

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

Name of foundation APTIV FOUNDATION INC		A Employer identification number 38-3442971	
Number and street (or P O box number if mail is not delivered to street address) PO BOX 5086		Room/suite	B Telephone number (see instructions) (248) 813-2531
City or town, state or province, country, and ZIP or foreign postal code TROY, MI 480985086		C If exemption application is pending, check here ▶ ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ 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) ▶ \$ 16,766,557		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 Check ▶ ☒ If the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	169,710	169,710		
	4 Dividends and interest from securities	215,942	215,942		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 _____	347,411			
	b Gross sales price for all assets on line 6a _____ 3,493,227				
	7 Capital gain net income (from Part IV, line 2)		347,411		
	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)				
	12 Total. Add lines 1 through 11	733,063	733,063		
	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)				
	b Accounting fees (attach schedule)	14,600	7,300		7,300
	c Other professional fees (attach schedule)	43,750	43,750		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	36,222	0		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	158	0		158
	24 Total operating and administrative expenses. Add lines 13 through 23	94,730	51,050		7,458
	25 Contributions, gifts, grants paid	797,250			797,250
	26 Total expenses and disbursements. Add lines 24 and 25	891,980	51,050		804,708
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-158,917			
	b Net investment income (if negative, enter -0-)		682,013		
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 (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	359,251	430,730	430,730
	3	Accounts receivable ▶ <u>6,667</u>			
		Less allowance for doubtful accounts ▶ _____	84,585	6,667	6,667
	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	3,514	5,666	5,666
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	9,218,870	8,565,384	8,565,384
	c	Investments—corporate bonds (attach schedule)	494,547	526,430	526,430
	11	Investments—land, buildings, and equipment basis ▶ _____			
	Less accumulated depreciation (attach schedule) ▶ _____				
12	Investments—mortgage loans				
13	Investments—other (attach schedule)	4,506,021	7,231,680	7,231,680	
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)	14,666,788	16,766,557	16,766,557	
Liabilities	17	Accounts payable and accrued expenses	12,878	34,201	
	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)	12,878	34,201	
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	14,653,910	16,732,356	
	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			
	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)	14,653,910	16,732,356	
30	Total liabilities and net assets/fund balances (see instructions) .	14,666,788	16,766,557		

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	14,653,910
2	Enter amount from Part I, line 27a	2	-158,917
3	Other increases not included in line 2 (itemize) ▶ _____	3	2,237,363
4	Add lines 1, 2, and 3	4	16,732,356
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	16,732,356

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 PUBLICLY-TRADED SECURITIES	P		
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 3,493,227		3,145,816	347,411
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) 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	
a			347,411
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2 347,411
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	1,080,719	16,342,506	0 066129
2017	1,073,516	15,980,388	0 067177
2016	1,043,376	15,315,789	0 068124
2015	1,015,826	16,349,069	0 062134
2014	1,026,542	16,916,176	0 060684

2 Total of line 1, column (d)	2	0 324248
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 064850
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	15,840,115
5 Multiply line 4 by line 3	5	1,027,231
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	6,820
7 Add lines 5 and 6	7	1,034,051
8 Enter qualifying distributions from Part XII, line 4	8	804,708

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	13,640
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	13,640
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	13,640
6	Credits/Payments		
a	2019 estimated tax payments and 2018 overpayment credited to 2019	6a	19,456
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	19,456
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	4
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ▶	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ▶	10	5,812
11	Enter the amount of line 10 to be Credited to 2020 estimated tax ▶ 5,812 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?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? (see Instructions for 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	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	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? If "Yes," attach a detailed description of the activities	2	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? If "Yes," attach a conformed copy of the changes	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5	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?	6	Yes
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	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MI		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	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. If "Yes," complete Part XIV	9	No
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	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 ▶ WWW.APTIV.COM/LEGAL-COMPLIANCE/FOUNDATION	13	Yes	
14	The books are in care of ▶ DAVID SHERBIN Telephone no ▶ (248) 813-2531			

Located at **▶** 5725 INNOVATION DRIVE TROY MI ZIP+4 **▶** 480985086

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.

