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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.

OMB No. 1545-0052

2020

Open to Public Inspection

For calendar year 2020, or tax year beginning 01-01-2020, and ending 12-31-2020

Name of foundation
The NewMarket Foundation

% JENNIFER STEPHENSON

Number and street (or P.O. box number if mail is not delivered to street address)
330 South Fourth Street

Room/suite

City or town, state or province, country, and ZIP or foreign postal code
Richmond, VA 23219

G Check all that apply:

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☐ Address change

☐ Name change

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation

☐ Section 4947(a)(1) nonexempt charitable trust

☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) $\blacktriangleright$ \$ 13,279,741

J Accounting method:

☒ Cash

☐ Accrual

☐ Other (specify) _____
(Part I, column (d) must be on cash basis.)

A Employer identification number

27-1586209

B Telephone number (see instructions)

(804) 788-5000

C If exemption application is pending, check here $\blacktriangleright$ ☐

D 1. Foreign organizations, check here..... $\blacktriangleright$ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ... $\blacktriangleright$ ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here $\blacktriangleright$ ☐

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

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)	1,932,500		
	2 Check $\blacktriangleright$ ☐ if the foundation is not required to attach Sch. B			
	3 Interest on savings and temporary cash investments			
	4 Dividends and interest from securities	293,525	293,525	
	5a Gross rents			
	b Net rental income or (loss) _____			
	6a Net gain or (loss) from sale of assets not on line 10			
	b Gross sales price for all assets on line 6a _____			
	7 Capital gain net income (from Part IV, line 2)		0	
	8 Net short-term capital gain			5,271
	9 Income modifications			
	10a Gross sales less returns and allowances _____			
b Less: Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	2,226,025	293,525	5,271	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0		
	14 Other employee salaries and wages			
	15 Pension plans, employee benefits			
	16a Legal fees (attach schedule)			
	b Accounting fees (attach schedule)			
	c Other professional fees (attach schedule)			
	17 Interest			
	18 Taxes (attach schedule) (see instructions)	7,923	624	
	19 Depreciation (attach schedule) and depletion			
	20 Occupancy			
	21 Travel, conferences, and meetings			
	22 Printing and publications			
	23 Other expenses (attach schedule)			
	24 Total operating and administrative expenses. Add lines 13 through 23	7,923	624	0
	25 Contributions, gifts, grants paid	1,144,237		1,144,237
	26 Total expenses and disbursements. Add lines 24 and 25	1,152,160	624	1,144,237
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	1,073,865			
b Net investment income (if negative, enter -0-)		292,901		
c Adjusted net income (if negative, enter -0-)			5,271	

For Paperwork Reduction Act Notice, see instructions.

Cat. No. 11289X

Form 990-PF (2020)

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	679,072	1,460,036	1,460,036
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶ _____ Less: allowance for doubtful accounts ▶ _____			
	4 Pledges receivable ▶ _____ Less: allowance for doubtful accounts ▶ _____			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ _____ Less: allowance for doubtful accounts ▶ _____			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U.S. and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)			
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment: basis ▶ _____ Less: accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	10,585,425	10,396,793	11,819,705
	14 Land, buildings, and equipment: basis ▶ _____ Less: accumulated depreciation (attach schedule) ▶ _____			
15 Other assets (describe ▶ _____)				
16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	11,264,497	11,856,829	13,279,741	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ _____)			
	23 Total liabilities (add lines 17 through 22)	0	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	11,264,497	11,856,829	
	25 Net assets with donor restrictions			
	Foundations that do not follow FASB ASC 958, check here ▶ ☐ and complete lines 26 through 30.			
	26 Capital stock, trust principal, or current funds			
	27 Paid-in or capital surplus, or land, bldg., and equipment fund			
	28 Retained earnings, accumulated income, endowment, or other funds			
	29 Total net assets or fund balances (see instructions)	11,264,497	11,856,829	
30 Total liabilities and net assets/fund balances (see instructions) .	11,264,497	11,856,829		

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	11,264,497
2 Enter amount from Part I, line 27a	2	1,073,865
3 Other increases not included in line 2 (itemize) ▶ _____	3	5,271
4 Add lines 1, 2, and 3	4	12,343,633
5 Decreases not included in line 2 (itemize) ▶ _____	5	486,804
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29 .	6	11,856,829

