,871
1,063		907	156
99		133	-34
1,102		1,021	81
6,706		5,462	1,244
1,972		2,839	-867
5,806		4,372	1,434
5,094		5,458	-364
1,704		1,470	234

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			46
			-1,871
			156
			-34
			81
			1,244
			-867
			1,434
			-364
			234

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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)
15000 JP MORGAN CHASE	P		
1 34 KELLOGG CO	P		
29 KENNAMETAL INC	P		
23 KOMATSU LTD SPON ADR NEW	P		
49 LOWES COMPANIES INC	P		
88 MITSUBISHI EST ADR	P		
10 MOLSON COORS BREWING CO CL B	P		
23 MONSTER BEVERAGE CORP NEW COM	P		
23 NORTHROP GRUMMAN CP(HLDG CO)	P		
174 PANASONIC CORP	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
15,431		15,719	-288
2,205		2,503	-298
1,172		1,185	-13
883		574	309
4,862		4,221	641
1,579		1,645	-66
555		746	-191
1,151		1,209	-58
6,511		7,590	-1,079
2,448		2,384	64

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			-288
			-298
			-13
			309
			641
			-66
			-191
			-58
			-1,079
			64

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
34 PAYPAL HLDGS INC COM		P		
1	4 5 PERSPECTA INC	P		
56 PHILIP MORRIS INTL INC		P		
4 PIONEER NATURAL RESOURCES CO		P		
103 ROYAL KPN NV SPONS ADR		P		
33 SCHLUMBERGER LTD		P		
62 SENSIENT TECH CORP		P		
7 SHIRE PLC ADR		P		
8 STARBUCKS CORP WASHINGTON		P		
33 STEEL DYNAMICS INC		P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
2,737		2,644	93
96		111	-15
3,825		5,175	-1,350
740		769	-29
301		353	-52
1,397		1,849	-452
3,867		4,455	-588
1,027		1,206	-179
438		499	-61
1,302		1,270	32

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			93
			-15
			-1,350
			-29
			-52
			-452
			-588
			-179
			-61
			32

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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)
54 TATA MOTORS LTD	P		
1 6 ULTA BEAUTY INC	P		
113 UNITED PARCEL SER INC CL-B	P		
9 WABTEC	P		
25000 ABBVIE INC	P		
15 576 ACS ACTIV DE CONSTRUC Y SERV	P		
20 ACTIVISION BLIZZARD INC	P		
10 ACUITY BRANDS INC	P		
8 ADOBE SYSTEMS	P		
2 AIA GROUP LTD SPON ADR	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,232		1,758	-526
1,841		1,417	424
12,164		12,214	-50
1,004		675	329
24,703		25,174	-471
118		117	1
1,509		798	711
1,638		2,566	-928
1,900		807	1,093
64		58	6

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-526
			424
			-50
			329
			-471
			1
			711
			-928
			1,093
			6

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
28 AIRBUS SE UNSPONSORED ADR	P		
1 4 ALEXION PHARM INC	P		
3 ALPHABET INC CL A	P		
3 AMAZON COM INC	P		
633 AMBEV S A SPONSORED ADR	P		
25000 AMEX	P		
9 AUTOZONE INC	P		
5 BAIDU INC ADS	P		
401 BANCO BILBAO VIZ ARG SA ADS	P		
25000 BANK OF NEW YORK	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
865		408	457
497		497	0
3,205		2,432	773
4,874		2,127	2,747
2,959		3,463	-504
25,000		25,000	0
6,425		4,869	1,556
1,130		896	234
3,400		2,558	842
24,935		25,073	-138

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			457
			0
			773
			2,747
			-504
			0
			1,556
			234
			842
			-138

