

EXTENDED TO NOVEMBER 16, 2020

Return of Private Foundation

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

- Do not enter social security numbers on this form as it may be made public.
Go to www.irs.gov/Form990PF for instructions and the latest information

OMB No 1545-0047

2019

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue Service

For calendar year 2019 or tax year beginning

, and ending

Name of foundation

RICHARD K. LUBIN FOUNDATION
C/O CASTLE ROCK ADVISORS

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

200 CLARENDON STREET, 35TH FLOOR

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

BOSTON, MA 02116

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 foundation

I Fair market value of all assets at end of year

(from Part II, col. (c), line 16)

\$ 209,755,590.

J Accounting method:

☒ Cash☐ Accrual☐ Other (specify)

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

A Employer identification number

22-2773808

B Telephone number

617-227-0050

C 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	7,454,757.		N/A	
2	Check ☐ if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments	1,113,254.	1,109,779.		STATEMENT 2
4	Dividends and interest from securities	5,094,694.	5,094,610.		STATEMENT 3
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	10,403,212.			STATEMENT 1
b	Gross sales price for all assets on line 6a	22,829,699.			
7	Capital gain net income (from Part IV, line 2)		10,397,893.		
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	-139,879.	-60,050.		STATEMENT 4
12	Total. Add lines 1 through 11	23,926,038.	16,542,232.		
13	Compensation of officers, directors, trustees, etc	246,615.	0.		246,615.
14	Other employee salaries and wages				
15	Pension plans, employee benefits	10,155.	0.		10,155.
16a	Legal fees	3,572.	0.		0.
b	Accounting fees	6,900.	3,450.		0.
c	Other professional fees	323,129.	134,416.		60,622.
d	Interest				
18	Taxes	288,647.	133,361.		18,263.
19	Depreciation and depletion				
20	Occupancy	38,100.	0.		38,100.
21	Travel, conferences, and meetings	239.	0.		239.
22	Printing and publications	40.	0.		40.
23	Other expenses	30,511.	0.		28,915.
24	Total operating and administrative expenses. Add lines 13 through 23	947,908.	271,227.		402,949.
25	Contributions, gifts, grants paid	6,270,135.			6,270,135.
26	Total expenses and disbursements. Add lines 24 and 25	7,218,043.	271,227.		6,673,084.
27	Subtract line 26 from line 12.	16,707,995.			
a	Excess of revenue over expenses and disbursements		16,271,005.		
b	Net investment income (if negative, enter -0-)				
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		17,025,777.	10,637,015.	10,637,015.
	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				
	c	Investments - corporate bonds				
	Liabilities	11	Investments - land, buildings, and equipment basis ▶			
		Less: accumulated depreciation ▶				
12		Investments - mortgage loans				
13		Investments - other STMT 12	116,002,301.	138,208,339.	199,109,275.	
14		Land, buildings, and equipment: basis ▶				
		Less: accumulated depreciation ▶				
15		Other assets (describe ▶ STATEMENT 13)	0.	9,300.	9,300.	
16		Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	133,028,078.	148,854,654.	209,755,590.	
17		Accounts payable and accrued expenses				
18		Grants payable				
Net Assets or Fund Balances	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶ STATEMENT 14)	15,000.	57,965.		
	23	Total liabilities (add lines 17 through 22)	15,000.	57,965.		
Net Assets or Fund Balances		Foundations that follow FASB ASC 958, check here ▶ ☐				
	24	Net assets without donor restrictions				
	25	Net assets with donor restrictions				
		Foundations that do not follow FASB ASC 958, check here ▶ ☒				
	26	Capital stock, trust principal, or current funds	133,013,078.	148,796,689.		
	27	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
	28	Retained earnings, accumulated income, endowment, or other funds	0.	0.		
	29	Total net assets or fund balances	133,013,078.	148,796,689.		
	30	Total liabilities and net assets/fund balances	133,028,078.	148,854,654.		

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	133,013,078.
2	Enter amount from Part I, line 27a	2	16,707,995.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 10	3	2,347,107.
4	Add lines 1, 2, and 3	4	152,068,180.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 11	5	3,271,491.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 29	6	148,796,689.

Form 990-PF (2019)

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 22,829,699.		12,431,806.	10,397,893.

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			
b			
c			
d			
e			10,397,893.

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	10,397,893.
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))
2018	5,026,492.	148,149,011.	.033929
2017	2,563,373.	117,334,679.	.021847
2016	3,153,458.	93,638,654.	.033677
2015	1,744,356.	85,251,725.	.020461
2014	898,296.	61,775,715.	.014541

2 Total of line 1, column (d)	2	.124455
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	.024891
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	190,765,800.
5 Multiply line 4 by line 3	5	4,748,352.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	162,710.
7 Add lines 5 and 6	7	4,911,062.
8 Enter qualifying distributions from Part XII, line 4	8	6,673,084.

