

Extended to November 16, 2020

Form **990-PF****Return of Private Foundation**

OMB No 1545-0047

Department of the Treasury
Internal Revenue Service

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.

2019

Open to Public Inspection

For calendar year 2019 or tax year beginning

, and ending

Name of foundation HAMPSHIRE FOUNDATION, INC.		A Employer identification number 45-4291634
Number and street (or P.O. box number if mail is not delivered to street address) C/O BESSEMER TRUST, 630 FIFTH AVENUE	Room/suite	B Telephone number 516-508-9623
City or town, state or province, country, and ZIP or foreign postal code NEW YORK, NY 10111		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 53,961,255. (Part I, column (d), must be on cash basis)	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		3,985,987.		N/A	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		1,045,990.	970,526.		Statement 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		138,593.			
b Gross sales price for all assets on line 6a		853,302.			
7 Capital gain net income (from Part IV, line 2)					
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Loss: Cost of goods sold					
c Gross profit or (loss)					
11 Other income		336,758.	2,965.		Statement 2
12 Total. Add lines 1 through 11		5,507,328.	1,112,084.		
13 Compensation of officers, directors, trustees, etc.		65,000.	0.		65,000.
14 Other employee salaries and wages		201,013.	0.		201,013.
15 Pension plans, employee benefits		3,956.	0.		3,956.
16a Legal fees Stmt 3		156.	0.		156.
b Accounting fees Stmt 4		25,183.	0.		25,183.
c Other professional fees Stmt 5		64,590.	45,872.		18,718.
17 Interest					
18 Taxes Stmt 6		35,119.	32,548.		0.
19 Depreciation and depletion					
20 Occupancy		13,000.	0.		13,000.
21 Travel, conferences, and meetings		13,321.	0.		13,321.
22 Printing and publications					
23 Other expenses Stmt 7		33,647.	0.		33,647.
24 Total operating and administrative expenses. Add lines 13 through 23		454,985.	78,420.		373,994.
25 Contributions, gifts, grants paid		2,350,064.			2,350,064.
26 Total expenses and disbursements. Add lines 24 and 25		2,805,049.	78,420.		2,724,058.
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements		2,702,279.			
b Net investment income (if negative, enter -0-)			1,033,664.		
c Adjusted net income (if negative, enter -0-)				N/A	

923501 12-17-19 LHA For Paperwork Reduction Act Notice, see instructions

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10081116 146599 45-4291634

2019.04030 HAMPSHIRE FOUNDATION, INC.

45-42911

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end of year amounts only		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
Assets	1 Cash - non-interest-bearing			16,163.	10,087.	10,087.	
	2 Savings and temporary cash investments			7,887,844.	8,245,933.	8,245,933.	
	3 Accounts receivable	4,713.					
	Less allowance for doubtful accounts			1,474.	4,713.	4,713.	
	4 Pledges receivable						
	Less allowance for doubtful accounts						
	5 Grants receivable						
	6 Receivables due from officers, directors, trustees, and other disqualified persons						
	7 Other notes and loans receivable						
	Less: allowance for doubtful accounts						
	8 Inventories for sale or use						
	9 Prepaid expenses and deferred charges						
	10a Investments - U.S. and state government obligations						
	b Investments - corporate stock	Stmt 9		0.	21,853,185.	31,740,513.	
	c Investments - corporate bonds	Stmt 10		0.	2,115,937.	2,904,116.	
		11 Investments - land, buildings, and equipment basis					
Less accumulated depreciation							
12 Investments - mortgage loans							
13 Investments - other		Stmt 11		30,010,701.	7,704,699.	8,663,510.	
14 Land, buildings, and equipment, basis							
Less accumulated depreciation							
15 Other assets (describe)		Statement 12)		1,714,072.	2,392,383.	2,392,383.	
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)				39,630,254.	42,326,937.	53,961,255.	
Liabilities		17 Accounts payable and accrued expenses					
		18 Grants payable					
	19 Deferred revenue						
	20 Loans from officers, directors, trustees, and other disqualified persons						
	21 Mortgages and other notes payable						
	22 Other liabilities (describe)						
	23 Total liabilities (add lines 17 through 22)			0.	0.		
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here <input type="checkbox"/> 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 <input checked="" type="checkbox"/> and complete lines 26 through 30						
	26 Capital stock, trust principal, or current funds			39,630,274.	42,326,937.		
	27 Paid-in or capital surplus, or land, bldg., and equipment fund			0.	0.		
	28 Retained earnings, accumulated income, endowment, or other funds			0.	0.		
	29 Total net assets or fund balances			39,630,274.	42,326,937.		
	30 Total liabilities and net assets/fund balances			39,630,274.	42,326,937.		

