

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

Name of foundation THE RICHARD EATON FOUNDATION		A Employer identification number 52-6040787	
% G HROBLAK RICHARD EATON FOU			
Number and street (or P.O. box number if mail is not delivered to street address) PO BOX 84176	Room/suite	B Telephone number (see instructions) (301) 652-7707	
City or town, state or province, country, and ZIP or foreign postal code GAITHERSBURG, MD 208834176		C If exemption application is pending, check here ☐	
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here..... ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ... ☐	
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 17,520,416	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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 ☒ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	73,668	73,668		
	4 Dividends and interest from securities . . .	281,569	281,569		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	246,881			
	b Gross sales price for all assets on line 6a 2,771,963				
	7 Capital gain net income (from Part IV, line 2) . . .		246,881		
	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)				
	12 Total. Add lines 1 through 11	602,118	602,118		
	13 Compensation of officers, directors, trustees, etc.	75,000	37,500		37,500
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	5,159	516	0	4,643
	b Accounting fees (attach schedule)	32,545	16,273	0	16,272
	c Other professional fees (attach schedule)	106,010	94,010		12,000
	17 Interest				
	18 Taxes (attach schedule) (see instructions) . . .	14,199	446		
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	5,698	1,900		3,798
	24 Total operating and administrative expenses. Add lines 13 through 23	238,611	150,645	0	74,213
	25 Contributions, gifts, grants paid	915,000			915,000
	26 Total expenses and disbursements. Add lines 24 and 25	1,153,611	150,645	0	989,213
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-551,493			
	b Net investment income (if negative, enter -0-)		451,473		
c Adjusted net income (if negative, enter -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	36,644	35,242	35,242
	2 Savings and temporary cash investments	1,499,843	1,004,280	1,004,280
	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)	957,735	1,316,351	1,316,351
	b Investments—corporate stock (attach schedule)	16,032,365	12,963,668	12,963,668
	c Investments—corporate bonds (attach schedule)	2,324,347	2,102,785	2,102,785
	11 Investments—land, buildings, and equipment: basis ▶ _____ Less: accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	192,527	87,302	87,302
	14 Land, buildings, and equipment: basis ▶ _____ 1,010 Less: accumulated depreciation (attach schedule) ▶ _____ 1,010			
15 Other assets (describe ▶ _____)	2,589	10,788	10,788	
16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	21,046,050	17,520,416	17,520,416	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ _____)			
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here ☒ and complete lines 24, 25, 29 and 30.			
	24 Net assets without donor restrictions	21,046,050	17,520,416	
	25 Net assets with donor restrictions			
	Foundations that do not follow FASB ASC 958, check here ☐ and complete lines 26 through 30.			
	26 Capital stock, trust principal, or current funds			
	27 Paid-in or capital surplus, or land, bldg., and equipment fund			
	28 Retained earnings, accumulated income, endowment, or other funds			
29 Total net assets or fund balances (see instructions)	21,046,050	17,520,416		
30 Total liabilities and net assets/fund balances (see instructions) .	21,046,050	17,520,416		

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	21,046,050
2 Enter amount from Part I, line 27a	2	-551,493
3 Other increases not included in line 2 (itemize) ▶ _____	3	
4 Add lines 1, 2, and 3	4	20,494,557
5 Decreases not included in line 2 (itemize) ▶ _____	5	2,974,141
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29 .	6	17,520,416

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.)
1a See Additional Data Table				
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a See Additional Data Table			
b			
c			
d			
e			

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

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	246,881
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 ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)	1	6,275
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	6,275
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	6,275
6	Credits/Payments:		
a	2022 estimated tax payments and 2021 overpayment credited to 2022	6a	13,800
b	Exempt foreign organizations—tax withheld at source	6b	0
c	Tax paid with application for extension of time to file (Form 8868)	6c	2,000
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	15,800
8	Enter any penalty for underpayment of estimated tax. Check here ☐ 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	9,525
11	Enter the amount of line 10 to be: Credited to 2023 estimated tax ▶ 9,525 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
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the 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
c	Did the foundation file Form 1120-POL for this year?		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ _____ (2) On foundation managers. ▶ \$ _____		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ _____		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	2	No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5	No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XIV.</i>	7	Yes
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ DE, MD		
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation .</i>	8b	Yes
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 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 ► _____	13	Yes	
14	The books are in care of ► <u>G HROBLAK RICHARD EATON FOUND</u> Telephone no. ► <u>(301) 652-7707</u>			

Located at ► 13120 SCARLET OAK DRIVE GAITHERSBURG MDZIP+4 ► 20878

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —check here	☐		
	and enter the amount of tax-exempt interest received or accrued during the year	► 15		
16	At any time during calendar year 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)	Yes	
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	1a(4)	Yes	
	(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		No
c	Organizations relying on a current notice regarding disaster assistance check here.			
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 ☐			
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
NEIL E JOHNSON  PO BOX 84176 GAITHERSBURG, MD 208834176	TRUSTEE 0	15,000	0	0
GERALD J HROBLAK  PO BOX 84176 GAITHERSBURG, MD 208834176	TRUSTEE 0	30,000	0	0
GROVER B RUSSELL  PO BOX 528 HERNDON, VA 20172	TRUSTEE 0	15,000	0	0
KEVIN G HROBLAK  5806 Artisan Drive Eldersburg, MD 21784	TRUSTEE 0	15,000	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
BANK OF AMERICA PO BOX 830269 DALLAS, TX 75283	INVESTMENT ADVISORY	73,835
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 NOT APPLICABLE	
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	1,183,382
b	Average of monthly cash balances.	1b	17,637,546
c	Fair market value of all other assets (see instructions).	1c	10,788
d	Total (add lines 1a, b, and c).	1d	18,831,716
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	18,831,716
4	Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see instructions).	4	282,476
5	Net value of noncharitable-use assets. Subtract line 4 from line 3.. . . .	5	18,549,240
6	Minimum investment return. Enter 5% (0.05) of line 5.	6	927,462

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	927,462
2a	Tax on investment income for 2022 from Part V, line 5.	2a	6,275
b	Income tax for 2022. (This does not include the tax from Part V.).	2b	
c	Add lines 2a and 2b.	2c	6,275
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	921,187
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	921,187
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	921,187

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	989,213
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	989,213

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				921,187
2 Undistributed income, if any, as of the end of 2022:				
a Enter amount for 2021 only.			911,077	
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: ▶ \$ <u>989,213</u>				
a Applied to 2021, but not more than line 2a			911,077	
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.				78,136
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2022. (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0			
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.				843,051
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.	0			
10 Analysis of line 9:				
a Excess from 2018.				
b Excess from 2019.				
c Excess from 2020.				
d Excess from 2021.				
e Excess from 2022.	0			

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)					
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part IX for each year listed	Tax year	Prior 3 years			(e) Total
	(a) 2022	(b) 2021	(c) 2020	(d) 2019	
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).) NONE	
b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest. NONE	
2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:	
Check here ▶ ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. to individuals or organizations under other conditions, complete items 2a, b, c, and d. 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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> SEE SCHEDULE ATTACHED 1801 MISSISSIPPI AVE 3RD FLOOR WASHINGTON, DC 20020	NONE	PC	SEE SCHEDULE ATTACHED.	915,000
b <i>Approved for future payment</i>				
Total ► 3a				
Total ► 3b				

Enter gross amounts unless otherwise indicated.

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

[illegible]

Part XVI

		Yes	No
--	--	-----	----

--	--	--

1a(1)	No
--------------	-----------

1a(2)		No
--------------	--	-----------

--	--	--

1b(1)	No
--------------	-----------

1b(2)		No
--------------	--	-----------

1b(3)		No
--------------	--	-----------

1b(4)		No
--------------	--	-----------

1b(5)		No
--------------	--	-----------

1b(6)		No
--------------	--	-----------

1c		No
-----------	--	-----------

[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	*****	2023-05-03	*****	May the IRS discuss this return with the preparer shown below? See instructions. ☐ Yes ☐ No
	Signature of officer or trustee	Date	Title	

Title

Paid Preparer Use Only	WCraig Thompson				
	Firm's name ► Russell Evans & Thompson PLLC				Firm's EIN ►
	Firm's address ► 299 Herndon Parkway Suite 206 Herndon, VA 201704467				Phone no. (703) 478-0320

PTIN

P00295094

Firm's EIN ►

Phone no. (703) 478-0320

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income

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.)
1 LITIGATION SETTLEMENT INCOME	P		
1 SHORT TERM GAINS FROM PUBLICLY TRADED SECURITIES	P		
LONG TERM GAINS FROM PUBLICLY TRADED SECURITIES	P		
CAPITAL GAIN DIVIDENDS	P		
CAPITAL GAIN DIVIDENDS	P		
CAPITAL GAIN 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)
2			2
405,069		521,179	-116,103
2,352,482		2,003,998	348,572
			14,410
			14,410
			14,410

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	
			2
			-116,110
			348,484

TY 2022 Accounting Fees Schedule**Name:** THE RICHARD EATON FOUNDATION**EIN:** 52-6040787

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
RUSSELL EVANS & THOMPSON PLLC	32,545	16,273		16,272

efile GRAPHIC print - DO NOT PROCESS		As Filed Data -	DLN: 93491240003253
TY 2022 All Other Program Related Investments Schedule			
Name: THE RICHARD EATON FOUNDATION			
EIN: 52-6040787			
All Other Program Related Investments Schedule			
Category			Amount
NOT APPLICABLE			

TY 2022 Compensation Explanation**Name:** THE RICHARD EATON FOUNDATION**EIN:** 52-6040787

Person Name	Explanation
GROVER B RUSSELL	GROVER B. RUSSELL IS A MEMBER OF THE FIRM OF RUSSELL, EVANS & THOMPSON, PLLC. THE FIRM PROVIDES ACCOUNTING AND TAX SERVICES FOR THE FOUNDATION. THE FEES CHARGED ARE COMMENSURATE WITH THE SERVICES PROVIDED. SEE STATEMENT 2.
KEVIN G HROBLAK	KEVIN G HROBLAK WAS A PARTNER WITH THE FIRM OF WHITEFORD TAYLOR PRESTON LLP. THE FIRM PROVIDES LEGAL SERVICES FOR THE FOUNDATION. MR. HROBLAK LEFT THE FIRM IN FEBRUARY OF 2023. THE FEES CHARGED ARE COMMENSURATE WITH THE SERVICES PROVIDED. SEE STATEMENT 1.