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 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	GOLDMAN SACHS ACCT #1 (SEE ATTACHED)	P	01/01/19	07/01/19
b	GOLDMAN SACHS ACCT #1 (SEE ATTACHED)	P	01/01/18	07/01/19
c	GOLDMAN SACHS ACCT #1 (SEE ATTACHED)	P	01/01/18	07/01/19
d	GOLDMAN SACHS ACCT #1 (SEE ATTACHED)	P	01/01/19	07/01/19
e	GOLDMAN SACHS ACCT #3 (SEE ATTACHED)	P	01/01/19	07/01/19
f	GOLDMAN SACHS ACCT #5 (SEE ATTACHED)	P	01/01/19	07/01/19
g	GOLDMAN SACHS ACCT #5 (SEE ATTACHED)	P	01/01/19	07/01/19
h	GOLDMAN SACHS ACCT #7 (SEE ATTACHED)	P	01/01/19	07/01/19
i	GOLDMAN SACHS ACCT #7 (SEE ATTACHED)	P	01/01/19	07/01/19
j	FROM K-1 - STOCKBRIDGE COINVESTORS LLC	P	01/01/19	07/01/19
k	FROM K-1 - STOCKBRIDGE COINVESTORS LLC	P	01/01/19	07/01/19
l	FROM K-1 - HIGHVISTA II LP	P	01/01/19	07/01/19
m	FROM K-1 - HIGHVISTA II LP	P	01/01/19	07/01/19
n	FROM K-1 - CRA FUND II LLC	P	01/01/19	07/01/19
o	FROM K-1 - CRA FUND II LLC	P	01/01/19	07/01/19

(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	18,994.	12,785.	6,209.
b	1,654,944.	535,099.	1,119,845.
c	385,961.		385,961.
d	35,034.	1,080.	33,954.
e	1,582,026.	1,582,026.	0.
f	307,462.	287,200.	20,262.
g	1,252,090.	1,294,026.	-41,936.
h	1,177,174.	1,146,927.	30,247.
i	2,728,465.	2,722,683.	5,782.
j	40,103.		40,103.
k	918,940.		918,940.
l	155,727.	-685.	156,412.
m	225,010.	1,295.	223,715.
n		13,018.	-13,018.
o	126,590.	5,093.	121,497.

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			6,209.
b			1,119,845.
c			385,961.
d			33,954.
e			0.
f			20,262.
g			-41,936.
h			30,247.
i			5,782.
j			40,103.
k			918,940.
l			156,412.
m			223,715.
n			-13,018.
o			121,497.

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
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

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	FROM K-1 - BIL, LTD.	P	01/01/19	07/01/19
b	GOLDMAN SACHS ACCT #2 (SEE ATTACHED)	P	01/01/18	07/01/19
c	FROM K-1 - THE BLACKSTONE GROUP	P	01/01/18	07/01/19
d	FROM K-1 - THE BLACKSTONE GROUP	P	01/01/18	07/01/19
e	MERRILL LYNCH ACCT #1	P	01/01/18	07/01/19
f	MERRILL LYNCH ACCT #1	P	01/01/18	07/01/19
g	MERRILL LYNCH ACCT #1	P	01/01/18	07/01/19
h	MERRILL LYNCH ACCT #1	P	01/01/18	07/01/19
i	MORGAN STANLEY ACCT #1	P	01/01/19	07/01/19
j	MORGAN STANLEY ACCT #1	P	01/01/19	07/01/19
k	MORGAN STANLEY ACCT #1	P	01/01/18	07/01/19
l	CAPITAL GAINS DIVIDENDS			
m				
n				
o				

(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 5,150.			5,150.
b 2,500,000.		2,630,395.	-130,395.
c 10.			10.
d 472.			472.
e 250,757.			250,757.
f 908,152.		268,968.	639,184.
g 6,254,806.		1,653,691.	4,601,115.
h 1,680,889.			1,680,889.
i 59,436.		79,871.	-20,435.
j 231,433.		193,290.	38,143.
k 21,085.		5,044.	16,041.
l 308,989.			308,989.
m			
n			
o			

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			5,150.
b			-130,395.
c			10.
d			472.
e			250,757.
f			639,184.
g			4,601,115.
h			1,680,889.
i			-20,435.
j			38,143.
k			16,041.
l			308,989.
m			
n			
o			

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	10,397,893.
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 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	162,710.
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	162,710.
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	162,710.
6 Credits/Payments:			
a 2019 estimated tax payments and 2018 overpayment credited to 2019	6a	161,918.	
b Exempt foreign organizations - tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	55,000.	
d Backup withholding erroneously withheld	6d	0.	
7 Total credits and payments. Add lines 6a through 6d	7	216,918.	
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	54,208.	
11 Enter the amount of line 10 to be Credited to 2020 estimated tax ☒ 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?	X	
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 ☒ MA		
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 2019 or the tax year beginning in 2019? 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 ► RICHARD K. LUBIN Telephone no. ► 617-227-0050 Located at ► 200 CLARENDON STREET, 35TH FLOOR, BOSTON, MA ZIP+4 ► 02116		
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?	☐ 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	
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 ►	☐ Yes ☒ 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.)	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. ►		
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 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?		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 2019?		X

Form 990-PF (2019)

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 ☒ 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

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

☐ 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

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

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

6b

X

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

☐ Yes ☒ 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?

☐ 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 15		0.	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
SUSAN COHEN	EXECUTIVE DIRECTOR			
	40.00	154,615.	4,569.	2,743.
VICTORIA HOM	EMPLOYEE			
	40.00	92,000.	600.	2,243.

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

0

Form 990-PF (2019)

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
GOLDMAN SACHS - 125 HIGH STREET, 20TH FLOOR, BOSTON, MA 02110-2704	INVESTMENT MANAGEMENT	189,511.
MORGAN STANLEY - 1 NEW YORK PLAZA, 12TH FLOOR, NEW YORK, NY 10004	INVESTMENT MANAGEMENT	61,448.
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 N/A	
2	
3	
4	

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.

Form 990-PF (2019)

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	182,952,450.
b	Average of monthly cash balances	1b	10,718,413.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	193,670,863.
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	193,670,863.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	2,905,063.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	190,765,800.
6	Minimum investment return. Enter 5% of line 5	6	9,538,290.

