

For calendar year 2019, or tax year beginning 01-01-2019, and ending 12-31-2019

Name of foundation PEMA FOUNDATION INC		A Employer identification number 30-0202608	
Number and street (or P.O. box number if mail is not delivered to street address) 770 HIGH STREET		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code DENVER, CO 80218		B Telephone number (see instructions) (303) 694-2190	
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here..... 2. Foreign organizations meeting the 85% test, check here and attach computation ...	
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶\$ 26,540,337		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here	
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)	2,388,594			
	2 Check ☐ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	12,351	12,351		
	4 Dividends and interest from securities	542,029	536,314		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 _____	-95,451			
	b Gross sales price for all assets on line 6a _____				
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances _____				
Operating and Administrative Expenses	b Less: Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	918,894	497,738		
	12 Total. Add lines 1 through 11	3,766,417	1,046,403		
	13 Compensation of officers, directors, trustees, etc.	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	425	383		42
	b Accounting fees (attach schedule)	5,880	5,292		588
	c Other professional fees (attach schedule)	98,239	98,239		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	35,004	17,004		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	11,339	8,025		3,314
	24 Total operating and administrative expenses. Add lines 13 through 23	150,887	128,943		3,944
	25 Contributions, gifts, grants paid	1,911,949			1,911,949
	26 Total expenses and disbursements. Add lines 24 and 25 _____	2,062,836	128,943		1,915,893
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements _____	1,703,581			
	b Net investment income (if negative, enter -0-) _____		917,460		
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	1,811,654	3,573,890	3,573,890
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶ <u>2,000</u>			
	Less: allowance for doubtful accounts ▶ _____	2,000	2,000	2,000
	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			
	10a Investments—U.S. and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	15,637,122	15,980,426	21,913,939
	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)	1,452,538	1,050,579	1,050,508	
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)	18,903,314	20,606,895	26,540,337	
Liabilities	17 Accounts payable and accrued expenses	3,250	3,250	
	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)	3,250	3,250	
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here ▶ ☐ and complete lines 24, 25, 29 and 30.			
	24 Net assets without donor restrictions			
	25 Net assets with donor restrictions			
	Foundations that do not follow FASB ASC 958, check here ▶ ☒ and complete lines 26 through 30.			
	26 Capital stock, trust principal, or current funds	3,845,434	3,845,434	
	27 Paid-in or capital surplus, or land, bldg., and equipment fund	0	0	
	28 Retained earnings, accumulated income, endowment, or other funds	15,054,630	16,758,211	
	29 Total net assets or fund balances (see instructions)	18,900,064	20,603,645	
30 Total liabilities and net assets/fund balances (see instructions) .	18,903,314	20,606,895		

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	18,900,064
2 Enter amount from Part I, line 27a	2	1,703,581
3 Other increases not included in line 2 (itemize) ▶ _____	3	0
4 Add lines 1, 2, and 3	4	20,603,645
5 Decreases not included in line 2 (itemize) ▶ _____	5	0
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29 .	6	20,603,645

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 a AMG 3528 PUBLICLY TRADED SECURITIES SHORT TERM		P		
b AMG 3528 PUBLICLY TRADED SECURITIES LONG TERM		P		
c AMG 0167 PUBLICLY TRADED SECURITIES LONG TERM		P		
d PARTNERSHIP CAPITAL GAINS		P		
e CAPITAL GAINS DIVIDENDS		P		

(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 1,879,278		1,876,407	2,871
b 1,717,972		1,800,245	-82,273
c 2,409,754		2,530,445	-120,691
d 6,796			6,796
e 97,846			97,846

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) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
a			2,871
b			-82,273
c			-120,691
d			6,796
e			97,846

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	-95,451
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8		3	

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

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

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

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



Yes



No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2018	1,729,911	21,768,809	0.079467
2017	1,651,316	17,867,024	0.092423
2016	1,111,809	13,859,818	0.080218
2015	749,657	9,677,505	0.077464
2014	1,325,697	6,553,240	0.202296