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

TY 2022 Depreciation Schedule

Name: THE RICHARD EATON FOUNDATION

EIN: 52-6040787

Depreciation Schedule

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
LAPTOP	2013-02-08	1,010	1,010	SL	5				

TY 2022 Investments Corporate Bonds Schedule**Name:** THE RICHARD EATON FOUNDATION**EIN:** 52-6040787**Investments Corporate Bonds Schedule**

Name of Bond	End of Year Book Value	End of Year Fair Market Value
SEE ATTACHED SCHEDULE	2,102,785	2,102,785

TY 2022 Investments Corporate Stock Schedule**Name:** THE RICHARD EATON FOUNDATION**EIN:** 52-6040787**Investments Corporation Stock Schedule**

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SEE ATTACHED SCHEDULE	12,963,668	12,963,668

TY 2022 Investments Government Obligations Schedule**Name:** THE RICHARD EATON FOUNDATION**EIN:** 52-6040787**US Government Securities - End
of Year Book Value:**

1,316,351

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

1,316,351

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

TY 2022 Investments - Other Schedule**Name:** THE RICHARD EATON FOUNDATION**EIN:** 52-6040787**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
SEE ATTACHED SCHEDULE	FMV	87,302	87,302

**TY 2022 Land, Etc.
Schedule****Name:** THE RICHARD EATON FOUNDATION**EIN:** 52-6040787

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
LAPTOP	1,010	1,010		

TY 2022 Legal Fees Schedule**Name:** THE RICHARD EATON FOUNDATION**EIN:** 52-6040787

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
WHITEFORD TAYLOR PRESTON LLP	5,159	516		4,643

TY 2022 Other Assets Schedule**Name:** THE RICHARD EATON FOUNDATION**EIN:** 52-6040787**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
PURCHASED INTEREST	564	5,355	5,355
DUE FROM BROKER	2,025	5,433	5,433

TY 2022 Other Decreases Schedule

Name: THE RICHARD EATON FOUNDATION
EIN: 52-6040787

Description	Amount
UNREALIZED LOSSES ON INVESTMENTS	2,974,141

TY 2022 Other Expenses Schedule**Name:** THE RICHARD EATON FOUNDATION**EIN:** 52-6040787**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INSURANCE	3,800	1,900		1,900
OFFICE SUPPLIES	85			85
POSTAGE	687			687
REP-RENEWAL	411			411
PO BOX RENTAL	404			404
MISCELLANEOUS	161			161
COMPUTER REPAIR	150			150

TY 2022 Other Professional Fees Schedule**Name:** THE RICHARD EATON FOUNDATION**EIN:** 52-6040787

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT ADVISORY FEES	1,037	1,037		
OTHER INVESTMENT EXPENSES	92,973	92,973		
GRANT ADMINISTRATOR	12,000			12,000

TY 2022 Taxes Schedule**Name:** THE RICHARD EATON FOUNDATION**EIN:** 52-6040787**Taxes Schedule**

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	446	446		
EXCISE TAX	13,753			

The Richard Eaton Foundation
EIN: 52-6040787

Grants

For the Year Ended December 31, 2022

Organization	Status	2022 Grant Amount	Street Address	City	State	Zip	Purpose of Grant
Apple Tree Institute for Education Innovation, Inc.	PC	\$ 15,000.00	1801 Mississippi Ave. 3rd Floor	Washington	D.C.	20020	General Operations
Baltimore Museum of Industry	PC	\$ 15,000.00	1415 Key Highway	Baltimore	Maryland	21230	General Operations
Boys & Girls Club of Greater Washington	PC	\$ 10,000.00	4103 Benning Road NE	Washington	D.C.	20019	General Operations
Boys & Girls Club of Manchester Inc.	PC	\$ 15,000.00	555 Union Street	Manchester	New Hampshire	03104	General Operations
Broadcast Education Association	PC	\$ 30,000.00	4513 South Chelsea Lane	Bethesda	Maryland	20814	Scholarships
Broadcasters Foundation of America	PC	\$ 15,000.00	125 West 55th Street, 3rd Floor	New York,	New York	10019-5366	General Operations
City Youth Now	PC	\$ 15,000.00	375 Woodside Avenue	San Francisco	California	94127	General Operations
Cleveland State University Foundation	PC	\$ 15,000.00	2121 Euclid Ave. Union Bldg. Suite 501	Cleveland	Ohio	44115-2454	General Operations
Concordia Preparatory School	PC	\$ 10,000.00	1145 Concordia Drive	Towson	Maryland	21286	General Operations
Ellington Fund, Duke Ellington School of the Arts	PC	\$ 15,000.00	3500 R Street N W	Washington	D.C.	20007	General Operations
Enoch Pratt Free Library	PC	\$ 15,000.00	400 Cathedral Street	Baltimore	Maryland	21201-4484	General Operations
EveryMind Inc	PC	\$ 15,000.00	1000 Twinbrook Parkway	Rockville	Maryland	20851	General Operations
Families in Transition - New Horizons for New Hampshire Inc.	PC	\$ 15,000.00	122 Market Street	Manchester	New Hampshire	03101	General Operations
Frank J Battaglia Signal 13 Foundation, Inc.	PC	\$ 20,000.00	6400 York Road	Baltimore	Maryland	21212	General Operations
Girl Scouts of The Green and White Mountains	PC	\$ 15,000.00	1 Commerce Drive	Bedford	New Hampshire	03110-6835	Scout Programs
Greater Manchester Black Scholarship Foundation	PC	\$ 15,000.00	P.O. Box 534	Manchester	New Hampshire	03105-0534	Scholarships
Heroes Inc.	PC	\$ 15,000.00	1200 29th Street N.W.	Washington	D.C.	20007	General Operations
He's Alive Ministries	PC	\$ 10,000.00	P.O. Box 128	Mt. Rainier	Maryland	20712	General Operations
Hispanic Scholarship Fund	PC	\$ 15,000.00	1411 W 190th Street Ste. 700	Gardena	California	90248	Scholarships
Johns Hopkins Hospital/ Child Life Endowment	PC	\$ 15,000.00	750 E Pratt Street, 17th Floor	Baltimore	Maryland	21202	General Operations
Learning Ally, Inc.	PC	\$ 15,000.00	20 Roszel Road	Princeton	New Jersey	08540-6206	General Operations
Library of American Broadcasting, Inc.	PC	\$ 15,000.00	Hornbake Library 4130 Campus Drive	College Park	Maryland	20742-7011	General Operations
Metropolitan Washington Ear, Inc.	PC	\$ 15,000.00	12061 Tech Road	Silver Spring	Maryland	20904	General Operations
Mount Vernon Ladies Association	PC	\$ 15,000.00	P.O. Box 110	Mount Vernon	Virginia	22121	General Operations
MPT Foundation Inc.	PC	\$ 25,000.00	11767 Owings Mills Boulevard	Owings Mills	Maryland	21117-1499	Childrens Programming
New Hampshire Charitable Foundation	PC	\$ 15,000.00	37 Pleasant Street	Concord	New Hampshire	03301	Scholarships
Northern New Jersey Council BSA, Inc.	PC	\$ 15,000.00	25 Ramapo Valley Road	Oakland	New Jersey	07470	Scout Programs
Para Los Ninos	PC	\$ 15,000.00	5000 Hollywood Blvd	Los Angeles	California	90027	General Operations
Partnership & Inspiration for Engineering & Entrepreneurship	PC	\$ 15,000.00	1797 Natures Way	Woodbine	Maryland	21797	General Operations
Peaceplayers International	PC	\$ 15,000.00	1200 New Hampshire Ave. N. W. Suite 875	Washington	D.C.	20036	General Operations
Primary Day School Inc.	PC	\$ 20,000.00	7300 River Road	Bethesda	Maryland	20817	Student assistance
Providence House, Inc.	PC	\$ 15,000.00	2050 West 32nd Street	Cleveland	Ohio	44113	General Operations
Rebuilding Together Baltimore, Inc.	PC	\$ 15,000.00	5820 York Road, Suite T300	Baltimore	Maryland	21212	General Operations
Saint James School	PC	\$ 15,000.00	17641 College Road	Hagerstown	Maryland	21740	Robt.E.Lee Scholarships
St John's College High School	PC	\$ 15,000.00	2607 Milliar Road NW	Washington	D.C.	20015	Scholarships
School for Friends	PC	\$ 15,000.00	2201 P Street N.W.	Washington	D.C.	20037	Scholarships
Silicon Valley Community Foundation	PC	\$ 15,000.00	2440 West El Camino Real Suite 300	Mountain View	California	94040	Scholarships
SOME Inc. So Others May Eat	PC	\$ 25,000.00	71 O Street N.W.	Washington	D.C.	20001	General Operations
Telluride Science Research Center	PC	\$ 15,000.00	P.O. Box 2429	Telluride	Colorado	81435	General Operations
The Busch Wildlife Sanctuary, Inc.	PC	\$ 15,000.00	2500 Jupiter Park Drive	Jupiter	Florida	33458	General Operations
The Child and Family Network Centers	PC	\$ 15,000.00	3700 Wheeler Avenue	Alexandria	Virginia	22304	General Operations
The Granite YMCA	PC	\$ 15,000.00	117 Market Street	Manchester	New Hampshire	03101	General Operations
The Patriots Inc	PC	\$ 15,000.00	5800 MLK Jr Highway	Seat Pleasant,	Maryland	20743	General Operations
The Salvation Army	PC	\$ 15,000.00	1032 Metropolitan Parkway S.W.	Atlanta	Georgia	31310	General Operations
University of Maryland College Park Foundation	PC	\$ 125,000.00	7765 Alumni Drive 2200 Knight Hall	College Park	Maryland	20742	Scholarships
Waypoint	PC	\$ 15,000.00	464 Chestnut Street	Manchester	New Hampshire	03105	General Operations
WETA	PC	\$ 15,000.00	3939 Campbell Avenue	Arlington	Virginia	22206	General Operations
Washington Hospital Center Corporation	PC	\$ 15,000.00	110 Irving Street N.W. East Bldg St. 1001	Washington	D.C.	20010	General Operations
Winter Growth, Inc.	PC	\$ 25,000.00	18110 Prince Philip Drive	Olney	Maryland	20852	General Operations
Wolf Trap Foundation for The Performing Arts	PC	\$ 15,000.00	1645 Trap Road	Vienna	Virginia	22182	Childrens Programs
YWCA New Hampshire	PC	\$ 15,000.00	72 Concord Street	Manchester	New Hampshire	03101	General Operations
Total		\$ 915,000.00					

