

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 01-01-2018, and ending 12-31-2018

Name of foundation PUSSYCAT FOUNDATION		A Employer identification number 27-3406311
Number and street (or P O box number if mail is not delivered to street address) 300 WEST 57TH ST NO 42FL	Room/suite	B Telephone number (see instructions) (212) 649-2045
City or town, state or province, country, and ZIP or foreign postal code NEW YORK, NY 10019		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ <u>127,007,676</u>	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ <i>(Part I, column (d) must be on cash basis)</i>	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 <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	1,434,335			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	1,181,663	1,181,663	1,181,663	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	5,610,997			
	b Gross sales price for all assets on line 6a	171,568,190			
	7 Capital gain net income (from Part IV, line 2)		5,610,997		
	8 Net short-term capital gain			1,770,185	
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)	1,263	1,263	1,263		
12 Total. Add lines 1 through 11	8,228,258	6,793,923	2,953,111		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0	0	0	0
	14 Other employee salaries and wages	143,000	0	0	143,000
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	32,402	0	0	0
	b Accounting fees (attach schedule)	123,408	98,727	98,727	0
	c Other professional fees (attach schedule)	1,138,783	706,366	706,366	409,917
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	457,464	0	0	10,939
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy	2,409	0	0	2,409
	21 Travel, conferences, and meetings	53,046	0	0	52,168
	22 Printing and publications				
	23 Other expenses (attach schedule)	24,805	1,124	1,124	23,623
	24 Total operating and administrative expenses. Add lines 13 through 23	1,975,317	806,217	806,217	642,056
	25 Contributions, gifts, grants paid	14,748,160			7,898,160
26 Total expenses and disbursements. Add lines 24 and 25	16,723,477	806,217	806,217	8,540,216	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-8,495,219				
b Net investment income (if negative, enter -0-)		5,987,706			
c Adjusted net income (if negative, enter -0-)			2,146,894		

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	2,395,118	1,407,990	1,407,990
	2 Savings and temporary cash investments	1,467,404	1,803,562	1,803,562
	3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4 Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	137,036,610	129,192,361	123,796,124
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			
	14 Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15 Other assets (describe ▶ _____)				
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	140,899,132	132,403,913	127,007,676	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ _____)			
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0	0	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
29 Retained earnings, accumulated income, endowment, or other funds	140,899,132	132,403,913		
30 Total net assets or fund balances (see instructions)	140,899,132	132,403,913		
31 Total liabilities and net assets/fund balances (see instructions) .	140,899,132	132,403,913		

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	140,899,132
2 Enter amount from Part I, line 27a	2	-8,495,219
3 Other increases not included in line 2 (itemize) ▶ _____	3	0
4 Add lines 1, 2, and 3	4	132,403,913
5 Decreases not included in line 2 (itemize) ▶ _____	5	0
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	132,403,913

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 a PUBLICLY TRADED SECURITIES	P		
b PUBLICLY TRADED SECURITIES	P		
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 169,798,005		165,957,193	3,840,812
b 1,770,185			1,770,185
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			3,840,812
b			1,770,185
c			
d			
e			

2 Capital gain net income or (net capital loss)	2	5,610,997
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	1,770,185

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 does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see 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	5,099,430	141,008,616	0.036164
2016	12,486,256	123,957,036	0.100731
2015	50,000	93,637,938	0.000534
2014	551,000	76,263,990	0.007225
2013	0	70,516,804	0.000000

2 Total of line 1, column (d)	2	0.144654
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	0.028931
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	141,255,085
5 Multiply line 4 by line 3	5	4,086,651
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	59,877
7 Add lines 5 and 6	7	4,146,528
8 Enter qualifying distributions from Part XII, line 4	8	8,540,216

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)

Table with 11 rows for excise tax calculations. Includes fields for exempt foundations, tax under section 511, subtitle A tax, and total tax due/overpayment. Total tax due is 107,354.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, political expenditures, and state reporting. Includes Yes/No columns.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions.
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
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address NONE
14 The books are in care of THE FOUNDATION Telephone no (212) 649-2045

Located at 300 WEST 57TH ST NO 42FL NEW YORK NY ZIP+4 10019

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 -check here and enter the amount of tax-exempt interest received or accrued during the year 15

16 At any time during calendar year 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? 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.