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	39,630,274.
2 Enter amount from Part I, line 27a	2	2,702,279.
3 Other increases not included in line 2 (itemize)	3	0.
4 Add lines 1, 2, and 3	4	42,332,553.
5 Decreases not included in line 2 (itemize) <u>ADJUSTMENT TO BASIS</u>	5	5,616.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 29	6	42,326,937.

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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 PUBLICLY TRADED SECURITIES	P		
b WESTBOURNE INVESTMENTS LP	P		
c WESTBOURNE INVESTMENTS LP	P		
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 853,302.		700,190.	153,112.
b			-1,322.
c			-13,197.
d			
e			

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			153,112.
b			-1,322.
c			-13,197.
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	138,593.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2018	3,764,617.	46,555,984.	.080862
2017	2,590,579.	42,214,695.	.061367
2016	1,428,818.	35,073,462.	.040738
2015	2,029,880.	34,532,655.	.058781
2014	1,884,236.	25,312,213.	.074440

2 Total of line 1, column (d)	2	.316188
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	.063238
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	49,040,404.
5 Multiply line 4 by line 3	5	3,101,217.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	10,337.
7 Add lines 5 and 6	7	3,111,554.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions	8	4,138,774.

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

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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)

5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments:

a 2019 estimated tax payments and 2018 overpayment credited to 2019

b Exempt foreign organizations - tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

7 Total credits and payments. Add lines 6a through 6d

8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached

9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

11 Enter the amount of line 10 to be: Credited to 2020 estimated tax ☒ 24,170. Refunded ☐ 0.

6a	14,507.
6b	0.
6c	20,000.
6d	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition. If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions <input checked="" type="checkbox"/> CT		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2019 or the tax year beginning in 2019? See the instructions for Part XIV. If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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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.		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions.		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>hampshirefoundation.org</u>	X	
14 The books are in care of ► <u>BESSEMER TRUST</u> Telephone no ► <u>516-508-9623</u> Located at ► <u>630 FIFTH AVENUE, NEW YORK, NY</u> ZIP+4 ► <u>10111</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A		
16 At any time during calendar year 2019, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ► <u>United Kingdom</u>	X	

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

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

	Yes	No
1a During the year, did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception: Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions. Organizations relying on a current notice regarding disaster assistance, check here. ► <input type="checkbox"/>	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2019?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)). a At the end of tax year 2019, did the foundation have any undistributed income (Part XIII, lines 6d and 6e) for tax year(s) beginning before 2019? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years: _____ b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____	2b	
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No b If "Yes," did it have excess business holdings in 2019 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Form 4720, Schedule C, to determine if the foundation had excess business holdings in 2019.) N/A	3b	
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

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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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions	<input type="checkbox"/>	5b	X
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?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
If "Yes," attach the statement required by Regulations section 53.4945-5(d)			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	X
If "Yes" to 6b, file Form 8870			
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b	
8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, and foundation managers and their compensation.