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 a SEE ATTACHED 1099 FROM DAVENPORT AND CO LLC	P		
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			-486,804
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	-486,804
	3	5,271
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		

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**SECTION 4940(e) REPEALED ON DECEMBER 20, 2019 - DO NOT COMPLETE**

1 Reserved			
(a) Reserved	(b) Reserved	(c) Reserved	(d) Reserved
2 Reserved	2		
3 Reserved.	3		
4 Reserved	4		
5 Reserved	5		
6 Reserved	6		
7 Reserved	7		
8 Reserved ,	8		

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	Reserved.	1	4,071
c	All other domestic foundations enter 1.39% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2.	3	4,071
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-.	5	4,071
6	Credits/Payments:		
a	2020 estimated tax payments and 2019 overpayment credited to 2020	6a	4,071
b	Exempt foreign organizations—tax withheld at source	6b	0
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	4,071
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	
11	Enter the amount of line 10 to be: Credited to 2021 estimated tax ☐ 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	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition). <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. (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? <i>If "Yes," attach a detailed description of the activities.</i>	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes.</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ VA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation.</i>	8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2020 or the taxable year beginning in 2020? See the instructions for Part XIV. <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions.	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	Yes	
14	The books are in care of ► JENNIFER STEPHENSON Telephone no. ► (804) 788-5542			

Located at **►** 330 SOUTH FOURTH STREET Richmond VA ZIP+4 **►** 23219

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 2020, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes", enter the name of the foreign country ►			

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions 1b		
	Organizations relying on a current notice regarding disaster assistance check here. ► ☐		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2020? 1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2020, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2020? ☐ 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		No
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 2020 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2020.) 3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2020? 4b		No

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

		Yes	No
5a	During the year did the foundation pay or incur any amount to:		
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No	
(2)	Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No	
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No	
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions.	☐ Yes ☒ No	
(5)	Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No	
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions		5b
	Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? If "Yes," attach the statement required by Regulations section 53.4945–5(d).	☐ Yes ☐ No	
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No	
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 No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No		
b	If "Yes", did the foundation receive any proceeds or have any net income attributable to the transaction?		7b
8	Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment during the year?	☐ Yes ☒ No	

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

1 List all officers, directors, trustees, foundation managers and their compensation. See instructions				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Thomas E Gottwald 330 South Fourth Street Richmond, VA 23219	President & Director 5.0	0	0	0
M Rudolph West 330 South Fourth Street Richmond, VA 23219	Secretary 5.0	0	0	0
Bruce Hazelgrove III 330 South Fourth Street Richmond, VA 23219	VP and Director 5.0	0	0	0
Bruce C Gottwald Sr 330 South Fourth Street Richmond, VA 23219	Director 5.0	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
Total number of other employees paid over \$50,000. ▶				

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

Part IX-A	Summary of Direct Charitable Activities
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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

Organizations and other beneficiaries served; conferences convened; research papers produced; etc.	
1	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

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

1		AMOUNT
2		
3		
All other program-related investments. See instructions.		
4		
Total. Add lines 1 through 3		

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	10,273,850
b	Average of monthly cash balances.	1b	954,230
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	11,228,080
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	0
3	Subtract line 2 from line 1d.	3	11,228,080
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	168,421
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	11,059,659
6	Minimum investment return. Enter 5% of line 5.	6	552,983

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	552,983
2a	Tax on investment income for 2020 from Part VI, line 5.	2a	4,071
b	Income tax for 2020. (This does not include the tax from Part VI.).	2b	
c	Add lines 2a and 2b.	2c	4,071
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	548,912
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	548,912
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	548,912

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	1a	1,144,237
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	0
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,144,237
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions.	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,144,237

