









Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing . . . . .			
	2 Savings and temporary cash investments . . . . .	632,854	1,023,599	1,023,599
	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)	3,285,215 	4,101,427	4,196,029
	b Investments—corporate stock (attach schedule) . . . . .	8,521,608 	28,543,743	116,909,653
	c Investments—corporate bonds (attach schedule) . . . . .	3,123,539 	2,567,263	2,622,084
	11 Investments—land, buildings, and equipment: basis ▶ _____ Less: accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans . . . . .			
	13 Investments—other (attach schedule) . . . . .	5,010,788 	1,620,732	2,182,791
	14 Land, buildings, and equipment: basis ▶ _____ Less: accumulated depreciation (attach schedule) ▶ _____			
15 Other assets (describe ▶ _____)				
16 <b>Total assets</b> (to be completed by all filers—see the instructions. Also, see page 1, item I)	20,574,004	37,856,764	126,934,156	
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 <b>Total liabilities</b> (add lines 17 through 22) . . . . .	0	0	
Net Assets or Fund Balances	<b>Foundations that follow FASB ASC 958, check here</b> ▶ <input type="checkbox"/> <b>and complete lines 24, 25, 29 and 30.</b>			
	24 Net assets without donor restrictions . . . . .			
	25 Net assets with donor restrictions . . . . .			
	<b>Foundations that do not follow FASB ASC 958, check here</b> ▶ <input checked="" type="checkbox"/> <b>and complete lines 26 through 30.</b>			
	26 Capital stock, trust principal, or current funds . . . . .	20,398,456	18,543,374	
	27 Paid-in or capital surplus, or land, bldg., and equipment fund	0	0	
	28 Retained earnings, accumulated income, endowment, or other funds	175,548	19,313,390	
	29 <b>Total net assets or fund balances</b> (see instructions) . . . . .	20,574,004	37,856,764	
30 <b>Total liabilities and net assets/fund balances</b> (see instructions) .	20,574,004	37,856,764		

**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) . . . . .	<b>1</b>	20,574,004
2 Enter amount from Part I, line 27a . . . . .	<b>2</b>	-1,855,082
3 Other increases not included in line 2 (itemize) ▶ _____ 	<b>3</b>	19,159,877
4 Add lines 1, 2, and 3 . . . . .	<b>4</b>	37,878,799
5 Decreases not included in line 2 (itemize) ▶ _____ 	<b>5</b>	22,035
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29 .	<b>6</b>	37,856,764

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 See Additional Data Table				
b				
c				
d				
e				

2	Capital gain net income or (net capital loss)	<div style="border: 1px solid black; padding: 2px;">           If gain, also enter in Part I, line 7            If (loss), enter -0- in Part I, line 7         </div>	2	4,293,618
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	<div style="border: 1px solid black; padding: 2px;">           . . . . .         </div>	3	

## 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**

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

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

<b>1a</b>	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)		
<b>b</b>	Reserved.	<b>1</b>	75,517
<b>c</b>	All other domestic foundations enter 1.39% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>	0
<b>3</b>	Add lines 1 and 2.	<b>3</b>	75,517
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>	0
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-.	<b>5</b>	75,517
<b>6</b>	Credits/Payments:		
<b>a</b>	2020 estimated tax payments and 2019 overpayment credited to 2020	<b>6a</b>	12,671
<b>b</b>	Exempt foreign organizations—tax withheld at source	<b>6b</b>	0
<b>c</b>	Tax paid with application for extension of time to file (Form 8868)	<b>6c</b>	100,000
<b>d</b>	Backup withholding erroneously withheld	<b>6d</b>	0
<b>7</b>	Total credits and payments. Add lines 6a through 6d.	<b>7</b>	112,671
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached.	<b>8</b>	494
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> .	<b>9</b>	
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> .	<b>10</b>	36,660
<b>11</b>	Enter the amount of line 10 to be: <b>Credited to 2021 estimated tax</b> 36,660 <b>Refunded</b>	<b>11</b>	0

**Part VII-A Statements Regarding Activities**

<b>1a</b>	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?	<b>Yes</b>	<b>No</b>
<b>1a</b>			No
<b>b</b>	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition). <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		No
<b>1b</b>			No
<b>c</b>	Did the foundation file <b>Form 1120-POL</b> for this year?	<b>1c</b>	No
<b>d</b>	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ► \$ 0 (2) On foundation managers. ► \$ 0		
<b>e</b>	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ 0		
<b>2</b>	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>	<b>2</b>	No
<b>3</b>	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>	<b>3</b>	No
<b>4a</b>	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	<b>4a</b>	No
<b>b</b>	If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year?	<b>4b</b>	
<b>5</b>	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	<b>5</b>	No
<b>6</b>	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?	<b>6</b>	Yes
<b>7</b>	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>	<b>7</b>	Yes
<b>8a</b>	Enter the states to which the foundation reports or with which it is registered (see instructions) ► KY		
<b>b</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>	<b>8b</b>	Yes
<b>9</b>	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>	<b>9</b>	No
<b>10</b>	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	<b>10</b>	No

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

<b>11</b>	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. . . . .	<b>11</b>		<b>No</b>
<b>12</b>	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 . . . . .	<b>12</b>		<b>No</b>
<b>13</b>	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>N/A</u>	<b>13</b>	<b>Yes</b>	
<b>14</b>	The books are in care of ▶ <u>BESSEMER TRUST</u> Telephone no. ▶ <u>(516) 508-9623</u>			

Located at ▶ 1271 AVENUE OF THE AMERICAS 42ND FL NEW YORK NYZIP+4 ▶ 10020

<b>15</b>	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —check here . . . . . ▶ <input type="checkbox"/>			
	and enter the amount of tax-exempt interest received or accrued during the year . . . . . ▶ <b>15</b>			
<b>16</b>	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? . . . . .	<b>16</b>	<b>Yes</b>	<b>No</b>
	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.**

		<b>Yes</b>	<b>No</b>
<b>1a</b>	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 type="checkbox"/> Yes <input checked="" 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? ( <b>Exception.</b> 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>b</b>	If any answer is "Yes" to 1a(1)–(6), did <b>any</b> 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 . . . . . <input type="checkbox"/>	<b>1b</b>	
<b>c</b>	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? . . . . .	<b>1c</b>	<b>No</b>
<b>2</b>	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)):		
<b>a</b>	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? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
<b>b</b>	Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see instructions.) . . . . .	<b>2b</b>	
<b>c</b>	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here. ▶ 20____, 20____, 20____, 20____		
<b>3a</b>	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>b</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.) . . . . .	<b>3b</b>	
<b>4a</b>	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<b>4a</b>	<b>No</b>
<b>b</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?	<b>4b</b>	<b>No</b>