(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
SABINA C. SHELBY	DIRECTOR, PRESIDENT			
151 NEW PARK AVENUE, SUITE 7				
HARTFORD, CT 06106	40.00	65,000.	0.	0.
NICHOLAS COURNOYER	DIRECTOR, TREASURER			
151 NEW PARK AVENUE, SUITE 7				
HARTFORD, CT 06106	4.00	0.	0.	0.
SABINA G. COURNOYER	DIRECTOR, CHAIR OF THE BOA			
151 NEW PARK AVENUE, SUITE 7				
HARTFORD, CT 06106	4.00	0.	0.	0.
AGATHE BOURGON	SECRETARY			
151 NEW PARK AVENUE, SUITE 7				
HARTFORD, CT 06106	4.00	0.	0.	0.

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

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

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

0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
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 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1	
2	
All other program-related investments. See instructions.	
3	
See Statement 13	1,414,716.
Total. Add lines 1 through 3	1,414,716.

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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	31,654,855.
b	Average of monthly cash balances	1b	9,063,642.
c	Fair market value of all other assets	1c	9,068,715.
d	Total (add lines 1a, b, and c)	1d	49,787,212.
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	49,787,212.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	746,808.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	49,040,404.
6	Minimum investment return. Enter 5% of line 5	6	2,452,020.

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

1	Minimum investment return from Part X, line 6	1	2,452,020.
2a	Tax on investment income for 2019 from Part VI, line 5	2a	10,337.
b	Income tax for 2019. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	10,337.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,441,683.
4	Recoveries of amounts treated as qualifying distributions	4	313,904.
5	Add lines 3 and 4	5	2,755,587.
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	2,755,587.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	2,724,058.
b	Program-related investments - total from Part IX-B	1b	1,414,716.
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	4,138,774.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	10,337.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	4,128,437.

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

Form 990-PF (2019)

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2018	(c) 2018	(d) 2019
1 Distributable amount for 2019 from Part XI, line 7				2,755,587.
2 Undistributed income, if any, as of the end of 2019				
a Enter amount for 2018 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2019:				
a From 2014	627,157.			
b From 2015	274,085.			
c From 2016				
d From 2017	488,852.			
e From 2018	734,554.			
f Total of lines 3a through e	2,124,648.			
4 Qualifying distributions for 2019 from Part XII, line 4 ▶ \$ 4,138,774.				
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				2,755,587.
e Remaining amount distributed out of corpus	1,383,187.			
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:	3,507,835.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2018. Subtract line 4a from line 2a Taxable amount - see instr.			0.	
f Undistributed income for 2019 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2020				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	627,157.			
9 Excess distributions carryover to 2020 Subtract lines 7 and 8 from line 6a	2,880,678.			
10 Analysis of line 9				
a Excess from 2015	274,085.			
b Excess from 2016				
c Excess from 2017	488,852.			
d Excess from 2018	734,554.			
e Excess from 2019	1,383,187.			

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

N/A

1 a 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)

2 a 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

Tax year

(a) 2019

(b) 2018

Prior 3 years

(c) 2017

(d) 2016

(e) Total

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)**1 Information Regarding Foundation Managers:**

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

None

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

None

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

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

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

N/A

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

N/A

c Any submission deadlines:

N/A

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

N/A

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 Paid during the year				
BRIDGES TO PROSPERITY, INC. 1031 33RD STREET DENVER, CO 80205	N/A	PUBLIC CHARITY	OPERATIONAL SUPPORT	75,000.
CAST IRON CODING 660 State St NEW HAVEN, CT 06511	N/A	PUBLIC CHARITY	WEB DEVELOPMENT ON BEHALF OF SUSTAINABLE CT	6,527.
CONNECTICUT FORUM 750 Main Street #200 HARTFORD, CT 06103	N/A	PUBLIC CHARITY	SERVING CONNECTIVUT AND BEYOND WITH LIVE, UNSCRIPTED CONVERSATIONS AMONG RENOWED EXPERTS AND	74,020.
Eastern Connecticut State University 83 Windham St Willimantic, CT 06226	N/A	PUBLIC CHARITY	SCOPING PROCESS FOR CONNECTICUT SUSTAINABLE COMMUNITIES INITIATIVE	175,000.
EDUCATE GIRLS 7026 GROTON STREET FOREST HILLS, NY 11375	N/A	PUBLIC CHARITY	TO MOBILIZE COMMUNITIES AND LOCAL GOVERNMENTS IN INDIA TO ENROLL GIRLS INTO SCHOOL IMPROVEMENT	150,000.
Total	See continuation sheet(s) ▶ 3a			2,350,064.
b Approved for future payment				
None				
Total				0.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)				
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)				
educate' 195 MONTAGUE STREET BROOKLYN, NY 11201	N/A	PUBLIC CHARITY	TO HELP COVER THE COSTS OF CARRYING OUT CHARITABLE WORK AND TO HELP GROW THE ORGANIZATION IN ORDER	200,000.
FRIENDS OF RAISING THE VILLAGE INC 963-511 AVENUE OF THE AMERICAS NEW YORK, NY 10011	N/A	PUBLIC CHARITY	OPERATIONAL SUPPORT	75,000.
HARTFORD PROMISE 750 MAIN STREET HARTFORD, CT 06103	N/A	PUBLIC CHARITY	OPERATIONAL SUPPORT	150,000.
IOBY 540 PRESIDENT STREET 3RD FLOOR BROOKLYN, NY 11215	N/A	PUBLIC CHARITY	OPERATIONAL SUPPORT	300,000.
KHEYTI INC 444 WASHINGTON BLVD APT 1501 JERSEY CITY, NJ 07310	N/A	PUBLIC CHARITY	OPERATIONAL SUPPORT	100,000.
MYAGRO FARMS RUE 14, PORTE 71 FASO KANU, BAMAKO, MALI	N/A	PUBLIC CHARITY	MISSION IS TO MOVE SMALL HOLDER FARMERS OUT OF POVERTY BY ENABLING THEM TO USE THEIR MOBILE PHONES TO	150,000.
NAMATIC, INC. 1616 P STREET NW, SUITE 101 WASHINGTON, DC 20036	N/A	PUBLIC CHARITY	TO ENABLE POOR AND UNDERPRIVILEGED PEOPLE TO EXERCISE THEIR LEGAL RIGHTS TO PROTECT AND PROMOTE	100,000.
ONE ACRE FUND 1742 Tatum Street FALCON HEIGHTS, MN 55113	N/A	PUBLIC CHARITY	SERVE SMALL-SCALE FARMERS IN AFRICA TO BECOME MORE PROSPEROUS	100,000.
PACE INC 29 NOTCH RD WEST SIMSBURY, CT 06092	N/A	PUBLIC CHARITY	HEAT PUMP PROGRAM FOR CONNECTICUT	10,000.
PRECISION AGRICULTURE FOR DEVELOPMENT INC 32 ATLANTIC AVE BOSTON, MA 02110	N/A	PUBLIC CHARITY	OPERATIONAL SUPPORT	50,000.
Total from continuation sheets				1,869,517.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
PURAGRO SAC SURQUILLO, LIMA, PERU	N/A	PUBLIC CHARITY	PURCHASE OF A TRACTOR FOR THE FORAGE PROJECT IN JAUJA.	28,320.
SUSTAINABLE CT INC 83 Windham St Willimantic, CT 06226	N/A	PUBLIC CHARITY	OPERATIONAL SUPPORT	31,197.
THE NUDGE FOUNDATION 1227, WILLOWDALE LN IRVING, TX 75063	N/A	PUBLIC CHARITY	OPERATIONAL SUPPORT	150,000.
UPAYA SOCIAL VENTURES PO BOX 9603 SEATTLE, WA 98109	N/A	PUBLIC CHARITY	TO PROVIDE UNRESTRICTED GRANT FUNDS TO THE PARTNER, UPAYA SOCIAL VENTURES, TO BE USED FOR THEIR	75,000.
VILLAGE ENTERPRISE FUND 751 LAUREL STREET, PMB 222 SAN CARLOS, CA 94070	N/A	PUBLIC CHARITY	UNRESTRICTED FUNDS TO THE PARTNER TO BE USED BY THE VILLAGE ENT. FOR ITS GENERAL CHARITABLE PURPOSE	150,000.
VISIONSPRING, INC. 505 8TH AVENUE #12A07 NEW YORK, NY 10018	N/A	PUBLIC CHARITY	OPERATIONAL SUPPORT	200,000.
Total from continuation sheets				

