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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.

▶ Go to www.irs.gov/Form990PF for instructions and the latest information.

1912

OMB No 1545-0047

2019

Open to Public Inspection

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

Name of foundation: The Pyramid Peak Foundation

A Employer identification number: 45-3444341

Number and street (or P O box number if mail is not delivered to street address): 1350 Concourse Avenue

Room/suite: 383

B Telephone number (see instructions): (901)818-5239

City or town, state or province, country, and ZIP or foreign postal code: Memphis TN 38104

C If exemption application is pending, check here ▶ ☐

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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) ▶ $ 274,166,905.

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

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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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)	35,000,000.			
	2	Check ▶ ☐ if the foundation is not required to attach Sch. B				
	3	Interest on savings and temporary cash investments	183,685.	183,685.		
	4	Dividends and interest from securities	4,546,670.	4,546,670.		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	187,165,632.			
	b	Gross sales price for all assets on line 6a 467,024,117.		L-6a Stmt		
	7	Capital gain net income (from Part IV, line 2)		187,165,632.		
	8	Net short-term capital gain			2,084,218.	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less. Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule) See Stmt	58,176.	58,176.		
	12	**Total.** Add lines 1 through 11	226,954,163.	191,954,163.	2,084,218.	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.	610,698.			391,995.
	14	Other employee salaries and wages	277,669.			277,669.
	15	Pension plans, employee benefits	172,871.			99,265.
	16a	Legal fees (attach schedule) L-16a Stmt	1,475.			1,475.
	b	Accounting fees (attach schedule) L-16b Stmt	12,273.			9,205.
	c	Other professional fees (attach schedule) L-16c Stmt	635,323.			634,283.
	17	Interest				
	18	Taxes (attach schedule) (see instructions) See Stmt	1,893,466.			0.
	19	Depreciation (attach schedule) and depletion	73,175.			
	20	Occupancy				
	21	Travel, conferences, and meetings	15,756.			15,756.
	22	Printing and publications				
	23	Other expenses (attach schedule) See Stmt	720,175.	664,799.		41,591.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	4,412,881.	664,799.		1,471,239.
	25	Contributions, gifts, grants paid	404,932,686.			404,932,686.
	26	**Total expenses and disbursements.** Add lines 24 and 25	409,345,567.	664,799.		406,403,925.
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	-182,391,404.			
	b	**Net investment income** (if negative, enter -0-)		191,289,364.		
	c	**Adjusted net income** (if negative, enter -0-)			2,084,218.	

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	4,385,610.	3,650,931.	3,650,931.
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ 9,750,000.	L-7 Stmt		
		Less. allowance for doubtful accounts ▶ 0.	9,250,000.	9,750,000.	9,750,000.
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U.S. and state government obligations (attach schedule)	14,977,115.	13,999,714.	13,999,714.
	b	Investments—corporate stock (attach schedule) L-10b Stmt	581,776,837.	225,537,940.	225,537,940.
	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) L-13 Stmt	19,110,607.	20,231,886.	20,231,886.
	14	Land, buildings, and equipment: basis ▶			
		Less: accumulated depreciation (attach schedule) ▶	655,872.	609,005.	609,005.
	15	Other assets (describe ▶ L-15 Stmt)	169,522.	387,429.	387,429.
	16	**Total assets** (to be completed by all filers—see the instructions. Also, see page 1, item I)	630,325,563.	274,166,905.	274,166,905.
Liabilities	17	Accounts payable and accrued expenses	1.	0.	
	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)	1.	0.	
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			
	27	Paid-in or capital surplus, or land, bldg., and equipment fund			
	28	Retained earnings, accumulated income, endowment, or other funds	630,325,562.	274,166,905.	
	29	**Total net assets or fund balances** (see instructions)	630,325,562.	274,166,905.	
	30	**Total liabilities and net assets/fund balances** (see instructions)	630,325,563.	274,166,905.	