The Richard Eaton Foundation
EIN: 52-6040787

Grants
For the Year Ended December 31, 2022

Organization	Status	2022 Grant Amount	Street Address	City	State	Zip	Purpose of Grant
--------------	--------	-------------------	----------------	------	-------	-----	------------------

NOTE: None of the grantees has a relationship with the Foundation or any Disqualified person.

THE RICHARD EATON FOUNDATION

EIN: 52-6040787

SUMMARY OF SECURITIES PORTFOLIO AT FAIR MARKET VALUE

SUPPORT FOR PART II, LINES 10b, 10c AND 13

AS OF DECEMBER 31, 2022

		STMT 7	STMT 6	STMT 8	STMT 11
		SEE ASSET DETAIL ON ATTACHED SCHEDULES			
SCHEDULE		CORP STOCK	US Govt	CORP BONDS & OTHER FIXED INCOME	TOTAL MUTUAL FUNDS & OTHER INVESTMENTS
1		5,792,427.46	-	-	-
2		-	561,240.25	876,973.52	-
3		867,281.29	-	-	87,301.68
4		1,028,098.49	-	-	-
5		434,013.79	-	-	-
6		4,841,847.43	755,110.50	1,225,811.75	-
		-	-	-	-
FOUNDATION					
TOTALS		12,963,668.46	1,316,350.75	2,102,785.27	87,301.68
990-PF PART II, LINE		10b	10a	10c	13

The Richard Eaton Foundation
 EIN: 52-6040787
 Summary of Securities Detail
 Schedule 1
 For the year ended December 31, 2022

U.S. Large Cap	991,000	ABBOTT LABS	002824100	\$109,801.89
		Ticker: ABB	HEA	109,790
	330,000	ADOBE INC	007245101	111,054.90
		SHS	FT	335,530
		Ticker: ADOE		
	562,000	AMERENDUCTIONS	009158106	173,242.12
		Ticker: APD	MAI	308,260
	1914,000	ALPHABET INC	02079K305	169,872.22
		SHS	TEL	88,230
		Ticker: GOOGL		

The Richard Eaton Foundation
 EIN: 52-6040787
 Summary of Securities Detail
 Schedule 1
 For the year ended December 31, 2022

Units	Description	CUSIP	Market Value/ Market Price
Equities (cont)	Sector (2)		
U.S. Large Cap (cont)			
2,237,000	APPL INC Ticker: AAPL	037833100 FT	290,653.41 129.930
354,000	AUTOMATIC DATA PROC Ticker: ADP	053015103 FT	84,556.44 238.860
346,000	BENEFICIAL HOLDINGS INC DEL. CL B NEW Ticker: BENB	084670702 FN	106,879.40 308.900
149,000	BLACKROCK INC Ticker: BLK	09247X101 FN	105,585.87 708.630
1,682,000	CHEMUN CORP Ticker: CMA	166764100 ENR	301,902.18 179.480
2,388,000	CSO SYSTEMS INC COM Ticker: CSO	172751102 FT	109,953.12 47.640
2,316,000	COMCAST CORP NEW CL A Ticker: COMS	20030N101 TEL	80,990.52 34.970
280,000	COSTCO WHOLESALE CORP DEL Ticker: COST	22163X105 ONS	127,820.00 456.500
1,561,000	COSHEALTH CORP Ticker: CVS	126650100 HEA	145,655.97 93.190
466,000	DANHEIMER CORP DEL COM Ticker: DHR	235851102 HEA	123,685.72 265.420
991,000	DISNEY (WALT) CO COM SIK Ticker: DS	254687106 TEL	80,885.28 81.880
325,000	EJLLY & CO Ticker: ILY	522457108 HEA	118,898.00 365.840
523,000	HOMEDEROT INC Ticker: HD	437076102 OND	165,194.78 315.880
638,000	HONEYWELL INTL INC DEL Ticker: HON	438516106 IND	136,723.40 214.300

The Richard Eaton Foundation
 EIN: 52-6040787
 Summary of Securities Detail
 Schedule 1
 For the year ended December 31, 2022

Units	Description	CUSIP	Market Value/ Market Price
Equities (cont)			
U.S. Large Cap (cont)			
384,000	LUNSTOOL WORKS INC Ticker: LNW	452308109 ND	84,595.20 220.300
597,000	NIL BUSINESS MACHINES CORP EM Ticker: EM	459200101 FT	84,111.33 140.890
871,000	WATSH & MCLENNAN WOODS INC Ticker: MMC	571748102 FN	144,133.08 165.480
293,000	MCDONALDS CORP COM Ticker: MCD	590135101 OND	77,214.29 263.530
1,492,000	NERCK AND CO INC SFS Ticker: NRK	589337105 HEA	165,537.40 110.950
1,156,000	MICROSOFT CORP Ticker: MSFT	594918104 FT	277,231.92 239.820
1,775,000	MORGAN STANLEY Ticker: MS	617446448 FN	150,910.50 85.020
1,089,000	NEXTERA ENERGY INC SFS Ticker: NEE	65336101 URL	91,040.40 83.600
296,000	NORTHROP GRUMMAN CORP Ticker: NOC	666907102 ND	161,500.56 545.610
1,117,000	PELP INDUSTRIES INC Ticker: PM	718172103 ONS	119,051.57 101.210
650,000	PNC FINL SERVICES GROUP Ticker: PNC	693475105 FN	102,661.00 157.940
1,676,000	SCHWAB CHARLES CORP NEW Ticker: SCHW	806513105 FN	139,543.76 83.260
921,000	STARBUCKS CORP Ticker: SBUX	865244109 OND	91,363.20 99.200
1,029,000	TE CONNECTIVITY LTD REG SFS Ticker: TEL	184989104 FT	121,573.20 114.800

The Richard Eaton Foundation
 EIN: 52-6040787
 Summary of Securities Detail
 Schedule 1

For the year ended December 31, 2022

Units	Description	CUSIP Sector (2)	Market Value/ Market Price
Equities (cont)			
U.S. Large Cap (cont)			
500,000	TEXAS INSTRUMENTS Ticker: TXN	882518104 FT	83,105.66 165.220
2,238,000	TXCOST INC NEW Ticker: TXC	872540109 OND	178,144.80 79.600
678,000	VCA INC CLASSRS Ticker: V	928263339 FT	140,861.28 207.760
662,000	WASTE MANAGEMENT INC NEW Ticker: WM	941063109 ND	103,654.56 156.800
784,000	ZOEIS INC Ticker: ZIS	969789103 HEA	114,895.20 146.550
	Total U.S. Large Cap		\$4,965,634.13
U.S. Mid Cap			
1,146,000	BALL CORP COM Ticker: BALL	053409105 NAT	\$58,006.44 51.140
2,202,000	BORGWARNER INC COM Ticker: BWA	039724106 OND	88,630.50 40.250
239,000	COOPER COS INC COM NEW Ticker: COO	216648402 HEA	79,030.13 330.670
615,000	VULCAN MATERIALS CO Ticker: VMC	929160109 NAT	107,692.65 175.110
	Total U.S. Mid Cap		\$333,959.72
International Developed			
529,000	ACCURE INC SHS Ticker: ACY	611515101 FT	\$141,158.36 266.840
635,000	CHUBB LTD Ticker: CB	H14571104 FIN	140,061.00 220.600