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 2019	(c) 2019	(d) 2020
1 Distributable amount for 2020 from Part XI, line 7				548,912
2 Undistributed income, if any, as of the end of 2020:				
a Enter amount for 2019 only.				
b Total for prior years: 2018, 2017, 2016				
3 Excess distributions carryover, if any, to 2020:				
a From 2015. 788,960				
b From 2016. 669,555				
c From 2017. 463,069				
d From 2018. 47,193				
e From 2019. 1,292,525				
f Total of lines 3a through e.	3,261,302			
4 Qualifying distributions for 2020 from Part XII, line 4: ► \$ 1,144,237				
a Applied to 2019, 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 2020 distributable amount.				548,912
e Remaining amount distributed out of corpus	595,325			
5 Excess distributions carryover applied to 2020. (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	3,856,627			
b Prior years' undistributed income. Subtract line 4b from line 2b.				
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.				
e Undistributed income for 2019. Subtract line 4a from line 2a. Taxable amount—see instructions.				
f Undistributed income for 2021. 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 2015 not applied on line 5 or line 7 (see instructions).	788,960			
9 Excess distributions carryover to 2021. Subtract lines 7 and 8 from line 6a.	3,067,667			
10 Analysis of line 9:				
a Excess from 2016. 669,555				
b Excess from 2017. 463,069				
c Excess from 2018. 47,193				
d Excess from 2019. 1,292,525				
e Excess from 2020. 595,325				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2020, enter the date of the ruling. ▶

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

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

	Tax year	Prior 3 years			(e) Total
	(a) 2020	(b) 2019	(c) 2018	(d) 2017	
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).)

NA

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.

NA

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 e-mail address of the person to whom applications should be addressed:

Bruce Hazelgrove
PO Box 2189
Richmond, VA 23218
(804) 788-5000

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

For Matching Gifts: 3 part form completed by eligible individuals and institutions.

c Any submission deadlines:

September 2020

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

For Matching Gifts: Non profit educational institutions - Secondary schools in the U.S.

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 <i>Paid during the year</i> Please see attached list Various Various, VA 99999			Various	1,144,237
Total ▶ 3a				1,144,237
b <i>Approved for future payment</i>				
Total ▶ 3b				

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
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					
4 Dividends and interest from securities. . . .			14	293,525	
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					
9 Net income or (loss) from special events:					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e). .				293,525	
13 Total. Add line 12, columns (b), (d), and (e). (See worksheet in line 13 instructions to verify calculations.)			13	293,525	293,525

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

[illegible]

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2020 Depreciation Schedule

Name: The NewMarket Foundation

EIN: 27-1586209

TY 2020 Other Decreases Schedule

Name: The NewMarket Foundation
EIN: 27-1586209

Description	Amount
CAPITAL LOSS	486,804

efile GRAPHIC print - DO NOT PROCESS		As Filed Data -	DLN: 93491201008162
TY 2020 Other Increases Schedule			
Name: The NewMarket Foundation			
EIN: 27-1586209			
Other Increases Schedule			
Description			Amount
SHORT TERM CAPITAL GAIN			5,271

Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF. ▶ Go to <u>www.irs.gov/Form990</u> for the latest information.	OMB No. 1545-0047
		2020
Name of the organization The NewMarket Foundation		Employer identification number 27-1586209

Organization type (check one):

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

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

General Rule

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

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year ▶ \$ _____

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

Name of organization
The NewMarket FoundationEmployer identification number
27-1586209**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	NewMarket Corporation 330 South Fourth Street Richmond, VA 23219	\$ 1,932,500	☒ 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.)
		\$	☐ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)
		\$	☐ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)

Name of organization The NewMarket Foundation	Employer identification number 27-1586209
--	--

Part II Noncash Property			
(a) No. from Part I	(b) Description of noncash property given (see instructions). Use duplicate copies of Part II if additional space is needed.	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	

Name of organization The NewMarket Foundation	Employer identification number 27-1586209
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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
	_____ _____ _____	_____ _____ _____	
	-		

NewMarket Foundation
FEIN 27-1586209
Attachment to Form 990-PF
Part XV, Line 3A
2019