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

<b>5a</b>	During the year did the foundation pay or incur any amount to:		<b>Yes</b>	<b>No</b>
(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>b</b>	If any answer is "Yes" to 5a(1)–(5), did <b>any</b> 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.		<b>5b</b>	<b>No</b>
	Organizations relying on a current notice regarding disaster assistance check here.	<input type="checkbox"/>		
<b>c</b>	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).	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
<b>6a</b>	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>6b</b>	<b>No</b>
<b>b</b>	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.			
<b>7a</b>	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>7b</b>	
<b>b</b>	If "Yes", did the foundation receive any proceeds or have any net income attributable to the transaction?			
<b>8</b>	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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		

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

<b>1 List all officers, directors, trustees, foundation managers and their compensation. See instructions</b>				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				
<b>2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."</b>				
(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				
<b>Total number of other employees paid over \$50,000.</b>				<b>0</b>

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
<b>Total</b> 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
<b>1</b>	
<b>2</b>	
<b>3</b>	
<b>4</b>	

**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
<b>1</b>	
<b>2</b>	
All other program-related investments. See instructions.	
<b>3</b>	
<b>Total.</b> Add lines 1 through 3 . . . . . ►	0

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities. . . . .	<b>1a</b>	109,290,615
<b>b</b>	Average of monthly cash balances. . . . .	<b>1b</b>	649,484
<b>c</b>	Fair market value of all other assets (see instructions). . . . .	<b>1c</b>	3,059,474
<b>d</b>	<b>Total</b> (add lines 1a, b, and c). . . . .	<b>1d</b>	112,999,573
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . .	<b>1e</b>	0
<b>2</b>	Acquisition indebtedness applicable to line 1 assets. . . . .	<b>2</b>	0
<b>3</b>	Subtract line 2 from line 1d. . . . .	<b>3</b>	112,999,573
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	<b>4</b>	1,694,994
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	111,304,579
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5. . . . .	<b>6</b>	5,565,229

**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.)

<b>1</b>	Minimum investment return from Part X, line 6. . . . .	<b>1</b>	5,565,229
<b>2a</b>	Tax on investment income for 2020 from Part VI, line 5. . . . .	<b>2a</b>	75,517
<b>b</b>	Income tax for 2020. (This does not include the tax from Part VI.). . . . .	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b. . . . .	<b>2c</b>	75,517
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1. . . . .	<b>3</b>	5,489,712
<b>4</b>	Recoveries of amounts treated as qualifying distributions. . . . .	<b>4</b>	0
<b>5</b>	Add lines 3 and 4. . . . .	<b>5</b>	5,489,712
<b>6</b>	Deduction from distributable amount (see instructions). . . . .	<b>6</b>	0
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1. . . . .	<b>7</b>	5,489,712

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26. . . . .	<b>1a</b>	7,865,677
<b>b</b>	Program-related investments—total from Part IX-B. . . . .	<b>1b</b>	0
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes. . . . .	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required). . . . .	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule). . . . .	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	7,865,677
<b>5</b>	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. . . . .	<b>5</b>	0
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4. . . . .	<b>6</b>	7,865,677

**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
<b>1</b> Distributable amount for 2020 from Part XI, line 7				5,489,712
<b>2</b> Undistributed income, if any, as of the end of 2020:				
<b>a</b> Enter amount for 2019 only. . . . .			2,388,550	
<b>b</b> Total for prior years: 20____, 20____, 20____		0		
<b>3</b> Excess distributions carryover, if any, to 2020:				
<b>a</b> From 2015. . . . .				
<b>b</b> From 2016. . . . .				
<b>c</b> From 2017. . . . . 123,595				
<b>d</b> From 2018. . . . .				
<b>e</b> From 2019. . . . .				
<b>f</b> <b>Total</b> of lines 3a through e. . . . .	123,595			
<b>4</b> Qualifying distributions for 2020 from Part XII, line 4: ► \$ 7,865,677				
<b>a</b> Applied to 2019, but not more than line 2a			2,388,550	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .		0		
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
<b>d</b> Applied to 2020 distributable amount. . . . .				5,477,127
<b>e</b> Remaining amount distributed out of corpus	0			
<b>5</b> Excess distributions carryover applied to 2020. (If an amount appears in column (d), the same amount must be shown in column (a).)	12,585			12,585
<b>6</b> <b>Enter the net total of each column as indicated below:</b>				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	111,010			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b. . . . .		0		
<b>c</b> 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		
<b>d</b> Subtract line 6c from line 6b. Taxable amount—see instructions. . . . .		0		
<b>e</b> Undistributed income for 2019. Subtract line 4a from line 2a. Taxable amount—see instructions. . . . .			0	
<b>f</b> Undistributed income for 2021. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020. . . . .				0
<b>7</b> 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			
<b>8</b> Excess distributions carryover from 2015 not applied on line 5 or line 7 (see instructions). . . . .	0			
<b>9</b> <b>Excess distributions carryover to 2021.</b> Subtract lines 7 and 8 from line 6a. . . . .	111,010			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2016. . . . .				
<b>b</b> Excess from 2017. . . . . 111,010				
<b>c</b> Excess from 2018. . . . .				
<b>d</b> Excess from 2019. . . . .				
<b>e</b> Excess from 2020. . . . .				

## Part XIV

- 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.)

## Inform

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

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

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

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

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

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

- c Any submission deadlines:

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i> See Additional Data Table				
<b>Total</b> . . . . .			▶ <b>3a</b>	7,817,271
<b>b</b> <i>Approved for future payment</i>				
<b>Total</b> . . . . .			▶ <b>3b</b>	0

Enter gross amounts unless otherwise indicated.

