

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

OMB No 1545-0052

Department of the Treasury
Internal Revenue Service

or Section 4947(a)(1) Trust Treated as Private Foundation
 ▶ Do not enter social security numbers on this form as it may be made public.
 ▶ Go to www.irs.gov/Form990PF for instructions and the latest information.

2018

Open to Public Inspection

For calendar year 2018 or tax year beginning

FEB 1, 2018

, and ending

JAN 31, 2019

Name of foundation

THE RICH FOUNDATION, INC.

Number and street (or P O box number if mail is not delivered to street address)

11 PIEDMONT CENTER

Room/suite

City or town, state or province, country, and ZIP or foreign postal code

ATLANTA, GA 30305

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name change

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundationI Fair market value of all assets at end of year
(from Part II, col. (c), line 16)**\$ 47,561,633.**

J Accounting method:

☒ Cash☐ Accrual☐ Other (specify) _____

(Part I, column (d) must be on cash basis)

A Employer identification number

58-6038037

B Telephone number

(404) 262-2499C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐**Part I Analysis of Revenue and Expenses**

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

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

1 Contributions, gifts, grants, etc., received

2 Check ☒ if the foundation is not required to attach Sch B

3 Interest on savings and temporary cash investments

4 Dividends and interest from securities

954,492.**954,492.****STATEMENT 1**

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

b Gross sales price for all assets on line 6a **9,055,444.****1,577,011.****1,577,011.**

7 Capital gain net income (from Part IV, line 2)

8 Net short-term capital gain

9 Income modifications

10a Gross sales less returns and allowances

b Less: Cost of goods sold

c Gross profit or (loss)

11 Other income

16,679.**16,679.****STATEMENT 2**

12 Total. Add lines 1 through 11

2,548,182.**2,548,182.**

13 Compensation of officers, directors, trustees, etc.

6,000.**750.****5,250.**

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees

b Accounting fees

STMT 3**17,000.****12,750.****4,250.**

c Other professional fees

STMT 4**239,522.****229,285.****10,237.**

17 Interest

18 Taxes

STMT 5**72,580.****12,942.****0.**

19 Depreciation and depletion

20 Occupancy

22,015.**16,511.****5,504.**

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses

STMT 6**7,875.****5,167.****1,104.**

24 Total operating and administrative expenses. Add lines 13 through 23

364,992.**277,405.****26,345.**

25 Contributions, gifts, grants paid

2,502,250.**2,502,250.**

26 Total expenses and disbursements. Add lines 24 and 25

2,867,242.**277,405.****2,528,595.**

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

-319,060.

b Net investment income (if negative, enter -0-)

2,270,777.

c Adjusted net income (if negative, enter -0-)

N/A

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

Beginning of year

End of year

(a) Book Value

(b) Book Value

(c) Fair Market Value

Assets

1	Cash - non-interest-bearing			
2	Savings and temporary cash investments	3,586,146.	3,391,033.	3,391,033.
3	Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
4	Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons			
7	Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments - U.S. and state government obligations			
b	Investments - corporate stock STMT 7	2,018,005.	1,867,190.	3,794,753.
c	Investments - corporate bonds			
11	Investments - land, buildings and equipment basis ▶			
	Less: accumulated depreciation ▶			
12	Investments - mortgage loans			
13	Investments - other STMT 8	38,047,916.	38,074,784.	40,375,845.
14	Land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation ▶			
15	Other assets (describe ▶)	2.	2.	2.
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	43,652,069.	43,333,009.	47,561,633.

Liabilities

17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable			
22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)	0.	0.	

Net Assets or Fund Balances

	Foundations that follow SFAS 117, check here ▶ ☐			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒			
27	Capital stock, trust principal, or current funds	43,652,069.	43,333,009.	
28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
29	Retained earnings, accumulated income, endowment, or other funds	0.	0.	
30	Total net assets or fund balances	43,652,069.	43,333,009.	
31	Total liabilities and net assets/fund balances	43,652,069.	43,333,009.	