2 Total of line 1, column (d)	2	0.531868
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	0.106374
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	23,239,536
5 Multiply line 4 by line 3	5	2,472,082
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	9,175
7 Add lines 5 and 6	7	2,481,257
8 Enter qualifying distributions from Part XII, line 4	8	1,915,893

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b	1	18,349
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	18,349
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	18,349
6	Credits/Payments:		
a	2019 estimated tax payments and 2018 overpayment credited to 2019	6a	18,618
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	0
d	Backup withholding erroneously withheld	6d	0
7	Total credits and payments. Add lines 6a through 6d.	7	18,618
8	Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached.	8	223
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	46
11	Enter the amount of line 10 to be: Credited to 2020 estimated tax 46 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?		No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition). <i>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.</i>		No
c Did the foundation file Form 1120-POL for this year?		No
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? <i>If "Yes," attach a detailed description of the activities.</i>		No
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? <i>If "Yes," attach a conformed copy of the changes</i>		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	Yes	
b If "Yes," has it filed a tax return on Form 990-T for this year?	Yes	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		No
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?	Yes	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) DE		
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? <i>If "No," attach explanation.</i>	Yes	
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 taxable year beginning in 2019? See the instructions for Part XIV. <i>If "Yes," complete Part XIV</i>		No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>		No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions.	11		No
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	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>N/A</u>	13	Yes	
14	The books are in care of ▶ <u>AMG NATIONAL TRUST BANK</u> Telephone no. ▶ <u>(303) 694-2190</u>			

Located at ▶ 6295 GREENWOOD PLAZA BLVD GREENWOOD VILLAGE CO ZIP+4 ▶ 801114908

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —check here ▶ ☐			
	and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
16	At any time during calendar year 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?	16	Yes	No
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes", enter the name of the foreign country ▶			

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

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

		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	1b	
	Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐		
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	No
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 (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2019? ☐ Yes ☒ 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	
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? ☐ 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 Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2019.)	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	No
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	No

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

		Yes	No
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		5b
	Organizations relying on a current notice regarding disaster assistance check here. ► ☐		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☐ 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?	☐ Yes ☒ No	6b
	If "Yes" to 6b, file Form 8870.		No
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?		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 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, 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
PETER H COORS 770 HIGH STREET DENVER, CO 80218	DIRECTOR 0.50	0	0	0
MARILYN E COORS 770 HIGH STREET DENVER, CO 80218	DIRECTOR 0.50	0	0	0

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. ► 0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)
3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services. ►		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1	
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	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ►	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities.	1a	20,400,612
b	Average of monthly cash balances.	1b	2,107,218
c	Fair market value of all other assets (see instructions).	1c	1,085,608
d	Total (add lines 1a, b, and c).	1d	23,593,438
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	23,593,438
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	353,902
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	23,239,536
6	Minimum investment return. Enter 5% of line 5.	6	1,161,977

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	1,161,977
2a	Tax on investment income for 2019 from Part VI, line 5.	2a	18,349
b	Income tax for 2019. (This does not include the tax from Part VI.).	2b	
c	Add lines 2a and 2b.	2c	18,349
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	1,143,628
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	1,143,628
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	1,143,628

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	1,915,893
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	1,915,893
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions.	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,915,893

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				1,143,628
2 Undistributed income, if any, as of the end of 2019:				
a Enter amount for 2018 only.			0	
b Total for prior years: 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2019:				
a From 2014.	1,038,119			
b From 2015.	267,811			
c From 2016.	421,892			
d From 2017.	763,800			
e From 2018.	650,543			
f Total of lines 3a through e.	3,142,165			
4 Qualifying distributions for 2019 from Part XII, line 4: ► \$ _____ 1,915,893				
a Applied to 2018, but not more than line 2a			0	
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.				1,143,628
e Remaining amount distributed out of corpus	772,265			
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:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	3,914,430			
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 instructions.			0	
f Undistributed income for 2019. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020.				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8 Excess distributions carryover from 2014 not applied on line 5 or line 7 (see instructions).	1,038,119			
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a.	2,876,311			
10 Analysis of line 9:				
a Excess from 2015.	267,811			
b Excess from 2016.	421,892			
c Excess from 2017.	763,800			
d Excess from 2018.	650,543			
e Excess from 2019.	772,265			