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	9,538,290.
2a	Tax on investment income for 2019 from Part VI, line 5	2a	162,710.
b	Income tax for 2019. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	162,710.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	9,375,580.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	9,375,580.
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	9,375,580.

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	6,673,084.
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	6,673,084.
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	162,710.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	6,510,374.

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

Form 990-PF (2019)

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2018	(c) 2018	(d) 2019
1 Distributable amount for 2019 from Part XI, line 7				9,375,580.
2 Undistributed income, if any, as of the end of 2019				
a Enter amount for 2018 only			6,084,553.	
b Total for prior years:		0.		
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	0.			
4 Qualifying distributions for 2019 from Part XII, line 4: ▶ \$ 6,673,084.				
a Applied to 2018, but not more than line 2a			6,084,553.	
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 2019 distributable amount				588,531.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2019 (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	0.			
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 2018. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2019. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020				8,787,049.
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 2014 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2020 Subtract lines 7 and 8 from line 6a	0.			
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				

N/A

- ☐ 4942(1)(3) or ☒ 4942(1)(5)

- (4) Gross investment income

2019.05000 RICHARD K. LUBIN FOUNDATION LUBINFO1

RICHARD K. LUBIN FOUNDATION

Form 990-PF (2019)

C/O CASTLE ROCK ADVISORS

22-2773808 Page 11

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
ALZHEIMER'S ASSOCIATION 480 PLEASANT STREET WATERTOWN, MA 02472	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	5,000.
ALZHEIMER'S DISEASE RESEARCH 34 WASHINGTON STREET, SUITE 200 WELLESLEY HILLS, MA 02481	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	500.
BABSON COLLEGE 231 FOREST STREET BABSON PARK, MA 02457	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	2,000.
BEACON ACADEMY 477 LONGWOOD AVENUE BOSTON, MA 02215	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	20,000.
BELMONT GOLF SCHOLARSHIP FUND 151 TREMONT STREET BOSTON, MA 02111	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	1,000.
Total SEE CONTINUATION SHEET(S)				3a 6,270,135.
b Approved for future payment				
NONE				
Total				3b 0.

Form 990-PF (2019)

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
BETH ISRAEL DEACONESS MEDICAL CENTER 110 FRANCIS STREET BOSTON, MA 02215	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	63,000.
BIG BROTHERS BIG SISTERS 75 FEDERAL STREET, 8TH FL BOSTON, MA 02210	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	10,000.
BOSTON CHILDRENS HOSPITAL 300 LONGWOOD AVENUE BOSTON, MA 02115	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	1,000.
BOSTON CHILDRENS MUSEUM 308 CONGRESS STREET BOSTON, MA 02210	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	3,000.
BOSTON FOUNDATION 75 ARLINGTON STREET BOSTON, MA 02116	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	10,000.
BOSTON MEDICAL CENTER ONE MEDICAL CENTER PLACE BOSTON, MA 02118	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	75,000.
BOSTON SYMPHONY ORCHESTRA 301 MASSACHUSETTS AVENUE BOSTON, MA 02115	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	80,000.
BOTTOM LINE 500 AMORY STREET JAMAICA PLAIN, MA 02130	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	15,000.
BOWDOIN COLLEGE 5000 SOUTH STREET BRUNSWICK, ME 04011	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	16,500.
BOWDOIN INTERNATIONAL MUSIC FESTIVAL 6300 COLLEGE STATION BRUNSWICK, ME 04011-8463	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	1,000.
Total from continuation sheets				6,241,635.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
BOYS AND GIRLS CLUBS OF BOSTON 50 CONGRESS STREET, SUITE 730 BOSTON, MA 02109	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	25,000.
BROWN UNIVERSITY PO BOX 1876 PROVIDENCE, RI 02912	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	15,000.
CAMP HARBOR VIEW FOUNDATION 1946 WASHINGTON STREET BOSTON, MA 02118	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	1,000.
CELEBRITY SERIES OF BOSTON 20 PARK PLAZA #1032 BOSTON, MA 02116	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	7,500.
CELLOBELLO 1200 WASHINGTON STREET, SUITE 320 BOSTON, MA 02118	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	100,000.
CHARLES RIVER WATERSHED ASSOCIATION 190 PARK ROAD WESTON, MA 02493	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	500.
CITY CONNECTS - BOSTON COLLEGE 140 COMMONWEALTH AVENUE CHESTNUT HILL, MA 02467	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	50,000.
COMBINED JEWISH PHILANTHROPIES 126 HIGH STREET BOSTON, MA 02110	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	83,333.
COMMUNITY FOUNDATION OF NANTUCKET 117 ORANGE STREET NANTUCKET, MA 02554	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	1,000.
COMMUNITY MUSICWORKS 1392 WESTMINSTER STREET PROVIDENCE, RI 02909	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	10,000.
Total from continuation sheets				

Part XV. Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
DANA-FARBER CANCER INSTITUTE 450 BROOKLINE AVENUE BOSTON, MA 02215	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	2,168,148.
DUET 10000 N. 31ST AVENUE, SUITE D200 PHOENIX, AZ 85051	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	50,000.
FACING HISTORY AND OURSELVES 16 HURD ROAD BROOKLINE, MA 02445	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	10,000.
FAMILY NUTURING CENTER OF MASSACHUSETTS 200 BOWDOIN STREET DORCHESTER, MA 02122	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	10,000.
FERRIS STATE UNIVERSITY 1201 S STATE STREET BIG RAPIDS, MI 49307	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	2,000.
FIRST TEE OF MASSACHUSETTS 300 ARNOLD PALMER BLVD NORTON, MA 02766	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	2,000.
FRESH TRUCK INC. 69 SHIRLEY STREET BOSTON, MA 02119	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	5,000.
FRIENDS TITUS SPARROW PARK 200 W NEWTON STREET BOSTON, MA 02118	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	1,000.
FROM THE TOP 295 HUNTINGTON AVENUE, SUITE 201 BOSTON, MA 02115	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	25,000.
GEORGETOWN UNIVERSITY LAW CENTER 600 NEW JERSEY AVENUE NW WASHINGTON, DC 20001	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	7,000.
Total from continuation sheets				