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	43,652,069.
2	Enter amount from Part I, line 27a	2	-319,060.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	43,333,009.
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	43,333,009.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b SEE ATTACHED STATEMENTS				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))	
a				
b				
c				
d				
e 9,055,444.		7,478,433.	1,577,011.	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e			1,577,011.	
2 Capital gain net income or (net capital loss)		2		1,577,011.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3		N/A

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation doesn't qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2017	2,416,394.	49,242,848.	.049071
2016	1,931,372.	45,005,465.	.042914
2015	2,535,295.	47,297,323.	.053603
2014	2,448,676.	49,409,701.	.049559
2013	2,408,307.	47,249,166.	.050970
2 Total of line 1, column (d)			.246117
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			.049223
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5			50,890,894.
5 Multiply line 4 by line 3			2,505,002.
6 Enter 1% of net investment income (1% of Part I, line 27b)			22,708.
7 Add lines 5 and 6			2,527,710.
8 Enter qualifying distributions from Part XII, line 4			2,528,595.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	22,708.
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	22,708.
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	22,708.
6 Credits/Payments:			
a 2018 estimated tax payments and 2017 overpayment credited to 2018	6a	114,177.	
b Exempt foreign organizations - tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	30,000.	
d Backup withholding erroneously withheld	6d	0.	
7 Total credits and payments. Add lines 6a through 6d	7	144,177.	
8 Enter any penalty for underpayment of estimated tax. Check here ☒ 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	121,469.	
11 Enter the amount of line 10 to be: Credited to 2019 estimated tax ☒ 121,469. 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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition. 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.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☒ \$ 0. (2) On foundation managers. ☒ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☒ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered See instructions. ☒ GA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2018 or the tax year beginning in 2018? See the instructions for Part XIV. If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	X	
14 The books are in care of ► THOMAS J. ASHER Telephone no. ► (404) 262-2499 Located at ► 11 PIEDMONT CENTER, ATLANTA, GA ZIP+4 ► 30305		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A		
16 At any time during calendar year 2018, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year, did the foundation (either directly or indirectly): (1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No (6) Agree to pay money or property to a government official? (Exception: Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions. Organizations relying on a current notice regarding disaster assistance, check here N/A	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	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)): a At the end of tax year 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? ☐ Yes ☒ No If "Yes," list the years ► , , , b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► , , ,	2b	
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No b If "Yes," did it have excess business holdings in 2018 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2018.) N/A	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2018?	4b	X

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

5a During the year, did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ Nob 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
Organizations relying on a current notice regarding disaster assistance, check here

N/A

5b

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

6b

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870.

☐ Yes ☒ No

7b

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?

☐ Yes ☒ No**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**

1 List all officers, directors, trustees, and foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 9		6,000.	0.	0.

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

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

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

0

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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	3,975,588.
b	Average of monthly cash balances	1b	3,141,342.
c	Fair market value of all other assets	1c	44,548,952.
d	Total (add lines 1a, b, and c)	1d	51,665,882.
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	51,665,882.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	774,988.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	50,890,894.
6	Minimum investment return. Enter 5% of line 5	6	2,544,545.

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	2,544,545.
2a	Tax on investment income for 2018 from Part VI, line 5	2a	22,708.
b	Income tax for 2018. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	22,708.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,521,837.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	2,521,837.
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	2,521,837.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes.		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	2,528,595.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	4	2,528,595.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	22,708.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,505,887.

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				2,521,837.
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only			18,175.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2018:				
a From 2013				
b From 2014				
c From 2015				
d From 2016				
e From 2017				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2018 from Part XII, line 4: ▶ \$ 2,528,595.				
a Applied to 2017, but not more than line 2a			18,175.	
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				2,510,420.
e Remaining amount distributed out of corpus	0.			
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:	0.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2017. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2018. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2019				11,417.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2013 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2014				
b Excess from 2015				
c Excess from 2016				
d Excess from 2017				
e Excess from 2018				

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SEE ATTACHMENT C-1	N/A	PUBLIC CHARITY	UNRESTRICTED	2,502,250.
Total			3a	2,502,250.
b Approved for future payment				
NONE				
Total			3b	0.

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

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

[illegible]

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

b If "Yes," complete the following schedule.		
(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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

Sign Here  12-3-19  **PRESIDENT**

Signature of officer or trustee Date Title

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

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	RONALD J. GREEN	<i>Ronald J. Green</i>	12-2-19		P00153816
	Firm's name ▶ STEPHEN M. BERMAN & ASSOC., L.L.C.			Firm's EIN ▶ 58-1540139	
	Firm's address ▶ 3475 LENOX ROAD, N.E., SUITE 950 ATLANTA, GA 30326			Phone no. 404-262-2181	

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 STATEMENT D1.1 - ATTACHED	P	VARIOUS	01/31/19
b PASSTHROUGH - COLCHESTER GLOBAL BOND FD	P	VARIOUS	12/31/18
c PASSTHROUGH - COLCHESTER GLOBAL BOND FD	P	VARIOUS	12/31/18
d PASSTHROUGH - SANDERSON INTERNATIONAL VALUE FD	P	VARIOUS	12/31/18
e PASSTHROUGH - SANDERSON INTERNATIONAL VALUE FD	P	VARIOUS	12/31/18
f PASSTHROUGH - IR&M CORE BOND FUND II	P	VARIOUS	12/31/18
g PASSTHROUGH - IR&M CORE BOND FUND II	P	VARIOUS	12/31/18
h PASSTHROUGH - HIGHCLERE INTERNATIONAL INVESTORS	P	VARIOUS	12/31/18
i PASSTHROUGH - HIGHCLERE INTERNATIONAL INVESTORS	P	VARIOUS	12/31/18
j PASSTHROUGH - LANSLOWNE DEVELOPED MRKT. FD.	P	VARIOUS	12/31/18
k PASSTHROUGH - LANSLOWNE DEVELOPED MRKT. FD.	P	VARIOUS	12/31/18
l PASSTHROUGH - EMC FEEDER FUND	P	VARIOUS	12/31/18
m PASSTHROUGH - HENGISTBURY FUND LIMITED	P	VARIOUS	12/31/18
n LITIGATION PROCEEDS - AIG SEC	P	VARIOUS	07/31/18
o LITIGATION PROCEEDS - SMART TECHNOLOGIES	P	VARIOUS	12/03/18

(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 8,498,245.		7,478,433.	1,019,812.
b -388.			-388.
c 15,938.			15,938.
d -3,018.			-3,018.
e 124,030.			124,030.
f -8,884.			-8,884.
g -4,801.			-4,801.
h 26,544.			26,544.
i 106,649.			106,649.
j -60,540.			-60,540.
k 206,621.			206,621.
l 21,574.			21,574.
m 133,307.			133,307.
n 114.			114.
o 53.			53.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			1,019,812.
b			-388.
c			15,938.
d			-3,018.
e			124,030.
f			-8,884.
g			-4,801.
h			26,544.
i			106,649.
j			-60,540.
k			206,621.
l			21,574.
m			133,307.
n			114.
o			53.

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	1,577,011.
3 Net short term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8 }	3	N/A

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES				STATEMENT	1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
PASSTHROUGH - COLCHESTER GLOBAL BOND FUND-INTEREST	91,880.	0.	91,880.	91,880.		
PASSTHROUGH - HIGHCLERE INTERNATIONAL	54,479.	0.	54,479.	54,479.		
PASSTHROUGH - IR & M CORE BOND FUND II-INTEREST	49,693.	0.	49,693.	49,693.		
PASSTHROUGH - SANDERSON INTERNATIONAL	116,162.	0.	116,162.	116,162.		
PASSTHROUGH - SANDERSON INTERNATIONAL	1,949.	0.	1,949.	1,949.		
SUNTRUST NOMINEE - DIVIDENDS/INTEREST	640,329.	0.	640,329.	640,329.		
TO PART I, LINE 4	954,492.	0.	954,492.	954,492.		