The Richard Eaton Foundation
 EIN: 52-6040787
 Summary of Securities Detail
 Schedule 1
 For the year ended December 31, 2022

Units	Description	CUSIP	Market Value/ Market Price
Equities (cont)	Sector (2)		
International Developed (cont)			
529,000	EATON CORP PLC	629183103	94,013.05
	Ticker: EAT	ND	156.950
1,024,000	HORIZON THERAPEUTICS	645188101	116,531.20
	Ticker: HZNP	HEA	113.800
Total International Developed			\$491,783.61
Total Equities			\$5,792,427.46

The Richard Eaton Foundation
 EIN: 52-6040787
 Summary of Securities Detail
 Schedule 2
 For the year ended December 31, 2022

Fixed Income
 Investment Grade Taxable

2024	25,000,000	U.S. TREASURY NOTE	912828529	2441400
		2.500% JAN 31 2024		97,556
		Moody's AAA S&P: AA+		
	30,000,000	TARGET CORP	87612EB07	29,385,20
		GLB		97,994
		03:500% JUL 01 2024		
		Moody's A2 S&P: A		

The Richard Eaton Foundation
 EIN: 52-6040787
 Summary of Securities Detail
 Schedule 2
 For the year ended December 31, 2022

Investment Grade Taxable

25,000,000	2024	U.S. TREASURY NOTE	912028529	24414.00
	2.500% JAN 31 2024			97.556
30,000,000	Mod/s: AA+ S&P: AA+			
	TARGET CORP		87612CB07	29,395.20
	GLB			97.984
	03.500% JUL 01 2024			
	Mod/s: A2 S&P: A			

The Richard Eaton Foundation
 EIN: 52-6040787
 Summary of Securities Detail
 Schedule 2
 For the year ended December 31, 2022

Units	Description	CUSIP Sector (2)	Market Value/ Market Price
Fixed Income (cont)			
Investment Grade Taxable (cont)			
50,000,000	FMDORGANOWSE & CO GLB	46547PAU0	49,501.00 99.002
25,000,000	VAR% JUL 23 2024 Moody's A1 S&P: A-		
25,000,000	SINCHRON/RWINDAL GLB	87163BAU5	24,636.50 97.746
50,000,000	04/25/0% AUG 15 2024 Moody's NA S&P: B88- 2025		
50,000,000	U.S. TREASURY NOTE 2.625% DEC 31 2025 Moody's AAA S&P: AA+	912828513	47,859.50 95.719
375,000,000	2026 U.S. TREASURY NOTE 1.625% FEB 15 2026 Moody's AAA S&P: AA+	912828346	347,167.50 92.578
25,000,000	2027 UNITED HEALTH GROUP INC GLB	91324PD09	23,141.00 92.564
3,953,140	02/950% OCT 15 2027 Moody's A3 S&P: A+		
3,953,140	RNAPR487143 02/50% 2027 Moody's AAA S&P: AA+	3141705D1	3,778.66 95.345
25,000,000	2028 U.S. TREASURY NOTE 2.750% FEB 15 2028 Moody's AAA S&P: AA+	9128283W8	23,548.75 94.195
25,000,000	CVS HEALTH CORP GLB	126650006	24,222.00 96.888
	04/300% MAR 25 2028 Moody's BAA2 S&P: B88		

The Richard Eaton Foundation
 EIN: 52-6040787
 Summary of Securities Detail
 Schedule 2
 For the year ended December 31, 2022

Units	Description	CUSIP Secur (2)	Market Value/ Market Price
Fixed Income (cont)			
Investment Grade Taxable (cont)			
100,000,000	US TREASURY NOTE 2.875% AUG 15 2028 Mood/s: AAA S&P: AA+	91282BA9	94,356.00 94,356
50,000,000	COMPANYS GUARANT CIB 04.150% OCT 15 2028 Mood/s: A3 S&P: A	20330XJ6	48,038.00 96,076
25,000,000	US TREASURY NOTE 3.125% NOV 15 2028 Mood/s: AAA S&P: AA+	912828S8	23,894.50 95,578
60,256,40	RMWPA3465 03%2029 Mood/s: AAA S&P: AA+	3138WZ71	5,793.54 96,248
18,633,439	FLMNC9 1370 04 50%2031 Mood/s: AAA S&P: AA	31287Q04	18,528.81 99,438
22,121,115	RMWPA80790 03%2032 Mood/s: AAA S&P: AA+	31410LFS	21,073.01 95,262
13,878,932	FLMNC3 0831 03 50%2034 Mood/s: AAA S&P: AA+	313214H5	13,335.62 96,085
24,192,672	FLMNC6 1238 04 50%2042 Mood/s: AAA S&P: AA+	31335RJI	23,923.20 98,886
11,930,015	RMWPA30837 05%2043 Mood/s: AAA S&P: AA+	3138W905	12,054.26 101,041
23,265,498	RMWPA36187 03 50%2045 Mood/s: AAA S&P: AA+	3138WZV7	21,662.69 93,111

The Richard Eaton Foundation
 EIN: 52-6040787
 Summary of Securities Detail
 Schedule 2
 For the year ended December 31, 2022

Units	Description	CUSIP Sector (2)	Market Value/ Market Price
Fixed Income (cont)			
Investment Grade Taxable (cont)			
2047			
10,237,661	RMATFH1166 05%2047 Moody's AAA S&P: AA+	31403PL3	9,791.29
9,153,756	FINMCG61455 04.5%2047 Moody's AAA S&P: AA+	31333BN6	95,640
54,930,459	DOUBLINELOW DURATION BOND FUND CL	25362D863	89,994.88
			98,315
			515,810.51
			9,380
	Total Investment Grade Taxable		\$1,414,731.02
International Developed Bonds			
2026			
25,000,000	SHREACQNWRELAND DA COMPANY GUARNTY GIB 03.200% SEP 23 2026 Moody's BAA2 S&P: BBB+	BC481LAD1	\$23,482.75
			99,931
	Total International Developed Bonds		\$1,438,213.77
	Total Fixed Income		

The Richard Eaton Foundation
 EIN: 52-6040787
 Summary of Securities Detail
 Schedule 3
 For the year ended December 31, 2022

Equities		(2) Industry Sector Codes				FIN - Financials	
		CND - Consumer Discretionary		CNS - Consumer Staples		HEA - Health Care	
		ENR - Energy				IND - Industrials	
U.S. Large Cap		861000	ISHARES CORE S&P 500 EIF	464287200		\$332,341.65	
		Ticker NY		0EQ		384,210	
5,340,789		MFS VALUED CL 1R6		552731653		253,420.44	
		Ticker MEXX		0EQ		47,450	
Total U.S. Large Cap						\$585,762.09	

The Richard Eaton Foundation
 EIN: 52-6040787
 Summary of Securities Detail
 Schedule 3

For the year ended December 31, 2022

Units	Description	CUSIP Sector (2)	Market Value/ Market Price
Equities (cont)			
U.S. Mkt Cap			
560,000	VANGUARD MID-CAP ETF Ticker: VO	97290629 OEQ	\$114,133.60 203.610
	Total U.S. Mkt Cap		\$114,133.60
U.S. Small Cap			
960,000	ISHARES TR RUSSEL 2000 Ticker: IWM	464287855 OEQ	\$167,385.60 174.360
	Total U.S. Small Cap		\$167,385.60
	Total Equities		\$967,281.29
Hedge Funds			
Hedge Funds Specific Strategy			
1,050,941	BLACKSTONE AJUMUL STRATEGY FUND CLASS I	092574201	\$10,625.01 10.110
	Total Hedge Funds Specific Strategy		\$10,625.01
	Total Hedge Funds		\$10,625.01
Tangible Assets			
Commodities			
2,884,777	PRIMO COMMODITIES PLUS STRATEGY FUND CLASS I	72201P175	\$19,847.27 6.880

The Richard Eaton Foundation
 EIN: 52-6040787
 Summary of Securities Detail
 Schedule 3
 For the year ended December 31, 2022

Units	Description	CUSIP Symbol	Market Value/ Market Price
Tangible Assets (cont)			
Commodities (cont)			
335,000	SPDR GOLD TRUST	78463V107	56,829.40
			183,640
	Total Commodities		\$76,578.67
	Total Tangible Assets		\$76,578.67
	Total Other Investments		\$87,301.68

The Richard Eaton Foundation
 EIN: 52-6040787
 Summary of Securities Detail
 Schedule 4
 For the year ended December 31, 2022

Equities		(2) Industry Sector Codes	CND - Consumer Discretionary	FIN - Financials
			CNS - Consumer Staples	HEA - Health Care
			ENR - Energy	IND - Industrials
U.S. Large Cap				
106.000	AGILENT TECHNOLOGIES INC	00846J101		\$15,862.90
	Ticker: A	HEA		149.660
25.000	ARI PRODUCTS & CHEM	00915B106		7,706.50
	Ticker: APD	IND		308.260
113.000	AUTODESK INC DEL P 30.01	05276B106		21,116.31
	Ticker: ADSK	FT		186.670
68.000	DOLLAR GENERAL CORP	256677105		16,745.00
	Ticker: DG	CND		246.250