Part XIV

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.

b Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(i)(3) or ☐ 4942(j)(5)

		Prior 3 years				(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					
b	85% of line 2a					
c	Qualifying distributions from Part XII, line 4 for each year listed					
d	Amounts included in line 2c not used directly for active conduct of exempt activities					
e	Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3	Complete 3a, b, or c for the alternative test relied upon:					
a	"Assets" alternative test—enter:					
	(1) Value of all assets					
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b	"Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c	"Support" alternative test—enter:					
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
	(3) Largest amount of support from an exempt organization					
	(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

See Additional Data Table

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.

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. to individuals or organizations under other conditions, complete items 2a, b, c, and d. See instructions

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

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

c Any submission deadlines:

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

Part XV **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			3a	1,911,949
b <i>Approved for future payment</i>				
Total			3b	0

Enter gross amounts unless otherwise indicated.

[illegible]

Part XVII

- ## Part XVII

Part XVII

Part XVII

Part XVII

Part XVII

Part XVII

Part XVII

Title

(see instr.) ☒ Yes ☐ No

Part XVII

Part XVII

Form 990PF Part XV Line 1a - 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).

PETER H COORS
MARILYN E COORS

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
A PRECIOUS CHILD7051 W 118TH AVE BROOMFIELD, CO 80020	NONE	EXEMPT	EDUCATION	1,500
ACE SCHOLARSHIPS 1201 E COLFAX AVE DENVER, CO 80218	NONE	EXEMPT	EDUCATION	110,000
ALPHA SIGMA NUPO BOX 1881 MILWAUKEE, WI 532011881	NONE	EXEMPT	COMMUNITY SERVICE	200
Total ▶ 3a				1,911,949

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
AMERICAN DIABETES ASSOCIATION 1701 NORTH BEAUREGARD ST ALEXANDRIA, VA 22311	NONE	EXEMPT	MEDICAL	500
AMERICAN ENTERPRISE INSTITUTE 1150 17TH ST NW WASHINGTON, DC 20036	NONE	EXEMPT	COMMUNITY SERVICE	141,000
AMERICAN RED CROSS 444 N SHERMAN ST DENVER, CO 80203	NONE	EXEMPT	COMMUNITY SERVICE	10,000
Total ▶ 3a				1,911,949

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
AMERICAN ROYAL ASSOCIATION 1701 AMERICAN ROYAL COURT KANSAS CITY, MO 64102	NONE	EXEMPT	EDUCATION	2,500
ARCHBISHOP'S CATHOLIC APPEAL PO BOX 100316 DENVER, CO 80250	NONE	EXEMPT	RELIGIOUS	50,000
ARMY EMERGENCY RELIEF 2530 CRYSTAL DRIVE SUITE 13161 ARLINGTON, VA 22202	NONE	EXEMPT	MILITARY SUPPORT	1,000
Total ▶ 3a				1,911,949

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ARRUPE JESUIT HIGH SCHOOL 4343 UTICA STREET DENVER, CO 80212	NONE	EXEMPT	EDUCATION	10,000
AUGUSTINE INSTITUTE 6160 S SYRACUSE WAY SUITE 310 GREENWOOD VILLAGE, CO 80111	NONE	EXEMPT	RELIGIOUS	100,000
BETHESDA TEACHING MINISTRY PO BOX 20028 EL CAJON, CA 92021	NONE	EXEMPT	RELIGIOUS	500
Total ▶ 3a				1,911,949