FORM 990-PF	OTHER INCOME		STATEMENT	2
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
PASSTHROUGH - THE COLCHESTER GLOBAL BOND FUND-SEC. 988 GAIN(LOSS)	-66,414.	-66,414.		
PASSTHROUGH - IR & M CORE BOND FUND II-OTHER PORTFOLIO	8.	8.		
PASSTHROUGH - SANDERSON INTERNATIONAL VALUE FUND-SEC 1296 ORD. GAIN	-20,115.	-20,115.		
PASSTHROUGH - HIGHCLERE INTERNATIONAL INVESTORS-SEC 1296 INCOME	-3,122.	-3,122.		
PASSTHROUGH - HIGHCLERE INTERNATIONAL INVESTORS-SEC 988 GAIN/LOSS	-2,341.	-2,341.		
PASSTHROUGH - SANDERSON INTERNATIONAL VALUE FUND-SEC. 988 GAIN/(LOSS)	-832.	-832.		
PASSTHROUGH - LANSLOWNE DEVELOPED MRKT.-OTHER INCOME	605.	605.		

PASSTHROUGH - LANSDOWNE DEVELOPED MRKT.- SEC. 988 GAIN/LOSS	-1,610.	-1,610.
PASSTHROUGH - EMC FEEDER FUND 1 - ORDINARY EARNINGS	12,552.	12,552.
PASSTHROUGH - HENGISTBURY FUND LIMITED-ORDINARY EARNINGS	30,531.	30,531.
PASSTHROUGH - OHA DIVERSIFIED CREDIT STRATEGIES FD - ORDINARY EARNINGS	67,417.	67,417.
TOTAL TO FORM 990-PF, PART I, LINE 11	16,679.	16,679.

FORM 990-PF	ACCOUNTING FEES		STATEMENT	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	17,000.	12,750.		4,250.
TO FORM 990-PF, PG 1, LN 16B	17,000.	12,750.		4,250.

FORM 990-PF	OTHER PROFESSIONAL FEES		STATEMENT	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CUSTODY FEES	40,947.	30,710.		10,237.
INVESTMENT ADVISORY FEES	198,475.	198,475.		0.
ADR FEES	100.	100.		0.
TO FORM 990-PF, PG 1, LN 16C	239,522.	229,285.		10,237.

FORM 990-PF	TAXES		STATEMENT	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	12,942.	12,942.		0.
EXCISE TAX	60,000.	0.		0.
STATE TAX-REFUND	-362.	0.		0.
TO FORM 990-PF, PG 1, LN 18	72,580.	12,942.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
OTHER EXPENSES	2,758.	2,069.		689.	
INTERNET AND PHONE	1,660.	1,245.		415.	
PASSTHROUGH - IR & M CORE BOND FUND II-OTHER DEDUCTIONS	1,843.	1,843.		0.	
PASSTHROUGH - HIGHCLERE INTERNATIONAL INCOME-OTHER DEDUCTIONS	10.	10.		0.	
NON-DEDUCTABLE EXPENSES	1,604.	0.		0.	
TO FORM 990-PF, PG 1, LN 23	7,875.	5,167.		1,104.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	7
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
SUNTRUST - SEE ATTACHMENT A-1	1,867,190.	3,794,753.		
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,867,190.	3,794,753.		

FORM 990-PF	OTHER INVESTMENTS		STATEMENT	8
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE	
SUNTRUST - SEE ATTACHMENT A-2	COST	23,461,509.	26,026,318.	
OTHER MISC. ASSETS - SEE ATTACHMENT A-3	COST	14,613,275.	14,349,527.	
TOTAL TO FORM 990-PF, PART II, LINE 13		38,074,784.	40,375,845.	

