

Form **8879-EO****IRS e-file Signature Authorization
for an Exempt Organization**

OMB No. 1545-1878

Department of the Treasury
Internal Revenue Service

For calendar year 2018, or fiscal year beginning _____, 2018, and ending _____, 20____

2018▶ **Do not send to the IRS. Keep for your records.**▶ **Go to www.irs.gov/Form8879EO for the latest information.**

Name of exempt organization

Employer identification number

THE WINTHROP ROCKEFELLER FOUNDATION**71-0285871**

Name and title of officer

ANDREA M DOBSON**COFO****Part I Type of Return and Return Information** (Whole Dollars Only)

Check the box for the return for which you are using this Form 8879-EO and enter the applicable amount, if any, from the return. If you check the box on line **1a**, **2a**, **3a**, **4a**, or **5a**, below, and the amount on that line for the return being filed with this form was blank, then leave line **1b**, **2b**, **3b**, **4b**, or **5b**, whichever is applicable, blank (do not enter -0-). But, if you entered -0- on the return, then enter -0- on the applicable line below. **Do not** complete more than one line in Part I.

1a Form 990 check here ▶ <input type="checkbox"/>	b Total revenue , if any (Form 990, Part VIII, column (A), line 12)	1b
2a Form 990-EZ check here ▶ <input type="checkbox"/>	b Total revenue , if any (Form 990-EZ, line 9)	2b
3a Form 1120-POL check here ▶ <input type="checkbox"/>	b Total tax (Form 1120-POL, line 22)	3b
4a Form 990-PF check here ▶ <input checked="" type="checkbox"/>	b Tax based on investment income (Form 990-PF, Part VI, line 5)	4b 94,909.
5a Form 8868 check here ▶ <input type="checkbox"/>	b Balance Due (Form 8868, line 3c)	5b

Part II Declaration and Signature Authorization of Officer

Under penalties of perjury, I declare that I am an officer of the above organization and that I have examined a copy of the organization's 2018 electronic return and accompanying schedules and statements and to the best of my knowledge and belief, they are true, correct, and complete. I further declare that the amount in Part I above is the amount shown on the copy of the organization's electronic return. I consent to allow my intermediate service provider, transmitter, or electronic return originator (ERO) to send the organization's return to the IRS and to receive from the IRS (a) an acknowledgement of receipt or reason for rejection of the transmission, (b) the reason for any delay in processing the return or refund, and (c) the date of any refund. If applicable, I authorize the U.S. Treasury and its designated Financial Agent to initiate an electronic funds withdrawal (direct debit) entry to the financial institution account indicated in the tax preparation software for payment of the organization's federal taxes owed on this return, and the financial institution to debit the entry to this account. To revoke a payment, I must contact the U.S. Treasury Financial Agent at 1-888-353-4537 no later than 2 business days prior to the payment (settlement) date. I also authorize the financial institutions involved in the processing of the electronic payment of taxes to receive confidential information necessary to answer inquiries and resolve issues related to the payment. I have selected a personal identification number (PIN) as my signature for the organization's electronic return and, if applicable, the organization's consent to electronic funds withdrawal.

Officer's PIN: check one box only

☒ I authorize **HOGANTAYLOR, LLP** to enter my PIN **26271**
 ERO firm name Enter five numbers, but do not enter all zeros

as my signature on the organization's tax year 2018 electronically filed return. If I have indicated within this return that a copy of the return is being filed with a state agency(ies) regulating charities as part of the IRS Fed/State program, I also authorize the aforementioned ERO to enter my PIN on the return's disclosure consent screen.

☐ As an officer of the organization, I will enter my PIN as my signature on the organization's tax year 2018 electronically filed return. If I have indicated within this return that a copy of the return is being filed with a state agency(ies) regulating charities as part of the IRS Fed/State program, I will enter my PIN on the return's disclosure consent screen.

Officer's signature ▶ _____ Date ▶ _____

Part III Certification and Authentication

ERO's EFIN/PIN. Enter your six-digit electronic filing identification number (EFIN) followed by your five-digit self-selected PIN.

73766711300**Do not enter all zeros**

I certify that the above numeric entry is my PIN, which is my signature on the 2018 electronically filed return for the organization indicated above. I confirm that I am submitting this return in accordance with the requirements of **Pub. 4163**, Modernized e-File (MeF) Information for Authorized IRS e-file Providers for Business Returns.

ERO's signature ▶ **HOGANTAYLOR, LLP** Date ▶ **08/23/19**

ERO Must Retain This Form - See Instructions
Do Not Submit This Form to the IRS Unless Requested To Do So

LHA For Paperwork Reduction Act Notice, see instructions.

Form **8879-EO** (2018)

Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**

or Section 4947(a)(1) Trust Treated as Private Foundation

- ▶ Do not enter social security numbers on this form as it may be made public.
▶ Go to www.irs.gov/Form990PF for instructions and the latest information.

OMB No. 1545-0052

2018

Open to Public Inspection

For calendar year 2018 or tax year beginning , and ending

Name of foundation THE WINTHROP ROCKEFELLER FOUNDATION		A Employer identification number 71-0285871
Number and street (or P.O. box number if mail is not delivered to street address) 225 EAST MARKHAM STREET	Room/suite 200	B Telephone number (501) 376-6854
City or town, state or province, country, and ZIP or foreign postal code LITTLE ROCK, AR 72201		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <div style="display: flex; justify-content: space-between;"> <div> <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change </div> <div> <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change </div> </div>		D 1. Foreign organizations, check here <input type="checkbox"/>
H Check type of organization: <div style="display: flex; justify-content: space-between;"> <div> <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust </div> <div> <input type="checkbox"/> Other taxable private foundation </div> </div>		2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 130,783,646.	J Accounting method: <div style="display: flex; justify-content: space-between;"> <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual </div> <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
(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).)		(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	2,269,500.			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	571,171.	895,617.		STATEMENT 2
	4 Dividends and interest from securities	1,035,837.	1,558,752.		STATEMENT 3
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	2,224,823.			STATEMENT 1
	b Gross sales price for all assets on line 6a	12,310,450.			
	7 Capital gain net income (from Part IV, line 2)		3,620,696.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss)					
11 Other income	0.	71,578.		STATEMENT 4	
12 Total. Add lines 1 through 11	6,101,331.	6,146,643.	0.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	817,935.	118,217.	0.	699,718.
	14 Other employee salaries and wages	589,163.	0.	0.	589,163.
	15 Pension plans, employee benefits	414,675.	23,153.	0.	391,523.
	16a Legal fees	11,235.	3,137.	0.	8,098.
	b Accounting fees	53,940.	27,186.	0.	26,754.
	c Other professional fees	702,546.	603,181.	0.	149,656.
	17 Interest	20.	128,576.	0.	0.
	18 Taxes	98,883.			
	19 Depreciation and depletion	48,773.	0.	0.	
	20 Occupancy	132,320.	0.	0.	132,320.
	21 Travel, conferences, and meetings	70,443.	3,013.	0.	67,431.
	22 Printing and publications	78,408.	0.	0.	77,181.
	23 Other expenses	853,309.	395,827.	0.	493,922.
	24 Total operating and administrative expenses. Add lines 13 through 23	3,772,767.	1,401,173.	0.	2,635,766.
	25 Contributions, gifts, grants paid	1,181,356.			2,306,739.
26 Total expenses and disbursements. Add lines 24 and 25	4,954,123.	1,401,173.	0.	4,942,505.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements ...	1,147,208.				
b Net investment income (if negative, enter -0-)		4,745,470.			
c Adjusted net income (if negative, enter -0-)			0.		

Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	8,314,744.	10,438,560.	10,438,560.
	3 Accounts receivable ▶ 73,913.			
	Less: allowance for doubtful accounts ▶	55,469.	73,913.	73,913.
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges		75,289.	75,289.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 11	105,669,140.	94,859,234.	94,859,234.
	c Investments - corporate bonds STMT 12	19,307,690.	17,343,057.	17,343,057.
	11 Investments - land, buildings, and equipment: basis ▶			
Liabilities	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶ 641,686.			
	Less: accumulated depreciation ▶ 303,591.	77,347.	338,095.	338,095.
	15 Other assets (describe ▶)	7,771,318.	7,655,498.	7,655,498.
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	141,195,708.	130,783,646.	130,783,646.
	17 Accounts payable and accrued expenses	353,692.	703,945.	
	18 Grants payable	2,225,054.	1,142,837.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	2,578,746.	1,846,782.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26, and lines 30 and 31.			
	24 Unrestricted	138,616,962.	128,936,864.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ... ▶ <input type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds ...			
	30 Total net assets or fund balances	138,616,962.	128,936,864.	
	31 Total liabilities and net assets/fund balances	141,195,708.	130,783,646.	

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 30 (must agree with end-of-year figure reported on prior year's return)	1	138,616,962.
2 Enter amount from Part I, line 27a	2	1,147,208.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	139,764,170.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 10	5	10,827,306.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	128,936,864.

Part IV Capital Gains and Losses for Tax on Investment Income SEE ATTACHED STATEMENTS

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a					
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					
b					
c					
d					
e	12,310,450.	8,689,754.	3,620,696.		
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
b					
c					
d					
e			3,620,696.		
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	3,620,696.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8			3	N/A	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2017	8,199,035.	126,532,909.	.064798
2016	7,852,817.	123,286,602.	.063696
2015	8,451,846.	134,529,115.	.062825
2014	6,509,196.	140,313,722.	.046390
2013	5,427,176.	132,374,024.	.040999
2 Total of line 1, column (d)			2 .278708
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years			3 .055742
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5			4 130,225,730.
5 Multiply line 4 by line 3			5 7,259,043.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 47,455.
7 Add lines 5 and 6			7 7,306,498.
8 Enter qualifying distributions from Part XII, line 4			8 4,942,505.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate.
See the Part VI instructions.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	94,909.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations, enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)		2	0.
3 Add lines 1 and 2		3	94,909.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	94,909.
6 Credits/Payments:			
a 2018 estimated tax payments and 2017 overpayment credited to 2018	6a	160,854.	
b Exempt foreign organizations - tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	0.	
d Backup withholding erroneously withheld	6d	0.	
7 Total credits and payments. Add lines 6a through 6d	7	160,854.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	0.	
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	65,945.	
11 Enter the amount of line 10 to be: Credited to 2019 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by <i>General Instruction T</i> .		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. <input type="checkbox"/> AR		
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 <i>General Instruction G</i> ? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2018 or the tax year beginning in 2018? See the instructions for Part XIV. If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions	11	X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions	12	X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X
Website address ► WWW.WRFOUNDATION.ORG/WWW.GUIDESTAR.ORG		
14 The books are in care of ► ANDREA M. DOBSON Telephone no. ► (501) 376-6854		
Located at ► 225 EAST MARKHAM STREET, STE 200, LITTLE ROCK, AR ZIP+4 ► 72201		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here	15	N/A
16 At any time during calendar year 2018, 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	X
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		

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

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

	Yes	No
1a During the year, did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions	1b	X
Organizations relying on a current notice regarding disaster assistance, check here		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2018?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
If "Yes," list the years		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2018 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 2018.)	3b	X
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2018?	4b	X

Part VII-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:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions ☒ Yes ☐ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions

Organizations relying on a current notice regarding disaster assistance, check here ☐c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? **SEE STATEMENT 15** ☒ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ Nob Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ Nob If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **N/A**8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year? ☐ Yes ☒ No**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, and foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 14		817,935.	147,655.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
CORY ANDERSON - 225 EAST MARKHAM STREET, STE. 200, LITTLE ROCK, AR	VICE-PRESIDENT 50.00	208,780.	44,127.	0.
ANDREW FORD - 225 EAST MARKHAM STREET, STE. 200, LITTLE ROCK, AR	INTERIM SENIOR ASSOCIATE, EDUCATION 40.00	93,750.	15,783.	0.
MICHAEL CASTENS - 225 EAST MARKHAM STREET, STE. 200, LITTLE ROCK, AR	GRANT AND OPERATIONS MANAGER 40.00	80,707.	16,386.	0.
LISA DIXON - 225 EAST MARKHAM STREET, STE. 200, LITTLE ROCK, AR	PROGRAM ASSOCIATE 40.00	70,854.	25,828.	0.
SARAH MCBROOM - 225 EAST MARKHAM STREET, STE. 200, LITTLE ROCK, AR	PROGRAM ASSOCIATE 40.00	59,871.	18,225.	0.

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

3

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
CAMBRIDGE ASSOCIATES 125 HIGH STREET, BOSTON, MA 02110-2112	INVESTMENT ADVISORY SERVICES	260,423.
OAKVIEW CAPITAL MANAGEMENT 3879 MAPLE AVENUE, STE 300, DALLAS, TX 75219	INVESTMENT MANAGEMENT SERVICES	77,439.
DOXA TOTAL DESIGN STRATEGY, INC - 311 DICKSON STREET, SUITE 202, FAYETTEVILLE, AR	ANNUAL REPORT DESIGN & PRODUCTION	75,968.
THE NORTHERN TRUST COMPANY 50 SOUTH LASALLE ST., CHICAGO, IL 60603	INVESTMENT CUSTODY/MANAGEMENT SERVICES	72,244.
ARKANSAS COMMUNITY FOUNDATION - 5 ALLIED DRIVE, SUITE 51110, LITTLE ROCK, AR 72202	CAPITAL ACCESS RESEARCH STUDY	60,000.
Total number of others receiving over \$50,000 for professional services		1

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 SEE STATEMENT 18	
	141,483.
2 SEE STATEMENT 18	
	138,894.
3 SEE STATEMENT 18	
	134,104.
4 SEE STATEMENT 18	
	131,256.

Part IX-B Summary of Program-Related Investments

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

	Amount
1 NONE MADE IN 2018	
	0.
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	125,929,995.
b	Average of monthly cash balances	1b	6,278,868.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	132,208,863.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	132,208,863.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,983,133.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	130,225,730.
6	Minimum investment return. Enter 5% of line 5	6	6,511,287.

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

1	Minimum investment return from Part X, line 6	1	6,511,287.
2a	Tax on investment income for 2018 from Part VI, line 5	2a	94,909.
b	Income tax for 2018. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	94,909.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	6,416,378.
4	Recoveries of amounts treated as qualifying distributions	4	149,491.
5	Add lines 3 and 4	5	6,565,869.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	6,565,869.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	4,942,505.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	4	4,942,505.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	4,942,505.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				6,565,869.
2 Undistributed income, if any, as of the end of 2018:				
a Enter amount for 2017 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2018:				
a From 2013				
b From 2014				
c From 2015	1,847,793.			
d From 2016	1,698,611.			
e From 2017	1,952,914.			
f Total of lines 3a through e	5,499,318.			
4 Qualifying distributions for 2018 from Part XII, line 4: ► \$ 4,942,505.				
a Applied to 2017, but not more than line 2a ...			0.	
b Applied to undistributed income of prior years (Election required - see instructions) ...		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2018 distributable amount				4,942,505.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a).)	1,623,364.			1,623,364.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	3,875,954.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2017. Subtract line 4a from line 2a. Taxable amount - see instr. ...			0.	
f Undistributed income for 2018. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2019				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)	89,000.			
8 Excess distributions carryover from 2013 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	3,786,954.			
10 Analysis of line 9:				
a Excess from 2014 ...				
b Excess from 2015 ...	135,429.			
c Excess from 2016 ...	1,698,611.			
d Excess from 2017 ...	1,952,914.			
e Excess from 2018 ...				

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

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2018, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

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

NONE

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

NONE

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

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

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

ONLINE AT WWW.WRFOUNDATION.ORG, (501) 376-6854
225 EAST MARKHAM STREET, SUITE 200, LITTLE ROCK, AR 72201

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

SEE STATEMENT 19

c Any submission deadlines:

SEE STATEMENT 19

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

SEE STATEMENT 19

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SEE STATEMENT 20 VARIOUS LITTLE ROCK, AR 72201			SEE STATEMENT 20	2,306,739.
Total ▶ 3a				2,306,739.
b <i>Approved for future payment</i>				
SEE STATEMENT 20 VARIOUS LITTLE ROCK, AR 72201			SEE STATEMENT 20	615,994.
Total ▶ 3b				615,994.







Information Regarding Transfers to and Transactions and Relationships With Noncharitable Exempt Organizations

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

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.		
(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here 	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.					<div style="border: 2px solid black; padding: 5px;"> May the IRS discuss this return with the preparer shown below? See instr. <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No </div>	
	 Signature of officer or trustee		Date		 COFO Title		
Paid Preparer Use Only	Print/Type preparer's name MICHELLE MANN		Preparer's signature MICHELLE MANN		Date 08/23/19	Check <input type="checkbox"/> if self-employed	PTIN P01064483
	Firm's name  HOGANTAYLOR, LLP					Firm's EIN  73-1413977	
	Firm's address  11300 CANTRELL ROAD, SUITE 301 LITTLE ROCK, AR 72212					Phone no. 501-227-5800	

THE WINTHROP ROCKEFELLER FOUNDATION

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 PROGRAM-RELATED INVESTMENTS GAIN/LOSS		P		
b P/T: CNX - L/T (SEE STMT 16C)		P		
c P/T: NEWTYN TE PARTNERS - S/T (SEE STMT 16E)		P		
d P/T: CIM ENTERPRISE LOAN FUND - S/T (SEE STMT 16)		P		
e P/T: DIAMOND STATE VENTURES III - L/T (SEE STMT 16)		P		
f LOSS ON DISPOSITION OF ASSETS		P		
g P/T: DIAMOND STATE VENTURES II - L/T (SEE STMT 16)		P		
h P/T: GQG PARTNERS - S/T (SEE STMT 16M)		P		
i P/T: NEWTYN TE PARTNERS - L/T (SEE STMT 16E)		P		
j P/T: FUND FOR ARKANSAS' FUTURE - L/T (SEE STMT 16)		P		
k CAPITAL GAIN DISTRIBUTIONS		P		
l P/T: GQG PARTNERS - L/T (SEE STMT 16M)		P		
m GAIN/LOSS FROM PUBLICLY-TRADED SECURITIES		P		
n				
o				

(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 148,666.			148,666.
b		16,268.	-16,268.
c		54,761.	-54,761.
d		40,393.	-40,393.
e 2,866.			2,866.
f		3,677.	-3,677.
g 58,085.			58,085.
h 59,122.			59,122.
i 114,978.			114,978.
j 116,114.			116,114.
k 411,165.			411,165.
l 727,528.			727,528.
m 10,671,926.		8,574,655.	2,097,271.
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			148,666.
b			-16,268.
c			-54,761.
d			-40,393.
e			2,866.
f			-3,677.
g			58,085.
h			59,122.
i			114,978.
j			116,114.
k			411,165.
l			727,528.
m			2,097,271.
n			
o			

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	3,620,696.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

- ▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Go to www.irs.gov/Form990 for the latest information.

OMB No. 1545-0047

2018

Name of the organization

THE WINTHROP ROCKEFELLER FOUNDATION

Employer identification number

71-0285871

Organization type (check one):

Filers of:**Section:**

Form 990 or 990-EZ

- ☐ 501(c)() (enter number) organization
- ☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
- ☐ 527 political organization

Form 990-PF

- ☒ 501(c)(3) exempt private foundation
- ☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
- ☐ 501(c)(3) taxable private foundation

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

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

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** \$5,000; or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h; or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I (entering "N/A" in column (b) instead of the contributor name and address), II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year ▶ \$ _____

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

Name of organization

Employer identification number

THE WINTHROP ROCKEFELLER FOUNDATION**71-0285871****Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	TRUST U/W WINTHROP ROCKEFELLER 2230 COTTONDALE LANE, SUITE 6 LITTLE ROCK, AR 72202	\$ 2,269,500.	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Employer identification number

71-0285871

Part II

[illegible]

Name of organization	Employer identification number
THE WINTHROP ROCKEFELLER FOUNDATION	71-0285871

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

Use duplicate copies of Part III if additional space is needed.

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

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

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

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

Underpayment of Estimated Tax by Corporations

▶ Attach to the corporation's tax return.

FORM 990-PF

▶ Go to www.irs.gov/Form2220 for instructions and the latest information.

2018

Name THE WINTHROP ROCKEFELLER FOUNDATION	Employer identification number 71-0285871
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Note: Generally, the corporation is not required to file Form 2220 (see Part II below for exceptions) because the IRS will figure any penalty owed and bill the corporation. However, the corporation may still use Form 2220 to figure the penalty. If so, enter the amount from page 2, line 38, on the estimated tax penalty line of the corporation's income tax return, but **do not** attach Form 2220.

Part I Required Annual Payment

1 Total tax (see instructions)	1	94,909.
2a Personal holding company tax (Schedule PH (Form 1120), line 26) included on line 1	2a	
2b Look-back interest included on line 1 under section 460(b)(2) for completed long-term contracts or section 167(g) for depreciation under the income forecast method	2b	
2c Credit for federal tax paid on fuels (see instructions)	2c	
d Total. Add lines 2a through 2c	2d	
3 Subtract line 2d from line 1. If the result is less than \$500, do not complete or file this form. The corporation does not owe the penalty	3	94,909.
4 Enter the tax shown on the corporation's 2017 income tax return. See instructions. Caution: If the tax is zero or the tax year was for less than 12 months, skip this line and enter the amount from line 3 on line 5	4	95,878.
5 Required annual payment. Enter the smaller of line 3 or line 4. If the corporation is required to skip line 4, enter the amount from line 3	5	94,909.

Part II Reasons for Filing - Check the boxes below that apply. If any boxes are checked, the corporation **must** file Form 2220 even if it does not owe a penalty. See instructions.

- 6 ☐ The corporation is using the adjusted seasonal installment method.
- 7 ☒ The corporation is using the annualized income installment method.
- 8 ☒ The corporation is a "large corporation" figuring its first required installment based on the prior year's tax.

Part III Figuring the Underpayment

	(a)	(b)	(c)	(d)
9 Installment due dates. Enter in columns (a) through (d) the 15th day of the 4th (Form 990-PF filers: Use 5th month), 6th, 9th, and 12th months of the corporation's tax year	9 05/15/18	06/15/18	09/15/18	12/15/18
10 Required installments. If the box on line 6 and/or line 7 above is checked, enter the amounts from Sch A, line 38. If the box on line 8 (but not 6 or 7) is checked, see instructions for the amounts to enter. If none of these boxes are checked, enter 25% (0.25) of line 5 above in each column	10			
11 Estimated tax paid or credited for each period. For column (a) only, enter the amount from line 11 on line 15. See instructions	11 140,854.	20,000.		
Complete lines 12 through 18 of one column before going to the next column.				
12 Enter amount, if any, from line 18 of the preceding column	12	140,854.	160,854.	160,854.
13 Add lines 11 and 12	13	160,854.	160,854.	160,854.
14 Add amounts on lines 16 and 17 of the preceding column	14			
15 Subtract line 14 from line 13. If zero or less, enter -0-	15 140,854.	160,854.	160,854.	160,854.
16 If the amount on line 15 is zero, subtract line 13 from line 14. Otherwise, enter -0-	16			
17 Underpayment. If line 15 is less than or equal to line 10, subtract line 15 from line 10. Then go to line 12 of the next column. Otherwise, go to line 18	17			
18 Overpayment. If line 10 is less than line 15, subtract line 10 from line 15. Then go to line 12 of the next column	18 140,854.	160,854.	160,854.	

Go to Part IV on page 2 to figure the penalty. Do not go to Part IV if there are no entries on line 17 - no penalty is owed.

Part IV Figuring the Penalty

	(a)	(b)	(c)	(d)
19 Enter the date of payment or the 15th day of the 4th month after the close of the tax year, whichever is earlier. (C corporations with tax years ending June 30 and S corporations: Use 3rd month instead of 4th month. Form 990-PF and Form 990-T filers: Use 5th month instead of 4th month.) See instructions 19				
20 Number of days from due date of installment on line 9 to the date shown on line 19 20				
21 Number of days on line 20 after 4/15/2018 and before 7/1/2018 21				
22 Underpayment on line 17 x $\frac{\text{Number of days on line 21} \times 5\% (0.05)}{365}$... 22 \$	\$	\$	\$	\$
23 Number of days on line 20 after 06/30/2018 and before 10/1/2018 ... 23				
24 Underpayment on line 17 x $\frac{\text{Number of days on line 23} \times 5\% (0.05)}{365}$... 24 \$	\$	\$	\$	\$
25 Number of days on line 20 after 9/30/2018 and before 1/1/2019 25				
26 Underpayment on line 17 x $\frac{\text{Number of days on line 25} \times 5\% (0.05)}{365}$... 26 \$	\$	\$	\$	\$
27 Number of days on line 20 after 12/31/2018 and before 4/1/2019 ... 27				
28 Underpayment on line 17 x $\frac{\text{Number of days on line 27} \times 6\% (0.06)}{365}$... 28 \$	\$	\$	\$	\$
29 Number of days on line 20 after 3/31/2019 and before 7/1/2019 29				
30 Underpayment on line 17 x $\frac{\text{Number of days on line 29} \times \%}{365}$ 30 \$	\$	\$	\$	\$
31 Number of days on line 20 after 6/30/2019 and before 10/1/2019 ... 31				
32 Underpayment on line 17 x $\frac{\text{Number of days on line 31} \times \%}{365}$ 32 \$	\$	\$	\$	\$
33 Number of days on line 20 after 9/30/2019 and before 1/1/2020 33				
34 Underpayment on line 17 x $\frac{\text{Number of days on line 33} \times \%}{365}$ 34 \$	\$	\$	\$	\$
35 Number of days on line 20 after 12/31/2019 and before 3/16/2020 ... 35				
36 Underpayment on line 17 x $\frac{\text{Number of days on line 35} \times \%}{366}$ 36 \$	\$	\$	\$	\$
37 Add lines 22, 24, 26, 28, 30, 32, 34, and 36 37 \$	\$	\$	\$	\$
38 Penalty. Add columns (a) through (d) of line 37. Enter the total here and on Form 1120, line 34; or the comparable line for other income tax returns 38 \$				0.

* Use the penalty interest rate for each calendar quarter, which the IRS will determine during the first month in the preceding quarter. These rates are published quarterly in an IRS News Release and in a revenue ruling in the Internal Revenue Bulletin. To obtain this information on the Internet, access the IRS website at www.irs.gov. You can also call 1-800-829-4933 to get interest rate information.

Schedule A Adjusted Seasonal Installment Method and Annualized Income Installment Method

See instructions.

Form 1120S filers: For lines 1, 2, 3, and 21 "taxable income" refers to excess net passive income or the amount on which tax is imposed under section 1374(a), whichever applies.

Part I Adjusted Seasonal Installment Method

Caution: Use this method only if the base period percentage for any 6 consecutive months is at least 70%.
See instructions.

		(a)	(b)	(c)	(d)
		First 3 months	First 5 months	First 8 months	First 11 months
1 Enter taxable income for the following periods.					
a Tax year beginning in 2015	1a				
b Tax year beginning in 2016	1b				
c Tax year beginning in 2017	1c				
2 Enter taxable income for each period for the tax year beginning in 2018. See the instructions for the treatment of extraordinary items	2				
3 Enter taxable income for the following periods.		First 4 months	First 6 months	First 9 months	Entire year
a Tax year beginning in 2015	3a				
b Tax year beginning in 2016	3b				
c Tax year beginning in 2017	3c				
4 Divide the amount in each column on line 1a by the amount in column (d) on line 3a	4				
5 Divide the amount in each column on line 1b by the amount in column (d) on line 3b	5				
6 Divide the amount in each column on line 1c by the amount in column (d) on line 3c	6				
7 Add lines 4 through 6	7				
8 Divide line 7 by 3.0	8				
9a Divide line 2 by line 8	9a				
b Extraordinary items (see instructions)	9b				
c Add lines 9a and 9b	9c				
10 Figure the tax on the amt on ln 9c using the instr for Form 1120, Sch J, line 2, or comparable line of corp's return ...	10				
11a Divide the amount in columns (a) through (c) on line 3a by the amount in column (d) on line 3a	11a				
b Divide the amount in columns (a) through (c) on line 3b by the amount in column (d) on line 3b	11b				
c Divide the amount in columns (a) through (c) on line 3c by the amount in column (d) on line 3c	11c				
12 Add lines 11a through 11c	12				
13 Divide line 12 by 3.0	13				
14 Multiply the amount in columns (a) through (c) of line 10 by columns (a) through (c) of line 13. In column (d), enter the amount from line 10, column (d)	14				
15 Enter any alternative minimum tax for each payment period. See instructions	15				
16 Enter any other taxes for each payment period. See instr.	16				
17 Add lines 14 through 16	17				
18 For each period, enter the same type of credits as allowed on Form 2220, lines 1 and 2c. See instructions	18				
19 Total tax after credits. Subtract line 18 from line 17. If zero or less, enter -0-	19				

**

Part II Annualized Income Installment Method

		(a)	(b)	(c)	(d)
		First <u>2</u> months	First <u>4</u> months	First <u>7</u> months	First <u>10</u> months
20 Annualization periods (see instructions)	20				
21 Enter taxable income for each annualization period. See instructions for the treatment of extraordinary items	21				
22 Annualization amounts (see instructions)	22	6.000000	3.000000	1.714290	1.200000
23a Annualized taxable income. Multiply line 21 by line 22 ...	23a				
b Extraordinary items (see instructions)	23b				
c Add lines 23a and 23b	23c				
24 Figure the tax on the amount on line 23c using the instructions for Form 1120, Schedule J, line 2, or comparable line of corporation's return	24				
25 Enter any alternative minimum tax for each payment period (see instructions)	25				
26 Enter any other taxes for each payment period. See instr.	26				
27 Total tax. Add lines 24 through 26	27				
28 For each period, enter the same type of credits as allowed on Form 2220, lines 1 and 2c. See instructions	28				
29 Total tax after credits. Subtract line 28 from line 27. If zero or less, enter -0-	29				
30 Applicable percentage	30	25%	50%	75%	100%
31 Multiply line 29 by line 30	31				

Part III Required Installments

		1st installment	2nd installment	3rd installment	4th installment
Note: Complete lines 32 through 38 of one column before completing the next column.					
32 If only Part I or Part II is completed, enter the amount in each column from line 19 or line 31. If both parts are completed, enter the smaller of the amounts in each column from line 19 or line 31	32	0.	0.	0.	0.
33 Add the amounts in all preceding columns of line 38. See instructions	33				
34 Adjusted seasonal or annualized income installments. Subtract line 33 from line 32. If zero or less, enter -0- ...	34				
35 Enter 25% (0.25) of line 5 on page 1 of Form 2220 in each column. Note: "Large corporations," see the instructions for line 10 for the amounts to enter	35	23,727.	23,728.	23,727.	23,727.
36 Subtract line 38 of the preceding column from line 37 of the preceding column	36		23,727.	47,455.	71,182.
37 Add lines 35 and 36	37	23,727.	47,455.	71,182.	94,909.
38 Required installments. Enter the smaller of line 34 or line 37 here and on page 1 of Form 2220, line 10. See instructions	38	0.	0.	0.	0.

Form 2220 (2018)

** ANNUALIZED INCOME INSTALLMENT METHOD USING OPTION 1

FORM 990-PF

GAIN OR (LOSS) FROM SALE OF ASSETS

STATEMENT 1

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
PROGRAM-RELATED INVESTMENTS GAIN/LOSS		PURCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
148,666.	0.	0.	0.	148,666.	

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
P/T: CNX - L/T (SEE STMT 16C)					
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
0.	0.	0.	0.	0.	

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
P/T: NEWTYN TE PARTNERS - S/T (SEE STMT 16E)		PURCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
0.	0.	0.	0.	0.	

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
P/T: CIM ENTERPRISE LOAN FUND - S/T (SEE STMT 16G)		PURCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
0.	0.	0.	0.	0.	

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
P/T: DIAMOND STATE VENTURES III - L/T (SEE STMT 16B)	PURCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,866.	2,866.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
LOSS ON DISPOSITION OF ASSETS	PURCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	3,677.	0.	0.	-3,677.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
P/T: DIAMOND STATE VENTURES II - L/T (SEE STMT 16A)	PURCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
58,085.	58,085.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
P/T: GQG PARTNERS - S/T (SEE STMT 16M)	PURCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
59,122.	59,122.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
P/T: NEWTYN TE PARTNERS - L/T (SEE STMT 16E)	PURCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
114,978.	114,978.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
P/T: FUND FOR ARKANSAS' FUTURE - L/T (SEE STMT 16J)	PURCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
116,114.	116,114.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
CAPITAL GAIN DISTRIBUTIONS	PURCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
411,165.	411,165.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
P/T: GQG PARTNERS - L/T (SEE STMT 16M)	PURCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
727,528.	727,528.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
GAIN/LOSS FROM PUBLICLY-TRADED SECURITIES				
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
10,671,926.	8,592,092.	0.	0.	2,079,834.

CAPITAL GAINS DIVIDENDS FROM PART IV

0.

TOTAL TO FORM 990-PF, PART I, LINE 6A

2,224,823.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
ADVISORY RESEARCH INTEREST INCOME	41.	23.	0.
AQR STYLE PREMIA INTEREST INCOME	27.	15.	0.
ARIEL INT'L INTEREST INCOME	48.	27.	0.
BLACKROCK INTEREST INCOME	4.	16,421.	0.
BLACKROCK ISHARES INTEREST INCOME	1,007.	578.	0.
BRECKINRIDGE CAPITAL ADVISORS INTEREST	143,874.	146,662.	0.
BROWN INTEREST INCOME	112.	2.	0.
CBRE INTEREST INCOME	3.	3.	0.
CCM INTEREST	163,254.	4,144.	0.
GQG INTERNATIONAL INTEREST	1,272.	704.	0.
ILLUMEN CAPITAL INTEREST INCOME	92.	51.	0.
INTEREST INCOME - NT CASH 344	0.	16,020.	0.
INTEREST ON CHECKING ACCOUNT	2,319.	4,944.	0.
NORTHERN TRUST STIF INTEREST INCOME	25,182.	25,182.	0.
NT BARCLAYS AGG INTEREST INCOME	184,984.	149,083.	0.
NTGI GROWTH RUSSELL 1000 INTEREST INCOME	37.	2,816.	0.
OAKVIEW INTEREST INCOME	25,703.	14,236.	0.
PASSTHROUGH INTEREST INCOME	0.	488,405.	0.
PRI INCOME	22,604.	22,604.	0.
RENAISSANCE INTEREST INCOME	608.	337.	0.
RUSSELL 1000 VALUE INTEREST	0.	3,360.	0.
TOTAL TO PART I, LINE 3	571,171.	895,617.	0.

FORM 990-PF

DIVIDENDS AND INTEREST FROM SECURITIES

STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ADVISORY RESEARCH DIVIDEND INCOME	-19,488.	0.	-19,488.	1,043.	0.
AQR STYLE PREMIA DIVIDEND INCOME	18,731.	0.	18,731.	18,743.	0.
ARIEL INT'L DIVIDEND INCOME	163,422.	0.	163,422.	200,754.	0.
BLACKROCK DIVIDEND INCOME	37,377.	0.	37,377.	20,151.	0.
BLACKROCK ISHARES DIVIDEND INCOME	195,986.	0.	195,986.	224,148.	0.
BRECKINRIDGE DIVIDENDS	0.	0.	0.	448.	0.
BROWN DIVIDEND INCOME	648.	0.	648.	11,461.	0.
CBRE DIVIDEND INCOME	-110.	0.	-110.	2.	0.
CCM DIVIDENDS	0.	0.	0.	157,359.	0.
ELEVAR EQUITY IV DIVIDENDS	4,587.	0.	4,587.	0.	0.
GQG INTERNATIONAL DIVIDENDS	0.	0.	0.	567.	0.
ILLUMEN CAPITAL DIVIDENDS	0.	0.	0.	41.	0.
NT CASH DIVIDEND INCOME	0.	0.	0.	12,903.	0.
NTAM R1000 VALUE FUND DIVIDEND	293,711.	0.	293,711.	265,028.	0.
NTGI RUSSELL 1000 GROWTH DIVIDEND INCOME	162,336.	0.	162,336.	132,578.	0.
OAKVIEW VALUE DIVIDEND INCOME	100,920.	0.	100,920.	82,037.	0.
PASSTHROUGH DIVIDEND INCOME	0.	0.	0.	352,677.	0.
PRI DIVIDEND INCOME	78,541.	0.	78,541.	78,541.	0.
RANGER DIVIDENDS	-824.	0.	-824.	0.	0.
RENAISSANCE DIVIDENDS	0.	0.	0.	271.	0.
TO PART I, LINE 4	1,035,837.	0.	1,035,837.	1,558,752.	0.

FORM 990-PF

OTHER INCOME

STATEMENT 4

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
BLACKROCK	0.	809.	0.
NT BOND INDEX	0.	2,257.	0.
CCM	0.	1,751.	0.
RUSSELL 1000 VALUE	0.	2,128.	0.
RUSSELL 1000 GROWTH	0.	2,714.	0.
OTHER INCOME FROM PASSTHROUGH	0.	61,162.	0.
BROWN	0.	757.	0.
TOTAL TO FORM 990-PF, PART I, LINE 11	0.	71,578.	0.

FORM 990-PF

LEGAL FEES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL SERVICES	11,235.	3,137.	0.	8,098.
TO FM 990-PF, PG 1, LN 16A	11,235.	3,137.	0.	8,098.

FORM 990-PF

ACCOUNTING FEES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	7,508.	0.	0.	7,508.
AUDIT	33,982.	27,186.	0.	6,796.
TAX PREPARATION	12,450.	0.	0.	12,450.
TO FORM 990-PF, PG 1, LN 16B	53,940.	27,186.	0.	26,754.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CASH ACCOUNT MANAGEMENT FEES	0.	455.	0.	0.
INVESTMENT OVERSIGHT TRUSTEE FEES - NT BOND INDEX	260,423.	260,423.	0.	0.
CUSTODIAL BANK FEES	109,401.	109,401.	0.	0.
PROFESSIONAL FEES - NT BOND INDEX	0.	864.	0.	0.
NT INVESTMENT MANAGEMENT FEES	18,665.	18,665.	0.	0.
BRECKINRIDGE INVESTMENT MANAGEMENT FEES	5,167.	5,158.	0.	0.
OAKVIEW MANAGEMENT FEE	33,027.	77,439.	0.	0.
OUTCOMES ASSESSMENT	10,626.	0.	0.	11,123.
OTHER CONSULTING	12,774.	0.	0.	13,814.
GRANTEE TECHNICAL ASSISTANCE	124,496.	0.	0.	124,719.
INVESTMENT EXPENSES ALLOCATION	127,967.	127,967.	0.	0.
TO FORM 990-PF, PG 1, LN 16C	702,546.	603,181.	0.	149,656.

FORM 990-PF

TAXES

STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	0.	98,883.	0.	0.
TO FORM 990-PF, PG 1, LN 18	0.	98,883.	0.	0.

FORM 990-PF

OTHER EXPENSES

STATEMENT 9

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES	71.	0.	0.	71.
INSURANCE	17,833.	0.	0.	17,833.
POSTAGE	692.	0.	0.	692.
DUES & SUBSCRIPTIONS	91,601.	0.	0.	91,601.
OFFICE EXPENSE	125,266.	0.	0.	121,266.
PROGRAM EXPENSES	277,707.	0.	0.	299,386.
ACCRUAL TO CASH	0.	0.	0.	-339,992.
PASSTHROUGH PORTFOLIO DEDUCTIONS	0.	395,827.	0.	0.
CONVENTIONS AND MEETINGS	203,265.	0.	0.	198,574.
PROFESSIONAL DEVELOPMENT	61,412.	0.	0.	61,412.
TRUSTEE OPERATIONS EXPENSE	43,079.	0.	0.	43,079.
TENANT IMPROVEMENT ALLOWANCE	30,676.	0.	0.	0.
BOARD COMMITTEE SUPPORT	100.	0.	0.	0.
UBIT - CURRENT YEAR	1,607.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 23	853,309.	395,827.	0.	493,922.

FORM 990-PF

OTHER DECREASES IN NET ASSETS OR FUND BALANCES

STATEMENT 10

DESCRIPTION	AMOUNT
UNREALIZED GAINS/(LOSSES) ON INVESTMENTS	10,827,306.
TOTAL TO FORM 990-PF, PART III, LINE 5	10,827,306.

FORM 990-PF

CORPORATE STOCK

STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
NTGI RUSSELL 1000 GROWTH EQUITY	10,367,872.	10,367,872.
RUSSELL 1000 VALUE EQUITIES	10,481,725.	10,481,725.
OAKVIEW EQUITY	4,450,436.	4,450,436.
KABOUTER INT'L OPP OFFSHORE FUND EQUITY	3,778,150.	3,778,150.
BROWN SUSTAINABLE GROWTH EQUITY	5,843,847.	5,843,847.
ARIEL INT'L FUND EQUITY	12,310,334.	12,310,334.
BLACKROCK EQUITY	4,083,920.	4,083,920.
AQR STYLE PREMIA EQUITY	1,745,846.	1,745,846.
FORT GLOBAL OFFSHORE FUND EQUITY	1,947,396.	1,947,396.
COATUE	1,633,987.	1,633,987.
LAKEWOOD	1,454,779.	1,454,779.
SENTINEL DOME	1,753,137.	1,753,137.
COMPLUS ASIA	1,678,073.	1,678,073.
VARADERO	1,780,851.	1,780,851.
HOLLIS PARK	1,508,264.	1,508,264.
GQG INT'L FUND EQUITY	12,425,288.	12,425,288.
BLACKROCK ISHARES EQUITY	8,994,008.	8,994,008.
CIM ENTERPRISE LOAN FUND	3,227,773.	3,227,773.
LONG POND OFFSHORE FUND EQUITY	2,681,156.	2,681,156.
ELIZABETH PARK CAPITAL OFFSHORE	1,441,330.	1,441,330.
BAIN CAPITAL DOUBLE IMPACT PRIVATE PARTNERSHIP	371,213.	371,213.
MATERIAL IMPACT	287,720.	287,720.
ELEVAR EQUITY IV	193,986.	193,986.
ILLUMEN CAPITAL	297,014.	297,014.
IMPACT AMERICA	121,129.	121,129.
TOTAL TO FORM 990-PF, PART II, LINE 10B	94,859,234.	94,859,234.

FORM 990-PF

CORPORATE BONDS

STATEMENT 12

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
NORTHERN TRUST BARCLAYS AGG BOND FUND	5,609,534.	5,609,534.
CCM FIXED INCOME FUND	5,937,590.	5,937,590.
BRECKINRIDGE CAPITAL FIXED INCOME	5,795,933.	5,795,933.
TOTAL TO FORM 990-PF, PART II, LINE 10C	17,343,057.	17,343,057.

FORM 990-PF

OTHER ASSETS

STATEMENT 13

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
PROGRAM RELATED INVESTMENTS	7,611,695.	7,535,605.	7,535,605.
ACCRUED INTEREST RECEIVABLE	137,373.	119,893.	119,893.
WRCT IN LIEU OF GRANT RECEIVABLE	22,250.	0.	0.
TO FORM 990-PF, PART II, LINE 15	7,771,318.	7,655,498.	7,655,498.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 14

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
SHERECE WEST-SCANTLEBURY 225 EAST MARKHAM STREET, STE 200 LITTLE ROCK, AR 72201	PRESIDENT & CEO 50.00	369,645.	55,972.	0.
ANDREA DOBSON 225 EAST MARKHAM STREET, STE 200 LITTLE ROCK, AR 72201	COFO 50.00	270,843.	58,518.	0.
LISENNE ROCKEFELLER 225 EAST MARKHAM STREET, STE 200 LITTLE ROCK, AR 72201	DIRECTOR 1.90	0.	0.	0.
DAVID RAINEY 225 EAST MARKHAM STREET, STE 200 LITTLE ROCK, AR 72201	CHAIRMAN 4.19	0.	0.	0.
KILOLO KIJAKAZI 225 EAST MARKHAM STREET, STE 200 LITTLE ROCK, AR 72201	DIRECTOR 1.66	0.	0.	0.
ROSA VELAZQUEZ 225 EAST MARKHAM STREET, STE 200 LITTLE ROCK, AR 72201	DIRECTOR 1.51	0.	0.	0.
REGAN GRUBER MOFFITT 225 EAST MARKHAM STREET, STE 200 LITTLE ROCK, AR 72201	BOARD SECRETARY AND VICE P 50.00	177,447.	33,165.	0.
FREDDIE BLACK 225 EAST MARKHAM STREET, STE 200 LITTLE ROCK, AR 72201	DIRECTOR 2.19	0.	0.	0.
HELEN DORADO ALESSI 225 EAST MARKHAM STREET, STE 200 LITTLE ROCK, AR 72201	DIRECTOR 1.46	0.	0.	0.
CALVIN WHITE 225 EAST MARKHAM STREET, STE 200 LITTLE ROCK, AR 72201	VICE CHAIRMAN 1.40	0.	0.	0.

THE WINTHROP ROCKEFELLER FOUNDATION71-0285871

MIKE MALONE 225 EAST MARKHAM STREET, STE 200 LITTLE ROCK, AR 72201	DIRECTOR 2.14	0.	0.	0.
CHRIS VINCENT 225 EAST MARKHAM STREET, STE 200 LITTLE ROCK, AR 72201	DIRECTOR 2.21	0.	0.	0.
CHRIS CARDONA 225 EAST MARKHAM STREET, STE 200 LITTLE ROCK, AR 72201	DIRECTOR 1.89	0.	0.	0.
WIN ROCKEFELLER, JR 225 EAST MARKHAM STREET, STE 200 LITTLE ROCK, AR 72201	DIRECTOR 2.24	0.	0.	0.
CHARLOTTE GREEN 225 EAST MARKHAM STREET, STE 200 LITTLE ROCK, AR 72201	DIRECTOR 1.97	0.	0.	0.
KIISHA MORROW 225 EAST MARKHAM STREET, STE 200 LITTLE ROCK, AR 72201	DIRECTOR 2.16	0.	0.	0.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

817,935.	147,655.	0.
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FORM 990-PF

EXPENDITURE RESPONSIBILITY STATEMENT
PART VII-B, LINE 5C

STATEMENT 15

GRANTEE'S NAME

BATESVILLE AREA CHAMBER OF COMMERCE

GRANTEE'S ADDRESS409 VINE STREET
BATESVILLE, AR 72501

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>	<u>VERIFICATION DATE</u>
65,000.	04/01/16	65,000.	07/15/18

PURPOSE OF GRANT

SEE STATEMENT 21

DATES OF REPORTS BY GRANTEE

7/15/2018

RESULTS OF VERIFICATION

THE GRANTEE HAS SUBMITTED DETAILED SUPPORTING DOCUMENTATION FOR THE USE OF THE FUNDS. THE WINTHROP ROCKEFELLER FOUNDATION DEEMED FURTHER VERIFICATION OF THE GRANTEE'S REPORT UNNECESSARY.

GRANTEE'S NAME

MARY REYNOLDS BABCOCK FOUNDATION, INC.

GRANTEE'S ADDRESS

2920 REYNOLDA ROAD
WINSTON-SALEM, NC 27106

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>	<u>VERIFICATION DATE</u>
500,000.	09/29/16	333,334.	01/29/19

PURPOSE OF GRANT

SEE STATMENT 21

DATES OF REPORTS BY GRANTEE

1/29/2019

RESULTS OF VERIFICATION

THE GRANTEE HAS SUBMITTED DETAILED SUPPORTING DOCUMENTATION FOR THE USE OF THE FUNDS. THE WINTHROP ROCKEFELLER FOUNDATION DEEMED FURTHER VERIFICATION OF THE GRANTEE'S REPORT UNNECESSARY.

GENERAL EXPLANATION

STATEMENT 16

FORM/LINE IDENTIFIER AND DESCRIPTION/RETURN REFERENCE

PART XIII, LINE 7 - REG 53.4942(A)-3(C)(2) ELECTION STATEMENT

EXPLANATION:

THE TAXPAYER (THE WINTHROP ROCKEFELLER FOUNDATION, EIN 71-0285871) HEREBY ELECTS UNDER REGULATION 53.4942(A)-3(C)(2) TO TREAT \$89,000 OF PRIOR-YEAR DISTRIBUTIONS MADE OUT OF CORPUS AS A CURRENT-YEAR DISTRIBUTION OUT OF CORPUS IN ORDER TO SATISFY THE REQUIREMENTS OF SECTION 4942(G)(3). THE PRIOR-YEAR DISTRIBUTIONS DESCRIBED ABOVE WERE TREATED UNDER REGULATION 53.4942(A)-3(D)(1)(III) AS DISTRIBUTIONS OUT OF CORPUS DURING THE TAXABLE YEAR ENDING DECEMBER 31, 2015.

Exempt Organization Business Income Tax Return
(and proxy tax under section 6033(e))**2018**Department of the Treasury
Internal Revenue Service

For calendar year 2018 or other tax year beginning _____, and ending _____

▶ Go to www.irs.gov/Form990T for instructions and the latest information.

▶ Do not enter SSN numbers on this form as it may be made public if your organization is a 501(c)(3).

Open to Public Inspection for
501(c)(3) Organizations Only

A <input type="checkbox"/> Check box if address changed		Name of organization (<input type="checkbox"/> Check box if name changed and see instructions.) THE WINTHROP ROCKEFELLER FOUNDATION		D Employer identification number (Employees' trust, see instructions.) 71-0285871	
B Exempt under section <input type="checkbox"/> 501(c)() <input type="checkbox"/> 408(e) <input type="checkbox"/> 220(e) <input type="checkbox"/> 408A <input type="checkbox"/> 530(a) <input type="checkbox"/> 529(a)		Print or Type Number, street, and room or suite no. If a P.O. box, see instructions. 225 EAST MARKHAM STREET, NO. 200 City or town, state or province, country, and ZIP or foreign postal code LITTLE ROCK, AR 72201		E Unrelated business activity code (See instructions.) 525990	
C Book value of all assets at end of year 130,783,646.		F Group exemption number (See instructions.) ▶			
		G Check organization type ▶ <input checked="" type="checkbox"/> 501(c) corporation <input type="checkbox"/> 501(c) trust <input type="checkbox"/> 401(a) trust <input type="checkbox"/> Other trust			

H Enter the number of the organization's unrelated trades or businesses. ▶ **1** Describe the only (or first) unrelated trade or business here ▶ **INVESTMENTS**. If only one, complete Parts I-V. If more than one, describe the first in the blank space at the end of the previous sentence, complete Parts I and II, complete a Schedule M for each additional trade or business, then complete Parts III-V.

I During the tax year, was the corporation a subsidiary in an affiliated group or a parent-subsidiary controlled group? ▶ ☐ Yes ☒ No
If "Yes," enter the name and identifying number of the parent corporation. ▶

J The books are in care of ▶ **ANDREA M. DOBSON** Telephone number ▶ **(501) 376-6854**

Part I Unrelated Trade or Business Income				(A) Income	(B) Expenses	(C) Net
1a Gross receipts or sales						
b Less returns and allowances		c Balance ▶	1c			
2 Cost of goods sold (Schedule A, line 7)			2			
3 Gross profit. Subtract line 2 from line 1c			3			
4a Capital gain net income (attach Schedule D)			4a			
b Net gain (loss) (Form 4797, Part II, line 17) (attach Form 4797)			4b	6,043.		6,043.
c Capital loss deduction for trusts			4c			
5 Income (loss) from a partnership or an S corporation (attach statement)			5	-13,522.	STMT 17	-13,522.
6 Rent income (Schedule C)			6			
7 Unrelated debt-financed income (Schedule E)			7			
8 Interest, annuities, royalties, and rents from a controlled organization (Schedule F)			8			
9 Investment income of a section 501(c)(7), (9), or (17) organization (Schedule G)			9			
10 Exploited exempt activity income (Schedule I)			10			
11 Advertising income (Schedule J)			11			
12 Other income (See instructions; attach schedule)			12			
13 Total. Combine lines 3 through 12			13	-7,479.		-7,479.

Part II Deductions Not Taken Elsewhere (See instructions for limitations on deductions.)
(Except for contributions, deductions must be directly connected with the unrelated business income.)

14 Compensation of officers, directors, and trustees (Schedule K)		14	
15 Salaries and wages		15	
16 Repairs and maintenance		16	
17 Bad debts		17	
18 Interest (attach schedule) (see instructions)		18	
19 Taxes and licenses		19	
20 Charitable contributions (See instructions for limitation rules)		20	
21 Depreciation (attach Form 4562)	21		
22 Less depreciation claimed on Schedule A and elsewhere on return	22a	22b	
23 Depletion		23	
24 Contributions to deferred compensation plans		24	
25 Employee benefit programs		25	
26 Excess exempt expenses (Schedule I)		26	
27 Excess readership costs (Schedule J)		27	
28 Other deductions (attach schedule)		28	
29 Total deductions. Add lines 14 through 28		29	0.
30 Unrelated business taxable income before net operating loss deduction. Subtract line 29 from line 13		30	-7,479.
31 Deduction for net operating loss arising in tax years beginning on or after January 1, 2018 (see instructions)		31	
32 Unrelated business taxable income. Subtract line 31 from line 30		32	-7,479.

Part III Total Unrelated Business Taxable Income

33	Total of unrelated business taxable income computed from all unrelated trades or businesses (see instructions)	33	- 7,479.
34	Amounts paid for disallowed fringes	34	8,026.
35	Deduction for net operating loss arising in tax years beginning before January 1, 2018 (see instructions) STMT 18	35	547.
36	Total of unrelated business taxable income before specific deduction. Subtract line 35 from the sum of lines 33 and 34	36	
37	Specific deduction (Generally \$1,000, but see line 37 instructions for exceptions)	37	1,000.
38	Unrelated business taxable income. Subtract line 37 from line 36. If line 37 is greater than line 36, enter the smaller of zero or line 36	38	0.

Part IV Tax Computation

39	Organizations Taxable as Corporations. Multiply line 38 by 21% (0.21)	39	0.
40	Trusts Taxable at Trust Rates. See instructions for tax computation. Income tax on the amount on line 38 from: <input type="checkbox"/> Tax rate schedule or <input type="checkbox"/> Schedule D (Form 1041)	40	
41	Proxy tax. See instructions	41	
42	Alternative minimum tax (trusts only)	42	
43	Tax on Noncompliant Facility Income. See instructions	43	
44	Total. Add lines 41, 42, and 43 to line 39 or 40, whichever applies	44	0.

Part V Tax and Payments

45a	Foreign tax credit (corporations attach Form 1118; trusts attach Form 1116)	45a	
b	Other credits (see instructions)	45b	
c	General business credit. Attach Form 3800	45c	
d	Credit for prior year minimum tax (attach Form 8801 or 8827)	45d	
e	Total credits. Add lines 45a through 45d	45e	
46	Subtract line 45e from line 44	46	0.
47	Other taxes. Check if from: <input type="checkbox"/> Form 4255 <input type="checkbox"/> Form 8611 <input type="checkbox"/> Form 8697 <input type="checkbox"/> Form 8866 <input type="checkbox"/> Other (attach schedule)	47	
48	Total tax. Add lines 46 and 47 (see instructions)	48	0.
49	2018 net 965 tax liability paid from Form 965-A or Form 965-B, Part II, column (k), line 2	49	0.
50a	Payments: A 2017 overpayment credited to 2018	50a	2,000.
b	2018 estimated tax payments	50b	2,000.
c	Tax deposited with Form 8868	50c	
d	Foreign organizations: Tax paid or withheld at source (see instructions)	50d	
e	Backup withholding (see instructions)	50e	
f	Credit for small employer health insurance premiums (attach Form 8941)	50f	
g	Other credits, adjustments, and payments: <input type="checkbox"/> Form 2439 <input type="checkbox"/> Form 4136 <input type="checkbox"/> Other Total	50g	
51	Total payments. Add lines 50a through 50g	51	4,000.
52	Estimated tax penalty (see instructions). Check if Form 2220 is attached <input type="checkbox"/>	52	
53	Tax due. If line 51 is less than the total of lines 48, 49, and 52, enter amount owed	53	
54	Overpayment. If line 51 is larger than the total of lines 48, 49, and 52, enter amount overpaid	54	4,000.
55	Enter the amount of line 54 you want: Credited to 2019 estimated tax 4,000. Refunded	55	0.

Part VI Statements Regarding Certain Activities and Other Information (see instructions)

56	At any time during the 2018 calendar year, did the organization have an interest in or a signature or other authority over a financial account (bank, securities, or other) in a foreign country? If "Yes," the organization may have to file FinCEN Form 114, Report of Foreign Bank and Financial Accounts. If "Yes," enter the name of the foreign country here	Yes	No
57	During the tax year, did the organization receive a distribution from, or was it the grantor of, or transferor to, a foreign trust? If "Yes," see instructions for other forms the organization may have to file.		X
58	Enter the amount of tax-exempt interest received or accrued during the tax year \$		

Sign Here

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

Signature of officer _____ Date _____ **COFO** Title _____

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
MICHELLE MANN	MICHELLE MANN	08/23/19		P01064483
Firm's name HOGANTAYLOR, LLP			Firm's EIN 73-1413977	
Firm's address 11300 CANTRELL ROAD, SUITE 301				
LITTLE ROCK, AR 72212			Phone no. 501-227-5800	

Schedule A - Cost of Goods Sold. Enter method of inventory valuation ► **N/A**

1 Inventory at beginning of year	1		6 Inventory at end of year	6	
2 Purchases	2		7 Cost of goods sold. Subtract line 6		
3 Cost of labor	3		from line 5. Enter here and in Part I,		
4a Additional section 263A costs			line 2	7	
(attach schedule)	4a		8 Do the rules of section 263A (with respect to		Yes No
b Other costs (attach schedule)	4b		property produced or acquired for resale) apply to		
5 Total. Add lines 1 through 4b	5		the organization?		

Schedule C - Rent Income (From Real Property and Personal Property Leased With Real Property)

(see instructions)

1. Description of property(1)
(2)
(3)
(4)**2.** Rent received or accrued

(a) From personal property (if the percentage of rent for personal property is more than 10% but not more than 50%)	(b) From real and personal property (if the percentage of rent for personal property exceeds 50% or if the rent is based on profit or income)	3(a) Deductions directly connected with the income in columns 2(a) and 2(b) (attach schedule)
(1)		
(2)		
(3)		
(4)		
Total 0.	Total 0.	

(c) Total income. Add totals of columns 2(a) and 2(b). Enter here and on page 1, Part I, line 6, column (A) ►**(b) Total deductions.**

Enter here and on page 1, Part I, line 6, column (B) ... ►

0.

0.

Schedule E - Unrelated Debt-Financed Income (see instructions)

1. Description of debt-financed property	2. Gross income from or allocable to debt-financed property	3. Deductions directly connected with or allocable to debt-financed property	
		(a) Straight line depreciation (attach schedule)	(b) Other deductions (attach schedule)
(1)			
(2)			
(3)			
(4)			
4. Amount of average acquisition debt on or allocable to debt-financed property (attach schedule)	5. Average adjusted basis of or allocable to debt-financed property (attach schedule)	6. Column 4 divided by column 5	7. Gross income reportable (column 2 x column 6)
(1)		%	
(2)		%	
(3)		%	
(4)		%	
		Enter here and on page 1, Part I, line 7, column (A).	Enter here and on page 1, Part I, line 7, column (B).
Totals		0.	0.
Total dividends-received deductions included in column 8			0.

Form 990-T (2018)

Schedule F - Interest, Annuities, Royalties, and Rents From Controlled Organizations (see instructions)

1. Name of controlled organization	2. Employer identification number	Exempt Controlled Organizations			
		3. Net unrelated income (loss) (see instructions)	4. Total of specified payments made	5. Part of column 4 that is included in the controlling organization's gross income	6. Deductions directly connected with income in column 5
(1)					
(2)					
(3)					
(4)					

Nonexempt Controlled Organizations

7. Taxable income	8. Net unrelated income (loss) (see instructions)	9. Total of specified payments made	10. Part of column 9 that is included in the controlling organization's gross income	11. Deductions directly connected with income in column 10
(1)				
(2)				
(3)				
(4)				
			Add columns 5 and 10. Enter here and on page 1, Part I, line 8, column (A).	Add columns 6 and 11. Enter here and on page 1, Part I, line 8, column (B).
Totals			0.	0.

Schedule G - Investment Income of a Section 501(c)(7), (9), or (17) Organization

(see instructions)

1. Description of income	2. Amount of income	3. Deductions directly connected (attach schedule)	4. Set-asides (attach schedule)	5. Total deductions and set-asides (col. 3 plus col. 4)
(1)				
(2)				
(3)				
(4)				
		Enter here and on page 1, Part I, line 9, column (A).		Enter here and on page 1, Part I, line 9, column (B).
Totals		0.		0.

Schedule I - Exploited Exempt Activity Income, Other Than Advertising Income

(see instructions)

1. Description of exploited activity	2. Gross unrelated business income from trade or business	3. Expenses directly connected with production of unrelated business income	4. Net income (loss) from unrelated trade or business (column 2 minus column 3). If a gain, compute cols. 5 through 7.	5. Gross income from activity that is not unrelated business income	6. Expenses attributable to column 5	7. Excess exempt expenses (column 6 minus column 5, but not more than column 4).
(1)						
(2)						
(3)						
(4)						
		Enter here and on page 1, Part I, line 10, col. (A).	Enter here and on page 1, Part I, line 10, col. (B).			Enter here and on page 1, Part II, line 26.
Totals		0.	0.			0.

Schedule J - Advertising Income (see instructions)**Part I Income From Periodicals Reported on a Consolidated Basis**

1. Name of periodical	2. Gross advertising income	3. Direct advertising costs	4. Advertising gain or (loss) (col. 2 minus col. 3). If a gain, compute cols. 5 through 7.	5. Circulation income	6. Readership costs	7. Excess readership costs (column 6 minus column 5, but not more than column 4).
(1)						
(2)						
(3)						
(4)						
Totals (carry to Part II, line (5))		0.	0.			0.

Part II **Income From Periodicals Reported on a Separate Basis** (For each periodical listed in Part II, fill in columns 2 through 7 on a line-by-line basis.)

1. Name of periodical	2. Gross advertising income	3. Direct advertising costs	4. Advertising gain or (loss) (col. 2 minus col. 3). If a gain, compute cols. 5 through 7.	5. Circulation income	6. Readership costs	7. Excess readership costs (column 6 minus column 5, but not more than column 4).
(1)						
(2)						
(3)						
(4)						
Totals from Part I	0.	0.				0.
	Enter here and on page 1, Part I, line 11, col. (A).	Enter here and on page 1, Part I, line 11, col. (B).				Enter here and on page 1, Part II, line 27.
Totals, Part II (lines 1-5)	0.	0.				0.

Schedule K - Compensation of Officers, Directors, and Trustees (see instructions)

1. Name	2. Title	3. Percent of time devoted to business	4. Compensation attributable to unrelated business
(1)		%	
(2)		%	
(3)		%	
(4)		%	
Total. Enter here and on page 1, Part II, line 14			0.

FORM 990-T	INCOME (LOSS) FROM PARTNERSHIPS	STATEMENT 17
------------	---------------------------------	--------------

DESCRIPTION	NET INCOME OR (LOSS)
SJF VENTURES - ORDINARY BUSINESS INCOME (LOSS)	-8,125.
CNX - ORDINARY BUSINESS INCOME (LOSS)	-5,397.
TOTAL INCLUDED ON FORM 990-T, PAGE 1, LINE 5	-13,522.

FORM 990-T	NET OPERATING LOSS DEDUCTION	STATEMENT 18
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TAX YEAR	LOSS SUSTAINED	LOSS PREVIOUSLY APPLIED	LOSS REMAINING	AVAILABLE THIS YEAR
12/31/11	7,476.	5,549.	1,927.	1,927.
12/31/12	39,722.	0.	39,722.	39,722.
NOL CARRYOVER AVAILABLE THIS YEAR			41,649.	41,649.

71-0285871

1

Form **4797** (2018)

Part III Gain From Disposition of Property Under Sections 1245, 1250, 1252, 1254, and 1255 (see instructions)

19 (a) Description of section 1245, 1250, 1252, 1254, or 1255 property:		(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)
A			
B			
C			
D			
These columns relate to the properties on lines 19A through 19D.		Property A	Property B
		Property C	Property D
20 Gross sales price (Note: See line 1 before completing.)	20		
21 Cost or other basis plus expense of sale	21		
22 Depreciation (or depletion) allowed or allowable	22		
23 Adjusted basis. Subtract line 22 from line 21	23		
24 Total gain. Subtract line 23 from line 20	24		
25 If section 1245 property:			
a Depreciation allowed or allowable from line 22	25a		
b Enter the smaller of line 24 or 25a	25b		
26 If section 1250 property: If straight line depreciation was used, enter -0- on line 26g, except for a corporation subject to section 291.			
a Additional depreciation after 1975. See instructions	26a		
b Applicable percentage multiplied by the smaller of line 24 or line 26a. See instructions	26b		
c Subtract line 26a from line 24. If residential rental property or line 24 isn't more than line 26a, skip lines 26d and 26e	26c		
d Additional depreciation after 1969 and before 1976	26d		
e Enter the smaller of line 26c or 26d	26e		
f Section 291 amount (corporations only)	26f		
g Add lines 26b, 26e, and 26f	26g		
27 If section 1252 property: Skip this section if you didn't dispose of farmland or if this form is being completed for a partnership.			
a Soil, water, and land clearing expenses	27a		
b Line 27a multiplied by applicable percentage	27b		
c Enter the smaller of line 24 or 27b	27c		
28 If section 1254 property:			
a Intangible drilling and development costs, expenditures for development of mines and other natural deposits, mining exploration costs, and depletion. See instructions	28a		
b Enter the smaller of line 24 or 28a	28b		
29 If section 1255 property:			
a Applicable percentage of payments excluded from income under section 126. See instructions	29a		
b Enter the smaller of line 24 or 29a. See instructions	29b		

Summary of Part III Gains. Complete property columns A through D through line 29b before going to line 30.

30 Total gains for all properties. Add property columns A through D, line 24	30	
31 Add property columns A through D, lines 25b, 26g, 27c, 28b, and 29b. Enter here and on line 13	31	
32 Subtract line 31 from line 30. Enter the portion from casualty or theft on Form 4684, line 33. Enter the portion from other than casualty or theft on Form 4797, line 6	32	

Part IV Recapture Amounts Under Sections 179 and 280F(b)(2) When Business Use Drops to 50% or Less (see instructions)

	(a) Section 179	(b) Section 280F(b)(2)
33 Section 179 expense deduction or depreciation allowable in prior years	33	
34 Recomputed depreciation. See instructions	34	
35 Recapture amount. Subtract line 34 from line 33. See the instructions for where to report	35	

**Application for Automatic Extension of Time To File an
Exempt Organization Return**

OMB No. 1545-1709

► **File a separate application for each return.**
 ► **Go to www.irs.gov/Form8868 for the latest information.**

Electronic filing (e-file). You can electronically file Form 8868 to request a 6-month automatic extension of time to file any of the forms listed below with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, for which an extension request must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/e-file-providers/e-file-for-charities-and-non-profits.

Automatic 6-Month Extension of Time. Only submit original (no copies needed).

All corporations required to file an income tax return other than Form 990-T (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

		Enter filer's identifying number
Type or print <small>File by the due date for filing your return. See instructions.</small>	Name of exempt organization or other filer, see instructions. THE WINTHROP ROCKEFELLER FOUNDATION	Employer identification number (EIN) or 71-0285871
	Number, street, and room or suite no. If a P.O. box, see instructions. 225 EAST MARKHAM STREET, NO. 200	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. LITTLE ROCK, AR 72201	

Enter the Return Code for the return that this application is for (file a separate application for each return) 0 7

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

ANDREA M. DOBSON

- The books are in the care of ► **225 EAST MARKHAM STREET, STE 200 - LITTLE ROCK, AR 72201**
 Telephone No. ► **(501) 376-6854** Fax No. ► _____

- If the organization does not have an office or place of business in the United States, check this box ☐
 • If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 1** I request an automatic 6-month extension of time until **NOVEMBER 15, 2019**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
 ► ☒ calendar year **2018** or
 ► ☐ tax year beginning _____, and ending _____.

- 2** If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	2,000.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	2,000.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

Caution: If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

Schedule K-1
(Form 1065)
Department of the Treasury
Internal Revenue Service

2018

For calendar year 2018, or tax year

beginning

ending

Partner's Share of Income, Deductions, Credits, etc.

▶ See separate instructions.

Part I Information About the Partnership	
A Partnership's employer identification number 20-8030038	
B Partnership's name, address, city, state, and ZIP code DIAMOND STATE VENTURES II, L.P. 200 RIVER MARKET AVENUE, SUITE 400 LITTLE ROCK, AR 72201	
C IRS Center where partnership filed return E-FILE	
D Check if this is a publicly traded partnership (PTP)	
Part II Information About the Partner	
E Partner's identifying number 71-0285871	
F Partner's name, address, city, state, and ZIP code WINTHROP ROCKEFELLER FOUNDATION 225 EAST MARKHAM ST, SUITE 200 LITTLE ROCK, AR 72201	
G General partner or LLC <input checked="" type="checkbox"/> Limited partner or other LLC member-manager member	
H <input checked="" type="checkbox"/> Domestic partner Foreign partner	
I1 What type of entity is this partner? <u>EXEMPT ORGANIZATION</u>	
I2 If this partner is a retirement plan (IRA/SEP/Keogh/etc.), check here	
J Partner's share of profit, loss, and capital:	
Beginning	Ending
Profit <u>VARIOUS</u> %	<u>VARIOUS</u> %
Loss <u>VARIOUS</u> %	<u>VARIOUS</u> %
Capital <u>VARIOUS</u> %	<u>VARIOUS</u> %
K Partner's share of liabilities:	
Beginning	Ending
Nonrecourse \$	\$ 15,569.
Qualified nonrecourse financing \$	189,699. \$ 79,041.
Recourse \$	0. \$ 0.
L Partner's capital account analysis:	
Beginning capital account	\$ 670,199.
Capital contributed during the year	\$
Current year increase (decrease)	\$ 167,855.
Withdrawals & distributions	\$(50,000.)
Ending capital account	\$ 788,054.
Tax basis <input checked="" type="checkbox"/> GAAP Section 704(b) book	
Other (explain)	
M Did the partner contribute property with a built-in gain or loss?	
Yes <input checked="" type="checkbox"/> No	
If "Yes," attach statement (see instructions)	

Final K-1	Amended K-1	OMB No. 1545-0123
Part III Partner's Share of Current Year Income, Deductions, Credits, and Other Items		
1 Ordinary business income (loss)	15 Credits	
- 34,550.	M	284.
2 Net rental real estate income (loss)	P*	313.
3 Other net rental income (loss)	16 Foreign transactions	
4 Guaranteed payments		
5 Interest income		
29,087.		
6a Ordinary dividends		
43,094.		
6b Qualified dividends	17 Alternative min tax (AMT) items	
43,094.	A	- 229.
6c Dividend equivalents	B*	- 215.
	F*	1,426.
7 Royalties	18 Tax-exempt income and nondeductible expenses	
	C*	668.
8 Net short-term capital gain (loss)		
9a Net long-term capital gain (loss)	19 Distributions	
43,193.	A	50,000.
9b Collectibles (28%) gain (loss)		
9c Unrecaptured sec 1250 gain	20 Other information	
2,363.	A	72,181.
10 Net section 1231 gain (loss)		
14,892.		
11 Other income (loss)		
E		
9,618.		
12 Section 179 deduction		
1,130.		
13 Other deductions		
A		
75.		
H		
6,736.		
*		
STMT		
14 Self-employment earnings (loss)		
*See attached statement for additional information.		
For IRS Use Only		

STATEMENT 16A

DIAMOND STATE VENTURES II, L.P.

20-8030038

SCHEDULE K-1 OTHER DEDUCTIONS, BOX 13

CODE DESCRIPTION	AMOUNT
J * SECTION 59(E)(2) EXPENDITURES	2,157.
W * OTHER DEDUCTIONS	33.

* SEE ATTACHED STATEMENT FOR ADDITIONAL INFORMATION.

SCHEDULE K-1 SECTION 59(E)(2) EXPENDITURES, BOX 13, CODE J

DESCRIPTION	PARTNER FILING INSTRUCTIONS	AMOUNT
SEC 59(E)(2) EXPENDITURES FROM SCH. OF ACTIVITIES	SEE IRS SCH. K-1 INSTRUCTIONS	2,157.
TOTAL TO SCHEDULE K-1, BOX 13, CODE J		2,157.