The Richard Eaton Foundation
 EIN: 52-6040787
 Summary of Securities Detail
 Schedule 4
 For the year ended December 31, 2022

Units	Description	CUSIP Sector (2)	Market Value/ Market Price
Equities (cont)			
U.S. Large Cap (cont)			
781,000	W & CO INC CL A Ticker: W	48251W104 FN	36,254.02 46.420
247,000	MICROPH TECHNOGY NC Ticker: MCP	595017104 FT	17,351.75 70.250
50,000	MOODY'S CORP Ticker: MO	61538J105 FN	13,931.00 278.620
16,000	MSD INC CLASS A Ticker: MSD	55354G100 FT	7,442.72 465.170
59,000	O'REILLY AUTOMOTIVE INC Ticker: ORLY	67103H107 CMO	49,797.77 844.030
128,000	PROGRESSIVE CORP OH Ticker: PGR	743315103 FN	16,672.88 129.710
70,000	ROPER TECHNOLOGIES INC Ticker: ROP	776986106 FT	30,246.30 432.090
33,000	ROSS STORES INC COM Ticker: ROST	778266103 CMO	3,890.31 116.070
107,000	SEA COMMUNICATIONS CORP NEW Ticker: SBAC	78410G104 RE	29,933.17 280.310
Total U.S. Large Cap			\$266,880.63
U.S. Mid Cap			
27,000	ANYSYS INC COM Ticker: ANSS	03652Q105 FT	\$8,522.93 241.590
257,000	ARCH CAPITAL GRP LTD BM Ticker: ACGL	60450A105 FN	16,134.46 62.780
77,000	ARES MANAGEMENT CORP - A Ticker: ARES	035908101 FN	5,269.88 68.440

The Richard Eaton Foundation
 EIN: 52-6040787

Summary of Securities Detail
 Schedule 4

For the year ended December 31, 2022

Units	Description	CU/SIP Sector (2)	Market Value/ Market Price
Equities (cont)			
U.S. Mkt Cap (cont)			
289,000	BLACKHILL HOLDING CORP REBSHS Ticker: BH	09215C105 FT	17,784.00 61.750
472,000	BROWN & BROWN INC. RA Ticker: BRD	115236101 RN	26,889.84 56.970
17,000	BROWN FORMAN CORP. CL B Ticker: BFB	115637209 ONS	1,116.56 65.690
373,000	CARMAX INC Ticker: MAX	143130102 OND	22,711.97 60.850
226,000	CBRE GROUP INC CLA Ticker: CBRE	125041109 RE	17,392.96 76.960
55,000	COGNEX CORP Ticker: CSX	192422103 FT	2,591.05 47.110
753,000	COPART INC COM Ticker: CPH	217204106 ND	45,850.17 60.890
608,000	COSMANT GROUP INC COM Ticker: CSGP	22163N109 ND	47,063.52 77.280
61,000	DOMINOS PIZZA INC Ticker: DPZ	257544201 OND	21,130.40 346.400
329,000	EASTWAL COMPANY Ticker: EAST	311900104 ND	15,588.28 47.320
46,000	FD NATIONAL FHL INC FNFGRU Ticker: FNF	31620K313 RN	1,730.52 37.620
62,000	FIRST REP BK SHS FRANDSC CALIF NEW COM SHARES Ticker: FRC	33616C100 RN	7,557.18 121.890
42,000	GARMIN INC Ticker: IT	365551107 FT	14,117.88 336.140

The Richard Eaton Foundation
 EIN: 52-6040787
 Summary of Securities Detail
 Schedule 4
 For the year ended December 31, 2022

Units	Description	CUSIP	Market Value/ Market Price
Equities (cont)	Sector (2)		
U.S. Mid Cap (cont)			
327,000	HECO CORPORATION CL A Ticker: HEA	422806Z08 ND	39,100.95
284,000	HOLDING WORLDWIDE HOLDINGS INC REG Ticker: HJT	43300A203 OND	119.850
98,000	HMM HOTELS CORP Ticker: H		35,886.24
33,000	IDEX LAB INC DEL 30.10 Ticker: IDX		126.360
183,000	IRVING CORP CL A Ticker: IRV	448579102 OND	8,864.10
20,000	LIBERTY BROADCAST CORP SIS SERIES SER A-CL A Ticker: LIBR A	451680104 HEA	90.450
18,000	LIBERTY BROADCAST CORP SIS SERIES SER C-CL C Ticker: LIBR C	52867104 OND	13,462.68
232,000	LIBERTY MEDIA CORP LIBERTY FORMULA ONE Ticker: PHO K	530377107 TEL	407.960
20,000	LIBERTY MEDIA SERIES A LIBERTY FORMULA ONE Ticker: PHO A	530377305 TEL	17,104.50
294,000	LIVENATION ENT INC Ticker: LV		90.500
26,000	MARVEL CORP COM Ticker: MAR	531229854 TEL	1,517.00
39,000	MARTIN MARIETTA NTL Ticker: MM		75.850
89,000	TRANSNEX GROUP INC Ticker: TDG	531229870 TEL	1,372.86
			762.70
			13,839.96
			59.780
			1,063.60
			53.430
			20,503.56
			68.740
			34,254.74
			1,317.490
			13,180.83
			337.970
			56,038.85
			629.630

The Richard Eaton Foundation
 EIN: 52-6040787
 Summary of Securities Detail
 Schedule 4
 For the year ended December 31, 2022

Units	Description	CUSIP	Market Value/ Market Price
Equities (cont.)	Sector (2)		
U.S. Mid Cap (cont)			
152,000	TRANSUNION Ticker: TRU	89400J107 RN	8,626.00 56.750
56,000	THLERTHS INC DBL CDM Ticker: THL	902252105 FT	18,064.96 322.410
68,000	VAL RESORTS INC Ticker: MIN	91879Q109 OND	16,446.15 238.350
107,000	VERGEN INC Ticker: VRGN	92343E102 FT	21,982.08 205.440
61,000	VERSKA VENTURES INC CLASS A Ticker: VRSK	92345Y106 ND	10,761.62 176.420
184,000	VULCAN MATERIALS CO Ticker: VMC	923160109 MAT	32,220.24 175.110
Total U.S. Mid Cap			\$633,836.52
U.S. Small Cap			
26,000	COFAM CORP RES SFS WHEN ISSUED E Ticker: BNOY	194014502 OND	\$1,391.52 53.520
15,000	CREDIT ACCEPTANCE CORP Ticker: CACC	225310101 RN	7,116.00 474.400
18,000	ESAB CORP RES SFS WHEN ISS Ticker: ESAB	296051106 MAT	844.56 46.920
30,000	GUDEMYRE SOFTWARE INC SFS Ticker: GMYR	40171V100 FT	1,876.80 62.560
81,000	HENNEY-WILSON HDGS INC Ticker: HW	488338107 RE	1,274.13 15.730
208,485	SUMMIT HILLS INC Ticker: SUM	98614U100 MAT	59,18.89 28.390

The Richard Eaton Foundation
 EIN: 52-6040787
 Summary of Securities Detail
 Schedule 4

For the year ended December 31, 2022

Units	Description	CUSIP Sector (2)	Market Value/ Market Price
Equities (cont)			
U.S. Small Cap (cont)			
95,000	THE HOWARD HUGHES CORP SIS Ticker: HHC	442670107 RE	7259.90 76.420
Total U.S. Small Cap			\$25,681.80
International Developed			
29,000	ADN/RIC RESSIS Ticker: ADN	60403H108 FN	59,704.05 300.140
558,000	BROOKFIELD INFRASTRUCTURE CORP CL A Ticker: BPC	11275Q107 ND	21,706.20 38.900
1,220,000	BROOKFIELD ASSET MGMT INC RESSIER Ticker: BN	11271J107 FN	38,381.20 31.460
289,500	BROOKFIELD ASSET MGMT LTD RESSIER Ticker: BAW	113004105 FN	8,259.97 28.670
399,000	BROOKFIELD RENEWABLE CORP EX-H RE CL A Ticker: BEPC	11284V105 BR	10,958.45 27.540
Total International Developed			\$88,079.89
Emerging Markets			
473,000	PERANEER SOLUTIONS REG SIS Ticker: PRM	17579J106 MAT	\$4,323.22 9.140

The Richard Eaton Foundation
 EIN: 52-6040787
 Summary of Securities Detail
 Schedule 4

For the year ended December 31, 2022

Units	Description	CUSIP Sector (2)	Market Value/ Market Price
Equities (cont)			
Emerging Markets (cont)			
121,000	WRCOMIDJ Total Wk	N98069105 FI	9,236.43 76,630
	Total Emerging Markets		\$13,619.65
Total Equities			\$1,028,098.49

The Richard Eaton Foundation
 EIN: 52-6040787
 Summary of Securities Detail
 Schedule 5
 For the year ended December 31, 2022

U.S. Mid Cap			
22,000	BUSINESS CLUB HDGS INC	05550101	\$1,455.52
	Ticker: BJ	ONS	66,160
104,000	HALDOR METHERS APPLCS	40637H103	5,917.60
	NC	HEA	56,900
	Ticker: HALD		
20,000	NSP REIMED SS INC	457730103	5,037.60
	Ticker: NSP	HEA	251,880
47,000	NRB INC	48242W106	2,481.60
	Ticker: NBR	NO	52,800
9,000	NDSTAR MEDIA GROUP INC	65338K103	1,575.27
	GROUP INC	TEL	175,030
	Ticker: NST		
96,000	PDC ENERGY INC	60327R101	6,034.08
	CORP	BR	63,480
	Ticker: PDC		