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	630,325,562.
2	Enter amount from Part I, line 27a	2	-182,391,404.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	447,934,158.
5	Decreases not included in line 2 (itemize) ▶ Unrealized loss	5	173,767,253.
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29	6	274,166,905.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	Southeastern Concentrated Value Fund	P	04/09/2015	04/10/2019
b	Southeastern Concentrated Value Fund	P	04/09/2015	05/14/2019
c	Longleaf International cap gain distribution	P	04/11/2019	11/27/2019
d	Longleaf Global Partners cap gain distribution	P	10/23/2013	11/27/2019
e	See Statement			

	(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	418,551,817.		252,000,000.	166,551,817.
b	44,727,568.		27,328,000.	17,399,568.
c	2,084,218.		0.	2,084,218.
d	507,024.		0.	507,024.
e	1,153,490.		530,485.	623,005.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.

	(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				166,551,817.
b				17,399,568.
c				2,084,218.
d				507,024.
e				623,005.

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** 187,165,632.

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** 2,084,218.

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2018	145,058,271.	715,677,604.	0.202687
2017	105,861,902.	791,594,977.	0.133732
2016	38,894,943.	722,224,635.	0.053854
2015	66,808,389.	618,740,356.	0.107975
2014	35,547,365.	440,069,772.	0.080777

2	**Total** of line 1, column (d) . . .	2	0.579025
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	0.115805
4	Enter the net value of noncharitable-use assets for 2019 from Part X, line 5 . . .	4	447,734,409.
5	Multiply line 4 by line 3 . . .	5	51,849,883.
6	Enter 1% of net investment income (1% of Part I, line 27b) . . .	6	1,912,894.
7	Add lines 5 and 6 . . .	7	53,762,777.
8	Enter qualifying distributions from Part XII, line 4 . . .	8	406,403,925.

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	1,912,894.
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	1,912,894.
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	1,912,894.
6	Credits/Payments.				
a	2019 estimated tax payments and 2018 overpayment credited to 2019	6a	2,331,321.		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	2,331,321.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	418,427.
11	Enter the amount of line 10 to be. **Credited to 2020 estimated tax** ▶ 418,427. **Refunded** ▶			11	

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		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition	1b		X
	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.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation. ▶ $ ______ **(2)** On foundation managers. ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ______			
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		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by *General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either. • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	7	X	
8a	Enter the states to which the foundation reports or with which it is registered. See instructions. ▶ TN			
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	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2019 or the tax year beginning in 2019? See the instructions for Part XIV. If "Yes," complete Part XIV	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions See Statement	12	X	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
	Website address ▶ N/A			
14	The books are in care of ▶ Melissa R. Russell Telephone no. ▶ (901)818-5239			
	Located at ▶ 1350 Concourse Avenue, Suite 383 Memphis TN ZIP+4 ▶ 38104			
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	X	
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶ EI			

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		X
	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		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).			
a	At the end of tax year 2019, did the foundation have any undistributed income (Part XIII, lines 6d and 6e) for tax year(s) beginning before 2019? ☐ 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		X
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 Form 4720, Schedule C, to determine if the foundation had excess business holdings in 2019.)	3b		X
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2019?	4b		X

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

			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? If "Yes" to 6b, file Form 8870.	6b		X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		
8	Is the foundation subject to the section 4960 tax on payment(s) of more than $1,000,000 in remuneration or excess parachute payment(s) during the year? ☐ Yes ☐ No			

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

1 List all officers, directors, trustees, and foundation managers and their compensation. 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
James R. Boyd 1350 Concourse Avenue, Ste 383 Memphis TN 38104	Exec. Dir. & Director 40.00	391,995.	55,000.	0.
Lee Harper 6410 Poplar Avenue, Ste 900 Memphis TN 38119	Director 1.00	0.	0.	0.
Melissa R. Russell 1350 Concourse Avenue, Ste 383 Memphis TN 38104	CFO/Treasurer 40.00	218,703.	53,083.	0.
See Statement	3.00	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
Sherry D. Crane 1350 Concourse Avenue, Ste 383 Memphis TN 38104	Business Manager 40.00	93,503.	21,340.	0.
Michelle Armstrong 1350 Concourse Avenue, Ste. 383 Memphis TN 38104	Instruction support coordinator 40.00	184,167.	0.	0.