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
BOY SCOUTS OF AMERICA-DENVER AREA COUNCIL 10455 W 6TH AVE LAKEWOOD, CO 80215	NONE	EXEMPT	COMMUNITY SERVICE	1,000
BRAD KESELOWSI'S CHECKERED FLAG 258 W AVIATION DRIVE STATESVILLE, NC 28677	NONE	EXEMPT	COMMUNITY	500
CANCER LEAGUE OF COLORADO 7731 S URAVAN CT AURORA, CO 80016	NONE	EXEMPT	MEDICAL	5,000
Total ▶ 3a				1,911,949

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CATHOLIC CHARITIES 4045 PECOS STREET DENVER, CO 80211	NONE	EXEMPT	COMMUNITY SERVICE	20,000
CATHOLIC RELIEF SERVICES 228 WEST LEXINGTON STREET BALTIMORE, MD 212013443	NONE	EXEMPT	RELIGIOUS	20,000
CELLPO BOX 2380 RICHLAND, WA 99352	NONE	EXEMPT	COMMUNITY	5,000
Total ▶ 3a				1,911,949

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CHECKERED FLAG FOUNDATION 258 W AVIATION DRIVE STATESVILLE, NC 28677	NONE	EXEMPT	COMMUNITY	5,000
CHOSEN AND DEARLY LOVED 16301 NE 8TH STREET STE 201 BELLEVUE, WA 98008	NONE	EXEMPT	HEALTH	20,000
CLOSE MUSIC FOUNDATION 3535 S IRVING ST UNIT D ENGLEWOOD, CO 80110	NONE	EXEMPT	MILITARY SUPPORT	1,000
Total ▶ 3a				1,911,949

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
COLORADO BUSINESS HALL OF FAME 1445 MARKET ST DENVER, CO 80202	NONE	EXEMPT	COMMUNITY SERVICE	7,500
COLORADO DOMINICAN VOCATION FOUNDATION 3005 W 29TH AVENUE DENVER, CO 80211	NONE	EXEMPT	RELIGIOUS	9,000
COLORADO LONGITUDINAL STUDY 347 UCB BOULDER, CO 80309	NONE	EXEMPT	MEDICAL	10,000
Total ▶ 3a				1,911,949

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
COLORADO OUTREACH EXCHANGE ONE TAMARAC LANE CHERRY HILLS VILLAGE, CO 80113	NONE	EXEMPT	MILITARY SUPPORT	5,000
CONVENTION OF STATES ACTION 5850 SAN FELIPE STREET SUITE 580 HOUSTON, TX 77057	NONE	EXEMPT	COMMUNITY SERVICE	25,000
CORNELL UNIVERSITY 410 THURSTON AVE ITHACA, NY 14853	NONE	EXEMPT	EDUCATION	100,000
Total ▶ 3a				1,911,949

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
COUNTY SHERIFFS OF COLORADO 6001 RON KING TRL UNIT C LITTLETON, CO 80125	NONE	EXEMPT	COMMUNITY	50
DELTA WATERFOWL FOUNDATION 1412 BASIN AVE PO BOX 3128 BISMARCK, ND 58502	NONE	EXEMPT	COMMUNITY SERVICE	1,000
DENVER AREA COUNCIL 10455 WEST SIXTH AVENUE SUITE 100 DENVER, CO 80215	NONE	EXEMPT	COMMUNITY	26,500
Total ▶ 3a				1,911,949

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
DENVER ART MUSEUM 100 W 14TH AVE PKWY DENVER, CO 802042788	NONE	EXEMPT	COMMUNITY SERVICE	11,819
DENVER BOTANIC GARDENS 1007 YORK STREET DENVER, CO 80206	NONE	EXEMPT	COMMUNITY SERVICE	500
DENVER POLICE FOUNDATION 1700 LINCOLN STREET STE 4100 DENVER, CO 80203	NONE	EXEMPT	COMMUNITY SERVICE	5,000
Total ► 3a				1,911,949