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

Form **990-PF** (2020)

**Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations**

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

<b>Sign Here</b>	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.		
	*****	2021-11-08	*****
	_____ Signature of officer or trustee	_____ Date	_____ Title

May the IRS discuss this return with the preparer shown below  
 (see instr.) ☐ **Yes** ☒ **No**

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN  P01315942
	SANDRA FARIAS				
	Firm's name ▶ BESSEMER TRUST CO NA				Firm's EIN ▶ 13-2792165
	Firm's address ▶ 1225 FRANKLIN AVE SUITE 500 GARDEN CITY, NY 11530				Phone no. (516) 508-9623

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

List and describe the kind(s) of property sold (e.g., real estate, (a) 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.)
PUBLICLY TRADED SECURITIES - 8G2380	P		2020-12-31
PUBLICLY TRADED SECURITIES - 8G2380	P		2020-12-31
PUBLICLY TRADED SECURITIES - CASH LIQUIDATING DISTRIBUTIONS	P		2020-12-31
PUBLICLY TRADED SECURITIES - LITIGATION PROCEEDS	P		2020-12-31
PUBLICLY TRADED SECURITIES - 8M7858	P		2020-12-31
PUBLICLY TRADED SECURITIES - 8M7858	P		2020-12-31
PUBLICLY TRADED SECURITIES - 8M4353	P		2020-12-31
PUBLICLY TRADED SECURITIES - 8M4353	P		2020-12-31
PUBLICLY TRADED SECURITIES - MORGAN STANLEY	P		2020-12-31
PUBLICLY TRADED SECURITIES - MORGAN STANLEY	P		2020-12-31

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(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)
894,518		1,011,609	-117,091
16,140,200		12,332,958	3,807,242
514			514
328			328
241,671		242,256	-585
712,842		580,746	132,096
1,996,222		1,957,837	38,385
1,887,337		1,766,872	120,465
723,422		739,059	-15,637
1,121,612		1,254,558	-132,946

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

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	
			-117,091
			3,807,242
			514
			328
			-585
			132,096
			38,385
			120,465
			-15,637
			-132,946

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

List and describe the kind(s) of property sold (e.g., real estate, (a) 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.)
PARTNERSHIP ST GAINS	P		
PARTNERSHIP LT GAINS	P		
PARTNERSHIP 1231 GAINS	P		
LOSS ON FINAL PARTNERSHIP DISPOSITION	P		
Capital Gains Dividends	P		

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(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)
13,405			13,405
277,249			277,249
3,184			3,184
		12,457	-12,457
179,466			179,466

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

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	
			13,405
			277,249
			3,184
			-12,457
			179,466

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

<b>(a)</b> Name and address	Title, and average hours per week <b>(b)</b> devoted to position	<b>(c)</b> Compensation (If not paid, enter -0-)	<b>(d)</b> Contributions to employee benefit plans and deferred compensation	Expense account, <b>(e)</b> other allowances
ALICE CARY BROWN	PRESIDENT/DIRECTOR 5.00	0	0	0
500 WEST JEFFERSON STSTE 2800 LOUISVILLE, KY 40202				
STUART R BROWN	SECRETARY/TREASURER 5.00	0	0	0
500 WEST JEFFERSON STSTE 2800 LOUISVILLE, KY 40202				
WL LYONS BROWN III	DIRECTOR 5.00	0	0	0
500 WEST JEFFERSON STSTE 2800 LOUISVILLE, KY 40202				
A CARY BROWN EPSTEIN	DIRECTOR 5.00	0	0	0
500 WEST JEFFERSON STSTE 2800 LOUISVILLE, KY 40202				
WL LYONS BROWN JR	DIRECTOR 5.00	0	0	0
500 WEST JEFFERSON STSTE 2800 LOUISVILLE, KY 40202				



Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
564 PARK AVENUE PRESERVATION FOUNDATION 564 PARK AVE NEW YORK, NY 10065	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	50,000
AMAZON BIODIVERSITY CENTER PO BOX 96503 WASHINGTON, DC 20090	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	100,000
AMERICAN AUSTRIAN FOUNDATION 150 E 42ND STREET 42ND FLOOR NEW YORK, NY 10017	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	2,000
<b>Total . . . . . ▶ 3a</b>				7,817,271

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
BASCOM PALMER EYE INSTITUTE ALUMNI ASSOCIATION INC 900 NW 17TH ST MIAMI, FL 33136	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	220
BETHESDA HOSPITAL FOUNDATION INC 2815 S SEACREST BLVD BOYNTON BEACH, FL 33435	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	20,000
BLUEGRASS LAND CONSERVANCY 450 Old Vine St Suite 105 LEXINGTON, KY 40507	N/A	pUBLIC	GENERAL EXEMPT PURPOSE	15,000
<b>Total . . . . .</b> ► <b>3a</b>				7,817,271

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
BOMB MAGAZINE 80 HANSON PLACE SUITE 703 BROOKLYN, NY 11217	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	10,000
BOSTON CHILDREN'S HOSPITAL TRUST 401 PARK DRIVE SUITE 602 BOSTON, MA 02215	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	1,000
BUFFALO OLMSTED PARKS CONSERVANCY INC 84 PARKSIDE AVE BUFFALO, NY 14214	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	25,000
<b>Total . . . . .</b> ► <b>3a</b>				7,817,271

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
CENTRAL PARK CONSERVANCY 14 E 60TH ST FLOOR 8 NEW YORK, NY 10022	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	6,000
CHANCES FOR CHILDREN 1732 FIRST AVENUE BOX 333 NEW YORK, NY 10128	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	500
CHURCH OF BETHESDA-BY-THE-SEA 141 S COUNTY ROAD PALM BEACH, FL 33480	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	3,300
<b>Total . . . . . ▶ 3a</b>				7,817,271

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
COMMUNITY FOUNDATION OF JACKSON HOLE 245 E SIMPSON AVE POBOX 574 JACKSON, WY 83001	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	638,632
COOMBS OUTDOORSPO BOX 7665 JACKSON, WY 83002	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	12,500
CRC RECOVERY FOUNDATION INC 309 NE 1ST ST DELRAY BEACH, FL 33483	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	5,000
<b>Total . . . . . ▶ 3a</b>				7,817,271

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
FILSON HISTORICAL SOCIETY 1310 S THIRD ST LOUISVILLE, KY 40208	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	250
FISHERS ISLAND RECREATIONAL PATH FOUNDATION PO BOX 619 FISHERS ISLAND, NY 06390	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	50,000
FLORIDA COALITION FOR PRESERVATION 235 NE 6TH AVENUE DELRAY BEACH, FL 33483	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	5,000
<b>Total . . . . . ► 3a</b>				7,817,271