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?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(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).
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
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?
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? If "Yes," list the years 20, 20, 20, 20
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement-see instructions).
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20, 20, 20, 20
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?
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).
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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?

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
STEINBERG SHEBAIRO LLP 11 EAST 44TH STREET NEW YORK, NY 10017	ACCOUNTING SERVICES	123,408
ARTHUR MAERLENDER 300 WEST 57TH STREET NEW YORK, NY 10019	CONSULTING SERVICES	100,000
NETLYST LLC 300 WEST 57TH STREET NEW YORK, NY 10019	CONSULTING SERVICES	56,250
AUBREY ADEN-BUIE 300 WEST 57TH STREET NEW YORK, NY 10019	CONSULTING SERVICES	50,000
SUSAN BALDRIDGE 300 WEST 57TH STREET NEW YORK, NY 10019	CONSULTING SERVICES	50,000
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 WOMEN AND LEADERSHIP THE FOUNDATION'S MISSION THROUGH ITS SUPPORT OF THE BOLD WOMEN'S LEADERSHIP NETWORK, THE BOLD THEATER WOMEN'S LEADERSHIP CIRCLE, GLASSBREAKER FILMS, AND THE HELEN GURLEY BROWN PRESIDENTIAL INITIATIVE AT DANA-FARBER CANCER INSTITUTE IS FOCUSED ON EMPOWERING WOMEN AND DEVELOPING LEADERSHIP AMONG WOMEN ACROSS A WIDE VARIETY OF INDUSTRIES AND CAREER PHASES. OUR PROGRAMS MAY PROVIDE FINANCIAL AID, EDUCATIONAL POSSIBILITIES, FELLOWSHIPS, AND CAREER DEVELOPMENT OPPORTUNITIES WITH FOUNDATION SUPPORT	4,632,870
2 YOUTH AND EDUCATION THE FOUNDATION'S MISSION THROUGH ITS SUPPORT OF THE VARIOUS BRIDGEUP PROGRAMS IS TO PROMOTE EDUCATIONAL AND EXTRACURRICULAR OPPORTUNITIES FOR LOW INCOME AND/OR UNDERSERVED YOUTH THROUGH GRANTS IN THE FIELDS OF COMPUTER SCIENCE, TECHNOLOGY, ACADEMICS, SPORTS, HEALTH AND WELLNESS, ENVIRONMENTAL CONSERVATION, AND THE ARTS. THESE IN AND OUT-OF-SCHOOL PROGRAMS ARE MEANT TO ENCOURAGE AND SUPPORT NEW ENDEAVORS WITH THE POTENTIAL FOR INNOVATIVE AND TRANSFORMATIVE PERSONAL DEVELOPMENT	3,607,346
3 INDIVIDUAL LEADERSHIP THE FOUNDATION'S MISSION THROUGH ITS FUNDING OF MAGIC GENIUS GRANTS AND OTHER TRANSFORMATIVE PROJECTS IS TO SUPPORT INDIVIDUALS WHO HAVE DEMONSTRATED A COMMITMENT TO SOLVING CHALLENGES ACROSS DIFFERENT FIELDS OR HAVE PROVEN TO BE LEADERS IN THEIR COMMUNITY. GRANT RECIPIENTS MUST USE THE FUNDS TO PURSUE AND BRING TO FRUITION THEIR BRILLIANT AND TRANSFORMATIVE IDEAS	300,000
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
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	137,378,166
b	Average of monthly cash balances.	1b	6,028,012
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	143,406,178
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	143,406,178
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	2,151,093
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	141,255,085
6	Minimum investment return. Enter 5% of line 5.	6	7,062,754

