

TAX RETURN FILING INSTRUCTIONS

FORM 990-PF

FOR THE YEAR ENDING

DECEMBER 31, 2024

PREPARED FOR:

BARR FOUNDATION
TWO ATLANTIC AVENUE
BOSTON, MA 02110

PREPARED BY:

RAPHAEL AND RAPHAEL LLP
165 THORNDIKE STREET, SUITE 5001
LOWELL, MA 01852

AMOUNT DUE OR REFUND:

AN OVERPAYMENT OF \$789,770. THE ENTIRE OVERPAYMENT HAS BEEN APPLIED TO THE ESTIMATED TAX PAYMENTS.

MAKE CHECK PAYABLE TO:

NO AMOUNT IS DUE.

MAIL TAX RETURN AND CHECK (IF APPLICABLE) TO:

NOT APPLICABLE

RETURN MUST BE MAILED ON OR BEFORE:

NOT APPLICABLE

SPECIAL INSTRUCTIONS:

THIS RETURN HAS BEEN PREPARED FOR ELECTRONIC FILING. IF YOU WISH TO HAVE IT TRANSMITTED ELECTRONICALLY TO THE IRS, PLEASE SIGN, DATE, AND RETURN FORM 8879-TE TO OUR OFFICE. WE WILL THEN SUBMIT THE ELECTRONIC RETURN TO THE IRS. DO NOT MAIL A PAPER COPY OF THE RETURN TO THE IRS. RETURN FORM 8879-TE TO US BY NOVEMBER 17, 2025.

PLEASE NOTE THAT THERE IS \$79,731,452 OF UNDISTRIBUTED INCOME FOR 2024 ON FORM 990-PF. THE ORGANIZATION MUST DISTRIBUTE THIS AMOUNT BY THE END OF ITS 2025 TAX YEAR TO AVOID THE EXCISE TAX ON UNDISTRIBUTED INCOME.

TAX RETURN FILING INSTRUCTIONS

FORM 4720

FOR THE YEAR ENDING
DECEMBER 31, 2024

PREPARED FOR:

BARR FOUNDATION
TWO ATLANTIC AVENUE
BOSTON, MA 02110

PREPARED BY:

RAPHAEL AND RAPHAEL LLP
165 THORNDIKE STREET, SUITE 5001
LOWELL, MA 01852

AMOUNT DUE OR REFUND:

BALANCE DUE OF \$25,597

MAKE CHECK PAYABLE TO:

PAYMENTS SHOULD BE MADE USING THE ELECTRONIC FEDERAL TAX PAYMENT SYSTEM (EFTPS).

MAIL TAX RETURN AND CHECK (IF APPLICABLE) TO:

NOT APPLICABLE

RETURN MUST BE MAILED ON OR BEFORE:

NOT APPLICABLE

SPECIAL INSTRUCTIONS:

THIS RETURN HAS BEEN PREPARED FOR ELECTRONIC FILING. IF YOU WISH TO HAVE IT TRANSMITTED ELECTRONICALLY TO THE IRS, PLEASE SIGN, DATE, AND RETURN FORM 8879-TE TO OUR OFFICE. WE WILL THEN SUBMIT THE ELECTRONIC RETURN TO THE IRS. DO NOT MAIL A PAPER COPY OF THE RETURN TO THE IRS.

TAX RETURN FILING INSTRUCTIONS

FORM 990-T

FOR THE YEAR ENDING
DECEMBER 31, 2024

PREPARED FOR:

BARR FOUNDATION
TWO ATLANTIC AVENUE
BOSTON, MA 02110

PREPARED BY:

RAPHAEL AND RAPHAEL LLP
165 THORNDIKE STREET, SUITE 5001
LOWELL, MA 01852

AMOUNT DUE OR REFUND:

OVERPAYMENT OF \$928,469. THE ENTIRE OVERPAYMENT HAS BEEN APPLIED TO THE ESTIMATED TAX PAYMENTS.

MAKE CHECK PAYABLE TO:

NO AMOUNT IS DUE.

MAIL TAX RETURN AND CHECK (IF APPLICABLE) TO:

NOT APPLICABLE

RETURN MUST BE MAILED ON OR BEFORE:

NOT APPLICABLE

SPECIAL INSTRUCTIONS:

THIS RETURN HAS BEEN PREPARED FOR ELECTRONIC FILING. IF YOU WISH TO HAVE IT TRANSMITTED ELECTRONICALLY TO THE IRS, PLEASE SIGN, DATE, AND RETURN FORM 8879-TE TO OUR OFFICE. WE WILL THEN SUBMIT THE ELECTRONIC RETURN TO THE IRS. DO NOT MAIL A PAPER COPY OF THE RETURN TO THE IRS.

Electronic Filing PDF Attachment

Form **8879-TE**

IRS E-file Signature Authorization for a Tax Exempt Entity

OMB No. 1545-0047

For calendar year 2024, or fiscal year beginning _____, 2024, and ending _____, 20____

2024

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

BARR FOUNDATION

EIN or SSN

04-6579815

Name and title of officer or person subject to tax

**JAMES CANALES
PRESIDENT & TRUSTEE**

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>2,197,617.</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 2024 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 RAPHAEL AND RAPHAEL LLP to enter my PIN 79815
ERO firm name Enter five numbers, but do not enter all zeros

as my signature on the tax year 2024 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 2024 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.

04107579815

Do not enter all zeros

I certify that the above numeric entry is my PIN, which is my signature on the 2024 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 _____

Date _____

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** (2024)

**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. BARR FOUNDATION	Taxpayer identification number (TIN) 04-6579815
	Number, street, and room or suite no. If a P.O. box, see instructions. TWO ATLANTIC AVENUE	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. BOSTON, MA 02110	

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	Form 990-T (governmental entities)	15

• 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 **THE ORGANIZATION**
TWO ATLANTIC AVENUE - BOSTON, MA 02110
 Telephone No. **617-854-3500** Fax No. **617-854-3801**

- 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 **25**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
 calendar year 20 **24** 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	\$ 2,987,387.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$ 2,347,387.
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	\$ 640,000.

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

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.

For calendar year **2024** or tax year beginning , and ending

Name of foundation BARR FOUNDATION		A Employer identification number 04-6579815
Number and street (or P.O. box number if mail is not delivered to street address) TWO ATLANTIC AVENUE	Room/suite	B Telephone number (617) 854-3500
City or town, state or province, country, and ZIP or foreign postal code BOSTON, MA 02110		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) \$ 2,839,763,232.	J Accounting method: <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input checked="" type="checkbox"/> Other (specify) MODIFIED ACCRUAL (Part I, column (d), must be on cash basis.)	
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ... <input type="checkbox"/>		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	342,563.		N/A	
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	1,214,418.	1,214,418.		STATEMENT 2
	4 Dividends and interest from securities	40,294,748.	40,013,192.		STATEMENT 3
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	125,317,715.			STATEMENT 1
	b Gross sales price for all assets on line 6a	210,069,597.			
	7 Capital gain net income (from Part IV, line 2)		124,370,738.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss)					
11 Other income	24,590,596.	24,240,531.		STATEMENT 4	
12 Total. Add lines 1 through 11	191,760,040.	189,838,879.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	820,269.	0.		820,269.
	14 Other employee salaries and wages	8,051,129.	0.		8,024,248.
	15 Pension plans, employee benefits	3,258,836.	0.		3,258,836.
	16a Legal fees STMT 5	33,016.	0.		29,124.
	b Accounting fees STMT 6	134,583.	0.		134,583.
	c Other professional fees STMT 7	27,988,774.	26,403,688.		1,801,327.
	17 Interest	2,367,597.	2,300,338.		0.
	18 Taxes STMT 8	5,243,054.	860,103.		0.
	19 Depreciation and depletion	62,471.	0.		
	20 Occupancy				
	21 Travel, conferences, and meetings	313,225.	0.		299,948.
	22 Printing and publications				
	23 Other expenses STMT 9	20,094,073.	2,172,825.		16,014,409.
	24 Total operating and administrative expenses. Add lines 13 through 23	68,367,027.	31,736,954.		30,382,744.
	25 Contributions, gifts, grants paid	123,235,702.			123,587,074.
26 Total expenses and disbursements. Add lines 24 and 25	191,602,729.	31,736,954.		153,969,818.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements ...	157,311.				
b Net investment income (if negative, enter -0-)		158,101,925.			
c Adjusted net income (if negative, enter -0-)			N/A		

Part II Balance Sheets <small>Attached schedules and amounts in the description column should be for end-of-year amounts only.</small>		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	5,808,780.	5,549,599.	5,549,599.
	2 Savings and temporary cash investments	47,397,547.	61,623,521.	61,623,521.
	3 Accounts receivable			
	Less: allowance for doubtful accounts			
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	67,971.	122,557.	122,557.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 10	120,881,035.	80,503,634.	94,901,962.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment: basis			
Less: accumulated depreciation				
12 Investments - mortgage loans				
13 Investments - other STMT 11	1728156342.	1754075571.	2672779195.	
14 Land, buildings, and equipment: basis 1,173,424.				
Less: accumulated depreciation STMT 12 736,524.	293,372.	436,900.	436,900.	
15 Other assets (describe STATEMENT 13)	1,468,876.	4,349,498.	4,349,498.	
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	1904073923.	1906661280.	2839763232.	
Liabilities	17 Accounts payable and accrued expenses	2,626,591.	2,038,273.	
	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)	9,941,030.	12,959,394.	
23 Total liabilities (add lines 17 through 22)	12,567,621.	14,997,667.		
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	1891506302.	1891663613.	
	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	1891506302.	1891663613.		
30 Total liabilities and net assets/fund balances	1904073923.	1906661280.		

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	1891506302.
2 Enter amount from Part I, line 27a	2	157,311.
3 Other increases not included in line 2 (itemize)	3	0.
4 Add lines 1, 2, and 3	4	1891663613.
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	1891663613.

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	201,072,160.	76,701,422.	124,370,738.

(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			124,370,738.

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	124,370,738.
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	2,197,617.
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	2,197,617.
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	2,197,617.
6 Credits/Payments:		
a 2024 estimated tax payments and 2023 overpayment credited to 2024	6a	2,347,387.
b Exempt foreign organizations - tax withheld at source	6b	0.
c Tax paid with application for extension of time to file (Form 8868)	6c	640,000.
d Backup withholding erroneously withheld	6d	0.
7 Total credits and payments. Add lines 6a through 6d	7	2,987,387.
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	789,770.
11 Enter the amount of line 10 to be: Credited to 2025 estimated tax 789,770. Refunded	11	0.

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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ <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?		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		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?	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	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. _____ <u>MA, CA</u>		
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	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 2024 or the tax year beginning in 2024? See the instructions for Part XIII. If "Yes," complete Part XIII		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		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		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		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	X	
Website address <u>WWW.BARRFOUNDATION.ORG</u>		
14 The books are in care of <u>THE ORGANIZATION</u> Telephone no. <u>617-854-3500</u> Located at <u>TWO ATLANTIC AVENUE, BOSTON, MA</u> ZIP+4 <u>02110</u>		
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 2024, 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?		X
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country		

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

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

	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 2024?	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 2024, did the foundation have any undistributed income (Part XII, lines 6d and 6e) for tax year(s) beginning before 2024?	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 2024 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 2024.)	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 2024?	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		X
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? SEE STATEMENT 18	X	
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?		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

SEE STATEMENT 16

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		820,269.	52,573.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE." **SEE STATEMENT 17**

(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
ROGER NOZAKI	VICE PRESIDENT PROGRAMS			
TWO ATLANTIC AVENUE, BOSTON, MA 02110	40.00	456,891.	79,937.	0.
LYNN HARWELL	VICE PRESIDENT FOR ADMINISTRATION			
TWO ATLANTIC AVENUE, BOSTON, MA 02110	40.00	382,062.	81,573.	0.
PAMELA JENSEN	VICE PRESIDENT OF HUMAN RESOURCES			
TWO ATLANTIC AVENUE, BOSTON, MA 02110	40.00	340,417.	76,931.	0.
MARIELLA PUERTO	DIRECTOR OF CLIMATE			
TWO ATLANTIC AVENUE, BOSTON, MA 02110	40.00	314,415.	73,175.	0.
SAN SAN WONG	DIRECTOR OF ARTS & CREATIVITY			
TWO ATLANTIC AVENUE, BOSTON, MA 02110	40.00	302,514.	54,370.	0.
Total number of other employees paid over \$50,000				53

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
ATTUNED EDUCATION PARTNERS, LLC 716 VALLEY ROAD, MONTCLAIR, NJ 07043	CONSULTING	2838770.
NATIONAL CENTER FOR CIVIC INNOVATION, INC. 121 SIXTH AVENUE, NEW YORK, NY 10013	CONSULTING	1620740.
THE LEARNING AGENDA 3162 SURREY HILL LANE, STOW, OH 44224	CONSULTING	1395274.
EDUCATION ANALYTICS - 110 E. MAIN STREET, SUITE 1000, MADISON, WI 53703	CONSULTING	600,000.
THIRD SECTOR NEW ENGLAND, INC. 89 SOUTH STREET, SUITE 700, BOSTON, MA 02111	CONSULTING	515,400.
Total number of others receiving over \$50,000 for professional services		50

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 TO PROVIDE SYSTEMS-LEVEL STRATEGIC SUPPORT AND COACHING FOR SEVEN GRANTEE COMMUNITIES, WHILE ALSO PROVIDING TRAINING FOR THE MEETING THE MOMENT COHORT.	2,838,770.
2 TO CONTINUE LEADING SCHOOL OBSERVATION VISITS FOR BARR GRANTEES AND OFFERING CUSTOMIZED COACHING TO DEEPEN CAPACITY BUILDING SUPPORTS FOR SCHOOL LEADERS.	1,620,740.
3 TO PROVIDE CONTINUED MANAGEMENT OF LEARNING COMMUNITIES FOR CATALYZE NEW MODELS GRANTEES.	1,395,274.
4 TO CONTINUE WORK ON THE STUDENT OUTCOMES TRACKING PROJECT ACROSS SCHOOLS IN THE CATALYZE NEW MODELS PORTFOLIO.	600,000.

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 LOAN TO MASSACHUSETTS HOUSING INVESTMENT CORPORATION TO LAUNCH A "READY" POOLED FUND FOR THE ACQUISITION OF PROPERTY IN GREATER BOSTON TO STABILIZE COMMUNITIES OF COLOR.	2,000,000.
2 LOAN TO BOSTON IMPACT INITIATIVE FUND, WHICH INVESTS IN SOCIAL ENTERPRISES AND REAL ESTATE TO INCREASE WEALTH AND ASSET-BUILDING OPPORTUNITIES FOR COMMUNITIES OF COLOR.	500,000.
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	2,500,000.

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	63,090,035.
b	Average of monthly cash balances	1b	37,426,110.
c	Fair market value of all other assets (see instructions)	1c	2,608,245,518.
d	Total (add lines 1a, b, and c)	1d	2,708,761,663.
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	2,708,761,663.
4	Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see instructions)	4	40,631,425.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3	5	2,668,130,238.
6	Minimum investment return. Enter 5% (0.05) of line 5	6	133,406,512.

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	133,406,512.
2a	Tax on investment income for 2024 from Part V, line 5	2a	2,197,617.
b	Income tax for 2024. (This does not include the tax from Part V.)	2b	106,912.
c	Add lines 2a and 2b	2c	2,304,529.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	131,101,983.
4	Recoveries of amounts treated as qualifying distributions	4	99,378.
5	Add lines 3 and 4	5	131,201,361.
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	131,201,361.

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	153,969,818.
b	Program-related investments - total from Part VIII-B	1b	2,500,000.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	205,999.
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	156,675,817.

Part XII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2023	(c) 2023	(d) 2024
1 Distributable amount for 2024 from Part X, line 7				131,201,361.
2 Undistributed income, if any, as of the end of 2024:				
a Enter amount for 2023 only			105,205,908.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2024:				
a From 2019				
b From 2020				
c From 2021				
d From 2022				
e From 2023				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2024 from Part XI, line 4: \$156,675,817.				
a Applied to 2023, but not more than line 2a ...			105,205,908.	
b Applied to undistributed income of prior years (Election required - see instructions) ...		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2024 distributable amount				51,469,909.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2024 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		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 2023. Subtract line 4a from line 2a. Taxable amount - see instr. ...			0.	
f Undistributed income for 2024. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2025				79,731,452.
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)	0.			
8 Excess distributions carryover from 2019 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2025. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2020 ...				
b Excess from 2021 ...				
c Excess from 2022 ...				
d Excess from 2023 ...				
e Excess from 2024 ...				

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 2024, 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)

Table with 5 columns: (a) 2024, (b) 2023, (c) 2022, (d) 2021, (e) Total. Rows include 2a-e (Qualifying distributions) and 3a-d (Alternative tests).

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).)

SEE STATEMENT 19

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 [X] 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:

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

c Any submission deadlines:

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

Part XIV Supplementary Information *(continued)*

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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				
(1) 350VERMONT, INC. 239 SOUTH UNION STREET BURLINGTON, VT 05401	N/A	PUBLIC CHARITY	SEE STATEMENT	65,000.
(2) 50CAN, INC. 1380 MONROE STREET NW, #413 WASHINGTON, DC 20010	N/A	PUBLIC CHARITY	TO SUPPORT CONNCAN'S WORK WITH THE NEW TEACHER TRACK AND RIGHT TO READ CT COALITIONS	45,000.
(3) 50CAN, INC. 1380 MONROE STREET NW, #413 WASHINGTON, DC 20010	N/A	PUBLIC CHARITY	TO PROVIDE CORE SUPPORT TO CONNECTICUT COALITION FOR ACHIEVEMENT NOW (CONNCAN)	150,000.
(4) 50CAN, INC. 1380 MONROE STREET NW, #413 WASHINGTON, DC 20010	N/A	PUBLIC CHARITY	TO PROVIDE CORE SUPPORT FOR SCHOOLFACTS BOSTON	200,000.
(5) A BETTER CITY INITIATIVE, INC. 14 BEACON STREET, SUITE 402 BOSTON, MA 02108	N/A	TYPE II	TO SUPPORT CLEAN ENERGY AND MOBILITY ANALYSIS, RESEARCH, AND ADVOCACY EFFORTS	100,000.
Total SEE CONTINUATION SHEET(S)				3a 123,235,702.
b Approved for future payment				
NONE				
Total				3b 0.

Part XV-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include 1 Program service revenue, 2 Membership dues and assessments, 3 Interest on savings and temporary cash investments, 4 Dividends and interest from securities, 5 Net rental income or (loss) from real estate, 6 Net rental income or (loss) from personal property, 7 Other investment income, 8 Gain or (loss) from sales of assets other than inventory, 9 Net income or (loss) from special events, 10 Gross profit or (loss) from sales of inventory, 11 Other revenue, 12 Subtotal, and 13 Total.

(See worksheet in line 13 instructions to verify calculations.)

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

Table with 2 columns: Line No., Explain below how each activity for which income is reported in column (e) of Part XV-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

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

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
d If the answer to any of the above is "Yes," complete the following 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. Content includes 'N/A' for all entries.

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

b If "Yes," complete the following schedule. Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. Content includes 'N/A' for all entries.

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

Paid Preparer Use Only Preparer's name GARRY T. NICHOL Preparer's signature Preparer's date Date Check self-employed if PTIN P00697789 Firm's name RAPHAEL AND RAPHAEL LLP Firm's EIN 04-2206126 Firm's address 165 THORNDIKE STREET, SUITE 5001 LOWELL, MA 01852 Phone no. 617-357-0100

May the IRS discuss this return with the preparer shown below? See instr. Yes No

BARR FOUNDATION

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a NET UBTI CAPITAL GAINS FROM PASS-THROUGH INV. --S	P		
b NET CAPITAL GAINS FROM PASS-THROUGH INV.	P		
c AIRBNB, INC. CMN CLASS A	P		
d COINBASE GLOBAL, INC. CMN CLASS A	P		
e CONFLUENT INC CMN	P		
f COUCHBASE INC CMN	P		
g CROWDSTRIKE HOLDINGS, INC. CMN	P		
h FPA CRESCENT FUND SUPRA INSTITUTIONAL CLASS	P		
i FPA CRESCENT FUND SUPRA INSTITUTIONAL CLASS	P		
j FRESHWORKS INC CMN	P		
k GARDNER RUSSO	P		
l GARDNER RUSSO	P		
m GS SHORT DURATION BOND FUND CLASS P	P		
n GS SHORT DURATION GOVERNMENT FUND CLASS P	P		
o KLAVIYO, INC. CMN	P		

(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 946,977.		946,977.	0.
b 82,810,183.			82,810,183.
c 9,352,323.		8,273,743.	1,078,580.
d 3,281,942.		308,559.	2,973,383.
e 2,662,123.		1,698,198.	963,925.
f 382,102.		119,035.	263,067.
g 667,757.		66,356.	601,401.
h 6,812,848.		6,715,095.	97,753.
i 3,187,152.		2,944,732.	242,420.
j 348,687.		63,514.	285,173.
k 591,959.		774,675.	-182,716.
l 6,073,676.		2,999,467.	3,074,209.
m 32,745,000.		33,646,192.	-901,192.
n 2,259,914.		2,443,349.	-183,435.
o 474,229.		207,671.	266,558.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			0.
b			82,810,183.
c			1,078,580.
d			2,973,383.
e			963,925.
f			263,067.
g			601,401.
h			97,753.
i			242,420.
j			285,173.
k			-182,716.
l			3,074,209.
m			-901,192.
n			-183,435.
o			266,558.

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	

BARR FOUNDATION

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a LIMITED LIQUIDITY INVESTMENTS	P		
b MAPLEBEAR INC. CMN	P		
c MAPLEBEAR INC. CMN	D		
d NU HOLDINGS LTD. CMN	P		
e PDD HOLDINGS INC SPONSORED ADR CMN	P		
f REDDIT, INC. CMN	P		
g ROBINHOOD MARKETS, INC. CMN	P		
h ROBLOX CORPORATION CMN CLASS A	D		
i RUBRIK, INC. CMN	P		
j SAMSARA INC. CMN	P		
k SNOWFLAKE INC. CMN CLASS A	P		
l SNOWFLAKE INC. CMN CLASS A	D		
m UBER TECHNOLOGIES, INC. CMN	P		
n UIPATH, INC. CMN CLASS A	P		
o YUBICO AB CMN	P		

(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 20,771,352.		6,978,046.	13,793,306.
b 2,489,927.		1,047,308.	1,442,619.
c 165,645.		14,870.	150,775.
d 2,493,616.		882,724.	1,610,892.
e 5,181,086.		235,007.	4,946,079.
f 1,586,516.		187,537.	1,398,979.
g 4,684,339.		1,713,376.	2,970,963.
h 83,668.		12,987.	70,681.
i 5,700,203.		202,063.	5,498,140.
j 1,187,446.		327,393.	860,053.
k 3,249,666.		3,628,148.	-378,482.
l 104,234.		5,752.	98,482.
m 85,055.		5,317.	79,738.
n 170,931.		36,122.	134,809.
o 521,604.		217,209.	304,395.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			13,793,306.
b			1,442,619.
c			150,775.
d			1,610,892.
e			4,946,079.
f			1,398,979.
g			2,970,963.
h			70,681.
i			5,498,140.
j			860,053.
k			-378,482.
l			98,482.
m			79,738.
n			134,809.
o			304,395.

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	124,370,738.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

Part 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
(6) A BETTER CITY INITIATIVE, INC. 14 BEACON STREET, SUITE 402 BOSTON, MA 02108	N/A	TYPE II	TO SUPPORT CLEAN ENERGY AND MOBILITY ANALYSIS, RESEARCH, AND ADVOCACY EFFORTS	80,000.
(7) ABUNDANT HOUSING MASSACHUSETTS 52 WELD HILL STREET JAMAICA PLAIN, MA 02130	N/A	PUBLIC CHARITY	TO SUPPORT MBTA COMMUNITIES ORGANIZING, ADVOCACY, AND COMMUNICATIONS	400,000.
(8) ACADIA CENTER 8 SUMMER STREET, PO BOX 583 ROCKPORT, ME 04856-0583	N/A	PUBLIC CHARITY	SEE STATEMENT	215,000.
(9) ACADIA CENTER 8 SUMMER STREET, PO BOX 583 ROCKPORT, ME 04856-0583	N/A	PUBLIC CHARITY	SEE STATEMENT	405,000.
(10) ACCION LATINA 2958 24TH STREET SAN FRANCISCO, CA 94110	N/A	PUBLIC CHARITY	TO SUPPORT EL TECOLOTE	150.
(11) ACTION FOR EQUITY INC. 367 WASHINGTON STREET BOSTON, MA 02124	N/A	PUBLIC CHARITY	TO SUPPORT TRANSPORTATION ORGANIZING AND ADVOCACY	60,000.
(12) ADVANCED ENERGY ECONOMY INSTITUTE 1010 VERMONT AVE NW, SUITE 1050 WASHINGTON, DC 20005	N/A	PUBLIC CHARITY	SEE STATEMENT	90,000.
(13) AFRICAN COMMUNITY ECONOMIC DEVELOPMENT ORGANIZATION OF NEW ENGLAND 89 SOUTH STREET, #203 BOSTON, MA 02111	N/A	PUBLIC CHARITY	SEE STATEMENT	100,000.
(14) AFRICAN CULTURAL SERVICES, INC. 46 ELSON ROAD WALTHAM, MA 02451	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT AS PART OF THE CATALYZING VITALITY PROGRAM	50,000.
(15) AGAWAM PUBLIC SCHOOLS 1305 SPRINGFIELD STREET AGAWAM, MA 01030	N/A	PUBLIC SCHOOL	SEE STATEMENT	135,000.
Total from continuation sheets				122,675,702.

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
(16) ALLIANCE FOR TRIBAL CLEAN ENERGY 331 BURDICKVILLE ROAD CHARLESTOWN, RI 02813	N/A	PUBLIC CHARITY	TO SUPPORT THE ALLIANCE FOR TRIBAL ENERGY'S WORK WITH TRIBAL COMMUNITIES IN THE NORTHEAST	125,000.
(17) ALLSTON BRIGHTON COMMUNITY DEVELOPMENT CORPORATION 18R SHEPARD STREET, SUITE 100 BRIGHTON, MA 02135	N/A	PUBLIC CHARITY	SEE STATEMENT	500.
(18) ALLSTON BRIGHTON COMMUNITY DEVELOPMENT CORPORATION 18R SHEPARD STREET, SUITE 100 BRIGHTON, MA 02135	N/A	PUBLIC CHARITY	TO SUPPORT ORGANIZING AND ADVOCACY FOR MOBILITY AND CLIMATE RESILIENCE IN ALLSTON AND BRIGHTON	77,500.
(19) ALLSTON BRIGHTON COMMUNITY DEVELOPMENT CORPORATION 18R SHEPARD STREET, SUITE 100 BRIGHTON, MA 02135	N/A	PUBLIC CHARITY	TO SUPPORT ORGANIZING AND ADVOCACY FOR MOBILITY AND CLIMATE RESILIENCE IN ALLSTON AND BRIGHTON	44,712.
(20) ALLSTON BRIGHTON COMMUNITY DEVELOPMENT CORPORATION 18R SHEPARD STREET, SUITE 100 BRIGHTON, MA 02135	N/A	PUBLIC CHARITY	TO SUPPORT ORGANIZING AND ADVOCACY FOR MOBILITY AND CLIMATE RESILIENCE IN ALLSTON AND BRIGHTON	32,788.
(21) ALTERNATIVES FOR COMMUNITY AND ENVIRONMENT, INC. 2201 WASHINGTON STREET, SUITE 302 ROXBURY, MA 02119	N/A	PUBLIC CHARITY	TO SUPPORT NEW ENGLAND UNITED FOR JUSTICE'S MOBILITY AND CLIMATE WORK	112,500.
(22) ALTERNATIVES FOR COMMUNITY AND ENVIRONMENT, INC. 2201 WASHINGTON STREET, SUITE 302 ROXBURY, MA 02119	N/A	PUBLIC CHARITY	TO SUPPORT NEW ENGLAND UNITED FOR JUSTICE'S MOBILITY AND CLIMATE WORK	112,500.
(23) ALTERNATIVES FOR COMMUNITY AND ENVIRONMENT, INC. 2201 WASHINGTON STREET, SUITE 302 ROXBURY, MA 02119	N/A	PUBLIC CHARITY	TO SUPPORT NEW ENGLAND UNITED FOR JUSTICE'S MOBILITY AND CLIMATE WORK	225,000.
(24) ALTERNATIVES FOR COMMUNITY AND ENVIRONMENT, INC. 2201 WASHINGTON STREET, SUITE 302 ROXBURY, MA 02119	N/A	PUBLIC CHARITY	TO SUPPORT NEW ENGLAND UNITED FOR JUSTICE'S MOBILITY AND CLIMATE WORK	225,000.
(25) ALTERNATIVES FOR COMMUNITY AND ENVIRONMENT, INC. 2201 WASHINGTON STREET, SUITE 302 ROXBURY, MA 02119	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	226,320.
Total from continuation sheets				

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
(26) ALTERNATIVES FOR COMMUNITY AND ENVIRONMENT, INC. 2201 WASHINGTON STREET, SUITE 302 ROXBURY, MA 02119	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	373,680.
(27) ALTERNATIVES FOR COMMUNITY AND ENVIRONMENT, INC. 2201 WASHINGTON STREET, SUITE 302 ROXBURY, MA 02119	N/A	PUBLIC CHARITY	TO PROVIDE CORE SUPPORT FOR ITS NEW ENGLAND UNITED FOR JUSTICE PROGRAM	30,000.
(28) ALZHEIMER'S ASSOCIATION 225 N. MICHIGAN AVENUE, FLOOR 17 CHICAGO, IL 60601	N/A	PUBLIC CHARITY	SEE STATEMENT	150.
(29) ALZHEIMER'S ASSOCIATION 225 N. MICHIGAN AVENUE, FLOOR 17 CHICAGO, IL 60601	N/A	PUBLIC CHARITY	2024 WALK TO END ALZHEIMER'S - GREATER BOSTON - CAMBRIDGE, MA. IN SUPPORT OF: NICOLE KANELOS	300.
(30) ALZHEIMER'S DISEASE AND RELATED DISORDERS ASSOCIATION 225 NORTHERN MICHIGAN AVENUE CHICAGO, IL 60601	N/A	PUBLIC CHARITY	TO SUPPORT TEAM PARDUS RUN FOR ALZHEIMER'S ASSOCIATION MA/NH CHAPTER	1,500.
(31) AMALGAMATED CHARITABLE FOUNDATION INC. 1825 K STREET NORTHWEST WASHINGTON, DC 20006	N/A	PUBLIC CHARITY	SEE STATEMENT	150,000.
(32) AMERICAN CIVIL LIBERTIES UNION FOUNDATION, INC. 125 BROAD STREET, 18TH FLOOR NEW YORK, NY 10004	N/A	PUBLIC CHARITY	TO SUPPORT GENERAL OPERATIONS	600.
(33) AMERICAN COUNCIL FOR AN ENERGY EFFICIENT ECONOMY 529 14TH STREET, NW SUITE 600 WASHINGTON, DC 20045	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	2,000.
(34) AMERICAN COUNCIL FOR AN ENERGY EFFICIENT ECONOMY 529 14TH STREET, NW SUITE 600 WASHINGTON, DC 20045	N/A	PUBLIC CHARITY	SEE STATEMENT	100,000.
(35) AMERICAN FOUNDATION FOR SUICIDE PREVENTION 199 WATER STREET, 11TH FLOOR NEW YORK, NY 10038	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	300.
Total from continuation sheets				

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
(36) AMERICAN FRIENDS SERVICE COMMITTEE 2161 MASSACHUSETTS AVENUE CAMBRIDGE, MA 02140	N/A	PUBLIC CHARITY	GENERAL SUPPORT	750.
(37) AMERICAN REPERTORY THEATRE COMPANY INCORPORATED LOEB DRAMA CENTER, 64 BRATTLE STREET CAMBRIDGE, MA 02138	N/A	PUBLIC CHARITY	SEE STATEMENT	200,000.
(38) AMERICAN REPERTORY THEATRE COMPANY INCORPORATED LOEB DRAMA CENTER, 64 BRATTLE STREET CAMBRIDGE, MA 02138	N/A	PUBLIC CHARITY	TO INVEST RISK CAPITAL IN ORGANIZATIONAL AND ARTISTIC LEADERSHIP	300,000.
(39) ANCHOR OF HOPE DIAPER BANK CORP 69 SUMMER STREET HAVERHILL, MA 01830	N/A	PUBLIC CHARITY	ON BEHALF OF ELIZABETH GOLDSMITH & KATE ZEID	1,500.
(40) APPLIED ECONOMICS CLINIC, INC. 6 LIBERTY SQUARE BOSTON, MA 02109	N/A	PUBLIC CHARITY	TO SUPPORT INDEPENDENT CLEAN ENERGY RESEARCH AND ANALYSIS IN NEW ENGLAND	125,000.
(41) AREA COOPERATIVE EDUCATIONAL SERVICES 350 STATE STREET NORTH HAVEN, CT 06473	N/A	PUBLIC CHARITY	TO SUPPORT THE CONTINUED TRANSFORMATION EFFORTS AT ACES AT CHASE	150,000.
(42) ARISE CHICAGO 1700 W HUBBARD, SUITE 2E CHICAGO, IL 60622	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	1,800.
(43) ARISE, INC. 38 SCHOOL STREET, PO BOX 5423 SPRINGFIELD, MA 01105	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	166,667.
(44) ARISE, INC. 38 SCHOOL STREET, PO BOX 5423 SPRINGFIELD, MA 01105	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	133,333.
(45) ARIZONA STATE UNIVERSITY FOUNDATION FOR A NEW AMERICAN UNIVERSITY PO BOX 2260 TEMPE, AZ 85280-2260	N/A	PUBLIC CHARITY	TO SUPPORT CRPE'S PLANNING FOR THE NEXT PHASE OF NEW ENGLAND HIGH SCHOOL AND SCHOOL SYSTEM RESEARCH	350,000.
Total from continuation sheets				

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
(46) ART FOR THE SOUL GALLERY, INC. 1500 MAIN STREET, 2ND FLOOR SPRINGFIELD, MA 01115	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT AS PART OF THE CATALYZING VITALITY PROGRAM	50,000.
(47) ARTIST INITIATIVE FOR REVOLUTION INC. PO BOX 74 MILTON, MA 02186-9998	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT AS PART OF THE CATALYZING VITALITY PROGRAM	50,000.
(48) ARTS AND BUSINESS COUNCIL OF GREATER BOSTON, INC. 15 CHANNEL CENTER STREET BOSTON, MA 02210	N/A	PUBLIC CHARITY	TO PROVIDE CORE SUPPORT FOR STIGGITY STACKZ AS PART OF THE CATALYZING VITALITY PROGRAM	50,000.
(49) ARTS CONNECT INTERNATIONAL, INC. 15 CHANNEL CENTER ST, SUITE 103 BOSTON, MA 02122	N/A	PUBLIC CHARITY	TO SUPPORT THE CULTURAL EQUITY INCUBATOR	285,000.
(50) AS220 95 MATHEWSON STREET, #204 PROVIDENCE, RI 02903	N/A	PUBLIC CHARITY	TO SUPPORT THE 401 GIVES CAMPAIGN	600.
(51) AS220 95 MATHEWSON STREET, #204 PROVIDENCE, RI 02903	N/A	PUBLIC CHARITY	FOR GENERAL SUPPORT	900.
(52) ASIAN AMERICAN RESOURCE WORKSHOP, INC. 42 CHARLES STREET, SUITE A DORCHESTER, MA 02122	N/A	PUBLIC CHARITY	FOR CORE SUPPORT FOR AARW'S BOSTON ASIAN AMERICAN FILM FESTIVAL PROGRAM	150.
(53) ASIAN AMERICAN RESOURCE WORKSHOP, INC. 42 CHARLES STREET, SUITE A DORCHESTER, MA 02122	N/A	PUBLIC CHARITY	SEE STATEMENT	250,000.
(54) ASIAN AMERICAN RESOURCE WORKSHOP, INC. 42 CHARLES STREET, SUITE A DORCHESTER, MA 02122	N/A	PUBLIC CHARITY	SEE STATEMENT	500.
(55) ASIAN AMERICAN-PACIFIC ISLANDERS IN PHILANTHROPY 300 FRANK OGAWA PLAZA, SUITE 256 OAKLAND, CA 94612	N/A	PUBLIC CHARITY	TO SUPPORT 2024 BARR FOUNDATION MEMBERSHIP DUES	10,000.
Total from continuation sheets				

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
(56) ASIAN TASK FORCE AGAINST DOMESTIC VIOLENCE PO BOX 120108 BOSTON, MA 02112	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	870.
(57) ASSOCIATION OF BLACK FOUNDATION EXECUTIVES, INC. 42 BROADWAY, 20TH FLOOR NEW YORK, NY 10004	N/A	PUBLIC CHARITY	TO SUPPORT 2024 BARR FOUNDATION MEMBERSHIP DUES	7,500.
(58) ATTUNED EDUCATION PARTNERS 716 VALLEY ROAD MONTCLAIR, NJ 07043	N/A	EXPENDITURE RESPONSIBILITY	SEE STATEMENT	190,000.
(59) AVE MARIA PARISH 17 GROVE STREET LYNNFIELD, MA 01940	N/A	CHURCHES	FOR UNRESTRICTED SUPPORT	750.
(60) BAMS FEST, INC. 1452 DORCHESTER AVE, SUITE 4 DORCHESTER, MA 02122	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT AS PART OF THE CATALYZING VITALITY PROGRAM	50,000.
(61) BEAT THE ODDS 51 DEWEY STREET BOSTON, MA 02125	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT FOR BEAT THE ODDS AS PART OF THE CATALYZING VITALITY PROGRAM	50,000.
(62) BEHEARD.WORLD 60 DUDLEY STREET CHELSEA, MA 02150	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT AS PART OF THE CATALYZING VITALITY PROGRAM	50,000.
(63) BENJAMIN FRANKLIN INSTITUTE OF TECHNOLOGY 41 BERKELEY STREET BOSTON, MA 02116	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	103,000.
(64) BERKSHIRE BLACK ECONOMIC COUNCIL 33 DUNHAM MALL, #101 PITTSFIELD, MA 01201	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT AS PART OF THE CATALYZING VITALITY PROGRAM	50,000.
(65) BERKSHIRE COMMUNITY COLLEGE FOUNDATION, INC. 1350 WEST STREET PITTSFIELD, MA 01201	N/A	PUBLIC CHARITY	TO SUPPORT TRANSFORMATION IN LEARNING AND TEACHING TO ADVANCE THE PORTRAIT OF A GRADUATE	290,000.
Total from continuation sheets				

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
(66) BERKSHIRE HILLS REGIONAL SCHOOL DISTRICT 50 MAIN STREET STOCKBRIDGE, MA 01262	N/A	PUBLIC SCHOOL	TO SUPPORT THE CONTINUED TRANSFORMATION EFFORTS AT MONUMENT MOUNTAIN REGIONAL HIGH SCHOOL	150,000.
(67) BERKSHIRE RESOURCES FOR INTEGRATION OF DIVERSE GROUPS AND EDUCATION, INC. 17 MAIN STREET, SUITE 5 LEE, MA 01238	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT AS PART OF THE CATALYZING VITALITY PROGRAM	50,000.
(68) BEST BUDDIES INTERNATIONAL, INC. 100 SOUTHEAST 2ND STREET, SUITE 2200 MIAMI, FL 33131	N/A	PUBLIC CHARITY	TO SUPPORT THE BEST BUDDIES FRIENDSHIP WALK - RHODE ISLAND	300.
(69) BETTER FUTURE PROJECT, INC. 15 PROPERZI WAY SOMERVILLE, MA 02143	N/A	PUBLIC CHARITY	SEE STATEMENT	80,004.
(70) BETTER FUTURE PROJECT, INC. 15 PROPERZI WAY SOMERVILLE, MA 02143	N/A	PUBLIC CHARITY	SEE STATEMENT	39,996.
(71) BEYOND WALLS, INC. 18 MOUNT VERNON STREET LYNN, MA 01901	N/A	PUBLIC CHARITY	TO SUPPORT REFINEMENT OF FINANCIAL MANAGEMENT PRACTICES AND FUNDRAISING PLANS	150,000.
(72) BEYOND WALLS, INC. 18 MOUNT VERNON STREET LYNN, MA 01901	N/A	PUBLIC CHARITY	TO SUPPORT GENERAL OPERATIONS AND IMPLEMENTATION OF STRATEGIC GROWTH PLAN	30,000.
(73) BEYOND WALLS, INC. 18 MOUNT VERNON STREET LYNN, MA 01901	N/A	PUBLIC CHARITY	TO PROVIDE STRATEGIC GROWTH PLANNING AND OPERATIONAL SUPPORT	305,000.
(74) BIKES NOT BOMBS, INC. 284 AMORY STREET JAMAICA PLAIN, MA 02130	N/A	PUBLIC CHARITY	SEE STATEMENT	420,000.
(75) BLACK ECONOMIC COUNCIL OF MASSACHUSETTS, INC. 2300 WASHINGTON STREET ROXBURY, MA 02119	N/A	PUBLIC CHARITY	TO PROVIDE CORE SUPPORT FOR ITS COALITION FOR AN EQUITABLE ECONOMY PROGRAM	150,000.
Total from continuation sheets				

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
(76) BLACK ECONOMIC COUNCIL OF MASSACHUSETTS, INC. 2300 WASHINGTON STREET ROXBURY, MA 02119	N/A	PUBLIC CHARITY	TO SUPPORT BLACK ECONOMIC COUNCIL OF MASSACHUSETTS TO ACQUIRE PROPERTY IN ROXBURY, MASSACHUSETTS	250,000.
(77) BLACK ECONOMIC COUNCIL OF MASSACHUSETTS, INC. 2300 WASHINGTON STREET ROXBURY, MA 02119	N/A	PUBLIC CHARITY	TO SUPPORT BLACK ECONOMIC COUNCIL OF MASSACHUSETTS TO ACQUIRE PROPERTY IN ROXBURY, MASSACHUSETTS	250,000.
(78) BLACK ECONOMIC COUNCIL OF MASSACHUSETTS, INC. 2300 WASHINGTON STREET ROXBURY, MA 02119	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	300,000.
(79) BOARDSOURCE 750 9TH STREET NW, SUITE 520 WASHINGTON, DC 20001	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL SUPPORT	75,000.
(80) BOREALIS PHILANTHROPY PO BOX 581218 MINNEAPOLIS, MN 55403	N/A	PUBLIC CHARITY	TO SUPPORT ROUND 6 OF THE REACH FUND	150,000.
(81) BOSTON ARTS ACADEMY FOUNDATION, INC. 125 BROOKLINE AVENUE, 3RD FLOOR BOSTON, MA 02215	N/A	PUBLIC CHARITY	TO SUPPORT THE ANNUAL FUND	5,000.
(82) BOSTON BHANGRA, INC. 97 ASPINWALL AVENUE BROOKLINE, MA 02446	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT AS PART OF THE CATALYZING VITALITY PROGRAM	50,000.
(83) BOSTON CHINATOWN NEIGHBORHOOD CENTER, INC. 38 ASH STREET BOSTON, MA 02111	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	300.
(84) BOSTON CHINATOWN NEIGHBORHOOD CENTER, INC. 38 ASH STREET BOSTON, MA 02111	N/A	PUBLIC CHARITY	FOR GENERAL OPERATING SUPPORT	750.
(85) BOSTON COMIC ARTS FOUNDATION LIMITED PO BOX 8154 SALEM, MA 01971-8154	N/A	PUBLIC CHARITY	SEE STATEMENT	25,000.
Total from continuation sheets				

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
(86) BOSTON CYCLISTS UNION, INC. 1419 TREMONT STREET BOSTON, MA 02120	N/A	PUBLIC CHARITY	TO SUPPORT ORGANIZING AND ADVOCACY EFFORTS RELATED TO BICYCLING IN THE GREATER BOSTON REGION	100,000.
(87) BOSTON DANCE ALLIANCE, INC. 19 CLARENDON STREET BOSTON, MA 02116	N/A	PUBLIC CHARITY	SEE STATEMENT	50,000.
(88) BOSTON DANCE ALLIANCE, INC. 19 CLARENDON STREET BOSTON, MA 02116	N/A	PUBLIC CHARITY	TO PROVIDE CORE SUPPORT TO A TRIKE CALLED FUNK AS PART OF THE CATALYZING VITALITY PROGRAM	25,000.
(89) BOSTON DANCE ALLIANCE, INC. 19 CLARENDON STREET BOSTON, MA 02116	N/A	PUBLIC CHARITY	TO PROVIDE CORE SUPPORT FOR VLA DANCE AS PART OF THE CATALYZING VITALITY PROGRAM	50,000.
(90) BOSTON EDUCATIONAL DEVELOPMENT FOUNDATION, INC. 7 PALMER STREET, 2ND FLOOR ROXBURY, MA 02119	N/A	PUBLIC CHARITY	TO SUPPORT THE CONTINUED TRANSFORMATION EFFORTS AT BINCA	162,000.
(91) BOSTON FOOD FOREST COALITION INC. 76 WELD HILL STREET BOSTON, MA 02130	N/A	PUBLIC CHARITY	TO STRENGTHEN STEWARDSHIP OF FOOD FORESTS IN BOSTON	150,000.
(92) BOSTON FOUNDATION, INC. 75 ARLINGTON STREET, 3RD FLOOR BOSTON, MA 02116	N/A	PUBLIC CHARITY	TO PROVIDE CORE SUPPORT TO THE AAPI ARTS & CULTURE COLLABORATIVE PROGRAM	450,000.
(93) BOSTON FOUNDATION, INC. 75 ARLINGTON STREET, 3RD FLOOR BOSTON, MA 02116	N/A	PUBLIC CHARITY	TO SUPPORT LIVE ARTS BOSTON	250,000.
(94) BOSTON FOUNDATION, INC. 75 ARLINGTON STREET, 3RD FLOOR BOSTON, MA 02116	N/A	PUBLIC CHARITY	TO PROVIDE CORE SUPPORT FOR THE GREATER BOSTON PARTNERSHIP TO CLOSE THE RACIAL WEALTH GAP	125,000.
(95) BOSTON FOUNDATION, INC. 75 ARLINGTON STREET, 3RD FLOOR BOSTON, MA 02116	N/A	PUBLIC CHARITY	TO PROVIDE ADDITIONAL FUNDING FOR MASS ECHOS (FORMERLY COLOR OF WEALTH) PROJECT	200,000.
Total from continuation sheets				

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
(96) BOSTON FOUNDATION, INC. 75 ARLINGTON STREET, 3RD FLOOR BOSTON, MA 02116	N/A	PUBLIC CHARITY	SEE STATEMENT	250,000.
(97) BOSTON FOUNDATION, INC. 75 ARLINGTON STREET, 3RD FLOOR BOSTON, MA 02116	N/A	PUBLIC CHARITY	TO PROVIDE ONE-TIME CORE SUPPORT FOR ITS LATINO EQUITY FUND PROGRAM	100,000.
(98) BOSTON FOUNDATION, INC. 75 ARLINGTON STREET, 3RD FLOOR BOSTON, MA 02116	N/A	PUBLIC CHARITY	TO PROVIDE ONE-TIME CORE SUPPORT FOR THE ASIAN COMMUNITY FUND	100,000.
(99) BOSTON FOUNDATION, INC. 75 ARLINGTON STREET, 3RD FLOOR BOSTON, MA 02116	N/A	PUBLIC CHARITY	SEE STATEMENT	150,000.
(100) BOSTON GLOBE MEDIA PARTNERS, LLC ONE EXCHANGE PLACE, SUITE 201 BOSTON, MA 02109	N/A	EXPENDITURE RESPONSIBILITY	TO CONTINUE SUPPORT FOR THE GREAT DIVIDE	400,000.
(101) BOSTON GLOBE MEDIA PARTNERS, LLC ONE EXCHANGE PLACE, SUITE 201 BOSTON, MA 02109	N/A	EXPENDITURE RESPONSIBILITY	TO SUPPORT THE BOSTON GLOBE'S RACIAL WEALTH EQUITY COVERAGE	400,000.
(102) BOSTON GREEN ACADEMY FOUNDATION, INC. 20 WARREN STREET BOSTON, MA 02135	N/A	PUBLIC CHARITY	SEE STATEMENT	127,000.
(103) BOSTON HARBOR NOW, INC. PO BOX 961712 BOSTON, MA 02916	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	125,000.
(104) BOSTON HARBOR NOW, INC. PO BOX 961712 BOSTON, MA 02916	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	30,000.
(105) BOSTON HARBOR NOW, INC. PO BOX 961712 BOSTON, MA 02916	N/A	PUBLIC CHARITY	TO PROVIDE CORE SUPPORT FOR ITS HARBORFRONT NEIGHBORHOOD ALLIANCE PROGRAM	140,000.
Total from continuation sheets				

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
(106) BOSTON HARBOR NOW, INC. PO BOX 961712 BOSTON, MA 02916	N/A	PUBLIC CHARITY	TO PROVIDE CORE SUPPORT FOR THE COALITION FOR A RESILIENT AND INCLUSIVE WATERFRONT	357,500.
(107) BOSTON HARBOR NOW, INC. PO BOX 961712 BOSTON, MA 02916	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	375,000.
(108) BOSTON HEALTH CARE FOR THE HOMELESS PROGRAM, INC. 780 ALBANY STREET BOSTON, MA 02118	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	750.
(109) BOSTON HURRICANES ATHLETIC CLUB INC. 614 DEDHAM STREET NEWTON CTR, MA 02459	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	375.
(110) BOSTON IMPACT INITIATIVE FUND PO BOX 300443 JAMAICA PLAIN, MA 02130	N/A	TYPE I	TO SUPPORT STRATEGIC PLANNING EFFORTS	25,000.
(111) BOSTON IMPACT INITIATIVE FUND PO BOX 300443 JAMAICA PLAIN, MA 02130	N/A	TYPE I	TO PROVIDE GENERAL OPERATING SUPPORT	250,000.
(112) BOSTON IMPACT INITIATIVE FUND PO BOX 300443 JAMAICA PLAIN, MA 02130	N/A	TYPE I	TO SUPPORT EXPLORATORY EFFORTS WITHIN THE WORKER CO-OPERATIVE ECOSYSTEM	350,000.
(113) BOSTON LYRIC OPERA COMPANY 15 CHANNEL CENTER STREET BOSTON, MA 02210	N/A	PUBLIC CHARITY	TO PROVIDE CORE SUPPORT FOR ILLUMINUS	125,000.
(114) BOSTON LYRIC OPERA COMPANY 15 CHANNEL CENTER STREET BOSTON, MA 02210	N/A	PUBLIC CHARITY	TO PARTICIPATE IN BARR'S CULTURAL EVOLUTION GRANTS PROGRAM	80,000.
(115) BOSTON MEDICAL CENTER CORPORATION 960 MASSACHUSETTS AVENUE, 2ND FLOOR BOSTON, MA 02118	N/A	PUBLIC CHARITY	TO PROVIDE CORE SUPPORT FOR ITS BOSTON OPPORTUNITY SYSTEM COLLABORATIVE	200,000.
Total from continuation sheets				

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
(116) BOSTON MUNICIPAL RESEARCH BUREAU, INC. 333 WASHINGTON STREET, SUITE 854 BOSTON, MA 02108	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	150,000.
(117) BOSTON NEIGHBORHOOD COMMUNITY LAND TRUST 550 DUDLEY STREET ROXBURY, MA 02119	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	100,000.
(118) BOSTON PUBLIC HEALTH COMMISSION 1010 MASSACHUSETTS AVENUE BOSTON, MA 02118	N/A	QUASI GOVERNMENT	TO BUILD CAPACITY FOR COMMUNITY RESILIENCE AND PREPAREDNESS IN BOSTON	277,500.
(119) BOSTON PUBLIC LIBRARY FUND, INC. 700 BOYLSTON STREET BOSTON, MA 02116	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	300.
(120) BOSTON PUBLIC LIBRARY FUND, INC. 700 BOYLSTON STREET BOSTON, MA 02116	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	600.
(121) BOSTON PUBLIC LIBRARY FUND, INC. 700 BOYLSTON STREET BOSTON, MA 02116	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	5,000.
(122) BOSTON SCHOOLS FUND, INC. 53 STATE STREET, SUITE 500 BOSTON, MA 02109	N/A	PUBLIC CHARITY	TO SUPPORT GENERAL OPERATIONS	175,000.
(123) BOSTON SCHOOLS FUND, INC. 53 STATE STREET, SUITE 500 BOSTON, MA 02109	N/A	PUBLIC CHARITY	TO SUPPORT GENERAL OPERATIONS	350,000.
(124) BOSTON SINGERS RESOURCE, INC. PO BOX 51832 BOSTON, MA 02205	N/A	PUBLIC CHARITY	FOR GENERAL OPERATING SUPPORT	750.
(125) BOSTON SINGERS RESOURCE, INC. PO BOX 51832 BOSTON, MA 02205	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	1,500.
Total from continuation sheets				