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
DENVER RESCUE MISSIONPO BOX 5206 DENVER, CO 80217	NONE	EXEMPT	COMMUNITY SERVICE	2,000
DOMINICAN HOME HEALTH AGENCY 2501 GAYLORD ST DENVER, CO 80205	NONE	EXEMPT	RELIGIOUS	2,500
DUCKS UNLIMITED ONE WATERFOWL WAY MEMPHIS, TN 381202351	NONE	EXEMPT	COMMUNITY SERVICE	91,960
Total ▶ 3a				1,911,949

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
EAGLEBROOK SCHOOL 271 PINE NOOK ROAD DEARFIELD, MA 01342	NONE	EXEMPT	EDUCATION	250
ENDOW 6021 SOUTH SYRACUSE WAY SUITE 220 GREENWOOD VILLAGE, CO 80111	NONE	EXEMPT	RELIGIOUS	150,000
EVANS SCHOLAR FOUNDATION 2501 PATRIOT BLVD GLENVIEW, IL 60026	NONE	EXEMPT	EDUCATION	500
Total ▶ 3a				1,911,949

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
GATES CENTER FOR REGENERATIVE MEDICINE MAIL STOP 8320 12800 E 19TH AVE P18-8130 AURORA, CO 80045	NONE	EXEMPT	MEDICAL	10,000
GLOBAL DOWN SYNDROME FOUNDATION 3300 E FIRST AVENUE STE 390 DENVER, CO 80206	NONE	EXEMPT	MEDICAL	5,000
GOLD CROWN FOUNDATION 150 S HARLAN ST LAKEWOOD, CO 80226	NONE	EXEMPT	COMMUNITY SERVICE	12,000
Total ▶ 3a				1,911,949

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
GOOD SHEPHERD CATHOLIC SCHOOL 620 ELIZABETH STREET DENVER, CO 80206	NONE	EXEMPT	RELIGIOUS	5,000
GRATEFUL MUSIC FOUNDATION 11605 WEST 73RD AVE ARVADA, CO 80005	NONE	EXEMPT	ARTS	10,000
INDEPENDENT WOMEN'S FORUM 4 WEEMS LANE 312 WINCHESTER, VA 22601	NONE	EXEMPT	COMMUNITY	10,000
Total ▶ 3a				1,911,949

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
INSTITUTE FOR HUMANE STUDIES PO BOX 8822 PHOENIX, AZ 85066	NONE	EXEMPT	HEALTH	5,000
JDRF1801 LIBBIE AVE STE 106 RICHMOND, VA 23226	NONE	EXEMPT	MEDICAL	500
JEFFCO STUDENTS FIRSTPO BOX 1563 EVERGREEN, CO 80437	NONE	EXEMPT	EDUCATION	500
Total ▶ 3a				1,911,949

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MARINE CORPS SCHOLARSHIP FOUNDATION 909 N WASHINGTON ST STE 400 ALEXANDRIA, VA 22314	NONE	EXEMPT	MILITARY SUPPORT	500
MIZEL INSTITUTE 400 S CARNEY STREET DENVER, CO 80224	NONE	EXEMPT	CULTURAL	9,800
MSU DENVER FOUNDATION CAMPUS BOX 14 DENVER, CO 80217	NONE	EXEMPT	EDUCATION	10,000
Total ▶ 3a				1,911,949

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
NATIONAL CATHOLIC SOCIETIES 6399 DREXEL ROAD PHILADELPHIA, PA 19151	NONE	EXEMPT	RELIGIOUS	50,000
NATIONAL JEWISH HEALTH 1400 JACKSON ST DENVER, CO 802062461	NONE	EXEMPT	MEDICAL	5,000
NATIONAL WESTERN STOCK SHOW 4655 HUMBOLDT STREET DALLAS, CO 802162818	NONE	EXEMPT	COMMUNITY SERVICE	95,670
Total ▶ 3a				1,911,949

