

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
2019
Open to Public Inspection

For calendar year 2019, or tax year beginning 07-01-2019, and ending 06-30-2020

Name of foundation BHP Foundation		A Employer identification number 61-1714573	
Number and street (or P.O. box number if mail is not delivered to street address) 1500 Post Oak Blvd	Room/suite	B Telephone number (see instructions) (713) 961-8500	
City or town, state or province, country, and ZIP or foreign postal code Houston, TX 77056		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) ▶ \$ 314,858,754		J Accounting method: <input type="checkbox"/> Cash <input checked="" 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)	12,000,000			
	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	7,967,864	7,967,864		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	2,042,083			
	b Gross sales price for all assets on line 6a	206,559,286			
	7 Capital gain net income (from Part IV, line 2)		2,042,083		
	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) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	22,009,947	10,009,947			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	100,000			100,000
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	37,357			58,920
	b Accounting fees (attach schedule)	30,000			95,000
	c Other professional fees (attach schedule)	1,850,237	277,278		1,581,556
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	89,000			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	62,394			62,394
	22 Printing and publications				
	23 Other expenses (attach schedule)	523,709			538,932
	24 Total operating and administrative expenses. Add lines 13 through 23	2,692,697	277,278		2,436,802
	25 Contributions, gifts, grants paid	40,023,789			40,023,789
26 Total expenses and disbursements. Add lines 24 and 25	42,716,486	277,278		42,460,591	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-20,706,539				
b Net investment income (if negative, enter -0-)		9,732,669			
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	17,394,620	12,296,557	12,296,557
	2 Savings and temporary cash investments	655,301	5,366,216	5,366,216
	3 Accounts receivable ▶ <u>1,301,787</u>			
	Less: allowance for doubtful accounts ▶ _____	1,920,290	1,301,787	1,301,787
	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	1,833	1,833	1,833
	10a Investments—U.S. and state government obligations (attach schedule)	156,019,930	175,065,163	175,065,163
	b Investments—corporate stock (attach schedule)			
	c Investments—corporate bonds (attach schedule)	153,276,129	120,827,198	120,827,198
	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)	329,268,103	314,858,754	314,858,754	
Liabilities	17 Accounts payable and accrued expenses	173,193	42,514	
	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)	173,193	42,514	
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here ▶ <input checked="" type="checkbox"/> and complete lines 24, 25, 29 and 30.			
	24 Net assets without donor restrictions	329,094,910		
	25 Net assets with donor restrictions			
	Foundations that do not follow FASB ASC 958, check here ▶ <input type="checkbox"/> and complete lines 26 through 30.			
	26 Capital stock, trust principal, or current funds			
	27 Paid-in or capital surplus, or land, bldg., and equipment fund			
	28 Retained earnings, accumulated income, endowment, or other funds			
29 Total net assets or fund balances (see instructions)	329,094,910	314,816,240		
30 Total liabilities and net assets/fund balances (see instructions) .	329,268,103	314,858,754		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year—Part II, column (a), line 29 (must agree with end-of-year figure reported on prior year's return)	1	329,094,910
2 Enter amount from Part I, line 27a	2	-20,706,539
3 Other increases not included in line 2 (itemize) ▶ _____	3	6,437,200
4 Add lines 1, 2, and 3	4	314,825,571
5 Decreases not included in line 2 (itemize) ▶ _____	5	9,331
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29 .	6	314,816,240

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			
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 206,559,286		204,517,203	2,042,083
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			2,042,083
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	2	2,042,083
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	

Part V 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))
2018	50,908,695	317,885,387	0.16015
2017	25,729,388	338,377,608	0.07604
2016	17,416,280	313,144,393	0.05562
2015	17,636,833	275,617,481	0.06399
2014	6,502,302	204,645,472	0.03177
2 Total of line 1, column (d)			0.387566
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			0.077513
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5			306,697,787
5 Multiply line 4 by line 3			23,773,066
6 Enter 1% of net investment income (1% of Part I, line 27b)			97,327
7 Add lines 5 and 6			23,870,393
8 Enter qualifying distributions from Part XII, line 4			42,460,591

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 calculation. Includes sub-rows 6a-6d for credits. Total amount due is 3,938.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political influence, 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 N/A
14 The books are in care of Ben Fothergill Telephone no. (713) 961-8500
Located at 1500 Post Oak Blvd Houston TX ZIP+4 77056
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 2019, 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 UK

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. 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 2019?
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 2019, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2019? 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 2019 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 2019.)
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 2019?

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 **5b** No
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? 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 No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** 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 No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment during the year? Yes No

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

1 List all officers, directors, trustees, foundation managers and their compensation. See instructions

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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

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
Ecoadvisors Inc 1758 Henry Street Halifax, Halifax NS B3H 3K6 CA	Strategic advisory	407,193
Dalgetta Pty Ltd 32 OFarrell Street Yarraville, VIC 3013 AS	Strategic advisory	340,137
Meroolah Enterprises 102 325 Collins St Melbourne VIC 3000 AS	Management advisory	327,610
US Trust Bank of America 1301 McKinney Suite 5100 Houston, TX 77010	Investment mgmt	277,278
Pollination Level 4 346 Kent Street Sydney, NSW 2000 AS	Climate consulting	350,235
Total number of others receiving over \$50,000 for professional services. ▶		3