SCHEDULE K-1 DOMESTIC PRODUCTION ACTIVITY INFORMATION BOX 13, CODE W

DESCRIPTION	PARTNER FILING INSTRUCTIONS	AMOUNT
DOMESTIC PRODUCTION GROSS RECEIPTS	SEE FORM 8903 INSTRUCTIONS	93,278.
NON-DOMESTIC PRODUCTION GROSS RECEIPTS	SEE FORM 8903 INSTRUCTIONS	1,576.
DIRECTLY ALLOCATED COST OF GOODS SOLD	SEE FORM 8903 INSTRUCTIONS	79,525.
TOTAL COST OF GOODS SOLD	SEE FORM 8903 INSTRUCTIONS	81,085.
DIRECTLY ALLOCABLE EXPENSES	SEE FORM 8903 INSTRUCTIONS	26,085.
INTEREST EXPENSE	SEE FORM 8903 INSTRUCTIONS	2,399.
DIRECTLY ALLOCATED OTHER EXPENSES TO NON-DPGR	SEE FORM 8903 INSTRUCTIONS	135.
FORM W-2 WAGES	SEE FORM 8903 INSTRUCTIONS	39,718.
ASSETS ALLOCABLE TO QPA	SEE FORM 8903 INSTRUCTIONS	54,429.
APPORTIONABLE COST OF GOODS SOLD	SEE FORM 8903 INSTRUCTIONS	174.
ASSETS ALLOCABLE TO NON-QPA	SEE FORM 8903 INSTRUCTIONS	875.

STATEMENT 16A

DIAMOND STATE VENTURES II, L.P.

20-8030038

SCHEDULE K-1 OTHER DEDUCTIONS, BOX 13, CODE W

DESCRIPTION	PARTNER FILING INSTRUCTIONS	AMOUNT
OTHER DEDUCTIONS FROM SCHEDULE OF ACTIVITIES	SEE IRS SCH. K-1 INSTRUCTIONS	33.
TOTAL TO SCHEDULE K-1, BOX 13, CODE W		33.

SCHEDULE K-1 OTHER CREDITS, BOX 15, CODE P

DESCRIPTION	PARTNER FILING INSTRUCTIONS	AMOUNT
DISASTER AREA EMPLOYEE RETENTION CREDIT	SEE IRS SCH. K-1 INSTRUCTIONS	313.
TOTAL TO SCHEDULE K-1, BOX 15, CODE P		313.

SCHEDULE K-1 ALTERNATIVE MINIMUM TAX, ADJUSTED GAIN OR LOSS, BOX 17, CODE B

DESCRIPTION	PARTNER FILING INSTRUCTIONS	SUBJECT TO SPECIAL RATES	AMOUNT
ORDINARY GAIN (LOSS)	SEE FORM 6251 INSTRUCTIONS		-215.
TOTAL TO SCHEDULE K-1, BOX 17, CODE B			-215.

SCHEDULE K-1 OTHER ALTERNATIVE MINIMUM TAX (AMT) ITEMS, BOX 17, CODE F

DESCRIPTION	PARTNER FILING INSTRUCTIONS	AMOUNT
OTHER TAX PREFERENCE ITEMS FROM SCH. OF ACTIVITIES	SEE IRS SCH. K-1 INSTRUCTIONS	1,426.
TOTAL TO SCHEDULE K-1, BOX 17, CODE F		1,426.

STATEMENT 16A

DIAMOND STATE VENTURES II, L.P.

20-8030038

SCHEDULE K-1 NONDEDUCTIBLE EXPENSES, BOX 18, CODE C

DESCRIPTION	PARTNER FILING INSTRUCTIONS	AMOUNT
NONDEDUCTIBLE EXPENSES - PASSTHROUGH	SEE IRS SCH. K-1 INSTRUCTIONS	668.
TOTAL TO SCHEDULE K-1, BOX 18, CODE C		668.

STATEMENT 16A

DIAMOND STATE VENTURES II, L.P.

20-8030038

SCHEDULE K-1 CURRENT YEAR INCREASES (DECREASES)

DESCRIPTION	AMOUNT	TOTALS
ORDINARY INCOME (LOSS)	-34,550.	
INTEREST INCOME	29,087.	
DIVIDEND INCOME	43,094.	
LONG-TERM CAPITAL GAIN (LOSS)	43,193.	
SECTION 1231 GAIN (LOSS)	14,892.	
OTHER INCOME (LOSS)	9,618.	
SCHEDULE K-1 INCOME SUBTOTAL		105,334.
SECTION 179 EXPENSE	-1,130.	
CHARITABLE CONTRIBUTIONS	-75.	
INTEREST EXPENSE ON INVESTMENT DEBTS	-6,736.	
OTHER DEDUCTIONS	-2,190.	
SCHEDULE K-1 DEDUCTIONS SUBTOTAL		-10,131.
NET INCOME (LOSS) PER SCHEDULE K-1		95,203.
GAIN/LOSS ON RETURN AND NOT ON BOOKS	-345.	
NONDEDUCTIBLE EXPENSES	-668.	
ACCRUED LIABILITIES	1,362.	
ARROW ACQUISITION, LLC	13,209.	
BURROW GLOBAL, LLC	60.	
CUSTOM MARKETING CO., LLC	18,600.	
DOMESTIC PARTNERSHIP	1,130.	
INSURANCE FROM DIAMOND STATE VENTURES II	-11.	
INTEREST EXPENSE	2,361.	
INTEREST INCOME	3,535.	
SB GROUP, LLC C/O LOIS F. MARLER	8.	
SBA ANNUAL FEE FROM DIAMOND STATE VENTURES II	390.	
UNREALIZED APPRECIATION - LOANS/INVESTMENTS	30,966.	
VESTEK INDUSTRIES, LLC (FKA OMNITANK, LLC)	15,515.	
WAYNE TRADEMARK PRINTING & PACKAGING LL	-10,443.	
WINCO MFG., LLC	-3,017.	
OTHER INCREASES OR DECREASES SUBTOTAL		72,652.
TOTAL TO SCHEDULE K-1, ITEM L		167,855.

STATEMENT 16A

DIAMOND STATE VENTURES II, L.P.

20-8030038

SCHEDULE K-1

FOOTNOTES

CAPITAL ACCOUNTS ARE IN ACCORDANCE WITH GAAP AND
DO NOT NECESSARILY REFLECT TAX BASIS IN YOUR
INTEREST. CONSULT WITH YOUR TAX ADVISOR.

This list identifies the codes used on Schedule K-1 for all partners and provides summarized reporting information for partners who file Form 1040. For detailed reporting and filing information, see the separate Partner's Instructions for Schedule K-1 and the instructions for your income tax return.

	Code	Report on
1. Ordinary business income (loss). Determine whether the income (loss) is passive or nonpassive and enter on your return as follows.		
Passive loss	J Work opportunity credit	See the Partner's Instructions
Passive income	K Disabled access credit	
Nonpassive loss	L Empowerment zone employment credit	
Nonpassive income	M Credit for increasing research activities	
2. Net rental real estate income (loss)	N Credit for employer social security and Medicare taxes	
3. Other net rental income (loss)	O Backup withholding	
Net income	P Other credits	
Net loss	16. Foreign transactions	
4. Guaranteed payments	A Name of country or U.S. possession	Form 1116, Part I
5. Interest income	B Gross income from all sources	
6a. Ordinary dividends	C Gross income sourced at partner level	
6b. Qualified dividends	Foreign gross income sourced at partnership level	
6c. Dividend equivalents	D Section 951A category	Form 1116, Part I
7. Royalties	E Foreign branch category	
8. Net short-term capital gain (loss)	F Passive category	
9a. Net long-term capital gain (loss)	G General category	
9b. Collectibles (28%) gain (loss)	H Other	
9c. Unrecaptured section 1250 gain	Deductions allocated and apportioned at partner level	
10. Net section 1231 gain (loss)	I Interest expense	Form 1116, Part I
11. Other income (loss)	J Other	Form 1116, Part I
Code	Deductions allocated and apportioned at partnership level to foreign source income	
A Other portfolio income (loss)	K Section 951A category	Form 1116, Part I
B Involuntary conversions	L Foreign branch category	
C Sec. 1256 contracts & straddles	M Passive category	
D Mining exploration costs recapture	N General category	
E Cancellation of debt	O Other	
F Section 951A income	Other information	
G Section 965(a) inclusion	P Total foreign taxes paid	Form 1116, Part II
H Subpart F income other than sections 951A and 965 inclusion	Q Total foreign taxes accrued	Form 1116, Part II
I Other income (loss)	R Reduction in taxes available for credit	Form 1116, line 12
12. Section 179 deduction	S Foreign trading gross receipts	Form 8873
13. Other deductions	T Extraterritorial income exclusion	Form 8873
A Cash contributions (60%)	U Section 951A(c)(1)(A) tested income	See the Partner's Instructions
B Cash contributions (30%)	V Tested foreign income tax	
C Noncash contributions (50%)	W Section 965 information	
D Noncash contributions (30%)	X Other foreign transactions	
E Capital gain property to a 50% organization (30%)	17. Alternative minimum tax (AMT) items	
F Capital gain property (20%)	A Post-1986 depreciation adjustment	See the Partner's Instructions and the Instructions for Form 6251
G Contributions (100%)	B Adjusted gain or loss	
H Investment interest expense	C Depletion (other than oil & gas)	
I Deductions - royalty income	D Oil, gas, & geothermal - gross income	
J Section 59(e)(2) expenditures	E Oil, gas, & geothermal - deductions	
K Excess business interest expense	F Other AMT items	
L Deductions - portfolio (other)	18. Tax-exempt income and nondeductible expenses	
M Amounts paid for medical insurance	A Tax-exempt interest income	Form 1040, line 2a
N Educational assistance benefits	B Other tax-exempt income	See the Partner's Instructions
O Dependent care benefits	C Nondeductible expenses	See the Partner's Instructions
P Preproductive period expenses	19. Distributions	
Q Commercial revitalization deduction from rental real estate activities	A Cash and marketable securities	See the Partner's Instructions
R Pensions and IRAs	B Distribution subject to section 737	
S Reforestation expense deduction through V	C Other property	
W Other deductions	20. Other information	
X Section 965(c) deduction	A Investment income	Form 4952, line 4a
14. Self-employment earnings (loss)	B Investment expenses	Form 4952, line 5
Note: If you have a section 179 deduction or any partner-level deductions, see the Partner's Instructions before completing Schedule SE.	C Fuel tax credit information	Form 4136
A Net earnings (loss) from self-employment	D Qualified rehabilitation expenditures (other than rental real estate)	See the Partner's Instructions
B Gross farming or fishing income	E Basis of energy property	See the Partner's Instructions
C Gross non-farm income	F Recapture of low-income housing credit (section 42(j)(5))	Form 8611, line 8
15. Credits	G Recapture of low-income housing credit (other)	Form 8611, line 8
A Low-income housing credit (section 42(j)(5)) from pre-2008 buildings	H Recapture of investment credit	See Form 4255
B Low-income housing credit (other) from pre-2008 buildings	I Recapture of other credits	See the Partner's Instructions
C Low-income housing credit (section 42(j)(5)) from post-2007 buildings	J Look-back interest - completed long-term contracts	See Form 8697
D Low-income housing credit (other) from post-2007 buildings	K Look-back interest - income forecast method	See Form 8866
E Qualified rehabilitation expenditures (rental real estate)	L Dispositions of property with section 179 deductions	See the Partner's Instructions
F Other rental real estate credits	M Recapture of section 179 deduction	
G Other rental credits	N Interest expense for corporate partners through Y	
H Undistributed capital gains credit	Z Section 199A income	
I Biofuel producer credit	AA Section 199A W-2 wages	
	AB Section 199A unadjusted basis	
	AC Section 199A REIT dividends	
	AD Section 199A PTP income	
	AE Excess taxable income	
	AF Excess business interest income	
	AG Gross receipts for section 59A(e)	
	AH Other information	

STATEMENT 16A

Schedule of Activities

For calendar year 2018, or tax year beginning

, 2018, and ending

Name: **DIAMOND STATE VENTURES II, L.P.**

20-8030038

For: **WINTHROP ROCKEFELLER FOUNDATION**

71-0285871

Description of Activity	Activity Number	100% Disposed	Publicly Traded Partnership	Type Code *	Description
	1				DIAMOND STATE VENTURES II
	1				WAYNE TRADEMARK PRINTING & PACKAGING LL - WA
	4				WINCO MFG., LLC
Ordinary business income (loss)	Activity - 1		Activity - 1		Activity - 4
	-21,812.		846.		5,740.
Net rental real estate income (loss)					
Other net rental income (loss)					
Interest income					
Dividends - Ordinary dividends					
- Qualified dividends					
- Dividend equivalents (1065 only)					
Royalties					
Net short-term capital gain (loss)					
Net long-term capital gain (loss)					
- Collectibles (28%) gain (loss)					
- Unrecaptured Section 1250 gain					
Net section 1231 gain (loss)					
Other portfolio income					
Section 1256 contracts and straddles					
Other income					9,618.
Section 179 deduction					
Charitable contributions					32.
Portfolio deductions					
Investment interest expense					
Section 59(e)(2) expenditures					
Other deductions					33.
Net earnings from self-employment					
Gross farming or fishing income					
Gross nonfarm income					
LIH credit - Section 42(j)(5) partnerships					
- Other					
Qualified rehabilitation expenditures related to rental real estate					
Other rental credits					
Credits related to other rental activities					
Recapture of LIH credit - Section 42(j)(5) partnerships					
- Other					
Other credits					423.
Post-1986 depreciation adjustment					-125.
Adjusted gain or loss					
Portion of adjusted gain/loss allocable to short-term gain/loss					
Portion of adjusted gain/loss allocable to long-term gain/loss					
Portion of adjusted gain/loss allocable to section 1231 gain/loss					
Depletion (other than oil and gas)					
Oil, gas and geothermal properties - gross income					
Oil, gas and geothermal properties - deductions					
Other AMT items					1,426.
Investment income					
Investment expenses					
Section 199A - Qualified business income					
- Specified service income					
- W-2 wages					
- Unadjusted basis of assets					
- PTP income					

* 1 - Single Family Residence 2 - Multi-Family Residence 3 - Vacation or Short-Term Rental 4 - Commercial 5 - Land 6 - Royalties 7 - Self-Rental 8 - Other

STATEMENT 16A

Schedule of Activities

For calendar year 2018, or tax year beginning

, 2018, and ending

Name: DIAMOND STATE VENTURES II, L.P.

20-8030038

For: **WINTHROP ROCKEFELLER FOUNDATION**

71-0285871

Description of Activity	Activity Number	100% Disposed	Publicly Traded Partnership	Type Code *	Description
	6				CSB HOLDING, LLC
	9				ARROW ACQUISITION, LLC
	10				BURROW GLOBAL, LLC
	Activity - 6	Activity - 9	Activity - 10		
Ordinary business income (loss)		14,636.	-10.		
Net rental real estate income (loss)					
Other net rental income (loss)					
Interest income					
Dividends - Ordinary dividends	43,094.				
- Qualified dividends	43,094.				
- Dividend equivalents (1065 only)					
Royalties					
Net short-term capital gain (loss)					
Net long-term capital gain (loss)					
- Collectibles (28%) gain (loss)					
- Unrecaptured Section 1250 gain		1,616.			
Net section 1231 gain (loss)		13,860.	-7.		
Other portfolio income					
Section 1256 contracts and straddles					
Other income					
Section 179 deduction		1,130.			
Charitable contributions			1.		
Portfolio deductions					
Investment interest expense					
Section 59(e)(2) expenditures		2,157.			
Other deductions					
Net earnings from self-employment					
Gross farming or fishing income					
Gross nonfarm income					
LIH credit - Section 42(j)(5) partnerships					
- Other					
Qualified rehabilitation expenditures related to rental real estate					
Other rental credits					
Credits related to other rental activities					
Recapture of LIH credit - Section 42(j)(5) partnerships					
- Other					
Other credits		128.	46.		
Post-1986 depreciation adjustment		-112.	-1.		
Adjusted gain or loss		-11.	-1.		
Portion of adjusted gain/loss allocable to short-term gain/loss					
Portion of adjusted gain/loss allocable to long-term gain/loss					
Portion of adjusted gain/loss allocable to section 1231 gain/loss					
Depletion (other than oil and gas)					
Oil, gas and geothermal properties - gross income					
Oil, gas and geothermal properties - deductions					
Other AMT items					
Investment income	43,094.				
Investment expenses					
Section 199A - Qualified business income					
- Specified service income					
- W-2 wages					
- Unadjusted basis of assets					
- PTP income					

STATEMENT 16A

Schedule of Activities

For calendar year 2018, or tax year beginning

, 2018, and ending

Name: **DIAMOND STATE VENTURES II, L.P.**

20-8030038

For: **WINTHROP ROCKEFELLER FOUNDATION**

71-0285871

Description of Activity	Activity Number	100% Disposed	Publicly Traded Partnership	Type Code *	Description
	11				VESTEK INDUSTRIES, LLC (FKA OMNITANK, LLC) -

	Activity - 11	Activity -	Activity -
Ordinary business income (loss)	-15,396.		
Net rental real estate income (loss)			
Other net rental income (loss)			
Interest income			
Dividends - Ordinary dividends			
- Qualified dividends			
- Dividend equivalents (1065 only)			
Royalties			
Net short-term capital gain (loss)			
Net long-term capital gain (loss)			
- Collectibles (28%) gain (loss)			
- Unrecaptured Section 1250 gain			
Net section 1231 gain (loss)			
Other portfolio income			
Section 1256 contracts and straddles			
Other income			
Section 179 deduction			
Charitable contributions	33.		
Portfolio deductions			
Investment interest expense			
Section 59(e)(2) expenditures			
Other deductions			
Net earnings from self-employment			
Gross farming or fishing income			
Gross nonfarm income			
LIH credit - Section 42(j)(5) partnerships			
- Other			
Qualified rehabilitation expenditures related to rental real estate			
Other rental credits			
Credits related to other rental activities			
Recapture of LIH credit - Section 42(j)(5) partnerships			
- Other			
Other credits			
Post-1986 depreciation adjustment	-8.		
Adjusted gain or loss			
Portion of adjusted gain/loss allocable to short-term gain/loss			
Portion of adjusted gain/loss allocable to long-term gain/loss			
Portion of adjusted gain/loss allocable to section 1231 gain/loss			
Depletion (other than oil and gas)			
Oil, gas and geothermal properties - gross income			
Oil, gas and geothermal properties - deductions			
Other AMT items			
Investment income			
Investment expenses			
Section 199A - Qualified business income			
- Specified service income			
- W-2 wages			
- Unadjusted basis of assets			
- PTP income			

* 1 - Single Family Residence 2 - Multi-Family Residence 3 - Vacation or Short-Term Rental 4 - Commercial 5 - Land 6 - Royalties 7 - Self-Rental 8 - Other



ARKANSAS INCOME TAX OWNER'S SHARE OF INCOME, DEDUCTIONS, CREDITS, ETC.

Software ID

PROSYSTEM

Tax year beginning

and ending

<input type="checkbox"/> Final K-1 <input type="checkbox"/> Amended K-1		Part III Arkansas Shareholder or Partner's Share of Current Year Income, Deductions, Credits, and Other Items													
<input type="checkbox"/> Corporation <input checked="" type="checkbox"/> Partnership		Distributive share allocated and apportioned to Arkansas	Distributive share to be reported by Arkansas Residents												
Part I Information About the Corporation or Partnership		1a Ordinary Income (loss) - 34,550.	1b Ordinary Income (loss) - 34,550.												
A Identification Number 20-8030038		2a Net rental real estate income (loss)	2b Net rental real estate income (loss)												
B Name, Address, City, State, ZIP Code DIAMOND STATE VENTURES II, L.P. 200 RIVER MARKET AVENUE, SUITE 400 LITTLE ROCK, AR 72201		3a Other net rental income (loss)	3b Other net rental income (loss)												
		4a Interest income 29,087.	4b Interest income 29,087.												
		5a Dividends 43,094.	5b Dividends 43,094.												
		6a Royalties	6b Royalties												
Part II Information About the Shareholder or Partner		7a Net short-term capital gain (loss)	7b Net short-term capital gain (loss)												
C Identification Number 71-0285871		8a Net long-term capital gain (loss) 43,192.	8b Net long-term capital gain (loss) 43,193.												
D Name, Address, City, State, ZIP Code WINTHROP ROCKEFELLER FOUNDATION 225 EAST MARKHAM ST, SUITE 200 LITTLE ROCK, AR 72201		9a Unrecaptured Section 1250 gain 2,364.	9b Unrecaptured Section 1250 gain 2,363.												
		10a Net Section 1231 gain (loss) 14,892.	10b Net Section 1231 gain (loss) 14,892.												
		11a Other income (loss) * SEE STATEMENT 9,618.	11b Other income (loss) * 9,618.												
		12a Guaranteed payments	12b Guaranteed payments												
E Arkansas resident <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No If a nonresident, provide state of legal residence		13a Section 179 deduction 395.	13b Section 179 deduction 395.												
F Shareholder's Percentage of Stock Ownership for Tax Year _____ %		14a Other deductions * STMT 9,001.	14b Other deductions * 9,001.												
		15a Credits	15b Credits												
G Partner's Share of Profit, Loss, and Capital:		16a Items affecting shareholder basis	16b Items affecting shareholder basis												
<table border="1"> <thead> <tr> <th></th> <th>Beginning</th> <th>Ending</th> </tr> </thead> <tbody> <tr> <td>Profit</td> <td>VARIOUS %</td> <td>VARIOUS %</td> </tr> <tr> <td>Loss</td> <td>VARIOUS %</td> <td>VARIOUS %</td> </tr> <tr> <td>Capital</td> <td>VARIOUS %</td> <td>VARIOUS %</td> </tr> </tbody> </table>			Beginning	Ending	Profit	VARIOUS %	VARIOUS %	Loss	VARIOUS %	VARIOUS %	Capital	VARIOUS %	VARIOUS %	17a Other information * STMT 72,181.	17b Other information * 72,181.
	Beginning	Ending													
Profit	VARIOUS %	VARIOUS %													
Loss	VARIOUS %	VARIOUS %													
Capital	VARIOUS %	VARIOUS %													
		18a Tax-exempt income and nondeductible expenses - 665.	18b Tax-exempt income and nondeductible expenses - 665.												
H Arkansas Apportionment Percentage: 100.0000 %		19a Distributions SEE STATEMENT 50,000.	19b Distributions 50,000.												
* Attach statement with additional information		20a Arkansas withholding or other payments													

STATEMENT 16A

DIAMOND STATE VENTURES II, L.P.

20-8030038

AR SCHEDULE K-1	OTHER INCOME
-----------------	--------------

DESCRIPTION	AMOUNT
CANCELLATION OF DEBT	9,618.
TOTAL TO AR SCHEDULE K-1, LINE 11	9,618.

AR SCHEDULE K-1	OTHER DEDUCTIONS
-----------------	------------------

DESCRIPTION	AMOUNT
CASH CONTRIBUTIONS (50%)	75.
INVESTMENT INTEREST EXPENSE	6,736.
SECTION 59(E)(2) EXPENDITURES	2,157.
OTHER DEDUCTIONS FROM SCHEDULE OF ACTIVITIES	33.
TOTAL TO AR SCHEDULE K-1, LINE 14	9,001.

AR SCHEDULE K-1	OTHER INFORMATION
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DESCRIPTION	AMOUNT
INVESTMENT INCOME	72,181.
TOTAL TO AR SCHEDULE K-1, LINE 17	72,181.

AR SCHEDULE K-1	DISTRIBUTIONS
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DESCRIPTION	AMOUNT
CASH AND MARKETABLE SECURITIES	50,000.
TOTAL TO AR SCHEDULE K-1, LINE 19	50,000.

Schedule K-1
(Form 1065)
Department of the Treasury
Internal Revenue Service

2018

For calendar year 2018, or tax year

beginning

ending

Partner's Share of Income, Deductions, Credits, etc.

▶ See separate instructions.

☐ Final K-1

Amended K-1

OMB No. 1545-0123

Part III Partner's Share of Current Year Income, Deductions, Credits, and Other Items

Part I Information About the Partnership	
A Partnership's employer identification number 80-0944290	
B Partnership's name, address, city, state, and ZIP code DIAMOND STATE VENTURES III, L.P. 200 RIVER MARKET AVENUE, SUITE 400 LITTLE ROCK, AR 72201	
C IRS Center where partnership filed return E-FILE	
D Check if this is a publicly traded partnership (PTP)	
Part II Information About the Partner	
E Partner's identifying number 71-0285871	
F Partner's name, address, city, state, and ZIP code WINTHROP ROCKERFELLER FOUNDATION 225 EAST MARKHAM STREET, SUITE 200 LITTLE ROCK, AR 72201	
G General partner or LLC member-manager	<input checked="" type="checkbox"/> Limited partner or other LLC member
H <input checked="" type="checkbox"/> Domestic partner	Foreign partner
I1 What type of entity is this partner? EXEMPT ORGANIZATION	
I2 If this partner is a retirement plan (IRA/SEP/Keogh/etc.), check here	
J Partner's share of profit, loss, and capital:	
	Beginning Ending
Profit	VARIOUS % VARIOUS %
Loss	VARIOUS % VARIOUS %
Capital	VARIOUS % VARIOUS %
K Partner's share of liabilities:	
	Beginning Ending
Nonrecourse	\$ \$
Qualified nonrecourse financing	\$ \$
Recourse	\$ 1,429,013. \$ 1,561,971.
L Partner's capital account analysis:	
Beginning capital account	\$ 798,810.
Capital contributed during the year	\$ 100,000.
Current year increase (decrease)	\$ 36,539.
Withdrawals & distributions	\$ ()
Ending capital account	\$ 935,349.
Tax basis	<input checked="" type="checkbox"/> GAAP Section 704(b) book
Other (explain)	
M Did the partner contribute property with a built-in gain or loss?	
Yes	<input checked="" type="checkbox"/> No
If "Yes," attach statement (see instructions)	

1 Ordinary business income (loss)	15 Credits
-174,018.	M 81.
2 Net rental real estate income (loss)	16 Foreign transactions
3 Other net rental income (loss)	
4 Guaranteed payments	
5 Interest income	
99,835.	
6a Ordinary dividends	
5,145.	
6b Qualified dividends	17 Alternative min tax (AMT) items
5,145.	A 1,931.
6c Dividend equivalents	B* -96.
7 Royalties	18 Tax-exempt income and nondeductible expenses
8 Net short-term capital gain (loss)	C* 3,142.
9a Net long-term capital gain (loss)	19 Distributions
3,046.	
9b Collectibles (28%) gain (loss)	20 Other information
9c Unrecaptured sec 1250 gain	A 104,980.
10 Net section 1231 gain (loss)	AH * STMT
-180.	
11 Other income (loss)	
F 1,616.	
12 Section 179 deduction	
13 Other deductions	
A 530.	
H 40,035.	
* STMT	
14 Self-employment earnings (loss)	

*See attached statement for additional information.

For IRS Use Only

STATEMENT 16B

DIAMOND STATE VENTURES III, L.P.

80-0944290

SCHEDULE K-1 OTHER DEDUCTIONS, BOX 13

CODE DESCRIPTION	AMOUNT
J * SECTION 59(E)(2) EXPENDITURES	1,469.
W * OTHER DEDUCTIONS	22,118.

* SEE ATTACHED STATEMENT FOR ADDITIONAL INFORMATION.

SCHEDULE K-1 SECTION 59(E)(2) EXPENDITURES, BOX 13, CODE J

DESCRIPTION	PARTNER FILING INSTRUCTIONS	AMOUNT
SEC 59(E)(2) EXPENDITURES FROM SCH. OF ACTIVITIES	SEE IRS SCH. K-1 INSTRUCTIONS	1,469.
TOTAL TO SCHEDULE K-1, BOX 13, CODE J		1,469.

SCHEDULE K-1 DOMESTIC PRODUCTION ACTIVITY INFORMATION BOX 13, CODE W

DESCRIPTION	PARTNER FILING INSTRUCTIONS	AMOUNT
DOMESTIC PRODUCTION GROSS RECEIPTS	SEE FORM 8903 INSTRUCTIONS	586,555.
DIRECTLY ALLOCATED COST OF GOODS SOLD	SEE FORM 8903 INSTRUCTIONS	397,427.
TOTAL COST OF GOODS SOLD	SEE FORM 8903 INSTRUCTIONS	397,427.
DIRECTLY ALLOCABLE EXPENSES	SEE FORM 8903 INSTRUCTIONS	128,303.
INTEREST EXPENSE	SEE FORM 8903 INSTRUCTIONS	46,996.
APPORTIONABLE OTHER EXPENSES	SEE FORM 8903 INSTRUCTIONS	91,230.
FORM W-2 WAGES	SEE FORM 8903 INSTRUCTIONS	177,490.
QUALIFIED PRODUCTION ACTIVITIES INCOME	SEE FORM 8903 INSTRUCTIONS	84,495.
EMPLOYERS W-2 WAGES	SEE FORM 8903 INSTRUCTIONS	25,220.

SCHEDULE K-1 OTHER DEDUCTIONS, BOX 13, CODE W

DESCRIPTION	PARTNER FILING INSTRUCTIONS	AMOUNT
OTHER DEDUCTIONS FROM SCHEDULE OF ACTIVITIES	SEE IRS SCH. K-1 INSTRUCTIONS	22,118.
TOTAL TO SCHEDULE K-1, BOX 13, CODE W		22,118.

STATEMENT 16B

DIAMOND STATE VENTURES III, L.P.

80-0944290

SCHEDULE K-1 ALTERNATIVE MINIMUM TAX, ADJUSTED
GAIN OR LOSS, BOX 17, CODE B

DESCRIPTION	PARTNER FILING INSTRUCTIONS	SUBJECT TO SPECIAL RATES	AMOUNT
ORDINARY GAIN (LOSS)	SEE FORM 6251 INSTRUCTIONS		-96.
TOTAL TO SCHEDULE K-1, BOX 17, CODE B			-96.

SCHEDULE K-1 NONDEDUCTIBLE EXPENSES, BOX 18, CODE C

DESCRIPTION	PARTNER FILING INSTRUCTIONS	AMOUNT
NONDEDUCTIBLE EXPENSES - PASSTHROUGH	SEE IRS SCH. K-1 INSTRUCTIONS	3,142.
TOTAL TO SCHEDULE K-1, BOX 18, CODE C		3,142.

SCHEDULE K-1 OTHER INFORMATION, BOX 20, CODE AH

DESCRIPTION	PARTNER FILING INSTRUCTIONS	AMOUNT
SECTION 179 EXPENSE DISALLOWED DUE TO BUSINESS INCOME LIMIT	CARRIED OVER TO NEXT YEAR	1,265.

STATEMENT 16B

DIAMOND STATE VENTURES III, L.P.

80-0944290

SCHEDULE K-1

CURRENT YEAR INCREASES (DECREASES)

DESCRIPTION	AMOUNT	TOTALS
ORDINARY INCOME (LOSS)	-174,018.	
INTEREST INCOME	99,835.	
DIVIDEND INCOME	5,145.	
LONG-TERM CAPITAL GAIN (LOSS)	3,046.	
SECTION 1231 GAIN (LOSS)	-180.	
OTHER INCOME (LOSS)	1,616.	
SCHEDULE K-1 INCOME SUBTOTAL		-64,556.
CHARITABLE CONTRIBUTIONS	-530.	
INTEREST EXPENSE ON INVESTMENT DEBTS	-40,035.	
OTHER DEDUCTIONS	-23,587.	
SCHEDULE K-1 DEDUCTIONS SUBTOTAL		-64,152.
NET INCOME (LOSS) PER SCHEDULE K-1		-128,708.
GAIN/LOSS ON BOOKS AND NOT ON RETURN	181.	
AMORTIZATION ON RETURN AND NOT ON BOOKS	226.	
NONDEDUCTIBLE EXPENSES	-3,142.	
COMMITMENT EXPENSE FROM DIAMOND STATE VENTURES III	-244.	
GOWANDA HOLDINGS, LLC	-5,960.	
INSURANCE FROM DIAMOND STATE VENTURES III	19.	
INTEGRATED AEROSPACE MANUFACTURING	48,347.	
INTEREST EXPENSE	-640.	
INTEREST INCOME	76,115.	
JAHABOW, LLC	-92.	
MOB SCENE HOLDINGS	34,339.	
NEWKOTA ENERGY GROUP, LLC	13,200.	
PFI HOLDING COMPANY, LLC	2,190.	
PRIOR PERIOD ADJUSTMENT - NO TAX EFFECT	-51,292.	
RRM HOLDINGS	8.	
SBA ANNUAL FEE FROM DIAMOND STATE VENTURES III	-135.	
SSD EQUITY HOLDINGS, LLC	20,772.	
TRANSFER TOOL HOLDINGS, LLC	27,316.	
VERREX, LLC	4,039.	
OTHER INCREASES OR DECREASES SUBTOTAL		165,247.
TOTAL TO SCHEDULE K-1, ITEM L		36,539.

STATEMENT 16B

DIAMOND STATE VENTURES III, L.P.

80-0944290

SCHEDULE K-1

FOOTNOTES

CAPITAL ACCOUNTS ARE IN ACCORDANCE WITH GAAP AND
DO NOT NECESSARILY REFLECT TAX BASIS IN YOUR
INTEREST. CONSULT WITH YOUR TAX ADVISOR.

This list identifies the codes used on Schedule K-1 for all partners and provides summarized reporting information for partners who file Form 1040. For detailed reporting and filing information, see the separate Partner's Instructions for Schedule K-1 and the instructions for your income tax return.

	Code	Report on
1. Ordinary business income (loss). Determine whether the income (loss) is passive or nonpassive and enter on your return as follows.		
Passive loss	J Work opportunity credit	See the Partner's Instructions
Passive income	K Disabled access credit	
Nonpassive loss	L Empowerment zone employment credit	
Nonpassive income	M Credit for increasing research activities	
2. Net rental real estate income (loss)	N Credit for employer social security and Medicare taxes	
3. Other net rental income (loss)	O Backup withholding	
Net income	P Other credits	
Net loss	16. Foreign transactions	
4. Guaranteed payments	A Name of country or U.S. possession	Form 1116, Part I
5. Interest income	B Gross income from all sources	
6a. Ordinary dividends	C Gross income sourced at partner level	
6b. Qualified dividends	Foreign gross income sourced at partnership level	
6c. Dividend equivalents	D Section 951A category	Form 1116, Part I
7. Royalties	E Foreign branch category	
8. Net short-term capital gain (loss)	F Passive category	
9a. Net long-term capital gain (loss)	G General category	
9b. Collectibles (28%) gain (loss)	H Other	
9c. Unrecaptured section 1250 gain	Deductions allocated and apportioned at partner level	
10. Net section 1231 gain (loss)	I Interest expense	Form 1116, Part I
11. Other income (loss)	J Other	Form 1116, Part I
Code	Deductions allocated and apportioned at partnership level to foreign source income	
A Other portfolio income (loss)	K Section 951A category	Form 1116, Part I
B Involuntary conversions	L Foreign branch category	
C Sec. 1256 contracts & straddles	M Passive category	
D Mining exploration costs recapture	N General category	
E Cancellation of debt	O Other	
F Section 951A income	Other information	
G Section 965(a) inclusion	P Total foreign taxes paid	Form 1116, Part II
H Subpart F income other than sections 951A and 965 inclusion	Q Total foreign taxes accrued	Form 1116, Part II
I Other income (loss)	R Reduction in taxes available for credit	Form 1116, line 12
12. Section 179 deduction	S Foreign trading gross receipts	Form 8873
13. Other deductions	T Extraterritorial income exclusion	Form 8873
A Cash contributions (60%)	U Section 951A(c)(1)(A) tested income	See the Partner's Instructions
B Cash contributions (30%)	V Tested foreign income tax	
C Noncash contributions (50%)	W Section 965 information	
D Noncash contributions (30%)	X Other foreign transactions	
E Capital gain property to a 50% organization (30%)	17. Alternative minimum tax (AMT) items	
F Capital gain property (20%)	A Post-1986 depreciation adjustment	See the Partner's Instructions and the Instructions for Form 6251
G Contributions (100%)	B Adjusted gain or loss	
H Investment interest expense	C Depletion (other than oil & gas)	
I Deductions - royalty income	D Oil, gas, & geothermal - gross income	
J Section 59(e)(2) expenditures	E Oil, gas, & geothermal - deductions	
K Excess business interest expense	F Other AMT items	
L Deductions - portfolio (other)	18. Tax-exempt income and nondeductible expenses	
M Amounts paid for medical insurance	A Tax-exempt interest income	Form 1040, line 2a
N Educational assistance benefits	B Other tax-exempt income	See the Partner's Instructions
O Dependent care benefits	C Nondeductible expenses	See the Partner's Instructions
P Preproductive period expenses	19. Distributions	
Q Commercial revitalization deduction from rental real estate activities	A Cash and marketable securities	See the Partner's Instructions
R Pensions and IRAs	B Distribution subject to section 737	
S Reforestation expense deduction through V	C Other property	
W Other deductions	20. Other information	
X Section 965(c) deduction	A Investment income	Form 4952, line 4a
14. Self-employment earnings (loss)	B Investment expenses	Form 4952, line 5
Note: If you have a section 179 deduction or any partner-level deductions, see the Partner's Instructions before completing Schedule SE.	C Fuel tax credit information	Form 4136
A Net earnings (loss) from self-employment	D Qualified rehabilitation expenditures (other than rental real estate)	See the Partner's Instructions
B Gross farming or fishing income	E Basis of energy property	See the Partner's Instructions
C Gross non-farm income	F Recapture of low-income housing credit (section 42(j)(5))	Form 8611, line 8
15. Credits	G Recapture of low-income housing credit (other)	Form 8611, line 8
A Low-income housing credit (section 42(j)(5)) from pre-2008 buildings	H Recapture of investment credit	See Form 4255
B Low-income housing credit (other) from pre-2008 buildings	I Recapture of other credits	See the Partner's Instructions
C Low-income housing credit (section 42(j)(5)) from post-2007 buildings	J Look-back interest - completed long-term contracts	See Form 8697
D Low-income housing credit (other) from post-2007 buildings	K Look-back interest - income forecast method	See Form 8866
E Qualified rehabilitation expenditures (rental real estate)	L Dispositions of property with section 179 deductions	See the Partner's Instructions
F Other rental real estate credits	M Recapture of section 179 deduction	
G Other rental credits	N Interest expense for corporate partners through Y	
H Undistributed capital gains credit	Z Section 199A income	
I Biofuel producer credit	AA Section 199A W-2 wages	
	AB Section 199A unadjusted basis	
	AC Section 199A REIT dividends	
	AD Section 199A PTP income	
	AE Excess taxable income	
	AF Excess business interest income	
	AG Gross receipts for section 59A(e)	
	AH Other information	

STATEMENT 16B

Schedule of Activities

For calendar year 2018, or tax year beginning

, 2018, and ending

Name: DIAMOND STATE VENTURES III, L.P.

80-0944290

For: **WINTHROP ROCKERFELLER FOUNDATION**

71-0285871

Description of Activity	Activity Number	100% Disposed	Publicly Traded Partnership	Type Code *	Description
	1				DIAMOND STATE VENTURES III
	2				NEWKOTA ENERGY GROUP, LLC
	3				TRANSFER TOOL HOLDINGS, LLC
	Activity - 1	Activity - 2	Activity - 3		
Ordinary business income (loss)	-58,470.	-12,926.	-25,767.		
Net rental real estate income (loss)					
Other net rental income (loss)					
Interest income					
Dividends - Ordinary dividends					
- Qualified dividends					
- Dividend equivalents (1065 only)					
Royalties					
Net short-term capital gain (loss)					
Net long-term capital gain (loss)					
- Collectibles (28%) gain (loss)					
- Unrecaptured Section 1250 gain					
Net section 1231 gain (loss)		-32.			
Other portfolio income					
Section 1256 contracts and straddles					
Other income					
Section 179 deduction					
Charitable contributions					
Portfolio deductions					
Investment interest expense					
Section 59(e)(2) expenditures					1,469.
Excess business interest expense					
Other deductions					
Net earnings from self-employment					
Gross farming or fishing income					
Gross nonfarm income					
LIH credit - Section 42(j)(5) partnerships					
- Other					
Qualified rehabilitation expenditures related to rental real estate					
Other rental credits					
Credits related to other rental activities					
Recapture of LIH credit - Section 42(j)(5) partnerships					
- Other					
Other credits					81.
Post-1986 depreciation adjustment		-1,475.			543.
Adjusted gain or loss		-92.			
Portion of adjusted gain/loss allocable to short-term gain/loss					
Portion of adjusted gain/loss allocable to long-term gain/loss					
Portion of adjusted gain/loss allocable to section 1231 gain/loss					
Depletion (other than oil and gas)					
Oil, gas and geothermal properties - gross income					
Oil, gas and geothermal properties - deductions					
Other AMT items					
Investment income					
Investment expenses					
Section 199A - Qualified business income					
- Specified service income					
- W-2 wages					
- Unadjusted basis of assets					
- PTP income					

STATEMENT 16B

Schedule of Activities

For calendar year 2018, or tax year beginning

, 2018, and ending

Name: DIAMOND STATE VENTURES III, L.P.

80-0944290

For: **WINTHROP ROCKERFELLER FOUNDATION**

71-0285871

Activity Number	100% Disposed	Publicly Traded Partnership	Type Code *	Description
4				GOWANDA HOLDINGS, LLC
5				MOB SCENE HOLDINGS
6				PFI HOLDING COMPANY, LLC

	Activity - 4	Activity - 5	Activity - 6
Ordinary business income (loss)	9,004.	-19,606.	-1,976.
Net rental real estate income (loss)			
Other net rental income (loss)			
Interest income		25.	
Dividends - Ordinary dividends			
- Qualified dividends			
- Dividend equivalents (1065 only)			
Royalties			
Net short-term capital gain (loss)			
Net long-term capital gain (loss)			
- Collectibles (28%) gain (loss)			
- Unrecaptured Section 1250 gain			
Net section 1231 gain (loss)			
Other portfolio income			
Section 1256 contracts and straddles			
Other income			
Section 179 deduction			
Charitable contributions	3.	472.	3.
Portfolio deductions			
Investment interest expense			
Section 59(e)(2) expenditures			
Excess business interest expense			
Other deductions		12,438.	
Net earnings from self-employment			
Gross farming or fishing income			
Gross nonfarm income			
LIH credit - Section 42(j)(5) partnerships			
- Other			
Qualified rehabilitation expenditures related to rental real estate			
Other rental credits			
Credits related to other rental activities			
Recapture of LIH credit - Section 42(j)(5) partnerships			
- Other			
Other credits			
Post-1986 depreciation adjustment		-102.	-323.
Adjusted gain or loss			
Portion of adjusted gain/loss allocable to short-term gain/loss			
Portion of adjusted gain/loss allocable to long-term gain/loss			
Portion of adjusted gain/loss allocable to section 1231 gain/loss			
Depletion (other than oil and gas)			
Oil, gas and geothermal properties - gross income			
Oil, gas and geothermal properties - deductions			
Other AMT items			
Investment income		25.	
Investment expenses			
Section 199A - Qualified business income			
- Specified service income			
- W-2 wages			
- Unadjusted basis of assets			
- PTP income			

For calendar year 2018, or tax year beginning

, 2018, and ending

Name: DIAMOND STATE VENTURES III, L.P.

80-0944290

For: **WINTHROP ROCKERFELLER FOUNDATION**

71-0285871

Activity	Activity Number	100% Disposed	Publicly Traded Partnership	Type Code *	Description
Description of Activity	7				JAHABOW, LLC
	8				RRM HOLDINGS
	9				SSD EQUITY HOLDINGS, LLC

	Activity - 7	Activity - 8	Activity - 9
Ordinary business income (loss)	93.	-8.	-20,594.
Net rental real estate income (loss)			
Other net rental income (loss)			
Interest income			
Dividends - Ordinary dividends			
- Qualified dividends			
- Dividend equivalents (1065 only)			
Royalties			
Net short-term capital gain (loss)			
Net long-term capital gain (loss)			
- Collectibles (28%) gain (loss)			
- Unrecaptured Section 1250 gain			
Net section 1231 gain (loss)			
Other portfolio income			
Section 1256 contracts and straddles			
Other income			
Section 179 deduction			
Charitable contributions			32.
Portfolio deductions			
Investment interest expense			
Section 59(e)(2) expenditures			
Excess business interest expense			
Other deductions			
Net earnings from self-employment			
Gross farming or fishing income			
Gross nonfarm income			
LIH credit - Section 42(j)(5) partnerships			
- Other			
Qualified rehabilitation expenditures related to rental real estate			
Other rental credits			
Credits related to other rental activities			
Recapture of LIH credit - Section 42(j)(5) partnerships			
- Other			
Other credits			
Post-1986 depreciation adjustment	-1.		1,885.
Adjusted gain or loss			
Portion of adjusted gain/loss allocable to short-term gain/loss			
Portion of adjusted gain/loss allocable to long-term gain/loss			
Portion of adjusted gain/loss allocable to section 1231 gain/loss			
Depletion (other than oil and gas)			
Oil, gas and geothermal properties - gross income			
Oil, gas and geothermal properties - deductions			
Other AMT items			
Investment income			
Investment expenses			
Section 199A - Qualified business income			
- Specified service income			
- W-2 wages			
- Unadjusted basis of assets			
- PTP income			

STATEMENT 16B

Schedule of Activities

For calendar year 2018, or tax year beginning

, 2018, and ending

Name: **DIAMOND STATE VENTURES III, L.P.**

80-0944290

For: **WINTHROP ROCKEFELLER FOUNDATION**

71-0285871

Description of Activity	Activity Number	100% Disposed	Publicly Traded Partnership	Type Code *	Description
	10				VERREX, LLC
	12				INTEGRATED AEROSPACE MANUFACTURING

	Activity - 10	Activity - 12	Activity -
Ordinary business income (loss)	4,476.	-48,244.	
Net rental real estate income (loss)			
Other net rental income (loss)			
Interest income	9.		
Dividends - Ordinary dividends			
- Qualified dividends			
- Dividend equivalents (1065 only)			
Royalties			
Net short-term capital gain (loss)			
Net long-term capital gain (loss)			
- Collectibles (28%) gain (loss)			
- Unrecaptured Section 1250 gain			
Net section 1231 gain (loss)	-110.	-38.	
Other portfolio income			
Section 1256 contracts and straddles			
Other income	1,616.		
Section 179 deduction			
Charitable contributions	20.		
Portfolio deductions			
Investment interest expense			
Section 59(e)(2) expenditures			
Excess business interest expense			
Other deductions	9,680.		
Net earnings from self-employment			
Gross farming or fishing income			
Gross nonfarm income			
LIH credit - Section 42(j)(5) partnerships			
- Other			
Qualified rehabilitation expenditures related to rental real estate			
Other rental credits			
Credits related to other rental activities			
Recapture of LIH credit - Section 42(j)(5) partnerships			
- Other			
Other credits			
Post-1986 depreciation adjustment	550.	854.	
Adjusted gain or loss	-4.		
Portion of adjusted gain/loss allocable to short-term gain/loss			
Portion of adjusted gain/loss allocable to long-term gain/loss			
Portion of adjusted gain/loss allocable to section 1231 gain/loss			
Depletion (other than oil and gas)			
Oil, gas and geothermal properties - gross income			
Oil, gas and geothermal properties - deductions			
Other AMT items			
Investment income	9.		
Investment expenses			
Section 199A - Qualified business income			
- Specified service income			
- W-2 wages			
- Unadjusted basis of assets			
- PTP income			



ARKANSAS INCOME TAX OWNER'S SHARE OF INCOME, DEDUCTIONS, CREDITS, ETC.

Software ID

PROSYSTEM

Tax year beginning

and ending

<input type="checkbox"/> Final K-1 <input type="checkbox"/> Amended K-1		Part III Arkansas Shareholder or Partner's Share of Current Year Income, Deductions, Credits, and Other Items													
<input type="checkbox"/> Corporation <input checked="" type="checkbox"/> Partnership		Distributive share allocated and apportioned to Arkansas	Distributive share to be reported by Arkansas Residents												
Part I Information About the Corporation or Partnership		1a Ordinary Income (loss) -174,019.	1b Ordinary Income (loss) -174,019.												
A Identification Number 80-0944290		2a Net rental real estate income (loss)	2b Net rental real estate income (loss)												
		3a Other net rental income (loss)	3b Other net rental income (loss)												
B Name, Address, City, State, ZIP Code DIAMOND STATE VENTURES III, L.P. 200 RIVER MARKET AVENUE, SUITE 400 LITTLE ROCK, AR 72201		4a Interest income 99,835.	4b Interest income 99,835.												
		5a Dividends 5,145.	5b Dividends 5,145.												
		6a Royalties	6b Royalties												
Part II Information About the Shareholder or Partner		7a Net short-term capital gain (loss)	7b Net short-term capital gain (loss)												
C Identification Number 71-0285871		8a Net long-term capital gain (loss) 3,047.	8b Net long-term capital gain (loss) 3,046.												
		9a Unrecaptured Section 1250 gain	9b Unrecaptured Section 1250 gain												
D Name, Address, City, State, ZIP Code WINTHROP ROCKEFELLER FOUNDATION 225 EAST MARKHAM STREET, SUITE 200 LITTLE ROCK, AR 72201		10a Net Section 1231 gain (loss) -181.	10b Net Section 1231 gain (loss) -181.												
		11a Other income (loss) *	11b Other income (loss) *												
		12a Guaranteed payments	12b Guaranteed payments												
		13a Section 179 deduction	13b Section 179 deduction												
E Arkansas resident <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No If a nonresident, provide state of legal residence		14a Other deductions * STMT 64,152.	14b Other deductions * 64,152.												
F Shareholder's Percentage of Stock Ownership for Tax Year _____ %		15a Credits	15b Credits												
G Partner's Share of Profit, Loss, and Capital: <table border="1"> <thead> <tr> <th></th> <th>Beginning</th> <th>Ending</th> </tr> </thead> <tbody> <tr> <td>Profit</td> <td>VARIOUS %</td> <td>VARIOUS %</td> </tr> <tr> <td>Loss</td> <td>VARIOUS %</td> <td>VARIOUS %</td> </tr> <tr> <td>Capital</td> <td>VARIOUS %</td> <td>VARIOUS %</td> </tr> </tbody> </table>			Beginning	Ending	Profit	VARIOUS %	VARIOUS %	Loss	VARIOUS %	VARIOUS %	Capital	VARIOUS %	VARIOUS %	16a Items affecting shareholder basis	16b Items affecting shareholder basis
	Beginning	Ending													
Profit	VARIOUS %	VARIOUS %													
Loss	VARIOUS %	VARIOUS %													
Capital	VARIOUS %	VARIOUS %													
		17a Other information * STMT 106,245.	17b Other information * 106,245.												
		18a Tax-exempt income and nondeductible expenses -3,141.	18b Tax-exempt income and nondeductible expenses -3,141.												
H Arkansas Apportionment Percentage: 100.0000 %		19a Distributions	19b Distributions												
* Attach statement with additional information		20a Arkansas withholding or other payments													

STATEMENT 16B

DIAMOND STATE VENTURES III, L.P.

80-0944290

AR SCHEDULE K-1

OTHER DEDUCTIONS

DESCRIPTION

AMOUNT

CASH CONTRIBUTIONS (50%)	530.
INVESTMENT INTEREST EXPENSE	40,035.
SECTION 59(E)(2) EXPENDITURES	1,469.
OTHER DEDUCTIONS FROM SCHEDULE OF ACTIVITIES	22,118.
TOTAL TO AR SCHEDULE K-1, LINE 14	64,152.

AR SCHEDULE K-1

OTHER INFORMATION

DESCRIPTION

AMOUNT

INVESTMENT INCOME	104,980.
OTHER INFORMATION	1,265.
TOTAL TO AR SCHEDULE K-1, LINE 17	106,245.



Midstream Partners LP

0011101 02 MB 0.425 **AUTO T5 0 1097 72201-163650 -C01-P11112-11



TNT-LDN-WINTHROP ROCKEFELLER FOUNDATION - OAKVIEW

225 E MARKHAM ST STE 200
LITTLE ROCK AR 72201-1636



STATEMENT 16C

Dear Investor,

This package contains important information needed to complete your 2018 federal and state income tax returns. Please DO NOT DISCARD.

Enclosed is your 2018 Investor Tax Reporting Package for your investment in CNX Midstream Partners LP (previously CONE Midstream Partners LP) (NYSE: CNXM). This package has been prepared to assist you in complying with the income tax filing requirements resulting from your investment. The Partnership is required to provide each person who is or was a unitholder at any time during the year with a Schedule K-1 containing the information necessary for the preparation of tax returns. We recommend that you consult with your tax professional for all Federal, State, or any other filing requirement. Under §199A you may be eligible for a deduction for Passthrough Business Income. The partnership has reported Section 199A PTP Income on Box 20AD. Please consult your tax advisor as to whether or not you are eligible for this deduction.

We are committed to providing the best service possible to our unitholders. As such, we have included in this package the answers to various frequently asked questions and form instructions. However, note that such information is not intended to be, nor should be construed as, the basis of tax advice. If you have any other questions or concerns regarding the package or information **please feel free to contact Tax Package Support at 1-844-289-8134.**

Your 2018 Schedule K-1 is also available via the internet at www.taxpackagesupport.com/CNXM. This site will take you to our Tax Package Support login screen. After login, you will be able to:

- View your 2018 tax schedules
- Request changes to incorrect information
- Print your tax package including instructions
- Download a file of your Schedule K-1 information that can be imported into TurboTax software
- Calculate your projected gain/loss when selling units

If your records do not agree with the information reported on any of the schedules contained herein, the K-1 or schedule information may not be correct. To correct this, you may log on to the Tax Package Support website at www.taxpackagesupport.com/CNXM; you may call Tax Package Support at (844) 289-8134; or you may make the corrections directly on the applicable schedule and mail it to: CNX Midstream Partners LP Tax Package Support, PO Box 799060, Dallas, TX 75379-9060.

For information on the impact of tax reform, including the new Section 199(a) deduction, please see the section **Tax Cuts and Jobs Acts of 2017 Items** on the State Schedule included in this Tax Reporting Package.

Please note that all changes must be made or reported to us by May 15, 2019. Thank you for your investment in CNX Midstream Partners LP.

Sincerely yours,

CNX Midstream Partners LP

K-1 Account Number: TNT19537121

*** IMPORTANT * Please note that the IRS instructions included in the tax package originally mailed to you are the instructions as of January 24, 2019. Subsequent to that, the IRS announced that it would make instructional changes due to the issuance of final Regulations for Qualified Business Income Deduction. Please visit www.irs.gov to find the final version of the 2018 Instructions for the Form 1065 Schedule K-1.**



2018 STATE SCHEDULE

PARTNER NAME: TNT-LDN-WINTHROP ROCKEFELLER FOUNDA
ACCOUNT NUMBER: TNT19537121

PARTNER FEDERAL ID/ENTITY: XX-XXX5871 /EXEMPT ORGANIZATION
CUSTODIAN FEDERAL ID:
PARTNERSHIP FEDERAL ID: 47-1054194

This Schedule contains the income tax information you need to fill out your state income tax returns. These amounts are based on the information reflected on your Ownership Schedule. Each line in the State Information section represents your share of income tax items for certain states in which the Partnership had operations. Each state is identified by a two-letter code shown in the far left hand column of this section. Differences between the sum of amounts in the state information and amounts in the Schedule K-1 federal information are due to rounding and variations between federal and state income tax laws. You may be required to file state income tax returns in these states.

S T A T E	(1)	(2)	(3)	(4)	(5)	(6)	(7)
	ORDINARY INCOME OR LOSS(-) FROM PASSIVE ACTIVITY	PORTFOLIO INTEREST INCOME	CAPITAL GAIN / LOSS	TOTAL SECTION 1231 GAIN OR LOSS (-)	INVESTMENT INCOME	ALTERNATIVE MINIMUM TAX DEPRECIATION ADJUSTMENT	GROSS RECEIPTS
STATE INFORMATION (due to rounding and other Federal and State differences, totals may not agree to Federal totals)							
INCOME OR LOSS (-) FROM PASSIVE ACTIVITY							
PA	-3,414	0	-10,304	13	0	-3	47,972
WV	-2,147	0	-6,480	8	0	-2	30,168

Resident State Filing Guidelines

Generally, the amounts reported on the Federal Schedule K-1 are needed to prepare your income tax return for the state in which you live. Due to frequent tax law changes by the states, you should consult your tax advisor concerning the proper tax treatment in your state of residence.

Non-Resident State Filing Guidelines

The Partnership operates in several states, certain of which impose an income tax on a partner's share of the partnership income allocable to such states. You may be required to file a tax return with the states even though you are not a resident of these states. The State Schedule represents allocations of your share of the federal amounts to the states in which the partnership operates. If you are required to file a non-resident return, you should enter your share of Partnership tax items attributable to the particular state on your state tax return.

IMPORTANT NOTICE: The information in the enclosed Schedule K-1 tax package is provided by the Partnership to assist you in preparing your personal tax return. The information reflects the application of various assumptions and conventions, as disclosed by the Partnership to you in various SEC filings and other offering documents. It is anticipated that the Partnership may provide disclosure of certain of these assumptions and conventions in the preparation of the Partnership return as warranted to the Internal Revenue Service and/or other taxing authorities. We suggest that you refer to the appropriate federal and state income tax laws, instructions, and SEC filings and other offering documents, and that you consult your tax advisor with any questions. You should discuss with your tax advisor whether the treatment of any items in the enclosed tax package may subject you and/or your tax advisor to a penalty by a taxing authority and the need to adequately disclose any items in order to avoid such penalty.

You may access your Schedule K-1, print applicable IRS individual tax forms or download Schedule K-1 information directly into Turbo Tax income tax preparation software via www.cnxmidstream.com or www.taxpackagesupport.com/cnxm. You may elect to receive an electronic notification when your Investor Tax Reporting Package is available and/or obtain your investor Tax Reporting Package only in paperless form with no paper copy mailed to your address.

2017 TAX CUTS AND JOBS ACT ITEMS

As a result of the new Section 199A deduction enacted by the Tax Cuts and Jobs Act of 2017, your overall effective rate on certain items of your income distributed to you from the partnership may have been reduced. Information historically reported to you as Section 199(a) information on Line 13T of your Schedule K-1 is no longer applicable. It is critical to review the information reported to you on Line 20AD of the enclosed Schedule K-1 in order to properly account for the new Section 199A deduction. Additionally, certain items that were previously reported to you separately may no longer be required. Please review the enclosed FAQs and consult your tax advisor.

2018 K-1 SCHEDULE Supplemental Information

20AE EXCESS TAXABLE INCOME
 20AH1 GROSS RECEIPTS

33,575
 75,836

STATEMENT 16C

651118

Schedule K-1
(Form 1065)Department of the Treasury
Internal Revenue Service

2018

☐ Final K-1☐ Amended K-1

OMB No. 1545-0123

For calendar year 2018, or tax year
beginning / / 2018 ending / /Partner's Share of Income, Deductions,
Credits, etc.

▶ See back of form and separate instructions.

Part I Information About the Partnership	
A	Partnership's employer identification number 47-1054194
B	Partnership's name, address, city, state, and ZIP code CNX MIDSTREAM PARTNERS LP 1000 CONSOL ENERGY DRIVE CANONSBURG PA 15317-6506
C	IRS Center where partnership filed return e-file
D	<input checked="" type="checkbox"/> Check if this is a publicly traded partnership (PTP)
Part II Information About the Partner	
E	Partner's identifying number XX-XXX5871
F	Partner's name, address, city, state, and ZIP code TNT-LDN-WINTHROP ROCKEFELLER FOUNDATION - OAKVIEW 225 E MARKHAM ST STE 200 LITTLE ROCK, AR 72201
G	<input type="checkbox"/> General partner or LLC member-manager <input checked="" type="checkbox"/> Limited partner or other LLC member
H	<input checked="" type="checkbox"/> Domestic partner <input type="checkbox"/> Foreign partner
I1	What type of entity is this partner? EXEMPT ORGANIZATION
I2	If this partner is a retirement plan (IRA/SEP/Keogh/etc.), check here <input type="checkbox"/>
J	Partner's share of profit, loss, and capital (see instructions):
Beginning Ending	
Profit	0.033314 % 0.029744 %
Loss	0.033314 % 0.029744 %
Capital	0.033314 % 0.029744 %
K	Partner's share of liabilities:
Beginning Ending	
Nonrecourse	\$ 21,920 \$ 116,521
Qualified nonrecourse financing	\$ \$
Recourse	\$ 0 \$ 0
L	Partner's capital account analysis:
Beginning capital account	\$ 370,566
Capital contributed during the year	\$ 23,867
Current year increase (decrease)	\$ -21,739
Withdrawals & distributions	\$ (82,988)
Ending capital account	\$ 289,706
<input checked="" type="checkbox"/> Tax basis <input type="checkbox"/> GAAP <input type="checkbox"/> Section 704(b) book	
<input type="checkbox"/> Other (explain)	
M	Did the partner contribute property with a built-in gain or loss?
<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
If "Yes," attach statement (see instructions)	

Part III Partner's Share of Current Year Income, Deductions, Credits, and Other Items			
1	Ordinary business income (loss)	15	Credits
	-5,397		
2	Net rental real estate income (loss)		
3	Other net rental income (loss)	16	Foreign transactions
4	Guaranteed payments		
5	Interest income		
	0		
6a	Ordinary dividends		
6b	Qualified dividends		
6c	Dividend equivalents		
7	Royalties		
8	Net short-term capital gain (loss)	17	Alternative minimum tax (AMT) items
		A	-1
9a	Net long-term capital gain (loss)		
	-16,289	B	-3
9b	Collectibles (28%) gain (loss)		
9c	Unrecaptured section 1250 gain	18	Tax-exempt income and nondeductible expenses
		C	74
10	Net section 1231 gain (loss)		
	21		
11	Other income (loss)		
		19	Distributions
		A	28,948
12	Section 179 deduction		
13	Other deductions	20	Other information
		A	0
		V	-5,397
		AD	-5,397
14	Self-employment earnings (loss)	*	STMT

*See attached statement for additional information.

For IRS Use Only

This list identifies the codes used on Schedule K-1 for all partners and provides summarized reporting information for partners who file Form 1040. For detailed reporting and filing information, see the separate Partner's Instructions for Schedule K-1 and the instructions for your income tax return.

1. **Ordinary business income (loss).** Determine whether the income (loss) is passive or nonpassive and enter on your return as follows.

Passive loss
Passive income
Nonpassive loss
Nonpassive income

Report on

See the Partner's Instructions
Schedule E, line 28, column (h)
See the Partner's Instructions
Schedule E, line 28, column (k)
See the Partner's Instructions

2. **Net rental real estate income (loss)**
3. **Other net rental income (loss)**

Net income
Net loss

Schedule E, line 28, column (h)
See the Partner's Instructions
Schedule E, line 28, column (k)

4. **Guaranteed payments**
5. **Interest income**

Form 1040, line 2b

- 6a. **Ordinary dividends**

Form 1040, line 3b

- 6b. **Qualified dividends**

Form 1040, line 3a

- 6c. **Dividend equivalents**

See the Partner's Instructions

7. **Royalties**

Schedule E, line 4

8. **Net short-term capital gain (loss)**

Schedule D, line 5

- 9a. **Net long-term capital gain (loss)**

Schedule D, line 12

- 9b. **Collectibles (28%) gain (loss)**

28% Rate Gain Worksheet, line 4
(Schedule D instructions)

- 9c. **Unrecaptured section 1250 gain**

See the Partner's Instructions

10. **Net section 1231 gain (loss)**

See the Partner's Instructions

11. **Other income (loss)**

Code

A Other portfolio income (loss)
B Involuntary conversions
C Sec. 1256 contracts & straddles
D Mining exploration costs recapture
E Cancellation of debt

See the Partner's Instructions
See the Partner's Instructions
Form 6781, line 1
See Pub. 535
Schedule 1 (Form 1040), line 21 or
Form 982

F Section 951A income
G Section 965(a) inclusion
H Subpart F income other than
sections 951A and 965 inclusion
I Other income (loss)

See the Partner's Instructions

12. **Section 179 deduction**

See the Partner's Instructions

13. **Other deductions**

A Cash contributions (60%)
B Cash contributions (30%)
C Noncash contributions (50%)
D Noncash contributions (30%)
E Capital gain property to a 50%
organization (30%)
F Capital gain property (20%)
G Contributions (100%)
H Investment interest expense
I Deductions—royalty income
J Section 59(e)(2) expenditures
K Excess business interest expense
L Deductions—portfolio (other)
M Amounts paid for medical insurance

See the Partner's
Instructions

N Educational assistance benefits
O Dependent care benefits
P Preproductive period expenses
Q Commercial revitalization deduction
from rental real estate activities
R Pensions and IRAs
S Reforestation expense deduction
T through V
W Other deductions
X Section 965(c) deduction

Form 4952, line 1
Schedule E, line 19
See the Partner's Instructions
See the Partner's Instructions
Schedule A, line 16
Schedule A, line 1 or Schedule 1
(Form 1040), line 29
See the Partner's Instructions
Form 2441, line 12
See the Partner's Instructions
See Form 8582 instructions
See the Partner's Instructions
See the Partner's Instructions
Reserved for future use
See the Partner's Instructions
See the Partner's Instructions

14. **Self-employment earnings (loss)**

Note: If you have a section 179 deduction or any partner-level deductions, see the Partner's Instructions before completing Schedule SE.

A Net earnings (loss) from
self-employment
B Gross farming or fishing income
C Gross non-farm income

Schedule SE, Section A or B
See the Partner's Instructions
See the Partner's Instructions

15. **Credits**

A Low-income housing credit
(section 42(j)(5)) from pre-2008
buildings
B Low-income housing credit
(other) from pre-2008 buildings
C Low-income housing credit
(section 42(j)(5)) from
post-2007 buildings
D Low-income housing credit
(other) from post-2007
buildings
E Qualified rehabilitation
expenditures (rental real estate)
F Other rental real estate credits
G Other rental credits
H Undistributed capital gains credit
I Biofuel producer credit

See the Partner's Instructions

Schedule 5 (Form 1040), line 74, box 4
See the Partner's Instructions

Code**Report on**

J Work opportunity credit
K Disabled access credit
L Empowerment zone
employment credit
M Credit for increasing research activities
N Credit for employer social
security and Medicare taxes
O Backup withholding
P Other credits

See the Partner's Instructions

16. **Foreign transactions**

A Name of country or U.S.
possession
B Gross income from all sources
C Gross income sourced at
partner level

Form 1116, Part I

Foreign gross income sourced at partnership level

D Section 951A category
E Foreign branch category
F Passive category
G General category
H Other

Form 1116, Part I

Deductions allocated and apportioned at partner level

I Interest expense
J Other

Form 1116, Part I
Form 1116, Part I

Deductions allocated and apportioned at partnership level to foreign source income

K Section 951A category
L Foreign branch category
M Passive category
N General category
O Other

Form 1116, Part I

Other information

P Total foreign taxes paid
Q Total foreign taxes accrued
R Reduction in taxes available for credit
S Foreign trading gross receipts
T Extraterritorial income exclusion
U Section 951A(c)(1)(A) tested income
V Tested foreign income tax
W Section 965 information
X Other foreign transactions

Form 1116, Part II
Form 1116, Part II
Form 1116, line 12
Form 8873
Form 8873

17. **Alternative minimum tax (AMT) items**

A Post-1986 depreciation adjustment
B Adjusted gain or loss
C Depletion (other than oil & gas)
D Oil, gas, & geothermal—gross income
E Oil, gas, & geothermal—deductions
F Other AMT items

See the Partner's
Instructions and
the Instructions for
Form 6251

18. **Tax-exempt income and nondeductible expenses**

A Tax-exempt interest income
B Other tax-exempt income
C Nondeductible expenses

Form 1040, line 2a
See the Partner's Instructions
See the Partner's Instructions

19. **Distributions**

A Cash and marketable securities
B Distribution subject to section 737
C Other property

See the Partner's Instructions

20. **Other information**

A Investment income
B Investment expenses
C Fuel tax credit information
D Qualified rehabilitation expenditures
(other than rental real estate)
E Basis of energy property
F Recapture of low-income housing
credit (section 42(j)(5))
G Recapture of low-income housing
credit (other)
H Recapture of investment credit
I Recapture of other credits
J Look-back interest—completed
long-term contracts
K Look-back interest-income forecast
method
L Dispositions of property with
section 179 deductions
M Recapture of section 179 deduction
N Interest expense for corporate partners
O through Y
Z Section 199A income
AA Section 199A W-2 wages
AB Section 199A unadjusted basis
AC Section 199A REIT dividends
AD Section 199A PTP income
AE Excess Taxable income
AF Excess business interest income
AG Gross receipts for section 59A(e)
AH Other information

Form 4952, line 4a
Form 4952, line 5
Form 4136
See the Partner's Instructions
See the Partner's Instructions
Form 8611, line 8
Form 8611, line 8
See Form 4255
See the Partner's Instructions
See Form 8697
See Form 8866
See the Partner's
Instructions



This Schedule is NOT Proof of Ownership

2018 OWNERSHIP SCHEDULE	TRANSACTION		BROKER OR CERTIFICATE NUMBER	UNITS
	DESCRIPTION	DATE		
<p>This schedule contains a summary of your unit ownership history from your original acquisition of Partnership units to December 31, 2018. This information came directly from the transfer agent's records if you are a registered holder.</p> <p>Ownership information for street name owners (who held units in a brokerage nominee account) was provided from your broker's or nominee's records, if the broker or nominee provided the information in accordance with Internal Revenue Code Section 6031(c). IRS regulations concerning partnerships require brokers and nominees to inform the partnership directly of your unit activity so that the partnership may automatically furnish you with tax information.</p> <p>If you held multiple lots of Partnership units, the ownership information has been accumulated for each lot having a common federal tax identification number and entity type, except for lots attributable to an individual retirement account (IRA), Keogh or similar type of account, which are reported on in a separate package. For IRA, Keogh, or Pension accounts, the federal tax identification number of the custodian is shown. You will receive a separate Individualized Income Tax Reporting Package for each lot with a different tax identification number. Dispositions of Partnership units have been treated as if they relate to the lots with the earliest acquisition date.</p> <p>If your records do not agree with the information reported on this Ownership Schedule, then the amounts reported on the following schedules may not be correct. To correct this, please make the necessary corrections directly onto this schedule, including any necessary explanations, sign where indicated, and mail before May 15, 2019 to:</p> <p>CNX Midstream Partners LP Tax Package Support P. O. Box 799060 Dallas, TX 75379-9060</p> <p>Also, you may call the Partnership's Tax Package Support at 1-844-289-8134 or go to our tax website at www.taxpackagesupport.com/CNXM</p> <p>You may find it necessary to extend your filing date for your personal tax return by filing Form 4868 - Application for Automatic Extension of Time to File U.S. Individual Income Tax Return by April 15, 2019.</p> <p>If the Ownership Schedule is the only schedule containing information (i.e. the Schedule K-1 and State Schedule is blank), then the ownership history the Partnership received from the transfer agent, brokerage firm or nominee, for your account is inaccurate or incomplete. Please contact the Partnership for instructions on how to proceed.</p>	AC BUY	06/23/2016	TNT	10,009.00000
	AC BUY	05/30/2017	TNT	146.00000
	AC BUY	05/31/2017	TNT	200.00000
	AC BUY	06/08/2017	TNT	300.00000
	AC BUY	06/09/2017	TNT	600.00000
	AC BUY	06/12/2017	TNT	500.00000
	AC BUY	06/13/2017	TNT	300.00000
	AC BUY	06/26/2017	TNT	300.00000
	AC BUY	06/27/2017	TNT	400.00000
	AC BUY	07/07/2017	TNT	200.00000
	AC BUY	08/03/2017	TNT	4,400.00000
	AC BUY	10/06/2017	TNT	740.00000
	AC BUY	10/06/2017	TNT	740.00000
	AC BUY	10/18/2017	TNT	2,760.00000
	AC BUY	01/09/2018	TNT	200.00000
	AC BUY	01/10/2018	TNT	600.00000
	AC BUY	01/16/2018	TNT	420.00000
	DA SELL	09/04/2018	TNT	-500.00000
	DA SELL	09/12/2018	TNT	-100.00000
	DA SELL	09/17/2018	TNT	-700.00000
DA SELL	09/18/2018	TNT	-900.00000	
DA SELL	09/19/2018	TNT	-800.00000	
DA SELL	09/20/2018	TNT	-500.00000	
<p>This schedule is not proof of ownership.</p> <p>The information reported on this schedule, as corrected, accurately and completely presents my ownership history through December 31, 2018. By signing this schedule, I authorize the Partnership to make the corrections as indicated above to my Schedule K-1.</p> <p>Signed: _____</p> <p>Daytime Phone Number: _____</p>				19,315.00000
<p align="center">Ownership Schedule Definitions</p> <p>Transaction Description - This is the type of transaction for the group of shares involved. The "Description" column provides explanations for the abbreviations used in this column.</p> <p>Transaction Date - This is the date on which the transaction occurred as reported to the Partnership by either the transfer agent (if you are a registered owner) or by your broker or nominee (if your shares are in street name).</p> <p>Broker or Certificate Number - This column will indicate "Broker" if the transaction was reported to the Partnership from a broker or nominee. This column will also report a certificate number for transactions registered with the Partnership's transfer agent.</p> <p>Units - This is the number of shares associated with each certificate or transaction.</p>				

FEDERAL INCOME TAX FORMS AND REQUIRED STATEMENTS

The schedules included in this Individualized Income Tax Reporting Package contain references to the appropriate federal forms to be used in preparing your 2018 Federal Individual income tax return. You should obtain the following federal income tax forms before beginning the preparation of your return. You may find, however, that some of these forms may not be required for your particular situation.

