

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

Open to Public Inspection

For calendar year 2019 or tax year beginning , 2019, and ending , 20

Name of foundation: **Bayer USA Foundation**

Number and street (or P O box number if mail is not delivered to street address): **100 Bayer Road**

Room/suite: _____

City or town, state or province, country, and ZIP or foreign postal code: **Pittsburgh, PA 15205-9741**

A Employer identification number: **25-1508079**

B Telephone number (see instructions): **412-777-2000**

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

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 **04**
 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) ▶ \$ **0 00**

J Accounting method Cash Accrual
 Other (specify) _____ (Part I, column (d), must be on cash basis)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	699,140.00	699,140.00		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	843,943.00			
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		843,943.00		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	1,543,083.00	1,543,083.00	0 00		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule) **	17,936.00		17,936.00	17,936.00
	17 Interest				
	18 Taxes (attach schedule) (see instructions) **	30,145.00			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) **	35,871.00	35,856	15	15
	24 Total operating and administrative expenses. Add lines 13 through 23	83,952.00	35,856.00	17,951.00	17,951.00
	25 Contributions, gifts, grants paid	2,011,535.00			2,011,535.00
26 Total expenses and disbursements. Add lines 24 and 25	2,095,487.00	35,856.00	17,951.00	2,029,486.00	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	(552,404.00)				
b Net investment income (if negative, enter -0-)		1,507,227.00			
c Adjusted net income (if negative, enter -0-)			0 00		

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2019)

* See Statement 1

** See Statement 2

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04

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash—non-interest-bearing	100,438.00		
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	26,255.00		
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶				
12	Investments—mortgage loans				
13	Investments—other (attach schedule) See Statement 3	42,601,130.00			
14	Land, buildings, and equipment basis ▶				
	Less accumulated depreciation (attach schedule) ▶				
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	42,727,823.00	IX 0.00	IX 0.00	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	0.00	0.00	
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	42,727,823		
	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 (see instructions)	42,727,823.00	0.00	
30	Total liabilities and net assets/fund balances (see instructions)	42,727,823.00	0.00		

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	42,727,823.00
2	Enter amount from Part I, line 27a	2	(552,404.00)
3	Other increases not included in line 2 (itemize) ▶ *See Statement 4	3	6,469,610.00
4	Add lines 1, 2, and 3	4	48,645,029.00
5	Decreases not included in line 2 (itemize) ▶ *See Statement 4	5	48,645,029.00
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29	6	0.00

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	Various Investments		Various	Various
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g))	
a Available upon request			843,943.00	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) 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				
2	Capital gain net income or (net capital loss) $\left\{ \begin{array}{l} \text{If gain, also enter in Part I, line 7} \\ \text{If (loss), enter -0- in Part I, line 7} \end{array} \right\}$	2	843,943.00	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) See instructions If (loss), enter -0- in Part I, line 8 $\left\} \right.$	3		

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
If "Yes," the foundation 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	2,122,118.00	45,416,942.00	0.0467
2017	2,065,330.00	44,935,049.00	0.0460
2016	1,910,585.00	41,816,388.00	0.0457
2015	2,202,079.00	42,795,461.00	0.0515
2014	2,050,997.00	42,461,942.00	0.0483
2	Total of line 1, column (d)	2	0.2382
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5 0, or by the number of years the foundation has been in existence if less than 5 years	3	0.0476
4	Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	46,085,386.00
5	Multiply line 4 by line 3	5	2,193,664.00
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	15,072.00
7	Add lines 5 and 6	7	2,208,736.00
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	2,029,486.00

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 type="checkbox"/> and enter 1% of Part I, line 27b	1	30,145.00
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	
3	Add lines 1 and 2	3	30,145.00
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	30,145.00
6	Credits/Payments		
a	2019 estimated tax payments and 2018 overpayment credited to 2019	6a	56,254.00
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d	7	56,254.00
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0.00
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	26,109.00
11	Enter the amount of line 10 to be Credited to 2020 estimated tax <input type="checkbox"/> 26,109.00 Refunded <input type="checkbox"/>	11	0.00

