

Form **990-PF**

Return of Private Foundation

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

OMB No 1545-0047

2019

Department of the Treasury
Internal Revenue Service

▶ 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

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Open to Public Inspection

For calendar year 2019 or tax year beginning

, and ending

Name of foundation JUPITER RESEARCH FOUNDATION		A Employer identification number 20-0513215
Number and street (or P O box number if mail is not delivered to street address) 350 SECOND STREET	Room/suite #6	B Telephone number 650-947-9920
City or town, state or province, country, and ZIP or foreign postal code LOS ALTOS, CA 94022		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change		D 1 Foreign organizations, check here <input type="checkbox"/>
<input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 536,096.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (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	4,260,023.			
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments	452.	452.	452.	STATEMENT 1
4	Dividends and interest from securities	115.	115.	115.	STATEMENT 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	683,591.			
b	Gross sales price for all assets on line 6a 2,816,974.				
7	Capital gain net income (from Part IV, line 2)		683,591.		
8	Net short-term capital gain			18,799.	
9	Income modifications				
10a	Gross sales less returns and allowances 483,000.				STATEMENT 3
b	Less: Cost of goods sold 338,001.				STATEMENT 4
c	Gross profit or (loss)	144,999.		144,999.	
11	Other income				
12	Total. Add lines 1 through 11	5,089,180.	684,158.	164,365.	
13	Compensation of officers, directors, trustees, etc.	367,500.	34,375.	0.	333,125.
14	Other employee salaries and wages	1,312,509.	0.	0.	1,312,509.
15	Pension plans, employee benefits	185,278.	0.	0.	185,278.
16a	Legal fees STMT 5	57,243.	0.	0.	57,243.
b	Accounting fees STMT 6	3,091.	0.	0.	3,091.
c	Other professional fees STMT 7	118,731.	0.	0.	118,731.
17	Interest	1,535.	1,535.	0.	1,535.
18	Taxes STMT 8	120,506.	2,324.	0.	113,261.
19	Depreciation and depletion	537,525.	11,624.	525,901.	
20	Occupancy	247,826.	0.	0.	247,826.
21	Travel, conferences, and meetings	49,147.	0.	0.	49,147.
22	Printing and publications	825.	0.	0.	825.
23	Other expenses STMT 9	324,143.	53.	0.	324,090.
24	Total operating and administrative expenses. Add lines 13 through 23	3,325,859.	49,911.	525,901.	2,746,661.
25	Contributions, gifts, grants paid	1,000.			1,000.
26	Total expenses and disbursements. Add lines 24 and 25	3,326,859.	49,911.	525,901.	2,747,661.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	1,762,321.			
b	Net investment income (if negative, enter -0-)		634,247.		
c	Adjusted net income (if negative, enter -0-)			0.	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	32,958.	52,285.	52,285.
	2 Savings and temporary cash investments	5,948.	7,328.	7,328.
	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	3,500.	5,320.	5,320.
	10a Investments - U S and state government obligations			
	b Investments - corporate stock	6,917.	0.	0.
	c Investments - corporate bonds			
	11 Investments - land, buildings and equipment basis ▶			
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment, basis ▶	2,160,898.			
Less accumulated depreciation ▶	1,737,356.	403,300.	423,542.	
15 Other assets (describe ▶ STATEMENT 11)	32,611.	47,621.	47,621.	
16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	485,234.	536,096.	536,096.	
Liabilities	17 Accounts payable and accrued expenses	65,968.	51,168.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons	1,004,942.		
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	1,070,910.	51,168.		
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here ▶ <input checked="" type="checkbox"/>			
	and complete lines 24, 25, 29, and 30.			
	24 Net assets without donor restrictions	<585,676.>	484,928.	
	25 Net assets with donor restrictions			
	Foundations that do not follow FASB ASC 958, check here ▶ <input type="checkbox"/>			
	and complete lines 26 through 30			
	26 Capital stock, trust principal, or current funds			
27 Paid-in or capital surplus, or land, bldg., and equipment fund				
28 Retained earnings, accumulated income, endowment, or other funds				
29 Total net assets or fund balances	<585,676.>	484,928.		
30 Total liabilities and net assets/fund balances	485,234.	536,096.		

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 29 (must agree with end-of-year figure reported on prior year's return)	1	<585,676.>
2 Enter amount from Part I, line 27a	2	1,762,321.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	1,176,645.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 10	5	691,717.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 29	6	484,928.

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 SEE ATTACHMENT B	P	01/01/19	12/31/19
b SEE ATTACHMENT B	P	12/31/18	12/31/19
c SEE ATTACHMENT C	P	12/31/18	12/31/19
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 145,682.		126,883.	18,799.
b 2,335,829.		1,780,094.	555,735.
c 335,463.		226,406.	109,057.
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) 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			18,799.
b			555,735.
c			109,057.
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	683,591.
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	18,799.