Part XV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

Name of Recipient - CONNECTICUT FORUM

SERVING CONNECTIVUT AND BEYOND WITH LIVE, UNSCRIPTED CONVERSATIONS
AMONG RENOWED EXPERTS AND CELEBRATITIES, AND COUMMUNITY OUTREACH
PROGRAMS

Name of Recipient - EDUCATE GIRLS

TO MOBILIZE COMMUNITIES AND LOCAL GOVERNMENTS IN INDIA TO ENROLL GIRLS
INTO SCHOOL IMPROVEMENT PLANS AND PROVIDE A REMEDIAL LEARNING
CURRICULUM

Name of Recipient - educate!

TO HELP COVER THE COSTS OF CARRYING OUT CHARITABLE WORK AND TO HELP
GROW THE ORGANIZATION IN ORDER TO INCREASE ITS SOCIAL IMPACT.

Name of Recipient - MYAGRO FARMS

MISSION IS TO MOVE SMALL HOLDER FARMERS OUT OF POVERTY BY ENABLING THEM
TO USE THEIR MOBILE PHONES TO PAY ON LAYAWAY FOR HIGH QUALITY INPUTS.

Name of Recipient - NAMATIC, INC.

TO ENABLE POOR AND UNDERPRIVILEGED PEOPLE TO EXERCISE THEIR LEGAL
RIGHTS TO PROTECT AND PROMOTE THEIR SOCIAL, CULTURAL AND ECONOMIC
LIVELIHOODS.

Name of Recipient - UPAYA SOCIAL VENTURES

TO PROVIDE UNRESTRICTED GRANT FUNDS TO THE PARTNER, UPAYA SOCIAL
VENTURES, TO BE USED FOR THEIR GENERAL CHARITABLE PURPOSES

Enter gross amounts unless otherwise indicated

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

923621 12-17-19

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)(3) (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.		

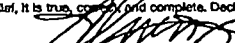
[illegible]

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
N/A		

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.				May the IRS discuss this return with the preparer shown below? See Instr. <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
	Signature of officer or trustee 		Date 11.13.2020		Title PRESIDENT	
Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature		Date	Check <input type="checkbox"/> if self-employed PTIN
	MARIANELA MELEXENIS		M. Melexenis		11/13/20	P02083728
	Firm's name ▶ BESSEMER TRUST COMPANY, N.A.					Firm's EIN ▶ 13-2792165
	Firm's address ▶ 630 fifth avenue new york, NY 10111					Phone no. 516-508-9623

Form 990-PF (2019)

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

HAMPSHIRE FOUNDATION, INC.

Employer identification number

45-4291634

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
HAMPSHIRE FOUNDATION, INC.	45-4291634

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	THE HADLEY TRUST C/O BESSEMER TRUST COMPANY CO, 630 FIFTH AVENUE NEW YORK, NY 10111	\$ 3,435,478.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
2	MR F.J.M. GILDEMEISTER C/O BESSEMER TRUST COMPANY CO, 630 FIFTH AVENUE NEW YORK, NY 10111	\$ 80,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
3	THE CHIMBOTE US TRUST 12/28/18 QT C/O BESSEMER TRUST COMPANY CO, 630 FIFTH AVENUE NEW YORK, NY 10111	\$ 470,508.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization

Employer identification number

HAMPSHIRE FOUNDATION, INC.**45-4291634****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
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization	Employer identification number
HAMPSHIRE FOUNDATION, INC.	45-4291634

Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this info once) ▶ \$ _____
Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

Form 990-PF	Dividends and Interest from Securities	Statement	1
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Source	Gross Amount	Capital Gains Dividends	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
BESSEMER TRUST	933,179.	0.	933,179.	933,179.	
CAZENOVE	2,386.	0.	2,386.	2,386.	
INTEREST FROM MICROLOANS	75,464.	0.	75,464.	0.	
WESTBOURNE investments lp	34,961.	0.	34,961.	34,961.	
To Part I, line 4	1,045,990.	0.	1,045,990.	970,526.	

Form 990-PF	Other Income	Statement	2
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Description	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
SOCIAL FINANCE NY STATE WORKFORCE RE-ENTRY 2013 LLC	250,000.	238,019.	
LESS PRIOR YEAR PAL FROM SOCIAL FINANCE	0.	-237,956.	
WESTBOURNE INVESTMENTS LP	34,618.	2,902.	
REFUND	52,140.	0.	
Total to Form 990-PF, Part I, line 11	336,758.	2,965.	

Form 990-PF	Legal Fees	Statement	3
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Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
LEGAL FEES	156.	0.		156.
To Fm 990-PF, Pg 1, ln 16a	156.	0.		156.

Form 990-PF	Accounting Fees	Statement	4
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
PAYROLL PROCESSING FEE	4,528.	0.		4,528.
FINANCIAL SERVICE FEE	4,000.	0.		4,000.
ACCOUNTING FEES	16,655.	0.		16,655.
To Form 990-PF, Pg 1, ln 16b	25,183.	0.		25,183.

Form 990-PF	Other Professional Fees	Statement	5
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
INVESTMENT SERVICES FEE	39,602.	26,401.		13,201.
WESTBOURNE INVESTMENTS LP	19,471.	19,471.		0.
PROFESSIONAL SEARCH	5,197.	0.		5,197.
RISK ASSESSMENT FOR LOANS	320.	0.		320.
To Form 990-PF, Pg 1, ln 16c	64,590.	45,872.		18,718.

Form 990-PF	Taxes	Statement	6
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
FOREIGN TAX	32,548.	32,548.		0.
PROPERTY TAX	571.	0.		0.
ESTIMATED TAX PAYMENTS	2,000.	0.		0.
To Form 990-PF, Pg 1, ln 18	35,119.	32,548.		0.

Form 990-PF	Other Expenses			Statement	7
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
ADVERTISING / MARKETING	5,100.	0.		5,100.	
CONSULTING	546.	0.		546.	
INSURANCE	1,153.	0.		1,153.	
MEMBERSHIP FEES	125.	0.		125.	
SUBSCRIPTIONS	48.	0.		48.	
POSTAGE	156.	0.		156.	
REPAIRS AND MAINTENANCE	301.	0.		301.	
SUPPLIES	13,242.	0.		13,242.	
UTILITIES	3,603.	0.		3,603.	
TECHNOLOGY	7,613.	0.		7,613.	
BANK FEES	1,760.	0.		1,760.	
To Form 990-PF, Pg 1, ln 23	33,647.	0.		33,647.	

Footnotes

Statement 8

AS PER IRC SECTION 469, THE PASSIVE ACTIVITY LOSS FROM THE
THE WESTBOURNE INVESTMENTS LP PAL IN THE AMOUNT OF \$2,472
CANNOT BE UTILIZED IN THE CURRENT YEAR.