Part VII-A Statements Regarding Activities See Statement 1

	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
b 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
c 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 <input type="checkbox"/> \$ <u>NONE</u> (2) On foundation managers <input type="checkbox"/> \$ <u>NONE</u>		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ <u>NONE</u>		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by <i>General Instruction T</i> See Statement 1	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 <input type="checkbox"/>		
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 <i>General Instruction G</i> ? 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 ▶ <u>https://www.bayer.com/foundation.home.aspx</u>	X	
14	The books are in care of ▶ <u>Susan Anderson</u> Telephone no ▶ <u>(862) 404-4124</u> Located at ▶ <u>100 Bayer Boulevard, Whippany, NJ</u> ZIP+4 ▶ <u>07981</u>		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—check here ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶ <u>15</u>		
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 ▶ <input type="checkbox"/>	1b	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?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2019, did the foundation have any undistributed income (Part XIII, lines 6d and 6e) for tax year(s) beginning before 2019? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	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 ▶ 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 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)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2019?	4b	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		5b	N/A
Organizations relying on a current notice regarding disaster assistance, check here	<input type="checkbox"/>		
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	<input type="checkbox"/> Yes <input type="checkbox"/> No		
If "Yes," attach the statement required by Regulations section 53.4945-5(d)			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
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?		7b	N/A
8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?	<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. See instructions.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
* See Statement 5				

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

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

Total number of other employees paid over \$50,000 ▶ NONE

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services ▶

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 (see instructions)

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	
3 All other program-related investments. See instructions	

Total. Add lines 1 through 3 ▶

NONE

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	46,596,027.04
b	Average of monthly cash balances	1b	165,058.07
c	Fair market value of all other assets (see instructions)	1c	26,109
d	Total (add lines 1a, b, and c)	1d	46,787,194.11
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	46,787,194.11
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	701,808.00
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	46,085,386.11
6	Minimum investment return. Enter 5% of line 5	6	2,304,269.31

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

1	Minimum investment return from Part X, line 6		1	2,304,269.31
2a	Tax on investment income for 2019 from Part VI, line 5	2a	30,145.00	
b	Income tax for 2019 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b	2c	30,145.00	
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,274,124.31	
4	Recoveries of amounts treated as qualifying distributions	4		
5	Add lines 3 and 4	5	2,274,124.31	
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	2,274,124.31	

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	2,029,486.00
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,029,486.00
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions.	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,029,486.00

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2018	(c) 2018	(d) 2019
1 Distributable amount for 2019 from Part XI, line 7				2,274,124.31
2 Undistributed income, if any, as of the end of 2019				
a Enter amount for 2018 only				
b Total for prior years 20 ____, 20 ____, 20 ____				
3 Excess distributions carryover, if any, to 2019				
a From 2014				
b From 2015	243,732.00			
c From 2016				
d From 2017				
e From 2018				
f Total of lines 3a through e	243,732.00			
4 Qualifying distributions for 2019 from Part XII, line 4 ▶ \$ 2,029,486.00				
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				2,029,486.00
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))	243,732.00			243,732.00
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.00			
b Prior years' undistributed income Subtract line 4b from line 2b		0.00		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions		0.00		
e Undistributed income for 2018 Subtract line 4a from line 2a Taxable amount—see instructions			0.00	
f Undistributed income for 2019 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2020 See Statement 1				906.00
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 (see instructions)				
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a	0.00			
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)

- 1a** 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 ▶ N/A
- 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	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0.00
b 85% of line 2a	0.00	0.00	0.00	0.00	0.00
c Qualifying distributions from Part XII, line 4, for each year listed					0.00
d Amounts included in line 2c not used directly for active conduct of exempt activities					0.00
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	0.00	0.00	0.00	0.00	0.00
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					0.00
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0.00
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6, for each year listed					0.00
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)					0.00
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0.00
(3) Largest amount of support from an exempt organization					0.00
(4) Gross investment income					0.00

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

- 1 Information Regarding Foundation Managers:**
- a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

NONE

- b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

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. See instructions.

- a** The name, address, and telephone number or email address of the person to whom applications should be addressed

Susan Anderson, 100 Bayer Boulevard, Whippany NJ 07981 (862) 404-4124

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

Written proposal should include purpose of organization and grant request amount.

- c** Any submission deadlines

NONE

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

NONE

Form 990-PF (2019)

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				
		* See Statement 6		
Arts, Culture & Social Services				407,000.00
Education & Workforce Development				1,522,035.00
Environment & Sustainability				82,500.00
Total				3a 2,011,535.00
b Approved for future payment				
Total				3b 0.00

Bayer USA Foundation
25-1508079
Attachment to 2019 Form 990-PF

Page 1 Item G, Final return

Explanation of Final Return

On 12/31/2019, the Bayer USA Foundation merged into the Bayer Fund. Concurrent with the merger, the Bayer USA Foundation statutorily ceased to exist. Please see attached merger documents.