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
NAVY SEAL FOUNDATION 1619 D STREET BLDG 5326 VIRGINIA BEACH, VA 23459	NONE	EXEMPT	MILITARY SUPPORT	5,000
PHILIP EXETER ACADEMY 20 MAIN STREET EXETER, NH 03833	NONE	EXEMPT	EDUCATION	20,000
PROSTATE CANCER EDUCATION CENTER 7009 S POTOMAC STREET 125 CENTENNIAL, CO 80112	NONE	EXEMPT	HEALTH, EDUCATION	5,000
Total ▶ 3a				1,911,949

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
REGIS UNIVERSITY 3333 REGIS BLVD B-16 DENVER, CO 802211099	NONE	EXEMPT	EDUCATION	20,000
RELIGIOUS SISTERS OF MERCY 1300 S STEELE ST DENVER, CO 802102526	NONE	EXEMPT	RELIGIOUS	60,000
ROCKY MOUNTAIN BLACK CONSERVATIVES PO BOX 50401 COLORADO SPRINGS, CO 809490401	NONE	EXEMPT	COMMUNITY SERVICE	5,000
Total ▶ 3a				1,911,949

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SEMPER FI FUND 825 COLLEGE BLVD STE 102 OCEANSIDE, CA 92057	NONE	EXEMPT	MILITARY SUPPORT	10,000
SHADOW WARRIORS PROJECT 15954 JACKSON CREEK PARKWAY SUITE B564 MONUMENT, CO 80132	NONE	EXEMPT	MILITARY SUPPORT	5,000
SPHINX HEAD SOCIETY INC 80 BEACON ST BOSTON, MA 021083425	NONE	EXEMPT	COMMUNITY SERVICE	250
Total ▶ 3a				1,911,949

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ST APOLLINARIS CATHOLIC CHURCH 3700 LASSEN ST NAPA, CA 94558	NONE	EXEMPT	RELIGIOUS	1,000
STEP DENVER2029 LARIMER ST DENVER, CO 80205	NONE	EXEMPT	COMMUNITY SERVICE	5,000
STUDENTS FOR LIFE OF AMERICA 4755 JEFFERSON DAVIS HIGHWAY FREDERICKSBURG, VA 22408	NONE	EXEMPT	EDUCATION	2,000
Total ▶ 3a				1,911,949

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
TAKE NOTE COLORADO 555 17TH ST STE 960 DENVER, CO 80202	NONE	EXEMPT	COMMUNITY SERVICE	4,150
TAPS3033 WILSON BLVD SUITE 630 ARLINGTON, VA 22201	NONE	EXEMPT	COMMUNITY SERVICE	10,000
TEACH AMERICA1391 SPEER BLVD DENVER, CO 80204	NONE	EXEMPT	EDUCATION	25,000
Total ▶ 3a				1,911,949

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE CATHOLIC UNIVERSITY OF AMERICA 620 MICHIGAN AVE NE WASHINGTON, DC 20064	NONE	EXEMPT	EDUCATIONAL	20,000
THE DAWN REDWOODS CHARITABLE TRUST ONE BLACKFIELD DRIVE SUITE 331 TIBURON, CA 949202053	NONE	EXEMPT	COMMUNITY SERVICE	500
THE DENVER COUNTRY CLUB SCHOLAR 1700 E 1ST AVE DENVER, CO 80218	NONE	EXEMPT	EDUCATION	300
Total ▶ 3a				1,911,949

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE HEIGHTS SCHOOL 2515 PERRYTON DR APT 1306 DALLAS, TX 75233	NONE	EXEMPT	EDUCATION	5,000
THE ROTHROCK FOUNDATION 861 TIMBER LANE MIDDLETOWN, PA 17057	NONE	EXEMPT	COMMUNITY	500
THE SALVATION ARMY 3900 E ARAPAHOE RD LITTLETON, CO 80122	NONE	EXEMPT	COMMUNITY SERVICE	1,000
Total ▶ 3a				1,911,949