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
(126) BOSTON UJIMA PROJECT INC 69 ROBESON STREET, SUITE 6 BOSTON, MA 02130	N/A	PUBLIC CHARITY	TO PROVIDE CORE SUPPORT	1,200,000.
(127) BOSTON WOMEN'S FUND, INC. 678 MASSACHUSETTS AVENUE, SUITE 700 CAMBRIDGE, MA 02139	N/A	PUBLIC CHARITY	SEE STATEMENT	85,000.
(128) BOSTON WOMEN'S FUND, INC. 678 MASSACHUSETTS AVENUE, SUITE 700 CAMBRIDGE, MA 02139	N/A	PUBLIC CHARITY	TO PROVIDE ONE-TIME GENERAL OPERATING SUPPORT	100,000.
(129) BPE, INC. 67 KEMBLE STREET, SUITE 2.5 ROXBURY, MA 02119	N/A	PUBLIC CHARITY	TO SUPPORT CONTINUED IMPLEMENTATION OF THE ELEVATING EDUCATORS COALITION	250,000.
(130) BRAZILIAN WORKER CENTER, INC. 10-16 HARVARD AVE. ALLSTON, MA 02134	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	2,400.
(131) BRIDGEWATER AREA COMMUNITY FOUNDATION, INC. 76 SOUTHGATE LOOP BRIDGEWATER, VT 05034	N/A	PUBLIC CHARITY	TO SUPPORT THE PLAYGROUND FUND	1,500.
(132) BRIDGEWATER AREA COMMUNITY FOUNDATION, INC. 76 SOUTHGATE LOOP BRIDGEWATER, VT 05034	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	1,500.
(133) BROCKTON PUBLIC SCHOOLS 43 CRESCENT STREET BROCKTON, MA 02301	N/A	PUBLIC SCHOOL	SEE STATEMENT	120,313.
(134) BROCKTON PUBLIC SCHOOLS 43 CRESCENT STREET BROCKTON, MA 02301	N/A	PUBLIC SCHOOL	SEE STATEMENT	264,688.
(135) BROCKTON WORKERS ALLIANCE 826 BELMONT STREET BROCKTON, MA 02301	N/A	PUBLIC CHARITY	TO SUPPORT CLIMATE, MOBILITY, AND CAPACITY BUILDING ACTIVITIES	125,000.
Total from continuation sheets				

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
(136) BROOKLINE FOR RACIAL JUSTICE AND EQUITY, INC. 36 THORNDIKE STREET BROOKLINE, MA 02446	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	375.
(137) BROWN FOX POINT DAY CARE & FAMILY CENTER 150 HOPE STREET PROVIDENCE, RI 02906	N/A	PUBLIC CHARITY	FOR GENERAL SUPPORT	750.
(138) BROWN UNIVERSITY OF PROVIDENCE STATE OF RI AND PROV PLANTATIONS SPONSORED PROJECTS OFFICE, BOX 1929 PROVIDENCE, RI 02912-9093	N/A	PUBLIC CHARITY	SEE STATEMENT	440,000.
(139) BROWN UNIVERSITY OF PROVIDENCE STATE OF RI AND PROV PLANTATIONS SPONSORED PROJECTS OFFICE, BOX 1929 PROVIDENCE, RI 02912-9093	N/A	PUBLIC CHARITY	TO SUPPORT THE BROWN ANNUAL FUND	450.
(140) BROWNING THE GREEN SPACE, INC. 50 MILK STREET, 15TH FLOOR BOSTON, MA 02109	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	150,000.
(141) CAMBRIDGE COMMUNITY FOUNDATION 99 BISHOP ALLEN DRIVE CAMBRIDGE, MA 02139	N/A	PUBLIC CHARITY	TO SUPPORT PARTICIPATION IN THE CREATIVE COMMONWEALTH INITIATIVE	175,000.
(142) CAMBRIDGE MULTICULTURAL ARTS CENTER, INC. 41 2ND STREET CAMBRIDGE, MA 02141	N/A	PUBLIC CHARITY	SEE STATEMENT	50,000.
(143) CAPE COD CLIMATE CHANGE COLLABORATIVE 261 WHITES PATH, SUITE 5 SOUTH YARMOUTH, MA 02664	N/A	PUBLIC CHARITY	TO SUPPORT THE CAPE COD CLIMATE CHANGE COLLABORATIVE'S CLIMATE RESILIENCE AND CLEAN ENERGY EFFORTS	25,000.
(144) CAPE COD CLIMATE CHANGE COLLABORATIVE 261 WHITES PATH, SUITE 5 SOUTH YARMOUTH, MA 02664	N/A	PUBLIC CHARITY	TO SUPPORT THE CAPE COD CLIMATE CHANGE COLLABORATIVE'S CLIMATE RESILIENCE AND CLEAN ENERGY EFFORTS	25,000.
(145) CAPE VERDEAN ASSOCIATION IN NEW BEDFORD, INC. 128 UNION STREET NEW BEDFORD, MA 02740	N/A	PUBLIC CHARITY	SEE STATEMENT	50,000.
Total from continuation sheets				

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
(146) CAPITOL REGION EDUCATION COUNCIL 111 CHARTER OAK AVE. HARTFORD, CT 06106	N/A	QUASI GOVERNMENT	SEE STATEMENT	175,000.
(147) CARIBE COMMUNICATIONS AND PUBLICATIONS, INC. 175 MCCLELLAN HWY, SUITE 1A BOSTON, MA 02128	N/A	EXPENDITURE RESPONSIBILITY	SEE STATEMENT	50,000.
(148) CATE SCHOOL PO BOX 5005 CARPINTERIA, CA 93014	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT TO THE CATE FUND	3,225.
(149) CATE SCHOOL PO BOX 5005 CARPINTERIA, CA 93014	N/A	PUBLIC CHARITY	TO SUPPORT THE CATE FUND	7,500.
(150) CELEBRITY SERIES OF BOSTON 20 PARK PLAZA, SUITE 220 BOSTON, MA 02116-4303	N/A	PUBLIC CHARITY	TO INVEST RISK CAPITAL IN ORGANIZATIONAL AND ARTISTIC LEADERSHIP	360,000.
(151) CENTER FOR ECONOMIC DEMOCRACY INC. PO BOX 300229 BOSTON, MA 02130	N/A	PUBLIC CHARITY	SEE STATEMENT	300.
(152) CENTER FOR ECONOMIC DEMOCRACY INC. PO BOX 300229 BOSTON, MA 02130	N/A	PUBLIC CHARITY	SEE STATEMENT	150,000.
(153) CENTER FOR EFFECTIVE PHILANTHROPY, INC. 675 MASSACHUSETTS AVENUE, 7TH FLOOR CAMBRIDGE, MA 02139	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	100,000.
(154) CENTER FOR EVALUATION INNOVATION 1660 L STREET, SUITE 450 WASHINGTON, DC 20036	N/A	PUBLIC CHARITY	TO PROVIDE PROJECT SUPPORT FOR THE EVALUATION ROUNDTABLE	100,000.
(155) CENTER FOR THE STUDY OF PUBLIC POLICY INCORPORATED 44 FOSKETT STREET SOMERVILLE, MA 02144	N/A	PUBLIC CHARITY	SEE STATEMENT	100,000.
Total from continuation sheets				

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
(156) CENTRAL FALLS SCHOOL DISTRICT 949 DEXTER STREET (LOWER LEVEL) CENTRAL FALLS, RI 02863	N/A	PUBLIC SCHOOL	TO SUPPORT TEACHER CAPACITY BUILDING AND THE DEVELOPMENT OF AN INSTRUCTIONAL COACHING MODEL	180,000.
(157) CERES, INC. 99 CHAUNCY STREET, 6TH FLOOR BOSTON, MA 02111	N/A	PUBLIC CHARITY	SEE STATEMENT	350,000.
(158) CHARLES RIVER CONSERVANCY, INC. 43 THORNDIKE STREET S3-3 CAMBRIDGE, MA 02138	N/A	PUBLIC CHARITY	TO SUPPORT ORGANIZATIONAL SUSTAINABILITY AND INCREASED ADVOCACY CAPACITY	50,000.
(159) CHARLES RIVER WATERSHED ASSOCIATION, INC. 41 WEST STREET BOSTON, MA 02111	N/A	PUBLIC CHARITY	TO INCREASE THE CLIMATE RESILIENCY OF THE CHARLES RIVER WATERSHED	150,000.
(160) CHARLES RIVER WATERSHED ASSOCIATION, INC. 41 WEST STREET BOSTON, MA 02111	N/A	PUBLIC CHARITY	TO INCREASE THE CLIMATE RESILIENCY OF THE CHARLES RIVER WATERSHED	300,000.
(161) CHELSEA PUBLIC SCHOOLS 500 BROADWAY CHELSEA, MA 02150	N/A	PUBLIC SCHOOL	SEE STATEMENT	50,000.
(162) CHELSEA PUBLIC SCHOOLS 500 BROADWAY CHELSEA, MA 02150	N/A	PUBLIC SCHOOL	SEE STATEMENT	190,000.
(163) CHHANDAM INSTITUTE OF KATHAK DANCE, INC. 1556A CONCORD STREET FRAMINGHAM, MA 01701	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT AS PART OF THE CATALYZING VITALITY PROGRAM	50,000.
(164) CHHANDAM INSTITUTE OF KATHAK DANCE, INC. 1556A CONCORD STREET FRAMINGHAM, MA 01701	N/A	PUBLIC CHARITY	TO SUPPORT CHHANDAM'S ARTISTS AND PRODUCTIONS	14,250.
(165) CHHANDAM INSTITUTE OF KATHAK DANCE, INC. 1556A CONCORD STREET FRAMINGHAM, MA 01701	N/A	PUBLIC CHARITY	TO SUPPORT THE CHHANDAM INSTITUTE OF KATHAK DANCE, INC. ARTIST IN RESIDENCY PROGRAM	750.
Total from continuation sheets				

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
(166) CHILDREN'S MUSEUM 308 CONGRESS STREET BOSTON, MA 02210	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	6,258.
(167) CHINATOWN COMMUNITY LAND TRUST, INC. 28 ASH STREET BOSTON, MA 02111	N/A	PUBLIC CHARITY	TO SUPPORT THE CREATION OF A COMMUNITY MICROGRID IN THE CHINATOWN NEIGHBORHOOD OF BOSTON	125,000.
(168) CHINATOWN COMMUNITY LAND TRUST, INC. 28 ASH STREET BOSTON, MA 02111	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	100,000.
(169) CHINATOWN PEOPLE PROGRESSIVE ASSOCIATION, INC. 28 ASH STREET BOSTON, MA 02111	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	100,000.
(170) CHUANG STAGE INC. 539 TREMONT STREET BOSTON, MA 02116	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT AS PART OF THE CATALYZING VITALITY PROGRAM	25,000.
(171) CHURCH OF THE CROSS PO BOX 171213 BOSTON, MA 02117	N/A	CHURCHES	FOR UNRESTRICTED SUPPORT	3,000.
(172) CHURCH OF THE CROSS PO BOX 171213 BOSTON, MA 02117	N/A	CHURCHES	FOR UNRESTRICTED SUPPORT	3,000.
(173) CHURCH OF THE CROSS PO BOX 171213 BOSTON, MA 02117	N/A	CHURCHES	FOR UNRESTRICTED SUPPORT	3,000.
(174) CHURCH OF THE CROSS PO BOX 171213 BOSTON, MA 02117	N/A	CHURCHES	FOR UNRESTRICTED SUPPORT	3,000.
(175) CITIZENS FOR JUVENILE JUSTICE 44 SCHOOL STREET, SUITE 415 BOSTON, MA 02108	N/A	PUBLIC CHARITY	TO SUPPORT GENERAL OPERATIONS	100,000.
Total from continuation sheets				

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
(176) CITY OF BOSTON 1 CITY HALL SQUARE BOSTON, MA 02210	N/A	GOVERNMENT	TO SUPPORT THE CULTURAL ACCESS FOR BPS FAMILIES PILOT	250,000.
(177) CITY OF BOSTON 1 CITY HALL SQUARE BOSTON, MA 02210	N/A	GOVERNMENT	SEE STATEMENT	500,000.
(178) CITY OF BOSTON 1 CITY HALL SQUARE BOSTON, MA 02210	N/A	GOVERNMENT	SEE STATEMENT	25,094.
(179) CITY OF BOSTON 1 CITY HALL SQUARE BOSTON, MA 02210	N/A	GOVERNMENT	TO SUPPORT TRANSPARENT COMMUNICATIONS AND EVALUATION OF GO BOSTON 2030	200,000.
(180) CITY OF BOSTON 1 CITY HALL SQUARE BOSTON, MA 02210	N/A	GOVERNMENT	TO SUPPORT IMPLEMENTATION OF CLIMATE READY BOSTON INITIATIVES	290,000.
(181) CITY OF BOSTON 1 CITY HALL SQUARE BOSTON, MA 02210	N/A	GOVERNMENT	TO SUPPORT IMPLEMENTATION OF CLIMATE READY BOSTON INITIATIVES	290,000.
(182) CITY OF BOSTON 1 CITY HALL SQUARE BOSTON, MA 02210	N/A	GOVERNMENT	SEE STATEMENT	107,906.
(183) CITY OF CHELSEA 500 BROADWAY, CHELSEA CITY HALL CHELSEA, MA 02150	N/A	GOVERNMENT	TO SUPPORT THE NORTH SUFFOLK OFFICE OF RESILIENCE AND SUSTAINABILITY	230,000.
(184) CITY OF LYNN 3 CITY HALL SQUARE LYNN, MA 01901	N/A	GOVERNMENT	TO PARTICIPATE IN THE COMMUNITY HEAT RESILIENCE PILOT PROGRAM	25,000.
(185) CITY OF LYNN 3 CITY HALL SQUARE LYNN, MA 01901	N/A	GOVERNMENT	TO PARTICIPATE IN THE COMMUNITY HEAT RESILIENCE PILOT PROGRAM	25,000.
Total from continuation sheets				

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
(186) CITY OF MEDFORD 85 GEORGE P HASSETT DRIVE MEDFORD, MA 02155	N/A	GOVERNMENT	TO FURTHER EFFORTS TO CREATE A RESILIENCE HUB IN MEDFORD	150,000.
(187) CITY OF PROVIDENCE 25 DORRANCE STREET PROVIDENCE, RI 02903	N/A	GOVERNMENT	SEE STATEMENT	110,000.
(188) CITY OF SALEM CITY HALL ANNEX, 98 WASHINGTON ST. SALEM, MA 01970	N/A	GOVERNMENT	TO PARTICIPATE IN THE COMMUNITY HEAT RESILIENCE PILOT PROGRAM	25,000.
(189) CITY OF SALEM CITY HALL ANNEX, 98 WASHINGTON ST. SALEM, MA 01970	N/A	GOVERNMENT	TO PARTICIPATE IN THE COMMUNITY HEAT RESILIENCE PILOT PROGRAM	25,000.
(190) CITY OF SPRINGFIELD 36 COURT STREET SPRINGFIELD, MA 01103	N/A	GOVERNMENT	SEE STATEMENT	180,000.
(191) CITY YEAR, INC. 287 COLUMBUS AVENUE BOSTON, MA 02116	N/A	PUBLIC CHARITY	TO HONOR ALAN HARLAM AT CITY YEAR PROVIDENCE'S RED JACKET GALA	450.
(192) CLEAN ENERGY GROUP, INC. 50 STATE STREET, SUITE 1 MONTPELIER, VT 05602	N/A	PUBLIC CHARITY	SEE STATEMENT	100,000.
(193) CLEAN ENERGY GROUP, INC. 50 STATE STREET, SUITE 1 MONTPELIER, VT 05602	N/A	PUBLIC CHARITY	SEE STATEMENT	155,000.
(194) CLEAN ENERGY GROUP, INC. 50 STATE STREET, SUITE 1 MONTPELIER, VT 05602	N/A	PUBLIC CHARITY	SEE STATEMENT	45,000.
(195) CLEAN ENERGY STATES ALLIANCE, INC. 50 STATE STREET, SUITE 1 MONTPELIER, VT 05602	N/A	PUBLIC CHARITY	TO SUPPORT INFORMING THE DEVELOPMENT OF EQUITABLE OFFSHORE WIND POLICIES IN THE NORTHEAST	95,000.
Total from continuation sheets				

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
(196) CLEAN WATER FUND PO BOX 83 DORCHESTER, MA 02124	N/A	PUBLIC CHARITY	TO SUPPORT CWF'S YOUTH LEADERSHIP PROGRAM	160,000.
(197) CLEAN WATER FUND PO BOX 83 DORCHESTER, MA 02124	N/A	PUBLIC CHARITY	TO SUPPORT CLEAN WATER ACTION'S EDUCATION WORK IN MASSACHUSETTS AND CONNECTICUT TO INFORM ENERGY POLICY	200,000.
(198) CLEAN WATER FUND PO BOX 83 DORCHESTER, MA 02124	N/A	PUBLIC CHARITY	TO SUPPORT CLEAN WATER FUND MASSACHUSETTS	300.
(199) CLIMABLE 485 MASSACHUSETTS AVENUE, SUITE 3 CAMBRIDGE, MA 02139	N/A	PUBLIC CHARITY	SEE STATEMENT	25,000.
(200) CLIMABLE 485 MASSACHUSETTS AVENUE, SUITE 3 CAMBRIDGE, MA 02139	N/A	PUBLIC CHARITY	SEE STATEMENT	25,000.
(201) CLIMATE AND CLEAN ENERGY EQUITY FUND 1100 13TH STREET, NW, SUITE 800 WASHINGTON, DC 20005	N/A	PUBLIC CHARITY	TO SUPPORT GRASSROOTS AND EQUITY CENTERED ORGANIZATIONS TO ENGAGE IN CLEAN ENERGY IN PENNSYLVANIA	162,500.
(202) CLIMATE AND CLEAN ENERGY EQUITY FUND 1100 13TH STREET, NW, SUITE 800 WASHINGTON, DC 20005	N/A	PUBLIC CHARITY	TO SUPPORT GRASSROOTS AND EQUITY CENTERED ORGANIZATIONS TO ENGAGE IN CLEAN ENERGY IN PENNSYLVANIA	162,500.
(203) CLIMATE JUSTICE ALLIANCE PO BOX 10202 BERKELEY, CA 94709	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	300,000.
(204) COALITION FOR ANTI-RACISM AND EQUITY, INC. 124 FERRY STREET MALDEN, MA 02148	N/A	PUBLIC CHARITY	SEE STATEMENT	115,000.
(205) COALITION FOR SOCIAL JUSTICE-EDUCATION FUND INC. 558 PLEASANT ST, SUITE 309 NEW BEDFORD, MA 02740	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	250,000.
Total from continuation sheets				

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
(206) CODMAN SQUARE NEIGHBORHOOD DEVELOPMENT CORPORATION 587 WASHINGTON STREET DORCHESTER, MA 02124	N/A	PUBLIC CHARITY	TO SUPPORT THE BOSTON GREEN NEW DEAL COALITION	115,000.
(207) CODMAN SQUARE NEIGHBORHOOD DEVELOPMENT CORPORATION 587 WASHINGTON STREET DORCHESTER, MA 02124	N/A	PUBLIC CHARITY	TO SUPPORT COMMUNITY LEADERSHIP ON CLIMATE AND RACIAL JUSTICE IN CODMAN SQUARE AND SOUTH DORCHESTER	125,000.
(208) COLLEGE BOUND DORCHESTER, INC. 222 BOWDOIN STREET DORCHESTER, MA 02122	N/A	PUBLIC CHARITY	FOR UNRESTRICTED CORE SUPPORT FOR NEW ENGLAND WORK AND SYSTEM STRENGTHENING	450,000.
(209) COLORADO NONPROFIT DEVELOPMENT CENTER 2590 WELTON STREET DENVER, CO 80205	N/A	PUBLIC CHARITY	TO PROVIDE PROJECT SUPPORT TO THE EXPANDING THE BENCH INITIATIVE	50,000.
(210) COMMON CAUSE EDUCATION FUND 1250 CONNECTICUT AVENUE, NW WASHINGTON, DC 20036	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	300.
(211) COMMON WEALTH MURAL COLLABORATIVE 59 GRANBY HTS GRANBY, MA 01033	N/A	PUBLIC CHARITY	TO PROVIDE STRATEGIC GROWTH PLANNING AND OPERATIONAL SUPPORT	80,000.
(212) COMMONWEALTH OF MA OFFICE OF THE ATTORNEY GENERAL ONE ASHBURTON PLACE, 20TH FLOOR BOSTON, MA 02108	N/A	GOVERNMENT	TO SUPPORT RESEARCH AND ANALYSIS OF ISO NEW ENGLAND'S CAPACITY AND ACCREDITATION PROCESS	50,000.
(213) COMMUNICATION NETWORK 777 6TH STREET NW, 11TH FLOOR WASHINGTON, DC 20001	N/A	PUBLIC CHARITY	TO SUPPORT 2024 BARR FOUNDATION MEMBERSHIP DUES	20,000.
(214) COMMUNICATION NETWORK 777 6TH STREET NW, 11TH FLOOR WASHINGTON, DC 20001	N/A	PUBLIC CHARITY	SEE STATEMENT	15,000.
(215) COMMUNITY ACCESS TO THE ARTS, INC. 420 STOCKBRIDGE ROAD, SUITE 2 GREAT BARRINGTON, MA 01230	N/A	PUBLIC CHARITY	TO PARTICIPATE IN BARR'S CULTURAL EVOLUTION GRANTS PROGRAM	145,000.
Total from continuation sheets				

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
(216) COMMUNITY FOUNDATION FOR GREATER BUFFALO, INC. 726 EXCHANGE STREET BUFFALO, NY 14210	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	300.
(217) COMMUNITY FOUNDATION OF WESTERN MASSACHUSETTS 333 BRIDGE STREET SPRINGFIELD, MA 01103	N/A	PUBLIC CHARITY	TO SUPPORT VALLEY CREATES GRANTS	400,000.
(218) COMMUNITY FOUNDATION OF WESTERN MASSACHUSETTS 333 BRIDGE STREET SPRINGFIELD, MA 01103	N/A	PUBLIC CHARITY	TO SUPPORT ORGANIZATIONAL AND ARTS PROGRAM EQUITY EFFORTS	200,000.
(219) COMMUNITY FOUNDATION OF WESTERN MASSACHUSETTS 333 BRIDGE STREET SPRINGFIELD, MA 01103	N/A	PUBLIC CHARITY	TO SUPPORT THE VALLEY CREATES INITIATIVE	2,900,000.
(220) COMMUNITY FOUNDATION OF WESTERN MASSACHUSETTS 333 BRIDGE STREET SPRINGFIELD, MA 01103	N/A	PUBLIC CHARITY	TO SUPPORT THE NEXT PHASE OF WORK FOR POWERING CULTURAL FUTURES	150,000.
(221) COMMUNITY LEGAL AID, INC. 370 MAIN STREET, SUITE 200 WORCESTER, MA 01608	N/A	PUBLIC CHARITY	TO SUPPORT EDUCATION WORK IN WESTERN MASSACHUSETTS	75,000.
(222) COMMUNITY MUSIC CENTER OF BOSTON 34 WARREN AVENUE BOSTON, MA 02116	N/A	PUBLIC CHARITY	TO PARTICIPATE IN BARR'S CULTURAL EVOLUTION GRANTS PROGRAM	145,000.
(223) COMMUNITY MUSIC CENTER OF BOSTON 34 WARREN AVENUE BOSTON, MA 02116	N/A	PUBLIC CHARITY	FOR GENERAL OPERATING SUPPORT	750.
(224) COMMUNITY MUSICWORKS 1392 WESTMINSTER STREET PROVIDENCE, RI 02909	N/A	PUBLIC CHARITY	TO SUPPORT THE COMMUNITY MUSICWORKS CENTER CAMPAIGN	1,500.
(225) COMMUNITY PARTNERS 1000 N. ALAMEDA STREET, SUITE 240 LOS ANGELES, CA 90012	N/A	PUBLIC CHARITY	TO PROVIDE CORE SUPPORT TO ITS FUND THE PEOPLE PROGRAM	75,000.
Total from continuation sheets				

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
(226) COMPANY ONE, INC. 539 TREMONT STREET, STUDIO 211 BOSTON, MA 02116	N/A	PUBLIC CHARITY	TO PARTICIPATE IN BARR'S CULTURAL EVOLUTION GRANTS PROGRAM	135,000.
(227) COMUNIDADES ENRAIZADAS COMMUNITY LAND TRUST 90 EVERETT AVE, SUITE 10 CHELSEA, MA 02150	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	100,000.
(228) CONNECTICUT CITIZEN RESEARCH GROUP, INC. 30 ARBOR STREET, #107 HARTFORD, CT 06106	N/A	PUBLIC CHARITY	TO SUPPORT THE CONNECTICUT RENEWS COALITION	80,000.
(229) CONNECTICUT ROUNDTABLE ON CLIMATE AND JOBS, INC. 160 COW HILL ROAD CLINTON, CT 06413	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	105,000.
(230) CONSERVATION LAW FOUNDATION, INC. 62 SUMMER STREET BOSTON, MA 02110	N/A	PUBLIC CHARITY	SEE STATEMENT	7,500.
(231) CONSERVATION LAW FOUNDATION, INC. 62 SUMMER STREET BOSTON, MA 02110	N/A	PUBLIC CHARITY	TO SUPPORT STREETS BLOG MASS	40,000.
(232) CONSERVATION LAW FOUNDATION, INC. 62 SUMMER STREET BOSTON, MA 02110	N/A	PUBLIC CHARITY	TO SUPPORT STREETS BLOG MASS	20,000.
(233) CONSERVATION LAW FOUNDATION, INC. 62 SUMMER STREET BOSTON, MA 02110	N/A	PUBLIC CHARITY	TO SUPPORT SLINGSHOT'S ENERGY PROGRAMS	200,000.
(234) CONSERVATION LAW FOUNDATION, INC. 62 SUMMER STREET BOSTON, MA 02110	N/A	PUBLIC CHARITY	SEE STATEMENT	250,000.
(235) CONSERVATION LAW FOUNDATION, INC. 62 SUMMER STREET BOSTON, MA 02110	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	200,000.
Total from continuation sheets				

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
(236) CONSERVATION LAW FOUNDATION, INC. 62 SUMMER STREET BOSTON, MA 02110	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	200,000.
(237) CONSERVATION LAW FOUNDATION, INC. 62 SUMMER STREET BOSTON, MA 02110	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	50,000.
(238) CONSERVATION LAW FOUNDATION, INC. 62 SUMMER STREET BOSTON, MA 02110	N/A	PUBLIC CHARITY	TO PROVIDE CORE SUPPORT FOR THE TRANSPORTATION FOR MASSACHUSETTS COALITION	1,000,000.
(239) CONSERVATION LAW FOUNDATION, INC. 62 SUMMER STREET BOSTON, MA 02110	N/A	PUBLIC CHARITY	TO PROVIDE CORE SUPPORT FOR THE TRANSPORTATION FOR MASSACHUSETTS COALITION	1,100,000.
(240) CONSERVATION LAW FOUNDATION, INC. 62 SUMMER STREET BOSTON, MA 02110	N/A	PUBLIC CHARITY	SEE STATEMENT	705,000.
(241) CONSULTATIVE GROUP ON BIOLOGICAL DIVERSITY PO BOX 29361 SAN FRANCISCO, CA 94129	N/A	PUBLIC CHARITY	FOR 2024 BARR FOUNDATION MEMBER SUPPORT FOR THE CLIMATE AND ENERGY FUNDERS GROUP (CEFG)	10,000.
(242) COOLIDGE MIDDLE SCHOOL PTO INC 89 BIRCH MEADOW DRIVE READING, MA 01867	N/A	PUBLIC CHARITY	TO HELP PURCHASE A NEW DRUM SET FOR THE SCHOOL ROCK BAND	525.
(243) CORDIAL EYE GALLERY AND ARTIST SPACE, INC. 255 MAIN STREET UNIT B HYANNIS, MA 02601	N/A	PUBLIC CHARITY	TO PROVIDE CORE SUPPORT FOR THE ARTS & JUSTICE COLLECTIVE AS PART OF THE CATALYZING VITALITY PROGRAM	25,000.
(244) COUNCIL ON FOUNDATIONS, INC. 1255 23RD STREET NW, SUITE 200 WASHINGTON, DC 20037	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	30,000.
(245) CREATIVE HUB WORCESTER 653 MAIN STREET WORCESTER, MA 01608	N/A	PUBLIC CHARITY	TO SUPPORT THE FIRST PHASE OF CONSTRUCTION OF THE CREATIVE HUB WORCESTER COMMUNITY ARTS CENTER	750,000.
Total from continuation sheets				

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
(246) CROCODILE RIVER MUSIC INC. 44 PORTLAND STREET, 7TH FLOOR WORCESTER, MA 01608	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT AS PART OF THE CATALYZING VITALITY PROGRAM	50,000.
(247) CROPCIRCLE KITCHEN, INC. 196 QUINCY STREET DORCHESTER, MA 02121	N/A	PUBLIC CHARITY	IN MEMORY OF HARRIS FAIGEL	450.
(248) CROPCIRCLE KITCHEN, INC. 196 QUINCY STREET DORCHESTER, MA 02121	N/A	PUBLIC CHARITY	SEE STATEMENT	395,000.
(249) CULTURA LATINA DANCE ACADEMY INCORPORATED 25 EXCHANGE STREET LYNN, MA 01901	N/A	PUBLIC CHARITY	SEE STATEMENT	50,000.
(250) CULTURAL ALLIANCE OF MEDFIELD 258 MAIN STREET, UNIT 1 MEDFIELD, MA 02052	N/A	PUBLIC CHARITY	TO SUPPORT THE BELLFORGE ARTS CENTER'S OPERATIONS AND CAPACITY	225,000.
(251) CULTUREHOUSE INCORPORATED 16 UNION SQUARE SOMERVILLE, MA 02143	N/A	PUBLIC CHARITY	TO PARTICIPATE IN THE COMMUNITY HEAT RESILIENCE PILOT PROGRAM	25,000.
(252) CULTUREHOUSE INCORPORATED 16 UNION SQUARE SOMERVILLE, MA 02143	N/A	PUBLIC CHARITY	TO PARTICIPATE IN THE COMMUNITY HEAT RESILIENCE PILOT PROGRAM	25,000.
(253) CULTUREHOUSE INCORPORATED 16 UNION SQUARE SOMERVILLE, MA 02143	N/A	PUBLIC CHARITY	TO SUPPORT TACTICAL DEMONSTRATIONS THAT FOSTER WALKABLE COMMUNITIES	170,000.
(254) CYSTIC FIBROSIS FOUNDATION 220 NORTH MAIN STREET, SUITE 104 NATICK, MA 01760	N/A	PUBLIC CHARITY	TO SUPPORT TEAM LUPICA AT GREAT STRIDES PAWTUCKET, RI	1,050.
(255) DANA FARBER CANCER INSTITUTE, INC. 10 BROOKLINE PLACE WEST, 6TH FLOOR BROOKLINE, MA 02445	N/A	PUBLIC CHARITY	TO SUPPORT 2024 BOSTON MARATHON TEAM PARTICIPANT BLAKE GOTTESMAN	300.
Total from continuation sheets				

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
(256) DANA FARBER CANCER INSTITUTE, INC. 10 BROOKLINE PLACE WEST, 6TH FLOOR BROOKLINE, MA 02445	N/A	PUBLIC CHARITY	GIFT IN MEMORY OF AMY MOTTA	300.
(257) DANA FARBER CANCER INSTITUTE, INC. 10 BROOKLINE PLACE WEST, 6TH FLOOR BROOKLINE, MA 02445	N/A	PUBLIC CHARITY	SEE STATEMENT	15,000.
(258) DANBURY PUBLIC SCHOOLS 63 BEAVER BROOK ROAD DANBURY, CT 06810	N/A	PUBLIC SCHOOL	TO SUPPORT TRANSFORMATION IN LEARNING AND TEACHING TO ADVANCE THE PORTRAIT OF A GRADUATE	175,000.
(259) DANIEL WEBSTER COUNCIL INC, BOY SCOUTS OF AMERICA 1500 BODWELL ROAD MANCHESTER, NH 03109	N/A	PUBLIC CHARITY	PACK 610, ZACHARY CHALIFOUR	150.
(260) DIGITAL READY 22 ORCHARD STREET JAMAICA PLAIN, MA 02130	N/A	PUBLIC CHARITY	TO SUPPORT THE CONTINUED TRANSFORMATION EFFORTS AT CITYLAB INNOVATION HIGH SCHOOL	233,000.
(261) DIGITAL READY 22 ORCHARD STREET JAMAICA PLAIN, MA 02130	N/A	PUBLIC CHARITY	FOR GENERAL OPERATING SUPPORT	350,000.
(262) DONORSCHOOSE, INC 134 W. 37TH STREET, FLOOR 11 NEW YORK, NY 10018	N/A	PUBLIC CHARITY	TO SUPPORT LEARNING TO DECODE, A PROJECT OF KELSEY MACDONALD	225.
(263) DOUBLE EDGE THEATRE PRODUCTIONS, INC. 948 CONWAY ROAD ASHFIELD, MA 01330	N/A	PUBLIC CHARITY	TO PARTICIPATE IN BARR'S CULTURAL EVOLUTION GRANTS PROGRAM	1,000,000.
(264) DOUBLE EDGE THEATRE PRODUCTIONS, INC. 948 CONWAY ROAD ASHFIELD, MA 01330	N/A	PUBLIC CHARITY	TO SUPPORT THE LIVING CULTURE AND ARTS JUSTICE VILLAGE	140,000.
(265) DOUBLE EDGE THEATRE PRODUCTIONS, INC. 948 CONWAY ROAD ASHFIELD, MA 01330	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	600.
Total from continuation sheets				

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
(266) DOWNEAST SALMON FEDERATION PO BOX 201 COLUMBIA FALLS, ME 04623	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT IN MEMORY OF GREGORY MOSER	300.
(267) DUDLEY NEIGHBORS, INCORPORATED 550 DUDLEY STREET ROXBURY, MA 02119	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	100,000.
(268) DUDLEY STREET NEIGHBORHOOD INITIATIVE, INC. 550 DUDLEY STREET ROXBURY, MA 02119	N/A	PUBLIC CHARITY	SEE STATEMENT	93,750.
(269) DUDLEY STREET NEIGHBORHOOD INITIATIVE, INC. 550 DUDLEY STREET ROXBURY, MA 02119	N/A	PUBLIC CHARITY	SEE STATEMENT	281,250.
(270) DUET, INC. 50 MILK STREET, 6TH FLOOR BOSTON, MA 02110	N/A	PUBLIC CHARITY	TO SUPPORT GENERAL OPERATIONS	335,000.
(271) DUNAMIS, INC. 15 CHANNEL CENTER STREET, SUITE 103 BOSTON, MA 02210	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT AS PART OF THE CATALYZING VITALITY PROGRAM	50,000.
(272) EAST BOSTON SOCIAL CENTERS, INC. 68 CENTRAL SQUARE EAST BOSTON, MA 02128	N/A	PUBLIC CHARITY	TO SUPPORT THE FAMILIES AFFECTED BY THE MERIDIAN STREET FIRE ON 4/2/24	150.
(273) ECOADAPT PO BOX 11195 BAINBRIDGE ISLAND, WA 98110	N/A	PUBLIC CHARITY	SEE STATEMENT	15,000.
(274) EDDIE'S RANCH, INC. 38 ALTAMOUNT AVE SAUGUS, MA 01906	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	300.
(275) EDNAVIGATOR, INC. 1024 MONROE AVE RIVER FOREST, IL 60305	N/A	PUBLIC CHARITY	TO SUPPORT EDNAVIGATOR'S CONTINUED OPERATIONS IN THE BOSTON AREA	250,000.
Total from continuation sheets				

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
(276) EDUCATION LEADERS OF COLOR, INC. 3680 WILSHIRE BLVD LOS ANGELES, CA 90010	N/A	PUBLIC CHARITY	TO PROVIDE CORE SUPPORT FOR THE CAMPAIGN FOR OUR SHARED FUTURE	100,000.
(277) EDUCATION REFORM NOW, INC. 222 BROADWAY, 19TH FLOOR NEW YORK, NY 10038	N/A	PUBLIC CHARITY	TO PROVIDE CORE SUPPORT FOR EDUCATION REFORM NOW - MASSACHUSETTS	125,000.
(278) EDUCATORS FOR EXCELLENCE, INC. 80 PINE STREET, 28TH FLOOR NEW YORK, NY 10005	N/A	PUBLIC CHARITY	TO PROVIDE CORE SUPPORT FOR EDUCATORS FOR EXCELLENCE, BOSTON CHAPTER	250,000.
(279) EDUCATORS FOR EXCELLENCE, INC. 80 PINE STREET, 28TH FLOOR NEW YORK, NY 10005	N/A	PUBLIC CHARITY	TO PROVIDE CORE SUPPORT FOR EDUCATORS FOR EXCELLENCE, CONNECTICUT CHAPTER	250,000.
(280) EDVESTORS, INC. 142 BERKELEY STREET, SUITE 410 BOSTON, MA 02116	N/A	PUBLIC CHARITY	TO SUPPORT THE BPS ARTS EXPANSION INITIATIVE	175,000.
(281) ELEVATED THOUGHT, INC. EVERETT MILLS, 15 UNION ST, STE 608 LAWRENCE, MA 01840	N/A	PUBLIC CHARITY	TO SUPPORT STAFFING AND CAPACITY COSTS FOR THE SOCIAL JUSTICE COHORT	75,000.
(282) EMBRACE BOSTON, INC. 50 MILK STREET, 16TH FLOOR BOSTON, MA 02109	N/A	PUBLIC CHARITY	SEE STATEMENT	125,000.
(283) EMBRACE BOSTON, INC. 50 MILK STREET, 16TH FLOOR BOSTON, MA 02109	N/A	PUBLIC CHARITY	TO PROVIDE CORE SUPPORT TO ITS EMBRACE BOSTON PROGRAM	333,333.
(284) EMERALD CITIES COLLABORATIVE, INC. 1660 L STREET NW, SUITE 204 WASHINGTON, DC 20036	N/A	PUBLIC CHARITY	TO PARTICIPATE IN THE COMMUNITY HEAT RESILIENCE PILOT PROGRAM	25,000.
(285) EMERALD CITIES COLLABORATIVE, INC. 1660 L STREET NW, SUITE 204 WASHINGTON, DC 20036	N/A	PUBLIC CHARITY	TO PARTICIPATE IN THE COMMUNITY HEAT RESILIENCE PILOT PROGRAM	25,000.
Total from continuation sheets				

Sales of Business Property
(Also Involuntary Conversions and Recapture Amounts
Under Sections 179 and 280F(b)(2))

Attach to your tax return.

Go to www.irs.gov/Form4797 for instructions and the latest information.

Name(s) shown on return

Identifying number

BARR FOUNDATION

04-6579815

1a Enter the gross proceeds from sales or exchanges reported to you for 2024 on Form(s) 1099-B or 1099-S (or substitute statement) that you are including on line 2, 10, or 20

1a

b Enter the total amount of gain that you are including on lines 2, 10, and 24 due to the partial dispositions of MACRS assets

1b

c Enter the total amount of loss that you are including on lines 2 and 10 due to the partial dispositions of MACRS assets

1c

Part I Sales or Exchanges of Property Used in a Trade or Business and Involuntary Conversions From Other Than Casualty or Theft-Most Property Held More Than 1 Year (see instructions)

2	(a) Description of property	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Gross sales price	(e) Depreciation allowed or allowable since acquisition	(f) Cost or other basis, plus improvements and expense of sale	(g) Gain or (loss) Subtract (f) from the sum of (d) and (e)
	K-1 UBI ALLOCATIONS						
	--SCH. E						673,033.

3 Gain, if any, from Form 4684, line 39

3

4 Section 1231 gain from installment sales from Form 6252, line 26 or 37

4

5 Section 1231 gain or (loss) from like-kind exchanges from Form 8824

5

6 Gain, if any, from line 32, from other than casualty or theft

6

7 Combine lines 2 through 6. Enter the gain or (loss) here and on the appropriate line as follows

7

673,033.

Partnerships and S corporations. Report the gain or (loss) following the instructions for Form 1065, Schedule K, line 10, or Form 1120-S, Schedule K, line 9. Skip lines 8, 9, 11, and 12 below.

Individuals, partners, S corporation shareholders, and all others. If line 7 is zero or a loss, enter the amount from line 7 on line 11 below and skip lines 8 and 9. If line 7 is a gain and you didn't have any prior year section 1231 losses, or they were recaptured in an earlier year, enter the gain from line 7 as a long-term capital gain on the Schedule D filed with your return and skip lines 8, 9, 11, and 12 below.

8 Nonrecaptured net section 1231 losses from prior years. See instructions

8

9 Subtract line 8 from line 7. If zero or less, enter -0-. If line 9 is zero, enter the gain from line 7 on line 12 below. If line 9 is more than zero, enter the amount from line 8 on line 12 below and enter the gain from line 9 as a long-term capital gain on the Schedule D filed with your return. See instructions

9

673,033.

Part II Ordinary Gains and Losses (see instructions)

10 Ordinary gains and losses not included on lines 11 through 16 (include property held 1 year or less):

11 Loss, if any, from line 7

11

()

12 Gain, if any, from line 7 or amount from line 8, if applicable

12

13 Gain, if any, from line 31

13

14 Net gain or (loss) from Form 4684, lines 31 and 38a

14

15 Ordinary gain from installment sales from Form 6252, line 25 or 36

15

16 Ordinary gain or (loss) from like-kind exchanges from Form 8824

16

17 Combine lines 10 through 16

17

18 For all except individual returns, enter the amount from line 17 on the appropriate line of your return and skip lines a and b below. For individual returns, complete lines a and b below.

a If the loss on line 11 includes a loss from Form 4684, line 35, column (b)(ii), enter that part of the loss here. Enter the loss from income-producing property on Schedule A (Form 1040), line 16. (Do not include any loss on property used as an employee.) Identify as from "Form 4797, line 18a." See instructions

18a

b Redetermine the gain or (loss) on line 17 excluding the loss, if any, on line 18a. Enter here and on Schedule 1 (Form 1040), Part I, line 4

18b

LHA For Paperwork Reduction Act Notice, see separate instructions.

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
(286) EMERALD NECKLACE CONSERVANCY, INC. 350 JAMAICAWAY BOSTON, MA 02130	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	300.
(287) EMERSON COLLEGE 120 BOYLSTON STREET BOSTON, MA 02116	N/A	PUBLIC CHARITY	TO SUPPORT HOWLROUND	228,000.
(288) EMERSON COLLEGE 120 BOYLSTON STREET BOSTON, MA 02116	N/A	PUBLIC CHARITY	TO SUPPORT ARTSEMERSON TO INVEST RISK CAPITAL IN ORGANIZATIONAL AND ARTISTIC LEADERSHIP	360,000.
(289) EMPTY ARMS BEREAVEMENT SUPPORT, INC. 140 PINE STREET, ROOM 2B FLORENCE, MA 01062	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	750.
(290) ENVIRONMENT COUNCIL OF RHODE ISLAND EDUCATION FUND PO BOX 40568 PROVIDENCE, RI 02940	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT TO THE RACIAL AND ENVIRONMENTAL JUSTICE COMMITTEE	200,000.
(291) ENVIRONMENTAL DEFENSE FUND, INC. 257 PARK AVENUE SOUTH, 17TH FLOOR NEW YORK, NY 10010	N/A	PUBLIC CHARITY	TO SUPPORT EDF'S CLEAN ENERGY REGULATORY WORK IN NEW ENGLAND AND AT THE FEDERAL ENERGY REGULATORY COMMISSION	250,000.
(292) ENVIRONMENTAL GRANTMAKERS ASSOCIATION 475 RIVERSIDE DRIVE, SUITE 960 NEW YORK, NY 10115	N/A	PUBLIC CHARITY	TO SUPPORT 2024 BARR FOUNDATION MEMBERSHIP DUES	26,000.
(293) ENVIRONMENTAL LEADERSHIP PROGRAM PO BOX 907 GREENBELT, MD 20768-0907	N/A	PUBLIC CHARITY	TO SUPPORT A COHORT OF SIX CLIMATE FELLOWS IN NEW ENGLAND AS PART OF ELP'S RAY DIVERSITY FELLOWSHIP PROGRAM	130,000.
(294) ENVIRONMENTAL LEAGUE OF MASSACHUSETTS, INC. 15 COURT SQUARE, SUITE 1000 BOSTON, MA 02108	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	115,000.
(295) EQUAL JUSTICE INITIATIVE 122 COMMERCE STREET MONTGOMERY, AL 36104	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	300.
Total from continuation sheets				

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
(296) ESPLANADE ASSOCIATION, INC. 575 BOYLSTON STREET BOSTON, MA 02116	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	300.
(297) ESSEX COUNTY COMMUNITY FOUNDATION, INC. 500 CUMMINGS CENTER, SUITE 5450 BEVERLY, MA 01915	N/A	PUBLIC CHARITY	TO SUPPORT THE SUSTAINABILITY PHASE (2023-26) OF ECCF'S CREATIVE COUNTY INITIATIVE	400,000.
(298) ESSEX COUNTY COMMUNITY FOUNDATION, INC. 500 CUMMINGS CENTER, SUITE 5450 BEVERLY, MA 01915	N/A	PUBLIC CHARITY	TO SUPPORT ORGANIZATIONAL AND ARTS PROGRAM PROJECTS EQUITY EFFORTS	100,000.
(299) ESSEX COUNTY COMMUNITY FOUNDATION, INC. 500 CUMMINGS CENTER, SUITE 5450 BEVERLY, MA 01915	N/A	PUBLIC CHARITY	TO PROVIDE FUNDING FOR THE IMPLEMENTATION STRATEGY FOR PLACE-BASED IMPACT INVESTMENTS PILOT	125,000.
(300) ESSEX COUNTY COMMUNITY FOUNDATION, INC. 500 CUMMINGS CENTER, SUITE 5450 BEVERLY, MA 01915	N/A	PUBLIC CHARITY	TO SUPPORT THE CREATIVE COUNTY INITIATIVE	50,000.
(301) ESSEX COUNTY COMMUNITY FOUNDATION, INC. 500 CUMMINGS CENTER, SUITE 5450 BEVERLY, MA 01915	N/A	PUBLIC CHARITY	TO CREATE A COLLABORATIVE REGIONAL STRUCTURE TO INCREASE CLIMATE RESILIENCE IN ESSEX COUNTY	175,000.
(302) ESSEX COUNTY COMMUNITY FOUNDATION, INC. 500 CUMMINGS CENTER, SUITE 5450 BEVERLY, MA 01915	N/A	PUBLIC CHARITY	TO CREATE A COLLABORATIVE REGIONAL STRUCTURE TO INCREASE CLIMATE RESILIENCE IN ESSEX COUNTY	175,000.
(303) ESSEX COUNTY COMMUNITY FOUNDATION, INC. 500 CUMMINGS CENTER, SUITE 5450 BEVERLY, MA 01915	N/A	PUBLIC CHARITY	SEE STATEMENT	375,000.
(304) EXECUTIVE SERVICE CORPS OF NEW ENGLAND, INC. 176 FEDERAL STREET, SUITE 504 BOSTON, MA 02110	N/A	PUBLIC CHARITY	TO PROVIDE SUPPORT FOR THE CONTINUATION OF THE CATALYST PROGRAM	65,000.
(305) FAIRFIELD COUNTY'S COMMUNITY FOUNDATION, INC. 40 RICHARDS AVENUE NORWALK, CT 06854	N/A	PUBLIC CHARITY	TO SUPPORT THE JOHN D. KELLY AVIATION SCHOLARSHIP FUND	3,000.
Total from continuation sheets				

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

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

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

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

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

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

FORM 990-PF

GAIN OR (LOSS) FROM SALE OF ASSETS

STATEMENT 1

(A) DESCRIPTION OF PROPERTY				MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
NET UBTI CAPITAL GAINS FROM PASS-THROUGH INV. —SEE STMT. 22				PURCHASED		
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS		
946,977.	0.	0.	0.	946,977.		

(A) DESCRIPTION OF PROPERTY				MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
NET CAPITAL GAINS FROM PASS-THROUGH INV.				PURCHASED		
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS		
82,810,183.	0.	0.	0.	82,810,183.		

(A) DESCRIPTION OF PROPERTY				MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
AIRBNB, INC. CMN CLASS A						
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS		
9,352,323.	8,273,743.	0.	0.	1,078,580.		

(A) DESCRIPTION OF PROPERTY				MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
COINBASE GLOBAL, INC. CMN CLASS A						
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS		
3,281,942.	308,559.	0.	0.	2,973,383.		

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CONFLUENT INC CMN				
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,662,123.	1,698,198.	0.	0.	963,925.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
COUCHBASE INC CMN				
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
382,102.	119,035.	0.	0.	263,067.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CROWDSTRIKE HOLDINGS, INC. CMN				
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
667,757.	66,356.	0.	0.	601,401.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
FPA CRESCENT FUND SUPRA INSTITUTIONAL CLASS				
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
6,812,848.	6,715,095.	0.	0.	97,753.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
FPA CRESCENT FUND SUPRA INSTITUTIONAL CLASS				
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
3,187,152.	2,944,732.	0.	0.	242,420.

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
FRESHWORKS INC CMN					
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
348,687.	63,514.	0.	0.	285,173.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
GARDNER RUSSO					
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
591,959.	774,675.	0.	0.	-182,716.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
GARDNER RUSSO					
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
6,073,676.	2,999,467.	0.	0.	3,074,209.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
GS SHORT DURATION BOND FUND CLASS P					
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
32,745,000.	33,646,192.	0.	0.	-901,192.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
GS SHORT DURATION GOVERNMENT FUND CLASS P					
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
2,259,914.	2,443,349.	0.	0.	-183,435.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
KLAVIYO, INC. CMN	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
	474,229.	207,671.	0.	0.	266,558.

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LIMITED LIQUIDITY INVESTMENTS	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
	20,771,352.	6,978,046.	0.	0.	13,793,306.

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
MAPLEBEAR INC. CMN	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
	2,489,927.	1,047,308.	0.	0.	1,442,619.

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
MAPLEBEAR INC. CMN	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
	165,645.	14,870.	0.	0.	150,775.

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
NU HOLDINGS LTD. CMN	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
	2,493,616.	882,724.	0.	0.	1,610,892.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PDD HOLDINGS INC SPONSORED ADR CMN	5,181,086.	235,007.	0.	0.	4,946,079.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
REDDIT, INC. CMN	1,586,516.	187,537.	0.	0.	1,398,979.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
ROBINHOOD MARKETS, INC. CMN	4,684,339.	1,713,376.	0.	0.	2,970,963.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
ROBLOX CORPORATION CMN CLASS A	83,668.	12,987.	0.	0.	70,681.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
RUBRIK, INC. CMN	5,700,203.	202,063.	0.	0.	5,498,140.

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SAMSARA INC. CMN	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
	1,187,446.	327,393.	0.	0.	860,053.

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SNOWFLAKE INC. CMN CLASS A	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
	3,249,666.	3,628,148.	0.	0.	-378,482.

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SNOWFLAKE INC. CMN CLASS A	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
	104,234.	5,752.	0.	0.	98,482.

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
UBER TECHNOLOGIES, INC. CMN	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
	85,055.	5,317.	0.	0.	79,738.

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
UIPATH, INC. CMN CLASS A	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
	170,931.	36,122.	0.	0.	134,809.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
YUBICO AB CMN				
521,604.	217,209.	0.	0.	304,395.
CAPITAL GAINS DIVIDENDS FROM PART IV				0.
TOTAL TO FORM 990-PF, PART I, LINE 6A				125,317,715.

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
BROKERAGE ACCOUNTS	1,214,418.	1,214,418.	
TOTAL TO PART I, LINE 3	1,214,418.	1,214,418.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
FROM BROKERAGE ACCOUNTS	10,292,303.	0.	10,292,303.	10,292,303.	
FROM PASS-THROUGH INVESTMENTS	29,720,889.	0.	29,720,889.	29,720,889.	
UNRELATED BUSINESS INCOME FROM PASS-THROUGH INVESTMENTS	281,556.	0.	281,556.	0.	
TO PART I, LINE 4	40,294,748.	0.	40,294,748.	40,013,192.	

FORM 990-PF

OTHER INCOME

STATEMENT 4

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
RETURNED GRANTS	99,378.	0.	
OTHER INCOME FROM PASSTHROUGH ENTITIES	21,738,626.	21,738,626.	
BOOK/TAX DIFFERENCES	250,687.	0.	
NET ROYALTY INCOME FROM PASSTHROUGHS	2,501,905.	2,501,905.	
TOTAL TO FORM 990-PF, PART I, LINE 11	24,590,596.	24,240,531.	

FORM 990-PF

LEGAL FEES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	33,016.	0.		29,124.
TO FM 990-PF, PG 1, LN 16A	33,016.	0.		29,124.