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(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		
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? If "Yes," attach the statement required by Regulations section 53.4945–5(d)	☐ Yes ☐ No		
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No	6b	No
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870			
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No	7b	
b If "Yes", did the foundation receive any proceeds or have any net income attributable to the transaction?			
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
See Additional Data Table				
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	15,517,868
b	Average of monthly cash balances.	1b	563,467
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	16,081,335
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	16,081,335
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	241,220
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	15,840,115
6	Minimum investment return. Enter 5% of line 5.	6	792,006

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	792,006
2a	Tax on investment income for 2019 from Part VI, line 5.	2a	13,640
b	Income tax for 2019 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	13,640
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	778,366
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	778,366
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	778,366

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	804,708
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	804,708
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	804,708

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				778,366
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.				
b From 2015.				196,861
c From 2016.				288,985
d From 2017.				288,541
e From 2018.				286,040
f Total of lines 3a through e.	1,060,427			
4 Qualifying distributions for 2019 from Part XII, line 4 ▶ \$ 804,708				
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.				778,366
e Remaining amount distributed out of corpus	26,342			
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	1,086,769			
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).	0			
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a	1,086,769			
10 Analysis of line 9				
a Excess from 2015.				196,861
b Excess from 2016.				288,985
c Excess from 2017.				288,541
d Excess from 2018.				286,040
e Excess from 2019.				26,342

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. ▶

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

	Tax year	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))

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				797,250
b <i>Approved for future payment</i>				
Total ▶ 3b				0

Enter gross amounts unless otherwise indicated

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

Form **990-PF** (2019)

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

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

(a) Line No	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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

Sign Here	*****	2020-08-27	*****	May the IRS discuss this return with the preparer shown below? (see instr.) ☒ Yes ☐ No
	Signature of officer or trustee	Date	Title	

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
	MICHAEL R NICHOLAS				P00966144
	Firm's name ▶ GEORGE JOHNSON & COMPANY				Firm's EIN ▶ 38-2029668
Firm's address ▶ 1200 BUHL BUILDING 535 GRISWOLD DETROIT, MI 482263689					Phone no (313) 965-2655

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
RACHELLE VALDEZ 5725 INNOVATION DRIVE TROY, MI 480985086	CHAIR/PRESIDENT/TRUSTEE 1 00	0	0	0
JEREMY JENSEN 5725 INNOVATION DRIVE TROY, MI 480985086				
RACHEL FRIEDENBERG 5725 INNOVATION DRIVE TROY, MI 480985086	TREASURER/TRUSTEE 1 00	0	0	0
CHARLENE CHU 5725 INNOVATION DRIVE TROY, MI 480985086				
CHRIS HONG 5725 INNOVATION DRIVE TROY, MI 480985086	SECRETARY/TRUSTEE 1 00	0	0	0
JADA SMITH 5725 INNOVATION DRIVE TROY, MI 480985086				
JADA SMITH 5725 INNOVATION DRIVE TROY, MI 480985086	TRUSTEE 1 00	0	0	0

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 CANCER SOCIETY 20450 CIVIC CENTER DRIVE SOUTHFIELD, MI 48076	NONE	PC	SKYLINE SOIREE	10,000
ARTHRITIS FOUNDATION 888 WEST BIG BEAVER ROAD SUITE 305 TROY, MI 48084	NONE	PC	JINGLE BELL RUN	10,000
AUTOMOTIVE HALL OF FAME 21400 OAKWOOD BOULEVARD DEARBORN, MI 48124	NONE	PC	CORPORATE SPONSOR	10,000
Total ▶ 3a				797,250

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>				
BLACK UNITED FUND OF MICHIGAN 7650 SECOND AVENUE SUITE 120 DETROIT, MI 48202	NONE	PC	49TH GALA BENEFIT	3,000
BLUE SOURCE 4625 CREEKSTONE DRIVE SUITE 130 DURHAM, NC 27703	NONE	PC	FOUNDATION GRANT	10,000
BOYS & GIRLS CLUBS OF SOUTHEASTERN MICHIGAN 26777 HALSTED ROAD SUITE 100 FARMINGTON HILLS, MI 48331	NONE	PC	HOLE SPONSORSHIP AT GOLF OUTING	7,000
Total ► 3a				797,250

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				
CARNEGIE MELLON UNIVERSITY 5000 FORBES AVENUE GATE 6105 PITTSBURGH, PA 15213	NONE	PC	UNIVERSITY GRANT	65,000
CENTER OF LIFE 1938 FRANKLIN STREET SUITE 201 DETROIT, MI 48207	NONE	PC	C S R	10,000
CRIME STOPPERS OF MICHIGAN 18000 WEST NINE MILE ROAD SOUTHFIELD, MI 48075	NONE	PC	RECOGNITION DINNER	1,000
Total ▶ 3a				797,250

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>				
DETROIT ECONOMIC CLUB 211 WEST FORT STREET SUITE 710 DETROIT, MI 48226	NONE	PC	SPONSORSHIP	5,000
FIRST NEVADAPO BOX 33565 LAS VEGAS, NV 89133	NONE	PC	ROBOTIC SUPPORT	5,000
FIRST ROBOTICS 7400 BAY ROAD UNIVERSITY CENTER SAGINAW, MI 48604	NONE	PC	ROBOTICS TEAM	147,000
Total ▶ 3a				797,250

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>				
GEORGIA TECHNORTH AVENUE NW ATLANTA, GA 30332	NONE	PC	UNIVERSITY GRANT	60,000
GIRLS ON THE RUN 26777 HALSTED ROAD SUITE 100 FARMINGTON HILLS, MI 48331	NONE	PC	WHAT MOVES YOU WELLNESS CHALLENGE	10,000
GRACE GIVING FOUNDATION 8163 GRAND RIVER BRIGHTON, MI 48114	NONE	PC	GIANT BUBBLE GUM MACHINE	5,000
Total ▶ 3a				797,250

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>				
GREENLIGHT FUND 120 ST JAMES AVENUE 6TH FLOOR BOSTON, MA 02116	NONE	PC	ONGOING SUPPORT OF COMMUNITY-BASED PROGRAMS	50,000
GREENLIGHT FUND BOSTON 120 ST JAMES AVENUE 6TH FLOOR BOSTON, MA 02116	NONE	PC	AN EMERALD EVENING	15,000
HOPELINK OF SOUTHERN NEVADA 178 WESTMINSTER WAY HENDERSON, NV 89015	NONE	PC	BOWL-A-THON	1,250
Total ► 3a				797,250

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				
LOYOLA HIGH SCHOOL 15325 PINEHURST STREET DETROIT, MI 48238	NONE	PC	TIGER'S GAME DAY AND AUCTION - 2019	10,000
MAKE A WISH FOUNDATION 7600 GRAND RIVER AVENUE SUITE 175 BRIGHTON, MI 48114	NONE	PC	FOUNDATION GRANT	1,500
MARCH OF DIMES 8450 WEST 10 MILE ROAD ROYAL OAK, MI 48067	NONE	PC	SUPPORTING THE MARCH FOR BABIES	5,000
Total ▶ 3a				797,250

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>				
MASSACHUSETTS INSTITUTE OF TECHNOLOGY 600 MEMORIAL DRIVE CAMBRIDGE, MA 02139	NONE	PC	UNIVERSITY GRANT	100,000
MEMORIAL SLOAN KETTERING CANCER 1275 YORK AVENUE NEW YORK, NY 10065	NONE	PC	FOUNDATION GRANT	5,000
MHACK'S GLOBAL 500 SOUTH STATE STREET ANN ARBOR, MI 48109	NONE	PC	UNIVERSITY GRANT	7,000
Total ► 3a				797,250

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>				
MICHIGAN STATE UNIVERSITY 535 CHESTNUT ROAD ROOM 300 LANSING, MI 48824	NONE	GOV	UNIVERSITY GRANT	10,500
NATIONAL ALLIANCE ON MENTAL ILLNESS 401 SOUTH WASHINGTON SQUARE SUITE 104 LANSING, MI 48933	NONE	PC	TO SUPPORT MENTAL HEALTH	10,000
NATIONAL FOREST FOUNDATION BUILDING 27 SUITE 3 FORT MISSOULA ROAD MISSOULA, MT 59804	NONE	PC	FOUNDATION GRANT	50,000
Total ▶ 3a				797,250

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>				
NATIONAL MS SOCIETY 29777 TELEGRAPH ROAD SUITE 1651 SOUTHFIELD, MI 48034	NONE	PC	GOLF OUTING	2,000
NATIONAL MS SOCIETY 29777 TELEGRAPH ROAD SUITE 1651 SOUTHFIELD, MI 48034	NONE	PC	DINNER OF CHAMPIONS	25,000
NEW BIKES 4 KIDZ 1200 OAKMAN BOULEVARD DETROIT, MI 48238	NONE	PC	3000 BIKE HELMETS - FALL 2019	10,000
Total ▶ 3a				797,250