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 Environmental Resilience - To support new ways of conserving and sustainably managing large-scale, globally significant natural environments for the benefit of future generations. Natural environments preserve biodiversity, maintain water resources and help society respond to climate change. Yet the demands of a growing world population are placing unprecedented pressure on finite land and water resources and accelerating biodiversity loss. This pressure is further amplified by climate change. For Indigenous peoples with a profound connection to and dependence on traditional lands, natural ecosystems also support their livelihoods and cultures and must be conserved for the benefit of future generations. BHP Foundations approach to addressing these challenges is to: - Deliver high-impact, enduring interventions in areas of international significance. - Engage with people who live in the landscapes, involve them in our efforts, build their capacity and support their livelihoods. - Initiate	1,136,675
2 Natural Resource Governance - To harness the transformative power of natural resource wealth for sustainable and inclusive human development. Across the world, 1.8 billion people in resource-rich countries continue to live in poverty. Corruption and poor governance of the world's natural resources can divert much needed funds from critical development opportunities, which is denying citizens access to quality education, healthcare and other essential services. We are working across the value chain to enhance governance, help eliminate corruption and effect positive change. We seek to improve how natural resources are governed across the entire resource value chain from initial exploration right through to the use of taxes and royalties in providing services to citizens. To do this, we bring together business, government and civil society to collectively address common challenges aimed at eliminating corruption through purposeful transparency and effective capacity building. We also givi	506,958
3 Education Equity - To harness the potential of young people most at risk of being left behind by enabling equitable access to quality education and learning. Inequality and disadvantage lie at the heart of the global education challenge. Despite global progress in access to education in recent years, more than a quarter of a billion children remain out of school today. Hundreds of millions more are not learning when they are in school. Quality education and learning is the pathway to building the skills and knowledge people need to seize opportunities to enhance their lives and their contribution to communities and societies. This means more children participate in education, are enabled to stay and thrive in school longer to gain a higher level of qualification and skills and can succeed and prosper throughout their lives. BHP Foundations approach to addressing these challenges is to: - Identify new and more effective ways to improve learning outcomes for the most underrepresented and a	306,822
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 ▶	

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	304,107,000
b	Average of monthly cash balances.	1b	7,261,312
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	311,368,312
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	
3	Subtract line 2 from line 1d.	3	311,368,312
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	4,670,525
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	306,697,787
6	Minimum investment return. Enter 5% of line 5.	6	15,334,889

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	15,334,889
2a	Tax on investment income for 2019 from Part VI, line 5.	2a	97,327
b	Income tax for 2019. (This does not include the tax from Part VI.).	2b	
c	Add lines 2a and 2b.	2c	97,327
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	15,237,562
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	15,237,562
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	15,237,562

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	42,460,591
b	Program-related investments—total from Part IX-B.	1b	
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	42,460,591
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	97,327
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	42,363,264

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 2018	(c) 2018	(d) 2019
1 Distributable amount for 2019 from Part XI, line 7				15,237,562
2 Undistributed income, if any, as of the end of 2019:				
a Enter amount for 2018 only.				
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2019:				
a From 2014.				
b From 2015.				
c From 2016.				
d From 2017.			5,616,071	
e From 2018.			33,521,128	
f Total of lines 3a through e.	39,137,199			
4 Qualifying distributions for 2019 from Part XII, line 4: ▶ \$ _____ 42,460,591				
a Applied to 2018, 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).	0			
d Applied to 2019 distributable amount.				15,237,562
e Remaining amount distributed out of corpus	27,223,029			
5 Excess distributions carryover applied to 2019. (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	66,360,228			
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 2018. Subtract line 4a from line 2a. Taxable amount—see instructions				
f Undistributed income for 2019. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).				
8 Excess distributions carryover from 2014 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a	66,360,228			
10 Analysis of line 9:				
a Excess from 2015.				
b Excess from 2016.				
c Excess from 2017.			5,616,071	
d Excess from 2018.			33,521,128	
e Excess from 2019.			27,223,029	

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 2019, enter the date of the ruling. ▶

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

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

	Tax year	Prior 3 years			(e) Total
	(a) 2019	(b) 2018	(c) 2017	(d) 2016	
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).)

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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> See attachment State and zipcode for e-filing purposes, TX 77056	N/A		See attachment	40,023,789
Total				▶ 3a 40,023,789
b <i>Approved for future payment</i>				
Total				▶ 3b

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

Part XVII

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

- a Transfers from the reporting foundation to a noncharitable exempt organization of:
(1) Cash.
(2) Other assets.
b Other transactions:
(1) Sales of assets to a noncharitable exempt organization.
(2) Purchases of assets from a noncharitable exempt organization.
(3) Rental of facilities, equipment, or other assets.
(4) Reimbursement arrangements.
(5) Loans or loan guarantees.
(6) Performance of services or membership or fundraising solicitations.
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

Table with 3 columns: Question, Yes, No. Rows correspond to items 1a(1), 1a(2), 1b(1) through 1b(6), and 1c.

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.

Schedule table with 4 columns: (a) Line No., (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements.

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 [x] No

b If "Yes," complete the following schedule.

Schedule table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship.

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

Sign Here: Signature of officer or trustee, Date (2020-11-12), Title. Includes a box: May the IRS discuss this return with the preparer shown below (see instr.) [x] Yes [] No

Paid Preparer Use Only section containing fields for Preparer's name (Kurt Coburn), Signature, Date, Check if self-employed, PTIN (P01638285), Firm's name (Blazek & Vetterling), Firm's address (2900 Wesleyan Suite 200, Houston, TX 77027), and Firm's EIN (76-0269860).

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation				
(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
Charles Goodyear	Chairman 8.00	100,000		
1500 Post Oak Blvd Houston, TX 77056				
James Ensor	Pres/Exec Ofcr 32.00	0		
1500 Post Oak Blvd Houston, TX 77056				
Anthony John Patrick Cudmore	Director 2.50	0		
1500 Post Oak Blvd Houston, TX 77056				
Felicity Perry	Sec to Dec 6.00	0		
1500 Post Oak Blvd Houston, TX 77056				
Stephen Harris	Sec from Jan 20.00	0		
1500 Post Oak Blvd Houston, TX 77056				
Jennifer Lopez	Asst Secretary 2.00	0		
1500 Post Oak Blvd Houston, TX 77056				
Ben Fothergill	Treasurer 1.00	0		
1500 Post Oak Blvd Houston, TX 77056				
Mauro Neves	Director 2.50	0		
1500 Post Oak Blvd Houston, TX 77056				
Geraldine Slattery	Director 2.50	0		
1500 Post Oak Blvd Houston, TX 77056				
Graham Tiver	Director 2.50	0		
1500 Post Oak Blvd Houston, TX 77056				
Athalie Clare Williams	Director 2.50	0		
1500 Post Oak Blvd Houston, TX 77056				

TY 2019 Accounting Fees Schedule**Name:** BHP Foundation**EIN:** 61-1714573**Software ID:** 19009920**Software Version:** 2019v5.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Audit fees	30,000	0	0	95,000

TY 2019 Investments Corporate Bonds Schedule

Name: BHP Foundation

EIN: 61-1714573

Software ID: 19009920

Software Version: 2019v5.0

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
Ford Cr Auto Owner Tr 2017-C	7,115,780	7,115,780
American Express Cr Master Tr 2018-6	4,623,795	4,623,795
Americredit Automobile Tr 2019-2	4,189,670	4,189,670
Ally Auto Receivables Tr 2019-1 CI A3	1,897,767	1,897,767
Synchrony Card Issuance Tr 2018-A1	1,029,640	1,029,640
Comcast Corp New Nt Call 03/15/14	4,980,510	4,980,510
Ace Ina Hldg Inc	4,946,625	4,946,625
PNC Finl Svcs Group Inc Call 12/23/23	4,919,400	4,919,400
Pepsico Inc Sr Nt	4,777,785	4,777,785
Toyota Mtr Cr Corp Sr Mtn	4,694,040	4,694,040
Texas Instrs Inc Call 4/15/22	4,613,715	4,613,715
Simon Ppty Group LP Call 04/15/21	4,517,179	4,517,179
American Express Cr Corp Call 04/04/21	4,054,960	4,054,960
JP Morgan Chase & Co Call 8/15/20	4,008,360	4,008,360
Abbvie Inc 144A C10/21/24	3,917,341	3,917,341
AT&T Inc Sr Nt Call 2/15/25	3,632,063	3,632,063
Nextera Energy Cap Hldgs C 04/01/25	3,599,730	3,599,730
Verizon Communications Call 12/15/23	3,339,030	3,339,030
Morgan Stanley Sr Nt Ser F	3,317,340	3,317,340
Dowdupont Inc C10/15/23	3,288,300	3,288,300

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
Suntrust Bk Atlanta GA C04/01/23	3,163,860	3,163,860
Kinder Morgan Energy Partners 11/15/22	3,157,110	3,157,110
Regions Finl Corp New Call 07/14/22	3,124,470	3,124,470
American Tower Corp New	3,103,680	3,103,680
CVS Health Corp Pidi Nt Call 02/09/23	3,060,700	3,060,700
Citigroup Inc	3,048,840	3,048,840
LG&E & KU Energy LLC	2,509,425	2,509,425
BB&T Corp Sr Mtn Call 04/10/21	2,201,958	2,201,958
JP Morgan Chase & Co Sr Nt Call 03/18/2	843,216	843,216
Shire Acquisitions Invts Ireland	3,058,440	3,058,440
Aercap Ireland Cap Ltd Tr Ie Sr Gbl	3,000,930	3,000,930
Citigroup Coml Mtg Tr 2013- Ctf CI A-3	4,893,937	4,893,937
Wells Fargo Com Mtg 20-C55 CI A1	2,331,542	2,331,542
Wells Fargo Coml Mtg Tr 2015 Ctf CI A-2	1,279,588	1,279,588
UBS Coml Mtg Tr 2012-C1 Coml CI A-3	586,472	586,472

TY 2019 Investments Government Obligations Schedule**Name:** BHP Foundation**EIN:** 61-1714573**Software ID:** 19009920**Software Version:** 2019v5.0**US Government Securities - End
of Year Book Value:** 175,065,163**US Government Securities - End
of Year Fair Market Value:** 175,065,163**State & Local Government
Securities - End of Year Book
Value:****State & Local Government
Securities - End of Year Fair
Market Value:**

TY 2019 Legal Fees Schedule**Name:** BHP Foundation**EIN:** 61-1714573**Software ID:** 19009920**Software Version:** 2019v5.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
General governance and counsel	37,357	0	0	58,920

TY 2019 Other Decreases Schedule**Name:** BHP Foundation**EIN:** 61-1714573**Software ID:** 19009920**Software Version:** 2019v5.0

Description	Amount
Foreign currency translation adjustment	9,331

TY 2019 Other Expenses Schedule**Name:** BHP Foundation**EIN:** 61-1714573**Software ID:** 19009920**Software Version:** 2019v5.0**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Administrative expenses	5,747			5,747
Conference sponsorships	177,825			177,825
Public relations	340,137			355,360

TY 2019 Other Increases Schedule**Name:** BHP Foundation**EIN:** 61-1714573**Software ID:** 19009920**Software Version:** 2019v5.0

Description	Amount
Net unrealized gain on investments	6,437,200

TY 2019 Other Professional Fees Schedule**Name:** BHP Foundation**EIN:** 61-1714573**Software ID:** 19009920**Software Version:** 2019v5.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Contracted secretary services	95,360	0	0	95,360
Investment management fees	277,278	277,278	0	0
Management advisory	327,610	0	0	336,207
Nat Res Governance prgm evaluation	240,136	0	0	240,136
Strategic advisory services	909,853	0	0	909,853

TY 2019 Taxes Schedule**Name:** BHP Foundation**EIN:** 61-1714573**Software ID:** 19009920**Software Version:** 2019v5.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Excise tax	89,000			

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
2019

Name of the organization
BHP Foundation

Employer identification number
61-1714573

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
BHP Foundation

Employer identification number
61-1714573

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	BHP Petroleum Deepwater Inc 1500 Post Oak Blvd Houston, TX 77056	\$ 12,000,000	<input checked="" type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)

Name of organization
BHP Foundation

Employer identification number
61-1714573

Part II Noncash Property

(a) No. from Part I	(b) Description of noncash property given <small>(see instructions). Use duplicate copies of Part II if additional space is needed.</small>	(c) FMV (or estimate) (See instructions)	(d) Date received
-	_____ _____ _____	_____ \$	_____
-	_____ _____ _____	_____ \$	_____
-	_____ _____ _____	_____ \$	_____
-	_____ _____ _____	_____ \$	_____
-	_____ _____ _____	_____ \$	_____

Name of organization
BHP Foundation

Employer identification number
61-1714573

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	
_____ _____		_____ _____	

Part VII-B, Line 5c - Expenditure Responsibility Statements

Grantee Name & Address	Grant Date	Purpose of Grant	Grant Amount	Amount Spent by Grantee	Reports Received	Diversion by Grantee	Notes
Reporting for Grants Issued in Tax Year 2019							
Australian Indigenous Governance Institute (AIGI) John Yencken, Building, 45 Sullivans Creek Road, The Australian National University ACT 2601 Australia	12/27/2019	To create a new practice set that builds and disseminates best practice tools, research and training, and disrupts systems to establish a strength-based policy framework for Indigenous led nation building.	\$ 703,600	\$ 703,600	Quarterly reports (Apr 2020), Half Year Jan - Jun 2020 Sustainability Strategy May 2020	No	1&2
Commonwealth Scientific and Industrial Research Organization (CSIRO) Limestone Avenue, Campbell, Canberra, ACT, 2612 Australia	08/23/2019 03/26/2020	Improve the participation and achievement of Australian Indigenous students in STEM subjects and provide supported pathways that increase indigenous representation in STEM related professions.	2,446,062 622,061	2,446,062 622,061	Quarterly (Dec 2019), Annual Reports (Jun, Aug 2020). Evaluation - Feb 2020	No	1&2
The Melbourne University (through the Australian Mathematical Sciences Institute) Building 161, The University of Melbourne, Victoria, 3010, Australia	10/22/2019	AMSI "Choose Maths" Programme To increase the number of girls studying maths; improve achievement in science, technology, engineering and maths (STEM) education; and increase female representation in STEM-related professions.	1,063,062	1,063,062	Quarterly, Semi Annual	No	1&2
Australian Red Cross Donation 23-47 Villiers St. , North Melbourne Vic 3051, Australia	08/22/2019 3/18/2020	To reduce the psychosocial impact of a changing climate on individuals and communities. To ensure that drought-impacted communities across a minimum of two states in Australia are able to access and benefit from appropriate psychosocial support.	662,217 584,977	662,217 584,977	Quarterly - Mar 2020 Annual - Jun 2020	No	1&2
Australian Red Cross Donation 23-47 Villiers St. , North Melbourne Vic 3051, Australia	1/7/2020	Nation wide bushfire efforts during Summer season 2020	1,380,600	1,380,600	Quarterly - Apr 2020 Half Year Jul 2020	No	1&2
Cape York Partnership 302-310 Sheridan Street, Cairns North, QLD, 4870, Australia	4/21/2020	To educate the Australian public about the rationale for and basis of the Uluru Statement. The Project is of national significance, one that will support Indigenous peoples' long-standing calls for self-determination and empowerment as well as being considered a critical step-in achieving a fuller expression of Australia's nationhood.	316,738	316,738	Qly - Aug 2019 Annual - Sep 2020	No	1&2
Comunidad Mujer Avenida General Bustamante 26, Providencia, Santiago, Región Metropolitana, Chile	6/11/2020	Network of schools that form part of the Emergency Education Program of Fundación BHP's Chile Program.	250,000		No reports due	No	1&2
Desert Support Services 76 Wittenoom Street, East Perth, Western Australia 6004, Australia	8/30/2019	Project aims to sustain the health and resilience of Australia's iconic desert country and its people.	3,402,263	3,402,263	Q1 Nov 2019 Q3 May 2020 Half - Dec 2019 Annual - August 2020	No	1&2
Ensenas Chile Antonio Varas 496, Providencia, Santiago, Chile	6/12/2020	Antofagasta district (52 facilities, 35,000 students scale to be determined, 3,748 teachers). Araucanía Region (69 facilities, 6,400 students, 840 teachers), and Andalién Sur in the Biobío Region (71 facilities, 14,700 students, 1,894 teachers).	280,000		No reports due	No	1&2

Part VII-B, Line 5c - Expenditure Responsibility Statements

Grantee Name & Address	Grant Date	Purpose of Grant	Grant Amount	Amount Spent by Grantee	Reports Received	Diversion by Grantee	Notes
Fundacion Chile Avenida Parque Antonio Rabat Sur 6165, Vitacura, Santiago de Chile	6/12/2020	The TV Educa Chile signal will have coverage in 100% of the national territory. In Chile there are more than 3,000,000 school-level students. The contents generated by Aprender (A) SER aim at 16% of students who do not have a computer or do not have internet access to continue their online education. This represents around 500,000 students.	250,000		No reports due	No	1&2
Education Endowment Foundation (EEF) Millbank tower, 21-24 Millbank London, SW1P4QP UK	6/23/2020	Turning evidence into practice change. Building evidence on education interventions that are effective (cost and outcomes) and have the greatest impact and to put that knowledge into the hands of school leaders and teachers. Empowering education leaders, teachers, Principals, Ministers and Heads of State, to make evidence informed decisions that enhance the impact for children and young people through the creation of a global evidence ecosystem that leads directly to increased advocacy, awareness, utilisation and impact of high quality educational evidence.	1,188,894	1,188,894	Q1 Aug 2019 Q3 Jan 2020 Half - Dec 2019 Annual - Jul 2020	No	1&2
Fundacion Colunga Gral Bustamante 26, Providencia, Región Metropolitana, Chile	6/17/2020	Fundación Colunga and the Nansen Center for Peace and Dialogue have established a cooperation alliance to contribute to the development of a culture of peaceful conflict resolution through dialogue among the different actors in Chilean society. The Foundation has sponsored the following lines of action under the cooperation alliance: a) Conduct of four dialogue events in regional capitals to build understanding and social peace in the regions. This will include training of dialogue facilitators to build capacity for dialogue in civil society. b) An international Seminar on Negotiation and Dialogue in Santiago to establish a national dialogue process to build social peace. This line of action will be led by the Nansen Center.	120,000		No reports due	No	1&2
Fundacion Kodea Av. Apoquindo 4700, piso 14, Las Condes, Región Metropolitana, Chile	4/27/2020	Our Voice, a citizen dialogue channel for women which aims to collect and disseminate women's opinions on the changes the country requires towards a more equitable and just society. The initiative has been developed by a consortium of respected Chilean organisations and consists of an invitation to record voice messages via Whatsapp. Messages will be aggregated and analysed through use of data technology to obtain information about women's feelings and priorities, most frequently mentioned topics and participation statistics by region and age. The results of this analysis will be aggregated, published on an Our Voice website (consistent with applicable privacy and privilege laws) and formally presented to government at a national congress to inform public policy.	80,000		No reports due	No	1&2
Fundacion Kodea Av. Apoquindo 4700, piso 14, Las Condes, Región Metropolitana, Chile	6/15/2020	The beneficiaries are children and young people from all over the country who will connect to the children's signal enabled by TVN. In addition, it is expected to sensitize the entire educational community (parents, teachers and people linked to the world of education). It is estimated that 80% of the Chilean population (families) will have signal access and also through digital signals from open television channels and through cable television, which have shown their willingness to join the transmission.	180,000		No reports due	No	1&2

Part VII-B, Line 5c - Expenditure Responsibility Statements

Grantee Name & Address	Grant Date	Purpose of Grant	Grant Amount	Amount Spent by Grantee	Reports Received	Diversion by Grantee	Notes
Fundacion de Conservacion Tierra Austral Avenida Vitacura 3585 Depto 702 Vitacura, Santiago	08/30/2019 6/18/2020	The project aims to advance transformational land conservation of the Mediterranean vegetation habitat, which is Chile's rarest and most threatened vegetation habitat and, together with the other four major global Mediterranean regions, is one of the rarest and most productive ecosystems in the world. This will be accomplished by formulating and implementing a comprehensive conservation assessment for the El Bordo to Cantillana Corridor, located within the Metropolitan and Valparaiso regions of Chile, with a population of more than 9 million (53% of the country's inhabitants). The project will include implementing Chile's landmark new conservation law, the Derecho Real de Conservación at five sites in the corridor, which will permanently protect them and will serve as a proof-of-concept for the use of this new legal conservation tool. This initiative aims at mobilising the public and private sectors in support of creating tax incentives and leveraging additional funding for land conservation throughout the country.	177,209 241,845	177,209 241,845	Quarterly - Jun 2019 Quarterly - Oct 2019 Quarterly - Dec 2019 Quarterly - Apr 2020 Quarterly - Jul 2020 Annual - Jan 2020	No	1&2
Reconciliation Australia King George Terrace, Parkest ACT 2600 Australia	8/30/2019	To progress reconciliation through recognising, supporting, and celebrating strong Aboriginal and Torres Strait Islander governance and self-determination.	366,878	366,878	Quarterly - Apr 2020 Annual - Jun 2020	No	1&2
Reconciliation Australia King George Terrace, Parkest ACT 2600 Australia	08/30/2019 12/11/2019	For Australian schools and early learning services to foster a higher level of knowledge and pride in Aboriginal and Torres Strait Islander histories, cultures and contributions.	1,143,146 45,259.70	1,143,146 45,259.70	Quarterly - Apr 2020 Annual - Jun 2020	No	1&2
Transparency International Alt-Moabit 96, 10559 Berlin, Germany	11/01/2019 4/21/2020	Mining for Sustainable Development. To establish enhanced transparency and accountability in the award of mining sector permits, licences and contracts.	1,122,000 1,093,800	1,122,000 1,093,800	Quarterly - Jul 2019 Quarterly - Feb 2020 Quarterly - Jul 2020 Annual - Apr 2020 Semi Annual - Oct 2020	No	1&2
University of Melbourne Doherty Institute 792 Elizabeth St, Melbourne VIC 3000, Australia	5/4/2020	Implement the Australasian COVID-19 Clinical Trial (ASCOT Trial) to determine the effectiveness of treatment drugs targeting the virus given to people with COVID-19.	647,500		No reports due	No	1&2
Wires Suite 1-5, Lifestyle Working, 117 Old Pittwater Road Brookvale NSW 2100, Australia	1/15/2020	Nation wide wildlife rescue efforts during Summer season 2020.	174,075	174,075	No reports due	No	1&2
Zoos Victoria Elliott Avenue Parkville, Vic. 3052 Australia	1/15/2020	Nation wide wildlife rescue efforts during Summer season 2020.	174,100	174,100	No reports due	No	1&2
Reporting for Grants Issued in Prior Tax Years							
Commonwealth Scientific and Industrial Research Organization (CSIRO) Limestone Avenue, Campbell, Canberra, ACT, 2612 Australia	07/09/2018 12/19/2018 12/10/2018	Improve the participation and achievement of Australian Indigenous students in STEM subjects and provide supported pathways that increase indigenous representation in STEM related professions.	2,993,291 4,982,709 639,423	2,993,291 4,982,709 639,423	Quarterly, Semi Annual, Annual Reports.	No	2&3

Part VII-B, Line 5c - Expenditure Responsibility Statements

Grantee Name & Address	Grant Date	Purpose of Grant	Grant Amount	Amount Spent by Grantee	Reports Received	Diversion by Grantee	Notes
Universidad de Chile (SERC) Av Tupper 2007, Santiago Chile	08/01/2018 05/31/2019	The untapped development potential of preparing local human capital for the productive applications of solar energy in the Arica and Parinacota Region. Working with local educational institutions (including primary and technical schools and universities), the project aims to increase regional solar energy awareness, provide educational tools and programmes to students and the general population and to teach social and technical skills to the community whilst encouraging entrepreneurship. It also aims for outcomes to be replicable in other regions of Chile and South America.	2,522,843 2,221,003	2,522,843 2,221,003	Quarterly reports Annual Y4Q4 Report (May 2018 to April 2019) Final Report (May 2020)	No	2&3
Fundacion de Conservacion Tierra Austral Avenida Vitacura 3585 Depto 702 Vitacura, Santiago	08/22/2018 12/24/2018 05/01/2019	The project aims to advance transformational land conservation of the Mediterranean vegetation habitat, which is Chile's rarest and most threatened vegetation habitat and, together with the other four major global Mediterranean regions, is one of the rarest and most productive ecosystems in the world. This will be accomplished by formulating and implementing a comprehensive conservation assessment for the El Boldero to Cantillana Corridor, located within the Metropolitan and Valparaiso regions of Chile, with a population of more than 9 million (53% of the country's inhabitants). The project will include implementing Chile's landmark new conservation law, the Derecho Real de Conservación at five sites in the corridor, which will permanently protect them and will serve as a proof-of-concept for the use of this new legal conservation tool. This initiative aims at mobilising the public and private sectors in support of creating tax incentives and leveraging additional funding for land conservation throughout the country.	39,351 352,126 177,209	39,351 352,126 177,209	Project Year 1 Quarterly report(Jan19-Mar19)	No	2&3
Reconciliation Australia King George Terrace, Parkest ACT 2600 Australia	8/31/2018	To progress reconciliation through recognising, supporting, and celebrating strong Aboriginal and Torres Strait Islander governance and self-determination.	\$ 503,833	\$ 503,833	Quarterly reports Annual report	No	2&3
Reconciliation Australia King George Terrace, Parkest ACT 2600 Australia	8/31/2018	For Australian schools and early learning services to foster a higher level of knowledge and pride in Aboriginal and Torres Strait Islander histories, cultures and contributions.	\$ 1,116,943	\$ 1,116,943	Quarterly reports Annual report	No	2&3
Desert Support Services 76 Wittentoom Street, East Perth, Western Australia 6004, Australia	8/31/2018	Project aims to sustain the health and resilience of Australia's iconic desert country and its people.	\$ 3,424,209	\$ 3,424,209	Project Year 1: Annual: Jan18-Jun18 Project Year 2: Q1: Jul18-Sept18 Semi-annual: Jul18-Dec18 Q3: Jan19-Mar19	No	2&3
The Melbourne University (through the Australian Mathematical Sciences Institute) Building 161, The University of Melbourne, Victoria, 3010, Australia	10/22/2018 12/20/2018 05/02/2019	AMSI "Choose Maths" Programme To increase the number of girls studying maths; improve achievement in science, technology, engineering and maths (STEM) education; and increase female representation in STEM-related professions.	715,600 1,431,200 1,548,580	715,600 1,431,200 1,548,580	Quarterly (Sept 2018), Semi Annual (2019)	No	2&3
Transparency International Alt-Moabit 96, 10559 Berlin, Germany	11/01/2018 05/01/2019	Mining for Sustainable Development. To establish enhanced transparency and accountability in the award of mining sector permits, licences and contracts.	1,145,500 973,735	1,145,500 973,735	Quarterly reports (x2) 6 monthly report (x1) Final Report (x1)	No	2&3

Part VII-B, Line 5c - Expenditure Responsibility Statements

Grantee Name & Address	Grant Date	Purpose of Grant	Grant Amount	Amount Spent by Grantee	Reports Received	Diversion by Grantee	Notes
Australian Indigenous Governance Institute (AIGI) John Yencken, Building, 45 Sullivans Creek Road, The Australian National University ACT 2601 Australia	1/7/2019	To create a new practice set that builds and disseminates best practice tools, research and training, and disrupts systems to establish a strength-based policy framework for Indigenous led nation building.	\$ 718,900	\$ 718,900	Quarterly reports (Sept 2018), (May 2019), Annual report (Dec 2018)	No	2&3
Australian Red Cross Donation 23-47 Villiers St. , North Melbourne Vic 3051, Australia	5/1/2019	Flood relief in Queensland	\$ 177,750	\$ 177,750	Final report	No	2&3
Cape York Partnership 302-310 Sheridan Street, Cairns North, QLD, 4870, Australia	5/30/2019	To educate the Australian public about the rationale for and basis of the Uluru Statement. The Project is of national significance, one that will support Indigenous peoples' long-standing calls for self-determination and empowerment as well as being considered a critical step-in achieving a fuller expression of Australia's nationhood.	\$ 349,350	\$ 349,350	Final report	No	2&3
Great Barrier Reef Foundation Level 13/300 Ann St, Brisbane City QLD 4000, Australia	5/1/2019	This project aims to improve outcomes for the world's coral reefs and reef-dependent communities by building resilience to climate change through local action. Over four years it will establish demonstration climate resilience leadership sites at internationally significant coral reefs, including Australia's Great Barrier Reef and Ningaloo Reef. Each site will be supported to develop a Climate Resilience Plan and implement "priority actions", focusing on actions that can be delivered by communities, including traditional owner groups.	\$ 2,553,794	\$ 2,553,794	Project Year 1: Semi-annual (Mar18-Aug18) Quarterly report (Sept18-Nov18) Annual (Mar18-Feb19)	No	2&3
Education Endowment Foundation (EEF) Millbank tower, 21-24 Millbank London, SW1P4QP UK	6/28/2019	Turning evidence into practice change. Building evidence on education interventions that are effective (cost and outcomes) and have the greatest impact and to put that knowledge into the hands of school leaders and teachers. Empowering education leaders, teachers, Principals, Ministers and Heads of State, to make evidence informed decisions that enhance the impact for children and young people through the creation of a global evidence ecosystem that leads directly to increased advocacy, awareness, utilisation and impact of high quality educational evidence.	\$ 3,885,143	\$ 3,885,143	Year One Annual Report (Jun 2018 - Mar 2019)	No	2&3
Queensland Museum PO Box 3300, South Brisbane, Queensland 4101, Australia	6/14/2019	2019 World science festival Brisbane donation. One year sponsorship. The Festival celebrates the integration of science and art through a program of thought-provoking debate and conversation, inspiring theatrical and cinematic experiences, interactive workshops and engaging hands-on-activities. By taking science out of the laboratory and into streets and public spaces, World Science Festival Brisbane (the WSFB) makes science not only visible but accessible for all.	\$ 277,280	\$ 277,280	Working committee developed a detailed activity plan that was fully executed during the World Science Festival. Full report was presented which provided overview of outcomes and achievements attained at the festival.	No	2&3
Department of Veterans' Affairs 300 Latrobe Street, Melbourne VIC 3000, Australia	8/31/2015	Anzac Centenary Public Fund in Australia (with a specific request from the Foundation that funds be directed to the construction of a public Memorial Walk and establishment of a General Sir John Monash scholarship in perpetuity).	\$ 7,349,000	\$ 7,349,000	Progressive half yearly reports have been provided to the Foundation.	No	2&3

Note 1: Regular Reporting is expected for FY2021: Quarterly reports (x2); 6 monthly report (x1); Final Report (x1)

Part VII-B, Line 5c - Expenditure Responsibility Statements

Grantee Name & Address	Grant Date	Purpose of Grant	Grant Amount	Amount Spent by Grantee	Reports Received	Diversion by Grantee	Notes
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Note 2: The grantor has no reason to doubt the accuracy or reliability of all submitted reports from the grantee; therefore, no independent verification of the reports was made.

Note 3: No further reports expected.

Part XV, Line 3a- Grants and Contributions Paid During the Year

Recipient Name	Status	Purpose	Amount
Association on American Indian Affairs (AAIA) 966 Hungerford Drive, Suite 30-A Rockville, MD 20850	PC	Aims to develop a national Native youth summer camp curriculum and advocacy program that will build self-agency, self-determination and community advocacy, and implement that curriculum nationally throughout Indian Country.	\$ 120,000
Australian Indigenous Governance Institute (AIGI) John Yencken, Building, 45 Sullivans Creek Road, The Australian National University ACT 2601 Australia	NC	To create a new practice set that builds and disseminates best practice tools, research and training, and disrupts systems to establish a strength-based policy framework for Indigenous led nation building.	703,600
The Melbourne University (through the Australian Mathematical Sciences Institute) Building 161, The University of Melbourne, Parkville VIC 3010 Australia	NC	AMSI "Choose Maths" Programme To increase the number of girls studying maths; improve achievement in science, technology, engineering and maths (STEM) education; and increase female representation in STEM-related professions.	1,063,062
Australian Red Cross Donation 23-47 Villiers St. , North Melbourne Vic 3051, Australia	NC	To reduce the psychosocial impact of a changing climate on individuals and communities. To ensure that drought-impacted communities across a minimum of two states in Australia are able to access and benefit from appropriate psychosocial support.	1,247,194
Australian Red Cross Donation 23-47 Villiers St. , North Melbourne Vic 3051, Australia	NC	Nation wide bushfire efforts during Summer season 2020.	1,380,600
The Brookings Institution 1775 Massachusetts Avenue, NW Washington, DC 20016	PC	Improving education outcomes through enabling more systematic use of existing evidence by educators and policymakers through informed decisions of innovations that have been successful in creating positive change for children and youth, in a given context. By investigating why they have worked, attributes, characteristics and operating environment, generating new evidence about these intervention to accelerate learning and innovation 'at scale'.	1,600,000
Conservation International Foundation 2011 Crystal Drive, Suite 600, Arlington, VA 22202	PC	To promote a sustainable landscape model where livelihoods are improved through simultaneously promoting conservation and sustainable production, resilient to climate change.	2,736,660

Part XV, Line 3a- Grants and Contributions Paid During the Year

Recipient Name	Status	Purpose	Amount
Cape York Partnership 302-310 Sheridan Street, Cairns North, QLD, 4870, Australia	NC	To educate the Australian public about the rationale for and basis of the Uluru Statement. The Project is of national significance, one that will support Indigenous peoples' long-standing calls for self-determination and empowerment as well as being considered a critical step-in achieving a fuller expression of Australia's nationhood.	316,738
Comunidad Mujer Avenida General Bustamante 26, Providencia, Santiago, Región Metropolitana, Chile	NC	Network of schools that form part of the Emergency Education Program of Fundación BHP's Chile Program.	250,000
Commonwealth Scientific and Industrial Research Organization (CSIRO) Clunies Ross Street, Acton, ACT, 2601 Australia	NC	Improve the participation and achievement of Australian Indigenous students in STEM subjects and provide supported pathways that increase indigenous representation in STEM related professions.	3,068,123
Desert Support Services 76 Wittenoom Street, East Perth, Western Australia 6004, Australia	NC	Project aims to sustain the health and resilience of Australia's iconic desert country and its people.	3,402,263
Education Endowment Foundation (EEF) Millbank tower, 21-24 Millbank London, SW1P4QP UK	NC	Turning evidence into practice change. Building evidence on education interventions that are effective (cost and outcomes) and have the greatest impact and to put that knowledge into the hands of school leaders and teachers. Empowering education leaders, teachers, Principals, Ministers and Heads of State, to make evidence informed decisions that enhance the impact for children and young people through the creation of a global evidence ecosystem that leads directly to increased advocacy, awareness, utilisation and impact of high quality educational evidence.	1,188,894
Ensenas Chile Antonio Varas 496, Providencia, Santiago, Chile	NC	Antofagasta district (52 facilities, 35,000 students scale to be determined, 3,748 teachers). Araucanía Region (69 facilities, 6,400 students, 840 teachers), and Andalién Sur in the Biobío Region (71 facilities, 14,700 students, 1,894 teachers).	280,000

Part XV, Line 3a- Grants and Contributions Paid During the Year

Recipient Name	Status	Purpose	Amount
Fundacion Chile Avenida Parque Antonio Rabat Sur 6165, Vitacura, Santiago de Chile	NC	The TV Educa Chile signal will have coverage in 100% of the national territory. In Chile there are more than 3,000,000 school-level students. The contents generated by Aprender (A) SER aim at 16% of students who do not have a computer or do not have internet access to continue their online education. This represents around 500,000 students.	250,000
Fundacion Colunga Gral Bustamante 26, Providencia, Región Metropolitana, Chile	NC	Fundación Colunga and the Nansen Center for Peace and Dialogue have established a cooperation alliance to contribute to the development of a culture of peaceful conflict resolution through dialogue among the different actors in Chilean society. The Foundation has sponsored the following lines of action under the cooperation alliance: a) Conduct of four dialogue events in regional capitals to build understanding and social peace in the regions. This will include training of dialogue facilitators to build capacity for dialogue in civil society. b) An international Seminar on Negotiation and Dialogue in Santiago to establish a national dialogue process to build social peace. This line of action will be led by the Nansen Center.	120,000
Fundacion Kodea Av. Apoquindo 4700, piso 14, Las Condes, Región Metropolitana, Chile	NC	Our Voice, a citizen dialogue channel for women which aims to collect and disseminate women's opinions on the changes the country requires towards a more equitable and just society. The initiative has been developed by a consortium of respected Chilean organisations and consists of an invitation to record voice messages via Whatsapp. Messages will be aggregated and analysed through use of data technology to obtain information about women's feelings and priorities, most frequently mentioned topics and participation statistics by region and age. The results of this analysis will be aggregated, published on an Our Voice website (consistent with applicable privacy and privilege laws) and formally presented to government at a national congress to inform public policy.	80,000

Part XV, Line 3a- Grants and Contributions Paid During the Year

Recipient Name	Status	Purpose	Amount
Fundacion Kodea Av. Apoquindo 4700, piso 14, Las Condes, Región Metropolitana, Chile	NC	The beneficiaries are children and young people from all over the country who will connect to the children's signal enabled by TVN. In addition, it is expected to sensitize the entire educational community (parents, teachers and people linked to the world of education). It is estimated that 80% of the Chilean population (families) will have signal access and also through digital signals from open television channels and through cable television, which have shown their willingness to join the transmission.	180,000
Transparency International Alt-Moabit 96, 10559 Berlin, Germany	NC	Mining for Sustainable Development. To establish enhanced transparency and accountability in the award of mining sector permits, licences and contracts.	2,215,800
Fundacion de Conservacion Tierra Austral Avenida Vitacura 3585 Depto 702 Vitacura, Santiago, Chile	NC	The project aims to advance transformational land conservation of the Mediterranean vegetation habitat, which is Chile's rarest and most threatened vegetation habitat and, together with the other four major global Mediterranean regions, is one of the rarest and most productive ecosystems in the world. This will be accomplished by formulating and implementing a comprehensive conservation assessment for the El Boldo to Cantillana Corridor, located within the Metropolitan and Valparaiso regions of Chile, with a population of more than 9 million (53% of the country's inhabitants). The project will include implementing Chile's landmark new conservation law, the Derecho Real de Conservación at five sites in the corridor, which will permanently protect them and will serve as a proof-of-concept for the use of this new legal conservation tool. This initiative aims at mobilising the public and private sectors in support of creating tax incentives and leveraging additional funding for land conservation throughout the country.	419,054
World Bank (IFC) 2121 Pennsylvania Avenue NW Washington, DC 20433 USA	PC	To enhance the effectiveness of disclosure of key sector information, such as contractual data, revenues and allocations of those revenues, in support of achieving clear development outcomes from extractive investments.	1,254,396
Global Business Coalition for Education 599 Lexington Avenue, Fl. 23 New York, NY 10022	PC	Enhancing sustainable participation and effective collaboration between the private sector and the global education community that leads to systematic outcomes in improving equitable education and achieving SDG4.	1,577,435

Part XV, Line 3a- Grants and Contributions Paid During the Year

Recipient Name	Status	Purpose	Amount
Open Contracting Partnership Fund of the City of New York, 121 Avenue of the Americas, 6th Floor New York, NY 10013-1590	PC	The Project will support the adoption of Open Contracting to promote accessible, user-friendly open data along the entire 'deal flow' of public contracts in 15 resource rich countries.	1,355,032
Reconciliation Australia King George Terrace, Parkest ACT 2600 Australia	NC	To progress reconciliation through recognising, supporting, and celebrating strong Aboriginal and Torres Strait Islander governance and self-determination.	366,878
Reconciliation Australia King George Terrace, Parkest ACT 2600 Australia	NC	For Australian schools and early learning services to foster a higher level of knowledge and pride in Aboriginal and Torres Strait Islander histories, cultures and contributions.	1,188,406
Rainforest Alliance 233 Broadway, 28th Floor New York NY 10279	PC	This project aims to improve outcomes for the world's coral reefs and reef-dependent communities by building resilience to climate change through local action. Over four years it will establish demonstration climate resilience leadership sites at internationally significant coral reefs, including Australia's Great Barrier Reef and Ningaloo Reef. Each site will be supported to develop a Climate Resilience Plan and implement "priority actions", focusing on actions that can be delivered by communities, including traditional owner groups.	1,185,591
Teach for All (TFA) 25 Broadway, 13th Floor New York NY 10004	PC	Growing the impact of locally rooted, globally informed community leaders who are catalyzing community and system-level change in the education sector. By Increasing participation and the pace by which communities are able to support the advancement of a child's education and contribute to them shaping a better future for themselves and all of society.	3,099,761
The Brookings Institution 1775 Massachusetts Avenue, NW Washington, DC 20016	PC	Establish and promote evidence-based best practices in public disclosure, transparency and accountability mechanisms across the entire natural resource value chain. Contribute to reducing corruption and bribery through rigorous analysis of transparency, accountability and participation mechanisms ("open governance") along the natural resource value chain.	2,930,027

Part XV, Line 3a- Grants and Contributions Paid During the Year

Recipient Name	Status	Purpose	Amount
UN Women International Enviromental House Chemin des Anemones 11-13 1219 Chatalaine, Geneva, Switzerland	PC	Breaking current trends, barriers and negative social norms preventing girls and young women from equal access to quality learning opportunities and improved livelihoods. The project aims to open the door to quality education (formal and vocational), employment and entrepreneurship opportunities by leveraging innovative solutions in an effort to create a world where every girl and young women is empowered and have the skills needed to thrive in the 21st century.	5,448,600
University of Melbourne Doherty Institute 792 Elizabeth St, Melbourne VIC 3000, Australia	NC	Implement the Australasian COVID-19 Clinical Trial (ASCOT Trial) to determine the effectiveness of treatment drugs targeting the virus given to people with COVID-19.	647,500
Wires Suite 1-5, Lifestyle Working, 117 Old Pittwater Road Brookvale NSW 2100 , Australia	NC	Nation wide wildlife rescue efforts during Summer season 2020.	174,075
Zoos Victoria Elliott Avenue Parkville, Vic. 3052 Australia	NC	Nation wide wildlife rescue efforts during Summer season 2020.	174,100
Total Part XV, Line 3a			<u><u>\$ 40,023,789</u></u>