- Form 1040 Schedule B - Interest and Ordinary Dividends
- Form 1040 Schedule D - Capital Gains and Losses
- Form 1040 Schedule E - Supplemental Income and Loss
- Form 4797 Sales of Business Property
- Form 4868 Application for Automatic Extension of Time To File U.S. Individual Income Tax Return
- Form 4952 Investment Interest Expense Deduction
- Form 6251 Alternative Minimum Tax - Individuals
- Form 8082 Notice of Inconsistent Treatment or Administrative Adjustment Request (AAR)
- Form 8949 Sales and Other Dispositions of Capital Assets
- Form 8960 Net Investment Income Tax - Individuals, Estates, and Trusts

IMPORTANT: You may be required to include the IRC Section 751 Statement with your 2018 federal income tax return.

2018 SALES SCHEDULE	(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
	UNITS SOLD	DISPOSITION DATE	SALES PROCEEDS	PURCHASE PRICE / INITIAL BASIS AMOUNT	CUMULATIVE ADJUSTMENTS TO BASIS	COST BASIS	GAIN SUBJECT TO RECAPTURE AS ORDINARY INCOME	AMT GAIN/LOSS ADJUSTMENT	PERCENTAGE LONG TERM
	500.00000	09/04/2018		9,061	-1,345	7,716	862	0	76%
	100.00000	09/12/2018		1,812	-258	1,554	176	0	76%
	700.00000	09/17/2018		12,678	-1,873	10,805	1,208	0	76%
	900.00000	09/18/2018		16,307	-2,409	13,898	1,553	0	76%
	800.00000	09/19/2018		14,493	-2,142	12,351	1,382	0	76%
	500.00000	09/20/2018		9,061	-1,345	7,716	862	0	76%
PARTNER TOTALS				63,412	-9,372	54,040	6,043	0	
REFERENCES			FORM 8949 COLUMN D			FORM 8949 COLUMN E	FORM 4797 PART II LINE 10, FORM 8949 COLUMN G	FORM 6251, 2K	
The details of each individual transaction can be viewed online at www.taxpackagesupport.com/cnxm									
NOTE: If you disposed of units during 2018 you must included the following statement in your tax return:									
IRC SECTION 751 STATEMENT									
The taxpayer has reported ordinary income upon the disposition of units in CNX Midstream Partners LP, as provided by the Tax Matters Partner. The amount was determined in accordance with Internal Revenue Code Section 751 and the detailed information is available in the offices of the Tax Matters Partner upon request.									
DO NOT ATTACH THE 2018 SALES SCHEDULE TO YOUR FEDERAL OR STATE TAX RETURNS									
If you disposed of your partnership interest during 2018, this Sales Schedule is provided to assist you in the calculation of your gain or loss as a result of your disposition. IRS Revenue Ruling 84-53 provides that a partner has a single unified basis in their partnership interest. If you acquired your partnership interest through various purchases, each row on the schedule above includes a prorated amount of each acquisition reflecting the unified basis of the disposed partnership interest. The partnership has provided this schedule solely as a courtesy. Basis information is not reported to the Internal Revenue Service by the partnership. Each partner must make their own determination of the amount of basis to be associated with the partnership interest that was sold during the year. Please consult your tax advisor to obtain advice on how this determination should be made. If you notified the partnership that you used an alternate basis disposition method, the schedule below will generally yield a result that is not consistent with IRS Revenue Ruling 84-53.									
IMPORTANT: If you disposed of a portion of your partnership interest (rather than your entire interest) you may be subject to the passive activity loss limitation rules. Please consult your tax advisor for the appropriate tax treatment.									
For additional information to comply with § 864(c)(8) , please contact Tax Package Support at 844-289-8134.									

This schedule is used to calculate your gain or loss only if you had a taxable disposition of all or a portion of your Partnership units in 2018. Absent material participation in the operations of the Partnership or another exception, the gain or loss on your sale of the Partnership's units may be treated as net investment income for purposes of IRC Section 1411 and potentially subject to a 3.8% surtax.

Columns 1 & 2: This information has been provided to the Partnership by you, the transfer agent or your broker.

Column 3: Enter this amount from your broker records and report on Form 8949, Column D

Column 4: This amount is based on information provided to the partnership by you or your broker, or the amount used to determine your share of allocable gain or loss on this & (if applicable) prior years' Schedules K-1.

Column 5: Your Cumulative Adjustments to Basis includes your cumulative allocable partnership income, deductions, distributions, etc & has not been adjusted for any gains recognized under § 731 or § 737.

Column 6: This amount is the sum of Columns 4 & 5 and represents your estimated outside basis (exclusive of liability allocations) in the disposed partnership interest.

Column 7: The instructions to Form 8949 are unclear in the determination of capital gain where total gain on the sale of units is partially ordinary gain.

Reporting this amount as a negative adjustment in Column G of Form 8949 should generally result in the correct capital gain or loss.

Column 8: Use this amount to adjust your gain/loss for Alternative Minimum Tax Purposes

Column 9: For your convenience, the partnership has provided the percentage of your disposed partnership units held for greater than one year based on the transaction dates provided by you or your broker, as displayed on your Ownership Schedule. Consult your tax advisor for proper treatment of varying holding periods of your disposed partnership units. For tax exempt entities that sold the Partnership's units during this year and are following the position the IRS has communicated in TAM 9651001, you must contact the Tax Package Support hotline (844) 289-8134 to request the required information to perform your calculations. For section 864(c) purposes, foreign investors and partnerships should consider that 100% of the gain on the sale of an interest is related to ECI.

2018

INDIVIDUALIZED INCOME TAX REPORTING PACKAGE AND INSTRUCTIONS

INTRODUCTION

CNX Midstream Partners LP (the Partnership) is a publicly traded limited partnership which is not subject to federal or state income tax. Instead, partners are required to report their allocable share of the Partnership's items of taxable income, gain, deduction or loss in their individual income tax returns as though each partner had incurred such items directly.

The enclosed Partnership's tax package consists of the IRS Schedule K-1 (Form 1065), your Ownership Schedule, State Schedule, and Sales Schedule for the Partnership's tax year ending December 31, 2018. Please read the Partners IRS Instruction Booklet, Ownership and State Schedules carefully before filing your 2018 Federal Income Tax Return (Please read the Sales Schedule if you disposed of units in 2018).

Individuals should proceed directly to the Ownership Schedule and confirm the accuracy of their ownership information. Please report any errors to CNX Midstream Partners LP Tax Package Support at the address, phone number or website listed in the Ownership Schedule Summary.

Finally, if you disposed of your units prior to January 1, 2019 you should utilize the Sales Schedule and applicable summary to determine your taxable gain or loss on unit dispositions. Please contact your tax advisor if you have any questions regarding the applicable tax treatment of any item on the enclosed schedules. Questions relating specifically to the Schedule K-1 Information should be directed to:

CNX Midstream Partners Tax Package Support at 1-844-289-8134

IMPORTANT: The amount of your taxable income will not correspond to the amount of cash distributed to you during the year.

This Individualized Income Tax Reporting Package is being provided to Registered Owners, (i.e., partners who have received a numbered certificate of ownership representing their units) and to Beneficial Owners (i.e., partners whose units are held in a brokerage or other nominee account) who have been identified by the Partnership.

IMPORTANT NOTICE

The enclosed information is provided for your general guidance. The information is not intended to be, nor should it be construed as, the basis of tax advice. The tax information discussed in this booklet and reflected on the schedules provided to you is based on existing federal and state laws and regulations as interpreted by the General Partner. Before undertaking any tax filing, we suggest that you refer to the appropriate federal and state income tax laws or consult with your personal tax advisor.

QUESTIONS AND ANSWERS

Q. What new items in the tax package came out of 2017 Tax Cuts and Jobs Act?

A. Please see section **2017 Tax Cuts and Jobs Act items** on the state schedule of this tax package for detail on the impact of 2017 legislation.

Q. Do I report any cash I received as my taxable income?

A. No. You should report the income items shown on your Schedule K-1 provided to you by the Partnership.

Q. Why is the amount of cash I received different than the amount I have to report on my individual income tax return?

A. The cash you receive is a return of capital and represents your share of the partnership's available cash. The amount you are required to include in your individual income tax return is your share of the

partnership's income and related items, allocated based on the number of units you owned during 2018 and reported on your Schedule K-1. These amounts differ due to changes in cash flow and depreciation (a non-cash expense).

Q. What is a Schedule K-1?

A. CNX Midstream Partners LP is a publicly traded limited partnership consisting of a general partner and many limited partners (including the investing public). Therefore, all income and expenses flow through to the unitholders to be reported on their individual tax returns. The Partnership is required to file a Form 1065 with the IRS which includes a Schedule K-1 for each unitholder reporting their respective tax information.

Q. Why am I receiving a Schedule K-1 rather than a Form 1099?

A. Form 1099's are used to report dividends and interest (among other items), rather than partnership information.

Q. How is my basis affected by cash distributions and partnership net income?

A. The cash distributions you receive are a return of capital and decrease your basis in the partnership. At year end your basis is increased by your share of the partnership's taxable income or decreased by your share of the partnership's taxable loss allocated to you on your Schedule K-1.

Q. What is Unrelated Business Taxable Income (UBTI)?

A. UBTI is a tax-exempt organization's (including IRA's, Keogh and other qualified retirement plans') distributive share of gross income and allowable deductions of a publicly traded partnership which is considered to be unrelated to the regular activities of the tax-exempt organization and therefore includable in taxable income but which may be offset by a \$1,000 deduction.

Q. What is Alternative Minimum Tax (AMT) Depreciation Adjustment?

A. The AMT depreciation adjustment amount represents the difference between depreciation for AMT purposes and depreciation for regular tax purposes. This adjustment is necessary in the calculation of your alternative minimum tax.

Q. What should I do if the information in my tax package is incorrect?

A. You may make any corrections directly onto the Ownership Schedule and return it to the Partnership by May 15, 2019 at the address given in the instructions. You may also call 1-844-289-8134 or visit our website at www.taxpackagesupport.com/CNXM. The Partnership will use the information on the Ownership Schedule to update its records and will send you corrected tax information. **CNXM will file Schedule K-1s with the Internal Revenue Service following May 15, 2019. If unitholders make corrections after May 15, 2019 and use the information on the resulting corrected tax package to file with after that date, they should include a Form 8082- Notice Of Inconsistent Treatment or Administrative Adjustment Request (AAR) with their filing.**

Q. Do I have to file tax returns in any state in which I do not live?

A. Certain states require unitholders to file tax returns in the states in which the Partnership operates. You should consult with your tax advisor regarding the need to file state tax returns.

Q. What is CNX Midstream Partners LP's tax year and how does that affect my share of partnership income?

A. CNX Midstream Partners LP is on a December 31 calendar year end for income tax purposes. Therefore, the enclosed tax information should be reported in your 2018 income tax return. If you are a fiscal year taxpayer, the tax information items should be reported in your tax return for your fiscal year which includes December 31, 2018.

Q. Am I subject to the new 3.8% surtax applicable to net investment income (NII)?

A. For tax years beginning after 2012, Internal Revenue Code (IRC) Section 1411 imposes a 3.8% surtax on certain investment income of individuals and of trusts and estates. Your share of income reported on this Schedule K-1 and any gain on the sale of the Partnership units may be subject to this surtax. The Partnership encourages you to consult with your tax advisor concerning the impact of IRC Section 1411 to you.



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OMB No. 1545-0123

☐ Final K-1☐ Amended K-1**Schedule K-1
(Form 1065)**Department of the Treasury
Internal Revenue Service

2018

For calendar year 2018, or tax year

beginning / / 2018 ending / /**Partner's Share of Income, Deductions,
Credits, etc.**

▶ See back of form and separate instructions.

Part I Information About the Partnership

A	Partnership's employer identification number 81-3887168
B	Partnership's name, address, city, state, and ZIP code SJF VENTURES IV, LP 200 N. MANGUM STREET, SUITE 203 DURHAM, NC 27701
C	IRS Center where partnership filed return ELECTRONIC FILING
D	<input type="checkbox"/> Check if this is a publicly traded partnership (PTP)

Part II Information About the Partner

E	Partner's identifying number 71-0285871												
F	Partner's name, address, city, state, and ZIP code THE WINTHROP ROCKEFELLER FOUNDATION 225 EAST MARKHAM, SUITE 200 LITTLE ROCK, AR 72201												
G	<input type="checkbox"/> General partner or LLC member-manager <input checked="" type="checkbox"/> Limited partner or other LLC member												
H	<input checked="" type="checkbox"/> Domestic partner <input type="checkbox"/> Foreign partner												
I1	What type of entity is this partner? <u>EXEMPT ORGANIZATION</u>												
I2	If this partner is a retirement plan (IRA/SEP/Keogh/etc.), check here <input type="checkbox"/>												
J	Partner's share of profit, loss, and capital (see instructions):												
	<table border="1"> <thead> <tr> <th></th> <th>Beginning</th> <th>Ending</th> </tr> </thead> <tbody> <tr> <td>Profit</td> <td>1.708002 %</td> <td>1.707981 %</td> </tr> <tr> <td>Loss</td> <td>1.708002 %</td> <td>1.707981 %</td> </tr> <tr> <td>Capital</td> <td>1.708002 %</td> <td>1.708005 %</td> </tr> </tbody> </table>		Beginning	Ending	Profit	1.708002 %	1.707981 %	Loss	1.708002 %	1.707981 %	Capital	1.708002 %	1.708005 %
	Beginning	Ending											
Profit	1.708002 %	1.707981 %											
Loss	1.708002 %	1.707981 %											
Capital	1.708002 %	1.708005 %											
K	Partner's share of liabilities:												
	<table border="1"> <thead> <tr> <th></th> <th>Beginning</th> <th>Ending</th> </tr> </thead> <tbody> <tr> <td>Nonrecourse . . . \$</td> <td>59,836</td> <td>\$ 172</td> </tr> <tr> <td>Qualified nonrecourse financing . . . \$</td> <td></td> <td>\$</td> </tr> <tr> <td>Recourse . . . \$</td> <td></td> <td>\$</td> </tr> </tbody> </table>		Beginning	Ending	Nonrecourse . . . \$	59,836	\$ 172	Qualified nonrecourse financing . . . \$		\$	Recourse . . . \$		\$
	Beginning	Ending											
Nonrecourse . . . \$	59,836	\$ 172											
Qualified nonrecourse financing . . . \$		\$											
Recourse . . . \$		\$											
L	Partner's capital account analysis:												
	<table border="1"> <tbody> <tr> <td>Beginning capital account . . . \$</td> <td>143,438</td> </tr> <tr> <td>Capital contributed during the year . . . \$</td> <td>400,000</td> </tr> <tr> <td>Current year increase (decrease) . . . \$</td> <td>8,625</td> </tr> <tr> <td>Withdrawals & distributions . . . \$ ()</td> <td></td> </tr> <tr> <td>Ending capital account . . . \$</td> <td>552,063</td> </tr> </tbody> </table>	Beginning capital account . . . \$	143,438	Capital contributed during the year . . . \$	400,000	Current year increase (decrease) . . . \$	8,625	Withdrawals & distributions . . . \$ ()		Ending capital account . . . \$	552,063		
Beginning capital account . . . \$	143,438												
Capital contributed during the year . . . \$	400,000												
Current year increase (decrease) . . . \$	8,625												
Withdrawals & distributions . . . \$ ()													
Ending capital account . . . \$	552,063												
	<input type="checkbox"/> Tax basis <input checked="" type="checkbox"/> GAAP <input type="checkbox"/> Section 704(b) book <input type="checkbox"/> Other (explain)												
M	Did the partner contribute property with a built-in gain or loss?												
	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," attach statement (see instructions)												

**Part III Partner's Share of Current Year Income,
Deductions, Credits, and Other Items**

1	Ordinary business income (loss)	15	Credits
2	Net rental real estate income (loss)		
3	Other net rental income (loss)	16	Foreign transactions
4	Guaranteed payments		
5	Interest income		239
6a	Ordinary dividends		
6b	Qualified dividends		
6c	Dividend equivalents		
7	Royalties		
8	Net short-term capital gain (loss)	17	Alternative minimum tax (AMT) items
9a	Net long-term capital gain (loss)		
9b	Collectibles (28%) gain (loss)		
9c	Unrecaptured section 1250 gain	18	Tax-exempt income and nondeductible expenses
10	Net section 1231 gain (loss)		
11	Other income (loss)		
		19	Distributions
12	Section 179 deduction		
13	Other deductions	20	Other information
H	3,194	A	239
W	43,344	B	46,538
14	Self-employment earnings (loss)		

*See attached statement for additional information.

For IRS Use Only

STATEMENT 16D

This list identifies the codes used on Schedule K-1 for all partners and provides summarized reporting information for partners who file Form 1040. For detailed reporting and filing information, see the separate Partner's Instructions for Schedule K-1 and the instructions for your income tax return.

1. Ordinary business income (loss). Determine whether the income (loss) is passive or nonpassive and enter on your return as follows.

	<i>Report on</i>
Passive loss	See the Partner's Instructions
Passive income	Schedule E, line 28, column (h)
Nonpassive loss	See the Partner's Instructions
Nonpassive income	Schedule E, line 28, column (k)
2. Net rental real estate income (loss)	See the Partner's Instructions
3. Other net rental income (loss)	
Net income	Schedule E, line 28, column (h)
Net loss	See the Partner's Instructions
4. Guaranteed payments	Schedule E, line 28, column (k)
5. Interest income	Form 1040, line 2b
6a. Ordinary dividends	Form 1040, line 3b
6b. Qualified dividends	Form 1040, line 3a
6c. Dividend equivalents	See the Partner's Instructions
7. Royalties	Schedule E, line 4
8. Net short-term capital gain (loss)	Schedule D, line 5
9a. Net long-term capital gain (loss)	Schedule D, line 12
9b. Collectibles (28%) gain (loss)	28% Rate Gain Worksheet, line 4 (Schedule D instructions)
9c. Unrecaptured section 1250 gain	See the Partner's Instructions
10. Net section 1231 gain (loss)	See the Partner's Instructions
11. Other income (loss)	

<i>Code</i>		
A	Other portfolio income (loss)	See the Partner's Instructions
B	Involuntary conversions	See the Partner's Instructions
C	Sec. 1256 contracts & straddles	Form 6781, line 1
D	Mining exploration costs recapture	See Pub. 535
E	Cancellation of debt	Schedule 1 (Form 1040), line 21 or Form 982
F	Section 951A income	} See the Partner's Instructions
G	Section 965(a) inclusion	
H	Subpart F income other than sections 951A and 965 inclusion	
I	Other income (loss)	
12. Section 179 deduction		See the Partner's Instructions
13. Other deductions		
A	Cash contributions (60%)	} See the Partner's Instructions
B	Cash contributions (30%)	
C	Noncash contributions (50%)	
D	Noncash contributions (30%)	
E	Capital gain property to a 50% organization (30%)	
F	Capital gain property (20%)	} See the Partner's Instructions
G	Contributions (100%)	
H	Investment interest expense	Form 4952, line 1
I	Deductions—royalty income	Schedule E, line 19
J	Section 59(e)(2) expenditures	See the Partner's Instructions
K	Excess business interest expense	See the Partner's Instructions
L	Deductions—portfolio (other)	Schedule A, line 16
M	Amounts paid for medical insurance	Schedule A, line 1 or Schedule 1 (Form 1040), line 29
N	Educational assistance benefits	See the Partner's Instructions
O	Dependent care benefits	Form 2441, line 12
P	Preproductive period expenses	See the Partner's Instructions
Q	Commercial revitalization deduction from rental real estate activities	See Form 8582 instructions
R	Pensions and IRAs	See the Partner's Instructions
S	Reforestation expense deduction through V	See the Partner's Instructions
T	Reserved for future use	
W	Other deductions	See the Partner's Instructions
X	Section 965(c) deduction	See the Partner's Instructions

14. Self-employment earnings (loss)

Note: If you have a section 179 deduction or any partner-level deductions, see the Partner's Instructions before completing Schedule SE.

A	Net earnings (loss) from self-employment	Schedule SE, Section A or B
B	Gross farming or fishing income	See the Partner's Instructions
C	Gross non-farm income	See the Partner's Instructions

15. Credits

A	Low-income housing credit (section 42(j)(5)) from pre-2008 buildings	} See the Partner's Instructions
B	Low-income housing credit (other) from pre-2008 buildings	
C	Low-income housing credit (section 42(j)(5)) from post-2007 buildings	
D	Low-income housing credit (other) from post-2007 buildings	
E	Qualified rehabilitation expenditures (rental real estate)	} See the Partner's Instructions
F	Other rental real estate credits	
G	Other rental credits	
H	Undistributed capital gains credit	
I	Biofuel producer credit	Schedule 5 (Form 1040), line 74, box a
		See the Partner's Instructions

<i>Code</i>		<i>Report on</i>
J	Work opportunity credit	} See the Partner's Instructions
K	Disabled access credit	
L	Empowerment zone employment credit	
M	Credit for increasing research activities	
N	Credit for employer social security and Medicare taxes	
O	Backup withholding	
P	Other credits	
16. Foreign transactions		
A	Name of country or U.S. possession	} Form 1116, Part I
B	Gross income from all sources	
C	Gross income sourced at partner level	
	<i>Foreign gross income sourced at partnership level</i>	
D	Section 951A category	} Form 1116, Part I
E	Foreign branch category	
F	Passive category	
G	General category	
H	Other	
	<i>Deductions allocated and apportioned at partner level</i>	
I	Interest expense	Form 1116, Part I
J	Other	Form 1116, Part I
	<i>Deductions allocated and apportioned at partnership level to foreign source income</i>	
K	Section 951A category	} Form 1116, Part I
L	Foreign branch category	
M	Passive category	
N	General category	
O	Other	
	<i>Other information</i>	
P	Total foreign taxes paid	Form 1116, Part II
Q	Total foreign taxes accrued	Form 1116, Part II
R	Reduction in taxes available for credit	Form 1116, line 12
S	Foreign trading gross receipts	Form 8873
T	Extraterritorial income exclusion	Form 8873
U	Section 951A(c)(1)(A) tested income	} See the Partner's Instructions
V	Tested foreign income tax	
W	Section 965 information	
X	Other foreign transactions	
17. Alternative minimum tax (AMT) items		
A	Post-1986 depreciation adjustment	} See the Partner's Instructions and the Instructions for Form 6251
B	Adjusted gain or loss	
C	Depletion (other than oil & gas)	
D	Oil, gas, & geothermal—gross income	
E	Oil, gas, & geothermal—deductions	
F	Other AMT items	
18. Tax-exempt income and nondeductible expenses		
A	Tax-exempt interest income	Form 1040, line 2a
B	Other tax-exempt income	See the Partner's Instructions
C	Nondeductible expenses	See the Partner's Instructions
19. Distributions		
A	Cash and marketable securities	} See the Partner's Instructions
B	Distribution subject to section 737	
C	Other property	
20. Other information		
A	Investment income	Form 4952, line 4a
B	Investment expenses	Form 4952, line 5
C	Fuel tax credit information	Form 4136
D	Qualified rehabilitation expenditures (other than rental real estate)	See the Partner's Instructions
E	Basis of energy property	See the Partner's Instructions
F	Recapture of low-income housing credit (section 42(j)(5))	Form 8611, line 8
G	Recapture of low-income housing credit (other)	Form 8611, line 8
H	Recapture of investment credit	See Form 4255
I	Recapture of other credits	See the Partner's Instructions
J	Look-back interest—completed long-term contracts	See Form 8697
K	Look-back interest—income forecast method	See Form 8866
L	Dispositions of property with section 179 deductions	} See the Partner's Instructions
M	Recapture of section 179 deduction	
N	Interest expense for corporate partners through Y	
O	Section 199A income	
AA	Section 199A W-2 wages	
AB	Section 199A unadjusted basis	
AC	Section 199A REIT dividends	
AD	Section 199A PTP income	
AE	Excess taxable income	
AF	Excess business interest income	
AG	Gross receipts for section 59A(e)	
AH	Other information	

STATEMENT 16D

ITEM L RECONCILIATION

INCOME (LOSS) FROM SCH. K-1, LINES 1-11	239
LESS: DEDUCTIONS FROM SCH. K-1, LINES 12, 13, 16L AND 16M	46,538
TOTAL INCOME PER SCHEDULE K-1	-46,299
BOOK-TO-TAX ADJUSTMENTS	
UNREALIZED GAIN/(LOSS)	54,621
AMORTIZATION OF ORGANIZATIONAL COSTS	303
TOTAL ITEM L, CURRENT YEAR INCREASE (DECREASE)	8,625

TAX BASIS

YOUR CAPITAL ACCOUNT INFORMATION ON ITEM L IS PRESENTED ON A NON-TAX BASIS. IT IS POSSIBLE YOUR TAX CAPITAL BALANCE IN THIS PARTNERSHIP IS NEGATIVE. PLEASE CONSULT YOUR TAX ADVISOR.

LINE 5 - INTEREST INCOME

INTEREST INCOME - US SOURCED	239
TOTAL INTEREST INCOME	239

LINE 13H - INVESTMENT INTEREST EXPENSE

INTEREST EXPENSE FROM INVESTING ACTIVITIES	3,194
TOTAL BOX H - INVESTMENT INTEREST EXPENSE	3,194

LINE 13W - OTHER DEDUCTIONS

¹ AMORTIZATION EXPENSES	1
¹ MANAGEMENT FEES	39,652
¹ PROFESSIONAL FEES	2,585
¹ INSURANCE EXPENSE	279
¹ OTHER EXPENSES	827
TOTAL BOX W - OTHER DEDUCTIONS	43,344

¹THESE EXPENSES ARE PORTFOLIO DEDUCTIONS FORMERLY REPORTED ON LINE 13K AS 2% PORTFOLIO DEDUCTIONS THAT ARE NON-DEDUCTIBLE FOR CERTAIN TAXPAYERS, INCLUDING INDIVIDUALS, AND WOULD REDUCE YOUR TAX BASIS IN THE PARTNERSHIP. PLEASE CONSULT YOUR TAX ADVISOR.

REPORTABLE TRANSACTIONS

FOR THE YEAR ENDED DECEMBER 31, 2018, SJF VENTURES IV, LP DID NOT ENTER INTO ANY REPORTABLE TRANSACTIONS WHICH WOULD REQUIRE DISCLOSURE ON FORM 8886.

LINE 20A - INVESTMENT INCOME

THE AMOUNT REPORTED ON BOX 20A INCLUDES INVESTMENT INCOME FROM BOXES 5, 6A, 7, AND 11A, IF ANY, OF YOUR SCHEDULE K-1. BASED ON INDIVIDUAL FACTS AND CIRCUMSTANCES, AMOUNTS ON BOXES 8, 9A, AND OTHER BOX 11 ITEMS, IF ANY, MAY ALSO BE INCLUDED IN THE INVESTMENT

INTEREST EXPENSE LIMITATION CALCULATION. PLEASE CONSULT YOUR TAX ADVISOR.

LINE 20B - INVESTMENT EXPENSE

THE AMOUNT REPORTED IN BOX 20B INCLUDES INVESTMENT EXPENSES FROM BOXES 13I, 13L AND 13W OF YOUR SCHEDULE K-1, IF ANY. BASED ON SPECIFIC INDIVIDUAL FACTS AND CIRCUMSTANCES, CERTAIN OTHER AMOUNTS IN BOX 13W, MAY ALSO BE INCLUDED IN THE INVESTMENT INTEREST EXPENSE LIMITATION CALCULATION. PLEASE CONSULT YOUR TAX ADVISOR.

UNRELATED BUSINESS TAXABLE INCOME

INFORMATION REGARDING UNRELATED BUSINESS TAXABLE INCOME ("UBTI") FOR TAX-EXEMPT ENTITIES:

17.55% OF ALL SCHEDULE K-1 ITEMS OF INCOME/(LOSS) AND DEDUCTIONS OTHER THAN CAPITAL GAIN/(LOSS) IS UBTI

41.14% OF CAPITAL GAIN/(LOSS) ON YOUR SCHEDULE K-1 IS UBTI

STATEMENT 16D



Missouri Department of Revenue 2018 Nonresident Partnership Form



18000009002

Complete this form only if the partnership has one or more nonresident partners and Missouri source income.

Business Name SJF VENTURES IV, LP	Missouri Tax Identification Number | | | | | | | |	Federal Employer Identification Number 8 | 1 | 3 | 8 | 8 | 7 | 1 | 6 | 8
Nonresident Partner's Name THE WINTHROP ROCKEFELLER FOUNDATION		Social Security Number 7 | 1 | 0 | 2 | 8 | 5 | 8 | 7 | 1

Part 1 - Partnership's Distributive Share Items	Form MO-NRP, Part 1, Lines 1 - 13d correspond to Federal Form 1065, Federal Schedule(s) K and K-1.	(a) Federal Schedule K	(b) Missouri Source	(c) MO %	(d) Federal Schedule K-1	(e) Missouri Source
	1. Ordinary income (loss) from trade or business activities	00	00		00	00
	2. Net income (loss) from rental real estate activities	00	00		00	00
	3c. Net income (loss) from other rental activities	00	00		00	00
	4. Guaranteed payments to partners	00	00		00	00
	5. Total portfolio income (loss) total of Federal Form 1065, Schedules K & K-1, Lines 5-9a	13977	00		239	00
	10. Net gain (loss) under section 1231 (other than due to casualty or theft)	00	00		00	00
	11. Other income (loss) (attach schedule)	00	00		00	00
	12. Section 179 expense deduction (attach schedule)	00	00		00	00
	13a. Charitable contributions (attach schedule)	00	00		00	00
	13d. Other deductions (attach schedule)	2724722	00		46538	00

Part 2 - Share of Missouri Partnership Adjustment - Nonresident Partners	Form MO-NRP, Part 2, Column (a) corresponds to Form MO-1065, Part 1.	(a) Missouri Partnership Adjustment	(b) Missouri Source	(c) MO %	(d) Partner's Partnership Adjustment	(e) Missouri Source
	Additions					
	3. Net state and local income taxes deducted on Federal Form 1065.	00	00			
	6. Net state and local bond interest (except Missouri)	00	00			
	7. <input type="checkbox"/> Partnership <input type="checkbox"/> Fiduciary <input type="checkbox"/> Other adjustments	00	00			
	8. Food Pantry Contributions	00	00			
	9. Total of Lines 3, 6, 7, and 8	00	00			
	Subtractions					
	12. Net interest from exempt federal obligations	00	00			
	13. Amount of any state income tax refund included in federal ordinary income	00	00			
	14. <input type="checkbox"/> Partnership <input type="checkbox"/> Fiduciary <input type="checkbox"/> Other adjustments	00	00			
	15. Missouri depreciation adjustment (See Section 143.121, RSMo.)	00	00			
	16. Total of Lines 12, 13, 14, and 15	00	00			
17. Missouri partnership adjustment — Net Addition	00	00		00	00	
18. Missouri partnership adjustment — Net Subtraction	00	00		00	00	
19. Agriculture Disaster Relief	00	00		00	00	

Part 3 - Allocation of Income and Deductions - Federal Form	Form MO-NRP, Part 3, Lines 1-8 of Column (a), correspond to Federal Form 1065, Lines 1-8.				(a) Total Federal Return	(b) Amount in Column (a) from Missouri Sources
	1a. Gross receipts or sales <input type="text"/> 1b. Less returns and allowances <input type="text"/> Balance	1c	00		00	
	2. Cost of goods sold (Attach Federal Form 1125-A)	2	00		00	
	3. Gross profit (subtract Line 2 from Line 1c)	3	00		00	
	4. Ordinary income (loss) from other partnerships, estates, and trusts (attach schedule)	4	00		00	
	5. Net farm profit (loss) (attach Federal Form 1040, Schedule F)	5	00		00	
	6. Net gain (loss) (Federal Form 4797, Part II, Line 17)	6	00		00	
	7. Other income (loss) (attach schedule)	7	00		00	
	8. Total income (loss) (combine Lines 3 through 7)	8	00		00	
	9. Enter amount from Federal Form 1065, Page 1, Line 21	9	00		00	
	10. Enter amount from Federal Form 1065, Page 1, Line 10	10	00		00	
	11. Total expenses — subtract Line 10 from Line 9	11	00		00	
	12. Guaranteed payments and ordinary income (loss) — subtract Line 11 from Line 8 [Line 12 equals total of Federal Form 1065, Schedule K, Lines 1 and 4 and Form MO-NRP, Part 1, Column (a)]* ...	12	00		00	
13. Missouri sources — subtract Line 11 from Line 8	13			00		

*Line 12 may not equal other lines in initial years of partnership due to organizational costs.

STATEMENT 16D

SCHEDULE
NJK-1
 (Form NJ-1065)
2018

STATE OF NEW JERSEY

PARTNER'S SHARE OF INCOME

For Calendar Year 2018, or Fiscal Year Beginning _____, 2018 and ending _____, 20_____

PART I General Information			
Partner's SS # or Federal EIN 71-0285871		Partnership's Federal EIN 81-3887168	
Partner's Name THE WINTHROP ROCKEFELLER FOUNDATION		Partnership's Name SJF VENTURES IV, LP	
Street Address 225 EAST MARKHAM, SUITE 200		Partnership's Street Address 200 N. MANGUM STREET, SUITE 203	
City LITTLE ROCK, AR 72201	State AR	Zip Code 72201	
What type of entity is partner? (see instructions) <u>EFC</u> Code		Enter Partner's percentage of: (i) Before Decrease or Termination (ii) End of Year	
Date Partner's Interest in Partnership began: _____ Month Day Year		Profit Sharing <u>1.708002%</u> <u>1.707981%</u>	
<input type="checkbox"/> Final NJK-1 <input type="checkbox"/> Hedge Fund		Loss Sharing <u>1.708002%</u> <u>1.707981%</u>	
<input type="checkbox"/> Amended NJK-1 <input type="checkbox"/> Member of Composite Return		Capital Ownership <u>1.708002%</u> <u>1.708005%</u>	

PART II Income Information				
Income Classifications	A. Total Distribution	NJ-1040 Filers Enter Amounts on Line Shown Below	B. New Jersey Source Amounts	NJ-1040NR Filers
1. Partnership Income (loss)	239			
2. Net Guaranteed Payments				
3. Partner's 401(k) Contribution				
4. Distributive Share of Partnership Income (loss) (Line 1 plus Line 2 minus Line 3)	239	Line 21		Line 23
5. Pension		Line 20a		
6. Net Gain (loss) From Disposition of Assets as a Result of a Complete Liquidation		Line 19		Line 19

PART III Partner's Information			
1. Nonresident Partner's Share of NJ Tax	1.		Line 19a, Page 1 CBT-100 Line 10a, Page 1 CBT-100S Line 7, NJ-CBT-1065 Line 50, NJ-1040NR Line 23, NJ-1080C Line 34a, NJ-1041
2. Partner's HEZ Deduction	2.		
3. Partner's Sheltered Workshop Tax Credit	3.		

PART IV Supplemental Information (Attach Schedule)

STATEMENT 16D

1807310071

PA Schedule NRK-1 (03-18)

2018 Nonresident Schedule**of Shareholder/Partner/Beneficiary Pass Through Income, Loss and Credits**

Final N

710285871 THE WINTHROP ROCKEFELLER FOUNDATION

225 EAST MARKHAM, SUITE 200

(Individual=1, PA S Corp=2, All Other Corp=3,
Estate/Trust=4, Partnership=5, LLC=6, Exempt=7)

Owner 7

Shareholder's Stock Ownership %

LITTLE ROCK AR 72201

Amended N

Beneficiary's year-end Distribution %

SJF VENTURES IV, LP

Partner's % of:
Profit sharing %

00171

DURHAM NC 27701 813887168

Loss sharing %

00171

Fiscal Year N (Estate/Trust=E, Partnership=P, PA S Corp =S, LLC=L)

P

Capital
Ownership %

00171

Short Year N General Partner or
LLC Member-Manager

N

Limited Partner or
Other LLC Member

Y

NOTE: Amounts from this schedule must be reported on the appropriate PA Tax Return.

Part II

- 1 PA-Taxable Business Income (Loss) from Operations
- 2 Net Gain (Loss) from the Sale, Exchange or Disposition of Property
- 3 Net Income (Loss) from Rents, Royalties, Patents and Copyrights
- 4 Income of/from Estates or Trusts
- 5 Gambling and Lottery Winnings (Loss)

1
2
3
4
5

Part III

- 6 PA Nonresident Tax Withheld
- 7 **Total Other Credits.** Submit statement.
- 8 Distributions of Cash, Marketable Securities, and Property - not including guaranteed payments
- 9 Guaranteed Payments for Capital or Other Services
- 10 All Other Guaranteed Payments for Services Rendered (PA-Appportioned Amount Only)
- 11 Guaranteed Payments to the Retired Partner

6
7
8
9
10
11

Part IV

Part V

- 12 Distributions from PA Accumulated Adjustments Account Liquidating
- 13 Distributions of Cash, Marketable Securities, and Property
- 14 Nontaxable income (loss) or nondeductible expenses required to calculate owner's economic investment. Submit statement.

12
13
14

Part VII

- Note: Lines 15 through 18 are for information purposes only.**
- 15 Owner's Share of IRC Section 179 allowed according to PA rules
 - 16 Owner's Share of Straight-Line Depreciation
 - 17 Partner's Share of Nonrecourse Liabilities at year-end
 - 18 Partner's Share of Recourse Liabilities at year-end

15
16
17
18

172



1807310071

1807310071

STATEMENT 16E

EISNERAMPER

EisnerAmper LLP
750 Third Avenue
New York, NY 10017
T 212-949-8700
F 212-891-4100
www.eisneramper.com

THE WINTHROP ROCKEFELLER FOUNDATION
225 EAST MARKHAM STREET
SUITE 200
LITTLE ROCK, AR 72201

DEAR PARTNER:

THE PARTNERSHIP INFORMATION ON THE ATTACHED K-1 FOR THE CALENDAR YEAR ENDED DECEMBER 31, 2018 IS PROVIDED FOR YOUR USE IN PREPARING YOUR INCOME TAX RETURN FOR THE YEAR 2018.

NEWTYN TE PARTNERS, LP
405 PARK AVENUE, SUITE 1104
NEW YORK, NY 10022
I.D. 45-3363512

THE INFORMATION ON THE ATTACHED K-1 HAS BEEN DERIVED FROM THE PARTNERSHIP'S BOOKS AND RECORDS.

IF YOU HAVE ANY QUESTIONS CONCERNING THE PARTNERSHIP'S TAX MATTERS, PLEASE CALL YOUR CONTACT AT NEWTYN TE PARTNERS, LP . PLEASE CONSULT YOUR OWN TAX ADVISOR REGARDING APPLICATION TO YOUR SPECIFIC SITUATION.

VERY TRULY YOURS,

EISNERAMPER LLP



STATEMENT 16E

651118

Schedule K-1 (Form 1065)

Department of the Treasury
Internal Revenue Service

2018

For calendar year 2018, or tax year

beginning ending

Partner's Share of Income, Deductions, Credits, etc.

▶ See back of form and separate instructions.

Part I Information About the Partnership

A Partnership's employer identification number

45-3363512

B Partnership's name, address, city, state, and ZIP code

NEWTYN TE PARTNERS, LP
405 PARK AVENUE, SUITE 1104
NEW YORK, NY 10022

C IRS Center where partnership filed return

EFILE

D ☐ Check if this is a publicly traded partnership (PTP)

Part II Information About the Partner

E Partner's identifying number 60

71-0285871

F Partner's name, address, city, state, and ZIP code

THE WINTHROP ROCKEFELLER FOUNDATION
225 EAST MARKHAM STREET
SUITE 200
LITTLE ROCK, AR 72201

G ☐ General partner or LLC member-manager ☒ Limited partner or other LLC member

H ☒ Domestic partner ☐ Foreign partner

I1 What type of entity is this partner? EXEMPT ORG.

I2 If this partner is a retirement plan (IRA/SEP/Keogh/etc.), check here ☐

J Partner's share of profit, loss, and capital (see instructions):

Beginning		Ending	
Profit	%	0.449955	%
Loss	%		%
Capital	0.578335	%	0.558127

K Partner's share of liabilities:

Beginning		Ending	
Nonrecourse	\$		\$
Qualified nonrecourse financing	\$		\$
Recourse	\$		\$

L Partner's capital account analysis:

Beginning capital account	\$	1,533,368.
Capital contributed during the year	\$	
Current year increase (decrease)	\$	44,724.
Withdrawals & distributions	\$	()
Ending capital account	\$	1,578,092.

☐ Tax basis ☒ GAAP ☐ Section 704(b) book
☐ Other (explain)

M Did the partner contribute property with a built-in gain or loss?

☐ Yes ☒ No

If "Yes," attach statement (see instructions)

☐ Final K-1

☐ Amended K-1

OMB No. 1545-0123

Part III Partner's Share of Current Year Income, Deductions, Credits, and Other Items

1	Ordinary business income (loss)	15	Credits
2	Net rental real estate income (loss)		
3	Other net rental income (loss)	16	Foreign transactions
		A	OC
4	Guaranteed payments	B	159,767.
5	Interest income		
	30,842.	C	150,875.
6a	Ordinary dividends		
*	14,708.	F	8,892.
6b	Qualified dividends		
*	9,497.	I	64,782.
6c	Dividend equivalents	J	26,563.
7	Royalties	P	679.
8	Net short-term capital gain (loss)	17	Alternative minimum tax (AMT) items
	-54,761.		
9a	Net long-term capital gain (loss)		
	114,978.		
9b	Collectibles (28%) gain (loss)		
9c	Unrecaptured section 1250 gain	18	Tax-exempt income and nondeductible expenses
	283.		
10	Net section 1231 gain (loss)		
11	Other income (loss)		
C	53,483.		
I *	STMT	19	Distributions
12	Section 179 deduction		
13	Other deductions		
H	64,782.	A	46,067.
W *	STMT	B	26,563.
		AC *	STMT
14	Self-employment earnings (loss)		

*See attached statement for additional information.

For IRS Use Only

For Paperwork Reduction Act Notice, see Instructions for Form 1065.

www.irs.gov/Form1065

Schedule K-1 (Form 1065) 2018

JSA
8P1200 1.000

8837FH L161 04/01/2019 09:07:53 V18-4.1F

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STATEMENT 16E

Schedule K-1 (Form 1065) 2018

PARTNER # 60 THE WINTHROP ROCKEFELLER FOUNDATION

Page 2

This list identifies the codes used on Schedule K-1 for all partners and provides summarized reporting information for partners who file Form 1040. For detailed reporting and filing information, see the separate Partner's Instructions for Schedule K-1 and the instructions for your income tax return.

		Code	Report on
1. Ordinary business income (loss). Determine whether the income (loss) is passive or nonpassive and enter on your return as follows.			
Passive loss	See the Partner's Instructions	J Work opportunity credit	
Passive income	Schedule E, line 28, column (h)	K Disabled access credit	
Nonpassive loss	See the Partner's Instructions	L Empowerment zone employment credit	
Nonpassive income	Schedule E, line 28, column (k)	M Credit for increasing research activities	See the Partner's Instructions
2. Net rental real estate income (loss)	See the Partner's Instructions	N Credit for employer social security and Medicare taxes	
3. Other net rental income (loss)		O Backup withholding	
Net income	Schedule E, line 28, column (h)	P Other credits	
Net loss	See the Partner's Instructions		
4. Guaranteed payments	Schedule E, line 28, column (k)	16. Foreign transactions	
5. Interest income	Form 1040, line 2b	A Name of country or U.S. possession	Form 1116, Part I
6a. Ordinary dividends	Form 1040, line 3b	B Gross income from all sources	
6b. Qualified dividends	Form 1040, line 3a	C Gross income sourced at partner level	
6c. Dividend equivalents	See the Partner's Instructions	Foreign gross income sourced at partnership level	
7. Royalties	Schedule E, line 4	D Section 951A category	Form 1116, Part I
8. Net short-term capital gain (loss)	Schedule D, line 5	E Foreign branch category	
9a. Net long-term capital gain (loss)	Schedule D, line 12	F Passive category	
9b. Collectibles (28%) gain (loss)	28% Rate Gain Worksheet, line 4 (Schedule D instructions)	G General category	
9c. Unrecaptured section 1250 gain	See the Partner's Instructions	H Other	
10. Net section 1231 gain (loss)	See the Partner's Instructions	Deductions allocated and apportioned at partner level	
11. Other income (loss)		I Interest expense	Form 1116, Part I
Code		J Other	Form 1116, Part I
A Other portfolio income (loss)	See the Partner's Instructions	Deductions allocated and apportioned at partnership level to foreign source income	
B Involuntary conversions	See the Partner's Instructions	K Section 951A category	
C Sec. 1256 contracts & straddles	Form 6781, line 1	L Foreign branch category	Form 1116, Part I
D Mining exploration costs recapture	See Pub. 535	M Passive category	
E Cancellation of debt	Schedule 1 (Form 1040), line 21 or Form 982	N General category	
F Section 951A income		O Other	
G Section 965(a) inclusion		Other information	
H Subpart F income other than sections 951A and 965 inclusion	See the Partner's Instructions	P Total foreign taxes paid	Form 1116, Part II
I Other income (loss)		Q Total foreign taxes accrued	Form 1116, Part II
12. Section 179 deduction	See the Partner's Instructions	R Reduction in taxes available for credit	Form 1116, line 12
13. Other deductions		S Foreign trading gross receipts	Form 8873
A Cash contributions (60%)		T Extraterritorial income exclusion	Form 8873
B Cash contributions (30%)		U Section 951A(c)(1)(A) tested income	
C Noncash contributions (50%)		V Tested foreign income tax	
D Noncash contributions (30%)	See the Partner's Instructions	W Section 965 information	See the Partner's Instructions
E Capital gain property to a 50% organization (30%)		X Other foreign transactions	
F Capital gain property (20%)		17. Alternative minimum tax (AMT) items	
G Contributions (100%)		A Post-1986 depreciation adjustment	
H Investment interest expense	Form 4952, line 1	B Adjusted gain or loss	See the Partner's Instructions and the Instructions for Form 6251
I Deductions - royalty income	Schedule E, line 19	C Depletion (other than oil & gas)	
J Section 59(e)(2) expenditures	See the Partner's Instructions	D Oil, gas, & geothermal - gross income	
K Excess business interest expense	See the Partner's Instructions	E Oil, gas, & geothermal - deductions	
L Deductions - portfolio (other)	Schedule A, line 16	F Other AMT items	
M Amounts paid for medical insurance	Schedule A, line 1 or Schedule 1 (Form 1040), line 29	18. Tax-exempt income and nondeductible expenses	
N Educational assistance benefits	See the Partner's Instructions	A Tax-exempt interest income	Form 1040, line 2a
O Dependent care benefits	Form 2441, line 12	B Other tax-exempt income	See the Partner's Instructions
P Preproductive period expenses	See the Partner's Instructions	C Nondeductible expenses	See the Partner's Instructions
Q Commercial revitalization deduction from rental real estate activities	See Form 8582 instructions	19. Distributions	
R Pensions and IRAs	See the Partner's Instructions	A Cash and marketable securities	
S Reforestation expense deduction through V	See the Partner's Instructions	B Distribution subject to section 737	See the Partner's Instructions
T through V	Reserved for future use	C Other property	
W Other deductions	See the Partner's Instructions	20. Other information	
X Section 965(c) deduction		A Investment income	Form 4952, line 4a
14. Self-employment earnings (loss)		B Investment expenses	Form 4952, line 5
Note: If you have a section 179 deduction or any partner-level deductions, see the Partner's Instructions before completing Schedule SE.		C Fuel tax credit information	Form 4136
A Net earnings (loss) from self-employment	Schedule SE, Section A or B	D Qualified rehabilitation expenditures (other than rental real estate)	See the Partner's Instructions
B Gross farming or fishing income	See the Partner's Instructions	E Basis of energy property	See the Partner's Instructions
C Gross non-farm income	See the Partner's Instructions	F Recapture of low-income housing credit (section 42(j)(5))	Form 8611, line 8
15. Credits		G Recapture of low-income housing credit (other)	Form 8611, line 8
A Low-income housing credit (section 42(j)(5)) from pre-2008 buildings		H Recapture of investment credit	See Form 4255
B Low-income housing credit (other) from pre-2008 buildings		I Recapture of other credits	See the Partner's Instructions
C Low-income housing credit (section 42(j)(5)) from post-2007 buildings		J Look-back interest - completed long-term contracts	See Form 8697
D Low-income housing credit (other) from post-2007 buildings	See the Partner's Instructions	K Look-back interest - income forecast method	See Form 8866
E Qualified rehabilitation expenditures (rental real estate)		L Dispositions of property with section 179 deductions	
F Other rental real estate credits		M Recapture of section 179 deduction	
G Other rental credits		N Interest expense for corporate partners	
H Undistributed capital gains credit	Schedule 5 (Form 1040), line 74, box a	O through Y	
I Biofuel producer credit	See the Partner's Instructions	Z Section 199A income	See the Partner's Instructions
		AA Section 199A W-2 wages	
		AB Section 199A unadjusted basis	
		AC Section 199A REIT dividends	
		AD Section 199A PTP income	
		AE Excess taxable income	
		AF Excess business interest income	
		AG Gross receipts for section 59A(e)	
		AH Other information	

STATEMENT 16E

NEWTYN TE PARTNERS, LP
SCHEDULE K-1 SUPPORTING SCHEDULES

PARTNER 60

45-3363512
THE WINTHROP ROCKEFELLER FOUNDATION

PART II, ITEM L, CURRENT YEAR INCREASE (DECREASE)

INCOME (LOSS) FROM SCH. K-1, BOXES 1-11	159,767
LESS DEDUCTIONS FROM SCH. K-1, BOX 12, 13, 16P & 16Q	92,024
TOTAL INCOME (LOSS) PER SCHEDULE K-1:	67,743
LESS: EXPENSES RECORDED ON BOOKS, NOT INCLUDED ON SCH. K-1:	
BOOK TO TAX DIFFERENCES	23,019
TOTAL INCOME PER ITEM L, CURRENT YEAR INCREASE (DECREASE)	44,724

LINE 6A - DIVIDEND INCOME

U.S. QUALIFIED DIVIDEND INCOME	818
FOREIGN QUALIFIED DIVIDEND INCOME	8,679
U.S. NON-QUALIFIED DIVIDEND INCOME	4,998
FOREIGN NON-QUALIFIED DIVIDEND INCOME	213
TOTAL LINE 6A	14,708

LINE 11 - CODE I - OTHER INCOME (LOSS)

§988 GAIN/(LOSS)	413
SWAP INCOME	104
TOTAL LINE 11I	517

LINE 13 - CODE W - OTHER DEDUCTIONS

PROFESSIONAL FEES AND OTHER EXPENSES	2,423
MANAGEMENT FEES	24,140
GENERAL PARTNER INTEREST EXPENSE	NONE
TOTAL LINE 13W	26,563

LINE 20 - OTHER INFORMATION

<u>CODE</u>	
AC	SECTION 199A REIT DIVIDENDS
	4,463

STATEMENT 16E

NEWTYN TE PARTNERS, LP
SCHEDULE K-1 SUPPORTING SCHEDULES

PARTNER 60

45-3363512
THE WINTHROP ROCKEFELLER FOUNDATION

LINE 19 - CODE A - CASH DISTRIBUTIONS

INCLUDED IN YOUR WITHDRAWALS AND DISTRIBUTIONS IS A DISTRIBUTION PAYABLE TO YOU IN THE AMOUNT OF:
PLEASE CONSULT YOUR TAX ADVISOR.

NONE

LINE 20, CODE AH, ITEM 16 - SECTION 1061 FOOTNOTE

NEW THREE YEAR HOLDING RULE FOR PARTNERSHIP INTERESTS HELD IN CONNECTION WITH THE PERFORMANCE OF SERVICES ("APPLICABLE PARTNERSHIP INTEREST")

INCLUDED IN LINE 9A OF YOUR SCHEDULE K-1 IS YOUR SHARE OF NET LONG TERM CAPITAL GAIN/LOSS WITH A HOLDING PERIOD BETWEEN 1-3 YEARS IN THE AMOUNT OF:

118,524

PLEASE CONSULT YOUR TAX ADVISOR.

SECTION 461(I) FOOTNOTE

THE PARTNERSHIP HAS TAKEN THE POSITION THAT IT IS ENGAGED IN THE ACTIVE CONDUCT OF A BUSINESS AS A TRADER IN SECURITIES. PURSUANT TO IRC SECTION 461(I), THE DEDUCTIBILITY OF AGGREGATE BUSINESS LOSSES (THE EXCESS OF THE TAXPAYER'S AGGREGATE DEDUCTIONS OVER AGGREGATE GROSS INCOME ATTRIBUTABLE TO SUCH "TRADES OR BUSINESSES") MAY BE LIMITED. PLEASE CONSULT YOUR TAX ADVISOR.

SECTION 199A FOOTNOTE

NONE OF THE K-1 ITEMS REPRESENT QUALIFIED BUSINESS INCOME. HOWEVER, REIT DIVIDENDS REFLECTED ON LINE 20 CODE AC ARE ELIGIBLE FOR SECTION 199A TREATMENT. PLEASE CONSULT YOUR TAX ADVISOR.

SECTION 163(j) BUSINESS INTEREST

THE FUND IS A TRADING PARTNERSHIP THAT HAS TAKEN THE POSITION THAT IT IS ENGAGED IN THE ACTIVE CONDUCT OF A TRADE OR BUSINESS AND IS NOT SUBJECT TO THE BUSINESS INTEREST LIMITATION DUE TO THE SMALL BUSINESS EXCEPTION. IF YOU DO NOT QUALIFY FOR THE SMALL BUSINESS EXCEPTION PLEASE FIND THE INFORMATION BELOW IN ORDER TO ASSIST YOU IN COMPLETING FORM 8990 AND CALCULATING YOUR SECTION 163(j) LIMITATION.

YOUR SHARE OF BUSINESS INTEREST INCOME IS:	30,842
YOUR SHARE OF BUSINESS INTEREST EXPENSE IS:	1,423
YOUR SHARE OF ADJUSTED TAXABLE INCOME (ATI) IS:	38,324

LINE 20 - CODE V - UNRELATED BUSINESS TAXABLE INCOME

NOTE TO TAX-EXEMPT ENTITIES: NONE OF THE PARTNERSHIP INCOME IS SUBJECT TO UNRELATED BUSINESS TAXABLE INCOME (UBTI).

STATEMENT 16E

NEWTYN TE PARTNERS, LP
SCHEDULE K-1 SUPPORTING SCHEDULES

PARTNER 60

45-3363512
THE WINTHROP ROCKEFELLER FOUNDATION

LINE 20 - CODE Y - NET INVESTMENT INCOME

UNLESS OTHERWISE NOTED, ALL INCOME AND EXPENSE ITEMS REFLECTED ON THIS K-1 ARE INCOME OR DEDUCTIONS (SUBJECT TO LIMITATIONS) FOR NET INVESTMENT INCOME TAX PURPOSES (IRC SECTION 1411). PLEASE CONSULT YOUR TAX ADVISOR.

SECTION 469 FOOTNOTE

THE PARTNERSHIP HAS TAKEN THE POSITION THAT IT IS ENGAGED IN THE ACTIVE CONDUCT OF A BUSINESS AS A TRADER IN SECURITIES. PLEASE NOTE THAT NONE OF THE DISTRIBUTIVE SHARE ITEMS REPORTED TO YOU ON SCHEDULE K-1 ARE DERIVED FROM A PASSIVE ACTIVITY UNDER TREASURY REG. 1.469-1T(E)(6). EXPENSES REPORTED ON LINE 13W - OTHER DEDUCTIONS ARE RELATED TO A TRADE OR BUSINESS AND SHOULD BE REPORTED ON SCHEDULE E - FORM 1040.

MATERIAL PARTICIPATION - FOR LIMITED PARTNERS ONLY

SINCE, AS A LIMITED PARTNER, YOU DO NOT MATERIALLY PARTICIPATE, YOU ARE ALLOCATED INVESTMENT INTEREST EXPENSE AND INVESTMENT INCOME AND EXPENSES ON LINES 13 H, 20A AND 20B PER IRC SEC 163(d). INTEREST EXPENSE INCLUDED ON SCHEDULE K-1 LINE 13 H IS NOT PASSIVE NOR PORTFOLIO. SINCE YOU DO NOT MATERIALLY PARTICIPATE IN THE PARTNERSHIP THE AMOUNT SHOULD BE SUBJECTED TO THE INVESTMENT INTEREST EXPENSE LIMITATION, AND IF DEDUCTIBLE, THEN DEDUCTED ON SCHEDULE E.

FOOTNOTE WITH REGARDS TO CAPITAL GAIN/LOSS

THE AMOUNTS REPORTED ON BOX 8 AND BOX 9A REPRESENT NET GAIN/LOSS WHICH INCLUDE GROSS GAINS THAT MAY BE ELIGIBLE FOR DEFERRAL UNDER IRC SECTION 1400Z-2, QUALIFIED OPPORTUNITY ZONES. DETAILS FOR GROSS GAINS ARE AVAILABLE UPON REQUEST. PLEASE CONSULT YOUR TAX ADVISOR.

STATEMENT 16F

651118

Schedule K-1
(Form 1065)Department of the Treasury
Internal Revenue Service

2018

For calendar year 2018, or tax year

beginning

ending

Partner's Share of Income, Deductions,
Credits, etc.

▶ See back of form and separate instructions.

Part I Information About the Partnership**A** Partnership's employer identification number

81-3955827

B Partnership's name, address, city, state, and ZIP codeOWL VENTURES II, LP
400 PACIFIC AVENUE, 3RD FLOOR
SAN FRANCISCO, CA 94133**C** IRS Center where partnership filed return

EFILE

D ☐ Check if this is a publicly traded partnership (PTP)**Part II Information About the Partner****E** Partner's identifying number 35

71-0285871

F Partner's name, address, city, state, and ZIP codeTHE WINTHROP ROCKEFELLER FOUNDATION
225 EAST MARKHAM STREET
SUITE 200
LITTLE ROCK, AR 72201**G** ☐ General partner or LLC member-manager ☒ Limited partner or other LLC member**H** ☒ Domestic partner ☐ Foreign partner**I1** What type of entity is this partner? EXEMPT ORG. ☐**I2** If this partner is a retirement plan (IRA/SEP/Keogh/etc.), check here ☐**J** Partner's share of profit, loss, and capital (see instructions):

	Beginning		Ending	
Profit	0.446296	%	0.540009	%
Loss	0.446296	%	0.540009	%
Capital	0.542139	%	0.541396	%

K Partner's share of liabilities:

	Beginning		Ending	
Nonrecourse	...	\$		\$
Qualified nonrecourse financing	...	\$		\$
Recourse	...	\$		\$

L Partner's capital account analysis:

Beginning capital account	...	\$	350,211.
Capital contributed during the year	...	\$	220,000.
Current year increase (decrease)	...	\$	-25,465.
Withdrawals & distributions	...	\$	()
Ending capital account	...	\$	544,746.

☐ Tax basis ☐ GAAP ☒ Section 704(b) book
☐ Other (explain)

M Did the partner contribute property with a built-in gain or loss?☐ Yes ☒ No

If "Yes," attach statement (see instructions)

Final K-1

Amended K-1

OMB No. 1545-0123

Part III Partner's Share of Current Year Income, Deductions, Credits, and Other Items

1	Ordinary business income (loss)	15	Credits
2	Net rental real estate income (loss)		
3	Other net rental income (loss)	16	Foreign transactions
4	Guaranteed payments		
5	Interest income	304.	
6a	Ordinary dividends		
6b	Qualified dividends		
6c	Dividend equivalents		
7	Royalties		
8	Net short-term capital gain (loss)	17	Alternative minimum tax (AMT) items
9a	Net long-term capital gain (loss)		
9b	Collectibles (28%) gain (loss)		
9c	Unrecaptured section 1250 gain	18	Tax-exempt income and nondeductible expenses
10	Net section 1231 gain (loss)	C *	19.
11	Other income (loss)		
		19	Distributions
12	Section 179 deduction		
13	Other deductions	20	Other information
W*	STMT	A	304.
14	Self-employment earnings (loss)		

*See attached statement for additional information.

For IRS Use Only

STATEMENT 16F

Schedule K-1 (Form 1065) 2018

PARTNER # 35 THE WINTHROP ROCKEFELLER FOUNDATION

Page 2

This list identifies the codes used on Schedule K-1 for all partners and provides summarized reporting information for partners who file Form 1040. For detailed reporting and filing information, see the separate Partner's Instructions for Schedule K-1 and the instructions for your income tax return.

1. **Ordinary business income (loss).** Determine whether the income (loss) is passive or nonpassive and enter on your return as follows.

	Report on
Passive loss	See the Partner's Instructions
Passive income	Schedule E, line 28, column (h)
Nonpassive loss	See the Partner's Instructions
Nonpassive income	Schedule E, line 28, column (k)
2. Net rental real estate income (loss)	See the Partner's Instructions
3. Other net rental income (loss)	
Net income	Schedule E, line 28, column (h)
Net loss	See the Partner's Instructions

4. **Guaranteed payments**
 5. **Interest income**
 6a. **Ordinary dividends**
 6b. **Qualified dividends**
 6c. **Dividend equivalents**
 7. **Royalties**
 8. **Net short-term capital gain (loss)**
 9a. **Net long-term capital gain (loss)**
 9b. **Collectibles (28%) gain (loss)**

Schedule E, line 28, column (h)
 See the Partner's Instructions
 Schedule E, line 28, column (k)
 Form 1040, line 2b
 Form 1040, line 3b
 Form 1040, line 3a
 See the Partner's Instructions
 Schedule E, line 4
 Schedule D, line 5
 Schedule D, line 12
 28% Rate Gain Worksheet, line 4
 (Schedule D instructions)

- 9c. **Unrecaptured section 1250 gain**
 10. **Net section 1231 gain (loss)**
 11. **Other income (loss)**

See the Partner's Instructions
 See the Partner's Instructions

- Code
 A Other portfolio income (loss)
 B Involuntary conversions
 C Sec. 1256 contracts & straddles
 D Mining exploration costs recapture
 E Cancellation of debt

See the Partner's Instructions
 See the Partner's Instructions
 Form 6781, line 1
 See Pub. 535
 Schedule 1 (Form 1040), line 21 or
 Form 982

- F Section 951A income
 G Section 965(a) inclusion
 H Subpart F income other than sections 951A and 965 inclusion
 I Other income (loss)

See the Partner's Instructions

12. **Section 179 deduction**
 13. **Other deductions**

See the Partner's Instructions

- A Cash contributions (60%)
 B Cash contributions (30%)
 C Noncash contributions (50%)
 D Noncash contributions (30%)
 E Capital gain property to a 50% organization (30%)
 F Capital gain property (20%)
 G Contributions (100%)
 H Investment interest expense
 I Deductions - royalty income
 J Section 59(e)(2) expenditures
 K Excess business interest expense
 L Deductions - portfolio (other)
 M Amounts paid for medical insurance

See the Partner's Instructions

- N Educational assistance benefits
 O Dependent care benefits
 P Preproductive period expenses
 Q Commercial revitalization deduction from rental real estate activities
 R Pensions and IRAs
 S Reforestation expense deduction through V
 W Other deductions
 X Section 965(c) deduction

Form 4952, line 1
 Schedule E, line 19
 See the Partner's Instructions
 See the Partner's Instructions
 Schedule A, line 16
 Schedule A, line 1 or Schedule 1 (Form 1040), line 29
 See the Partner's Instructions
 Form 2441, line 12
 See the Partner's Instructions
 See Form 8582 instructions
 See the Partner's Instructions
 See the Partner's Instructions
 Reserved for future use
 See the Partner's Instructions

14. **Self-employment earnings (loss)**

Note: If you have a section 179 deduction or any partner-level deductions, see the Partner's Instructions before completing Schedule SE.

- A Net earnings (loss) from self-employment
 B Gross farming or fishing income
 C Gross non-farm income

Schedule SE, Section A or B
 See the Partner's Instructions
 See the Partner's Instructions

15. **Credits**

- A Low-income housing credit (section 42(j)(5)) from pre-2008 buildings
 B Low-income housing credit (other) from pre-2008 buildings
 C Low-income housing credit (section 42(j)(5)) from post-2007 buildings
 D Low-income housing credit (other) from post-2007 buildings
 E Qualified rehabilitation expenditures (rental real estate)
 F Other rental real estate credits
 G Other rental credits
 H Undistributed capital gains credit
 I Biofuel producer credit

See the Partner's Instructions
 See the Partner's Instructions
 Schedule 5 (Form 1040), line 74, box a
 See the Partner's Instructions

- Code
 J Work opportunity credit
 K Disabled access credit
 L Empowerment zone employment credit
 M Credit for increasing research activities
 N Credit for employer social security and Medicare taxes
 O Backup withholding
 P Other credits

Report on
 See the Partner's Instructions

16. **Foreign transactions**

- A Name of country or U.S. possession
 B Gross income from all sources
 C Gross income sourced at partner level
 Foreign gross income sourced at partnership level
 D Section 951A category
 E Foreign branch category
 F Passive category
 G General category
 H Other

Form 1116, Part I
 Form 1116, Part I
 Form 1116, Part I

- Deductions allocated and apportioned at partner level
 I Interest expense
 J Other
 Deductions allocated and apportioned at partnership level to foreign source income

Form 1116, Part I
 Form 1116, Part I

- K Section 951A category
 L Foreign branch category
 M Passive category
 N General category
 O Other

Form 1116, Part I

- Other information
 P Total foreign taxes paid
 Q Total foreign taxes accrued
 R Reduction in taxes available for credit
 S Foreign trading gross receipts
 T Extraterritorial income exclusion
 U Section 951A(c)(1)(A) tested income
 V Tested foreign income tax
 W Section 965 information
 X Other foreign transactions

Form 1116, Part II
 Form 1116, Part II
 Form 1116, line 12
 Form 8873
 Form 8873

17. **Alternative minimum tax (AMT) items**

- A Post-1986 depreciation adjustment
 B Adjusted gain or loss
 C Depletion (other than oil & gas)
 D Oil, gas, & geothermal - gross income
 E Oil, gas, & geothermal - deductions
 F Other AMT items

See the Partner's Instructions and the Instructions for Form 6251

18. **Tax-exempt income and nondeductible expenses**

- A Tax-exempt interest income
 B Other tax-exempt income
 C Nondeductible expenses

Form 1040, line 2a
 See the Partner's Instructions
 See the Partner's Instructions

19. **Distributions**

- A Cash and marketable securities
 B Distribution subject to section 737
 C Other property

See the Partner's Instructions

20. **Other information**

- A Investment income
 B Investment expenses
 C Fuel tax credit information
 D Qualified rehabilitation expenditures (other than rental real estate)
 E Basis of energy property
 F Recapture of low-income housing credit (section 42(j)(5))
 G Recapture of low-income housing credit (other)
 H Recapture of investment credit
 I Recapture of other credits
 J Look-back interest - completed long-term contracts
 K Look-back interest - income forecast method
 L Dispositions of property with section 179 deductions
 M Recapture of section 179 deduction
 N Interest expense for corporate partners
 O through Y
 Z Section 199A income
 AA Section 199A W-2 wages
 AB Section 199A unadjusted basis
 AC Section 199A REIT dividends
 AD Section 199A PTP income
 AE Excess taxable income
 AF Excess business interest income
 AG Gross receipts for section 59A(e)
 AH Other information

Form 4952, line 4a
 Form 4952, line 5
 Form 4136
 See the Partner's Instructions
 See the Partner's Instructions
 Form 8611, line 8
 Form 8611, line 8
 See Form 4255
 See the Partner's Instructions
 See Form 8697
 See Form 8866
 See the Partner's Instructions

STATEMENT 16F

OWL VENTURES II, LP

81-3955827

SCH K-1 SUPPORTING SCHEDULES PARTNER # 35 THE WINTHROP ROCKEFELLER FOUNDATION

ITEM L - CAPITAL CONTRIBUTIONS

CASH CONTRIBUTIONS

220,000.

TOTAL CAPITAL CONTRIBUTIONS

220,000.

ITEM L - RECONCILIATION OF INCOME

INCOME (LOSS) FROM SCH. K-1, LINES 1 - 11

304.

LESS: DEDUCTIONS FROM SCH. K-1, LINES 12, 13, 16P, AND 16Q

25,750.

TOTAL INCOME PER SCHEDULE K-1

-25,446.

LESS: EXPENSES RECORDED ON BOOKS, NOT INCLUDED ON SCH. K-1:

TRAVEL AND ENTERTAINMENT

19.

TOTAL INCOME PER ITEM L, CURRENT YEAR INCR(DECR)

-25,465.

LINE 13 - OTHER DEDUCTIONS

W OTHER DEDUCTIONS

OTHER DEDUCTIONS INCLUDED IN ITEM L, CURRENT YEAR INCREASE (DECREASE)

CA MIN TAX - 2%

4.

MANAGEMENT FEES - 2%

25,000.

OTHER DEDUCTIONS - 2%

746.

TOTAL BOX W

25,750.

LINE 18C - NONDEDUCTIBLE EXPENSES

TRAVEL AND ENTERTAINMENT EXPENSE NONDEDUCTIBLE

19.

TOTAL NONDEDUCTIBLE EXPENSES

19.

PARTNER FOOTNOTES

ITEM J:

PARTNER PERCENTAGES REFLECTED IN ITEM J ARE CALCULATED PURSUANT TO IRS INSTRUCTIONS, AND MAY VARY FROM PERCENTAGES UNDER THE PARTNERSHIP AGREEMENT.

ITEM L:

YOU SHOULD CONSULT YOUR TAX ADVISOR TO DETERMINE YOUR TAX BASIS IN YOUR PARTNERSHIP INTEREST. YOU SHOULD DETERMINE WHETHER LOSSES OR EXPENSES APPEARING ON YOUR K-1 ARE SUBJECT TO SUSPENSION AND WHETHER THERE ARE OTHER LIMITATIONS OR ISSUES THAT MAY ARISE BY VIRTUE OF YOUR TAX BASIS IN YOUR PARTNERSHIP INTEREST OR FOR OTHER REASONS.

CONTINUED ON NEXT PAGE

STATEMENT 1

STATEMENT 16F

OWL VENTURES II, LP

81-3955827

SCH K-1 SUPPORTING SCHEDULES PARTNER # 35 THE WINTHROP ROCKEFELLER FOUNDATION

=====

PARTNER FOOTNOTES (CONT'D)

=====

CAPITAL ACCOUNT RECONCILIATION:

=====

THE PARTNERSHIP MAINTAINS CAPITAL ACCOUNT IN ACCORDANCE WITH SECTION 704(B) AND REPORTS THESE BALANCES ON SCHEDULE K-1. FOR FINANCIAL PURPOSES, THE PARTNERSHIP MAINTAINS CAPITAL ACCOUNTS IN ACCORDANCE WITH GENERALLY ACCEPTED ACCOUNTING PRINCIPLES (GAAP).