FORM 990-PF

ACCOUNTING FEES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	134,583.	0.		134,583.
TO FORM 990-PF, PG 1, LN 16B	134,583.	0.		134,583.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES FROM FLOW-THROUGH INVESTMENTS	26,025,541.	26,005,368.		0.
CONSULTING FEES	1,564,913.	0.		1,801,327.
INVESTMENT MANAGEMENT FEES FROM BROKERAGE FIRMS	398,320.	398,320.		0.
TO FORM 990-PF, PG 1, LN 16C	27,988,774.	26,403,688.		1,801,327.

FORM 990-PF

TAXES

STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DEFERRED TAX EXPENSE	3,018,364.	0.		0.
FOREIGN TAXES INCURRED FROM FLOW-THROUGH INVESTMENTS	982,005.	860,103.		0.
FEDERAL EXCISE TAXES	1,209,672.	0.		0.
STATE TAX EXPENSE	33,013.	0.		0.
TO FORM 990-PF, PG 1, LN 18	5,243,054.	860,103.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT 9

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EQUIPMENT AND FACILITIES RENTAL; MAINTENANCE COMPUTER, INTERNET AND WEBSITE EXPENSES	17,134.	0.		17,156.
OFFICE EXPENSE	417,707.	0.		416,443.
DUES AND SUBSCRIPTIONS	63,898.	0.		61,815.
GENERAL INSURANCE	81,265.	0.		80,933.
RECRUITING	48,639.	0.		53,889.
TEMPORARY HELP	347,285.	0.		297,097.
CATERING	170,041.	0.		170,041.
PROGRAM RELATED EXPENSES	13,345,154.	0.		13,261,408.
PROFESSIONAL DEVELOPMENT	198,305.	0.		255,336.
PILOT HOUSE ASSOCIATES, LLC (SALARIES AND WAGES, SEE STATEMENT 20)	1,594,082.	788,502.		805,580.
PILOT HOUSE ASSOCIATES, LLC (EMPLOYEE BENEFITS, SEE STATEMENT 20)	366,784.	104,584.		262,200.
UNRELATED BUSINESS LOSS FROM FLOW-THROUGH INVESTMENTS	1,857,832.	0.		0.
OTHER LOSSES FROM FLOW-THROUGH INVESTMENTS	1,279,739.	1,279,739.		0.
TO FORM 990-PF, PG 1, LN 23	20,094,073.	2,172,825.		16,014,409.

FORM 990-PF

CORPORATE STOCK

STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
FPA CRESCENT FUND	55,785,511.	68,698,510.
GOLDMAN SACHS SHORT-DURATION BOND FUND	24,507,653.	25,279,038.
CROWDSTRIKE HOLDINGS INC	3,882.	233,353.
ROBINHOOD MARKETS INC	206,588.	691,061.
TOTAL TO FORM 990-PF, PART II, LINE 10B	80,503,634.	94,901,962.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 11	
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS IN LIMITED PARTNERSHIPS - LONG ONLY INVESTMENTS	FMV	338,440,429.	406,809,059.
INVESTMENTS IN LIMITED PARTNERSHIPS - PRIVATE EQUITY	FMV	816,385,100.	1,544,784,830.
INVESTMENTS IN LIMITED PARTNERSHIPS - REAL ASSETS	FMV	15,215,024.	16,566,277.
INVESTMENTS IN LIMITED PARTNERSHIPS - HEDGE INVESTMENTS	FMV	584,035,018.	704,619,029.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,754,075,571.	2,672,779,195.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT 12	
DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
FURNITURE AND FIXTURES	1,001,059.	672,013.	329,046.
HARDWARE	165,165.	57,311.	107,854.
SOFTWARE	7,200.	7,200.	0.
TOTAL TO FM 990-PF, PART II, LN 14	1,173,424.	736,524.	436,900.

FORM 990-PF	OTHER ASSETS	STATEMENT 13	
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
DISTRIBUTIONS & OTHER RECEIVABLES	1,468,876.	1,849,498.	1,849,498.
PROGRAM-RELATED INVESTMENTS	0.	2,500,000.	2,500,000.
TO FORM 990-PF, PART II, LINE 15	1,468,876.	4,349,498.	4,349,498.

FORM 990-PF

OTHER LIABILITIES

STATEMENT 14

DESCRIPTION

BOY AMOUNT

EOY AMOUNT

DEFERRED TAX LIABILITY

9,941,030.

12,959,394.

TOTAL TO FORM 990-PF, PART II, LINE 22

9,941,030.

12,959,394.

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
AMOS B. HOSTETTER JR. TWO ATLANTIC AVENUE BOSTON, MA 02110	TRUSTEE 6.00	0.	0.	0.
BARBARA W. HOSTETTER TWO ATLANTIC AVENUE BOSTON, MA 02110	CHAIR AND TRUSTEE 8.00	0.	0.	0.
JAMES CANALES - SEE STATEMENT 16 TWO ATLANTIC AVENUE BOSTON, MA 02110	PRESIDENT AND TRUSTEE 36.00	820,269.	52,573.	0.
DR. M. LEE PELTON TWO ATLANTIC AVENUE BOSTON, MA 02110	TRUSTEE 2.00	0.	0.	0.
SUE TIERNEY TWO ATLANTIC AVENUE BOSTON, MA 02110	TRUSTEE 2.00	0.	0.	0.
CAROLINE H. WALSH TWO ATLANTIC AVENUE BOSTON, MA 02110	TRUSTEE 2.00	0.	0.	0.
VANESSA CALDERON-ROSADO TWO ATLANTIC AVENUE BOSTON, MA 02110	TRUSTEE 2.00	0.	0.	0.
MARK EDWARDS TWO ATLANTIC AVENUE BOSTON, MA 02110	TRUSTEE 2.00	0.	0.	0.
TRACY PALANDJIAN TWO ATLANTIC AVENUE BOSTON, MA 02110	TRUSTEE 2.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VII		820,269.	52,573.	0.

FORM 990-PF

OFFICERS, DIRECTORS, TRUSTEES AND
FOUNDATION MANAGERS COMPENSATION EXPLANATION
PART VII, LINE 1

STATEMENT 16

PERSON'S NAME

JAMES CANALES

COMPENSATION EXPLANATION

MR. CANALES IS AN EMPLOYEE OF PILOT HOUSE ASSOCIATES, LLC ("PHA") AND DEVOTES MORE THAN 50% OF HIS TIME TO BARR FOUNDATION MATTERS. ACCORDINGLY (AS DESCRIBED IN STATEMENT 20), MR. CANALES IS CONSIDERED TO BE BARR STAFF. THE AMOUNT BARR PAID TO PHA AS COMPENSATION FOR MR. CANALES IS REPRESENTED IN LINE 1 COMPENSATION OF OFFICERS, DIRECTORS, TRUSTEES, ETC. AS PART OF HIS FULL-TIME EMPLOYMENT, MR. CANALES ALLOCATES A RELATIVELY SMALL PORTION OF HIS TIME TO PHA FOR WHICH HE IS SEPARATELY COMPENSATED BY PHA.

FORM 990-PF

FIVE HIGHEST PAID EMPLOYEES
COMPENSATION EXPLANATION
PART VII, LINE 2

STATEMENT 17

EMPLOYEE'S NAME

COMPENSATION OF 5 HIGHEST-PAID EMPLOYEES

COMPENSATION EXPLANATION

SEE STATEMENT 20 REGARDING PAYMENTS BY BARR FOUNDATION TO PILOT HOUSE ASSOCIATES, LLC ("PHA") FOR GRANTMAKING AND OTHER SERVICES PROVIDED TO BARR BY PHA EMPLOYEES, INCLUDING THOSE CONSIDERED TO BE BARR STAFF BECAUSE THEY DEVOTE 50% OR MORE OF THEIR TIME TO BARR MATTERS. THE FIVE HIGHEST PAID EMPLOYEES NOTED ABOVE, AND THOSE INCLUDED IN THE TOTAL NUMBER OF OTHER EMPLOYEES PAID OVER \$50,000, ARE ALL CONSIDERED BARR STAFF AS DESCRIBED IN STATEMENT 20.

GRANTEE'S NAME

ABUNDANT HOUSING

GRANTEE'S ADDRESS

52 WELD HILL STREET
JAMAICA PLAIN, MA 02130

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>
400,000.	12/13/24	

PURPOSE OF GRANT

TO SUPPORT MBTA COMMUNITIES ORGANIZING, ADVOCACY, AND COMMUNICATIONS

DATES OF REPORTS BY GRANTEE

REPORT EXPECTED ON DECEMBER 31, 2025

ANY DIVERSION BY GRANTEE

TO THE KNOWLEDGE OF THE GRANTOR NO FUNDS HAVE BEEN DIVERTED.

RESULTS OF VERIFICATION

ABUNDANT HOUSING IS ON TRACK TO SPEND DOWN THE \$400,000 PAYMENT RECEIVED ON DECEMBER 13, 2024. WE EXPECT A FULL AND COMPLETE GRANT REPORT TO SHOW THAT EXPENDITURES FOR THE PAYMENT LISTED ABOVE HAVE BEEN FULLY EXPENDED AND HAVE BEEN PROPERLY USED TO SUPPORT THE GRANT ON DECEMBER 31, 2025. THE GRANTOR HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE; THEREFORE, NO INDEPENDENT VERIFICATION OF THE REPORT WAS MADE.

GRANTEE'S NAME

ABUNDANT HOUSING

GRANTEE'S ADDRESS

52 WELD HILL STREET
JAMAICA PLAIN, MA 02130

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>
450,000.	11/17/23	

PURPOSE OF GRANT

TO SUPPORT MBTA COMMUNITIES ORGANIZING, ADVOCACY, AND COMMUNICATIONS

DATES OF REPORTS BY GRANTEE

REPORT EXPECTED ON DECEMBER 31, 2025

ANY DIVERSION BY GRANTEE

TO THE KNOWLEDGE OF THE GRANTOR NO FUNDS HAVE BEEN DIVERTED.

RESULTS OF VERIFICATION

ABUNDANT HOUSING SUBMITTED AN INTERIM REPORT ON JANUARY 31, 2025 THAT SHOWED THAT THE FUNDS ASSOCIATED WITH THE \$450,000 PAYMENT MADE ON NOVEMBER 17, 2023 HAVE BEEN FULLY EXPENDED AND HAVE BEEN PROPERLY USED TO SUPPORT THE GRANT. THE GRANTOR HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE; THEREFORE, NO INDEPENDENT VERIFICATION OF THE REPORT WAS MADE.

GRANTEE'S NAME

ATTUNED EDUCATION PARTNERS

GRANTEE'S ADDRESS

716 VALLEY ROAD
MONTCLAIR, NJ 07043

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>
190,000.	12/20/24	

PURPOSE OF GRANT

TO SUPPORT THE BOSTON PUBLIC SCHOOLS PROCESS TO REVIEW AND PLAN FOR THE FUTURE OF THE DISTRICT'S EDUCATION OPTIONS

DATES OF REPORTS BY GRANTEE

REPORT EXPECTED ON AUGUST 29, 2025

ANY DIVERSION BY GRANTEE

TO THE KNOWLEDGE OF THE GRANTOR NO FUNDS HAVE BEEN DIVERTED.

RESULTS OF VERIFICATION

ATTUNED EDUCATION PARTNERS IS ON TRACK TO SPEND DOWN THE \$190,000 PAYMENT RECEIVED ON DECEMBER 20, 2024. WE EXPECT A FULL AND COMPLETE GRANT REPORT TO SHOW THAT EXPENDITURES FOR THE PAYMENT LISTED ABOVE HAVE BEEN FULLY EXPENDED AND HAVE BEEN PROPERLY USED TO SUPPORT THE GRANT ON AUGUST 29, 2025. THE GRANTOR HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE; THEREFORE, NO INDEPENDENT VERIFICATION OF THE REPORT WAS MADE.

GRANTEE'S NAME

BOSTON GLOBE MEDIA PARTNERS, LLC

GRANTEE'S ADDRESS

ONE EXCHANGE PLACE, SUITE 201
BOSTON, MA 02109

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>
400,000.	11/18/22	

PURPOSE OF GRANT

TO CONTINUE TO SUPPORT "THE GREAT DIVIDE"

DATES OF REPORTS BY GRANTEE

FEBRUARY 26, 2025

ANY DIVERSION BY GRANTEE

TO THE KNOWLEDGE OF THE GRANTOR NO FUNDS HAVE BEEN DIVERTED.

RESULTS OF VERIFICATION

BOSTON GLOBE MEDIA PARTNERS, LLC SUBMITTED A FINAL REPORT ON FEBRUARY 26, 2025 THAT SHOWED THAT THE FUNDS ASSOCIATED WITH THE \$400,000 PAYMENT MADE ON NOVEMBER 18, 2022 HAVE BEEN FULLY EXPENDED AND HAVE BEEN PROPERLY USED TO SUPPORT THE GRANT. THE GRANTOR HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE; THEREFORE, NO INDEPENDENT VERIFICATION OF THE REPORT WAS MADE.

GRANTEE'S NAME

BOSTON GLOBE MEDIA PARTNERS, LLC

GRANTEE'S ADDRESS

ONE EXCHANGE PLACE, SUITE 201
BOSTON, MA 02109

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>
750,000.	11/18/22	

PURPOSE OF GRANT

TO SUPPORT THE BOSTON GLOBE'S RACIAL WEALTH EQUITY COVERAGE

DATES OF REPORTS BY GRANTEE

DECEMBER 19, 2024

ANY DIVERSION BY GRANTEE

TO THE KNOWLEDGE OF THE GRANTOR NO FUNDS HAVE BEEN DIVERTED.

RESULTS OF VERIFICATION

BOSTON GLOBE MEDIA PARTNERS, LLC SUBMITTED A FINAL REPORT ON DECEMBER 19, 2024 THAT SHOWED THAT THE FUNDS ASSOCIATED WITH THE \$750,000 PAYMENT MADE ON NOVEMBER 18, 2022 HAVE BEEN FULLY EXPENDED AND HAVE BEEN PROPERLY USED TO SUPPORT THE GRANT. THE GRANTOR HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE; THEREFORE, NO INDEPENDENT VERIFICATION OF THE REPORT WAS MADE.

GRANTEE'S NAME

BOSTON GLOBE MEDIA PARTNERS, LLC

GRANTEE'S ADDRESS

ONE EXCHANGE PLACE, SUITE 201
BOSTON, MA 02109

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>
400,000.	01/19/24	

PURPOSE OF GRANT

TO CONTINUE SUPPORT FOR THE GREAT DIVIDE

DATES OF REPORTS BY GRANTEE

JANUARY 15, 2025

ANY DIVERSION BY GRANTEE

TO THE KNOWLEDGE OF THE GRANTOR NO FUNDS HAVE BEEN DIVERTED.

RESULTS OF VERIFICATION

BOSTON GLOBE MEDIA PARTNERS, LLC SUBMITTED AN INTERIM REPORT ON JANUARY 15, 2025 TO SHOW THEY ARE ON TRACK TO SPEND DOWN THE \$400,000 PAYMENT RECEIVED ON JANUARY 19, 2024. THE GRANTOR HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE; THEREFORE, NO INDEPENDENT VERIFICATION OF THE REPORT WAS MADE.

GRANTEE'S NAME

BOSTON GLOBE MEDIA PARTNERS, LLC

GRANTEE'S ADDRESS

ONE EXCHANGE PLACE, SUITE 201
BOSTON, MA 02109

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>
400,000.	12/20/24	

PURPOSE OF GRANT

TO SUPPORT THE BOSTON GLOBE'S RACIAL WEALTH EQUITY COVERAGE

DATES OF REPORTS BY GRANTEE

REPORT EXPECTED ON MAY 15, 2025

ANY DIVERSION BY GRANTEE

TO THE KNOWLEDGE OF THE GRANTOR NO FUNDS HAVE BEEN DIVERTED.

RESULTS OF VERIFICATION

BOSTON GLOBE MEDIA PARTNERS, LLC IS ON TRACK TO SPEND DOWN THE \$400,000 PAYMENT RECEIVED ON DECEMBER 20, 2024. WE EXPECT A FULL AND COMPLETE GRANT REPORT TO SHOW THAT EXPENDITURES FOR THE PAYMENT LISTED ABOVE HAVE BEEN FULLY EXPENDED AND HAVE BEEN PROPERLY USED TO SUPPORT THE GRANT ON MAY 15, 2025. THE GRANTOR HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE; THEREFORE, NO INDEPENDENT VERIFICATION OF THE REPORT WAS MADE.

GRANTEE'S NAME

CARIBE COMMUNICATIONS & PUBLICATIONS, INC.

GRANTEE'S ADDRESS

175 MCCLELLAN HIGHWAY, SUITE 1A
BOSTON, MA 02128

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>
50,000.	02/16/24	

PURPOSE OF GRANT

TO SUPPORT A CAMPAIGN TO AMPLIFY PUBLIC TRANSPORTATION INFORMATION TO SPANISH-SPEAKING TRANSIT RIDERS

DATES OF REPORTS BY GRANTEE

JANUARY 29, 2025

ANY DIVERSION BY GRANTEE

TO THE KNOWLEDGE OF THE GRANTOR NO FUNDS HAVE BEEN DIVERTED.

RESULTS OF VERIFICATION

CARIBE COMMUNICATIONS & PUBLICATIONS, INC. SUBMITTED A REPORT ON JANUARY 29, 2025 AND THE \$50,000 PAYMENT MADE ON FEBRUARY 16, 2024 HAS BEEN FULLY EXPENDED AND HAS BEEN PROPERLY USED TO SUPPORT THE GRANT. THE GRANTOR HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE; THEREFORE, NO INDEPENDENT VERIFICATION OF THE REPORT WAS MADE.

GRANTEE'S NAME

CARIBE COMMUNICATIONS & PUBLICATIONS, INC.

GRANTEE'S ADDRESS

175 MCCLELLAN HIGHWAY, SUITE 1A
BOSTON, MA 02128

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>
50,000.	03/17/23	

PURPOSE OF GRANT

TO SUPPORT A CAMPAIGN TO AMPLIFY PUBLIC TRANSPORTATION INFORMATION TO SPANISH-SPEAKING TRANSIT RIDERS

DATES OF REPORTS BY GRANTEE

MARCH 4, 2024

ANY DIVERSION BY GRANTEE

TO THE KNOWLEDGE OF THE GRANTOR NO FUNDS HAVE BEEN DIVERTED.

RESULTS OF VERIFICATION

CARIBE COMMUNICATIONS & PUBLICATIONS, INC. SUBMITTED A FULL AND COMPLETE REPORT ON MARCH 4, 2024 THAT SHOWED THAT THE FUNDS ASSOCIATED WITH THE \$50,000 PAYMENT MADE ON MARCH 17, 2023 WERE FULLY EXPENDED AND HAVE BEEN PROPERLY USED TO SUPPORT THE GRANT. THE GRANTOR HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE; THEREFORE, NO INDEPENDENT VERIFICATION OF THE REPORT WAS MADE.

GRANTEE'S NAME

FOUNDATION FOR BUSINESS EQUITY INC. (NOW NECTAR COMMUNITY INVESTMENTS INC.)

GRANTEE'S ADDRESS

50 ISLAND STREET, ENTRY B, SUITE 103
LAWRENCE, MA 01840

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>
500,000.	07/19/24	

PURPOSE OF GRANT

TO SUPPORT COMMUNITY AND ECONOMIC DEVELOPMENT PROGRAMMING

DATES OF REPORTS BY GRANTEE

JANUARY 31, 2025

ANY DIVERSION BY GRANTEE

TO THE KNOWLEDGE OF THE GRANTOR NO FUNDS HAVE BEEN DIVERTED.

RESULTS OF VERIFICATION

FOUNDATION FOR BUSINESS EQUITY, INC. SUBMITTED AN INTERIM REPORT ON JANUARY 31, 2025 THAT SHOWED THAT THE FUNDS ASSOCIATED WITH THE \$500,000 PAYMENT MADE ON JULY 19, 2024 HAVE BEEN FULLY EXPENDED AND HAVE BEEN PROPERLY USED TO SUPPORT THE GRANT. THE GRANTOR HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE; THEREFORE, NO INDEPENDENT VERIFICATION OF THE REPORT WAS MADE.

GRANTEE'S NAME

FOUNDATION FOR BUSINESS EQUITY INC. (NOW NECTAR COMMUNITY INVESTMENTS INC.)

GRANTEE'S ADDRESS

50 ISLAND STREET, ENTRY B, SUITE 103
LAWRENCE, MA 01840

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>
500,000.	07/21/23	

PURPOSE OF GRANT

TO SUPPORT COMMUNITY AND ECONOMIC DEVELOPMENT PROGRAMMING

DATES OF REPORTS BY GRANTEE

MAY 30, 2024

ANY DIVERSION BY GRANTEE

TO THE KNOWLEDGE OF THE GRANTOR NO FUNDS HAVE BEEN DIVERTED.

RESULTS OF VERIFICATION

FOUNDATION FOR BUSINESS EQUITY, INC. SUBMITTED A FULL AND COMPLETE REPORT ON MAY 30, 2024 THAT SHOWED THAT THE FUNDS ASSOCIATED WITH THE \$500,000 PAYMENT MADE ON JULY 21, 2023 HAVE BEEN FULLY EXPENDED AND HAVE BEEN PROPERLY USED TO SUPPORT THE GRANT. THE GRANTOR HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE; THEREFORE, NO INDEPENDENT VERIFICATION OF THE REPORT WAS MADE.

GRANTEE'S NAME

THE HYAMS FOUNDATION

GRANTEE'S ADDRESS

89 SOUTH STREET, SUITE 404
BOSTON, MA 02111

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>
400,000.	07/19/24	

PURPOSE OF GRANT

TO SUPPORT MOVEMENT BUILDING INFRASTRUCTURE FOR CLIMATE JUSTICE IN MA

DATES OF REPORTS BY GRANTEE

REPORT EXPECTED ON AUGUST 29, 2025

ANY DIVERSION BY GRANTEE

TO THE KNOWLEDGE OF THE GRANTOR NO FUNDS HAVE BEEN DIVERTED.

RESULTS OF VERIFICATION

THE HYAMS FOUNDATION IS ON TRACK TO SPEND DOWN THE \$400,000 PAYMENT RECEIVED ON JULY 19, 2024. WE EXPECT A FULL AND COMPLETE GRANT REPORT TO SHOW THAT EXPENDITURES FOR THE PAYMENT LISTED ABOVE HAVE BEEN FULLY EXPENDED AND HAVE BEEN PROPERLY USED TO SUPPORT THE GRANT ON AUGUST 29, 2025. THE GRANTOR HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE; THEREFORE, NO INDEPENDENT VERIFICATION OF THE REPORT WAS MADE.

GRANTEE'S NAME

THE HYAMS FOUNDATION

GRANTEE'S ADDRESS

89 SOUTH STREET, SUITE 404
BOSTON, MA 02111

GRANT AMOUNT

375,000.

DATE OF GRANT

06/23/23

AMOUNT EXPENDED

PURPOSE OF GRANT

TO SUPPORT MOVEMENT BUILDING INFRASTRUCTURE FOR CLIMATE JUSTICE IN MA

DATES OF REPORTS BY GRANTEE

JUNE 24, 2024

ANY DIVERSION BY GRANTEE

TO THE KNOWLEDGE OF THE GRANTOR NO FUNDS HAVE BEEN DIVERTED.

RESULTS OF VERIFICATION

THE HYAMS FOUNDATION SUBMITTED A FULL AND COMPLETE REPORT ON JUNE 24, 2024 THAT SHOWED THAT THE FUNDS ASSOCIATED WITH THE \$375,000 PAYMENT MADE ON JUNE 23, 2023 HAVE BEEN FULLY EXPENDED AND HAVE BEEN PROPERLY USED TO SUPPORT THE GRANT. THE GRANTOR HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE; THEREFORE, NO INDEPENDENT VERIFICATION OF THE REPORT WAS MADE.

GRANTEE'S NAME

THE LAWRENCE AND LILLIAN SOLOMON FOUNDATION, INC.

GRANTEE'S ADDRESS

10 LAUREL AVENUE, SUITE 200
WELLESLEY, MA 02481

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>
400,000.	12/13/24	

PURPOSE OF GRANT

TO SUPPORT A RE-GRANTING AND TECHNICAL ASSISTANCE PROGRAM FOR GREENWAYS IN GREATER BOSTON

DATES OF REPORTS BY GRANTEE

JANUARY 31, 2025

ANY DIVERSION BY GRANTEE

TO THE KNOWLEDGE OF THE GRANTOR NO FUNDS HAVE BEEN DIVERTED.

RESULTS OF VERIFICATION

THE LAWRENCE AND LILLIAN SOLOMON FOUNDATION, INC. SUBMITTED A FULL AND COMPLETE REPORT ON JANUARY 31, 2025 THAT SHOWED THAT THE FUNDS ASSOCIATED WITH THE PAYMENT OF \$400,000 ON DECEMBER 13, 2024 HAVE BEEN FULLY EXPENDED AND HAVE BEEN PROPERLY USED TO SUPPORT THE GRANT. THE GRANTOR HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE; THEREFORE, NO INDEPENDENT VERIFICATION OF THE REPORT WAS MADE.

GRANTEE'S NAME

THE LAWRENCE AND LILLIAN SOLOMON FOUNDATION, INC.

GRANTEE'S ADDRESS

10 LAUREL AVENUE, SUITE 200
WELLESLEY, MA 02481

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>
400,000.	11/17/23	

PURPOSE OF GRANT

TO SUPPORT A RE-GRANTING AND TECHNICAL ASSISTANCE PROGRAM FOR GREENWAYS IN GREATER BOSTON

DATES OF REPORTS BY GRANTEE

DECEMBER 2, 2024

ANY DIVERSION BY GRANTEE

TO THE KNOWLEDGE OF THE GRANTOR NO FUNDS HAVE BEEN DIVERTED.

RESULTS OF VERIFICATION

THE LAWRENCE AND LILLIAN SOLOMON FOUNDATION, INC. SUBMITTED A FULL AND COMPLETE REPORT ON DECEMBER 2, 2024 AND THE FUNDS ASSOCIATED WITH THE \$400,000 PAYMENT MADE ON NOVEMBER 17, 2023 HAVE BEEN FULLY EXPENDED AND HAVE BEEN PROPERLY USED TO SUPPORT THE GRANT. THE GRANTOR HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE; THEREFORE, NO INDEPENDENT VERIFICATION OF THE REPORT WAS MADE.

GRANTEE'S NAME

TRANSITCENTER, INC.

GRANTEE'S ADDRESS

1 WHITEHALL STREET, 17TH FLOOR
NEW YORK, NY 10004

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>
25,000.	08/18/23	

PURPOSE OF GRANT

TO SUPPORT TRANSITCENTER'S LEADERSHIP TRANSITION

DATES OF REPORTS BY GRANTEE

JANUARY 31, 2024

ANY DIVERSION BY GRANTEE

TO THE KNOWLEDGE OF THE GRANTOR NO FUNDS HAVE BEEN DIVERTED.

RESULTS OF VERIFICATION

TRANSITCENTER, INC. SUBMITTED A FULL AND COMPLETE REPORT ON JANUARY 31, 2024 THAT SHOWED THAT THE FUNDS ASSOCIATED WITH THE PAYMENT OF \$25,000 PAID ON AUGUST 18, 2023 HAVE BEEN FULLY EXPENDED AND HAVE BEEN PROPERLY USED TO SUPPORT THE GRANT. THE GRANTOR HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE; THEREFORE, NO INDEPENDENT VERIFICATION OF THE REPORT WAS MADE.

NAME OF MANAGER

AMOS B. HOSTETTER JR.
BARBARA W. HOSTETTER

GENERAL EXPLANATION

STATEMENT 20

FORM/LINE IDENTIFIER AND DESCRIPTION/RETURN REFERENCE

PART I, LINE 23, OTHER EXPENSES - PAYMENTS TO PILOT HOUSE ASSOCIATES, LLC

EXPLANATION:

ALL PERSONNEL PROVIDING SERVICES TO BARR FOUNDATION ARE EMPLOYEES OF PILOT HOUSE ASSOCIATES, LLC ("PHA"). BARR MAKES PAYMENTS TO PHA FOR THE SERVICES OF PHA EMPLOYEES WHO PERFORM SERVICES FOR BARR THAT ARE REASONABLE AND NECESSARY TO THE CONDUCT OF BARR'S CHARITABLE FUNCTIONS. PHA EMPLOYEES WHO DEVOTE 50% OR MORE OF THEIR TIME TO BARR MATTERS ARE CONSIDERED BY BARR TO BE BARR STAFF.

PAYMENTS TO PHA NOTED ABOVE AND INCLUDED IN PART I, LINE 23 ARE FOR SERVICES PROVIDED BY PHA EMPLOYEES WHO DEVOTE LESS THAN 50% OF THEIR TIME TO BARR FOUNDATION MATTERS AND THEREFORE ARE NOT CONSIDERED TO BE BARR STAFF. PAYMENTS BY BARR TO PHA WITH RESPECT TO PHA'S EMPLOYEES WHO ARE CONSIDERED TO BE BARR STAFF ARE INSTEAD REPORTED AS COMPENSATION IN PART I, LINES 13 THROUGH 15.

GENERAL EXPLANATION

STATEMENT 21

FORM/LINE IDENTIFIER AND DESCRIPTION/RETURN REFERENCE

PART II, BALANCE SHEETS - BOOK VALUE

EXPLANATION:

"BOOK VALUE" REFERS TO THE ORIGINAL AMOUNTS AT WHICH ASSETS, LIABILITIES, AND NET ASSETS ARE RECOGNIZED AND SUBSEQUENTLY ADJUSTED FOR FINANCIAL REPORTING PURPOSES.

GENERAL EXPLANATION

STATEMENT 22

FORM/LINE IDENTIFIER

PART IV, CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

EXPLANATION:

A TOTAL NET CAPITAL GAIN OF \$946,977 WAS REPORTED TO THE FOUNDATION AS UNRELATED BUSINESS TAXABLE INCOME ("UBTI") FROM PASS-THROUGH INVESTMENTS. FOR BOOK PURPOSES, NET UBTI CAPITAL GAINS WERE REPORTED WITH A GROSS SALES PRICE EQUAL TO NET GAIN AND A COST BASIS OF ZERO.

FORM/LINE IDENTIFIER AND DESCRIPTION/RETURN REFERENCE

PART XIV, LINE 3A - LIST OF GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

EXPLANATION:

CURRENT YEAR GRANTS AND CONTRIBUTIONS PAID ARE SORTED ALPHABETICALLY BY RECIPIENT.

TOTAL CHARITABLE CONTRIBUTIONS ALLOCATED FROM PASS-THROUGH INVESTMENTS ON SCHEDULE K-1 ARE REPORTED AS GRANT (903).

ALL GRANTS APPROVED FOR FUTURE PAYMENTS ARE SUBJECT TO CONTINGENCIES.

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
(306) FAITHACTS FOR EDUCATION, INC. 857 POST ROAD, SUITE 310 FAIRFIELD, CT 06824	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	100,000.
(307) FALL RIVER PUBLIC SCHOOLS 417 ROCK STREET FALL RIVER, MA 02720	N/A	PUBLIC SCHOOL	TO SUPPORT THE ONGOING DEVELOPMENT OF EVOLVE ACADEMY AS PART OF THE BEYOND ENGAGE NEW ENGLAND INITIATIVE	115,000.
(308) FEATHERS PROJECT, INC. PO BOX 4689 GREENWICH, CT 06831	N/A	PUBLIC CHARITY	ON BEHALF OF ELIZABETH GOLDSMITH & KATE ZEID	2,430.
(309) FII - NATIONAL 663 13TH STREET, SUITE 200 OAKLAND, CA 94612	N/A	PUBLIC CHARITY	SEE STATEMENT	212,000.
(310) FII - NATIONAL 663 13TH STREET, SUITE 200 OAKLAND, CA 94612	N/A	PUBLIC CHARITY	SEE STATEMENT	242,000.
(311) FILMMAKERS COLLABORATIVE, INC. 6 EASTMAN PLACE, #202 MELROSE, MA 02176	N/A	PUBLIC CHARITY	TO PROVIDE CORE SUPPORT FOR CINEFEST LATINO BOSTON AS PART OF THE CATALYZING VITALITY PROGRAM	25,000.
(312) FLOURISH AGENDA, INC. 1714 FRANKLIN STREET, SUITE 100-321 OAKLAND, CA 94612	N/A	PUBLIC CHARITY	TO BUILD AND DESIGN A FOUR PIVOTS LEARNING TOOLKIT FOR THE PHILANTHROPIC FIELD	50,000.
(313) FOSTER KIDS OF THE MERRIMACK VALLEY, INC. PO BOX 2166 METHUEN, MA 01844	N/A	PUBLIC CHARITY	TO FOSTER CHILDREN IN THE MERRIMACK VALLEY	4,500.
(314) FOSTER KIDS OF THE MERRIMACK VALLEY, INC. PO BOX 2166 METHUEN, MA 01844	N/A	PUBLIC CHARITY	SEE STATEMENT	5,070.
(315) FOUNDATION FOR METROWEST, INC. 3 ELLIOT STREET NATICK, MA 01760	N/A	PUBLIC CHARITY	TO SUPPORT PARTICIPATION IN THE CREATIVE COMMONWEALTH INITIATIVE	175,000.
Total from continuation sheets				

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
(316) FOUNDATION FOR PORTLAND PUBLIC SCHOOLS 353 CUMBERLAND AVE PORTLAND, ME 04101	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	150.
(317) FRACTURED ATLAS, INC. PO BOX 55 HARTSDALE, NY 10530-0055	N/A	PUBLIC CHARITY	TO PROVIDE CORE SUPPORT FOR MIPSTERZ AS PART OF THE CATALYZING VITALITY PROGRAM	50,000.
(318) FRACTURED ATLAS, INC. PO BOX 55 HARTSDALE, NY 10530-0055	N/A	PUBLIC CHARITY	SEE STATEMENT	750.
(319) FRANKLIN SCHOOL DISTRICT SAU 18 119 CENTRAL STREET FRANKLIN, NH 03235	N/A	PUBLIC SCHOOL	TO SUPPORT TRANSFORMATION IN LEARNING AND TEACHING TO ADVANCE THE PORTRAIT OF A GRADUATE	95,000.
(320) FRANKLIN W. OLIN COLLEGE OF ENGINEERING, INC. 52 WYMAN STREET JAMAICA PLAIN, MA 02130	N/A	PUBLIC CHARITY	TO PROVIDE AN EXIT GRANT FOR AIR PARTNERS	50,000.
(321) FRANKLIN W. OLIN COLLEGE OF ENGINEERING, INC. 52 WYMAN STREET JAMAICA PLAIN, MA 02130	N/A	PUBLIC CHARITY	TO PROVIDE AN EXIT GRANT FOR AIR PARTNERS	100,000.
(322) FRESH ENERGY 408 SAINT PETER STREET, SUITE 350 SAINT PAUL, MN 55102	N/A	PUBLIC CHARITY	SEE STATEMENT	150,000.
(323) FRIENDS OF B-R ATHLETICS, INC. 415 CENTER STREET BRIDGEWATER, MA 02324	N/A	PUBLIC CHARITY	SEE STATEMENT	900.
(324) FRIENDS OF KENYA RISING 3 ECHO LANE NORTH SHERMAN, CT 06784	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	15,000.
(325) FRIENDS OF LIBERTAS ACADEMY CHARTER SCHOOL, INC. 146 CHESTNUT STREET SPRINGFIELD, MA 01103	N/A	PUBLIC CHARITY	SEE STATEMENT	175,000.
Total from continuation sheets				

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
(326) FRIENDS OF PORTLAND ADULT EDUCATION PO BOX 3185 PORTLAND, ME 04104	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	150.
(327) FRIENDS OF THE LYNN HISTORICAL SOCIETY, INC. 590 WASHINGTON STREET LYNN, MA 01901	N/A	PUBLIC CHARITY	TO PROVIDE CORE SUPPORT FOR THE LYNN HISTORICAL SOCIETY AS PART OF THE CATALYZING VITALITY PROGRAM	50,000.
(328) FRIENDS OF THE LYNN HISTORICAL SOCIETY, INC. 590 WASHINGTON STREET LYNN, MA 01901	N/A	PUBLIC CHARITY	TO SUPPORT THE LYNNARTS INFRASTRUCTURE AND RENOVATION PROJECT	580,000.
(329) FRIENDS OF THE PUBLIC GARDEN, INC. 69 BEACON STREET BOSTON, MA 02108	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	300.
(330) FURNITURE FRIENDS PO BOX 631 WESTBROOK, ME 04098	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	150.
(331) GARDNER PUBLIC SCHOOLS 160 ELM STREET GARDNER, MA 01440	N/A	PUBLIC SCHOOL	SEE STATEMENT	330,000.
(332) GATEWAY REGIONAL SCHOOL DISTRICT 12 LITTLEVILLE ROAD HUNTINGTON, MA 01050	N/A	PUBLIC SCHOOL	SEE STATEMENT	230,000.
(333) GENERATION TEACH, INC. 6 LIBERTY SQUARE, #2062 BOSTON, MA 02109	N/A	PUBLIC CHARITY	TO PROVIDE CORE SUPPORT FOR GENERATION TEACH NEW ENGLAND	300,000.
(334) GEORGETOWN UNIVERSITY 37TH AND O STREETS, NW WASHINGTON, DC 20001	N/A	PUBLIC CHARITY	TO SUPPORT THE EFFORTS OF GEORGETOWN CLIMATE CENTER AS IT INFORMS CLIMATE AND TRANSPORTATION POLICY	150,000.
(335) GEORGETOWN UNIVERSITY 37TH AND O STREETS, NW WASHINGTON, DC 20001	N/A	PUBLIC CHARITY	SEE STATEMENT	95,000.
Total from continuation sheets				

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
(336) GIVE BLACK ALLIANCE, INC. 101 FEDERAL STREET, SUITE 1900 BOSTON, MA 02110	N/A	PUBLIC CHARITY	TO SUPPORT 2024 BARR FOUNDATION MEMBERSHIP DUES	1,500.
(337) GIVE BLACK ALLIANCE, INC. 101 FEDERAL STREET, SUITE 1900 BOSTON, MA 02110	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	100,000.
(338) GK FUND INC. 529 MAIN STREET, SUITE P200 BOSTON, MA 02129	N/A	PUBLIC CHARITY	TO PROVIDE ONE-TIME CORE SUPPORT FOR ITS GK FUND PROGRAM	50,000.
(339) GLOBAL PHILANTHROPY PARTNERSHIP 303 E WACKER DRIVE, SUITE 2108 CHICAGO, IL 60601	N/A	PUBLIC CHARITY	TO PROVIDE CORE SUPPORT TO THE EMERGENT LEARNING COMMUNITY PROJECT	50,000.
(340) GOVERNOR WINSLOW SCHOOL PTO, INC. 60 REGIS ROAD MARSHFIELD, MA 02050	N/A	PUBLIC CHARITY	TO SUPPORT TYLER ROONEY'S FUNDRAISING FOR THE GWS JOGATHON FUNDRAISER	150.
(341) GOVERNOR WINSLOW SCHOOL PTO, INC. 60 REGIS ROAD MARSHFIELD, MA 02050	N/A	PUBLIC CHARITY	TO SUPPORT GWS JOGATHON FUNDRAISER, DONATION FROM BRIANNA ROONEY	150.
(342) GRANTMAKERS COUNCIL OF RHODE ISLAND, INC. 50 VALLEY STREET PROVIDENCE, RI 02909	N/A	PUBLIC CHARITY	TO SUPPORT 2024 BARR FOUNDATION MEMBERSHIP DUES	1,000.
(343) GRANTMAKERS FOR EDUCATION 400 SE 103RD DRIVE, #33348 PORTLAND, OR 97216	N/A	PUBLIC CHARITY	TO SUPPORT 2024 BARR FOUNDATION MEMBERSHIP DUES	11,250.
(344) GRANTMAKERS FOR EFFECTIVE ORGANIZATIONS 1310 L STREET NW, SUITE 650 WASHINGTON, DC 20005	N/A	PUBLIC CHARITY	TO SUPPORT 2024 BARR FOUNDATION MEMBERSHIP DUES	20,000.
(345) GRANTMAKERS FOR EFFECTIVE ORGANIZATIONS 1310 L STREET NW, SUITE 650 WASHINGTON, DC 20005	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	100,000.
Total from continuation sheets				

Form **8865**

Return of U.S. Persons With Respect to Certain Foreign Partnerships

OMB No. 1545-1668

Department of the Treasury
Internal Revenue Service

Attach to your tax return.
Go to www.irs.gov/Form8865 for instructions and the latest information.

2024

Information furnished for the foreign partnership's tax year

Attachment Sequence No. **865**

beginning **JAN 1**, 2024, and ending **DEC 31**, 2024

Name of person filing this return

Filer's identification number

04-6579815

BARR FOUNDATION

Filer's address (if you aren't filing this form with your tax return)

A Category of filer (see Categories of Filers in the instructions and check applicable box(es)):

1 2 3 4

B Filer's tax year beginning **JAN 1**, 2024, and ending **DEC 31**, 2024

C Filer's share of liabilities: Nonrecourse \$ _____ Qualified nonrecourse financing \$ _____ Other \$ _____

D If filer is a member of a consolidated group but not the parent, enter the following information about the parent:

Name

EIN

Address

E Check if any excepted specified foreign financial assets are reported on this form. See instructions

F Information about certain other partners (see instructions)

(1) Name	(2) Address	(3) Identification number	(4) Check applicable box(es)		
			Category 1	Category 2	Constructive owner

G1 Name and address of foreign partnership

HONGSHAN CAPITAL GROWTH FUND VI, L.P.

2(a) EIN (if any)

98-1572446

2(b) Reference ID number

74

3 Country under whose laws organized

CAYMAN ISLANDS

**C/O SUITE 3613, TWO PACIFIC PLACE
ADMIRALTY, HONG KONG**

4 Date of organization 02/27/2020	5 Principal place of business CAYMAN ISLANDS	6 Principal business activity code number 525990	7 Principal business activity INVESTMENTS	8a Functional currency US DOLLAR	8b Exchange rate (see instructions)
--	---	---	--	---	--

H Provide the following information for the foreign partnership's tax year:

1 Name, address, and identification number of agent (if any) in the United States

2 Check if the foreign partnership must file:

Form 1042 Form 8804 Form 1065

Service Center where Form 1065 is filed:

E-FILE

3 Name and address of foreign partnership's agent in country of organization, if any

**MAPLES CORP SVCS LTD
UGLAND HOUSE S CHURCH ST
GEORGE TOWN, GRAND CAYMAN, CAYMAN IS**

4 Name and address of person(s) with custody of the books and records of the foreign partnership, and the location of such books and records, if different

**HONGSHAN CAP GWTH FD VI LP
C/O SUITE 3613, TWO PACIFIC PLACE
ADMIRALTY, HONG KONG HONG KONG**

5 During the tax year, did the foreign partnership pay or accrue any interest or royalty for which the deduction is not allowed under section 267A? See instructions

Yes No

If "Yes," enter the total amount of the disallowed deductions \$ _____

6 Is the partnership a section 721(c) partnership, as defined in Regulations section 1.721(c)-1(b)(14)?

Yes No

7 Were any special allocations made by the foreign partnership?

Yes No

8 Enter the number of Forms 8858, Information Return of U.S. Persons With Respect to Foreign Disregarded Entities (FDEs) and Foreign Branches (FBs), attached to this return. See instructions

9 How is this partnership classified under the law of the country in which it's organized?

PARTNERSHIP

10 a Does the filer have an interest in the foreign partnership, or an interest indirectly through the foreign partnership, that's a separate unit under Regulations section 1.1503(d)-1(b)(4) or part of a combined separate unit under Regulations section 1.1503(d)-1(b)(4)(ii)? If "No," skip question 10b

Yes No

b If "Yes," does the separate unit or combined separate unit have a dual consolidated loss, as defined in Regulations section 1.1503(d)-1(b)(5)(ii)?

Yes No

11 Does this partnership meet **both** of the following requirements?

- The partnership's total receipts for the tax year were less than \$250,000.
 - The value of the partnership's total assets at the end of the tax year was less than \$1 million.
- If "Yes," **don't** complete Schedules L, M-1, and M-2.

Yes No

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

Form **8865** (2024)

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
(346) GRANTMAKERS IN THE ARTS 522 COURTLANDT AVENUE, 1ST FLOOR BRONX, NY 10451-5008	N/A	PUBLIC CHARITY	TO SUPPORT 2024 BARR FOUNDATION MEMBERSHIP DUES	23,190.
(347) GREAT OAKS CHARTER SCHOOL - BRIDGEPORT INC. 375 HOWARD AVE BRIDGEPORT, CT 06605	N/A	PUBLIC CHARITY	TO SUPPORT THE ONGOING REDESIGN OF GREAT OAKS CHARTER SCHOOL BRIDGEPORT	166,750.
(348) GREAT SCHOOLS PARTNERSHIP, INC. 482 CONGRESS STREET, SUITE 500 PORTLAND, ME 04101	N/A	PUBLIC CHARITY	TO SUPPORT THE NEW ENGLAND SECONDARY SCHOOL CONSORTIUM NESSC COMMON DATA PROJECT	20,000.
(349) GREAT SCHOOLS PARTNERSHIP, INC. 482 CONGRESS STREET, SUITE 500 PORTLAND, ME 04101	N/A	PUBLIC CHARITY	TO SUPPORT THE ON-GOING DIVERSIFYING THE EDUCATOR WORKFORCE IN NEW ENGLAND INITIATIVE	100,000.
(350) GREAT SCHOOLS PARTNERSHIP, INC. 482 CONGRESS STREET, SUITE 500 PORTLAND, ME 04101	N/A	PUBLIC CHARITY	TO CONTINUE SUPPORT FOR THE DIVERSIFYING THE EDUCATOR WORKFORCE IN NEW ENGLAND INITIATIVE	285,000.
(351) GREATER BOSTON CHAMBER OF COMMERCE FOUNDATION, INC. 265 FRANKLIN STREET, 12TH FLOOR BOSTON, MA 02110	N/A	PUBLIC CHARITY	SEE STATEMENT	75,000.
(352) GREATER FALL RIVER SYMPHONY SOCIETY INC. PO BOX 9034 FALL RIVER, MA 02720	N/A	PUBLIC CHARITY	TO PROVIDE CORE SUPPORT AS PART OF THE CATALYZING VITALITY PROGRAM	25,000.
(353) GREATER LOWELL COMMUNITY FOUNDATION, INC. 100 MERRIMACK STREET, SUITE 202 LOWELL, MA 01852	N/A	PUBLIC CHARITY	TO PROVIDE CORE SUPPORT FOR LOWELL CHAMBER ORCHESTRA AS PART OF THE CATALYZING VITALITY PROGRAM	330,000.
(354) GREATER LOWELL COMMUNITY FOUNDATION, INC. 100 MERRIMACK STREET, SUITE 202 LOWELL, MA 01852	N/A	PUBLIC CHARITY	TO SUPPORT IMPLEMENTATION, OPERATIONS, AND ACTIVITIES OF MOSAIC LOWELL	25,000.
(355) GREATER WORCESTER COMMUNITY FOUNDATION, INC. 1 MERCANTILE STREET, SUITE 010 WORCESTER, MA 01608	N/A	PUBLIC CHARITY	TO SUPPORT STAFF DEVELOPMENT, STRATEGIC COMMUNICATIONS, AND ORGANIZATIONAL EQUITY TRAINING	150,000.
Total from continuation sheets				

- 12 a** Is the filer of this Form 8865 claiming a foreign-derived intangible income (FDII) deduction (under section 250) with respect to any transaction with the foreign partnership? If "Yes," complete lines 12b, 12c, and 12d. See instructions Yes No
- b** Enter the amount of gross receipts derived from all sales of general property to the foreign partnership that the filer included in its computation of foreign-derived deduction eligible income (FDDEI) _____
- c** Enter the amount of gross receipts derived from all sales of intangible property to the foreign partnership that the filer included in its computation of FDDEI _____
- d** Enter the amount of gross receipts derived from all services provided to the foreign partnership that the filer included in its computation of FDDEI _____
- 13** Enter the number of foreign partners subject to section 864(c)(8) as a result of transferring all or a portion of an interest in the partnership or of receiving a distribution from the partnership _____
- 14** At any time during the tax year were any transfers between the partnership and its partners subject to the disclosure requirements of Regulations section 1.707-8? Yes No

Sign Here Only if You're Filing This Form Separately and Not With Your Tax Return. 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 general partner or limited liability company member) is based on all information of which preparer has any knowledge.

Signature of general partner or limited liability company member

Date

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name			Firm's EIN	
	Firm's address			Phone no.	

Schedule A Constructive Ownership of Partnership Interest. Check the boxes that apply to the filer. If you check box **b**, enter the name, address, and U.S. taxpayer identification number (if any) of the person(s) whose interest you constructively own. See instructions.

a Owns a direct interest **b** Owns a constructive interest

Name	Address	Identification number (if any)	Check if foreign person	Check if direct partner

Schedule A-1 Certain Partners of Foreign Partnership (see instructions)

Name	Address	Identification number (if any)	Check if foreign person

Schedule A-2 Foreign Partners of Section 721(c) Partnership (see instructions)

Name of foreign partner	Address	Country of organization (if any)	U.S. taxpayer identification number (if any)	Check if related to U.S. transferor	Percentage interest	
					Capital	Profits
				<input type="checkbox"/>	%	%
				<input type="checkbox"/>	%	%

Does the partnership have any other foreign person as a direct partner? Yes No

Schedule A-3 Affiliation Schedule. List all partnerships (foreign or domestic) in which the foreign partnership owns a direct interest or indirectly owns a 10% interest.

STMT	Name	Address	EIN (if any)	Total ordinary income or loss	Check if foreign partnership
43					

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
(356) GREATER WORCESTER COMMUNITY FOUNDATION, INC. 1 MERCANTILE STREET, SUITE 010 WORCESTER, MA 01608	N/A	PUBLIC CHARITY	SEE STATEMENT	150,000.
(357) GREATER WORCESTER COMMUNITY FOUNDATION, INC. 1 MERCANTILE STREET, SUITE 010 WORCESTER, MA 01608	N/A	PUBLIC CHARITY	TO SUPPORT THE CREATIVE WORCESTER INITIATIVE	600,000.
(358) GREATSCHOOLS, INC. 66 FRANKLIN STREET, SUITE 300 OAKLAND, CA 94607	N/A	PUBLIC CHARITY	SEE STATEMENT	250,000.
(359) GREEN ENERGY CONSUMERS ALLIANCE, INC. 284 AMORY STREET BOSTON, MA 02130	N/A	PUBLIC CHARITY	TO SUPPORT THE NEW ENGLAND WIND FUND	5,000.
(360) GREEN ENERGY CONSUMERS ALLIANCE, INC. 284 AMORY STREET BOSTON, MA 02130	N/A	PUBLIC CHARITY	SEE STATEMENT	100,000.
(361) GREENROOTS, INC. 90 EVERETT AVE, 3RD FLOOR, SUITE 10 CHELSEA, MA 02150	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	107,320.
(362) GREENROOTS, INC. 90 EVERETT AVE, 3RD FLOOR, SUITE 10 CHELSEA, MA 02150	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	149,406.
(363) GREENROOTS, INC. 90 EVERETT AVE, 3RD FLOOR, SUITE 10 CHELSEA, MA 02150	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	170,450.
(364) GREENROOTS, INC. 90 EVERETT AVE, 3RD FLOOR, SUITE 10 CHELSEA, MA 02150	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	450.
(365) GREENROOTS, INC. 90 EVERETT AVE 3RD FLOOR, SUITE 10 CHELSEA, MA 02150	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	157,822.
Total from continuation sheets				

**SCHEDULE O
(Form 8865)**

(Rev. October 2021)
Department of the Treasury
Internal Revenue Service

**Transfer of Property to a Foreign Partnership
(Under Section 6038B)**

▶ **Attach to Form 8865. See the Instructions for Form 8865.**
▶ **Go to www.irs.gov/Form8865 for instructions and the latest information.**

OMB No. 1545-1668

Name of transferor **BARR FOUNDATION** Filer's identifying number **04-6579815**

Name of foreign partnership **HONGSHAN CAPITAL GROWTH FUND VI,** EIN (if any) **98-1572446** Reference ID number (see instr) **74**

- 1 a** Is the partnership a section 721(c) partnership (as defined in Regulations section 1.721(c)-1(b)(14))? See instructions Yes No
b If "Yes," was the gain deferral method applied to avoid the recognition of gain upon the contribution of property? Yes No
2 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? Yes No

Part I Transfers Reportable Under Section 6038B

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Recovery period	(f) Section 704(c) allocation method	(g) Gain recognized on transfer
Cash			285,000.				
Stock, notes receivable and payable, and other securities							
Inventory							
Tangible property used in trade or business							
Intangible property described in section 197(f)(9)							
Intangible property, other than intangible property described in section 197(f)(9)							
Other property							
Totals			285,000.				