Total number of other employees paid over $50,000 ▶ 0

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
Health and Education Consultants, LLC 666 West Drive C/O 670 West Drive Memphis TN 38112	Consulting	165,000.
EdSpace Consulting 186 S. Belvedere Blvd. Memphis TN 38104	Consulting	150,000.
Davidson Hill Consulting 2182 Spicer Cove Memphis TN 38134	Consulting	110,000.
Miriam Dean Stokes Brown 150 Point Clear Cove Eads TN 38028	Consulting	101,239.
Lester Merriweather 176 Golf Club Circle Memphis TN 38109	Consulting	76,865.
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 The Foundation performs no direct charitable activities. The exempt purpose is carried out via contributions to existing charitable organizations.	404,932,868.
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 None	0.
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	440,301,370.
b	Average of monthly cash balances	1b	5,381,312.
c	Fair market value of all other assets (see instructions)	1c	8,870,018.
d	**Total** (add lines 1a, b, and c)	1d	454,552,700.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) . . . 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	454,552,700.
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	6,818,291.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	447,734,409.
6	**Minimum investment return.** Enter 5% of line 5	6	22,386,721.

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	22,386,721.
2a	Tax on investment income for 2019 from Part VI, line 5	2a	1,912,894.		
b	Income tax for 2019. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	1,912,894.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	20,473,827.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	20,473,827.
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	20,473,827.

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	406,403,925.
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	406,403,925.
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	1,912,894.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	404,491,031.

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				20,473,827.
2 Undistributed income, if any, as of the end of 2019.				
a Enter amount for 2018 only				
b Total for prior years: 20 ___, 20 ___, 20 ___				
3 Excess distributions carryover, if any, to 2019:				
a From 2014 ... 13,990,300.				
b From 2015 ... 37,323,215.				
c From 2016 ... 3,085,795.				
d From 2017 ... 67,383,219.				
e From 2018 ... 109,542,409.				
f **Total** of lines 3a through e	231,324,938.			
4 Qualifying distributions for 2019 from Part XII, line 4: ▶ $ 406,403,925.				
a Applied to 2018, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2019 distributable amount				20,473,827.
e Remaining amount distributed out of corpus	385,930,098.			
5 Excess distributions carryover applied to 2019 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 **Enter the net total of each column as indicated below:**				
a Corpus. Add lines 3f, 4c, and 4e Subtract line 5	617,255,036.			
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				
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)				
8 Excess distributions carryover from 2014 not applied on line 5 or line 7 (see instructions)	13,990,300.			
9 **Excess distributions carryover to 2020.** Subtract lines 7 and 8 from line 6a	603,264,736.			
10 Analysis of line 9:				
a Excess from 2015 ... 37,323,215.				
b Excess from 2016 ... 3,085,795.				
c Excess from 2017 ... 67,383,219.				
d Excess from 2018 ... 109,542,409.				
e Excess from 2019 ... 385,930,098.				

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

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 foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2019	(b) 2018	(c) 2017	(d) 2016	(e) Total
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).)

O. Mason Hawkins

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

None

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

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

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

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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Community Fdn of Greater Memphis 1900 Union Avenue Memphis TN 38104	N/A	501(c)3	various	404,932,686.
Total . . . . . . ▶ **3a**				404,932,686.
b *Approved for future payment*				
Total . . . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See instructions.)
1 Program service revenue.					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	183,685.	
4 Dividends and interest from securities			14	4,546,670.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			19	187,165,632.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a Other portfolio Income			14	58,176.	
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				191,954,163.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . . 13 191,954,163.

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

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)
	N/A

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

			Yes	No
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?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions.			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

Sign Here

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

Melina Russell | 11/6/2020 | Treasurer

Signature of officer or trustee | Date | Title

May the IRS discuss this return with the preparer shown below? See instructions ☐Yes ☐No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Firm's name ► Self-Prepared			Firm's EIN ►	
Firm's address ►			Phone no	

Schedule B (Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2019

Name of the organization	Employer identification number
The Pyramid Peak Foundation	45-3444341

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** $5,000; or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h; or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III.

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions totaling $5,000 or more during the year . . . . ▶ $ ____________

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

Name of organization	Employer identification number
The Pyramid Peak Foundation	45-3444341

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	Otis M. Hawkins 1350 Concourse Avenue, Ste. 383 Memphis TN 38104	$ 35,000,000.	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: The Pyramid Peak Foundation

Employer identification number: 45-3444341

Part II **Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
		$	

(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
		$	

Name of organization: The Pyramid Peak Foundation

Employer identification number: 45-3444341

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.

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

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

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

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

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

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

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

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

Form 990-PF: Return of Private Foundation

Part IV: Capital Gains and Losses for Tax on Investment Income

Continuation Statement

(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	(d) Date sold
SAM Asia Pacific Opportunities K-1	P	05/31/17	12/31/19
Innova Fund III K-1	P	08/29/14	12/31/19

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
0.		530,485.	-530,485.
1,153,490.		0.	1,153,490.
1,153,490.	0.	530,485.	623,005.

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	
			-530,485.
			1,153,490.
0.	0.	0.	623,005.

Form 990-PF: Return of Private Foundation

Part VIII: Information about Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors — Continuation Statement

Name and address	Title, and average hours per week devoted to position	Compensation	Contributions to employee benefit plans and deferred compensation	Expense account, other allowances
O. Mason Hawkins 1350 Concourse Avenue, Ste. 3838 Memphis, TN 38104	Member & Director 1.00	0.	0.	0.
Andrew R. McCarroll 6410 Poplar Avenue, Ste 900 Memphis, TN 38119	Director 2.00	0.	0.	0.
		0.	0.	0.

Additional information from your Form 990-PF: Return of Private Foundation

Form 990-PF: Return of Private Foundation

Other Income **Continuation Statement**

Description	Revenue and Expense per Book	Net Investment Income	Adjusted Net Income
Other Portfolio K-1 Income	58,176.	58,176.	
Total	58,176.	58,176.	

Form 990-PF: Return of Private Foundation

Taxes **Continuation Statement**

Description	Revenue and Expense per Book	Net Investment Income	Adjusted Net Income	Disbursement for charitable purpose
Federal excise tax	1,850,000.			0.
Payroll taxes	43,466.			0.
Total	1,893,466.			0.

Form 990-PF: Return of Private Foundation

Other Expenses **Continuation Statement**

Description	Revenue and Expense per Book	Net Investment Income	Adjusted Net Income	Disbursement for charitable purpose
Supplies	15,180.			11,657.
Maintenance	15,272.			11,454.
Postage	597.			448.
Other Portfolio Deductions	664,799.	664,799.		0.
Entertainment	11,996.			8,997.
Dues & subscriptions	2,524.			1,680.
Insurance	2,769.			2,077.
Telephone and internet	7,038.			5,278.
Total	720,175.	664,799.		41,591.

Form 990-PF: Return of Private Foundation

Part VII-A, line 12, Distribution to a Donor Advised Fund **Explanation Statement**

Donor Advised Fund

All grants are made to a donor-advised fund which makes contributions to various 501(c)3 organizations which have been recommended by the Foundation. Each of these entities has its own exempt function or activity which has been vetted by the IRS in the process of granting exempt status.

Form 990-PF
Part I, Line 6a

Net Gain or Loss From Sale of Assets

2019

Name: The Pyramid Peak Foundation
Employer Identification No: 45-3444341

Asset Information:

Description of Property: SAM Asia Pacific Opportunities K-1
Business Code:
Exclusion Code: 19
Date Acquired: 05/31/17
How Acquired: Purchased
Date Sold: 12/31/19
Name of Buyer:
Check Box, if Buyer is a Business: ☐
Sales Price:
Cost or other basis (do not reduce by depreciation): 530,485.
Sales Expense:
Valuation Method: Cost
Total Gain (Loss): -530,485.
Accumulated Depreciation:

Description of Property: Longleaf Partners International Fund Capital Gain Distribution
Business Code:
Exclusion Code: 19
Date Acquired: 04/11/19
How Acquired: Purchased
Date Sold: 11/27/19
Name of Buyer:
Check Box, if Buyer is a Business: ☐
Sales Price: 2,084,218.
Cost or other basis (do not reduce by depreciation): 0.
Sales Expense:
Valuation Method: Cost
Total Gain (Loss): 2,084,218.
Accumulated Depreciation:

Description of Property: Longleaf Global Fund Cap Gain distribution
Business Code:
Exclusion Code: 19
Date Acquired: 10/23/13
How Acquired: Purchased
Date Sold: 11/27/19
Name of Buyer:
Check Box, if Buyer is a Business: ☐
Sales Price: 507,024.
Cost or other basis (do not reduce by depreciation):
Sales Expense:
Valuation Method: Cost
Total Gain (Loss): 507,024.
Accumulated Depreciation:

Description of Property: Southeastern Concetrated Value Shares
Business Code:
Exclusion Code: 19
Date Acquired: 04/09/15
How Acquired: Purchased
Date Sold: 04/10/19
Name of Buyer:
Check Box, if Buyer is a Business: ☐
Sales Price: 418,551,817.
Cost or other basis (do not reduce by depreciation): 252,000,000.
Sales Expense:
Valuation Method: Cost
Total Gain (Loss): 166,551,817.
Accumulated Depreciation:

Description of Property: See Net Gain or Loss from Sale of Assets
Business Code:
Exclusion Code:
Date Acquired:
How Acquired:
Date Sold:
Name of Buyer:
Check Box, if Buyer is a Business: ☐
Sales Price:
Cost or other basis (do not reduce by depreciation):
Sales Expense:
Valuation Method:
Total Gain (Loss):
Accumulated Depreciation:

Totals:

Total Gain (Loss) of all assets: 187,165,632.
Gross Sales Price of all assets: 467,024,117.
Unrelated Business Income:
Business Code:
Excluded by section 512, 513, 514: 187,165,632.
Exclusion Code: 19
Related/Exempt Function Income:

QuickZoom here to Form 990-PF, Page 1 ►
QuickZoom here to Form 990-PF, Page 12 ►

Additional information from your Form 990-PF Part I Line 6a Net Gain or Loss From Sale of Assets

Form 990-PF Part I Line 6a Net Gain or Loss From Sale of Assets

Net Gain or Loss from Sale of Assets **Continuation Statement**

Description of Property	Business Code	Exclusion Code	Date Acquired	How Acquired	Date Sold	Name of Buyer	Buyer a Business	Sales Price	Cost or other basis	Sales Expense	Valuation Method	Total Gain or Loss	Accumulated Depreciation
Southeastern Concetrated Value Shares		19	04/09/15	Purchased	05/14/19			44,727,563	27,328,000		Cost	17,399,563	
Innova Fund III capital gain distribution		19	08/29/14	Purchased	12/31/19			1,153,490			Cost	1,153,490	

Legal and Professional Fees

Name	Employer Identification No
The Pyramid Peak Foundation	45-3444341

Line 16a - Legal Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Collen Intellectual Properties	Legal	1,475.			1,475.
Total to Form 990-PF, Part I, Line 16a		1,475.			1,475.

Line 16b - Accounting Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Burleigh Consulting	Tax preparation-PSP	1,825.			1,369.
KPMG	Tax consulting	10,448.			7,836.
Total to Form 990-PF, Part I, Line 16b		12,273.			9,205.

Line 16c - Other Professional Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Heath and Education Consultants	Consulting- Health program	165,000.			165,000.
Davidson Hill Consulting	Consulting-Education	110,000.			110,000.
Mim Stokes Brown	Consulting- Program	101,240.			101,240.
Tamburrino, Inc	Consulting-IT	4,162.			3,122.
Lester Merriweather	Art collection consulting	76,865.			76,865.
Valliere Enterprises LLC	Consulting-Music Program	27,234.			27,234.
EdSpace Consulting	Consulting- Education	150,000.			150,000.
Grinder, Taber Grinder	Consulting- Construction	422.			422.
Melvin Moore	Catering staff	200.			200.
Vera Schabicki	Catering staff	200.			200.
Total to Form 990-PF, Part I, Line 16c		635,323.			634,283.

Receivables

Name	Employer Identification No
The Pyramid Peak Foundation	45-3444341

Lender Information:

Loan Receivable Type 4
Borrowers Name Project Grad USA
Borrower's Title Project Grad USA
Check Box, if Borrower is a Business . [ ]
Relationship of Borrower (Other loans only) Grantee
Repayment Terms 1 year
Borrower's Security None
Purpose of Loan Education
Description of Consideration None
Original Amount 250,000.
Beginning Year Balance 250,000. Year End Balance 250,000.
FMV at Year End 250,000. FMV of Consideration 0.
Allowance for Doubtful Accounts(other loans only) 0.
Date of Note 09/16/19 Maturity Date 09/16/20 Interest Rate 0.00

Loan Receivable Type 4
Borrowers Name AI Marina, Inc.
Borrower's Title AI Marina, Inc.
Check Box, if Borrower is a Business . [X]
Relationship of Borrower (Other loans only) None
Repayment Terms Interest only for 3 years
Borrower's Security Marina
Purpose of Loan Business Development
Description of Consideration None
Original Amount 9,000,000.
Beginning Year Balance 9,000,000. Year End Balance 9,500,000.
FMV at Year End 9,500,000. FMV of Consideration 0.
Allowance for Doubtful Accounts(other loans only) 0.
Date of Note 08/16/18 Maturity Date 11/01/26 Interest Rate 7.00

Loan Receivable Type
Borrowers Name
Borrower's Title
Check Box, if Borrower is a Business . [ ]
Relationship of Borrower (Other loans only)
Repayment Terms
Borrower's Security
Purpose of Loan
Description of Consideration
Original Amount
Beginning Year Balance Year End Balance
FMV at Year End FMV of Consideration
Allowance for Doubtful Accounts(other loans only)
Date of Note Maturity Date Interest Rate

QuickZoom to Form 990-PF, Page 2 . . . . ►

Form 990-PF
Part II

Investments

2019

Name	Employer Identification No
The Pyramid Peak Foundation	45-3444341

Line 10a - Investments - US and State Government Obligations:	End of Year State and Local Obligations Book Value	End of Year State and Local Obligations FMV	End of Year US Government Obligations Book Value	End of Year US Government Obligations FMV
Tot to Fm 990-PF, Pt II, Ln 10a				

Line 10b - Investments - Corporate Stock:	End of Year Book Value	End of Year Fair Market Value
Longleaf Partners Funds	0.	0.
Longleaf Partners International Fund	156,880,023.	156,880,023.
Longleaf Partners Global Fund	33,969,196.	33,969,196.
See L-10b Stmt	34,688,721.	34,688,721.
Totals to Form 990-PF, Part II, Line 10b	225,537,940.	225,537,940.

Line 10c - Investments - Corporate Bonds:	End of Year Book Value	End of Year Fair Market Value
Totals to Form 990-PF, Part II, Line 10c		

Line 12 - Investments - Mortgage loans:	End of Year Book Value	End of Year Fair Market Value
Totals to Form 990-PF, Part II, Line 12		

Line 13 - Investments - Other:	End of Year Book Value	End of Year Fair Market Value
Innova Fund III	6,193,215.	6,193,215.
SAM Asia Pacific Opportunities Fund LP	11,955,729.	11,955,729.
Kitchen Cafe, LLC	2,082,942.	2,082,942.
Totals to Form 990-PF, Part II, Line 13	20,231,886.	20,231,886.

Form 990-PF Part II

Other Assets and Liabilities

2019

Name: The Pyramid Peak Foundation

Employer Identification No: 45-3444341

Line 15 - Other Assets:	Beginning Year Book Value	End of Year Book Value	End of Year Fair Market Value
Art Collection	169,522.	387,429.	387,429.
Totals to Form 990-PF, Part II, line 15	169,522.	387,429.	387,429.

Line 22 - Other Liabilities:	Beginning Year Book Value	Ending Year Book Value
Totals to Form 990-PF, Part II, line 22		

TEEW0801 SCR 09/07/17

Miscellaneous Statement 2019

Name	Identification Number
The Pyramid Peak Foundation	45-3444341

Statement Required By Part VII-A, Line 12:		
All grants are made to a donor-advised fund which makes contributions to various 501(c)(3) organizations which have been recommended by the Foundation. Each of these entities has its own particular exempt function or activity which has been vetted by the IRS in the process of granting it exempt status.		
Total		

cpcv0801 SCR 04/23/19

Additional information from your 2019 Federal Exempt Tax Return

Form 990-PF Part II Line 10, 12 and 13 Investments

L-10b Stmt **Continuation Statement**

Line 10b Description	Line 10b Book	Line 10b FMV
Longleaf Global UCITS Fund	1,385,974.	1,385,974.
Oncternal Therapeutics (Formerly GTX)	2,477,349.	2,477,349.
Longleaf Asia UCITS	28,695,687.	28,695,687.
Southeastern Concentrated Value- EMEA LTD	1,129,711.	1,129,711.
MIME Holdings, Inc.	1,000,000.	1,000,000.
Total	34,688,721.	34,688,721.