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))
2018	3,026,688.	913,815.	3.312145
2017	2,696,828.	3,586,078.	.752027
2016	2,445,094.	2,659,451.	.919398
2015	2,496,585.	2,613,891.	.955122
2014	2,613,765.	2,532,306.	1.032168

2 Total of line 1, column (d)	2	6.970860
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	1.394172
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	156,949.
5 Multiply line 4 by line 3	5	218,814.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	6,342.
7 Add lines 5 and 6	7	225,156.
8 Enter qualifying distributions from Part XII, line 4 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	8	2,747,661.

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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	6,342.
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	6,342.
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	6,342.
6	Credits/Payments.		
a	2019 estimated tax payments and 2018 overpayment credited to 2019	6a	11,956.
b	Exempt foreign organizations - tax withheld at source	6b	0.
c	Tax paid with application for extension of time to file (Form 8868)	6c	0.
d	Backup withholding erroneously withheld	6d	0.
7	Total credits and payments. Add lines 6a through 6d	7	11,956.
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	5,614.
11	Enter the amount of line 10 to be: Credited to 2020 estimated tax <input checked="" type="checkbox"/> 5,614. Refunded <input type="checkbox"/>	11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
d		
e		
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8a		
8b	X	
9	X	
10	X	

N/A

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions		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 ► WWW.JUPITERFOUNDATION.ORG	X	
14 The books are in care of ► THE FOUNDATION Telephone no. ► 650-947-9920 Located at ► 350 SECOND STREET, NO. #6, LOS ALTOS, CA ZIP+4 ► 94022		
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 2019, 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? <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 Organizations relying on a current notice regarding disaster assistance, check here ► N/A		
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 2019?		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 2019, did the foundation have any undistributed income (Part XIII, lines 6d and 6e) for tax year(s) beginning before 2019? If "Yes," list the years ► <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► N/A		
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 2019 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 Form 4720, Schedule C, to determine if the foundation had excess business holdings in 2019.) N/A		
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 2019?		X
		X

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:			Yes	No
(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	N/A	5b		
Organizations relying on a current notice regarding disaster assistance, check here				
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	N/A			
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			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		X
If "Yes" to 6b, file Form 8870.				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b		
8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?	<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, 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 13		367,500.	45,660.	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
KURT KIESOW PO BOX 8669, SAN JOSE, CA 95155	VP 40.00	220,000.	0.	0.
DAVID WALKER - 47472 CHOLLA STREET, FREMONT, CA 94539	VP ELECTRONICS 40.00	203,230.	0.	0.
EVAN DELLOR - 22400 SKYLINE BLVD, LA HONDA, CA 94020	BIOLOGIST 40.00	150,000.	0.	0.
DIANE E GOODWIN PO BOX 44340, KAMUELA, HI 96743	VP 40.00	138,593.	0.	0.
ROGER DELLOR 953 RUSSELL AVE, LOS ALTOS, CA 94024	SR SCIENTIST 40.00	134,000.	0.	0.
Total number of other employees paid over \$50,000				0

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
LOUIS DIETZ 1177 HIGH SCHOOL WAY, MOUNTAIN VIEW, CA 94041	SCIENTIFIC CONSULTING	65,031.
RAVI MULAM 4841 TUSCANY CIRCLE, SAN JOSE, CA 95135	SOFTWARE CONSULTING	57,600.

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 INTEGRATION OF MULTIPLE SENSORS ON AUTONOMOUS MARITIME VEHICLES AND DEPLOYMENT IN NEAR-SHORE WATERS OFF CALIFORNIA TO MEASURE OCEAN CARBON AND IMPROVE CLIMATE MODELING.	1,022,033.
2 SEE STATEMENT 14	424,121.
3 DESIGN, INTEGRATION, DEPLOYMENT OF OCEANGOING MICROSCOPE ON AUTONOMOUS MARITIME VEHICLES FOR DATA GATHERING AND ANALYSIS.	384,864.
4 RESEARCH, ENGINEERING, DESIGN, AND DEVELOPMENT OF RADIO COMMUNICATIONS SENSORS AND SOFTWARE CAPABLE OF REMOTE OPERATION AND AUTONOMOUS INTERACTION.	235,588.

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments See instructions.	
3	
Total. Add lines 1 through 3 ▶	0.

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	12,114.
b	Average of monthly cash balances	1b	147,225.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	159,339.
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	159,339.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	2,390.
5	Net value of noncharitable-use assets . Subtract line 4 from line 3. Enter here and on Part V, line 4	5	156,949.
6	Minimum investment return . Enter 5% of line 5	6	7,847.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations, check here and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	
2a	Tax on investment income for 2019 from Part VI, line 5	2a	
b	Income tax for 2019 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	2,747,661.
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	2,747,661.
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	6,342.
6	Adjusted qualifying distributions . Subtract line 5 from line 4	6	2,741,319.