	Recipient Name and Address	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
1	1708 Gallery 319 West Broad Street Richmond, VA 23241	Public	InLight Richmond 2020	2,500
2	AIChE Foundation 120 Wall Street, Fl 23 New York, NY 10005-4020	Public	Scholarship	12,000
3	American Red Cross 2825 Emerywood Parkway Richmond, VA 23295	Public	Blood Irradiator	5,000
4	Anne Julia Cooper Episcopal School 2124 North 29th Street Richmond, VA 23223	Public	General Use Fund	500,000
5	ASK Childhood Cancer Foundation P.O. Box 17184 Richmond, VA 23226	Public	Fun Walk & 5K Event	5,000
6	Blessed Sacrament Huguenot Catholic School 2501 Academy Road Powhatan, VA 23139	Public	Beer and Music Festival	1,000
7	Bon Secours Richmond Healthcare Foundation 5008 Monument Avenue 2nd Floor Richmond, VA 23230	Public	Children's Hope Gala and Wine and Women's Shoes	1,000
8	Boy Scouts of America 2253 Rosson Road Powhatan, VA 23139	Public	Troop 1823 Powhatan United Methodist Church	750
9	Capital Region Land Conservancy P.O. Box 17306 Richmond, VA 23226	Public	General Use Fund	2,500
10	Children's Hospital of Richmond at VCU 2924 Brook Road Richmond, VA 23220-1298	Public	Children's Hospital Foundation Ball Event	5,000
11	College Orientation Workshop 309 Letcher Ave Lexington, VA 24450	Public	COW Program	25,000
12	Ducks Unlimited Inc. One Waterfowl Way Memphis, TN 38120-2351	Public	Waterfowl & Wetlands Conservation	10,000
13	JDRF International 1801 Libbie Avenue, Suite 106 Richmond, VA 23226	Public	Gala Sponsorship	5,000
14	Jack and Jill America, Inc. PO Box 28197 Richmond, VA 23228	Public	Richmond Chapter	1,000
15	Junior Achievement of Central Virginia 7217 West Broad Street Richmond, VA 23294	Public	Capital Campaign	5,000
16	Junior League of Richmond Virginia 205 West Franklin Street Richmond, VA 23220	Public	Book and Author Luncheon Sponsor	1,200
17	Keep Virginia Beautiful 2800 North Parham Road Richmond, VA 23294	Public	Shiver in the River Event	1,500

NewMarket Foundation
FEIN 27-1586209
Attachment to Form 990-PF
Part XV, Line 3A
2019

	Recipient Name and Address	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
18	Leukemia & Lymphoma Society Inc. Virginia Chapter 5540 Falmouth Street, Suite 101 Richmond, VA 23230	Public	Light the Night	3,000
19	Maggie L. Walker Governor's School 1000 North Lombardy Street Richmond, VA 23220	Public	Mech Tech Dragons Team 422	10,000
20	Make A Wish Greater Virginia 5041 Corporate Woods Dr #175 Virginia Beach, VA 23642	Public	Afton NewMarket Walk for Wishes Team	2,500
21	MathScience Innovation Center PO Box 228 Richmond, VA 23218	Public	General Use Fund	1,000
22	Maymont Foundation 1700 Hampton Street Richmond, VA 23220	Public	General Use Fund	2,500
23	Metropolitan Richmond Sports Backers 100 Ave of Champions Ste 200 Richmond, VA 23230-4329	Public	General Use Fund	10,000
24	National Merit Scholarship Corporation 1560 Sherman Avenue, Suite 200 Evanston, IL 60201-4897	Public	Annual Scholarship Commitments	41,740
25	National Multiple Sclerosis Society Central & Eastern Virginia Chapter 4200 Innslake Drive, Suite #301 Glen Allen, VA 23060	Public	General Use Fund	5,000
26	Richmond Area Bicycling Association Foundation, Inc. P.O. Box 6565 Ashland, VA 23005	Public	Bikes for Kids	1,500
27	Richmond Fisher House Foundation 1201 Broad Rock Blvd Richmond, VA 23249	Public	General Use Fund	25,000
28	Richmond Montessori School 499 North Parham Road Richmond, VA 23229	Public	Spring Fling	1,000
29	Richmond Police Athletic League 1365 Overbrook Rd Richmond, VA 23220	Public	Richmond PAL	5,000
30	Richmond SPCA 2519 Hermitage Road Richmond, VA 23220	Public	General Use Fund	1,500
31	Richmond Symphony Orchestra 612 East Grace Street St# 401 Richmond, VA 23219	Public	Legacy of Music Sponsorship	1,500
32	Science Museum of Virginia Foundation Incorporated 2500 West Broad Street Richmond, VA 23220	Public	General Use Fund	3,000
33	Sheltering Arms Hospital P.O. Box 8762 Richmond, VA 23226	Public	General Use Fund	1,500
34	Sportable	Public	Development	1,000

NewMarket Foundation
FEIN 27-1586209
Attachment to Form 990-PF
Part XV, Line 3A
2019