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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)
4000 BERKSHIRE HTY FIN	P		
1 72 BHP BILLITON PLC SPONS ADR	P		
133 CANADIAN NATURAL RESOURCES LTD	P		
824 CARREFOUR SA SPONSORED ADR	P		
62 CELGENE CORP	P		
154 CISCO SYS INC	P		
424 CK HUTCHISON HLDGS LTD ADR	P		
35 COCA COLA CO	P		
13 COSTCO WHOLESALE CORP NEW	P		
91 CROWN HLDGS INC (HOLDING CO)	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
4,063		4,129	-66
3,097		2,076	1,021
4,418		4,101	317
2,501		4,235	-1,734
4,316		6,899	-2,583
6,957		4,468	2,489
4,270		4,939	-669
1,737		1,579	158
3,058		2,116	942
5,193		4,911	282

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			-66
			1,021
			317
			-1,734
			-2,583
			2,489
			-669
			158
			942
			282

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
16 DBS GROUP HOLDINGS LTD SP		P		
1	17 DOMINOS PIZZA INC	P		
106 DXC TECHNOLOGY COMPANY		P		
194 EBAY INC		P		
22 EDWARD LIFESCIENCES CORP		P		
3 ESSILORLUXOTTICA ADR		P		
6 ILLUMINA INC		P		
39 INTERCONTINENTALEXCHANGE GROUP		P		
15000 JP MORGAN CHASE		P		
113 KOMATSU LTD SPON ADR NEW		P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
1,409		727	682
3,746		3,153	593
8,269		7,266	1,003
7,800		4,707	3,093
3,029		2,290	739
205		199	6
1,473		1,000	473
2,889		2,160	729
15,431		15,817	-386
4,353		2,577	1,776

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			682
			593
			1,003
			3,093
			739
			6
			473
			729
			-386
			1,776

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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)
549 LLOYDS BANKING GROUP	P		
1 80 MEDTRONIC PLC SHS	P		
2 MERCADOLIBRE INC	P		
158 MITSUBISHI EST ADR	P		
136 MOLSON COORS BREWING CO CL B	P		
80 MONSTER BEVERAGE CORP NEW COM	P		
62 MOTOROLA SOLUTIONS INC	P		
25000 NEWELL RUBBER	P		
41 NIKE INC B	P		
11 NVIDIA CORPORATION	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,348		1,960	-612
7,301		6,107	1,194
720		336	384
2,788		3,078	-290
9,120		13,015	-3,895
4,004		3,859	145
6,725		4,800	1,925
24,461		25,909	-1,448
3,225		2,334	891
3,034		1,635	1,399

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-612
			1,194
			384
			-290
			-3,895
			145
			1,925
			-1,448
			891
			1,399

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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)
272 PANASONIC CORP - SPON ADR	P		
1 42 5 PERSPECTA INC	P		
28 ROYAL DSM NV SPONSORED ADR	P		
1149 ROYAL KPN NV SPONS ADR	P		
11 SALESFORCE COM,INC	P		
129 SCHLUMBERGER LTD	P		
13 SECOM LTD ADR	P		
9 SERVICENOW INC	P		
19 SHIRE PLC ADR	P		
35 SKYWORKS SOLUTIONS INC	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
3,996		2,970	1,026
905		844	61
724		418	306
3,327		3,971	-644
1,589		860	729
7,071		9,158	-2,087
257		257	0
1,521		676	845
2,787		3,536	-749
3,286		2,316	970

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			1,026
			61
			306
			-644
			729
			-2,087
			0
			845
			-749
			970

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
18 SPLUNK INC	P		
1 116 STARBUCKS CORP WASHINGTON	P		
87 STEEL DYNAMICS INC	P		
246 SUMITOMO MITSUI FINL GROUP INC	P		
93 TATA MOTORS LTD	P		
23 ULTA BEAUTY INC	P		
5 UNITED PARCEL SER INC CL-B	P		
20000 US BANCORP	P		
14 VISA INC CL A	P		
1014 072 BLACKROCK HI YIELD BD PTF INST	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
1,744		1,158	586
6,352		6,503	-151
2,537		3,101	-564
1,900		1,882	18
2,121		3,402	-1,281
6,738		5,690	1,048
531		545	-14
20,000		20,011	-11
1,957		1,289	668
7,971		7,903	68

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			586
			-151
			-564
			18
			-1,281
			1,048
			-14
			-11
			668
			68

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
2523 VANGUARD SHORT-TERM CORPORATE	P		
1 16970 462 BLACKROCK HI YIELD BD PTF INST	P		
19175 455 DOUBLELINE TOTAL RETURN I	P		
500 ISHARES S&P US PFD STK IDX FD	P		
370 SPDR S&P 500 ETF TRUST	P		
5489 VANGUARD SHORT-TERM CORPORATE	P		
CAPITAL GAINS DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
196,777		199,996	-3,219
133,388		127,756	5,632
200,000		209,593	-9,593
17,686		19,948	-2,262
101,253		79,755	21,498
428,297		441,397	-13,100
6,819			6,819

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-3,219
			5,632
			-9,593
			-2,262
			21,498
			-13,100
			6,819

Form 990PF Part XV Line 1a - 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).

STEPHEN P KELLY
SUSAN S KELLY

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>				
BE A PART OF THE CONVERSATION PO BOX 8 HORSHAM, PA 19044	N/A	OTHER PUBLIC CHARITY	GENERAL CONTRIBUPTION	10,000
CHILDREN'S HOSPITAL OF PHILADELPHIA 3401 CIVIC CENTER BLVD PHILADELPHIA, PA 19104	N/A	OTHER PUBLIC CHARITY	GENERAL CONTRIBUTION	500,000
CITIZENS DIPLOMACY 1515 ARCH STREET 12TH FLOOR PHILADELPHIA, PA 19102	N/A	OTHER PUBLIC CHARITY	GENERAL CONTRIBUTION	157,500
Total ▶ 3a				865,000

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>				
COMMUNITY LEARNING CENTER 2701 N BROAD STREET PHILADELPHIA, PA 19132	N/A	OTHER PUBLIC CHARITY	GENERAL CONTRIBUTION	25,000
EAGLES FLY FOR LEUKEMIA 1500 LIBERTY RIDGE DR SUITE 300 WAYNE, PA 19087	N/A	OTHER PUBLIC CHARITY	GENERAL CONTRIBUTION	107,500
LADIES OF CHARITY2816 E 23RD ST KANSAS CITY, MO 64127	N/A	OTHER PUBLIC CHARITY	GENERAL CONTRIBUTION	50,000
Total ► 3a				865,000

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>				
EDDIES HOUSE260 S 51ST STREET PHILADELPHIA, PA 19139	N/A	OTHER PUBLIC CHARITY	GENERAL CONTRIBUTION	10,000
MICHAEL'S WAY175 COMMERCE DR FORT WASHINGTON, PA 19034	N/A	OTHER PUBLIC CHARITY	GENERAL CONTRIBUTION	5,000
Total ▶ 3a				865,000

TY 2018 Accounting Fees Schedule**Name:** THE MIDDAY FOUNDATION**EIN:** 81-0826828

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	5,952	5,952		0

TY 2018 Investments Corporate Bonds Schedule**Name:** THE MIDDAY FOUNDATION**EIN:** 81-0826828**Investments Corporate Bonds Schedule**

Name of Bond	End of Year Book Value	End of Year Fair Market Value
ABBVIE	25,001	24,874
AMAZON.COM	13,448	12,282
AMERICAN EXPRESS CREDIT	28,763	28,708
APPLE INC	19,659	19,339
AT & T	15,357	14,629
BANK OF AMERICA	30,059	28,870
BB&T CORP	19,703	19,475
BERKSHIRE HATHAWAY FIN	4,001	3,877
BOSTON PROPERTIES	14,122	13,548
BURLINGTON NORTH SANTA	26,975	25,674
CAPITAL ONE FINANCIAL	12,396	11,202
CATERPILLAR FINL SERVICE	25,026	24,283
CHEVRON CORP	25,652	24,853
CISCO SYSTEM	24,889	24,776
CITIGROUP INC	19,292	19,298
COMCAST	26,491	24,934
CVS HEALTH GROUP	27,125	25,296
DOW CHEMICAL COMPANY	26,990	25,440
EXXON MOBIL CORP	25,285	24,389
FISERV INC	25,588	24,814

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
GOLDMAN SACHS GROUP	28,472	26,176
HUNTINGTON BANCSHARES	24,709	24,138
INTEL CORP	31,594	30,318
JP MORGAN CHASE & CO	29,545	29,122
KEYCORP	13,685	12,446
MCDONALD'S CORP	26,198	24,507
MICROSOFT CORP	29,686	29,702
PHILLIPS 66	16,439	15,399
REGIONS FINANCIAL CORP	4,013	3,859
STATE STREET CORP STT	20,306	19,832
SYNCHRONY FINANCIAL	20,889	18,238
TARGET CORP	4,243	3,997
UNITEDHEALTH GROUP	25,083	24,478
US BANCORP 3.70%	16,025	15,233
VERIZON COMMUNICATIONS 5.15%	22,618	21,287
VISA INC	30,372	29,481
WALLGREENS BOOTS ALLIANCE	14,779	14,113
WELLTOWER INC	26,313	24,956
JOHN DEERE CAPITAL CORP	29,852	29,258
SALESFORCE.COM INC	29,983	30,154

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
FIFTH THIRD BANCORP	19,769	19,859
VALERO ENERGY PARTNERS LP	24,820	24,479

TY 2018 Investments Corporate Stock Schedule

Name: THE MIDDAY FOUNDATION
 EIN: 81-0826828

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ACACS ACTIVE DE CONSTRUC 3ACTIVISION BLIZZARD 3ACUITS ACTIVE DE CONSTRUC	3,511	4,443
ACTIVISION BLIZZARD	4,731	4,983
ADOBE SYSTEMS	3,911	7,240
AERCAP HOLDINGS	5,496	5,108
AIA GROUP LTD	3,558	4,537
AIRBUS GROUP	2,953	3,852
ALEXION PHARM	7,267	5,939
ALIBABA GROUP HLDGS	7,005	8,361
ALPHABET CL A	10,622	12,540
AMAZON.COM INC	4,853	9,012
APPLIED MATERIALS	8,345	5,337
APTIV PLC	6,248	4,802
ARCELORMITTAL CL A NY REGISTRY	4,253	3,721
AXA ADS	4,181	3,722
BAE SYS SPON ADR	5,252	3,747
BAIDU INC ADS	4,290	3,648
BRISTOL MYERS SQUIBB	6,902	6,498
BRITISH AMER TOB SPON ADR	6,773	3,855
CARLSBERG AS	3,679	4,165
CHARLES SCHWAB	6,377	7,143
CISCO SYS INC	15,916	20,668
COCA COLA CO	23,942	26,800
COGNEX CORP	5,431	4,408
COSTCO WHOLESALE	2,279	2,852
DBS GROUP HOLDINGS	3,354	4,462
DEUTSCHE BOERSE AG UNSPON ADR	3,754	4,128
DNB ASA SPONSORED	3,706	3,948
E.ON SE	3,555	4,442
EBAY	7,654	6,540
EDWARD LIFESCIENCES CORP	3,220	5,055

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ENGIE SPONS ADR	4,734	4,668
ESSILOR INTL SA SPONS ADR	3,901	4,169
FACEBOOK	8,751	9,045
HSBC HOLDINGS	4,243	4,522
ILLUMINA	4,142	8,398
INTESA SANPAOLO	4,665	4,401
JULIUS BAER GROUP	4,443	3,664
LLOYDS BANKING GROUP PLC	5,401	4,268
MEDTRONIC PLC	17,201	19,647
MERCADOLIBRE	3,094	4,393
MOLSON COORS BREWING	7,967	5,279
MOTOROLA SOLUTIONS	7,724	10,584
NEW ORIENTAL ED & TECH GRP	5,464	4,220
NIKE	5,633	7,488
NVIDIA CORP	4,876	5,607
ORANGE NEW	4,435	4,468
OTSUKA HLDGS CO LTD	4,110	3,963
PAYPAL HLGS INC	5,804	6,643
PIONEER NATURAL RESOURCES CO	4,533	3,288
ROCHE HOLDINGS	4,561	4,755
ROYAL DSM NV SPONSORED	3,225	4,011
ROYAL DUTCH SHELL	3,802	4,254
SALESFORCE.COM	5,320	9,040
SECOM LTD	4,253	4,575
SERVICENOW	4,151	8,368
SEVEN & I HLDGS CO LTD ADR	4,326	4,638
SKYWORKS SOLUTIONS	11,209	8,512
SMITH & NEPHEW PLC	4,131	4,859
SPLUNK	3,780	6,710
SUMITOMO MITSUI FINL GROUP	4,451	3,750