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)

N/A

	(a) Corpus	(b) Years prior to 2018	(c) 2018	(d) 2019
1 Distributable amount for 2019 from Part XI, line 7				
2 Undistributed income, if any, as of the end of 2019				
a Enter amount for 2018 only				
b Total for prior years.				
3 Excess distributions carryover, if any, to 2019:				
a From 2014				
b From 2015				
c From 2016				
d From 2017				
e From 2018				
f Total of lines 3a through e				
4 Qualifying distributions for 2019 from Part XII, line 4: ▶ \$				
a Applied to 2018, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2019 distributable amount				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2019 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount - see instructions				
e Undistributed income for 2018. Subtract line 4a from line 2a. Taxable amount - see instr.				
f Undistributed income for 2019. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020				
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 2014 not applied on line 5 or line 7				
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9:				
a Excess from 2015				
b Excess from 2016				
c Excess from 2017				
d Excess from 2018				
e Excess from 2019				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2019, enter the date of the ruling ▶ 07/22/05
 b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year				(e) Total
	(a) 2019	(b) 2018	(c) 2017	(d) 2016	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	1 X 0.	0.	7,587.	24,389.	31,976.
b 85% of line 2a	0.	0.	6,449.	20,731.	27,180.
c Qualifying distributions from Part XII, line 4, for each year listed	2,747,661.	3,027,118.	2,696,828.	2,445,094.	10,916,701.
d Amounts included in line 2c not used directly for active conduct of exempt activities	0.	0.	0.	0.	0.
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	2,747,661.	3,027,118.	2,696,828.	2,445,094.	10,916,701.
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter:					
(1) Value of all assets	1				1 X 0.
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0.
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6, for each year listed	5,231.	30,461.	119,536.	88,649.	243,877.
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0.
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0.
(3) Largest amount of support from an exempt organization					0.
(4) Gross investment income					0.

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)

1 **Information Regarding Foundation Managers:**
 a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2).)
JOSEPH D. RIZZI
 b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

NONE

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**
 Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc., to individuals or organizations under other conditions, complete items 2a, b, c, and d.
 a The name, address, and telephone number or email address of the person to whom applications should be addressed:

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

 c Any submission deadlines:

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

Part XV Supplementary Information *(continued)*

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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)				
<p>a <i>Paid during the year</i></p>				
<p>NA KALAI WA'A 65-1206 MAMALAHOA HWY, B1-101 KAMUELA, HI 96743</p>		PC	<p>OCEAN CONSERVATION AND EDUCATION</p>	1,000.
<p>Total</p>			▶ 3a	1,000.
<p>b <i>Approved for future payment</i></p> <p>NONE</p>				
<p>Total</p>			▶ 3b	0.

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

- ▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Go to www.irs.gov/Form990 for the latest information.

OMB No 1545-0047

2019

Name of the organization

Employer identification number

JUPITER RESEARCH FOUNDATION

20-0513215

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

 501(c)() (enter number) organization 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation 527 political organization

Form 990-PF

 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note:** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000, or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ _____

Caution: An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2019)