	Recipient Name and Address	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
	1365 Overbrook Rd Suite 2 Richmond, VA 23220			
35	St. John's Church Foundation 2319 E. Broad Street Richmond, VA 23223	Public	General Use Fund	2,500
36	St. Andrews School 2270 South Cherry Street Richmond, VA 23220	Public	General Use Fund	251,000
37	The George C. Marshall Foundation PO Box 1600 Lexington, VA 24450	Public	General Use Fund	1,000
38	The Nature Conservancy 4245 North Fairfax Drive, Suite 100 Arlington, VA 22203	Public	Help Plant Trees	10,000
39	The Virginia Home 1101 Hampton Street Richmond, VA 23220	Public	Stories of Courage & Grace	20,000
40	United Way of Greater Richmond 2001 Maywill Street P.O. Box 11807 Richmond, VA 23230-8007	Public	Annual Contribution for General Use Purposes	50,000
41	Virginia Repertory Theatre 114 W. Broad Street Richmond, VA 23220	Public	General Use Fund	2,500
42	Venture Richmond 200 South Third Street Richmond, VA 23219	Public	General Use Funds	5,000
43	Virginia Foundation for Independent Colleges 8010 Ridge Road, Suite B Richmond, VA 23229-7288	Public	Undergraduate Science Research Fellowships Program	5,000
44	Virginia Museum of Fine Arts Foundation 200 N. Boulevard Richmond, VA 23220-4007	Public	General Use Funds	5,000
45	Virginia Museum of History and Culture 428 N Arthur Ashe Blvd Richmond, VA 23220	Public	General Use Funds	5,000
46	Virginia War Memorial 621 S. Belvidere Street Richmond, VA 23220	Public	General Use Funds	5,000
47	Walkerton Community Fire Association 2874 Walkerton Road Walkerton, VA 23177	Public	General Use Fund	1,000
48	World Pediatric Project 7201 Glen Forest Drive, Suite 304 Richmond, VA 23226	Public	Rock n Heel	53,500
49	Althoff Catholic High School 5401 West Main Street Belleville, IL 62226-4796	Public	Matching Gift Donations	3,400
50	Bethany College 31 East Campus Drive Bethan, WV 26032	Public	Matching Gift Donations	250

NewMarket Foundation
FEIN 27-1586209
Attachment to Form 990-PF
Part XV, Line 3A
2019

	Recipient Name and Address	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
51	Blessed Sacrament Huguenot Catholic School 2501 Academy Rd Powhatan, VA 23139	Public	Matching Gift Donations	3,500
52	Collegiate School 103 N. Mooreland Rd Richmond, VA 23229	Public	Matching Gift Donations	500
53	Doane University 1014 Boswell Ave Crete, NE 68333	Public	Matching Gift Donations	1,000
54	Father McGivney Catholic High School 7190 Bouse Road Glen Carbon, Illinois 62034	Public	Matching Gift Donations	3,500
55	Grinnell College Office of Development and Alumni Relations Grinnell, Iowa 50112-1690	Public	Matching Gift Donations	100
56	St. Catherine's School Foundation 6001 Grove Avenue Richmond, VA 23226	Public	Matching Gift Donations	2,006
57	St. Christopher's School 711 St. Christopher's Rd Richmond, VA 23226	Public	Matching Gift Donations	300
58	University of Illinois Foundation 1305 W. Green St Urbana, IL 61801	Public	Matching Gift Donations	100
59	University of North Carolina at Chapel Hill Office of University Development 208 West Franklin Street, PO Box 309 Chapel Hill, NC 27514-0309	Public	Matching Gift Donations	100
60	University of Richmond 410 Westhampton Way Richmond, VA 23173	Public	Matching Gift Donations	100
61	Veritas School 3400 Brook Road Richmond VA 23227	Public	Matching Gift Donations	1,500
62	VMI Foundation, Inc. 319 Letcher Avenue Lexington, VA 24450	Public	Matching Gift Donations	4,291
63	Virginia Commonwealth University 907 Floyd Ave Richmond, VA 23284	Public	Matching Gift Donations	2,500
64	Virginia Tech Foundation 902 Prices Fork Rd Blacksburg, VA 24061	Public	Matching Gift Donations	700
65	Washington University in St. Louis One Brookings Drive St. Louis, MO 63130	Public	Matching Gift Donations	600
66	The College of William & Mary Foundation P.O. Box 8795 Williamsburg, VA 23185	Public	Matching Gift Donations	3,100
			Total	1,144,237