All assets of the Bayer USA Foundation were transferred, as part of the one and only final distribution, on 12/31/2019 to the Bayer Fund pursuant to the merger.

Transferee:

Bayer Fund FEIN 43-6044736
800 Lindbergh Boulevard
St. Louis MO 63167

Assets Transferred:

Cash - BNY Mellon	\$ 210,226
Investments - BNY Mellon	\$48,408,694
Federal Form 990-PF Receivable	\$ 26,109

Page 4, Part VI, Line 11 Credited to 2020 estimated tax

The Taxpayer requests that the overpayment of \$26,109 be credited to the Tax Year 2020 account of the Bayer Fund (FEIN 43-6044736)

Please note the Foundation was merged into the Bayer Fund on 12/31/2019. All assets of the Foundation, including the 2019 Form 990-PF credit to 2020, were distributed to the Bayer Fund on that date.

Page 9, Part XIII

Line 6f - Undistributed income for 2019

As part of the merger of the Foundation into the Bayer Fund on 12/31/2019, the undistributed income for 2019 of \$906 will be assumed and distributed by the Bayer Fund in 2020.

Bayer USA Foundation
25-1508079
Attachment to 2019 Form 990-PF
Page 1, Part 1

Line 16c, Other Professional Fees	<u>17,936</u>
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Line 18, Taxes	
Federal Excise Taxes	<u>30,145</u>

Line 23, Other Expenses	
Investment advisory services	35,856
State filing fee	15
	<u>35,871</u>

Bayer USA Foundation
25-1508079
Attachment to 2019 Form 990-PF
Page 2 Part II

	Beginning of Year	End of year
Line 13 Investments- Other		
State Street Global Advisors US Aggregate Bond Index NL CTF	17,471,508	-
Mellon Capital Management EB DV Stock Index Fund	25,129,396	-
Net Income Receivable	226	-
Total	<u>42,601,130</u>	-

Bayer USA Foundation
25-1508079
Attachment to 2019 Form 990-PF
Page 2, Part III

Line 3 Unrealized gains (losses) on investments	<u>6,469,610</u>
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Line 5, Decreases not included in line 2 Distribution of Foundation assets as part of merger	<u>48,645,029</u>
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Bayer USA Foundation
 25-1508079
 Attachment to 2019 Form 990-PF
 Page 6, Part VIII

Name	Office	Title	Average Hours per Week	Compensation	Contribution to Employee Benefit	Expense Account	Start Date
Brian L. Branca	Board of Directors	Director, Chair	Nominal	\$0	\$0	\$0	11/1/2018
Michael J. McDonald	Board of Directors	Director	Nominal	\$0	\$0	\$0	9/4/2012
Guru Ramamurthy	Board of Directors	Director	Nominal	\$0	\$0	\$0	1/1/2017
James D. Wallis	Board of Directors	Director	Nominal	\$0	\$0	\$0	1/1/2017
Brian L. Branca	Officer	President	Nominal	\$0	\$0	\$0	11/1/2018
Richard K. Heller	Officer	Vice President Tax	Nominal	\$0	\$0	\$0	10/4/2016
James K. Martin	Officer	Treasurer	Nominal	\$0	\$0	\$0	9/1/2012
Darcey Rhoades	Officer	Secretary	Nominal	\$0	\$0	\$0	1/1/2015

Bayer USA Foundation
 25-1508079
 Attachment to 2019 Form 990-PF
 Page 1 Part XV page 11