The Richard Eaton Foundation
 EIN: 52-6040787
 Summary of Securities Detail
 Schedule 5
 For the year ended December 31, 2022

Units	Description	CUSIP	Market Value/ Market Price
Equities (cont)	Sector (Z)		
U.S. Mid Cap (cont)			
22,000	REGAL RENOVATION CORP Ticker: RRX	759700103 ND	2,639.56 119.980
23,000	SHOCKWAVE MEDICAL INC Ticker: SWAV	824891104 HEA	4,729.03 205.670
55,000	SOUTHWESTERN CORP SWS Ticker: SWB	840441109 FN	4,199.80 76.360
72,000	SOUTHWESTERN ENERGY CO Ticker: SWN	845467109 ENR	4,217.85 58.50
26,000	SUNBEL FINANCIAL CORP Ticker: SBF	880630102 FN	1,517.62 58.370
16,000	TEPRA TECHNOLOGY NEW Ticker: TIER	881626103 ND	2,323.04 145.190
55,000	TEXAS ROADHOUSE INC-CLA Ticker: TRH	882681109 CND	5,093.20 90.950
53,000	WILLIS TOWERS WATSON WILCOX CORP Ticker: WSC	971378104 ND	2,619.86 45.170
55,000	WASH HOLDINGS LTD SPN ADR Ticker: WNS	929524101 ND	4,479.44 79.990
Total U.S. Mid Cap			\$34,381.07
U.S. Small Cap			
87,000	ADVA INDUSTRIES INC-DM Ticker: ADV	000957100 ND	\$3,864.54 44.420
71,000	AGOS PHARMACEUTICALS NC-SIS Ticker: AGO	008478104 HEA	1,993.68 28.080
30,000	ALLEGANT TRAVEL CO Ticker: ALGT	017489102 ND	2,039.70 67.990

The Richard Eaton Foundation
 EIN: 52-6040787
 Summary of Securities Detail
 Schedule 5
 For the year ended December 31, 2022

Units	Description	CUSIP Sector (2)	Market Value/ Market Price
Equities (cont)			
U.S. Small Cap (cont)			
72,000	AMERESCO CLASS A COMMON STOCK Ticker: AMRC	02361E108 EMR	4,114.08 57.140
30,000	AMERICAN EQUITY NAT LIFE HOLDING CO Ticker: AEL	02567E205 FV	1,368.60 45.620
325,000	AMGEN THERAPEUTICS INC Ticker: FOLD	03152W109 HEA	3,990.46 12,210
81,000	APELUS PHARMACEUTICALS INC Ticker: APLS	03753U106 HEA	4,188.51 51.710
46,000	APPLIED INDUSTRIES TECH Ticker: APT	03820C105 NO	5,797.38 126.030
174,000	ARADIA HOLDING CORP Ticker: AHH	04281H108 RE	2,001.00 11.500
132,000	ARIMON INC Ticker: ARIT	228903100 HEA	1,599.84 12.120
57,000	ASGN INC Ticker: ASGN	00191U102 HEA	4,644.36 81.490
35,000	AT&T INTERNATIONAL INC SHS Ticker: AIM	00215F107 TEL	1,586.85 45.310
72,000	ATROCORE INC Ticker: ATRC	04963C209 HEA	3,195.36 44.380
44,000	AZENIA INC Ticker: AZIA	114340102 FT	2,561.68 58.220
11,000	BALCHEN CORP Ticker: BCYC	057665200 NAT	1,343.21 122.110
39,000	BARNES GROUP INC DE S01 Ticker: B	067806109 NO	1,593.15 40.850

The Richard Eaton Foundation
 EIN: 52-6040787

Summary of Securities Detail
 Schedule 5

For the year ended December 31, 2022

Units	Description	CUSIP Secur (2)	Market Value/ Market Price
Equities (cont)			
U.S. Small Cap (cont)			
39,000	BLACK HILLS CORP Ticker: BHH	092113109 URL	2,743.26 70.340
35,000	BLACKVIEW INC Ticker: BL	092338109 FT	2,354.45 67.270
68,000	BLUERIFT MEDICINES CORP SFS	095271109 HEA	2,979.08 43.810
113,000	BOISE CASCADE CO DEL Ticker: BOC	097390100 ND	7,791.71 68.670
103,000	BOX INC CL A Ticker: BOX	103161104 FT	3,206.39 31.130
129,000	BRC3 FIVE NEW HDGS INC Ticker: BV	109483107 ND	881.81 6.890
56,000	BROWER MIL INC Ticker: EAT	109641100 OND	1,786.96 31.910
37,000	CASELLA WASTE SYS INC A Ticker: CWST	147448104 ND	2,934.47 79.310
10,000	CHARTWINDS INC Ticker: GILS	161193308 ND	1,152.30 115.230
54,000	CHUNG HONGS INC Ticker: CHUY	171604101 OND	1,528.20 28.300
31,000	CITY HOLDING CO CHARLSIN Ticker: CHOO	177835105 FN	2,885.79 93.090
70,000	COHERENT CORP Ticker: COHR	192476107 FT	2,457.00 35.100
76,000	COLUMBIUS MCKINNON CP NY Ticker: CMCO	199333105 ND	2,467.72 32.470
44,000	CONMED CORP COM Ticker: COMD	207410101 HEA	3,900.16 88.640

The Richard Eaton Foundation
 EIN: 52-6040787
 Summary of Securities Detail
 Schedule 5
 For the year ended December 31, 2022

Units	Description	CUSIP	Market Value/ Market Price
Equities (cont)	Symbol (2)		
U.S. Small Cap (cont)			
55,000	CONVERSUS CLOUD SOLUTIONS INC REG	20848V105	2,956.80
	Ticker: COSI	FI	53.760
147,000	DAVA INC	23825Z05	2,224.11
	Ticker: DAVA	OND	15.130
295,000	DIAMONDROCK HOSPITALITY CO	252784301	2,416.05
	Ticker: DRH	RE	8.190
140,000	EARTHSTONE ENERGY INC REG S/S CL A	270020004	1,992.20
	Ticker: ESTE	ENI	14.230
18,000	EASTGROUP PROPERTIES INC REIT	277276101	2,655.08
	Ticker: EEP	RE	148.060
55,000	ENTERPRISE FIN SVCS CORP	293712105	2,692.80
	Ticker: EFSC	FIN	48.960
20,000	ESSENTIAL HOLDINGS INC	296315104	1,730.80
	Ticker: ESE	NO	87.540
94,000	ESSENTIAL GROUP LTD	63186U102	3,654.72
	Ticker: ESNT	FIN	38.880
39,000	EXSERVICE HOLDINGS INC	302081104	6,607.77
	Ticker: EALS	NO	169.430
120,000	FEDERAL SIGNAL CORP	313855108	5,576.40
	Ticker: FSS	NO	46.470
73,000	FIRST BANCO INC COM	318910106	3,127.32
	Ticker: FBAC	FIN	42.840
143,000	FIRST FARMORAL BANCO S/S	320203109	3,464.89
	Ticker: FBFC	FIN	24.230
114,000	FIRST RAD INC S/S	320267104	1,633.62
	Ticker: FRWM	FIN	14.330

The Richard Eaton Foundation
 EIN: 52-6040787

Summary of Securities Detail
 Schedule 5

For the year ended December 31, 2022

Units	Description	CUSIP Sector (2)	Market Value/ Market Price
Equities (cont)			
U.S. Small Cap (cont)			
121,000	FIRST NIS BANK SYSTEM INC OM CL A Ticker: FBK	32055201 FN	4,576.65 38.650
99,000	FOCUS REAL PARTNERS INC CL A Ticker: FDCS	34417P100 FN	3,689.73 37.270
104,000	FOUR CORNERS PROPERTY TR INC SIS Ticker: FCP	350987109 RE	2,696.72 25.930
51,000	HAMILTON LANE INC REG SH CL A Ticker: HONE	407497106 FN	3,257.88 63.880
14,000	HEBY OFF TROY LTD Ticker: HELE	64388N106 CVD	1,552.74 110.910
27,000	HERBERT SPURS INC Ticker: HBB	428567101 CVD	1,841.94 68.220
57,000	HUB GROUP INC CL A Ticker: HUBG	443320106 ND	4,530.93 79.490
39,000	HUNTSMAN CORP Ticker: HUN	447011107 NAT	1,071.72 27.480
48,000	IDOR HOLDINGS LTD REG SHS Ticker: IDH	647408105 ND	1,287.35 26.820
238,000	INDEPENDENCE RUBY TR INC Ticker: IRT	45378A105 RE	4,012.69 16.880
41,000	INDEPENDENT BK CORP MASS Ticker: INDB	453836108 FN	3,461.63 84.430
42,000	INDEPENDENT BK GROUP INC Ticker: IBGX	453848106 FN	2,573.36 60.000
151,000	INSMED INC Ticker: INSM	457693307 HEA	3,016.98 19.980

The Richard Eaton Foundation
 EIN: 52-6040787
 Summary of Securities Detail
 Schedule 5
 For the year ended December 31, 2022