**RICHARD K. LUBIN FOUNDATION
C/O CASTLE ROCK ADVISORS**

22-2773808

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
HANDEL & HAYDN SOCIETY 300 MASSACHUSETTS AVENUE BOSTON, MA 02115	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	30,000.
HARVARD BUSINESS SCHOOL 117 WESTERN AVENUE ALLSTON, MA 02134	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	400,000.
HEBREW SENIOR LIFE 1200 CENTRE STREET ROSLINDALE, MA 02131	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	2,500.
HILL HOUSE INC 127 MT VERNON STREET BOSTON, MA 02108	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	3,000.
HISTORIC NEW ENGLAND OTIS HOUSE, 141 CAMBRIDGE STREET BOSTON, MA 02114	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	1,000.
HORIZONS FOR HOMELESS CHILDREN 1705 COLUMBUS AVENUE ROXBURY, MA 02119	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	70,000.
HUNTINGTON THEATRE COMPANY 264 HUNTINGTON AVE #4606 BOSTON, MA 02115	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	1,500.
JEWISH FEDERATION OF PALM BEACH 1 HARVARD CIRC #100 WEST PALM BEACH, FL 33409	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	5,000.
JUVENILE DIABETES FUND 20 BATTERSON PARK ROAD #302 FARMINGTON, CT 06032	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	1,000.
LIFE SERVE YOUTH FOUNDATION 140 WEST END AVENUE NEW YORK, NY 10023	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	1,000.
Total from continuation sheets				

**RICHARD K. LUBIN FOUNDATION
C/O CASTLE ROCK ADVISORS**

22-2773808

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
MAKE-A-WISH FOUNDATION 1 BULFINCH PLACE #201 BOSTON, MA 02114	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION,	1,000.
MARIA MITCHELL ASSOCIATION 89 NANTUCKET AVENUE NANTUCKET, MA 02554	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION,	500.
MASSACHUSETTS GENERAL HOSPITAL 55 FRUIT STREET BOSTON, MA 02114	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION,	2,500.
MUSEUM OF FINE ARTS - BOSTON 465 HUNTINGTON AVENUE BOSTON, MA 02115	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION,	1,250,000.
MUSEUM OF SCIENCE 1 SCIENCE PARK BOSTON, MA 02114	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION,	1,200.
MUSIC CONNECTS 20 BELGRADE AVENUE #1 ROSLINDALE, MA 02131	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION,	5,000.
NANTUCKET ATHENEUM 1 INDIA STREET NANTUCKET, MA 02554	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION,	1,000.
NANTUCKET BOOK FESTIVAL 35 OLD SOUTH ROAD NANTUCKET ISLANE, MA 02554	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION,	500.
NANTUCKET CONSERVATION FOUNDATION 118 CLIFF ROAD NANTUCKET, MA 02554	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION,	6,000.
NANTUCKET COTTAGE HOSPITAL 57 PROSPECT STREET NANTUCKET, MA 02554	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION,	500,000.
Total from continuation sheets				

RICHARD K. LUBIN FOUNDATION
C/O CASTLE ROCK ADVISORS

22-2773808

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NANTUCKET DREAMLAND 17 S WATER STREET NANTUCKET, MA 02554	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	30,000.
NANTUCKET HISTORICAL ASSOCIATION 15 BROAD STREET NANTUCKET, MA 02554	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	2,500.
NANTUCKET MUSIC CENTER 56 CENTRE STREET NANTUCKET, MA 02554	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	2,000.
NEW ENGLAND CONSERVATORY 290 HUNTINGTON AVENUE BOSTON, MA 02115	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	25,000.
NEWTON-WELLESLEY HOSPITAL 2014 WASHINGTON STREET NEWTON, MA 02462	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	1,000.
NOTICE ABILITY PO BOX 380617 CAMBRIDGE, MA 02238	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	4,000.
PALM BEACH COUNTRY CLUB FOUNDATION 760 N OCEAN BLVD PALM BEACH, FL 33480	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	1,000.
PAN-MASS CHALLENGE 77 FOURTH AVENUE NEEDHAM, MA 02494	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	26,204.
PIATIGORSKY FOUNDATION 225 WEST 34TH STREET, SUITE 1513 NEW YORK, NY 10122	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	500.
PROJECT STEP 301 MASSACHUSETTS AVENUE BOSTON, MA 02115	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	500.
Total from continuation sheets				