Charitable Organization	Address	Federal Tax ID	Program Description	Request Foundation Category	Total Amount	Check Number	Payment Date
Interfaith Food Pantry Inc	2 Executive Drive Morris Plains, NJ 07950	22-3618468	Client Healthy Choice Program - General Support Hunger Relief, Healthy Eating and Access to Medical, Social, Housing, Employment and Educational Programs	Arts, Culture & Social Services	\$5,000		1/2/2019
Community Soup Kitchen and Outreach Center Inc	36 South Street Morristown, NJ 07960	22-3084025	Professional Women's Group Job Retention Program	Arts, Culture & Social Services	\$15,000	ACH	1/7/2019
Dress For Success Morris County Inc	25 Cook Ave , Community House 3rd floor Madison, NJ 07940	22-3661183	Girl Scouts Experience STEM	Education & Workforce Development	\$5,000	ACH	1/7/2019
Girl Scouts of Northern New Jersey Inc	95 Newark Pompton Turnpike Riverdale, NJ 07457	22-1512252	150th Anniversary Periodic Table Sponsorship for Intel International Science and Engineering Fair Distribution	Education & Workforce Development	\$10,000	ACH	1/7/2019
Society For Science & The Public	1719 N St. NW Washington, DC 20036	53-0196483	The Backpack Project providing underprivileged children with school supplies so they can focus on their education and build a solid educational foundation rather than being distracted by financial hardship	Education & Workforce Development	\$15,000	ACH	2/1/2019
Allegheny County Bar Foundation	400 Koppers Building 437 Seventh Avenue Pittsburgh, PA 15219	25-1383622	Virtual Education, National Utilization, & Specialization (VENUS)	Education & Workforce Development	\$2,900	ACH	4/30/2019
ASSET Inc	2403 Sidney Street, Suite 800 Pittsburgh, PA 15203	25-1742923	Hillside Pollinator Garden and Pollinator Conservation Education Programs	Education & Workforce Development	\$150,000	ACH	5/24/2019
Pittsburgh Botanic Garden	799 Pinkerton Run Road Oakdale, PA 15071	25-1648405		Environment & Sustainability	\$50,000	ACH	6/7/2019

Charitable Organization	Address	Federal Tax ID	Program Description	Request Foundation Category	Total Amount	Check Number	Payment Date
Carnegie Institute	Carnegie Science Center One Allegheny Avenue Pittsburgh, PA 15212 36 MADISON AVE MADISON, NJ 07940-1434 608 Meyer Lane, Suite 204-B	25-0965280	Duquesne Light Co Center for STEM Education and Career Development ? Founding Partner 2019 New Jersey Governor's School in the Sciences	Education & Workforce Development Education & Workforce Development	\$50,000 \$30,000	ACH ACH	6/10/2019 6/10/2019
Drew University	Redondo Beach, CA 90278 1000 River Road Teaneck, NJ 07666	38-3771471	EnCorps STEM Teachers Serving to Inspire Students Through STEM	Education & Workforce Development Education & Workforce Development	\$25,000 \$10,000	ACH ACH	6/10/2019 6/10/2019
EnCorps, Inc	1400 West Anderson Lane Austin, TX 78757	311595414	Scale up of Girlstart's year-round programming in Education & Workforce Development Domestic and International Public Health Improvement Programs	Education & Workforce Development Environment & Sustainability	\$10,000 \$15,000	ACH ACH	6/10/2019 6/10/2019
Fairleigh Dickinson University	700 Trumbull Drive Pittsburgh, PA 15205	52-1629060	Camp Invention STEM programs in Greater Kansas City, MO area Expanding STEM Career Opportunities in Kansas City's Urban High Schools	Education & Workforce Development Education & Workforce Development	\$10,000 \$25,000	ACH ACH	6/10/2019 6/10/2019
Girlstart	Kansas City, MO 64108 1901 Centre Avenue Suite 204 Pittsburgh, PA 15219	26-0524230	Funding for the Pittsburgh Promise Initiative	Education & Workforce Development	\$50,000	ACH	6/10/2019
Global Links	700 Blaw Avenue, Ste 105 Pittsburgh, PA 15238 PO Box 100086 Pittsburgh, PA 15233 305 Wood Street	02-0559825	Making Science Make Sense Outreach Program Kids Meal Network - Feeding Mind and Body	Arts, Culture & Social Services Arts, Culture & Social Services Education & Workforce Development	\$150,000 \$10,000 \$7,500	ACH ACH ACH	6/10/2019 6/10/2019 6/10/2019
National Inventors Hall of Fame, Inc	Pittsburgh, PA 15222 1719 N St., NW Washington, DC 20036 10 Children's Way	25-0965431	LaunchPad 2019-2020 Science News in High Schools Program Museum Garden	Education & Workforce Development Education & Workforce Development Environment & Sustainability	\$15,000 \$7,500	ACH ACH	6/11/2019 6/12/2019
Partnership For Regional Educational Preparation-Kansas City	Pittsburgh, PA 15212 PO Box 320599 Kansas City, MO 64132 9799 Laurel Avenue North Huntingdon, PA 15642	53-0196483	Rose Brooks Center Paws Place Every Child Deserves a Birthday - Birthday Cheer Bin Support	Arts, Culture & Social Services Arts, Culture & Social Services	\$10,000 \$10,000	ACH ACH	6/12/2019 6/28/2019
The Pittsburgh Promise	45-4248006			Arts, Culture & Social Services	\$10,000	ACH	6/28/2019
Tickets For Kids Foundation							
United Methodist Church Union							
YWCA Greater Pittsburgh							
Society For Science & The Public							
Children's Museum of Pittsburgh							
Rose Brooks Center Inc							
Beverly's Birthdays							

Charitable Organization	Address	Federal Tax ID	Program Description	Request Foundation Category	Total Amount	Check Number	Payment Date
National Merit Scholarship Corporation	1500 Sherman Avenue Suite 200 (Mailing address for check) P O Box 99389, Chicago 60693) Evanston, IL 60201-4897	36-2307745	funding for scholarship program	Education & Workforce Development	\$90,915	ACH	6/28/2019
Robert Morris University	6001 University Boulevard Moon Township, PA 15108	25-1120678	RMU's Bayer Center for Nonprofit Management skill-building consulting and training programs. The Center uses consulting and training to better prepare the sector and to advance best practice in management, operation and governance	Education & Workforce Development	\$50,000	ACH	6/28/2019
Society For Science & The Public	1719 N St, NW Washington, DC 20036	53-0196483	2019-2020 Science News in High Schools Program	Education & Workforce Development	\$10,000	ACH	6/28/2019
The Salvation Army	700 N Bell Ave Carnegie, PA 15106	13-5562351	Family Caring Center	Arts, Culture & Social Services	\$5,000	ACH	6/28/2019
University of Colorado Foundation	10901 W 120th Avenue Suite 200 Broomfield, CO 80021	84-6049811	Bayer International Science Teens Camp Funding for the STEM Leadership Alliance Summit	Education & Workforce Development	\$35,000	ACH	6/28/2019
The Learning Team	Four Piping Brook Lane Bedford, NY 10506	13-3522487	Improving Science Education through High Quality Instructional Materials and launch of a	Education & Workforce Development	\$24,000	ACH	7/9/2019
Achieve, Inc	1919 M St NW Suite #450 Washington, DC 20036	52-2006429	NGSS District Network	Education & Workforce Development	\$100,000	ACH	10/25/2019
Harvesters-The Community Food Network	3801 Topping Ave Kansas City, MO 64129	43-1208665	Harvesters General Operating Support	Arts, Culture & Social Services	\$2,000	ACH	10/25/2019
Kansas Food Bank Warehouse Inc	1919 E Douglas Wichita, KS 67211	48-0959213	Food 4 Kids Weekend Backpack Program	Arts, Culture & Social Services	\$2,000	ACH	10/25/2019
Mid-Ohio Foodbank	3960 Brookham Drive Grove City, OH 43123	31-0865343	Mid-Ohio Foodbank General Operating Support	Arts, Culture & Social Services	\$2,000	ACH	10/25/2019
National Congress of Parents and Teachers	1250 N Pitt Street Alexandria, VA 22314	36-2169155	Filling a Gap in STEM Education Engaging Families Through PTA	Education & Workforce Development	\$150,000	ACH	10/25/2019
Regional Food Bank Of Oklahoma	3355 S Purdue Avenue Oklahoma City, OK 73179	73-1100380	Luke Bryan & Bayer Farm Tour Food Bank donation	Arts, Culture & Social Services	\$2,000	ACH	10/25/2019

