

For calendar year 2022, or tax year beginning 01-01-2022, and ending 12-31-2022

Name of foundation RICHARD AND FRANCINE LOEB FAMILY FOUNDATION		A Employer identification number 20-0334683	
% FOUNDATION MANAGEMENT GRP LL			
Number and street (or P.O. box number if mail is not delivered to street address) 1000 SECOND AVENUE 34TH FLOOR	Room/suite	B Telephone number (see instructions) (206) 677-0300	
City or town, state or province, country, and ZIP or foreign postal code SEATTLE, WA 981041022		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here..... <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ... <input type="checkbox"/>	
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶\$ 10,764,736	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (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)	0			
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	3	3		
	4 Dividends and interest from securities	179,937	179,937		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	-13,850			
	b Gross sales price for all assets on line 6a 702,027				
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances _____				
Operating and Administrative Expenses	b Less: Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	8,560	2,249	0	
	12 Total. Add lines 1 through 11	174,650	182,189	0	
	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)	51,402	47,402	0	4,000
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	1,874			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	60	0	0	60
	24 Total operating and administrative expenses. Add lines 13 through 23	53,336	47,402	0	4,060
	25 Contributions, gifts, grants paid	1,274,218			1,274,218
	26 Total expenses and disbursements. Add lines 24 and 25	1,327,554	47,402	0	1,278,278
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-1,152,904			
	b Net investment income (if negative, enter -0-)		134,787		
				0	

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		Beginning of year	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	710,374	871,962	871,962
	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	3,024	6,650	6,650
	10a Investments—U.S. and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	12,161,330	8,883,227	8,883,227
	c Investments—corporate bonds (attach schedule)	1,076,844	379,090	379,090
	11 Investments—land, buildings, and equipment: basis ▶ _____ Less: accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	1,165,145	623,807	623,807
	14 Land, buildings, and equipment: basis ▶ _____ Less: accumulated depreciation (attach schedule) ▶ _____			
15 Other assets (describe ▶ _____)	0	0	0	
16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	15,116,717	10,764,736	10,764,736	
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 ▶ <input type="checkbox"/> and complete lines 24, 25, 29 and 30.			
	24 Net assets without donor restrictions			
	25 Net assets with donor restrictions			
	Foundations that do not follow FASB ASC 958, check here ▶ <input checked="" type="checkbox"/> and complete lines 26 through 30.			
	26 Capital stock, trust principal, or current funds			
	27 Paid-in or capital surplus, or land, bldg., and equipment fund			
	28 Retained earnings, accumulated income, endowment, or other funds	15,116,717	10,764,736	
	29 Total net assets or fund balances (see instructions)	15,116,717	10,764,736	
30 Total liabilities and net assets/fund balances (see instructions) .	15,116,717	10,764,736		

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	15,116,717
2 Enter amount from Part I, line 27a	2	-1,152,904
3 Other increases not included in line 2 (itemize) ▶ _____	3	
4 Add lines 1, 2, and 3	4	13,963,813
5 Decreases not included in line 2 (itemize) ▶ _____	5	3,199,077
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29 .	6	10,764,736

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 a PUBLICLY TRADED SECURITIES LONG TERM		P		
b JP MORGAN CHASE PERP PFD FIX		P	2016-06-02	2022-12-07
c CAPITAL GAIN DIVIDENDS		P		
d CAPITAL GAIN DIVIDENDS		P		
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 591,792		609,792	-18,000	
b 99,231		106,085	-6,854	
c			11,004	
d			11,004	
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			-18,000	
b			-6,854	
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	-13,850
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8			3	

Part V 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 <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)	1	1,874
b	All other domestic foundations enter 1.39% (0.0139) of line 27b. Exempt foreign organizations enter 4% (0.04) 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	1,874
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	1,874
6	Credits/Payments:		
a	2022 estimated tax payments and 2021 overpayment credited to 2022	6a	8,524
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	8,524
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2221 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	6,650
11	Enter the amount of line 10 to be: Credited to 2023 estimated tax 6,650 Refunded	11	