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
FOCUSED ULTRASOUND FOUNDATION 1230 CEDARS COURT SUITE 206 CHARLOTTESVILLE, VA 22903	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	10,000
FRICK COLLECTION1 E 70TH STREET NEW YORK, NY 10021	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	597,555
FUND FOR PARK AVENUE 445 PARK AVENUE NEW YORK, NY 10022	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	2,000
<b>Total . . . . . ▶ 3a</b>				7,817,271

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
HENRY L FERGUSON MUSEUM PO BOX 554 FISHERS ISLAND, NY 06390	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	100,000
ISLAND HEALTH PROJECTPO BOX 344 FISHERS ISLAND, NY 06390	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	1,000
JACKSON HOLE CONSERVATION ALLIANCE PO BOX 2728 JACKSON, WY 83001	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	100,000
<b>Total . . . . . ▶ 3a</b>				7,817,271



Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
JACKSON HOLE LAND TRUST 690 US-89 SUITE 101 JACKSON, WY 83001	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	185,000
JUST FOR KIDS FOUNDATION PO BOX 4219 TELLURIDE, CO 81435	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	5,000
KENTUCKY AUTHOR FORUM 620 W MAIN STREET LOUISVILLE, KY 40202	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	5,000
<b>Total . . . . . ▶ 3a</b>				7,817,271

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
LEWA WILDLIFE CONSERVANCY USA 38 MILLER AVENUE 507 MILL VALLEY, CA 94941	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	25,000
LIGHTHOUSE WORKSPO BOX 385 FISHERS ISLAND, NY 06390	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	500
MEMORIAL SLOAN-KETTERING CANCER CENTER PO BOX 27106 NEW YORK, NY 10087	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	1,000
<b>Total . . . . . ▶ 3a</b>				7,817,271

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
METROPOLITAN MUSEUM OF ART 1000 FIFTH AVENUE NEW YORK, NY 10028	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	1,138,568
METROPOLITAN OPERA 30 LINCOLN CENTER PLAZA NEW YORK, NY 10023	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	7,350
MUSEUM OF MODERN ART 11 W 53RD STREET NEW YORK, NY 10019	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	5,465
<b>Total . . . . . ▶ 3a</b>				7,817,271

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
NATIONAL AUDUBON SOCIETY 225 Varick St NEW YORK, NY 10014	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	100,000
NATIONAL SOCIETY OF COLONIAL DAMES OF AMERICA 2715 Q STREET NW WASHINGTON, DC 20007	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	25,000
NATURE CONSERVANCY IN COLORADO 3350 TURKEY CANYON ROAD COLORADO SPRINGS, CO 80926	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	1,060,000
<b>Total . . . . . ▶ 3a</b>				7,817,271

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
NATURE CONSERVANCY IN KENTUCKY 114 Woodland Ave LEXINGTON, KY 40502	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	35,000
NATURE CONSERVANCY IN VIRGINIA 652 PETER JEFFERSON PARKWAY SUITE 190 CHARLOTTESVILLE, VA 22911	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	10,000
NATURE CONSERVANCY 4245 N FAIRFAX DRIVE SUITE 100 ARLINGTON, VA 22203	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	10,000
<b>Total . . . . . ▶ 3a</b>				7,817,271

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
NEUE GALERIE NEW YORK 1048 FIFTH AVENUE NEW YORK, NY 10028	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	790
NEW ENGLAND SCIENCE AND SAILING FOUNDATION PO BOX 733 STONINGTON, CT 06378	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	12,500
NEW YORK BOTANICAL GARDEN 2900 SOUTHERN BLVD NEW YORK, NY 10458	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	62,500
<b>Total . . . . . ▶ 3a</b>				7,817,271

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
NEW YORK LANDMARKS CONSERVANCY INC 1 WHITEHALL ST FL 21 NEW YORK, NY 10004	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	500
NEW YORK PHILHARMONIC 10 LINCOLN CENTER PLAZA NEW YORK, NY 10023	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	1,200
NORTON MUSEUM OF ART INC 1450 S DIXIE HWY WEST PALM BEACH, FL 33401	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	319,328
<b>Total . . . . . ▶ 3a</b>				7,817,271

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
SALZBURG FESTIVAL SOCIETY 509 MADISON AVENUE NEW YORK, NY 10022	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	1,350
SALZBURG GLOBAL SEMINAR INC EATON HOUSE 1203 K ST NW SUITE 365 WASHINGTON, DC 20005	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	50,000
SANDOWAY DISCOVERY CENTER 142 S OCEAN BLVD DELRAY BEACH, FL 33483	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	500
<b>Total . . . . . ▶ 3a</b>				7,817,271



Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
SHELDRIK WILDLIFE TRUST USA 25283 Cabot Road SUITE 101 LAGUNA HILLS, CA 92653	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	30,000
SILICON COULOIRPO BOX 804 JACKSON, WY 83001	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	15,000
SOCIETY OF MEMORIAL SLOAN KETTERING 1275 York Ave NEW YORK, NY 10065	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	25,000
<b>Total . . . . . ▶ 3a</b>				7,817,271

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
SOCIETY OF THE FOUR ARTS 100 FOUR ARTS PLAZA PALM BEACH, FL 33480	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	27,000
SOUTHERN ENVIRONMENTAL LAW CENTER 201 W Main St 14 CHARLOTTESVILLE, VA 22902	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	5,000
SPANISCHE HOFREITSCHULE WIEN (SPANISH RIDING SCHOOL) MICHAELERPLATZ 1 VIENNA 1010 AU	N/A	PRIVATE	GENERAL EXEMPT PURPOSE	5,000
<b>Total . . . . .</b> ▶ <b>3a</b>				7,817,271

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
SPEED ART MUSEUM 2035 SOUTH THIRD STREET LOUISVILLE, KY 40208	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	80,000
ST JAMES' CHURCH 865 MADISON AVENUE NEW YORK, NY 10021	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	3,000
ST JOHN'S CHURCH 2319 E BROAD STREET RICHMOND, VA 23223	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	1,200
<b>Total . . . . . ▶ 3a</b>				7,817,271

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
STORM KING ART CENTER 1 MUSEUM RD NEW WINDSOR, NY 12553	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	200,000
SWEET BRIAR COLLEGEPO BOX 1057 SWEET BRIAR, VA 24595	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	400,500
TELLURIDE MOUNTAIN SCHOOL 200 SAN MIGUEL RIVER DRIVE TELLURIDE, CO 81435	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	40,000
<b>Total . . . . . ▶ 3a</b>				7,817,271