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	9
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
THOMAS J. ASHER 11 PIEDMONT CENTER ATLANTA, GA 30305	PRESIDENT 20.00	1,000.	0.	0.
DAVID S. BAKER 11 PIEDMONT CENTER ATLANTA, GA 30305	VICE-PRESIDENT 1.00	1,000.	0.	0.
L. ANTHONY MONTAG 11 PIEDMONT CENTER ATLANTA, GA 30305	TREASURER 1.00	1,000.	0.	0.
DR. JULIET ASHER GOLDEN 11 PIEDMONT CENTER ATLANTA, GA 30305	SECRETARY 1.00	1,000.	0.	0.
JOHN L. MONTAG 11 PIEDMONT CENTER ATLANTA, GA 30305	TRUSTEE 0.50	1,000.	0.	0.
TRUDY B. KREMER 11 PIEDMONT CENTER ATLANTA, GA 30305	TRUSTEE 0.50	1,000.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		6,000.	0.	0.

FORM 990-PF	GRANT APPLICATION SUBMISSION INFORMATION	STATEMENT 10
	PART XV, LINES 2A THROUGH 2D	

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

THOMAS J. ASHER, THE RICH FOUNDATION
11 PIEDMONT CENTER, SUITE 204
ATLANTA, GA 30305

TELEPHONE NUMBER

404-262-2266

FORM AND CONTENT OF APPLICATIONS

1) NORMAL APPLICATION 2) AUTOBIOGRAPHICAL SKETCH
3) LIST OF OTHER GRANTS RECEIVED 4) ESTIMATED EXPENSES

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

NONE

The Rich Foundation, Inc
Schedule of Grants and Donations
Form 990-PF
1/31/2019

Recipient	Address	Relationship	Status	Purpose	Amount
24/7 Gateway Center	275 Pryor St SW, Atlanta, GA 30303	N/A	Public	Annual Gift - for general funding	50,000 00
Adaptive Learning Center	1925 Vaughn Rd #110, Kennesaw GA 30144	N/A	Public	Funds to support mission	15,000 00
Alliance Theatre	1280 Peachtree St NE, Atlanta, GA 30309	N/A	Public	Capital campaign	125,000 00
Andrew P Stewart Center	987 Ira St SW, Atlanta, GA 30310	N/A	Public	General funding	30,000 00
Atlanta Ballet	1695 Manetta Boulevard, NW Atlanta, GA 30318	N/A	Public	Annual Giving	80,000 00
Atlanta Community Food Bank Inc	732 Joseph E Lowery Blvd NW, Atlanta, GA 30318	N/A	Public	Capital campaign	250,000 00
Atlanta Fulton County Zoo, Inc	800 Cherokee Ave SE, Atlanta, GA 30315	N/A	Public	Annual Gift	10,000 00
Atlanta Jewish Film Society, Inc	1800 Peachtree St NE, Atlanta, GA 30309	N/A	Public	Annual Gift	10,000 00
Atlanta Legal Aid Society, Inc	246 Sycamore St #120, Decatur, GA 30030	N/A	Public	General Funds for foundation's mission	50,000 00
Atlanta Volunteer Lawyers Foundation	235 Peachtree St #1750, Atlanta, GA 30303	N/A	Public	General Funds for foundation's mission	50,000 00
Camp Sunshine, Inc	1850 Clairmont Rd, Decatur, GA 3003	N/A	Public	Annual Gift for General Funds	8,000 00
Camp Twin Lakes, Inc	1100 Sprng St NW #260, Atlanta, GA 30309	N/A	Public	Annual Gift for General Funds	25,000 00
Crohn's and Colitis Foundation	2751 Buford Hwy NE Suite 780, Atlanta, GA 30324	N/A	Public	General funds gift	5,000 00
Chattahoochee Nature Center, Inc	9135 Willeo Rd, Roswell, GA 30075	N/A	Public	Capital campaign	125,000 00
Fernbank Museum of Natural History	767 Clifton Rd, Atlanta, GA 30307	N/A	Public	Capital campaign	100,000 00