Part VI-A Statements Regarding Activities

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?	Yes	No
1a			No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition.		No
1b			No
	<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>		
1c			No
c	Did the foundation file Form 1120-POL for this year?		No
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	Yes
4b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	Yes
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 XIV.</i>	7	Yes
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► WA		
8b	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 2022 or the taxable year beginning in 2022? See the instructions for Part XIII. <i>If "Yes," complete Part XIII</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 VI-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 ► <u>N/A</u>	13	Yes	
14	The books are in care of ► <u>FOUNDATION MANAGEMENT GRP LLC</u> Telephone no. ► <u>(206) 667-0300</u>			

Located at ► 1000 SECOND AVENUE 34TH FLOOR SEATTLE WAZIP+4 ► 98104

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —check here	<input type="checkbox"/>		
	and enter the amount of tax-exempt interest received or accrued during the year	► 15		
16	At any time during calendar year 2022, 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 VI-B Statements Regarding Activities for Which Form 4720 May Be Required**File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

1a	During the year did the foundation (either directly or indirectly):		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	1a(1)		No
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	1a(2)		No
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	1a(3)		No
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	1a(4)		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)?	1a(5)		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.)	1a(6)		No
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions.	1b		
c	Organizations relying on a current notice regarding disaster assistance check here.			<input type="checkbox"/>
d	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 2022?	1d		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 2022, did the foundation have any undistributed income (Part XII, lines 6d and 6e) for tax year(s) beginning before 2022?	2a		No
	If "Yes," list the years ► 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.)	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	3a		No
b	If "Yes," did it have excess business holdings in 2022 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 2022.)	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 2022?	4b		No

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

5a	During the year did the foundation pay or incur any amount to:		Yes	No
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?.	5a(1)		No
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?.	5a(2)		No
	(3) Provide a grant to an individual for travel, study, or other similar purposes?.	5a(3)		No
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions.	5a(4)		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?.	5a(5)		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		
c	Organizations relying on a current notice regarding disaster assistance check <input type="checkbox"/> <input type="checkbox"/>			
d	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).	5d		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?.	6a		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?	7a		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?.	8		No

Part VII 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
RICHARD LOEB 1000 SECOND AVENUE 34TH FLOOR SEATTLE, WA 981041022	PRESIDENT/TREASURER 2.0	0	0	0
FRANCINE LOEB 1000 SECOND AVENUE 34TH FLOOR SEATTLE, WA 981041022	VICE PRESIDENT 2.0	0	0	0
DANIEL ASHER 1000 SECOND AVENUE 34TH FLOOR SEATTLE, WA 981041022	SECRETARY 2.0	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 VII

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 VIII-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1	
2	
3	
4	

Part VIII-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 NONE	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	

Part IX 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	12,104,885
b	Average of monthly cash balances.	1b	405,100
c	Fair market value of all other assets (see instructions).	1c	6,650
d	Total (add lines 1a, b, and c).	1d	12,516,635
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	12,516,635
4	Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see instructions).	4	187,750
5	Net value of noncharitable-use assets. Subtract line 4 from line 3.. . . .	5	12,328,885
6	Minimum investment return. Enter 5% (0.05) of line 5.	6	616,444

Part X 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 IX, line 6.	1	616,444
2a	Tax on investment income for 2022 from Part V, line 5.	2a	1,874
b	Income tax for 2022. (This does not include the tax from Part V.).	2b	
c	Add lines 2a and 2b.	2c	1,874
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	614,570
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	614,570
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XII, line 1.	7	614,570

Part XI 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	1,278,278
b	Program-related investments—total from Part VIII-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 XII, line 4.. . . .	4	1,278,278