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE SPECIAL FORCES CHARITABLE TRUST PO BOX 53 ESSEX, CT 06426	NONE	EXEMPT	MILITARY SUPPORT	5,000
TRINITY LUTHERAN CHURCH AND SCHOOL 4740 N STATE HWY 83 FRANKTOWN, CO 80116	NONE	EXEMPT	RELIGIOUS	10,000
VOLUNTEERS OF AMERICA 2660 LARIMER STREET DENVER, CO 80205	NONE	EXEMPT	COMMUNITY SERVICE	9,000
Total ▶ 3a				1,911,949

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
WESTERN STOCK SHOW ASSOCIATION 4655 HUMBOLDT STREET DENVER, CO 802162818	NONE	EXEMPT	COMMUNITY SERVICE	501,000
Total  3a				1,911,949

TY 2019 Accounting Fees Schedule**Name:** PEMA FOUNDATION INC**EIN:** 30-0202608

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
2018 TAX PREPARATION & ACCOUNTING FEES	5,880	5,292		588

TY 2019 Investments Corporate Stock Schedule

Name: PEMA FOUNDATION INC
 EIN: 30-0202608

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AMG GLOBAL DIV - ABB LTD	163,513	205,343
AMG GLOBAL DIV - ABBVIE INC	219,622	228,699
AMG GLOBAL DIV - AMERICAN INTERNATIONAL GROUP	163,808	206,141
AMG GLOBAL DIV - AUTOLIV INC	5,073	6,500
AMG GLOBAL DIV - BAE SYSTEMS PLC ADR	175,196	200,375
AMG GLOBAL DIV - BASF SE SPON ADR	137,539	138,102
AMG GLOBAL DIV - BANK OF AMERICA	141,034	197,866
AMG GLOBAL DIV - BAYER A G SPONSORED	192,079	212,207
AMG GLOBAL DIV - BNP PARIBAS ADR	236,141	213,665
AMG GLOBAL DIV - BP AMOCO	153,004	150,922
AMG GLOBAL DIV - BRITISH AMERN TOB PLC	138,434	127,677
AMG GLOBAL DIV - CEMEX S A SPON ADR 5	58,975	59,917
AMG GLOBAL DIV - CITIGROUP INC	135,264	158,901
AMG GLOBAL DIV - COCA-COLA FEMSA SAB-SP ADR	67,248	68,319
AMG GLOBAL DIV - CVS HEALTH CORP	114,202	152,220
AMG GLOBAL DIV - EATON CORP PLC	66,617	91,405
AMG GLOBAL DIV - GILEAD SCIENCES INC	176,376	173,627
AMG GLOBAL DIV - GOLDMAN SACHS GROUP, INC.	79,061	105,768
AMG GLOBAL DIV - GREIF INC CL A	109,357	156,512
AMG GLOBAL DIV - HENKEL KGAA SPONS ADR	115,995	115,437
AMG GLOBAL DIV - ING GROEP N V SPONSORED ADR	185,125	145,311
AMG GLOBAL DIV - INTERPUBLIC GROUP OF COMPANIES	110,724	121,598
AMG GLOBAL DIV - JUNIPER NETWORKS	87,218	87,609
AMG GLOBAL DIV - KEY CORP	110,000	129,819
AMG GLOBAL DIV - LAS VEGAS SANDS CORP	144,302	158,999
AMG GLOBAL DIV - LENOVO GROUP LTD ADR	86,037	79,564
AMG GLOBAL DIV - LAZARD LIMITED SHARES	86,789	101,019
AMG GLOBAL DIV - MOLSON COORS BREWING CO	151,657	144,398
AMG GLOBAL DIV - OCCIDENTAL PETROLEUM CORP COMMON STOCK	262,232	191,297
AMG GLOBAL DIV - PATTERSON COMPANIES INC	107,021	100,966