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 OHIO STATE UNIVERSITY FOUNDATION 1480 WEST LANE AVENUE COLUMBUS, MI 43221	NONE	GOV	UNIVERSITY SUPPORT - 2019	10,000
PURDUE GRAND PRIX FOUNDATION STEWART CENTER BOX 501 WEST LAFAYETTE, IN 47097	NONE	PC	SPONSORSHIP OF 2019 GRAND PRIX	5,000
PURDUE UNIVERSITY610 PURDUE MALL WEST LAFAYETTE, IN 47907	NONE	PC	UNIVERSITY GRANT	55,000
Total ▶ 3a				797,250

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>				
REGENTS OF UNIVERSITY OF MICHIGAN 1221 BEAL AVENUE ANN ARBOR, MI 48109	NONE	GOV	UNIVERSITY RELATIONS SUPPORT ENGINEERING KEY UNIVERSITY	23,000
REGENTS OF UNIVERSITY OF MICHIGAN 1221 BEAL AVENUE ANN ARBOR, MI 48109	NONE	GOV	UNIVERSITY GRANT	25,000
ROCHESTER COMMUNITY SCHOOLS 501 WEST UNIVERSITY DRIVE ROCHESTER, MI 48307	NONE	GOV	TO SUPPORT THE SCHOOL'S FIRST ROBOTICS AND LEGO LEAGUE TEAMS	3,000
Total ► 3a				797,250

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>				
SPREAD THE WORD NEVADA 1065 AMERICAN PACIFIC DRIVE SUITE 160 HENDERSON, NV 89074	NONE	PC	FOUNDATION GRANT	1,000
THREE SQUARE4190 NORTH PECOS LAS VEGAS, NV 89115	NONE	PC	BACKPACK FOR KIDS	5,000
VISTA MARIA20651 WEST WARREN DEARBORN HEIGHTS, MI 48127	NONE	PC	SUPPORT A NEW VEHICLE	5,000
Total ▶ 3a				797,250

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>				
WINNING FUTURES27500 COSGROVE WARREN, MI 48092	NONE	PC	FOUNDATION GRANT	5,000
Total ▶ 3a				797,250

TY 2019 Accounting Fees Schedule**Name:** APTIV FOUNDATION INC**EIN:** 38-3442971

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	14,600	7,300		7,300

TY 2019 Investments Corporate Bonds Schedule**Name:** APTIV FOUNDATION INC**EIN:** 38-3442971**Investments Corporate Bonds Schedule**

Name of Bond	End of Year Book Value	End of Year Fair Market Value
ISHARES TIPS BOND FUND	526,430	526,430

TY 2019 Investments Corporate Stock Schedule**Name:** APTIV FOUNDATION INC**EIN:** 38-3442971**Investments Corporation Stock Schedule**

Name of Stock	End of Year Book Value	End of Year Fair Market Value
PUBLICLY-TRADED STOCKS	3,050,087	3,050,087
ISHARES CORE S&P 500 FUND	2,993,849	2,993,849
VANGUARD REIT FUND	563,050	563,050
ISHARES RUSSELL 1000 GROWTH FUND	517,381	517,381
HARDING LOEVNER INSTITUTIONAL EMERGING MARKETS FUND	567,670	567,670
ISHARES MSCI EAFE ETF	873,347	873,347

TY 2019 Investments - Other Schedule**Name:** APTIV FOUNDATION INC**EIN:** 38-3442971**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
DODGE & COX INCOME FUND	FMV	1,714,642	1,714,642
BLACKROCK STRATEGIC INCOME OPPORTUNITIES PORTFOLIO FUND	FMV	874,151	874,151
BAIRD AGGREGATE BOND FUND	FMV	1,654,933	1,654,933
FEDERATED INTERNATIONAL EQUITY FUND	FMV	1,784,092	1,784,092
LAZARD GLOBAL FUND	FMV	493,652	493,652
ISHARES CORE S&P SMALL CAP FUND	FMV	710,210	710,210

TY 2019 Other Expenses Schedule**Name:** APTIV FOUNDATION INC**EIN:** 38-3442971**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PROGRAM SERVICE FEES	158	0		158

TY 2019 Other Increases Schedule

Name: APTIV FOUNDATION INC
EIN: 38-3442971

Description	Amount
CHANGE IN UNREALIZED NET GAINS ON INVESTMENTS	2,237,363

TY 2019 Other Professional Fees Schedule**Name:** APTIV FOUNDATION INC**EIN:** 38-3442971

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CUSTODIAL FEES	43,750	43,750		0

TY 2019 Taxes Schedule**Name:** APTIV FOUNDATION INC**EIN:** 38-3442971

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAX	36,222	0		0