Units	Description	CUSIP	Market Value/ Market Price
Equities (cont)	Sector (2)		
U.S. Small Cap (cont)			
92,000	STRUCTURE HOLDINGS INC REGSIS Ticker: NST	457790103 FT	2,156.48 23,440
35,000	INTERCEPT PHARMACEUTICAL INC Ticker: IPT	458459108 HEA	432.95 12,370
32,000	J&J SNACK FOODS CORP Ticker: JJSF	466032109 ONS	4,790.72 149,710
28,000	JACK IN THE BOX INC Ticker: JACK	465357109 OND	1,910.44 68,230
21,000	KADANT INC Ticker: KAI	482821104 ND	3,730.23 177,630
37,000	KASER ALUM CORP Ticker: KAUJ	483007704 MAT	2,810.52 75,960
105,000	KB HOME Ticker: KBH	483331109 OND	3,344.25 31,850
50,000	KEMPER CORP DEL Ticker: KEMR	488401100 FIN	2,460.00 49,200
212,000	KITE REALTY GROUP TRSIS Ticker: KRG	498035300 RE	4,462.60 21,050
54,000	LAZARBY INC MEDICAN Ticker: LZB	505336107 OND	1,232.28 22,830
38,000	UCAND PHARMACEUTICALS INC SIS QLB Ticker: LGND	532204504 HEA	2,538.40 66,800
14,409	UCAND PHARMACEUTICALS PARENT # 44444	532204111 HEA	0.00
14,409	UCAND PHARMACEUTICALS PARENT # 44444	532204123 HEA	0.00

The Richard Eaton Foundation
 EIN: 52-6040787
 Summary of Securities Detail
 Schedule 5
 For the year ended December 31, 2022

Units	Description	CUSIP	Market Value/ Market Price
Equities (cont)	Sector (2)		
U.S. Small Cap (cont)			
208,000	XP INDUSTRIAL TRUST REIT Ticker: LXP	523043101 RE	2,084.16 10.020
32,000	MACOM TECHNOLOGY SOLUTIONS HOLDINGS INC Ticker: MTSI	55405Y100 FT	2,015.36 62.980
66,000	MALEBO BOATS INC. SHS CLA Ticker: MBUU	56117J100 NO	3,517.80 53.300
99,000	MATV INC Ticker: MATV	808541106 MAT	2,069.10 20.900
113,000	MAVNEAR INC CLA Ticker: MVL	57776H100 FT	3,636.35 33.950
73,000	MEDICAL SSS INC Ticker: MMSI	58989J104 HEA	5,185.26 70.620
90,000	MINERAL TECHNOLOGIES Ticker: MTK	60315B106 MAT	5,464.80 60.720
44,000	MNR GROUP INC DEL Ticker: MNRG	55405Y104 ENR	4,051.08 92.070
55,000	NATIONAL STORAGE AFFILIATES TRS OF Ticker: NSA	63787H106 RE	1,986.80 36.120
99,000	NEOGENOMICS INC Ticker: NEO	64049K209 HEA	914.76 9.240
54,000	NETGEAR INC Ticker: NTRG	6411J10104 FT	977.94 18.110
237,000	NEXTER OUTFIELD SOLUTIONS INC Ticker: NEX	65290C105 ENR	2,189.88 9.240
188,000	NMI HOLDINGS INC SHS CLA Ticker: NMHI	62920B305 FN	3,929.20 20.900

The Richard Eaton Foundation
 EIN: 52-6040787
 Summary of Securities Detail
 Schedule 5

For the year ended December 31, 2022

Units	Description	CUSIP Sector (2)	Market Value/ Market Price
Equities (cont)			
U.S. Small Cap (cont)			
55,000	NORTHWESTERN CORP Ticker: NWE	669074305 URL	3,261.70 59.340
62,000	MMAS INC Ticker: MMA	670704105 HEA	2,556.88 41.240
267,000	OLD NAIL BANK CORP ND Ticker: ONB	680033107 FN	4,800.66 17.980
186,201	ONVAB INC REG SHS Ticker: ONB	682181103 FN	670.32 3.600
37,000	OWMELL INC Ticker: OMDL	68213N109 HEA	1,865.54 50.420
223,000	PACIFIC BUSINESS CALIF INC Ticker: PACB	694040108 HEA	1,824.14 8.180
88,000	PACIFIC PREMIER BANK CORP Ticker: PPR	69478N105 FN	2,777.28 31.580
421,000	PATRICKSON UTIL ENERGY INC Ticker: PTEN	703481101 ENR	7,088.64 168.40
116,000	PERGEM ROCK HOTEL TRUST Ticker: PER	70509N103 RE	1,553.24 13.390
201,000	PHASONS RDTYR Ticker: DOC	71943U104 RE	2,908.47 14.470
94,000	PRESTIGE CONSUMER HEALTHCARE INC Ticker: PHH	74112D101 QO	5,894.40 62.600
66,000	PIC THEATRE PARTNERS Ticker: PICT	69365D200 HEA	2,519.22 38.170
16,000	QUAKER HOUTCHON Ticker: KWR	747316107 MAT	2,570.40 166.900
87,000	Q2 HOLDINGS INC SHS Ticker: QHWO	74736U109 FT	2,337.69 26.870

The Richard Eaton Foundation
 EIN: 52-6040787
 Summary of Securities Detail
 Schedule 5

For the year ended December 31, 2022

Units	Description	CUSIP Sector (2)	Market Value/ Market Price
Equities (cont)			
U.S. Small Cap (cont)			
57,000	RAPO7 ORD Toker: RPD	753422104 FT	1,035,586
176,000	RTFRTYSHBNNF Toker: RPT	749710101 RE	33,980
62,000	SELETRAENS GP INC Toker: SG	816300107 FN	1,767,04
59,000	SEMEDH CORPORATION Toker: SMTC	816950101 FT	100,40
31,000	SUCONLARS INC Toker: SLAB	828919102 FT	5,493,82
28,000	SONIC AUTOMOTIVE INC A Toker: SAH	835456102 CND	88,610
58,000	SPE INC Toker: SR	848571101 URL	1,822,71
35,000	SPOUT SOOL INC REE SIS CLA Toker: SPT	852094109 FT	28,690
19,000	SFS COMM INC Toker: SFS	784634107 FT	4,205,77
154,000	STEVEN MADSEN LTD SIS Toker: SHOO	556289108 CND	135,670
155,601	SUMMIT WALS INC Toker: SUM	866140100 NAT	1,379,56
116,000	SUNCITY AIRLINES HOLDINGS INC REEST Toker: SNCY	866833105 IND	49,270
120,000	SUPERMUS PHARMACEUTICALS INC Toker: SUPN	868453108 HEA	3,993,88
			68,860
			1,976,10
			56,460
			2,440,17
			128,430
			4,921,84
			31,960
			4,417,51
			28,390
			1,839,76
			15,860
			4,280,40
			35,670

The Richard Eaton Foundation
 EIN: 52-6040787
 Summary of Securities Detail
 Schedule 5
 For the year ended December 31, 2022

Units	Description	CUSIP	Market Value/ Market Price
Equities (cont)		Sector (2)	
U.S. Small Cap (cont)			
142,000	TAYLOR MORRISON HOME CORP/CL A COMMON STOCK Ticker: TMHC	87724P106 OND	4,303.70 30,350
85,000	TRANS MEDICS GROUP INC REG SIS Ticker: TMDX	88377M109 HEA	52,462.0 61,720
198,000	TRANS THERAPEUTICS INC Ticker: TTX	89422G107 HEA	4,163.94 21,030
53,000	ULTRAGENIX PHARMACEUTICAL INC/SIS Ticker: RARE	90400D108 HEA	2,455.49 46,330
117,000	UNIPQA HOLDINGS CORP/ORE Ticker: UNPQ	904214103 FIN	2,088.45 17,850
120,000	UNITED COMMUNITY BANKS INC Ticker: UCB	90984P303 FIN	4,056.00 33,800
81,000	UPWORK INC Ticker: UPWK	91688F104 FT	845.64 10,440
295,000	VALLEY HILL BANK CORP/NJ Ticker: VLY	919794107 FIN	3,336.45 11,310
128,000	VANDA PHARMACEUTICALS INC Ticker: VMDA	92168B108 HEA	945.92 7,350
108,000	VARONIS SYSTEMS INC/SIS Ticker: VWS	922280102 FT	2,585.52 23,940
55,000	VENVU SYSTEMS INC Ticker: VENV	92343X100 FT	1,995.40 36,280
131,000	WEBMD/SO Ticker: WEB	95058W100 OND	2,964.53 22,630
102,000	WEBER REVENUE SERVICES INC Ticker: WEBR	950755108 IND	4,106.52 40,280

The Richard Eaton Foundation
 EIN: 52-6040787
 Summary of Securities Detail
 Schedule 5
 For the year ended December 31, 2022

Units	Description	CUSIP	Market Value/ Market Price
Equities (Cont)	Sector (2)		
U.S. Small Cap (cont)			
88,000	WESBAND INC Ticker: WSEC	950810101 RN	32,542.4
21,000	WESCO INTERNATIONAL INC Ticker: WOC	95082P105 ND	36,980
90,000	WORTHINGTON INDUSTRIES CHD Ticker: WOR	981811102 NAT	2,629.20
102,000	WSEFINANCIAL CORP Ticker: WFS	92928102 RN	125,200
82,000	YELP INC CL A Ticker: YELP	985917105 FT	4,473.90
23,000	YERHOLDING INC Ticker: YEH	98593104 OND	49,710
54,000	ZIFF DAVIS INC Ticker: ZD	48123V102 FT	4,624.68
101,000	ZURVUE WATER SOLUTIONS CORP Ticker: ZWS	989831108 ND	45,340
	Total U.S. Small Cap		224,188
			27,340
			950.13
			41,310
			4,271.40
			79,100
			2,136.15
			21,150
			\$378,408.08
International Developed			
104,000	IMAX CORP Ticker: IMAX	45245E109 OND	\$1,524.64
	Total International Developed		14,660
			\$1,524.64
	Total Equities		\$434,013.79