Form 990-PF	Corporate Stock	Statement	9
Description	Book Value	Fair Market Value	
6900 BERKSHIRE HATHAWAY CL B - 084670702	1,000,723.	1,562,850.	
12100 BERKSHIRE HATHAWAY CL B - 084670702	1,969,301.	2,740,650.	
353673 EMPIRIC STUDENT PROPERTY P -	424,472.	456,542.	
11121 HEALTH CARE SELECT SPDR - 81369Y209	330,960.	1,132,785.	
2779 HEALTH CARE SELECT SPDR - 81369Y209	82,703.	283,068.	
40000 ING GROUP NV SPON ADR - 456837103	595,429.	482,000.	
333800 ISHARES FTSE A50 CHINA ETF -	490,763.	656,307.	
80200 ISHARES FTSE A50 CHINA ETF -	117,912.	157,686.	
7142 ISHARES TR RUSSELL 2000 - 464287655	448,629.	1,183,215.	
1958 ISHARES TR RUSSELL 2000 - 464287655	122,993.	324,381.	
5000 ISHARES US TECHNOLOGY ETF - 464287721	514,050.	1,163,000.	
1300 ISHARES US TECHNOLOGY ETF - 464287721	133,653.	302,380.	
9192 ISHRS MSCI EAFE IND FND - 464287465	484,784.	638,292.	
2208 ISHRS MSCI EAFE IND FND - 464287465	116,449.	153,323.	
2666 NAVIOS MARITIME ACQN - Y62159143	137,165.	22,661.	
11955 S&P 500 DEP RCPTS - 78462F103	1,232,931.	3,847,836.	
4235 S&P 500 DEP RCPTS - 78462F103	646,966.	1,363,077.	
10886 VANECK VECTORS GLDMNRS ETF - 92189F106	597,964.	318,742.	
2614 VANECK VECTORS GLDMNRS ETF - 92189F106	143,586.	76,537.	
4250 VANGUARD COMM SERVICES - 92204A884	347,476.	399,202.	
1300 VANGUARD ENERGY - 92204A306	135,252.	105,937.	
8170 VANGUARD FTSE EMER MKT ETF - 922042858	343,763.	363,319.	
3050 VANGUARD INFO TECH - 92204A702	545,766.	746,792.	
25155 VANGUARD MSCI EUROPE ETF - 922042874	1,279,418.	1,474,083.	
29345 VANGUARD MSCI EUROPE ETF - 922042874	1,552,396.	1,719,617.	
21200 VANGUARD TOT WORLD STK - 922042742	1,360,838.	1,716,988.	
64600 VANGUARD TOT WORLD STK - 922042742	4,075,279.	5,231,954.	
8225 VANGUARD TOT WORLD STK - 922042742	501,148.	666,142.	
8000 VANGUARD TOTAL STK MKT FD - 922908769	1,032,703.	1,308,960.	
21250 VNGRD FTSE ALL-WORLD EX-US - 922042775	1,087,713.	1,142,187.	
Total to Form 990-PF, Part II, line 10b	21,853,185.	31,740,513.	

Form 990-PF	Corporate Bonds	Statement	10
Description	Book Value	Fair Market Value	
1710000 LLOYDS TSB 7.5% 4/30/49FRN - 539439AG4	1,288,391.	1,895,435.	
910000 LLOYDS TSB 7.5% 4/30/49FRN - 539439AG4	827,546.	1,008,681.	
Total to Form 990-PF, Part II, line 10c	2,115,937.	2,904,116.	

Form 990-PF	Other Investments	Statement 11
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Description	Valuation Method	Book Value	Fair Market Value
164626 ARISAIG GLOBAL EMERGING -	COST	1,741,293.	2,019,961.
117658 ARISAIG GLOBAL EMERGING -	COST	1,243,780.	1,443,663.
1 CONSULTA INTERNATIONAL -	COST	750,000.	750,000.
1 CONSULTA INTERNATIONAL -	COST	1,250,000.	1,250,000.
1 CONSULTA INTERNATIONAL -	COST	1,000,000.	1,000,000.
2.442 WESTBOURNE INVESTMENTS LP -	COST	1,282,085.	1,762,345.
CAZENOVE CAPITAL MANAGEMENT - X031	COST	118,938.	118,938.
CAZENOVE CAPITAL MANAGEMENT - X132	COST	263,564.	263,564.
BANCO DE PERU - 8171	COST	3,573.	3,573.
BANCO DE PERU - 5029	COST	818.	818.
BBVA BANCO CONTINENTAL	COST	50,000.	50,000.
SCHRODER & COMPANY	COST	648.	648.
Total to Form 990-PF, Part II, line 13		7,704,699.	8,663,510.