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	
2a	Tax on investment income for 2018 from Part VI, line 5.	2a	
b	Income tax for 2018 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	

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	8,540,216
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
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	8,540,216
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions.	5	59,877
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	8,480,339

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				
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.				
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2018				
a From 2013.				
b From 2014.				
c From 2015.				
d From 2016.				
e From 2017.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ _____				
a Applied to 2017, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2018 distributable amount.				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).				
8 Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2014.				
b Excess from 2015.				
c Excess from 2016.				
d Excess from 2017.				
e Excess from 2018.				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2018, enter the date of the ruling. 2010-03-16

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

	Tax year				(e) Total
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	2,146,894	5,696,957	1,651,683	1,031,598	10,527,132
b 85% of line 2a	1,824,860	4,842,413	1,403,931	876,858	8,948,062
c Qualifying distributions from Part XII, line 4 for each year listed	8,540,216	5,099,430	12,541,791	50,000	26,231,437
d Amounts included in line 2c not used directly for active conduct of exempt activities	0	0	0	0	0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	8,540,216	5,099,430	12,541,791	50,000	26,231,437
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets	127,007,676	151,314,347	138,263,998	116,742,499	533,328,520
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.	4,708,503	4,700,287	4,131,901	3,121,265	16,661,956
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)	1,434,335	7,342	26,853,221	32,900,000	61,194,898
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income	6,791,659	30,228,301	6,201,391	2,775,006	45,996,357

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))

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

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

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

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

c Any submission deadlines

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

Part 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 Additional Data Table				
Total				▶ 3a
b <i>Approved for future payment</i>				
Total				▶ 3b

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
AMERICAN MUSEUM OF NATURAL HISTORY CENTRAL PARK WEST AT 79TH STREET NEW YORK, NY 100245192	N/A	PC	TO FUND THE BRIDGEUP STEM PROGRAM FOR YOUTH EDUCATION AT THE AMERICAN MUSEUM OF NATURAL HISTORY TO PROVIDE EDUCATION OPPORTUNITIES IN COMPUTER SCIENCE FOR NEW YORK CITY FEMALE YOUTH	3,005,364
COLUMBIA UNIVERSITY 116TH ST BROADWAY NEW YORK, NY 10027	N/A	PC	GRANT TO SUPPORT ACTIVITIES OF THE DAVID AND HELEN GURLEY BROWN INSTITUTE FOR MEDIA INNOVATION	525,000
STANFORD UNIVERSITY 450 SERRA MALL STANFORD, CA 94305	N/A	PC	GRANT TO SUPPORT ACTIVITIES OF THE DAVID AND HELEN GURLEY BROWN INSTITUTE FOR MEDIA INNOVATION	375,000
Total				14,748,160

▶ 3a

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
IMMIGRANT JUSTICE CORPS 17 BATTERY PL SUITE 1234 NEW YORK, NY 10004	N/A	PC	GRANT TO PROVIDE SUPPORT TO WOMEN IMMIGRANTS	1,350,000
DANA FARBER CANCER CENTER 450 BROOKLINE AVENUE BOSTON, MA 02215	N/A	PC	GRANT TO PROVIDE ACADEMIC SUPPORT FOR WOMEN FACULTY AND RESEARCHERS TO ENHANCE OPPORTUNITIES FOR PROMOTION AND ADVANCED RESEARCH	1,900,000
WORLDREADER2030 1ST AVENUE SEATTLE, WA 98121	N/A	PC	GRANT TO WEST AFRICAN LIBRARIES FOR ERADICATION OF ILLITERACY	250,000
Total			▶ 3a	14,748,160