Name of organization JUPITER RESEARCH FOUNDATION	Employer identification number 20-0513215
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Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	JOSEPH D RIZZI 350 2ND STREET, SUITE 6 LOS ALTOS, CA 94022	\$ 1,383.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
2	JOSEPH D RIZZI 350 2ND STREET, SUITE 6 LOS ALTOS, CA 94022	\$ 14,005.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
3	JOSEPH D RIZZI 350 2ND STREET, SUITE 6 LOS ALTOS, CA 94022	\$ 30,325.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
4	JOSEPH D RIZZI 350 2ND STREET, SUITE 6 LOS ALTOS, CA 94022	\$ 105,149.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
5	JOSEPH D RIZZI 350 2ND STREET, SUITE 6 LOS ALTOS, CA 94022	\$ 180,944.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
6	JOSEPH D RIZZI 350 2ND STREET, SUITE 6 LOS ALTOS, CA 94022	\$ 256,205.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization JUPITER RESEARCH FOUNDATION	Employer identification number 20-0513215
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Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
7	JOSEPH D RIZZI 350 2ND STREET, SUITE 6 LOS ALTOS, CA 94022	\$ 100,293.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
8	JOSEPH D RIZZI 350 2ND STREET, SUITE 6 LOS ALTOS, CA 94022	\$ 150,035.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
9	JOSEPH D RIZZI 350 2ND STREET, SUITE 6 LOS ALTOS, CA 94022	\$ 147,641.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
10	JOSEPH D RIZZI 350 2ND STREET, SUITE 6 LOS ALTOS, CA 94022	\$ 157,068.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
11	JOSEPH D RIZZI 350 2ND STREET, SUITE 6 LOS ALTOS, CA 94022	\$ 101,368.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
12	JOSEPH D RIZZI 350 2ND STREET, SUITE 6 LOS ALTOS, CA 94022	\$ 98,317.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization JUPITER RESEARCH FOUNDATION	Employer identification number 20-0513215
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Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
13	JOSEPH D RIZZI 350 2ND STREET, SUITE 6 LOS ALTOS, CA 94022	\$ 146,999.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
14	JOSEPH D RIZZI 350 2ND STREET, SUITE 6 LOS ALTOS, CA 94022	\$ 88,854.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
15	JOSEPH D RIZZI 350 2ND STREET, SUITE 6 LOS ALTOS, CA 94022	\$ 100,330.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
16	JOSEPH D RIZZI 350 2ND STREET, SUITE 6 LOS ALTOS, CA 94022	\$ 465,396.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
17	JOSEPH D RIZZI 350 2ND STREET, SUITE 6 LOS ALTOS, CA 94022	\$ 424,999.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
18	JOSEPH D RIZZI 350 2ND STREET, SUITE 6 LOS ALTOS, CA 94022	\$ 253,397.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization JUPITER RESEARCH FOUNDATION	Employer identification number 20-0513215
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Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
19	JOSEPH D RIZZI 350 2ND STREET, SUITE 6 LOS ALTOS, CA 94022	\$ 22,923.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
20	JOSEPH D RIZZI 350 2ND STREET, SUITE 6 LOS ALTOS, CA 94022	\$ 50,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
21	JOSEPH D RIZZI 350 2ND STREET, SUITE 6 LOS ALTOS, CA 94022	\$ 12,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
22	JOSEPH D RIZZI 350 2ND STREET, SUITE 6 LOS ALTOS, CA 94022	\$ 95,058.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
23	JOSEPH D RIZZI 350 2ND STREET, SUITE 6 LOS ALTOS, CA 94022	\$ 1,004,942.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
24	ROBOTIC ACCESS LLC 5599 SAN FELIPE, SUITE 410 HOUSTON, TX 77056	\$ 250,000.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization JUPITER RESEARCH FOUNDATION	Employer identification number 20-0513215
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Part II Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
<u>1</u>	SEE ATTACHMENT A _____ _____ _____	\$ <u>1,383.</u>	<u>05/29/19</u>
<u>2</u>	SEE ATTACHMENT A _____ _____ _____	\$ <u>14,005.</u>	<u>07/15/19</u>
<u>3</u>	SEE ATTACHMENT A _____ _____ _____	\$ <u>30,325.</u>	<u>08/12/19</u>
<u>4</u>	SEE ATTACHMENT A _____ _____ _____	\$ <u>105,149.</u>	<u>10/16/19</u>
<u>5</u>	SEE ATTACHMENT A _____ _____ _____	\$ <u>180,944.</u>	<u>01/14/19</u>
<u>6</u>	SEE ATTACHMENT A _____ _____ _____	\$ <u>256,205.</u>	<u>02/04/19</u>

Name of organization JUPITER RESEARCH FOUNDATION	Employer identification number 20-0513215
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Part II Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
7	SEE ATTACHMENT A _____ _____ _____	\$ 100,293.	02/14/19
8	SEE ATTACHMENT A _____ _____ _____	\$ 150,035.	03/06/19
9	SEE ATTACHMENT A _____ _____ _____	\$ 147,641.	03/28/19
10	SEE ATTACHMENT A _____ _____ _____	\$ 157,068.	04/11/19
11	SEE ATTACHMENT A _____ _____ _____	\$ 101,368.	04/24/19
12	SEE ATTACHMENT A _____ _____ _____	\$ 98,317.	05/13/19

Name of organization JUPITER RESEARCH FOUNDATION	Employer identification number 20-0513215
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Part II Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
13	SEE ATTACHMENT A	\$ 146,999.	05/29/19
14	SEE ATTACHMENT A	\$ 88,854.	07/12/19
15	SEE ATTACHMENT A	\$ 100,330.	07/25/19
16	SEE ATTACHMENT A	\$ 465,396.	08/12/19
17	SEE ATTACHMENT A	\$ 424,999.	10/16/19
18	SEE ATTACHMENT A	\$ 253,397.	12/13/19

Name of organization JUPITER RESEARCH FOUNDATION	Employer identification number 20-0513215
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Part II Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
19	1990 FORD BRONCO	\$ 22,923.	01/01/19
24	10 WAVE GLIDER AUTONOMOUS SURFACE VEHICLES	\$ 250,000.	03/06/19
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____

Name of organization

Employer identification number

JUPITER RESEARCH FOUNDATION

20-0513215

Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this info once) ▶ \$ _____
Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4

Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4

Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4

Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4

Relationship of transferor to transferee

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
MORGAN STANLEY 2577	98.	98.	98.
MORGAN STANLEY 4634	354.	354.	354.
TOTAL TO PART I, LINE 3	452.	452.	452.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MORGAN STANLEY 2577	115.	0.	115.	115.	115.
TO PART I, LINE 4	115.	0.	115.	115.	115.

FORM 990-PF

INCOME AND COST OF GOODS SOLD
INCLUDED ON PART I, LINE 10

STATEMENT 3

INCOME

1. GROSS RECEIPTS	483,000	
2. RETURNS AND ALLOWANCES		
3. LINE 1 LESS LINE 2		483,000
4. COST OF GOODS SOLD (LINE 15)	338,001	
5. GROSS PROFIT (LINE 3 LESS LINE 4).		144,999
6. OTHER INCOME		
7. GROSS INCOME (ADD LINES 5 AND 6)		144,999

COST OF GOODS SOLD

8. INVENTORY AT BEGINNING OF YEAR	0	
9. MERCHANDISE PURCHASED.		
10. COST OF LABOR.	75,875	
11. MATERIALS AND SUPPLIES	183,115	
12. OTHER COSTS.	79,011	
13. ADD LINES 8 THROUGH 12		338,001
14. INVENTORY AT END OF YEAR	0	
15. COST OF GOODS SOLD (LINE 13 LESS LINE 14).		338,001

FORM 990-PF	COST OF GOODS SOLD - OTHER COSTS	STATEMENT	4
DESCRIPTION		AMOUNT	
TRAVEL		79,011.	
TOTAL OTHER COSTS		79,011.	

FORM 990-PF	LEGAL FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ATTORNEY FEES	57,243.	0.	0.	57,243.	
TO FM 990-PF, PG 1, LN 16A	57,243.	0.	0.	57,243.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
AUDITING/ACCOUNTING	3,091.	0.	0.	3,091.	
TO FORM 990-PF, PG 1, LN 16B	3,091.	0.	0.	3,091.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
SCIENTIFIC RESEARCH & DEVELOPMENT	118,731.	0.	0.	118,731.	
TO FORM 990-PF, PG 1, LN 16C	118,731.	0.	0.	118,731.	

FORM 990-PF	TAXES			STATEMENT 8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PERSONAL PROPERTY TAXES	1,160.	0.	0.	1,160.
STATE TAXES	10.	0.	0.	10.
FEDERAL TAX	4,921.	0.	0.	0.
BUSINESS PROPERTY TAX	819.	0.	0.	819.
PAYROLL TAXES	113,596.	2,324.	0.	111,272.
TO FORM 990-PF, PG 1, LN 18	120,506.	2,324.	0.	113,261.

FORM 990-PF	OTHER EXPENSES			STATEMENT 9
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PARTS AND SUPPLIES	40,537.	0.	0.	40,537.
MARINE OPERATIONS	46,650.	0.	0.	46,650.
INTERNET/SAAS/HOSTING	17,912.	0.	0.	17,912.
LAB SUPPLIES AND EQUIPMENT	6,445.	0.	0.	6,445.
SHIPPING	13,775.	0.	0.	13,775.
TELEPHONE & TELECOMMUNICATIONS	6,314.	0.	0.	6,314.
WEBSITE DEVELOPMENT AND HOSTING	2,368.	0.	0.	2,368.
OFFICE EXPENSE	23,456.	0.	0.	23,456.
BANK AND ADVISORY FEES	1,215.	0.	0.	1,215.
INSURANCE	79,843.	0.	0.	79,843.
SMALL TOOLS & EQUIPMENT	24,462.	0.	0.	24,462.
UTILITIES	18,064.	0.	0.	18,064.
SATCOM AND OPS CELL COM	31,754.	0.	0.	31,754.
EQUIPMENT RENTAL	3,632.	0.	0.	3,632.
PAYROLL EXPENSE	2,556.	53.	0.	2,503.
PROFESSIONAL DEVELOPMENT	4,995.	0.	0.	4,995.
AUTO EXPENSE	165.	0.	0.	165.
TO FORM 990-PF, PG 1, LN 23	324,143.	53.	0.	324,090.

FORM 990-PF OTHER DECREASES IN NET ASSETS OR FUND BALANCES STATEMENT 10

DESCRIPTION	AMOUNT
GAIN ON SALE OF APPRECIATED PROPERTY CONTRIBUTED	691,717.
TOTAL TO FORM 990-PF, PART III, LINE 5	691,717.

FORM 990-PF OTHER ASSETS STATEMENT 11

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
SOFTWARE	29,696.	44,706.	44,706.
WG MICROSCOPE IP	2,915.	2,915.	2,915.
TO FORM 990-PF, PART II, LINE 15	32,611.	47,621.	47,621.

FORM 990-PF LIST OF SUBSTANTIAL CONTRIBUTORS PART VII-A, LINE 10 STATEMENT 12

NAME OF CONTRIBUTOR	ADDRESS
JOSEPH D RIZZI	350 2ND STREET, SUITE 6 LOS ALTOS, CA 94022
ROBOTICS ACCESS LLC	5599 SAN FELIPE, SUITE 410 HOUSTON, TX 77056

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 13

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JOSEPH D. RIZZI 350 2ND STREET, SUITE 6 LOS ALTOS, CA 94022	TRUSTEE, PRESIDENT 1.00	0.	0.	0.
BRUCE KAMOLNICK 350 2ND STREET, SUITE 6 LOS ALTOS, CA 94022	TRUSTEE, CFO 40.00	137,500.	18,924.	0.
JORGE DEL CALVO 350 2ND STREET, SUITE 6 LOS ALTOS, CA 94022	TRUSTEE 1.00	0.	0.	0.
KEVIN REA 350 2ND STREET, SUITE 6 LOS ALTOS, CA 94022	TRUSTEE, CTO 40.00	230,000.	26,736.	0.
ROBERT MOMSEN 350 2ND STREET, SUITE 6 LOS ALTOS, CA 94022	TRUSTEE 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		367,500.	45,660.	0.

FORM 990-PF SUMMARY OF DIRECT CHARITABLE ACTIVITIES STATEMENT 14

ACTIVITY TWO

ASSEMBLY, MAINTENANCE, AND DEPLOYMENT OF AUTONOMOUS MARITIME VEHICLES IN NEAR-SHORE WATERS OF HAWAII ISLAND AND TRANS-OCEANIC MISSIONS. DETECTION OF HUMPBACK AND OTHER WHALES IN PREVIOUSLY UNMONITORED OPEN OCEAN REGIONS.

TO FORM 990-PF, PART IX-A, LINE 2

EXPENSES

424,121.

ATTACHMENT A

Security Description	Symbol	Shares	BOUGHT	SOLD	ST/LT	Transfer Basis	Xfr Gain	Gross Proceeds per AVG Sh\$	Individual Contributions
Discovery Inc	DISCA	50	06/04/2018	5/29/2019	ST	1,050.12	333.13	1,383.25	1,383
First Eagle Overseas I	SGOIX	73,553	12/12/2018	7/15/2019	ST	1,632.14	184.62	1,816.76	
First Eagle Overseas I	SGOIX	493,447	12/12/2018	7/15/2019	ST	10,949.59	1,238.55	12,188.14	14,005
First Eagle Overseas I	SGOIX	206,298	12/12/2018	8/12/2019	ST	4,577.75	400.22	4,977.97	
First Eagle Overseas I	SGOIX	693,781	12/12/2018	8/12/2019	ST	15,395.01	1,345.93	16,740.94	
ATT	T	250	08/13/2018	8/12/2019	ST	8,073.35	532.90	8,606.25	30,325
BOSTON SCIENTIFIC CORP	BSX	106	01/07/2019	10/16/2019	ST	3,653.29	389.02	4,042.31	
BOSTON SCIENTIFIC CORP	BSX	260	05/20/2019	10/16/2019	ST	9,674.73	240.37	9,915.10	
Kinder Morgan	KMI	2043	10/19/2018	10/16/2019	ST	36,317.80	4,726.07	41,043.87	
Microsoft	MSFT	88	01/07/2019	10/16/2019	ST	9,045.08	3,297.80	12,342.88	
NY Times	NYT	1143	01/08/2019	10/16/2019	ST	26,514.51	11,290.22	37,804.73	105,149
						126,883.37	23,978.82	150,862.19	150,862
Yum Brands Inc	YUM	419	01/28/2016	1/14/2019	LT	20,656.81	17,116.04	37,772.85	
Splunk Inc	SPLK	423	05/20/2014	1/14/2019	LT	18,325.63	30,179.78	48,505.41	
Splunk Inc	SPLK	50	11/27/2015	1/14/2019	LT	2,986.88	2,746.62	5,733.50	
Splunk Inc	SPLK	97	09/02/2016	1/14/2019	LT	5,741.42	5,381.57	11,122.99	
Salesforce.com	CRM	292	08/21/2014	1/14/2019	LT	16,155.95	26,392.83	42,548.78	
Facebook	FB	223	09/02/2015	1/14/2019	LT	19,920.59	12,173.57	32,094.16	
Facebook	FB	22	12/22/2016	1/14/2019	LT	2,576.58	589.66	3,166.24	180,944
Yum China Holdings	YUMC	419	01/28/2016	2/4/2019	LT	8,916.29	7,682.40	16,598.69	
Yum China Holdings	YUMC	156	12/06/2016	2/4/2019	LT	4,399.20	1,780.74	6,179.94	
Sony Corp	SNE	403	02/24/2017	2/4/2019	LT	12,449.60	6,134.75	18,584.35	
Salesforce.com	CRM	88	08/21/2014	2/4/2019	LT	4,868.92	8,960.72	13,829.64	
Madison Square Garden	MSG	95	02/24/2017	2/4/2019	LT	16,986.00	9,818.73	26,804.73	
JPMorgan Chase	JPM	355	03/20/2014	2/4/2019	LT	20,887.99	15,900.66	36,788.65	
Fortive Corp	FTV	172	03/07/2016	2/4/2019	LT	7,355.54	5,393.96	12,749.50	
Fortive Corp	FTV	127	12/06/2016	2/4/2019	LT	6,858.27	2,555.61	9,413.88	
Cisco	CSCO	240	05/25/2010	2/4/2019	LT	5,508.94	5,841.86	11,350.80	
Broadcom Inc	AVGO	61	09/27/2016	2/4/2019	LT	10,354.75	6,026.50	16,381.25	
Bank of America Corp	BAC	457	09/02/2016	2/4/2019	LT	7,275.44	5,838.18	13,113.62	
Bank of America Corp	BAC	333	09/27/2016	2/4/2019	LT	5,078.25	4,477.19	9,555.44	
AutoDesk	ADSK	348	02/24/2017	2/4/2019	LT	30,450.00	22,037.10	52,487.10	
AutoDesk	ADSK	82	03/17/2017	2/4/2019	LT	7,088.90	5,278.75	12,367.65	256,205
THERMO FISHER SCIENTIFIC	TMO	7	09/02/2016	2/14/2019	LT	1,056.37	669.59	1,725.96	

ATTACHMENT A

Security Description	Symbol	Shares	BOUGHT	SOLD	ST/LT	Transfer Basis	Xfr Gain	Gross Proceeds per AVG Sh\$	Individual Contributions
THERMO FISHER SCIENTIFIC	TMO	17	12/06/2016	2/14/2019	LT	2,450.88	1,740.73	4,191.61	
THERMO FISHER SCIENTIFIC	TMO	63	12/22/2016	2/14/2019	LT	8,843.37	6,690.23	15,533.60	
Prologis	PLD	475	03/11/2016	2/14/2019	LT	20,045.04	13,523.21	33,568.25	
Madison Square Garden	MSG	72	02/24/2017	2/14/2019	LT	12,873.60	8,015.40	20,889.00	
BOSTON SCIENTIFIC CORP	BSX	421	09/02/2016	2/14/2019	LT	10,206.09	6,513.93	16,720.02	
BOSTON SCIENTIFIC CORP	BSX	193	09/27/2016	2/14/2019	LT	4,581.82	3,083.18	7,665.00	100,293
Vanguard TTL Stk Mkt	VTI	706	12/06/2016	3/6/2019	LT	80,914.66	19,965.68	100,880.34	
Vanguard TTL Stk Mkt	VTI	344	12/22/2016	3/6/2019	LT	39,952.16	9,202.00	49,154.16	150,035
Vanguard TTL Stk Mkt	VTI	33	12/22/2016	3/28/2019	LT	3,832.62	899.75	4,732.37	
Salesforce.com	CRM	85	04/19/2014	3/28/2019	LT	4,808.52	8,366.06	13,174.58	
Salesforce.com	CRM	20	08/21/2014	3/28/2019	LT	1,106.57	1,993.33	3,099.90	
Madison Square Garden	MSG	27	02/24/2017	3/28/2019	LT	4,827.60	3,046.95	7,874.55	
Madison Square Garden	MSG	45	03/17/2017	3/28/2019	LT	8,949.51	4,174.74	13,124.25	
Danaher Corp	DHR	154	03/07/2016	3/28/2019	LT	10,584.18	9,377.30	19,961.48	
Crown Castle	CCI	154	01/23/2014	3/28/2019	LT	10,946.35	8,550.82	19,497.17	
Cisco	CSCO	398	05/25/2010	3/28/2019	LT	9,135.65	12,099.64	21,235.29	
Cisco	CSCO	37	09/27/2016	3/28/2019	LT	1,167.62	806.52	1,974.14	
Cisco	CSCO	137	12/22/2016	3/28/2019	LT	4,164.79	3,144.85	7,309.64	
Apple	AAPL	151	09/27/2016	3/28/2019	LT	17,034.14	11,436.16	28,470.30	147,641
Broadcom Inc	AVGO	24	09/27/2016	3/28/2019	LT	4,074.00	3,113.64	7,187.64	
FPA Crescent	FPACX	449.51	01/24/2017	4/11/2019	LT	14,865.30	197.78	15,063.08	
FirstEnergy Corp	FE	1328	02/09/2018	4/11/2019	LT	41,177.03	13,231.13	54,408.16	
FirstEnergy Corp	FE	309	04/04/2018	4/11/2019	LT	10,563.17	2,096.56	12,659.73	
First Eagle Overseas I	SGOIX	3126.3	01/24/2017	4/11/2019	LT	73,436.79	1,500.62	74,937.41	157,068
Salesforce.com	CRM	25	04/09/2014	4/24/2019	LT	1,414.27	2,609.36	4,023.63	
Salesforce.com	CRM	5	07/29/2015	4/24/2019	LT	369.85	434.88	804.73	
Pfizer	PFE	190	10/17/2009	4/24/2019	LT	3,327.85	4,158.15	7,486.00	
Pfizer	PFE	660	01/24/2016	4/24/2019	LT	20,448.98	5,555.02	26,004.00	
Pfizer	PFE	44	04/24/2017	4/24/2019	LT	1,489.40	244.20	1,733.60	
JPMorgan Chase	JPM	107	03/20/2014	4/24/2019	LT	6,295.82	5,846.54	12,142.36	
Honeywell Intl	HON	78	09/02/2016	4/24/2019	LT	8,640.02	4,743.22	13,383.24	
Danaher Corp	DHR	91	03/07/2016	4/24/2019	LT	6,254.29	5,446.49	11,700.78	
Broadcom Inc	AVGO	27	09/27/2016	4/24/2019	LT	4,583.25	3,924.45	8,507.70	
Apple	AAPL	75	09/27/2016	4/24/2019	LT	8,460.67	7,121.71	15,582.38	101,368
FPA Crescent	FPACX	2982	01/24/2017	5/13/2019	LT	98,614.74	(298.20)	98,316.54	98,317
Vanguard TTL Stk Mkt	VTI	50	12/22/2016	5/29/2019	LT	5,807.00	1,299.00	7,106.00	