3 Enter the transferor's percentage interest in the partnership: (a) Before the transfer **.5500** % (b) After the transfer **.5500** %

Supplemental Information Required To Be Reported (see instructions):

Part II Dispositions Reportable Under Section 6038B

(a) Type of property	(b) Date of original transfer	(c) Date of disposition	(d) Manner of disposition	(e) Gain recognized by partnership	(f) Depreciation recapture recognized by partnership	(g) Gain allocated to partner	(h) Depreciation recapture allocated to partner

Part III Is any transfer reported on this schedule subject to gain recognition under section 904(f)(3) or section 904(f)(5)(F)? Yes No

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 8865.

Schedule O (Form 8865) 10-2021

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
(366) GREENTOWN COLLABORATIVE, INC. 444 SOMERVILLE AVENUE SOMERVILLE, MA 02143	N/A	PUBLIC CHARITY	TO SUPPORT THE CONTINUATION OF THE ACCEL PROGRAM	50,000.
(367) GRIST MAGAZINE, INC. PO BOX 12710 SEATTLE, WA 98111	N/A	PUBLIC CHARITY	TO SUPPORT MOBILITY AND EQUITY JOURNALISM	150,000.
(368) GROUNDWORK LAWRENCE, INC. 50 ISLAND ST, SUITE 101, ENTRANCE B LAWRENCE, MA 01840	N/A	PUBLIC CHARITY	SEE STATEMENT	150,000.
(369) GROUNDWORK USA INC 22 NEW MAIN STREET, 2ND FLOOR YONKERS, NY 10701	N/A	PUBLIC CHARITY	TO ESTABLISH A CLIMATE SAFE NEIGHBORHOODS PROGRAM IN MASSACHUSETTS	200,000.
(370) GRUB STREET, INC. 50 LIBERTY DRIVE BOSTON, MA 02210	N/A	PUBLIC CHARITY	TO PROVIDE CORE SUPPORT FOR BOSTON WRITERS OF COLOR AS PART OF THE CATALYZING VITALITY PROGRAM	50,000.
(371) GRUB STREET, INC. 50 LIBERTY DRIVE BOSTON, MA 02210	N/A	PUBLIC CHARITY	TO INVEST RISK CAPITAL IN ORGANIZATIONAL AND ARTISTIC LEADERSHIP	360,000.
(372) GUARDIANS OF TRADITIONS, INC. 145 FRONT STREET, UNIT 1536 WORCESTER, MA 01608	N/A	PUBLIC CHARITY	SEE STATEMENT	25,000.
(373) GUERILLA OPERA, INC. PO BOX 230486 BOSTON, MA 02123	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT AS PART OF THE CATALYZING VITALITY PROGRAM	50,000.
(374) H.T. DANCE COMPANY, INC. PO BOX 777 NEW YORK, NY 10108	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	6,000.
(375) HACK DIVERSITY, INC. 50 MILK STREET, FLOOR 16 BOSTON, MA 02110	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	100,000.
Total from continuation sheets				

Form **8865**

Return of U.S. Persons With Respect to Certain Foreign Partnerships

OMB No. 1545-1668

Department of the Treasury
Internal Revenue Service

Attach to your tax return.
Go to www.irs.gov/Form8865 for instructions and the latest information.

2024

Attachment Sequence No. **865**

Information furnished for the foreign partnership's tax year beginning **JAN 1**, 2024, and ending **DEC 31**, 2024

Name of person filing this return

Filer's identification number

04-6579815

BARR FOUNDATION

Filer's address (if you aren't filing this form with your tax return)

A Category of filer (see Categories of Filers in the instructions and check applicable box(es)):

1 2 3 4

B Filer's tax year beginning **JAN 1**, 2024, and ending **DEC 31**, 2024

C Filer's share of liabilities: Nonrecourse \$ _____ Qualified nonrecourse financing \$ _____ Other \$ _____

D If filer is a member of a consolidated group but not the parent, enter the following information about the parent:

Name

EIN

Address

E Check if any excepted specified foreign financial assets are reported on this form. See instructions

F Information about certain other partners (see instructions)

(1) Name	(2) Address	(3) Identification number	(4) Check applicable box(es)		
			Category 1	Category 2	Constructive owner

G1 Name and address of foreign partnership

HONGSHAN CAPITAL VENTURE FUND VIII, L.P.

2(a) EIN (if any)

98-1572512

2(b) Reference ID number

76

3 Country under whose laws organized

CAYMAN ISLANDS

**C/O SUITE 3613, TWO PACIFIC PLACE
ADMIRALTY, HONG KONG**

4 Date of organization 02/27/2020	5 Principal place of business CAYMAN ISLANDS	6 Principal business activity code number 525990	7 Principal business activity INVESTMENTS	8a Functional currency US DOLLAR	8b Exchange rate (see instructions)
--	---	---	--	---	--

H Provide the following information for the foreign partnership's tax year:

1 Name, address, and identification number of agent (if any) in the United States

2 Check if the foreign partnership must file:

Form 1042 Form 8804 Form 1065

Service Center where Form 1065 is filed:

E-FILE

3 Name and address of foreign partnership's agent in country of organization, if any

**MAPLES CORP SVCS LTD
UGLAND HOUSE S CHURCH ST
GEORGE TOWN, GRAND CAYMAN, CAYMAN IS**

4 Name and address of person(s) with custody of the books and records of the foreign partnership, and the location of such books and records, if different

**HONGSHAN CAP VENT FD VIII LP
C/O SUITE 3613, TWO PACIFIC PLACE
ADMIRALTY, HONG KONG HONG KONG**

5 During the tax year, did the foreign partnership pay or accrue any interest or royalty for which the deduction is not allowed under section 267A? See instructions

Yes No

If "Yes," enter the total amount of the disallowed deductions \$ _____

6 Is the partnership a section 721(c) partnership, as defined in Regulations section 1.721(c)-1(b)(14)?

Yes No

7 Were any special allocations made by the foreign partnership?

Yes No

8 Enter the number of Forms 8858, Information Return of U.S. Persons With Respect to Foreign Disregarded Entities (FDEs) and Foreign Branches (FBs), attached to this return. See instructions

9 How is this partnership classified under the law of the country in which it's organized?

PARTNERSHIP

10 a Does the filer have an interest in the foreign partnership, or an interest indirectly through the foreign partnership, that's a separate unit under Regulations section 1.1503(d)-1(b)(4) or part of a combined separate unit under Regulations section 1.1503(d)-1(b)(4)(ii)? If "No," skip question 10b

Yes No

b If "Yes," does the separate unit or combined separate unit have a dual consolidated loss, as defined in Regulations section 1.1503(d)-1(b)(5)(ii)?

Yes No

11 Does this partnership meet **both** of the following requirements?

- The partnership's total receipts for the tax year were less than \$250,000.
 - The value of the partnership's total assets at the end of the tax year was less than \$1 million.
- If "Yes," **don't** complete Schedules L, M-1, and M-2.

Yes No

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

Form **8865** (2024)

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
(376) HAITIAN-AMERICANS UNITED, INC. 1550 BLUE HILL AVE MATTAPAN, MA 02126	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT AS PART OF THE CATALYZING VITALITY PROGRAM	50,000.
(377) HALE RESERVATION, INC. 80 CARBY STREET WESTWOOD, MA 02090	N/A	PUBLIC CHARITY	TO SUPPORT INTREPID ACADEMY SUSTAINABILITY PLANNING	150,000.
(378) HARTFORD PUBLIC SCHOOLS 960 MAIN STREET HARTFORD, CT 06103	N/A	PUBLIC SCHOOL	TO SUPPORT DISTRICT INNOVATIONS EFFORTS WITH INET	126,000.
(379) HARTFORD PUBLIC SCHOOLS 960 MAIN STREET HARTFORD, CT 06103	N/A	PUBLIC SCHOOL	TO SUPPORT DISTRICT INNOVATIONS EFFORTS WITH INET	187,000.
(380) HE IS ME INSTITUTE 29 HUMPHREYS STREET, 2F DORCHESTER, MA 02125	N/A	PUBLIC CHARITY	TO SUPPORT ORGANIZATIONAL DEVELOPMENT AND CAPACITY BUILDING	60,000.
(381) HEALTH CARE WITHOUT HARM 12110 SUNSET HILLS RD, SUITE 600 RESTON, VA 20190	N/A	PUBLIC CHARITY	TO SUPPORT THE MASSACHUSETTS HEALTH CARE SECTOR LEADERSHIP ON CLIMATE ACTION	174,000.
(382) HEALTH CARE WITHOUT HARM 12110 SUNSET HILLS RD, SUITE 600 RESTON, VA 20190	N/A	PUBLIC CHARITY	TO SUPPORT THE MASSACHUSETTS HEALTH CARE SECTOR LEADERSHIP ON CLIMATE ACTION	126,000.
(383) HEALTH RESOURCES IN ACTION, INC. 2 BOYLSTON STREET BOSTON, MA 02116	N/A	PUBLIC CHARITY	SEE STATEMENT	20,000.
(384) HISPANICS IN PHILANTHROPY 414 13TH STREET, SUITE 200 OAKLAND, CA 94612	N/A	PUBLIC CHARITY	TO SUPPORT 2024 BARR FOUNDATION MEMBERSHIP DUES	15,000.
(385) HISTORIC MOTHER EMANUEL AMEC FOUNDATION PO BOX 21072 CHARLESTON, SC 29413	N/A	PUBLIC CHARITY	FOR GENERAL SUPPORT	375.
Total from continuation sheets				

- 12 a** Is the filer of this Form 8865 claiming a foreign-derived intangible income (FDII) deduction (under section 250) with respect to any transaction with the foreign partnership? If "Yes," complete lines 12b, 12c, and 12d. See instructions Yes No
- b** Enter the amount of gross receipts derived from all sales of general property to the foreign partnership that the filer included in its computation of foreign-derived deduction eligible income (FDDEI) _____
- c** Enter the amount of gross receipts derived from all sales of intangible property to the foreign partnership that the filer included in its computation of FDDEI _____
- d** Enter the amount of gross receipts derived from all services provided to the foreign partnership that the filer included in its computation of FDDEI _____
- 13** Enter the number of foreign partners subject to section 864(c)(8) as a result of transferring all or a portion of an interest in the partnership or of receiving a distribution from the partnership _____
- 14** At any time during the tax year were any transfers between the partnership and its partners subject to the disclosure requirements of Regulations section 1.707-8? Yes No

Sign Here Only if You're Filing This Form Separately and Not With Your Tax Return. 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 general partner or limited liability company member) is based on all information of which preparer has any knowledge.

Signature of general partner or limited liability company member

Date

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name			Firm's EIN	
	Firm's address			Phone no.	

Schedule A Constructive Ownership of Partnership Interest. Check the boxes that apply to the filer. If you check box **b**, enter the name, address, and U.S. taxpayer identification number (if any) of the person(s) whose interest you constructively own. See instructions.

a Owns a direct interest **b** Owns a constructive interest

Name	Address	Identification number (if any)	Check if foreign person	Check if direct partner

Schedule A-1 Certain Partners of Foreign Partnership (see instructions)

Name	Address	Identification number (if any)	Check if foreign person

Schedule A-2 Foreign Partners of Section 721(c) Partnership (see instructions)

Name of foreign partner	Address	Country of organization (if any)	U.S. taxpayer identification number (if any)	Check if related to U.S. transferor	Percentage interest	
					Capital	Profits
				<input type="checkbox"/>	%	%
				<input type="checkbox"/>	%	%

Does the partnership have any other foreign person as a direct partner? Yes No

Schedule A-3 Affiliation Schedule. List all partnerships (foreign or domestic) in which the foreign partnership owns a direct interest or indirectly owns a 10% interest.

STMT 44	Name	Address	EIN (if any)	Total ordinary income or loss	Check if foreign partnership

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
(386) HOLLER HEALTH JUSTICE, INC. PO BOX 11032 CHARLESTON, WV 25339	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	2,400.
(387) HOLYOKE COMMUNITY MEDIA, INC. 1 COURT PLAZA HOLYOKE, MA 01040	N/A	PUBLIC CHARITY	TO PROVIDE CORE SUPPORT FOR 50 ARROW GALLERY AS PART OF THE CATALYZING VITALITY PROGRAM	25,000.
(388) HOLYOKE PUBLIC SCHOOLS 57 SUFFOLK STREET HOLYOKE, MA 01040	N/A	PUBLIC SCHOOL	SEE STATEMENT	200,000.
(389) HOLYOKE PUBLIC SCHOOLS 57 SUFFOLK STREET HOLYOKE, MA 01040	N/A	PUBLIC SCHOOL	TO CONTINUE STRENGTHENING SCHOOL LEADERSHIP WORK	208,000.
(390) HOLYOKE PUBLIC SCHOOLS 57 SUFFOLK STREET HOLYOKE, MA 01040	N/A	PUBLIC SCHOOL	TO SUPPORT ONGOING WORK TO TRANSFORM HOLYOKE HIGH SCHOOL	230,000.
(391) HOME ENERGY EFFICIENCY TEAM, INC. 50 MILK STREET BOSTON, MA 02108	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	150,000.
(392) HOMEOWNERS REHAB, INC. 280 FRANKLIN STREET CAMBRIDGE, MA 02139	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	600.
(393) HOPE ON A STRING, INC. PO BOX 714 BEDFORD HILLS, NY 10507	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	1,500.
(394) HORIZONS GREATER BOSTON, INC. 90 SANDY VALLEY ROAD DEDHAM, MA 02026	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT (IN SUPPORT OF JACOB NOZAKI'S SERVICE ON THE YOUNG PROFESSIONALS' BOARD)	450.
(395) HOSPITALITY HOMES INC. PO BOX 15265 BOSTON, MA 02215	N/A	PUBLIC CHARITY	SEE STATEMENT	900.
Total from continuation sheets				

**SCHEDULE O
(Form 8865)**

(Rev. October 2021)
Department of the Treasury
Internal Revenue Service

**Transfer of Property to a Foreign Partnership
(Under Section 6038B)**

▶ **Attach to Form 8865. See the Instructions for Form 8865.**
▶ **Go to www.irs.gov/Form8865 for instructions and the latest information.**

OMB No. 1545-1668

Name of transferor **BARR FOUNDATION** Filer's identifying number **04-6579815**

Name of foreign partnership **HONGSHAN CAPITAL VENTURE FUND VII** EIN (if any) **98-1572512** Reference ID number (see instr) **76**

- 1 a** Is the partnership a section 721(c) partnership (as defined in Regulations section 1.721(c)-1(b)(14))? See instructions Yes No
b If "Yes," was the gain deferral method applied to avoid the recognition of gain upon the contribution of property? Yes No
2 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? Yes No

Part I Transfers Reportable Under Section 6038B

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Recovery period	(f) Section 704(c) allocation method	(g) Gain recognized on transfer
Cash			280,000.				
Stock, notes receivable and payable, and other securities							
Inventory							
Tangible property used in trade or business							
Intangible property described in section 197(f)(9)							
Intangible property, other than intangible property described in section 197(f)(9)							
Other property							
Totals			280,000.				

3 Enter the transferor's percentage interest in the partnership: (a) Before the transfer **1.0000** % (b) After the transfer **1.0000** %

Supplemental Information Required To Be Reported (see instructions):

Part II Dispositions Reportable Under Section 6038B

(a) Type of property	(b) Date of original transfer	(c) Date of disposition	(d) Manner of disposition	(e) Gain recognized by partnership	(f) Depreciation recapture recognized by partnership	(g) Gain allocated to partner	(h) Depreciation recapture allocated to partner

Part III Is any transfer reported on this schedule subject to gain recognition under section 904(f)(3) or section 904(f)(5)(F)? Yes No

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 8865.

Schedule O (Form 8865) 10-2021

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
(396) HUNTINGTON THEATRE COMPANY, INC. 560 HUNTINGTON AVENUE, SUITE 504 BOSTON, MA 02118	N/A	PUBLIC CHARITY	TO INVEST RISK CAPITAL IN ORGANIZATIONAL AND ARTISTIC LEADERSHIP	310,000.
(397) HYAMS FOUNDATION 89 SOUTH STREET, SUITE 404 BOSTON, MA 02111	N/A	EXPENDITURE RESPONSIBILITY	TO SUPPORT CLIMATE JUSTICE MOVEMENT BUILDING INFRASTRUCTURE IN MASSACHUSETTS	400,000.
(398) IMMIGRANT FAMILY SERVICES INSTITUTE, INC. 1626 BLUE HILLS AVENUE MATTAPAN, MA 02126	N/A	PUBLIC CHARITY	SEE STATEMENT	150,000.
(399) IMMIGRANT LEGAL ADVOCACY PROJECT 489 CONGRESS ST, FL 3, PO BOX 17917 PORTLAND, ME 04112	N/A	PUBLIC CHARITY	FOR GENERAL OPERATING SUPPORT	540.
(400) INDEPENDENT SECTOR 1602 L STREET, NW, SUITE 900 WASHINGTON, DC 20036	N/A	PUBLIC CHARITY	TO SUPPORT 2024 BARR FOUNDATION MEMBERSHIP DUES	17,500.
(401) INDEPENDENT SECTOR 1602 L STREET, NW, SUITE 900 WASHINGTON, DC 20036	N/A	PUBLIC CHARITY	TO PROVIDE CORE SUPPORT	125,000.
(402) INNISFREE, INC. 5505 WALNUT LEVEL ROAD CROZET, VA 22932	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	3,000.
(403) INNOVATION NETWORK FOR COMMUNITIES 156 GROVER LANE TAMWORTH, NH 03886-4429	N/A	PUBLIC CHARITY	TO SUPPORT THE 2024 CLIMATE BEACON CONFERENCE	20,000.
(404) INNOVATION NETWORK FOR COMMUNITIES 156 GROVER LANE TAMWORTH, NH 03886-4429	N/A	PUBLIC CHARITY	TO SUPPORT THE 2024 CLIMATE BEACON CONFERENCE	20,000.
(405) INNOVATION NETWORK FOR COMMUNITIES 156 GROVER LANE TAMWORTH, NH 03886-4429	N/A	PUBLIC CHARITY	TO SUPPORT THE 2024 CLIMATE BEACON CONFERENCE	10,000.
Total from continuation sheets				

Form **8865**

Return of U.S. Persons With Respect to Certain Foreign Partnerships

OMB No. 1545-1668

Department of the Treasury
Internal Revenue Service

Attach to your tax return.
Go to www.irs.gov/Form8865 for instructions and the latest information.

2024

Information furnished for the foreign partnership's tax year

Attachment Sequence No. **865**

beginning **JAN 1**, 2024, and ending **DEC 31**, 2024

Name of person filing this return

Filer's identification number

04-6579815

BARR FOUNDATION

Filer's address (if you aren't filing this form with your tax return)

A Category of filer (see Categories of Filers in the instructions and check applicable box(es)):

1 2 3 4

B Filer's tax year beginning **JAN 1**, 2024, and ending **DEC 31**, 2024

C Filer's share of liabilities: Nonrecourse \$ _____ Qualified nonrecourse financing \$ _____ Other \$ _____

D If filer is a member of a consolidated group but not the parent, enter the following information about the parent:

Name

EIN

Address

E Check if any excepted specified foreign financial assets are reported on this form. See instructions

F Information about certain other partners (see instructions)

(1) Name	(2) Address	(3) Identification number	(4) Check applicable box(es)		
			Category 1	Category 2	Constructive owner

G1 Name and address of foreign partnership

SEQUOIA CAPITAL GLOBAL GROWTH FUND III - CHINA ANNEX FUND, L.P.
2800 SAND HILL RD, SUITE 101
MENLO PARK, CA 94025

2(a) EIN (if any)

98-1550737

2(b) Reference ID number

77

3 Country under whose laws organized

CAYMAN ISLANDS

4 Date of organization 07/17/2020	5 Principal place of business CAYMAN ISLANDS	6 Principal business activity code number 525990	7 Principal business activity VENTURE CAPITAL	8a Functional currency US DOLLAR	8b Exchange rate (see instructions)
--	---	---	--	---	--

H Provide the following information for the foreign partnership's tax year:

1 Name, address, and identification number of agent (if any) in the United States

2 Check if the foreign partnership must file:

Form 1042 Form 8804 Form 1065

Service Center where Form 1065 is filed:

E-FILE

3 Name and address of foreign partnership's agent in country of organization, if any

MAPLES CORP SVCS LTD
UGLAND HOUSE S CHURCH ST
GRAND CAYMAN, CAYMAN ISLANDS KY1-110

4 Name and address of person(s) with custody of the books and records of the foreign partnership, and the location of such books and records, if different

SC GGF III CHINA ANNEX FD LP
C/O SUITE 3613, TWO PACIFIC PLACE
ADMIRALTY, HONG KONG HONG KONG

5 During the tax year, did the foreign partnership pay or accrue any interest or royalty for which the deduction is not allowed under section 267A? See instructions

Yes No

If "Yes," enter the total amount of the disallowed deductions \$ _____

6 Is the partnership a section 721(c) partnership, as defined in Regulations section 1.721(c)-1(b)(14)?

Yes No

7 Were any special allocations made by the foreign partnership?

Yes No

8 Enter the number of Forms 8858, Information Return of U.S. Persons With Respect to Foreign Disregarded Entities (FDEs) and Foreign Branches (FBs), attached to this return. See instructions

9 How is this partnership classified under the law of the country in which it's organized?

PARTNERSHIP

10 a Does the filer have an interest in the foreign partnership, or an interest indirectly through the foreign partnership, that's a separate unit under Regulations section 1.1503(d)-1(b)(4) or part of a combined separate unit under Regulations section 1.1503(d)-1(b)(4)(ii)? If "No," skip question 10b

Yes No

b If "Yes," does the separate unit or combined separate unit have a dual consolidated loss, as defined in Regulations section 1.1503(d)-1(b)(5)(ii)?

Yes No

11 Does this partnership meet both of the following requirements?

- The partnership's total receipts for the tax year were less than \$250,000.
 - The value of the partnership's total assets at the end of the tax year was less than \$1 million.
- If "Yes," don't complete Schedules L, M-1, and M-2.

Yes No

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

Form **8865** (2024)

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
(406) INNOVATION NETWORK FOR COMMUNITIES 156 GROVER LANE TAMWORTH, NH 03886-4429	N/A	PUBLIC CHARITY	TO SUPPORT EQUITABLE ELECTRIFICATION IN BURLINGTON AND THE STATE OF VERMONT	100,000.
(407) INNOVATION NETWORK FOR COMMUNITIES 156 GROVER LANE TAMWORTH, NH 03886-4429	N/A	PUBLIC CHARITY	TO SUPPORT EQUITABLE ELECTRIFICATION IN BURLINGTON AND THE STATE OF VERMONT	100,000.
(408) INNOVATION NETWORK FOR COMMUNITIES 156 GROVER LANE TAMWORTH, NH 03886-4429	N/A	PUBLIC CHARITY	TO SUPPORT CORE OPERATIONS OF THE GREEN RIBBON COMMISSION AND ITS WORKING GROUPS	225,000.
(409) INNOVATION NETWORK FOR COMMUNITIES 156 GROVER LANE TAMWORTH, NH 03886-4429	N/A	PUBLIC CHARITY	TO SUPPORT CORE OPERATIONS OF THE GREEN RIBBON COMMISSION AND ITS WORKING GROUPS	225,000.
(410) INQUILINOS BORICUAS EN ACCION, INC. 2 SAN JUAN STREET BOSTON, MA 02118	N/A	PUBLIC CHARITY	SEE STATEMENT	500,000.
(411) INQUILINOS BORICUAS EN ACCION, INC. 2 SAN JUAN STREET BOSTON, MA 02118	N/A	PUBLIC CHARITY	SEE STATEMENT	250.
(412) INSTITUTE FOR NONPROFIT PRACTICE, INC. 89 SOUTH STREET, SUITE LL02 BOSTON, MA 02111	N/A	PUBLIC CHARITY	SEE STATEMENT	250.
(413) INSTITUTE FOR NONPROFIT PRACTICE, INC. 89 SOUTH STREET, SUITE LL02 BOSTON, MA 02111	N/A	PUBLIC CHARITY	TO PROVIDE CONTINUED PROGRAM SUPPORT	100,000.
(414) INSTITUTE FOR NONPROFIT PRACTICE, INC. 89 SOUTH STREET, SUITE LL02 BOSTON, MA 02111	N/A	PUBLIC CHARITY	TO PROVIDE CORE OPERATING SUPPORT DURING MULTI-YEAR GROWTH	600,000.
(415) INSTITUTE FOR NONPROFIT PRACTICE, INC. 89 SOUTH STREET, SUITE LL02 BOSTON, MA 02111	N/A	PUBLIC CHARITY	TO PROVIDE CORE OPERATING SUPPORT DURING MULTI-YEAR GROWTH	650,000.
Total from continuation sheets				

- 12 a Is the filer of this Form 8865 claiming a foreign-derived intangible income (FDII) deduction (under section 250) with respect to any transaction with the foreign partnership? If "Yes," complete lines 12b, 12c, and 12d. See instructions Yes No
- b Enter the amount of gross receipts derived from all sales of general property to the foreign partnership that the filer included in its computation of foreign-derived deduction eligible income (FDDEI)
- c Enter the amount of gross receipts derived from all sales of intangible property to the foreign partnership that the filer included in its computation of FDDEI
- d Enter the amount of gross receipts derived from all services provided to the foreign partnership that the filer included in its computation of FDDEI
- 13 Enter the number of foreign partners subject to section 864(c)(8) as a result of transferring all or a portion of an interest in the partnership or of receiving a distribution from the partnership
- 14 At any time during the tax year were any transfers between the partnership and its partners subject to the disclosure requirements of Regulations section 1.707-8? Yes No

Sign Here Only if You're Filing This Form Separately and Not With Your Tax Return. 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 general partner or limited liability company member) is based on all information of which preparer has any knowledge.

Signature of general partner or limited liability company member _____ Date _____

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name			Firm's EIN	
	Firm's address			Phone no.	

Schedule A Constructive Ownership of Partnership Interest. Check the boxes that apply to the filer. If you check box **b**, enter the name, address, and U.S. taxpayer identification number (if any) of the person(s) whose interest you constructively own. See instructions.

a Owns a direct interest b Owns a constructive interest

Name	Address	Identification number (if any)	Check if foreign person	Check if direct partner

Schedule A-1 Certain Partners of Foreign Partnership (see instructions)

Name	Address	Identification number (if any)	Check if foreign person

Schedule A-2 Foreign Partners of Section 721(c) Partnership (see instructions)

Name of foreign partner	Address	Country of organization (if any)	U.S. taxpayer identification number (if any)	Check if related to U.S. transferor	Percentage interest	
					Capital	Profits
				<input type="checkbox"/>	%	%
				<input type="checkbox"/>	%	%

Does the partnership have any other foreign person as a direct partner? Yes No

Schedule A-3 Affiliation Schedule. List all partnerships (foreign or domestic) in which the foreign partnership owns a direct interest or indirectly owns a 10% interest.

	Name	Address	EIN (if any)	Total ordinary income or loss	Check if foreign partnership
STMT 45					

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
(416) INSTITUTE FOR SUSTAINABLE COMMUNITIES 535 STONE CUTTERS WAY MONTPELIER, VT 05602	N/A	PUBLIC CHARITY	TO CONTINUE THE WORK OF THE PARTNERSHIP FOR RESILIENT COMMUNITIES IN MASSACHUSETTS	165,000.
(417) INSTITUTE OF CONTEMPORARY ART 25 HARBOR SHORE DRIVE BOSTON, MA 02210	N/A	PUBLIC CHARITY	TO INVEST RISK CAPITAL IN ORGANIZATIONAL AND ARTISTIC LEADERSHIP	300,000.
(418) ISABELLA STEWART GARDNER MUSEUM, INC. 25 EVANS WAY BOSTON, MA 02115	N/A	PUBLIC CHARITY	TO INVEST RISK CAPITAL IN ORGANIZATIONAL AND ARTISTIC LEADERSHIP	300,000.
(419) ISABELLA STEWART GARDNER MUSEUM, INC. 25 EVANS WAY BOSTON, MA 02115	N/A	PUBLIC CHARITY	TO SUPPORT THE CURATOR'S CIRCLE	5,000.
(420) J R MASTERMAN HOME AND SCHOOL ASSOCIATION INC 1699 SPRING GARDEN STREET PHILADELPHIA, PA 19130	N/A	PUBLIC CHARITY	IN MEMORY OF GARY E. TRAVIS (FATHER TO JOHN TRAVIS)	150.
(421) J R MASTERMAN HOME AND SCHOOL ASSOCIATION INC 1699 SPRING GARDEN STREET PHILADELPHIA, PA 19130	N/A	PUBLIC CHARITY	IN MEMORY OF GARY TRAVIS	375.
(422) JACOB'S PILLOW DANCE FESTIVAL, INC. 358 GEORGE CARTER ROAD BECKET, MA 01223	N/A	PUBLIC CHARITY	TO INVEST RISK CAPITAL IN ORGANIZATIONAL AND ARTISTIC LEADERSHIP	360,000.
(423) JEAN APPOLON EXPRESSIONS, INC. P.O. BOX 391173 CAMBRIDGE, MA 02139	N/A	PUBLIC CHARITY	TO SUPPORT THE PLANNING AND BUILD-OUT OF A DANCE FACILITY	250,000.
(424) JO-ME DANCE THEATRE 85 SEAVERNS AVE. BOSTON, MA 02130	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT AS PART OF THE CATALYZING VITALITY PROGRAM	50,000.
(425) JOURNEY HOME INC. 255 MAIN ST, 2ND FLOOR HARTFORD, CT 06126	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	150.
Total from continuation sheets				

**SCHEDULE O
(Form 8865)**

(Rev. October 2021)
Department of the Treasury
Internal Revenue Service

**Transfer of Property to a Foreign Partnership
(Under Section 6038B)**

▶ **Attach to Form 8865. See the Instructions for Form 8865.**
▶ **Go to www.irs.gov/Form8865 for instructions and the latest information.**

OMB No. 1545-1668

Name of transferor BARR FOUNDATION		Filer's identifying number 04-6579815	
Name of foreign partnership SEQUOIA CAPITAL GLOBAL GROWTH FUN CHINA ANNEX FUND, L.P.		EIN (if any) 98-1550737	Reference ID number (see instr) 77
1 a Is the partnership a section 721(c) partnership (as defined in Regulations section 1.721(c)-1(b)(14))? See instructions		<input type="checkbox"/> Yes	<input type="checkbox"/> No
b If "Yes," was the gain deferral method applied to avoid the recognition of gain upon the contribution of property?		<input type="checkbox"/> Yes	<input type="checkbox"/> No
2 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)?		<input type="checkbox"/> Yes	<input type="checkbox"/> No

Part I Transfers Reportable Under Section 6038B							
Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Recovery period	(f) Section 704(c) allocation method	(g) Gain recognized on transfer
Cash			955,754.				
Stock, notes receivable and payable, and other securities							
Inventory							
Tangible property used in trade or business							
Intangible property described in section 197(f)(9)							
Intangible property, other than intangible property described in section 197(f)(9)							
Other property							
Totals			955,754.				

3 Enter the transferor's percentage interest in the partnership: (a) Before the transfer **.6000** % (b) After the transfer **.6000** %

Supplemental Information Required To Be Reported (see instructions):

Part II Dispositions Reportable Under Section 6038B							
(a) Type of property	(b) Date of original transfer	(c) Date of disposition	(d) Manner of disposition	(e) Gain recognized by partnership	(f) Depreciation recapture recognized by partnership	(g) Gain allocated to partner	(h) Depreciation recapture allocated to partner

Part III Is any transfer reported on this schedule subject to gain recognition under section 904(f)(3) or section 904(f)(5)(F)? Yes No

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
(426) K9S FOR WARRIORS 114 CAMP K9 ROAD PONTE VEDRA, FL 32081	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	150.
(427) K9S FOR WARRIORS 114 CAMP K9 ROAD PONTE VEDRA, FL 32081	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	150.
(428) K9S FOR WARRIORS 114 CAMP K9 ROAD PONTE VEDRA, FL 32081	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	150.
(429) K9S FOR WARRIORS 114 CAMP K9 ROAD PONTE VEDRA, FL 32081	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	150.
(430) K9S FOR WARRIORS 114 CAMP K9 ROAD PONTE VEDRA, FL 32081	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT (DECEMBER AND JANUARY DONATIONS)	300.
(431) K9S FOR WARRIORS 114 CAMP K9 ROAD PONTE VEDRA, FL 32081	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT (JUNE THROUGH NOVEMBER DONATIONS)	900.
(432) KANELAND JOHN SHIELDS ELEMENTARY PTO 85 S MAIN STREET SUGAR GROVE, IL 60554	N/A	PUBLIC CHARITY	SEE STATEMENT	225.
(433) KANELAND JOHN SHIELDS ELEMENTARY PTO 85 S MAIN STREET SUGAR GROVE, IL 60554	N/A	PUBLIC CHARITY	TO SUPPORT NIENA STEVENS' (MRS. KOSKY'S CLASS) FUNDRAISING FOR THE JOHN SHIELDS PTO FUN RUN	225.
(434) KIPP MASSACHUSETTS, INC. 90 HIGH ROCK STREET LYNN, MA 01902	N/A	PUBLIC CHARITY	SEE STATEMENT	125,000.
(435) KREIVA ACADEMY PUBLIC CHARTER SCHOOL 470 PINE STREET MANCHESTER, NH 03104	N/A	PUBLIC CHARITY	TO SUPPORT THE CONTINUED TRANSFORMATION EFFORTS AT KREIVA ACADEMY	150,000.
Total from continuation sheets				

Form **8865**

Return of U.S. Persons With Respect to Certain Foreign Partnerships

OMB No. 1545-1668

Department of the Treasury
Internal Revenue Service

Attach to your tax return.
Go to www.irs.gov/Form8865 for instructions and the latest information.

2024

Information furnished for the foreign partnership's tax year

Attachment Sequence No. **865**

beginning **JAN 1**, 2024, and ending **DEC 31**, 2024

Name of person filing this return

Filer's identification number

04-6579815

BARR FOUNDATION

Filer's address (if you aren't filing this form with your tax return)

A Category of filer (see Categories of Filers in the instructions and check applicable box(es)):

1 2 3 4

B Filer's tax year beginning **JAN 1**, 2024, and ending **DEC 31**, 2024

C Filer's share of liabilities: Nonrecourse \$ Qualified nonrecourse financing \$ Other \$

D If filer is a member of a consolidated group but not the parent, enter the following information about the parent:

Name

EIN

Address

E Check if any excepted specified foreign financial assets are reported on this form. See instructions

F Information about certain other partners (see instructions)

(1) Name	(2) Address	(3) Identification number	(4) Check applicable box(es)		
			Category 1	Category 2	Constructive owner

G1 Name and address of foreign partnership

PEAK XV PARTNERS GROWTH FUND III LTD

2(a) EIN (if any)

98-1541969

2(b) Reference ID number

79

3 Country under whose laws organized

MAURITIUS

6TH FLOOR, TWO TRIBECA

TRIBECA CENTRAL, TRIANON, MAURITIUS 72261

4 Date of organization 05/13/2020	5 Principal place of business MAURITIUS	6 Principal business activity code number 525990	7 Principal business activity INVESTMENTS	8a Functional currency US DOLLAR	8b Exchange rate (see instructions)
--	--	---	--	---	--

H Provide the following information for the foreign partnership's tax year:

1 Name, address, and identification number of agent (if any) in the United States

2 Check if the foreign partnership must file:

Form 1042 Form 8804 Form 1065

Service Center where Form 1065 is filed:

E-FILE

3 Name and address of foreign partnership's agent in country of organization, if any

APEX MAURITIUS

6TH FLOOR, TWO TRIBECA

TRIBECA CENTRAL, TRIANON, MAURITIUS

4 Name and address of person(s) with custody of the books and records of the foreign partnership, and the location of such books and records, if different

PEAK XV PARTNERS GWTH FD III LTD

6TH FLOOR, TWO TRIBECA

TRIBECA CENTRAL, TRIANON, MAURITIUS

5 During the tax year, did the foreign partnership pay or accrue any interest or royalty for which the deduction is not allowed under section 267A? See instructions

Yes No

If "Yes," enter the total amount of the disallowed deductions \$

6 Is the partnership a section 721(c) partnership, as defined in Regulations section 1.721(c)-1(b)(14)?

Yes No

7 Were any special allocations made by the foreign partnership?

Yes No

8 Enter the number of Forms 8858, Information Return of U.S. Persons With Respect to Foreign Disregarded Entities (FDEs) and Foreign Branches (FBs), attached to this return. See instructions

9 How is this partnership classified under the law of the country in which it's organized?

LIMITED LIFE CO.

10 a Does the filer have an interest in the foreign partnership, or an interest indirectly through the foreign partnership, that's a separate unit under Regulations section 1.1503(d)-1(b)(4) or part of a combined separate unit under Regulations section 1.1503(d)-1(b)(4)(ii)? If "No," skip question 10b

Yes No

b If "Yes," does the separate unit or combined separate unit have a dual consolidated loss, as defined in Regulations section 1.1503(d)-1(b)(5)(ii)?

Yes No

11 Does this partnership meet both of the following requirements?

1. The partnership's total receipts for the tax year were less than \$250,000.

2. The value of the partnership's total assets at the end of the tax year was less than \$1 million.

If "Yes," don't complete Schedules L, M-1, and M-2.

Yes No

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

Form **8865** (2024)

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
(436) KUMU KAHUA THEATRE 46 MERCHANT STREET HONOLULU, HI 96813-4311	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	750.
(437) LAKE FOREST COLLEGE 555 N SHERIDAN ROAD LAKE FOREST, IL 60045	N/A	PUBLIC CHARITY	TO SUPPORT THE ATHLETIC FUND	300.
(438) LAKE FOREST COLLEGE 555 N SHERIDAN ROAD LAKE FOREST, IL 60045	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	750.
(439) LANCASTER YOUTH FOUNDATION INCORPORATED 200 OXFORD AVE LANCASTER, NY 14086	N/A	PUBLIC CHARITY	TO SUPPORT THE HOLIDAY GIVING PROGRAM	510.
(440) LAND USE ATLAS, INC. 3100 N STREET NORTHWEST WASHINGTON, DC 20007	N/A	PUBLIC CHARITY	TO COMPLETE THE MASSACHUSETTS ZONING ATLAS	50,000.
(441) LATINOS FOR EDUCATION, INC. 68 HARRISON AVE, STE 605, PMB 91135 BOSTON, MA 02111	N/A	PUBLIC CHARITY	TO PROVIDE CORE SUPPORT FOR LATINOS FOR EDUCATION'S MASSACHUSETTS WORK	350,000.
(442) LAWYERS FOR CIVIL RIGHTS, INC. 61 BATTERYMARCH STREET, 5TH FLOOR BOSTON, MA 02110	N/A	PUBLIC CHARITY	TO SUPPORT THE ORGANIZATION'S EDUCATION WORK	125,000.
(443) LAWYERS FOR CIVIL RIGHTS, INC. 61 BATTERYMARCH STREET, 5TH FLOOR BOSTON, MA 02110	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	300.
(444) LAWYERS FOR CIVIL RIGHTS, INC. 61 BATTERYMARCH STREET, 5TH FLOOR BOSTON, MA 02110	N/A	PUBLIC CHARITY	TO PROVIDE SPONSORSHIP SUPPORT FOR THE CIVIL RIGHTS RECEPTION	12,750.
(445) LAWYERS FOR CIVIL RIGHTS, INC. 61 BATTERYMARCH STREET, 5TH FLOOR BOSTON, MA 02110	N/A	PUBLIC CHARITY	SEE STATEMENT	250,000.
Total from continuation sheets				

- 12 a** Is the filer of this Form 8865 claiming a foreign-derived intangible income (FDII) deduction (under section 250) with respect to any transaction with the foreign partnership? If "Yes," complete lines 12b, 12c, and 12d. See instructions Yes No
- b** Enter the amount of gross receipts derived from all sales of general property to the foreign partnership that the filer included in its computation of foreign-derived deduction eligible income (FDDEI) _____
- c** Enter the amount of gross receipts derived from all sales of intangible property to the foreign partnership that the filer included in its computation of FDDEI _____
- d** Enter the amount of gross receipts derived from all services provided to the foreign partnership that the filer included in its computation of FDDEI _____
- 13** Enter the number of foreign partners subject to section 864(c)(8) as a result of transferring all or a portion of an interest in the partnership or of receiving a distribution from the partnership _____
- 14** At any time during the tax year were any transfers between the partnership and its partners subject to the disclosure requirements of Regulations section 1.707-8? Yes No

Sign Here Only if You're Filing This Form Separately and Not With Your Tax Return. 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 general partner or limited liability company member) is based on all information of which preparer has any knowledge.

Signature of general partner or limited liability company member

Date

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name			Firm's EIN	
	Firm's address			Phone no.	

Schedule A Constructive Ownership of Partnership Interest. Check the boxes that apply to the filer. If you check box **b**, enter the name, address, and U.S. taxpayer identification number (if any) of the person(s) whose interest you constructively own. See instructions.

a Owns a direct interest **b** Owns a constructive interest

Name	Address	Identification number (if any)	Check if foreign person	Check if direct partner

Schedule A-1 Certain Partners of Foreign Partnership (see instructions)

Name	Address	Identification number (if any)	Check if foreign person

Schedule A-2 Foreign Partners of Section 721(c) Partnership (see instructions)

Name of foreign partner	Address	Country of organization (if any)	U.S. taxpayer identification number (if any)	Check if related to U.S. transferor	Percentage interest	
					Capital	Profits
				<input type="checkbox"/>	%	%
				<input type="checkbox"/>	%	%

Does the partnership have any other foreign person as a direct partner? Yes No

Schedule A-3 Affiliation Schedule. List all partnerships (foreign or domestic) in which the foreign partnership owns a direct interest or indirectly owns a 10% interest.

Name	Address	EIN (if any)	Total ordinary income or loss	Check if foreign partnership
STMT 46				

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
(446) LAWYERS FOR CIVIL RIGHTS, INC. 61 BATTERYMARCH STREET, 5TH FLOOR BOSTON, MA 02110	N/A	PUBLIC CHARITY	SEE STATEMENT	250,000.
(447) LAWYERS FOR CIVIL RIGHTS, INC. 61 BATTERYMARCH STREET, 5TH FLOOR BOSTON, MA 02110	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	200,000.
(448) LEADS, INC. PO BOX 1531 LAWRENCE, MA 01840	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	175,000.
(449) LEGACY VENTURES PO BOX 951 LAGRANGE, GA 30241	N/A	PUBLIC CHARITY	TO SUPPORT CO-OP POWER'S EDUCATION AND OUTREACH ABOUT COMMUNITY-OWNED SOLAR PROJECTS	150,000.
(450) LEUKEMIA AND LYMPHOMA SOCIETY, INC. 3 INTERNATIONAL DRIVE, SUITE 200 RYE BROOK, NY 10573	N/A	PUBLIC CHARITY	MATCH TO PARTICIPANT JESSE MICHAUD FOR THE "LIGHT THE NIGHT" EVENT ON 9/28 IN PORTSMOUTH, NH	300.
(451) LIARS AND BELIEVERS, INC. 35 FAIRMONT AVENUE CAMBRIDGE, MA 02139	N/A	PUBLIC CHARITY	TO PROVIDE CORE SUPPORT FOR AGORA CULTURAL ARCHITECTS AS PART OF THE CATALYZING VITALITY PROGRAM	50,000.
(452) LIVABLE STREETS TRANSPORTATION ALLIANCE OF BOSTON, INC. 70 PACIFIC STREET CAMBRIDGE, MA 02139	N/A	PUBLIC CHARITY	SEE STATEMENT	220,000.
(453) LIVABLE STREETS TRANSPORTATION ALLIANCE OF BOSTON, INC. 70 PACIFIC STREET CAMBRIDGE, MA 02139	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	450.
(454) LOCAL ENTERPRISE ASSISTANCE FUND 386 WESTERN AVE BOSTON, MA 02135	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	150,000.
(455) LOCAL INITIATIVES SUPPORT CORPORATION 75 KNEELAND STREET, SUITE 1102 BOSTON, MA 02111	N/A	PUBLIC CHARITY	SEE STATEMENT	117,500.
Total from continuation sheets				

**SCHEDULE O
(Form 8865)**

(Rev. October 2021)
Department of the Treasury
Internal Revenue Service

**Transfer of Property to a Foreign Partnership
(Under Section 6038B)**

▶ **Attach to Form 8865. See the Instructions for Form 8865.**
▶ **Go to www.irs.gov/Form8865 for instructions and the latest information.**

OMB No. 1545-1668

Name of transferor **BARR FOUNDATION** Filer's identifying number **04-6579815**

Name of foreign partnership **PEAK XV PARTNERS GROWTH FUND III** EIN (if any) **98-1541969** Reference ID number (see instr) **79**

- 1 a** Is the partnership a section 721(c) partnership (as defined in Regulations section 1.721(c)-1(b)(14))? See instructions Yes No
b If "Yes," was the gain deferral method applied to avoid the recognition of gain upon the contribution of property? Yes No
2 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? Yes No

Part I Transfers Reportable Under Section 6038B

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Recovery period	(f) Section 704(c) allocation method	(g) Gain recognized on transfer
Cash			241,836.				
Stock, notes receivable and payable, and other securities							
Inventory							
Tangible property used in trade or business							
Intangible property described in section 197(f)(9)							
Intangible property, other than intangible property described in section 197(f)(9)							
Other property							
Totals			241,836.				

3 Enter the transferor's percentage interest in the partnership: (a) Before the transfer **.8500** % (b) After the transfer **.8500** %

Supplemental Information Required To Be Reported (see instructions):

Part II Dispositions Reportable Under Section 6038B

(a) Type of property	(b) Date of original transfer	(c) Date of disposition	(d) Manner of disposition	(e) Gain recognized by partnership	(f) Depreciation recapture recognized by partnership	(g) Gain allocated to partner	(h) Depreciation recapture allocated to partner

Part III Is any transfer reported on this schedule subject to gain recognition under section 904(f)(3) or section 904(f)(5)(F)? Yes No

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 8865.

Schedule O (Form 8865) 10-2021

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
(456) LOCAL INITIATIVES SUPPORT CORPORATION 75 KNEELAND STREET, SUITE 1102 BOSTON, MA 02111	N/A	PUBLIC CHARITY	SEE STATEMENT	25,000.
(457) LOON ECHO LAND TRUST, INC. 8 DEPOT STREET, SUITE 4 BRIDGTON, ME 04009	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	750.
(458) LOVE ART COLLECTIVE INC. 123 MULBERRY STREET SPRINGFIELD, MA 01105	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT AS PART OF THE CATALYZING VITALITY PROGRAM	25,000.
(459) LOVIN' SPOONFULS, INC. 189 WELLS AVENUE, SUITE 100 NEWTON, MA 02459	N/A	PUBLIC CHARITY	FOR GENERAL OPERATING SUPPORT	1,500.
(460) LOWELL PUBLIC SCHOOLS 155 MERRIMACK STREET, 4TH FLOOR LOWELL, MA 01852	N/A	PUBLIC SCHOOL	SEE STATEMENT	150,000.
(461) LOWELL PUBLIC SCHOOLS 155 MERRIMACK STREET, 4TH FLOOR LOWELL, MA 01852	N/A	PUBLIC SCHOOL	TO SUPPORT TRANSFORMATION IN LEARNING AND TEACHING TO ADVANCE THE PORTRAIT OF A GRADUATE	175,000.
(462) MACALESTER COLLEGE 1600 GRAND AVENUE SAINT PAUL, MN 55105	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT IN MEMORY OF THEODORE CLEMENT	450.
(463) MADARO FAMILY COMMUNITY FUND, INC. 104 WHITE STREET EAST BOSTON, MA 02128	N/A	PUBLIC CHARITY	TO SUPPORT EASTIE ELVES	300.
(464) MAHAIWE PERFORMING ARTS CENTER, INC. 14 CASTLE STREET, PO BOX 690 GREAT BARRINGTON, MA 01230	N/A	PUBLIC CHARITY	TO PARTICIPATE IN BARR'S CULTURAL EVOLUTION GRANTS PROGRAM	140,000.
(465) MAINE CHARITABLE MECHANIC ASSOCIATION 519 CONGRESS STREET PORTLAND, ME 04101	N/A	PUBLIC CHARITY	FOR GENERAL OPERATING SUPPORT	150.
Total from continuation sheets				

Form **8865**

Return of U.S. Persons With Respect to Certain Foreign Partnerships

OMB No. 1545-1668

Department of the Treasury
Internal Revenue Service

Attach to your tax return.
Go to www.irs.gov/Form8865 for instructions and the latest information.

2024

Information furnished for the foreign partnership's tax year

Attachment Sequence No. **865**

beginning **JAN 1**, 2024, and ending **DEC 31**, 2024

Name of person filing this return

Filer's identification number

04-6579815

BARR FOUNDATION

Filer's address (if you aren't filing this form with your tax return)

A Category of filer (see Categories of Filers in the instructions and check applicable box(es)):

1 2 3 4

B Filer's tax year beginning **JAN 1**, 2024, and ending **DEC 31**, 2024

C Filer's share of liabilities: Nonrecourse \$ Qualified nonrecourse financing \$ Other \$

D If filer is a member of a consolidated group but not the parent, enter the following information about the parent:

Name

EIN

Address

E Check if any excepted specified foreign financial assets are reported on this form. See instructions

F Information about certain other partners (see instructions)

(1) Name	(2) Address	(3) Identification number	(4) Check applicable box(es)		
			Category 1	Category 2	Constructive owner

G1 Name and address of foreign partnership

PEAK XV PARTNERS VENTURE VII LTD

2(a) EIN (if any)

98-1542308

2(b) Reference ID number

80

3 Country under whose laws organized

MAURITIUS

**5TH FLOOR, EBENE ESPLANADE, 24 BANK STREET
CYBERCITY, EBENE, MAURITIUS 72201**

4 Date of organization 05/07/2020	5 Principal place of business MAURITIUS	6 Principal business activity code number 525990	7 Principal business activity VENTURE CAPITAL	8a Functional currency US DOLLAR	8b Exchange rate (see instructions)
--	--	---	--	---	--

H Provide the following information for the foreign partnership's tax year:

1 Name, address, and identification number of agent (if any) in the United States

2 Check if the foreign partnership must file:

Form 1042 Form 8804 Form 1065

Service Center where Form 1065 is filed:

E-FILE

3 Name and address of foreign partnership's agent in country of organization, if any

**INTERNATIONAL PROXIMITY
5FL, EBENE ESPLANADE, 24 BANK ST
CYBERCITY, EBENE, MAURITIUS 72201**

4 Name and address of person(s) with custody of the books and records of the foreign partnership, and the location of such books and records, if different

**PEAK XV PARTNERS VENT VII LTD
5FL, EBENE ESPLANADE, 24 BANK ST
CYBERCITY, EBENE, MAURITIUS 72201**

5 During the tax year, did the foreign partnership pay or accrue any interest or royalty for which the deduction is not allowed under section 267A? See instructions

Yes No

If "Yes," enter the total amount of the disallowed deductions \$

6 Is the partnership a section 721(c) partnership, as defined in Regulations section 1.721(c)-1(b)(14)?

Yes No

7 Were any special allocations made by the foreign partnership?

Yes No

8 Enter the number of Forms 8858, Information Return of U.S. Persons With Respect to Foreign Disregarded Entities (FDEs) and Foreign Branches (FBs), attached to this return. See instructions

9 How is this partnership classified under the law of the country in which it's organized?

LIMITED LIFE CO.

10 a Does the filer have an interest in the foreign partnership, or an interest indirectly through the foreign partnership, that's a separate unit under Regulations section 1.1503(d)-1(b)(4) or part of a combined separate unit under Regulations section 1.1503(d)-1(b)(4)(ii)? If "No," skip question 10b

Yes No

b If "Yes," does the separate unit or combined separate unit have a dual consolidated loss, as defined in Regulations section 1.1503(d)-1(b)(5)(ii)?

Yes No

11 Does this partnership meet both of the following requirements?

- 1. The partnership's total receipts for the tax year were less than \$250,000.
 - 2. The value of the partnership's total assets at the end of the tax year was less than \$1 million.
- If "Yes," don't complete Schedules L, M-1, and M-2.