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
EMILY HARGER 300 WEST 57TH STREET NEW YORK, NY 10019	NONE	I	GLASSBREAKER FILMS	56,609
OLIVIA MERRION 300 WEST 57TH STREET NEW YORK, NY 10019	NONE	I	GLASSBREAKER FILMS	27,870
THE MENNINGER CLINIC 12301 MAIN STREET HOUSTON, TX 77035	N/A	PC	TO FUND THE BRIDGEUP MENTAL HEALTH PROGRAM AT THE MENNINGER CLINIC TO IMPROVE MENTAL HEALTH AND WELL-BEING OF LOW INCOME YOUTH IN THE GREATER HOUSTON, TEXAS AREA	5,961,154
Total				14,748,160

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
KATY MARIE SCOGGIN 300 WEST 57TH STREET NEW YORK, NY 10019	NONE	I	GLASSBREAKER FILMS	30,000
LEAH GALANT 300 WEST 57TH STREET NEW YORK, NY 10019	NONE	I	GLASSBREAKER FILMS	55,973
SOPHIA NAHIL ALLISON 300 WEST 57TH STREET NEW YORK, NY 10019	NONE	I	GLASSBREAKER FILMS	7,000
Total				14,748,160

▶ **3a**

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
DEBORA SOUZA SILVA 300 WEST 57TH STREET NEW YORK, NY 10019	NONE	I	GLASSBREAKER FILMS	46,000
NELLIE KLUZ 300 WEST 57TH STREET NEW YORK, NY 10019	NONE	I	GLASSBREAKER FILMS	7,000
MIRANDA BETH KAHN 300 WEST 57TH STREET NEW YORK, NY 10019	NONE	I	GLASSBREAKER FILMS	7,000
Total ▶ 3a				14,748,160

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BETHANY MOLLENKOF 300 WEST 57TH STREET NEW YORK, NY 10019	NONE	I	GLASSBREAKER FILMS	24,500
IQ190 PRODUCTIONS LLC 300 WEST 57TH STREET NEW YORK, NY 10019	NONE	I	GLASSBREAKER FILMS	50,000
JUN YAMAGISHI 300 WEST 57TH STREET NEW YORK, NY 10019	NONE	I	GLASSBREAKER FILMS	46,200
Total ▶ 3a				14,748,160

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SARA THAMER OBEIDAT 300 WEST 57TH STREET NEW YORK, NY 10019	NONE	I	GLASSBREAKER FILMS	70,000
GRAY BAYNE FILM MEDIA LLC 300 WEST 57TH STREET NEW YORK, NY 10019	NONE	I	GLASSBREAKER FILMS	111,198
MADELEINE EHRLICH 300 WEST 57TH STREET NEW YORK, NY 10019	NONE	I	GLASSBREAKER FILMS	15,000
Total ▶ 3a				14,748,160

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ONE PRODUCTION 300 WEST 57TH STREET NEW YORK, NY 10019	NONE	I	GLASSBREAKER FILMS	149,300
AUBREY PRODUCTIONS 300 WEST 57TH STREET NEW YORK, NY 10019	NONE	I	GLASSBREAKER FILMS	150,000
SUSAN HERSBT300 WEST 57TH STREET NEW YORK, NY 10019	NONE	I	GENIUS GRANT BOLD WOMEN'S EDUCATION LEADERSHIP NETWORK PROGRAM	100,000
Total				14,748,160



3a

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CAROLYN STEFANCO 300 WEST 57TH STREET NEW YORK, NY 10019	NONE	I	GENIUS GRANT BOLD WOMEN'S EDUCATION LEADERSHIP NETWORK PROGRAM	100,000
SUSAN STEUBNER 300 WEST 57TH STREET NEW YORK, NY 10019	NONE	I	GENIUS GRANT BOLD WOMEN'S EDUCATION LEADERSHIP NETWORK PROGRAM	100,000
STUDENT CONSERVATION ASSOCIATION 4245 NORTH FAIRFAX DRIVE SUITE 825 ARLINGTON, VA 22203	N/A	PC	GRANT TO FUND BRIDGE UP ENVIRONMENTAL PROGRAM	227,992
Total				14,748,160