Form 990-PF	Other Assets	Statement 12
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Description	Beginning of Yr Book Value	End of Year Book Value	Fair Market Value
AGROFINCA	51,439.	251,831.	251,831.
ALLIMA CACAO	0.	112,338.	112,338.
ALTERFIN CVBA	325,000.	500,000.	500,000.
ASOSIACION ARARIWA	300,000.	179,531.	179,531.
CARITAS FELICES	0.	100,000.	100,000.
COOPERATIVE DE AHORRO Y CREDITO			
CABANILLAS - MANAZO LTDA	5,190.	198,318.	198,318.
EDPYME SOLIDARIDAD	12,037.	12,037.	12,037.
ENTERPRISE PROJECT VENTURE LTD	103,989.	103,989.	103,989.
FONDO TALENDO (LUMNI)	211,616.	251,331.	251,331.
GRASSROOTS BUSINESS INVESTORS			
FUND I, L.P.	225,000.	225,000.	225,000.
INKA MOSS S.A.C.	229,000.	133,768.	133,768.
MIDE	0.	21,642.	21,642.
SHANANTINA	250,801.	152,598.	152,598.
VALLE DE LECHE	0.	150,000.	150,000.
To Form 990-PF, Part II, line 15	1,714,072.	2,392,383.	2,392,383.

Form 990-PF Other Program-Related Investments Statement 13

Description	Amount
ALTERFIN C.V.B.A - ALTER03 87.5K 9% 1.7.19 & ALTER04 87.5K 9% 1.24.19 - THE SYNDICATED LOAN TO BUILD COOPECAN'S NEW PLANT	175,000.

Description	Amount
COOPERATIVE AGRARIA ALLIMA CACAO - ALLI01 200K 12% 5.23.19 - LOAN EXCLUSIVELY FOR THE STORAGE PROCESSING AND EXPORT OF CACAO	200,000.

Description	Amount
COPPERATIVE DE AHORRO Y CREDITO - AGF02A 150K 10.5% 10.7.19 & AGF02B 250K 10.5% 11.14.19 - LOAN TO AGROFINCA TO USED FOR AGRICULTURAL MICROLOANS	400,000.

Description	Amount
COOPERATIVA DE AHORRO Y CREDITO - VLL01 150K 12.13.19 - LOAN TO VALLE LA LECHE TO BE USED FOR AGRICULTURAL MICROLOANS	150,000.

Description	Amount
COOPERATIVA DE AHORRO Y CREDITO - LOAN TO EL AMAUTA FOR AGRICULTURAL MICROLOANS	100,000.

Description	Amount
COOPERATIVA DE PRODUCCION - COP03 200K 12% 3.8.19 - LOAN TO PURCHASE FIBER FROM ALPACA FARMERS	200,000.

Description	Amount
MICROCREDITO PARA EL DESARROLLO - MID01 50K 11.5 3.7.19 - LOAN TO MIDE TO BE USED FOR AGRICULTURAL MICROLOANS	50,000.

Description	Amount
PROM Y DES GRUPOS SOLID CARITAS - CAR01 100K 10.5% 9.13.19 - LOAN TO CARITAS FELICES TO BE USED FOR AGRICULTURAL MICROLOANS	100,000.

Description	Amount
FONDO TALENTO S.A. - GIVES STUDENTS FINANCING TO LOW-INCOME STUDENTS IN PERU	39,716.

Total to Form 990-PF, Part IX-B, line 3	1,414,716.
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