Yes No

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

Form **8865** (2024)

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
(466) MAINE CLIMATE ACTION NOW 7 PINE STREET BAR HARBOR, ME 04609	N/A	PUBLIC CHARITY	TO SUPPORT A GULF OF MAINE OFFSHORE WIND EDUCATIONAL CAMPAIGN	80,000.
(467) MAINE ENVIRONMENTAL EDUCATION ASSOCIATION 31 WOODSIDE ROAD BRUNSWICK, ME 04011	N/A	PUBLIC CHARITY	TO SUPPORT A LANDSCAPE ANALYSIS OF THE YOUTH CLIMATE MOVEMENT IN MAINE	15,000.
(468) MAINE ISLAND TRAIL ASSOCIATION 100 KENSINGTON STREET, 2ND FLOOR PORTLAND, ME 04103	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	750.
(469) MAINE PEOPLE RESOURCE CENTER 565 CONGRESS STREET PORTLAND, ME 04101	N/A	PUBLIC CHARITY	TO SUPPORT WORK ON CLEAN ENERGY AND THE MAINE FRONTLINE CLIMATE FORMATION	200,000.
(470) MAINE PEOPLE RESOURCE CENTER 565 CONGRESS STREET PORTLAND, ME 04101	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	400,000.
(471) MAKE-A-WISH FOUNDATION OF MA AND RI, INC. 133 FEDERAL STREET, 2ND FLOOR BOSTON, MA 02110	N/A	PUBLIC CHARITY	TO SUPPORT MALDEN CATHOLIC'S FUNDRAISING EFFORTS	750.
(472) MALDEN CATHOLIC HIGH SCHOOL 99 CRYSTAL STREET MALDEN, MA 02148	N/A	CHURCHES	TO SUPPORT THE DAY OF GIVING	300.
(473) MARGARITA MUNIZ ACADEMY FOUNDATION, INC. 20 CHILD STREET BOSTON, MA 01230	N/A	PUBLIC CHARITY	TO SUPPORT TRANSFORMATION IN LEARNING AND TEACHING TO ADVANCE THE PORTRAIT OF A GRADUATE	120,000.
(474) MARGARITA MUNIZ ACADEMY FOUNDATION, INC. 20 CHILD STREET BOSTON, MA 01230	N/A	PUBLIC CHARITY	SEE STATEMENT	500.
(475) MARYMOUNT SCHOOL OF NEW YORK 1026 5TH AVE NEW YORK, NY 10028	N/A	PUBLIC CHARITY	FOR GENERAL SUPPORT	600.
Total from continuation sheets				

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
(476) MASONIC EDUCATION AND CHARITY TRUST 186 TREMONT STREET BOSTON, MA 02111	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	1,125.
(477) MASSACHUSETTS ADVOCATES FOR CHILDREN, INC. 25 KINGSTON STREET, 2ND FLOOR BOSTON, MA 02111	N/A	PUBLIC CHARITY	TO SUPPORT GENERAL OPERATIONS	150,000.
(478) MASSACHUSETTS AFFORDABLE HOUSING ALLIANCE, INC. 1803 DORCHESTER AVENUE DORCHESTER, MA 02124	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	100,000.
(479) MASSACHUSETTS BICYCLE COALITION INCORPORATED 50 MILK STREET, 16TH FLOOR BOSTON, MA 02109	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	60,000.
(480) MASSACHUSETTS BUDGET AND POLICY CENTER, INC. ONE STATE STREET, SUITE 1250 BOSTON, MA 02109	N/A	PUBLIC CHARITY	TO SUPPORT ITS EXECUTIVE TRANSITION	50,000.
(481) MASSACHUSETTS BUDGET AND POLICY CENTER, INC. ONE STATE STREET, SUITE 1250 BOSTON, MA 02109	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	175,000.
(482) MASSACHUSETTS BUDGET AND POLICY CENTER, INC. ONE STATE STREET, SUITE 1250 BOSTON, MA 02109	N/A	PUBLIC CHARITY	TO PROVIDE CONTINUED SUPPORT FOR THE DELIVERING ON EQUITY COLLECTIVE	750,000.
(483) MASSACHUSETTS BUSINESS ALLIANCE FOR EDUCATION, INC. 10 POST OFFICE SQUARE, SUITE 800S BOSTON, MA 02109	N/A	PUBLIC CHARITY	TO SUPPORT GENERAL OPERATIONS	150,000.
(484) MASSACHUSETTS CHARTER PUBLIC SCHOOL ASSOCIATION, INC. 43 BROAD STREET, SUITE C401 HUDSON, MA 01749	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	375,000.
(485) MASSACHUSETTS COMMUNITIES ACTION NETWORK, INC. 14 CUSHING AVENUE DORCHESTER, MA 02125	N/A	PUBLIC CHARITY	SEE STATEMENT	100,000.
Total from continuation sheets				

**SCHEDULE O
(Form 8865)**

(Rev. October 2021)
Department of the Treasury
Internal Revenue Service

**Transfer of Property to a Foreign Partnership
(Under Section 6038B)**

▶ **Attach to Form 8865. See the Instructions for Form 8865.**
▶ **Go to www.irs.gov/Form8865 for instructions and the latest information.**

OMB No. 1545-1668

Name of transferor **BARR FOUNDATION** Filer's identifying number **04-6579815**

Name of foreign partnership **PEAK XV PARTNERS VENTURE VII LTD** EIN (if any) **98-1542308** Reference ID number (see instr) **80**

- 1 a** Is the partnership a section 721(c) partnership (as defined in Regulations section 1.721(c)-1(b)(14))? See instructions Yes No
b If "Yes," was the gain deferral method applied to avoid the recognition of gain upon the contribution of property? Yes No
2 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? Yes No

Part I Transfers Reportable Under Section 6038B

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Recovery period	(f) Section 704(c) allocation method	(g) Gain recognized on transfer
Cash			328,611.				
Stock, notes receivable and payable, and other securities							
Inventory							
Tangible property used in trade or business							
Intangible property described in section 197(f)(9)							
Intangible property, other than intangible property described in section 197(f)(9)							
Other property							
Totals			328,611.				

3 Enter the transferor's percentage interest in the partnership: (a) Before the transfer **.9500** % (b) After the transfer **.9500** %

Supplemental Information Required To Be Reported (see instructions):

Part II Dispositions Reportable Under Section 6038B

(a) Type of property	(b) Date of original transfer	(c) Date of disposition	(d) Manner of disposition	(e) Gain recognized by partnership	(f) Depreciation recapture recognized by partnership	(g) Gain allocated to partner	(h) Depreciation recapture allocated to partner

Part III Is any transfer reported on this schedule subject to gain recognition under section 904(f)(3) or section 904(f)(5)(F)? Yes No

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 8865.

Schedule O (Form 8865) 10-2021

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
(486) MASSACHUSETTS DEPARTMENT OF CONSERVATION AND RECREATION 10 PARK PLAZA, SUITE 6620 BOSTON, MA 02116	N/A	PUBLIC CHARITY	TO SUPPORT ITS 'DCR FOR ALL' INITIATIVE CAMPAIGN	75,000.
(487) MASSACHUSETTS DEPARTMENT OF ELEMENTARY AND SECONDARY EDUCATION 75 PLEASANT STREET MALDEN, MA 02148	N/A	GOVERNMENT	TO SUPPORT THE EXPANSION OF THE INFLUENCE 100 INITIATIVE	175,000.
(488) MASSACHUSETTS DEVELOPMENT FINANCE AGENCY 99 HIGH STREET, 11TH FLOOR BOSTON, MA 02110	N/A	QUASI GOVERNMENT	SEE STATEMENT	305,000.
(489) MASSACHUSETTS DEVELOPMENT FINANCE AGENCY 99 HIGH STREET, 11TH FLOOR BOSTON, MA 02110	N/A	QUASI GOVERNMENT	SEE STATEMENT	805,000.
(490) MASSACHUSETTS DEVELOPMENT FINANCE AGENCY 99 HIGH STREET, 11TH FLOOR BOSTON, MA 02110	N/A	QUASI GOVERNMENT	SEE STATEMENT	1,000,000.
(491) MASSACHUSETTS DEVELOPMENT FINANCE AGENCY 99 HIGH STREET, 11TH FLOOR BOSTON, MA 02110	N/A	QUASI GOVERNMENT	TO SUPPORT CAPACITY FOR IMPLEMENTING RACIAL WEALTH EQUITY INITIATIVES	200,000.
(492) MASSACHUSETTS DOWN SYNDROME CONGRESS 20 BURLINGTON MALL ROAD, SUITE 261 BURLINGTON, MA 01803	N/A	PUBLIC CHARITY	SUPPORT OF TEAM CHARLI'S ANGELS AND THE ROTHWELL FAMILY	300.
(493) MASSACHUSETTS FOUNDATION FOR THE HUMANITIES 66 BRIDGE STREET NORTHAMPTON, MA 01060	N/A	PUBLIC CHARITY	TO SUPPORT EXPAND MASSACHUSETTS STORIES	350,000.
(494) MASSACHUSETTS HISTORICAL SOCIETY 1154 BOYLSTON STREET BOSTON, MA 02215	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	3,750.
(495) MASSACHUSETTS HOUSING PARTNERSHIP FUND BOARD 160 FEDERAL STREET BOSTON, MA 02110	N/A	PUBLIC CHARITY	TO SUPPORT IMPLEMENTATION OF NEW ZONING IN MBTA COMMUNITIES	200,000.
Total from continuation sheets				

Form **8865**

Return of U.S. Persons With Respect to Certain Foreign Partnerships

OMB No. 1545-1668

Attach to your tax return.
Go to www.irs.gov/Form8865 for instructions and the latest information.

2024

Department of the Treasury
Internal Revenue Service

Information furnished for the foreign partnership's tax year

beginning **JAN 1**, 2024, and ending **DEC 31**, 2024

Attachment
Sequence No. **865**

Name of person filing this return

Filer's identification number

04-6579815

BARR FOUNDATION

Filer's address (if you aren't filing this form with your tax return)

A Category of filer (see Categories of Filers in the instructions and check applicable box(es)):

1 2 3 4

B Filer's tax year beginning **JAN 1**, 2024, and ending **DEC 31**, 2024

C Filer's share of liabilities: Nonrecourse \$ _____ Qualified nonrecourse financing \$ _____ Other \$ _____

D If filer is a member of a consolidated group but not the parent, enter the following information about the parent:

Name

EIN

Address

E Check if any excepted specified foreign financial assets are reported on this form. See instructions

F Information about certain other partners (see instructions)

(1) Name	(2) Address	(3) Identification number	(4) Check applicable box(es)		
			Category 1	Category 2	Constructive owner

G1 Name and address of foreign partnership

SEQUOIA CAPITAL US GROWTH FUND IX, L.P.

2800 SAND HILL RD, SUITE 101

MENLO PARK, CA 94025

2(a) EIN (if any)

98-1542302

2(b) Reference ID number

81

3 Country under whose laws organized

CAYMAN ISLANDS

4 Date of organization 02/20/2020	5 Principal place of business CAYMAN ISLANDS	6 Principal business activity code number 525990	7 Principal business activity VENTURE CAPITAL	8a Functional currency US DOLLAR	8b Exchange rate (see instructions)
--	---	---	--	---	--

H Provide the following information for the foreign partnership's tax year:

1 Name, address, and identification number of agent (if any) in the United States

2 Check if the foreign partnership must file:

Form 1042 Form 8804 Form 1065

Service Center where Form 1065 is filed:

E-FILE

3 Name and address of foreign partnership's agent in country of organization, if any

MAPLES CORP SVCS LTD

UGLAND HOUSE S CHURCH ST

GEORGE TOWN, GRAND CAYMAN, CAYMAN IS

4 Name and address of person(s) with custody of the books and records of the foreign partnership, and the location of such books and records, if different

MARIE KLEMCHUK

2800 SAND HILL ROAD, STE 101

MENLO PARK, CA 94025

5 During the tax year, did the foreign partnership pay or accrue any interest or royalty for which the deduction is not allowed under section 267A? See instructions

Yes No

If "Yes," enter the total amount of the disallowed deductions \$ _____

6 Is the partnership a section 721(c) partnership, as defined in Regulations section 1.721(c)-1(b)(14)?

Yes No

7 Were any special allocations made by the foreign partnership?

Yes No

8 Enter the number of Forms 8858, Information Return of U.S. Persons With Respect to Foreign Disregarded Entities (FDEs) and Foreign Branches (FBs), attached to this return. See instructions

9 How is this partnership classified under the law of the country in which it's organized?

PARTNERSHIP

10 a Does the filer have an interest in the foreign partnership, or an interest indirectly through the foreign partnership, that's a separate unit under Regulations section 1.1503(d)-1(b)(4) or part of a combined separate unit under Regulations section 1.1503(d)-1(b)(4)(ii)? If "No," skip question 10b

Yes No

b If "Yes," does the separate unit or combined separate unit have a dual consolidated loss, as defined in Regulations section 1.1503(d)-1(b)(5)(ii)?

Yes No

11 Does this partnership meet both of the following requirements?

- The partnership's total receipts for the tax year were less than \$250,000.
 - The value of the partnership's total assets at the end of the tax year was less than \$1 million.
- If "Yes," don't complete Schedules L, M-1, and M-2.

Yes No

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

Form **8865** (2024)

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
(496) MASSACHUSETTS MUSEUM OF CONTEMPORARY ART FOUNDATION, INC. 1040 MASS MOCA WAY NORTH ADAMS, MA 01247	N/A	PUBLIC CHARITY	SEE STATEMENT	500,000.
(497) MASSACHUSETTS MUSEUM OF CONTEMPORARY ART FOUNDATION, INC. 1040 MASS MOCA WAY NORTH ADAMS, MA 01247	N/A	PUBLIC CHARITY	TO INVEST RISK CAPITAL IN ORGANIZATIONAL AND ARTISTIC LEADERSHIP	250,000.
(498) MASSACHUSETTS MUSEUM OF CONTEMPORARY ART FOUNDATION, INC. 1040 MASS MOCA WAY NORTH ADAMS, MA 01247	N/A	PUBLIC CHARITY	TO PROVIDE CORE SUPPORT FOR THE ASSETS FOR ARTISTS PROGRAM	310,000.
(499) MASSACHUSETTS MUSEUM OF CONTEMPORARY ART FOUNDATION, INC. 1040 MASS MOCA WAY NORTH ADAMS, MA 01247	N/A	PUBLIC CHARITY	TO SUPPORT THE SECOND PHASE OF ITS COMMUNITY DEVELOPMENT AND SUSTAINABILITY INITIATIVES STRATEGY	500,000.
(500) MASSACHUSETTS NONPROFIT NETWORK, INC. 2 ATLANTIC AVENUE, 1ST FLOOR BOSTON, MA 02110	N/A	PUBLIC CHARITY	TO SUPPORT 2025 BARR FOUNDATION MEMBERSHIP DUES	2,500.
(501) MASSACHUSETTS NONPROFIT NETWORK, INC. 2 ATLANTIC AVENUE, 1ST FLOOR BOSTON, MA 02110	N/A	PUBLIC CHARITY	TO SUPPORT STRATEGIC PLANNING EFFORTS	30,000.
(502) MASSACHUSETTS NONPROFIT NETWORK, INC. 2 ATLANTIC AVENUE, 1ST FLOOR BOSTON, MA 02110	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	125,000.
(503) MASSACHUSETTS PUBLIC HEALTH ASSOCIATION 50 FEDERAL STREET, 8TH FLOOR BOSTON, MA 02110	N/A	PUBLIC CHARITY	SEE STATEMENT	100,000.
(504) MASSACHUSETTS PUBLIC HEALTH ASSOCIATION 50 FEDERAL STREET, 8TH FLOOR BOSTON, MA 02110	N/A	PUBLIC CHARITY	SEE STATEMENT	125,000.
(505) MASSACHUSETTS SCHOOL ADMINISTRATORS ASSOCIATION, INC. 33 FORGE PKWY FRANKLIN, MA 02038	N/A	PUBLIC CHARITY	SEE STATEMENT	475,000.
Total from continuation sheets				

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
(506) MASSACHUSETTS SENIOR ACTION COUNCIL, INC. 108 MYRTLE STREET, SUITE 112 QUINCY, MA 02171	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	140,000.
(507) MASSACHUSETTS SOCIETY FOR THE PREVENTION OF CRUELTY TO ANIMALS 350 SOUTH HUNTINGTON AVENUE BOSTON, MA 02130	N/A	PUBLIC CHARITY	MATCHING GIFT IN MEMORY OF MULLIGAN QUIRK	300.
(508) MASSACHUSETTS TAXPAYERS FOUNDATION, INC. 333 WASHINGTON STREET, SUITE 853 BOSTON, MA 02108	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	75,000.
(509) MASSACHUSETTS VOTER EDUCATION NETWORK, INC. 55 ROXBURY STREET, #191746 BOSTON, MA 02119	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	25,000.
(510) MASSCREATIVE, INC. 15 CHANNEL CENTER STREET, SUITE 103 BOSTON, MA 02210	N/A	PUBLIC CHARITY	TO SUPPORT MASSCREATIVE IN ITS CREATE THE VOTE INITIATIVE	225,000.
(511) MASSCREATIVE, INC. 15 CHANNEL CENTER STREET, SUITE 103 BOSTON, MA 02210	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	250,000.
(512) MEDFORD PUBLIC SCHOOLS 489 WINTHROP STREET MEDFORD, MA 02155	N/A	PUBLIC SCHOOL	TO ACTUALIZE THE INSTRUCTIONAL VISION AT MEDFORD HIGH SCHOOL	100,000.
(513) MEDIA IMPACT FUNDERS, INC. 200 WEST WASHINGTON SQ, SUITE 220 PHILADELPHIA, PA 19106	N/A	PUBLIC CHARITY	TO SUPPORT 2024 BARR FOUNDATION MEMBERSHIP DUES	5,000.
(514) MELROSE PTO, INC. 37 GLENDOWER ROAD MELROSE, MA 02176	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	150.
(515) MERRIMACK REPERTORY THEATRE 132 WARREN STREET LOWELL, MA 01852	N/A	PUBLIC CHARITY	TO SUPPORT BUSINESS MODEL TRANSFORMATION WORK WITH CONSULTANT, SECTORWIND LLC	20,000.
Total from continuation sheets				

**SCHEDULE O
(Form 8865)**

(Rev. October 2021)
Department of the Treasury
Internal Revenue Service

**Transfer of Property to a Foreign Partnership
(Under Section 6038B)**

▶ **Attach to Form 8865. See the Instructions for Form 8865.**
▶ **Go to www.irs.gov/Form8865 for instructions and the latest information.**

OMB No. 1545-1668

Name of transferor **BARR FOUNDATION** Filer's identifying number **04-6579815**

Name of foreign partnership **SEQUOIA CAPITAL US GROWTH FUND IX** EIN (if any) **98-1542302** Reference ID number (see instr) **81**

- 1 a** Is the partnership a section 721(c) partnership (as defined in Regulations section 1.721(c)-1(b)(14))? See instructions Yes No
b If "Yes," was the gain deferral method applied to avoid the recognition of gain upon the contribution of property? Yes No
2 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? Yes No

Part I Transfers Reportable Under Section 6038B

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Recovery period	(f) Section 704(c) allocation method	(g) Gain recognized on transfer
Cash			1,247,240.				
Stock, notes receivable and payable, and other securities							
Inventory							
Tangible property used in trade or business							
Intangible property described in section 197(f)(9)							
Intangible property, other than intangible property described in section 197(f)(9)							
Other property							
Totals			1,247,240.				

3 Enter the transferor's percentage interest in the partnership: (a) Before the transfer **1.0600** % (b) After the transfer **1.0600** %

Supplemental Information Required To Be Reported (see instructions):

Part II Dispositions Reportable Under Section 6038B

(a) Type of property	(b) Date of original transfer	(c) Date of disposition	(d) Manner of disposition	(e) Gain recognized by partnership	(f) Depreciation recapture recognized by partnership	(g) Gain allocated to partner	(h) Depreciation recapture allocated to partner

Part III Is any transfer reported on this schedule subject to gain recognition under section 904(f)(3) or section 904(f)(5)(F)? Yes No

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 8865.

Schedule O (Form 8865) 10-2021

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
(516) MERRIMACK VALLEY REGIONAL TRANSIT AUTHORITY 85 RAILROAD AVENUE HAVERHILL, MA 01835	N/A	QUASI GOVERNMENT	TO SUPPORT RIDER-FOCUSED TRANSIT INNOVATION	250,000.
(517) METROPOLITAN AREA PLANNING COUNCIL 60 TEMPLE PLACE BOSTON, MA 02111	N/A	QUASI GOVERNMENT	SEE STATEMENT	250,000.
(518) METROPOLITAN AREA PLANNING COUNCIL 60 TEMPLE PLACE BOSTON, MA 02111	N/A	QUASI GOVERNMENT	TO SUPPORT PROGRAM DESIGN AND MANAGEMENT OF THE COMMUNITY HEAT RESILIENCE PILOT	36,500.
(519) METROPOLITAN AREA PLANNING COUNCIL 60 TEMPLE PLACE BOSTON, MA 02111	N/A	QUASI GOVERNMENT	TO SUPPORT PROGRAM DESIGN AND MANAGEMENT OF THE COMMUNITY HEAT RESILIENCE PILOT	36,500.
(520) METROPOLITAN AREA PLANNING COUNCIL 60 TEMPLE PLACE BOSTON, MA 02111	N/A	QUASI GOVERNMENT	TO SUPPORT A CLIMATE RESILIENCE MINI-GRANT PROGRAM	125,000.
(521) METROPOLITAN AREA PLANNING COUNCIL 60 TEMPLE PLACE BOSTON, MA 02111	N/A	QUASI GOVERNMENT	SEE STATEMENT	125,000.
(522) METROPOLITAN AREA PLANNING COUNCIL 60 TEMPLE PLACE BOSTON, MA 02111	N/A	QUASI GOVERNMENT	TO SUPPORT MOBILITY, CLEAN ENERGY, AND CLIMATE RESILIENCY PLANNING	500,000.
(523) METROPOLITAN AREA PLANNING COUNCIL 60 TEMPLE PLACE BOSTON, MA 02111	N/A	QUASI GOVERNMENT	TO SUPPORT MOBILITY, CLEAN ENERGY, AND CLIMATE RESILIENCY PLANNING	300,000.
(524) METROPOLITAN AREA PLANNING COUNCIL 60 TEMPLE PLACE BOSTON, MA 02111	N/A	QUASI GOVERNMENT	TO SUPPORT MOBILITY, CLEAN ENERGY, AND CLIMATE RESILIENCY PLANNING	200,000.
(525) MILLBURY PUBLIC SCHOOLS 12 MARTIN STREET MILLBURY, MA 01527	N/A	PUBLIC SCHOOL	SEE STATEMENT	185,000.
Total from continuation sheets				

Form **8865**

Return of U.S. Persons With Respect to Certain Foreign Partnerships

OMB No. 1545-1668

Attach to your tax return.
Go to www.irs.gov/Form8865 for instructions and the latest information.

2024

Department of the Treasury
Internal Revenue Service

Information furnished for the foreign partnership's tax year

beginning **JAN 1**, 2024, and ending **DEC 31**, 2024

Attachment
Sequence No. **865**

Name of person filing this return

Filer's identification number

04-6579815

BARR FOUNDATION

Filer's address (if you aren't filing this form with your tax return)

A Category of filer (see Categories of Filers in the instructions and check applicable box(es)):

1 2 3 4

B Filer's tax year beginning **JAN 1**, 2024, and ending **DEC 31**, 2024

C Filer's share of liabilities: Nonrecourse \$ _____ Qualified nonrecourse financing \$ _____ Other \$ _____

D If filer is a member of a consolidated group but not the parent, enter the following information about the parent:

Name

EIN

Address

E Check if any excepted specified foreign financial assets are reported on this form. See instructions

F Information about certain other partners (see instructions)

(1) Name	(2) Address	(3) Identification number	(4) Check applicable box(es)		
			Category 1	Category 2	Constructive owner

G1 Name and address of foreign partnership

**SEQUOIA CAPITAL U.S. VENTURE FUND XVII,
L.P.**

**2800 SAND HILL RD, SUITE 101
MENLO PARK, CA 94025**

2(a) EIN (if any)

98-1542549

2(b) Reference ID number

82

3 Country under whose laws organized

CAYMAN ISLANDS

4 Date of organization 02/20/2020	5 Principal place of business CAYMAN ISLANDS	6 Principal business activity code number 525990	7 Principal business activity VENTURE CAPITAL	8a Functional currency US DOLLAR	8b Exchange rate (see instructions)
--	---	---	--	---	--

H Provide the following information for the foreign partnership's tax year:

1 Name, address, and identification number of agent (if any) in the United States

2 Check if the foreign partnership must file:

Form 1042 Form 8804 Form 1065

Service Center where Form 1065 is filed:

E-FILE

3 Name and address of foreign partnership's agent in country of organization, if any

**MAPLES CORP SVCS LTD
UGLAND HOUSE S CHURCH ST
GEORGE TOWN, GRAND CAYMAN, CAYMAN IS**

4 Name and address of person(s) with custody of the books and records of the foreign partnership, and the location of such books and records, if different

**MARIE KLEMCHUK
2800 SAND HILL ROAD, STE 101
MENLO PARK, CA 94025**

5 During the tax year, did the foreign partnership pay or accrue any interest or royalty for which the deduction is not allowed under section 267A? See instructions

Yes No

If "Yes," enter the total amount of the disallowed deductions \$ _____

6 Is the partnership a section 721(c) partnership, as defined in Regulations section 1.721(c)-1(b)(14)?

Yes No

7 Were any special allocations made by the foreign partnership?

Yes No

8 Enter the number of Forms 8858, Information Return of U.S. Persons With Respect to Foreign Disregarded Entities (FDEs) and Foreign Branches (FBs), attached to this return. See instructions

9 How is this partnership classified under the law of the country in which it's organized?

PARTNERSHIP

10 a Does the filer have an interest in the foreign partnership, or an interest indirectly through the foreign partnership, that's a separate unit under Regulations section 1.1503(d)-1(b)(4) or part of a combined separate unit under Regulations section 1.1503(d)-1(b)(4)(ii)? If "No," skip question 10b

Yes No

b If "Yes," does the separate unit or combined separate unit have a dual consolidated loss, as defined in Regulations section 1.1503(d)-1(b)(5)(ii)?

Yes No

11 Does this partnership meet both of the following requirements?

- The partnership's total receipts for the tax year were less than \$250,000.
 - The value of the partnership's total assets at the end of the tax year was less than \$1 million.
- If "Yes," don't complete Schedules L, M-1, and M-2.

Yes No

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

Form **8865** (2024)

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
(526) MISSIONARIES OF AFRICA 1622 21ST STREET, NW WASHINGTON, DC 20009-1089	N/A	CHURCHES	FOR UNRESTRICTED SUPPORT	15,000.
(527) MOHAWK TRAIL REGIONAL SCHOOL DISTRICT 24 ASHFIELD ROAD SHELBURNE FALLS, MA 01370	N/A	PUBLIC SCHOOL	TO SUPPORT THE CONTINUED REDESIGN OF MOHAWK TRAIL REGIONAL SCHOOL	245,000.
(528) MONKEY WATERFALL PO BOX 579 AIEA, HI 96701	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	2,400.
(529) MOTHERS OUT FRONT, INC. PO BOX 55071, #23686 BOSTON, MA 02205	N/A	PUBLIC CHARITY	TO SUPPORT BUILDING A MOVEMENT OF MOTHERS IN MASSACHUSETTS WORKING FOR CLEAN ENERGY AND CLIMATE ACTION	50,000.
(530) MOTHERS OUT FRONT, INC. PO BOX 55071, #23686 BOSTON, MA 02205	N/A	PUBLIC CHARITY	TO SUPPORT BUILDING A MOVEMENT OF MOTHERS IN MASSACHUSETTS WORKING FOR CLEAN ENERGY AND CLIMATE ACTION	100,000.
(531) MOUNT AUBURN HOSPITAL 330 MOUNT AUBURN STREET CAMBRIDGE, MA 02138	N/A	PUBLIC CHARITY	MEMO - TRACY AND LEON PALANDJIAN	15,000.
(532) MOVEMENT STRATEGY CENTER 1625 CLAY STREET, 6TH FLOOR OAKLAND, CA 94612	N/A	PUBLIC CHARITY	SEE STATEMENT	100,000.
(533) MURACO ELEMENTARY SCHOOL PARENTS ASSOCIATION 33 BATES ROAD WINCHESTER, MA 01890	N/A	PUBLIC CHARITY	TO SUPPORT MILO IN THE 2024 FUN RUN (4/11/24)	525.
(534) MURACO ELEMENTARY SCHOOL PARENTS ASSOCIATION 33 BATES ROAD WINCHESTER, MA 01890	N/A	PUBLIC CHARITY	ANNUAL MESPA APPEAL	750.
(535) MUSICA FRANKLIN INC. 324 MAIN STREET GREENFIELD, MA 01301	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT AS PART OF THE CATALYZING VITALITY PROGRAM	50,000.
Total from continuation sheets				

- 12 a** Is the filer of this Form 8865 claiming a foreign-derived intangible income (FDII) deduction (under section 250) with respect to any transaction with the foreign partnership? If "Yes," complete lines 12b, 12c, and 12d. See instructions Yes No
- b** Enter the amount of gross receipts derived from all sales of general property to the foreign partnership that the filer included in its computation of foreign-derived deduction eligible income (FDDEI) _____
- c** Enter the amount of gross receipts derived from all sales of intangible property to the foreign partnership that the filer included in its computation of FDDEI _____
- d** Enter the amount of gross receipts derived from all services provided to the foreign partnership that the filer included in its computation of FDDEI _____
- 13** Enter the number of foreign partners subject to section 864(c)(8) as a result of transferring all or a portion of an interest in the partnership or of receiving a distribution from the partnership _____
- 14** At any time during the tax year were any transfers between the partnership and its partners subject to the disclosure requirements of Regulations section 1.707-8? Yes No

Sign Here Only if You're Filing This Form Separately and Not With Your Tax Return. 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 general partner or limited liability company member) is based on all information of which preparer has any knowledge.

Signature of general partner or limited liability company member

Date

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name			Firm's EIN	
	Firm's address			Phone no.	

Schedule A Constructive Ownership of Partnership Interest. Check the boxes that apply to the filer. If you check box **b**, enter the name, address, and U.S. taxpayer identification number (if any) of the person(s) whose interest you constructively own. See instructions.

a Owns a direct interest **b** Owns a constructive interest

Name	Address	Identification number (if any)	Check if foreign person	Check if direct partner

Schedule A-1 Certain Partners of Foreign Partnership (see instructions)

Name	Address	Identification number (if any)	Check if foreign person

Schedule A-2 Foreign Partners of Section 721(c) Partnership (see instructions)

Name of foreign partner	Address	Country of organization (if any)	U.S. taxpayer identification number (if any)	Check if related to U.S. transferor	Percentage interest	
					Capital	Profits
				<input type="checkbox"/>	%	%
				<input type="checkbox"/>	%	%

Does the partnership have any other foreign person as a direct partner? Yes No

Schedule A-3 Affiliation Schedule. List all partnerships (foreign or domestic) in which the foreign partnership owns a direct interest or indirectly owns a 10% interest.

	Name	Address	EIN (if any)	Total ordinary income or loss	Check if foreign partnership
STMT 49					

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
(536) MYSTIC RIVER WATERSHED ASSOCIATION, INC. 20 ACADEMY STREET, SUITE 306 ARLINGTON, MA 02476	N/A	PUBLIC CHARITY	TO SUPPORT THE PROFESSIONALS OF COLOR IN THE ENVIRONMENT NETWORK IN MASSACHUSETTS	125,000.
(537) MYSTIC RIVER WATERSHED ASSOCIATION, INC. 20 ACADEMY STREET, SUITE 306 ARLINGTON, MA 02476	N/A	PUBLIC CHARITY	TO SUPPORT PROJECTS AND EFFORTS TO DEVELOP CLIMATE RESILIENCE, GREENWAYS, AND WATERFRONT ACCESS	390,000.
(538) MYSTIC RIVER WATERSHED ASSOCIATION, INC. 20 ACADEMY STREET, SUITE 306 ARLINGTON, MA 02476	N/A	PUBLIC CHARITY	TO SUPPORT PROJECTS AND EFFORTS TO DEVELOP CLIMATE RESILIENCE, GREENWAYS, AND WATERFRONT ACCESS	390,000.
(539) MYSTIC RIVER WATERSHED ASSOCIATION, INC. 20 ACADEMY STREET, SUITE 306 ARLINGTON, MA 02476	N/A	PUBLIC CHARITY	TO PROVIDE CORE SUPPORT FOR ITS FRIENDS OF THE MARY ELLEN WELCH GREENWAY PROGRAM	100,000.
(540) MYSTIC RIVER WATERSHED ASSOCIATION, INC. 20 ACADEMY STREET, SUITE 306 ARLINGTON, MA 02476	N/A	PUBLIC CHARITY	TO SUPPORT PROJECTS AND EFFORTS TO DEVELOP CLIMATE RESILIENCE, GREENWAYS, AND WATERFRONT ACCESS	60,000.
(541) MYSTIC RIVER WATERSHED ASSOCIATION, INC. 20 ACADEMY STREET, SUITE 306 ARLINGTON, MA 02476	N/A	PUBLIC CHARITY	TO SUPPORT PROJECTS AND EFFORTS TO DEVELOP CLIMATE RESILIENCE, GREENWAYS, AND WATERFRONT ACCESS	60,000.
(542) NAACP LEGAL DEFENSE AND EDUCATIONAL FUND, INC. 40 RECTOR STREET NEW YORK, NY 10006-1738	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	300.
(543) NACKEY S LOEB SCHOOL OF COMMUNICATIONS, INC. 100 WILLIAM LOEB DRIVE, UNIT 1 MANCHESTER, NH 03109	N/A	PUBLIC CHARITY	SEE STATEMENT	53,000.
(544) NATIONAL ARTS STRATEGIES, INC. 1330 BRADDOCK PLACE, SUITE 230 ALEXANDRIA, VA 22314	N/A	PUBLIC CHARITY	TO SUPPORT THE IMPLEMENTATION PHASE OF THE PROJECT PILOT	500,000.
(545) NATIONAL ARTS STRATEGIES, INC. 1330 BRADDOCK PLACE, SUITE 230 ALEXANDRIA, VA 22314	N/A	PUBLIC CHARITY	TO SUPPORT TWO COHORTS OF CREATIVE COMMUNITY FELLOWS NEW ENGLAND AND ALUMNI ENGAGEMENT ACTIVITIES	325,000.
Total from continuation sheets				

**SCHEDULE O
(Form 8865)**

(Rev. October 2021)
Department of the Treasury
Internal Revenue Service

**Transfer of Property to a Foreign Partnership
(Under Section 6038B)**

▶ **Attach to Form 8865. See the Instructions for Form 8865.**
▶ **Go to www.irs.gov/Form8865 for instructions and the latest information.**

OMB No. 1545-1668

Name of transferor BARR FOUNDATION		Filer's identifying number 04-6579815	
Name of foreign partnership SEQUOIA CAPITAL U.S. VENTURE FUND L.P.		EIN (if any) 98-1542549	Reference ID number (see instr) 82
1 a Is the partnership a section 721(c) partnership (as defined in Regulations section 1.721(c)-1(b)(14))? See instructions		<input type="checkbox"/> Yes	<input type="checkbox"/> No
b If "Yes," was the gain deferral method applied to avoid the recognition of gain upon the contribution of property?		<input type="checkbox"/> Yes	<input type="checkbox"/> No
2 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)?		<input type="checkbox"/> Yes	<input type="checkbox"/> No

Part I Transfers Reportable Under Section 6038B							
Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Recovery period	(f) Section 704(c) allocation method	(g) Gain recognized on transfer
Cash			640,093.				
Stock, notes receivable and payable, and other securities							
Inventory							
Tangible property used in trade or business							
Intangible property described in section 197(f)(9)							
Intangible property, other than intangible property described in section 197(f)(9)							
Other property							
Totals			640,093.				

3 Enter the transferor's percentage interest in the partnership: (a) Before the transfer **1.2300** % (b) After the transfer **1.2300** %

Supplemental Information Required To Be Reported (see instructions):

Part II Dispositions Reportable Under Section 6038B							
(a) Type of property	(b) Date of original transfer	(c) Date of disposition	(d) Manner of disposition	(e) Gain recognized by partnership	(f) Depreciation recapture recognized by partnership	(g) Gain allocated to partner	(h) Depreciation recapture allocated to partner

Part III Is any transfer reported on this schedule subject to gain recognition under section 904(f)(3) or section 904(f)(5)(F)? Yes No

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
(546) NATIONAL ASSOCIATION OF CITY TRANSPORTATION OFFICIALS, INC. 120 PARK AVENUE, 21ST FLOOR NEW YORK, NY 10017	N/A	PUBLIC CHARITY	SEE STATEMENT	75,000.
(547) NATIONAL ASSOCIATION OF CITY TRANSPORTATION OFFICIALS, INC. 120 PARK AVENUE, 21ST FLOOR NEW YORK, NY 10017	N/A	PUBLIC CHARITY	TO SUPPORT GUIDANCE AND CAPACITY BUILDING FOR THE PUBLIC SECTOR TRANSPORTATION FIELD	200,000.
(548) NATIONAL CENTER FOR CIVIC INNOVATION, INC. 121 SIXTH AVENUE NEW YORK, NY 10013	N/A	PUBLIC CHARITY	SEE STATEMENT	300,000.
(549) NATIONAL CENTER FOR CIVIC INNOVATION, INC. 121 SIXTH AVENUE NEW YORK, NY 10013	N/A	PUBLIC CHARITY	TO SUPPORT LEVERAGING TRANSFORMATIONAL LEARNING EXPERIENCES (TLES) TO ACCELERATE INSTRUCTIONAL PROGRESS	300,000.
(550) NATIONAL CENTER FOR CIVIC INNOVATION, INC. 121 SIXTH AVENUE NEW YORK, NY 10013	N/A	PUBLIC CHARITY	SEE STATEMENT	405,000.
(551) NATIONAL CENTER FOR CIVIC INNOVATION, INC. 121 SIXTH AVENUE NEW YORK, NY 10013	N/A	PUBLIC CHARITY	SEE STATEMENT	1,180,000.
(552) NATIONAL CENTER FOR CIVIC INNOVATION, INC. 121 SIXTH AVENUE NEW YORK, NY 10013	N/A	PUBLIC CHARITY	SEE STATEMENT	1,550,000.
(553) NATIONAL COMMITTEE FOR RESPONSIVE PHILANTHROPY 1900 L STREET NW, SUITE 825 WASHINGTON, DC 20036	N/A	PUBLIC CHARITY	TO PROVIDE MEMBER SUPPORT FOR 2024 TO THE NCRP	20,000.
(554) NATIONAL CONSUMER LAW CENTER, INC. 7 WINTHROP SQUARE, 4TH FLOOR BOSTON, MA 02110	N/A	PUBLIC CHARITY	TO SUPPORT ENHANCED CONSUMER PROTECTION FOR CLEAN ENERGY AND EXTREME HEAT IN NEW ENGLAND	45,000.
(555) NATIONAL COUNCIL OF NONPROFITS 1001 G STREET NW, SUITE 700 EAST WASHINGTON, DC 20001	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT AND SUPPORT FOR THE LEADERSHIP TRANSITION PROCESS	160,000.
Total from continuation sheets				

Form **8865**

Return of U.S. Persons With Respect to Certain Foreign Partnerships

OMB No. 1545-1668

Department of the Treasury
Internal Revenue Service

Attach to your tax return.
Go to www.irs.gov/Form8865 for instructions and the latest information.

2024

Information furnished for the foreign partnership's tax year

Attachment Sequence No. **865**

beginning **JAN 1**, 2024, and ending **DEC 31**, 2024

Name of person filing this return

Filer's identification number

04-6579815

BARR FOUNDATION

Filer's address (if you aren't filing this form with your tax return)

A Category of filer (see Categories of Filers in the instructions and check applicable box(es)):

1 2 3 4

B Filer's tax year beginning **JAN 1**, 2024, and ending **DEC 31**, 2024

C Filer's share of liabilities: Nonrecourse \$ _____ Qualified nonrecourse financing \$ _____ Other \$ _____

D If filer is a member of a consolidated group but not the parent, enter the following information about the parent:

Name

EIN

Address

E Check if any excepted specified foreign financial assets are reported on this form. See instructions

F Information about certain other partners (see instructions)

(1) Name	(2) Address	(3) Identification number	(4) Check applicable box(es)		
			Category 1	Category 2	Constructive owner

G1 Name and address of foreign partnership

**GENERAL ATLANTIC BNZ COMPANION FUND
(LUX) SCSP
677 WASHINGTON BLVD., 8TH FLOOR
STAMFORD, CT 06901**

2(a) EIN (if any)

98-1635869

2(b) Reference ID number

87

3 Country under whose laws organized

LUXEMBOURG

4 Date of organization 12/10/2021	5 Principal place of business LUXEMBOURG	6 Principal business activity code number 523900	7 Principal business activity INVESTMENTS	8a Functional currency US DOLLAR	8b Exchange rate (see instructions)
--	---	---	--	---	--

H Provide the following information for the foreign partnership's tax year:

1 Name, address, and identification number of agent (if any) in the United States
**GENERAL ATLANTIC SERVICE COMPANY, LP,
677 WASHINGTON BLVD., 8TH FLOOR
STAMFORD, CT 06901**

2 Check if the foreign partnership must file:

Form 1042 Form 8804 Form 1065

Service Center where Form 1065 is filed:

E-FILE

3 Name and address of foreign partnership's agent in country of organization, if any

4 Name and address of person(s) with custody of the books and records of the foreign partnership, and the location of such books and records, if different

5 During the tax year, did the foreign partnership pay or accrue any interest or royalty for which the deduction is not allowed under section 267A? See instructions Yes No

If "Yes," enter the total amount of the disallowed deductions \$ _____

6 Is the partnership a section 721(c) partnership, as defined in Regulations section 1.721(c)-1(b)(14)? Yes No

7 Were any special allocations made by the foreign partnership? Yes No

8 Enter the number of Forms 8858, Information Return of U.S. Persons With Respect to Foreign Disregarded Entities (FDEs) and Foreign Branches (FBs), attached to this return. See instructions _____

9 How is this partnership classified under the law of the country in which it's organized? **PARTNERSHIP**

10 a Does the filer have an interest in the foreign partnership, or an interest indirectly through the foreign partnership, that's a separate unit under Regulations section 1.1503(d)-1(b)(4) or part of a combined separate unit under Regulations section 1.1503(d)-1(b)(4)(ii)? If "No," skip question 10b Yes No

b If "Yes," does the separate unit or combined separate unit have a dual consolidated loss, as defined in Regulations section 1.1503(d)-1(b)(5)(ii)? Yes No

11 Does this partnership meet **both** of the following requirements? Yes No
1. The partnership's total receipts for the tax year were less than \$250,000.
2. The value of the partnership's total assets at the end of the tax year was less than \$1 million.
If "Yes," **don't** complete Schedules L, M-1, and M-2.

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

Form **8865** (2024)

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
(556) NATIONAL COUNCIL ON TEACHER QUALITY 1032 15TH STREET NW, #242 WASHINGTON, DC 20005	N/A	PUBLIC CHARITY	SEE STATEMENT	200,000.
(557) NATIONAL ENDOWMENT FOR DEMOCRACY 1201 PENNSYLVANIA AVE NW, STE 1100 WASHINGTON, DC 20004	N/A	PUBLIC CHARITY	SEE STATEMENT	1,000.
(558) NATIONAL MULTIPLE SCLEROSIS SOCIETY 733 3RD AVENUE, FLOOR 3 NEW YORK, NY 10017	N/A	PUBLIC CHARITY	TO SUPPORT ALICIA TREMBLAY'S FUNDRAISING EFFORTS FOR BIKE MS: GREAT MAINE GETAWAY 2024	150.
(559) NATIONAL ORGANIZATIONS FOR YOUTH SAFETY 950 NORTH WASHINGTON STREET ALEXANDRIA, VA 22314	N/A	PUBLIC CHARITY	SEE STATEMENT	60,000.
(560) NATIONAL PARENTS UNION, INC. 7 MARION AVENUE WOBURN, MA 01801	N/A	PUBLIC CHARITY	TO PROVIDE CORE SUPPORT FOR NPU'S MASSACHUSETTS WORK	225,000.
(561) NATIONAL PUBLIC EDUCATION SUPPORT FUND 1900 L STREET, NW, SUITE 520 WASHINGTON, DC 20036	N/A	PUBLIC CHARITY	TO SUPPORT 2024 BARR FOUNDATION MEMBERSHIP DUES	10,000.
(562) NATIONAL WILDLIFE FEDERATION 56 COLLEGE STREET, SUITE 101 MONTPELIER, VT 05602	N/A	PUBLIC CHARITY	TO SUPPORT NATIONAL WILDLIFE FEDERATION'S OFFSHORE WIND PROGRAM ACTIVITIES IN NEW ENGLAND	150,000.
(563) NATIVE AMERICANS IN PHILANTHROPY 1140 3RD STREET NORTHEAST WASHINGTON, DC 20002	N/A	PUBLIC CHARITY	TO SUPPORT 2024 BARR MEMBERSHIP DUES	10,000.
(564) NECEC INSTITUTE, INC. 444 SOMERVILLE AVE. SOMERVILLE, MA 02143	N/A	TYPE II	TO EXPAND CLEAN ENERGY IN NEW ENGLAND BY INFORMING POLICY AND REGULATORY DEVELOPMENT	300,000.
(565) NECEC INSTITUTE, INC. 444 SOMERVILLE AVENUE SOMERVILLE, MA 02143	N/A	TYPE II	TO EXPAND CLEAN ENERGY IN NEW ENGLAND BY INFORMING POLICY AND REGULATORY DEVELOPMENT	50,000.
Total from continuation sheets				

- 12 a** Is the filer of this Form 8865 claiming a foreign-derived intangible income (FDII) deduction (under section 250) with respect to any transaction with the foreign partnership? If "Yes," complete lines 12b, 12c, and 12d. See instructions Yes No
- b** Enter the amount of gross receipts derived from all sales of general property to the foreign partnership that the filer included in its computation of foreign-derived deduction eligible income (FDDEI) _____
- c** Enter the amount of gross receipts derived from all sales of intangible property to the foreign partnership that the filer included in its computation of FDDEI _____
- d** Enter the amount of gross receipts derived from all services provided to the foreign partnership that the filer included in its computation of FDDEI _____
- 13** Enter the number of foreign partners subject to section 864(c)(8) as a result of transferring all or a portion of an interest in the partnership or of receiving a distribution from the partnership _____
- 14** At any time during the tax year were any transfers between the partnership and its partners subject to the disclosure requirements of Regulations section 1.707-8? Yes No

Sign Here Only if You're Filing This Form Separately and Not With Your Tax Return. 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 general partner or limited liability company member) is based on all information of which preparer has any knowledge.

Signature of general partner or limited liability company member

Date

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name			Firm's EIN	
	Firm's address			Phone no.	

Schedule A Constructive Ownership of Partnership Interest. Check the boxes that apply to the filer. If you check box **b**, enter the name, address, and U.S. taxpayer identification number (if any) of the person(s) whose interest you constructively own. See instructions.

a Owns a direct interest **b** Owns a constructive interest

Name	Address	Identification number (if any)	Check if foreign person	Check if direct partner

Schedule A-1 Certain Partners of Foreign Partnership (see instructions)

Name	Address	Identification number (if any)	Check if foreign person

Schedule A-2 Foreign Partners of Section 721(c) Partnership (see instructions)

Name of foreign partner	Address	Country of organization (if any)	U.S. taxpayer identification number (if any)	Check if related to U.S. transferor	Percentage interest	
					Capital	Profits
				<input type="checkbox"/>	%	%
				<input type="checkbox"/>	%	%

Does the partnership have any other foreign person as a direct partner? Yes No

Schedule A-3 Affiliation Schedule. List all partnerships (foreign or domestic) in which the foreign partnership owns a direct interest or indirectly owns a 10% interest.

Name	Address	EIN (if any)	Total ordinary income or loss	Check if foreign partnership

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
(566) NECTAR COMMUNITY INVESTMENTS, INC. 50 ISLAND STREET, ENTRY B, SUITE 103 LAWRENCE, MA 01840	N/A	PUBLIC CHARITY	TO SUPPORT COMMUNITY AND ECONOMIC DEVELOPMENT PROGRAMMING	450,000.
(567) NECTAR COMMUNITY INVESTMENTS, INC. 50 ISLAND STREET, ENTRY B, SUITE 103 LAWRENCE, MA 01840	N/A	PUBLIC CHARITY	TO SUPPORT COMMUNITY AND ECONOMIC DEVELOPMENT PROGRAMMING	500,000.
(568) NEIGHBOR TO NEIGHBOR MASSACHUSETTS EDUCATION FUND, INC. 29 ENDICOTT STREET WORCESTER, MA 01610	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	162,500.
(569) NEIGHBOR TO NEIGHBOR MASSACHUSETTS EDUCATION FUND, INC. 29 ENDICOTT STREET WORCESTER, MA 01610	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	125,000.
(570) NEIGHBOR TO NEIGHBOR MASSACHUSETTS EDUCATION FUND, INC. 29 ENDICOTT STREET WORCESTER, MA 01610	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	62,500.
(571) NEIGHBORHOOD HOUSING SERVICES OF NEW HAVEN, INC. 333 SHERMAN AVENUE NEW HAVEN, CT 06511	N/A	PUBLIC CHARITY	SEE STATEMENT	125,000.
(572) NEW BEDFORD CORPORATION 1213 PURCHASE STREET NEW BEDFORD, MA 02740	N/A	PUBLIC CHARITY	TO PROVIDE CORE SUPPORT FOR NEW BEDFORD CREATIVE	330,000.
(573) NEW ENGLAND AQUARIUM CORPORATION 1 CENTRAL WHARF BOSTON, MA 02110	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	300.
(574) NEW ENGLAND AQUARIUM CORPORATION 1 CENTRAL WHARF BOSTON, MA 02110	N/A	PUBLIC CHARITY	TO SUPPORT THE NEXT PHASE OF ITS WATERFRONT FOR ALL VISION	250,000.
(575) NEW ENGLAND FOUNDATION FOR THE ARTS, INC. 321 HARRISON AVE, SUITE 420 BOSTON, MA 02118	N/A	PUBLIC CHARITY	TO SUPPORT STRATEGIC PLANNING AND EARLY IMPLEMENTATION	650,000.
Total from continuation sheets				

**SCHEDULE O
(Form 8865)**

(Rev. October 2021)
Department of the Treasury
Internal Revenue Service

**Transfer of Property to a Foreign Partnership
(Under Section 6038B)**

▶ **Attach to Form 8865. See the Instructions for Form 8865.**
▶ **Go to www.irs.gov/Form8865 for instructions and the latest information.**

OMB No. 1545-1668

Name of transferor BARR FOUNDATION		Filer's identifying number 04-6579815	
Name of foreign partnership GENERAL ATLANTIC BNZ COMPANION FU (LUX) SCSP	EIN (if any) 98-1635869	Reference ID number (see instr) 87	
1 a Is the partnership a section 721(c) partnership (as defined in Regulations section 1.721(c)-1(b)(14))? See instructions		<input type="checkbox"/> Yes	<input type="checkbox"/> No
b If "Yes," was the gain deferral method applied to avoid the recognition of gain upon the contribution of property?		<input type="checkbox"/> Yes	<input type="checkbox"/> No
2 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)?		<input type="checkbox"/> Yes	<input type="checkbox"/> No

Part I Transfers Reportable Under Section 6038B							
Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Recovery period	(f) Section 704(c) allocation method	(g) Gain recognized on transfer
Cash			2,342,416.				
Stock, notes receivable and payable, and other securities							
Inventory							
Tangible property used in trade or business							
Intangible property described in section 197(f)(9)							
Intangible property, other than intangible property described in section 197(f)(9)							
Other property							
Totals			2,342,416.				

3 Enter the transferor's percentage interest in the partnership: (a) Before the transfer **.4500** % (b) After the transfer **.4500** %

Supplemental Information Required To Be Reported (see instructions):

Part II Dispositions Reportable Under Section 6038B							
(a) Type of property	(b) Date of original transfer	(c) Date of disposition	(d) Manner of disposition	(e) Gain recognized by partnership	(f) Depreciation recapture recognized by partnership	(g) Gain allocated to partner	(h) Depreciation recapture allocated to partner

Part III Is any transfer reported on this schedule subject to gain recognition under section 904(f)(3) or section 904(f)(5)(F)? Yes No

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
(576) NEW ENGLAND FOUNDATION FOR THE ARTS, INC. 321 HARRISON AVE, SUITE 420 BOSTON, MA 02118	N/A	PUBLIC CHARITY	TO FURTHER INSTILL A SPATIAL JUSTICE LENS IN THE PUBLIC ART PROGRAMS	750,000.
(577) NEW ENGLAND FOUNDATION FOR THE ARTS, INC. 321 HARRISON AVE, SUITE 420 BOSTON, MA 02118	N/A	PUBLIC CHARITY	TO FURTHER INSTILL A SPATIAL JUSTICE LENS IN THE PUBLIC ART PROGRAMS	200,000.
(578) NEW ENGLAND GRASSROOTS ENVIRONMENT FUND, INC. PO BOX 611 NEWMARKET, NH 03857	N/A	PUBLIC CHARITY	TO SUPPORT GRASSROOTS ENGAGEMENT THAT PROMOTES CLEAN ENERGY DEPLOYMENT IN NEW ENGLAND	80,000.
(579) NEW ENGLAND GRASSROOTS ENVIRONMENT FUND, INC. PO BOX 611 NEWMARKET, NH 03857	N/A	PUBLIC CHARITY	TO SUPPORT A REGIONAL FEDERAL FUNDING RESOURCE HUB	565,000.
(580) NEW ENGLAND GRASSROOTS ENVIRONMENT FUND, INC. PO BOX 611 NEWMARKET, NH 03857	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	450.
(581) NEW ENGLAND HUMANE SOCIETY INC. 44 MARTIN STREET CUMBERLAND, RI 02864	N/A	PUBLIC CHARITY	FOR GENERAL OPERATING SUPPORT AND TO HELP WITH RECENT FLOODING	600.
(582) NEW ENGLAND REPERTORY ORCHESTRA INC. 31 MADISON AVENUE SPRINGFIELD, MA 01105	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT AS PART OF THE CATALYZING VITALITY PROGRAM	50,000.
(583) NEW HAMPSHIRE LEARNING INITIATIVE, INC. 155 LAFAYETTE ROAD, SUITE 7 NORTH HAMPTON, NH 03862	N/A	PUBLIC CHARITY	FOR CONTINUED SUPPORT OF THE FUTURE LEARNING PATHWAYS COMMUNITY OF PRACTICE FOR NEW HAMPSHIRE DISTRICTS	290,000.
(584) NEW HAVEN ECOLOGY PROJECT, INC. 358 SPRINGSIDE AVENUE NEW HAVEN, CT 06515	N/A	PUBLIC CHARITY	SEE STATEMENT	75,000.
(585) NEW LONDON BARN PLAYHOUSE, INC. PO BOX 9 NEW LONDON, NH 03257	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	1,500.
Total from continuation sheets				

Form **8865**

Return of U.S. Persons With Respect to Certain Foreign Partnerships

OMB No. 1545-1668

Attach to your tax return.
Go to www.irs.gov/Form8865 for instructions and the latest information.

2024

Department of the Treasury
Internal Revenue Service

Information furnished for the foreign partnership's tax year

beginning **JAN 1**, 2024, and ending **DEC 31**, 2024

Attachment Sequence No. **865**

Name of person filing this return

Filer's identification number

04-6579815

BARR FOUNDATION

Filer's address (if you aren't filing this form with your tax return)

A Category of filer (see Categories of Filers in the instructions and check applicable box(es)):

1 2 3 4

B Filer's tax year beginning **JAN 1**, 2024, and ending **DEC 31**, 2024

C Filer's share of liabilities: Nonrecourse \$ Qualified nonrecourse financing \$ Other \$

D If filer is a member of a consolidated group but not the parent, enter the following information about the parent:

Name

EIN

Address

E Check if any excepted specified foreign financial assets are reported on this form. See instructions

F Information about certain other partners (see instructions)

(1) Name	(2) Address	(3) Identification number	(4) Check applicable box(es)		
			Category 1	Category 2	Constructive owner

G1 Name and address of foreign partnership
ACCEL INDIA VII L.P.

2(a) EIN (if any)

98-1649313

2(b) Reference ID number

90

**190 ELGIN AVENUE
GEORGE TOWN, GRAND CAYMAN, CAYMAN ISLANDS KY1**

3 Country under whose laws organized

CAYMAN ISLANDS

4 Date of organization 03/01/2022	5 Principal place of business MAURITIUS	6 Principal business activity code number 525990	7 Principal business activity INVESTMENTS	8a Functional currency US DOLLAR	8b Exchange rate (see instructions)
--	--	---	--	---	--

H Provide the following information for the foreign partnership's tax year:

1 Name, address, and identification number of agent (if any) in the United States

2 Check if the foreign partnership must file:

Form 1042 Form 8804 Form 1065

Service Center where Form 1065 is filed:

E-FILE

3 Name and address of foreign partnership's agent in country of organization, if any

WALKERS CORPORATE LIMITED

190 ELGIN AVENUE

GEORGE TOWN, GRAND CAYMAN, CAYMAN IS

4 Name and address of person(s) with custody of the books and records of the foreign partnership, and the location of such books and records, if different

WALKERS CORPORATE LIMITED

190 ELGIN AVENUE

GEORGE TOWN, GRAND CAYMAN, CAYMAN IS

5 During the tax year, did the foreign partnership pay or accrue any interest or royalty for which the deduction is not allowed under section 267A? See instructions Yes No

If "Yes," enter the total amount of the disallowed deductions \$

6 Is the partnership a section 721(c) partnership, as defined in Regulations section 1.721(c)-1(b)(14)? Yes No

7 Were any special allocations made by the foreign partnership? Yes No

8 Enter the number of Forms 8858, Information Return of U.S. Persons With Respect to Foreign Disregarded Entities (FDEs) and Foreign Branches (FBs), attached to this return. See instructions

9 How is this partnership classified under the law of the country in which it's organized? **LP**

10 a Does the filer have an interest in the foreign partnership, or an interest indirectly through the foreign partnership, that's a separate unit under Regulations section 1.1503(d)-1(b)(4) or part of a combined separate unit under Regulations section 1.1503(d)-1(b)(4)(ii)? If "No," skip question 10b Yes No

b If "Yes," does the separate unit or combined separate unit have a dual consolidated loss, as defined in Regulations section 1.1503(d)-1(b)(5)(ii)? Yes No

11 Does this partnership meet both of the following requirements?

1. The partnership's total receipts for the tax year were less than \$250,000.

2. The value of the partnership's total assets at the end of the tax year was less than \$1 million.

If "Yes," don't complete Schedules L, M-1, and M-2. Yes No

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

Form **8865** (2024)

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
(586) NEW VENTURE FUND 1828 L STREET, NW, SUITE 300-A WASHINGTON, DC 20036	N/A	PUBLIC CHARITY	TO SUPPORT THE PROJECT FOR ADOLESCENT LITERACY	100,000.
(587) NEW VENTURE FUND 1828 L STREET, NW, SUITE 300-A WASHINGTON, DC 20036	N/A	PUBLIC CHARITY	TO PROVIDE CORE SUPPORT TO LEADING NOW TO PROVIDE PROGRAMMING TO SUPERINTENDENTS IN NEW ENGLAND	650,000.
(588) NEW WORLD FOUNDATION 627 WEST END AVENUE NEW YORK, NY 10024	N/A	PUBLIC CHARITY	SEE STATEMENT	225,000.
(589) NEW WORLD FOUNDATION 627 WEST END AVENUE NEW YORK, NY 10024	N/A	PUBLIC CHARITY	SEE STATEMENT	100,000.
(590) NEWARK MUSEUM ASSOCIATION 49 WASHINGTON STREET NEWARK, NJ 07102	N/A	PUBLIC CHARITY	IN MEMORY OF WILLIAM G CONNOLLY, JR.	450.
(591) NEWPORT PUBLIC EDUCATION FOUNDATION, INC. 320 THAMES STREET, #1237 NEWPORT, RI 02840-7268	N/A	PUBLIC CHARITY	SEE STATEMENT	135,000.
(592) NONPROFIT CENTER OF THE BERKSHIRES, INC. PO BOX 388 GREAT BARRINGTON, MA 01230	N/A	PUBLIC CHARITY	TO PROVIDE CORE SUPPORT TO LATINAS 413 AS PART OF THE CATALYZING VITALITY PROGRAM	25,000.
(593) NONPROFIT CENTER OF THE BERKSHIRES, INC. PO BOX 388 GREAT BARRINGTON, MA 01230	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL SUPPORT	25,000.
(594) NORTH AMERICAN COUNCIL FOR ONLINE LEARNING, LTD 1100 N. GLEBE ROAD, SUITE 1010 ARLINGTON, VA 22201	N/A	PUBLIC CHARITY	FOR GENERAL OPERATING SUPPORT	250,000.
(595) NORTH READING PUBLIC SCHOOLS 189 PARK STREET NORTH READING, MA 01864	N/A	PUBLIC SCHOOL	TO SUPPORT BROOKE MORRIS' FUNDRAISING EFFORTS FOR NORTH READING FIELD HOCKEY	150.
Total from continuation sheets				

- 12 a** Is the filer of this Form 8865 claiming a foreign-derived intangible income (FDII) deduction (under section 250) with respect to any transaction with the foreign partnership? If "Yes," complete lines 12b, 12c, and 12d. See instructions Yes No
- b** Enter the amount of gross receipts derived from all sales of general property to the foreign partnership that the filer included in its computation of foreign-derived deduction eligible income (FDDEI) _____
- c** Enter the amount of gross receipts derived from all sales of intangible property to the foreign partnership that the filer included in its computation of FDDEI _____
- d** Enter the amount of gross receipts derived from all services provided to the foreign partnership that the filer included in its computation of FDDEI _____
- 13** Enter the number of foreign partners subject to section 864(c)(8) as a result of transferring all or a portion of an interest in the partnership or of receiving a distribution from the partnership _____
- 14** At any time during the tax year were any transfers between the partnership and its partners subject to the disclosure requirements of Regulations section 1.707-8? Yes No

Sign Here Only if You're Filing This Form Separately and Not With Your Tax Return. 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 general partner or limited liability company member) is based on all information of which preparer has any knowledge.

Signature of general partner or limited liability company member

Date

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name			Firm's EIN	
	Firm's address			Phone no.	

Schedule A Constructive Ownership of Partnership Interest. Check the boxes that apply to the filer. If you check box **b**, enter the name, address, and U.S. taxpayer identification number (if any) of the person(s) whose interest you constructively own. See instructions.

a Owns a direct interest **b** Owns a constructive interest

Name	Address	Identification number (if any)	Check if foreign person	Check if direct partner

Schedule A-1 Certain Partners of Foreign Partnership (see instructions)

Name	Address	Identification number (if any)	Check if foreign person

Schedule A-2 Foreign Partners of Section 721(c) Partnership (see instructions)

Name of foreign partner	Address	Country of organization (if any)	U.S. taxpayer identification number (if any)	Check if related to U.S. transferor	Percentage interest	
					Capital	Profits
				<input type="checkbox"/>	%	%
				<input type="checkbox"/>	%	%

Does the partnership have any other foreign person as a direct partner? Yes No

Schedule A-3 Affiliation Schedule. List all partnerships (foreign or domestic) in which the foreign partnership owns a direct interest or indirectly owns a 10% interest.

Name	Address	EIN (if any)	Total ordinary income or loss	Check if foreign partnership
STMT 50				

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
(596) NORTH READING YOUTH SOCCER PO BOX 249 NORTH READING, MA 01864	N/A	PUBLIC CHARITY	UNRESTRICTED SPONSORSHIP OF THE FALL KICKOFF CLASSIC FUNDRAISER	600.
(597) NORTH SHORE COMMUNITY DEVELOPMENT COALITION, INC. 96 LAFAYETTE STREET, 2ND FLOOR SALEM, MA 01970	N/A	PUBLIC CHARITY	TO SUPPORT THE PUNTO URBAN ART MUSEUM	255,000.
(598) NORTH SHORE COMMUNITY DEVELOPMENT COALITION, INC. 96 LAFAYETTE STREET, 2ND FLOOR SALEM, MA 01970	N/A	PUBLIC CHARITY	TO PARTICIPATE IN THE COMMUNITY HEAT RESILIENCE PILOT PROGRAM	25,000.
(599) NORTH SHORE COMMUNITY DEVELOPMENT COALITION, INC. 96 LAFAYETTE STREET, 2ND FLOOR SALEM, MA 01970	N/A	PUBLIC CHARITY	TO PARTICIPATE IN THE COMMUNITY HEAT RESILIENCE PILOT PROGRAM	25,000.
(600) NORTHEAST ENERGY EFFICIENCY PARTNERSHIPS, INC. 24 SCHOOL STREET BOSTON, MA 02108	N/A	PUBLIC CHARITY	TO SUPPORT FEES FOR CONFERENCE REGISTRATIONS FOR THE 2024 NEEP SUMMIT	5,000.
(601) NORTHEAST ENERGY EFFICIENCY PARTNERSHIPS, INC. 24 SCHOOL STREET BOSTON, MA 02108	N/A	PUBLIC CHARITY	SEE STATEMENT	150,000.
(602) NOW AND THERE, INC. 186 SOUTH STREET, SUITE 301 BOSTON, MA 02111	N/A	PUBLIC CHARITY	TO SUPPORT OPERATIONS	405,000.
(603) OFF-KENDRIK INC. 106 BURT STREET NORTON, MA 02766	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT AS PART OF THE CATALYZING VITALITY PROGRAM	25,000.
(604) ONE SQUARE WORLD 71 PETER PARLEY ROAD BOSTON, MA 02130	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	2,000.
(605) ONE SQUARE WORLD 71 PETER PARLEY ROAD BOSTON, MA 02130	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	300,000.
Total from continuation sheets				

**SCHEDULE O
(Form 8865)**

(Rev. October 2021)
Department of the Treasury
Internal Revenue Service

**Transfer of Property to a Foreign Partnership
(Under Section 6038B)**

▶ **Attach to Form 8865. See the Instructions for Form 8865.**
▶ **Go to www.irs.gov/Form8865 for instructions and the latest information.**

OMB No. 1545-1668

Name of transferor **BARR FOUNDATION** Filer's identifying number **04-6579815**

Name of foreign partnership **ACCEL INDIA VII L.P.** EIN (if any) **98-1649313** Reference ID number (see instr) **90**

- 1 a** Is the partnership a section 721(c) partnership (as defined in Regulations section 1.721(c)-1(b)(14))? See instructions Yes No
- b** If "Yes," was the gain deferral method applied to avoid the recognition of gain upon the contribution of property? Yes No
- 2** Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? Yes No

Part I Transfers Reportable Under Section 6038B

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Recovery period	(f) Section 704(c) allocation method	(g) Gain recognized on transfer
Cash			1,362,500.				
Stock, notes receivable and payable, and other securities							
Inventory							
Tangible property used in trade or business							
Intangible property described in section 197(f)(9)							
Intangible property, other than intangible property described in section 197(f)(9)							
Other property							
Totals			1,362,500.				

3 Enter the transferor's percentage interest in the partnership: (a) Before the transfer **.7700** % (b) After the transfer **.7700** %

Supplemental Information Required To Be Reported (see instructions):

Part II Dispositions Reportable Under Section 6038B

(a) Type of property	(b) Date of original transfer	(c) Date of disposition	(d) Manner of disposition	(e) Gain recognized by partnership	(f) Depreciation recapture recognized by partnership	(g) Gain allocated to partner	(h) Depreciation recapture allocated to partner

Part III Is any transfer reported on this schedule subject to gain recognition under section 904(f)(3) or section 904(f)(5)(F)? Yes No

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 8865.

Schedule O (Form 8865) 10-2021

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
(606) OUR CLIMATE EDUCATION FUND 1200 18TH STREET, SUITE 700 NW WASHINGTON, DC 20036	N/A	PUBLIC CHARITY	TO SUPPORT YOUTH LEADERSHIP AND DEVELOPMENT IN THE CLIMATE MOVEMENT IN MASSACHUSETTS	30,000.
(607) OUR CLIMATE EDUCATION FUND 1200 18TH STREET, SUITE 700 NW WASHINGTON, DC 20036	N/A	PUBLIC CHARITY	TO SUPPORT YOUTH LEADERSHIP AND DEVELOPMENT IN THE CLIMATE MOVEMENT IN MASSACHUSETTS	30,000.
(608) OUR TURN, INC. PO BOX 2019 NEW YORK, NY 10013	N/A	PUBLIC CHARITY	TO SUPPORT GENERAL OPERATIONS	100,000.
(609) PAI FOUNDATION 904 KOHOU STREET, #102 HONOLULU, HI 96817	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	1,050.
(610) PALAVER STRINGS 380 CUMBERLAND AVE, FLOOR 2 PORTLAND, ME 04103	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	150.
(611) PALESTINE CHILDREN'S RELIEF FUND PO BOX 861716 LOS ANGELES, CA 90086	N/A	PUBLIC CHARITY	TO SUPPORT GAZA RELIEF AND RECOVERY	600.
(612) PALESTINE CHILDREN'S RELIEF FUND PO BOX 861716 LOS ANGELES, CA 90086	N/A	PUBLIC CHARITY	GAZA RELIEF AND RECOVERY	600.
(613) PAN MASSACHUSETTS CHALLENGE, INC. 77 4TH AVENUE NEEDHAM, MA 02494	N/A	PUBLIC CHARITY	TO SUPPORT TEAM CRACKALACKIN	150.
(614) PAN MASSACHUSETTS CHALLENGE, INC. 77 4TH AVENUE NEEDHAM, MA 02494	N/A	PUBLIC CHARITY	TO SUPPORT PMC RIDER ERICA QUIRK	150.
(615) PAN MASSACHUSETTS CHALLENGE, INC. 77 4TH AVENUE NEEDHAM, MA 02494	N/A	PUBLIC CHARITY	TO SUPPORT PMC RIDER ERICA QUIRK	300.
Total from continuation sheets				

Form **8865**

Return of U.S. Persons With Respect to Certain Foreign Partnerships

OMB No. 1545-1668

2024

Department of the Treasury
Internal Revenue Service

Attach to your tax return.
Go to www.irs.gov/Form8865 for instructions and the latest information.

Attachment Sequence No. **865**

Information furnished for the foreign partnership's tax year

beginning **JAN 1**, 2024, and ending **DEC 31**, 2024

Name of person filing this return

Filer's identification number

04-6579815

BARR FOUNDATION

Filer's address (if you aren't filing this form with your tax return)

A Category of filer (see Categories of Filers in the instructions and check applicable box(es)):

1 2 3 4

B Filer's tax year beginning **JAN 1**, 2024, and ending **DEC 31**, 2024

C Filer's share of liabilities: Nonrecourse \$ Qualified nonrecourse financing \$ Other \$

D If filer is a member of a consolidated group but not the parent, enter the following information about the parent:

Name

EIN

Address

E Check if any excepted specified foreign financial assets are reported on this form. See instructions

F Information about certain other partners (see instructions)

(1) Name	(2) Address	(3) Identification number	(4) Check applicable box(es)		
			Category 1	Category 2	Constructive owner

G1 Name and address of foreign partnership

HONGSHAN CAPITAL SEED FUND III, LP

2(a) EIN (if any)

98-1659899

2(b) Reference ID number

91

3 Country under whose laws organized

CAYMAN ISLANDS

**C/O SUITE 3613, TWO PACIFIC PLACE
ADMIRALTY, HONG KONG**

4 Date of organization 07/05/2022	5 Principal place of business CAYMAN ISLANDS	6 Principal business activity code number 525990	7 Principal business activity INVESTING	8a Functional currency US DOLLAR	8b Exchange rate (see instructions)
--	---	---	--	---	--

H Provide the following information for the foreign partnership's tax year:

1 Name, address, and identification number of agent (if any) in the United States

2 Check if the foreign partnership must file:

Form 1042 Form 8804 Form 1065

Service Center where Form 1065 is filed:

E-FILE

3 Name and address of foreign partnership's agent in country of organization, if any

**MAPLES CORP SVCS LTD
UGLAND HOUSE S CHURCH ST
GRAND CAYMAN, CAYMAN ISLANDS KY1-110**

4 Name and address of person(s) with custody of the books and records of the foreign partnership, and the location of such books and records, if different

**HONGSHAN CAP SEED FUND III, LP
C/O SUITE 3613, TWO PACIFIC PLACE
ADMIRALTY, HONG KONG HONG KONG**

5 During the tax year, did the foreign partnership pay or accrue any interest or royalty for which the deduction is not allowed under section 267A? See instructions

Yes No

If "Yes," enter the total amount of the disallowed deductions \$

6 Is the partnership a section 721(c) partnership, as defined in Regulations section 1.721(c)-1(b)(14)?

Yes No

7 Were any special allocations made by the foreign partnership?

Yes No

8 Enter the number of Forms 8858, Information Return of U.S. Persons With Respect to Foreign Disregarded Entities (FDEs) and Foreign Branches (FBs), attached to this return. See instructions

9 How is this partnership classified under the law of the country in which it's organized?

PARTNERSHIP

10 a Does the filer have an interest in the foreign partnership, or an interest indirectly through the foreign partnership, that's a separate unit under Regulations section 1.1503(d)-1(b)(4) or part of a combined separate unit under Regulations section 1.1503(d)-1(b)(4)(ii)? If "No," skip question 10b

Yes No

b If "Yes," does the separate unit or combined separate unit have a dual consolidated loss, as defined in Regulations section 1.1503(d)-1(b)(5)(ii)?

Yes No

11 Does this partnership meet both of the following requirements?

- The partnership's total receipts for the tax year were less than \$250,000.
 - The value of the partnership's total assets at the end of the tax year was less than \$1 million.
- If "Yes," don't complete Schedules L, M-1, and M-2.

Yes No

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

Form **8865** (2024)

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
(616) PAN MASSACHUSETTS CHALLENGE, INC. 77 4TH AVENUE NEEDHAM, MA 02494	N/A	PUBLIC CHARITY	TO SUPPORT PMC RIDER ERICA QUIRK	300.
(617) PAN MASSACHUSETTS CHALLENGE, INC. 77 4TH AVENUE NEEDHAM, MA 02494	N/A	PUBLIC CHARITY	TO SUPPORT PMC RIDER ERICA QUIRK	300.
(618) PAN MASSACHUSETTS CHALLENGE, INC. 77 4TH AVENUE NEEDHAM, MA 02494	N/A	PUBLIC CHARITY	IN SUPPORT OF PAUL (HEZ) HASELTINE - PANMASS CHALLENGE 2024	300.
(619) PAN MASSACHUSETTS CHALLENGE, INC. 77 4TH AVENUE NEEDHAM, MA 02494	N/A	PUBLIC CHARITY	TO SUPPORT PMC RIDER ERICA QUIRK	360.
(620) PAN MASSACHUSETTS CHALLENGE, INC. 77 4TH AVENUE NEEDHAM, MA 02494	N/A	PUBLIC CHARITY	TO SUPPORT RIDER ERICA QUIRK	360.
(621) PAN MASSACHUSETTS CHALLENGE, INC. 77 4TH AVENUE NEEDHAM, MA 02494	N/A	PUBLIC CHARITY	TO SUPPORT RIDER ERICA QUIRK	450.
(622) PAN MASSACHUSETTS CHALLENGE, INC. 77 4TH AVENUE NEEDHAM, MA 02494	N/A	PUBLIC CHARITY	TO SUPPORT RIDER ERICA QUIRK	450.
(623) PAN MASSACHUSETTS CHALLENGE, INC. 77 4TH AVENUE NEEDHAM, MA 02494	N/A	PUBLIC CHARITY	TO SUPPORT CATHY KONICKI'S FUNDRAISING EFFORTS	750.
(624) PAN MASSACHUSETTS CHALLENGE, INC. 77 4TH AVENUE NEEDHAM, MA 02494	N/A	PUBLIC CHARITY	TO SUPPORT THE RIDES OF KIM DOBLE AND JARED FIJALKOWSKI	900.
(625) PAN MASSACHUSETTS CHALLENGE, INC. 77 4TH AVENUE NEEDHAM, MA 02494	N/A	PUBLIC CHARITY	TO SUPPORT KATIE MILLER'S RIDE FOR CANCER RESEARCH	1,500.
Total from continuation sheets				

- 12 a** Is the filer of this Form 8865 claiming a foreign-derived intangible income (FDII) deduction (under section 250) with respect to any transaction with the foreign partnership? If "Yes," complete lines 12b, 12c, and 12d. See instructions Yes No
- b** Enter the amount of gross receipts derived from all sales of general property to the foreign partnership that the filer included in its computation of foreign-derived deduction eligible income (FDDEI) _____
- c** Enter the amount of gross receipts derived from all sales of intangible property to the foreign partnership that the filer included in its computation of FDDEI _____
- d** Enter the amount of gross receipts derived from all services provided to the foreign partnership that the filer included in its computation of FDDEI _____
- 13** Enter the number of foreign partners subject to section 864(c)(8) as a result of transferring all or a portion of an interest in the partnership or of receiving a distribution from the partnership _____
- 14** At any time during the tax year were any transfers between the partnership and its partners subject to the disclosure requirements of Regulations section 1.707-8? Yes No

Sign Here Only if You're Filing This Form Separately and Not With Your Tax Return. 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 general partner or limited liability company member) is based on all information of which preparer has any knowledge.

Signature of general partner or limited liability company member

Date

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name			Firm's EIN	
	Firm's address			Phone no.	

Schedule A Constructive Ownership of Partnership Interest. Check the boxes that apply to the filer. If you check box **b**, enter the name, address, and U.S. taxpayer identification number (if any) of the person(s) whose interest you constructively own. See instructions.

a Owns a direct interest **b** Owns a constructive interest

Name	Address	Identification number (if any)	Check if foreign person	Check if direct partner

Schedule A-1 Certain Partners of Foreign Partnership (see instructions)

Name	Address	Identification number (if any)	Check if foreign person

Schedule A-2 Foreign Partners of Section 721(c) Partnership (see instructions)

Name of foreign partner	Address	Country of organization (if any)	U.S. taxpayer identification number (if any)	Check if related to U.S. transferor	Percentage interest	
					Capital	Profits
				<input type="checkbox"/>	%	%
				<input type="checkbox"/>	%	%

Does the partnership have any other foreign person as a direct partner? Yes No

Schedule A-3 Affiliation Schedule. List all partnerships (foreign or domestic) in which the foreign partnership owns a direct interest or indirectly owns a 10% interest.

Name	Address	EIN (if any)	Total ordinary income or loss	Check if foreign partnership
STMT 51				

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
(626) PAN MASSACHUSETTS CHALLENGE, INC. 77 4TH AVENUE NEEDHAM, MA 02494	N/A	PUBLIC CHARITY	TO SUPPORT MICHAEL MILLER'S FUNDRAISING EFFORTS	4,350.
(627) PANGEA WORLD THEATER COMPANY 711 W LAKE STREET, SUITE 101 MINNEAPOLIS, MN 55408	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	2,400.
(628) PARENT VILLAGES 32 HAMPDEN STREET, 3RD FLOOR RIGHT SPRINGFIELD, MA 01103	N/A	PUBLIC CHARITY	TO SUPPORT THE PARENT VILLAGES ADVOCACY AND FELLOWSHIP PROGRAM	100,000.
(629) PARENTS LEADING FOR EDUCATIONAL EQUITY 100 NIAHTIC AVENUE, SUITE 101 PROVIDENCE, RI 02907	N/A	PUBLIC CHARITY	TO SUPPORT GENERAL OPERATIONS	200,000.
(630) PEABODY ESSEX MUSEUM, INC. EAST INDIA SQUARE SALEM, MA 01970-3783	N/A	PUBLIC CHARITY	TO INVEST RISK CAPITAL IN ORGANIZATIONAL AND ARTISTIC LEADERSHIP	300,000.
(631) PEABODY SCHOOL DISTRICT 24 LOWELL STREET PEABODY, MA 01960	N/A	PUBLIC CHARITY	TO CONTINUE THE REDESIGN OF THE HIGH SCHOOL EXPERIENCE AT PEABODY VETERANS MEMORIAL HIGH SCHOOL	100,000.
(632) PEAK GRANTMAKING, INC. 1701 PENNSYLVANIA AVE NW, SUITE 200 WASHINGTON, DC 20006	N/A	PUBLIC CHARITY	TO SUPPORT 2024 BARR FOUNDATION MEMBERSHIP DUES	9,250.
(633) PEAK GRANTMAKING, INC. 1701 PENNSYLVANIA AVE NW, SUITE 200 WASHINGTON, DC 20006	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	25,000.
(634) PEAK GRANTMAKING, INC. 1701 PENNSYLVANIA AVE NW, SUITE 200 WASHINGTON, DC 20006	N/A	PUBLIC CHARITY	TO PROVIDE ORGANIZATIONAL DEVELOPMENT SUPPORT	40,000.
(635) PEMBROKE APPALACHIA SERVICE PROJECT 7 BRADFORD STREET ROCKLAND, MA 02370	N/A	PUBLIC CHARITY	IN SUPPORT OF LISA BURNS - 2024	150.
Total from continuation sheets				

**SCHEDULE O
(Form 8865)**

(Rev. October 2021)
Department of the Treasury
Internal Revenue Service

**Transfer of Property to a Foreign Partnership
(Under Section 6038B)**

▶ **Attach to Form 8865. See the Instructions for Form 8865.**
▶ **Go to www.irs.gov/Form8865 for instructions and the latest information.**

OMB No. 1545-1668

Name of transferor **BARR FOUNDATION** Filer's identifying number **04-6579815**

Name of foreign partnership **HONGSHAN CAPITAL SEED FUND III, L** EIN (if any) **98-1659899** Reference ID number (see instr) **91**

- 1 a** Is the partnership a section 721(c) partnership (as defined in Regulations section 1.721(c)-1(b)(14))? See instructions Yes No
b If "Yes," was the gain deferral method applied to avoid the recognition of gain upon the contribution of property? Yes No
2 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? Yes No

Part I Transfers Reportable Under Section 6038B

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Recovery period	(f) Section 704(c) allocation method	(g) Gain recognized on transfer
Cash			827,115.				
Stock, notes receivable and payable, and other securities							
Inventory							
Tangible property used in trade or business							
Intangible property described in section 197(f)(9)							
Intangible property, other than intangible property described in section 197(f)(9)							
Other property							
Totals			827,115.				

3 Enter the transferor's percentage interest in the partnership: (a) Before the transfer **1.1500** % (b) After the transfer **1.1500** %

Supplemental Information Required To Be Reported (see instructions):

Part II Dispositions Reportable Under Section 6038B

(a) Type of property	(b) Date of original transfer	(c) Date of disposition	(d) Manner of disposition	(e) Gain recognized by partnership	(f) Depreciation recapture recognized by partnership	(g) Gain allocated to partner	(h) Depreciation recapture allocated to partner

Part III Is any transfer reported on this schedule subject to gain recognition under section 904(f)(3) or section 904(f)(5)(F)? Yes No

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 8865.

Schedule O (Form 8865) 10-2021

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
(636) PEMBROKE APPALACHIA SERVICE PROJECT 7 BRADFORD STREET ROCKLAND, MA 02370	N/A	PUBLIC CHARITY	IN SUPPORT OF HALEY MARCH - 2024	150.
(637) PHI DELTA KAPPA 2550 SOUTH CLARK STREET, SUITE 930 ARLINGTON, VA 22202	N/A	PUBLIC CHARITY	TO SUPPORT THE GRADE'S CONTINUED INDEPENDENT ANALYSIS OF MEDIA COVERAGE OF EDUCATION NEWS IN NEW ENGLAND	70,000.
(638) PHILANTHROPY MASSACHUSETTS, INC. 133 FEDERAL STREET, SUITE 802 BOSTON, MA 02110	N/A	PUBLIC CHARITY	TO SUPPORT THE MASSACHUSETTS ARTS FUNDERS NETWORK	25,000.
(639) PHILANTHROPY MASSACHUSETTS, INC. 133 FEDERAL STREET, SUITE 802 BOSTON, MA 02110	N/A	PUBLIC CHARITY	TO SUPPORT 2024 BARR FOUNDATION MEMBERSHIP DUES FOR BOSTON EDUCATION FUNDERS	3,000.
(640) PHILANTHROPY MASSACHUSETTS, INC. 133 FEDERAL STREET, SUITE 802 BOSTON, MA 02110	N/A	PUBLIC CHARITY	TO SUPPORT 2024 BARR FOUNDATION MEMBERSHIP DUES	22,500.
(641) PHILANTHROPY MASSACHUSETTS, INC. 133 FEDERAL STREET, SUITE 802 BOSTON, MA 02110	N/A	PUBLIC CHARITY	SEE STATEMENT	250.
(642) PHILANTHROPY MASSACHUSETTS, INC. 133 FEDERAL STREET, SUITE 802 BOSTON, MA 02110	N/A	PUBLIC CHARITY	TO SUPPORT ITS PROGRAM STAFF LEARNING NETWORK	25,000.
(643) PHILANTHROPY MASSACHUSETTS, INC. 133 FEDERAL STREET, SUITE 802 BOSTON, MA 02110	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	42,500.
(644) PHILANTHROPY MASSACHUSETTS, INC. 133 FEDERAL STREET, SUITE 802 BOSTON, MA 02110	N/A	PUBLIC CHARITY	TO PROVIDE SUPPORT FOR THE ORGANIZATION'S LEADERSHIP TRANSITION	100,000.
(645) PIERS PARK SAILING CENTER 95 MARGINAL STREET EAST BOSTON, MA 02128	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	600.
Total from continuation sheets				

Form **8865**

Return of U.S. Persons With Respect to Certain Foreign Partnerships

OMB No. 1545-1668

Department of the Treasury
Internal Revenue Service

Attach to your tax return.
Go to www.irs.gov/Form8865 for instructions and the latest information.

2024

Information furnished for the foreign partnership's tax year

Attachment Sequence No. **865**

beginning **JAN 1**, 2024, and ending **DEC 31**, 2024

Name of person filing this return

Filer's identification number

04-6579815

BARR FOUNDATION

Filer's address (if you aren't filing this form with your tax return)

A Category of filer (see Categories of Filers in the instructions and check applicable box(es)):

1 2 3 4

B Filer's tax year beginning **JAN 1**, 2024, and ending **DEC 31**, 2024

C Filer's share of liabilities: Nonrecourse \$ Qualified nonrecourse financing \$ Other \$

D If filer is a member of a consolidated group but not the parent, enter the following information about the parent:

Name

EIN

Address

E Check if any excepted specified foreign financial assets are reported on this form. See instructions

F Information about certain other partners (see instructions)

(1) Name	(2) Address	(3) Identification number	(4) Check applicable box(es)		
			Category 1	Category 2	Constructive owner

G1 Name and address of foreign partnership

HONGSHAN CAPITAL VENTURE FUND IX, L.P.

2(a) EIN (if any)

98-1659586

2(b) Reference ID number

92

3 Country under whose laws organized

CAYMAN ISLANDS

**C/O SUITE 3613, TWO PACIFIC PLACE
ADMIRALTY, HONG KONG**

4 Date of organization 07/05/2022	5 Principal place of business CAYMAN ISLANDS	6 Principal business activity code number 525990	7 Principal business activity INVESTING	8a Functional currency US DOLLAR	8b Exchange rate (see instructions)
--	---	---	--	---	--

H Provide the following information for the foreign partnership's tax year:

1 Name, address, and identification number of agent (if any) in the United States

2 Check if the foreign partnership must file:

Form 1042 Form 8804 Form 1065

Service Center where Form 1065 is filed:

E-FILE

3 Name and address of foreign partnership's agent in country of organization, if any

**MAPLES CORP SVCS LTD
UGLAND HOUSE S CHURCH ST
GRAND CAYMAN, CAYMAN ISLANDS KY1-110**

4 Name and address of person(s) with custody of the books and records of the foreign partnership, and the location of such books and records, if different

**HONGSHAN CAP VENT FD IX LP
C/O SUITE 3613, TWO PACIFIC PLACE
ADMIRALTY, HONG KONG HONG KONG**

5 During the tax year, did the foreign partnership pay or accrue any interest or royalty for which the deduction is not allowed under section 267A? See instructions

Yes No

If "Yes," enter the total amount of the disallowed deductions \$

6 Is the partnership a section 721(c) partnership, as defined in Regulations section 1.721(c)-1(b)(14)?

Yes No

7 Were any special allocations made by the foreign partnership?

Yes No

8 Enter the number of Forms 8858, Information Return of U.S. Persons With Respect to Foreign Disregarded Entities (FDEs) and Foreign Branches (FBs), attached to this return. See instructions

9 How is this partnership classified under the law of the country in which it's organized?

PARTNERSHIP

10 a Does the filer have an interest in the foreign partnership, or an interest indirectly through the foreign partnership, that's a separate unit under Regulations section 1.1503(d)-1(b)(4) or part of a combined separate unit under Regulations section 1.1503(d)-1(b)(4)(ii)? If "No," skip question 10b

Yes No

b If "Yes," does the separate unit or combined separate unit have a dual consolidated loss, as defined in Regulations section 1.1503(d)-1(b)(5)(ii)?

Yes No

11 Does this partnership meet both of the following requirements?

- The partnership's total receipts for the tax year were less than \$250,000.
 - The value of the partnership's total assets at the end of the tax year was less than \$1 million.
- If "Yes," don't complete Schedules L, M-1, and M-2.

Yes No

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

Form **8865** (2024)

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
(646) PIERS PARK SAILING CENTER 95 MARGINAL STREET EAST BOSTON, MA 02128	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	100,000.
(647) PINE STREET INN, INC. 444 HARRISON AVENUE BOSTON, MA 02118	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	300.
(648) PINE STREET INN, INC. 444 HARRISON AVENUE BOSTON, MA 02118	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	1,800.
(649) PLANNED PARENTHOOD FEDERATION OF AMERICA, INC. 123 WILLIAMS STREET NEW YORK, NY 10038	N/A	PUBLIC CHARITY	TO SUPPORT PLANNED PARENTHOOD NORTHERN NEW ENGLAND	300.
(650) PLANNED PARENTHOOD LEAGUE OF MASSACHUSETTS 1055 COMMONWEALTH AVENUE BOSTON, MA 02215-1011	N/A	PUBLIC CHARITY	FOR GENERAL OPERATING SUPPORT	1,500.
(651) POLICE BIKE UNITY TOUR INC. PO BOX 528 FLORHAM PARK, NJ 07932	N/A	PUBLIC CHARITY	SEE STATEMENT	6,750.
(652) PORTLAND PUBLIC SCHOOLS 353 CUMBERLAND AVE PORTLAND, ME 04101	N/A	PUBLIC SCHOOL	SEE STATEMENT	195,000.
(653) POSSIBILITY LABS 1410 FRANKLIN STREET, #135 SAN FRANCISCO, CA 94109	N/A	PUBLIC CHARITY	TO SUPPORT VISIBLE HANDS' BOSTON EDUCATIONAL PROGRAMMING	333,333.
(654) POSSIBILITY LABS 1410 FRANKLIN STREET, #135 SAN FRANCISCO, CA 94109	N/A	PUBLIC CHARITY	TO PROVIDE CORE SUPPORT TO THE MAY 13 GROUP PROJECT	60,000.
(655) POTOMAC APPALACHIAN TRAIL CLUB, INC. 118 PARK STREET, SE VIENNA, VA 22180	N/A	PUBLIC CHARITY	FOR GENERAL OPERATING SUPPORT IN MEMORY OF ROB ALDRICH	150.
Total from continuation sheets				

- 12 a** Is the filer of this Form 8865 claiming a foreign-derived intangible income (FDII) deduction (under section 250) with respect to any transaction with the foreign partnership? If "Yes," complete lines 12b, 12c, and 12d. See instructions Yes No
- b** Enter the amount of gross receipts derived from all sales of general property to the foreign partnership that the filer included in its computation of foreign-derived deduction eligible income (FDDEI) _____
- c** Enter the amount of gross receipts derived from all sales of intangible property to the foreign partnership that the filer included in its computation of FDDEI _____
- d** Enter the amount of gross receipts derived from all services provided to the foreign partnership that the filer included in its computation of FDDEI _____
- 13** Enter the number of foreign partners subject to section 864(c)(8) as a result of transferring all or a portion of an interest in the partnership or of receiving a distribution from the partnership _____
- 14** At any time during the tax year were any transfers between the partnership and its partners subject to the disclosure requirements of Regulations section 1.707-8? Yes No

Sign Here Only if You're Filing This Form Separately and Not With Your Tax Return. 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 general partner or limited liability company member) is based on all information of which preparer has any knowledge.

Signature of general partner or limited liability company member

Date

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name			Firm's EIN	
	Firm's address			Phone no.	

Schedule A Constructive Ownership of Partnership Interest. Check the boxes that apply to the filer. If you check box **b**, enter the name, address, and U.S. taxpayer identification number (if any) of the person(s) whose interest you constructively own. See instructions.

a Owns a direct interest **b** Owns a constructive interest

Name	Address	Identification number (if any)	Check if foreign person	Check if direct partner

Schedule A-1 Certain Partners of Foreign Partnership (see instructions)

Name	Address	Identification number (if any)	Check if foreign person

Schedule A-2 Foreign Partners of Section 721(c) Partnership (see instructions)

Name of foreign partner	Address	Country of organization (if any)	U.S. taxpayer identification number (if any)	Check if related to U.S. transferor	Percentage interest	
					Capital	Profits
				<input type="checkbox"/>	%	%
				<input type="checkbox"/>	%	%

Does the partnership have any other foreign person as a direct partner? Yes No

Schedule A-3 Affiliation Schedule. List all partnerships (foreign or domestic) in which the foreign partnership owns a direct interest or indirectly owns a 10% interest.

Name	Address	EIN (if any)	Total ordinary income or loss	Check if foreign partnership
STMT 52				

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
(656) POWER OF SELF-EDUCATION (POSE) INC. 41 S CENTRAL ST. HAVERHILL, MA 01835	N/A	PUBLIC CHARITY	SEE STATEMENT	25,000.
(657) POWERSWITCH ACTION 1305 FRANKLIN STREET, SUITE 501 OAKLAND, CA 94612-3224	N/A	PUBLIC CHARITY	TO PROVIDE CORE SUPPORT TO COMMUNITY LABOR UNITED	153,239.
(658) POWERSWITCH ACTION 1305 FRANKLIN STREET, SUITE 501 OAKLAND, CA 94612-3224	N/A	PUBLIC CHARITY	TO PROVIDE CORE SUPPORT TO COMMUNITY LABOR UNITED	105,682.
(659) POWERSWITCH ACTION 1305 FRANKLIN STREET, SUITE 501 OAKLAND, CA 94612-3224	N/A	PUBLIC CHARITY	TO PROVIDE CORE SUPPORT TO COMMUNITY LABOR UNITED	51,080.
(660) PREPARATORY FOUNDATION, INC. 885 RIVER STREET HYDE PARK, MA 02136	N/A	PUBLIC CHARITY	TO SUPPORT TRANSFORMATION IN LEARNING AND TEACHING TO ADVANCE THE PORTRAIT OF A GRADUATE	130,000.
(661) PRESIDENT AND FELLOWS OF HARVARD COLLEGE 1033 MASSACHUSETTS AVENUE, 5TH FLOOR CAMBRIDGE, MA 02138	N/A	PUBLIC CHARITY	TO SUPPORT THE INSTITUTE FOR SUCCESS PLANNING	215,000.
(662) PRESIDENT AND FELLOWS OF MIDDLEBURY 700 EXCHANGE STREET MIDDLEBURY, VT 05753	N/A	PUBLIC CHARITY	TO SUPPORT THE FINANCIAL AID FUND	300.
(663) PRESIDENT AND TRUSTEES OF COLBY COLLEGE 4335 MAYFLOWER HILL WATERVILLE, ME 04901	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	3,750.
(664) PROINSPIRE P.O. BOX 101256 ARLINGTON, VA 22210	N/A	PUBLIC CHARITY	SEE STATEMENT	500.
(665) PROJECT EVIDENT, INC. 501 BOYLSTON STREET, 10TH FLOOR BOSTON, MA 02116	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	100,000.
Total from continuation sheets				

**SCHEDULE O
(Form 8865)**

(Rev. October 2021)
Department of the Treasury
Internal Revenue Service

**Transfer of Property to a Foreign Partnership
(Under Section 6038B)**

▶ **Attach to Form 8865. See the Instructions for Form 8865.**
▶ **Go to www.irs.gov/Form8865 for instructions and the latest information.**

OMB No. 1545-1668

Name of transferor **BARR FOUNDATION** Filer's identifying number **04-6579815**

Name of foreign partnership **HONGSHAN CAPITAL VENTURE FUND IX,** EIN (if any) **98-1659586** Reference ID number (see instr) **92**

- 1 a** Is the partnership a section 721(c) partnership (as defined in Regulations section 1.721(c)-1(b)(14))? See instructions Yes No
- b** If "Yes," was the gain deferral method applied to avoid the recognition of gain upon the contribution of property? Yes No
- 2** Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? Yes No

Part I Transfers Reportable Under Section 6038B

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Recovery period	(f) Section 704(c) allocation method	(g) Gain recognized on transfer
Cash			1,530,268.				
Stock, notes receivable and payable, and other securities							
Inventory							
Tangible property used in trade or business							
Intangible property described in section 197(f)(9)							
Intangible property, other than intangible property described in section 197(f)(9)							
Other property							
Totals			1,530,268.				

3 Enter the transferor's percentage interest in the partnership: (a) Before the transfer **.9500** % (b) After the transfer **.9600** %

Supplemental Information Required To Be Reported (see instructions):

Part II Dispositions Reportable Under Section 6038B

(a) Type of property	(b) Date of original transfer	(c) Date of disposition	(d) Manner of disposition	(e) Gain recognized by partnership	(f) Depreciation recapture recognized by partnership	(g) Gain allocated to partner	(h) Depreciation recapture allocated to partner

Part III Is any transfer reported on this schedule subject to gain recognition under section 904(f)(3) or section 904(f)(5)(F)? Yes No

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 8865.

Schedule O (Form 8865) 10-2021

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
(666) PROJECT NEW URBAN ARTS 705 WESTMINSTER STREET PROVIDENCE, RI 02903	N/A	PUBLIC CHARITY	FOR GENERAL SUPPORT / YEAR END APPEAL	300.
(667) PROJECT NEW URBAN ARTS 705 WESTMINSTER STREET PROVIDENCE, RI 02903	N/A	PUBLIC CHARITY	FOR GENERAL SUPPORT	450.
(668) PROSPECT HILL ACADEMY CHARTER SCHOOL FOUNDATION 50 ESSEX STREET CAMBRIDGE, MA 02139	N/A	PUBLIC CHARITY	SEE STATEMENT	125,000.
(669) PRX, INC. PO BOX 382234 CAMBRIDGE, MA 02138	N/A	PUBLIC CHARITY	TO SUPPORT STRATEGIC PLANNING	500,000.
(670) PRX, INC. PO BOX 382234 CAMBRIDGE, MA 02138	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	125,000.
(671) QUINCY ANIMAL SHELTER PO BOX 690088 QUINCY, MA 02269-0088	N/A	PUBLIC CHARITY	GENERAL SUPPORT	600.
(672) QUINCY ANIMAL SHELTER PO BOX 690088 QUINCY, MA 02269-0088	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	600.
(673) QUINCY ANIMAL SHELTER PO BOX 690088 QUINCY, MA 02269-0088	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	1,500.
(674) REGIONAL PLAN ASSOCIATION INC. ONE WHITEHALL, 16TH FLOOR NEW YORK, NY 10004	N/A	PUBLIC CHARITY	TO SUPPORT THE WOMEN OF COLOR IN TRANSPORTATION AND CLIMATE NETWORK	35,000.
(675) REGULATORY ASSISTANCE PROJECT 50 STATE STREET, SUITE 3 MONTPELIER, VT 05602	N/A	PUBLIC CHARITY	TO SUPPORT CLEAN ENERGY REGULATORY WORK IN NEW ENGLAND	100,000.
Total from continuation sheets				

Form **8865**

Return of U.S. Persons With Respect to Certain Foreign Partnerships

OMB No. 1545-1668

Attach to your tax return.
Go to www.irs.gov/Form8865 for instructions and the latest information.

2024

Department of the Treasury
Internal Revenue Service

Information furnished for the foreign partnership's tax year

beginning **JAN 1**, 2024, and ending **DEC 31**, 2024

Attachment Sequence No. **865**

Name of person filing this return

Filer's identification number

04-6579815

BARR FOUNDATION

Filer's address (if you aren't filing this form with your tax return)

A Category of filer (see Categories of Filers in the instructions and check applicable box(es)):

1 2 3 4

B Filer's tax year beginning **JAN 1**, 2024, and ending **DEC 31**, 2024

C Filer's share of liabilities: Nonrecourse \$ _____ Qualified nonrecourse financing \$ _____ Other \$ _____

D If filer is a member of a consolidated group but not the parent, enter the following information about the parent:

Name

EIN

Address

E Check if any excepted specified foreign financial assets are reported on this form. See instructions

F Information about certain other partners (see instructions)

(1) Name	(2) Address	(3) Identification number	(4) Check applicable box(es)		
			Category 1	Category 2	Constructive owner

G1 Name and address of foreign partnership

PEAK XV PARTNERS VIII LTD.

**5TH FLOOR, EBENE ESPLANADE, 24 BANK STREET
CYBERCITY, EBENE, MAURITIUS 72201**

2(a) EIN (if any)

98-1660368

2(b) Reference ID number

94

3 Country under whose laws organized

MAURITIUS

4 Date of organization 02/14/2022	5 Principal place of business MAURITIUS	6 Principal business activity code number 525990	7 Principal business activity INVESTING	8a Functional currency US DOLLAR	8b Exchange rate (see instructions)
--	--	---	--	---	--

H Provide the following information for the foreign partnership's tax year:

1 Name, address, and identification number of agent (if any) in the United States

2 Check if the foreign partnership must file:

Form 1042 Form 8804 Form 1065

Service Center where Form 1065 is filed:

E-FILE

3 Name and address of foreign partnership's agent in country of organization, if any

**INTERNATIONAL PROXIMITY
5FL, EBENE ESPLANADE, 24 BANK ST
CYBERCITY, EBENE, MAURITIUS 72201**

4 Name and address of person(s) with custody of the books and records of the foreign partnership, and the location of such books and records, if different

**PEAK XV PARTNERS VIII LTD
5FL, EBENE ESPLANADE, 24 BANK ST
CYBERCITY, EBENE, MAURITIUS 72201**

5 During the tax year, did the foreign partnership pay or accrue any interest or royalty for which the deduction is not allowed under section 267A? See instructions

Yes No

If "Yes," enter the total amount of the disallowed deductions \$ _____

6 Is the partnership a section 721(c) partnership, as defined in Regulations section 1.721(c)-1(b)(14)?

Yes No

7 Were any special allocations made by the foreign partnership?

Yes No

8 Enter the number of Forms 8858, Information Return of U.S. Persons With Respect to Foreign Disregarded Entities (FDEs) and Foreign Branches (FBs), attached to this return. See instructions

9 How is this partnership classified under the law of the country in which it's organized?

LIMITED LIFE CO.

10 a Does the filer have an interest in the foreign partnership, or an interest indirectly through the foreign partnership, that's a separate unit under Regulations section 1.1503(d)-1(b)(4) or part of a combined separate unit under Regulations section 1.1503(d)-1(b)(4)(ii)? If "No," skip question 10b

Yes No

b If "Yes," does the separate unit or combined separate unit have a dual consolidated loss, as defined in Regulations section 1.1503(d)-1(b)(5)(ii)?

Yes No

11 Does this partnership meet both of the following requirements?

- The partnership's total receipts for the tax year were less than \$250,000.
 - The value of the partnership's total assets at the end of the tax year was less than \$1 million.
- If "Yes," don't complete Schedules L, M-1, and M-2.

Yes No

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

Form **8865** (2024)

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
(676) RELAY GRADUATE SCHOOL OF EDUCATION 25 BROADWAY, 3RD FLOOR NEW YORK, NY 10004	N/A	PUBLIC CHARITY	SEE STATEMENT	150,000.
(677) RELAY GRADUATE SCHOOL OF EDUCATION 25 BROADWAY, 3RD FLOOR NEW YORK, NY 10004	N/A	PUBLIC CHARITY	SEE STATEMENT	300,000.
(678) RENNIE CENTER FOR EDUCATION RESEARCH AND POLICY 45 TEMPLE PLACE, FLOOR 3 BOSTON, MA 02111	N/A	PUBLIC CHARITY	TO SUPPORT GENERAL OPERATIONS	75,000.
(679) REPRODUCTIVE EQUITY NOW FOUNDATION, INC. 70 FRANKLIN STREET, FLOOR 5 BOSTON, MA 02110	N/A	PUBLIC CHARITY	FOR GENERAL OPERATING SUPPORT	4,500.
(680) RESIST, INC. PO BOX 301240 BOSTON, MA 02130	N/A	PUBLIC CHARITY	SEE STATEMENT	15,000.
(681) RESIST, INC. PO BOX 301240 BOSTON, MA 02130	N/A	PUBLIC CHARITY	SEE STATEMENT	10,000.
(682) RESIST, INC. PO BOX 301240 BOSTON, MA 02130	N/A	PUBLIC CHARITY	SEE STATEMENT	93,750.
(683) RESIST, INC. PO BOX 301240 BOSTON, MA 02130	N/A	PUBLIC CHARITY	SEE STATEMENT	93,750.
(684) RESIST, INC. PO BOX 301240 BOSTON, MA 02130	N/A	PUBLIC CHARITY	SEE STATEMENT	100.
(685) RESOURCES FOR THE FUTURE, INC. 1616 P STREET, NW WASHINGTON, DC 20036	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	15,000.
Total from continuation sheets				

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
(686) RHODE ISLAND COMMUNITY FOOD BANK ASSOCIATION 200 NIANTIC AVENUE PROVIDENCE, RI 02907	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	150.
(687) RHODE ISLAND FOR COMMUNITY AND JUSTICE 271 NORTH MAIN STREET PROVIDENCE, RI 02903	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL SUPPORT FOR RICJ ON 401 GIVES DAY	750.
(688) RHODE ISLAND KIDS COUNT INC. ONE UNION STATION PROVIDENCE, RI 02903	N/A	PUBLIC CHARITY	TO SUPPORT GENERAL OPERATIONS	200,000.
(689) RHODE ISLAND PUBLIC RADIO ONE UNION STATION PROVIDENCE, RI 02903	N/A	PUBLIC CHARITY	FOR GENERAL SUPPORT	360.
(690) RIGHT TO THE CITY ALLIANCE, INC. 388 ATLANTIC AVENUE BROOKLYN, NY 11217	N/A	PUBLIC CHARITY	SEE STATEMENT	176,667.
(691) RIGHT TO THE CITY ALLIANCE, INC. 388 ATLANTIC AVENUE BROOKLYN, NY 11217	N/A	PUBLIC CHARITY	SEE STATEMENT	88,333.
(692) RIGHTS AND DEMOCRACY EDUCATION FUND, INC. 70 S. WINOOSKI AVE, 205 BURLINGTON, VT 05401	N/A	PUBLIC CHARITY	SEE STATEMENT	40,000.
(693) RIGHTS AND DEMOCRACY EDUCATION FUND, INC. 70 S. WINOOSKI AVE, 205 BURLINGTON, VT 05401	N/A	PUBLIC CHARITY	TO SUPPORT ADVOCACY ON CLEAN ENERGY AND ENERGY AFFORDABILITY IN VERMONT AND NEW HAMPSHIRE	200,000.
(694) ROCA, INC. 101 PARK STREET CHELSEA, MA 02150	N/A	PUBLIC CHARITY	SEE STATEMENT	150,000.
(695) ROCKEFELLER PHILANTHROPY ADVISORS, INC. 90 CHURCH STREET, FLOOR 1, #7082 NEW YORK, NY 10008	N/A	PUBLIC CHARITY	TO PROVIDE A FINAL ROUND OF CORE SUPPORT FOR ITS FUND FOR SHARED INSIGHT PROGRAM	400,000.
Total from continuation sheets				

**SCHEDULE O
(Form 8865)**

(Rev. October 2021)
Department of the Treasury
Internal Revenue Service

**Transfer of Property to a Foreign Partnership
(Under Section 6038B)**

▶ **Attach to Form 8865. See the Instructions for Form 8865.**
▶ **Go to www.irs.gov/Form8865 for instructions and the latest information.**

OMB No. 1545-1668

Name of transferor **BARR FOUNDATION** Filer's identifying number **04-6579815**

Name of foreign partnership **PEAK XV PARTNERS VIII LTD.** EIN (if any) **98-1660368** Reference ID number (see instr) **94**

- 1 a** Is the partnership a section 721(c) partnership (as defined in Regulations section 1.721(c)-1(b)(14))? See instructions Yes No
b If "Yes," was the gain deferral method applied to avoid the recognition of gain upon the contribution of property? Yes No
2 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? Yes No

Part I Transfers Reportable Under Section 6038B

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Recovery period	(f) Section 704(c) allocation method	(g) Gain recognized on transfer
Cash			1,354,119.				
Stock, notes receivable and payable, and other securities							
Inventory							
Tangible property used in trade or business							
Intangible property described in section 197(f)(9)							
Intangible property, other than intangible property described in section 197(f)(9)							
Other property							
Totals			1,354,119.				

3 Enter the transferor's percentage interest in the partnership: (a) Before the transfer **1.2000** % (b) After the transfer **1.2000** %

Supplemental Information Required To Be Reported (see instructions):

Part II Dispositions Reportable Under Section 6038B

(a) Type of property	(b) Date of original transfer	(c) Date of disposition	(d) Manner of disposition	(e) Gain recognized by partnership	(f) Depreciation recapture recognized by partnership	(g) Gain allocated to partner	(h) Depreciation recapture allocated to partner

Part III Is any transfer reported on this schedule subject to gain recognition under section 904(f)(3) or section 904(f)(5)(F)? Yes No

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 8865.

Schedule O (Form 8865) 10-2021

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
(696) ROGER WILLIAMS UNIVERSITY ONE EMPIRE PLAZA PROVIDENCE, RI 02903	N/A	PUBLIC CHARITY	SEE STATEMENT	150,000.
(697) ROGER WILLIAMS UNIVERSITY ONE EMPIRE PLAZA PROVIDENCE, RI 02903	N/A	PUBLIC CHARITY	TO SUPPORT THE CENTER FOR YOUTH AND COMMUNITY LEADERSHIP'S WORK WITH THE OURSCHOOLSPVD ALLIANCE	150,000.
(698) ROOTS 2EMPOWER 166 VALLEY STREET, SUITE 103 PROVIDENCE, RI 02909	N/A	PUBLIC CHARITY	TO SUPPORT ROOTS TO EMPOWER'S WORK ON ENERGY AND ECONOMIC JUSTICE	62,500.
(699) ROSE FITZGERALD KENNEDY GREENWAY CONSERVANCY, INC. 185 KNEELAND STREET BOSTON, MA 02111	N/A	PUBLIC CHARITY	TO SUPPORT THE PUBLIC ART PROGRAM	360,000.
(700) ROSE FITZGERALD KENNEDY GREENWAY CONSERVANCY, INC. 185 KNEELAND STREET BOSTON, MA 02111	N/A	PUBLIC CHARITY	TO INVEST RISK CAPITAL IN ORGANIZATIONAL AND ARTISTIC LEADERSHIP	280,000.
(701) ROSIE'S PLACE 889 HARRISON AVENUE ROXBURY, MA 02118-4004	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	300.
(702) SAFE PASSAGE PROJECT CORPORATION 185 WEST BROADWAY NEW YORK, NY 10013	N/A	PUBLIC CHARITY	FOR GENERAL OPERATING SUPPORT	150.
(703) SAINT JOHN THE BAPTIST SCHOOL 19 CHESTNUT STREET PEABODY, MA 01960	N/A	PUBLIC CHARITY	TO SUPPORT THE ST. JOHN'S FUND - ST. JOHN THE BAPTIST SCHOOL TO SUPPORT FACULTY AND TEACHER RETENTION	750.
(704) SAINT JOSEPH'S COLLEGE 278 WHITES BRIDGE ROAD, UNIT 14 STANDISH, ME 04084	N/A	PUBLIC CHARITY	TO SUPPORT THE 2024 GIVING DAY - ATHLETICS	150.
(705) SALEM ALLIANCE FOR THE ENVIRONMENT INC. 17 SUTTON AVENUE SALEM, MA 01970	N/A	PUBLIC CHARITY	TO PARTICIPATE IN THE COMMUNITY HEAT RESILIENCE PILOT PROGRAM	25,000.
Total from continuation sheets				

Form **8865**

Return of U.S. Persons With Respect to Certain Foreign Partnerships

OMB No. 1545-1668

Department of the Treasury
Internal Revenue Service

Attach to your tax return.
Go to www.irs.gov/Form8865 for instructions and the latest information.

2024

Information furnished for the foreign partnership's tax year

Attachment Sequence No. **865**

beginning **JAN 1**, 2024, and ending **DEC 31**, 2024

Name of person filing this return

Filer's identification number

04-6579815

BARR FOUNDATION

Filer's address (if you aren't filing this form with your tax return)

A Category of filer (see Categories of Filers in the instructions and check applicable box(es)):

1 2 3 4

B Filer's tax year beginning **JAN 1**, 2024, and ending **DEC 31**, 2024

C Filer's share of liabilities: Nonrecourse \$ _____ Qualified nonrecourse financing \$ _____ Other \$ _____

D If filer is a member of a consolidated group but not the parent, enter the following information about the parent:

Name

EIN

Address

E Check if any excepted specified foreign financial assets are reported on this form. See instructions

F Information about certain other partners (see instructions)

(1) Name	(2) Address	(3) Identification number	(4) Check applicable box(es)		
			Category 1	Category 2	Constructive owner

G1 Name and address of foreign partnership

PEAK XV PARTNERS SEA FUND I LTD.

**5TH FLOOR, EBENE ESPLANADE, 24 BANK STREET
CYBERCITY, EBENE, MAURITIUS 72201**

2(a) EIN (if any)

98-1661710

2(b) Reference ID number

95

3 Country under whose laws organized

MAURITIUS

4 Date of organization 02/07/2022	5 Principal place of business MAURITIUS	6 Principal business activity code number 525990	7 Principal business activity INVESTING	8a Functional currency US DOLLAR	8b Exchange rate (see instructions)
--	--	---	--	---	--

H Provide the following information for the foreign partnership's tax year:

1 Name, address, and identification number of agent (if any) in the United States

2 Check if the foreign partnership must file:

Form 1042 Form 8804 Form 1065

Service Center where Form 1065 is filed:

E-FILE

3 Name and address of foreign partnership's agent in country of organization, if any

**INTERNATIONAL PROXIMITY
5FL, EBENE ESPLANADE, 24 BANK ST
CYBERCITY, EBENE, MAURITIUS 72201**

4 Name and address of person(s) with custody of the books and records of the foreign partnership, and the location of such books and records, if different

**PEAK XV PARTNERS SEA FUND I LTD
5FL, EBENE ESPLANADE, 24 BANK ST
CYBERCITY, EBENE, MAURITIUS 72201**

5 During the tax year, did the foreign partnership pay or accrue any interest or royalty for which the deduction is not allowed under section 267A? See instructions

Yes No

If "Yes," enter the total amount of the disallowed deductions \$ _____

6 Is the partnership a section 721(c) partnership, as defined in Regulations section 1.721(c)-1(b)(14)?

Yes No

7 Were any special allocations made by the foreign partnership?

Yes No

8 Enter the number of Forms 8858, Information Return of U.S. Persons With Respect to Foreign Disregarded Entities (FDEs) and Foreign Branches (FBs), attached to this return. See instructions

9 How is this partnership classified under the law of the country in which it's organized?

LIMITED LIFE CO.

10 a Does the filer have an interest in the foreign partnership, or an interest indirectly through the foreign partnership, that's a separate unit under Regulations section 1.1503(d)-1(b)(4) or part of a combined separate unit under Regulations section 1.1503(d)-1(b)(4)(ii)? If "No," skip question 10b

Yes No

b If "Yes," does the separate unit or combined separate unit have a dual consolidated loss, as defined in Regulations section 1.1503(d)-1(b)(5)(ii)?

Yes No

11 Does this partnership meet **both** of the following requirements?

- The partnership's total receipts for the tax year were less than \$250,000.
 - The value of the partnership's total assets at the end of the tax year was less than \$1 million.
- If "Yes," **don't** complete Schedules L, M-1, and M-2.

Yes No

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

Form **8865** (2024)

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
(706) SALEM ALLIANCE FOR THE ENVIRONMENT INC. 17 SUTTON AVENUE SALEM, MA 01970	N/A	PUBLIC CHARITY	TO PARTICIPATE IN THE COMMUNITY HEAT RESILIENCE PILOT PROGRAM	25,000.
(707) SALEM PUBLIC SCHOOLS 29 HIGHLAND AVE SALEM, MA 01970	N/A	PUBLIC SCHOOL	TO SUPPORT THE CONTINUED REDESIGN OF SALEM'S HIGH SCHOOLS	145,000.
(708) SAN FRANCISCO DAY SCHOOL 350 MASONIC AVE SAN FRANCISCO, CA 94118	N/A	PUBLIC CHARITY	TO SUPPORT RAISE THE PADDLE FOR DISCOUNTED TUITION	750.
(709) SANTA'S HELPERS 44 ORCHARD DRIVE PEMBROKE, MA 02359	N/A	PUBLIC CHARITY	SUPPORT FOR THE STRAUB FAMILY	300.
(710) SARAH'S HOPE CHARITABLE AND EDUCATIONAL FOUNDATION 620 CAIN ST LUFKIN, TX 75904	N/A	PUBLIC CHARITY	SEE STATEMENT	50,000.
(711) SAVE THE HARBOR SAVE THE BAY FISH PIER 212 NORTHERN AVE STE 304 W BOSTON, MA 02210	N/A	PUBLIC CHARITY	TO PROVIDE UNRESTRICTED SUPPORT	150.
(712) SAVE THE HARBOR SAVE THE BAY FISH PIER 212 NORTHERN AVE STE 304 W BOSTON, MA 02210	N/A	PUBLIC CHARITY	TO SUPPORT INFORMING WATERFRONT POLICY AND ITS ADVOCACY WORK	25,000.
(713) SAVE THE HARBOR SAVE THE BAY FISH PIER 212 NORTHERN AVE STE 304 W BOSTON, MA 02210	N/A	PUBLIC CHARITY	TO PROVIDE CORE SUPPORT FOR ITS BOSTON HARBOR WOMEN OF COLOR COALITION	84,000.
(714) SEACHANGE CAPITAL PARTNERS, INC 420 LEXINGTON AVENUE, SUITE 300 NEW YORK, NY 10170	N/A	PUBLIC CHARITY	TO PROVIDE SUPPORT FOR THE MASSACHUSETTS NONPROFIT COLLABORATION FUND	200,000.
(715) SEVEN HILLS FOUNDATION, INC. 81 HOPE AVENUE WORCESTER, MA 01603	N/A	PUBLIC CHARITY	TO SUPPORT THE WORCESTER ZERO FARE COALITION	15,000.
Total from continuation sheets				

- 12 a Is the filer of this Form 8865 claiming a foreign-derived intangible income (FDII) deduction (under section 250) with respect to any transaction with the foreign partnership? If "Yes," complete lines 12b, 12c, and 12d. See instructions Yes No
- b Enter the amount of gross receipts derived from all sales of general property to the foreign partnership that the filer included in its computation of foreign-derived deduction eligible income (FDDEI) _____
- c Enter the amount of gross receipts derived from all sales of intangible property to the foreign partnership that the filer included in its computation of FDDEI _____
- d Enter the amount of gross receipts derived from all services provided to the foreign partnership that the filer included in its computation of FDDEI _____
- 13 Enter the number of foreign partners subject to section 864(c)(8) as a result of transferring all or a portion of an interest in the partnership or of receiving a distribution from the partnership _____
- 14 At any time during the tax year were any transfers between the partnership and its partners subject to the disclosure requirements of Regulations section 1.707-8? Yes No

Sign Here Only if You're Filing This Form Separately and Not With Your Tax Return. 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 general partner or limited liability company member) is based on all information of which preparer has any knowledge.

Signature of general partner or limited liability company member _____ Date _____

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
Firm's name		Firm's EIN		
Firm's address		Phone no.		

Schedule A Constructive Ownership of Partnership Interest. Check the boxes that apply to the filer. If you check box **b**, enter the name, address, and U.S. taxpayer identification number (if any) of the person(s) whose interest you constructively own. See instructions.

a Owns a direct interest b Owns a constructive interest

Name	Address	Identification number (if any)	Check if foreign person	Check if direct partner

Schedule A-1 Certain Partners of Foreign Partnership (see instructions)

Name	Address	Identification number (if any)	Check if foreign person

Schedule A-2 Foreign Partners of Section 721(c) Partnership (see instructions)

Name of foreign partner	Address	Country of organization (if any)	U.S. taxpayer identification number (if any)	Check if related to U.S. transferor	Percentage interest	
					Capital	Profits
				<input type="checkbox"/>	%	%
				<input type="checkbox"/>	%	%

Does the partnership have any other foreign person as a direct partner? Yes No

Schedule A-3 Affiliation Schedule. List all partnerships (foreign or domestic) in which the foreign partnership owns a direct interest or indirectly owns a 10% interest.

STMT 54	Name	Address	EIN (if any)	Total ordinary income or loss	Check if foreign partnership

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
(716) SHARING INC. 487 CENTRAL AVE MOUNTAIN VIEW, CA 94043	N/A	PUBLIC CHARITY	TO SUPPORT PUBLIC ACCESS TO CITIES AT TUFTS COLLOQUIUM AND THE LIBRARY OF THINGS FELLOWSHIP	40,000.
(717) SHEILA C. SKIP NOWELL LEADERSHIP ACADEMY 150 WASHINGTON STREET PROVIDENCE, RI 02903	N/A	PUBLIC CHARITY	TO SUPPORT THE ONGOING DEVELOPMENT OF NOWELL ACADEMY AS PART OF THE BEYOND ENGAGE NEW ENGLAND INITIATIVE	200,000.
(718) SIERRA CLUB FOUNDATION 2101 WEBSTER STREET, SUITE 1250 OAKLAND, CA 94612	N/A	PUBLIC CHARITY	TO SUPPORT GRASSROOTS EFFORTS TO INFORM EQUITABLE CLEAN ENERGY POLICIES IN MASSACHUSETTS	80,000.
(719) SMART GROWTH AMERICA 1350 I STREET, NW WASHINGTON, DC 20005	N/A	PUBLIC CHARITY	TO ADVANCE STATE SMART TRANSPORTATION INITIATIVE'S CONVENING AND RESEARCH IN TRANSPORTATION	100,000.
(720) SMART GROWTH AMERICA 1350 I STREET, NW WASHINGTON, DC 20005	N/A	PUBLIC CHARITY	TO SUPPORT NONPARTISAN RESEARCH AND TECHNICAL ASSISTANCE ON EQUITABLE DEVELOPMENT POLICIES NEAR TRANSIT	250,000.
(721) SMART GROWTH AMERICA 1350 I STREET, NW WASHINGTON, DC 20005	N/A	PUBLIC CHARITY	TO INFORM FEDERAL TRANSPORTATION POLICY AND EDUCATE AND ENGAGE MASSACHUSETTS STAKEHOLDERS	500,000.
(722) SOCIAL AND ENVIRONMENTAL ENTREPRENEURS, INC. 23564 CALABASAS ROAD CALABASAS, CA 91302	N/A	PUBLIC CHARITY	TO SUPPORT CLIMATE LEADERSHIP PROGRAMS FOR YOUNG LEADERS IN THE NORTHEAST US	175,000.
(723) SOCIAL INNOVATION FORUM, INC. 77 FRANKLIN STREET, 9TH FLOOR BOSTON, MA 02110	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL SUPPORT	80,000.
(724) SOMERVILLE COMMUNITY LAND TRUST 337 BROADWAY SOMERVILLE, MA 02145	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	120,000.
(725) SOMOS AMIGOS MEDICAL MISSIONS PO BOX 29196 SAN JUAN, PR 00929	N/A	PUBLIC CHARITY	FOR GENERAL SUPPORT	10,000.
Total from continuation sheets				

**SCHEDULE O
(Form 8865)**

(Rev. October 2021)
Department of the Treasury
Internal Revenue Service

**Transfer of Property to a Foreign Partnership
(Under Section 6038B)**

▶ **Attach to Form 8865. See the Instructions for Form 8865.**
▶ **Go to www.irs.gov/Form8865 for instructions and the latest information.**

OMB No. 1545-1668

Name of transferor **BARR FOUNDATION** Filer's identifying number **04-6579815**

Name of foreign partnership **PEAK XV PARTNERS SEA FUND I LTD.** EIN (if any) **98-1661710** Reference ID number (see instr) **95**

- 1 a** Is the partnership a section 721(c) partnership (as defined in Regulations section 1.721(c)-1(b)(14))? See instructions Yes No
b If "Yes," was the gain deferral method applied to avoid the recognition of gain upon the contribution of property? Yes No
2 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? Yes No

Part I Transfers Reportable Under Section 6038B

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Recovery period	(f) Section 704(c) allocation method	(g) Gain recognized on transfer
Cash			1,720,145.				
Stock, notes receivable and payable, and other securities							
Inventory							
Tangible property used in trade or business							
Intangible property described in section 197(f)(9)							
Intangible property, other than intangible property described in section 197(f)(9)							
Other property							
Totals			1,720,145.				

3 Enter the transferor's percentage interest in the partnership: (a) Before the transfer **1.2900** % (b) After the transfer **1.2900** %

Supplemental Information Required To Be Reported (see instructions):

Part II Dispositions Reportable Under Section 6038B

(a) Type of property	(b) Date of original transfer	(c) Date of disposition	(d) Manner of disposition	(e) Gain recognized by partnership	(f) Depreciation recapture recognized by partnership	(g) Gain allocated to partner	(h) Depreciation recapture allocated to partner

Part III Is any transfer reported on this schedule subject to gain recognition under section 904(f)(3) or section 904(f)(5)(F)? Yes No

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 8865.

Schedule O (Form 8865) 10-2021

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
(726) SOPHIA ACADEMY 582 ELMWOOD AVE PROVIDENCE, RI 02907	N/A	PUBLIC CHARITY	TO SUPPORT WOMEN OF WISDOM CELEBRATION	300.
(727) SOUTHCOAST COMMUNITY FOUNDATION, INC. 350 UNION STREET NEW BEDFORD, MA 02740	N/A	PUBLIC CHARITY	TO SUPPORT THE CREATIVE SOUTHCOAST INITIATIVE	400,000.
(728) SOUTHCOAST COMMUNITY FOUNDATION, INC. 350 UNION STREET NEW BEDFORD, MA 02740	N/A	PUBLIC CHARITY	TO SUPPORT ORGANIZATION AND ARTS PROGRAM EQUITY EFFORTS	200,000.
(729) SOUTHCOAST COMMUNITY FOUNDATION, INC. 350 UNION STREET NEW BEDFORD, MA 02740	N/A	PUBLIC CHARITY	TO SUPPORT THE CREATIVE SOUTHCOAST INITIATIVE	150,000.
(730) SOUTHERN ARIZONA AIDS FOUNDATION 375 S. EUCLID AVE TUCSON, AZ 85719	N/A	PUBLIC CHARITY	TO SUPPORT THE THORNHILL LOPEZ CENTER FOR LGBTQ+ AND ALLIED YOUTH IN MEMORY OF JOHN HARRIS CURRY	4,200.
(731) SPACE GALLERY 538 CONGRESS STREET PORTLAND, ME 04101	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	150.
(732) SPONSOR, INC. 1257 WORCESTER ROAD, BOX #312 FRAMINGHAM, MA 01701	N/A	PUBLIC CHARITY	TO PROVIDE CORE SUPPORT TO THE CAMBRIDGE NONPROFIT COALITION	25,000.
(733) SPRINGFIELD EMPOWERMENT ZONE PARTNERSHIP, INC. 1500 MAIN ST., PO BOX 15331 SPRINGFIELD, MA 01115	N/A	TYPE III - FI	TO SUPPORT ONGOING PLANS TO STRENGTHEN SCHOOL LEADERSHIP	275,000.
(734) SPRINGFIELD EMPOWERMENT ZONE PARTNERSHIP, INC. 1500 MAIN ST., PO BOX 15331 SPRINGFIELD, MA 01115	N/A	TYPE III - FI	TO SUPPORT THE CONTINUED TRANSFORMATION EFFORTS WITHIN THE COMMERCE FAMILY OF SCHOOLS	300,000.
(735) SRI INTERNATIONAL 333 RAVENSWOOD AVENUE MENLO PARK, CA 94025	N/A	PUBLIC CHARITY	SEE STATEMENT	1,100,000.
Total from continuation sheets				

Form **8865**

Return of U.S. Persons With Respect to Certain Foreign Partnerships

OMB No. 1545-1668

2024

Department of the Treasury
Internal Revenue Service

Attach to your tax return.
Go to www.irs.gov/Form8865 for instructions and the latest information.

Attachment
Sequence No. **865**

Information furnished for the foreign partnership's tax year

beginning **JAN 1**, 2024, and ending **DEC 31**, 2024

Name of person filing this return

Filer's identification number

04-6579815

BARR FOUNDATION

Filer's address (if you aren't filing this form with your tax return)

A Category of filer (see Categories of Filers in the instructions and check applicable box(es)):

1 2 3 4

B Filer's tax year beginning **JAN 1**, 2024, and ending **DEC 31**, 2024

C Filer's share of liabilities: Nonrecourse \$ Qualified nonrecourse financing \$ Other \$

D If filer is a member of a consolidated group but not the parent, enter the following information about the parent:

Name

EIN

Address

E Check if any excepted specified foreign financial assets are reported on this form. See instructions

F Information about certain other partners (see instructions)

(1) Name	(2) Address	(3) Identification number	(4) Check applicable box(es)		
			Category 1	Category 2	Constructive owner

G1 Name and address of foreign partnership

PEAK XV PARTNERS GROWTH FUND IV LTD

2(a) EIN (if any)

98-1660708

2(b) Reference ID number

96

3 Country under whose laws organized

MAURITIUS

6TH FLOOR, TWO TRIBECA

TRIBECA CENTRAL, TRIANON, MAURITIUS 72261

4 Date of organization 06/03/2022	5 Principal place of business MAURITIUS	6 Principal business activity code number 525990	7 Principal business activity INVESTING	8a Functional currency US DOLLAR	8b Exchange rate (see instructions)
--	--	---	--	---	--

H Provide the following information for the foreign partnership's tax year:

1 Name, address, and identification number of agent (if any) in the United States

2 Check if the foreign partnership must file:

Form 1042 Form 8804 Form 1065

Service Center where Form 1065 is filed:

E-FILE

3 Name and address of foreign partnership's agent in country of organization, if any

APEX MAURITIUS

6TH FLOOR, TWO TRIBECA

TRIBECA CENTRAL, TRIANON, MAURITIUS

4 Name and address of person(s) with custody of the books and records of the foreign partnership, and the location of such books and records, if different

PEAK XV PARTNERS GWTH FD IV LTD

6TH FLOOR, TWO TRIBECA

TRIBECA CENTRAL, TRIANON, MAURITIUS

5 During the tax year, did the foreign partnership pay or accrue any interest or royalty for which the deduction is not allowed under section 267A? See instructions

Yes No

If "Yes," enter the total amount of the disallowed deductions \$

6 Is the partnership a section 721(c) partnership, as defined in Regulations section 1.721(c)-1(b)(14)?

Yes No

7 Were any special allocations made by the foreign partnership?

Yes No

8 Enter the number of Forms 8858, Information Return of U.S. Persons With Respect to Foreign Disregarded Entities (FDEs) and Foreign Branches (FBs), attached to this return. See instructions

9 How is this partnership classified under the law of the country in which it's organized?

LIMITED LIFE CO.

10 a Does the filer have an interest in the foreign partnership, or an interest indirectly through the foreign partnership, that's a separate unit under Regulations section 1.1503(d)-1(b)(4) or part of a combined separate unit under Regulations section 1.1503(d)-1(b)(4)(ii)? If "No," skip question 10b

Yes No

b If "Yes," does the separate unit or combined separate unit have a dual consolidated loss, as defined in Regulations section 1.1503(d)-1(b)(5)(ii)?

Yes No

11 Does this partnership meet both of the following requirements?

1. The partnership's total receipts for the tax year were less than \$250,000.

2. The value of the partnership's total assets at the end of the tax year was less than \$1 million.

If "Yes," don't complete Schedules L, M-1, and M-2.

Yes No

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

Form **8865** (2024)

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
(736) ST. JUDE CHILDREN'S RESEARCH HOSPITAL, INC. 501 ST. JUDE PLACE MEMPHIS, TN 38105	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	150.
(737) ST. JUDE CHILDREN'S RESEARCH HOSPITAL, INC. 501 ST. JUDE PLACE MEMPHIS, TN 38105	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	600.
(738) STAMFORD HOSPITAL 3001 SUMMER STREET, 2ND FLOOR STAMFORD, CT 06905-4321	N/A	PUBLIC CHARITY	TO SUPPORT HOPE IN MOTION PARTICIPANT, CARLOS BALDOZ	300.
(739) STERN GROVE FESTIVAL ASSOCIATION 832 FOLSOM STREET, SUITE 1000 SAN FRANCISCO, CA 94107	N/A	PUBLIC CHARITY	SEE STATEMENT	150.
(740) STRATFORD PUBLIC SCHOOLS 1000 EAST BROADWAY STRATFORD, CT 06615	N/A	PUBLIC SCHOOL	TO SUPPORT TRANSFORMATION IN LEARNING AND TEACHING TO ADVANCE THE PORTRAIT OF A GRADUATE	140,000.
(741) STREET THEORY COLLECTIVE 201 PEARL ST. #1 CAMBRIDGE, MA 02139	N/A	PUBLIC CHARITY	TO SUPPORT OPERATIONS	80,000.
(742) STUDIO AT 550 29 AUTUMN ST. SOMERVILLE, MA 02145	N/A	PUBLIC CHARITY	TO PROVIDE CORE SUPPORT FOR MIDDAY MOVEMENT AS PART OF THE CATALYZING VITALITY PROGRAM	50,000.
(743) TAUNTON PUBLIC SCHOOLS 215 HARRIS STREET TAUNTON, MA 02780	N/A	PUBLIC SCHOOL	SEE STATEMENT	280,000.
(744) TEACH FOR AMERICA, INC. 50 MILK STREET, 16TH FLOOR BOSTON, MA 02109	N/A	PUBLIC CHARITY	TO PROVIDE CORE SUPPORT FOR TEACH FOR AMERICA'S CONNECTICUT REGION	150,000.
(745) TEACH FOR AMERICA, INC. 50 MILK STREET, 16TH FLOOR BOSTON, MA 02109	N/A	PUBLIC CHARITY	TO PROVIDE CORE SUPPORT FOR TEACH FOR AMERICA'S MASSACHUSETTS REGION	250,000.
Total from continuation sheets				

- 12 a** Is the filer of this Form 8865 claiming a foreign-derived intangible income (FDII) deduction (under section 250) with respect to any transaction with the foreign partnership? If "Yes," complete lines 12b, 12c, and 12d. See instructions Yes No
- b** Enter the amount of gross receipts derived from all sales of general property to the foreign partnership that the filer included in its computation of foreign-derived deduction eligible income (FDDEI) _____
- c** Enter the amount of gross receipts derived from all sales of intangible property to the foreign partnership that the filer included in its computation of FDDEI _____
- d** Enter the amount of gross receipts derived from all services provided to the foreign partnership that the filer included in its computation of FDDEI _____
- 13** Enter the number of foreign partners subject to section 864(c)(8) as a result of transferring all or a portion of an interest in the partnership or of receiving a distribution from the partnership _____
- 14** At any time during the tax year were any transfers between the partnership and its partners subject to the disclosure requirements of Regulations section 1.707-8? Yes No

Sign Here Only if You're Filing This Form Separately and Not With Your Tax Return. 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 general partner or limited liability company member) is based on all information of which preparer has any knowledge.

Signature of general partner or limited liability company member

Date

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name			Firm's EIN	
	Firm's address			Phone no.	

Schedule A Constructive Ownership of Partnership Interest. Check the boxes that apply to the filer. If you check box **b**, enter the name, address, and U.S. taxpayer identification number (if any) of the person(s) whose interest you constructively own. See instructions.

a Owns a direct interest **b** Owns a constructive interest

Name	Address	Identification number (if any)	Check if foreign person	Check if direct partner

Schedule A-1 Certain Partners of Foreign Partnership (see instructions)

Name	Address	Identification number (if any)	Check if foreign person

Schedule A-2 Foreign Partners of Section 721(c) Partnership (see instructions)

Name of foreign partner	Address	Country of organization (if any)	U.S. taxpayer identification number (if any)	Check if related to U.S. transferor	Percentage interest	
					Capital	Profits
				<input type="checkbox"/>	%	%
				<input type="checkbox"/>	%	%

Does the partnership have any other foreign person as a direct partner? Yes No

Schedule A-3 Affiliation Schedule. List all partnerships (foreign or domestic) in which the foreign partnership owns a direct interest or indirectly owns a 10% interest.

Name	Address	EIN (if any)	Total ordinary income or loss	Check if foreign partnership
STMT 55				

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
(746) TEACH PLUS INCORPORATED ONE BEACON STREET, 15TH FLOOR BOSTON, MA 02108	N/A	PUBLIC CHARITY	TO LAUNCH AND DEVELOP THE INQUIRY INSTITUTE FOR THE MASSACHUSETTS REGION AND NATIONALLY	250,000.
(747) TEACH WESTERN MASS, INC. 1000 STATE STREET SPRINGFIELD, MA 01109	N/A	PUBLIC CHARITY	TO SUPPORT GENERAL OPERATIONS	325,000.
(748) TEACH WESTERN MASS, INC. 1000 STATE STREET SPRINGFIELD, MA 01109	N/A	PUBLIC CHARITY	TO SUPPORT GENERAL OPERATIONS	325,000.
(749) TECHNICAL DEVELOPMENT CORPORATION 31 MILK STREET, SUITE 310 BOSTON, MA 02109	N/A	PUBLIC CHARITY	TO SUPPORT COLLABORATIVE PROJECTS AMONGST THE ARTSAMPLIFIED COHORT MEMBERS	250,000.
(750) TECHNICAL DEVELOPMENT CORPORATION 31 MILK STREET, SUITE 310 BOSTON, MA 02109	N/A	PUBLIC CHARITY	TO SUPPORT TECHNICAL ASSISTANCE, COACHING, AND REGRANTING FOR THE BARR-KLARMAN MA ARTS INITIATIVE	200,000.
(751) TECHNICAL DEVELOPMENT CORPORATION 31 MILK STREET, SUITE 310 BOSTON, MA 02109	N/A	PUBLIC CHARITY	TO SUPPORT COLLABORATIVE PROJECTS AMONGST THE ARTSAMPLIFIED COHORT MEMBERS	250,000.
(752) THE AMERICAN CITY COALITION, INC. 2136 WASHINGTON STREET, FLOOR 2 ROXBURY, MA 02119	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	125,000.
(753) THE AMERICAN CITY COALITION, INC. 2136 WASHINGTON STREET, FLOOR 2 ROXBURY, MA 02119	N/A	PUBLIC CHARITY	SEE STATEMENT	300,000.
(754) THE BATCHELDER PARENTS ORGANIZATION, INC. 175 PARK STREET NORTH READING, MA 01864	N/A	PUBLIC CHARITY	SEE STATEMENT	450.
(755) THE BERKSHIRE TACONIC COMMUNITY FOUNDATION, INC. 800 NORTH MAIN STREET SHEFFIELD, MA 01257	N/A	PUBLIC CHARITY	TO SUPPORT THE ARTS BUILD COMMUNITY INITIATIVE	400,000.
Total from continuation sheets				

**SCHEDULE O
(Form 8865)**

(Rev. October 2021)
Department of the Treasury
Internal Revenue Service

**Transfer of Property to a Foreign Partnership
(Under Section 6038B)**

▶ **Attach to Form 8865. See the Instructions for Form 8865.**
▶ **Go to www.irs.gov/Form8865 for instructions and the latest information.**

OMB No. 1545-1668

Name of transferor **BARR FOUNDATION** Filer's identifying number **04-6579815**

Name of foreign partnership **PEAK XV PARTNERS GROWTH FUND IV L** EIN (if any) **98-1660708** Reference ID number (see instr) **96**

- 1 a** Is the partnership a section 721(c) partnership (as defined in Regulations section 1.721(c)-1(b)(14))? See instructions Yes No
b If "Yes," was the gain deferral method applied to avoid the recognition of gain upon the contribution of property? Yes No
2 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? Yes No

Part I Transfers Reportable Under Section 6038B

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Recovery period	(f) Section 704(c) allocation method	(g) Gain recognized on transfer
Cash			2,467,592.				
Stock, notes receivable and payable, and other securities							
Inventory							
Tangible property used in trade or business							
Intangible property described in section 197(f)(9)							
Intangible property, other than intangible property described in section 197(f)(9)							
Other property							
Totals			2,467,592.				

3 Enter the transferor's percentage interest in the partnership: (a) Before the transfer **1.2000** % (b) After the transfer **1.2000** %

Supplemental Information Required To Be Reported (see instructions):

Part II Dispositions Reportable Under Section 6038B

(a) Type of property	(b) Date of original transfer	(c) Date of disposition	(d) Manner of disposition	(e) Gain recognized by partnership	(f) Depreciation recapture recognized by partnership	(g) Gain allocated to partner	(h) Depreciation recapture allocated to partner

Part III Is any transfer reported on this schedule subject to gain recognition under section 904(f)(3) or section 904(f)(5)(F)? Yes No

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 8865.

Schedule O (Form 8865) 10-2021

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
(756) THE BERKSHIRE TACONIC COMMUNITY FOUNDATION, INC. 800 NORTH MAIN STREET SHEFFIELD, MA 01257	N/A	PUBLIC CHARITY	TO SUPPORT THE ARTS BUILD COMMUNITY INITIATIVE	100,000.
(757) THE CENTER FOR CULTURAL INNOVATION 244 S. SAN PEDRO STREET, #401 LOS ANGELES, CA 90012	N/A	PUBLIC CHARITY	TO SUPPORT AMBITIOUS AND RESEARCH 2 IMPACT	500,000.
(758) THE CENTER FOR INDEPENDENT DOCUMENTARY, INC. PO BOX 990976 BOSTON, MA 02199	N/A	PUBLIC CHARITY	SEE STATEMENT	25,000.
(759) THE CHISHOLM LEGACY PROJECT, INC. PO BOX 1031, 15210 DINO DRIVE BURTONSVILLE, MD 20866	N/A	PUBLIC CHARITY	SEE STATEMENT	415,000.
(760) THE COALITION FOR CHRISTIAN OUTREACH 5912 PENN AVENUE PITTSBURGH, PA 15206-3817	N/A	PUBLIC CHARITY	TO SUPPORT THE GARY TRAVIS MEMORIAL FUND	1,500.
(761) THE COALITION FOR CHRISTIAN OUTREACH 5912 PENN AVENUE PITTSBURGH, PA 15206-3817	N/A	PUBLIC CHARITY	FOR GARRETT RICE	1,500.
(762) THE EDUCATION TRUST 1501 K STREET NW, SUITE 200 WASHINGTON, DC 20005	N/A	PUBLIC CHARITY	TO SUPPORT PUBLIC OPINION POLLING AND DISSEMINATION ON EDUCATION IN THE STATE OF MASSACHUSETTS	200,000.
(763) THE EDUCATION TRUST 1501 K STREET NW, SUITE 200 WASHINGTON, DC 20005	N/A	PUBLIC CHARITY	TO PROVIDE CORE SUPPORT FOR THE ORGANIZATION'S MASSACHUSETTS WORK	600,000.
(764) THE EQUITY INSTITUTE 225 DYER STREET, FL. 2 PROVIDENCE, RI 02903	N/A	PUBLIC CHARITY	TO PROVIDE CORE SUPPORT FOR WORK IN NEW ENGLAND	150,000.
(765) THE FLAVOR CONTINUES 15 CHANNEL CENTER STREET BOSTON, MA 02210	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT AS PART OF THE CATALYZING VITALITY PROGRAM	50,000.
Total from continuation sheets				

Form **8865**

Return of U.S. Persons With Respect to Certain Foreign Partnerships

OMB No. 1545-1668

Department of the Treasury
Internal Revenue Service

Attach to your tax return.
Go to www.irs.gov/Form8865 for instructions and the latest information.

2024

Information furnished for the foreign partnership's tax year

Attachment Sequence No. **865**

beginning **JAN 1**, 2024, and ending **DEC 31**, 2024

Name of person filing this return

Filer's identification number

04-6579815

BARR FOUNDATION

Filer's address (if you aren't filing this form with your tax return)

A Category of filer (see Categories of Filers in the instructions and check applicable box(es)):

1 2 3 4

B Filer's tax year beginning **JAN 1**, 2024, and ending **DEC 31**, 2024

C Filer's share of liabilities: Nonrecourse \$ _____ Qualified nonrecourse financing \$ _____ Other \$ _____

D If filer is a member of a consolidated group but not the parent, enter the following information about the parent:

Name

EIN

Address

E Check if any excepted specified foreign financial assets are reported on this form. See instructions

F Information about certain other partners (see instructions)

(1) Name	(2) Address	(3) Identification number	(4) Check applicable box(es)		
			Category 1	Category 2	Constructive owner

G1 Name and address of foreign partnership

SEQUOIA CAPITAL FUND, L.P.

2800 SAND HILL RD, SUITE 101

MENLO PARK, CA 94025

2(a) EIN (if any)

98-1639975

2(b) Reference ID number

93

3 Country under whose laws organized

CAYMAN ISLANDS

4 Date of organization 02/08/2022	5 Principal place of business CAYMAN ISLANDS	6 Principal business activity code number 525990	7 Principal business activity VENTURE CAPITAL	8a Functional currency US DOLLAR	8b Exchange rate (see instructions)
--	---	---	--	---	--

H Provide the following information for the foreign partnership's tax year:

1 Name, address, and identification number of agent (if any) in the United States

2 Check if the foreign partnership must file:

Form 1042 Form 8804 Form 1065

Service Center where Form 1065 is filed:

E-FILE

3 Name and address of foreign partnership's agent in country of organization, if any

MAPLES CORP SVCS LTD

UGLAND HOUSE S CHURCH ST

GEORGE TOWN, GRAND CAYMAN, CAYMAN IS

4 Name and address of person(s) with custody of the books and records of the foreign partnership, and the location of such books and records, if different

MARIE KLEMCHUK

2800 SAND HILL ROAD, STE 101

MENLO PARK, CA 94025

5 During the tax year, did the foreign partnership pay or accrue any interest or royalty for which the deduction is not allowed under section 267A? See instructions

Yes No

If "Yes," enter the total amount of the disallowed deductions \$ _____

6 Is the partnership a section 721(c) partnership, as defined in Regulations section 1.721(c)-1(b)(14)?

Yes No

7 Were any special allocations made by the foreign partnership?

Yes No

8 Enter the number of Forms 8858, Information Return of U.S. Persons With Respect to Foreign Disregarded Entities (FDEs) and Foreign Branches (FBs), attached to this return. See instructions

9 How is this partnership classified under the law of the country in which it's organized?

PARTNERSHIP

10 a Does the filer have an interest in the foreign partnership, or an interest indirectly through the foreign partnership, that's a separate unit under Regulations section 1.1503(d)-1(b)(4) or part of a combined separate unit under Regulations section 1.1503(d)-1(b)(4)(ii)? If "No," skip question 10b

Yes No

b If "Yes," does the separate unit or combined separate unit have a dual consolidated loss, as defined in Regulations section 1.1503(d)-1(b)(5)(ii)?

Yes No

11 Does this partnership meet both of the following requirements?

1. The partnership's total receipts for the tax year were less than \$250,000.

2. The value of the partnership's total assets at the end of the tax year was less than \$1 million.

Yes No

If "Yes," don't complete Schedules L, M-1, and M-2.

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

Form **8865** (2024)

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
(766) THE FOOD BANK OF WESTERN MASSACHUSETTS, INC. 25 CAREW STREET CHICOPEE, MA 01020	N/A	PUBLIC CHARITY	TO SUPPORT GENERAL OPERATIONS	300.
(767) THE FOUNDATION FOR CITY COLLEGE 160 CONVENT AVENUE, NAC 6/119 NEW YORK, NY 10031	N/A	PUBLIC CHARITY	SEE STATEMENT	250.
(768) THE FUNDERS NETWORK, INC. 2000 PONCE DE LEON BLVD., SUITE 600 CORAL GABLES, FL 33134	N/A	PUBLIC CHARITY	TO SUPPORT THE MOBILITY AND ACCESS COLLABORATIVE	9,500.
(769) THE FUNDERS NETWORK, INC. 2000 PONCE DE LEON BLVD., SUITE 600 CORAL GABLES, FL 33134	N/A	PUBLIC CHARITY	TO SUPPORT 2024 BARR FOUNDATION MEMBERSHIP DUES	23,900.
(770) THE GREATER BOSTON FOOD BANK, INC. 70 SOUTHBAY AVENUE BOSTON, MA 02118	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	300.
(771) THE GREATER BOSTON FOOD BANK, INC. 70 SOUTHBAY AVENUE BOSTON, MA 02118	N/A	PUBLIC CHARITY	TO SUPPORT GENERAL OPERATIONS	1,500.
(772) THE GREATER BOSTON FOOD BANK, INC. 70 SOUTHBAY AVENUE BOSTON, MA 02118	N/A	PUBLIC CHARITY	TO SUPPORT GENERAL OPERATIONS	1,500.
(773) THE GREENE SCHOOL 94 JOHN POTTER ROAD WEST GREENWICH, RI 02817	N/A	PUBLIC CHARITY	TO SUPPORT THE GREENE SCHOOL IN FURTHER DEVELOPING AND DEEPENING THEIR INSTRUCTIONAL VISION	120,000.
(774) THE HARBORKEEPERS 94 SUMNER STREET EAST BOSTON, MA 02128	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	62,500.
(775) THE HARVARD BUSINESS SCHOOL AFRICAN-AMERICAN ALUMNI ASSOCIATION 99 HUDSON ST, 5TH FLOOR NEW YORK, NY 10013	N/A	PUBLIC CHARITY	TO SUPPORT THE HBSAAA CAPITAL CAMPAIGN	3,000.
Total from continuation sheets				

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
(776) THE LATINA CIRCLE INC 18 GROVE STREET, SUITE 4 WELLESLEY, MA 02482	N/A	PUBLIC CHARITY	TO PROVIDE CONTINUED PROGRAM, CAPACITY BUILDING, AND ONE-TIME ORGANIZATIONAL DEVELOPMENT SUPPORT	15,000.
(777) THE LATINA CIRCLE INC 18 GROVE STREET, SUITE 4 WELLESLEY, MA 02482	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	200,000.
(778) THE LATINA CIRCLE INC 18 GROVE STREET, SUITE 4 WELLESLEY, MA 02482	N/A	PUBLIC CHARITY	TO PROVIDE CONTINUED PROGRAM, CAPACITY BUILDING, AND ONE-TIME ORGANIZATIONAL DEVELOPMENT SUPPORT	60,000.
(779) THE LATINO SUPPORT NETWORK, INC. 140 UNION STREET LYNN, MA 01901	N/A	PUBLIC CHARITY	TO PARTICIPATE IN THE COMMUNITY HEAT RESILIENCE PILOT PROGRAM	25,000.
(780) THE LATINO SUPPORT NETWORK, INC. 140 UNION STREET LYNN, MA 01901	N/A	PUBLIC CHARITY	TO PARTICIPATE IN THE COMMUNITY HEAT RESILIENCE PILOT PROGRAM	25,000.
(781) THE LAWRENCE AND LILLIAN SOLOMON FOUNDATION, INC. 10 LAUREL AVENUE, SUITE 200 WELLESLEY, MA 02481	N/A	EXPENDITURE RESPONSIBILITY	TO SUPPORT A RE-GRANTING AND TECHNICAL ASSISTANCE PROGRAM FOR GREENWAYS IN GREATER BOSTON	400,000.
(782) THE LEARNING PROJECT, INC. 107 MARLBOROUGH STREET BOSTON, MA 02116	N/A	PUBLIC CHARITY	FOR THE HIGHEST AND BEST USE	1,500.
(783) THE LENNY ZAKIM FUND 33 ARCH STREET, 26TH FLOOR BOSTON, MA 02110	N/A	PUBLIC CHARITY	SEE STATEMENT	500.
(784) THE LENNY ZAKIM FUND 33 ARCH STREET, 26TH FLOOR BOSTON, MA 02110	N/A	PUBLIC CHARITY	SEE STATEMENT	62,500.
(785) THE LENNY ZAKIM FUND 33 ARCH STREET, 26TH FLOOR BOSTON, MA 02110	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	75,000.
Total from continuation sheets				

**SCHEDULE O
(Form 8865)**

(Rev. October 2021)
Department of the Treasury
Internal Revenue Service

**Transfer of Property to a Foreign Partnership
(Under Section 6038B)**

▶ **Attach to Form 8865. See the Instructions for Form 8865.**
▶ **Go to www.irs.gov/Form8865 for instructions and the latest information.**

OMB No. 1545-1668

Name of transferor **BARR FOUNDATION** Filer's identifying number **04-6579815**

Name of foreign partnership **SEQUOIA CAPITAL FUND, L.P.** EIN (if any) **98-1639975** Reference ID number (see instr) **93**

- 1 a** Is the partnership a section 721(c) partnership (as defined in Regulations section 1.721(c)-1(b)(14))? See instructions Yes No
b If "Yes," was the gain deferral method applied to avoid the recognition of gain upon the contribution of property? Yes No
2 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? Yes No

Part I Transfers Reportable Under Section 6038B

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Recovery period	(f) Section 704(c) allocation method	(g) Gain recognized on transfer
Cash			1,179,846.				
Stock, notes receivable and payable, and other securities			20656139.	2,071,942.		TRADITIONAL	18584197.
Inventory							
Tangible property used in trade or business							
Intangible property described in section 197(f)(9)							
Intangible property, other than intangible property described in section 197(f)(9)							
Other property							
Totals			21,835,985.	2,071,942.			18,584,197.

3 Enter the transferor's percentage interest in the partnership: (a) Before the transfer **1.5200** % (b) After the transfer **1.2200** %

Supplemental Information Required To Be Reported (see instructions):

Part II Dispositions Reportable Under Section 6038B

(a) Type of property	(b) Date of original transfer	(c) Date of disposition	(d) Manner of disposition	(e) Gain recognized by partnership	(f) Depreciation recapture recognized by partnership	(g) Gain allocated to partner	(h) Depreciation recapture allocated to partner

Part III Is any transfer reported on this schedule subject to gain recognition under section 904(f)(3) or section 904(f)(5)(F)? Yes No

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 8865.

Schedule O (Form 8865) 10-2021

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
(786) THE LYNN MUSIC FOUNDATION, INC. 25 EXCHANGE STREET LYNN, MA 01901	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT AS PART OF THE CATALYZING VITALITY PROGRAM	25,000.
(787) THE MASSACHUSETTS INSTITUTE FOR A NEW COMMONWEALTH 11 BEACON STREET, SUITE 500 BOSTON, MA 02108	N/A	PUBLIC CHARITY	SEE STATEMENT	65,000.
(788) THE MASSACHUSETTS INSTITUTE FOR A NEW COMMONWEALTH 11 BEACON STREET, SUITE 500 BOSTON, MA 02108	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	175,000.
(789) THE MASSACHUSETTS INSTITUTE FOR A NEW COMMONWEALTH, INC. 11 BEACON STREET, SUITE 500 BOSTON, MA 02108	N/A	PUBLIC CHARITY	TO PROVIDE AN EXIT GRANT FOR TRANSPORTATION POLLING WORK	100,000.
(790) THE MASSACHUSETTS INSTITUTE FOR A NEW COMMONWEALTH, INC. 11 BEACON STREET, SUITE 500 BOSTON, MA 02108	N/A	PUBLIC CHARITY	TO SUPPORT ACCELERATION OF MULTI-MODAL DEVELOPMENT IN GATEWAY CITIES	250,000.
(791) THE MIAMI FOUNDATION, INC. 40 NW 3RD STREET, SUITE 305 MIAMI, FL 33128	N/A	PUBLIC CHARITY	SEE STATEMENT	250,000.
(792) THE NATIONAL CENTER ON EDUCATION AND THE ECONOMY 2445 M STREET, NW, SUITE 720 WASHINGTON, DC 20037	N/A	PUBLIC CHARITY	SEE STATEMENT	80,000.
(793) THE PARTNERSHIP PROJECT, INC. PO BOX 65826 WASHINGTON, DC 20035	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	2,000.
(794) THE PARTNERSHIP PROJECT, INC. PO BOX 65826 WASHINGTON, DC 20035	N/A	PUBLIC CHARITY	TO PROVIDE CAPACITY BUILDING SUPPORT TO CLIMATE ADVOCATES IN NEW ENGLAND	75,000.
(795) THE PEOPLE'S PORT AUTHORITY 216 OHIO AVENUE PROVIDENCE, RI 02905	N/A	PUBLIC CHARITY	SEE STATEMENT	75,000.
Total from continuation sheets				

Form **8865**

Return of U.S. Persons With Respect to Certain Foreign Partnerships

OMB No. 1545-1668

Attach to your tax return.
Go to www.irs.gov/Form8865 for instructions and the latest information.

2024

Department of the Treasury
Internal Revenue Service

Information furnished for the foreign partnership's tax year

beginning **JAN 1**, 2024, and ending **DEC 31**, 2024

Attachment Sequence No. **865**

Name of person filing this return

Filer's identification number

04-6579815

BARR FOUNDATION

Filer's address (if you aren't filing this form with your tax return)

A Category of filer (see Categories of Filers in the instructions and check applicable box(es)):

1 2 3 4

B Filer's tax year beginning **JAN 1**, 2024, and ending **DEC 31**, 2024

C Filer's share of liabilities: Nonrecourse \$ _____ Qualified nonrecourse financing \$ _____ Other \$ _____

D If filer is a member of a consolidated group but not the parent, enter the following information about the parent:

Name

EIN

Address

E Check if any excepted specified foreign financial assets are reported on this form. See instructions

F Information about certain other partners (see instructions)

(1) Name	(2) Address	(3) Identification number	(4) Check applicable box(es)		
			Category 1	Category 2	Constructive owner

G1 Name and address of foreign partnership

BERKSHIRE FUND X-A (OS), L.P.