ATTACHMENT A

Security Description	Symbol	Shares	BOUGHT	SOLD	ST/LT	Transfer Basis	Xfr Gain	Gross Proceeds per AVG Sh\$	Individual Contributions
T-Mobile	TMUS	248	12/22/2016	5/29/2019	LT	14,376.41	4,464.15	18,840.56	
Salesforce com	CRM	70	07/29/2015	5/29/2019	LT	5,177.89	5,506.21	10,684.10	
Prologis	PLD	268	03/11/2016	5/29/2019	LT	11,309.63	8,421.87	19,731.50	
Prologis	PLD	120	03/17/2017	5/29/2019	LT	6,131.00	2,704.00	8,835.00	
Prologis	PLD	88	05/24/2017	5/29/2019	LT	4,911.27	1,567.73	6,479.00	
Honeywell Intl	HON	116	09/02/2016	5/29/2019	LT	12,849.25	6,163.73	19,012.98	
Honeywell Intl	HON	81	09/27/2016	5/29/2019	LT	8,995.51	4,280.80	13,276.31	
Honeywell Intl	HON	51	11/09/2016	5/29/2019	LT	5,530.54	2,828.62	8,359.16	
Discovery Inc	DISCA	675	12/04/2017	5/29/2019	LT	14,036.63	4,637.25	18,673.88	
Broadcom Inc	AVGO	63	09/27/2016	5/29/2019	LT	10,694.25	5,306.18	16,000.43	146,999
Nvent Electric	NVT	438	08/31/2017	7/12/2019	LT	9,082.38	1,661.76	10,744.14	
Nvent Electric	NVT	171	09/26/2017	7/12/2019	LT	3,831.66	362.97	4,194.63	
Intercontinental Exchange Group	ICE	395	02/14/2018	7/12/2019	LT	27,454.40	8,648.60	36,103.00	
Comcast	CMCSA	480	03/07/2016	7/12/2019	LT	14,187.39	7,165.41	21,352.80	
Comcast	CMCSA	370	03/11/2016	7/12/2019	LT	10,872.45	5,587.00	16,459.45	88,854
Verizon	VZ	568	11/27/2017	7/25/2019	LT	27,026.29	4,937.91	31,964.20	
Utilities Sel Sect	XLU	494	07/09/2018	7/25/2019	LT	25,912.77	3,630.90	29,543.67	
Microsoft	MSFT	135	05/09/2018	7/25/2019	LT	12,938.70	5,956.58	18,895.28	
American Tower REIT	AMT	97	04/04/2018	7/25/2019	LT	13,869.44	6,057.27	19,926.71	100,330
First Eagle Overseas I	SGOIX	14099.921	01/24/2017	8/12/2019	LT	331,207.14	9,023.95	340,231.09	
Cons Staples	XLP	1133	07/09/2018	8/12/2019	LT	59,198.80	4,560.77	63,759.58	
Bank of America Corp	BAC	957	09/02/2016	8/12/2019	LT	15,235.44	11,230.40	26,465.84	
Bank of America Corp	BAC	78	12/22/2016	8/12/2019	LT	1,759.59	397.50	2,157.09	
Bank of America Corp	BAC	441	05/24/2017	8/12/2019	LT	10,332.63	1,863.23	12,195.86	
ATT	T	598	07/09/2018	8/12/2019	LT	19,343.98	1,242.17	20,586.15	465,396
Sempra Energy	SRE	253	04/04/2018	10/16/2019	LT	27,904.74	8,600.63	36,505.37	
Microsoft	MSFT	162	05/09/2018	10/16/2019	LT	15,526.43	7,195.69	22,722.12	
JP Morgan Chase	JPM	60	03/20/2014	10/16/2019	LT	3,530.36	3,669.64	7,200.00	
JP Morgan Chase	JPM	237	09/02/2016	10/16/2019	LT	15,947.73	12,492.27	28,440.00	
JP Morgan Chase	JPM	129	04/24/2017	10/16/2019	LT	11,313.88	4,166.12	15,480.00	
Intercontinental Exchange Group	ICE	9	02/14/2018	10/16/2019	LT	625.54	212.77	838.31	
Intercontinental Exchange Group	ICE	127	03/01/2018	10/16/2019	LT	9,186.44	2,642.98	11,829.42	
Intercontinental Exchange Group	ICE	60	06/05/2018	10/16/2019	LT	4,440.25	1,148.45	5,588.70	
Intercontinental Exchange Group	ICE	200	06/18/2018	10/16/2019	LT	14,847.04	3,781.96	18,629.00	
Danaher Corp	DHR	99	03/07/2016	10/16/2019	LT	6,804.11	6,827.70	13,631.81	
Danaher Corp	DHR	74	09/02/2016	10/16/2019	LT	5,979.64	4,209.79	10,189.43	