UNRELATED BUSINESS TAXABLE INCOME (UBTI):

=====

TAX-EXEMPT PARTNERS ARE ADVISED THAT THE PARTNERSHIP IS NOT REPORTING UNRELATED BUSINESS TAXABLE INCOME (UBTI) DURING THE 2018 TAXABLE YEAR BASED ON INFORMATION AVAILABLE TO THE PARTNERSHIP.

EFFECTIVELY CONNECTED INCOME (ECI):

=====

THE PARTNERSHIP IS NOT REPORTING EFFECTIVELY CONNECTED INCOME (ECI) DURING THE 2018 TAXABLE YEAR BASED ON INFORMATION AVAILABLE TO THE PARTNERSHIP.

NET INVESTMENT INCOME (NII):

=====

THE ITEMS OF INCOME AND LOSS REPORTED ON YOUR SCHEDULE K-1 MAY BE INCLUDIBLE IN THE CALCULATION OF NET INVESTMENT INCOME, AS DEFINED IN TREAS. REG. SECTION 1.1411-4, AND MAY BE SUBJECT TO THE NET INVESTMENT INCOME TAX PURSUANT TO IRC SECTION 1411. PLEASE CONSULT YOUR TAX ADVISOR.

SECTION 67 (2% - PORTFOLIO DEDUCTIONS):

=====

THIS PARTNERSHIP IS REPORTING CERTAIN DEDUCTIONS DIRECTLY ALLOCABLE TO PORTFOLIO INCOME AS "OTHER DEDUCTIONS" ON LINE 13W. IN PRIOR YEARS, THESE DEDUCTIONS WERE REPORTED AS "2% - PORTFOLIO DEDUCTIONS" ON LINE 13K. UNDER THE NEW TAX LAW EFFECTIVE FOR TAX YEARS BEGINNING JANUARY 1, 2018, MISCELLANEOUS ITEMIZED DEDUCTIONS UNDER IRC SEC. 67 MAY NOT BE DEDUCTIBLE FOR INDIVIDUAL TAXPAYERS. PLEASE CONSULT YOUR TAX ADVISOR FOR GUIDANCE ON REPORTING THESE DEDUCTIONS ON YOUR RETURN.

SECTION 199A - QUALIFIED BUSINESS INCOME DEDUCTION:

=====

THE PARTNERSHIP IS CLASSIFIED AS AN INVESTMENT PARTNERSHIP AND IT HAS DETERMINED THAT IT IS NOT ENGAGED IN A TRADE OR BUSINESS. AS SUCH, THE PARTNERSHIP DOES NOT GENERATE QUALIFIED BUSINESS INCOME THAT MAY BE ELIGIBLE FOR THE DEDUCTION PURSUANT TO IRC SECTION 199A. PLEASE CONSULT YOUR TAX ADVISOR.

STATEMENT 16F

TAXABLE YEAR

2018

Partner's Share of Income,
Deductions, Credits, etc.

CALIFORNIA SCHEDULE

K-1 (565)

TYB 01-01-2018 TYE 12-31-2018
71-0285871THE WINTHROP ROCKEFELLER FOUNDATION
225 EAST MARKHAM STREET
SUITE 200
LITTLE ROCK AR 7220181-3955827 000000000000
OWL VENTURES II LP400 PACIFIC AVENUE, 3RD FLOOR
SAN FRANCISCO CA 94133A Is this partner a: • (1) ☐ general partner; or (2) ☒ limited partner?

B What type of entity is this partner? • See instructions.

(1) ☐ Individual (4) ☐ C Corporation (7) ☐ LLP (10) ☒ Exempt Organization(2) ☐ S Corporation (5) ☐ General Partnership (8) ☐ LLC (11) ☐ Disregarded Entity(3) ☐ Estate/Trust (6) ☐ Limited Partnership (9) ☐ IRA/Keogh/SEPC Is this partner a foreign partner? • ☐ Yes ☒ No

D Enter partner's percentage (without regard to special allocations) of:

(i) Beginning

(ii) Ending

Profit 0.4462 % • 0.5400 %

Loss 0.4462 % • 0.5400 %

Capital 0.5421 % • 0.5413 %

E Partner's share of liabilities:

(i) Beginning

(ii) Ending

Nonrecourse \$ NONE.00 • \$ NONE.00

Qualified nonrecourse financing \$ NONE.00 • \$ NONE.00

Recourse \$ NONE.00 • \$ NONE.00

F Reportable transaction or tax shelter registration number(s) Ⓞ

G (1) Check here if this is a publicly traded partnership as defined in IRC Section 469(k)(2) Ⓞ ☐(2) Check here if this is an investment partnership (R&TC Sections 17955 and 23040.1) Ⓞ ☒H Check here if this is: • (1) ☐ A final Schedule K-1 (565) (2) ☐ An amended Schedule K-1 (565)I Is this partner a resident of California? • ☐ Yes ▶ ☒ No

STATEMENT 16F

OWL VENTURES II, LP

81-3955827

Partner's name

Partner's identifying number

PARTNER # 35 THE WINTHROP ROCKEFELLER FOUNDATION

71-0285871

J Analysis of partner's capital account: Check the box ☒ (1) Tax Basis ☐ (2) GAAP ☒ (3) Section 704(b) Book ☐ (4) Other (explain)

(a) Capital account at beginning of year	(b) Capital contributed during year	(c) Partner's share of line 3, line 4, and line 7, Form 565, Schedule M-2	(d) Withdrawals and distributions	(e) Capital account at end of year, combine column (a) through column (d)
350,211.	220,000.	-25,465.	()	544,746.

Caution: Refer to Partner's Instructions for Schedule K-1 (565) before entering information from this schedule on your California return.

	(a) Distributive share items	(b) Amounts from federal Schedule K-1 (1065)	(c) California adjustments	(d) Total amounts using California law. Combine col. (b) and col. (c)	(e) California source amounts and credits
Income (Loss)	1 Ordinary income (loss) from trade or business activities			●	▶
	2 Net income (loss) from rental real estate activities			●	▶
	3 Net income (loss) from other rental activities			⊙	⊙
	4 Guaranteed payments to partners			●	▶
	5 Interest income.	304.		● 304.	▶
	6 Dividends			●	▶
	7 Royalties			●	▶
	8 Net short-term capital gain (loss)			●	▶
	9 Net long-term capital gain (loss)			●	▶
	10 a Total gain under IRC Section 1231 (other than due to casualty or theft)			●	▶
	b Total loss under IRC Section 1231 (other than due to casualty or theft)			●	▶
Deductions	11 a Other portfolio income (loss). Attach schedule			●	▶
	b Total other income. Attach schedule			●	▶
	c Total other loss. Attach schedule			●	▶
	12 Expense deduction for recovery property (IRC Section 179)				
	13 a Charitable contributions				
	b Investment interest expense				
	c 1 Total expenditures to which an IRC Section 59(e) election may apply				
	2 Type of expenditures				
	d Deductions related to portfolio income		25,746.	25746.	
	e Other deductions. Attach schedule	25,750.	-25,750.		

STATEMENT 16F

OWL VENTURES II, LP

81-3955827

Partner's name

Partner's identifying number

PARTNER # 35 THE WINTHROP ROCKEFELLER FOUNDATION

71-0285871

	(a) Distributive share items	(b) Amounts from federal Schedule K-1 (1065)	(c) California adjustments	(d) Total amounts using California law. Combine col. (b) and col. (c)	(e) California source amounts and credits
Credits	15 a Total withholding (equals amount on Form 592-B if calendar year partnership)			●	▶
	b Low-income housing credit				
	c Credits other than line 15b related to rental real estate activities				
	d Credits related to other rental activities . . .				
	e Nonconsenting nonresident members' tax allocated to partner				
	f Other credits - Attach required schedules or statements				
Alternative Minimum Tax (AMT) Items	17 a Depreciation adjustment on property placed in service after 1986			⊙	⊙
	b Adjusted gain or loss				
	c Depletion (other than oil & gas)				
	d Gross income from oil, gas, and geothermal properties				
	e Deductions allocable to oil, gas, and geothermal properties				
	f Other alternative minimum tax items . .				
Tax-Exempt Income and Nondeductible Expenses	18 a Tax-exempt interest income				
	b Other tax-exempt income				
	c Nondeductible expenses. STMT. 1.	19.	4.	23.	
Distributions	19 a Distributions of money (cash and marketable securities)			⊙	
	b Distributions of property other than money. .			⊙	
Other Information	20 a Investment income	304.		304.	
	b Investment expenses		25,746.	25746.	
	c Other information. See instructions. . .				

STATEMENT 16F

OWL VENTURES II, LP

81-3955827

Partner's name

PARTNER # 35 THE WINTHROP ROCKEFELLER FOUNDATIO

Partner's identifying number

71-0285871

Other Partner Information**Table 1** - Partner's share of nonbusiness income from intangibles (source of income is dependent on residence or commercial domicile of the partner):

Interest . . \$	304.	Sec. 1231 Gains/Losses . \$		Capital Gains/Losses . . \$	
Dividends . \$		Royalties \$		Other \$	

FOR USE BY PARTNERS ONLY - See instructions.

Table 2 - Partner's share of distributive items.

- A. Partner's share of the partnership's business income. See instructions. \$
- B. Partner's share of nonbusiness income from real and tangible personal property sourced or allocable to California.

Capital Gains/Losses . . \$		Rents/Royalties . \$	
Sec. 1231 Gains/Losses . \$		Other \$	

- C. Partner's distributive share of the partnership's property, payroll, and sales:

Factors	Total within and outside California	Total within California
Property: Beginning \$		
Property: Ending \$		
Property: Annual rent expense . . . \$		
Payroll \$		
Sales \$		

Table 3 - Partner's share of cost of goods sold, deductions, and rental income.

Enter only amounts used to determine income (loss) derived from and attributable to California sources. All amounts entered on this table are first multiplied by the appropriate percentage in Item D (ii) end of year partner's profit and loss percentage on Side 1. See the partnership Schedule K-1 instructions for information on how to obtain the amounts below.

1. Schedule K, line 1, column (d), Ordinary income (loss) from trade or business activities:

- a. Enter as a positive amount the cost of goods sold used to determine the amount on Schedule K, line 1, column (d), plus the total amounts on line 1a of Table 3 from all Schedule K-1s (565) this partnership received
- b. Enter as a positive amount the total deductions used to determine the amount on Schedule K, line 1, column (d), plus the total amounts on line 1b of Table 3 from all Schedule K-1s (565) this partnership received

2. Enter the total gross rents from line 18a of federal Form 8825 as adjusted for California law differences, plus the total amounts on line 2 of Table 3 from all Schedule K-1s (565) this partnership received

3. Enter the gross income (loss) from other rental activities from Schedule K, line 3a, column (d), plus the total amounts on line 3 of Table 3 from all Schedule K-1s (565) this partnership received

STATEMENT 16F

OWL VENTURES II, LP

81-3955827

PARTNER # 35 PARTNER NAME THE WINTHROP ROCKEFELLER FOUNDATION

LINE 13D - DEDUCTIONS RELATED TO PORTFOLIO INCOME

CA MIN TAX - 2%

MANAGEMENT FEES - 2%

OTHER DEDUCTIONS - 2%

25,000.

746.

TOTAL DEDUCTIONS RELATED TO PORTFOLIO INCOME

25,746.

LINE 18C - NONDEDUCTIBLE EXPENSES

CA MIN TAX

4.

TOTAL NONDEDUCTIBLE EXPENSES BEFORE TRAVEL AND ENTERTAINMENT

4.

TRAVEL AND ENTERTAINMENT EXPENSES - NONDEDUCTIBLE

19.

TOTAL NONDEDUCTIBLE EXPENSES

23.

PARTNER FOOTNOTES

CALIFORNIA REVENUE AND TAXATION CODE SECTION 17955 PROVIDES THAT FOR NONRESIDENT TAXPAYERS, CALIFORNIA SOURCE GROSS INCOME DOES NOT INCLUDE THE DISTRIBUTIVE SHARE OF DIVIDENDS, INTEREST, OR GAINS AND LOSSES DERIVED FROM QUALIFIED INVESTMENT SECURITIES IF THE PARTNERSHIP QUALIFIES AS AN INVESTMENT PARTNERSHIP. PLEASE CONSULT YOUR TAX ADVISOR.

STATEMENT 16F

Form

Missouri Department of Revenue
2018 Nonresident Partnership Form

1800000001

MO-NRP

Complete this form only if the partnership has one or more nonresident partners and Missouri source income.

Business Name OWL VENTURES II, LP	Missouri Tax Identification Number 35	Federal Employer Identification Number 81-3955827
Nonresident Partner's Name THE WINTHROP ROCKEFELLER FOUNDATION		Social Security Number 71-0285871

Part 1 - Partnership's Distributive Share Items	Form MO-NRP, Part 1, Lines 1 - 13d correspond to Federal Form 1065, Federal Schedule(s) K and K-1.	(a) Federal Schedule K	(b) Missouri Source	(c) MO %	(d) Federal Schedule K-1	(e) Missouri Source
	1. Ordinary income (loss) from trade or business activities . . .	00	00		00	NONE 00
	2. Net income (loss) from rental real estate activities	00	00		00	NONE 00
	3c. Net income (loss) from other rental activities	00	00		00	NONE 00
	4. Guaranteed payments to partners	00	00		00	NONE 00
	5. Total portfolio income (loss) total of Federal Form 1065, Schedules K & K-1, Lines 5-9a.	56,357.00	NONE 00	NONE	304.00	NONE 00
	10. Net gain (loss) under section 1231 (other than due to casualty or theft)	00	00		00	NONE 00
	11. Other income (loss) (attach schedule)	00	00		00	NONE 00
	12. Section 179 expense deduction (attach schedule)	00	00		00	NONE 00
	13a. Charitable contributions (attach schedule)	00	00		00	NONE 00
	13d. Other deductions (attach schedule) STMT. 1.	4,768,441.00	NONE 00	NONE	25,750.00	NONE 00

Part 2 - Share of Missouri Partnership Adjustment - Nonresident Partners	Form MO-NRP, Part 2, Column (a) corresponds to Form MO-1065, Part 1.	(a) Missouri Partnership Adjustment	(b) Missouri Source	(c) MO %	(d) Partner's Partnership Adjustment	(e) Missouri Source
	Additions					
	3. Net state and local income taxes deducted on Federal Form 1065. .	00	00			
	6. Net state and local bond interest (except Missouri)	00	00			
	7. <input type="checkbox"/> Partnership <input type="checkbox"/> Fiduciary <input type="checkbox"/> Other adjustments	00	00			
	8. Food Pantry Contributions	00	00			
	9. Total of Lines 3, 6, 7, and 8	00	00			
	Subtractions					
	12. Net interest from exempt federal obligations	00	00			
	13. Amount of any state income tax refund included in federal ordinary income	00	00			
	14. <input type="checkbox"/> Partnership <input type="checkbox"/> Fiduciary <input type="checkbox"/> Other adjustments	00	00			
	15. Missouri depreciation adjustment (See Section 143.121, RSMo.) .	00	00			
	16. Total of Lines 12, 13, 14, and 15	00	00			
17. Missouri partnership adjustment - Net Addition	00	00		00	00	
18. Missouri partnership adjustment - Net Subtraction	00	00		00	00	
19. Agriculture Disaster Relief	00	00		00	00	

Part 3 - Allocation of Income and Deductions - Federal Form	Form MO-NRP, Part 3, Lines 1-8 of Column (a), correspond to Federal Form 1065, Lines 1-8.		(a) Total Federal Return	(b) Amount in Column (a) from Missouri Sources
	1a. Gross receipts or sales \$	1b. Less returns and allowances \$	1c	00
	2. Cost of goods sold (Attach Federal Form 1125-A)	Balance	2	00
	3. Gross profit (subtract Line 2 from Line 1c)		3	00
	4. Ordinary income (loss) from other partnerships, estates, and trusts (attach schedule)		4	00
	5. Net farm profit (loss) (attach Federal Form 1040, Schedule F)		5	00
	6. Net gain (loss) (Federal Form 4797, Part II, Line 17)		6	00
	7. Other income (loss) (attach schedule)		7	00
	8. Total income (loss) (combine Lines 3 through 7)		8	00
	9. Enter amount from Federal Form 1065, Page 1, Line 21	9 00		00
	10. Enter amount from Federal Form 1065, Page 1, Line 10	10 00		00
	11. Total expenses - subtract Line 10 from Line 9		11	00
	12. Guaranteed payments and ordinary income (loss) - subtract Line 11 from Line 8 [Line 12 equals total of Federal Form 1065, Schedule K, Lines 1 and 4 and Form MO-NRP, Part 1, Column (a)]* .		12	00
13. Missouri sources - subtract Line 11 from Line 8		13	00	

*Line 12 may not equal other lines in initial years of partnership due to organizational costs.

Form MO-NRP (Revised 12-2018)

STATEMENT 16F

OWL VENTURES II, LP
MISSOURI FORM MO-NRP SUPPORTING STATEMENTS
=====

81-3955827

FEDERAL SCHEDULE K - OTHER DEDUCTIONS

OTHER DEDUCTIONS INCLUDED IN SCHEDULE M-1

4,768,441.

FEDERAL SCHEDULE K - TOTAL OTHER DEDUCTIONS

4,768,441.
=====

STATEMENT 16F

1807310121

PA Schedule NRK-1 (03-18)

2018 Nonresident Schedule

of Shareholder/Partner/Beneficiary Pass Through Income, Loss and Credits

415-277-0302

Final N

710285871 THE WINTHROP ROCKEFELLER FOUNDATION

225 EAST MARKHAM STREET

(Individual=1, PA S Corp=2, All Other Corp=3,
Estate/Trust=4, Partnership=5, LLC=6, Exempt=7)

Owner 7

SUITE 200

Shareholder's Stock Ownership % 00000

Amended N

LITTLE ROCK AR 72201

Beneficiary's year-end Distribution % 00000

OWL VENTURES II, LP

Partner's % of:
Profit sharing % 00054

SAN FRANCISCO CA 94133 813955827

Loss sharing % 00054

Fiscal Year N (Estate/Trust=E, Partnership=P, PA S Corp =S, LLC=L)

P Capital Ownership % 00054

Short Year N General Partner or
LLC Member-Manager N Limited Partner or
Other LLC Member Y

NOTE: Amounts from this schedule must be reported on the appropriate PA Tax Return.

Part II

- 1 PA-Taxable Business Income (Loss) from Operations
- 2 Net Gain (Loss) from the Sale, Exchange or Disposition of Property
- 3 Net Income (Loss) from Rents, Royalties, Patents and Copyrights
- 4 Income of/from Estates or Trusts
- 5 Gambling and Lottery Winnings (Loss)

1 0
2 0
3 0
4 0
5 0

Part III

- 6 PA Nonresident Tax Withheld
- 7 **Total Other Credits.** Submit statement.
- 8 Distributions of Cash, Marketable Securities, and Property - not including guaranteed payments
- 9 Guaranteed Payments for Capital or Other Services
- 10 All Other Guaranteed Payments for Services Rendered (PA-Appportioned Amount Only)
- 11 Guaranteed Payments to the Retired Partner

6 0
7 0
8 0
9 0
10 0
11 0

Part IV

Part V

- 12 Distributions from PA Accumulated Adjustments Account Liquidating
- 13 Distributions of Cash, Marketable Securities, and Property
- 14 Nontaxable income (loss) or nondeductible expenses required to calculate owner's economic investment. Submit statement.

12 0
13 0
14 0

Part VI

Part VII

- Note: Lines 15 through 18 are for information purposes only.**
- 15 Owner's Share of IRC Section 179 allowed according to PA rules
 - 16 Owner's Share of Straight-Line Depreciation
 - 17 Partner's Share of Nonrecourse Liabilities at year-end
 - 18 Partner's Share of Recourse Liabilities at year-end

15 0
16 0
17 0
18 0

8Y4606 2.000



1807310121

1807310121

STATEMENT 16G

651118

Schedule K-1
(Form 1065)Department of the Treasury
Internal Revenue Service

2018

For calendar year 2018, or tax year

beginning

ending

Partner's Share of Income, Deductions,
Credits, etc.

▶ See back of form and separate instructions.

Part I Information About the Partnership

A Partnership's employer identification number

47-2972531

B Partnership's name, address, city, state, and ZIP code

CIM ENTERPRISE LOAN FUND, L.P.
755 SANSOME STREET
SUITE 450
SAN FRANCISCO, CA 94111

C IRS Center where partnership filed return

EFILE

D ☐ Check if this is a publicly traded partnership (PTP)

Part II Information About the Partner

E Partner's identifying number 142

710285871

F Partner's name, address, city, state, and ZIP code

THE WINTHROP ROCKEFELLER
FOUNDATION
225 EAST MARKHAM STREET, SUITE
200,
LITTLE ROCK, AR 72201G ☐ General partner or LLC member-manager ☒ Limited partner or other LLC memberH ☒ Domestic partner ☐ Foreign partner

I1 What type of entity is this partner? EXEMPT ORG.

I2 If this partner is a retirement plan (IRA/SEP/Keogh/etc.), check here ☐

J Partner's share of profit, loss, and capital (see instructions):

	Beginning		Ending	
Profit	0.567673	%	2.136850	%
Loss	0.567673	%	2.136850	%
Capital	2.218332	%	2.136850	%

K Partner's share of liabilities:

	Beginning		Ending
Nonrecourse \$			\$
Qualified nonrecourse financing \$			\$
Recourse \$			\$

L Partner's capital account analysis:

Beginning capital account \$ 3,043,989.

Capital contributed during the year . . \$

Current year increase (decrease) . . \$ 202,078.

Withdrawals & distributions \$ ()

Ending capital account \$ 3,246,067.

☐ Tax basis ☒ GAAP ☐ Section 704(b) book

☐ Other (explain)

M Did the partner contribute property with a built-in gain or loss?

☐ Yes ☒ No

If "Yes," attach statement (see instructions)

Final K-1

Amended K-1

OMB No. 1545-0123

Part III Partner's Share of Current Year Income,
Deductions, Credits, and Other Items

1	Ordinary business income (loss)	15	Credits
2	Net rental real estate income (loss)		
3	Other net rental income (loss)	16	Foreign transactions
4	Guaranteed payments		
5	Interest income		
	321,821.		
6a	Ordinary dividends		
6b	Qualified dividends		
6c	Dividend equivalents		
7	Royalties		
8	Net short-term capital gain (loss)	17	Alternative minimum tax (AMT) items
	-40,393.		
9a	Net long-term capital gain (loss)		
9b	Collectibles (28%) gain (loss)		
9c	Unrecaptured section 1250 gain	18	Tax-exempt income and nondeductible expenses
10	Net section 1231 gain (loss)		
11	Other income (loss)		
A	83.		
		19	Distributions
12	Section 179 deduction		
13	Other deductions	20	Other information
H	1,853.	A	321,904.
W*	STMT		
14	Self-employment earnings (loss)		

*See attached statement for additional information.

For IRS Use Only

STATEMENT 16G

Schedule K-1 (Form 1065) 2018

PARTNER # 142 THE WINTHROP ROCKEFELLER

Page 2

This list identifies the codes used on Schedule K-1 for all partners and provides summarized reporting information for partners who file Form 1040. For detailed reporting and filing information, see the separate Partner's Instructions for Schedule K-1 and the instructions for your income tax return.

1. **Ordinary business income (loss).** Determine whether the income (loss) is passive or nonpassive and enter on your return as follows.

	Report on
Passive loss	See the Partner's Instructions
Passive income	Schedule E, line 28, column (h)
Nonpassive loss	See the Partner's Instructions
Nonpassive income	Schedule E, line 28, column (k)

2. **Net rental real estate income (loss)**

3. **Other net rental income (loss)**

Net income	Schedule E, line 28, column (h)
Net loss	See the Partner's Instructions

4. **Guaranteed payments**

5. **Interest income**

- 6a. **Ordinary dividends**

- 6b. **Qualified dividends**

- 6c. **Dividend equivalents**

7. **Royalties**

8. **Net short-term capital gain (loss)**

- 9a. **Net long-term capital gain (loss)**

- 9b. **Collectibles (28%) gain (loss)**

See the Partner's Instructions
Schedule E, line 28, column (h)
See the Partner's Instructions
Schedule E, line 28, column (k)
Form 1040, line 2b
Form 1040, line 3b
Form 1040, line 3a
See the Partner's Instructions
Schedule E, line 4
Schedule D, line 5
Schedule D, line 12
28% Rate Gain Worksheet, line 4
(Schedule D instructions)
See the Partner's Instructions
See the Partner's Instructions

- 9c. **Unrecaptured section 1250 gain**

10. **Net section 1231 gain (loss)**

11. **Other income (loss)**

Code	
A	Other portfolio income (loss)
B	Involuntary conversions
C	Sec. 1256 contracts & straddles
D	Mining exploration costs recapture
E	Cancellation of debt

See the Partner's Instructions
See the Partner's Instructions
Form 6781, line 1
See Pub. 535
Schedule 1 (Form 1040), line 21 or
Form 982

- F Section 951A income
G Section 965(a) inclusion
H Subpart F income other than sections 951A and 965 inclusion
I Other income (loss)

See the Partner's Instructions

12. **Section 179 deduction**

See the Partner's Instructions

13. **Other deductions**

- A Cash contributions (60%)
B Cash contributions (30%)
C Noncash contributions (50%)
D Noncash contributions (30%)
E Capital gain property to a 50% organization (30%)
F Capital gain property (20%)
G Contributions (100%)
H Investment interest expense
I Deductions - royalty income
J Section 59(e)(2) expenditures
K Excess business interest expense
L Deductions - portfolio (other)
M Amounts paid for medical insurance

N Educational assistance benefits
O Dependent care benefits
P Preproductive period expenses
Q Commercial revitalization deduction from rental real estate activities
R Pensions and IRAs
S Reforestation expense deduction through V
W Other deductions
X Section 965(c) deduction

See the Partner's Instructions

Form 4952, line 1

Schedule E, line 19

See the Partner's Instructions

See the Partner's Instructions

Schedule A, line 16

Schedule A, line 1 or Schedule 1 (Form 1040), line 29

See the Partner's Instructions

Form 2441, line 12

See the Partner's Instructions

See Form 8582 instructions

See the Partner's Instructions

See the Partner's Instructions

Reserved for future use

See the Partner's Instructions

14. **Self-employment earnings (loss)**

Note: If you have a section 179 deduction or any partner-level deductions, see the Partner's Instructions before completing Schedule SE.

A	Net earnings (loss) from self-employment	Schedule SE, Section A or B
B	Gross farming or fishing income	See the Partner's Instructions
C	Gross non-farm income	See the Partner's Instructions

15. **Credits**

- A Low-income housing credit (section 42(j)(5)) from pre-2008 buildings
B Low-income housing credit (other) from pre-2008 buildings
C Low-income housing credit (section 42(j)(5)) from post-2007 buildings
D Low-income housing credit (other) from post-2007 buildings
E Qualified rehabilitation expenditures (rental real estate)
F Other rental real estate credits
G Other rental credits
H Undistributed capital gains credit
I Biofuel producer credit

See the Partner's Instructions

Schedule 5 (Form 1040), line 74, box a
See the Partner's Instructions

Code

Report on

- J Work opportunity credit
K Disabled access credit
L Empowerment zone employment credit
M Credit for increasing research activities
N Credit for employer social security and Medicare taxes
O Backup withholding
P Other credits

See the Partner's Instructions

16. **Foreign transactions**

- A Name of country or U.S. possession
B Gross income from all sources
C Gross income sourced at partner level
Foreign gross income sourced at partnership level
D Section 951A category
E Foreign branch category
F Passive category
G General category
H Other

Form 1116, Part I

Form 1116, Part I

Deductions allocated and apportioned at partner level

- I Interest expense Form 1116, Part I

- J Other Form 1116, Part I

Deductions allocated and apportioned at partnership level to foreign source income

- K Section 951A category
L Foreign branch category
M Passive category
N General category
O Other

Form 1116, Part I

Other information

- P Total foreign taxes paid Form 1116, Part II
Q Total foreign taxes accrued Form 1116, Part II
R Reduction in taxes available for credit Form 1116, line 12
S Foreign trading gross receipts Form 8873
T Extraterritorial income exclusion Form 8873

- U Section 951A(c)(1)(A) tested income

- V Tested foreign income tax

- W Section 965 information

- X Other foreign transactions

See the Partner's Instructions

17. **Alternative minimum tax (AMT) items**

- A Post-1986 depreciation adjustment
B Adjusted gain or loss
C Depletion (other than oil & gas)
D Oil, gas, & geothermal - gross income
E Oil, gas, & geothermal - deductions
F Other AMT items

See the Partner's Instructions and the Instructions for Form 6251

18. **Tax-exempt income and nondeductible expenses**

- A Tax-exempt interest income Form 1040, line 2a
B Other tax-exempt income See the Partner's Instructions
C Nondeductible expenses See the Partner's Instructions

19. **Distributions**

- A Cash and marketable securities
B Distribution subject to section 737
C Other property

See the Partner's Instructions

20. **Other information**

- A Investment income Form 4952, line 4a
B Investment expenses Form 4952, line 5
C Fuel tax credit information Form 4136
D Qualified rehabilitation expenditures (other than rental real estate) See the Partner's Instructions
E Basis of energy property See the Partner's Instructions
F Recapture of low-income housing credit (section 42(j)(5)) Form 8611, line 8
G Recapture of low-income housing credit (other) Form 8611, line 8
H Recapture of investment credit See Form 4255
I Recapture of other credits See the Partner's Instructions
J Look-back interest - completed long-term contracts See Form 8697
K Look-back interest - income forecast method See Form 8866
L Dispositions of property with section 179 deductions
M Recapture of section 179 deduction
N Interest expense for corporate partners
O through Y
Z Section 199A income
AA Section 199A W-2 wages
AB Section 199A unadjusted basis
AC Section 199A REIT dividends
AD Section 199A PTP income
AE Excess taxable income
AF Excess business interest income
AG Gross receipts for section 59A(e)
AH Other information

See the Partner's Instructions

STATEMENT 16G

CIM ENTERPRISE LOAN FUND, L.P.

47-2972531

SCH K-1 SUPPORTING SCHEDULES PARTNER # 142 THE WINTHROP ROCKEFELLER

ITEM L - RECONCILIATION OF INCOME

INCOME (LOSS) FROM SCH. K-1, LINES 1 - 11	281,511.
LESS: DEDUCTIONS FROM SCH. K-1, LINES 12, 13, 16P, AND 16Q	50,447.

TOTAL INCOME PER SCHEDULE K-1	231,064.

PLUS: INCOME RECORDED ON BOOKS, NOT INCL. ON SCH. K-1:	
UNREALIZED GAIN/LOSS	-28,986.

TOTAL INCOME PER ITEM L, CURRENT YEAR INCR(DEC)	202,078.
	=====

LINE 11 - OTHER INCOME(LOSS)

A OTHER PORTFOLIO INCOME(LOSS)

A OTHER PORTFOLIO INCOME (LOSS)	83.
---------------------------------	-----

LINE 13 - OTHER DEDUCTIONS

W OTHER DEDUCTIONS

OTHER DEDUCTIONS INCLUDED IN ITEM L, CURRENT YEAR INCREASE (DECREASE)

PORTFOLIO DEDUCTIONS - SUBJECT TO 2%

CA MIN TAX

OTHER DEDUCTIONS	16.
------------------	-----

TOTAL BOX W	48,578.

	48,594.
	=====

PARTNER FOOTNOTES

ITEM L:

YOU SHOULD CONSULT YOUR TAX ADVISOR TO DETERMINE YOUR TAX BASIS IN YOUR PARTNERSHIP INTEREST. YOU SHOULD DETERMINE WHETHER LOSSES OR EXPENSES APPEARING ON YOUR K-1 ARE SUBJECT TO SUSPENSION AND WHETHER THERE ARE OTHER LIMITATIONS OR ISSUES THAT MAY ARISE BY VIRTUE OF YOUR TAX BASIS IN YOUR PARTNERSHIP INTEREST OR FOR OTHER REASONS.

UBTI FOOTNOTE:

TAX-EXEMPT PARTNERS ARE ADVISED THAT NONE OF THE PARTNERSHIP'S INCOME IS CONSIDERED UNRELATED BUSINESS TAXABLE INCOME ("UBTI") BASED ON INFORMATION AVAILABLE TO THE PARTNERSHIP.

SECTION 199A - QUALIFIED BUSINESS INCOME DEDUCTION:

THE PARTNERSHIP IS CLASSIFIED AS AN INVESTMENT PARTNERSHIP AND IT HAS DETERMINED THAT IT IS NOT ENGAGED IN A TRADE OR BUSINESS. AS SUCH, THE PARTNERSHIP DOES NOT GENERATE QUALIFIED BUSINESS INCOME THAT MAY BE ELIGIBLE FOR THE DEDUCTION PURSUANT TO IRC SECTION 199A. PLEASE CONSULT YOUR TAX ADVISOR.

CONTINUED ON NEXT PAGE

STATEMENT 1

STATEMENT 16G

CIM ENTERPRISE LOAN FUND, L.P.

47-2972531

SCH K-1 SUPPORTING SCHEDULES PARTNER # 142 THE WINTHROP ROCKEFELLER

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PARTNER FOOTNOTES (CONT'D)

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SECTION 67 (2% - PORTFOLIO DEDUCTIONS):

=====

THIS PARTNERSHIP IS REPORTING CERTAIN DEDUCTIONS DIRECTLY ALLOCABLE TO PORTFOLIO INCOME AS "OTHER DEDUCTIONS" ON LINE 13W. IN PRIOR YEARS, THESE DEDUCTIONS WERE REPORTED AS "2% - PORTFOLIO DEDUCTIONS" ON LINE 13K. UNDER THE NEW TAX LAW EFFECTIVE FOR TAX YEARS BEGINNING JANUARY 1, 2018, MISCELLANEOUS ITEMIZED DEDUCTIONS UNDER IRC SEC. 67 MAY NOT BE DEDUCTIBLE FOR INDIVIDUAL TAXPAYERS. PLEASE CONSULT YOUR TAX ADVISOR FOR GUIDANCE ON REPORTING THESE DEDUCTIONS ON YOUR RETURN.

STATEMENT 16G

TAXABLE YEAR

2018

Partner's Share of Income,
Deductions, Credits, etc.

CALIFORNIA SCHEDULE

K-1 (565)

TYB 01-01-2018 TYE 12-31-2018
710285871THE WINTHROP ROCKEFELLER
FOUNDATION
225 EAST MARKHAM STREET, SUITE
LITTLE ROCK AR 7220147-2972531 000000000000
CIM ENTERPRISE LOAN FUND LP755 SANSOME STREET
SAN FRANCISCO CA 94111A Is this partner a: • (1) ☐ general partner; or (2) ☒ limited partner?

B What type of entity is this partner? • See instructions.

(1) ☐ Individual (4) ☐ C Corporation (7) ☐ LLP (10) ☒ Exempt Organization(2) ☐ S Corporation (5) ☐ General Partnership (8) ☐ LLC (11) ☐ Disregarded Entity(3) ☐ Estate/Trust (6) ☐ Limited Partnership (9) ☐ IRA/Keogh/SEPC Is this partner a foreign partner? • ☐ Yes ☒ No

D Enter partner's percentage (without regard to special allocations) of:

(i) Beginning

(ii) Ending

Profit 0.5676 % • 2.1368 %

Loss 0.5676 % • 2.1368 %

Capital 2.2183 % • 2.1368 %

E Partner's share of liabilities:

(i) Beginning

(ii) Ending

Nonrecourse \$ NONE.00 • \$ NONE.00

Qualified nonrecourse financing \$ NONE.00 • \$ NONE.00

Recourse \$ NONE.00 • \$ NONE.00

F Reportable transaction or tax shelter registration number(s) Ⓞ

G (1) Check here if this is a publicly traded partnership as defined in IRC Section 469(k)(2) • ☐(2) Check here if this is an investment partnership (R&TC Sections 17955 and 23040.1) • ☒H Check here if this is: • (1) ☐ A final Schedule K-1 (565) (2) ☐ An amended Schedule K-1 (565)I Is this partner a resident of California? • ☐ Yes ▶ ☒ No

STATEMENT 16G

CIM ENTERPRISE LOAN FUND, L.P.

47-2972531

Partner's name

Partner's identifying number

PARTNER # 142 THE WINTHROP ROCKEFELLER

710285871

J Analysis of partner's capital account: Check the box ☒ (1) Tax Basis ☒ (2) GAAP ☐ (3) Section 704(b) Book ☐ (4) Other (explain)

(a) Capital account at beginning of year	(b) Capital contributed during year	(c) Partner's share of line 3, line 4, and line 7, Form 565, Schedule M-2	(d) Withdrawals and distributions	(e) Capital account at end of year, combine column (a) through column (d)
3,043,989.		202,078.	()	3,246,067.

Caution: Refer to Partner's Instructions for Schedule K-1 (565) before entering information from this schedule on your California return.

	(a) Distributive share items	(b) Amounts from federal Schedule K-1 (1065)	(c) California adjustments	(d) Total amounts using California law. Combine col. (b) and col. (c)	(e) California source amounts and credits
Income (Loss)	1 Ordinary income (loss) from trade or business activities			●	▶
	2 Net income (loss) from rental real estate activities			●	▶
	3 Net income (loss) from other rental activities			⊙	⊙
	4 Guaranteed payments to partners			●	▶
	5 Interest income.	321,821.		● 321821.	▶
	6 Dividends			●	▶
	7 Royalties			●	▶
	8 Net short-term capital gain (loss)	-40,393.		● -40393.	▶
	9 Net long-term capital gain (loss)			●	▶
	10 a Total gain under IRC Section 1231 (other than due to casualty or theft)			●	▶
	b Total loss under IRC Section 1231 (other than due to casualty or theft)			●	▶
Deductions	11 a Other portfolio income (loss). Attach schedule	83.		● 83.	▶
	b Total other income. Attach schedule			●	▶
	c Total other loss. Attach schedule			●	▶
	12 Expense deduction for recovery property (IRC Section 179)				
	13 a Charitable contributions				
	b Investment interest expense	1,853.		1853.	
	c 1 Total expenditures to which an IRC Section 59(e) election may apply				
	2 Type of expenditures				
	d Deductions related to portfolio income		48,578.	48578.	
	e Other deductions. Attach schedule	48,594.	-48,594.		

STATEMENT 16G

CIM ENTERPRISE LOAN FUND, L.P.

47-2972531

Partner's name

Partner's identifying number

PARTNER # 142 THE WINTHROP ROCKEFELLER

710285871

	(a) Distributive share items	(b) Amounts from federal Schedule K-1 (1065)	(c) California adjustments	(d) Total amounts using California law. Combine col. (b) and col. (c)	(e) California source amounts and credits
Credits	15 a Total withholding (equals amount on Form 592-B if calendar year partnership)			●	▶
	b Low-income housing credit				
	c Credits other than line 15b related to rental real estate activities				
	d Credits related to other rental activities . . .				
	e Nonconsenting nonresident members' tax allocated to partner				
	f Other credits - Attach required schedules or statements				
Alternative Minimum Tax (AMT) Items	17 a Depreciation adjustment on property placed in service after 1986			⊙	⊙
	b Adjusted gain or loss				
	c Depletion (other than oil & gas)				
	d Gross income from oil, gas, and geothermal properties				
	e Deductions allocable to oil, gas, and geothermal properties				
	f Other alternative minimum tax items . .				
Tax-Exempt Income and Nondeductible Expenses	18 a Tax-exempt interest income				
	b Other tax-exempt income				
	c Nondeductible expenses. STMT. 1.		16.	16.	
Distributions	19 a Distributions of money (cash and marketable securities)			⊙	
	b Distributions of property other than money. .			⊙	
Other Information	20 a Investment income . . . STMT. 1.	321,904.		321904.	
	b Investment expenses		48,578.	48578.	
	c Other information. See instructions. . .				

STATEMENT 16G

CIM ENTERPRISE LOAN FUND, L.P.

47-2972531

Partner's name

PARTNER # 142 THE WINTHROP ROCKEFELLER

Partner's identifying number

710285871

Other Partner Information

Table 1 - Partner's share of nonbusiness income from intangibles (source of income is dependent on residence or commercial domicile of the partner):

Interest . . \$	321,821.	Sec. 1231 Gains/Losses . \$		Capital Gains/Losses . . \$	-40,393.
Dividends . \$		Royalties \$		Other \$	83.

FOR USE BY PARTNERS ONLY - See instructions.

Table 2 - Partner's share of distributive items.

- A. Partner's share of the partnership's business income. See instructions. \$
- B. Partner's share of nonbusiness income from real and tangible personal property sourced or allocable to California.

Capital Gains/Losses . . \$		Rents/Royalties . \$	
Sec. 1231 Gains/Losses . \$		Other \$	

- C. Partner's distributive share of the partnership's property, payroll, and sales:

Factors	Total within and outside California	Total within California
Property: Beginning \$		
Property: Ending \$		
Property: Annual rent expense . . . \$		
Payroll \$		
Sales \$		

Table 3 - Partner's share of cost of goods sold, deductions, and rental income.

Enter only amounts used to determine income (loss) derived from and attributable to California sources. All amounts entered on this table are first multiplied by the appropriate percentage in Item D (ii) end of year partner's profit and loss percentage on Side 1. See the partnership Schedule K-1 instructions for information on how to obtain the amounts below.

1. Schedule K, line 1, column (d), Ordinary income (loss) from trade or business activities:

- a. Enter as a positive amount the cost of goods sold used to determine the amount on Schedule K, line 1, column (d), plus the total amounts on line 1a of Table 3 from all Schedule K-1s (565) this partnership received
- b. Enter as a positive amount the total deductions used to determine the amount on Schedule K, line 1, column (d), plus the total amounts on line 1b of Table 3 from all Schedule K-1s (565) this partnership received

2. Enter the total gross rents from line 18a of federal Form 8825 as adjusted for California law differences, plus the total amounts on line 2 of Table 3 from all Schedule K-1s (565) this partnership received

3. Enter the gross income (loss) from other rental activities from Schedule K, line 3a, column (d), plus the total amounts on line 3 of Table 3 from all Schedule K-1s (565) this partnership received

STATEMENT 16G

CIM ENTERPRISE LOAN FUND, L.P.

47-2972531

PARTNER # 142 PARTNER NAME THE WINTHROP ROCKEFELLER

=====

ITEM J, COLUMN(C) - RECONCILIATION OF INCOME

=====

INCOME (LOSS) FROM SCH. K-1, LINES 1 - 11C	281,511.
LESS: DEDUCTIONS FROM SCH. K-1, LINES 12 - 13E	50,431.

TOTAL INCOME PER SCHEDULE K-1	231,080.
-------------------------------	----------

LESS: EXPENSES RECORDED ON BOOKS, NOT INCLUDED ON SCH. K-1: LIMITED PARTNERSHIP TAX	16.
--	-----

ADD: INCOME RECORDED ON BOOKS, NOT INCLUDED ON K-1: UNREALIZED GAIN/LOSS	-28,986.
---	----------

TOTAL INCOME PER ITEM J, COLUMN(C)	202,078.
------------------------------------	----------

=====

LINE 13D - DEDUCTIONS RELATED TO PORTFOLIO INCOME

=====

PORTFOLIO DEDUCTIONS - SUBJECT TO 2%

CA MIN TAX

OTHER DEDUCTIONS	48,578.
------------------	---------

TOTAL DEDUCTIONS RELATED TO PORTFOLIO INCOME	48,578.
--	---------

=====

LINE 18C - NONDEDUCTIBLE EXPENSES

=====

CA MIN TAX

TOTAL NONDEDUCTIBLE EXPENSES BEFORE TRAVEL AND ENTERTAINMENT	16.
--	-----

TOTAL NONDEDUCTIBLE EXPENSES	16.
------------------------------	-----

=====

LINE 20A INVESTMENT INCOME

=====

FROM PARTNERSHIP

TOTAL INVESTMENT INCOME	321,904.
-------------------------	----------

=====

STATEMENT 16G

CIM ENTERPRISE LOAN FUND, L.P.

47-2972531

=====

PARTNER FOOTNOTES

=====

CALIFORNIA REVENUE AND TAXATION CODE SECTION 17955 PROVIDES THAT FOR NONRESIDENT TAXPAYERS, CALIFORNIA SOURCE GROSS INCOME DOES NOT INCLUDE THE DISTRIBUTIVE SHARE OF DIVIDENDS, INTEREST, OR GAINS AND LOSSES DERIVED FROM QUALIFIED INVESTMENT SECURITIES IF THE PARTNERSHIP QUALIFIES AS AN INVESTMENT PARTNERSHIP. PLEASE CONSULT YOUR TAX ADVISOR.

STATEMENT 16G

Georgia K-1 Equivalent

Tax year

beginning 01/01/2018 and ending 12/31/2018

Partner's Identification number 710285871

Partnership's Identification number 47-2972531

Partner's name, address, and Zip code

THE WINTHROP ROCKEFELLER

FOUNDATION

225 EAST MARKHAM STREET, SUITE

200,

LITTLE ROCK, AR 72201

Partnership's name, address, and Zip code

CIM ENTERPRISE LOAN FUND, L.P.

755 SANSOME STREET

SUITE 450

SAN FRANCISCO, CA 94111

Partner's Income

Partner's Share of Georgia Source Income.

Partner's percentage of profits 2.136850

Total Georgia Source Income.

1. Ordinary income (loss).
2. Net income (loss) from rental real estate activities
3. Other net rental income (loss).
4. Interest
5. Dividends.
6. Royalties
7. Net short-term capital gain (loss)
8. Net long-term capital gain (loss).
9. Other portfolio income (loss)
10. Guaranteed payments
11. Net section 1231 gain (loss).
12. Other income (loss)
13. Additions to Federal income.
14. Subtractions from Federal income
15. Business Credits

STATEMENT 16G

1807310121

PA Schedule NRK-1 (03-18)

2018 Nonresident Schedule

of Shareholder/Partner/Beneficiary Pass Through Income, Loss and Credits

415-857-3233

Final N

710285871 THE WINTHROP ROCKEFELLER

225 EAST MARKHAM STREET, SUITE

(Individual=1, PA S Corp=2, All Other Corp=3,
Estate/Trust=4, Partnership=5, LLC=6, Exempt=7)

Owner 7

200,

Shareholder's Stock Ownership % 00000

LITTLE ROCK AR 72201

Amended N

Beneficiary's year-end Distribution % 00000

CIM ENTERPRISE LOAN FUND, L.P.

Partner's % of:
Profit sharing % 00214

SAN FRANCISCO CA 94111 472972531

Loss sharing % 00214

Fiscal Year N (Estate/Trust=E, Partnership=P, PA S Corp =S, LLC=L)

P

Capital
Ownership % 00214Short Year N General Partner or
LLC Member-Manager N Limited Partner or
Other LLC Member Y**NOTE: Amounts from this schedule must be reported on the appropriate PA Tax Return.**

Part II

- 1 PA-Taxable Business Income (Loss) from Operations
- 2 Net Gain (Loss) from the Sale, Exchange or Disposition of Property
- 3 Net Income (Loss) from Rents, Royalties, Patents and Copyrights
- 4 Income of/from Estates or Trusts
- 5 Gambling and Lottery Winnings (Loss)

1	0
2	0
3	0
4	0
5	0

Part III

- 6 PA Nonresident Tax Withheld
- 7 **Total Other Credits.** Submit statement.
- 8 Distributions of Cash, Marketable Securities, and Property - not including guaranteed payments
- 9 Guaranteed Payments for Capital or Other Services
- 10 All Other Guaranteed Payments for Services Rendered (PA-Appportioned Amount Only)
- 11 Guaranteed Payments to the Retired Partner

6	0
7	0
8	0
9	0
10	0
11	0

Part IV

Part V

- 12 Distributions from PA Accumulated Adjustments Account Liquidating
- 13 Distributions of Cash, Marketable Securities, and Property
- 14 Nontaxable income (loss) or nondeductible expenses required to calculate owner's economic investment. Submit statement.

12	0
13	0
14	0

Part VI

Part VII

Note: Lines 15 through 18 are for information purposes only.

- 15 Owner's Share of IRC Section 179 allowed according to PA rules
- 16 Owner's Share of Straight-Line Depreciation
- 17 Partner's Share of Nonrecourse Liabilities at year-end
- 18 Partner's Share of Recourse Liabilities at year-end

15	0
16	0
17	0
18	0

8Y4606 2.000



1807310121

1807310121

STATEMENT 16G

THO

**Schedule K-1 - Partner's Share
of Utah Income, Deductions and Credits**

**TC-65, Sch. K-1
2018**

Partnership Information

A Partnership's EIN: 47-2972531

B Partnership's name, address, city, state, and ZIP code
CIM ENTERPRISE LOAN FUND, L.P.

755 SANSOME STREET
SUITE 450
SAN FRANCISCO, CA 94111

Partner Information

C Partner's SSN or EIN: 710285871

D Partner's name, address, city, state, and ZIP code
THE WINTHROP ROCKEFELLER
FOUNDATION
225 EAST MARKHAM STREET, SUITE
200,
LITTLE ROCK, AR 72201

E Partner's phone number 415-857-3233

F Percent of ownership 2.136850

G Enter "X" if limited partner or member X

H Entity code from list below: N

Codes
I = Individual P = Gen'l Partnership
C = Corporation L = Limited Partnership
S = S Corporation B = LLC R = LLP
N = Nonprofit Corp. T = Trust O = Other

I Enter date: 01/01/2017
affiliated withdrawn

Partner's Share of Apportionment Factors

	Utah	Total
J Property	\$	\$
K Payroll	\$	\$
L Sales	\$	\$

Other Information

Note: To complete lines 1 through 16:

- * Utah residents, enter the amounts from federal Schedule K-1.
- * Utah nonresidents, see instructions to calculate amounts.
- All filers complete lines 17 through 19, if applicable.

Partner's Share of Utah Income, Deductions and Credits

1 Utah ordinary business income (loss)

2 Utah net rental real estate income (loss)

3 Utah other net rental income (loss)

4 Utah guaranteed payments

5a Utah U.S. government interest income

5b Utah municipal bond interest income

5c Utah other interest income

6 Utah ordinary dividends

7 Utah royalties

8 Utah net short-term capital gain (loss)

9 Utah net long-term capital gain (loss)

10 Utah net Section 1231 gain (loss)

11 Utah recapture of Section 179 deduction

12 Utah other income (loss) (describe)

13 Utah Section 179 deduction

14 Contributions

15 Foreign taxes paid or accrued

16 Utah other deductions (describe)

17 Utah nonrefundable credits:
Name of Credit Code Credit Amount

18 Utah refundable credits:
Name of Credit Code Credit Amount

19 Utah tax withheld on behalf of partner
"X" if withholding waiver applied for

Schedule K-1
(Form 1065)Department of the Treasury
Internal Revenue Service

2018

For calendar year 2018, or tax year

☐ Final K-1☐ Amended K-1

OMB No. 1545-0123

beginning

ending

Partner's Share of Income, Deductions,
Credits, etc.

▶ See separate instructions.

Part III Partner's Share of Current Year Income,
Deductions, Credits, and Other Items

Part I Information About the Partnership

A Partnership's employer identification number

81-4382774

B Partnership's name, address, city, state, and ZIP code

MATERIAL IMPACT FUND I LP
200 NEWBURY STREET
BOSTON, MA 02116

C IRS Center where partnership filed return

E-FILE

D ☐ Check if this is a publicly traded partnership (PTP)

Part II Information About the Partner

E Partner's identifying number

71-0285871

F Partner's name, address, city, state, and ZIP code

THE WINTHROP ROCKEFELLER FOUNDATION
225 EAST MARKHAM STREET STE 200
LITTLE ROCK, AR 72201G ☐ General partner or LLC member-manager ☒ Limited partner or other LLC memberH ☒ Domestic partner ☐ Foreign partner

I1 What type of entity is this partner? EXEMPT ORGANIZATION

I2 If this partner is a retirement plan (IRA/SEP/Keogh/etc.), check here ☐

J Partner's share of profit, loss, and capital:

	Beginning	Ending
Profit	1.6819268%	1.368673%
Loss	1.6819268%	1.368673%
Capital	1.6651051%	1.3460406%

K Partner's share of liabilities:

	Beginning	Ending
Nonrecourse	\$	\$
Qualified nonrecourse financing	\$	\$
Recourse	\$ 0.	\$ 0.

L Partner's capital account analysis:

Beginning capital account	\$ 309,938.
Capital contributed during the year	\$
Current year increase (decrease)	\$ 44,482.
Withdrawals & distributions	\$()
Ending capital account	\$ 354,420.

☐ Tax basis ☒ GAAP ☐ Section 704(b) book
☐ Other (explain)

M Did the partner contribute property with a built-in gain or loss?

☐ Yes ☒ No

If "Yes," attach statement (see instructions)

1 Ordinary business income (loss)	0.	15 Credits
2 Net rental real estate income (loss)		16 Foreign transactions
3 Other net rental income (loss)		
4 Guaranteed payments		
5 Interest income	47.	
6a Ordinary dividends		17 Alternative min tax (AMT) items
6b Qualified dividends		
6c Dividend equivalents		18 Tax-exempt income and nondeductible expenses
7 Royalties		
8 Net short-term capital gain (loss)		
9a Net long-term capital gain (loss)		19 Distributions
9b Collectibles (28%) gain (loss)		20 Other information
9c Unrecaptured sec 1250 gain		A 47.
10 Net section 1231 gain (loss)		B 282.
11 Other income (loss)		
12 Section 179 deduction		
13 Other deductions		
L* 282.		
W* STMT		
14 Self-employment earnings (loss)		

*See attached statement for additional information.

For IRS Use Only

STATEMENT 16H

MATERIAL IMPACT FUND I LP

81-4382774

SCHEDULE K-1 OTHER PORTFOLIO DEDUCTIONS, BOX 13, CODE L

DESCRIPTION	PARTNER FILING INSTRUCTIONS	AMOUNT
PORTFOLIO AMORTIZATION	SEE IRS SCH. K-1 INSTRUCTIONS	282.
TOTAL TO SCHEDULE K-1, BOX 13, CODE L		282.

SCHEDULE K-1 OTHER DEDUCTIONS, BOX 13, CODE W

DESCRIPTION	PARTNER FILING INSTRUCTIONS	AMOUNT
MANAGEMENT FEES		37,500.
PORTFOLIO DEDUCTIONS		469.
TOTAL TO SCHEDULE K-1, BOX 13, CODE W		37,969.

SCHEDULE K-1 CURRENT YEAR INCREASES (DECREASES)

DESCRIPTION	AMOUNT	TOTALS
INTEREST INCOME	47.	
SCHEDULE K-1 INCOME SUBTOTAL		47.
PORTFOLIO DEDUCTIONS	-282.	
OTHER DEDUCTIONS	-37,969.	
SCHEDULE K-1 DEDUCTIONS SUBTOTAL		-38,251.
NET INCOME (LOSS) PER SCHEDULE K-1		-38,204.
AMORTIZATION ON RETURN AND NOT ON BOOKS	282.	
SYNDICATION COSTS	292.	
UNREALIZED GAIN	82,112.	
OTHER INCREASES OR DECREASES SUBTOTAL		82,686.
TOTAL TO SCHEDULE K-1, ITEM L		44,482.

SCHEDULE K-1

FOOTNOTES

INFORMATION REGARDING UNRELATED BUSINESS TAXABLE INCOME

DURING THE TAXABLE YEAR ENDED 12/31/18, THE FUND DID NOT GENERATE ANY UNRELATED BUSINESS TAXABLE INCOME (UBTI). THEREFORE, NONE OF THE INCOME/LOSS, CAPITAL GAINS/LOSSES AND DEDUCTIONS AS REPORTED ON YOUR SCHEDULE K-1 REPRESENT UBTI. FOR UBTI PURPOSES, NONE OF THE INVESTMENTS MADE BY THE FUND WERE DEBT-FINANCED

FORM 8886 REPORTABLE TRANSACTIONS

THE FUND DID NOT ENGAGE IN ANY REPORTABLE TRANSACTIONS DURING THE YEAR ENDED 12/31/18

EFFECTIVELY CONNECTED INCOME ("ECI")

NONE OF THE INCOME REPORTED IS TREATED AS EFFECTIVELY CONNECTED WITH THE CONDUCT OF A TRADE OR BUSINESS WITHIN THE UNITED STATES

FORM 926 REPORTING (CONTRIBUTIONS TO FOREIGN CORPORATIONS)

PLEASE NOTE THAT NONE OF THE ACTIVITIES FROM THE FUND GENERATED A FORM 926 FILING REQUIREMENT FOR 2018.

PASSIVE FOREIGN INVESTMENT COMPANIES ("PFICS")

PLEASE NOTE THAT THE FUND HAS NOT INVESTED IN ANY PASSIVE FOREIGN INVESTMENT COMPANIES

STATEMENT 16H

MATERIAL IMPACT FUND I LP

81-4382774

NOTE TO FOREIGN PARTNERS

PLEASE NOTE THAT NONE OF THE INTEREST INCOME IS SUBJECT TO U.S. TAX WITHHOLDING, AS IT MEETS THE PORTFOLIO INTEREST EXCEPTION UNDER IRC SECTION 871.

13W - OTHER EXPENSES

PLEASE NOTE THAT THE DEDUCTIONS INCLUDED ON LINES 13L AND 13W ARE INVESTMENT EXPENSES DEFINED IN IRC SECTION 212. DUE TO RECENT LAW CHANGES, THESE AMOUNTS MAY NOT BE DEDUCTIBLE. PLEASE CONSULT YOUR TAX ADVISOR.

SYNDICATION COSTS

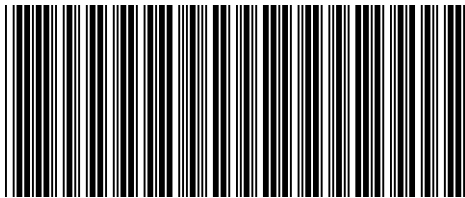
PLEASE NOTE THAT PRIOR YEAR SYNDICATION COSTS HAVE CHANGED AS THE RESULT OF ADMITTANCE OF NEW PARTNERS. THE CORRESPONDING AMOUNT OF CUMMULATIVE SYNDICATION COSTS ALLOCABLE TO YOUR INVESTMENT IN THE FUND IS:

1,277.

This list identifies the codes used on Schedule K-1 for all partners and provides summarized reporting information for partners who file Form 1040. For detailed reporting and filing information, see the separate Partner's Instructions for Schedule K-1 and the instructions for your income tax return.

- | 1. Ordinary business income (loss). Determine whether the income (loss) is passive or nonpassive and enter on your return as follows. | | Code | Report on |
|---|--|------|--|
| | Report on | J | Work opportunity credit |
| | Passive loss | K | Disabled access credit |
| | Passive income | L | Empowerment zone employment credit |
| | Nonpassive loss | M | Credit for increasing research activities |
| | Nonpassive income | N | Credit for employer social security and Medicare taxes |
| 2. | Net rental real estate income (loss) | O | Backup withholding |
| 3. | Other net rental income (loss) | P | Other credits |
| | Net income | 16. | Foreign transactions |
| | Net loss | A | Name of country or U.S. possession |
| 4. | Guaranteed payments | B | Gross income from all sources |
| 5. | Interest income | C | Gross income sourced at partner level |
| 6a. | Ordinary dividends | | Foreign gross income sourced at partnership level |
| 6b. | Qualified dividends | D | Section 951A category |
| 6c. | Dividend equivalents | E | Foreign branch category |
| 7. | Royalties | F | Passive category |
| 8. | Net short-term capital gain (loss) | G | General category |
| 9a. | Net long-term capital gain (loss) | H | Other |
| 9b. | Collectibles (28%) gain (loss) | | Deductions allocated and apportioned at partner level |
| 9c. | Unrecaptured section 1250 gain | I | Interest expense |
| 10. | Net section 1231 gain (loss) | J | Other |
| 11. | Other income (loss) | | Deductions allocated and apportioned at partnership level to foreign source income |
| | Code | K | Section 951A category |
| | A Other portfolio income (loss) | L | Foreign branch category |
| | B Involuntary conversions | M | Passive category |
| | C Sec. 1256 contracts & straddles | N | General category |
| | D Mining exploration costs recapture | O | Other |
| | E Cancellation of debt | | Other information |
| | F Section 951A income | P | Total foreign taxes paid |
| | G Section 965(a) inclusion | Q | Total foreign taxes accrued |
| | H Subpart F income other than sections 951A and 965 inclusion | R | Reduction in taxes available for credit |
| | I Other income (loss) | S | Foreign trading gross receipts |
| | | T | Extraterritorial income exclusion |
| 12. | Section 179 deduction | U | Section 951A(c)(1)(A) tested income |
| 13. | Other deductions | V | Tested foreign income tax |
| | A Cash contributions (60%) | W | Section 965 information |
| | B Cash contributions (30%) | X | Other foreign transactions |
| | C Noncash contributions (50%) | 17. | Alternative minimum tax (AMT) items |
| | D Noncash contributions (30%) | A | Post-1986 depreciation adjustment |
| | E Capital gain property to a 50% organization (30%) | B | Adjusted gain or loss |
| | F Capital gain property (20%) | C | Depletion (other than oil & gas) |
| | G Contributions (100%) | D | Oil, gas, & geothermal - gross income |
| | H Investment interest expense | E | Oil, gas, & geothermal - deductions |
| | I Deductions - royalty income | F | Other AMT items |
| | J Section 59(e)(2) expenditures | 18. | Tax-exempt income and nondeductible expenses |
| | K Excess business interest expense | A | Tax-exempt interest income |
| | L Deductions - portfolio (other) | B | Other tax-exempt income |
| | M Amounts paid for medical insurance | C | Nondeductible expenses |
| | | 19. | Distributions |
| | N Educational assistance benefits | A | Cash and marketable securities |
| | O Dependent care benefits | B | Distribution subject to section 737 |
| | P Preproductive period expenses | C | Other property |
| | Q Commercial revitalization deduction from rental real estate activities | 20. | Other information |
| | R Pensions and IRAs | A | Investment income |
| | S Reforestation expense deduction through V | B | Investment expenses |
| | T Other deductions | C | Fuel tax credit information |
| | X Section 965(c) deduction | D | Qualified rehabilitation expenditures (other than rental real estate) |
| 14. | Self-employment earnings (loss) | E | Basis of energy property |
| | Note: If you have a section 179 deduction or any partner-level deductions, see the Partner's Instructions before completing Schedule SE. | F | Recapture of low-income housing credit (section 42(j)(5)) |
| | A Net earnings (loss) from self-employment | G | Recapture of low-income housing credit (other) |
| | B Gross farming or fishing income | H | Recapture of investment credit |
| | C Gross non-farm income | I | Recapture of other credits |
| 15. | Credits | J | Look-back interest - completed long-term contracts |
| | A Low-income housing credit (section 42(j)(5)) from pre-2008 buildings | K | Look-back interest - income forecast method |
| | B Low-income housing credit (other) from pre-2008 buildings | L | Dispositions of property with section 179 deductions |
| | C Low-income housing credit (section 42(j)(5)) from post-2007 buildings | M | Recapture of section 179 deduction |
| | D Low-income housing credit (other) from post-2007 buildings | N | Interest expense for corporate partners through Y |
| | E Qualified rehabilitation expenditures (rental real estate) | Z | Section 199A income |
| | F Other rental real estate credits | AA | Section 199A W-2 wages |
| | G Other rental credits | AB | Section 199A unadjusted basis |
| | H Undistributed capital gains credit | AC | Section 199A REIT dividends |
| | I Biofuel producer credit | AD | Section 199A PTP income |
| | | AE | Excess taxable income |
| | | AF | Excess business interest income |
| | | AG | Gross receipts for section 59A(e) |
| | | AH | Other information |

STATEMENT 16H



2018 Schedule 3K-1

MA183K1011019

Partner's Massachusetts Information

Year beginning 01012018 Ending 12312018

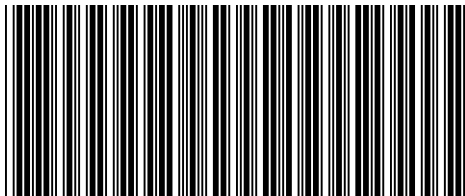
THE WINTHROP ROCKEFELLER FOUNDAT 71 0285871
225 EAST MARKHAM STREET LITTLE ROCK AR 72201
MATERIAL IMPACT FUND I LP 81 4382774
200 NEWBURY STREET BOSTON MA 02116

- A. Type of entity Individual resident Individual nonresident Trust or estate
 S corporation Corporation Partnership or other PTE IRA Disregarded entity ☒ Exempt org
- B. Type of partner ☒ Limited General
- C. Type of form submission Final Amended return
- D. Fill in if there was a sale, transfer or liquidation of any part of this partnership interest during the tax year
- E. Fill in if the partnership participated in one or more installment sales transactions
If Yes, indicate whether information has been communicated to the partner to calculate an addition to Massachusetts tax under M.G.L., ch. 62C, sec. 32A based on the following Internal Revenue Code (IRC) provisions (check all that apply) IRC 453A IRC 453(l)(2)(B)

Partner's Distributive Share

- | | |
|---|----|
| 1. Massachusetts ordinary income or loss | 1 |
| 2. Guaranteed payments to partners (deductible and capitalized) | 2 |
| 3. Separately stated deductions | 3 |
| 4. Combine lines 1 through 3 | 4 |
| 5. Credits available | |
| a. Taxes due to another jurisdiction (full-year and part-year residents only) | 5a |
| b. Lead Paint | 5b |
| c. Economic Opportunity Area | |
| Economic Development Incentive Program | 5c |
| d. Brownfields | 5d |
| e. Low-Income Housing | 5e |
| f. Historic Rehabilitation | 5f |
| g. Film Incentive | 5g |
| h. Medical Device | 5h |
| i. Employer Wellness Program | 5i |
| j. Farming and Fisheries | 5j |
| k. Certified Housing Development | 5k |
| l. Life Sciences/Angel Investor | 5l |
| m. Veterans Hire | 5m |
| n. Low Income Housing Donation | 5n |

STATEMENT 16H



2018 Schedule 3K-1, pg. 2

MA183K1021019

Partner's Massachusetts Information

71 0285871

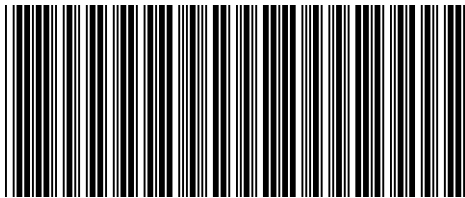
5.	o.	Refundable Film Credit	5o
	p.	Refundable Dairy Credit	5p
	q.	Refundable Conservation Tax Credit	5q
	r.	Refundable Community Investment Tax Credit	5r
	s.	Total credits	5s
6.		Net income or loss from rental real estate activity	6
7.		Net income or loss from other rental activity	7
8.		Interest from U.S. obligations	8
9.		Interest (5.1%) from Massachusetts banks	9
10.		Other interest and dividend income	10
11.		Non-Massachusetts state and municipal bond interest	11
12.		Royalty income	12
13.		Short-term capital gains	13
14.		Short-term capital losses	14
15.		Gain on the sale, exchange or involuntary conversion of property used in a trade or business held for one year or less	15
16.		Loss on the sale, exchange, or involuntary conversion of property used in a trade or business held for one year or less	16
17.		Long-term capital gain or loss	17
18.		Net gain or loss under Section 1231	18
19.		Long-term gains on collectibles and pre-1996 installment sales	19
20.		Differences and adjustments	20

47

Corporate Partner Information

21.	State and municipal bond interest not included in U.S. net income	21
22.	Foreign, state or local income, franchise, excise or capital stock taxes deducted from U.S. net income	22
23.	Other adjustments, if any	23

STATEMENT 16H



2018 Schedule 3K-1, pg. 3
MA183K1031019

Partner's Massachusetts Information
71 0285871

Reconciliation of Partner's Capital Account

24. Balance at the beginning of the year	24	309938
25. Massachusetts net income for the year	25	47
26. Entire net income for the year	26	44482
27. Capital contributions	27	
28. Withdrawals	28	
29. Balance at end of year	29	354420

Partner's Share of Profit, Loss and Capital

30. Percentage of profit	Beginning 0.01682	Ending 0.01369
31. Percentage of loss	Beginning 0.01682	Ending 0.01369
32. Percentage of capital	Beginning 0.01665	Ending 0.01346
33. Non-recourse liabilities	Ending	
34. Qualified non-recourse financing	Ending	
35. Recourse liabilities	Ending	

Pass-through Entity Payment and Credit Information

Declaration election code	Withholding	Composite	Member self-file	Exempt PTE	Insurance company
Non-profit	Exempt corporate limited partner				
36. Withholding amount					36
37. Payments made in a composite filing					37
38. Credit for amounts withheld by lower-tier entity(ies)					38
Payer ID number					
39. Payments made with a composite filing by lower-tier entity(ies)					39

MA SCHEDULE 3K-1

FOOTNOTES

NON-RESIDENT LIMITED PARTNERS ARE NOT REQUIRED TO FILE A MASSACHUSETTS NON-RESIDENT INCOME TAX RETURN WITH RESPECT TO THE INCOME EARNED BY THIS PARTNERSHIP UNDER MGL CHAPTER 62 SECTION 5A SINCE THE PARTNERSHIP IS ENGAGED EXCLUSIVELY IN BUYING, SELLING, AND DEALING IN OR HOLDING SECURITIES ON ITS OWN BEHALF AND NOT AS A BROKER.

STATEMENT 16H



Department of Taxation and Finance

New York Partner's Schedule K-1

Tax Law - Article 22 (Personal Income Tax)

888851 11-30-18

IT-204-IP

☐ Final K-1

50

☐ Amended K-1

For calendar year 2018 or tax year beginning

and ending

Partners: Before completing your income tax return, see Form IT-204-IP-I, *Partner's Instructions for Form IT-204-IP* (available at www.tax.ny.gov).

Partnership's information (see instructions)

Partnership's name (as shown on Form IT-204) MATERIAL IMPACT FUND I LP	Partnership's EIN 814382774
--	---------------------------------------

A Mark an X in the box if either applies to your entity ☐ Publicly traded partnership ☐ Portfolio investment partnership

B Tax shelter registration number, if any

B

C Business allocation percentage

C

%

Partner's information (see instructions)

Partner's name THE WINTHROP ROCKEFELLER FOUNDATION			Partner's identifying number 710285871
Partner's address 225 EAST MARKHAM STREET STE 200			
City LITTLE ROCK	State AR	ZIP code 72201	

D The partner is a (mark an X in the appropriate box) ☐ General partner or LLC member-manager ☒ Limited partner or other LLC member

E What is the tax filing status of the partner? (Mark an X in the appropriate box, if known.)

☐ Individual☐ Estate/trust☐ Partnership

F If the partner is a disregarded entity or grantor trust,

enter the tax ID of the entity or individual reporting the income, if known

F

G Did the partner sell its entire interest during the tax year?

G Yes ☐ No ☒

H Partner's share of profit, loss, and capital

Beginning

Ending

- 1) Profit H1
- 2) Loss H2
- 3) Capital H3

1.6819%	1.3687%
1.6819%	1.3687%
1.6651%	1.3460%

I Partner's share of liabilities at the end of the year

- 1) Nonrecourse I1
- 2) Qualified nonrecourse financing I2
- 3) Recourse I3

J Partner's capital account analysis

- 1) Beginning capital account J1
- 2) Capital contributed during the year - cash J2
- 3) Capital contributed during the year - property J3
- 4) Current year increase (decrease) J4
- 5) Withdrawals and distributions - cash J5
- 6) Withdrawals and distributions - property J6
- 7) Ending capital account J7
- 8) Method of accounting (mark an X in the appropriate box)

309938
44482
354420

☐ Tax basis ☒ GAAP ☐ Book ☐ Other (submit explanation)

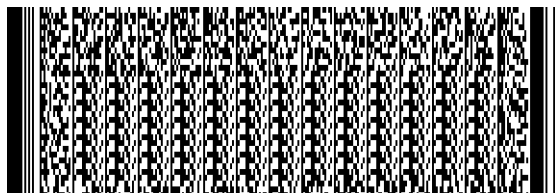
K Resident status (mark an X in all boxes that apply; see instructions)

☐ NYS full-year resident☐ Yonkers full-year resident☐ NYC full-year resident☐ NYS part-year resident☐ Yonkers part-year resident☐ NYC part-year resident☒ NYS nonresident☐ Yonkers nonresident

L If the partner was included in a group return, enter the special NYS identification number, if known

L

118001181019



NO HANDWRITTEN ENTRIES ON THIS FORM

STATEMENT 16H

M Was Form IT-2658-E filed with the partnership? M Yes ☐ No ☐

N NYS estimated tax paid on behalf of partner (from Form IT-2658-NYS)

	Date	Amount
1) First installment	N1	
2) Second installment	N2	
3) Third installment	N3	
4) Fourth installment	N4	
Total NYS estimated tax paid on behalf of partner (add lines N1 through N4)	N	

O Estimated MCTMT paid on behalf of partner (from Form IT-2658-MTA)

	Date	Amount
1) First installment	O1	
2) Second installment	O2	
3) Third installment	O3	
4) Fourth installment	O4	
Total estimated MCTMT paid on behalf of partner (add lines O1 through O4)	O	

P Was the partnership required to report any nonqualified deferred compensation, as required by IRC § 457A, on its 2018 federal return? (see instructions) P Yes ☐ No ☒

Partner's share of income, deductions, etc.