RICHARD K. LUBIN FOUNDATION
C/O CASTLE ROCK ADVISORS

22-2773808

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
REACH OUT AND READ 89 SOUTH STREET BOSTON, MA 02111	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	1,000.
SCHOLAR ATHLETICS 57 MAGAZINE STREET ROXBURY, MA 02119	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	1,000.
SEED GLOBAL HEALTH 20 ASHBURTON PLACE, 6TH FLOOR BOSTON, MA 02108	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	15,000.
SEEDS OF PEACE 370 LEXINGTON AVENUE NEW YORK, NY 10017	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	500.
SOUTH END LIBRARY 685 TREMONT STREET BOSTON, MA 02118	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	1,000.
SPAULDING REHABILITATION HOSPITAL 300 1ST AVENUE CHARLESTOWN, MA 02129	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	1,000.
SPORTSMEN'S TENNIS CLUB 950 BLUE HILL AVENUE DORCHESTER, MA 02124	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	2,000.
SPRUCE STREET NURSERY SCHOOL 5 AVERY PLACE BOSTON, MA 02111	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	2,500.
SQUASHBUSTERS 795 COLUMBUS AVENUE ROXBURY CROSSING, MA 02120	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	81,500.
STEPPING STONE FOUNDATION 155 FEDERAL STREET #800 BOSTON, MA 02110	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	11,500.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
TEACH FOR AMERICA PO BOX 398305 SAN FRANCISCO, CA 94139,8305	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	5,000.
TENACITY, INC. 38 EVERETT STREET BOSTON, MA 02134	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	500.
TEREZIN MUSIC FOUNDATION PO BOX 230206 BOSTON, MA 02123	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	1,000.
THE ESPLANADE ASSOCIATION 376 BOYLSTON STREET, SUITE 503 BOSTON, MA 02116	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	3,000.
THE FAMILY TO FAMILY PROJECT 727 ATLANTIC AVENUE BOSTON, MA 02111	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	500.
THE MAX WARBURG COURAGE CURRICULUM 263 HUNTINGTON AVENUE, #366 BOSTON, MA 02115	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	6,500.
THE NANTUCKET BOYS AND GIRLS CLUB 61 SPARKS AVENUE NANTUCKET, MA 02554	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	5,000.
THE PARK SCHOOL 171 GODDARD AVENUE BROOKLINE, MA 02445	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	135,000.
THE POSSE FOUNDATION 45 FRANKLIN STREET, 3RD FLOOR BOSTON, MA 02110	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	500.
THE WINSOR SCHOOL 103 PILGRIM ROAD BOSTON, MA 02215	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	100,000.
Total from continuation sheets				

RICHARD K. LUBIN FOUNDATION
C/O CASTLE ROCK ADVISORS

22-2773808

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
THEATRE WORKSHOP OF NANTUCKET 62 CENTRE STREET NANTUCKET, MA 02554	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	500.
UNITED SOUTH END SETTLEMENTS 566 COLUMBUS AVENUE BOSTON, MA 02118	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	2,500.
UNITED WAY 51 SLEEPER STREET BOSTON, MA 02210	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	33,500.
UNIVERSITY OF PENNSYLVANIA 3451 WALNUT STREET PHILADELPHIA, PA 19104	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	20,000.
VAIL VALLEY FOUNDATION SUITE 300, 90 BENCHMARK ROAD AVON, CO 81620	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	1,500.
WBUR (PUBLIC RADIO 90.9FM BOSTON) 890 COMMONWEALTH AVENUE, 3RD FLOOR BOSTON, MA 02215	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	1,500.
WGBH (PUBLIC RADIO 89.7FM BOSTON) ONE GUEST STREET BOSTON, MA 02135	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	200,000.
WHEATON COLLEGE 26 E. MAIN STREET NORTON, MA 02766	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	100,000.
WINSOR MUSIC INC. 312 WALTHAM STREET LEXINGTON, MA 02421	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	500.
YEAR UP 45 MILK ST, 9TH FLR BOSTON, MA 02109	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	100,000.
Total from continuation sheets				

RICHARD K. LUBIN FOUNDATION
C/O CASTLE ROCK ADVISORS

22-2773808

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
YMCA OF GREATER BOSTON 316 HUNTINGTON AVENUE BOSTON, MA 02115	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	50,000.
LONGY SCHOOL OF MUSIC 27 GARDEN STREET CAMBRIDGE, MA 02138	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	5,000.
THE SCHWARTZ CENTER 100 CAMBRIDGE STREET, SUITE 2100 BOSTON, MA 02114	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	5,000.
PHILANTHROPY MASSACHUSETTS 133 FEDERAL STREET, SUITE 802 BOSTON, MA 02110	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	4,500.
BOSTON EDUCATIONAL DEVELOPMENT 7 PALMER STREET, 2ND FLOOR ROXBURY, MA 02119	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	50,000.
ANTI DEFAMATION LEAGUE 605 THIRD AVENUE NEW YORK, NY 10158-3650	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	5,000.
JEFFIE FOUNDATION 110 LARCH ROW WENHAM, MA 01984	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	500.
THE SCONSET TRUST PO BOX 821 SIACONSET, MA 02564	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	750.
WOMEN'S LUNCH PLACE 67 NEWPORT STREET BOSTON, MA 02116	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	1,000.
VAIL HEALTH FOUNDATION 181 W MEADOW DRIVE VAIL, CO 81657	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR THE NEEDS OF THE ORGANIZATION.	20,000.
Total from continuation sheets				

22-2773808

3 Grants and Contributions Paid During the Year (Continuation)

Total from continuation sheets

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
1 Program service revenue:						
a						
b						
c						
d						
e						
f						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments	523000		14	1,110,437.		2,817.
4 Dividends and interest from securities	523000		14	5,094,694.		
5 Net rental income or (loss) from real estate:						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory	523000	5,319.	18	10,397,892.		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue:						
a SEE STATEMENT 16		-79,829.		-60,050.		
b						
c						
d						
e						
12 Subtotal Add columns (b), (d), and (e)		-74,510.		16,542,973.		2,817.
13 Total Add line 12, columns (b), (d), and (e)						16,471,280.

(See worksheet in line 13 instructions to verify calculations.)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

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

RICHARD K. LUBIN FOUNDATION
C/O CASTLE ROCK ADVISORS

Employer identification number

22-2773808

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 foundation

Check 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).

Name of organization

RICHARD K. LUBIN FOUNDATION
C/O CASTLE ROCK ADVISORS

Employer identification number

22-2773808

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	RICHARD K. LUBIN 776 BOYLSTON STREET PH1G BOSTON, MA 02199	\$ 236,888.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
2	RICHARD K. LUBIN 776 BOYLSTON STREET PH1G BOSTON, MA 02199	\$ 25,315.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
3	RICHARD K. LUBIN 776 BOYLSTON STREET PH1G BOSTON, MA 02199	\$ 2.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
4	RICHARD K. LUBIN 776 BOYLSTON STREET PH1G BOSTON, MA 02199	\$ 6,900.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
5	RICHARD K. LUBIN 776 BOYLSTON STREET PH1G BOSTON, MA 02199	\$ 3,650,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
6	RICHARD K. LUBIN 776 BOYLSTON STREET PH1G BOSTON, MA 02199	\$ 1,458,717.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)

Name of organization

RICHARD K. LUBIN FOUNDATION
C/O CASTLE ROCK ADVISORS

Employer identification number

22-2773808**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	RICHARD K. LUBIN 776 BOYLSTON STREET PH1G BOSTON, MA 02199	\$ 1,697,794.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
8	RICHARD K. LUBIN 776 BOYLSTON STREET PH1G BOSTON, MA 02199	\$ 379,143.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)

Name of organization

RICHARD K. LUBIN FOUNDATION
C/O CASTLE ROCK ADVISORS

Employer identification number

22-2773808

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
1	9,612 SHARES OF FIRST DATA CORPORATION	\$ 236,888.	02/01/19
6	14,736 SHARES OF CARTER'S INC.	\$ 1,458,717.	03/01/19
7	55,159 SHARES OF NATIONAL VISION HOLDINGS, INC.	\$ 1,697,143.	03/08/19
8	12,268 SHARES OF NATIONAL VISION HOLDINGS, INC.	\$ 379,143.	03/13/19
		\$	

Name of organization

Employer identification number

RICHARD K. LUBIN FOUNDATION
C/O CASTLE ROCK ADVISORS

22-2773808**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
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
GOLDMAN SACHS ACCT #1 (SEE ATTACHED)	PURCHASED	01/01/19	07/01/19

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
18,994.	12,785.	0.	0.	6,209.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
GOLDMAN SACHS ACCT #1 (SEE ATTACHED)	PURCHASED	01/01/18	07/01/19

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,654,944.	535,099.	0.	0.	1,119,845.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
GOLDMAN SACHS ACCT #1 (SEE ATTACHED)	PURCHASED	01/01/18	07/01/19

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
385,961.	0.	0.	0.	385,961.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
GOLDMAN SACHS ACCT #1 (SEE ATTACHED)	35,034.	1,080.	0.	0.	33,954.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
GOLDMAN SACHS ACCT #3 (SEE ATTACHED)	1,582,026.	1,582,026.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
GOLDMAN SACHS ACCT #5 (SEE ATTACHED)	307,462.	287,200.	0.	0.	20,262.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
GOLDMAN SACHS ACCT #5 (SEE ATTACHED)	1,252,090.	1,294,026.	0.	0.	-41,936.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
GOLDMAN SACHS ACCT #7 (SEE ATTACHED)	1,177,174.	1,146,927.	0.	0.	30,247.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
GOLDMAN SACHS ACCT #7 (SEE ATTACHED)	2,728,465.	2,722,683.	0.	0.	5,782.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
FROM K-1 - STOCKBRIDGE COINVESTORS LLC	40,103.	0.	0.	0.	40,103.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
FROM K-1 - STOCKBRIDGE COINVESTORS LLC	918,940.	0.	0.	0.	918,940.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
FROM K-1 - HIGHVISTA II LP	PURCHASED	01/01/19	07/01/19		
	155,727.	0.	0.	0.	155,727.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
FROM K-1 - HIGHVISTA II LP	PURCHASED	01/01/19	07/01/19		
	225,010.	0.	0.	0.	225,010.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
FROM K-1 - CRA FUND II LLC	PURCHASED	01/01/19	07/01/19		
	0.	13,402.	0.	0.	-13,402.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
FROM K-1 - CRA FUND II LLC	PURCHASED	01/01/19	07/01/19		
	126,590.	0.	0.	0.	126,590.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
FROM K-1 - BIL, LTD.	PURCHASED	01/01/19	07/01/19		
	5,150.	0.	0.	0.	5,150.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
GOLDMAN SACHS ACCT #2 (SEE ATTACHED)	PURCHASED	01/01/18	07/01/19		
	2,500,000.	2,630,395.	0.	0.	-130,395.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
FROM K-1 - THE BLACKSTONE GROUP	PURCHASED	01/01/18	07/01/19		
	10.	0.	0.	0.	10.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
FROM K-1 - THE BLACKSTONE GROUP	PURCHASED	01/01/18	07/01/19		
	472.	0.	0.	0.	472.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MERRILL LYNCH ACCT #1	250,757.	0.	0.	0.	250,757.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MERRILL LYNCH ACCT #1	908,152.	268,968.	0.	0.	639,184.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MERRILL LYNCH ACCT #1	6,254,806.	1,653,691.	0.	0.	4,601,115.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MERRILL LYNCH ACCT #1	1,680,889.	0.	0.	0.	1,680,889.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MORGAN STANLEY ACCT #1	59,436.	79,871.	0.	0.	-20,435.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MORGAN STANLEY ACCT #1	231,433.	193,290.	0.	0.	38,143.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MORGAN STANLEY ACCT #1	21,085.	5,044.	0.	0.	16,041.

CAPITAL GAINS DIVIDENDS FROM PART IV	308,989.
TOTAL TO FORM 990-PF, PART I, LINE 6A	10,403,212.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
FROM K-1 - BLACKSTONE GROUP	390.	390.	
FROM K-1 - CRA FUND II LLC	364,537.	364,537.	
FROM K-1 - HIGHVISTA II LP	81,969.	78,494.	
FROM K-1 - STOCKBRIDGE COINVESTORS LLC	15.	15.	
GOLDMAN SACHS ACCT #1	39.	39.	
GOLDMAN SACHS ACCT #2	5.	5.	
GOLDMAN SACHS ACCT #3	86,743.	86,743.	
GOLDMAN SACHS ACCT #7	579,468.	579,468.	
MORGAN STANLEY ACCT #1	88.	88.	
TOTAL TO PART I, LINE 3	1,113,254.	1,109,779.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
FIDELITY	20,821.	0.	20,821.	20,821.	
FROM K-1 - CRA FUND II LLC	69,022.	0.	69,022.	69,022.	
FROM K-1 - HIGHVISTA II LP	49,036.	0.	49,036.	48,952.	
FROM K-1 - STOCKBRIDGE COINVESTORS LLC	116,795.	0.	116,795.	116,795.	
FROM K-1 - THE BLACKSTONE GROUP	326.	0.	326.	326.	
GOLDMAN SACHS ACCT #1	497,942.	0.	497,942.	497,942.	
GOLDMAN SACHS ACCT #2	2,660,611.	308,989.	2,351,622.	2,351,622.	
GOLDMAN SACHS ACCT #3	10,858.	0.	10,858.	10,858.	
GOLDMAN SACHS ACCT #5	163,412.	0.	163,412.	163,412.	
GOLDMAN SACHS ACCT #6	494.	0.	494.	494.	
GOLDMAN SACHS ACCT #7	49,533.	0.	49,533.	49,533.	
MERRILL LYNCH ACCT #1	1,593,043.	0.	1,593,043.	1,593,043.	

MORGAN STANLEY

ACCT #1	171,790.	0.	171,790.	171,790.
TO PART I, LINE 4	5,403,683.	308,989.	5,094,694.	5,094,610.

FORM 990-PF	OTHER INCOME	STATEMENT	4
-------------	--------------	-----------	---

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
FROM K-1 - CRA FUND II, LLC - OTHER INCOME (LOSS)	-263,031.	-251,777.	
FROM K-1 - STOCKBRIDGE COINVESTORS	-78,083.	-12,792.	
FROM K-1 - HIGHVISTA II, LP - OTHER INCOME (LOSS)	-141,986.	-138,655.	
FROM K-1 - BIL - OTHER INCOME (LOSS)	325,714.	325,714.	
GOLDMAN SACHS #7	12,952.	12,952.	
FROM K-1 - BLACKSTON - OTHER INCOME (LOSS)	98.	51.	
GOLDMAN SACHS #3	4,457.	4,457.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-139,879.	-60,050.	

FORM 990-PF	LEGAL FEES	STATEMENT	5
-------------	------------	-----------	---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	3,572.	0.		0.
TO FM 990-PF, PG 1, LN 16A	3,572.	0.		0.

FORM 990-PF	ACCOUNTING FEES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
TAX PREPARATION FEES	6,900.	3,450.			0.
TO FORM 990-PF, PG 1, LN 16B	6,900.	3,450.			0.

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	
GOLDMAN SACHS ACCT #2	70,309.	35,155.			0.
GOLDMAN SACHS ACCT #3	8,134.	4,067.			0.
GOLDMAN SACHS ACCT #5	59,531.	32,743.			0.
GOLDMAN SACHS ACCT #7	57,492.	28,746.			0.
MORGAN STANLEY ACCT #1	61,801.	31,077.			0.
GOLDMAN SACHS ACCT #1	15.	15.			0.
MERRILL LYNCH ACCT #1	5,225.	2,613.			0.
BOOKKEEPING SERVICES	4,111.	0.		4,111.	
IT SERVICES	32,541.	0.		32,541.	
OTHER PROFESSIONAL SERVICES	23,970.	0.		23,970.	
TO FORM 990-PF, PG 1, LN 16C	323,129.	134,416.		60,622.	

FORM 990-PF	TAXES			STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FEDERAL ESTIMATED TAX PAYMENTS	125,000.	0.			0.
FEDERAL PRIOR-YEAR EXTENSION PAYMENT	10,000.	0.			0.
FOREIGN TAX FROM K-1 - CRA FUND II, LLC	2,352.	2,352.			0.
FOREIGN TAX FROM K-1 - HIGHVISTA II LP	5,568.	5,568.			0.
FOREIGN TAX FROM K-1 - STOCKBRIDGE COINVESTORS LLC	1,880.	1,880.			0.

FOREIGN TAX GOLDMAN SACHS ACCT #1	7,364.	7,364.	0.
FOREIGN TAX GOLDMAN SACHS ACCT #2	101,699.	101,699.	0.
FOREIGN TAX GOLDMAN SACHS ACCT #5	12,175.	12,175.	0.
MASSACHUSETTS TAXES	2,023.	0.	0.
FOREIGN TAX MORGAN STANLEY ACCT #1	2,319.	2,319.	0.
FOREIGN TAX FROM K-1 - BLACKSTONE	4.	4.	0.
PAYROLL TAXES	18,263.	0.	18,263.
TO FORM 990-PF, PG 1, LN 18	288,647.	133,361.	18,263.