The Richard Eaton Foundation
 EIN: 52-6040787
 Summary of Securities Detail
 Schedule 6
 For the year ended December 31, 2022

Equities		(2) Industry Sector Codes			CND - Consumer Discretionary			FIN - Financials		
					CNS - Consumer Staples			HEA - Health Care		
					ENR - Energy			IND - Industrials		
U.S. Large Cap										
1,600,000	ABBOTT LABS				002824100				S175,661.00	
	Ticker: ABB				HEA				109,790	
1,120,000	ABBV INC. SRS				002877109				181,033.20	
	Ticker: ABBV				HEA				161,610	
700,000	ACELERATED HOLDINGS INC				008461101				104,755.00	
	Ticker: A				HEA				149,650	

The Richard Eaton Foundation
 EIN: 52-6040787
 Summary of Securities Detail
 Schedule 6
 For the year ended December 31, 2022

Units	Description	CUSIP Sector (2)	Market Value/ Market Price
Equities (cont)			
U.S. Large Cap (cont)			
500,000	ARI PRODUCTS CHEM Ticker: APD	003159106 MAT	154,130.00
600,000	AMERICAN TOWER REIT INC (HLDS CO) SFS Ticker: AMT	03027X100 RE	308,260
1,500,000	APPLE INC Ticker: AAPL	037833100 FI	127,116.00
600,000	AUTOMATIC DATA PROC Ticker: ADP	053015103 FI	211,860
4,600,000	BANK OF AMERICA CORP Ticker: BAC	060505104 FI	194,895.00
1,250,000	CHEMIRON CORP Ticker: CXK	166764100 FI	129,930
3,375,000	CSCO SYSTEMS INC COM Ticker: CSCO	17275R102 FI	143,316.00
1,500,000	CVS HEALTH CORP Ticker: CVS	126650100 HEA	238,860
950,000	DISNEY (WALT) CO COM SRK Ticker: DIS	254587106 TEL	152,352.00
1,800,000	GENERAL MILLS Ticker: GS	370334104 FNS	33,120
650,000	HOMER DEROT INC Ticker: HD	437076102 CND	224,362.50
600,000	HONEYWELL INTL INC DEL Ticker: HON	438516106 NO	179,490
700,000	JOHNSON AND JOHNSON COM Ticker: JNJ	478160104 HEA	180,785.00
1,248,000	JPMORGAN CHASE & CO Ticker: JPM	466251100 FNS	47,640
			139,785.00
			93,190
			82,536.00
			86,880
			150,930.00
			83,850
			205,309.00
			315,880
			128,590.00
			214,300
			123,655.00
			176,650
			167,356.80
			134,100

The Richard Eaton Foundation
 EIN: 52-6040787
 Summary of Securities Detail
 Schedule 6

For the year ended December 31, 2022

Units	Description	CUSIP Sector (7)	Market Value/ Market Price
Equities (cont)			
U.S. Large Cap (cont)			
600,000	LEARNTECHNOLOGIES INC	507431109 ND	124,926.00
	Ticker: LUK		208.210
525,000	MCDONALDS CORP COM	580135101 OND	138,350.25
	Ticker: MCD		- 263.530
1,155,000	MERCK AND CO INC SHS	59333V105 HEA	128,147.25
	Ticker: MRK		110.950
975,000	MICROSOFT CORP	594918104 FT	233,824.50
	Ticker: MSFT		239.820
625,000	PAID AUTO NETWORKS INC	687435105 FT	87,212.50
	Ticker: PANW		139.540
800,000	PEPSICO INC	713448108 ONS	144,528.00
	Ticker: PEP		180.660
2,882,000	PFIZER INC	717081103 HEA	147,673.68
	Ticker: PFE		51.240
1,300,000	QUALCOMM INC	747525103 FT	142,922.00
	Ticker: QCOM		109.940
1,300,000	SISCO CORPORATION	871829107 ONS	99,385.00
	Ticker: SY		76.450
600,000	TARGET CORP COM	876125106 OND	89,424.00
	Ticker: TGT		149.040
800,000	UNITED PARCEL SVC OLB	911312106 ND	139,072.00
	Ticker: UPS		173.840
3,480,000	VERIZON COMMUNICATIONS COM	92343V104 TEL	137,112.00
	Ticker: VZ		39.400
925,000	VISA INC CLASS B SHS	928263339 FT	192,178.00
	Ticker: V		207.760
	Total U.S. Large Cap		\$4,421,288.68

The Richard Eaton Foundation
 EIN: 52-6040787
 Summary of Securities Detail
 Schedule 6
 For the year ended December 31, 2022

Units	Description	CUSIP Sector (2)	Market Value/ Market Price
Equities (cont)			
U.S. Mid Cap			
2,300,000	TRIMBLE INC Ticker: TMB	886239100 FT	\$116,289.00 50.580
265,000	VW CRANES INC Ticker: GWV	384812104 ND	147,406.25 556.250
	Total U.S. Mid Cap		\$263,694.25
International Developed			
900,000	NEUTRON CORP Ticker: NUT	629811103 HEA	\$69,948.00 77.720
550,000	NIP SEMICONDUCTORS NV Ticker: NPI	N88861009 FT	86,916.50 158.030
	Total International Developed		\$156,864.50
	Total Equities		\$419,458.73

Fixed Income			
Investment Grade Taxable			
2023			
150,000,000	DUPRE ENERGY CORP 1ST REF MORT GUB 02/500% MAR 15 2023 Mortg's A-3 S&P: A	264420407	\$149,338.00 99.732
2024			
200,000,000	U.S. TREASURY NOTE 3.000% JUN 30 2024 03/000% JUN 30 2024 Mortg's AAA S&P: AA+	912825555	195,282.00 97.641

The Richard Eaton Foundation
 EIN: 52-6040787
 Summary of Securities Detail
 Schedule 6
 For the year ended December 31, 2022

Units	Description	CUSIP	Market Value/ Market Price
Fixed Income (cont)			
Investment Grade Taxable (cont)			
150,000,000	US TREASURY NOTE 1.750% JUL 31 2024 Moody's AAA S&P: AA+	912828187	143,532.00 95.688
75,000,000	COCA-COLA CO/THE GB 01.750% SEP 06 2024 Moody's A1 S&P: A+	191216002	71,507.25 95.343
150,000,000	US TREASURY NOTE 0.625% OCT 15 2024 Moody's AAA S&P: AA+	912820064	140,161.50 93.441
150,000,000	US TREASURY NOTE 1.750% MAR 15 2025 01.750% MAR 15 2025 Moody's AAA S&P: AA+	912820009	141,844.50 94.563
150,000,000	INTEL CORP GB 03.700% JUL 29 2025 Moody's A1 S&P: A+	458140459	146,443.50 97.629
100,000,000	HOME DEPOT INC GB 03.350% SEP 15 2025 Moody's A2 S&P: A	437076867	97,036.00 97.036
100,000,000	PFEZ INC GB 02.750% JUN 03 2026 Moody's A1 S&P: A+	717081092	94,348.00 94.348
150,000,000	US TREASURY NOTE 0.875% JUN 30 2026 Moody's AAA S&P: AA+	912820008	134,250.50 89.527

The Richard Eaton Foundation
 EIN: 52-6040787
 Summary of Securities Detail
 Schedule 6
 For the year ended December 31, 2022

Units	Description	CUSIP Sector (2)	Market Value/ Market Price
Fixed Income (cont)			
Investment Grade Taxable (cont)			
100,000,000	JHN DEERE CAPITAL CORP SERMIN 02/25/0% SEP 14 2026 Moody's A2 S&P: A	244725402	92,099.00 92.099
150,000,000	AMAZON.COM INC GLB 03/30/0% APR 13 2027 Moody's A1 S&P: AA	023135071	142,555.00 95.044
150,000,000	WALMART INC GLB 03/95/0% SEP 09 2027 Moody's A2 S&P: AA	931142807	147,918.00 98.612
70,000,000	WELLS FARGO & COMPANY SERMIN GLB VARIABLE RATE 04 2031 Moody's A1 S&P: Baa+	950000216	65,800.00 94.000
120,000,000	PEPSICO INC GLB 03/90/0% JUL 18 2032 Moody's A1 S&P: A+	713446945	113,484.00 94.570

The Richard Eaton Foundation
 EIN: 52-6040787
 Summary of Securities Detail
 Schedule 6
 For the year ended December 31, 2022

Units	Description	CUSIP	Market Value/ Market Price
Fixed Income (cont)	Fixed Income (cont)	Fixed Income (cont)	Fixed Income (cont)
Investment Grade Taxable (cont)			
100,000,000	2033 MORGAN STANLEY GLB VAR OCT 18 2033 Mod/s A1 S&P: A-	61747617	105,012.00 105,012
Total Investment Grade Taxable			1,980,922.25
Total Fixed Income			1,980,922.25