A - Partner's distributive share items	B - Federal K-1 amount	C - New York State amount
1 Ordinary business income (loss)	1	1
2 Net rental real estate income (loss)	2	2
3 Other net rental income (loss)	3	3
4 Guaranteed payments	4	4
5 Interest income	5 47	5
6 Ordinary dividends	6	6
7 Royalties	7	7
8 Net short-term capital gain (loss)	8	8
9 Net long-term capital gain (loss)	9	9
10 Net section 1231 gain (loss)	10	10
11 Other income (loss) Identify:	11	11
12 Section 179 deduction	12	12
13 Other deductions Identify: SEE STATEMENT	13 38251	13
14 This line intentionally left blank	14	14
15 Net earnings (loss) from self-employment	15	15
16 Tax-exempt income and nondeductible expenses	16	16
17 Distributions - cash and marketable securities	17	17
18 Distributions - other property	18	18
19 Other items not included above that are required to be reported separately to partners Identify: SEE STATEMENT	19 -235	19

Partner's share of New York modifications (see instructions)

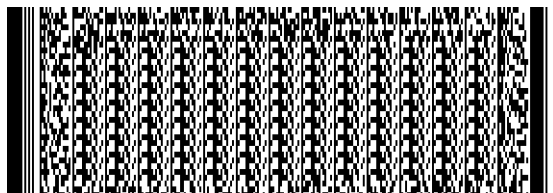
20 New York State additions

Number	A - Total amount	B - New York State allocated amount
20a EA-		
20b EA-		
20c EA-		
20d EA-		
20e EA-		
20f EA-		

21 Total addition modifications (total of column A, lines 20a through 20f) 21

NO HANDWRITTEN ENTRIES ON THIS FORM

118002181019



STATEMENT 16H

888861 11-30-18

IT-204-IP (2018)

Page 3 of 5

Partner's share of New York modifications (continued)

22 New York State subtractions

	Number	A - Total amount	B - New York State allocated amount
22a	ES-		
22b	ES-		
22c	ES-		
22d	ES-		
22e	ES-		
22f	ES-		

23 Total subtraction modifications (total of column A, lines 22a through 22f) 23

24 Additions to itemized deductions

	Letter	Amount
24a		
24b		
24c		
24d		
24e		
24f		

25 Total additions to itemized deductions (add lines 24a through 24f) 25

26 Subtractions from itemized deductions

	Letter	Amount
26a		
26b		
26c		
26d		
26e		
26f		

27 Total subtractions from itemized deductions (add lines 26a through 26f) 27

28 This line intentionally left blank 28

Partner's other information

29a	Partner's share of New York source gross income	29a	
29b	MCTD allocation percentage (see instructions)	29b	%
29c	Partner's share of receipts from the sale of goods by manufacturing	29c	
29d	Partner's share of adjusted basis of qualified manufacturing property	29d	

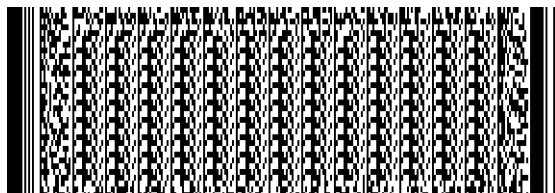
Partner's credit information

Part 1 - Flow-through credit bases and information

Brownfield redevelopment tax credit (Form IT-611, IT-611.1, or IT-611.2)

		A - Form IT-611	B - Form IT-611.1	C - Form IT-611.2
30	Site preparation credit component	30		
31	Tangible property credit component	31		
32	On-site groundwater remediation credit component	32		

118003181019



NO HANDWRITTEN ENTRIES ON THIS FORM

STATEMENT 16H

Partner's credit information (continued)

EZ capital tax credit (Form IT-602)

33	This line intentionally left blank	33	
34	Recapture of credit for investments in certified EZ businesses	34	
35	Recapture of credit for contributions of money to EZ community development projects	35	

QEZE tax reduction credit (Form IT-604)

36	QEZE employment increase factor	36	
37	QEZE zone allocation factor	37	
38	QEZE benefit period factor	38	

Excelsior jobs program tax credit (Form IT-607)

39	Excelsior jobs tax credit component	39	
40	Excelsior investment tax credit component	40	
41	Excelsior research and development tax credit component	41	
42	Excelsior real property tax credit component	42	

Farmers' school tax credit (Form IT-217)

43	Acres of qualified agricultural property	43	
44	Acres of qualified conservation property	44	
45	Eligible school district property taxes paid	45	
46	Acres of qualified agricultural property converted to nonqualified use	46	

Other flow-through credit bases and information

Credit bases

Code	Amount	Code	Amount
47a		47d	
47b		47e	
47c		47f	

Credit information

Code	Information	Code	Information
47g		47j	
47h		47k	
47i		47l	

Part 2 - Flow-through credits, addbacks, and recaptures

48	Long-term care insurance credit (Form IT-249)	48	
49	Investment credit (including employment incentive credit and historic barn rehabilitation credit; Form IT-212)	49	
50	Research and development - investment credit (Form IT-212)	50	
51	Other flow-through credits		

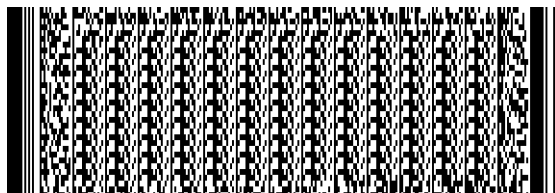
Code	Amount	Code	Amount
51a		51e	
51b		51f	
51c		51g	
51d		51h	

52 Addbacks of credits and recaptures

Code	Amount	Code	Amount
52a		52d	
52b		52e	
52c		52f	

NO HANDWRITTEN ENTRIES ON THIS FORM

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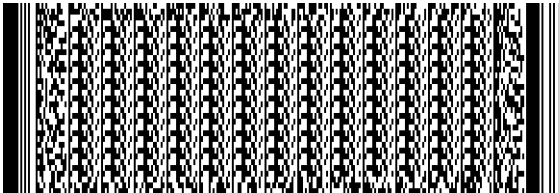
STATEMENT 16H

Partner’s credit information (continued)

Part 3 - START-UP NY tax elimination credit information (Form IT-638)

53	START-UP NY business certificate number (Form DTF-74)	53	
54	Year of START-UP NY business tax benefit period	54	
55	START-UP NY area allocation factor	55	

NO HANDWRITTEN ENTRIES ON THIS FORM



STATEMENT 16H

MATERIAL IMPACT FUND I LP

81-4382774

NY IT-204-IP

OTHER DEDUCTIONS

DESCRIPTION	AMOUNT FROM FEDERAL SCHEDULE K-1	NEW YORK STATE AMOUNT
DEDUCTIONS - PORTFOLIO (OTHER)	282.	0.
MANAGEMENT FEES	37,500.	0.
PORTFOLIO DEDUCTIONS	469.	0.
TOTAL TO FORM IT-204-IP, PAGE 2, LINE 13	38,251.	0.

NY IT-204-IP

OTHER ITEMS REQUIRED TO BE REPORTED SEPARATELY

DESCRIPTION	AMOUNT FROM FEDERAL SCHEDULE K-1	NEW YORK STATE AMOUNT
INVESTMENT INCOME	47.	0.
INVESTMENT EXPENSES	-282.	0.
TOTAL TO FORM IT-204-IP, PAGE 2, LINE 19	-235.	0.

STATEMENT 16H



Department of Taxation and Finance

New York Partner's Schedule K-1

Tax Law - Article 22 (Personal Income Tax)

888851 11-30-18

IT-204-IP

☐ Final K-1

50

☐ Amended K-1

For calendar year 2018 or tax year beginning

and ending

Partners: Before completing your income tax return, see Form IT-204-IP-I, *Partner's Instructions for Form IT-204-IP* (available at www.tax.ny.gov).

Partnership's information (see instructions)

Partnership's name (as shown on Form IT-204)	Partnership's EIN
--	-------------------

A Mark an X in the box if either applies to your entity ☐ Publicly traded partnership ☐ Portfolio investment partnershipB Tax shelter registration number, if any B C Business allocation percentage C %

Partner's information (see instructions)

Partner's name			Partner's identifying number
Partner's address			
City	State	ZIP code	

D The partner is a (mark an X in the appropriate box) ☐ General partner or LLC member-manager ☐ Limited partner or other LLC memberE What is the tax filing status of the partner? (Mark an X in the appropriate box, if known.) ☐ Individual ☐ Estate/trust ☐ PartnershipF If the partner is a disregarded entity or grantor trust, enter the tax ID of the entity or individual reporting the income, if known F G Did the partner sell its entire interest during the tax year? G Yes ☐ No ☐

H Partner's share of profit, loss, and capital

Beginning

Ending

1) Profit	H1	<input type="text"/> %	<input type="text"/> %
2) Loss	H2	<input type="text"/> %	<input type="text"/> %
3) Capital	H3	<input type="text"/> %	<input type="text"/> %

I Partner's share of liabilities at the end of the year

1) Nonrecourse	I1	<input type="text"/>
2) Qualified nonrecourse financing	I2	<input type="text"/>
3) Recourse	I3	<input type="text"/>

J Partner's capital account analysis

1) Beginning capital account	J1	<input type="text"/>
2) Capital contributed during the year - cash	J2	<input type="text"/>
3) Capital contributed during the year - property	J3	<input type="text"/>
4) Current year increase (decrease)	J4	<input type="text"/>
5) Withdrawals and distributions - cash	J5	<input type="text"/>
6) Withdrawals and distributions - property	J6	<input type="text"/>
7) Ending capital account	J7	<input type="text"/>

8) Method of accounting (mark an X in the appropriate box)

☐ Tax basis ☐ GAAP ☐ Book ☐ Other (submit explanation)

K Resident status (mark an X in all boxes that apply; see instructions)

<input type="checkbox"/> NYS full-year resident	<input type="checkbox"/> Yonkers full-year resident	<input type="checkbox"/> NYC full-year resident
<input type="checkbox"/> NYS part-year resident	<input type="checkbox"/> Yonkers part-year resident	<input type="checkbox"/> NYC part-year resident
<input type="checkbox"/> NYS nonresident	<input type="checkbox"/> Yonkers nonresident	

L If the partner was included in a group return, enter the special NYS identification number, if known L

NO HANDWRITTEN ENTRIES ON THIS FORM

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STATEMENT 16H

M Was Form IT-2658-E filed with the partnership? **M** Yes ☐ No ☐

N NYS estimated tax paid on behalf of partner (from Form IT-2658-NYS)

	Date	Amount
1) First installment	N1	
2) Second installment	N2	
3) Third installment	N3	
4) Fourth installment	N4	
Total NYS estimated tax paid on behalf of partner (add lines N1 through N4)	N	

O Estimated MCTMT paid on behalf of partner (from Form IT-2658-MTA)

	Date	Amount
1) First installment	O1	
2) Second installment	O2	
3) Third installment	O3	
4) Fourth installment	O4	
Total estimated MCTMT paid on behalf of partner (add lines O1 through O4)	O	

P Was the partnership required to report any nonqualified deferred compensation, as required by IRC § 457A, on its 2018 federal return? (see instructions) **P** Yes ☐ No ☐

Partner's share of income, deductions, etc.

A - Partner's distributive share items	B - Federal K-1 amount	C - New York State amount
1 Ordinary business income (loss)	1	1
2 Net rental real estate income (loss)	2	2
3 Other net rental income (loss)	3	3
4 Guaranteed payments	4	4
5 Interest income	5	5
6 Ordinary dividends	6	6
7 Royalties	7	7
8 Net short-term capital gain (loss)	8	8
9 Net long-term capital gain (loss)	9	9
10 Net section 1231 gain (loss)	10	10
11 Other income (loss) Identify:	11	11
12 Section 179 deduction	12	12
13 Other deductions Identify:	13	13
14 This line intentionally left blank	14	14
15 Net earnings (loss) from self-employment	15	15
16 Tax-exempt income and nondeductible expenses	16	16
17 Distributions - cash and marketable securities	17	17
18 Distributions - other property	18	18
19 Other items not included above that are required to be reported separately to partners	19	19
Identify:		

Partner's share of New York modifications (see instructions)

20 New York State additions

Number	A - Total amount	B - New York State allocated amount
20a EA-		
20b EA-		
20c EA-		
20d EA-		
20e EA-		
20f EA-		

21 Total addition modifications (total of column A, lines 20a through 20f) **21**

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NO HANDWRITTEN ENTRIES ON THIS FORM

STATEMENT 16H

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IT-204-IP (2018)

Page 3 of 5

Partner's share of New York modifications (continued)

22 New York State subtractions

	Number	A - Total amount	B - New York State allocated amount
22a	ES-		
22b	ES-		
22c	ES-		
22d	ES-		
22e	ES-		
22f	ES-		

23 Total subtraction modifications (total of column A, lines 22a through 22f) 23

24 Additions to itemized deductions

	Letter	Amount
24a		
24b		
24c		
24d		
24e		
24f		

25 Total additions to itemized deductions (add lines 24a through 24f) 25

26 Subtractions from itemized deductions

	Letter	Amount
26a		
26b		
26c		
26d		
26e		
26f		

27 Total subtractions from itemized deductions (add lines 26a through 26f) 27

28 This line intentionally left blank 28

Partner's other information

29a	Partner's share of New York source gross income	29a	
29b	MCTD allocation percentage (see instructions)	29b	%
29c	Partner's share of receipts from the sale of goods by manufacturing	29c	
29d	Partner's share of adjusted basis of qualified manufacturing property	29d	

Partner's credit information

Part 1 - Flow-through credit bases and information

Brownfield redevelopment tax credit (Form IT-611, IT-611.1, or IT-611.2)

		A - Form IT-611	B - Form IT-611.1	C - Form IT-611.2
30	Site preparation credit component	30		
31	Tangible property credit component	31		
32	On-site groundwater remediation credit component	32		

NO HANDWRITTEN ENTRIES ON THIS FORM

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STATEMENT 16H

Partner's credit information (continued)

EZ capital tax credit (Form IT-602)

33	This line intentionally left blank	33	
34	Recapture of credit for investments in certified EZ businesses	34	
35	Recapture of credit for contributions of money to EZ community development projects	35	

QEZE tax reduction credit (Form IT-604)

36	QEZE employment increase factor	36	
37	QEZE zone allocation factor	37	
38	QEZE benefit period factor	38	

Excelsior jobs program tax credit (Form IT-607)

39	Excelsior jobs tax credit component	39	
40	Excelsior investment tax credit component	40	
41	Excelsior research and development tax credit component	41	
42	Excelsior real property tax credit component	42	

Farmers' school tax credit (Form IT-217)

43	Acres of qualified agricultural property	43	
44	Acres of qualified conservation property	44	
45	Eligible school district property taxes paid	45	
46	Acres of qualified agricultural property converted to nonqualified use	46	

Other flow-through credit bases and information

Credit bases

Code	Amount	Code	Amount
47a		47d	
47b		47e	
47c		47f	

Credit information

Code	Information	Code	Information
47g		47j	
47h		47k	
47i		47l	

Part 2 - Flow-through credits, addbacks, and recaptures

48	Long-term care insurance credit (Form IT-249)	48	
49	Investment credit (including employment incentive credit and historic barn rehabilitation credit; Form IT-212)	49	
50	Research and development - investment credit (Form IT-212)	50	
51	Other flow-through credits		

Code	Amount	Code	Amount
51a		51e	
51b		51f	
51c		51g	
51d		51h	

52 Addbacks of credits and recaptures

Code	Amount	Code	Amount
52a		52d	
52b		52e	
52c		52f	

NO HANDWRITTEN ENTRIES ON THIS FORM

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STATEMENT 16H

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IT-204-IP (2018)

Page 5 of 5

Partner's credit information *(continued)*

Part 3 - START-UP NY tax elimination credit information *(Form IT-638)*

53	START-UP NY business certificate number <i>(Form DTF-74)</i>	53	
54	Year of START-UP NY business tax benefit period	54	
55	START-UP NY area allocation factor	55	

NO HANDWRITTEN ENTRIES ON THIS FORM

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STATEMENT 16I

651118

OMB No. 1545-0123

☐ Final K-1

☐ Amended K-1

Schedule K-1 (Form 1065)

Department of the Treasury
Internal Revenue Service

2018

For calendar year 2018, or tax year

beginning / / 2018 ending / /

Partner's Share of Income, Deductions, Credits, etc.

▶ See back of form and separate instructions.

Part I Information About the Partnership

A Partnership's employer identification number
FOREIGNUS

B Partnership's name, address, city, state, and ZIP code
ELEAR EQUITY IV, L.P.
220 2ND AVE S. SUITE 206
SEATTLE, WA 98104

C IRS Center where partnership filed return
OGDEN

D ☐ Check if this is a publicly traded partnership (PTP)

Part II Information About the Partner

E Partner's identifying number
71-0285871

F Partner's name, address, city, state, and ZIP code
THE WINTHROP ROCKEFELLER FOUNDATION
225 EAST MARKHAM STREET, SUITE 200
LITTLE ROCK, AR 72201

G ☐ General partner or LLC member-manager ☒ Limited partner or other LLC member

H ☒ Domestic partner ☐ Foreign partner

I1 What type of entity is this partner? 501 (C) 3

I2 If this partner is a retirement plan (IRA/SEP/Keogh/etc.), check here ☐

J Partner's share of profit, loss, and capital (see instructions):

	Beginning	Ending
Profit	NONE %	1.553771 %
Loss	NONE %	1.553771 %
Capital	NONE %	1.553771 %

K Partner's share of liabilities:

	Beginning	Ending
Nonrecourse . . . \$	NONE	\$ NONE
Qualified nonrecourse financing . . . \$	NONE	\$ NONE
Recourse . . . \$	NONE	\$ NONE

L Partner's capital account analysis:

Beginning capital account \$	NONE
Capital contributed during the year . . . \$	247,500
Current year increase (decrease) . . . \$	(40,137)
Withdrawals & distributions . . . . \$(	NONE)
Ending capital account \$	207,363

☐ Tax basis ☐ GAAP ☒ Section 704(b) book
☐ Other (explain)

M Did the partner contribute property with a built-in gain or loss?

☐ Yes ☒ No

If "Yes," attach statement (see instructions)

Part III Partner's Share of Current Year Income, Deductions, Credits, and Other Items

1	Ordinary business income (loss)	15	Credits
2	Net rental real estate income (loss)		
3	Other net rental income (loss)	16	Foreign transactions
		A	VARIOUS
4	Guaranteed payments	B	3,334
5	Interest income	F	3,334
6a	Ordinary dividends	M*	2,326
6b	Qualified dividends		
6c	Dividend equivalents		
7	Royalties		
8	Net short-term capital gain (loss)	17	Alternative minimum tax (AMT) items
9a	Net long-term capital gain (loss)		
9b	Collectibles (28%) gain (loss)		
9c	Unrecaptured section 1250 gain	18	Tax-exempt income and nondeductible expenses
10	Net section 1231 gain (loss)	C	14
11	Other income (loss)		
	I*		3,334
		19	Distributions
12	Section 179 deduction		
13	Other deductions	20	Other information
	H	B	38,598
	W*		38,598
14	Self-employment earnings (loss)		

*See attached statement for additional information.

For IRS Use Only

STATEMENT 16I

This list identifies the codes used on Schedule K-1 for all partners and provides summarized reporting information for partners who file Form 1040. For detailed reporting and filing information, see the separate Partner's Instructions for Schedule K-1 and the instructions for your income tax return.

1. Ordinary business income (loss). Determine whether the income (loss) is passive or nonpassive and enter on your return as follows.

	Report on
Passive loss	See the Partner's Instructions
Passive income	Schedule E, line 28, column (h)
Nonpassive loss	See the Partner's Instructions
Nonpassive income	Schedule E, line 28, column (k)
2. Net rental real estate income (loss)	See the Partner's Instructions
3. Other net rental income (loss)	
Net income	Schedule E, line 28, column (h)
Net loss	See the Partner's Instructions
4. Guaranteed payments	Schedule E, line 28, column (k)
5. Interest income	Form 1040, line 2b
6a. Ordinary dividends	Form 1040, line 3b
6b. Qualified dividends	Form 1040, line 3a
6c. Dividend equivalents	See the Partner's Instructions
7. Royalties	Schedule E, line 4
8. Net short-term capital gain (loss)	Schedule D, line 5
9a. Net long-term capital gain (loss)	Schedule D, line 12
9b. Collectibles (28%) gain (loss)	28% Rate Gain Worksheet, line 4 (Schedule D instructions)
9c. Unrecaptured section 1250 gain	See the Partner's Instructions
10. Net section 1231 gain (loss)	See the Partner's Instructions
11. Other income (loss)	
Code	
A Other portfolio income (loss)	See the Partner's Instructions
B Involuntary conversions	See the Partner's Instructions
C Sec. 1256 contracts & straddles	Form 6781, line 1
D Mining exploration costs recapture	See Pub. 535
E Cancellation of debt	Schedule 1 (Form 1040), line 21 or Form 982
F Section 951A income	See the Partner's Instructions
G Section 965(a) inclusion	
H Subpart F income other than sections 951A and 965 inclusion	
I Other income (loss)	
12. Section 179 deduction	See the Partner's Instructions
13. Other deductions	
A Cash contributions (60%)	See the Partner's Instructions
B Cash contributions (30%)	
C Noncash contributions (50%)	
D Noncash contributions (30%)	
E Capital gain property to a 50% organization (30%)	
F Capital gain property (20%)	Form 4952, line 1
G Contributions (100%)	
H Investment interest expense	Schedule E, line 19
I Deductions—royalty income	See the Partner's Instructions
J Section 59(e)(2) expenditures	See the Partner's Instructions
K Excess business interest expense	See the Partner's Instructions
L Deductions—portfolio (other)	Schedule A, line 16
M Amounts paid for medical insurance	Schedule A, line 1 or Schedule 1 (Form 1040), line 29
N Educational assistance benefits	See the Partner's Instructions
O Dependent care benefits	Form 2441, line 12
P Preproductive period expenses	See the Partner's Instructions
Q Commercial revitalization deduction from rental real estate activities	See Form 8582 instructions
R Pensions and IRAs	See the Partner's Instructions
S Reforestation expense deduction through V	See the Partner's Instructions
T through V	Reserved for future use
W Other deductions	See the Partner's Instructions
X Section 965(c) deduction	See the Partner's Instructions

14. Self-employment earnings (loss)

Note: If you have a section 179 deduction or any partner-level deductions, see the Partner's Instructions before completing Schedule SE.

A Net earnings (loss) from self-employment	Schedule SE, Section A or B
B Gross farming or fishing income	See the Partner's Instructions
C Gross non-farm income	See the Partner's Instructions

15. Credits

A Low-income housing credit (section 42(j)(5)) from pre-2008 buildings	See the Partner's Instructions
B Low-income housing credit (other) from pre-2008 buildings	
C Low-income housing credit (section 42(j)(5)) from post-2007 buildings	
D Low-income housing credit (other) from post-2007 buildings	
E Qualified rehabilitation expenditures (rental real estate)	See the Partner's Instructions
F Other rental real estate credits	
G Other rental credits	
H Undistributed capital gains credit	
I Biofuel producer credit	Schedule 5 (Form 1040), line 74, box a
	See the Partner's Instructions

Code		Report on
J	Work opportunity credit	See the Partner's Instructions
K	Disabled access credit	
L	Empowerment zone employment credit	
M	Credit for increasing research activities	
N	Credit for employer social security and Medicare taxes	
O	Backup withholding	
P	Other credits	
16.	Foreign transactions	
A	Name of country or U.S. possession	Form 1116, Part I
B	Gross income from all sources	
C	Gross income sourced at partner level	
	<i>Foreign gross income sourced at partnership level</i>	
D	Section 951A category	Form 1116, Part I
E	Foreign branch category	
F	Passive category	
G	General category	
H	Other	
	<i>Deductions allocated and apportioned at partner level</i>	
I	Interest expense	Form 1116, Part I
J	Other	Form 1116, Part I
	<i>Deductions allocated and apportioned at partnership level to foreign source income</i>	
K	Section 951A category	Form 1116, Part I
L	Foreign branch category	
M	Passive category	
N	General category	
O	Other	
	<i>Other information</i>	
P	Total foreign taxes paid	Form 1116, Part II
Q	Total foreign taxes accrued	Form 1116, Part II
R	Reduction in taxes available for credit	Form 1116, line 12
S	Foreign trading gross receipts	Form 8873
T	Extraterritorial income exclusion	Form 8873
U	Section 951A(c)(1)(A) tested income	See the Partner's Instructions
V	Tested foreign income tax	
W	Section 965 information	
X	Other foreign transactions	
17.	Alternative minimum tax (AMT) items	
A	Post-1986 depreciation adjustment	See the Partner's Instructions and the Instructions for Form 6251
B	Adjusted gain or loss	
C	Depletion (other than oil & gas)	
D	Oil, gas, & geothermal—gross income	
E	Oil, gas, & geothermal—deductions	
F	Other AMT items	
18.	Tax-exempt income and nondeductible expenses	
A	Tax-exempt interest income	Form 1040, line 2a
B	Other tax-exempt income	See the Partner's Instructions
C	Nondeductible expenses	See the Partner's Instructions
19.	Distributions	
A	Cash and marketable securities	See the Partner's Instructions
B	Distribution subject to section 737	
C	Other property	
20.	Other information	
A	Investment income	Form 4952, line 4a
B	Investment expenses	Form 4952, line 5
C	Fuel tax credit information	Form 4136
D	Qualified rehabilitation expenditures (other than rental real estate)	See the Partner's Instructions
E	Basis of energy property	See the Partner's Instructions
F	Recapture of low-income housing credit (section 42(j)(5))	Form 8611, line 8
G	Recapture of low-income housing credit (other)	Form 8611, line 8
H	Recapture of investment credit	See Form 4255
I	Recapture of other credits	See the Partner's Instructions
J	Look-back interest—completed long-term contracts	See Form 8697
K	Look-back interest—income forecast method	See Form 8866
L	Dispositions of property with section 179 deductions	See the Partner's Instructions
M	Recapture of section 179 deduction	
N	Interest expense for corporate partners through Y	
Z	Section 199A income	
AA	Section 199A W-2 wages	
AB	Section 199A unadjusted basis	
AC	Section 199A REIT dividends	
AD	Section 199A PTP income	
AE	Excess taxable income	
AF	Excess business interest income	
AG	Gross receipts for section 59A(e)	
AH	Other information	

STATEMENT 16I

ELEVAR EQUITY IV, LP
FOREIGNUS
FOOTNOTES TO 2018 SCHEDULE K-1

The Winthrop Rockefeller Foundation

71-0285871

SUPPLEMENTAL DETAIL

THIS PRO-FORMA FORM 1065 SCHEDULE K-1 IS REPORTING YOUR ALLOCABLE SHARE OF THE ACTIVITY OF THIS FOREIGN PARTNERSHIP. NOTE THAT THIS SCHEDULE K-1 HAS NOT BEEN FILED WITH THE INTERNAL REVENUE SERVICE. AS AN INVESTOR IN THIS FOREIGN PARTNERSHIP, YOU MAY HAVE AN OBLIGATION TO FILE A FORM 8865 UTILIZING THE INFORMATION PROVIDED HEREIN. PLEASE CONSULT YOUR TAX ADVISOR REGARDING THIS INFORMATION.

ITEM J – PARTNER'S SHARE OF PROFIT, LOSS AND CAPITAL

PARTNER'S PERCENTAGES REFLECTED IN ITEM J ARE CALCULATED PURSUANT TO IRS INSTRUCTIONS. TAXABLE INCOME REPORTED ON YOUR SCHEDULE K-1 IS ALLOCATED CONSISTENT WITH THE PARTNERSHIP AGREEMENT.

ITEM L - RECONCILIATION OF INCOME

INCOME (LOSS) FROM SCHEDULE K-1, LINES 1 - 11	3,334
LESS: DEDUCTIONS FROM SCHEDULE K-1, LINES 12, 13, 16P and 16Q	38,747
TOTAL INCOME (LOSS) PER SCHEDULE K-1	(35,413)
LESS: NONDEDUCTIBLE EXPENSES	14
LESS: SYNDICATION COSTS	4,710
TOTAL ITEM L - CURRENT YEAR INCREASE (DECREASE)	(40,137)

LINE 11 - OTHER INCOME (LOSS)

CODE I - IRC SECTION 988 FOREIGN CURRENCY EXCHANGE GAIN/(LOSS)	3,334
--	-------

LINE 13W - OTHER DEDUCTIONS

CODE W - DEDUCTIONS - PORTFOLIO (FORMERLY SUBJECT TO 2% FLOOR) - MGMT FEES*	30,247
CODE W - DEDUCTIONS - PORTFOLIO (FORMERLY SUBJECT TO 2% FLOOR) - OTHER OPERATING EXPENSES*	8,351
TOTAL LINE 13 - CODE W	38,598

*PLEASE CONSULT YOUR TAX ADVISOR ON THE DEDUCTIBILITY OF THE ABOVE PORTFOLIO DEDUCTIONS.

LINE 16M - DEDUCTIONS ALLOCATED AT PARTNERSHIP LEVEL TO FOREIGN SOURCED INCOME - PASSIVE

LINE 16M - INDIA	1,875
LINE 16M - MAURITIUS	451
TOTAL LINE 16M	2,326

UNRELATED BUSINESS TAXABLE INCOME

IF YOU ARE AN EXEMPT ORGANIZATION OR HAVE PARTNERS THAT ARE EXEMPT ORGANIZATIONS, THE AMOUNTS INCLUDED ON YOUR SCHEDULE K-1 SHOULD NOT BE TREATED AS UNRELATED BUSINESS TAXABLE INCOME/(LOSS) (UBTI).

EFFECTIVELY CONNECTED INCOME

IF YOU ARE A FOREIGN ORGANIZATION OR HAVE PARTNERS THAT ARE FOREIGN ORGANIZATIONS, THE AMOUNTS INCLUDED ON YOUR SCHEDULE K-1 SHOULD NOT BE TREATED AS EFFECTIVELY CONNECTED INCOME/(LOSS) (ECI).

PLEASE CONSULT YOUR TAX ADVISOR REGARDING THE ABOVE MENTIONED ITEMS.

STATEMENT 16I

ELEVAR EQUITY IV, LP
FOREIGNUS
FOOTNOTES TO 2018 SCHEDULE K-1

The Winthrop Rockefeller Foundation

71-0285871

SUPPLEMENTAL DETAIL

NET INVESTMENT INCOME

THE PARTNERSHIP IS ENGAGED IN ACTIVITIES WHERE ITEMS OF INCOME/DEDUCTION/GAIN/LOSS REPORTED ON THIS SCHEDULE K-1 MAY BE SUBJECT TO THE 3.8% NET INVESTMENT INCOME ("NII") TAX UNDER IRC SECTION 1411. CERTAIN PORTFOLIO INCOME, PASSIVE TRADE OR BUSINESS NET INCOME, NET RENTAL INCOME, OR TRADER INCOME (FROM FINANCIAL INSTRUMENTS OR COMMODITIES AS DEFINED UNDER REG. SECTION 1.411-5(C)(1) & (2)) IS SUBJECT TO THE NII TAX.

TAXPAYERS SUBJECT TO THE NII TAX CAN MAKE A TIMELY ELECTION UNDER REG. SECTION 1.1411-10(G) TO RECOGNIZE QUALIFIED ELECTING FUND ("QEF") INCOME INCLUSION UNDER IRC SECTION 1293 AND/OR CONTROLLED FOREIGN CORPORATION ("CFC") SUBPART F INCOME INCLUSION UNDER IRC 951(A) IN THE SAME TAXABLE YEAR AS IT IS INCLUDED FOR REGULAR INCOME TAX PURPOSES. AS A FOREIGN PARTNERSHIP, THE FUND CANNOT MAKE AN ELECTION UNDER REG. SECTION 1.1411-10(G) FOR 2017. THE SCHEDULE K-1 HAS BEEN PREPARED ON THE BASIS THAT YOU WILL MAKE THE ELECTION. BELOW IS INFORMATION TO ASSIST YOU IN MAKING THE ELECTION UNDER REG. SECTION 1.1411-10(G) FOR THE CURRENT TAX YEAR. IF YOU ARE MAKING THE ELECTION, YOU MUST CHECK THE BOX FOR "REGULATIONS SECTION 1.411-10(G) ELECTION" ON THE FORM 8960 FILED WITH YOUR ORIGINAL OR AMENDED RETURN.

THE PARTNERSHIP HELD AN INVESTMENT IN THE BELOW QEF AND/OR CFC FUND(S) DURING THE TAX YEAR:

NAME

WHEELSEMI PRIVATE LIMITED

EIN/REF. ID NUMBER

FOREIGNUS

PLEASE CONSULT YOUR TAX ADVISOR REGARDING THE ABOVE MENTIONED ITEMS.

IRC SECTION 199A INFORMATION

FOR TAX YEARS BEGINNING AFTER 2018, INDIVIDUALS, ESTATES, AND TRUSTS MAY BE ENTITLED TO A DEDUCTION OF UP TO 20% OF THEIR QUALIFIED BUSINESS INCOME FROM A TRADE OR BUSINESS, PLUS 20% OF QUALIFIED REAL ESTATE INVESTMENT TRUST (REIT) DIVIDENDS AND QUALIFIED PUBLICLY TRADED PARTNERSHIP (PTP) INCOME. THE DEDUCTION IS SUBJECT TO MULTIPLE LIMITATIONS SUCH AS THE TYPE OF TRADE OR BUSINESS, THE TAXPAYER'S TAXABLE INCOME, THE AMOUNT OF W-2 WAGES PAID WITH RESPECT TO THE TRADE OR BUSINESS, AND THE UNADJUSTED BASIS IMMEDIATELY AFTER ACQUISITION OF QUALIFIED PROPERTY HELD BY THE TRADE OR BUSINESS.

THE PARTNERSHIP IS ENGAGED IN A SINGLE TRADE OR BUSINESS OF INVESTING. THIS BUSINESS IS A SPECIFIED TRADE OR BUSINESS ("SSTB"), AND ITS INCOME IS NOT EFFECTIVELY CONNECTED WITH THE UNITED STATES.

BOX 20Z: SECTION 199A INCOME (LOSS)*	NONE
BOX 20AA: SECTION 199A W-2 WAGES	NONE
BOX 20AB: SECTION 199A UNADJUSTED BASIS	NONE
BOX 20AC: SECTION 199A REIT DIVIDENDS	NONE
BOX 20AD: SECTION 199A PTP INCOME	NONE
SECTION 1231 GAIN (LOSS)*	NONE

*YOUR SHARE OF SECTION 1231 INCOME/LOSS WAS NOT INCLUDED IN DETERMINING YOUR SHARE OF SECTION 199A INCOME. PLEASE CONSULT YOUR TAX ADVISOR TO DETERMINE WHETHER YOUR SHARE OF THIS ITEM SHOULD BE TAKEN INTO ACCOUNT IN APPLYING SECTION 199A AT THE PARTNER LEVEL.

PLEASE CONSULT YOUR TAX ADVISOR.

STATEMENT 16I

ELEVAR EQUITY IV, LP
FOREIGNUS
FOOTNOTES TO 2018 SCHEDULE K-1

The Winthrop Rockefeller Foundation

71-0285871

FORM 926 INFORMATION: RETURN BY A U.S. TRANSFEROR OF PROPERTY TO A FOREIGN CORPORATION
(ALL AMOUNTS IN U.S. DOLLARS)

INFORMATION REPORTING REQUIRED UNDER IRC SECTION 6038B:

GENERALLY, A U.S. CITIZEN OR RESIDENT, A DOMESTIC CORPORATION, OR AN ESTATE OR TRUST (OTHER THAN A FOREIGN ESTATE OR TRUST) IS REQUIRED TO FILE FORM 926, RETURN BY A U.S. TRANSFEROR OF PROPERTY TO A FOREIGN CORPORATION, TO REPORT A TRANSFER OF PROPERTY TO A FOREIGN CORPORATION DESCRIBED UNDER IRC SECTION 6038B(a)(1)(A).

ELEVAR EQUITY IV, LP INVESTED IN FOREIGN CORPORATIONS IN TRANSACTIONS DESCRIBED UNDER IRC SECTION 6038B DURING THE YEAR ENDED DECEMBER 31, 2018.

THE FOLLOWING INFORMATION IS BEING PROVIDED TO ASSIST YOU WITH FORM 926.

PLEASE CONSULT YOUR TAX ADVISOR.

<u>PART I:</u>	<u>U.S. TRANSFEROR INFORMATION</u>	
LINE 1:	IS THE TRANSFEREE A SPECIFIED 10%-OWNED FOREIGN CORPORATION THAT IS NOT A CONTROLLED FOREIGN CORPORATION?	BASED ON INFORMATION AVAILABLE TO THE FUND, THE FUND BELIEVES THIS TO BE "NO".
LINE 3:	TRANSFEROR PARTNER INFORMATION:	ELEVAR EQUITY IV, LP FOREIGNUS
<u>PART II:</u>	<u>TRANSFeree FOREIGN CORPORATION INFORMATION</u>	
LINE 4:	NAME OF TRANSFeree	LEADERSHIP BOULEVARD PRIVATE LIMITED
LINE 5:	EIN OF TRANSFeree	FOREIGNUS
LINE 6:	ADDRESS OF TRANSFeree	A-102, BUSINESS SQUARE, ANDHERI KURLA ROAD, CHAKALA, ANDHERI (EAST), MUMBAI 400093, INDIA
LINE 7:	PLACE OF ORGANIZATION OF TRANSFeree	INDIA
LINE 8:	FOREIGN LAW CHARACTERIZATION	CORPORATION
LINE 9:	IS IT A CONTROLLED FOREIGN CORPORATION?	NO
<u>PART III:</u>	<u>INFORMATION REGARDING TRANSFER OF PROPERTY</u>	
(A)	DATE OF TRANSFER	12/31/2018
(C)	FAIR MARKET VALUE ON DATE OF TRANSFER	50,748
LINE 10:	WAS CASH THE ONLY PROPERTY TRANSFERRED?	YES
<u>PART IV:</u>	<u>ADDITIONAL INFORMATION REGARDING TRANSFER OF PROPERTY</u>	
LINE 16(A)	INTEREST IN THE FOREIGN CORPORATION BEFORE TRANSFER	NONE
LINE 16(B)	INTEREST IN THE FOREIGN CORPORATION AFTER TRANSFER	0.346022%
LINE 17	TYPE OF NON-RECOGNITION TRANSACTION	IRC SEC. 351
LINE 18(A) - (D)	IS THE TRANSFER SUBJECT TO?	NO TO ALL
LINE 19	CHANGE IN CLASSIFICATION OF THE TRANSFeree?	NO
LINE 20(A) - (C)	DID A DOMESTIC CORPORATION MAKE A DISTRIBUTION OF PROPERTY COVERED BY SEC. 367(E)(2)?	NO TO ALL
LINE 21	DID A DOMESTIC CORPORATION MAKE A SECTION 355 DISTRIBUTION OF STOCK IN A FOREIGN CONTROLLED CORPORATION COVERED BY SECTION 367(E)(1)?	NO

STATEMENT 16I

ELEVAR EQUITY IV, LP
FOREIGNUS
FOOTNOTES TO 2018 SCHEDULE K-1

The Winthrop Rockefeller Foundation

71-0285871

FORM 926 INFORMATION: RETURN BY A U.S. TRANSFEROR OF PROPERTY TO A FOREIGN CORPORATION
(ALL AMOUNTS IN U.S. DOLLARS)

INFORMATION REPORTING REQUIRED UNDER IRC SECTION 6038B:

GENERALLY, A U.S. CITIZEN OR RESIDENT, A DOMESTIC CORPORATION, OR AN ESTATE OR TRUST (OTHER THAN A FOREIGN ESTATE OR TRUST) IS REQUIRED TO FILE FORM 926, RETURN BY A U.S. TRANSFEROR OF PROPERTY TO A FOREIGN CORPORATION, TO REPORT A TRANSFER OF PROPERTY TO A FOREIGN CORPORATION DESCRIBED UNDER IRC SECTION 6038B(a)(1)(A).

ELEVAR EQUITY IV, LP INVESTED IN FOREIGN CORPORATIONS IN TRANSACTIONS DESCRIBED UNDER IRC SECTION 6038B DURING THE YEAR ENDED DECEMBER 31, 2018.

THE FOLLOWING INFORMATION IS BEING PROVIDED TO ASSIST YOU WITH FORM 926.

PLEASE CONSULT YOUR TAX ADVISOR.

<u>PART I:</u>	<u>U.S. TRANSFEROR INFORMATION</u>	
LINE 1:	IS THE TRANSFEREE A SPECIFIED 10%-OWNED FOREIGN CORPORATION THAT IS NOT A CONTROLLED FOREIGN CORPORATION?	BASED ON INFORMATION AVAILABLE TO THE FUND, THE FUND BELIEVES THIS TO BE "NO".
LINE 3:	TRANSFEROR PARTNER INFORMATION:	ELEVAR EQUITY IV, LP FOREIGNUS
<u>PART II:</u>	<u>TRANSFeree FOREIGN CORPORATION INFORMATION</u>	
LINE 4:	NAME OF TRANSFeree	INVERSIONES VIDA GLOBAL HOLDINGS, S.L.(GRUPO VIDA)
LINE 5:	EIN OF TRANSFeree	FOREIGNUS
LINE 6:	ADDRESS OF TRANSFeree	ALEX ADI, COPY: VIVIANA ZOCCO, COSTA RICA 5639, C1414BTE CABA, ARGENTINA
LINE 7:	PLACE OF ORGANIZATION OF TRANSFeree	ARGENTINA
LINE 8:	FOREIGN LAW CHARACTERIZATION	CORPORATION
LINE 9:	IS IT A CONTROLLED FOREIGN CORPORATION?	NO
<u>PART III:</u>	<u>INFORMATION REGARDING TRANSFER OF PROPERTY</u>	
(A)	DATE OF TRANSFER	12/31/2018
(C)	FAIR MARKET VALUE ON DATE OF TRANSFER	23,288
LINE 10:	WAS CASH THE ONLY PROPERTY TRANSFERRED?	YES
<u>PART IV:</u>	<u>ADDITIONAL INFORMATION REGARDING TRANSFER OF PROPERTY</u>	
LINE 16(A)	INTEREST IN THE FOREIGN CORPORATION BEFORE TRANSFER	NONE
LINE 16(B)	INTEREST IN THE FOREIGN CORPORATION AFTER TRANSFER	0.186451%
LINE 17	TYPE OF NON-RECOGNITION TRANSACTION	IRC SEC. 351
LINE 18(A) - (D)	IS THE TRANSFER SUBJECT TO?	NO TO ALL
LINE 19	CHANGE IN CLASSIFICATION OF THE TRANSFeree?	NO
LINE 20(A) - (C)	DID A DOMESTIC CORPORATION MAKE A DISTRIBUTION OF PROPERTY COVERED BY SEC. 367(E)(2)?	NO TO ALL
LINE 21	DID A DOMESTIC CORPORATION MAKE A SECTION 355 DISTRIBUTION OF STOCK IN A FOREIGN CONTROLLED COPORATION COVERED BY SECTION 367(E)(1)?	NO

STATEMENT 16I

ELEVAR EQUITY IV, LP
FOREIGNUS
FOOTNOTES TO 2018 SCHEDULE K-1

The Winthrop Rockefeller Foundation

71-0285871

FORM 926 INFORMATION: RETURN BY A U.S. TRANSFEROR OF PROPERTY TO A FOREIGN CORPORATION
(ALL AMOUNTS IN U.S. DOLLARS)

INFORMATION REPORTING REQUIRED UNDER IRC SECTION 6038B:

GENERALLY, A U.S. CITIZEN OR RESIDENT, A DOMESTIC CORPORATION, OR AN ESTATE OR TRUST (OTHER THAN A FOREIGN ESTATE OR TRUST) IS REQUIRED TO FILE FORM 926, RETURN BY A U.S. TRANSFEROR OF PROPERTY TO A FOREIGN CORPORATION, TO REPORT A TRANSFER OF PROPERTY TO A FOREIGN CORPORATION DESCRIBED UNDER IRC SECTION 6038B(a)(1)(A).

ELEVAR EQUITY IV, LP INVESTED IN FOREIGN CORPORATIONS IN TRANSACTIONS DESCRIBED UNDER IRC SECTION 6038B DURING THE YEAR ENDED DECEMBER 31, 2018.

THE FOLLOWING INFORMATION IS BEING PROVIDED TO ASSIST YOU WITH FORM 926.

PLEASE CONSULT YOUR TAX ADVISOR.

<u>PART I:</u>	<u>U.S. TRANSFEROR INFORMATION</u>	
LINE 1:	IS THE TRANSFEREE A SPECIFIED 10%-OWNED FOREIGN CORPORATION THAT IS NOT A CONTROLLED FOREIGN CORPORATION?	BASED ON INFORMATION AVAILABLE TO THE FUND, THE FUND BELIEVES THIS TO BE "NO".
LINE 3:	TRANSFEROR PARTNER INFORMATION:	ELEVAR EQUITY IV, LP FOREIGNUS
<u>PART II:</u>	<u>TRANSFEE FOREIGN CORPORATION INFORMATION</u>	
LINE 4:	NAME OF TRANSFEE	BANKINGLY LTD
LINE 5:	EIN OF TRANSFEE	FOREIGNUS
LINE 6:	ADDRESS OF TRANSFEE	MARISA Balsa, COPY: MARTIN NAOR FRANCISCO ACUÑA DE FIGUEROA, 1771, 11800 MONTEVIDEO, URUGUAY
LINE 7:	PLACE OF ORGANIZATION OF TRANSFEE	URUGUAY
LINE 8:	FOREIGN LAW CHARACTERIZATION	CORPORATION
LINE 9:	IS IT A CONTROLLED FOREIGN CORPORATION?	NO
<u>PART III:</u>	<u>INFORMATION REGARDING TRANSFER OF PROPERTY</u>	
(A)	DATE OF TRANSFER	12/31/2018
(C)	FAIR MARKET VALUE ON DATE OF TRANSFER	24,472
LINE 10:	WAS CASH THE ONLY PROPERTY TRANSFERRED?	YES
<u>PART IV:</u>	<u>ADDITIONAL INFORMATION REGARDING TRANSFER OF PROPERTY</u>	
LINE 16(A)	INTEREST IN THE FOREIGN CORPORATION BEFORE TRANSFER	NONE
LINE 16(B)	INTEREST IN THE FOREIGN CORPORATION AFTER TRANSFER	0.171690%
LINE 17	TYPE OF NON-RECOGNITION TRANSACTION	IRC SEC. 351
LINE 18(A) - (D)	IS THE TRANSFER SUBJECT TO?	NO TO ALL
LINE 19	CHANGE IN CLASSIFICATION OF THE TRANSFEE?	NO
LINE 20(A) - (C)	DID A DOMESTIC CORPORATION MAKE A DISTRIBUTION OF PROPERTY COVERED BY SEC. 367(E)(2)?	NO TO ALL
LINE 21	DID A DOMESTIC CORPORATION MAKE A SECTION 355 DISTRIBUTION OF STOCK IN A FOREIGN CONTROLLED CORPORATION COVERED BY SECTION 367(E)(1)?	NO

STATEMENT 16I

ELEVAR EQUITY IV, LP
FOREIGNUS
FOOTNOTES TO 2018 SCHEDULE K-1

The Winthrop Rockefeller Foundation

71-0285871

FORM 926 INFORMATION: RETURN BY A U.S. TRANSFEROR OF PROPERTY TO A FOREIGN CORPORATION
(ALL AMOUNTS IN U.S. DOLLARS)

INFORMATION REPORTING REQUIRED UNDER IRC SECTION 6038B:

GENERALLY, A U.S. CITIZEN OR RESIDENT, A DOMESTIC CORPORATION, OR AN ESTATE OR TRUST (OTHER THAN A FOREIGN ESTATE OR TRUST) IS REQUIRED TO FILE FORM 926, RETURN BY A U.S. TRANSFEROR OF PROPERTY TO A FOREIGN CORPORATION, TO REPORT A TRANSFER OF PROPERTY TO A FOREIGN CORPORATION DESCRIBED UNDER IRC SECTION 6038B(a)(1)(A).

ELEVAR EQUITY IV, LP INVESTED IN FOREIGN CORPORATIONS IN TRANSACTIONS DESCRIBED UNDER IRC SECTION 6038B DURING THE YEAR ENDED DECEMBER 31, 2018.

THE FOLLOWING INFORMATION IS BEING PROVIDED TO ASSIST YOU WITH FORM 926.

PLEASE CONSULT YOUR TAX ADVISOR.

<u>PART I:</u>	<u>U.S. TRANSFEROR INFORMATION</u>	
LINE 1:	IS THE TRANSFEREE A SPECIFIED 10%-OWNED FOREIGN CORPORATION THAT IS NOT A CONTROLLED FOREIGN CORPORATION?	BASED ON INFORMATION AVAILABLE TO THE FUND, THE FUND BELIEVES THIS TO BE "NO".
LINE 3:	TRANSFEROR PARTNER INFORMATION:	ELEVAR EQUITY IV, LP FOREIGNUS
<u>PART II:</u>	<u>TRANSFeree FOREIGN CORPORATION INFORMATION</u>	
LINE 4:	NAME OF TRANSFeree	WHEELSEMI PRIVATE LIMITED
LINE 5:	EIN OF TRANSFeree	FOREIGNUS
LINE 6:	ADDRESS OF TRANSFeree	2ND FLOOR, KRUPA, 170 DHOLE PATIL ROAD PUNE 411001, INDIA
LINE 7:	PLACE OF ORGANIZATION OF TRANSFeree	INDIA
LINE 8:	FOREIGN LAW CHARACTERIZATION	CORPORATION
LINE 9:	IS IT A CONTROLLED FOREIGN CORPORATION?	NO
<u>PART III:</u>	<u>INFORMATION REGARDING TRANSFER OF PROPERTY</u>	
(A)	DATE OF TRANSFER	12/31/2018
(C)	FAIR MARKET VALUE ON DATE OF TRANSFER	64,513
LINE 10:	WAS CASH THE ONLY PROPERTY TRANSFERRED?	YES
<u>PART IV:</u>	<u>ADDITIONAL INFORMATION REGARDING TRANSFER OF PROPERTY</u>	
LINE 16(A)	INTEREST IN THE FOREIGN CORPORATION BEFORE TRANSFER	NONE
LINE 16(B)	INTEREST IN THE FOREIGN CORPORATION AFTER TRANSFER	0.179304%
LINE 17	TYPE OF NON-RECOGNITION TRANSACTION	IRC SEC. 351
LINE 18(A) - (D)	IS THE TRANSFER SUBJECT TO?	NO TO ALL
LINE 19	CHANGE IN CLASSIFICATION OF THE TRANSFeree?	NO
LINE 20(A) - (C)	DID A DOMESTIC CORPORATION MAKE A DISTRIBUTION OF PROPERTY COVERED BY SEC. 367(E)(2)?	NO TO ALL
LINE 21	DID A DOMESTIC CORPORATION MAKE A SECTION 355 DISTRIBUTION OF STOCK IN A FOREIGN CONTROLLED COPORATION COVERED BY SECTION 367(E)(1)?	NO

STATEMENT 16I

ELEVAR EQUITY IV, LP
FOREIGNUS
FOOTNOTES TO 2018 SCHEDULE K-1

The Winthrop Rockefeller Foundation

71-0285871

FORM 926 INFORMATION: RETURN BY A U.S. TRANSFEROR OF PROPERTY TO A FOREIGN CORPORATION
(ALL AMOUNTS IN U.S. DOLLARS)

INFORMATION REPORTING REQUIRED UNDER IRC SECTION 6038B:

GENERALLY, A U.S. CITIZEN OR RESIDENT, A DOMESTIC CORPORATION, OR AN ESTATE OR TRUST (OTHER THAN A FOREIGN ESTATE OR TRUST) IS REQUIRED TO FILE FORM 926, RETURN BY A U.S. TRANSFEROR OF PROPERTY TO A FOREIGN CORPORATION, TO REPORT A TRANSFER OF PROPERTY TO A FOREIGN CORPORATION DESCRIBED UNDER IRC SECTION 6038B(a)(1)(A).

ELEVAR EQUITY IV, LP INVESTED IN FOREIGN CORPORATIONS IN TRANSACTIONS DESCRIBED UNDER IRC SECTION 6038B DURING THE YEAR ENDED DECEMBER 31, 2018.

THE FOLLOWING INFORMATION IS BEING PROVIDED TO ASSIST YOU WITH FORM 926.

PLEASE CONSULT YOUR TAX ADVISOR.

<u>PART I:</u>	<u>U.S. TRANSFEROR INFORMATION</u>	
LINE 1:	IS THE TRANSFEREE A SPECIFIED 10%-OWNED FOREIGN CORPORATION THAT IS NOT A CONTROLLED FOREIGN CORPORATION?	BASED ON INFORMATION AVAILABLE TO THE FUND, THE FUND BELIEVES THIS TO BE "NO".
LINE 3:	TRANSFEROR PARTNER INFORMATION:	ELEVAR EQUITY IV, LP FOREIGNUS
<u>PART II:</u>	<u>TRANSFEE FOREIGN CORPORATION INFORMATION</u>	
LINE 4:	NAME OF TRANSFEE	ORIGA FINANCE PRIVATE LIMITED
LINE 5:	EIN OF TRANSFEE	FOREIGNUS
LINE 6:	ADDRESS OF TRANSFEE	NO.002, GROUND FL, BUILDING NO. 4 SOLITAIRE CORPORATE PARK, ANDHERI KURLA ROAD, CHAKALA, ANDHERI MUMBAI 400093, INDIA
LINE 7:	PLACE OF ORGANIZATION OF TRANSFEE	INDIA
LINE 8:	FOREIGN LAW CHARACTERIZATION	CORPORATE
LINE 9:	IS IT A CONTROLLED FOREIGN CORPORATION?	NO
<u>PART III:</u>	<u>INFORMATION REGARDING TRANSFER OF PROPERTY</u>	
(A)	DATE OF TRANSFER	12/31/2018
(C)	FAIR MARKET VALUE ON DATE OF TRANSFER	32,701
LINE 10:	WAS CASH THE ONLY PROPERTY TRANSFERRED?	YES
<u>PART IV:</u>	<u>ADDITIONAL INFORMATION REGARDING TRANSFER OF PROPERTY</u>	
LINE 16(A)	INTEREST IN THE FOREIGN CORPORATION BEFORE TRANSFER	NONE
LINE 16(B)	INTEREST IN THE FOREIGN CORPORATION AFTER TRANSFER	0.512741%
LINE 17	TYPE OF NON-RECOGNITION TRANSACTION	IRC SEC. 351
LINE 18(A) - (D)	IS THE TRANSFER SUBJECT TO?	NO TO ALL
LINE 19	CHANGE IN CLASSIFICATION OF THE TRANSFEE?	NO
LINE 20(A) - (C)	DID A DOMESTIC CORPORATION MAKE A DISTRIBUTION OF PROPERTY COVERED BY SEC. 367(E)(2)?	NO TO ALL
LINE 21	DID A DOMESTIC CORPORATION MAKE A SECTION 355 DISTRIBUTION OF STOCK IN A FOREIGN CONTROLLED CORPORATION COVERED BY SECTION 367(E)(1)?	NO

STATEMENT 16I

ELEVAR EQUITY IV, LP
FOREIGNUS
FOOTNOTES TO 2018 SCHEDULE K-1

The Winthrop Rockefeller Foundation

71-0285871

FORM 8621: INFORMATION RETURN BY A SHAREHOLDER OF A PASSIVE FOREIGN INVESTMENT COMPANY OR QUALIFIED ELECTING FUND
(ALL AMOUNTS IN U.S. DOLLARS)

ELEVAR EQUITY IV, LP HELD DIRECT OR INDIRECT INVESTMENTS IN FOREIGN COMPANIES THAT ARE CLASSIFIED AS PASSIVE FOREIGN INVESTMENT COMPANIES ("PFICS") FOR U.S. TAX PURPOSES. ONLY THE FIRST U.S. SHAREHOLDER IS ELIGIBLE TO MAKE AN ELECTION UNDER IRC SEC. 1295 TO TREAT THESE INVESTMENTS AS A QUALIFYING ELECTING FUND (QEF) OR MAKE THE MARK-TO-MARKET ELECTION UNDER IRC SEC. 1296. AS A FOREIGN PARTNERSHIP, THE FUND IS NOT ELIGIBLE TO MAKE THESE ELECTIONS. THE FOLLOWING INFORMATION IS BEING FURNISHED IF YOU WISH TO MAKE A QEF OR MARK-TO-MARKET ELECTION. THE AMOUNTS BELOW HAVE NOT BEEN INCLUDED ON YOUR SCHEDULE K-1. IF YOU MAKE THE QEF OR MARK-TO-MARKET ELECTION BY FILING FORM 8621, YOU MUST ADJUST YOUR TAXABLE INCOME TO INCLUDE THE AMOUNTS REPORTED BELOW. PLEASE CONSULT YOUR TAX ADVISOR.

IN ACCORDANCE WITH TREAS. REG. § 1.1295-1(g)(3), UNLESS SPECIFIED OTHERWISE, ELEVAR EQUITY IV, LP REPRESENTS THAT A COPY OF THE PFIC ANNUAL INFORMATION STATEMENT HAS BEEN RECEIVED FROM THE PFICS LISTED BELOW, THAT THE REPRESENTATIONS AND INFORMATION CONTAINED IN THIS DOCUMENT REFLECT THE REPRESENTATIONS AND INFORMATION CONTAINED IN THE PFIC ANNUAL INFORMATION STATEMENTS, AND THAT EACH OF THE PFIC ANNUAL INFORMATION STATEMENTS CONTAIN THE REPRESENTATION THAT THE PFIC WILL PERMIT THE SHAREHOLDER TO INSPECT AND COPY THE PFIC'S PERMANENT BOOKS OF ACCOUNT, RECORDS, AND SUCH OTHER DOCUMENTS AS MAY BE MAINTAINED BY THE PFIC TO ESTABLISH THAT THE PFIC'S ORDINARY EARNINGS AND NET CAPITAL GAIN ARE COMPUTED IN ACCORDANCE WITH U.S. INCOME TAX PRINCIPLES, AND TO VERIFY THESE AMOUNTS AND THE SHAREHOLDER'S PRO RATA SHARES THEREOF.

DESCRIPTION OF SHARES	DATE SHARES ACQUIRED DURING THE YEAR	PRO RATA VALUE OF SHARES HELD (END OF YEAR)	PRO RATA	PRO RATA
			SHARE OF ORDINARY EARNINGS LINE 6a	SHARE OF CAPITAL GAINS LINE 9a
WHEELSEMI PRIVATE LIMITED 2ND FLOOR, KRUPA, 170 DHOLE PATIL ROAD PUNE 411001, INDIA	COMMON	12/31/2018	65,024	NONE
FEIN: FOREIGNUS				
TAX YEAR: 2018				
PRO RATA NUMBER OF SHARES HELD:				
BEG OF YEAR	CHANGE	END OF YEAR		
NONE	19,092	19,092		

STATEMENT 16I

ELEVAR EQUITY IV, LP
FOREIGNUS
FOOTNOTES TO 2018 SCHEDULE K-1

The Winthrop Rockefeller Foundation

71-0285871

FORM 8865 - RETURN OF U.S. PERSONS WITH RESPECT TO CERTAIN FOREIGN PARTNERSHIPS
(ALL AMOUNTS IN U.S. DOLLARS)

ELEVAR EQUITY IV, LP IS A FOREIGN PARTNERSHIP. AS A RESULT OF YOUR INTEREST IN THIS PARTNERSHIP, A FORM 8865, "RETURN OF U.S. PERSONS WITH RESPECT TO CERTAIN FOREIGN PARTNERSHIPS", MAY NEED TO BE COMPLETED FOR YOUR INTEREST IN THIS ENTITY. THE TAX RULES RELATED TO FOREIGN PARTNERSHIPS ARE COMPLEX. PLEASE CONSULT YOUR TAX ADVISOR.

IF YOU TRANSFERRED INTERESTS IN ELEVAR EQUITY IV, LP TO ANOTHER PERSON, YOU MAY HAVE A CATEGORY 4 FORM 8865 FILING REQUIREMENT.

THE FOLLOWING INFORMATION IS BEING PROVIDED TO YOU TO DETERMINE WHAT CATEGORY FILER YOU MAY BE. ADDITIONAL INFORMATION NOT INCLUDED ON YOUR FEDERAL SCHEDULE K-1 NEEDED TO COMPLETE FORM 8865 IS DETAILED BELOW:

1) FOREIGN PARTNERSHIP GENERAL INFORMATION:

ELEVAR EQUITY IV, LP
220 2ND AVE S, SUITE 206
SEATTLE, WA 98104

2) THIS PARTNERSHIP WAS FORMED ON DECEMBER 29, 2017, AND WAS ORGANIZED IN THE CAYMAN ISLANDS.

3) THE PRINCIPAL PLACE OF BUSINESS IS THE CAYMAN ISLANDS AND ITS PRINCIPAL BUSINESS ACTIVITY IS INVESTMENTS. ITS ACTIVITY CODE IS 523900. ITS FUNCTIONAL CURRENCY IS THE U.S. DOLLAR.

4) THIS FOREIGN PARTNERSHIP IS NOT REQUIRED TO FILE FORM 1042, FORM 8804, FORM 1065 OR FORM 1065-B.

5) THE AGENT FOR THIS FOREIGN PARTNERSHIP IN THE COUNTRY OF ORGANIZATION IS:
N/A

6) THE BOOKS AND RECORDS OF THE FOREIGN PARTNERSHIP ARE LOCATED WITH:
ELEVAR EQUITY IV, LP
220 2ND AVE S, SUITE 206
SEATTLE, WA 98104

7) DURING THE TAX YEAR, THE PARTNERSHIP DID NOT PAY OR ACCRUE ANY INTEREST OR ROYALTY FOR WHICH THE DEDUCTION IS NOT ALLOWED UNDER SECTION 267A.

8) THE PARTNERSHIP IS NOT A SECTION 721(C) PARTNERSHIP, AS DEFINED IN TEMPORARY REGULATIONS SECTION 1.721(C)-1T(B)(14).

9) THERE ARE NO SPECIAL ALLOCATIONS MADE BY THE FOREIGN PARTNERSHIP.

10) THIS ENTITY IS CLASSIFIED AS A LIMITED PARTNERSHIP UNDER THE LAWS OF THE CAYMAN ISLANDS.

11) THE PARTNERSHIP OWNED A SEPARATE UNIT WITHIN THE MEANING OF REGULATIONS 1.1503-2(c)(3), (4) OR 1.1503(d)-1(b)(4).
ELEVAR M-IV
IFS COURT, TWENTYEIGHT 72201
CYBERCITY, EBENE
MAURITIUS

12) THE PARTNERSHIP'S TOTAL RECEIPTS FOR THE YEAR WERE LESS THAN \$250,000 AND THE VALUE OF THE PARTNERSHIP'S TOTAL ASSETS AT THE END OF THE TAX YEAR WERE MORE THAN \$1 MILLION.

13) FOR SCHEDULE A, YOU DIRECTLY OWN AN INTEREST IN ELEVAR EQUITY IV, LP.

14) ELEVAR EQUITY IV, LP OWNS AN INTEREST IN THE FOLLOWING PARTNERSHIPS:

PARTNERSHIP #1

PARTNERSHIP NAME:	ELEVAR C-IV INVESTMENTS LP (DIRECT INTEREST)
ADDRESS:	220 2ND AVE S, SUITE 206 SEATTLE, WA 98104
EIN:	FOREIGNUS
FOREIGN PARTNERSHIP:	YES

PARTNERSHIP #2

PARTNERSHIP NAME:	ELEVAR I-IV AIF (DIRECT INTEREST)
ADDRESS:	21/8, CRAIG PARK LAYOUT, OFF MG ROAD BANGALORE-560001, INDIA
EIN:	APPLIED FOR
FOREIGN PARTNERSHIP	YES

15) SCHEDULE A-1: IF YOU REQUIRE FURTHER INFORMATION, PLEASE CONTACT THE PARTNERSHIP.

16) SCHEDULE O INFORMATION IS AS FOLLOWS:

DATE OF TRANSFER:	12/31/2018
FMV OF PROPERTY TRANSFERRED:	247,500
OWNERSHIP PERCENTAGE BEFORE TRANSFER:	NONE
OWNERSHIP PERCENTAGE AFTER TRANSFER:	1.553760%

THESE ARE YOUR PERCENTAGES FOR PURPOSES OF FORM 8865 FILING ANALYSIS.

STATEMENT 16I

ELEVAR EQUITY IV, LP
FOREIGNUS
FOOTNOTES TO 2018 SCHEDULE K-1

The Winthrop Rockefeller Foundation

71-0285871

FORM 8865 - RETURN OF U.S. PERSONS WITH RESPECT TO CERTAIN FOREIGN PARTNERSHIPS
(ALL AMOUNTS IN U.S. DOLLARS)

AS A RESULT OF YOUR INTEREST IN ELEVAR EQUITY VI, LP, YOU HAVE AN INDIRECT INTEREST IN ELEVAR C-IV INVESTMENTS LP. A FORM 8865 "RETURN OF U.S. PERSONS WITH RESPECT TO CERTAIN FOREIGN PARTNERSHIPS", MAY NEED TO BE COMPLETED FOR YOUR INTEREST IN THIS ENTITY. THE TAX RULES RELATED TO FOREIGN PARTNERSHIPS ARE COMPLEX. PLEASE CONSULT YOUR TAX ADVISOR.

THE FOLLOWING INFORMATION IS BEING PROVIDED TO YOU TO DETERMINE WHAT CATEGORY FILER YOU MAY BE. ADDITIONAL INFORMATION NOT INCLUDED ON YOUR FEDERAL SCHEDULE K-1 NEEDED TO COMPLETE FORM 8865 IS DETAILED BELOW:

1) FOREIGN PARTNERSHIP GENERAL INFORMATION:

ELEVAR C-IV INVESTMENTS LP
220 2ND AVE S, SUITE 206
SEATTLE, WA 98104

2) THIS PARTNERSHIP WAS FORMED ON FEBRUARY 26, 2018, AND WAS ORGANIZED IN CANADA.

3) THE PRINCIPAL PLACE OF BUSINESS IS CANADA AND ITS PRINCIPAL BUSINESS ACTIVITY IS INVESTMENTS. ITS ACTIVITY CODE IS 523900. ITS FUNCTIONAL CURRENCY IS U.S. DOLLARS.

4) THIS FOREIGN PARTNERSHIP IS NOT REQUIRED TO FILE FORM 1042, FORM 8804, FROM 1065 OR FORM 1065-B.

5) THE AGENT FOR THIS FOREIGN PARTNERSHIP IN THE COUNTRY OF ORGANIZATION IS:
N/A

6) THE BOOKS AND RECORDS OF THE FOREIGN PARTNERSHIP ARE LOCATED WITH:

ELEVAR EQUITY IV, LP
220 2ND AVE S, SUITE 206
SEATTLE, WA 98104

7) DURING THE TAX YEAR, THE PARTNERSHIP DID NOT PAY OR ACCRUE ANY INTEREST OR ROYALTY FOR WHICH THE DEDUCTION IS NOT ALLOWED UNDER SECTION 267A.

8) THE PARTNERSHIP IS NOT A SECTION 721(C) PARTNERSHIP, AS DEFINED IN TEMPORARY REGULATIONS SECTION 1.721(C)-1T(B)(14).

9) THERE ARE NO SPECIAL ALLOCATIONS MADE BY THE FOREIGN PARTNERSHIP.

10) THIS ENTITY IS CLASSIFIED AS A LIMITED PARTNERSHIP UNDER THE LAWS OF CANADA.

11) THE PARTNERSHIP DID NOT OWN ANY SEPARATE UNITS WITHIN THE MEANING OF REGULATIONS 1.1503-2(C)(3), (4) OR 1.1503(D)-1(B)(4).

12) THE PARTNERSHIP'S TOTAL RECEIPTS FOR THE YEAR WERE LESS THAN \$250,000 AND THE VALUE OF THE PARTNERSHIP'S TOTAL ASSETS AT THE END OF THE TAX YEAR WERE MORE THAN \$1 MILLION.

13) FOR SCHEDULE A, YOU INDIRECTLY OWN AN INTEREST IN ELEVAR C-IV INVESTMENTS LP.

14) SCHEDULE A-1: IF YOU REQUIRE FURTHER INFORMATION, PLEASE CONTACT THE PARTNERSHIP.

15) SCHEDULE O INFORMATION IS AS FOLLOWS:

DATE OF TRANSFER:	12/31/2018
FMV OF PROPERTY INDIRECTLY TRANSFERRED:	47,902
OWNERSHIP PERCENTAGE BEFORE TRANSFER:	NONE
OWNERSHIP PERCENTAGE AFTER TRANSFER:	1.553760%

THESE ARE YOUR PERCENTAGES FOR PURPOSES OF FORM 8865 FILING ANALYSIS.

STATEMENT 16I

ELEVAR EQUITY IV, LP
FOREIGNUS
FOOTNOTES TO 2018 SCHEDULE K-1

The Winthrop Rockefeller Foundation

71-0285871

FORM 8865 - RETURN OF U.S. PERSONS WITH RESPECT TO CERTAIN FOREIGN PARTNERSHIPS
(ALL AMOUNTS IN U.S. DOLLARS)

AS A RESULT OF YOUR INTEREST IN ELEVAR EQUITY VI, LP, YOU HAVE AN INDIRECT INTEREST IN ELEVAR I-IV AIF. A FORM 8865 "RETURN OF U.S. PERSONS WITH RESPECT TO CERTAIN FOREIGN PARTNERSHIPS", MAY NEED TO BE COMPLETED FOR YOUR INTEREST IN THIS ENTITY. THE TAX RULES RELATED TO FOREIGN PARTNERSHIPS ARE COMPLEX. PLEASE CONSULT YOUR TAX ADVISOR.

THE FOLLOWING INFORMATION IS BEING PROVIDED TO YOU TO DETERMINE WHAT CATEGORY FILER YOU MAY BE. ADDITIONAL INFORMATION NOT INCLUDED ON YOUR FEDERAL SCHEDULE K-1 NEEDED TO COMPLETE FORM 8865 IS DETAILED BELOW:

1) FOREIGN PARTNERSHIP GENERAL INFORMATION:

ELEVAR I-IV AIF
21/8, CRAIG PARK LAYOUT, OFF MG ROAD
BANGALORE-560001, INDIA

2) THIS PARTNERSHIP WAS FORMED ON FEBRUARY 6, 2018, AND WAS ORGANIZED IN INDIA.

3) THE PRINCIPAL PLACE OF BUSINESS IS INDIA AND ITS PRINCIPAL BUSINESS ACTIVITY IS INVESTMENTS. ITS ACTIVITY CODE IS 523900. ITS FUNCTIONAL CURRENCY IS INDIAN RUPEES.

4) THIS FOREIGN PARTNERSHIP IS NOT REQUIRED TO FILE FORM 1042, FORM 8804, FROM 1065 OR FORM 1065-B.