FORM 990-PF	OTHER EXPENSES	STATEMENT	9
-------------	----------------	-----------	---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
NONDEDUCTIBLE EXPENSES FROM K-1 - HIGHVISTA II LP	1,396.	0.		0.
NONDEDUCTIBLE EXPENSES FROM K-1 - STOCKBRIDGE COINVESTORS, LLC	156.	0.		0.
INSURANCE	1,470.	0.		1,470.
TPI EXPENSES	23,306.	0.		23,306.
PROFESSIONAL DEVELOPMENT	265.	0.		265.
SUPPLIES	1,828.	0.		1,828.
TELEPHONE	1,190.	0.		1,190.
MEMBERSHIPS & SUBSCRIPTIONS	150.	0.		150.
OTHER EXPENSES	44.	0.		0.
PAYROLL FEES	706.	0.		706.
TO FORM 990-PF, PG 1, LN 23	30,511.	0.		28,915.

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

DESCRIPTION	AMOUNT
UNREALIZED APPRECIATION ON CONTRIBUTED SECURITIES	1,968,416.
OTHER ADJUSTMENTS	378,691.
TOTAL TO FORM 990-PF, PART III, LINE 3	2,347,107.

FORM 990-PF OTHER DECREASES IN NET ASSETS OR FUND BALANCES STATEMENT 11

DESCRIPTION	AMOUNT
UNREALIZED APPRECIATION ON DISTRIBUTED SECURITIES	3,271,491.
TOTAL TO FORM 990-PF, PART III, LINE 5	3,271,491.

FORM 990-PF OTHER INVESTMENTS STATEMENT 12

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
FROM K-1 - CRA FUND II, LLC	COST	8,752,612.	8,628,173.
FROM K-1 - HIGHVISTA II, LP	COST	7,944,230.	7,355,655.
GOLDMAN SACHS CLIENT	COST	2,600,590.	48,760,650.
GOLDMAN SACHS INVESCO	COST	5,037,047.	6,377,747.
GOLDMAN SACHS MANAGED	COST	61,528,809.	67,984,282.
STOCKBRIDGE COINVESTORS	COST	4,943,227.	7,660,306.
GOLDMAN SACHS CORP FI	COST	26,095,821.	26,985,145.
BIL, LTD.	COST	7,974,606.	8,172,896.
MORGAN STANLEY	COST	3,243,909.	6,996,853.
GOLDMAN SACHS CORP FI	COST	10,087,488.	10,187,568.
TOTAL TO FORM 990-PF, PART II, LINE 13		138,208,339.	199,109,275.

FORM 990-PF OTHER ASSETS STATEMENT 13

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
PREPAID RENT	0.	6,200.	6,200.
SECURITY DEPOSIT	0.	3,100.	3,100.
TO FORM 990-PF, PART II, LINE 15	0.	9,300.	9,300.

FORM 990-PF	OTHER LIABILITIES	STATEMENT 14
DESCRIPTION	BOY AMOUNT	EOY AMOUNT
OUTSTANDING CHECKS	15,000.	50,500.
ACCOUNTS PAYABLE	0.	7,465.
TOTAL TO FORM 990-PF, PART II, LINE 22	15,000.	57,965.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT 15
-------------	---	--------------

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
RICHARD K. LUBIN C/O CASTLE ROCK ADVISORS 200 CLARENDON STREET, 35TH FLOOR BOSTON, MA 02116	TRUSTEE 5.00	0.	0.	0.
NANCY K. LUBIN C/O CASTLE ROCK ADVISORS 200 CLARENDON STREET, 35TH FLOOR BOSTON, MA 02116	TRUSTEE 1.00	0.	0.	0.
KATE E. LUBIN C/O CASTLE ROCK ADVISORS 200 CLARENDON STREET, 35TH FLOOR BOSTON, MA 02116	TRUSTEE 3.00	0.	0.	0.
EMILY L. WOODS C/O CASTLE ROCK ADVISORS 200 CLARENDON STREET, 35TH FLOOR BOSTON, MA 02116	TRUSTEE 8.00	0.	0.	0.
GLENDON SUTTON C/O CASTLE ROCK ADVISORS 200 CLARENDON STREET, 35TH FLOOR BOSTON, MA 02116	TRUSTEE 1.00	0.	0.	0.
GREG WOODS C/O CASTLE ROCK ADVISORS 200 CLARENDON STREET, 35TH FLOOR BOSTON, MA 02116	TRUSTEE 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF

OTHER REVENUE

STATEMENT 16

DESCRIPTION	BUS CODE	UNRELATED BUSINESS INC	EXCL CODE	EXCLUDED AMOUNT	RELATED OR EXEMPT FUNC- TION INCOME
FROM K-1 - CRA FUND II, LLC - OTHER INCOME (LOSS)	523000	-11,254.	14	-251,777.	
FROM K-1 - STOCKBRIDGE COINVESTORS	523000	-65,291.	14	-12,792.	
FROM K-1 - HIGHVISTA II, LP - OTHER INCOME (LOSS)	523000	-3,331.	14	-138,655.	
FROM K-1 - BIL - OTHER INCOME (LOSS)	523000	0.	14	325,714.	
GOLDMAN SACHS #7	523000	0.	14	12,952.	
FROM K-1 - BLACKSTON - OTHER INCOME (LOSS)	523000	47.	14	51.	
GOLDMAN SACHS #3	523000	0.	14	4,457.	
TOTAL TO FORM 990-PF, PG 12, LN 11		-79,829.		-60,050.	