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AMG GLOBAL DIV - PHILIP MORRIS INTERNATIONAL	235,178	207,790
AMG GLOBAL DIV - SCHLUMBERGER	220,896	215,070
AMG GLOBAL DIV - SOCIETE GENERALE ADR	116,358	134,727
AMG GLOBAL DIV - TOTAL SA SPONSORED ADR	76,838	79,411
AMG GLOBAL DIV - UBS GROUP AG REG	125,456	123,825
AMG GLOBAL DIV - UNICREDIT SPA - ADR	107,772	127,488
AMG GLOBAL DIV - UTD OVERSEAS	80,260	87,481
AMG GLOBAL DIV - VODAFONE	118,998	121,702
AMG GLOBAL DIV - WEYERHAEUSER	198,581	235,651
AMG IMA - CHAMPLAIN SMALL CO FD	308,771	307,178
AMG IMA - GRAPHIC PACKAGING HOLDING CO	1	491,175
AMG IMA - HARBOR MID CAP VALUE FUND #023	48,039	115,253
AMG IMA - HARDING LOEVNER	466,009	503,239
AMG IMA - ISHARES COHEN & STEERS RLTY	1,005,415	1,148,842
AMG IMA - ISHARES MSCI EAFE INDEX FUND	1,110,161	1,219,436
AMG IMA - ISHARES RUSSELL MIDCAP INDEX	1,986,788	2,916,193
AMG IMA - ISHARES TRUST RUSSELL 2000	1,294,508	1,621,744
AMG IMA - JENSEN PORTFOLIO	530,378	681,556
AMG IMA - MOLSON COORS BREWING CO -B	632,213	1,236,682
AMG IMA - SPDR S&P 500 ETF TRUST	3,110,378	4,459,370
AMG IMA - T ROWE PRICE MID-CAP GROWTH #64	227,784	345,563
AMG IMA - US BANKCORP DEL COM NEW	1	1,304,380

TY 2019 Investments - Other Schedule

Name: PEMA FOUNDATION INC

EIN: 30-0202608

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
AMG PCI - ANCHORAGE VENTURE FUND V LLLP	AT COST	30,579	30,508
TAIGA BIOTECHNOLOGIES INC	AT COST	1,020,000	1,020,000

TY 2019 Legal Fees Schedule**Name:** PEMA FOUNDATION INC**EIN:** 30-0202608

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	425	383		42

TY 2019 Other Expenses Schedule**Name:** PEMA FOUNDATION INC**EIN:** 30-0202608**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
DELAWARE ANNUAL FEE & BANK CHARGES	341	307		34
OTHER FOUNDATION EXPENSES	10,998	7,718		3,280

TY 2019 Other Income Schedule

Name: PEMA FOUNDATION INC

EIN: 30-0202608

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
PARTNERSHIP INCOME	918,894	497,738	918,894

TY 2019 Other Professional Fees Schedule**Name:** PEMA FOUNDATION INC**EIN:** 30-0202608

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	98,239	98,239		0

TY 2019 Taxes Schedule**Name:** PEMA FOUNDATION INC**EIN:** 30-0202608

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	17,004	17,004		0
2019 FORM 990-PF ESTIMATED TAXES PAID	18,000	0		0

Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF. ▶ Go to <u>www.irs.gov/Form990</u> for the latest information.	OMB No. 1545-0047
		2019
Name of the organization PEMA FOUNDATION INC		Employer identification number 30-0202608

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 other 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 33¹/₃% 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 990PF, 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
PEMA FOUNDATION INC

Employer identification number
30-0202608

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	HOLLAND H COORS CHARITABLE TRUST TWO 6295 GREENWOOD PLAZA BLVD GREENWOOD VILLAGE, CO 80111	\$ 144,715	☒ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)
2	PETER H AND MARILYN E COORS 770 HIGH STREET DENVER, CO 80218	\$ 2,243,879	☒ 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 PEMA FOUNDATION INC	Employer identification number 30-0202608
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Part II Noncash Property			
(a) No. from Part I	(b) Description of noncash property given (see instructions). Use duplicate copies of Part II if additional space is needed.	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	

30-0202608

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 information once. See instructions.) ▶ \$ _____
Use duplicate copies of Part III if additional space is needed.

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