Charitable Organization	Address	Federal Tax ID	Program Description	Request Foundation Category	Total Amount	Check Number	Payment Date
Second Harvest Foodbank Of Southern Wisconsin	2802 Dairy Drive Madison, WI 53718 66 DEFOREST AVE EAST HANOVER, NJ 07936-2811	39-1490691	Ending hunger in southwestern Wisconsin with Luke Bryan Building a Model for Change in STEM Education	Arts, Culture & Social Services	\$2,000	ACH	10/25/2019
Students 2 Science Inc	5451 Wayne Road P O Box 408 Battle Creek, MI 49016	26-4531439	2020 Fresh Produce Initiative Cooking & Nutrition Education for Children in Under-served Pittsburgh Communities	Education & Workforce Development	\$100,000	ACH	10/25/2019
Food Bank Of South Central Michigan	3811 Bee Caves Road Suite 108 Austin, TX 78746	38-2445948	FDU Pre-Collegiate STEM Discovery Program	Arts, Culture & Social Services	\$2,000	ACH	10/31/2019
America's Grow-A-Row, Inc	150 Pittstown Road Pittstown, NJ 08867	26-2569598	SMASH Academy National Inventors HJ- Camp Invention STEM, Creativity, Innovation, and Entrepreneurship Programs in Kansas City and Raleigh-Durham Communities	Arts, Culture & Social Services	\$25,000	ACH	12/4/2019
Common Threads	3701 Highland Park NW North Canton, OH 44720	20-0106847	Passage Home's Agriculture and Workforce Development Program	Education & Workforce Development	\$5,000	ACH	12/4/2019
Fairleigh Dickinson University	1000 River Road Teaneck, NJ 07666	221494434	Sustainable Jersey for Schools	Education & Workforce Development	\$15,000	ACH	12/4/2019
MK Level Playing Field Institute	2148 Broadway Oakland, CA 94612	91-2088635	Books for Keeps Math and Science Program	Education & Workforce Development	\$75,000	ACH	12/4/2019
National Inventors Hall of Fame, Inc	PO BOX 28165 Raleigh, NC 27611	34-1580038	150th Anniversary Periodic Table Sponsorship for Science News in High Schools and Science News subscribers	Education & Workforce Development	\$20,000	ACH	12/4/2019
Passage Home, Inc	PO Box 6855 Lawrenceville, NJ 08648	56-1765360		Education & Workforce Development	\$100,000	ACH	12/4/2019
PO BSustainable Jersey Inc	10 Children's Way, Suite 300 Pittsburgh, PA 15212	45-3848336		Environment & Sustainability	\$10,000	ACH	12/4/2019
Reading is Fundamental Pittsburgh		25-1558336		Education & Workforce Development	\$10,000	ACH	12/4/2019
Society For Science & The Public	1719 N St , NW Washington, DC 20036	53-0196483		Education & Workforce Development	\$21,720	ACH	12/4/2019

Charitable Organization	Address	Federal Tax ID	Program Description	Request Foundation Category	Total Amount	Check Number	Payment Date
Berkeley Community Fund	2111 Martin Luther King Jr Way Berkeley, CA 94704	94-3264327	The Berkeley Promise- Bayer Scholars program will provide Berkeley students who are first-generation-to-college, low income or from underrepresented groups with resources needed to complete a post-secondary degree or certificate	Education & Workforce Development	\$125,000	ACH	12/10/2019
Massachusetts Biotechnology Education Foundation Inc	300 Technology Square, 8th Floor Cambridge, MA 02139	22-3799632	MassBioEd Mission Powell Gardens seeks support to scale its multi-visit curricular STEM education program, Plants Matter!, for fifth-grade students	Education & Workforce Development	\$40,000	ACH	12/10/2019
Powell Gardens Inc	1609 NW US Highway 50 Kingsville, MO 64061 700 Blaw Avenue, Ste 105	43-1483357	Making Science Make Sense Outreach Program	Education & Workforce Development	\$20,000	ACH	12/10/2019
Tickets For Kids Foundation	Pittsburgh, PA 15238	02-0559825	RMU's Bayer Center for Nonprofit Management skill-building consulting and training programs The Center uses consulting and training to better prepare the sector and to advance best practice in management, operation and governance	Arts, Culture & Social Services	\$150,000	ACH	12/10/2019
Robert Morris University	6001 University Boulevard Moon Township, PA 15108	25-1120678	Operating Support for Boys Hope Girls Hope of Kansas City	Education & Workforce Development	\$50,000	ACH	12/17/2019
Boys Hope Girls Hope	12307 State Line Road Kansas City, MO 64145	43-1927487	Ququesne Light Co Center for STEM Education and Career Development ? Founding Partner	Education & Workforce Development	\$20,000	ACH	12/20/2019
Carnegie Institute	Carnegie Science Center One Allegheny Avenue Pittsburgh, PA 15212	25-0965280	Hunger Free Southwestern PA	Education & Workforce Development	\$50,000	ACH	12/20/2019
Greater Pittsburgh Food Bank	1 N Linden Street Duquesne PA 15110	25-1420599		Arts, Culture & Social Services	\$10,000	ACH	
					\$ 2,011,535		