5) THE AGENT FOR THIS FOREIGN PARTNERSHIP IN THE COUNTRY OF ORGANIZATION IS:
N/A

6) THE BOOKS AND RECORDS OF THE FOREIGN PARTNERSHIP ARE LOCATED WITH:

ELEVAR EQUITY IV, LP
220 2ND AVE S, SUITE 206
SEATTLE, WA 98104

7) DURING THE TAX YEAR, THE PARTNERSHIP DID NOT PAY OR ACCRUE ANY INTEREST OR ROYALTY FOR WHICH THE DEDUCTION IS NOT ALLOWED UNDER SECTION 267A.

8) THE PARTNERSHIP IS NOT A SECTION 721(C) PARTNERSHIP, AS DEFINED IN TEMPORARY REGULATIONS SECTION 1.721(C)-1T(B)(14).

9) THERE ARE NO SPECIAL ALLOCATIONS MADE BY THE FOREIGN PARTNERSHIP.

10) THIS ENTITY IS CLASSIFIED AS A BUSINESS TRUST UNDER THE LAWS OF INDIA.

11) THE PARTNERSHIP DID NOT OWN ANY SEPARATE UNITS WITHIN THE MEANING OF REGULATIONS 1.1503-2(C)(3), (4) OR 1.1503(D)-1(B)(4).

12) THE PARTNERSHIP'S TOTAL RECEIPTS FOR THE YEAR WERE LESS THAN \$250,000 AND THE VALUE OF THE PARTNERSHIP'S TOTAL ASSETS AT THE END OF THE TAX YEAR WERE MORE THAN \$1 MILLION.

13) FOR SCHEDULE A, YOU INDIRECTLY OWN AN INTEREST IN ELEVAR I-IV AIF.

14) SCHEDULE A-1: IF YOU REQUIRE FURTHER INFORMATION, PLEASE CONTACT THE PARTNERSHIP.

15) SCHEDULE O INFORMATION IS AS FOLLOWS:

DATE OF TRANSFER:	12/31/2018
FMV OF PROPERTY INDIRECTLY TRANSFERRED:	189,091
OWNERSHIP PERCENTAGE BEFORE TRANSFER:	NONE
OWNERSHIP PERCENTAGE AFTER TRANSFER:	1.533095%

THESE ARE YOUR PERCENTAGES FOR PURPOSES OF FORM 8865 FILING ANALYSIS.

STATEMENT 16I

ELEVAR EQUITY IV, LP
FOREIGNUS
FOOTNOTES TO 2018 SCHEDULE K-1

The Winthrop Rockefeller Foundation

71-0285871

*FORM 8938 - STATEMENT OF SPECIFIED FOREIGN FINANCIAL ASSETS
(ALL AMOUNTS IN U.S. DOLLARS)*

IRC SEC. 6038D PROVIDES THAT, FOR TAX YEARS BEGINNING AFTER DECEMBER 31, 2015, A "SPECIFIED PERSON" (EITHER A "SPECIFIED INDIVIDUAL" OR A "SPECIFIED DOMESTIC ENTITY") HOLDING AN INTEREST IN A "SPECIFIED FOREIGN FINANCIAL ASSET" DURING THE TAX YEAR IS REQUIRED TO COMPLETE AND ATTACH FORM 8938 TO HIS OR HER INCOME TAX RETURN FOR THE TAX YEAR IF THE AGGREGATE VALUE OF ALL SUCH ASSETS EXCEEDS THE "REPORTABLE THRESHOLD". ELEVAR EQUITY IV, LP IS A PARTNERSHIP ORGANIZED IN THE CAYMAN ISLANDS. YOUR INTEREST IN ELEVAR EQUITY IV, LP MAY FALL WITHIN THE DEFINITION OF A "SPECIFIED FOREIGN FINANCIAL ASSET" AND, THEREFORE, MAY GIVE RISE TO A FORM 8938 FILING OBLIGATION FOR TAX YEAR 2018. PLEASE REFER TO THE FORM 8938 INSTRUCTIONS FOR DETAILED INFORMATION AND CONSULT YOUR TAX ADVISOR.

STATEMENT 16I

ELEVAR EQUITY IV, LP
FOREIGNUS
FOOTNOTES TO 2018 SCHEDULE K-1

The Winthrop Rockefeller Foundation

71-0285871

GLOBAL INTANGIBLE LOW-TAXED INCOME
(ALL AMOUNTS IN U.S. DOLLARS)

PURSUANT TO INTERNAL REVENUE CODE SECTION 951A, U.S. SHAREHOLDERS OF CONTROLLED FOREIGN CORPORATIONS (“CFCS”) NEED TO INCLUDE GLOBAL INTANGIBLE LOW-TAXED INCOME (“GILTI”) IN THEIR GROSS INCOME FOR TAX YEARS OF CFCS BEGINNING AFTER DECEMBER 2017. BASED ON THE INFORMATION AVAILABLE TO THE PARTNERSHIP, THE PARTNERSHIP HAS NOT IDENTIFIED YOU AS A U.S. SHAREHOLDER OF ANY CFCS.

CONSULT YOUR TAX ADVISOR.

Schedule K-1
(Form 1065)
Department of the Treasury
Internal Revenue Service

2018

For calendar year 2018, or tax year

☐ Final K-1☐ Amended K-1

OMB No. 1545-0123

beginning

ending

Partner's Share of Income, Deductions, Credits, etc.

▶ See separate instructions.

Part I Information About the Partnership		Part III Partner's Share of Current Year Income, Deductions, Credits, and Other Items													
A Partnership's employer identification number 20-1931094	1 Ordinary business income (loss) <div style="text-align: right;">13,439.</div>	15 Credits <div style="text-align: right;">M 2,826.</div>	2 Net rental real estate income (loss)												
B Partnership's name, address, city, state, and ZIP code FUND FOR ARKANSAS' FUTURE, LLC 4800 JERRY DRIVE NORTH LITTLE ROCK, AR 72223	3 Other net rental income (loss) <div style="text-align: right;">211.</div>	16 Foreign transactions	4 Guaranteed payments												
C IRS Center where partnership filed return E-FILE	5 Interest income <div style="text-align: right;">839.</div>	17 Alternative min tax (AMT) items A -174. B* -142.	6a Ordinary dividends												
D <input type="checkbox"/> Check if this is a publicly traded partnership (PTP)	6b Qualified dividends	18 Tax-exempt income and nondeductible expenses C* 2,317.	6c Dividend equivalents												
Part II Information About the Partner	7 Royalties	8 Net short-term capital gain (loss)	9a Net long-term capital gain (loss) <div style="text-align: right;">116,114.</div>												
E Partner's identifying number 71-0285871	9b Collectibles (28%) gain (loss)	19 Distributions A 143,725.	9c Unrecaptured sec 1250 gain A 839. Z* -2,678.												
F Partner's name, address, city, state, and ZIP code WINTHROP ROCKEFELLER FOUNDATION 225 E. MARKHAM SUITE 200 LITTLE ROCK, AR 72201	10 Net section 1231 gain (loss) AA* 115.	20 Other information AB* 0. AC* 0. AD* 0.	11 Other income (loss)												
G <input type="checkbox"/> General partner or LLC member-manager <input checked="" type="checkbox"/> Limited partner or other LLC member	12 Section 179 deduction <div style="text-align: right;">980.</div>	13 Other deductions A 125. K 110.	14 Self-employment earnings (loss)												
H <input checked="" type="checkbox"/> Domestic partner <input type="checkbox"/> Foreign partner	*See attached statement for additional information.														
I1 What type of entity is this partner? EXEMPT ORGANIZATION	<div style="border: 1px solid black; padding: 5px;"> For IRS Use Only </div>														
I2 If this partner is a retirement plan (IRA/SEP/Keogh/etc.), check here <input type="checkbox"/>															
J Partner's share of profit, loss, and capital: <table style="width:100%; border-collapse: collapse;"> <thead> <tr> <th></th> <th style="text-align: right;">Beginning</th> <th style="text-align: right;">Ending</th> </tr> </thead> <tbody> <tr> <td>Profit</td> <td style="text-align: right;">8.0542000%</td> <td style="text-align: right;">7.9178000%</td> </tr> <tr> <td>Loss</td> <td style="text-align: right;">8.0542000%</td> <td style="text-align: right;">7.9178000%</td> </tr> <tr> <td>Capital</td> <td style="text-align: right;">8.0542000%</td> <td style="text-align: right;">7.9178000%</td> </tr> </tbody> </table>		Beginning	Ending	Profit	8.0542000%	7.9178000%	Loss	8.0542000%	7.9178000%	Capital	8.0542000%	7.9178000%			
	Beginning	Ending													
Profit	8.0542000%	7.9178000%													
Loss	8.0542000%	7.9178000%													
Capital	8.0542000%	7.9178000%													
K Partner's share of liabilities: <table style="width:100%; border-collapse: collapse;"> <thead> <tr> <th></th> <th style="text-align: right;">Beginning</th> <th style="text-align: right;">Ending</th> </tr> </thead> <tbody> <tr> <td>Nonrecourse</td> <td style="text-align: right;">\$</td> <td style="text-align: right;">\$</td> </tr> <tr> <td>Qualified nonrecourse financing</td> <td style="text-align: right;">\$</td> <td style="text-align: right;">\$</td> </tr> <tr> <td>Recourse</td> <td style="text-align: right;">\$ 0.</td> <td style="text-align: right;">\$ 0.</td> </tr> </tbody> </table>		Beginning	Ending	Nonrecourse	\$	\$	Qualified nonrecourse financing	\$	\$	Recourse	\$ 0.	\$ 0.			
	Beginning	Ending													
Nonrecourse	\$	\$													
Qualified nonrecourse financing	\$	\$													
Recourse	\$ 0.	\$ 0.													
L Partner's capital account analysis: <table style="width:100%; border-collapse: collapse;"> <tbody> <tr> <td>Beginning capital account</td> <td style="text-align: right;">\$ 30,237.</td> </tr> <tr> <td>Capital contributed during the year</td> <td style="text-align: right;">\$</td> </tr> <tr> <td>Current year increase (decrease)</td> <td style="text-align: right;">\$ 116,919.</td> </tr> <tr> <td>Withdrawals & distributions</td> <td style="text-align: right;">\$(143,725.)</td> </tr> <tr> <td>Ending capital account</td> <td style="text-align: right;">\$ 3,431.</td> </tr> </tbody> </table> <input checked="" type="checkbox"/> Tax basis <input type="checkbox"/> GAAP <input type="checkbox"/> Section 704(b) book <input type="checkbox"/> Other (explain)	Beginning capital account	\$ 30,237.	Capital contributed during the year	\$	Current year increase (decrease)	\$ 116,919.	Withdrawals & distributions	\$(143,725.)	Ending capital account	\$ 3,431.					
Beginning capital account	\$ 30,237.														
Capital contributed during the year	\$														
Current year increase (decrease)	\$ 116,919.														
Withdrawals & distributions	\$(143,725.)														
Ending capital account	\$ 3,431.														
M Did the partner contribute property with a built-in gain or loss? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," attach statement (see instructions)															

STATEMENT 16J

FUND FOR ARKANSAS' FUTURE, LLC

20-1931094

SCHEDULE K-1	ALTERNATIVE MINIMUM TAX, ADJUSTED GAIN OR LOSS, BOX 17, CODE B
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DESCRIPTION	PARTNER FILING INSTRUCTIONS	SUBJECT TO SPECIAL RATES	AMOUNT
ORDINARY GAIN (LOSS)	SEE FORM 6251 INSTRUCTIONS		-142.
TOTAL TO SCHEDULE K-1, BOX 17, CODE B			-142.

SCHEDULE K-1	NONDEDUCTIBLE EXPENSES, BOX 18, CODE C
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DESCRIPTION	PARTNER FILING INSTRUCTIONS	AMOUNT
NONDEDUCTIBLE EXPENSES - PASSTHROUGH	SEE IRS SCH. K-1 INSTRUCTIONS	2,317.
TOTAL TO SCHEDULE K-1, BOX 18, CODE C		2,317.

SCHEDULE K-1	SECTION 199A ITEMS, BOX 20 CODES Z THROUGH AD
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CODE	DESCRIPTION	AMOUNT
	TRADE OR BUSINESS -	
Z	SECTION 199A QUALIFIED BUSINESS INCOME	-2,678.
AA	SECTION 199A W-2 WAGES	115.
AB	SECTION 199A UNADJUSTED BASIS	0.
AC	SECTION 199A REIT DIVIDENDS	0.
AD	SECTION 199A PTP INCOME	0.

STATEMENT 16J

FUND FOR ARKANSAS' FUTURE, LLC

20-1931094

SCHEDULE K-1 SECTION 199A ADDITIONAL INFORMATION

THE SECTION 199A AMOUNTS TO BE USED IN THE CALCULATION OF QUALIFIED BUSINESS INCOME DEDUCTION ON YOUR 1040/1041 RETURN ARE REPORTED ON LINE 20, UNDER CODES Z, AA, AB, AC AND AD. PLEASE CONSULT YOUR TAX ADVISOR REGARDING THE CALCULATION OF QUALIFIED BUSINESS INCOME DEDUCTION, INCLUDING THE POSSIBLE AGGREGATIONS AND LIMITATIONS THAT MAY APPLY AND THE FILING OF THE 1.199A-4(C)(2)(I) ANNUAL DISCLOSURE STATEMENT.

SCHEDULE K-1 CURRENT YEAR INCREASES (DECREASES)

DESCRIPTION	AMOUNT	TOTALS
ORDINARY INCOME (LOSS)	13,439.	
INCOME (LOSS) FROM OTHER RENTAL ACTIVITIES	211.	
INTEREST INCOME	839.	
LONG-TERM CAPITAL GAIN (LOSS)	116,114.	
SCHEDULE K-1 INCOME SUBTOTAL		130,603.
SECTION 179 EXPENSE	-980.	
CHARITABLE CONTRIBUTIONS	-125.	
OTHER DEDUCTIONS	-110.	
SCHEDULE K-1 DEDUCTIONS SUBTOTAL		-1,215.
NET INCOME (LOSS) PER SCHEDULE K-1		129,388.
DEPRECIATION ON RETURN AND NOT ON BOOKS	980.	
NONDEDUCTIBLE EXPENSES	-2,317.	
BASIS LIMITATION BALM INNOVATIONS LLC	-689.	
BASIS LIMITATION BLUEINGREEN, LLC	-561.	
BASIS LIMITATION EZRA INNOVATIONS	-396.	
BASIS LIMITATION MOVISTA LLC	629.	
BASIS LIMITATION RX RESULTS	432.	
BOOK/TAX ADJUSTMENT BLUEINGREEN	122.	
BOOK/TAX ADJUSTMENT ON GAIN ON SALE	-8,584.	
BOOK/TAX ADJUSTMENT RX RESULTS	-2,085.	
OTHER INCREASES OR DECREASES SUBTOTAL		-12,469.
TOTAL TO SCHEDULE K-1, ITEM L		116,919.

PARTNER NUMBER 60

14320402 795803 201931094

2018.03030 FUND FOR ARKANSAS' FUTURE, 20193101

STATEMENT 16J

FUND FOR ARKANSAS' FUTURE, LLC

20-1931094

SCHEDULE K-1

FOOTNOTES

THE NET GAIN REPORTED ON YOUR K-1 IN BOX 9A INCLUDES A LOSS FROM THE DISPOSITION OF SECTION 1244 STOCK THAT WAS ACQUIRED IN 2012. IF YOU WERE AN INVESTOR IN THE FUND FOR ARKANSAS' FUTURE, LLC IN 2012, YOU MAY BE ENTITLED TO A SECTION 1244 LOSS. THE 1244 LOSS WAS GENERATED FROM AN INVESTMENT IN TTAGG, INC. CONSULT WITH YOUR TAX ADVISOR ON THIS LOSS.

SECTION 1244 LOSS FROM TTAGG, INC.

-7,918.

TOTAL

-7,918.

This list identifies the codes used on Schedule K-1 for all partners and provides summarized reporting information for partners who file Form 1040. For detailed reporting and filing information, see the separate Partner's Instructions for Schedule K-1 and the instructions for your income tax return.

	Code	Report on
1. Ordinary business income (loss). Determine whether the income (loss) is passive or nonpassive and enter on your return as follows.	J Work opportunity credit K Disabled access credit L Empowerment zone employment credit M Credit for increasing research activities N Credit for employer social security and Medicare taxes O Backup withholding P Other credits	See the Partner's Instructions
Passive loss		
Passive income		
Nonpassive loss		
Nonpassive income		
2. Net rental real estate income (loss)		
3. Other net rental income (loss)		
Net income	Schedule E, line 28, column (h)	
Net loss	See the Partner's Instructions	
4. Guaranteed payments	Schedule E, line 28, column (k)	
5. Interest income	Form 1040, line 2b	
6a. Ordinary dividends	Form 1040, line 3b	
6b. Qualified dividends	Form 1040, line 3a	
6c. Dividend equivalents	See the Partner's Instructions	
7. Royalties	Schedule E, line 4	
8. Net short-term capital gain (loss)	Schedule D, line 5	
9a. Net long-term capital gain (loss)	Schedule D, line 12	
9b. Collectibles (28%) gain (loss)	28% Rate Gain Worksheet, line 4 (Schedule D Instructions)	
9c. Unrecaptured section 1250 gain	See the Partner's Instructions	
10. Net section 1231 gain (loss)	See the Partner's Instructions	
11. Other income (loss)		
Code		
A Other portfolio income (loss)	See the Partner's Instructions	
B Involuntary conversions	See the Partner's Instructions	
C Sec. 1256 contracts & straddles	Form 6781, line 1	
D Mining exploration costs recapture	See Pub. 535	
E Cancellation of debt	Schedule 1 (Form 1040), line 21 or Form 982	
F Section 951A income		
G Section 965(a) inclusion		
H Subpart F income other than sections 951A and 965 inclusion	See the Partner's Instructions	
I Other income (loss)		
12. Section 179 deduction	See the Partner's Instructions	
13. Other deductions		
A Cash contributions (60%)		
B Cash contributions (30%)		
C Noncash contributions (50%)		
D Noncash contributions (30%)		
E Capital gain property to a 50% organization (30%)		
F Capital gain property (20%)		
G Contributions (100%)		
H Investment interest expense	Form 4952, line 1	
I Deductions - royalty income	Schedule E, line 19	
J Section 59(e)(2) expenditures	See the Partner's Instructions	
K Excess business interest expense	See the Partner's Instructions	
L Deductions - portfolio (other)	Schedule A, line 16	
M Amounts paid for medical insurance	Schedule A, line 1 or Schedule 1 (Form 1040), line 29	
N Educational assistance benefits	See the Partner's Instructions	
O Dependent care benefits	Form 2441, line 12	
P Preproductive period expenses	See the Partner's Instructions	
Q Commercial revitalization deduction from rental real estate activities	See Form 8582 Instructions	
R Pensions and IRAs	See the Partner's Instructions	
S Reforestation expense deduction through V	See the Partner's Instructions Reserved for future use	
W Other deductions	See the Partner's Instructions	
X Section 965(c) deduction	See the Partner's Instructions	
14. Self-employment earnings (loss)		
Note: If you have a section 179 deduction or any partner-level deductions, see the Partner's Instructions before completing Schedule SE.		
A Net earnings (loss) from self-employment	Schedule SE, Section A or B	
B Gross farming or fishing income	See the Partner's Instructions	
C Gross non-farm income	See the Partner's Instructions	
15. Credits		
A Low-income housing credit (section 42(j)(5)) from pre-2008 buildings		
B Low-income housing credit (other) from pre-2008 buildings		
C Low-income housing credit (section 42(j)(5)) from post-2007 buildings		
D Low-income housing credit (other) from post-2007 buildings		
E Qualified rehabilitation expenditures (rental real estate)		
F Other rental real estate credits		
G Other rental credits		
H Undistributed capital gains credit	Schedule 5 (Form 1040), line 74, box a	
I Biofuel producer credit	See the Partner's Instructions	
16. Foreign transactions		
A Name of country or U.S. possession		
B Gross income from all sources		
C Gross income sourced at partner level		
Foreign gross income sourced at partnership level		
D Section 951A category		
E Foreign branch category		
F Passive category		
G General category		
H Other		
Deductions allocated and apportioned at partner level		
I Interest expense		
J Other		
Deductions allocated and apportioned at partnership level to foreign source income		
K Section 951A category		
L Foreign branch category		
M Passive category		
N General category		
O Other		
Other information		
P Total foreign taxes paid		
Q Total foreign taxes accrued		
R Reduction in taxes available for credit		
S Foreign trading gross receipts		
T Extraterritorial income exclusion		
U Section 951A(c)(1)(A) tested income		
V Tested foreign income tax		
W Section 965 information		
X Other foreign transactions		
17. Alternative minimum tax (AMT) items		
A Post-1986 depreciation adjustment		
B Adjusted gain or loss		
C Depletion (other than oil & gas)		
D Oil, gas, & geothermal - gross income		
E Oil, gas, & geothermal - deductions		
F Other AMT items		
18. Tax-exempt income and nondeductible expenses		
A Tax-exempt interest income		
B Other tax-exempt income		
C Nondeductible expenses		
19. Distributions		
A Cash and marketable securities		
B Distribution subject to section 737		
C Other property		
20. Other information		
A Investment income		
B Investment expenses		
C Fuel tax credit information		
D Qualified rehabilitation expenditures (other than rental real estate)		
E Basis of energy property		
F Recapture of low-income housing credit (section 42(j)(5))		
G Recapture of low-income housing credit (other)		
H Recapture of investment credit		
I Recapture of other credits		
J Look-back interest - completed long-term contracts		
K Look-back interest - income forecast method		
L Dispositions of property with section 179 deductions		
M Recapture of section 179 deduction		
N Interest expense for corporate partners through Y		
Z Section 199A income		
AA Section 199A W-2 wages		
AB Section 199A unadjusted basis		
AC Section 199A REIT dividends		
AD Section 199A PTP income		
AE Excess taxable income		
AF Excess business interest income		
AG Gross receipts for section 59A(e)		
AH Other information		



**ARKANSAS INCOME TAX
OWNER'S SHARE OF INCOME, DEDUCTIONS, CREDITS, ETC.**

Software ID

PROSYSTEM

Tax year beginning

and ending

<input type="checkbox"/> Final K-1 <input type="checkbox"/> Amended K-1		Part III Arkansas Shareholder or Partner's Share of Current Year Income, Deductions, Credits, and Other Items													
<input type="checkbox"/> Corporation <input checked="" type="checkbox"/> Partnership															
Part I Information About the Corporation or Partnership		Distributive share allocated and apportioned to Arkansas	Distributive share to be reported by Arkansas Residents												
A Identification Number 20-1931094		1a Ordinary Income (loss) 13,439.	1b Ordinary Income (loss) 13,439.												
B Name, Address, City, State, ZIP Code FUND FOR ARKANSAS' FUTURE, LLC 4800 JERRY DRIVE NORTH LITTLE ROCK, AR 72223		2a Net rental real estate income (loss)	2b Net rental real estate income (loss)												
		3a Other net rental income (loss)	3b Other net rental income (loss)												
		4a Interest income 211.	4b Interest income 211.												
		4a Interest income 839.	4b Interest income 839.												
		5a Dividends	5b Dividends												
6a Royalties		6b Royalties													
Part II Information About the Shareholder or Partner		7a Net short-term capital gain (loss)	7b Net short-term capital gain (loss)												
C Identification Number 71-0285871		8a Net long-term capital gain (loss) 116,115.	8b Net long-term capital gain (loss) 116,114.												
D Name, Address, City, State, ZIP Code WINTHROP ROCKEFELLER FOUNDATION 225 E. MARKHAM SUITE 200 LITTLE ROCK, AR 72201		9a Unrecaptured Section 1250 gain	9b Unrecaptured Section 1250 gain												
		10a Net Section 1231 gain (loss)	10b Net Section 1231 gain (loss)												
		11a Other income (loss) *	11b Other income (loss) *												
		12a Guaranteed payments	12b Guaranteed payments												
		13a Section 179 deduction	13b Section 179 deduction												
E Arkansas resident <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No If a nonresident, provide state of legal residence		14a Other deductions * STMT 235.	14b Other deductions * 235.												
F Shareholder's Percentage of Stock Ownership for Tax Year _____ %		15a Credits	15b Credits												
G Partner's Share of Profit, Loss, and Capital: <table border="1"> <thead> <tr> <th></th> <th>Beginning</th> <th>Ending</th> </tr> </thead> <tbody> <tr> <td>Profit</td> <td>8.0542000%</td> <td>7.9178000%</td> </tr> <tr> <td>Loss</td> <td>8.0542000%</td> <td>7.9178000%</td> </tr> <tr> <td>Capital</td> <td>8.0542000%</td> <td>7.9178000%</td> </tr> </tbody> </table>			Beginning	Ending	Profit	8.0542000%	7.9178000%	Loss	8.0542000%	7.9178000%	Capital	8.0542000%	7.9178000%	16a Items affecting shareholder basis	16b Items affecting shareholder basis
	Beginning	Ending													
Profit	8.0542000%	7.9178000%													
Loss	8.0542000%	7.9178000%													
Capital	8.0542000%	7.9178000%													
		17a Other information * STMT 839.	17b Other information * 839.												
		18a Tax-exempt income and nondeductible expenses -2,317.	18b Tax-exempt income and nondeductible expenses -2,317.												
H Arkansas Apportionment Percentage: 100.0000%		19a Distributions SEE STATEMENT 143,725.	19b Distributions 143,725.												
* Attach statement with additional information		20a Arkansas withholding or other payments													

STATEMENT 16J

FUND FOR ARKANSAS' FUTURE, LLC

20-1931094

AR SCHEDULE K-1

FOOTNOTES

THE NET GAIN REPORTED ON YOUR K-1 IN BOX 9A INCLUDES A LOSS FROM THE DISPOSITION OF SECTION 1244 STOCK THAT WAS ACQUIRED IN 2012. IF YOU WERE AN INVESTOR IN THE FUND FOR ARKANSAS' FUTURE, LLC IN 2012, YOU MAY BE ENTITLED TO A SECTION 1244 LOSS. THE 1244 LOSS WAS GENERATED FROM AN INVESTMENT IN TTAGG, INC. CONSULT WITH YOUR TAX ADVISOR ON THIS LOSS.

SECTION 1244 LOSS FROM TTAGG, INC.

-7,918.

TOTAL

-7,918.

AR SCHEDULE K-1

OTHER DEDUCTIONS

DESCRIPTION

AMOUNT

CASH CONTRIBUTIONS (50%)

125.

EXCESS BUSINESS INTEREST EXPENSE

110.

TOTAL TO AR SCHEDULE K-1, LINE 14

235.

AR SCHEDULE K-1 TAX-EXEMPT INCOME AND NONDEDUCTIBLE EXPENSES

DESCRIPTION

AMOUNT

NONDEDUCTIBLE EXPENSES

-2,317.

TOTAL TO AR SCHEDULE K-1, LINE 18

-2,317.

AR SCHEDULE K-1

OTHER INFORMATION

DESCRIPTION

AMOUNT

INVESTMENT INCOME

839.

TOTAL TO AR SCHEDULE K-1, LINE 17

839.

STATEMENT 16J

FUND FOR ARKANSAS' FUTURE, LLC

20-1931094

AR SCHEDULE K-1

DISTRIBUTIONS

DESCRIPTION

AMOUNT

CASH AND MARKETABLE SECURITIES

143,725.

TOTAL TO AR SCHEDULE K-1, LINE 19

143,725.

STATEMENT 16K

The Winthrop Rockefeller Foundation
225 East Markham Street Suite 200
Little Rock , AR 72201

Re: Illumen Capital Lp

Dear Partner:

Attached is your copy of the 2018 Partnership Form 1065 Schedule K-1. This schedule summarizes your information from the partnership. This information has been provided to the Internal Revenue Service with the U.S. Partnership Return of Income, Form 1065.

The information provided on this schedule should be entered on your tax return, in accordance with the instructions in Schedule K-1, page 2. If your return will be prepared by your accountant or attorney, you should provide a copy of this schedule to the preparer with your other tax information.

We thank you for the opportunity to serve you.

Sincerely,

Illumen Capital Lp

Schedule K-1
(Form 1065)Department of the Treasury
Internal Revenue Service

2018

For calendar year 2018, or tax year

☐ Final K-1☐ Amended K-1

OMB No. 1545-0123

beginning 10/11/2018

ending 12/31/2018

Partner's Share of Income, Deductions,
Credits, etc.

▶ See separate instructions.

Part III Partner's Share of Current Year Income,
Deductions, Credits, and Other Items

Part I Information About the Partnership

A Partnership's employer identification number
82-5318678

B Partnership's name, address, city, state, and ZIP code

ILLUMEN CAPITAL LP
2323 BROADWAY, SUITE 216
OAKLAND, CA 94612C IRS Center where partnership filed return
E-FILED ☐ Check if this is a publicly traded partnership (PTP)

Part II Information About the Partner

E Partner's identifying number
71-0285871

F Partner's name, address, city, state, and ZIP code

THE WINTHROP ROCKEFELLER FOUNDATION
225 EAST MARKHAM STREET SUITE 200
LITTLE ROCK, AR 72201G ☐ General partner or LLC member-manager ☒ Limited partner or other LLC memberH ☒ Domestic partner ☐ Foreign partner

I1 What type of entity is this partner? EXEMPT ORGANIZATION

I2 If this partner is a retirement plan (IRA/SEP/Keogh/etc.), check here ☐

J Partner's share of profit, loss, and capital:

	Beginning	Ending
Profit	0.0000000%	7.6940950%
Loss	0.0000000%	7.6940950%
Capital	0.0000000%	4.2369507%

K Partner's share of liabilities:

	Beginning	Ending
Nonrecourse	\$	\$ 15,108.
Qualified nonrecourse financing	\$	\$ 0.
Recourse	\$ 0.	\$ 0.

L Partner's capital account analysis:

Beginning capital account	\$	
Capital contributed during the year	\$	297,014.
Current year increase (decrease)	\$	-36,382.
Withdrawals & distributions	\$	()
Ending capital account	\$	260,632.

☐ Tax basis ☒ GAAP ☐ Section 704(b) book
☐ Other (explain)

M Did the partner contribute property with a built-in gain or loss?

☐ Yes ☒ No

If "Yes," attach statement (see instructions)

1 Ordinary business income (loss)	0.	15 Credits
2 Net rental real estate income (loss)		16 Foreign transactions
3 Other net rental income (loss)		
4 Guaranteed payments		
5 Interest income		
6a Ordinary dividends		17 Alternative min tax (AMT) items
6b Qualified dividends		
6c Dividend equivalents		
7 Royalties		18 Tax-exempt income and nondeductible expenses
8 Net short-term capital gain (loss)		
9a Net long-term capital gain (loss)		19 Distributions
9b Collectibles (28%) gain (loss)		
9c Unrecaptured sec 1250 gain		20 Other information
10 Net section 1231 gain (loss)		B 9,945.
11 Other income (loss)		Z *
		AA *
		AB *
		AC *
		AD *
12 Section 179 deduction		
13 Other deductions	L* STMT	
14 Self-employment earnings (loss)		

*See attached statement for additional information.

For IRS Use Only

STATEMENT 16K

ILLUMEN CAPITAL LP

82-5318678

SCHEDULE K-1 OTHER PORTFOLIO DEDUCTIONS, BOX 13, CODE L

DESCRIPTION	PARTNER FILING INSTRUCTIONS	AMOUNT
AMORTIZATION EXPENSES		143.
LEGAL AND PROFESSIONAL FEES		1,124.
MANAGEMENT FEE		4,557.
PORTFOLIO EXPENSES		4,121.
TOTAL TO SCHEDULE K-1, BOX 13, CODE L		9,945.

SCHEDULE K-1 SECTION 199A ITEMS, BOX 20
CODES Z THROUGH AD

CODE	DESCRIPTION	AMOUNT
	TRADE OR BUSINESS -	
Z	SECTION 199A QUALIFIED BUSINESS INCOME	0.
AA	SECTION 199A W-2 WAGES	0.
AB	SECTION 199A UNADJUSTED BASIS	0.
AC	SECTION 199A REIT DIVIDENDS	0.
AD	SECTION 199A PTP INCOME	0.

SCHEDULE K-1 CURRENT YEAR INCREASES (DECREASES)

DESCRIPTION	AMOUNT	TOTALS
PORTFOLIO DEDUCTIONS	-9,945.	
SCHEDULE K-1 DEDUCTIONS SUBTOTAL		-9,945.
NET INCOME (LOSS) PER SCHEDULE K-1		-9,945.
AMORTIZATION EXPENSES	143.	
CAPITALIZED ORG COST	-8,561.	
SYNDICATION COSTS	-18,019.	
OTHER INCREASES OR DECREASES SUBTOTAL		-26,437.
TOTAL TO SCHEDULE K-1, ITEM L		-36,382.

SCHEDULE K-1

FOOTNOTES

THIS PASS THROUGH ENTITY IS SUBJECT TO SECTION 163(J) AND THE 163(J) COMPUTATIONS HAVE BEEN MADE AT THE ENTITY LEVEL.

THE FOLLOWING INFORMATION REPRESENTS YOUR ALLOCATED SHARE OF CERTAIN INFORMATION FROM THE PASS THROUGH ENTITY, WHICH MAY BE REQUIRED FOR THE COMPUTATION OF YOUR OWN SECTION 163(J) LIMITATION:

BUSINESS INTEREST EXPENSE	0.
ADJUSTED TAXABLE INCOME	0.
BUSINESS INTEREST INCOME	0.

PLEASE CONSULT YOUR TAX ADVISOR FOR THE APPLICATION OF SECTION 163(J) TO YOU,

LINE J, DISCLOSURES

PARTNER PERCENTAGES REFLECTED IN ITEM J ARE CALCULATED PURSUANT TO IRS INSTRUCTIONS; TAXABLE INCOME REPORTED ON YOUR SCHEDULE K-1 IS ALLOCATED CONSISTENT WITH THE PARTNERSHIP AGREEMENT. CHANGE IN OWNERSHIP DURING THE YEAR IS REFLECTED IN THE PROFIT, LOSS, AND CAPITAL PERCENTAGES REPORTED ON YOUR SCHEDULE K-1,

LINE 20, CODE B: INVESTMENT EXPENSE

THE AMOUNT REPORTED ON LINE 20B INCLUDES INVESTMENT EXPENSE FROM LINE 13K. BASED ON INDIVIDUAL FACTS AND CIRCUMSTANCES, AMOUNTS IN LINE 13W, IF ANY, MAY ALSO BE INCLUDED IN THE INVESTMENT INTEREST EXPENSE CALCULATION.

LINE 20, CODE V: UNRELATED BUSINESS TAXABLE INCOME

THE FOLLOWING AMOUNTS REPRESENT YOUR APPLICABLE SHARE OF UNRELATED BUSINESS TAXABLE INCOME.

LINE 1: ORDINARY INCOME (LOSS)
LINE 11A: OTHER PORTFOLIO INCOME (LOSS)
LINE 13K: OTHER PORTFOLIO DEDUCTIONS

TOTAL

This list identifies the codes used on Schedule K-1 for all partners and provides summarized reporting information for partners who file Form 1040. For detailed reporting and filing information, see the separate Partner's Instructions for Schedule K-1 and the instructions for your income tax return.

	Code	Report on
1. Ordinary business income (loss). Determine whether the income (loss) is passive or nonpassive and enter on your return as follows.		
Passive loss	J Work opportunity credit	See the Partner's Instructions
Passive income	K Disabled access credit	
Nonpassive loss	L Empowerment zone employment credit	
Nonpassive income	M Credit for increasing research activities	
	N Credit for employer social security and Medicare taxes	
	O Backup withholding	
2. Net rental real estate income (loss)	P Other credits	
3. Other net rental income (loss)		
Net income	16. Foreign transactions	
Net loss	A Name of country or U.S. possession	Form 1116, Part I
4. Guaranteed payments	B Gross income from all sources	
5. Interest income	C Gross income sourced at partner level	
6a. Ordinary dividends		
6b. Qualified dividends	Foreign gross income sourced at partnership level	Form 1116, Part I
6c. Dividend equivalents	D Section 951A category	
7. Royalties	E Foreign branch category	
8. Net short-term capital gain (loss)	F Passive category	
9a. Net long-term capital gain (loss)	G General category	
9b. Collectibles (28%) gain (loss)	H Other	
9c. Unrecaptured section 1250 gain		
10. Net section 1231 gain (loss)	Deductions allocated and apportioned at partner level	
11. Other income (loss)	I Interest expense	Form 1116, Part I
	J Other	Form 1116, Part I
	Deductions allocated and apportioned at partnership level to foreign source income	
A Other portfolio income (loss)	K Section 951A category	Form 1116, Part I
B Involuntary conversions	L Foreign branch category	
C Sec. 1256 contracts & straddles	M Passive category	
D Mining exploration costs recapture	N General category	
E Cancellation of debt	O Other	
F Section 951A income		
G Section 965(a) inclusion	Other information	
H Subpart F income other than sections 951A and 965 inclusion	P Total foreign taxes paid	Form 1116, Part II
I Other income (loss)	Q Total foreign taxes accrued	Form 1116, Part II
	R Reduction in taxes available for credit	Form 1116, line 12
12. Section 179 deduction	S Foreign trading gross receipts	Form 8873
13. Other deductions	T Extraterritorial income exclusion	Form 8873
A Cash contributions (60%)	U Section 951A(c)(1)(A) tested income	See the Partner's Instructions
B Cash contributions (30%)	V Tested foreign income tax	
C Noncash contributions (50%)	W Section 965 information	
D Noncash contributions (30%)	X Other foreign transactions	
E Capital gain property to a 50% organization (30%)		
F Capital gain property (20%)	17. Alternative minimum tax (AMT) items	
G Contributions (100%)	A Post-1986 depreciation adjustment	See the Partner's Instructions and the Instructions for Form 6251
H Investment interest expense	B Adjusted gain or loss	
I Deductions - royalty income	C Depletion (other than oil & gas)	
J Section 59(e)(2) expenditures	D Oil, gas, & geothermal - gross income	
K Excess business interest expense	E Oil, gas, & geothermal - deductions	
L Deductions - portfolio (other)	F Other AMT items	
M Amounts paid for medical insurance		
N Educational assistance benefits	18. Tax-exempt income and nondeductible expenses	
O Dependent care benefits	A Tax-exempt interest income	Form 1040, line 2a
P Preproductive period expenses	B Other tax-exempt income	See the Partner's Instructions
Q Commercial revitalization deduction from rental real estate activities	C Nondeductible expenses	See the Partner's Instructions
R Pensions and IRAs		
S Reforestation expense deduction through V	19. Distributions	
W Other deductions	A Cash and marketable securities	See the Partner's Instructions
X Section 965(c) deduction	B Distribution subject to section 737	
	C Other property	
14. Self-employment earnings (loss)		
Note: If you have a section 179 deduction or any partner-level deductions, see the Partner's Instructions before completing Schedule SE.	20. Other information	
A Net earnings (loss) from self-employment	A Investment income	Form 4952, line 4a
B Gross farming or fishing income	B Investment expenses	Form 4952, line 5
C Gross non-farm income	C Fuel tax credit information	Form 4136
	D Qualified rehabilitation expenditures (other than rental real estate)	See the Partner's Instructions
	E Basis of energy property	See the Partner's Instructions
15. Credits	F Recapture of low-income housing credit (section 42(j)(5))	Form 8611, line 8
A Low-income housing credit (section 42(j)(5)) from pre-2008 buildings	G Recapture of low-income housing credit (other)	Form 8611, line 8
B Low-income housing credit (other) from pre-2008 buildings	H Recapture of investment credit	See Form 4255
C Low-income housing credit (section 42(j)(5)) from post-2007 buildings	I Recapture of other credits	See the Partner's Instructions
D Low-income housing credit (other) from post-2007 buildings	J Look-back interest - completed long-term contracts	See Form 8697
E Qualified rehabilitation expenditures (rental real estate)	K Look-back interest - income forecast method	See Form 8866
F Other rental real estate credits	L Dispositions of property with section 179 deductions	See the Partner's Instructions
G Other rental credits	M Recapture of section 179 deduction	
H Undistributed capital gains credit	N Interest expense for corporate partners through Y	
I Biofuel producer credit	Z Section 199A income	
	AA Section 199A W-2 wages	
	AB Section 199A unadjusted basis	
	AC Section 199A REIT dividends	
	AD Section 199A PTP income	
	AE Excess taxable income	
	AF Excess business interest income	
	AG Gross receipts for section 59A(e)	
	AH Other information	

TAXABLE YEAR

2018

Partner's Share of Income, Deductions, Credits, etc.

839741 12-20-18
CALIFORNIA SCHEDULE

K-1 (565)

TYB 10-11-2018 TYE 12-31-2018
71-0285871

THE WINTHROP ROCKEFELLER FOUNDATION

225 EAST MARKHAM STREET SUITE
LITTLE ROCK AR 72201

82-5318678 000000000000
ILLUMEN CAPITAL LP

2323 BROADWAY SUITE 216
OAKLAND CA 94612

A Is this partner a: • (1) ☐ general partner; or (2) ☒ limited partner?

B What type of entity is this partner? • See instructions.

- (1) ☐ Individual (4) ☐ C Corporation (7) ☐ LLP (10) ☒ Exempt Organization
(2) ☐ S Corporation (5) ☐ General Partnership (8) ☐ LLC (11) ☐ Disregarded Entity
(3) ☐ Estate/Trust (6) ☐ Limited Partnership (9) ☐ IRA/Keogh/SEP

C Is this partner a foreign partner? • ☐ Yes ☒ No

D Enter partner's percentage (without regard to special allocations) of:

(i) Beginning

(ii) Ending

Profit	0.0000 %	•	7.6941 %
Loss	0.0000 %	•	7.6941 %
Capital	0.0000 %	•	4.2370 %

E Partner's share of liabilities:

	Beginning	Ending
Nonrecourse	0.00	\$ 15,108.00
Qualified nonrecourse financing	0.00	\$ 0.00
Recourse	0.00	\$ 0.00

F Reportable transaction or tax shelter registration number(s) ☒

G (1) Check here if this is a publicly traded partnership as defined in IRC Section 469(k)(2) ☒

(2) Check here if this is an investment partnership (R&TC Sections 17955 and 23040.1) ☒

H Check here if this is: • (1) ☐ A final Schedule K-1 (565) (2) ☐ An amended Schedule K-1 (565)

I Is this partner a resident of California? • ☐ Yes ☒ No

Partner's name

THE WINTHROP ROCKEFELLER FOUNDATION

Partner's identifying number

71-0285871

J Analysis of partner's capital account: Check the box • (1) ☐ Tax Basis (2) ☒ GAAP (3) ☐ IRC Section 704(b) Book (4) ☐ Other (explain)

(a) Capital account at beginning of year	(b) Capital contributed during year	(c) Partner's share of line 3, line 4, and line 7, Form 565, Schedule M-2	(d) Withdrawals and distributions	(e) Capital account at end of year, combine column (a) through column (d)
•	• 297,014	• -36,382	• ()	• 260,632

Caution: Refer to Partner's Instructions for Schedule K-1 (565) before entering information from this schedule on your California return.

STMT

	(a) Distributive share items	(b) Amounts from federal Schedule K-1 (1065)	(c) California adjustments	(d) Total amounts using California law. Combine col. (b) and col. (c)	(e) California source amounts and credits
Income (Loss)	1 Ordinary income (loss) from trade or business activities			•	▶
	2 Net income (loss) from rental real estate activities			•	▶
	3 Net income (loss) from other rental activities			⊙	⊙
	4 Guaranteed payments to partners			•	▶
	5 Interest income			•	▶
	6 Dividends			•	▶
	7 Royalties			•	▶
	8 Net short-term capital gain (loss)			•	▶
	9 Net long-term capital gain (loss)			•	▶
	10 a Total gain under IRC Section 1231 (other than due to casualty or theft) ...			•	▶
	b Total loss under IRC Section 1231 (other than due to casualty or theft) ...			•	▶
Deductions	11 a Other portfolio income (loss). Attach schedule			•	▶
	b Total other income			•	▶
	c Total other loss			•	▶
	12 Expense deduction for recovery property (IRC Section 179)				
	13 a Charitable contributions				
	b Investment interest expense				
	c 1 Total expenditures to which an IRC Section 59(e) election may apply				
	2 Type of expenditures				
	d Deductions related to portfolio income	9,945		9,945	9,945
	e Other deductions				

Partner's name

THE WINTHROP ROCKEFELLER FOUNDATION

Partner's identifying number

71-0285871

	(a) Distributive share items	(b) Amounts from federal Schedule K-1 (1065)	(c) California adjustments	(d) Total amounts using California law. Combine col. (b) and col. (c)	(e) California source amounts and credits
Credits	15 a Total withholding (equals amount on Form 592-B if calendar year partnership) ...			•	▶
	b Low-income housing credit				
	c Credits other than line 15b related to rental real estate activities				
	d Credits related to other rental activities				
	e Nonconsenting nonresident members' tax allocated to partner				
	f Other credits - Attach required schedules or statements				
Alternative Minimum Tax (AMT) Items	17 a Depreciation adjustment on property placed in service after 1986			⊙	⊙
	b Adjusted gain or loss				
	c Depletion (other than oil & gas)				
	d Gross income from oil, gas, and geothermal properties				
	e Deductions allocable to oil, gas, and geothermal properties				
	f Other alternative minimum tax items				
Tax-Exempt Income and Nondeductible Expenses	18 a Tax-exempt interest income				
	b Other tax-exempt income				
	c Nondeductible expenses				
Distributions	19 a Distributions of money (cash and marketable securities)			⊙	
	b Distributions of property other than money			⊙	
Other Information	20 a Investment income				
	b Investment expenses	9,945		9,945	9,945
	c Other information. See instructions				

Partner's name

THE WINTHROP ROCKEFELLER FOUNDATION

Partner's identifying number

71-0285871

Other Partner Information

Table 1 - Partner's share of nonbusiness income from intangibles (source of income is dependent on residence or commercial domicile of the partner):

Interest ... \$		Sec. 1231 Gains/Losses \$		Capital Gains/Losses \$	
Dividends \$		Royalties		Other	

FOR USE BY PARTNERS ONLY - See instructions.

Table 2 - Partner's share of distributive items.

- A. Partner's share of the partnership's business income. See instructions. \$
- B. Partner's share of nonbusiness income from real and tangible personal property sourced or allocable to California.

Capital Gains/Losses ... \$		Rents/Royalties \$	
Sec. 1231 Gains/Losses \$		Other	

- C. Partner's distributive share of the partnership's property, payroll, and sales:

Factors	Total within and outside California	Total within California
Property: Beginning	\$	\$
Property: Ending	\$	\$
Property: Annual rent expense	\$	\$
Payroll	\$	\$
Sales	\$	\$

Table 3 - Partner's share of cost of goods sold, deductions, and rental income.

Enter only amounts used to determine income (loss) derived from and attributable to California sources. All amounts entered on this table are first multiplied by the appropriate percentage in Item D (ii) end of year partner's profit and loss percentage on Side 1. See the partnership Schedule K-1 instructions for information on how to obtain the amounts below.

1. Schedule K, line 1, column (d), Ordinary income (loss) from trade or business activities:

a. Enter as a positive amount the cost of goods sold used to determine the amount on Schedule K, line 1, column (d), plus the total amounts on line 1a of Table 3 from all Schedule K-1s (565) this partnership received

b. Enter as a positive amount the total deductions used to determine the amount on Schedule K, line 1, column (d), plus the total amounts on line 1b of Table 3 from all Schedule K-1s (565) this partnership received

2. Enter the total gross rents from line 18a of federal Form 8825 as adjusted for California law differences, plus the total amounts on line 2 of Table 3 from all Schedule K-1s (565) this partnership received

3. Enter the gross income (loss) from other rental activities from Schedule K, line 3a, column (d), plus the total amounts on line 3 of Table 3 from all Schedule K-1s (565) this partnership received

CA SCHEDULE K-1

FOOTNOTES

LINE J, DISCLOSURES

PARTNER PERCENTAGES REFLECTED IN ITEM J ARE CALCULATED PURSUANT TO IRS INSTRUCTIONS; TAXABLE INCOME REPORTED ON YOUR SCHEDULE K-1 IS ALLOCATED CONSISTENT WITH THE PARTNERSHIP AGREEMENT. CHANGE IN OWNERSHIP DURING THE YEAR IS REFLECTED IN THE PROFIT, LOSS, AND CAPITAL PERCENTAGES REPORTED ON YOUR SCHEDULE K-1,

LINE 20, CODE B: INVESTMENT EXPENSE

THE AMOUNT REPORTED ON LINE 20B INCLUDES INVESTMENT EXPENSE FROM LINE 13K. BASED ON INDIVIDUAL FACTS AND CIRCUMSTANCES, AMOUNTS IN LINE 13W, IF ANY, MAY ALSO BE INCLUDED IN THE INVESTMENT INTEREST EXPENSE CALCULATION.

LINE 20, CODE V: UNRELATED BUSINESS TAXABLE INCOME

THE FOLLOWING AMOUNTS REPRESENT YOUR APPLICABLE SHARE OF UNRELATED BUSINESS TAXABLE INCOME.

LINE 1: ORDINARY INCOME (LOSS)
LINE 11A: OTHER PORTFOLIO INCOME (LOSS)
LINE 13K: OTHER PORTFOLIO DEDUCTIONS

TOTAL

CA SCHEDULE K-1

DEDUCTIONS RELATED TO PORTFOLIO INCOME

DESCRIPTION

AMOUNT

AMORTIZATION EXPENSES	143.
LEGAL AND PROFESSIONAL FEES	1,124.
MANAGEMENT FEE	4,557.
PORTFOLIO EXPENSES	4,121.
TOTAL TO SCHEDULE K-1, LINE 13D	9,945.

CA SCHEDULE K-1

COLUMN C RECONCILIATION

DESCRIPTION

AMOUNT

PORTFOLIO DEDUCTIONS
AMORTIZATION EXPENSES
CAPITALIZED ORG COST
SYNDICATION COSTS

<9,945.>
143.
<8,561.>
<18,019.>

TOTAL TO SCHEDULE K-1 ANALYSIS OF CAPITAL ACCOUNT, COLUMN C

<36,382.>

STATEMENT 16K

MARYLAND
SCHEDULE K-1
(510)

PASS-THROUGH ENTITY
MEMBER'S INFORMATION



18510K005

2018

OR FISCAL YEAR BEGINNING 10112018, ENDING 123118

INFORMATION ABOUT THE PASS-THROUGH ENTITY (PTE)

<u>ILLUMEN CAPITAL LP</u>		<u>825318678</u>	
PTE Name		PTE FEIN	
<u>2323 BROADWAY SUITE 216</u>	<u>OAKLAND</u>	<u>CA</u>	<u>94612</u>
Street Address	City	State	ZIP Code +4

INFORMATION ABOUT THE MEMBER

<u>26</u>	<u>THE WINTHROP ROCKEFELLER FOUND</u>	<u>*****</u>
Member Number	Member Name	Member's SSN/FEIN
<u>225 EAST MARKHAM STREET SUITE</u>	<u>LITTLE ROCK</u>	<u>AR</u> <u>72201</u>
Street Address	City	State ZIP Code +4
Resident? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		Distributive or Pro Rata Share Percentage <u>7.694095 %</u>

A. Member's Income

- | | | |
|---|----|-----------|
| 1. Distributive or pro rata share of income from federal Schedule K-1 | 1. | _____ |
| 2. Distributive or pro rata share allocable to Maryland (Nonresidents only) | 2. | <u>0.</u> |

B. Additions

- | | | |
|---|----|-------|
| 1. Non-Maryland municipal interest and dividends | 1. | _____ |
| 2. Tax preference items | 2. | _____ |
| 3. Net decoupling modification | 3. | _____ |
| 4. Net decoupling modification from another PTE | 4. | _____ |
| 5. Other additions (Specify additions with amounts in part F of this form.) | 5. | _____ |

C. Subtractions

- | | | |
|---|----|-------|
| 1. Income from U.S. obligations | 1. | _____ |
| 2. Work opportunity credit salary expense | 2. | _____ |
| 3. Net decoupling modification | 3. | _____ |
| 4. Net decoupling modification from another PTE | 4. | _____ |
| 5. Other subtractions (Specify subtractions with amounts in part F of this form.) | 5. | _____ |

D. Nonresident Tax - Enter the member's distributive or pro rata share

- | | | |
|--|----|-------|
| 1. Nonresident tax paid by this PTE | 1. | _____ |
| 2. Nonresident tax paid by other PTEs on behalf of this entity | 2. | _____ |
| 3. Total (Add lines 1 and 2. Members: Include this amount on Form 500, line 15f; Form 502CR, Part CC, line 5; Form 504, line 29; Form 505, line 45; Form 510, line 16c.) | 3. | _____ |

E. Credits (**Required documentation or certification must be attached.)

Nonrefundable Credits

- | | | |
|---|-----|-------|
| 1. Enterprise Zone Tax Credit*** | 1. | _____ |
| 2. Maryland Disability Employment Tax Credit*** | 2. | _____ |
| 3. Job Creation Tax Credit*** | 3. | _____ |
| 4. Community Investment Tax Credit*** | 4. | _____ |
| 5. Businesses that Create New Jobs Tax Credit | 5. | _____ |
| 6. Qualified Vehicle Tax Credit*** | 6. | _____ |
| 7. Employer-Provided Long-Term Insurance Tax Credit | 7. | _____ |
| 8. Security Clearance Cost Tax Credit*** | 8. | _____ |
| 9. Small Businesses First-Year Leasing Security Clearance Costs Tax Credit*** | 9. | _____ |
| 10. Research and Development Tax Credit*** | 10. | _____ |
| 11. Commuter Tax Credit | 11. | _____ |
| 12. Maryland-Mined Coal Tax Credit*** | 12. | _____ |

STATEMENT 16K

MARYLAND
SCHEDULE K-1
(510)PASS-THROUGH ENTITY
MEMBER'S INFORMATION

18510K105

2018
page 2NAME ILLUMEN CAPITAL LP FEIN 825318678

13. Oyster Shell Recycling Tax Credit*** 13. _____
14. Energy Storage Systems Tax Credit*** 14. _____
15. Cybersecurity Incentive Tax Credit for Buyers of Cybersecurity Technology or
Cybersecurity Services 15. _____
16. Wineries and Vineyards Tax Credit*** 16. _____
17. Endow Maryland Tax Credit*** 17. _____
18. Preservation and Conservation Easements Tax Credit*** 18. _____
19. Apprentice Employee Tax Credit*** 19. _____
20. Qualified Farms Tax Credit*** 20. _____
21. Qualified Veteran Employees Tax Credit*** 21. _____

Refundable Credits

22. Cybersecurity Incentive Tax Credit for Investors in Cybersecurity*** 22. _____
23. Film Production Activity Tax Credit*** 23. _____
24. Biotechnology Investment Incentive Tax Credit*** 24. _____
25. Clean Energy Incentive Tax Credit*** 25. _____
26. Small Business Relief Tax Credit*** 26. _____
27. Small Business Research & Development Tax Credit*** 27. _____
28. Heritage Structure Rehabilitation Tax Credit*** 28. _____
29. Aerospace, Electronics, or Defense Contracts Tax Credit*** 29. _____
30. More Jobs for Marylanders Tax Credit*** 30. _____

One Maryland Economic Development Tax Credit*** Certified after June 30, 2018

☐ Refundable ☐ Nonrefundable

- 31a. Total number of "qualified employees" 31a. _____
- 31b. If the amount on line 31a is less than the minimum number of qualified employees required
to qualify for the project tax credit, has the PTE maintained at least the minimum number of
qualified employees required to qualify for the project tax credit for at least 5 years?
☐ Yes ☐ No

Enter Member's Distributive or Pro Rata share of the Following:

32. Portion of PTE's income attributable to project 32. _____
33. Amount of Maryland income tax required to be withheld from employees reported on line 31a
of this form 33. _____
34. Total eligible cumulative project costs (\$500,000 PTE minimum)(PTE maximum amounts.:
For \$1,000,000 maximum credit, at least 10 but fewer than 25 qualified employees.
For \$2,500,000 maximum credit, at least 25 but fewer than 50 qualified employees.
For \$5,000,000 maximum credit, at least 50 qualified employees.) 34. _____

One Maryland Economic Development Tax Credit*** Certified before July 1, 2018

☐ Refundable ☐ Nonrefundable

- 35a. Total number of "qualified employees" 35a. _____
- 35b. If the amount on line 35a is less than 25, has the PTE maintained at least 25 qualified
employees for at least 5 years?
☐ Yes ☐ No

Enter Member's Distributive or Pro Rata share of the Following:

36. Portion of PTE's income attributable to project 36. _____
37. Non-project taxable income from PTE 37. _____
38. Number of "qualified employees" multiplied by \$10,000 38. _____
39. Amount of Maryland income tax required to be withheld from employees reported on
line 35a of this form 39. _____
40. Total eligible cumulative project costs (\$500,000 PTE minimum, \$5,000,000 PTE maximum.) 40. _____
41. Total cumulative eligible start-up costs (\$500,000 PTE maximum) 41. _____

F. Withholding for Nonresident Sale of Real Property

1. Member's share of flow-through of a payment of withholding on Nonresident Sale of Real
Property payment from PTE 1. _____

STATEMENT 16K



MARYLAND
SCHEDULE K-1
(510)

**PASS-THROUGH ENTITY
MEMBER'S INFORMATION**

G. Additional Information

MCastens@wrfoundation.org
2019-04-16



MD SCHEDULE K-1

FOOTNOTES

LINE J, DISCLOSURES

PARTNER PERCENTAGES REFLECTED IN ITEM J ARE CALCULATED PURSUANT TO IRS INSTRUCTIONS; TAXABLE INCOME REPORTED ON YOUR SCHEDULE K-1 IS ALLOCATED CONSISTENT WITH THE PARTNERSHIP AGREEMENT. CHANGE IN OWNERSHIP DURING THE YEAR IS REFLECTED IN THE PROFIT, LOSS, AND CAPITAL PERCENTAGES REPORTED ON YOUR SCHEDULE K-1,

LINE 20, CODE B: INVESTMENT EXPENSE

THE AMOUNT REPORTED ON LINE 20B INCLUDES INVESTMENT EXPENSE FROM LINE 13K. BASED ON INDIVIDUAL FACTS AND CIRCUMSTANCES, AMOUNTS IN LINE 13W, IF ANY, MAY ALSO BE INCLUDED IN THE INVESTMENT INTEREST EXPENSE CALCULATION.

LINE 20, CODE V: UNRELATED BUSINESS TAXABLE INCOME

THE FOLLOWING AMOUNTS REPRESENT YOUR APPLICABLE SHARE OF UNRELATED BUSINESS TAXABLE INCOME.

LINE 1: ORDINARY INCOME (LOSS)
LINE 11A: OTHER PORTFOLIO INCOME (LOSS)
LINE 13K: OTHER PORTFOLIO DEDUCTIONS

TOTAL

Schedule K-1
(Form 1065)Department of the Treasury
Internal Revenue Service

2018

For calendar year 2018, or tax year

☐ Final K-1☐ Amended K-1

OMB No. 1545-0123

beginning 04/27/2018

ending 12/31/2018

Partner's Share of Income, Deductions,
Credits, etc.

▶ See separate instructions.

Part III Partner's Share of Current Year Income,
Deductions, Credits, and Other Items

Part I Information About the Partnership													
A Partnership's employer identification number 82-5356471													
B Partnership's name, address, city, state, and ZIP code IMPACT AMERICA FUND II, L.P. 2323 BROADWAY OAKLAND, CA 94612													
C IRS Center where partnership filed return E-FILE													
D <input type="checkbox"/> Check if this is a publicly traded partnership (PTP)													
Part II Information About the Partner													
E Partner's identifying number 71-0285871													
F Partner's name, address, city, state, and ZIP code THE WINTHROP ROCKEFELLER FOUNDATION 225 EAST MARKHAM STREET, STE 200 LITTLE ROCK, AR 72201													
G <input type="checkbox"/> General partner or LLC member-manager <input checked="" type="checkbox"/> Limited partner or other LLC member													
H <input checked="" type="checkbox"/> Domestic partner <input type="checkbox"/> Foreign partner													
I1 What type of entity is this partner? EXEMPT ORGANIZATION													
I2 If this partner is a retirement plan (IRA/SEP/Keogh/etc.), check here <input type="checkbox"/>													
J Partner's share of profit, loss, and capital:													
<table border="1"> <thead> <tr> <th></th> <th>Beginning</th> <th>Ending</th> </tr> </thead> <tbody> <tr> <td>Profit</td> <td>0%</td> <td>12.0971100%</td> </tr> <tr> <td>Loss</td> <td>0%</td> <td>12.0971100%</td> </tr> <tr> <td>Capital</td> <td>0%</td> <td>12.0962484%</td> </tr> </tbody> </table>			Beginning	Ending	Profit	0%	12.0971100%	Loss	0%	12.0971100%	Capital	0%	12.0962484%
	Beginning	Ending											
Profit	0%	12.0971100%											
Loss	0%	12.0971100%											
Capital	0%	12.0962484%											
K Partner's share of liabilities:													
<table border="1"> <thead> <tr> <th></th> <th>Beginning</th> <th>Ending</th> </tr> </thead> <tbody> <tr> <td>Nonrecourse</td> <td>\$</td> <td>\$</td> </tr> <tr> <td>Qualified nonrecourse financing</td> <td>\$</td> <td>\$</td> </tr> <tr> <td>Recourse</td> <td>\$ 0.</td> <td>\$ 0.</td> </tr> </tbody> </table>			Beginning	Ending	Nonrecourse	\$	\$	Qualified nonrecourse financing	\$	\$	Recourse	\$ 0.	\$ 0.
	Beginning	Ending											
Nonrecourse	\$	\$											
Qualified nonrecourse financing	\$	\$											
Recourse	\$ 0.	\$ 0.											
L Partner's capital account analysis:													
Beginning capital account \$ 0.													
Capital contributed during the year \$ 166,350.													
Current year increase (decrease) \$ -38,340.													
Withdrawals & distributions \$()													
Ending capital account \$ 128,010.													
<input type="checkbox"/> Tax basis <input type="checkbox"/> GAAP <input checked="" type="checkbox"/> Section 704(b) book													
<input type="checkbox"/> Other (explain)													
M Did the partner contribute property with a built-in gain or loss?													
<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No													
If "Yes," attach statement (see instructions)													

1 Ordinary business income (loss)	15 Credits
0.	
2 Net rental real estate income (loss)	16 Foreign transactions
3 Other net rental income (loss)	
4 Guaranteed payments	
5 Interest income	
46.	
6a Ordinary dividends	17 Alternative min tax (AMT) items
6b Qualified dividends	
6c Dividend equivalents	18 Tax-exempt income and nondeductible expenses
7 Royalties	
8 Net short-term capital gain (loss)	
9a Net long-term capital gain (loss)	19 Distributions
9b Collectibles (28%) gain (loss)	20 Other information
9c Unrecaptured sec 1250 gain	A 46.
10 Net section 1231 gain (loss)	
11 Other income (loss)	
12 Section 179 deduction	
13 Other deductions	
W* STMT	
14 Self-employment earnings (loss)	

*See attached statement for additional information.

For IRS Use Only

STATEMENT 16L

IMPACT AMERICA FUND II, L.P.

82-5356471

SCHEDULE K-1 OTHER DEDUCTIONS, BOX 13, CODE W

DESCRIPTION	PARTNER FILING INSTRUCTIONS	AMOUNT
MANAGEMENT FEE		19,690.
OTHER PORTFOLIO DEDUCTION		1,453.
TOTAL TO SCHEDULE K-1, BOX 13, CODE W		21,143.

SCHEDULE K-1 CURRENT YEAR INCREASES (DECREASES)

DESCRIPTION	AMOUNT	TOTALS
INTEREST INCOME	46.	
SCHEDULE K-1 INCOME SUBTOTAL		46.
OTHER DEDUCTIONS	-21,143.	
SCHEDULE K-1 DEDUCTIONS SUBTOTAL		-21,143.
NET INCOME (LOSS) PER SCHEDULE K-1		-21,097.
MISCELLANEOUS DEDUCTIONS ON BOOKS AND NOT ON RETURN	-7,366.	
SYNDICATION COSTS	-9,877.	
OTHER INCREASES OR DECREASES SUBTOTAL		-17,243.
TOTAL TO SCHEDULE K-1, ITEM L		-38,340.

SCHEDULE K-1 FOOTNOTES

NET INVESTMENT INCOME TAX

PLEASE CONSULT WITH YOUR TAX ADVISOR REGARDING THE APPLICABILITY OF THE 3.8% NET INVESTMENT INCOME TAX FOR FEDERAL TAX PURPOSES RELATIVE TO ANY OF THE ITEMS SET FORTH ON YOUR SCHEDULE K-1.

SCHEDULE K-1, ITEM J

PARTNER PERCENTAGES REFLECTED IN ITEM J ARE CALCULATED PURSUANT TO IRS INSTRUCTIONS, AND MAY VARY FROM PERCENTAGES UNDER THE PARTNERSHIP AGREEMENT.

STATEMENT 16L

IMPACT AMERICA FUND II, L.P.

82-5356471

LINE 13W, OTHER DEDUCTIONS

THESE EXPENSES ARE PORTFOLIO DEDUCTIONS FORMERLY REPORTED ON LINE 13K AS 2% PORTFOLIO DEDUCTIONS THAT ARE NON-DEDUCTIBLE FOR CERTAIN TAXPAYERS, INCLUDING INDIVIDUALS, AND WOULD REDUCE YOUR TAX BASIS IN THE PARTNERSHIP.

EXPENSES OF THIS TYPE WERE ALSO FORMERLY REPORTED IN PRIOR YEARS ON LINE 20B AS INVESTMENT EXPENSES

PLEASE CONSULT YOUR TAX ADVISOR.

This list identifies the codes used on Schedule K-1 for all partners and provides summarized reporting information for partners who file Form 1040. For detailed reporting and filing information, see the separate Partner's Instructions for Schedule K-1 and the instructions for your income tax return.

- | | | | |
|--|---|--|---|
| 1. Ordinary business income (loss). Determine whether the income (loss) is passive or nonpassive and enter on your return as follows. | Report on | Code | Report on |
| Passive loss | See the Partner's Instructions | J Work opportunity credit | See the Partner's Instructions |
| Passive income | Schedule E, line 28, column (h) | K Disabled access credit | |
| Nonpassive loss | See the Partner's Instructions | L Empowerment zone employment credit | |
| Nonpassive income | Schedule E, line 28, column (k) | M Credit for increasing research activities | |
| 2. Net rental real estate income (loss) | See the Partner's Instructions | N Credit for employer social security and Medicare taxes | |
| 3. Other net rental income (loss) | | O Backup withholding | |
| Net income | Schedule E, line 28, column (h) | P Other credits | |
| Net loss | See the Partner's Instructions | 16. Foreign transactions | |
| 4. Guaranteed payments | Schedule E, line 28, column (k) | A Name of country or U.S. possession | Form 1116, Part I |
| 5. Interest income | Form 1040, line 2b | B Gross income from all sources | |
| 6a. Ordinary dividends | Form 1040, line 3b | C Gross income sourced at partner level | |
| 6b. Qualified dividends | Form 1040, line 3a | Foreign gross income sourced at partnership level | |
| 6c. Dividend equivalents | See the Partner's Instructions | D Section 951A category | Form 1116, Part I |
| 7. Royalties | Schedule E, line 4 | E Foreign branch category | |
| 8. Net short-term capital gain (loss) | Schedule D, line 5 | F Passive category | |
| 9a. Net long-term capital gain (loss) | Schedule D, line 12 | G General category | |
| 9b. Collectibles (28%) gain (loss) | 28% Rate Gain Worksheet, line 4 (Schedule D Instructions) | H Other | |
| 9c. Unrecaptured section 1250 gain | See the Partner's Instructions | Deductions allocated and apportioned at partner level | |
| 10. Net section 1231 gain (loss) | See the Partner's Instructions | I Interest expense | Form 1116, Part I |
| 11. Other income (loss) | | J Other | Form 1116, Part I |
| Code | | Deductions allocated and apportioned at partnership level to foreign source income | |
| A Other portfolio income (loss) | See the Partner's Instructions | K Section 951A category | Form 1116, Part I |
| B Involuntary conversions | See the Partner's Instructions | L Foreign branch category | |
| C Sec. 1256 contracts & straddles | Form 6781, line 1 | M Passive category | |
| D Mining exploration costs recapture | See Pub. 535 | N General category | |
| E Cancellation of debt | Schedule 1 (Form 1040), line 21 or Form 982 | O Other | |
| F Section 951A income | See the Partner's Instructions | Other information | |
| G Section 965(a) inclusion | | P Total foreign taxes paid | Form 1116, Part II |
| H Subpart F income other than sections 951A and 965 inclusion | | Q Total foreign taxes accrued | Form 1116, Part II |
| I Other income (loss) | | R Reduction in taxes available for credit | Form 1116, line 12 |
| 12. Section 179 deduction | See the Partner's Instructions | S Foreign trading gross receipts | Form 8873 |
| 13. Other deductions | | T Extraterritorial income exclusion | Form 8873 |
| A Cash contributions (60%) | See the Partner's Instructions | U Section 951A(c)(1)(A) tested income | See the Partner's Instructions |
| B Cash contributions (30%) | | V Tested foreign income tax | |
| C Noncash contributions (50%) | | W Section 965 information | |
| D Noncash contributions (30%) | | X Other foreign transactions | |
| E Capital gain property to a 50% organization (30%) | | 17. Alternative minimum tax (AMT) items | |
| F Capital gain property (20%) | | A Post-1986 depreciation adjustment | See the Partner's Instructions and the Instructions for Form 6251 |
| G Contributions (100%) | | B Adjusted gain or loss | |
| H Investment interest expense | Form 4952, line 1 | C Depletion (other than oil & gas) | |
| I Deductions - royalty income | Schedule E, line 19 | D Oil, gas, & geothermal - gross income | |
| J Section 59(e)(2) expenditures | See the Partner's Instructions | E Oil, gas, & geothermal - deductions | |
| K Excess business interest expense | See the Partner's Instructions | F Other AMT items | |
| L Deductions - portfolio (other) | Schedule A, line 13 | 18. Tax-exempt income and nondeductible expenses | |
| M Amounts paid for medical insurance | Schedule A, line 1 or Schedule 1 (Form 1040), line 29 | A Tax-exempt interest income | Form 1040, line 2a |
| N Educational assistance benefits | See the Partner's Instructions | B Other tax-exempt income | See the Partner's Instructions |
| O Dependent care benefits | Form 2441, line 12 | C Nondeductible expenses | See the Partner's Instructions |
| P Preproductive period expenses | See the Partner's Instructions | 19. Distributions | |
| Q Commercial revitalization deduction from rental real estate activities | See Form 8582 Instructions | A Cash and marketable securities | See the Partner's Instructions |
| R Pensions and IRAs | See the Partner's Instructions | B Distribution subject to section 737 | |
| S Reforestation expense deduction through V | See the Partner's Instructions | C Other property | |
| T through V | Reserved for future use | 20. Other information | |
| W Other deductions | See the Partner's Instructions | A Investment income | Form 4952, line 4a |
| X Section 965(c) deduction | See the Partner's Instructions | B Investment expenses | Form 4952, line 5 |
| 14. Self-employment earnings (loss) | | C Fuel tax credit information | Form 4136 |
| Note: If you have a section 179 deduction or any partner-level deductions, see the Partner's Instructions before completing Schedule SE. | | D Qualified rehabilitation expenditures (other than rental real estate) | See the Partner's Instructions |
| A Net earnings (loss) from self-employment | Schedule SE, Section A or B | E Basis of energy property | See the Partner's Instructions |
| B Gross farming or fishing income | See the Partner's Instructions | F Recapture of low-income housing credit (section 42(j)(5)) | Form 8611, line 8 |
| C Gross non-farm income | See the Partner's Instructions | G Recapture of low-income housing credit (other) | Form 8611, line 8 |
| 15. Credits | | H Recapture of investment credit | See Form 4255 |
| A Low-income housing credit (section 42(j)(5)) from pre-2008 buildings | See the Partner's Instructions | I Recapture of other credits | See the Partner's Instructions |
| B Low-income housing credit (other) from pre-2008 buildings | | J Look-back interest - completed long-term contracts | See Form 8697 |
| C Low-income housing credit (section 42(j)(5)) from post-2007 buildings | | K Look-back interest - income forecast method | See Form 8866 |
| D Low-income housing credit (other) from post-2007 buildings | | L Dispositions of property with section 179 deductions | See the Partner's Instructions |
| E Qualified rehabilitation expenditures (rental real estate) | | M Recapture of section 179 deduction | |
| F Other rental real estate credits | | N Interest expense for corporate partners through Y | |
| G Other rental credits | | Z Section 199A income | |
| H Undistributed capital gains credit | | AA Section 199A W-2 wages | |
| I Biofuel producer credit | | AB Section 199A unadjusted basis | |
| | Schedule 5 (Form 1040), line 74, box a | AC Section 199A REIT dividends | |
| | See the Partner's Instructions | AD Section 199A PTP income | |
| | | AE Excess taxable income | |
| | | AF Excess business interest income | |
| | | AG Gross receipts for section 59A(e) | |
| | | AH Other information | |
- 811262 12-11-18

TAXABLE YEAR

2018

Partner's Share of Income, Deductions, Credits, etc.

839741 12-20-18
CALIFORNIA SCHEDULE

K-1 (565)

TYB 04-27-2018 TYE 12-31-2018
71-0285871

THE WINTHROP ROCKEFELLER FOUNDATION

225 EAST MARKHAM STREET STE 20
LITTLE ROCK AR 72201

82-5356471 201813000018
IMPACT AMERICA FUND II LP

2323 BROADWAY
OAKLAND CA 94612

A Is this partner a: • (1) ☐ general partner; or (2) ☒ limited partner?

B What type of entity is this partner? • See instructions.

- (1) ☐ Individual (4) ☐ C Corporation (7) ☐ LLP (10) ☒ Exempt Organization
(2) ☐ S Corporation (5) ☐ General Partnership (8) ☐ LLC (11) ☐ Disregarded Entity
(3) ☐ Estate/Trust (6) ☐ Limited Partnership (9) ☐ IRA/Keogh/SEP

C Is this partner a foreign partner? • ☐ Yes ☒ No

D Enter partner's percentage (without regard to special allocations) of:

(i) Beginning

(ii) Ending

Profit	0.0000	%	•	12.0971	%
Loss	0.0000	%	•	12.0971	%
Capital	0.0000	%	•	12.0962	%

E Partner's share of liabilities:

Nonrecourse .....		.00	• \$		.00
Qualified nonrecourse financing .....		.00	• \$		.00
Recourse	0	.00	• \$	0	.00

F Reportable transaction or tax shelter registration number(s) ☒

G (1) Check here if this is a publicly traded partnership as defined in IRC Section 469(k)(2) ☒

(2) Check here if this is an investment partnership (R&TC Sections 17955 and 23040.1) ☒

H Check here if this is: • (1) ☐ A final Schedule K-1 (565) (2) ☐ An amended Schedule K-1 (565)

I Is this partner a resident of California? • ☐ Yes ☒ No

Partner's name

THE WINTHROP ROCKEFELLER FOUNDATION

Partner's identifying number

71-0285871

J Analysis of partner's capital account: Check the box • (1) ☐ Tax Basis (2) ☐ GAAP (3) ☒ IRC Section 704(b) Book (4) ☐ Other (explain)

(a) Capital account at beginning of year	(b) Capital contributed during year	(c) Partner's share of line 3, line 4, and line 7, Form 565, Schedule M-2	(d) Withdrawals and distributions	(e) Capital account at end of year, combine column (a) through column (d)
•	• 166,350	• -38,340	• ()	• 128,010

Caution: Refer to Partner's Instructions for Schedule K-1 (565) before entering information from this schedule on your California return.

STMT

	(a) Distributive share items	(b) Amounts from federal Schedule K-1 (1065)	(c) California adjustments	(d) Total amounts using California law. Combine col. (b) and col. (c)	(e) California source amounts and credits
Income (Loss)	1 Ordinary income (loss) from trade or business activities			•	▶
	2 Net income (loss) from rental real estate activities			•	▶
	3 Net income (loss) from other rental activities			⊙	⊙
	4 Guaranteed payments to partners			•	▶
	5 Interest income	46		• 46	▶ 0
	6 Dividends			•	▶
	7 Royalties			•	▶
	8 Net short-term capital gain (loss)			•	▶
	9 Net long-term capital gain (loss)			•	▶
	10 a Total gain under IRC Section 1231 (other than due to casualty or theft) ...			•	▶
	b Total loss under IRC Section 1231 (other than due to casualty or theft) ...			•	▶
	11 a Other portfolio income (loss). Attach schedule			•	▶
	b Total other income			•	▶
Deductions	c Total other loss			•	▶
	12 Expense deduction for recovery property (IRC Section 179)				
	13 a Charitable contributions				
	b Investment interest expense				
	c 1 Total expenditures to which an IRC Section 59(e) election may apply				
	2 Type of expenditures				
	d Deductions related to portfolio income		21,143	21,143	0
	e Other deductions	21,143	-21,143		

Partner's name

THE WINTHROP ROCKEFELLER FOUNDATION

Partner's identifying number

71-0285871

	(a) Distributive share items	(b) Amounts from federal Schedule K-1 (1065)	(c) California adjustments	(d) Total amounts using California law. Combine col. (b) and col. (c)	(e) California source amounts and credits
Credits	15 a Total withholding (equals amount on Form 592-B if calendar year partnership) ...			•	▶
	b Low-income housing credit				
	c Credits other than line 15b related to rental real estate activities				
	d Credits related to other rental activities				
	e Nonconsenting nonresident members' tax allocated to partner				
	f Other credits - Attach required schedules or statements				
Alternative Minimum Tax (AMT) Items	17 a Depreciation adjustment on property placed in service after 1986			⊙	⊙
	b Adjusted gain or loss				
	c Depletion (other than oil & gas)				
	d Gross income from oil, gas, and geothermal properties				
	e Deductions allocable to oil, gas, and geothermal properties				
	f Other alternative minimum tax items				
Tax-Exempt Income and Nondeductible Expenses	18 a Tax-exempt interest income				
	b Other tax-exempt income				
	c Nondeductible expenses				
Distributions	19 a Distributions of money (cash and marketable securities)			⊙	
	b Distributions of property other than money			⊙	
Other Information	20 a Investment income	46		46	0
	b Investment expenses		21,143	21,143	0
	c Other information. See instructions				

Partner's name

THE WINTHROP ROCKEFELLER FOUNDATION

Partner's identifying number

71-0285871

Other Partner Information

Table 1 - Partner's share of nonbusiness income from intangibles (source of income is dependent on residence or commercial domicile of the partner):

Interest ... \$	<input type="text" value="46"/>	Sec. 1231 Gains/Losses \$	<input type="text"/>	Capital Gains/Losses \$	<input type="text"/>
Dividends \$	<input type="text"/>	Royalties	<input type="text"/>	Other	<input type="text"/>

FOR USE BY PARTNERS ONLY - See instructions.

Table 2 - Partner's share of distributive items.

- A. Partner's share of the partnership's business income. See instructions. \$
- B. Partner's share of nonbusiness income from real and tangible personal property sourced or allocable to California.

Capital Gains/Losses ... \$	<input type="text"/>	Rents/Royalties \$	<input type="text"/>
Sec. 1231 Gains/Losses \$	<input type="text"/>	Other	<input type="text"/>

- C. Partner's distributive share of the partnership's property, payroll, and sales:

Factors	Total within and outside California	Total within California
Property: Beginning	\$ <input type="text"/>	\$ <input type="text"/>
Property: Ending	\$ <input type="text"/>	\$ <input type="text"/>
Property: Annual rent expense	\$ <input type="text"/>	\$ <input type="text"/>
Payroll	\$ <input type="text"/>	\$ <input type="text"/>
Sales	\$ <input type="text"/>	\$ <input type="text"/>

Table 3 - Partner's share of cost of goods sold, deductions, and rental income.

Enter only amounts used to determine income (loss) derived from and attributable to California sources. All amounts entered on this table are first multiplied by the appropriate percentage in Item D (ii) end of year partner's profit and loss percentage on Side 1. See the partnership Schedule K-1 instructions for information on how to obtain the amounts below.

1. Schedule K, line 1, column (d), Ordinary income (loss) from trade or business activities:

a. Enter as a positive amount the cost of goods sold used to determine the amount on Schedule K, line 1, column (d), plus the total amounts on line 1a of Table 3 from all Schedule K-1s (565) this partnership received

b. Enter as a positive amount the total deductions used to determine the amount on Schedule K, line 1, column (d), plus the total amounts on line 1b of Table 3 from all Schedule K-1s (565) this partnership received

2. Enter the total gross rents from line 18a of federal Form 8825 as adjusted for California law differences, plus the total amounts on line 2 of Table 3 from all Schedule K-1s (565) this partnership received

3. Enter the gross income (loss) from other rental activities from Schedule K, line 3a, column (d), plus the total amounts on line 3 of Table 3 from all Schedule K-1s (565) this partnership received

STATEMENT 16L

IMPACT AMERICA FUND II, L.P.

82-5356471

CA SCHEDULE K-1 DEDUCTIONS RELATED TO PORTFOLIO INCOME

DESCRIPTION	AMOUNT
MANAGEMENT FEE	19,690.
OTHER PORTFOLIO DEDUCTION	1,453.
TOTAL TO SCHEDULE K-1, LINE 13D	21,143.

CA SCHEDULE K-1 COLUMN C RECONCILIATION

DESCRIPTION	AMOUNT
INTEREST INCOME	46.
OTHER DEDUCTIONS	<21,143.>
MISCELLANEOUS DEDUCTIONS ON BOOKS AND NOT ON RETURN	<7,366.>
SYNDICATION COSTS	<9,877.>
TOTAL TO SCHEDULE K-1 ANALYSIS OF CAPITAL ACCOUNT, COLUMN C	<38,340.>

STATEMENT 16M

651118

OMB No. 1545-0123

☐ Final K-1☐ Amended K-1**Schedule K-1
(Form 1065)**Department of the Treasury
Internal Revenue Service

2018

For calendar year 2018, or tax year

beginning / / 2018 ending / /**Partner's Share of Income, Deductions,
Credits, etc.**

▶ See back of form and separate instructions.

Part I Information About the Partnership

A	Partnership's employer identification number 81-2938117
B	Partnership's name, address, city, state, and ZIP code GQG PARTNERS INTERNATIONAL EQUITY FUND – GQG PARTNERS SERIES LLC 450 EAST LAS OLAS BLVD. SUITE 750 FT. LAUDERDALE, FL 33301
C	IRS Center where partnership filed return EFILE
D	<input type="checkbox"/> Check if this is a publicly traded partnership (PTP)

Part II Information About the Partner

E	Partner's identifying number 71-0285871												
F	Partner's name, address, city, state, and ZIP code THE WINTHROP ROCKEFELLER FOUNDATION 225 E MARKHAM STE 200 LITTLE ROCK, AR 72201												
G	<input type="checkbox"/> General partner or LLC member-manager <input checked="" type="checkbox"/> Limited partner or other LLC member												
H	<input checked="" type="checkbox"/> Domestic partner <input type="checkbox"/> Foreign partner												
I1	What type of entity is this partner? C CORPORATION												
I2	If this partner is a retirement plan (IRA/SEP/Keogh/etc.), check here <input type="checkbox"/>												
J	Partner's share of profit, loss, and capital (see instructions):												
	<table border="1"> <thead> <tr> <th></th> <th>Beginning</th> <th>Ending</th> </tr> </thead> <tbody> <tr> <td>Profit</td> <td>2.440688 %</td> <td>1.672551 %</td> </tr> <tr> <td>Loss</td> <td>2.440688 %</td> <td>1.672551 %</td> </tr> <tr> <td>Capital</td> <td>2.440688 %</td> <td>1.672551 %</td> </tr> </tbody> </table>		Beginning	Ending	Profit	2.440688 %	1.672551 %	Loss	2.440688 %	1.672551 %	Capital	2.440688 %	1.672551 %
	Beginning	Ending											
Profit	2.440688 %	1.672551 %											
Loss	2.440688 %	1.672551 %											
Capital	2.440688 %	1.672551 %											
K	Partner's share of liabilities:												
	<table border="1"> <thead> <tr> <th></th> <th>Beginning</th> <th>Ending</th> </tr> </thead> <tbody> <tr> <td>Nonrecourse . . . \$</td> <td>12,689</td> <td>\$ 145,304</td> </tr> <tr> <td>Qualified nonrecourse financing . . . \$</td> <td></td> <td>\$</td> </tr> <tr> <td>Recourse . . . \$</td> <td></td> <td>\$</td> </tr> </tbody> </table>		Beginning	Ending	Nonrecourse . . . \$	12,689	\$ 145,304	Qualified nonrecourse financing . . . \$		\$	Recourse . . . \$		\$
	Beginning	Ending											
Nonrecourse . . . \$	12,689	\$ 145,304											
Qualified nonrecourse financing . . . \$		\$											
Recourse . . . \$		\$											
L	Partner's capital account analysis:												
	<table border="1"> <tbody> <tr> <td>Beginning capital account \$</td> <td>15,904,441</td> </tr> <tr> <td>Capital contributed during the year . . . \$</td> <td></td> </tr> <tr> <td>Current year increase (decrease) . . . \$</td> <td>(729,153)</td> </tr> <tr> <td>Withdrawals & distributions \$(</td> <td>2,750,000)</td> </tr> <tr> <td>Ending capital account \$</td> <td>12,425,288</td> </tr> </tbody> </table>	Beginning capital account \$	15,904,441	Capital contributed during the year . . . \$		Current year increase (decrease) . . . \$	(729,153)	Withdrawals & distributions \$(2,750,000)	Ending capital account \$	12,425,288		
Beginning capital account \$	15,904,441												
Capital contributed during the year . . . \$													
Current year increase (decrease) . . . \$	(729,153)												
Withdrawals & distributions \$(2,750,000)												
Ending capital account \$	12,425,288												
	<input type="checkbox"/> Tax basis <input checked="" type="checkbox"/> GAAP <input type="checkbox"/> Section 704(b) book <input type="checkbox"/> Other (explain)												
M	Did the partner contribute property with a built-in gain or loss?												
	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," attach statement (see instructions)												

**Part III Partner's Share of Current Year Income,
Deductions, Credits, and Other Items**

1	Ordinary business income (loss)	15	Credits
2	Net rental real estate income (loss)		
3	Other net rental income (loss)	16	Foreign transactions
		A	VARIOUS
4	Guaranteed payments	B	1,081,206
5	Interest income 4,826	C	786,650
6a	Ordinary dividends 289,730	F	281,888
6b	Qualified dividends 247,880	J	80,917
6c	Dividend equivalents	P	33,197
7	Royalties		
8	Net short-term capital gain (loss) 59,122	17	Alternative minimum tax (AMT) items
9a	Net long-term capital gain (loss) 727,528		
9b	Collectibles (28%) gain (loss)		
9c	Unrecaptured section 1250 gain	18	Tax-exempt income and nondeductible expenses
10	Net section 1231 gain (loss)		
11	Other income (loss) A (7,489)		
		19	Distributions
		A	2,750,000
12	Section 179 deduction	20	Other information
13	Other deductions W 80,917	A	294,556
		B	80,917
		AH	727,528
14	Self-employment earnings (loss)		

*See attached statement for additional information.

For IRS Use Only

STATEMENT 16M

This list identifies the codes used on Schedule K-1 for all partners and provides summarized reporting information for partners who file Form 1040. For detailed reporting and filing information, see the separate Partner's Instructions for Schedule K-1 and the instructions for your income tax return.

1. Ordinary business income (loss). Determine whether the income (loss) is passive or nonpassive and enter on your return as follows.

	<i>Report on</i>
Passive loss	See the Partner's Instructions
Passive income	Schedule E, line 28, column (h)
Nonpassive loss	See the Partner's Instructions
Nonpassive income	Schedule E, line 28, column (k)
2. Net rental real estate income (loss)	See the Partner's Instructions
3. Other net rental income (loss)	
Net income	Schedule E, line 28, column (h)
Net loss	See the Partner's Instructions
4. Guaranteed payments	Schedule E, line 28, column (k)
5. Interest income	Form 1040, line 2b
6a. Ordinary dividends	Form 1040, line 3b
6b. Qualified dividends	Form 1040, line 3a
6c. Dividend equivalents	See the Partner's Instructions
7. Royalties	Schedule E, line 4
8. Net short-term capital gain (loss)	Schedule D, line 5
9a. Net long-term capital gain (loss)	Schedule D, line 12
9b. Collectibles (28%) gain (loss)	28% Rate Gain Worksheet, line 4 (Schedule D instructions)
9c. Unrecaptured section 1250 gain	See the Partner's Instructions
10. Net section 1231 gain (loss)	See the Partner's Instructions
11. Other income (loss)	
<i>Code</i>	
A Other portfolio income (loss)	See the Partner's Instructions
B Involuntary conversions	See the Partner's Instructions
C Sec. 1256 contracts & straddles	Form 6781, line 1
D Mining exploration costs recapture	See Pub. 535
E Cancellation of debt	Schedule 1 (Form 1040), line 21 or Form 982
F Section 951A income	See the Partner's Instructions
G Section 965(a) inclusion	
H Subpart F income other than sections 951A and 965 inclusion	
I Other income (loss)	
12. Section 179 deduction	See the Partner's Instructions
13. Other deductions	
A Cash contributions (60%)	See the Partner's Instructions
B Cash contributions (30%)	
C Noncash contributions (50%)	
D Noncash contributions (30%)	
E Capital gain property to a 50% organization (30%)	
F Capital gain property (20%)	Form 4952, line 1
G Contributions (100%)	
H Investment interest expense	Schedule E, line 19
I Deductions—royalty income	See the Partner's Instructions
J Section 59(e)(2) expenditures	See the Partner's Instructions
K Excess business interest expense	See the Partner's Instructions
L Deductions—portfolio (other)	Schedule A, line 16
M Amounts paid for medical insurance	Schedule A, line 1 or Schedule 1 (Form 1040), line 29
N Educational assistance benefits	See the Partner's Instructions
O Dependent care benefits	Form 2441, line 12
P Preproductive period expenses	See the Partner's Instructions
Q Commercial revitalization deduction from rental real estate activities	See Form 8582 instructions
R Pensions and IRAs	See the Partner's Instructions
S Reforestation expense deduction through V	See the Partner's Instructions
T through V	Reserved for future use
W Other deductions	See the Partner's Instructions
X Section 965(c) deduction	See the Partner's Instructions

14. Self-employment earnings (loss)

Note: If you have a section 179 deduction or any partner-level deductions, see the Partner's Instructions before completing Schedule SE.

A Net earnings (loss) from self-employment	Schedule SE, Section A or B
B Gross farming or fishing income	See the Partner's Instructions
C Gross non-farm income	See the Partner's Instructions

15. Credits

A Low-income housing credit (section 42(j)(5)) from pre-2008 buildings	See the Partner's Instructions
B Low-income housing credit (other) from pre-2008 buildings	
C Low-income housing credit (section 42(j)(5)) from post-2007 buildings	
D Low-income housing credit (other) from post-2007 buildings	
E Qualified rehabilitation expenditures (rental real estate)	
F Other rental real estate credits	See the Partner's Instructions
G Other rental credits	
H Undistributed capital gains credit	
I Biofuel producer credit	Schedule 5 (Form 1040), line 74, box a
	See the Partner's Instructions

Code		Report on
J	Work opportunity credit	See the Partner's Instructions
K	Disabled access credit	
L	Empowerment zone employment credit	
M	Credit for increasing research activities	
N	Credit for employer social security and Medicare taxes	
O	Backup withholding	
P	Other credits	
16.	Foreign transactions	
A	Name of country or U.S. possession	Form 1116, Part I
B	Gross income from all sources	
C	Gross income sourced at partner level	
	Foreign gross income sourced at partnership level	
D	Section 951A category	Form 1116, Part I
E	Foreign branch category	
F	Passive category	
G	General category	
H	Other	
	Deductions allocated and apportioned at partner level	
I	Interest expense	Form 1116, Part I
J	Other	Form 1116, Part I
	Deductions allocated and apportioned at partnership level to foreign source income	
K	Section 951A category	Form 1116, Part I
L	Foreign branch category	
M	Passive category	
N	General category	
O	Other	
	Other information	
P	Total foreign taxes paid	Form 1116, Part II
Q	Total foreign taxes accrued	Form 1116, Part II
R	Reduction in taxes available for credit	Form 1116, line 12
S	Foreign trading gross receipts	Form 8873
T	Extraterritorial income exclusion	Form 8873
U	Section 951A(c)(1)(A) tested income	See the Partner's Instructions
V	Tested foreign income tax	
W	Section 965 information	
X	Other foreign transactions	
17.	Alternative minimum tax (AMT) items	
A	Post-1986 depreciation adjustment	See the Partner's Instructions and the Instructions for Form 6251
B	Adjusted gain or loss	
C	Depletion (other than oil & gas)	
D	Oil, gas, & geothermal—gross income	
E	Oil, gas, & geothermal—deductions	
F	Other AMT items	
18.	Tax-exempt income and nondeductible expenses	
A	Tax-exempt interest income	Form 1040, line 2a
B	Other tax-exempt income	See the Partner's Instructions
C	Nondeductible expenses	See the Partner's Instructions
19.	Distributions	
A	Cash and marketable securities	See the Partner's Instructions
B	Distribution subject to section 737	
C	Other property	
20.	Other information	
A	Investment income	Form 4952, line 4a
B	Investment expenses	Form 4952, line 5
C	Fuel tax credit information	Form 4136
D	Qualified rehabilitation expenditures (other than rental real estate)	See the Partner's Instructions
E	Basis of energy property	See the Partner's Instructions
F	Recapture of low-income housing credit (section 42(j)(5))	Form 8611, line 8
G	Recapture of low-income housing credit (other)	Form 8611, line 8
H	Recapture of investment credit	See Form 4255
I	Recapture of other credits	See the Partner's Instructions
J	Look-back interest—completed long-term contracts	See Form 8697
K	Look-back interest—income forecast method	See Form 8866
L	Dispositions of property with section 179 deductions	See the Partner's Instructions
M	Recapture of section 179 deduction	
N	Interest expense for corporate partners through Y	
Z	Section 199A income	
AA	Section 199A W-2 wages	
AB	Section 199A unadjusted basis	
AC	Section 199A REIT dividends	
AD	Section 199A PTP income	
AE	Excess taxable income	
AF	Excess business interest income	
AG	Gross receipts for section 59A(e)	
AH	Other information	

STATEMENT 16M

GQG PARTNERS INTERNATIONAL EQUITY FUND – GQG PARTNERS SERIES LLC

2018 SCHEDULE K-1 SUPPORTING STATEMENTS

THE WINTHROP ROCKEFELLER FOUNDATION

PART II, ITEM L - CURRENT YEAR INCREASE (DECREASE) RECONCILIATION

NET INCOME (LOSS) FROM SCHEDULE K-1, LINES 1-6A, 7, 8, 9A, 10, 11	1,073,717
DEDUCTIONS FROM SCHEDULE K-1, LINES 12-13, 16P, 16Q	(114,114)
TOTAL TAXABLE INCOME (LOSS) PER SCHEDULE K-1	959,603
UNREALIZED APPRECIATION (DEPRECIATION) AND OTHER TIMING DIFFERENCES	(1,688,756)
TOTAL NET BOOK INCOME	(729,153)
PLUS/(LESS): TRANSFER OF INTEREST	0
TOTAL CURRENT YEAR INCREASE (DECREASE)	(729,153)

LINE 6A ORDINARY DIVIDENDS (INCL. QUALIFIED DIVIDENDS) DETAIL

NON-QUALIFIED FOREIGN DIVIDENDS	41,850
TOTAL QUALIFIED DIVIDEND INCOME	247,880
TOTAL LINE 6A ORDINARY DIVIDENDS (INCL. QUALIFIED DIVIDENDS)	289,730

LINE 6B QUALIFIED DIVIDENDS DETAIL

QUALIFIED FOREIGN DIVIDENDS	240,038
QUALIFIED U.S. DIVIDENDS	7,842
TOTAL LINE 6B QUALIFIED DIVIDENDS	247,880

LINE 11A OTHER PORTFOLIO INCOME (LOSS) DETAIL

I.R.C. §988 INCOME (LOSS)	(9,449)
OTHER INCOME/LOSS	1,960
TOTAL LINE 11A OTHER PORTFOLIO INCOME (LOSS)	(7,489)

STATEMENT 16M

GQG PARTNERS INTERNATIONAL EQUITY FUND – GQG PARTNERS SERIES LLC

2018 SCHEDULE K-1 SUPPORTING STATEMENTS

THE WINTHROP ROCKEFELLER FOUNDATION

LINE 13W - OTHER DEDUCTIONS

OTHER PORTFOLIO DEDUCTIONS (FORMERLY DEDUCTIBLE UNDER IRC SEC. 67 SUBJECT TO THE 2% AGI FLOOR)	80,917
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FOR INDIVIDUAL TAXPAYERS, CERTAIN IRC SEC. 212 PORTFOLIO DEDUCTIONS WERE PREVIOUSLY DEDUCTIBLE, SUBJECT TO THE 2% ADJUSTED GROSS INCOME FLOOR, UNDER IRC SEC. 67. HOWEVER, THE DEDUCTIBILITY OF THESE ITEMIZED DEDUCTIONS HAS BEEN SUSPENDED PURSUANT TO IRC SEC. 67(G) FOR ANY TAXABLE YEAR BEGINNING AFTER DECEMBER 31, 2017 AND BEFORE JANUARY 1, 2026. FOR TAXPAYERS OTHER THAN INDIVIDUALS, THE DEDUCTIBILITY OF THESE AMOUNTS REMAINS UNCHANGED. YOUR SHARE OF THESE DEDUCTIONS IS REPORTED IN BOX 13 CODE W AS "PORTFOLIO DEDUCTIONS." PLEASE CONSULT YOUR TAX ADVISOR AS TO THE TREATMENT OF THESE EXPENSES ON YOUR TAX RETURN.

BOX 20, CODE AH - SECTION 1061

SECTION 1061 PROVIDES THAT ALL OR A PORTION OF THE LONG-TERM CAPITAL GAIN OR LOSS REPORTED ON LINE 9A OF YOUR SCHEDULE K-1 MAY NEED TO BE RECHARACTERIZED AS SHORT-TERM TO THE EXTENT THAT THE GAIN OR LOSS IS FROM ASSETS HELD THREE YEARS OR LESS AND IS WITH RESPECT TO AN APPLICABLE PARTNERSHIP INTEREST.

THE AMOUNT OF NET GAIN OR LOSS REPORTED ON LINE 9A FROM ASSETS HELD THREE YEARS OR LESS IS:	727,528
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PLEASE CONSULT YOUR TAX ADVISOR FOR THE PROPER TREATMENT OF THESE ITEMS ON YOUR TAX RETURN.

STATEMENT 16M

GQG PARTNERS INTERNATIONAL EQUITY FUND – GQG PARTNERS SERIES LLC

2018 SCHEDULE K-1 SUPPORTING STATEMENTS

THE WINTHROP ROCKEFELLER FOUNDATION

PART III, BOX 20 OTHER INFORMATION, CODES A & B -- INVESTMENT INCOME AND EXPENSES

THE AMOUNT REPORTED IN BOX 20 CODE A INCLUDES INTEREST AND DIVIDENDS (INCLUDING QUALIFIED DIVIDENDS). THE AMOUNT REPORTED IN BOX 20 CODE B INCLUDES THE EXPENSES IN BOX 13 CODE W. AMOUNTS REPORTED IN BOXES 1, 8, 9A, AND 11 SHOULD BE CONSIDERED IN COMPUTING YOUR NET INVESTMENT INCOME. PLEASE CONSULT YOUR TAX ADVISOR.

PART III, BOX 20 OTHER INFORMATION, CODE Y - NET INVESTMENT INCOME

THE PARTNERSHIP HAS TAKEN THE POSITION THAT IT IS ENGAGED AS AN INVESTOR IN SECURITIES AND NOT AS A TRADER IN FINANCIAL INSTRUMENTS OR COMMODITIES. UNLESS OTHERWISE INDICATED (FOR EXAMPLE, ITEMS TAKEN INTO CONSIDERATION FOR SELF EMPLOYMENT TAX PURPOSES), THE AMOUNTS REPORTED ON YOUR SCHEDULE K-1 ARE SUBJECT TO IRC SECTION 1411 AND SHOULD BE CONSIDERED IN COMPUTING YOUR NET INVESTMENT INCOME TAX. DEDUCTIONS REPORTED ON YOUR SCHEDULE K-1 MAY BE SUBJECT TO CERTAIN LIMITATIONS IN COMPUTING YOUR NET INVESTMENT INCOME TAX.

PLEASE NOTE THAT THE PARTNERSHIP HAS MADE THE SECTION 1.1411-10(G) ELECTION UNDER THE NET INVESTMENT INCOME REGULATION WITH RESPECT TO ALL OF ITS DIRECT AND INDIRECT INTERESTS IN PASSIVE FOREIGN INVESTMENT COMPANIES ("PFICS"). AS SUCH, THE PARTNERSHIP HAS AND WILL BE REPORTING ANY PFIC INCLUSIONS ON YOUR SCHEDULE K-1 IN THE TAX YEAR RECOGNIZED FOR FEDERAL INCOME TAX PURPOSES UNDER CHAPTER 1 AND THESE AMOUNTS SHOULD BE INCLUDED IN THE CORPORATION OF AN APPLICABLE PARTNER'S NII. PLEASE CONSULT YOUR TAX ADVISOR.

NON-PASSIVE ACTIVITY DISCLOSURE

UNLESS OTHERWISE NOTED, INCOME FROM THE PARTNERSHIP IS NOT PASSIVE INCOME FOR PURPOSES OF THE PASSIVE ACTIVITY LOSS RULES (TEMP. REG. SECTION 1.469-IT(E)(6)).

UNRELATED BUSINESS TAXABLE INCOME (UBTI)

THE PARTNERSHIP DID NOT GENERATE ANY UNRELATED BUSINESS TAXABLE INCOME DURING THE TAX YEAR.

OTHER ADDITIONAL INFORMATION

THE PARTNERSHIP DID NOT ENTER INTO ANY REPORTABLE TRANSACTIONS UNDER TREASURY REGULATION SECTION 1.6011-4(B) FOR THE YEAR ENDED DECEMBER 31, 2018.

LINE 20Z - SECTION 199A INCOME

THE PARTNERSHIP HAS TAKEN THE POSITION THAT IT IS AN INVESTOR IN SECURITIES AND THEREFORE IS NOT ENGAGED IN A TRADE OR BUSINESS UNDER SECTION 162. AS A RESULT, PURSUANT TO SECTION 199A AND THE PROPOSED REGULATIONS, THE PARTNERSHIP DOES NOT HAVE QUALIFIED BUSINESS INCOME. THE PARTNERSHIP DOES NOT HAVE W-2 WAGES NOR QUALIFIED PROPERTY. PLEASE CONSULT YOUR TAX ADVISOR.

LINE 20AE - EXCESS TAXABLE INCOME

THE PARTNERSHIP DID NOT HAVE ANY EXCESS TAXABLE INCOME IN THE CURRENT YEAR. PLEASE CONSULT YOUR TAX ADVISOR.

LINE 20AF - EXCESS BUSINESS INTEREST INCOME

THE PARTNERSHIP DID NOT HAVE ANY BUSINESS INTEREST INCOME OR EXCESS BUSINESS INTEREST INCOME IN THE CURRENT YEAR. PLEASE CONSULT YOUR TAX ADVISOR.

STATEMENT 16M

GQG PARTNERS INTERNATIONAL EQUITY FUND – GQG PARTNERS SERIES LLC

2018 SCHEDULE K-1 SUPPORTING STATEMENTS

THE WINTHROP ROCKEFELLER FOUNDATION

LINE 20AH - OTHER INFORMATION

PURSUANT TO SECTION 461(I), NON-CORPORATE TAXPAYERS ARE SUBJECT TO CERTAIN LOSS LIMITATION THRESHOLDS TO THE EXTENT THAT THE TAXPAYER HAS DEDUCTIONS ATTRIBUTABLE TO A TRADE OR BUSINESS THAT ARE IN EXCESS OF BUSINESS INCOME AND GAIN EARNED BY THE TAXPAYER. NONE OF THE INCOME, GAIN, DEDUCTIONS AND LOSS GENERATED BY THE FUND IS ATTRIBUTABLE TO THE TRADE OR BUSINESS OF TRADING. PLEASE CONSULT YOUR TAX ADVISOR.

STATEMENT 16M

GQG PARTNERS INTERNATIONAL EQUITY FUND – GQG PARTNERS SERIES LLC
2018 SCHEDULE K-1 SUPPORTING STATEMENTS

THE WINTHROP ROCKEFELLER FOUNDATION

OTHER FOOTNOTE DISCLOSURES

Dividends Received Deduction:

DIVIDENDS QUALIFYING FOR THE 50% DIVIDENDS RECEIVED DEDUCTION	7,842
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STATEMENT 16M

SCHEDULE
NJK-1
 (Form NJ-1065)
2018

STATE OF NEW JERSEY

PARTNER'S SHARE OF INCOME

For Calendar Year 2018, or Fiscal Year Beginning _____, 2018 and ending _____, 20____

PART I General Information					
Partner's SS # or Federal EIN 71-0285871			Partnership's Federal EIN 81-2938117		
Partner's Name THE WINTHROP ROCKEFELLER FOUNDATION			Partnership's Name GQG PARTNERS INTERNATIONAL EQUITY FUND – GQG PARTN		
Street Address 225 E MARKHAM STE 200			Partnership's Street Address 450 EAST LAS OLAS BLVD. SUITE 750		
City LITTLE ROCK	State AR	Zip Code 72201	City FT. LAUDERDALE	State FL	Zip Code 33301
What type of entity is partner? (see instructions) <u>FC</u> Code			Enter Partner's percentage of:		
Date Partner's Interest in Partnership began: <u>6</u> <u>28</u> <u>2017</u> Month Day Year			(i) Before Decrease or Termination (ii) End of Year		
<input type="checkbox"/> Final NJK-1 <input type="checkbox"/> Amended NJK-1			<input checked="" type="checkbox"/> Hedge Fund <input type="checkbox"/> Member of Composite Return		
			Profit Sharing <u>2.440688</u> % <u>1.672551</u> % Loss Sharing <u>2.440688</u> % <u>1.672551</u> % Capital Ownership <u>2.440688</u> % <u>1.672551</u> %		

PART II Income Information				
Income Classifications	A. Total Distribution	NJ-1040 Filers Enter Amounts on Line Shown Below	B. New Jersey Source Amounts	NJ-1040NR Filers
1. Partnership Income (loss)	1,073,717			
2. Net Guaranteed Payments				
3. Partner's 401(k) Contribution				
4. Distributive Share of Partnership Income (loss) (Line 1 plus Line 2 minus Line 3)	1,073,717	Line 21		Line 23
5. Pension		Line 20a		
6. Net Gain (loss) From Disposition of Assets as a Result of a Complete Liquidation		Line 19		Line 19

PART III Partner's Information			
1. Nonresident Partner's Share of NJ Tax	1.		Line 19a, Page 1 CBT-100 Line 10a, Page 1 CBT-100S Line 7, NJ-CBT-1065 Line 50, NJ-1040NR Line 23, NJ-1080C Line 34a, NJ-1041
2. Partner's HEZ Deduction	2.		
3. Partner's Sheltered Workshop Tax Credit	3.		

PART IV Supplemental Information (Attach Schedule)

Partner # 42

STATEMENT 16M



Department of Taxation and Finance

New York Corporate Partner's Schedule K-1

Tax Law – Article 9-A

IT-204-CP

☐ Final K-1

☐ Amended K-1

For calendar year 2018 or tax year beginning 18 and ending

Partners: Before completing your franchise tax return, see Form IT-204-CP-I, *Partner's Instructions for Form IT-204-CP* (available at www.tax.ny.gov).

Partnership's information

Partnership's name (as shown on Form IT-204)	Partnership's EIN
GQG PARTNERS INTERNATIONAL EQUITY FUND – GQG PARTNERS SERIES LLC	81-2938117

A Mark an **X** in the box if either applies to your entity ☐ Publicly traded partnership ☒ Portfolio investment partnership

B Tax shelter registration number, if any **B**

Partner's information (see instructions)

Partner's name			Partner's EIN
THE WINTHROP ROCKEFELLER FOUNDATION			71-0285871
Partner's address			
225 E MARKHAM STE 200			
City	State	ZIP code	
LITTLE ROCK	AR	72201	

C The partner is a (mark an **X** in the appropriate box) ☐ General partner or LLC member-manager ☒ Limited partner or other LLC member

D What is the New York tax filing status of the partner? (Mark an **X** in the appropriate box, if known.)

☒ C corporation ☐ S corporation ☐ Partnership

E If the partner is a disregarded entity, enter the EIN of the entity reporting the income of the partner (if known) **E**

F Did the partner sell its entire interest during the tax year? **F** Yes ☐ No ☒

G Partner's share of profit, loss, and capital

		Beginning	Ending
1) Profit	G1	2.4407 %	1.6726 %
2) Loss	G2	2.4407 %	1.6726 %
3) Capital	G3	2.4407 %	1.6726 %

H Partner's share of liabilities at the end of the year

1) Nonrecourse	H1	145,304
2) Qualified nonrecourse financing	H2	
3) Recourse	H3	

I Partner's capital account analysis

1) Beginning capital account	I1	15,904,441
2) Capital contributed during the year – cash	I2	
3) Capital contributed during the year – property	I3	
4) Current year increase (decrease)	I4	(729,153)
5) Withdrawals and distributions – cash	I5	2,750,000
6) Withdrawals and distributions – property	I6	
7) Ending capital account	I7	12,425,288

8) Method of accounting (mark an **X** in the appropriate box)

☐ Tax basis ☒ GAAP ☐ Book ☐ Other (submit explanation)

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STATEMENT 16M

J Was Form CT-2658-E filed with the partnership? **J** Yes ☐ No ☒

K NYS estimated tax paid on behalf of partner (from Form CT-2658)

	Date	Amount
1) First installment K1		
2) Second installment K2		
3) Third installment K3		
4) Fourth installment K4		
Total NYS estimated tax paid on behalf of partner (add lines K1 through K4) K		

L Was the partnership required to report any nonqualified deferred compensation, as required by IRC § 457A, on its 2018 federal return? (see instructions) **L** Yes ☐ No ☒

Partner's share of entire net income (ENI) information when the corporate partner's New York tax filing status is a C corporation

ENI addition modifications

1 Total additions **1**

	A – Number	B – Amount		A – Number	B – Amount
1a	EA –		1d	EA –	
1b	EA –		1e	EA –	
1c	EA –		1f	EA –	

ENI subtraction modifications

2 Total subtractions **2**

	A – Number	B – Amount		A – Number	B – Amount
2a	ES –		2d	ES –	
2b	ES –		2e	ES –	
2c	ES –		2f	ES –	

Partner's proportionate part of assets and liabilities (for New York C corporate partners only)

		Average value
3 Total assets	3	12,570,590
4 Real property and marketable securities included on line 3	4	
5 Real property and marketable securities at fair market value (FMV)	5	
6 Average value of adjusted total assets	6	12,570,590
7 Total liabilities	7	145,304
8 Liabilities directly attributable to business capital	8	
9 Liabilities directly attributable to investment capital	9	



STATEMENT 16M

Partner's proportionate part of items related to investment capital under Article 9-A (for New York C corporate partners only)

Part 1 – Investment capital that generates income claimed not taxable by New York under the U.S. Constitution

Description of asset (identify each asset, and enter number of shares (if applicable) and date acquired here; for each asset complete columns D through G on the corresponding lines below; enter only directly owned assets in items A through F and Total from additional sheet(s))

For each item listed, in columns A through G, enter the information for the partnership as a **whole**.

Item	A – Description of asset				B – Number of shares acquired, if applicable	C – Date acquired
A						
B						
C						
D						
E						
F						
Item	D Number of shares sold, if applicable	E Date sold	F Average FMV	G Liabilities directly attributable	H Net average FMV	
A						
B						
C						
D						
E						
F						
Total from additional sheet(s)						
Total from partnerships						
10 Total proportionate part of columns F and G (see instructions)			10			

Part 2 – Investment capital – stocks actually held more than one year

Description of investment (identify each investment, and enter number of shares and date acquired here; for each investment complete columns D through G on the corresponding lines below; enter only directly owned investments in items A through F and Total from additional sheet(s))

For each item listed, in columns A through G, enter the information for the partnership as a **whole**.

Item	A – Name/CUSIP/CINS/lot number				B – Number of shares acquired	C – Date acquired
A						
B						
C						
D						
E						
F						
Item	D Number of shares sold	E Date sold	F Average FMV	G Liabilities directly attributable	H Net average FMV	
A						
B						
C						
D						
E						
F						
Total from additional sheet(s)						
Total from partnerships						
11 Total proportionate part of columns F and G (see instructions)			11			

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STATEMENT 16M

Part 3 – Investment capital – stocks presumed held more than one year

Description of investment (identify each investment, and enter number of shares and date acquired here; for each investment complete columns F and G on the corresponding lines below; enter only directly owned investments in items A through F and Total from additional sheet(s))

For each item listed, in columns A through G, enter the information for the partnership as a **whole**.

Item	A – Name/CUSIP/CINS/lot number			B – Number of shares acquired	C – Date acquired
A					
B					
C					
D					
E					
F					

Item	D Number of shares sold	E Date sold	F Average FMV	G Liabilities directly attributable	H Net average FMV
A					
B					
C					
D					
E					
F					
Total from additional sheet(s)					
Total from partnerships					
12 Total proportionate part of columns F and G (see instructions)		12			

Part 4 – Total investment capital

13 Total average FMV and liabilities **directly** attributable
(add lines 10, 11, and 12 in columns F and G)

13			
----	--	--	--

Part 5 – Prior year investment capital – stocks that did not meet holding period requirement

Description of investment (identify each investment, and enter number of shares and date acquired here; for each investment complete columns D through G on the corresponding lines below; enter only directly owned investments in items A through F and Total from additional sheet(s))

For each item listed, in columns A through G, enter the information for the partnership as a **whole**.

Item	A – Name/CUSIP/CINS/lot number			B – Number of shares acquired	C – Date acquired
A					
B					
C					
D					
E					
F					

Item	D Number of shares sold	E Date sold	F Average FMV as previously reported	G Liabilities directly attributable as previously reported	H Net average FMV
A					
B					
C					
D					
E					
F					
Total from additional sheet(s)					
Total from partnerships					
14 Total proportionate part of columns F and G (see instructions)		14			

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STATEMENT 16M

Part 6 – Prior year gross investment income for stocks that did not meet holding period requirement

15 Prior year **presumed** gross investment income from stocks presumed in the prior year to be held more than one year that failed to meet the presumption (*see instructions*) 15

Partner's share of items related to investment and other exempt income under Article 9-A (*for New York C corporate partners only*)

16	Gross exempt cross-article dividends	16	
17	Gross exempt controlled foreign corporation (CFC) income.....	17	
18	Gross exempt unitary corporation dividends	18	
19	Gross investment income from investments generating income not taxable by New York State under the U.S. Constitution	19	
20	Dividend income from investment capital from stocks actually held more than one year.....	20	
21	Net capital gains or losses from investment capital from stocks actually held more than one year	21	
22	Dividend income from investment capital from stocks presumed held more than one year.....	22	

Partner's share of items related to interest deductions directly attributable to investment and other exempt income under Article 9-A (*for New York C corporate partners only*)

23	Interest expense per federal Form 1065, line 15	23	
24	Interest deductions directly attributable to income reported on line 16	24	
25	Interest deductions directly attributable to income reported on line 17	25	
26	Interest deductions directly attributable to income reported on line 18	26	
27	Interest deductions directly attributable to income reported on line 19	27	
28	Interest deductions directly attributable to income reported on line 20	28	
29	Interest deductions directly attributable to income reported on line 21	29	
30	Interest deductions directly attributable to income reported on line 22	30	
31	Interest deductions directly attributable to business capital	31	

Partner's share and proportionate part of items related to subtraction modification for qualified banks

32	Qualified residential loan portfolio assets	32	
33	Gross interest income from qualifying loans	33	
33a	Gross interest income from all loans	33a	
33b	Gross interest expense from all loans	33b	

Partner's share and proportionate part of items related to manufacturing

34	Total receipts from the sale of goods by manufacturing	34	
34a	Receipts received from the generation and distribution of electricity, the distribution of natural gas, and the production of steam associated with the generation of electricity	34a	
35	Adjusted basis of qualified manufacturing property	35	
35a	Number of employees employed in manufacturing in New York.....	35a	



STATEMENT 16M

Partner's share of New York modifications *(for New York S corporate partners only)*

36 New York State additions

	Number	A – Total amount
36a	E A –	
36b	E A –	
36c	E A –	
36d	E A –	
36e	E A –	
36f	E A –	

37 Total addition modifications *(total of column A, lines 36a through 36f)*..... **37**

38 New York State subtractions

	Number	A – Total amount
38a	E S –	
38b	E S –	
38c	E S –	
38d	E S –	
38e	E S –	
38f	E S –	

39 Total subtraction modifications *(total of column A, lines 38a through 38f)*..... **39**

40 Additions to itemized deductions

	Letter	Amount
40a		
40b		
40c		
40d		
40e		
40f		

41 Total additions to itemized deductions *(add lines 40a through 40f)*..... **41**

42 Subtractions from itemized deductions

	Letter	Amount
42a		
42b		
42c		
42d		
42e		
42f		

43 Total subtractions from itemized deductions *(add lines 42a through 42f)*..... **43**



STATEMENT 16M

Partner's share of income, deductions, etc. (from federal Form 1065, Schedule K-1)

Partner's distributive share items

44	Ordinary business income (loss)	44	
45	Net rental real estate income (loss)	45	
46	Other net rental income (loss)	46	
47	Guaranteed payments	47	
48	Interest income	48	4,826
49	Ordinary dividends	49	289,730
50	Royalties	50	
51	Net short-term capital gain (loss)	51	59,122
52	Net long-term capital gain (loss)	52	727,528
53	Net section 1231 gain (loss)	53	
54	Other income (loss)	54	(7,489)
Identify: Other portfolio income (Loss)			
55	Section 179 deduction	55	
56	Other deductions	56	80,917
Identify: Other deductions			
57	Tax-exempt income and nondeductible expenses	57	
58	Distributions – cash and marketable securities	58	2,750,000
59	Distributions – other property	59	
60	Other items not included above that are required to be reported separately to partners	60	375,473
Identify: See Statement			

Partner's credit information (see instructions)

Part 1 – Flow-through credit bases and information

Brownfield redevelopment tax credit (Form CT-611, Form CT-611.1, or Form CT-611.2)

		A – Form CT-611	B – Form CT-611.1	C – Form CT-611.2
61	Site preparation credit component	61		
62	Tangible property credit component	62		
63	On-site groundwater remediation credit component ...	63		

EZ capital tax credit (Form CT-602)

64	Recapture of credit for investments in certified EZ businesses	64	
65	Recapture of credit for contributions of money to EZ community development projects	65	

QEZE tax reduction credit (Form CT-604-CP)

66	QEZE employment increase factor	66	
67	QEZE zone allocation factor	67	
68	QEZE benefit period factor	68	

Excelsior jobs program tax credit (Form CT-607)

69	Excelsior jobs tax credit component	69	
70	Excelsior investment tax credit component	70	
71	Excelsior research and development tax credit component	71	
72	Excelsior real property tax credit component	72	



STATEMENT 16M

Partner's credit information *(continued)*

Farmers' school tax credit *(Form CT-47)*

73	Acres of qualified agricultural property.....	73	
74	Acres of qualified conservation property.....	74	
75	Eligible school district property taxes paid	75	
76	Acres of qualified agricultural property converted to nonqualified use	76	

Other flow-through credit bases and information

Credit bases

Code	Amount	Code	Amount
77a		77d	
77b		77e	
77c		77f	

Credit information

Code	Information	Code	Information
77g		77j	
77h		77k	
77i		77l	

Part 2 – Flow-through credits, addbacks, and recaptures

78 Flow-through credits

Code	Amount	Code	Amount
78a		78e	
78b		78f	
78c		78g	
78d		78h	

79 Addbacks of credits and recaptures

Code	Amount	Code	Amount
79a		79d	
79b		79e	
79c		79f	

Part 3 – START-UP NY tax elimination credit information *(Form CT-638)*

80	START-UP NY business certificate number <i>(Form DTF-74)</i>	80	
81	Year of START-UP NY business tax benefit period	81	
82	START-UP NY area allocation factor	82	

Partner's share of apportionment and Metropolitan Commuter Transportation District (MCTD) information

Part 1

- During the reporting year, did the partnership do business, employ capital, own or lease property, maintain an office, or derive receipts from activity, in New York State? *(mark an X in the appropriate box)*..... Yes ☐ No ☒
- During the reporting year, did the partnership do business, employ capital, own or lease property, maintain an office, or derive receipts from activity, in the MCTD? *(mark an X in the appropriate box)*..... Yes ☐ No ☒

Average value of property

		A – MCTD	B – New York State
3	Real estate owned	3	
4	Real estate rented	4	
5	Inventories owned	5	
6	Tangible personal property owned	6	
7	Tangible personal property rented	7	



STATEMENT 16M

Part 2 Receipts from:		A MCTD	B New York State	C Everywhere
Section 210-A.2				
1 Sales of tangible personal property	1			
2 Sales of electricity	2			
3 Net gains from sales of real property	3			
Section 210-A.3				
4 Rentals of real and tangible personal property	4			
5 Royalties from patents, copyrights, trademarks, and similar intangible personal property	5			
6 Sales of rights for certain closed-circuit and cable TV transmissions of an event	6			
Section 210-A.4				
7 Sale, licensing, or granting access to digital products...	7			
7a Sale, licensing, or granting access to digital products...	7a			
8 This line intentionally left blank	8			
Section 210-A.5(a)(2)(A)				
9 Interest from loans secured by real property	9			
10 Net gains from sales of loans secured by real property ...	10			
11 Interest from loans not secured by real property <input type="checkbox"/>	11			
12 Net gains from sales of loans not secured by real property <input type="checkbox"/>	12			
Section 210-A.5(a)(2)(B) <input type="checkbox"/>				
13 Interest from federal debt	13			
14				
15 Interest from NYS and its political subdivisions debt	15			
16 Net gains from federal, NYS, and NYS political subdivisions debt	16			
17 Interest from other states and their political subdivisions debt	17			
18 Net gains from other states and their political subdivisions debt	18			
Section 210-A.5(a)(2)(C) <input type="checkbox"/>				
19 Interest from asset-backed securities and other government agency debt	19			
20 Net gains from government agency debt or asset-backed securities sold through an exchange..	20			
21 Net gains from all other asset-backed securities	21			
Section 210-A.5(a)(2)(D) <input type="checkbox"/>				
22 Interest from corporate bonds	22			
23 Net gains from corporate bonds sold through broker/dealer or licensed exchange	23			
24 Net gains from other corporate bonds	24			
Section 210-A.5(a)(2)(E)				
25 Net interest from reverse repurchase and securities borrowing agreements	25			
Section 210-A.5(a)(2)(F)				
26 Net interest from federal funds	26			
Section 210-A.5(a)(2)(I) <input type="checkbox"/>				
27 Net income from sales of physical commodities	27			
Section 210-A.5(a)(2)(J) <input type="checkbox"/>				
28 Marked to market net gains	28			

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STATEMENT 16M

Part 2 Receipts from:		A MCTD	B New York State	C Everywhere
Section 210-A.5(a)(2)(H) <input type="checkbox"/> 210-A.5(a)(2)(G) <input type="checkbox"/>				
29 Interest from other financial instruments	29			
30 Net gains from other financial instruments	30			
30a Net gains from other financial instruments (broker/dealer/exchange)	30a			
30b Other income from other financial instruments	30b			
30c Other income from other financial instruments (broker/dealer/exchange)	30c			
30d Dividends from stock that is business capital	30d			
30e Net gains from sales of stock that is business capital ...	30e			
30f Net gains from sales of partnership interests	30f			
Section 210-A.5(b)				
31 Brokerage commissions	31			
32 Margin interest earned on behalf of brokerage accounts	32			
33 Fees for advisory services for underwriting or management of underwriting	33			
34 Receipts from primary spread of selling concessions	34			
35 Receipts from account maintenance fees	35			
36 Fees for management or advisory services	36			
37 Interest from an affiliated corporation	37			
Section 210-A.5(c)				
38 Interest, fees, and penalties from credit cards	38			
39 Service charges and fees from credit cards	39			
40 Receipts from merchant discounts	40			
41 Receipts from credit card authorizations and settlement processing	41			
42 Other credit card processing receipts	42			
Section 210-A.5(d)				
43 Receipts from certain services to investment companies	43			
Section 210-A.6				
44 Receipts from railroad and trucking business	44			
Section 210-A.6-a				
45 Receipts from the operation of vessels	45			
Section 210-A.7				
46 Receipts from air freight forwarding	46			
47 Receipts from other aviation services	47			
Section 210-A.8				
48 Advertising in newspapers or periodicals	48			
49 Advertising on television or radio	49			
50 Advertising via other means	50			
Section 210-A.9				
51 Transportation or transmission of gas through pipes	51			
Section 210-A.10				
52 Receipts from other services/activities not specified	52			
52a Receipts from other services/activities not specified	52a			



STATEMENT 16M

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Payroll		A MCTD	B New York State
53	Wages and other compensation of employees except general executive officers	53	
54	Average number of individuals employed full time in New York State <i>(excluding employees with partnership-wide authority)</i>		54

Gross proceeds or receipts from certain sales (for apportionment purposes) <i>(see instructions)</i>		A MCTD	B New York State	C Everywhere
55	Sales of loans secured by real property	55		
56	Sales of loans not secured by real property	56		
57	Sales of other asset-backed securities	57		
58	Sales of corporate bonds	58		
59	Sales of physical commodities.....	59		

Marked to market net gain or loss from deemed sales (for apportionment purposes)

60	Of loans secured by real property	60	
61	Of loans not secured by real property	61	
62	Of federal debt instruments	62	
63	Of New York State and its political subdivisions debt instruments	63	
64	Of other states and their political subdivisions debt instruments	64	
65	Of government agency debt or asset-backed securities (through exchange)	65	
66	Of all other asset-backed securities	66	
67	Of corporate bonds through licensed exchange or broker/dealer	67	
68	Of other corporate bonds	68	
69	Of physical commodities	69	
70	Of other financial instruments of one type	70	

Items related to repurchase agreements and securities borrowing/lending agreements

71	Value of reverse repurchase agreements when partnership is purchaser/lender.....	71	
72	Value of borrowing agreements when partnership is securities borrower.....	72	
73	Value of repurchase agreements when partnership is seller/borrower.....	73	
74	Value of lending agreements when partnership is securities lender	74	
75	Interest income from reverse repurchase agreements and securities borrowing agreements ..	75	
76	Interest expense from repurchase agreements and securities lending agreements	76	

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STATEMENT 16M

GQG PARTNERS INTERNATIONAL EQUITY FUND – GQG PARTNERS SERIES LLC

2018 SCHEDULE K-1 SUPPORTING STATEMENTS

THE WINTHROP ROCKEFELLER FOUNDATION

ADDITIONAL INFORMATION

THE PARTNERSHIP IS ENGAGED IN THE PURCHASE AND SALE OF SECURITIES FOR THE ACCOUNT OF THE PARTNERSHIP AND ITS PARTNERS - ACCORDINGLY, UNDER SECTION 631(D) OF THE NEW YORK STATE LAW, NON-RESIDENT PARTNERS ARE EXEMPT FROM TAX ON THEIR DISTRIBUTIVE SHARE OF THE PARTNERSHIP'S INCOME, SINCE THAT INCOME ARISES FROM THE PURCHASE AND SALE OF PROPERTY FOR THE ACCOUNT OF THE PARTNERSHIP AND ITS PARTNERS.

INFORMATION FOR CORPORATE PARTNERS

THIS PARTNERSHIP HAS COMPLIED WITH INVESTMENT CAPITAL IDENTIFICATION REQUIREMENTS IN ACCORDANCE WITH TSB-M-15(4)C, (5)I AND/OR TSB-M-15(4.1)C, (5.1)I FOR CERTAIN ASSETS REPORTED HEREIN. WHETHER SUCH IDENTIFIED ASSETS IN FACT QUALIFY AS "INVESTMENT CAPITAL" WITH RESPECT TO A CORPORATE PARTNER SHOULD BE A DETERMINATION MADE BY SUCH CORPORATE PARTNER DEPENDING ON ITS OWN FACTS AND CIRCUMSTANCES. PLEASE CONSULT YOUR TAX ADVISOR.

STATEMENT 16M

GQG PARTNERS INTERNATIONAL EQUITY FUND – GQG PARTNERS SERIES
LLC

2018 SCHEDULE K-1 SUPPORTING STATEMENTS

THE WINTHROP ROCKEFELLER FOUNDATION

DETAILS FOR NEW YORK SCHEDULE K-1

	FEDERAL	NEW YORK ADJUSTMENTS	ADJUSTED FEDERAL	NEW YORK SOURCE
LINE 60 OTHER ITEMS NOT INCLUDED ABOVE THAT ARE REQUIRED TO BE REPORTED SEPARATELY TO PARTNERS				
LINE 20A INVESTMENT INCOME	294,556	0	294,556	0
LINE 20B INVESTMENT EXPENSES	80,917	0	80,917	0
LINE 60 OTHER ITEMS NOT INCLUDED ABOVE	375,473	0	375,473	0

STATEMENT 16M

PA SCHEDULE NRK-1

1807310055

Nonresident Schedule of Shareholder/
Partner/Beneficiary Pass Through
Income, Loss and Credits
PA-20S/PA-65 NRK-1 (PT) 05-18 (FI)
PA Department of Revenue

2018

Part I. General Information	SSN	<input type="text"/>	Last Name	<input type="text"/>	Suffix	<input type="text"/>	First Name	<input type="text"/>	MI	<input type="text"/>
	Spouse's SSN	<input type="text"/>	If jointly held		Phone Number		<input type="text"/>			
	FEIN	<input type="text" value="710285871"/>	Name of Owner Receiving NRK-1 (if other than an individual) <input type="text" value="THE WINTHROP ROCKEFELLER FOUNDATION"/>							
	First Line of Address	<input type="text" value="225 E MARKHAM STE 200"/>				Amended Schedule	<input type="checkbox"/>	Final	<input type="checkbox"/>	Owner:
	Second Line of Address	<input type="text"/>				Shareholder's stock ownership:	<input type="text" value="00167"/>		<input type="checkbox"/>	Individual
	City or Post Office	State	ZIP Code		Beneficiary's year-end distribution:	<input type="text" value="00167"/>		<input type="checkbox"/>	PA S Corp.	
	<input type="text" value="LITTLE ROCK"/>	<input type="text" value="AR"/>	<input type="text" value="72201"/>		Partner's percentage of:	<input type="text" value="00167"/>		<input checked="" type="checkbox"/>	All Other Corp.	
					Profit sharing:	<input type="text" value="00167"/>		<input type="checkbox"/>	Estate/Trust	
					Loss sharing:	<input type="text" value="00167"/>		<input type="checkbox"/>	Partnership	
					Ownership of capital:	<input type="text" value="00167"/>		<input type="checkbox"/>	LLC	
								<input type="checkbox"/>	Exempt	
Name of Entity Issuing NRK-1 <input type="text" value="GQG PARTNERS INTERNATIONAL EQUITY FUND - GQG PARTNERS SERIE"/>										
City or Post Office										
State										
ZIP Code										
Entity: (Fill in one oval only)										
<input type="checkbox"/> Estate/Trust <input checked="" type="checkbox"/> Partnership										
<input type="checkbox"/> PA S Corp <input type="checkbox"/> LLC										
<input type="checkbox"/> Fiscal Year <input type="checkbox"/> Short Year										
FEIN										
Revenue ID										
<input type="text" value="812938117"/>										
<input type="text"/>										
Begin End										

Owner:

☐ Individual

☐ PA S Corp.

☒ All Other Corp.

☐ Estate/Trust

☐ Partnership

☐ LLC

☐ Exempt

Partner:

☐ General Partner or LLC Member - Manager

☒ Limited Partner or Other LLC Member

NOTE: Amounts from this schedule must be reported on the appropriate PA Tax Return.

Enter whole dollars only

Part II	1	PA-Taxable Business Income (Loss) from Operations	.....	If a loss, fill in the oval.	<input type="checkbox"/>	1	<input type="text"/>
	2	Net Gain (Loss) from the Sale, Exchange or Disposition of Property	..	If a loss, fill in the oval.	<input type="checkbox"/>	2	<input type="text"/>
	3	Net Income (Loss) from Rents, Royalties, Patents and Copyrights	....	If a loss, fill in the oval.	<input type="checkbox"/>	3	<input type="text"/>
	4	Income of/from Estates or Trusts	.....			4	<input type="text"/>
	5	Gambling and Lottery Winnings (Loss)	.....	If a loss, fill in the oval.	<input type="checkbox"/>	5	<input type="text"/>
Part III	6	PA Nonresident Tax Withheld	.....			6	<input type="text"/>
	7	Total Other Credits. Submit statement	.....			7	<input type="text"/>
Part IV	8	Distributions of Cash, Marketable Securities and Property - not including guaranteed payments	....			8	<input type="text" value="2,750,000"/>
	9	Guaranteed Payments for Capital or Other Services	.....			9	<input type="text"/>
	10	All Other Guaranteed Payments for Services Rendered (PA-Appportioned Amount Only)	.....			10	<input type="text"/>
Part V	11	Guaranteed Payments to the Retired Partner	.....			11	<input type="text"/>
	12	Distributions from PA Accumulated Adjustments Account	.....	If liquidating, fill in the oval.	<input type="checkbox"/>	12	<input type="text"/>
	13	Distributions of Cash, Marketable Securities and Property	.....			13	<input type="text"/>
Part VI	14	Nontaxable income (loss) or nondeductible expenses required to calculate owner's economic investment. Submit statement.	.....	If a loss, fill in the oval.	<input type="checkbox"/>	14	<input type="text"/>
	15	Owner's Share of IRC Section 179 allowed according to PA rules	.....			15	<input type="text"/>
Part VII	16	Owner's Share of Straight-Line Depreciation	.....			16	<input type="text"/>
	17	Partner's Share of Nonrecourse Liabilities at year-end	.....			17	<input type="text" value="145,304"/>
	18	Partner's Share of Recourse Liabilities at year-end	.....			18	<input type="text"/>



1807310055

1807310055

PA SCHEDULE H-Corp

Corporate Partner Apportioned Business Income (Loss)

1807410053

PA-20S/PA-65 H-Corp (PT) 05-18 (FI)

PA Department of Revenue

2018

OFFICIAL USE ONLY

Name as shown on PA-20S/PA-65 Information Return	Date the taxable period ended	FEIN	Revenue ID
GQG PARTNERS INTERNATIONAL EQUITY FI	12/31/2018	812938117	

Complete this schedule to apportion business income (loss) for partners who are business entities only. This schedule should be provided to partners who are business entities. If the partnership derives business income from sources within and outside Pennsylvania or totally within Pennsylvania, complete this schedule. Any partner who is a corporation will use its share of the information provided in the calculation of its own apportionment factor.

SALES FACTOR Description	Inside PA	Inside and Outside PA
Sales (Net of Returns and Allowances)		
Interest, Rents, Royalties		
Gross Sales Price of Assets (Except securities)		
Other Sales (receipts only)		
Partner's share of sales from partnerships		
Total Sales	(A)	(B)

PA Apportionment. For CNI Tax divide (A) by (B)	
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Special Apportionment to be completed only by railroad, truck, bus, and airline entities, pipeline or natural gas entities and water transportation entities.
(Refer to PA-20S/PA-65 Schedule H-Corp instructions) (A) Numerator (A)
(B) Denominator (B) =

STATEMENT 16M

GQG PARTNERS INTERNATIONAL EQUITY FUND – GQG
PARTNERS SERIES LLC
2018 SCHEDULE K-1 SUPPORTING STATEMENTS

81-2938117

THE WINTHROP ROCKEFELLER FOUNDATION

Rider:

THE PARTNERSHIP IS ENGAGED IN THE PURCHASE AND SALE OF SECURITIES FOR THE ACCOUNT OF THE PARTNERSHIP AND ITS PARTNERS. ACCORDINGLY, THE INCOME OF THE PARTNERSHIP IS NOT CONSIDERED INCOME FROM A TRADE OR BUSINESS CARRIED ON IN PENNSYLVANIA AND IS NOT CONSIDERED PENNSYLVANIA SOURCE INCOME FOR PENNSYLVANIA INCOME TAX PURPOSES. UNLESS OTHERWISE NOTED ON PENNSYLVANIA SCHEDULE NRK-1, NON-RESIDENT PARTNERS ARE EXEMPT FROM TAX ON THEIR DISTRIBUTIVE SHARE OF THE PARTNERSHIP'S INCOME, SINCE THAT INCOME ARISES FROM THE PURCHASE AND SALE OF SECURITIES FOR THE ACCOUNT OF THE PARTNERSHIP AND ITS PARTNERS.

PURSUANT TO PENNSYLVANIA TAX REPORTING REQUIREMENTS, PARTNERS THAT ARE PASS-THROUGH ENTITIES SHALL RECEIVE BOTH PA SCHEDULES RK-1 AND NRK-1 IN ORDER TO PASS THROUGH ANY PENNSYLVANIA-SOURCED TAXABLE INCOME, AS REPORTED ON PA SCHEDULE NRK-1 WHERE APPLICABLE, TO THE FINAL TAXPAYER.