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
TETON COUNTY SEARCH AND RESCUE FOUNDATION PO BOX 1063 JACKSON, WY 83001	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	35,000
THE PARKLANDS OF FLOYDS FORK 471 W MAIN STREET SUITE 202 LOUISVILLE, KY 40202	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	25,000
THOMAS JEFFERSON FOUNDATION INC PO BOX 316 CHARLOTTESVILLE, VA 22902	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	220,913
<b>Total . . . . . ▶ 3a</b>				7,817,271

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
UNIVERSITY OF GEORGIA 394 S MILLEDGE AVE ATHENS, GA 30602	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	25,000
UNIVERSITY OF VIRIGNIA PO BOX 400314 CHARLOTTESVILLE, VA 22904	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	11,000
UNTERMYER GARDENS CONSERVANCY 945 NORTH BROADWAY YONKERS, NY 10701	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	1,500
<b>Total . . . . . ▶ 3a</b>				7,817,271


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
UVA COLLEGE OF ARTS & SCIENCES ANNUAL FUND 2410 OLD IVY ROAD SUITE 100 PO BOX, VA 22904	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	5,000
UVA DARDEN SCHOOL FOUNDATION 100 DAREN BLVD CHARLOTTESVILLE, VA 22903	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	135,000
UVA FUNDPO BOX 400314 CHARLOTTESVILLE, VA 22904	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	250
<b>Total . . . . . ▶ 3a</b>				7,817,271

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
UVA MILLER CENTER FOUNDATION 2201 OLD IVY RD CHARLOTTESVILLE, VA 22903	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	50,000
UVA THE COLLEGE FOUNDATION PO BOX 400314 CHARLOTTESVILLE, VA 22904	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	1,250,000
WAYSIDE HOUSE INC 378 NE SIXTH AVENUE DELRAY BEACH, FL 334835517	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	5,000
<b>Total . . . . . ▶ 3a</b>				7,817,271



Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
WESTMINISTER SCHOOL 995 HOPMEADOW STREET SIMSBURY, CT 06070	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	270,000
WHITE HOUSE HISTORICAL ASSOCIATION PO BOX 98229 WASHINGTON, DC 200908229	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	1,000
WILDLIFE CONSERVATION SOCIETY 2300 SOUTHERN BOULEVARD BRONX, NY 10460	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	7,500
<b>Total . . . . . ▶ 3a</b>				7,817,271

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> Paid during the year				
WINTERTHUR MUSEUM GARDEN & LANDSCAPE 5105 KENNETT PIKE WILIMGTON, DE 19735	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	40,250
WOODBERRY FOREST SCHOOL 898 WOODBERRY ROAD WOODBERRY FOREST, VA 22989	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	10,000
WOODS HOLE RESEARCH CENTER 149 Woods Hole Rd FALMOUTH, MA 02540	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	26,650
<b>Total . . . . . ▶ 3a</b>				7,817,271

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
WORLD MONUMENTS FUND 350 FIFTH AVENUE SUITE 2412 NEW YORK, NY 10118	N/A	PUBLIC	GENERAL EXEMPT PURPOSE	50,000
<b>Total</b> . . . . .  <b>3a</b>				7,817,271

**TY 2020 Accounting Fees Schedule****Name:** W L LYONS BROWN JR CHARITABLE FOUNDATION**EIN:** 61-1233038

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
TAX PREP FEES	11,000	7,333		3,667

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

# **TY 2020 Expenditure Responsibility Statement**

**Name:** W L LYONS BROWN JR CHARITABLE FOUNDATION

**EIN:** 61-1233038

Grantee's Name	Grantee's Address	Grant Date	Grant Amount	Grant Purpose	Amount Expended By Grantee	Any Diversion By Grantee?	Dates of Reports By Grantee	Date of Verification	Results of Verification
SPANISCHE HOFREITSCHULE WIEN (SPANISH RIDING SCHOOL)	MICHAELERPLATZ 1 VIENNA 1010 AU	2020-05-07	5,000	THE SPANISH RIDING SCHOOL HAS AGREED TO MAINTAIN ALL GRANT PAYMENTS RECEIVED FROM THE FOUNDATION IN A SEPARATE, SEGREGATED FUND FROM WHICH AMOUNTS WILL BE EXPENDED SOLELY FOR RELIGIOUS, CHARITABLE, SCIENTIFIC, LITERARY OR EDUCATION PURPOSES. THE SCHOOL HAS AGREED TO MAKE EXPENDITURES FOR ITS EDUCATION, SCIENTIFIC, CHARITABLE AND SIMILAR PURPOSES TOGETHER WITH ADMINISTRATIVE EXPENSES, NOT LATER THAN THE END OF THE PERIOD CONSISTING OF THE FISCAL YEAR IN WHICH THE SCHOOL RECEIVES ANY PAYMENT ON A GRANT FROM THE FOUNDATION.	5,000				PROMPLTY AFTER THE END OF THE SECOND FISCAL YEAR IN ANY DISTRIBUTION PERIOD, THE SCHOOL WILL FURNISH TO THE FOUNDATION A STATEMENT SIGNED BY AN OFFICER SHOWING (A) THAT SUCH EXPENDITURES HAVE BEEN MADE, (B) THE NAMES AND ADDRESSES OF THE PERSONS RECEIVING SUCH EXPENDITURES (EXCEPT THAT IN THE CASE OF ADMINISTRATIVE EXPENSES, A GENERAL DESCRIPTION OF THE PURPOSE OF SUCH EXPENDITURES WILL BE SUFFICIENT), AND (C) THAT THE AMOUNT OF SUCH EXPENDITURES IS NOT LESS THAN THE AMOUNT REQUIRED.

**TY 2020 General Explanation Attachment****Name:** W L LYONS BROWN JR CHARITABLE FOUNDATION**EIN:** 61-1233038**General Explanation Attachment**

Identifier	Return Reference	Explanation	
1	ANALYSIS OF CHANGES IN NET ASSETS OR FUND BALANCES, OTHER INCREASES	FORM 990-PF, PAGE 2, PART III, LINE 3	PURSUANT TO THE ATTACHED ASSIGNMENT AGREEMENT DATED 12/31/2019, THE ASSETS OF AND ALL OUTSTANDING PLEDGES OF THE W. L. LYONS BROWN, JR. FUND, INC ("THE FUND") EIN: 45-2961778, WERE TRANSFERRED TO THE W. L. LYONS BROWN, JR. CHARITABLE FOUNDATION ("THE CHARITABLE FOUNDATION"), IN ACCORDANCE WITH THE FUND'S PLAN OF DISSOLUTION. AN ADJUSTMENT HAS BEEN MADE TO THE CHARITABLE FOUNDATION'S FORM 990-PF, PART III, LINE 3, AS AN OTHER INCREASE TO NET ASSETS/FUND BALANCE, TO REFLECT THE ASSIGNMENT OF THE FUND'S TOTAL NET ASSET VALUE AS OF DECEMBER 31, 2019, OF \$19,159,877. PLEASE NOTE THAT THE FUND FILED IT'S FINAL 990-PF IN 2019.

**General Explanation Attachment**

Identifier	Return Reference	Explanation	
2	UNDISTRIBUTED INCOME FROM 2019	FORM 990-PF, PAGE 9, PART XIII, LINE 2A COLUMN (C)	PURSUANT TO THE ATTACHED ASSIGNMENT AGREEMENT DATED 12/31/2019, THE ASSETS ALL OUTSTANDING PLEDGES OF THE W. L. LYONS BROWN, JR. FUND, INC ("THE FUND") EIN: 45-2961778, WERE TRANSFERRED TO THE W. L. LYONS BROWN, JR. CHARITABLE FOUNDATION ("THE CHARITABLE FOUNDATION"), IN ACCORDANCE WITH THE FUND'S PLAN OF DISSOLUTION. AN ADJUSTMENT HAS BEEN MADE TO THE CHARITABLE FOUNDATION'S FORM 990-PF, PART XIII, LINE 2A(C), TO REFLECT THE FUND'S UNDISTRIBUTED INCOME AS OF DECEMBER 31, 2019, OF \$2,388,550.

**TY 2020 Investments Corporate Bonds Schedule****Name:** W L LYONS BROWN JR CHARITABLE FOUNDATION**EIN:** 61-1233038**Investments Corporate Bonds Schedule**

<b>Name of Bond</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
45000.00 CATERPILLAR FINL SERVICE	44,959	45,424
65000.00 PAYPAL HOLDINGS INC	67,640	67,982
35000.00 OMNICOM GROUP INC	31,985	37,196
65000.00 CIGNA CORP	70,445	70,196
60000.00 ANALOG DEVICES INC	68,678	68,491
40000.00 VALERO ENERGY CORP	40,127	40,258
40000.00 KIMBERLY-CLARK CORP	40,137	40,541
60000.00 ABBVIE INC	63,176	66,884
40000.00 APPLE INC	39,653	44,049
70000.00 TYSON FOODS INC	70,255	70,721
65000.00 NORTHROP GRUMMAN CORP	65,583	67,510
60000.00 CITIGROUP INC	67,944	68,251
45000.00 VF CORP	45,255	45,926
60000.00 COMCAST CORP	65,954	66,140
40000.00 VISA INC	43,679	44,834
65000.00 MICROSOFT CORP	68,542	70,891
40000.00 AMERICAN HONDA FINANCE	39,986	40,903
65000.00 MONDELEZ INTERNATIONAL	65,428	67,238
40000.00 MCDONALD'S CORP	43,549	44,498
65000.00 XCEL ENERGY INC	68,817	71,486



**Investments Corporate Bonds Schedule**

<b>Name of Bond</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
30000.00 SUNOCO LOGISTICS PARTNER	30,077	30,177
65000.00 HP ENTERPRISE CO	66,530	66,695
45000.00 ELECTRONIC ARTS INC	45,336	45,110
40000.00 SOUTHERN CO GAS CAPITAL	42,041	41,973
70000.00 AMAZON.COM INC	70,577	71,235
35000.00 ESTEE LAUDER CO INC	38,420	38,606
70000.00 ROPER TECHNOLOGIES INC	70,217	70,914
70000.00 WASTE MANAGEMENT INC	69,781	69,971
35000.00 COCA-COLA CO/THE	39,594	40,140
60000.00 CHURCH & DWIGHT CO INC	63,229	66,461
60000.00 SOUTHWEST AIRLINES CO	70,019	71,332
69000.00 VERIZON COMMUNICATIONS	69,536	68,726
70000.00 D.R. HORTON INC	69,895	70,441
50000.00 AMERICAN ELECTRIC POWER	51,655	51,459
35000.00 EVERSOURCE ENERGY	37,708	38,249
65000.00 BROADCOM CRP / CAYMN FI	70,227	70,312
55000.00 JPMORGAN CHASE & CO	62,351	65,526
45000.00 LOWE'S COS INC	45,490	46,296
40000.00 ENTERGY LOUISIANA LLC	39,992	40,114
40000.00 JABIL INC	42,880	42,762

**Investments Corporate Bonds Schedule**

<b>Name of Bond</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
60000.00 ANTHEM INC	66,023	69,158
45000.00 NUCOR CORP	46,743	47,353
45000.00 PRECISION CASTPARTS CORP	46,398	49,744
35000.00 BURLINGTN NORTH SANTA FE	39,364	39,687
63000.00 MORGAN STANLEY	65,717	69,719
60000.00 BANK OF AMERICA CORP	63,946	66,090
32000.00 SHELL INTERNATIONAL FIN	31,725	34,415

TY 2020 Investments Corporate Stock Schedule

Name: W L LYONS BROWN JR CHARITABLE FOUNDATION  
 EIN: 61-1233038

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
405.00 MATCH GROUP INC	46,596	61,231
1077.00 FACEBOOK INC-A	176,845	294,193
217.00 ALPHABET INC CLASS C	139,645	380,157
118.00 ALPHABET INC. CLASS A	102,854	206,811
1800.00 TENCENT HOLDINGS LTD	141,984	130,899
500.00 SEA LTD ADR	88,306	99,525
315.00 CHARTER COMMUNICATIONS INC	161,413	208,388
620.00 WYNDHAM HOTELS & RESORTS	32,267	36,852
400.00 ALIBABA GROUP HOLDINGS LTD	118,953	93,092
240.00 BURLINGTON STORES INC	52,206	62,772
1485.00 DOLLARAMA INC	58,902	60,447
380.00 ADVANCE AUTO PARTS	60,687	59,853
1050.00 HILTON WORLDWIDE HOLDINGS	108,364	116,823
1485.00 NIKE INC CL B	110,417	210,082
150.00 LVMH MOET HENNESSY VUITTON	76,010	94,038
109.00 AMAZON.COM INC	83,116	355,005
269.00 HOME DEPOT	36,425	71,451
1016.00 ROSS STORES INC	90,032	124,774
1085.00 PEPSICO INC	103,768	160,905
1145.00 US FOODS HOLDING CORP	28,217	38,139
42548.06 OW CREDIT INCOME FUND	425,556	434,415
414.00 PIONEER NATURAL RESOURCES	60,055	47,150
2365.00 CONOCOPHILLIPS	111,220	94,576
420.00 NASDAQ INC.	52,418	55,750
2240.00 BLACKSTONE GROUP INC	121,171	145,174
139.00 BLACKROCK INC	71,636	100,294
520.00 CHUBB LIMITED	25,878	80,038
210.00 S&P GLOBAL INC.	55,008	69,033
6185.00 BANK OF AMERICA CORP	110,587	187,467
1833.00 CITIGROUP INC	55,970	113,022

## Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
750.00 SCHWAB CHARLES CORP NEW	36,992	39,780
345.00 AON PLC	71,316	72,888
780.00 DANAHER CORP	62,764	173,269
295.00 STERIS PLC	52,387	55,914
1165.00 IQVIA HOLDINGS INC	174,420	208,733
840.00 ZOETIS INC	55,049	139,020
210.00 COOPER COS INC	71,785	76,297
60.00 WEST PHARMACEUTICAL SVC	17,338	16,998
240.00 LAB CORP OF AMER HLDGS NEW	46,684	48,852
390.00 THERMO FISHER SCIENTIFIC	22,164	181,654
505.00 UNITEDHEALTH GROUP INC	119,296	177,093
155.00 TELEFLEX INC	52,938	63,793
1110.00 UNION PACIFIC CORP	139,692	231,124
265.00 CINTAS CORP	42,988	93,666
800.00 SAFRAN SA	97,970	113,825
795.00 SMITH A O CORP	43,836	43,581
125.00 IDEX CORP	22,815	24,900
6405.00 RENTOKIL INITIAL PLC	43,776	44,561
975.00 IAA INC	52,447	63,355
340.00 EQUIFAX INC	55,217	65,565
135.00 L3 HARRIS TECHNOLOGIES INC	23,656	25,517
175.00 VERISK ANALYTICS INC-CL A	31,726	36,328
440.00 DOVER CORP	49,064	55,550
1395.00 FORTIVE CO	72,078	98,793
2558.00 MICROSOFT CORP	162,661	568,950
160.00 ASPEN TECHNOLOGY	21,099	20,840
290.00 SYNOPSYS INC	62,576	75,179
60.00 ASML HOLDING	27,339	29,270
1245.00 TEXAS INSTRUMENTS INC	124,324	204,341
210.00 ADOBE INC	79,435	105,025

## Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
3448.00 APPLE INC	48,773	457,515
150.00 ANSYS INC	48,257	54,570
365.00 CMC MATERIALS INC	54,109	55,224
335.00 CDW CORP/DE	42,287	44,149
204.00 SERVICENOW INC	42,427	112,287
75.00 PAYCOM SOFTWARE INC	25,618	33,918
595.00 SS&C TECHNOLOGIES HOLDINGS	38,546	43,286
1696.00 VISA INC	172,570	370,966
775.00 AMPHENOL CORP	73,187	101,346
180.00 NICE LTD ADR	41,265	51,037
1275.00 FIDELITY NATL INFO SVCS	104,108	180,361
305.00 WEX INC	46,076	62,076
600553.51 OW LARGE CAP STRATEGIES FD	9,370,063	10,293,487
325.00 APTARGROUP INC	37,301	44,489
335.00 AIR PRODUCTS & CHEMICALS	78,734	91,528
460.00 AMERICAN TOWER CORP	74,147	103,251
164669.87 OW SMALL & MIDCAP STRAT FD	2,348,930	3,033,218
1045.00 AMEREN CORP	68,217	81,572
460.00 AMERICAN WATER WORKS CO	18,409	70,596
41.00 ALPHABET INC CLASS C	54,212	71,827
180.00 FACEBOOK INC-A	23,375	49,168
205.00 ACTIVISION BLIZZARD INC	9,646	19,034
3651.00 VERIZON COMMUNICATIONS	154,022	214,496
220.00 HOME DEPOT	35,932	58,436
654.00 MCDONALD'S CORP	109,561	140,335
300.00 GENUINE PARTS CO	28,237	30,129
33.00 AMAZON.COM INC	46,317	107,478
235.00 ROSS STORES INC	21,520	28,860
230.00 STARBUCKS CORP	14,375	24,605
35.00 COSTCO WHSL CORP NEW	6,843	13,187

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
645.00 COCA-COLA COMPANY	32,293	35,371
115.00 THE HERSHEY COMPANY	13,064	17,517
420.00 PEPSICO INC	40,583	62,286
400.00 PROCTER & GAMBLE CO	36,208	55,656
1520.00 CHEVRON CORP	166,524	128,364
1051.00 TRUIST FINANCIAL CORP	39,598	50,374
450.00 PRUDENTIAL FINANCIAL	35,536	35,131
430.00 BLACKSTONE GROUP INC	22,713	27,868
1437.00 JPMORGAN CHASE & CO	68,597	182,599
1445.00 BANK OF AMERICA CORP	34,514	43,797
340.00 AGILENT TECHNOLOGIES	29,050	40,286
145.00 AMGEN INC	27,126	33,338
175.00 ABBOTT LABORATORIES	11,845	19,160
35.00 INTUITIVE SURGICAL	23,235	28,633
90.00 ANTHEM INC	26,023	28,898
2577.00 MEDTRONIC PLC	236,348	301,869
545.00 ABBVIE INC	45,420	58,396
235.00 QUEST DIAGNOSTICS INC	24,233	28,004
2667.00 MERCK & CO INC NEW	201,193	218,160
80.00 THERMO FISHER SCIENTIFIC	24,865	37,262
464.00 LOCKHEED MARTIN CORP	145,715	164,710
235.00 EATON CORP PLC	17,966	28,232
65.00 NORTHROP GRUMMAN CORP	24,044	19,806
255.00 ILLINOIS TOOL WORKS INC	31,478	51,989
165.00 AMETEK INC NEW	13,499	19,955
185.00 UNION PACIFIC CORP	23,861	38,520
135.00 WASTE MANAGEMENT INC NEW	11,900	15,920
805.00 DEERE & CO	125,819	216,585
175.00 MOTOROLA SOLUTIONS INC	28,139	29,760
205.00 KLA CORPORATION	29,401	53,076

## Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
660.00 MICROSOFT CORP	65,775	146,797
340.00 TEXAS INSTRUMENTS INC	30,667	55,804
55.00 BROADCOM INC	19,798	24,081
300.00 INTERNATIONAL BUS MACHINES	41,657	37,764
1320.00 APPLE INC	33,989	175,150
367.00 NVIDIA CORP	23,517	191,647
180.00 AUTOMATIC DATA PROCESSING	26,716	31,716
420.00 TE CONNECTIVITY LTD	30,156	50,849
310.00 VISA INC	47,938	67,806
190.00 AIR PRODUCTS & CHEMICALS	29,326	51,911
170.00 SIMON PROP GROUP	15,279	14,497
140.00 AMERICAN TOWER CORP	26,395	31,424
160.00 PUBLIC STORAGE INC	32,454	36,948
560.00 NEXTERA ENERGY INC	33,792	43,204
315.00 PINNACLE WEST CAPITAL CORP	27,690	25,184
1,091,251.00 SHS - BROWN FORMAN CORP CL B	8,373,972	86,678,066
51,529.00 SHS - BROWN FORMAN CORP A	14,430	3,785,835

**TY 2020 Investments Government Obligations Schedule****Name:** W L LYONS BROWN JR CHARITABLE FOUNDATION**EIN:** 61-1233038**US Government Securities - End  
of Year Book Value:**

4,101,427

**US Government Securities - End  
of Year Fair Market Value:**

4,196,029

**State & Local Government  
Securities - End of Year Book  
Value:**

0

**State & Local Government  
Securities - End of Year Fair  
Market Value:**

0



**TY 2020 Investments - Other Schedule****Name:** W L LYONS BROWN JR CHARITABLE FOUNDATION**EIN:** 61-1233038**Investments Other Schedule 2**

<b>Category/ Item</b>	<b>Listed at Cost or FMV</b>	<b>Book Value</b>	<b>End of Year Fair Market Value</b>
133.76 5TH AVE MUL-STRAT OFF S1	AT COST	335,000	369,447
355160.12 5TH AVE PRIV EQUITY 14 T2	AT COST	328,664	420,073
212370.73 5TH AVE PRIV EQUITY 15 T2	AT COST	198,878	231,592
592015.21 5TH AVE PRIV EQUITY 13 T2	AT COST	527,206	824,629
213258.52 5TH AVE REAL ASSETS 3 T2	AT COST	143,630	200,903
130984.80 5TH AVE REAL ASSETS 4 T2	AT COST	87,354	136,147

**TY 2020 Other Decreases Schedule**

**Name:** W L LYONS BROWN JR CHARITABLE FOUNDATION

**EIN:** 61-1233038

Description	Amount
BOOK TO TAX ADJUSTMENT	22,035

**TY 2020 Other Expenses Schedule****Name:** W L LYONS BROWN JR CHARITABLE FOUNDATION**EIN:** 61-1233038**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
KENTUCKY FILING FEE	15	0		15
PARTNERSHIP INVESTMENT EXPENSES	100,828	100,828		0
PARTNERSHIP CHARITABLE	11	0		11
PARTNERSHIP NONDEDUCTIBLE EXPENSES	1,043	0		0

**TY 2020 Other Income Schedule****Name:** W L LYONS BROWN JR CHARITABLE FOUNDATION**EIN:** 61-1233038**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
PARTNERSHIP TAX EXEMPT INTEREST	162	0	162
PARTNERSHIP INT/DIVS	106,606	106,606	106,606
PARTNERSHIP OTHER INCOM	1,639	14,294	1,639

**TY 2020 Other Increases Schedule****Name:** W L LYONS BROWN JR CHARITABLE FOUNDATION**EIN:** 61-1233038**Other Increases Schedule**

Description	Amount
ASSETS TRANSFERRED FROM W. L. LYONS BROWN, JR. FUND, INC. - SEE STATEMENT 14	19,159,877

**TY 2020 Other Professional Fees Schedule****Name:** W L LYONS BROWN JR CHARITABLE FOUNDATION**EIN:** 61-1233038

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
INVESTMENT SERVICE FEES - BESSEMER	134,139	89,426		44,713
INVESTMENT SERVICE FEES - MORGAN STANLEY	15,783	15,783		0

**TY 2020 Taxes Schedule****Name:** W L LYONS BROWN JR CHARITABLE FOUNDATION**EIN:** 61-1233038**Taxes Schedule**

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
FEDERAL TAX PAYMENTS	27,219	0		0
FOREIGN TAXES PAID	17,009	15,549		0
PARTNERSHIP TAX CREDITS	31	0		0

<b>Schedule B</b> (Form 990, 990-EZ, or 990-PF) <small>Department of the Treasury Internal Revenue Service</small>	<b>Schedule of Contributors</b>  ▶ <b>Attach to Form 990, 990-EZ, or 990-PF.</b> ▶ Go to <a href="http://www.irs.gov/Form990">www.irs.gov/Form990</a> for the latest information.	OMB No. 1545-0047
		<b>2020</b>
Name of the organization W L LYONS BROWN JR CHARITABLE FOUNDATION		<b>Employer identification number</b> 61-1233038

Organization type (check one):

<b>Filers of:</b>	<b>Section:</b>
Form 990 or 990-EZ	<input type="checkbox"/> 501(c)( ) (enter number) organization
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust <b>not</b> treated as a private foundation
	<input type="checkbox"/> 527 political organization
Form 990-PF	<input checked="" type="checkbox"/> 501(c)(3) exempt private foundation
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation
	<input type="checkbox"/> 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 33<sup>1</sup>/<sub>3</sub>% 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  
W L LYONS BROWN JR CHARITABLE FOUNDATION

Employer identification number  
61-1233038

**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	BROWN CRUT DATED 100705 CO BESSEMER TRUST COMPANY NA 1271 AVENUE OF THE AMERICAS 42ND FL NEW YORK, NY 10020	\$ 608,632	<input checked="" type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)

Name of organization W L LYONS BROWN JR CHARITABLE FOUNDATION	Employer identification number 61-1233038
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Part II Noncash Property			
(a) No. from Part I	(b) Description of noncash property given <small>(see instructions). Use duplicate copies of Part II if additional space is needed.</small>	(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 W L LYONS BROWN JR CHARITABLE FOUNDATION	Employer identification number 61-1233038
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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
	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
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(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	