▶ **3a**

TY 2018 Accounting Fees Schedule**Name:** PUSSYCAT FOUNDATION**EIN:** 27-3406311

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	123,408	98,727	98,727	0

TY 2018 Investments Corporate Stock Schedule**Name:** PUSSYCAT FOUNDATION**EIN:** 27-3406311**Investments Corporation Stock Schedule**

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MANAGED ACCOUNT/BNY MELLON N.A. CUSTODY	129,192,361	123,796,124

TY 2018 Legal Fees Schedule**Name:** PUSSYCAT FOUNDATION**EIN:** 27-3406311

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	32,402	0	0	0

TY 2018 Other Expenses Schedule**Name:** PUSSYCAT FOUNDATION**EIN:** 27-3406311**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
IT EXPENSES	1,494	0	0	1,494
INSURANCE-DISABILITY & WORKERS COMP	812	0	0	812
INVESTMENT EXPENSES-PORTFOLIO DEDUCTIONS THROUGH K-1	1,124	1,124	1,124	0
ADMINISTRATIVE EXPENSE	598	0	0	540
RESEARCH EXPENSE	5,498	0	0	5,498
TELEPHONE EXPENSE	734	0	0	734
POSTAGE & DELIVERY	648	0	0	648
BOOKKEEPING EXPENSE	8,880	0	0	8,880
MEALS	2,601	0	0	2,601
PAYROLL SERVICE FEES	2,416	0	0	2,416

TY 2018 Other Income Schedule**Name:** PUSSYCAT FOUNDATION**EIN:** 27-3406311**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
ROYALTY	16	16	16
OTHER PORFOLIO INCOME	1,247	1,247	1,247

TY 2018 Other Professional Fees Schedule**Name:** PUSSYCAT FOUNDATION**EIN:** 27-3406311

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	706,366	706,366	706,366	0
PROGRAM CONSULTANTS	409,917	0	0	409,917
ADMINISTRATION CONSULTANTS	22,500	0	0	0

TY 2018 Taxes Schedule**Name:** PUSSYCAT FOUNDATION**EIN:** 27-3406311

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAX	445,000	0	0	0
NEW YORK CHARITIES BUREAU FILING FEES	1,500	0	0	0
DELAWARE FRANCHISE TAX	25	0	0	0
PAYROLL TAXES	10,939	0	0	10,939

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

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

OMB No 1545-0047
2018

Name of the organization
PUSSYCAT FOUNDATION

Employer identification number
27-3406311

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

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

Form 990-PF

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

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

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

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

Name of organization PUSSYCAT FOUNDATION	Employer identification number 27-3406311
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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	HELEN GURLEY BROWN REVOCABLE TRUST 300 W 57TH ST 42FL NEW YORK, NY 10019	\$ 1,434,335	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions)</small>
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions)</small>
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions)</small>
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions)</small>
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions)</small>
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions)</small>
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions)</small>
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions)</small>
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions)</small>

Name of organization PUSSYCAT FOUNDATION	Employer identification number 27-3406311
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Part II Noncash Property			
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
	(See instructions) Use duplicate copies of Part II if additional space is needed _____ _____ _____	_____ \$ _____	_____
	_____ _____ _____	_____ \$ _____	_____
	_____ _____ _____	_____ \$ _____	_____
	_____ _____ _____	_____ \$ _____	_____
	_____ _____ _____	_____ \$ _____	_____
	_____ _____ _____	_____ \$ _____	_____
	_____ _____ _____	_____ \$ _____	_____
	_____ _____ _____	_____ \$ _____	_____
	_____ _____ _____	_____ \$ _____	_____

Name of organization PUSSYCAT FOUNDATION	Employer identification number 27-3406311
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Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ▶ \$ _____
 Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee