

Return of Private Foundation

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

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Go to www.irs.gov/Form990PF for instructions and the latest information.

2023

Form 990-PF

Department of the Treasury Internal Revenue Service

For calendar year 2023 or tax year beginning , and ending

Name of foundation: MARY REYNOLDS BABCOCK FOUNDATION, INCORPORATED. A Employer identification number: 56-0690140. B Telephone number: 336-726-1401. City or town, state or province, country, and ZIP or foreign postal code: WINSTON-SALEM, NC 27101. G Check all that apply: Initial return, Final return, Address change, Initial return of a former public charity, Amended return, Name change. H Check type of organization: Section 501(c)(3) exempt private foundation. I Fair market value of all assets at end of year: \$ 185,812,542. J Accounting method: Accrual.

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12), Operating and Administrative Expenses (13-26), and Summary (27-29).

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only.		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing		304,017.	167,463.	167,463.
	2	Savings and temporary cash investments		2,779,721.	3,822,259.	3,822,259.
	3	Accounts receivable	1,664.			
		Less: allowance for doubtful accounts		1,814.	1,664.	1,664.
	4	Pledges receivable	4,608,221.			
		Less: allowance for doubtful accounts		6,883,881.	4,608,221.	4,608,221.
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable				
		Less: allowance for doubtful accounts				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges		51,974.	139,504.	139,504.
	10a	Investments - U.S. and state government obligations	STMT 9	7,829,234.	10,688,314.	10,688,314.
	b	Investments - corporate stock	STMT 10	139,244,446.	141,989,734.	141,989,734.
	c	Investments - corporate bonds	STMT 11	13,419,154.	17,616,981.	17,616,981.
	11	Investments - land, buildings, and equipment: basis				
	Less: accumulated depreciation					
12	Investments - mortgage loans					
13	Investments - other	STMT 12	854,395.	934,133.	934,133.	
14	Land, buildings, and equipment: basis	35,067.				
	Less: accumulated depreciation	20,685.	15,737.	14,382.	14,382.	
15	Other assets (describe STATEMENT 13)		5,956,606.	5,829,887.	5,829,887.	
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		177,340,979.	185,812,542.	185,812,542.	
Liabilities	17	Accounts payable and accrued expenses		309,314.	386,400.	
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe STATEMENT 14)		294,130.	522,711.	
23	Total liabilities (add lines 17 through 22)		603,444.	909,111.		
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		169,489,308.	179,861,126.	
	25	Net assets with donor restrictions		7,248,227.	5,042,305.	
	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		176,737,535.	184,903,431.		
30	Total liabilities and net assets/fund balances		177,340,979.	185,812,542.		

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	176,737,535.
2	Enter amount from Part I, line 27a	2	-8,349,795.
3	Other increases not included in line 2 (itemize) UNREALIZED GAINS	3	16,515,691.
4	Add lines 1, 2, and 3	4	184,903,431.
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 29	6	184,903,431.

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

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))	
a				
b				
c				
d				
e	44,620,490.	39,355,866.	5,190,768.	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e			5,190,768.	
2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	5,190,768.	
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	N/A	

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary - see instructions)	1	72,505.
b	All other domestic foundations enter 1.39% (0.0139) of line 27b. Exempt foreign organizations, enter 4% (0.04) of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)	2	0.
3	Add lines 1 and 2	3	72,505.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)	4	0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	72,505.
6	Credits/Payments:		
a	2023 estimated tax payments and 2022 overpayment credited to 2023	6a	134,175.
b	Exempt foreign organizations - tax withheld at source	6b	0.
c	Tax paid with application for extension of time to file (Form 8868)	6c	0.
d	Backup withholding erroneously withheld	6d	0.
7	Total credits and payments. Add lines 6a through 6d	7	134,175.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	0.
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	61,670.
11	Enter the amount of line 10 to be: Credited to 2024 estimated tax 61,670. Refunded	11	0.

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**MARY REYNOLDS BABCOCK FOUNDATION,
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Part VI-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition	1b		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c Did the foundation file Form 1120-POL for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ <u>0.</u> (2) On foundation managers. \$ <u>0.</u>			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ <u>0.</u>			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		X
If "Yes," attach a detailed description of the activities.			
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		X
If "Yes," attach the statement required by General Instruction T.			
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XIV	7	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. _____ NC			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2023 or the tax year beginning in 2023? See the instructions for Part XIII. If "Yes," complete Part XIII	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions	11		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions	12		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address WWW.MRBF.ORG			
14 The books are in care of JENNIFER BARKSDALE Telephone no. (336) 726-1401 Located at 500 WEST 5TH STREET, 800, WINSTONSALEM, NC ZIP+4 27101			
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16 At any time during calendar year 2023, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country			

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

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

	Yes	No
1a During the year, did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	1a(1)	X
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	1a(2)	X
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	1a(3)	X
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	1a(4)	X
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	1a(5)	X
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	1a(6)	X
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions	1b	X
c Organizations relying on a current notice regarding disaster assistance, check here <input type="checkbox"/>		
d Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2023?	1d	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2023, did the foundation have any undistributed income (Part XII, lines 6d and 6e) for tax year(s) beginning before 2023?	2a	X
If "Yes," list the years _____, _____, _____, _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. _____, _____, _____, _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	3a	X
b If "Yes," did it have excess business holdings in 2023 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 Form 4720, Schedule C, to determine if the foundation had excess business holdings in 2023.)	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2023?	4b	X

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

	Yes	No
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))?		X
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?		X
(3) Provide a grant to an individual for travel, study, or other similar purposes?		X
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions		X
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?		X
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	N/A	
c Organizations relying on a current notice regarding disaster assistance, check here	<input type="checkbox"/>	
d If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? If "Yes," attach the statement required by Regulations section 53.4945-5(d).	N/A	
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		X
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.		X
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?		X
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	
8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?		X

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 15		912,926.	173,192.	4,800.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
TANIA DURAN - 500 WEST 5TH STREET, SUITE 800, WINSTON-SALEM, NC 27101	SENIOR NETWORK OFFICER 40.00	132,351.	32,367.	600.
ETHAN HAMBLIN - 500 WEST 5TH STREET, SUITE 800, WINSTON-SALEM, NC 27101	SENIOR NETWORK OFFICER 40.00	136,076.	22,423.	1,200.
JULIUS KIMBROUGH - 500 WEST 5TH STREET, SUITE 800, WINSTON-SALEM, NC	IMPACT INVESTMENT OFFICER 40.00	130,777.	23,550.	1,011.
SUSANNA HEGNER - 500 WEST 5TH STREET, SUITE 800, WINSTON-SALEM, NC	COMMUNICATIONS OFFICER 40.00	121,126.	22,442.	1,200.
CHRISTINE MAYERS - 500 WEST 5TH STREET, SUITE 800, WINSTON-SALEM, NC	GRANTS MANAGER 40.00	103,221.	26,084.	1,200.

Total number of other employees paid over \$50,000 5

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
RBC WEALTH MANAGEMENT - 345 CALIFORNIA STREET, SAN FRANCISCO, CA 94104	INVESTMENT MANAGEMENT	318,228.
CANDIDE GROUP, LLC 1721 BROADWAY, STE 201, OAKLAND, CA 94612	INVESTMENT MANAGEMENT	175,747.
NOOR CONSULTING LLC PO BOX 1015, NEW YORK, NY 10276	RACIAL EQUITY CONSULTANT, FACILITA	116,191.
BROWN SUSTAINABLE - 901 SOUTH BOND STREET, STE 400, BALTIMORE, MD 21231	INVESTMENT MANAGEMENT	78,389.
SAYBROOK CAPITAL - 2000 FRONTIS PLAZA BLVD, WINSTON-SALEM, NC 27103	INVESTMENT MANAGEMENT	69,917.
Total number of others receiving over \$50,000 for professional services		4

Part VIII-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 SEE STATEMENT 16	165,000.
2	
3	
4	

Part VIII-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 CAPITAL CALL PAID TO AMERICAN SOUTH REAL ESTATE FUND (ASREF).	49,568.
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	49,568.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	162,528,473.
b	Average of monthly cash balances	1b	8,161,845.
c	Fair market value of all other assets (see instructions)	1c	1,007.
d	Total (add lines 1a, b, and c)	1d	170,691,325.
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	170,691,325.
4	Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see instructions)	4	2,560,370.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3	5	168,130,955.
6	Minimum investment return. Enter 5% (0.05) of line 5	6	8,406,548.

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

1	Minimum investment return from Part IX, line 6	1	8,406,548.
2a	Tax on investment income for 2023 from Part V, line 5	2a	72,505.
b	Income tax for 2023. (This does not include the tax from Part V.)	2b	
c	Add lines 2a and 2b	2c	72,505.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	8,334,043.
4	Recoveries of amounts treated as qualifying distributions	4	223,279.
5	Add lines 3 and 4	5	8,557,322.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XII, line 1	7	8,557,322.

Part XI Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	13,395,722.
b	Program-related investments - total from Part VIII-B	1b	49,568.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	7,997.
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 XII, line 4	4	13,453,287.

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Part XII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2022	(c) 2022	(d) 2023
1 Distributable amount for 2023 from Part X, line 7				8,557,322.
2 Undistributed income, if any, as of the end of 2023:				
a Enter amount for 2022 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2023:				
a From 2018	3,375,811.			
b From 2019	4,715,651.			
c From 2020	17,153,435.			
d From 2021				
e From 2022	11,429,645.			
f Total of lines 3a through e	36,674,542.			
4 Qualifying distributions for 2023 from Part XI, line 4: \$ 13,453,287.				
a Applied to 2022, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions) **	2,380,000.			
d Applied to 2023 distributable amount				8,557,322.
e Remaining amount distributed out of corpus	2,515,965.			
5 Excess distributions carryover applied to 2023 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:	41,570,507.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2022. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2023. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2024				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)	2,380,000.			
8 Excess distributions carryover from 2018 not applied on line 5 or line 7	3,375,811.			
9 Excess distributions carryover to 2024. Subtract lines 7 and 8 from line 6a	35,814,696.			
10 Analysis of line 9:				
a Excess from 2019	4,715,651.			
b Excess from 2020	17,153,435.			
c Excess from 2021				
d Excess from 2022	11,429,645.			
e Excess from 2023	2,515,965.			

** SEE STATEMENT 17

MARY REYNOLDS BABCOCK FOUNDATION,
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Part XIII Private Operating Foundations (see instructions and Part VI-A, question 9)

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2023, enter the date of the ruling

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

	Tax year				(e) Total
	(a) 2023	(b) 2022	(c) 2021	(d) 2020	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part IX for each year listed					
b 85% (0.85) of line 2a					
c Qualifying distributions from Part XI, line 4, for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part IX, line 6, for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XIV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

SEE STATEMENT 18

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:

MARY REYNOLDS BABCOCK FOUNDATION,
INCORPORATED

Form 990-PF (2023)

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Part XIV Supplementary Information *(continued)*

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ACLU OF ALABAMA P.O. BOX 6179 MONTGOMERY, AL 36106	NONE	PC	GENERAL OPERATING/REGRANTING/ORGANIZATIONAL DEVELOPMENT	350,000.
KENTUCKY CIVIC ENGAGEMENT TABLE ON BEHALF OF ADVOCACY BASED ON LIVED EXPERIENCE (ABLE) 2508 PORTLAND AVE, SUITE 14 LOUISVILLE, KY 40212	NONE	PC	GENERAL OPERATING	20,000.
ADVOCATES FOR COMMUNITY AND RURAL EDUCATION DBA RURAL COMMUNITY ALLIANCE 401 S. SCOTT STREET, SUITE 5 LITTLE ROCK, AR 72201	NONE	PC	GENERAL OPERATING/ORGANIZATIONAL DEVELOPMENT	195,000.
ALABAMA COALITION FOR IMMIGRANT JUSTICE 1826 6TH AVENUE SOUTH IRONDALE, AL 35210	NONE	PC	GENERAL OPERATING/ORGANIZATIONAL DEVELOPMENT	250,000.
ALABAMA JUSTICE INITIATIVE 2012 26TH AVENUE NORTH BIRMINGHAM, AL 35234	NONE	PC	GENERAL OPERATING	20,000.
Total	SEE CONTINUATION SHEET(S)			9,802,500.
b Approved for future payment				
NONE				
Total				0.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED			
b GEN IM GLOBAL EQUITY K-1 ST			
c GEN IM GLOBAL EQUITY K-1 LT			
d DBL III K-1 LT			
e SJF IV K-1 ST			
f SJF IV K-1 LT			
g SJF V K-1 LT			
h MAC I K-1 LT			
i MAC II K-1 ST			
j MAC II K-1 LT			
k IMPACT AMERICA II K-1 LT			
l ILLUME FUND I K-1 ST			
m ILLUME FUND I K-1 LT			
n ILLUME FUND II K-1 ST			
o ILLUME FUND II K-1 LT			

(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 44,620,490.		39,355,866.	5,264,624.
b			-48,311.
c			-813,579.
d			137,982.
e			83.
f			-425,454.
g			-49,463.
h			-28,001.
i			-1,289.
j			-7,842.
k			-10,145.
l			-169.
m			893.
n			-240.
o			-1,302.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			5,264,624.
b			-48,311.
c			-813,579.
d			137,982.
e			83.
f			-425,454.
g			-49,463.
h			-28,001.
i			-1,289.
j			-7,842.
k			-10,145.
l			-169.
m			893.
n			-240.
o			-1,302.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a KAPOR III K-1 ST			
b KAPOR III K-1 LT			
c COLLAB K-1 LT			
d DEBUT K-1 LT			
e GCS II			
f GCS III			
g APIS & HERITAGE			
h ALKEON			
i			
j			
k			
l			
m			
n			
o			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			608.
b			-8,129.
c			-1,957.
d			-551.
e			1,401,959.
f			-236,463.
g			20,256.
h			-2,742.
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			608.
b			-8,129.
c			-1,957.
d			-551.
e			1,401,959.
f			-236,463.
g			20,256.
h			-2,742.
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	5,190,768.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

MARY REYNOLDS BABCOCK FOUNDATION,
INCORPORATED

56-0690140

Part XIV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
FOUNDATION FOR APPALACHIAN KENTUCKY INC. ON BEHALF OF APPALACHIA FUNDERS NETWORK 420 N MAIN STREET HAZARD, KY 41701	NONE	PC	GENERAL OPERATING	45,000.
APPALACHIAN CITIZENS' LAW CENTER 317 MAIN STREET WHITESBURG, KY 41858	NONE	PC	GENERAL OPERATING	150,000.
APPALSHOP INC. 91 MADISON AVENUE WHITESBURG, KY 41858	NONE	PC	GENERAL OPERATING	150,000.
ALABAMA ARISE 400 SOUTH UNION STREET, SUITE 340 MONTGOMERY, AL 36104	NONE	PC	GENERAL OPERATING	20,000.
BLACK BELT COMMUNITY FOUNDATION INC P.O. BOX 2020 SELMA, AL 36702	NONE	PC	GENERAL OPERATING	40,000.
BLACK LEADERSHIP ACTION COALITION OF KENTUCKY (BLACK) 2508 PORTLAND AVENUE LOUISVILLE, KY 40212	NONE	PC	GENERAL OPERATING	20,000.
CENTER FOR RACIAL EQUITY IN EDUCATION 330 CAMP ROAD, SUITE B14 CHARLOTTE, NC 28206	NONE	PC	GENERAL OPERATING	20,000.
CIVIC TN 5016 CENTENNIAL BLVD SUITE 200 NASHVILLE, TN 37209	NONE	PC	GENERAL OPERATING/REGRANTING/ ORGANIZATIONAL DEVELOPMENT	750,000.
COALFIELD DEVELOPMENT CORPORATION P.O. BOX 1133 WAYNE, WV 25570	NONE	PC	GENERAL OPERATING/REGRANTING/ ORGANIZATIONAL DEVELOPMENT	225,000.
CODE THE DREAM 201 WEST MAIN STREET, SUITE 100 DURHAM, NC 27701	NONE	PC	GENERAL OPERATING	250,000.
Total from continuation sheets				8,967,500.

MARY REYNOLDS BABCOCK FOUNDATION,
INCORPORATED

56-0690140

Part XIV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
KENTUCKY CIVIC ENGAGEMENT TABLE ON BEHALF OF COMMONWEALTH ALLIANCE DONOR TABLE 2508 PORTLAND AVE, SUITE 14 LOUISVILLE, KY 40212	NONE	PC	GENERAL OPERATING	225,000.
NAFASI FUND ON BEHALF OF COMMUNITYBUILD VENTURES (CBV) 384 NORTHYARDS BLVD. NW #190 BLDG. 100 ATLANTA, GA 30313	NONE	PC	GENERAL OPERATING	10,000.
DEMOCRACY NORTH CAROLINA 3000 AERIAL CENTER PARKWAY, SUITE 160 MORRISVILLE, NC 27560	NONE	PC	GENERAL OPERATING/REGRANTING	525,000.
EDUCATION JUSTICE ALLIANCE 1214 E. LENOIR STREET, RALEIGH, NC 27610	NONE	PC	GENERAL OPERATING	20,000.
THE EQUITY ALLIANCE P.O. BOX 331821 NASHVILLE, TN 37203-1821	NONE	PC	GENERAL OPERATING/REGRANTING/ ORGANIZATIONAL DEVELOPMENT	395,000.
FAITH IN ACTION ALABAMA 2100 4TH AVENUE N. BIRMINGHAM, AL 35203	NONE	PC	GENERAL OPERATING	200,000.
FAMILIES AND FRIENDS OF LOUISIANA'S INCARCERATED CHILDREN 1307 ORETHA CASTLE HALEY BLVD., SUITE 303 NEW ORLEANS, LA 70113	NONE	PC	GENERAL OPERATING	20,000.
CAROLINA COMMON ENTERPRISE ON BEHALF OF FERTILE GROUND FOOD COOPERATIVE 311 NEW BERN AV UNIT 25395 RALEIGH, NC 27611-5395	NONE	PC	GENERAL OPERATING	20,000.
FORWARD JUSTICE 1 COPLEY PKWY, SUITE 302 MORRISVILLE, NC 27560	NONE	PC	GENERAL OPERATING	300,000.
GALEO LATINO COMMUNITY DEVELOPMENT FUND P.O. BOX 29506 ATLANTA, GA 30359	NONE	PC	GENERAL OPERATING/PROJECT/ ORGANIZATIONAL DEVELOPMENT	500,000.
Total from continuation sheets				

MARY REYNOLDS BABCOCK FOUNDATION,
INCORPORATED

56-0690140

Part XIV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
GEORGIA ACT INC. 250 GEORGIA AVENUE, SE, SUITE 350 ATLANTA, GA 30312	NONE	PC	GENERAL OPERATING/ ORGANIZATIONAL DEVELOPMENT	137,500.
BLACK BELT COMMUNITY FOUNDATION INC. ON BEHALF OF JELIW PRODUCTIONS 66 YOSEMITE DRIVE NEW ORLEANS, LA 70131	NONE	PC	GENERAL OPERATING	20,000.
KENTUCKY CIVIC ENGAGEMENT TABLE 2508 PORTLAND AVENUE, SUITE 14 LOUISVILLE, KY 40212	NONE	PC	GENERAL OPERATING	250,000.
THE KNIGHTS & ORCHIDS SOCIETY INC. 17 BROAD STREET SELMA, AL 36701	NONE	PC	GENERAL OPERATING	5,000.
MOUNTAIN ASSOCIATION FOR COMMUNITY DBA MOUNTAIN ASSOCIATION 433 CHESTNUT STREET BEREA, KY 40403	NONE	PC	GENERAL OPERATING	300,000.
NEIGHBORHOOD FUNDERS GROUP 548 MARKET STREET #96531 SAN FRANCISCO, CA 94104	NONE	PC	REGRANTING/PROJECT	425,000.
NEW ORLEANS WORKERS CENTER FOR RACIAL JUSTICE 2500 CANAL STREET NEW ORLEANS, LA 70122	NONE	PC	GENERAL OPERATING	200,000.
NEW VENTURE FUND/CENSUS EQUITY INITIATIVE 1828 L ST NW SUITE 300-A WASHINGTON, DC 20036	NONE	PC	REGRANTING/PROJECT	400,000.
NORTH CAROLINA BLACK ALLIANCE 205 FAYETTEVILLE STREET, SUITE 220 RALEIGH, NC 27601	NONE	PC	GENERAL OPERATING	10,000.
THE ORDINARY PEOPLE SOCIETY 403 WEST POWELL STREET DOTHAN, AL 36303	NONE	PC	GENERAL OPERATING	220,000.
Total from continuation sheets				

MARY REYNOLDS BABCOCK FOUNDATION,
INCORPORATED

56-0690140

Part XIV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
OUR VOICE NUESTRA VOZ (OVNV) 900 CAMP ST. NEW ORLEANS, LA 70130	NONE	PC	GENERAL OPERATING	10,000.
NEO PHILANTHROPY INC. ON BEHALF OF PIECE BY PIECE 1016 AKRON AVENUE DURHAM, NC 27713	NONE	PC	REGRANTING ORGANIZATIONAL DEVELOPMENT	300,000.
PROGEORGIA STATE TABLE INC. 151 ELLIS STREET NE, 2ND FLOOR ATLANTA, GA 30303	NONE	PC	GENERAL OPERATING	225,000.
RESTOREHER US.AMERICA INC (RESTOREHER) 211 GREEN VALLEY RD. FAYETTEVILLE, GA 30214	NONE	PC	GENERAL OPERATING	15,000.
SOUTH CAROLINA ASSOCIATION FOR COMMUNITY ECONOMIC DEVELOPMENT 8570 RIVERS AVENUE, SUITE 130 NORTH CHARLESTON, SC 29406	NONE	PC	GENERAL OPERATING/REGRANTING	400,000.
SOUTHEAST CLIMATE & ENERGY NETWORK (SCEN) 9311 NW 43RD MANOR SUNRISE, FL 33351	NONE	PC	GENERAL OPERATING	20,000.
SOUTHEAST IMMIGRANT RIGHTS NETWORK P.O. BOX 87119 COLLEGE PARK, GA 30337	NONE	PC	GENERAL OPERATING/REGRANTING	275,000.
SOUTHERN PARTNERS FUND INC 1 BALTIMORE PLACE NW, SUITE 150 ATLANTA, GA 30308	NONE	PC	GENERAL OPERATING/REGRANTING	350,000.
TENNESSEE IMMIGRANT AND REFUGEE RIGHTS COALITION 3310 EZELL ROAD NASHVILLE, TN 37211	NONE	PC	GENERAL OPERATING REGRANTING	420,000.
CIVIC TN ON BEHALF OF TOGETHER TN C/O CIVIC TN - 5016 CENTENNIAL BLVD SUITE 200 NASHVILLE, TN 37209	NONE	PC	GENERAL OPERATING	20,000.
Total from continuation sheets				