Foundation Center Atlanta	133 Peachtree St #350, Atlanta, GA 30303	N/A	Public	Annual Gift/dues	5,000 00
George West Mental Health	1903 N Druid Hills Rd NE, Atlanta, GA 30319	N/A	Public	Funds to expand support	50,000 00
Georgia Appleseed Inc	1600 Parkwood Cir SE #200, Atlanta, GA 30339	N/A	Public	General Funding	35,000 00
Georgia Center for NonProfits, Inc	100 Peachtree St #1500, Atlanta, GA 30303	N/A	Public	Annual Gift/dues	7,500 00
Georgia Community Support	1945 Cliff Valley Way NE #220, Atlanta, GA 30329	N/A	Public	General funding	25,000 00
Georgia State University	33 Gilmer St , SE, Atlanta, GA 30303	N/A	Public	General funds for education	100,000 00
Georgia Tech Foundation	760 Sprng St NW Suite 400, Atlanta, GA 30308	N/A	Public	General funds for education	100,000 00
Georgia Works	275 Pryor St SW, Atlanta, GA 30303	N/A	Public	General funding	25 000 00
Historic Oakland Foundation, Inc	248 Oakland Ave SE, Atlanta, GA 30312	N/A	Public	Pledge	100,000 00
Jacobs Ladder Neurodevelopment School	407 Hardscrabble Rd, Roswell, GA 30075	N/A	Public	Capital campaign	100,000 00
Jerusalem House, Inc	17 Executive Park Dr NE # 290, Atlanta, GA 30329	N/A	Public	Gift for general funds	20,000 00
Jewish Home Life Communities, Inc	3150 Howell Mill Rd NW, Atlanta, GA 30327	N/A	Public	Capital campaign	150,000 00
Kate's Club, Inc	1190 W Druid Hills Dr NE, Atlanta, GA 30329	N/A	Public	Annual Gift	10,000 00
Lekotek of Georgia, Inc	1955 Cliff Valley Way NE # 102, Atlanta, GA 30329	N/A	Public	Gift for General Funds	10,000 00
Medshare International	3240 Clifton Springs Rd, Decatur, GA 30034	N/A	Public	Annual Gift	50,000 00
Morehouse School of Medicine, Inc	720 Westview Dr SW, Atlanta, GA 30310	N/A	Public	Capital campaign	150,000 00
Our House	173 Boulevard NE, Atlanta, GA 30312	N/A	Public	Annual Gift to support mission	25,000 00
Piedmont Healthcare Foundation	2001 Peachtree Rd NE, Atlanta, GA 30309	N/A	Public	Annual Gift to support mission	100,000 00
Robert W Woodruff Arts Center, Inc	1280 Peachtree St NE, Atlanta, GA 30309	N/A	Public	Pledge(High Museum Planning)	75,000 00
Robert W Woodruff Arts Center, Inc	1280 Peachtree St NE, Atlanta, GA 30309	N/A	Public	Pledge	150,000 00
Southern Council of Foundations	100 Peachtree St #2080, Atlanta, GA 30303	N/A	Public	Annual Gift/dues	11,750 00
The Kindezi School	950 Joseph E Lowery Blvd NW, Suite 18, Atlanta, GA 30318	N/A	Public	Annual Gift	100,000 00
The Lionheart School	225 Roswell St, Alpharetta, GA 30009	N/A	Public	Annual Gift	50,000 00
Vi and Milton Weinstein Hospice	3150 Howell Mill Rd NW, Atlanta, GA 30327	N/A	Public	Annual Gift for General Funds	10,000 00
Vox Teen Communications	229 Peachtree St # 725, Atlanta, GA 30303	N/A	Public	Gift for General Funds	50,000 00
Year Up Inc	730 Peachtree St NE Suite 900, Atlanta, GA 30308	N/A	Public	Gift for General Funds	50,000 00
Zaban Couples Center, Inc	1605 Peachtree St NW, Atlanta, GA 30309	N/A	Public	Gift for General Funds	10,000 00
Total Grants and Donations					2,502,250 00