Part XII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2021	(c) 2021	(d) 2022
1 Distributable amount for 2022 from Part X, line 7				614,570
2 Undistributed income, if any, as of the end of 2022:				
a Enter amount for 2021 only.			616,132	
b Total for prior years: 2020, 2019, 2018				
3 Excess distributions carryover, if any, to 2022:				
a From 2017.				
b From 2018.				
c From 2019.				
d From 2020.				
e From 2021.	0			
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2022 from Part XI, line 4: ► \$ 1,278,278				
a Applied to 2021, but not more than line 2a			616,132	
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 2022 distributable amount.				614,570
e Remaining amount distributed out of corpus	47,576			
5 Excess distributions carryover applied to 2022. (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	47,576			
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 2021. Subtract line 4a from line 2a. Taxable amount—see instructions.				
f Undistributed income for 2022. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2023.				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 2017 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2023. Subtract lines 7 and 8 from line 6a.	47,576			
10 Analysis of line 9:				
a Excess from 2018.				
b Excess from 2019.				
c Excess from 2020.				
d Excess from 2021.	0			
e Excess from 2022.	47,576			

Part XIII Private Operating Foundations (see instructions and Part VI-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 2022, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2022	(b) 2021	(c) 2020	(d) 2019	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part IX for each year listed					
b 85% (0.85) of line 2a					
c Qualifying distributions from Part XI, 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 IX, 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 XIV 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).)

RICHARD AND FRANCINE LOEB

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XIV **Supplementary Information** (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

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

Enter gross amounts unless otherwise indicated.

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

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

[illegible]

Part XVI

	Yes	No
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1a(1)	No
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1a(2)		No
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1b(1)	No
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1b(2)		No
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1b(3)		No
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1b(4)		No
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1b(5)		No
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1b(6)	No
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1c		No
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[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

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

Sign Here	*****	2023-05-10	*****	May the IRS discuss this return with the preparer shown
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Title

See instructions. ☐ Yes ☐ No

Paid Preparer Use Only	MADALINA DOBRA CPA		2023-04-18		
	Firm's name ► FOUNDATION MANAGEMENT GROUP LLC				Firm's EIN ►

Phone no. (206) 667-0300

Form 990PF Part XIV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SEE ATTACHMENT A 1000 SECOND AVENUE 34TH FLOOR SEATTLE, WA 98104	NONE	PC	SEE ATTACHMENT A - CASH GRANTS	857,729
Kline Galland Center 7500 Seward Park Avenue S SEATTLE, WA 98118	NONE	PC	To provide support to Hospice Focused Care Unit	416,489
Total ▶ 3a				1,274,218

efile GRAPHIC print - DO NOT PROCESS		As Filed Data -	DLN: 93491132033593
TY 2022 All Other Program Related Investments Schedule			
Name: RICHARD AND FRANCINE LOEB FAMILY FOUNDATION			
EIN: 20-0334683			
All Other Program Related Investments Schedule			
Category			Amount
NONE			

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

TY 2022 Depreciation Schedule

Name: RICHARD AND FRANCINE LOEB FAMILY FOUNDATION

EIN: 20-0334683

TY 2022 Investments Corporate Bonds Schedule

Name: RICHARD AND FRANCINE LOEB FAMILY FOUNDATION

EIN: 20-0334683

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CORPORATE BONDS SEE ATTACHMENT	379,090	379,090

TY 2022 Investments Corporate Stock Schedule**Name:** RICHARD AND FRANCINE LOEB FAMILY FOUNDATION**EIN:** 20-0334683**Investments Corporation Stock Schedule**

Name of Stock	End of Year Book Value	End of Year Fair Market Value
EQUITIES SEE ATTACHMENT	8,883,227	8,883,227

TY 2022 Investments - Other Schedule**Name:** RICHARD AND FRANCINE LOEB FAMILY FOUNDATION**EIN:** 20-0334683**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ALKEON GROWTH OFFSHORE FUND	FMV	623,807	623,807
PIMCO INCOME FUND CLASS A	FMV	0	0

TY 2022 Other Assets Schedule**Name:** RICHARD AND FRANCINE LOEB FAMILY FOUNDATION**EIN:** 20-0334683**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ORGANIZATIONAL COSTS	1,250	1,250	1,250
ACCUMULATED AMORTIZATION	-1,250	-1,250	-1,250

TY 2022 Other Decreases Schedule

Name: RICHARD AND FRANCINE LOEB FAMILY FOUNDATION

EIN: 20-0334683

Description	Amount
CHANGE IN ASSETS FMV	3,199,077

TY 2022 Other Expenses Schedule**Name:** RICHARD AND FRANCINE LOEB FAMILY FOUNDATION**EIN:** 20-0334683**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LICENSES EXPENSES	60	0	0	60

TY 2022 Other Income Schedule

Name: RICHARD AND FRANCINE LOEB FAMILY FOUNDATION

EIN: 20-0334683

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
ALLIANCEBERNSTEIN HOLDING LP	8,560	2,249	0

TY 2022 Other Professional Fees Schedule**Name:** RICHARD AND FRANCINE LOEB FAMILY FOUNDATION**EIN:** 20-0334683

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MGMT FEES PAID TO FMG LLC	5,000	1,000	0	4,000
BROKER FEES TO J.P. MORGAN	46,402	46,402	0	0

TY 2022 Taxes Schedule

Name: RICHARD AND FRANCINE LOEB FAMILY FOUNDATION
EIN: 20-0334683

Taxes Schedule

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAX	1,874			

RICHARD AND FRANCINE LOEB FAMILY FOUNDATION
 EIN: 20-0334683
 2022 FORM 990-PF - ATTACHMENT A
 BALANCE SHEETS DETAIL

EQUITIES									
Description	Acquisition Date	Quantity	Price	Market Value	Unit Cost	Cost Basis	Unrealized Gain/Loss	Est. Accrued Inc. Est. Annual Inc.	
ALPHABET INC CLASS A COMMON STOCK Symbol: GOOGL	02 May 2014	1,000	88.23	88,230.00	27.12	27,120.50	61,109.50	LT	
AMAZON.COM INC Symbol: AMZN		4,260	84	357,840.00	44.56	189,806.57	168,033.43		
	25 May 2016	3,000		252,000.00	35.55	106,653.00	145,347.00	LT	
	25 May 2016	500		42,000.00	35.55	17,775.50	24,224.50	LT	
	08 Oct 2019	760		63,840.00	86.02	65,378.07	(1,538.07)	LT	
APPLE INC EST YIELD: 0.71% Symbol: AAPL		3,850	129.93	500,230.50	21.85	84,122.00	416,108.50		3,542.00
	06 Nov 2012	50		6,486.50	20.97	1,048.65	5,447.85	LT	
	19 Apr 2013	2,800		363,804.00	14.15	39,627.48	324,176.52	LT	
	22 Nov 2017	1,000		129,930.00	43.45	43,445.87	86,484.13	LT	
ARTISAN PARTNERS FDS INC INTL VALUE FDI NSTL SHS EST YIELD: 0.20% DIV & CAP GAIN REINVEST Symbol: APHKX		16,875.548	38.59	651,227.40	35.2	593,939.32	57,288.08		1,314.10
	21 Nov 2014	8,784.30955		338,986.51	34.74	305,209.32	33,777.19	LT	
	LT REINVEST	7,702.77045		297,249.91	35.59	274,172.70	23,077.21	LT	
	ST REINVEST	388.468		14,990.98	37.47	14,557.30	433.68	ST	
Market Value vs. Purchases Investment Gain/Loss				651,227.40		305,209.32			
				346,018.08					
BERKSHIRE HATHAWAY INC DEL CL B Symbol: BRKB	08 Jul 2011	500	308.9	154,450.00	77.02	38,508.98	115,941.02	LT	
FEDEX CORP EST YIELD: 2.66% Symbol: FDX		900	173.2	155,880.00	83.5	75,150.00	80,730.00		4,140.00
	22 Dec 2009	600		103,920.00	83.5	50,100.00	53,820.00	LT	
	22 Dec 2009	300		51,960.00	83.5	25,050.00	26,910.00	LT	
FIRST TRUST EXCHANGE TRADED FDI FIRST TRUST NASDAQ CYBERSECURITY ETF	20 Oct 2021	5,700	38.71	220,647.00	52.9	301,513.47	(80,866.47)	LT	678.30

RICHARD AND FRANCINE LOEB FAMILY FOUNDATION
EIN: 20-0334683
2022 FORM 990-PF - ATTACHMENT A
BALANCE SHEETS DETAIL

EQUITIES (continued)	Description	Acquisition Date	Quantity	Price	Market Value	Unit Cost	Cost Basis	Unrealized Gain/Loss	Est. Accrued Inc. Est. Annual Inc.
FIRST TRUST EXCHANGE EST YIELD: 0.31% Symbol: CIBR			4,910	214.24	1,051,918.40	59.25	290,923.10	760,995.30	
		07 Jan 2011	1,898		406,627.52	57.68	109,481.00	297,146.52	9,569.59
		13 Jan 2011	2,773		594,087.52	58.58	162,442.34	431,645.18	
		20 Sep 2013	239		51,203.36	79.5	18,999.70	32,203.60	
ISHARES RUSSELL 1000 GROWTH ETF EST YIELD: 0.91% Symbol: IWF			7,127	151.65	1,080,809.55	75	534,506.44	546,303.11	
		07 Jan 2011	3,105		470,873.25	65.35	202,903.99	267,969.26	23,191.26
		13 Jan 2011	2,828		428,866.20	66.31	187,524.68	241,341.52	
		21 Nov 2017	669		101,453.85	119.92	80,226.48	21,227.37	
ISHARES RUSSELL 2000 GROWTH ETF EST YIELD: 0.75% Symbol: IWO			525		79,616.35	121.62	63,851.29	15,764.96	
		15 Aug 2019							
		07 Jan 2011	1,265	214.52	271,367.80	88.86	112,409.99	158,957.81	2,037.92
		13 Jan 2011	429		92,029.08	87.29	37,445.87	54,583.21	
ISHARES RUSSELL 2000 VALUE ETF EST YIELD: 2.12% Symbol: IWV			836		179,338.72	89.67	74,964.12	104,374.60	
		07 Jan 2011							
		13 Jan 2011	2,165	138.67	300,220.55	104	225,168.87	75,051.68	6,378.09
		02 Jun 2016	1,538		213,274.46	97.37	149,754.91	63,519.55	
ISHARES RUSSELL MID CAP GROWTH ETF EST YIELD: 0.77% Symbol: IWP			403		55,884.01	124.94	50,350.82	5,533.19	
		21 Nov 2017							
		15 Aug 2019	224		31,062.08	111.89	25,063.14	5,998.94	
		07 Jan 2011	3,380	83.6	282,568.00	28.78	97,271.18	185,296.82	2,173.34
ISHARES RUSSELL MID CAP VALUE ETF EST YIELD: 1.93% Symbol: IWS			1,222		102,159.20	28.41	34,721.55	67,437.65	
		13 Jan 2011	2,158		180,408.80	28.99	62,549.63	117,859.17	
		07 Jan 2011	2,796	105.34	294,530.64	77.04	215,408.61	79,122.03	5,681.47
		02 Jun 2016	2,033		214,156.22	73.76	149,948.18	64,208.04	

RICHARD AND FRANCINE LOEB FAMILY FOUNDATION
EIN: 20-0334683
2022 FORM 990-PF - ATTACHMENT A
BALANCE SHEETS DETAIL

EQUITIES (continued)

Description	Acquisition Date	Quantity	Price	Market Value	Unit Cost	Cost Basis	Unrealized Gain/Loss	Est. Accrued Inc. Est. Annual Inc.
ISHARES RUSSELL MID CAP								
	21 Nov 2017	463		48,772.42	86.62	40,106.06	8,667.36 LT	
	15 Aug 2019	300		31,602.00	84.52	25,355.37	6,246.63 LT	
ISHARES S&P 100 ETF	27 Mar 2014	2,193	170.57	374,060.01	81.97	179,768.32	194,291.69 LT	5,791.71
EST YIELD: 1.55% Symbol: OEF								
JOHNSON & JOHNSON	04 Jan 2005	250	176.65	44,162.50	63.22	15,805.00	28,357.50 LT	1,130.00
EST YIELD: 2.56% Symbol: JNJ								
MICROSOFT CORP		2,400	239.82	575,568.00	23.84	57,224.27	518,343.73	6,528.00
EST YIELD: 1.13% Symbol: MSFT	20 Dec 2000	250		59,985.00	21.65	5,412.98	54,542.02 LT	
	20 Dec 2000	150		35,973.00	21.65	3,247.78	32,725.22 LT	
	23 Mar 2004	1,000		239,820.00	24.28	24,281.75	215,538.25 LT	
	23 Mar 2004	1,000		239,820.00	24.28	24,281.76	215,538.24 LT	
PEPSICO INC		1,247	180.66	225,283.02	50.47	62,936.96	162,346.06	5,736.20
COMMON STOCK EST YIELD: 2.55% Symbol: PEP	28 Jan 2004	747		134,953.02	46.85	34,994.46	99,958.56 LT	
	14 Jul 2005	500		90,330.00	55.89	27,942.50	62,387.50 LT	
SELECT SECTOR SPDR TRUST	13 Jan 2017	2,822	135.85	383,368.70	71.14	200,752.85	182,615.85 LT	5,624.25
THE HEALTH CARE SELECT SECTOR SPDR FUND EST YIELD: 1.47% Symbol: XLV								
SELECT SECTOR SPDR TRUST		3,150	124.44	391,986.00	25.8	81,276.04	310,709.96	4,066.65
THE TECHNOLOGY SELECT SECTOR SPDR FUND EST YIELD: 1.04% Symbol: XLK	11 Jan 2006	1,400		174,216.00	22.29	31,206.76	143,009.22 LT	
	11 Jan 2006	750		93,330.00	22.29	16,717.92	76,612.08 LT	
	11 Jan 2006	600		74,664.00	22.29	13,374.34	61,289.66 LT	
	13 Jan 2017	400		48,776.00	49.94	19,977.00	29,799.00 LT	

RICHARD AND FRANCINE LOEB FAMILY FOUNDATION
 EIN: 20-0334683
 2022 FORM 990-PF - ATTACHMENT A
 BALANCE SHEETS DETAIL

EQUITIES (continued)

Description	Acquisition Date	Quantity	Price	Market Value	Unit Cost	Cost Basis	Unrealized Gain/Loss	Est. Accrued Inc. Est. Annual Inc.
UNITEDHEALTH GROUP INC EST YIELD: 1.24% Symbol: UNH	19 Aug 2019	500	530.18	265,090.00	246.07	123,033.95	142,056.05 LT	3,300.00
VANECK ETF TR VANECK SEMICONDUCTOR ETF EST YIELD: 1.18% Symbol: SMH	20 Oct 2021	1,125	202.94	228,307.50	266.71	300,051.23	(71,743.73) LT	2,701.13
VERIZON COMMUNICATIONS EST YIELD: 6.62% Symbol: VZ	02 Jun 2016 19 Aug 2019	4,000 2,000 2,000	39.4	157,600.00 78,800.00 78,800.00	54.05 50.84 57.26	216,196.00 101,684.80 114,511.20	(58,596.00) (22,884.80) LT (35,711.20) LT	10,440.00
VISA INC CL A COMMON STOCK EST YIELD: 0.87% Symbol: V	07 Apr 2016	1,740	207.76	361,502.40	77.83	135,424.03	226,078.37 LT	3,132.00
WCM FOCUSED INTERNATIONAL GROWTH CL INSTITUTIONAL DIV REINVEST Symbol: WCMIX	10 Sep 2020 LT REINVEST	*23,722.238 23,707.918 14.32	19.66	466,379.20 466,097.67 281.53	21.09 21.09 23.79	500,340.68 500,000.00 340.68	(33,961.48) (33,902.33) LT (59.15) LT	
Market Value vs. Purchases Cumulative Cash Distributions Investment Gain/Loss				466,379.20 38,701.08 5,080.28		500,000.00		
TOTAL EQUITIES				\$8,883,227.17		\$4,658,658.36	\$4,224,568.81	\$107,156.00

RICHARD AND FRANCINE LOEB FAMILY FOUNDATION
 EIN: 20-0334683
 2022 FORM 990-PF - ATTACHMENT A
 BALANCE SHEETS DETAIL

FIXED INCOME

Description	Acquisition Date	Quantity	Price	Market Value	Unit Cost	Cost Basis	Unrealized Gain/Loss	Est. Accrued Inc. Est. Annual Inc.
BANK OF AMERICA CORP		200,000	96.0361	192,072.17	104.42	208,839.86	(16,767.69)	3,993.06
SR NOTES DATED DATE	10 Nov 2015	100,000		96.036 09	103.61	103,612.64	(7,576.55)	12,500.00
09/05/2014 BOOK ENTRY ONLY	02 Jun 2016	100,000		96.036 09	105.23	105,227.22	(9,191.13)	
PAR CALL 09/05/2024 DUE								
09/29/2049 6.25000% MS 05								
EST YIELD: 5.51%								
RATING: MOODY BAA3 S&P								
BBB-								
CUSIP: 060505EH3								
CITIGROUP INC	02 Jun 2016	100,000	90.07	90,070.00	100.87	100,868.61	(10,798.61)	743.75
DATED DATE 04/24/2015 BOOK								5,950.00
ENTRY ONLY PAR CALL								
05/15/2025 DUE 12/31/2049								
5.95000% MN 15 EST YIELD:								
6.61%								
RATING: MOODY BA1 S&P BB+								
CUSIP: 172967JM4								
GOLDMAN SACHS GROUP INC DATED 07 Dec 2022		100,000	96.9474	96,947.43	99.58	99,576.06	(2,628.63)	2,138.89
DATE 06/17/2019 BOOK								5,500.00
ENTRY ONLY PAR CALL								
08/10/2024 DUE 08/10/2024								
5.50000% FA 10 EST YIELD:								
5.67%								
RATING: MOODY BA1 S&P BB+								
CUSIP: 38148BAE8								
TOTAL FIXED INCOME				\$379,089.60		\$409,284.53	(\$30,194.93)	\$6,875.69 \$23,950.00

LOEB FAMILY FOUNDATION
EIN: 20-0334683
Form 990-PF Part XIV Line 3a - ATTACHMENT A
GRANTS AND ALLOCATIONS PAID - 2022

<u>Recipient Name & Address</u>	<u>Relationship to Substantial Contributor and Foundation Status of Recipient</u>	<u>Purpose of Grant</u>	<u>Amount Paid</u>
Alliance for Gun Responsibility Foundation PO Box 4187 Seattle, WA 98194	None PC	To provide support to exempt organization	5,000
Arizona PBS 555 N Central Ave, Ste 500 Phoenix, AZ 85004	None PC	To provide support to exempt organization	1,000
Cancer Lifeline 6522 Fremont Avenue N. Seattle, WA 98103	None PC	To provide support to Patient Financial Assistance Fund	25,000
Cascade Public Media PO Box 84109 Seattle, WA 98124-5409	None PC	To provide support to KCTS9 Public Television	2,500
Friends of Arizona PBS 555 N Central Ave #500 Phoenix AZ 85004-1252	None PC	To provide support to exempt organization	1,000
Jewish Federation of Greater Seattle 2033 6th Ave #810 Seattle WA 98121	None PC	To provide support to Ukrainian Challenge Match - \$100,000 and \$50,000 to support Ukraine Relief	150,000
KBTC TV 2320 S 19th St Tacoma WA 98405	None PC	To provide support to exempt organization	1,000
Kline Galland Center 7500 Seward Park Avenue S Seattle, WA 98118	None PC	To provide support to the new Focused Hospice Unit	584,728.66
Planned Parenthood of GNHAIK 2001 E Madison Street Seattle, WA 98122	None PC	To provide support to exempt organization	50,000
Seattle Theatre Group 911 Pine Street, Suite 401 Seattle, WA 98101	None PC	To support accessibility for kids with diasabilities.	10,000
Seattle Symphony P.O. Box 21906 Seattle, WA 98111-9787	None PC	To provide support for the Annual Fund	25,000
Seattle Times School Supply Drive PO Box C-11025 Seattle, WA 98111	None PC	To support the School Supply Drive	2,500
Total Grants Paid - Cash Basis			857,728.66