Schedule B
(Form 990)

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

2023

Name of the organization MARY REYNOLDS BABCOCK FOUNDATION, INCORPORATED	Employer identification number 56-0690140
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Organization type (check one):

Filers of:

Section:

- Form 990 or 990-EZ 501(c)() (enter number) organization
- 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
- 527 political organization
- Form 990-PF 501(c)(3) exempt private foundation
- 4947(a)(1) nonexempt charitable trust treated as a private foundation
- 501(c)(3) taxable private foundation

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

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

General Rule

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

Special Rules

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

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

For Paperwork Reduction Act Notice, see the instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990) (2023)

Name of organization MARY REYNOLDS BABCOCK FOUNDATION, INCORPORATED	Employer identification number 56-0690140
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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	FORD FOUNDATION 320 EAST 43RD STREET NEW YORK, NY 10017	\$ 94,340.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
_____	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
_____	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
_____	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
_____	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
_____	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization MARY REYNOLDS BABCOCK FOUNDATION, INCORPORATED	Employer identification number 56-0690140
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Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
		\$ _____	
		\$ _____	
		\$ _____	
		\$ _____	
		\$ _____	
		\$ _____	
		\$ _____	

Name of organization MARY REYNOLDS BABCOCK FOUNDATION, INCORPORATED	Employer identification number 56-0690140
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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 info. once.) \$ _____
Use duplicate copies of Part III if additional space is needed.

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

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

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

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

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

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

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

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

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
PRI AND MM	63,791.	63,791.	
TOTAL TO PART I, LINE 3	63,791.	63,791.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
K-1 DIVIDENDS AND INTEREST	331,633.	0.	331,633.	331,633.	
SECURITIES INCOME	2,125,907.	0.	2,125,907.	2,125,907.	
UBI					
INTEREST/DIVIDENDS	48.	0.	48.	48.	
TO PART I, LINE 4	2,457,588.	0.	2,457,588.	2,457,588.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER K-1 INCOME	19,889.	19,889.	
OTHER K-1 INCOME UBI	-28,858.	0.	
CHANGE IN VALUE OF CRT	79,738.	0.	
SECTION 988 LOSS FROM K-1	-83,963.	-83,963.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-13,194.	-64,074.	

FORM 990-PF

LEGAL FEES

STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	15,018.	3,854.		11,164.
TO FM 990-PF, PG 1, LN 16A	15,018.	3,854.		11,164.

FORM 990-PF

ACCOUNTING FEES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	59,275.	35,565.		23,710.
TO FORM 990-PF, PG 1, LN 16B	59,275.	35,565.		23,710.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OTHER PROFESSIONAL FEES	139,535.	2,270.		137,265.
TO FORM 990-PF, PG 1, LN 16C	139,535.	2,270.		137,265.

FORM 990-PF

TAXES

STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAXES	306,666.	0.		0.
PAYROLL TAXES	135,038.	10,068.		124,970.
TO FORM 990-PF, PG 1, LN 18	441,704.	10,068.		124,970.

FORM 990-PF

OTHER EXPENSES

STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT EXPENSES	1,085,130.	1,085,130.		0.
INVESTMENT EXPENSES FROM K-1S	1,085,819.	1,085,819.		0.
FOREIGN TAXES	64,446.	64,446.		0.
FOREIGN TAXES FROM K-1S	15,711.	15,711.		0.
PROGRAM SUPPORT - RACIAL EQUITY, LEARNING AND STRATEGY	262,883.	0.		262,883.
TECHNOLOGY	126,435.	2,434.		124,001.
COMMUNICATIONS	80,968.	0.		80,968.
MEMBERSHIP	77,394.	0.		77,394.
OFFICE EXPENSES	42,690.	1,960.		40,730.
INSURANCE	17,194.	585.		16,609.
BANK, PAYROLL AND OTHER FEES	10,547.	484.		10,063.
TO FORM 990-PF, PG 1, LN 23	2,869,217.	2,256,569.		612,648.

FORM 990-PF

U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS

STATEMENT 9

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US GOVERNMENT OBLIGATIONS	X		10,688,314.	10,688,314.
TOTAL U.S. GOVERNMENT OBLIGATIONS			10,688,314.	10,688,314.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			10,688,314.	10,688,314.

FORM 990-PF

CORPORATE STOCK

STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BROWN ADVISORY SUSTAINABLE GROWTH	21,157,852.	21,157,852.
CARDINAL CAPITAL MANAGEMENT	8,230,569.	8,230,569.
CHANNING GLOBAL ADVISORS	2,504,384.	2,504,384.
DECATUR CAPITAL MANAGEMENT	2,664,414.	2,664,414.
FIERA	7,182,187.	7,182,187.
HARDING LOEVNER	8,875,604.	8,875,604.
PROFIT IM ESG	5,990,005.	5,990,005.
RVX ASSET MANAGEMENT	2,111,006.	2,111,006.
SAYBROOK CAPITAL	8,865,235.	8,865,235.
VSQUARE QUANTITATIVE MANAGEMENT	2,474,580.	2,474,580.
PAX WORLD GLOBAL ENVIROMENTAL MARKETS FUND	14,100,509.	14,100,509.
BROWN INTERNATIONAL SMALL COMPANY	194,281.	194,281.
ALKEON INNOVATION OFFSHORE FUND II, LP	998,577.	998,577.
APIS AND HERITAGE LEGACY FUND I, LLC	474,728.	474,728.
COLLAB FUND I, LLC	634,698.	634,698.
CONCRETE ROSE	55,964.	55,964.
DBL PARTNERS III LP	7,623,321.	7,623,321.
DBL PARTNERS IV LP	4,021,188.	4,021,188.
DEBUT CAPITAL	416,451.	416,451.
E2JDJ	419,141.	419,141.
GENERATION IM CLIMATE SOLUTIONS II	2,347,278.	2,347,278.
GENERATION IM GLOBAL EQUITY FUND	28,264,925.	28,264,925.
GENERATION IM SUSTAINABLE SOLUTIONS III	4,583,180.	4,583,180.
ILLUMEN CAPITAL FUND II, LP	394,856.	394,856.
ILLUMEN CAPITAL, LP	697,507.	697,507.
IMPACT AMERICA FUND II, LP	492,214.	492,214.
IMPACT AMERICA FUND III, LP	64,304.	64,304.
KAPOR CAPITAL III, LP	137,770.	137,770.
MAC VENTURES CAPITAL 2019, LP	793,557.	793,557.
MAC VENTURES CAPITAL FUND II	727,654.	727,654.
MISSION ONE CAPITAL	205,548.	205,548.
RUTHLESS FOR GOOD	138,571.	138,571.
SJF VENTURES IV, LP	3,136,457.	3,136,457.
SJF VENTURES V, LP	1,011,219.	1,011,219.
TOTAL TO FORM 990-PF, PART II, LINE 10B	141,989,734.	141,989,734.

FORM 990-PF

CORPORATE BONDS

STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
FIXED INCOME CORPORATE BONDS	16,701,131.	16,701,131.
FIXED INCOME INTERNATIONAL	691,321.	691,321.
FIXED INCOME EMERGING MARKETS	224,529.	224,529.
TOTAL TO FORM 990-PF, PART II, LINE 10C	17,616,981.	17,616,981.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 12

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ANNUITY TRUST	FMV	434,133.	434,133.
PRIVATE FIXED INCOME	COST	500,000.	500,000.
TOTAL TO FORM 990-PF, PART II, LINE 13		934,133.	934,133.

FORM 990-PF

OTHER ASSETS

STATEMENT 13

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
PROGRAM RELATED INVESTMENTS	5,800,421.	5,590,782.	5,590,782.
ACCRUED INCOME	156,185.	239,105.	239,105.
TO FORM 990-PF, PART II, LINE 15		5,829,887.	5,829,887.

FORM 990-PF

OTHER LIABILITIES

STATEMENT 14

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
FEDERAL EXCISE TAX PAYABLE	3,508.	0.
DEFERRED TAX LIABILITY	290,622.	522,711.
TOTAL TO FORM 990-PF, PART II, LINE 22		522,711.

FORM 990-PF

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

STATEMENT 15

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
LAVEEDA BATTLE 500 WEST 5TH STREET, SUITE 800 WINSTON-SALEM, NC 27101	BOARD MEMBER 3.00	3,000.	0.	0.
CHAD BERRY 500 WEST 5TH STREET, SUITE 800 WINSTON-SALEM, NC 27101	BOARD MEMBER - VICE PRESIDENT 3.00	2,500.	0.	0.
ASHLEIGH GARDERE 500 WEST 5TH STREET, SUITE 800 WINSTON-SALEM, NC 27101	BOARD MEMBER - PRESIDENT 3.00	4,000.	0.	0.
MICAH GILMER 500 WEST 5TH STREET, SUITE 800 WINSTON-SALEM, NC 27101	BOARD MEMBER 2.00	3,500.	0.	0.
JERRY GONZALEZ 500 WEST 5TH STREET, SUITE 800 WINSTON-SALEM, NC 27101	BOARD MEMBER 2.00	2,500.	0.	0.
JAMES MITCHELL 500 WEST 5TH STREET, SUITE 800 WINSTON-SALEM, NC 27101	BOARD MEMBER 2.00	4,000.	0.	0.
HOLT MOUNTCASTLE 500 WEST 5TH STREET, SUITE 800 WINSTON-SALEM, NC 27101	BOARD MEMBER 3.00	0.	0.	0.
KARA MOUNTCASTLE 500 WEST 5TH STREET, SUITE 800 WINSTON-SALEM, NC 27101	BOARD MEMBER - SECRETARY 2.00	0.	0.	0.
KATHY MOUNTCASTLE 500 WEST 5TH STREET, SUITE 800 WINSTON-SALEM, NC 27101	BOARD MEMBER 2.00	0.	0.	0.
KENNETH MOUNTCASTLE, III 500 WEST 5TH STREET, SUITE 800 WINSTON-SALEM, NC 27101	BOARD MEMBER - TREASURER 3.00	0.	0.	0.

<u>MARY REYNOLDS BABCOCK FOUNDATION, INCORP</u>		<u>56-0690140</u>		
LAURA MOUNTCASTLE 500 WEST 5TH STREET, SUITE 800 WINSTON-SALEM, NC 27101	BOARD MEMBER 2.00	0.	0.	0.
MARY MOUNTCASTLE 500 WEST 5TH STREET, SUITE 800 WINSTON-SALEM, NC 27101	BOARD MEMBER 2.00	0.	0.	0.
TYREE, STEPHANIE 500 WEST 5TH STREET, SUITE 800 WINSTON-SALEM, NC 27101	BOARD MEMBER 2.00	2,000.	0.	0.
FLOZELL DANIELS, JR. 500 WEST 5TH STREET, SUITE 800 WINSTON-SALEM, NC 27101	CHIEF EXECUTIVE OFFICER 40.00	300,057.	51,283.	1,200.
JENNIFER BARKSDALE 500 WEST 5TH STREET, SUITE 800 WINSTON-SALEM, NC 27101	CHIEF FINANCE AND OPERATIONS OFFICER 40.00	209,448.	42,252.	1,200.
ELENA CONLEY 500 WEST 5TH STREET, SUITE 800 WINSTON-SALEM, NC 27101	CHIEF STRATEGY OFFICER 40.00	202,704.	29,166.	1,200.
DWAYNE PATTERSON 500 WEST 5TH STREET, SUITE 800 WINSTON-SALEM, NC 27101	CHIEF EQUITY OFFICER 40.00	179,217.	50,491.	1,200.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VII		<u>912,926.</u>	<u>173,192.</u>	<u>4,800.</u>

FORM 990-PF SUMMARY OF DIRECT CHARITABLE ACTIVITIES STATEMENT 16

ACTIVITY ONE

FOUNDATION STAFF TIME AND EXPENSES ON BOARDS, GRANTEE
TECHNICAL ASSISTANCE, PARTICIPATION IN FUNDER NETWORKS, PEER
ADVICE TO FUNDER COLLEAGUES, PUBLIC POLICY RESEARCH AND
PUBLISH RESULTS, PRESENTERS AT CONFERENCES, AND ADVISORY
COMMITTEES OF OTHER CHARITABLE ORGANIZATIONS.

EXPENSES

TO FORM 990-PF, PART VIII-A, LINE 1

165,000.

FORM 990-PF

ELECTION UNDER REGULATIONS SECTION
53.4942(A)-3(D)(2) TO TREAT
EXCESS QUALIFYING DISTRIBUTIONS
AS DISTRIBUTIONS OUT OF CORPUS

STATEMENT 17

FOUNDATION TRUSTEES HEREBY ELECT UNDER TREASURY REGULATION SECTION
53.4942(A)-3(D)(2) TO TREAT \$2,380,000 OF GRANTS MADE IN 2023 AS DISTRIBUTION
FROM CORPUS.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XIV, LINES 2A THROUGH 2D

STATEMENT 18

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

SEE FOUNDATION WEBSITE: WWW.MRFB.ORG
500 WEST 5TH STREET, STE 800
WINSTON SALEM, NC 27101

TELEPHONE NUMBER

(336)748-9222

FORM AND CONTENT OF APPLICATIONS

THE FOUNDATION DOES NOT ACCEPT PAPER GRANT APPLICATIONS. ALL INFORMATION REGARDING SUBMISSION OF APPLICATIONS INCLUDING THE FORMAT AND ADDITIONAL INFORMATION REQUIRED CAN BE FOUND ON THE FOUNDATION'S WEBSITE "WWW.MRBF.ORG".

ANY SUBMISSION DEADLINES

THE FOUNDATION USES A ROLLING APPLICATION PROCESS.

RESTRICTIONS AND LIMITATIONS ON AWARDS

PREFERENCE IN THE SOUTHEASTERN UNITED STATES
NO GRANTS TO INDIVIDUALS OR FOR CONSTRUCTION
NO GRANTS FOR INTERNATIONAL PROGRAMS
CONCENTRATION IN GRANTS TO ORGANIZATIONS THAT HELP PEOPLE AND PLACES IN THE SOUTHEASTERN U.S. MOVE OUT OF POVERTY.

**Application for Extension of Time To File an Exempt Organization
Return or Excise Taxes Related to Employee Benefit Plans**

Department of the Treasury
Internal Revenue Service

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

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

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

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

Part I - Identification

Type or Print	Name of exempt organization, employer, or other filer, see instructions. MARY REYNOLDS BABCOCK FOUNDATION, INCORPORATED	Taxpayer identification number (TIN) 56-0690140
File by the due date for filing your return. See instructions.	Number, street, and room or suite no. If a P.O. box, see instructions. 500 WEST 5TH STREET, 800	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. WINSTON-SALEM, NC 27101	

Enter the Return Code for the return that this application is for (file a separate application for each return) 04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 4720 (other than individual)	09
Form 4720 (individual)	03	Form 5227	10
Form 990-PF	04	Form 6069	11
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 8870	12
Form 990-T (trust other than above)	06	Form 5330 (individual)	13
Form 990-T (corporation)	07	Form 5330 (other than individual)	14
Form 1041-A	08		

• After you enter your Return Code, complete either Part II or Part III. Part III, including signature, is applicable only for an extension of time to file Form 5330.

• If this application is for an extension of time to file Form 5330, you must enter the following information.

Plan Name _____
 Plan Number _____
 Plan Year Ending (MM/DD/YYYY) _____

Part II - Automatic Extension of Time To File for Exempt Organizations (see instructions)

The books are in the care of **JENNIFER BARKSDALE**
500 WEST 5TH STREET, 800 - WINSTONSALEM, NC 27101

Telephone No. **(336) 726-1401** Fax No. _____

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

1 I request an automatic 6-month extension of time until **NOVEMBER 15**, 20 **24**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
 calendar year 20 **23** or
 tax year beginning _____, 20 _____, and ending _____, 20 _____

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

3a If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	72,260.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	134,175.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form **8879-TE**

IRS E-file Signature Authorization for a Tax Exempt Entity

OMB No. 1545-0047

For calendar year 2023, or fiscal year beginning _____, 2023, and ending _____, 20____

2023

Department of the Treasury
Internal Revenue Service

Do not send to the IRS. Keep for your records.

Go to www.irs.gov/Form8879TE for the latest information.

Name of filer **MARY REYNOLDS BABCOCK FOUNDATION, INCORPORATED**

EIN or SSN
56-0690140

Name and title of officer or person subject to tax **JENNIFER BARSDALE
CHIEF FINANCE AND OPERATING OFFICER**

Part I Type of Return and Return Information

Check the box for the return for which you are using this Form 8879-TE and enter the applicable amount, if any, from the return. Form 8038-CP and Form 5330 filers may enter dollars and cents. For all other forms, enter whole dollars only. If you check the box on line 1a, 2a, 3a, 4a, 5a, 6a, 7a, 8a, 9a, or 10a below, and the amount on that line for the return being filed with this form was blank, then leave line 1b, 2b, 3b, 4b, 5b, 6b, 7b, 8b, 9b, or 10b, whichever is applicable, blank (do not enter -0-). But, if you entered -0- on the return, then enter -0- on the applicable line below. Do not complete more than one line in Part I.

1a Form 990 check here	<input type="checkbox"/>	b Total revenue , if any (Form 990, Part VIII, column (A), line 12)	1b _____
2a Form 990-EZ check here ...	<input type="checkbox"/>	b Total revenue , if any (Form 990-EZ, line 9)	2b _____
3a Form 1120-POL check here	<input type="checkbox"/>	b Total tax (Form 1120-POL, line 22)	3b _____
4a Form 990-PF check here ...	<input checked="" type="checkbox"/>	b Tax based on investment income (Form 990-PF, Part V, line 5)	4b <u>72,505.</u>
5a Form 8868 check here	<input type="checkbox"/>	b Balance due (Form 8868, line 3c)	5b _____
6a Form 990-T check here	<input type="checkbox"/>	b Total tax (Form 990-T, Part III, line 4)	6b _____
7a Form 4720 check here	<input type="checkbox"/>	b Total tax (Form 4720, Part III, line 1)	7b _____
8a Form 5227 check here	<input type="checkbox"/>	b FMV of assets at end of tax year (Form 5227, Item D)	8b _____
9a Form 5330 check here	<input type="checkbox"/>	b Tax due (Form 5330, Part II, line 19)	9b _____
10a Form 8038-CP check here	<input type="checkbox"/>	b Amount of credit payment requested (Form 8038-CP, Part III, line 22)	10b _____

Part II Declaration and Signature Authorization of Officer or Person Subject to Tax

Under penalties of perjury, I declare that I am an officer of the above entity or I am a person subject to tax with respect to (name of entity) _____, (EIN) _____ and that I have examined a copy of the 2023 electronic return and accompanying schedules and statements, and, to the best of my knowledge and belief, they are true, correct, and complete. I further declare that the amount in Part I above is the amount shown on the copy of the electronic return. I consent to allow my intermediate service provider, transmitter, or electronic return originator (ERO) to send the return to the IRS and to receive from the IRS (a) an acknowledgement of receipt or reason for rejection of the transmission, (b) the reason for any delay in processing the return or refund, and (c) the date of any refund. If applicable, I authorize the U.S. Treasury and its designated Financial Agent to initiate an electronic funds withdrawal (direct debit) entry to the financial institution account indicated in the tax preparation software for payment of the federal taxes owed on this return, and the financial institution to debit the entry to this account. To revoke a payment, I must contact the U.S. Treasury Financial Agent at 1-888-353-4537 no later than 2 business days prior to the payment (settlement) date. I also authorize the financial institutions involved in the processing of the electronic payment of taxes to receive confidential information necessary to answer inquiries and resolve issues related to the payment. I have selected a personal identification number (PIN) as my signature for the electronic return and, if applicable, the consent to electronic funds withdrawal.

PIN: check one box only

I authorize **BLACKMAN & SLOOP ADVISORS, INC.** to enter my PIN **10900**
ERO firm name Enter five numbers, but do not enter all zeros

as my signature on the tax year 2023 electronically filed return. If I have indicated within this return that a copy of the return is being filed with a state agency(ies) regulating charities as part of the IRS Fed/State program, I also authorize the aforementioned ERO to enter my PIN on the return's disclosure consent screen.

As an officer or person subject to tax with respect to the entity, I will enter my PIN as my signature on the tax year 2023 electronically filed return. If I have indicated within this return that a copy of the return is being filed with a state agency(ies) regulating charities as part of the IRS Fed/State program, I will enter my PIN on the return's disclosure consent screen.

Signature of officer or person subject to tax _____

Date _____

Part III Certification and Authentication

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

56388512345

Do not enter all zeros

I certify that the above numeric entry is my PIN, which is my signature on the 2023 electronically filed return indicated above. I confirm that I am submitting this return in accordance with the requirements of Pub. 4163, Modernized e-File (MeF) Information for Authorized IRS e-file Providers for Business Returns.

ERO's signature **ELIZABETH MAUCH**

Date **11/07/24**

ERO Must Retain This Form - See Instructions

Do Not Submit This Form to the IRS Unless Requested To Do So

For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form **8879-TE** (2023)

Form **990-W**
(Worksheet)

**Estimated Tax on Unrelated Business Taxable
Income for Tax-Exempt Organizations**

2024

(and on Investment Income for Private Foundations) FORM 990-PF

► Keep for your records. Do not send to the Internal Revenue Service.

1	Unrelated business taxable income expected in the tax year		1	
2	Tax on the amount on line 1		2	
3	Alternative minimum tax for trusts		3	
4	Total. Add lines 2 and 3		4	
5	Estimated tax credits		5	
6	Subtract line 5 from line 4		6	
7	Other taxes		7	
8	Total. Add lines 6 and 7		8	
9	Credit for federal tax paid on fuels		9	
10a	Subtract line 9 from line 8. Note: If less than \$500, the organization does not need to make estimated tax payments	10a		
b	Enter the tax shown on the 2023 return. Caution: If zero or the tax year was for less than 12 months, skip this line and enter the amount from line 10a on line 10c	10b	72,505.	
c	2024 Estimated Tax. Enter the smaller of line 10a or line 10b. If the organization is required to skip line 10b, enter the amount from line 10a on line 10c	ADJUSTED TO		10c 72,520.

		(a)	(b)	(c)	(d)
11	Installment due dates	11			12/16/24
12	Installments. Enter 25% of line 10c in columns (a) through (d)	12			22,520.
13	2023 Overpayment	13			
14	Payment due (Subtract line 13 from line 12)	14			

Form **990-W**

ESTIMATED TAX	72,520.
AMOUNT PAID	50,000.
OVERPAYMENT APPLIED	61,670.
AMOUNT DUE	0.