

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 EARTHSENSE FOUNDATION		A Employer identification number 84-1361004	
Number and street (or P O box number if mail is not delivered to street address) PO Box 778		Room/suite	
		B Telephone number (see instructions) (212) 485-5455	
City or town, state or province, country, and ZIP or foreign postal code NEW YORK, NY 10013			
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 checked="" 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"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ <u>6,110,777</u>		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ <i>(Part I, column (d) must be on cash basis)</i>	

	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				
	4 Dividends and interest from securities	142,696	142,696		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	309,724			
	b Gross sales price for all assets on line 6a	501,214			
	7 Capital gain net income (from Part IV, line 2)		309,724		
	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)	0				
11 Other income (attach schedule)	330				
12 Total. Add lines 1 through 11	452,750	452,420			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	0			
	b Accounting fees (attach schedule)	14,825			6,000
	c Other professional fees (attach schedule)	63,825	63,825		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	19,527	17,027		
	19 Depreciation (attach schedule) and depletion	0			
	20 Occupancy				
	21 Travel, conferences, and meetings	15,651			15,651
	22 Printing and publications				
	23 Other expenses (attach schedule)	544			290
	24 Total operating and administrative expenses. Add lines 13 through 23	114,372	80,852		21,941
	25 Contributions, gifts, grants paid	413,500			413,500
26 Total expenses and disbursements. Add lines 24 and 25	527,872	80,852		435,441	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-75,122				
b Net investment income (if negative, enter -0-)		371,568			
c Adjusted net income (if negative, enter -0-)					

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	92,470	226,475	226,475
	2 Savings and temporary cash investments	15,769	21,931	21,931
	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)		0	
	7 Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____	175,000	0	0
	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)	2,332,995	2,292,706	5,862,371
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____		0	
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)		0	
	14 Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____		0	
15 Other assets (describe ▶ _____)	0	0	0	
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,616,234	2,541,112	6,110,777	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons		0	
	21 Mortgages and other notes payable (attach schedule)		0	
	22 Other liabilities (describe ▶ _____)	0	0	
	23 Total liabilities (add lines 17 through 22)		0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	2,616,234	2,541,112	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds				
30 Total net assets or fund balances (see instructions)	2,616,234	2,541,112		
31 Total liabilities and net assets/fund balances (see instructions) .	2,616,234	2,541,112		

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	2,616,234
2 Enter amount from Part I, line 27a		2	-75,122
3 Other increases not included in line 2 (itemize) ▶ _____		3	
4 Add lines 1, 2, and 3		4	2,541,112
5 Decreases not included in line 2 (itemize) ▶ _____		5	
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .		6	2,541,112

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 GARDNER RUSSO GARDNER LLC	P	2016-12-31	2018-12-31
b AIG SECURITIES-SETTLEMENT	P	2016-12-31	2018-12-31
c CLIPPER FUND CAPITAL GAIN DIVIDENDS	P	2016-12-31	2018-12-31
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 465,650	0	191,490	274,160
b 386	0	0	386
c 35,178	0	0	35,178
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 0	0	0	274,160
b 0	0	0	386
c 0	0	0	35,178
d			
e			

2 Capital gain net income or (net capital loss)	2	309,724
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	441,808	6,742,617	0.065525
2016	821,659	6,572,022	0.125024
2015	1,432,654	7,491,852	0.191228
2014	559,116	7,965,221	0.070195
2013	458,465	7,539,586	0.060808

2 Total of line 1, column (d)	2	0.512780
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	0.102556
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	6,681,443
5 Multiply line 4 by line 3	5	685,222
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,716
7 Add lines 5 and 6	7	688,938
8 Enter qualifying distributions from Part XII, line 4	8	435,441

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 calculations. Includes sub-tables for 6a-6d (Credits/Payments) and 7-11 (Total tax due and overpayment). Values include 7,431, 0, 15,250, 244, and 7,575.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Columns include question number, 'Yes', and 'No'. Questions cover political activities, Form 1120-POL filing, tax on political expenditures, and foundation requirements.

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 N/A
14 The books are in care of CRM MANAGEMENT Telephone no (212) 485-5455

Located at 205 HUDSON ST STE 1002 NEW YORK NY ZIP+4 10013

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?
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?
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?
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?
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 MISSION BLUE/SYLVA EARLE FOUNDATION INSPIRES ACTION TO EXPLORE AND PROTECT THE OCEAN THROUGH EDUCATION AND ADVANCE PUBLIC AWARENESS OF THE OCEAN'S IMPORTANCE AS EARTH'S LIFE SUPPORT SYSTEM FOSTERING INNOVATIVE SUSTAINABLE TECHNOLOGIES, FURTHERING SCIENTIFIC KNOWLEDGE OF OCEAN SYSTEMS	79,840
2 WILDAID-PARTNERS WITH FILMMAKERS AND ARTISTS TO PRODUCE PSA CAMPAIGNS THROUGH THE MEDIA IN CHINA AND GLOBALLY TO REDUCE THE DEMAND FOR ENDANGERED SPECIES THEY ALSO WORK TO ENSURE ENFORCEMENT WITHIN PROTECTED AREAS MONITORING AND WORKING WITH LOCAL COMMUNITIES/LAND/MARINE PARKS TO END ILLEGAL ACTIVITIES	26,613
3 DENVER FILM SOCIETY SUPPORTS OUTREACH THROUGH MEDIA MAKERS IN RAISING AWARENESS OF GLOBAL ISSUES THROUGH STORYTELLING DOCUMENTARY FILM IS AN EDUCATION TOOL FOR ISSUES ON CLIMATE CRISIS AND THE NEED TO PROTECT OUR SYSTEMS OF BIODIVERSITY WITH ATTENTION TO SCIENCE, RESILIENCE AND HABITAT LOSS	106,453
4 OCEANS 5/BLUESPHERE FOUNDATION-COLLABORATES AND ENGAGES MULTIPLE ORGANIZATIONS TO CONSTRAIN OVERFISHING AND TO ESTABLISH MARINE RESERVES-SHARING STRATEGIC GUIDANCE AND SUPPORT TO PROVIDE TANGIBLE AND LASTING BENEFITS TO THE WORLD'S OCEANS AND STRENGTHEN OCEAN CONSERVATION PHILANTROPY	149,035

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 ▶	

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	6,488,201
b	Average of monthly cash balances.	1b	178,323
c	Fair market value of all other assets (see instructions).	1c	116,667
d	Total (add lines 1a, b, and c).	1d	6,783,191
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	
3	Subtract line 2 from line 1d.	3	6,783,191
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	101,748
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	6,681,443
6	Minimum investment return. Enter 5% of line 5.	6	334,072

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	334,072
2a	Tax on investment income for 2018 from Part VI, line 5.	2a	7,431
b	Income tax for 2018 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	7,431
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	326,641
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	326,641
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	326,641

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	435,441
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	435,441
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	435,441

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				326,641
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.	0			
b From 2014.	0			
c From 2015.	846,664			
d From 2016.	828,341			
e From 2017.	441,808			
f Total of lines 3a through e.	2,116,813			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ <u>435,441</u>				
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).	0			
d Applied to 2018 distributable amount.				
e Remaining amount distributed out of corpus	435,441			
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a))	326,641			326,641
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,225,613			
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.				
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).				
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	2,225,613			
10 Analysis of line 9				
a Excess from 2014.	0			
b Excess from 2015.	520,023			
c Excess from 2016.	828,341			
d Excess from 2017.	441,808			
e Excess from 2018.	435,441			

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 4942(j)(3) or 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))
NONE

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
NA

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>				
ROCKEFELLER PHILANTHROPY ADVISORS 6 WEST 48TH ST 10TH FL NEW YORK, NY 10036		PC	THE OCEANS 5INITIATIVE	115,000
INTERNATIONAL DOCUMENTARY ASSOC 3470 WILSHIRE BLVD STE 980 LOS ANGELES, CA 90010		PC	THE LAST ANIMALSEEDUCATIONALDOCUMENTARY	15,000
CAMBODIAN CHILDRENS FUND 2461 SANTA MONICA BLVD PMB 833 SANTA MONICA, CA 90404		PC	FIGHT POVERTYTHROUGH EDUCATION	10,000
Total ▶ 3a				413,500

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>				
SYLVIA EARLE ALLIANCE 2470 MARINER SQUARE LOOP ALAMEDA, CA 94501		PC	CARE FOR THE OCEAN	75,000
WILDAID333 PINE ST STE 300 SAN FRANCISCO, CA 94104		PC	ENDANGERED SPECIES	25,000
OCEAN ELDERS INCPO BOX 1374 HOLLISTER, CA 95024		PC	OCEAN CONSERVATION	15,000
Total ▶ 3a				413,500

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 REDFORD CENTER PO BOX 29144 SAN FRANCISCO, CA 94129		PC	ENVIRONMENTALTHEMEFILMS	10,000
REX FOUNDATION PO BOX 29608 SAN FRANCISCO, CA 94129		PC	ARTS AND CULTURE	1,000
BLUESPHERE FOUNDATION INC 888 SEVENTH AVE FLOOR 30 NEW YORK, NY 10106		PC	SUPPORT FOR GLOBAL MARINE ENVIRONMENTS	25,000
Total ▶ 3a				413,500

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>				
HOFFMAN INSTITUTE FOUNDATION 1299 4TH ST PH 600 SAN RAFAEL, CA 94901		PC	ENCOURAGE PERSONAL GRWTH& HUMAN POTENTIAL	20,000
DENVER FILM SOCIETY 1510 YORK 3RD FLOOR DENVER, CO 80206		PC	SUPPORTFILM AS AN ART FORM	100,000
ONE OCEAN MEDIA FOUNDATION PO BOX 730 STONE RIDGE, NY 12484		PC	EDUCATING PUBLICENVIRONMENTAL ISSUES	2,500
Total				413,500



3a

TY 2018 Accounting Fees Schedule**Name:** EARTHSENSE FOUNDATION**EIN:** 84-1361004

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CRM MANAGEMENT ACCOUNTING	12,000			6,000
JOHN P TALIA, CPA TAX PREP	2,825			

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: EARTHSENSE FOUNDATION

EIN: 84-1361004

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
GARDNER RUSSO & GARDNER LLC-SEE ATTACHED	2016-12	Purchased	2018-12	PUBLICLY TRADED SECURITIES	465,650	191,490			274,160	
AIG SECURITIES SETTLEMENT	2016-12		2018-12		386	0			386	
CLIPPER FUND-CAPITAL GAIN DIVIDEND	2016-12		2018-12		35,178				35,178	

TY 2018 Investments Corporate Stock Schedule**Name:** EARTHSENSE FOUNDATION**EIN:** 84-1361004**Investments Corporation Stock Schedule**

Name of Stock	End of Year Book Value	End of Year Fair Market Value
BRANDYWINE FUND	65,661	109,029
CLIPPER FUND	344,506	408,525
PUBLICLY TRADED SECURITIES-GR&G LLC	1,877,980	5,344,817
RECONCILING ITEM-GRG LLC	4,559	0

TY 2018 Other Expenses Schedule**Name:** EARTHSENSE FOUNDATION**EIN:** 84-1361004**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK CHARGES	14			
BOOKS, SUBSCRIPTIONS AND REFERENCE	290			290
OPERATIONS	230			
CORPORATE FILING FEES	10			

TY 2018 Other Income Schedule**Name:** EARTHSENSE FOUNDATION**EIN:** 84-1361004**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
REFUNDS	330		

TY 2018 Other Professional Fees Schedule**Name:** EARTHSENSE FOUNDATION**EIN:** 84-1361004

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
GARDNER RUSSO & GARDNER MANAGEMENT FEES	63,825	63,825		

TY 2018 Taxes Schedule**Name:** EARTHSENSE FOUNDATION**EIN:** 84-1361004

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	17,027	17,027		
2018 ESTIMATED TAX	2,500			