STATEMENT 17

Winthrop Rockefeller Foundation
2018 Fixed Asset Records
12/31/18

Description	Vendor	Acquisition		Life	1/1/18	Additions	Retirements	12/31/18	Accumulated Depreciation		Retirements	Accumulated Depreciation		Net Book Value	Monthly Dep'n	Dep'n Adj. For additions and retirements		Month Dep'n changes Start/Stop
		Date							1/1/18	Depreciation		12/31/18	Net Book Value			retirements	New Depn	
OFFICE EQUIPMENT & FURNISHINGS																		
65" TV	Jay Stanley	2/1/09	5	5,081.49			(5,081.49)	-	5,081.49	-	(5,081.49)	0.00	(0.00)					October
TV/DVD stand	Jay Stanley	2/1/09	5	5,623.37			(5,623.37)	-	5,623.37	-	(5,623.37)	0.00	(0.00)					October
DVD/VCR Combo	Jay Stanley	2/1/09	5	631.06			(631.06)	-	631.06	-	(631.06)	(0.00)	0.00					October
Off 216 44" fireproof file drawer	Cousins	5/7/02	10	2,512.94			(2,512.94)	-	2,512.94	-	(2,512.94)	-	-	-				October
Off 216 44" fireproof file drawer	Cousins	5/7/02	10	2,512.94			(2,512.94)	-	2,512.94	-	(2,512.94)	-	-	-				October
Off 216 31" fireproof file drawer	Cousins	5/7/02	10	1,670.23				1,670.23	1,670.23	-		1,670.23	-	-				October
Shoretel Conference Phone	IK Electric	4/2/09	5	1,207.65			(1,207.65)	-	1,207.65	-	(1,207.65)	0.00	(0.00)	-				October
Christmas decorations	B. Arnold	12/2/09	5	1,459.00			(1,459.00)	-	1,459.00	-	(1,459.00)	0.00	(0.00)	-				October
Shortel Maintenance contract	IK Electric	1/28/10	5	6,530.39			(6,530.39)	-	6,530.39	-	(6,530.39)	(0.00)	0.00	-				
Microphones for Conference Room		4/1/10	5	1,595.70			(1,595.70)	-	1,595.71	-	(1,595.71)	(0.00)	0.00					October
Conference Phone	IK Electric	12/1/10	5	1,432.49			(1,432.49)	-	1,432.49	-	(1,432.49)	0.00	(0.00)					October
Sharp MX 4101 Copier	Business World	6/9/11	5	10,393.10				10,393.10	10,393.12	-		10,393.12	(0.02)					
Shortel Servers	IK Electric	41897	3	2103.7			(2,103.70)	0	2,103.70	0	(2,103.70)	0.00	0.00					October
Kitchen Aid Ice Maker	Metro Builder sup	41044	5	1816.29			(1,816.29)	0	1816.31		(1,816.31)	0	0					October
Reception Quoin Side Chairs	Today's Office	2/1/09	10	1,600.25				1,600.25	1,426.89	160.03		1,586.92	13.33	13.34				
Reception Quoin Side Chairs	Today's Office	2/1/09	10	1,600.25				1,600.25	1,426.89	160.03		1,586.92	13.33	13.34				
Reception Side Table	Innerplan	2/1/09	10	597.03				597.03	532.35	59.70		592.06	4.98	4.98				
Reception Side Table	Innerplan	2/1/09	10	597.03				597.03	532.35	59.70		592.06	4.98	4.98				
Reception Coffee Table	Innerplan	2/1/09	10	732.16				732.16	652.83	73.22		726.05	6.11	6.10				
Reception Occasional table under TV	Innerplan	2/1/09	10	595.94				595.94	531.39	59.59		590.98	4.96	4.97				
Reception Sofa	Today's Office	2/1/09	10	2,742.39				2,742.39	2,445.31	274.24		2,719.55	22.84	22.85				
Reception Kathryn Guest Chair	Today's Office	2/1/09	10	749.20				749.20	668.04	74.92		742.96	6.24	6.24				
Reception Kathryn Guest Chair	Today's Office	2/1/09	10	749.20				749.20	668.04	74.92		742.96	6.24	6.24				
Reception Overhead Cabinet	Innerplan	2/1/09	10	2,379.23				2,379.23	2,121.48	237.92		2,359.41	19.83	19.83				
Reception Lateral Files & Modular Top	Innerplan	2/1/09	10	824.30				824.30	735.00	82.43		817.43	6.87	6.87				
Reception Lateral Files & Modular Top	Innerplan	2/1/09	10	824.30		(824.30)	-	735.00	82.43	(817.43)	-	-	-	6.87				Jan-19
Reception Lateral Files & Modular Top	Innerplan	2/1/09	10	280.87				280.87	250.45	28.09		278.54	2.33	2.34				
Reception Desk	Innerplan	5/15/09	10	2,562.64				2,562.64	2,220.96	256.26		2,477.22	85.42	21.36				
4 stacking seminar chairs	Innerplan	2/1/09	10	1,391.72		(1,391.72)	-	1,240.95	104.38	(1,345.33)	(0.00)	0.00	11.60	(11.60)				October
22 seminar chairs	Innerplan	2/1/09	10	8,864.46		(8,864.46)	-	7,904.14	664.83	(8,568.98)	(0.01)	0.01	73.87	(73.87)				October
Conference room Visual Board	Innerplan	2/1/09	10	665.26		(665.26)	-	593.18	49.89	(643.08)	(0.01)	0.01	5.54	(5.54)				October
Hallway Modular Mobile Ottoman	Today's Office	2/1/09	10	1,962.97				1,962.97	1,750.32	196.30		1,946.62	16.36	16.36				
Breakroom 4 tall stools	Today's Office	2/1/09	10	1,046.20				1,046.20	932.86	104.62		1,037.48	8.72	8.72				
Breakroom 2 tables	Today's Office	2/1/09	10	916.20				916.20	816.95	91.62		908.57	7.63	7.64				
Breakroom catering cart	Innerplan	2/1/09	10	610.91				610.91	544.72	61.09		605.82	5.09	5.09				
Breakroom Hannah "Izzy" chairs	Innerplan	2/1/09	10	1,058.48		(1,058.48)	-	943.81	79.39	(1,023.20)	0.00	(0.00)	8.82	(8.82)				October
2 drawer laterals with common top	Today's Office	2/1/09	10	2,464.71				2,464.71	2,197.69	246.47		2,444.17	20.55	20.54				
Off 205 Combination Cabinet	Innerplan	2/1/09	10	979.41				979.41	873.30	97.94		971.25	8.16	8.16				
Off 205 Overhead Storage Unit	Innerplan	2/1/09	10	1,617.41				1,617.41	1,442.18	161.74		1,603.93	13.49	13.48				
Off 205 Credenza & Desk Unit	Innerplan	2/1/09	10	2,337.87				2,337.87	2,084.60	233.79		2,318.39	19.49	19.48				
Off 205 Side chairs	Today's Office	2/1/09	10	708.80				708.80	632.01	70.88		702.89	5.91	5.91				
Off 206 Credenza & Desk Unit	Innerplan	2/1/09	10	2,246.92				2,246.92	2,003.51	224.69		2,228.20	18.72	18.72				
Off 206 Double credenza unit	Innerplan	2/1/09	10	1,285.88				1,285.88	1,146.57	128.59		1,275.16	10.72	10.72				
Off 206 Double Overhead unit	Innerplan	2/1/09	10	1,617.78				1,617.78	1,442.52	161.78		1,604.30	13.48	13.48				
Off 206 Overhead storage unit	Innerplan	2/1/09	10	1,617.41				1,617.41	1,442.18	161.74		1,603.93	13.49	13.48				
Off 207 2 side chairs	Today's Office	2/1/09	10	708.80				708.80	632.01	70.88		702.89	5.91	5.91				
Off 207 Double Overhead unit	Innerplan	2/1/09	10	1,617.41				1,617.41	1,442.18	161.74		1,603.93	13.49	13.48				
Off 207 Credenza & Desk Unit	Innerplan	2/1/09	10	2,643.08				2,643.08	2,356.74	264.31		2,621.05	22.03	22.03				
Off 207 2 drawer credenza	Innerplan	2/1/09	10	642.94				642.94	573.30	64.29		637.59	5.35	5.36				
Off 207 Combination Cabinet	Innerplan	2/1/09	10	979.41		(979.41)	-	873.30	97.94	(971.24)	0.00	(0.00)	8.16					Jan-19
Off 209 5 side chairs	Today's Office	2/1/09	10	1,772.00				1,772.00	1,580.03	177.20		1,757.23	14.77	14.77				
Off 209 Credenza & Desk Unit	Innerplan	2/1/09	10	2,671.00				2,671.00	2,381.64	267.10		2,648.74	22.26	22.26				
Off 209 2 drawer credenza	Innerplan	2/1/09	10	642.94				642.94	573.30	64.29		637.59	5.35	5.36				
Off 209 Combination Cabinet	Innerplan	2/1/09	10	979.41		(979.41)	-	873.30	97.94	(971.24)	0.00	(0.00)	8.16					Jan-19
Off 209 Overhead storage unit	Innerplan	2/1/09	10	1,617.41				1,617.41	1,442.18	161.74		1,603.93	13.49	13.48				
Off 210 side chairs	Innerplan	2/1/09	10	354.40				354.40	316.01	35.44		351.45	2.95	2.95				
Off 210 side chairs	Innerplan	2/1/09	10	354.40				354.40	316.00	35.44		351.44	2.96	2.95				
Off 210 side chairs	Innerplan	2/1/09	10	354.40				354.40	316.01	35.44		351.45	2.95	2.95				
Off 210 side chairs	Innerplan	2/1/09	10	354.40		(354.40)	-	316.00	26.58	(342.58)	-	-	-	2.95	(2.95)			October
Off 210 side chairs	Innerplan	2/1/09	10	354.40				354.40	316.01	35.44		351.45	2.95	2.95				
Off 218 Desk P-top	Innerplan	2/1/09	10	694.58				694.58	619.33	69.46		688.79	5.79	5.79				
Off 218 Desk Bridge	Innerplan	2/1/09	10	433.06				433.06	386.14	43.31		429.45	3.61	3.61				

STATEMENT 17

Winthrop Rockefeller Foundation
2018 Fixed Asset Records
12/31/18

															Dep'n Adj.			
Description	Vendor	Acquisition		Life	1/1/18	Additions	Retirements	12/31/18	Accumulated Depreciation		Retirements	Accumulated Depreciation		Net Book Value	Monthly Dep'n	For additions and retirements	New Depn	Month Dep'n changes Start/Stop
		Date							1/1/18	Depreciation		12/31/18						
Off 211 Desk surface	Innerplan	2/1/09	10	450.55			(450.55)	-	401.74	33.79	(435.53)	0.00	(0.00)	3.75				October
Off 218 Credenza combo file	Innerplan	2/1/09	10	717.72				717.72	639.97	71.77		711.74	5.98	5.98				
Off 210 Bookcase	Innerplan	2/1/09	10	401.80				401.80	358.27	40.18		398.45	3.35	3.35				
Off 210 Combination Cabinet	Innerplan	2/1/09	10	979.41			(979.41)	-	873.30	97.94	(971.24)	0.00	(0.00)	8.16				Jan-19
Off 210 Overhead storage unit	Innerplan	2/1/09	10	1,567.18				1,567.18	1,397.40	156.72		1,554.12	13.06	13.06				
Off 210 Small meeting table	Innerplan	2/1/09	10	285.78				285.78	254.82	28.58		283.40	2.38	2.38				
Off 209 Small meeting table	Innerplan	2/1/09	10	285.78				285.78	254.82	28.58		283.40	2.38	2.38				
211 Team Room 2 drawer lateral	Today's Office	2/1/09	10	712.30			(712.30)	-	635.13	53.42	(688.55)	-	-	5.94			(5.94)	October
211 Team Room Easel (rolling)	Innerplan	2/1/09	10	584.35				584.35	521.05	58.44		579.49	4.87	4.87				
Off 212 Credenza & Desk unit	Innerplan	2/1/09	10	2,318.60				2,318.60	2,067.42	231.86		2,299.28	19.32	19.32				
Off 212 Credenzas (2 2drawer w/ common to	Innerplan	2/1/09	10	1,643.18				1,643.18	1,465.16	164.32		1,629.48	13.70	13.69				
Off 212 Combination Cabinet	Innerplan	2/1/09	10	1,037.83				1,037.83	925.39	103.78		1,029.18	8.65	8.65				
Off 212 Overhead Storage unit	Innerplan	2/1/09	10	1,617.41				1,617.41	1,442.18	161.74		1,603.93	13.49	13.48				
Off 212 Side chair	Today's Office	2/1/09	10	354.40				354.40	316.00	35.44		351.44	2.96	2.95				
Off 212 Side chair	Today's Office	2/1/09	10	354.40			(354.40)	-	316.01	26.59	(342.60)	-	-	2.95			(2.95)	October
Off 213 Alina Lounge Chairs (2)	Today's Office	2/1/09	10	3,146.22				3,146.22	2,805.38	314.62		3,120.00	26.22	26.22				
Off 213 Side Chairs	Today's Office	2/1/09	10	354.40				354.40	316.01	35.44		351.45	2.95	2.95				
Off 213 Side Chairs	Today's Office	2/1/09	10	354.40			(354.40)	-	316.00	26.58	(342.58)	-	-	2.95			(2.95)	October
Off 213 Side Chairs	Today's Office	2/1/09	10	354.40				354.40	316.01	35.44		351.45	2.95	2.95				
Off 213 Side Chairs	Today's Office	2/1/09	10	354.40			(354.40)	-	316.00	26.58	(342.58)	-	-	2.95			(2.95)	October
Off 213 Side Chairs	Today's Office	2/1/09	10	354.40				354.40	316.01	35.44		351.45	2.95	2.95				
Off 213 Combination Cabinet	Innerplan	2/1/09	10	1,037.83			(1,037.83)	-	925.39	103.78	(1,029.17)	0.00	(0.00)	8.65				Jan-19
Off 213 Overhead Unit 60"	Innerplan	2/1/09	10	833.82				833.82	743.49	83.38		826.87	6.95	6.95				
Off 213 Credenza & Desk	Innerplan	2/1/09	10	2,295.91				2,295.91	2,047.18	229.59		2,276.78	19.14	19.13				
Off 213 Credenzas (2drawer) & top	Innerplan	2/1/09	10	1,713.06				1,713.06	1,527.47	171.31		1,698.78	14.28	14.28				
Off 214 Side Chair	Today's Office	2/1/09	10	354.40			(354.40)	-	316.01	26.59	(342.60)	-	-	2.95			(2.95)	October
Off 214 Side Chair	Today's Office	2/1/09	10	354.40				354.40	316.00	35.44		351.44	2.96	2.95				
Off 214 Box file & Desk	Innerplan	2/1/09	10	1,980.36				1,980.36	1,765.81	198.04		1,963.85	16.51	16.50				
Off 214 Combination box file	Innerplan	2/1/09	10	717.72			(717.72)	-	639.97	53.83	(693.80)	(0.00)	0.00	5.98			(5.98)	October
Off 214 Overhead units	Innerplan	2/1/09	10	1,617.41				1,617.41	1,442.18	161.74		1,603.93	13.49	13.48				
Off 214 3 drawer files with common top	Today's Office	2/1/09	10	2,160.42				2,160.42	1,926.38	216.04		2,142.42	18.00	18.00				
Off 215 Side chairs (5)	Today's Office	2/1/09	10	1,772.00				1,772.00	1,580.03	177.20		1,757.23	14.77	14.77				
Off 215 Combo box file & desk	Innerplan	2/1/09	10	2,226.04				2,226.04	1,984.89	222.60		2,207.49	18.55	18.55				
Off 215 Credenzas & common top	Innerplan	2/1/09	10	1,713.06				1,713.06	1,527.47	171.31		1,698.78	14.28	14.28				
Off 215 Overhead unit	Innerplan	2/1/09	10	1,707.10				1,707.10	1,522.16	170.71		1,692.87	14.23	14.23				
Off 215 Small Meeting Table	Innerplan	2/1/09	10	285.78				285.78	254.82	28.58		283.40	2.38	2.38				
Off 213 Small Meeting Table	Innerplan	2/1/09	10	285.78				285.78	254.82	28.58		283.40	2.38	2.38				
Off 216 High Back Chair	Today's Office	2/1/09	10	486.48				486.48	433.77	48.65		482.42	4.06	4.05				
Off 216 Wall storage & files with common to	Today's Office	2/1/09	10	2,918.68				2,918.68	2,602.49	291.87		2,894.36	24.32	24.32				
Off 216 Center lateral files with common top	Today's Office	2/1/09	10	2,440.90				2,440.90	2,176.47	244.09		2,420.56	20.34	20.34				
Off 216 Center lateral files with common top	Today's Office	2/1/09	10	813.62			(813.62)	-	725.48	61.02	(786.50)	(0.00)	0.00	6.78			(6.78)	October
Off 218 Library Side chairs (6)	Today's Office	2/1/09	10	2,126.40				2,126.40	1,896.04	212.64		2,108.68	17.72	17.72				
Off 218 Library Bookcases (2)	Innerplan	2/1/09	10	663.86				663.86	591.93	66.39		658.32	5.54	5.53				
Rectangular Conference Tables (9)	Innerplan	2/1/09	10	5,903.28			(5,903.28)	-	5,263.75	442.75	(5,706.50)	0.00	(0.00)	49.19			(49.19)	October
Polygon Conference Tables (4)	Innerplan	2/1/09	10	3,286.28			(3,286.28)	-	2,930.26	246.47	(3,176.73)	0.00	(0.00)	27.39			(27.39)	October
217 Executive Hallway table	Today's Office	2/1/09	10	407.58				407.58	363.42	40.76		404.18	3.40	3.40				
217 EH Tablet Chairs - Blue fabric	Today's Office	2/1/09	10	3,141.90				3,141.90	2,801.53	314.19		3,115.72	26.18	26.18				
217 EH Tablet Chairs - Brown pattern	Today's Office	2/1/09	10	4,116.78				4,116.78	3,670.79	411.68		4,082.47	34.31	34.31				
211 Team Rm Jenny Tablet Chairs - sand fabr	Today's Office	2/1/09	10	1,418.02				1,418.02	1,264.41	141.80		1,406.21	11.81	11.82				
Prog Hall Tablet Chairs - Brown pattern fabri	Today's Office	2/1/09	10	4,116.78				4,116.78	3,670.79	411.68		4,082.47	34.31	34.31				
Shoretel Telephone System & Cabling	IK Electric	2/1/09	10	29,898.20			(29,898.20)	-	26,657.55	2,242.37	(28,899.92)	-	-	249.15			(249.15)	October
Shoretel Call Manager - add'l licenses	IK Electric	5/7/09	10	1,056.99			(1,056.99)	-	916.07	79.27	(995.34)	(0.00)	0.00	8.81			(8.81)	October
Office side chair	Today's Office	8/6/09	10	406.88			(406.88)	-	342.46	30.52	(372.98)	-	-	3.39			(3.39)	October
Office side chair	Today's Office	8/6/09	10	406.89				406.89	342.46	40.69		383.15	23.74	3.39				
Office side chair	Today's Office	8/6/09	10	406.89			(406.89)	-	342.46	30.52	(372.98)	-	-	3.39			(3.39)	October
Office side chair	Today's Office	8/6/09	10	406.89			(406.89)	-	342.47	30.52	(372.99)	-	-	3.39			(3.39)	October
Inner Plan final payment	Innerplan	6/18/09	10	989.84				989.84	849.62	98.98		948.60	41.24	8.25				
Art Work for offices	CIRCA Inc	11/3/09	10	11,700.00				11,700.00	9,555.00	1,170.00		10,725.00	975.00	97.50				
Reception desk additions	Innerplan	6/29/10	8.8	4,249.85				4,249.85	3,608.36	481.12		4,089.48	160.37	40.09				
Shoretel Maintenance contract	IK Electric	3/3/15	3	5,817.33			(5,817.33)	-	5,494.15	323.19	(5,817.33)	0.01	(0.01)	161.59			(161.59)	MARCH
New office furniture: desk	Innerplan	10/23/12	6.33	3,136.52		-		3,136.52	2,560.10	495.50		3,055.60	80.92	41.29				
Recycle bins for Kitchen	Amazon	10/5/13	5	1,037.45		-		1,037.45	881.84	155.62		1,037.46	(0.01)	17.29			(17.30)	OCTOBER
Combination cabinet	Innerplan	11/4/15	10	1,605.55				1,605.55	347.87	160.56		508.42	1,097.13	13.38				
Credenza P-Top	Innerplan	11/4/15	10	894.12				894.12	193.73	89.41		283.14	610.98	7.45				

STATEMENT 17

Winthrop Rockefeller Foundation
2018 Fixed Asset Records
12/31/18

Description	Vendor	Acquisition Date	Life	1/1/18	Additions	Retirements	12/31/18	Accumulated Depreciation 1/1/18	Depreciation	Retirements	Accumulated Depreciation 12/31/18	Net Book Value	Monthly Dep'n	Dep'n Adj. For additions and retirements	New Depn	Month Dep'n changes Start/Stop
Credenza Bridge	Innerplan	11/4/15	10	462.62			462.62	100.23	46.26		146.50	316.12	3.86			
Credenza Desk	Innerplan	11/4/15	10	977.56			977.56	211.80	97.76		309.56	668.00	8.15			
Credenza file	Innerplan	11/4/15	10	1,001.75			1,001.75	217.05	100.18		317.22	684.53	8.35			
Over head Cabinet	Innerplan	11/4/15	10	2,572.25			2,572.25	557.32	257.23		814.55	1,757.70	21.44			
Framing / Artwork (hung 10/28)	Peapod LLC	10/19/15	10	2,645.67			2,645.67	573.23	264.57		837.80	1,807.87	22.05			
Credenza file	Innerplan	5/3/16	10	469.98			469.98	78.33	47.00		125.33	344.65	3.92			
Credenza L-top	Innerplan	5/3/16	10	1,736.89			1,736.89	289.48	173.69		463.17	1,273.72	14.47			
Credenza Desk	Innerplan	5/3/16	10	910.15			910.15	151.69	91.02		242.71	667.45	7.58			
Credenza 2 drawer file	Innerplan	5/3/16	10	1,079.57			1,079.57	179.93	107.96		287.89	791.68	9.00			
Credenza D peninsula	Innerplan	5/3/16	10	466.86		(466.86)	-	77.81	46.69	(124.50)	-	-	3.89			Jan-19
Credenza 2 drawer file	Innerplan	5/3/16	10	469.98			469.98	78.33	47.00		125.33	344.65	3.92			
Credenza Desk	Innerplan	5/3/16	10	1,039.08			1,039.08	173.18	103.91		277.09	761.99	8.66			
Credenza L-top	Innerplan	5/3/16	10	1,736.86			1,736.86	289.48	173.69		463.17	1,273.69	14.47			
Credenza 2 drawer file	Innerplan	5/3/16	10	1,079.58			1,079.58	179.93	107.96		287.89	791.69	9.00			
4 drawer file cabinet	Innerplan	5/3/16	10	1,645.46		(1,645.46)	-	274.24	164.55	(438.79)	-	-	13.71			Jan-19
New desk chairs - new office	Evo Business	6/7/16	10	886.06			886.06	140.30	88.61		228.90	657.16	7.38			
New desk chairs - new office	Evo Business	6/7/16	10	886.06			886.06	140.29	88.61		228.90	657.16	7.38			
New Furniture (includes YE accrual)	Today's Office	12/31/18	10		109,707.53		109,707.53				-	109,707.53				
New audio video equipment	Advanced Cabling	12/17/18	10		26,930.00		26,930.00				-	26,930.00				
TOTAL				263,175.91	136,637.53	(103,048.55)	296,764.89	222,388.44	20,446.61	(99,443.34)	143,391.71	153,373.18	1,963.28	(660.63)	1,302.65	
											DR5202/CR1626	1,502.10	1,491.92	10.18		
TENANT IMPROVEMENTS 1615																
3Form & Signs	2/5/2009															
Feature Wall*	Now	ongoing	10	5,843.64			5,843.64	5,015.79	584.36		5,600.16	243.48	48.70			
Sound Masking System	Today's Office	2/1/09	10	6,797.63			6,797.63	6,061.22	679.76		6,740.99	56.64	56.65			
Entrance Sign in Lobby	DFI Architectura	2/17/09	10	2,166.00		(2,166.00)	-	1,931.35	162.45	(2,093.80)	-	-	18.05	(18.05)		OCTOBER
Draper Shades	Innerplan	5/28/09	9.75	18,679.36			18,679.36	16,444.22	1,915.83		18,360.05	319.31	159.65			
Payments to Baldwin Shell**	Baldwin Shell	2/1/09	10	66,804.00			66,804.00	59,566.90	6,680.40		66,247.30	556.70	556.70			
Payments to Baldwin Shell**	Baldwin Shell	12/10/15	3.17	22,334.00			22,334.00	14,693.42	7,052.84		21,746.26	587.74	587.74			
Payments to BS and TO in February 2019	BS & TO	12/17/18			169,627.00		169,627.00					169,627.00				
Rent offset (TI allowance)	Rivermarket Holdings				(17,631.85)		(17,631.85)				-	(17,631.85)				
Payments to Today's Office	Today's Office	9/25/18			13,549.15		13,549.15					13,549.15				
Net TI				122,624.63	165,544.30	(2,166.00)	286,002.93	103,712.91	17,075.65	(2,093.80)	118,694.76	1,763.87	1,427.48	(18.05)	1,409.43	
											DR5200/CR1628					
COMPUTER SOFTWARE & HARDWARE																
2010 Server (paid for August - October)	Clearpointe & IK E	9/13/10	3	38,253.54		(38,253.54)	-	38,253.54	-	(38,253.54)	-	-	-			
New Laptop WRF LITL T10	Dell	8/9/12	3	1,812.49		(1,812.49)	-	1,812.49	-	(1,812.49)	0.00	(0.00)	-			
Video Data Projector	Dell	8/9/12	3	1,300.32		(1,300.32)	-	1,300.32	-	(1,300.32)	-	-	-			
RGM Laptop	Dell	10/5/13	3	1,503.78		(1,503.78)	-	1,503.79	-	(1,503.79)	(0.01)	0.01	-			
Tablet Laptop	HP	6/5/13	3	3,027.57		(3,027.57)	-	3,027.57	-	(3,027.57)	(0.00)	0.00	-			
Tablet Laptop	HP	6/5/13	3	3,027.57		(3,027.57)	-	3,027.57	-	(3,027.57)	(0.00)	0.00	-			
New PC WRFLITPC36 (MC)	Dell	2/9/14	3	1,783.94		(1,783.94)	-	1,734.39	-	(1,734.39)	(0.00)	0.00	-			
New PC WRFLITPC37 (MM)	Dell	2/9/14	3	2,195.55		(2,195.55)	-	2,195.55	-	(2,195.55)	-	-	-			
Dell PC FTMJDA1 - Intern	Dell	2/9/14	3	2,195.55			2,195.55	2,195.55	-		2,195.55	-	-			
New PC WRFLITPC39 (AF)	Dell	2/9/14	3	2,032.19		(2,032.19)	-	2,032.19	-	(2,032.19)	-	-	-			
Dell PC WRFLITPC40 G01MDZ1 Intern	Dell	2/9/14	3	2,195.55			2,195.55	2,195.55	-		2,195.55	-	-			
New PC WRFLITPC41 (RGM)	Dell	2/9/14	3	2,195.55		(2,195.55)	-	2,195.55	-	(2,195.55)	-	-	-			
New PC WRFLITPC42 (HP)	Dell	2/9/14	3	2,195.55		(2,195.55)	-	2,195.55	-	(2,195.55)	-	-	-			
New PC WRFLITPC43 (put back in service)	Dell	2/9/14	3	-		-	-	0.00	-	-	0.00	(0.00)	-			
New PC WRFLITPC44 (Copy room)	Dell	2/9/14	3	1,783.94		(1,783.94)	-	1,783.94	-	(1,783.94)	-	-	-			
New Laptop Apple, Sherene	Apple	11/26/14	3	1,263.26			1,263.26	1,298.35	(35.09)		1,263.26	(0.00)	35.09	(35.09)		DEC 2017 - err
New Laptop Apple, Cory	Apple	11/26/14	3	1,263.26			1,263.26	1,298.35	(35.09)		1,263.26	(0.00)	35.09	(35.09)		DEC 2017 - err
New laptop Apple MM (becomes intern)	Apple	11/26/14	3	1,263.26			1,263.26	1,298.35	(35.09)		1,263.26	(0.00)	35.09	(35.09)		DEC 2017 - err
New Laptop Apple Andrew	Apple	11/26/14	3	1,263.26			1,263.26	1,298.35	(35.09)		1,263.26	(0.00)	35.09	(35.09)		DEC 2017 - err
New Laptop Apple Russell	Apple	11/26/14	3	1,775.55			1,775.55	1,824.87	(49.32)		1,775.55	(0.00)	49.32	(49.32)		DEC 2017 - err
New Laptop Apple Regan	Apple	11/26/14	3	1,160.79			1,160.79	1,193.03	(32.24)		1,160.79	(0.00)	32.24	(32.24)		DEC 2017 - err
New Laptop Apple Brad	Apple	4/29/15	3	1,570.64			1,570.64	1,396.12	174.52		1,570.64	-	43.63	(43.63)		May
IMac desktop - PBC	Apple	6/1/15	3	2,213.79			2,213.79	1,906.32	307.47		2,213.79	-	61.49	(61.49)		June
IMac desktop - RAC	Apple	6/1/15	3	2,213.79			2,213.79	1,906.32	307.47		2,213.79	-	61.49	(61.49)		June

STATEMENT 17

Winthrop Rockefeller Foundation
2018 Fixed Asset Records
12/31/18

															Dep'n Adj.		
		Acquisition							Accumulated Depreciation		Accumulated Depreciation		Monthly	For additions and retirements	New Depn	Month Dep'n changes Start/Stop	
Description	Vendor	Date	Life	1/1/18	Additions	Retirements	12/31/18	1/1/18	Depreciation	Retirements	12/31/18	Net Book Value	Dep'n				
New Laptop Apple HK	Apple	6/1/15	3	1,575.05			1,575.05	1,356.29	218.76		1,575.05	-	43.75	(43.75)		June	
IMac desktop - SWS	Apple	8/6/15	3	2,213.79			2,213.79	1,783.33	430.46		2,213.79	-	61.49	(61.49)		August	
Mac Mini Server	Apple	8/14/15	3	1,632.82			1,632.82	1,315.33	317.49		1,632.82	-	45.36	(45.36)		August	
AD Apple Display and Dock	Apple	7/10/16	3	1,401.74			1,401.74	700.87	467.25		1,168.12	233.62					
Macbook Air for SCM	Apple	8/15/16	3	1,779.97			1,779.97	840.54	593.32		1,433.86	346.11					
Thunderbolt Display - CA	Apple	8/22/16	3	1,394.08			1,394.08	619.59	464.69		1,084.28	309.80					
Macbook Pro - AD	Apple	9/30/16	3	2,931.01			2,931.01	1,221.25	977.00		2,198.26	732.75					
Laptop - LD	Apple	4/25/16	3	1,330.89			1,330.89	739.38	443.63		1,183.01	147.88					
Wireless Router upgrades	VTS	12/4/16	3	4,650.21			4,650.21	1,679.24	1,550.07		3,229.31	1,420.90					
New Surface Laptop/PC for MC	Amazon	1/5/17	3	-	2,418.32		2,418.32	806.11	806.11		1,612.21	806.11					
Kaspersky virus protection	VTS	2/17/17	3	-	1,200.25		1,200.25	366.74	400.08		766.83	433.42					
New iMac for RM	Apple	4/6/17	3	-	2,150.57		2,150.57	537.64	716.86		1,254.50	896.07					
New iMac for MM	Apple	4/6/17	3	-	1,535.81		1,535.81	383.95	511.94		895.89	639.92					
New MacBook Air for MM	Apple	12/13/17	3	-	1,638.56		1,638.56	45.52	546.19		591.70	1,046.86					
New Front Desk iMac	Apple	12/19/17	3	-	1,668.05		1,668.05	46.33	556.02		602.35	1,065.70					
Conference Room phone	VTS	2/21/18	3	6,061.03			6,061.03		1,683.62		1,683.62	4,377.41					
			1				-		-		-	-					
TOTAL					104,461.28	10,611.56	(61,111.99)	53,960.85	91,315.74	11,251.02	(61,062.45)	41,504.30	12,456.55	1,376.94	(539.13)	837.81	
DR5124/CR1625																	
GRAND TOTAL					460,518.44	312,793.39	(166,326.54)	636,728.67	308,078.91	48,773.28	(162,599.59)	303,590.78	167,593.59	4,767.70	(1,217.81)	3,549.89	

Monthly Accumulated Depreciation Balance

		12/31/18	G/L Balance	Difference
Computers	1625	41,504.30	41,504.46	(0.16)
Office Equipment	1626	143,391.71	143,391.55	0.16
Tenant Improvements	1628	118,694.76	118,694.67	0.09

STATEMENT 17

wrfoundation--The Winthrop Rockefeller Foundation

The Winthrop Rockefeller Foundation General Ledger Report For (12/01/2018 to 12/31/2018)

Department	Posted Dt.	Doc Dt.	Doc	Memo / Description	Department Name	JNL	Debit	Credit	Balance
1605 - Computer Software & Hardware (Balance Forward As of 12/01/2018)									53,960.85
Totals for 1605 - Computer Software & Hardware							0.00	0.00	53,960.85
1606 - Office Equipment & Furnishings (Balance Forward As of 12/01/2018)									224,864.59
Administration									224,864.59
	12/17/2018	12/17/2018	105348	Bill - Advanced Cabling Systems LLC: Final payment for 2018 Cabling and Tech Install	Administration	B/F APJA	15,130.00		239,994.59
	12/31/2018	12/31/2018	2018 YE AP Ac-cruel 2	2018 YE Accrual 2 - costs paid in 2019 that are not consulting	Administration	GJ	63,682.98		303,677.57
	12/31/2018	12/31/2018	2018-12 FURN Retired JV	Furniture retired once move back into office	Administration	GJ		6,912.68	296,764.89
Totals for Administration							78,812.98	6,912.68	296,764.89
Totals for 1606 - Office Equipment & Furnishings							78,812.98	6,912.68	296,764.89
1607 - Website (Balance Forward As of 12/01/2018)									0.00
Totals for 1607 - Website							0.00	0.00	0.00
1608 - Tenant Improvements (Balance Forward As of 12/01/2018)									119,452.10
Administration									128,663.27
	12/01/2018	12/01/2018	2018-112 TI al-	Tenant Improv - rent offset 2018-12	Administration	B/F GJ		3,076.17	125,587.10
	12/31/2018	12/31/2018	2018 YE AP Ac-cruel 1	AP Accrual - Fluxx consultants paid Jan 17 & 23	Administration	GJ	1,075.00		126,662.10
	12/31/2018	12/31/2018	2018 YE AP Ac-cruel 2	2018 YE Accrual 2 - costs paid in 2019 that are not consulting	Administration	GJ	168,552.00		295,214.10
Totals for Administration							169,627.00	3,076.17	295,214.10
Totals for 1608 - Tenant Improvements							169,627.00	3,076.17	286,002.93
1609 - Lease Right of Use (Balance Forward As of 12/01/2018)									0.00
Totals for 1609 - Lease Right of Use							0.00	0.00	0.00
1625 - Accumulated Depr. Computer (Balance Forward As of 12/01/2018)									(40,666.65)
Administration									(40,666.65)
	12/31/2018	12/31/2018	Depreciation - Dec 2018	Monthly Depreciation	Administration	GJ		837.81	(41,504.46)
Totals for Administration							0.00	837.81	(41,504.46)
Totals for 1625 - Accumulated Depr. Computer							0.00	837.81	(41,504.46)
1626 - Accum. Depr. Office Equipment (Balance Forward As of 12/01/2018)									(147,412.51)
Administration									(147,410.69)
	12/31/2018	12/31/2018	Depreciation - Dec 2018	Monthly Depreciation	Administration	GJ		1,302.65	(148,713.34)
	12/31/2018	12/31/2018	2018-12 FURN Retired JV	Furniture retired once move back into office	Administration	GJ	5,323.61		(143,389.73)
Totals for Administration							5,323.61	1,302.65	(143,389.73)
Totals for 1626 - Accum. Depr. Office Equipment							5,323.61	1,302.65	(143,391.55)
1627 - Accum Depr. Website (Balance Forward As of 12/01/2018)									0.00
Totals for 1627 - Accum Depr. Website							0.00	0.00	0.00
1628 - Accum. Amort. Tenant Improvement (Balance Forward As of 12/01/2018)									(117,285.24)
Administration									(117,285.24)
	12/31/2018	12/31/2018	Depreciation - Dec 2018	Monthly Depreciation	Administration	B/F GJ		1,409.43	(118,694.67)
Totals for Administration							0.00	1,409.43	(118,694.67)

STATEMENT 17

The Winthrop Rockefeller Foundation General Ledger Report For (12/01/2018 to 12/31/2018)

wrfoundation--The Winthrop Rockefeller Foundation

Department	Posted Dt.	Doc Dt.	Doc	Memo / Description	Department Name	JNL	Debit	Credit	Balance
Totals for 1628 - Accum. Amort. Tenant Improvement							0.00	1,409.43	(118,694.67)
Grand Total							253,763.59	13,538.74	333,137.99

STATEMENT 17

Winthrop Rockefeller Foundation
2018 Fixed Asset Records
10/31/18

Tag #s	Description	Vendor	Acquisition Date	Life	1/1/18	Additions	Retirements	10/31/18	Accumulated Depreciation 1/1/18	Depreciation	Retirements	Accumulated Depreciation 10/30/18	Net Book Value	Monthly Dep'n	Dep'n Adj. For additions and retirements	New Depn	Month Dep'n changes Start/Stop
OFFICE EQUIPMENT & FURNISHINGS																	
14	Reception Lateral Files & Modular Top	Innerplan	2/1/09	10	824.30		(824.30)	-	735.00	82.43	(817.43)	-	-	6.87			Jan-19
101	Off 207 Combination Cabinet	Innerplan	2/1/09	10	979.41		(979.41)	-	873.30	97.94	(971.24)	0.00	(0.00)	8.16			Jan-19
113	Off 209 Combination Cabinet	Innerplan	2/1/09	10	979.41		(979.41)	-	873.30	97.94	(971.24)	0.00	(0.00)	8.16			Jan-19
127	Off 210 Combination Cabinet	Innerplan	2/1/09	10	979.41		(979.41)	-	873.30	97.94	(971.24)	0.00	(0.00)	8.16			Jan-19
156	Off 213 Combination Cabinet	Innerplan	2/1/09	10	1,037.83		(1,037.83)	-	925.39	103.78	(1,029.17)	0.00	(0.00)	8.65			Jan-19
258	Credenza D peninsula	Innerplan	5/3/16	10	466.86		(466.86)	-	77.81	46.69	(124.50)	-	-	3.89			Jan-19
263	4 drawer file cabinet	Innerplan	5/3/16	10	1,645.46		(1,645.46)	-	274.24	164.55	(438.79)	-	-	13.71			Jan-19
TOTAL RETIRED ASSETS - DECEMBER					6,912.68		(6,912.68)		4,632.35	691.27	(5,323.61)	0.01	(0.01)	57.60			

1606		6,912.68	ADMIN
1626	5,323.61		ADMIN
5201	1,589.07		ADMIN
	<u>6,912.68</u>	<u>6,912.68</u>	

STATEMENT 18

THE WINTHROP ROCKEFELLER FOUNDATION

71-0285871

FORM 990-PF, PART IX-A SUMMARY OF DIRECT CHARITABLE ACTIVITIES

STATEMENT

Arkansas Campaign for Grade Level Reading – \$141,483

The Arkansas Campaign for Grade Level Reading (AR-GLR) is a Foundation-launched campaign with the goal that all Arkansas students read proficiently by the end of third grade. The Campaign supports communities, parents, policymakers, and policy advocates by facilitating policy research on the AR-GLR impact areas, providing strategic communication to raise community awareness, and building local capacity through community solutions to address gaps in early literacy. In 2018, the Campaign shifted to equity with the development and adoption of a new community strategy to ensure equitable outcomes for children birth through eight. AR-GLR is derived from the National Campaign for Grade Level Reading and is managed in partnership with the Arkansas Community Foundation.

- *Organizations engaged:*
 - Adult Learning Alliance of Arkansas -Little Rock, AR
 - American Academy of Pediatrics, Arkansas Chapter- Little Rock, AR
 - AR Kids Read – Little Rock AR
 - Arkansas Advocates for Children and Families – Little Rock, AR
 - Arkansas Association of Educational Administrators – Little Rock, AR
 - Arkansas Center for Health Improvement - Little Rock, AR
 - Arkansas Children’s Hospital – Little Rock, AR
 - Arkansas Community Foundation – Little Rock, AR
 - Arkansas Department of Education – Little Rock, AR
 - Arkansas Department of Health – Little Rock, AR
 - Arkansas Department of Human Services – Little Rock, AR
 - Arkansas Education Association – Little Rock, AR
 - Arkansas Educational Television Network - Conway, AR
 - Arkansas Foodbank – Little Rock, AR
 - Arkansas Foundation for Medical Care-Little Rock, AR
 - Arkansas Head Start State Collaboration – Little Rock, AR
 - Arkansas Home Visiting Network – Little Rock, AR
 - Arkansas Hunger Relief Alliance – Little Rock, AR
 - Arkansas Opportunity to Learn Campaign – Little Rock, AR
 - Arkansas Out of School Network – Little Rock, AR
 - Arkansas Parent Teacher Association - Little Rock, AR
 - Arkansas Public Policy Panel – Little Rock, AR
 - Arkansas Research Center- Conway, AR
 - Arkansas School Boards Association – Little Rock, AR

STATEMENT 18

THE WINTHROP ROCKEFELLER FOUNDATION

71-0285871

FORM 990-PF, PART IX-A SUMMARY OF DIRECT CHARITABLE ACTIVITIES

STATEMENT

- Arkansas School of the 21st Century Network – Clinton, AR
- Arkansas State University - Jonesboro, AR
- Attendance Works - San Francisco, CA
- Boys, Girls, Adults Community Development Center – Marvell, AR
- Delta Dental of Arkansas – Little Rock, AR
- Dolly Parton’s Imagination Library – Little Rock, AR
- The Dyslexia Project- Conway/Cabot, AR
- Eudora Reads! – Eudora, AR
- ForwARd Arkansas - Little Rock, AR
- HIPPY USA - Little Rock, AR
- Invest Early Coalition- Little Rock, AR
- Marvell-Elaine Public School District – Marvell, AR
- No Kid Hungry Arkansas- Little Rock, AR
- One Community – Springdale, AR
- Pulaski County Special School District – Little Rock, AR
- Reach Out and Read Arkansas – Little Rock, AR
- Rural Community Alliance – Fox, AR
- Second Baptist Church – Little Rock, AR
- Springdale Public Schools – Springdale, AR
- University of Arkansas at Fayetteville – Fayetteville, AR
- University of Arkansas at Little Rock – Little Rock, AR
- University of Central Arkansas- Conway, AR
- United Way of Northwest Arkansas- Lowell, AR
- University of Arkansas for Medical Sciences (UAMS)- Little Rock, AR
- *Research produced:*
 - *What Do Our Little Learners Need to Be School-Ready?*
 - *Full Speed Ahead: 2018 Progress Report on Grade-Level Reading in Arkansas*
 - *Moving the Needle on Grade-Level Reading in Arkansas*
 - *Reducing Chronic Absenteeism for Children in Foster Care and FINS (Families in Need of Services)*
- *Convenings:*
 - 11/29/2018 AR-GLR CSI Learning Community Meeting
- *Webinars: N/A*

STATEMENT 18

THE WINTHROP ROCKEFELLER FOUNDATION

71-0285871

FORM 990-PF, PART IX-A SUMMARY OF DIRECT CHARITABLE ACTIVITIES

STATEMENT

Expect More Arkansas – \$ 138,894

Expect More Arkansas is a foundation-led campaign to ensure that tomorrow's jobs are better than today's. The Expect More campaign launched in February 2016 with the vision that all Arkansans have the education and skills to support vibrant businesses and earn family-supporting wages. In 2018, the campaign began to develop an equity agenda to increase the number of living wage jobs in Arkansas and help Arkansans build generational wealth.

- *Organizations engaged:*

NON-PROFIT / STATE AGENCIES / EDUCATION GROUPS

- Arkansas Asset Funders Network - Little Rock, AR
- Arkansas Campaign for Grade-Level Reading - Little Rock, AR
- Arkansas Children's Hospital - Little Rock, AR
- Arkansas Community Colleges - Little Rock, AR
- Arkansas Community Institute - Little Rock, AR
- Arkansas Department of Higher Education - Little Rock, AR
- Arkansas Department of Workforce Services - Little Rock, AR
- Arkansas Innovation Hub - North Little Rock, AR
- Arkansas Research Alliance - Conway, AR
- Arkansas Tech University - Russellville, AR
- Bank On Arkansas - Little Rock, AR
- Be Pro Be Proud (Arkansas State Chamber of Commerce) - Little Rock, AR
- El Centro Hispano - Jonesboro, AR
- FORGE Community Loan Fund - Huntsville, AR
- ForwARd Arkansas - Little Rock, AR
- Goodwill Arkansas - Little Rock, AR
- IMPACT Independence County - Batesville, AR
- Phoenix Youth and Family Services - Crossett, AR
- Southern Bancorp Community Partners - Little Rock, AR
- United Way of Central Arkansas - Conway, AR
- United Way of Northeast Arkansas - Jonesboro, AR
- Urban League of Arkansas - Little Rock, AR
- Women's Foundation of Arkansas - Little Rock, AR

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THE WINTHROP ROCKEFELLER FOUNDATION

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PRIVATE CORPORATIONS

- Arkansas State Chamber of Commerce - Little Rock, AR
- Federal Reserve Bank of St. Louis - Little Rock, AR
- Little Rock Regional Chamber of Commerce - Little Rock, AR
- Southern Bancorp - Arkadelphia, AR

- *Convenings:*
 - 1/24/18 E+M Team Meeting
 - 2/6/18 E+M Team Meeting
 - 3/6/18 E+M Team Meeting
 - 4/10/18 E+M Team Meeting
 - 4/10/18 E+M Team Meeting
 - 5/16/18 E+M Team Meeting
 - 6/20/18 E+M Team Meeting
 - 7/19/18 E+M Team Meeting
 - 8/27/18 E+M Team Meeting
 - 10/24/18 Expect More - Advancing Economic Equity
 - 10/25/18 E+M Team Check-In Call

- *Research:*
 - Commissioned: *ALICE in Arkansas* - United Way of Northern New Jersey (to be completed in 2019)
 - Produced: Presentation and Summary Document with accompanying PowerPoint and map of 2016 ALICE data for Arkansas at the state and county level.

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Strengthening Arkansas Nonprofits – \$ 134,104

WRF has directly supported leadership development and stronger nonprofits through technical assistance for specific planning and coaching needs, leadership development, and nonprofit networks such as the Moving the Needle Working Group (MTNWG) and the Volunteer Income Tax Assistance (VITA) learning community. Nonprofits received support for project evaluation, documentation, constituency building, strategic and business planning, communications, financial management, and board development.

- *Organizations engaged:*

NON-PROFIT / STATE AGENCIES / EDUCATION GROUPS

- Moving the Needle Working Group (MTNWG)
 - Delta Center - Jonesboro, AR
 - Houseaboutit- Little Rock, AR
 - University of Central Arkansas- Conway, AR
 - El Centro Hispano- Jonesboro, AR
 - Arkansas Foodbank- Little Rock, AR
 - El Zocalo Immigrant Resource Center- Little Rock, AR
 - Helen R. Walton Children's Enrichment Center- Bentonville, AR
 - Arkansas Single Parent Scholarship Fund- Little Rock, AR
 - Rural Community Alliance- Little Rock, AR
 - McGehee Desha Alumni Community Center, Inc.- McGehee, AR
 - Just Communities of Arkansas- Little Rock, AR
 - Boys, Girls, Adults Community Development Center, Inc.- Marvell, AR
 - City Connections Inc. - Little Rock, AR
 - Southern Bancorp Community Partners- Little Rock, AR
 - Compassion Works for All- Little Rock, AR
 - Houseaboutit CED Agency- Little Rock, AR
 - Arkansas Public Administration Consortium-Little Rock, AR
 - Precise Data Consulting-Little Rock, AR
 - City Connections- Little Rock, AR
 - Lucie's Place- Little Rock, AR
- Asset Building / Volunteer Income Tax Assistance (VITA):
 - Arkansas Community Institute - Little Rock, AR
 - CARE Community Center - Rogers, AR
 - Central Arkansas Development Council - Benton, AR
 - Entergy - Little Rock, AR

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- Mississippi County, Arkansas Economic Opportunity Commission - Blytheville, AR
 - United Way of Central Arkansas - Conway, AR
 - United Way of Northeast Arkansas - Jonesboro, AR
 - United Way of Northwest Arkansas - Lowell, AR

- *Research Produced:*
 - A Market Study for Arkansas Non-Profit Organizations

- *Convenings:*
 - *4/11/2018 MTNWG Spring Meeting*
 - *5/9/2018 Spring Asset Building/ VITA Learning Community Meeting*
 - *07/18/2018 MTNWG Summer Meeting*
 - *10/10/2018 MTNWG Close-Out Meeting*
 - *11/15/2018 Fall Asset Building Meeting/ VITA Learning Community Meeting*

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ForwARd Arkansas – \$ 131,256

ForwARd Arkansas (ForwARd) is an independent nonprofit organization founded through a partnership of the Winthrop Rockefeller Foundation, the Walton Family Foundation, and the Arkansas State Board of Education. Committed to making Arkansas a leading state in education and close the achievement gap within a generation, ForwARd is guided by a comprehensive strategic plan for P-16 public education created by Arkansas residents, educators, business leaders, and policymakers. In 2018, ForwARd provided technical assistance on community engagement and data-driven decision making in its five communities (Crossett, Independence County, Lee County, Pea Ridge and Springdale.) IForwARD identified three policy priorities: access to high-quality Pre-K, a strengthened educator pipeline and elevating student employability as a learning outcome.

Organizations engaged:

NON-PROFIT / STATE AGENCIES / EDUCATION GROUPS

- Arkansas Association of Educational Administrators - Little Rock, AR
- Arkansas Comprehensive School Improvement Process - Little Rock, AR
- Arkansas Department of Education – Little Rock, AR
- Arkansas Department of Higher Education - Little Rock, AR
- Arkansas Education Association - Little Rock, AR
- Arkansas Leadership Academy - Fayetteville, AR
- Arkansas State Board of Education - Little Rock, AR
- Arkansas State Chamber of Commerce - Little Rock, AR
- Arkansas State Senate - Little Rock, AR
- Arkansas State Teachers Association - Little Rock, AR
- EAST Initiative - Little Rock, AR
- Helena - West Helena Public School District - Helena, AR
- Hot Springs School District - Hot Springs, AR
- Little Rock School District - Little Rock, AR
- Pea Ridge School District - Pea Ridge, AR
- Rural Community Alliance - Fox, AR
- Springdale School District - Springdale, AR
- Strong Community Leadership Alliance - Strong, AR
- Teach for America - Helena, AR
- United States Green Building Council - Arkansas Chapter - Little Rock, AR
- University of Arkansas at Monticello - Monticello, AR

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- Walton Family Foundation - Bentonville, AR

- *Research Produced: N/A*
- *Convenings:*
 - *2/16/18 ForwARd Debrief with Arkansas Department of Education*
 - *3/15/18 ForwARd Board Meeting*
 - *3/27/18 ForwARd Implementation Working Group (IWG) Meeting*
 - *6/21/18 ForwARd Board Meeting*
 - *7/12/18 ForwARd IWG Meeting*
 - *10/11/18 ForwARd Board Meeting*
 - *12/4/18 ForwARd Board Meeting*

- *Webinars: N/A*

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What We Fund

Grantmaking Guidelines

The Winthrop Rockefeller Foundation is a private grantmaking foundation committed to funding movement building, public policy and advocacy, innovation, and systems change strategies that advance economic, educational, social, ethnic, and racial equity for all Arkansans. We want to disrupt the status quo, address the root causes of inequity, and eliminate policy and practice barriers to equity. We want to inspire and support creative, innovative problem solving that makes our state better for everyone. This comprehensive systems change approach may take longer to demonstrate impact, but it has a greater chance of achieving our founder's vision of a thriving and prosperous Arkansas that benefits all.

AR Equity 2025 Programmatic Framework

It is not enough to just fix outdated policies and broken systems. Where needed, we will work with multiple sectors - public, private, nonprofit - to create new systems that work for everyone. There is power in working together across sectors. We believe we will go further working together. We will use our tools and resources - grantmaking and capacity building, strategic communications, strategic partnerships, convenings, and program- and mission- related investments - to advance equity in Arkansas.

Advance economic equity: increase the number of Arkansans who earn a living wage or above through quality jobs, increase ownership/entrepreneurship and build generational wealth regardless of background or circumstances. [Click here to learn more.](#)

Advance educational equity: increase the number of Arkansans who are prepared to be successful in postsecondary education and careers regardless of background and circumstances. Support innovative approaches to teacher preparation. [Click here to learn more.](#)

Advance social, ethnic and racial equity: build a movement to create a more equitable and productive Arkansas by eradicating social, ethnic, and racial bias in economic and education systems. [Click here to learn more.](#)

Build capacity and catalyze innovation: provide partners the resources they need to effectively and innovatively make progress towards their mission and the Foundation's vision for an equitable Arkansas.

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Communicate strategically: develop powerful shared messaging strategy that puts economic, educational, social, ethnic, and racial equity at the center of public discourse.

Interested in applying for funding? Learn about our Eligibility Requirements.

Eligibility Requirements

WRF will prioritize funding requests that do the following:

- Have an explicit commitment to educational, economic, social, ethnic, and racial equity.
- Have an explicit strategy to disrupt the status quo, address the root causes of inequity, and eliminate policies and practices that perpetuate barriers to equity.
- Prioritize community-led initiatives, movement building, public policy and advocacy, innovation and systems disruption as the strategies for change.
- Prioritize and engage people most impacted to lead the process of defining root causes of inequity and developing innovative solutions.
- Have a 2Gen approach that equally and intentionally creates opportunities for and address the needs of both children and the adults in their lives together - whole family strategies.
- Create or build upon existing partnerships or coalitions because no one organization or sector will achieve equity alone.
- Are innovative, strategic, and future focused to inspire and support creative problem solving to make Arkansas better for everyone.
- Are able to monitor, assess, and document the impact of the change(s) being sought, strategies being used, and the progress being made.

The criteria above will determine alignment with WRF's vision, mission, and core principles and priorities. Grant seekers are required to address these requirements as part of the Letter of Intent.

Limitations and Restrictions

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WRF grants and program related investments are limited to initiatives that directly or significantly impact the state of Arkansas, and are primarily provided to organizations located in Arkansas. If your initiative is not led by a nonprofit, government agency, school, college, or university, WRF will require a fiscal sponsor. A fiscal sponsor acts as a guardian of grant funds, retains discretion and control over the use of grant funds, and ensures that the funds are used for 501(c)(3) purposes. The fiscal sponsor and organization's missions should be in alignment.

Please note that WRF requires organizations to adhere to lobbying limits established by the federal government for organizations with a 501(c)(3) designation. Please refer to the information provided at [BolderAdvocacy.org](https://bolderadvocacy.org) for a detailed description of regulations and requirements for nonprofits engaged in public policy and advocacy strategies for change.

WRF will generally not:

- Fund Individuals
- Support capital expenditures (construction, major renovations, equipment, or supplies)
- Provide operating support to cover budget shortfalls
- Support fundraising campaigns
- Support basic scientific research
- Support endowments
- Support initiatives that do not directly or significantly have an impact within the state of Arkansas

How We Fund

Types of Support

In most cases, WRF will seek to make multi-year grants that allow for the full implementation of an idea. WRF will fund the following types of grants and investing that advance economic, educational, social, ethnic, and racial equity for all Arkansans:

General operating support

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(text when you click or hover) General operating support is a grant in support of a nonprofit organization's mission rather than specific projects or programs. General operating support is the working capital nonprofits need to sustain their day-to-day operations. General operating support:

- Enables nonprofits to build a strong and sustainable infrastructure to provide programs and services that will have the greatest impact.
- Frees up the time nonprofits normally spend on raising money and reporting, so they can direct their spending where it is needed and focus on running effective programs.
- Eases fundraising pressures on nonprofit executives, reducing burnout and allowing them to focus on the mission.
- Fosters innovation and risk-taking by providing nonprofits with resources and bandwidth to take advantage of new opportunities as they arise.
- Reduces the power imbalance between grantmaker and grantee by allowing nonprofits to devise their own solutions based on their vast experience in the community and field. This also signals greater trust between a grantmaker and grantee.

Project support

- (text when you click or hover) Project support is a grant for a specific intervention, innovation, idea, or project.

Technical Assistance

- (text when you click or hover) WRF provides support and technical assistance to strengthen the capacity of its partners and mission-aligned nonprofit organizations to advance equity in Arkansas. Examples of technical assistance may include, but is not limited to, organizational development, board development, strategic planning, resource development, strategic partnerships, coalition building, and financial management.

Program Related Investments

- (text when you click or hover) Program Related Investments (PRI) are investments made by foundations in support of charitable purposes, with the explicit understanding that those investments will earn below market returns, adjusted for risk and mission. Although a PRI is not a grant, it counts toward a foundation's payout requirement in the year a disbursement is made. WRF's PRIs include below market loans and loan guarantees, equity investments, loan funds and more. Click here to learn more about WRF's current PRI portfolio. (Credit Grant Craft)

Apply for Funding

Apply for funding

STATEMENT 19

It's not just about grants, but that's part of it. We want to know why you want to partner with us. Here's how to start the conversation:

How We Work With Grantseekers, Grantees, and other Partners

WRF collaborates with grantseekers, grantees, and other partners to relentlessly pursue equity by engaging in open communication and transparency with a spirit of trust. Working with us might mean getting a grant, managing a mission or program-related investment, or getting technical assistance from a consultant. It might also mean connecting with other like-minded organizations to pool your resources.

During this “get to know each other” phase, we want to learn what brought you to us, and why you would like to work with us to relentlessly pursue economic, educational, and social, ethnic and racial equity for all Arkansans.

Our strategic direction guides our partnership process, so to determine if WRF fits your organizational or personal strategy, follow the steps below.

Step 1: Get into the system.

To submit an idea, you don't have to be a tax-exempt 501(c)(3), but it certainly won't hurt. If you're an individual with a good idea, we'll still look it over and see if there are ways we can relentlessly pursue equity together (or connect you with people or organizations that support progress toward your goals). One thing we do require is that the idea you are proposing has a direct impact within the state of Arkansas and aligns with AR Equity 2025. To make sure of this, we'll ask you for a brief summary at this stage. We'll get your full idea at the next step.

Get connected in our partner portal [here](#).

Step 2: Submit an Idea

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WRF program staff continually reviews ideas to determine how they support the Foundation's vision, mission, and strategy to achieve equity. People and organizations whose ideas receive favorable initial review may be invited to discuss the idea and possible next steps in more detail. We may also point you in a different direction if the idea doesn't align with our goals.

Before submitting an idea, we recommend you learn more about What We Fund. In particular, we suggest checking out our Eligibility Guidelines. We ask that you address how your idea connects with WRF's priorities in the idea you submit during step 2.

Step 3: Develop a Proposal

After a lot of discussion with us about your idea, we may ask you to submit a more comprehensive proposal of how to turn your idea into reality. We ask you to spend time learning about What We Fund and How We Fund. Our application will ask you to tell us more about how your proposal advances the priorities described in our Eligibility Guidelines.

This stage can take a while. The whole process can take 6 to 12 months.

Funding recommendations are presented to the WRF Board of Directors at quarterly meetings in March, June, September, and December. All funding decisions are made by the WRF Board, which may decide to award all, none, or some portion of the requested funds. In some cases, before a proposal can move forward, you or your organization may need extra support (nonprofit professional advice, finance and back office training, movement building, etc.). If the idea makes sense, we'll make it happen.

Questions? Email us at programstaff@wrfoundation.org.

Become a Partner

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Grant Name	Foundation Status of Recipient	Grant Name	Grant Purpose	2018 Grants Approved	2018 Grants Paid	Future payments on grants approved in 2018
Advocates For Community And Rural Education - Little Rock, AR	PC	Mission Critical: Rural Community Alliance	To support the Rural Community Alliance's capacity to carry out its mission to help rural schools and communities thrive through resident engagement, education advocacy, community revitalization, policy development, and leadership development	\$ -	\$ 57,500.00	\$ -
AR Kids Read - Little Rock, AR	PC	AR Kids Read	To support continued fund development and planning to sustain the AR Kids Read model in Central Arkansas as part of the Arkansas Campaign for Grade-Level Reading Community Solutions Initiative.	\$ -	\$ 45,000.00	\$ -
Arkansas Advocates For Children And Families - Little Rock, AR	PC	Transition to Equity	To increase Arkansas Advocates for Children and Families' capacity to carry out their mission to ensure that all children and their families have the resources and opportunities to lead healthy and productive lives and to realize their full potential	\$ 75,000.00	\$ 75,000.00	\$ -
Arkansas Advocates For Children And Families - Little Rock, AR	PC	Arkansas Campaign for Grade-Level Reading Policy and Advocacy 2018	To provide state-level policy and advocacy support for the Arkansas Campaign for Grade-Level Reading	\$ -	\$ 20,000.00	\$ -
Arkansas Advocates For Children And Families - Little Rock, AR	PC	2018 Friends of the Children Luncheon Sponsorship	2018 Friends of the Children Luncheon Sponsorship	\$ 5,000.00	\$ 5,000.00	
Arkansas Community Foundation, Inc. - Little Rock, AR	PC	Delta Area Affiliate	2018 David Rainey Board Honorarium for the Delta Area Affiliate of ARCF	\$ 20,000.00	\$ 20,000.00	\$ -
Arkansas Community Foundation, Inc. - Little Rock, AR	PC	AR-GLR Chronic Absence Technical Assistance	To provide resources for technical assistance to the Arkansas Department of Education and local districts on strategies to reduce chronic absence in support of the priorities of the Arkansas Campaign for Grade-Level Reading	\$ -	\$ 39,672.00	
Arkansas Community Foundation, Inc. - Little Rock, AR	PC	Arkansas Impact Philanthropy	To increase collaboration and innovation in the Arkansas philanthropic sector through support for the emerging Arkansas Impact Philanthropy group	\$ -	\$ 32,500.00	\$ -
Arkansas Community Foundation, Inc. - Little Rock, AR	PC	Mission Critical: AR-GLR Management 207-2018	To provide resources for technical assistance to the Arkansas Department of Education and local districts on strategies to reduce chronic absence in support of the priorities of the Arkansas Campaign for Grade-Level Reading		\$ 125,000.00	
Arkansas Community Foundation, Inc. - Little Rock, AR	PC	Mission Critical: Arkansas Campaign for Grade-Level Reading Management 2018-2019	To support the day-to-day management and implementation of the strategic plan for the Arkansas Campaign for Grade-Level Reading	\$ 500,000.00	\$ 125,000.00	\$ 375,000.00
Arkansas Community Foundation, Inc. - Little Rock, AR	PC	Mission Critical: ForwARd Arkansas Management 2018	To support the management and implementation of ForwARd Arkansas	\$ -	\$ 300,000.00	\$ -
Arkansas Community Institute - Little Rock, AR	PC	VITA Plus - Earn It, Save It, Grow It	To increase the effectiveness of asset-building strategies in Arkansas through organizations providing Volunteer Income Tax Assistance and other financial services to low-income individuals and families		\$ 25,000.00	
Arkansas Community Institute - Little Rock, AR	PC	VITA Plus	To increase the effectiveness of asset-building strategies in Arkansas through organizations providing Volunteer Income Tax Assistance and other financial services to low-income individuals and families	\$ 50,000.00	\$ 50,000.00	\$ -
Arkansas Public Policy Panel Inc - Little Rock, AR	PC	Investing in the Organizational Effectiveness of the Arkansas Public Policy Panel	To increase the Arkansas Public Policy Panel's organizational capacity to engage and organize residents in rural communities	\$ -	\$ 160,000.00	\$ -
Arkansas Regional Innovation Hub Inc - North Little Rock, AR	PC	Expect More Arkansas: Cultivating Innovation and Entrepreneurship in Central Arkansas	To document outcomes from hands-on learning experiences in science, technology, engineering, art, and math (STEAM) provided to Arkansas students and increase participation of low-income students in North Little Rock	\$ -	\$ 55,000.00	\$ -
Arkansas Single Parent Scholarship Fund Program - Springdale, AR	PC	ASPSF 2.0: Implementing a New Strategic Plan	To build the capacity of Arkansas Single Parent Scholarship Fund to carry out its mission to help low-income, single parents achieve post-secondary education	\$ -	\$ 70,000.00	\$ -
Association of Black Foundation Executives, Inc.	PC	2018 Women in Philanthropy Leadership	2018 Women in Philanthropy Leadership	\$ 5,000.00	\$ 5,000.00	
Auburn Theological Seminary - New York, NY	PC	Think Justice 2.0: Re-Imagining Social Justice in Central Arkansas	To re-imagine the Social Justice Institute (SJI) at Philander Smith College (PSC) in partnership with Auburn Theological Seminary (ATS) to support students and Central Arkansas residents to act as champions for social justice in the US South	\$ -	\$ 60,000.00	\$ -
Boys Girls Adults Community Development Center - Marvell, AR	PC	Sustainable Services in East Arkansas	To support the Boys, Girls, Adults Community Development Center Inc., in its mission to create a healthy and safe community with a strong education system, while diversifying funding, and planning for the next generation of leadership	\$ -	\$ 43,553.00	\$ -
Capacity for Change		2018 Capacity for Change fund	2018 Capacity for Change fund	\$ 150,000.00		\$ 60,994.00
Compassion Works for All: decARcerate	PC	Capacity for Change: decARcerate	To support the transition from a volunteer-led campaign to an organization committed to empowering people in prison and people who are formerly incarcerated to dismantle and reimagine the justice system.		\$ 15,000.00	
Foundation, Inc. - Mount Laurel, NJ	PC	Grade Level Reading Week 2018 Sponsorship	2018 Grade Level Reading Week Conference Sponsorship		\$ 5,000.00	\$ -

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Grant Name	Foundation Status of Recipient	Grant Name	Grant Purpose	2018 Grants Approved	2018 Grants Paid	Future payments on grants approved in 2018
Grassroots Institute for Fundraising Training	PC	2018 Money for Our Movements Conference	Sponsorship for 2018 Money For Our Movements: A Social Justice Fundraising Conference in Atlanta, GA	\$ 5,000.00	\$ 5,000.00	\$ -
Griffin-Gracy Educational Retreat & Historical Center, Inc.	PC	Capacity for Change: House of GG	To assist our Board and executive management team in the development of a realistic strategic plan that coincides with our organization's Mission, goals and objectives.			\$ 15,000.00
Hispanic Women's Organization of Arkansas	PC	Capacity for Change: Hispanic Women's Organization of Arkansas	To support the Hispanic Women's Organization of Arkansas as it engages in financial, succession, or other planning.		\$ 30,000.00	
Hispanic Community Services Inc - Jonesboro, AR	PC	El Centro Hispano Strategic Planning 2.0	To support the El Centro Hispano staff and board as they develop a new strategic plan, fundraising plan, and marketing plan	\$ -	\$ 8,600.00	\$ -
Home Instruction for Parents of Preschool Youngsters (HIPPY) U.S.A. - Little Rock, AR	PC	Arkansas Campaign for Grade-Level Reading: Caregivers and Parents Advancing Toddler Learning	To develop and pilot a home visiting curriculum for two-year old children in support of the school readiness goal of the Arkansas Campaign for Grade-Level Reading	\$ -	\$ 23,000.00	\$ -
Just Communities of Arkansas - Little Rock, AR	PC	Capacity for Change: Plannign for Systems Change	To support JCA's organizational transition to a new and sustainable funding model as well as a new mission service model dedicated to leading and facilitating systemic and collective change through an equitable, inclusive lens.	\$ -	\$ 30,000.00	\$ -
Local Initiatives Support Corp. - New York, NY	PC	Leveraging Development in Rural Arkansas	To leverage resources for affordable housing development, community facilities, and capacity building services in distressed, rural Arkansas communities	\$ -	\$ 80,000.00	\$ -
Lyon College - Batesville, AR	PC	Spragins Scholars: Transforming Men into Leader Advocates for AR	Marginalized Arkansas males will benefit from participating in the Spragins House Scholars program as they achieve academic goals, develop leadership skills and become advocates for change in higher education on behalf of the state's poor, first-generation students.	\$ -	\$ 40,000.00	\$ -
Mary Reynolds Babcock Foundation	PC	Uplift America	To launch Uplift America to support community-based lenders in accessing up to \$500 million in US Department of Agriculture (USDA) capital to develop or refinance community facilities in distressed rural communities.	\$ -	\$ 166,667.00	\$ -
McGehee Desha Alumni Community Center Inc - McGehee, Ar	PC	Continuing to Strengthen Southeast Arkansas Community	To support the McGehee Desha Alumni Community Center in its mission to strengthen communities of Southeast Arkansas through education, cultural enrichment, and entrepreneurial training for youth	\$ -	\$ 15,900.00	\$ -
Migration Policy Institute	PC	Education for All: Study of In-State Tuition for Undocumented Immigratns in Arkansas	To complete a study of the number of undocumented youth in Arkansas who could benefit from in-state tuition, as well as potential costs and benefits to the state and institutions of extending in-state tuition to them.	\$ -	\$ 5,000.00	\$ -
Northwest Arkansas Workers Justice Center Inc - Springdale, AR	PC	Mobilizing for Progress - Empowering Workers	To support the Northwest Arkansas Workers' Justice Center as they implement their next three-year strategic plan to empower workers to challenge unfair labor practices, protect immigrant rights, develop leadership skills, and advocate for health and safety training	\$ -	\$ 32,500.00	\$ -
Onecommunity, Inc - Springdale, AR	PC	AR-GLR CSI Leyendo Capacity Building Initiative	To support the continued development and implementation of the Arkansas Community Solutions Initiative OneCommunity Reads, UnaComunidad Leyendo! model in Springdale.	\$ -	\$ 15,000.00	\$ -
Philander Smith College - Little Rock, AR	NC	Think Justice 2.0: A Global Perspective	The purpose of the proposal is to support the re-imagining of the Philander Smith College Social Justice Institute so that it becomes more globally focused in the initiatives and concerns that it addresses and becomes more inclusive of the campus, the greater Little Rock community and the region.	\$ -	\$ 80,000.00	\$ -
Philanthropy New York Inc - New York, NY	PC	Capacity for Change: Arkansas Asset Funders Network	To increase collaboration and innovation in the Arkansas philanthropic sector through planning and program support for the early stages of the Arkansas chapter of the Asset Funders Network	\$ -	\$ 15,000.00	\$ -
Phoenix Youth and Family Services, Inc. - Crossett, AR	PC	Transition to Equity	To support Phoenix Youth and Family Services, Inc.'s mission to strengthen economic outcomes in Southeast Arkansas through expanded educational and job training programming for youth and young adults	\$ 60,000.00	\$ 15,000.00	\$ 45,000.00
Southeastern Council of Foundations - Atlanta, GA	PC	Annual Meeting Sponsorship	Annual Meeting Sponsorship	\$ 5,000.00	\$ 5,000.00	\$ -
Southern Bancorp Capital Partners - Little Rock, AR	PC	VITA Plus - Earn It, Save It, Grow It	To increase the effectiveness of asset-building strategies in Arkansas through Southern Bancorp Community Partners' Volunteer Income Tax Assistance and other financial services for low-income individuals and families	\$ 25,000.00	\$ 25,000.00	\$ -

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Grant Name	Foundation Status of Recipient	Grant Name	Grant Purpose	2018 Grants Approved	2018 Grants Paid	Future payments on grants approved in 2018
Targeting Our Peoples Priorities with Service, Inc.	PC	2018 Freddie Black Board Honorarium	2018 Freddie Black Board Honorarium	\$ 10,000.00	\$ 10,000.00	\$ -
The Tides Foundation	PC	National Campaign for Grade-Level reading Support Center	Sponsorship: National Campaign for Grade-Level reading Support Center		\$ 7,000.00	\$ -
The Schott Foundation for Public Education - Cambridge, MA	PC	Building on AR-OTL's Success: Creating Healthy Learning and Living Communities	To continue support for Arkansas's participation in the national Opportunity to Learn Campaign coordinated by The Schott Foundation for Public Education	\$ -	\$ 75,000.00	\$ -
United Way of Central Arkansas Inc - Conway, AR	PC	VITA Plus	To increase the effectiveness of asset-building strategies in Arkansas through organizations providing Volunteer Income Tax Assistance and other financial services to low-income individuals and families	\$ 20,000.00	\$ 20,000.00	\$ -
United Way of New Jersey	PC	ALICE in Arkansas	The United Way of Northern New Jersey will complete the ALICE® in Arkansas report	\$ 60,000.00		\$ 60,000.00
United Way of Northeast Arkansas - Jonesboro, AR	PC	VITA Plus	To increase the effectiveness of asset-building strategies in Arkansas through organizations providing Volunteer Income Tax Assistance and other financial services to low-income individuals and families	\$ 15,000.00	\$ 15,000.00	\$ -
United Way of Northwest Arkansas	PC	AR-GLR CSI OneCommunity Reads Capacity Building	The United Way of Northern New Jersey will complete the ALICE® in Arkansas report		\$ 10,000.00	
United Way of Northwest Arkansas Inc - Lowell, AR	PC	VITA Plus - Sustaining Growth	To increase the effectiveness of asset-building strategies in Arkansas through organizations providing Volunteer Income Tax Assistance and other financial services to low-income individuals and families	\$ 40,000.00	\$ 40,000.00	\$ -
University of Arkansas at Pine Bluff - Pine Bluff, AR	PC	Capacity for Change: Strategic Plan Implementation	To support development and implementation of the strategic plan across the University of Arkansas at Pine Bluff (UAPB) various programs and units on campus.		\$ 20,000.00	
University of Arkansas - Office of Research & Sponsored Programs - Fayetteville, AR	NC	Building Assessment Capacity for BMOST	To build assessment capacity for Boys and Men Opportunity Success Team (BMOST) partners.	\$ -	\$ 10,000.00	\$ -
University of Arkansas - Fayetteville, AR	NC	DREAMERS undendowed award	DREAMERS undendowed award	\$ 20,000.00	\$ 20,000.00	\$ -
University of Arkansas Clinton School of Public Service	NC	Expanding Capacity to Strengthen Community Philanthropy	To build the Center on Community Philanthropy's capacity to increase prosperity and advance equity in Arkansas. The Center on Community Philanthropy is a department of the University of Arkansas - Clinton School of Public Service	\$ 120,000.00	\$ 60,000.00	\$ 60,000.00
Urban League of the State of Arkansas Inc - Little Rock, AR	PC	Boys and Men Opportunity Success Team Intermediary Support	To provide organizing and administrative support for the Boys and Men Opportunity Success Team	\$ -	\$ 50,000.00	\$ -
Vera Lloyn Presbyterian Services	PC	2018 Freddie Black Board of Directors Honorarium	2018 Freddie Black Board of Directors Honorarium	\$ 10,000.00	\$ 10,000.00	\$ -
Unrestricted Grants Under \$5,000				\$ 29,521.50	\$ 34,846.50	\$ -
Refunds from grants in prior years				\$ (43,165.06)		
Total				\$ 1,181,356.44	\$ 2,306,738.50	\$ 615,994.00

STATEMENT 21

BATESVILLE AREA CHAMBER OF COMMERCE

**Final Report with Respect to
Request-16-02693 received from
The Winthrop Rockefeller Foundation
During the period January 31, 2018 to July 15, 2018**

The Batesville Area Chamber of Commerce pursuant to Treasury Regulations, Section 53.4945-5(c) and (d), [Batesville Area Chamber of Commerce] submits the following information with respect to grant #16-02693 received from The Winthrop Rockefeller Foundation on April 1, 2016:

i. Name and Address of Grantee:

Batesville Area Chamber Commerce
409 Vine St.
Batesville, AR 72501

ii. Dates and Amount of Grant:

Grant received April 21, 2016	\$ 65,000
Payment received June 24, 2016	\$ 35,000
Payment received June 7, 2017	<u>\$</u>
Total payments received	<u>30,000</u>
	\$ 65,000
Contributions receivable	<u>\$ 0</u>

iii. The purpose of the grant was to support the Batesville Area Chamber of Commerce with the implementation of the Impact Independence County strategic plan.

iv. During the period ended July 15, 2018, \$65,000 had been spent under the terms of the grant. There remains a balance of \$0 to be expended in 2018 under the terms of the grant.

v. None of the grant proceeds were diverted from the purpose of the grant.

vi. This report is dated July 15, 2018. Other reports and materials were submitted July 15, 2018.

vii. The grantee has submitted detailed supporting documentation for the use of the funds. The Winthrop Rockefeller Foundation deemed further verification of the grantee's report unnecessary.

STATEMENT 21

Dated: July 15, 2018

STATEMENT 21

Mary Reynolds Babcock Foundation, Inc.

Report with Respect to Grant 16-00094 received from The Winthrop Rockefeller Foundation

Period 1/1/18-12/31/18

Mary Reynolds Babcock Foundation, Inc. pursuant to Treasury Regulations, Section 53.4945-5(c) and (d) submits the following information with respect to Grant 16-00094 received from The Winthrop Rockefeller Foundation on 9/27/16 with an effective date of 9/15/16.

I. Name and Address of Grantee:

Mary Reynolds Babcock Foundation, Inc.
2920 Reynolda Road
Winston-Salem, NC 27106

II. Date and Amount of Grant:

Grant Awarded 9/27/16	\$500,000.00
Payment received 9/29/16	(\$166,666.00)
Payment received 3/1/18	<u>(\$166,667.00)</u>
Contribution receivable 12/31/18	<u>\$166,667.00</u>

III. The purpose of the grant is to support the Uplift America Fund by providing matching subgrants for community-based lenders to receive US Department of Agriculture (USDA) loans to develop or refinance community facilities in low-income rural Arkansas communities.

IV. The payment received in 9/29/16 was fully expended as of 12/31/17 as previously reported. The payment received 3/1/18 of \$166,667 was expended by 12/31/18 under the terms of the grant as follows:

Total Received 3/1/18	\$166,667
Total Expended through 12/31/18	\$166,667
Remaining	\$0.00

V. None of the grant proceeds were diverted from the purpose of the grant.

VI. The report is dated 1/29/19. Other reports and materials were submitted 1/29/19.

VII. The grantee has submitted detailed supporting documentation for the use of the funds. The Winthrop Rockefeller Foundation deemed further verification of the grantee's report unnecessary.

Dated: 1/29/19