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
TORAY INDS ADR	5,591	4,341
TOTAL SA SPON	4,061	4,331
UNITEDHEALTH GP INC	4,062	5,730
VERTEX PHARMACEUTICALS	4,681	8,286
VISA INC CL A	3,729	6,201
WEBTEC	4,751	4,426
ALIGN TECHNOLOGY	4,334	3,979
ANALOG DEVICES INC	22,637	21,200
ARMSTRONG WORLD INDS INC	11,215	9,546
BANCO SANTANDER SA	5,977	4,207
BASF SE SP ADR	5,286	3,993
BAXTER INTL INC	8,990	9,215
BHP GROUP PLC	5,505	6,535
BOOKING HOLDINGS	7,525	8,612
CANADA GOOSE HOLDINGS INC	4,557	2,973
CTRIIP.COM INTL LTD	7,225	4,303
DAIMLER AG-UNSPONSORED ADR	5,518	3,894
DANONE SPONSORED ADR	4,711	4,166
DEUTSCHE POST AG SPONSORED ADR	5,417	3,608
ELECTRONIC ARTS INC (EA)	8,907	7,733
EXACT SCIENCES CORP	4,457	3,849
FANUC CORP UNSP ADR	5,074	3,961
IDEXX LABS	4,557	4,837
INDUSTRIA DE DISENO TEXTIL IND	4,705	3,877
INTERNATIONAL CONS AIOLS GRP	2,111	1,948
KENNAMETAL INC	5,978	4,393
KUBOTA CP ADR	4,377	3,875
LOWES COMPANIES	7,272	7,758
MSCI INC COM	4,545	4,275
MURATA MANUFACTURING CO	4,462	4,040

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
NORDEA BANK ABP SPON ADR	5,264	4,195
NXP SEMICONDUCTORS	4,393	4,324
REPSOL SA SPON ADR	6,904	5,771
ROSS STORES INC	4,126	4,243
S & P GLOBAL INC COM	6,741	6,118
SAP AG	6,822	6,172
SQUARE INC CLASS A	6,666	5,272
VULCAN MATERIALS CO	12,178	9,979

TY 2018 Investments - Other Schedule**Name:** THE MIDDAY FOUNDATION**EIN:** 81-0826828**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ISHARES S&P US PFD STK IDX FD (PFF)	AT COST	102,461	89,614
VANGUARD REAL ESTATE ETF (VNQ)	AT COST	146,792	129,379
SPDR S&P 500 ETF TRUST	AT COST	807,134	851,228
VANGUARD INTL EQUITY INDEX	AT COST	856,305	784,249
DOUBLELINE TOTAL RETURN	AT COST	526,494	512,505
MATTHEWS ASIA DIVIDEND INV	AT COST	169,292	154,633
TORTOISE MLP	AT COST	313,630	256,335
OPPENHEIMER LIMITED TERM BD Y	AT COST	145,088	142,262

TY 2018 Other Expenses Schedule**Name:** THE MIDDAY FOUNDATION**EIN:** 81-0826828**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT ADVISORY FEES	29,325	29,325		0
OFFICE SUPPLIES & WEBSITE	138	138		0
WASH SALE LOSS DISALLOWED	2,322	0		0

TY 2018 Taxes Schedule**Name:** THE MIDDAY FOUNDATION**EIN:** 81-0826828

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX ON NET INVEST INCOME	1,900	0		0
FOREIGN TAX	906	906		0