**200 CLARENDON STREET, 35TH FLOOR
BOSTON, MA 02116**

2(a) EIN (if any)

98-1594540

2(b) Reference ID number

86

3 Country under whose laws organized

CAYMAN ISLANDS

4 Date of organization 04/27/2021	5 Principal place of business CAYMAN ISLANDS	6 Principal business activity code number 523900	7 Principal business activity INVESTING	8a Functional currency US DOLLAR	8b Exchange rate (see instructions)
--	---	---	--	---	--

H Provide the following information for the foreign partnership's tax year:

1 Name, address, and identification number of agent (if any) in the United States

2 Check if the foreign partnership must file:

Form 1042 Form 8804 Form 1065

Service Center where Form 1065 is filed:

E-FILE

3 Name and address of foreign partnership's agent in country of organization, if any

**WALKERS CORPORATE LIMITED
190 ELGIN AVENUE
GEORGE TOWN, GRAND CAYMAN, CAYMAN IS**

4 Name and address of person(s) with custody of the books and records of the foreign partnership, and the location of such books and records, if different

**GARY GIORDANO, BERKSHIRE PTRS
200 CLARENDON STREET
BOSTON, MA 02116**

5 During the tax year, did the foreign partnership pay or accrue any interest or royalty for which the deduction is not allowed under section 267A? See instructions

Yes No

If "Yes," enter the total amount of the disallowed deductions \$ _____

6 Is the partnership a section 721(c) partnership, as defined in Regulations section 1.721(c)-1(b)(14)?

Yes No

7 Were any special allocations made by the foreign partnership?

Yes No

8 Enter the number of Forms 8858, Information Return of U.S. Persons With Respect to Foreign Disregarded Entities (FDEs) and Foreign Branches (FBs), attached to this return. See instructions

9 How is this partnership classified under the law of the country in which it's organized?

EXEMPT LP

10 a Does the filer have an interest in the foreign partnership, or an interest indirectly through the foreign partnership, that's a separate unit under Regulations section 1.1503(d)-1(b)(4) or part of a combined separate unit under Regulations section 1.1503(d)-1(b)(4)(ii)? If "No," skip question 10b

Yes No

b If "Yes," does the separate unit or combined separate unit have a dual consolidated loss, as defined in Regulations section 1.1503(d)-1(b)(5)(ii)?

Yes No

11 Does this partnership meet both of the following requirements?

- The partnership's total receipts for the tax year were less than \$250,000.
 - The value of the partnership's total assets at the end of the tax year was less than \$1 million.
- If "Yes," don't complete Schedules L, M-1, and M-2.

Yes No

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

Form **8865** (2024)

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
(796) THE PERFORMANCE PROJECT, INC. 1365 MAIN STREET SPRINGFIELD, MA 01103	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT AS PART OF THE CATALYZING VITALITY PROGRAM	50,000.
(797) THE ROSE CONSERVATORY 1350 PLEASANT STREET BROCKTON, MA 02301	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT AS PART OF THE CATALYZING VITALITY PROGRAM	50,000.
(798) THE SEATTLE FOUNDATION 1601 FIFTH AVENUE, SUITE 1900 SEATTLE, WA 98101-3615	N/A	PUBLIC CHARITY	TO PROVIDE CORE SUPPORT FOR ITS EQUITABLE EVALUATION INITIATIVE	125,000.
(799) THE SILK ROAD PROJECT, INC. P.O. BOX 35460 BOSTON, MA 02135	N/A	PUBLIC CHARITY	TO INVEST RISK CAPITAL IN ORGANIZATIONAL AND ARTISTIC LEADERSHIP	360,000.
(800) THE ST. CHARLES CENTER FOR FAITH AND ACTION 7100 ST. CHARLES AVE NEW ORLEANS, LA 70118	N/A	PUBLIC CHARITY	FOR GENERAL SUPPORT	450.
(801) THE TEACHER COLLABORATIVE, INC. PO BOX 441645 SOMERVILLE, MA 02144	N/A	PUBLIC CHARITY	FOR THE ALTERNATIVE HIGH SCHOOL PATHWAYS INNOVATION CO-LAB	60,000.
(802) THE TEACHER COLLABORATIVE, INC. PO BOX 441645 SOMERVILLE, MA 02144	N/A	PUBLIC CHARITY	FOR THE ALTERNATIVE HIGH SCHOOL PATHWAYS INNOVATION CO-LAB	40,000.
(803) THE TEACHER COLLABORATIVE, INC. PO BOX 441645 SOMERVILLE, MA 02144	N/A	PUBLIC CHARITY	TO SUPPORT GENERAL OPERATIONS	200,000.
(804) THE TEACHERS' LOUNGE INCORPORATED 208 POPLAR STREET ROSLINDALE, MA 02131	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	200,000.
(805) THE TRUST FOR PUBLIC LAND 6 BEACON STREET, SUITE 615 BOSTON, MA 02108	N/A	PUBLIC CHARITY	SEE STATEMENT	158,650.
Total from continuation sheets				

- 12 a** Is the filer of this Form 8865 claiming a foreign-derived intangible income (FDII) deduction (under section 250) with respect to any transaction with the foreign partnership? If "Yes," complete lines 12b, 12c, and 12d. See instructions Yes No
- b** Enter the amount of gross receipts derived from all sales of general property to the foreign partnership that the filer included in its computation of foreign-derived deduction eligible income (FDDEI) _____
- c** Enter the amount of gross receipts derived from all sales of intangible property to the foreign partnership that the filer included in its computation of FDDEI _____
- d** Enter the amount of gross receipts derived from all services provided to the foreign partnership that the filer included in its computation of FDDEI _____
- 13** Enter the number of foreign partners subject to section 864(c)(8) as a result of transferring all or a portion of an interest in the partnership or of receiving a distribution from the partnership _____
- 14** At any time during the tax year were any transfers between the partnership and its partners subject to the disclosure requirements of Regulations section 1.707-8? Yes No

Sign Here Only if You're Filing This Form Separately and Not With Your Tax Return. 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 general partner or limited liability company member) is based on all information of which preparer has any knowledge.

Signature of general partner or limited liability company member

Date

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name			Firm's EIN	
	Firm's address			Phone no.	

Schedule A Constructive Ownership of Partnership Interest. Check the boxes that apply to the filer. If you check box **b**, enter the name, address, and U.S. taxpayer identification number (if any) of the person(s) whose interest you constructively own. See instructions.

a Owns a direct interest b Owns a constructive interest

Name	Address	Identification number (if any)	Check if foreign person	Check if direct partner

Schedule A-1 Certain Partners of Foreign Partnership (see instructions)

Name	Address	Identification number (if any)	Check if foreign person

Schedule A-2 Foreign Partners of Section 721(c) Partnership (see instructions)

Name of foreign partner	Address	Country of organization (if any)	U.S. taxpayer identification number (if any)	Check if related to U.S. transferor	Percentage interest	
					Capital	Profits
				<input type="checkbox"/>	%	%
				<input type="checkbox"/>	%	%

Does the partnership have any other foreign person as a direct partner? Yes No

Schedule A-3 Affiliation Schedule. List all partnerships (foreign or domestic) in which the foreign partnership owns a direct interest or indirectly owns a 10% interest.

	Name	Address	EIN (if any)	Total ordinary income or loss	Check if foreign partnership
STMT 57					

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
(806) THE TRUST FOR PUBLIC LAND 6 BEACON STREET, SUITE 615 BOSTON, MA 02108	N/A	PUBLIC CHARITY	SEE STATEMENT	8,350.
(807) THE ULMAN FUND, INC. 2118 E MADISON STREET BALTIMORE, MD 21205	N/A	PUBLIC CHARITY	TO SUPPORT MK SLATTERY'S FUNDRAISING EFFORTS	1,500.
(808) THEATER OFFENSIVE, INC. P.O. BOX 171731 BOSTON, MA 02117	N/A	PUBLIC CHARITY	TO INVEST RISK CAPITAL IN ORGANIZATIONAL AND ARTISTIC LEADERSHIP	360,000.
(809) THINK OUTSIDE THE VOX INC 311 GREAT ROAD LITTLETON, MA 01460	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT AS PART OF THE CATALYZING VITALITY PROGRAM	50,000.
(810) THIRD SECTOR NEW ENGLAND, INC. 89 SOUTH STREET, SUITE 700 BOSTON, MA 02111	N/A	PUBLIC CHARITY	TO SUPPORT THE BOSTON CULTURAL LEADERS COALITION	171,429.
(811) THIRD SECTOR NEW ENGLAND, INC. 89 SOUTH STREET, SUITE 700 BOSTON, MA 02111	N/A	PUBLIC CHARITY	SEE STATEMENT	300,000.
(812) THIRD SECTOR NEW ENGLAND, INC. 89 SOUTH STREET, SUITE 700 BOSTON, MA 02111	N/A	PUBLIC CHARITY	TO SUPPORT THE MATTAPAN FOOD AND FITNESS COALITION IN CO-HOSTING THE YOUTH BIKE SUMMIT	35,000.
(813) THIRD SECTOR NEW ENGLAND, INC. 89 SOUTH STREET, SUITE 700 BOSTON, MA 02111	N/A	PUBLIC CHARITY	TO SUPPORT THE MATTAPAN FOOD AND FITNESS COALITION	135,000.
(814) THIRD SECTOR NEW ENGLAND, INC. 89 SOUTH STREET, SUITE 700 BOSTON, MA 02111	N/A	PUBLIC CHARITY	SEE STATEMENT	428,571.
(815) THIRD SECTOR NEW ENGLAND, INC. 89 SOUTH STREET, SUITE 700 BOSTON, MA 02111	N/A	PUBLIC CHARITY	SEE STATEMENT	10,000.
Total from continuation sheets				

**SCHEDULE O
(Form 8865)**

(Rev. October 2021)
Department of the Treasury
Internal Revenue Service

**Transfer of Property to a Foreign Partnership
(Under Section 6038B)**

▶ **Attach to Form 8865. See the Instructions for Form 8865.**
▶ **Go to www.irs.gov/Form8865 for instructions and the latest information.**

OMB No. 1545-1668

Name of transferor **BARR FOUNDATION** Filer's identifying number **04-6579815**

Name of foreign partnership **BERKSHIRE FUND X-A (OS), L.P.** EIN (if any) **98-1594540** Reference ID number (see instr) **86**

- 1 a** Is the partnership a section 721(c) partnership (as defined in Regulations section 1.721(c)-1(b)(14))? See instructions Yes No
- b** If "Yes," was the gain deferral method applied to avoid the recognition of gain upon the contribution of property? Yes No
- 2** Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? Yes No

Part I Transfers Reportable Under Section 6038B

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Recovery period	(f) Section 704(c) allocation method	(g) Gain recognized on transfer
Cash	12/31/24		639,964.				
Stock, notes receivable and payable, and other securities							
Inventory							
Tangible property used in trade or business							
Intangible property described in section 197(f)(9)							
Intangible property, other than intangible property described in section 197(f)(9)							
Other property							
Totals			639,964.				

3 Enter the transferor's percentage interest in the partnership: (a) Before the transfer **.4500** % (b) After the transfer **.4400** %

Supplemental Information Required To Be Reported (see instructions):

Part II Dispositions Reportable Under Section 6038B

(a) Type of property	(b) Date of original transfer	(c) Date of disposition	(d) Manner of disposition	(e) Gain recognized by partnership	(f) Depreciation recapture recognized by partnership	(g) Gain allocated to partner	(h) Depreciation recapture allocated to partner

Part III Is any transfer reported on this schedule subject to gain recognition under section 904(f)(3) or section 904(f)(5)(F)? Yes No

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 8865.

Schedule O (Form 8865) 10-2021

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
(816) THIRD SECTOR NEW ENGLAND, INC. 89 SOUTH STREET, SUITE 700 BOSTON, MA 02111	N/A	PUBLIC CHARITY	SEE STATEMENT	250.
(817) THIRD SECTOR NEW ENGLAND, INC. 89 SOUTH STREET, SUITE 700 BOSTON, MA 02111	N/A	PUBLIC CHARITY	SEE STATEMENT	500.
(818) THIRD SECTOR NEW ENGLAND, INC. 89 SOUTH STREET, SUITE 700 BOSTON, MA 02111	N/A	PUBLIC CHARITY	TO PROVIDE CORE SUPPORT FOR MASSACHUSETTS VOTER TABLE	25,000.
(819) THIRD SECTOR NEW ENGLAND, INC. 89 SOUTH STREET, SUITE 700 BOSTON, MA 02111	N/A	PUBLIC CHARITY	SEE STATEMENT	35,000.
(820) THIRD SECTOR NEW ENGLAND, INC. 89 SOUTH STREET, SUITE 700 BOSTON, MA 02111	N/A	PUBLIC CHARITY	TO PROVIDE PROGRAM SUPPORT FOR THE DEMOCRACY HUBS NONPARTISAN VOTER MOBILIZATION EFFORTS	100,000.
(821) THIRD SECTOR NEW ENGLAND, INC. 89 SOUTH STREET, SUITE 700 BOSTON, MA 02111	N/A	PUBLIC CHARITY	SEE STATEMENT	150,000.
(822) THIRD SECTOR NEW ENGLAND, INC. 89 SOUTH STREET, SUITE 700 BOSTON, MA 02111	N/A	PUBLIC CHARITY	SEE STATEMENT	400,000.
(823) THOMAS B. FORDHAM INSTITUTE 1015 18TH STREET, NW, SUITE 902 WASHINGTON, DC 20036	N/A	PUBLIC CHARITY	TO STUDY THE IMPACT OF DIFFERENT HIGH SCHOOL MATH PATHWAYS	115,000.
(824) TIDES CENTER PO BOX 889385 LOS ANGELES, CA 90088-9385	N/A	PUBLIC CHARITY	TO SUPPORT BARR CLIMATE GRANTEES TO PARTICIPATE IN LISTEN4GOOD	100,000.
(825) TIDES CENTER PO BOX 889385 LOS ANGELES, CA 90088-9385	N/A	PUBLIC CHARITY	TO SUPPORT NEW ENGLAND EDUCATORS' LEARNING EXCURSIONS TO EXEMPLARY SCHOOL MODELS	200,000.
Total from continuation sheets				

Form **8865**

Return of U.S. Persons With Respect to Certain Foreign Partnerships

OMB No. 1545-1668

2024

Department of the Treasury
Internal Revenue Service

Attach to your tax return.
Go to www.irs.gov/Form8865 for instructions and the latest information.

Attachment Sequence No. **865**

Information furnished for the foreign partnership's tax year beginning **JAN 1**, 2024, and ending **DEC 31**, 2024

Name of person filing this return

Filer's identification number
04-6579815

BARR FOUNDATION

Filer's address (if you aren't filing this form with your tax return)

A Category of filer (see Categories of Filers in the instructions and check applicable box(es)):

1 2 3 4

B Filer's tax year beginning **JAN 1**, 2024, and ending **DEC 31**, 2024

C Filer's share of liabilities: Nonrecourse \$ Qualified nonrecourse financing \$ Other \$

D If filer is a member of a consolidated group but not the parent, enter the following information about the parent:

Name Address EIN

E Check if any excepted specified foreign financial assets are reported on this form. See instructions

F Information about certain other partners (see instructions)

(1) Name	(2) Address	(3) Identification number	(4) Check applicable box(es)		
			Category 1	Category 2	Constructive owner

G1 Name and address of foreign partnership
HONGSHAN CAPITAL GROWTH FUND VII, L.P.

2(a) EIN (if any)
98-1659892

2(b) Reference ID number
97

**C/O SUITE 3613, TWO PACIFIC PLACE
ADMIRALTY, HONG KONG**

3 Country under whose laws organized
CAYMAN ISLANDS

4 Date of organization 02/24/2022	5 Principal place of business CAYMAN ISLANDS	6 Principal business activity code number 525990	7 Principal business activity INVESTMENTS	8a Functional currency US DOLLAR	8b Exchange rate (see instructions)
---	--	--	---	--	-------------------------------------

H Provide the following information for the foreign partnership's tax year:

1 Name, address, and identification number of agent (if any) in the United States

2 Check if the foreign partnership must file:
 Form 1042 Form 8804 Form 1065
Service Center where Form 1065 is filed:
E-FILE

3 Name and address of foreign partnership's agent in country of organization, if any
**MAPLES CORP SVCS LTD
UGLAND HOUSE S CHURCH ST
GRAND CAYMAN, CAYMAN ISLANDS KY1-110**

4 Name and address of person(s) with custody of the books and records of the foreign partnership, and the location of such books and records, if different
**HONGSHAN CAP GWTH FD VII LP
C/O SUITE 3613, TWO PACIFIC PLACE
ADMIRALTY, HONG KONG HONG KONG**

5 During the tax year, did the foreign partnership pay or accrue any interest or royalty for which the deduction is not allowed under section 267A? See instructions Yes No
If "Yes," enter the total amount of the disallowed deductions \$

6 Is the partnership a section 721(c) partnership, as defined in Regulations section 1.721(c)-1(b)(14)? Yes No

7 Were any special allocations made by the foreign partnership? Yes No

8 Enter the number of Forms 8858, Information Return of U.S. Persons With Respect to Foreign Disregarded Entities (FDEs) and Foreign Branches (FBs), attached to this return. See instructions

9 How is this partnership classified under the law of the country in which it's organized? **PARTNERSHIP**

10 a Does the filer have an interest in the foreign partnership, or an interest indirectly through the foreign partnership, that's a separate unit under Regulations section 1.1503(d)-1(b)(4) or part of a combined separate unit under Regulations section 1.1503(d)-1(b)(4)(ii)? If "No," skip question 10b Yes No

b If "Yes," does the separate unit or combined separate unit have a dual consolidated loss, as defined in Regulations section 1.1503(d)-1(b)(5)(ii)? Yes No

11 Does this partnership meet both of the following requirements?
1. The partnership's total receipts for the tax year were less than \$250,000.
2. The value of the partnership's total assets at the end of the tax year was less than \$1 million.
If "Yes," don't complete Schedules L, M-1, and M-2. Yes No

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

Form **8865** (2024)

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
(826) TIDES CENTER PO BOX 889385 LOS ANGELES, CA 90088-9385	N/A	PUBLIC CHARITY	TO SUPPORT THE LAUNCH OF THE NEW ENGLAND EQUITABLE ACCESS PROJECT	90,000.
(827) TINY SEED PROJECT, INC 154 SILVER ROAD EAST HARDWICK, VT 05836	N/A	PUBLIC CHARITY	TO PROVIDE CORE SUPPORT FOR NO LOOSE BRAIDS AS PART OF THE CATALYZING VITALITY PROGRAM	50,000.
(828) TOMMY'S PLACE FOUNDATION, INC. 90 SHORE AVE QUINCY, MA 02169	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	150.
(829) TRANSCEND, INC. 159 LINCOLN AVE HASTINGS-ON-HUDSON, NY 10706	N/A	PUBLIC CHARITY	TO SUPPORT THE CONTINUED IMPLEMENTATION OF THE CANOPY PROJECT RESEARCH	150,000.
(830) TRANSCEND, INC. 159 LINCOLN AVE HASTINGS-ON-HUDSON, NY 10706	N/A	PUBLIC CHARITY	TO SUPPORT THE CONTINUED IMPLEMENTATION OF THE CANOPY PROJECT RESEARCH	200,000.
(831) TRANSCEND, INC. 159 LINCOLN AVE HASTINGS-ON-HUDSON, NY 10706	N/A	PUBLIC CHARITY	TO CONTINUE TO BUILD AND SHARE ACTIONABLE KNOWLEDGE TO INFORM INNOVATIVE SCHOOL MODELS	250,000.
(832) TREVOR PROJECT, INC. PO BOX 69232 WEST HOLLYWOOD, CA 90069	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	150.
(833) TRUSTEES OF BOSTON UNIVERSITY 25 BUICK STREET, SUITE 200 BOSTON, MA 02215-1300	N/A	PUBLIC CHARITY	TO SUPPORT WBUR'S ARTS & CULTURE PROGRAM	330,000.
(834) TRUSTEES OF BOSTON UNIVERSITY 25 BUICK STREET, SUITE 200 BOSTON, MA 02215-1300	N/A	PUBLIC CHARITY	TO SUPPORT RESEARCH ON EXTREME HEAT IMPACTS AND INTERVENTIONS IN CHELSEA AND EAST BOSTON	180,000.
(835) TRUSTEES OF BOSTON UNIVERSITY 25 BUICK STREET, SUITE 200 BOSTON, MA 02215-1300	N/A	PUBLIC CHARITY	TO SUPPORT RESEARCH ON EXTREME HEAT IMPACTS AND INTERVENTIONS IN CHELSEA AND EAST BOSTON	20,000.
Total from continuation sheets				

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
(836) TRUSTEES OF BOSTON UNIVERSITY 25 BUICK STREET, SUITE 200 BOSTON, MA 02215-1300	N/A	PUBLIC CHARITY	TO STRENGTHEN UNDERSTANDING OF THE SCHOOL LEADERSHIP PIPELINE IN MASSACHUSETTS	120,000.
(837) TRUSTEES OF BOSTON UNIVERSITY 25 BUICK STREET, SUITE 200 BOSTON, MA 02215-1300	N/A	PUBLIC CHARITY	TO PROVIDE CORE SUPPORT TO WHELLOCK EDUCATIONAL POLICY CENTER	165,000.
(838) TRUSTEES OF BOSTON UNIVERSITY 25 BUICK STREET, SUITE 200 BOSTON, MA 02215-1300	N/A	PUBLIC CHARITY	TO SUPPORT WBUR	300.
(839) TRUSTEES OF BOSTON UNIVERSITY 25 BUICK STREET, SUITE 200 BOSTON, MA 02215-1300	N/A	PUBLIC CHARITY	TO PROVIDE CORE SUPPORT TO WBUR	540.
(840) TRUSTEES OF BOSTON UNIVERSITY 25 BUICK STREET, SUITE 200 BOSTON, MA 02215-1300	N/A	PUBLIC CHARITY	IN SUPPORT OF THE THINK. TEACH. DO. FUND	7,500.
(841) TRUSTEES OF PRINCETON UNIVERSITY PO BOX 5357 PRINCETON, NJ 08543	N/A	PUBLIC CHARITY	TO SUPPORT OUTDOOR ACTION	375.
(842) TRUSTEES OF RESERVATIONS 200 HIGH STREET BOSTON, MA 02110	N/A	PUBLIC CHARITY	SEE STATEMENT	300,000.
(843) TRUSTEES OF TUFTS COLLEGE 20 PROFESSOR'S ROW MEDFORD, MA 02155	N/A	PUBLIC CHARITY	TO SUPPORT THE RACIAL EQUITY IN POLICY AND PLANNING FELLOWSHIP PROGRAM	110,000.
(844) UASPIRE, INC. 6 LIBERTY SQUARE, #98549 BOSTON, MA 02109	N/A	PUBLIC CHARITY	TO PROVIDE CORE SUPPORT FOR MASSACHUSETTS WORK	187,500.
(845) UNBOUNDED LEARNING INC. 228 PARK AVE S, #90834 NEW YORK, NY 10003-1502	N/A	PUBLIC CHARITY	SEE STATEMENT	300,000.
Total from continuation sheets				

**SCHEDULE O
(Form 8865)**

(Rev. October 2021)
Department of the Treasury
Internal Revenue Service

**Transfer of Property to a Foreign Partnership
(Under Section 6038B)**

▶ **Attach to Form 8865. See the Instructions for Form 8865.**
▶ **Go to www.irs.gov/Form8865 for instructions and the latest information.**

OMB No. 1545-1668

Name of transferor **BARR FOUNDATION** Filer's identifying number **04-6579815**

Name of foreign partnership **HONGSHAN CAPITAL GROWTH FUND VII,** EIN (if any) **98-1659892** Reference ID number (see instr) **97**

- 1 a** Is the partnership a section 721(c) partnership (as defined in Regulations section 1.721(c)-1(b)(14))? See instructions Yes No
- b** If "Yes," was the gain deferral method applied to avoid the recognition of gain upon the contribution of property? Yes No
- 2** Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? Yes No

Part I Transfers Reportable Under Section 6038B

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Recovery period	(f) Section 704(c) allocation method	(g) Gain recognized on transfer
Cash			2,001,413.				
Stock, notes receivable and payable, and other securities							
Inventory							
Tangible property used in trade or business							
Intangible property described in section 197(f)(9)							
Intangible property, other than intangible property described in section 197(f)(9)							
Other property							
Totals			2,001,413.				

3 Enter the transferor's percentage interest in the partnership: (a) Before the transfer **.5300** % (b) After the transfer **.5300** %

Supplemental Information Required To Be Reported (see instructions):

Part II Dispositions Reportable Under Section 6038B

(a) Type of property	(b) Date of original transfer	(c) Date of disposition	(d) Manner of disposition	(e) Gain recognized by partnership	(f) Depreciation recapture recognized by partnership	(g) Gain allocated to partner	(h) Depreciation recapture allocated to partner

Part III Is any transfer reported on this schedule subject to gain recognition under section 904(f)(3) or section 904(f)(5)(F)? Yes No

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 8865.

Schedule O (Form 8865) 10-2021

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
(846) UNBOUNDED LEARNING INC. 228 PARK AVE S, #90834 NEW YORK, NY 10003-1502	N/A	PUBLIC CHARITY	SEE STATEMENT	325,000.
(847) UNION CAPITAL BOSTON, INC. 31 HEATH STREET BOSTON, MA 02130	N/A	PUBLIC CHARITY	TO SUPPORT THE DEVELOPMENT OF THE NEXT STRATEGIC PLAN	45,000.
(848) UNION CAPITAL BOSTON, INC. 31 HEATH STREET BOSTON, MA 02130	N/A	PUBLIC CHARITY	TO SUPPORT GENERAL OPERATIONS	150,000.
(849) UNION OF CONCERNED SCIENTISTS, INC. TWO BRATTLE SQUARE CAMBRIDGE, MA 02138-3780	N/A	PUBLIC CHARITY	TO SUPPORT TRANSPORTATION RESEARCH, ADVOCACY, AND COMMUNICATIONS IN MASSACHUSETTS	125,000.
(850) UNITARIAN UNIVERSALIST MASSACHUSETTS ACTION NETWORK PO BOX 300159, 655 CENTRE STREET BOSTON, MA 02130	N/A	PUBLIC CHARITY	TO SUPPORT THE FACILITATION OF THE MASS POWER FORWARD COALITION	60,000.
(851) UNITED PHILANTHROPY FORUM 1020 19TH STREET NW, SUITE 360 WASHINGTON, DC 20036	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	50,000.
(852) UNITED RELIGIONS INITIATIVE 1009 GENERAL KENNEDY AVE SAN FRANCISCO, CA 94129	N/A	PUBLIC CHARITY	FOR GENERAL SUPPORT	600.
(853) UNITED STATES ARTISTS, INC. 200 W MADISON ST, FL 3 CHICAGO, IL 60606	N/A	PUBLIC CHARITY	SEE STATEMENT	750,000.
(854) UNITED STATES ARTISTS, INC. 200 W MADISON ST, FL 3 CHICAGO, IL 60606	N/A	PUBLIC CHARITY	SEE STATEMENT	500,000.
(855) UNITED STATES ENERGY FOUNDATION 55 SECOND STREET, SUITE #2400 SAN FRANCISCO, CA 94105	N/A	PUBLIC CHARITY	TO ACCELERATE THE TRANSITION TO CLEAN ENERGY IN THE NORTHEAST	3,275,000.
Total from continuation sheets				

Form **8865**

Return of U.S. Persons With Respect to Certain Foreign Partnerships

OMB No. 1545-1668

Department of the Treasury
Internal Revenue Service

Attach to your tax return.
Go to www.irs.gov/Form8865 for instructions and the latest information.

2024

Information furnished for the foreign partnership's tax year

Attachment Sequence No. **865**

beginning **JAN 1**, 2024, and ending **DEC 31**, 2024

Name of person filing this return

Filer's identification number

04-6579815

BARR FOUNDATION

Filer's address (if you aren't filing this form with your tax return)

A Category of filer (see Categories of Filers in the instructions and check applicable box(es)):

1 2 3 4

B Filer's tax year beginning **JAN 1**, 2024, and ending **DEC 31**, 2024

C Filer's share of liabilities: Nonrecourse \$ _____ Qualified nonrecourse financing \$ _____ Other \$ _____

D If filer is a member of a consolidated group but not the parent, enter the following information about the parent:

Name

EIN

Address

E Check if any excepted specified foreign financial assets are reported on this form. See instructions

F Information about certain other partners (see instructions)

(1) Name	(2) Address	(3) Identification number	(4) Check applicable box(es)		
			Category 1	Category 2	Constructive owner

G1 Name and address of foreign partnership

PEAK XV PARTNERS SEED FUND II LTD

2(a) EIN (if any)

98-1584387

2(b) Reference ID number

89

3 Country under whose laws organized

MAURITIUS

**5TH FLOOR, EBENE ESPLANADE, 24 BANK STREET
CYBERCITY, EBENE, MAURITIUS 72201**

4 Date of organization 02/22/2021	5 Principal place of business MAURITIUS	6 Principal business activity code number 525990	7 Principal business activity INVESTING	8a Functional currency US DOLLAR	8b Exchange rate (see instructions)
--	--	---	--	---	--

H Provide the following information for the foreign partnership's tax year:

1 Name, address, and identification number of agent (if any) in the United States

2 Check if the foreign partnership must file:

Form 1042 Form 8804 Form 1065

Service Center where Form 1065 is filed:

E-FILE

3 Name and address of foreign partnership's agent in country of organization, if any

**INTERNATIONAL PROXIMITY
5FL, EBENE ESPLANADE, 24 BANK ST
CYBERCITY, EBENE, MAURITIUS 72201**

4 Name and address of person(s) with custody of the books and records of the foreign partnership, and the location of such books and records, if different

**PEAK XV PARTNERS SEED FUND II LTD
5FL, EBENE ESPLANADE, 24 BANK ST
CYBERCITY, EBENE, MAURITIUS 72201**

5 During the tax year, did the foreign partnership pay or accrue any interest or royalty for which the deduction is not allowed under section 267A? See instructions

Yes No

If "Yes," enter the total amount of the disallowed deductions \$ _____

6 Is the partnership a section 721(c) partnership, as defined in Regulations section 1.721(c)-1(b)(14)?

Yes No

7 Were any special allocations made by the foreign partnership?

Yes No

8 Enter the number of Forms 8858, Information Return of U.S. Persons With Respect to Foreign Disregarded Entities (FDEs) and Foreign Branches (FBs), attached to this return. See instructions

9 How is this partnership classified under the law of the country in which it's organized?

LIMITED LIFE CO.

10 a Does the filer have an interest in the foreign partnership, or an interest indirectly through the foreign partnership, that's a separate unit under Regulations section 1.1503(d)-1(b)(4) or part of a combined separate unit under Regulations section 1.1503(d)-1(b)(4)(ii)? If "No," skip question 10b

Yes No

b If "Yes," does the separate unit or combined separate unit have a dual consolidated loss, as defined in Regulations section 1.1503(d)-1(b)(5)(ii)?

Yes No

11 Does this partnership meet both of the following requirements?

- The partnership's total receipts for the tax year were less than \$250,000.
 - The value of the partnership's total assets at the end of the tax year was less than \$1 million.
- If "Yes," don't complete Schedules L, M-1, and M-2.

Yes No

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

Form **8865** (2024)

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
(856) UNITED STATES FUND FOR UNICEF 125 MAIDEN LANE NEW YORK, NY 10038	N/A	PUBLIC CHARITY	TO SUPPORT EMERGENCY RESPONSE FOR CHILDREN IN GAZA AND WEST BANK	300.
(857) UNITED WAY OF RHODE ISLAND, INC. 50 VALLEY STREET PROVIDENCE, RI 02909	N/A	PUBLIC CHARITY	TO SUPPORT THE RHODE ISLAND NONPROFIT RESOURCE CENTER'S EQUITY FUNDING ACCELERATOR	100,000.
(858) UNIVERSITY OF MARYLAND COLLEGE PARK FOUNDATION, INC. 4603 CALVERT ROAD COLLEGE PARK, MD 20740	N/A	PUBLIC CHARITY	TO SUPPORT THE A. JAMES CLARK SCHOOL OF ENGINEERING GIVING DAY	300.
(859) UNIVERSITY OF MASSACHUSETTS 1 BEACON STREET, 31ST FLOOR BOSTON, MA 02108	N/A	PUBLIC CHARITY	SEE STATEMENT	150,000.
(860) UNIVERSITY OF MASSACHUSETTS FOUNDATION, INC. 100 CARLSON AVENUE NEWTON, MA 02459	N/A	PUBLIC CHARITY	SEE STATEMENT	75,000.
(861) UNIVERSITY OF MASSACHUSETTS FOUNDATION, INC. 100 CARLSON AVENUE NEWTON, MA 02459	N/A	PUBLIC CHARITY	TO SUPPORT AND ELEVATE THE SUSTAINABLE SOLUTIONS LAB'S CLIMATE RESILIENCE EFFORTS	350,000.
(862) URBAN INSTITUTE 500 L'ENFANT PLZ, SW WASHINGTON, DC 20024	N/A	PUBLIC CHARITY	TO SUPPORT A PUBLIC TRANSIT WORKFORCE ANALYSIS	50,000.
(863) URBAN INSTITUTE 500 L'ENFANT PLZ SW WASHINGTON, DC 20024	N/A	PUBLIC CHARITY	SEE STATEMENT	28,000.
(864) URBAN INSTITUTE 500 L'ENFANT PLZ SW WASHINGTON, DC 20024	N/A	PUBLIC CHARITY	TO PROVIDE PROJECT SUPPORT FOR THE 2024 NATIONAL SURVEY OF NONPROFIT TRENDS AND IMPACTS	110,000.
(865) URBAN LEAGUE OF EASTERN MASSACHUSETTS 88 WARREN STREET ROXBURY, MA 02119	N/A	PUBLIC CHARITY	TO SUPPORT STRATEGIC PLANNING EFFORTS AND ORGANIZATIONAL DEVELOPMENT	100,000.
Total from continuation sheets				

- 12 a** Is the filer of this Form 8865 claiming a foreign-derived intangible income (FDII) deduction (under section 250) with respect to any transaction with the foreign partnership? If "Yes," complete lines 12b, 12c, and 12d. See instructions Yes No
- b** Enter the amount of gross receipts derived from all sales of general property to the foreign partnership that the filer included in its computation of foreign-derived deduction eligible income (FDDEI)
- c** Enter the amount of gross receipts derived from all sales of intangible property to the foreign partnership that the filer included in its computation of FDDEI
- d** Enter the amount of gross receipts derived from all services provided to the foreign partnership that the filer included in its computation of FDDEI
- 13** Enter the number of foreign partners subject to section 864(c)(8) as a result of transferring all or a portion of an interest in the partnership or of receiving a distribution from the partnership
- 14** At any time during the tax year were any transfers between the partnership and its partners subject to the disclosure requirements of Regulations section 1.707-8? Yes No

Sign Here Only if You're Filing This Form Separately and Not With Your Tax Return. 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 general partner or limited liability company member) is based on all information of which preparer has any knowledge.

Signature of general partner or limited liability company member _____ Date _____

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name			Firm's EIN	
	Firm's address			Phone no.	

Schedule A Constructive Ownership of Partnership Interest. Check the boxes that apply to the filer. If you check box **b**, enter the name, address, and U.S. taxpayer identification number (if any) of the person(s) whose interest you constructively own. See instructions.

a Owns a direct interest b Owns a constructive interest

Name	Address	Identification number (if any)	Check if foreign person	Check if direct partner

Schedule A-1 Certain Partners of Foreign Partnership (see instructions)

Name	Address	Identification number (if any)	Check if foreign person

Schedule A-2 Foreign Partners of Section 721(c) Partnership (see instructions)

Name of foreign partner	Address	Country of organization (if any)	U.S. taxpayer identification number (if any)	Check if related to U.S. transferor	Percentage interest	
					Capital	Profits
				<input type="checkbox"/>	%	%
				<input type="checkbox"/>	%	%

Does the partnership have any other foreign person as a direct partner? Yes No

Schedule A-3 Affiliation Schedule. List all partnerships (foreign or domestic) in which the foreign partnership owns a direct interest or indirectly owns a 10% interest.

	Name	Address	EIN (if any)	Total ordinary income or loss	Check if foreign partnership
STMT 59					

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
(866) URBAN SUSTAINABILITY DIRECTORS NETWORK 500 WESTOVER DRIVE, #14973 SANFORD, NC 27330	N/A	PUBLIC CHARITY	TO BUILD CAPACITY IN NORTHEAST CITIES AND TOWNS TO PURSUE CLEAN ENERGY AND FEDERAL FUNDING	80,000.
(867) URBAN SUSTAINABILITY DIRECTORS NETWORK 500 WESTOVER DRIVE, #14973 SANFORD, NC 27330	N/A	PUBLIC CHARITY	TO SUPPORT THE CARBON NEUTRAL CITIES ALLIANCE'S CLIMATE JUSTICE PROGRAM	100,000.
(868) US-JAPAN COUNCIL 1819 L STREET, NW, SUITE 200 WASHINGTON, DC 20036	N/A	PUBLIC CHARITY	FOR GENERAL SUPPORT TO THE USJC	1,500.
(869) VERITAS PREPARATORY CHARTER SCHOOL 370 PINE STREET SPRINGFIELD, MA 01105	N/A	PUBLIC SCHOOL	SEE STATEMENT	200,000.
(870) VERITAS PREPARATORY CHARTER SCHOOL 370 PINE STREET SPRINGFIELD, MA 01105	N/A	PUBLIC SCHOOL	SEE STATEMENT	285,000.
(871) VERONICA ROBLES CULTURAL CENTER 282 MERIDIAN STREET BOSTON, MA 02128	N/A	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT AS PART OF THE CATALYZING VITALITY PROGRAM	50,000.
(872) VOTE SOLAR 360 22ND STREET, SUITE 730 OAKLAND, CA 94612	N/A	PUBLIC CHARITY	TO SUSTAIN AND EXPAND DISTRIBUTED ENERGY RESOURCES IN THE NORTHEAST	125,000.
(873) WALKBOSTON, INC. 50 MILK STREET, 16TH FLOOR BOSTON, MA 02109	N/A	PUBLIC CHARITY	TO SUPPORT ADVOCACY AND EDUCATION TO FACILITATE WALKABLE COMMUNITIES IN MASSACHUSETTS	155,000.
(874) WALTHAM PUBLIC SCHOOLS 617 LEXINGTON STREET WALTHAM, MA 02452	N/A	PUBLIC SCHOOL	TO SUPPORT WALTHAM HIGH SCHOOL TO SUSTAIN PROJECT-BASED LEARNING	80,000.
(875) WALTHAM PUBLIC SCHOOLS 617 LEXINGTON STREET WALTHAM, MA 02452	N/A	PUBLIC SCHOOL	TO SUPPORT THE FIRST YEAR LAUNCH OF A NEW HIGH SCHOOL OPTION IN WALTHAM	275,000.
Total from continuation sheets				

**SCHEDULE O
(Form 8865)**

(Rev. October 2021)
Department of the Treasury
Internal Revenue Service

**Transfer of Property to a Foreign Partnership
(Under Section 6038B)**

▶ **Attach to Form 8865. See the Instructions for Form 8865.**
▶ **Go to www.irs.gov/Form8865 for instructions and the latest information.**

OMB No. 1545-1668

Name of transferor **BARR FOUNDATION** Filer's identifying number **04-6579815**

Name of foreign partnership **PEAK XV PARTNERS SEED FUND II LTD** EIN (if any) **98-1584387** Reference ID number (see instr) **89**

- 1 a** Is the partnership a section 721(c) partnership (as defined in Regulations section 1.721(c)-1(b)(14))? See instructions Yes No
- b** If "Yes," was the gain deferral method applied to avoid the recognition of gain upon the contribution of property? Yes No
- 2** Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? Yes No

Part I Transfers Reportable Under Section 6038B

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Recovery period	(f) Section 704(c) allocation method	(g) Gain recognized on transfer
Cash			167,630.				
Stock, notes receivable and payable, and other securities							
Inventory							
Tangible property used in trade or business							
Intangible property described in section 197(f)(9)							
Intangible property, other than intangible property described in section 197(f)(9)							
Other property							
Totals			167,630.				

3 Enter the transferor's percentage interest in the partnership: (a) Before the transfer **.7500** % (b) After the transfer **.7400** %

Supplemental Information Required To Be Reported (see instructions):

Part II Dispositions Reportable Under Section 6038B

(a) Type of property	(b) Date of original transfer	(c) Date of disposition	(d) Manner of disposition	(e) Gain recognized by partnership	(f) Depreciation recapture recognized by partnership	(g) Gain allocated to partner	(h) Depreciation recapture allocated to partner

Part III Is any transfer reported on this schedule subject to gain recognition under section 904(f)(3) or section 904(f)(5)(F)? Yes No

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 8865.

Schedule O (Form 8865) 10-2021

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
(876) WELLESLEY THEATRE PROJECT, INC. 219 WASHINGTON STREET WELLESLEY, MA 02481	N/A	PUBLIC CHARITY	FOR GENERAL SUPPORT	15,000.
(877) WGBH EDUCATIONAL FOUNDATION ONE GUEST STREET BOSTON, MA 02135	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	225.
(878) WGBH EDUCATIONAL FOUNDATION ONE GUEST STREET BOSTON, MA 02135	N/A	PUBLIC CHARITY	SEE STATEMENT	350,000.
(879) WHITE MOUNTAINS REGIONAL SCHOOL DISTRICT 127 REGIONAL ROAD WHITEFIELD, NH 03598	N/A	PUBLIC CHARITY	SEE STATEMENT	125,000.
(880) WICHITA STATE UNIVERSITY FOUNDATION 1845 FAIRMOUNT STREET WICHITA, KS 67260	N/A	PUBLIC CHARITY	TO SUPPORT FAIRMOUNT COLLEGE	5,000.
(881) WINOOSKI SCHOOL DISTRICT 60 NORMAND STREET WINOOSKI, VT 05404	N/A	PUBLIC SCHOOL	SEE STATEMENT	59,000.
(882) WINOOSKI SCHOOL DISTRICT 60 NORMAND STREET WINOOSKI, VT 05404	N/A	PUBLIC SCHOOL	SEE STATEMENT	66,000.
(883) WOODSTOCK AREA COUNCIL ON AGING 99 SENIOR LANE WOODSTOCK, VT 05091	N/A	PUBLIC CHARITY	TO SUPPORT THE THOMPSON SENIOR CENTER	300.
(884) WOODSTOCK COMMUNITY TRUST, INC. PO BOX 802 WOODSTOCK, VT 05091	N/A	PUBLIC CHARITY	TO SUPPORT THE HUB	300.
(885) WOODWELL CLIMATE RESEARCH CENTER 149 WOODS HOLE ROAD FALMOUTH, MA 02540	N/A	PUBLIC CHARITY	TO SUPPORT THE EXPANSION OF THE JUST ACCESS PROGRAM IN MASSACHUSETTS	250,000.
Total from continuation sheets				

Form **8865**

Return of U.S. Persons With Respect to Certain Foreign Partnerships

OMB No. 1545-1668

Department of the Treasury
Internal Revenue Service

Attach to your tax return.
Go to www.irs.gov/Form8865 for instructions and the latest information.

2024

Information furnished for the foreign partnership's tax year

Attachment Sequence No. **865**

beginning **JAN 1**, 2024, and ending **DEC 31**, 2024

Name of person filing this return

Filer's identification number

04-6579815

BARR FOUNDATION

Filer's address (if you aren't filing this form with your tax return)

A Category of filer (see Categories of Filers in the instructions and check applicable box(es)):

1 2 3 4

B Filer's tax year beginning **JAN 1**, 2024, and ending **DEC 31**, 2024

C Filer's share of liabilities: Nonrecourse \$ Qualified nonrecourse financing \$ Other \$

D If filer is a member of a consolidated group but not the parent, enter the following information about the parent:

Name

EIN

Address

E Check if any excepted specified foreign financial assets are reported on this form. See instructions

F Information about certain other partners (see instructions)

(1) Name	(2) Address	(3) Identification number	(4) Check applicable box(es)		
			Category 1	Category 2	Constructive owner

G1 Name and address of foreign partnership

HONGSHAN CAPITAL EXPANSION FUND I, L.P.

2(a) EIN (if any)

98-1660350

2(b) Reference ID number

98

3 Country under whose laws organized

CAYMAN ISLANDS

**C/O SUITE 3613, TWO PACIFIC PLACE
ADMIRALTY, HONG KONG**

4 Date of organization 02/24/2022	5 Principal place of business CAYMAN ISLANDS	6 Principal business activity code number 525990	7 Principal business activity INVESTMENTS	8a Functional currency US DOLLAR	8b Exchange rate (see instructions)
--	---	---	--	---	--

H Provide the following information for the foreign partnership's tax year:

1 Name, address, and identification number of agent (if any) in the United States

2 Check if the foreign partnership must file:

Form 1042 Form 8804 Form 1065

Service Center where Form 1065 is filed:

E-FILE

3 Name and address of foreign partnership's agent in country of organization, if any

**MAPLES CORP SVCS LTD
UGLAND HOUSE S CHURCH ST
GRAND CAYMAN, CAYMAN ISLANDS KY1-110**

4 Name and address of person(s) with custody of the books and records of the foreign partnership, and the location of such books and records, if different

**HONGSHAN CAP EXPANSION FUND I LP
C/O SUITE 3613, TWO PACIFIC PLACE
ADMIRALTY, HONG KONG HONG KONG**

5 During the tax year, did the foreign partnership pay or accrue any interest or royalty for which the deduction is not allowed under section 267A? See instructions

Yes No

If "Yes," enter the total amount of the disallowed deductions \$

6 Is the partnership a section 721(c) partnership, as defined in Regulations section 1.721(c)-1(b)(14)?

Yes No

7 Were any special allocations made by the foreign partnership?

Yes No

8 Enter the number of Forms 8858, Information Return of U.S. Persons With Respect to Foreign Disregarded Entities (FDEs) and Foreign Branches (FBs), attached to this return. See instructions

9 How is this partnership classified under the law of the country in which it's organized?

PARTNERSHIP

10 a Does the filer have an interest in the foreign partnership, or an interest indirectly through the foreign partnership, that's a separate unit under Regulations section 1.1503(d)-1(b)(4) or part of a combined separate unit under Regulations section 1.1503(d)-1(b)(4)(ii)? If "No," skip question 10b

Yes No

b If "Yes," does the separate unit or combined separate unit have a dual consolidated loss, as defined in Regulations section 1.1503(d)-1(b)(5)(ii)?

Yes No

11 Does this partnership meet both of the following requirements?

- The partnership's total receipts for the tax year were less than \$250,000.
 - The value of the partnership's total assets at the end of the tax year was less than \$1 million.
- If "Yes," don't complete Schedules L, M-1, and M-2.

Yes No

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

Form **8865** (2024)

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
(886) WORCESTER ART MUSEUM 55 SALISBURY STREET WORCESTER, MA 01609	N/A	PUBLIC CHARITY	TO FULFILL THE GOALS OUTLINED IN THE "WAM CULTURE: BRINGING OUR VALUES TO LIFE AT EVERY LEVEL" WORKPLAN	85,000.
(887) WORCESTER CULTURAL COALITION, INC. 455 MAIN ST., RM 4 WORCESTER, MA 01608	N/A	PUBLIC CHARITY	SEE STATEMENT	30,000.
(888) WORCESTER CULTURAL COALITION, INC. 455 MAIN ST., RM 4 WORCESTER, MA 01608	N/A	PUBLIC CHARITY	SEE STATEMENT	30,000.
(889) WORCESTER REGIONAL RESEARCH BUREAU INC. MERCANTILE CTR, 100 FRONT ST, FL 19 WORCESTER, MA 01608	N/A	PUBLIC CHARITY	TO SUPPORT TRANSPORTATION RESEARCH IN WORCESTER	50,000.
(890) WORCESTER ROOTS PROJECT, INC. 4 KING ST. WORCESTER, MA 01610	N/A	PUBLIC CHARITY	TO PROVIDE CORE SUPPORT FOR EL SALON AS PART OF THE CATALYZING VITALITY PROGRAM	25,000.
(891) WORCESTER STATE FOUNDATION 486 CHANDLER STREET WORCESTER, MA 01602	N/A	PUBLIC CHARITY	TO SUPPORT LATINO EDUCATION INSTITUTE'S YOUTH CIVICS UNION PROGRAM AND FAMILY ENGAGEMENT EFFORTS	100,000.
(892) WORLD CENTRAL KITCHEN INCORPORATED 200 MASSACHUSETTS AVE NW, 7TH FLOOR WASHINGTON, DC 20001	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	600.
(893) WORLD CENTRAL KITCHEN INCORPORATED 200 MASSACHUSETTS AVE NW, 7TH FLOOR WASHINGTON, DC 20001	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	2,700.
(894) WORLD CENTRAL KITCHEN INCORPORATED 200 MASSACHUSETTS AVE NW, 7TH FLOOR WASHINGTON, DC 20001	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	3,000.
(895) WORLD CENTRAL KITCHEN INCORPORATED 200 MASSACHUSETTS AVE NW, 7TH FLOOR WASHINGTON, DC 20001	N/A	PUBLIC CHARITY	FOR GENERAL SUPPORT	4,200.
Total from continuation sheets				

- 12 a** Is the filer of this Form 8865 claiming a foreign-derived intangible income (FDII) deduction (under section 250) with respect to any transaction with the foreign partnership? If "Yes," complete lines 12b, 12c, and 12d. See instructions Yes No
- b** Enter the amount of gross receipts derived from all sales of general property to the foreign partnership that the filer included in its computation of foreign-derived deduction eligible income (FDDEI) _____
- c** Enter the amount of gross receipts derived from all sales of intangible property to the foreign partnership that the filer included in its computation of FDDEI _____
- d** Enter the amount of gross receipts derived from all services provided to the foreign partnership that the filer included in its computation of FDDEI _____
- 13** Enter the number of foreign partners subject to section 864(c)(8) as a result of transferring all or a portion of an interest in the partnership or of receiving a distribution from the partnership _____
- 14** At any time during the tax year were any transfers between the partnership and its partners subject to the disclosure requirements of Regulations section 1.707-8? Yes No

Sign Here Only if You're Filing This Form Separately and Not With Your Tax Return. 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 general partner or limited liability company member) is based on all information of which preparer has any knowledge.

Signature of general partner or limited liability company member

Date

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name			Firm's EIN	
	Firm's address			Phone no.	

Schedule A Constructive Ownership of Partnership Interest. Check the boxes that apply to the filer. If you check box **b**, enter the name, address, and U.S. taxpayer identification number (if any) of the person(s) whose interest you constructively own. See instructions.

a Owns a direct interest **b** Owns a constructive interest

Name	Address	Identification number (if any)	Check if foreign person	Check if direct partner

Schedule A-1 Certain Partners of Foreign Partnership (see instructions)

Name	Address	Identification number (if any)	Check if foreign person

Schedule A-2 Foreign Partners of Section 721(c) Partnership (see instructions)

Name of foreign partner	Address	Country of organization (if any)	U.S. taxpayer identification number (if any)	Check if related to U.S. transferor	Percentage interest	
					Capital	Profits
				<input type="checkbox"/>	%	%
				<input type="checkbox"/>	%	%

Does the partnership have any other foreign person as a direct partner? Yes No

Schedule A-3 Affiliation Schedule. List all partnerships (foreign or domestic) in which the foreign partnership owns a direct interest or indirectly owns a 10% interest.

Name	Address	EIN (if any)	Total ordinary income or loss	Check if foreign partnership
STMT 60				

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
(896) WORLD MUSIC, INC. 720 MASSACHUSETTS AVENUE CAMBRIDGE, MA 02139	N/A	PUBLIC CHARITY	TO PARTICIPATE IN BARR'S CULTURAL EVOLUTION GRANTS PROGRAM	1,000,000.
(897) WORLD MUSIC, INC. 720 MASSACHUSETTS AVENUE CAMBRIDGE, MA 02139	N/A	PUBLIC CHARITY	TO INVEST RISK CAPITAL IN ORGANIZATIONAL AND ARTISTIC LEADERSHIP	360,000.
(898) WORLD MUSIC, INC. 720 MASSACHUSETTS AVENUE CAMBRIDGE, MA 02139	N/A	PUBLIC CHARITY	TO CONTRIBUTE TO A CAMPAIGN CHALLENGE MATCH FOR 585 ARTS, A NEW CULTURAL FACILITY	135,000.
(899) YARD, INC. P.O. BOX 405 CHILMARK, MA 02535	N/A	PUBLIC CHARITY	TO INVEST CHANGE CAPITAL IN STRATEGIC BUSINESS PLANNING	100,000.
(900) ZACCHO S F 1777 YOSEMITE STREET, #330 SAN FRANCISCO, CA 94124	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	300.
(901) ZEITERION THEATRE, INC. 128 UNION STREET, SUITE LL5 NEW BEDFORD, MA 02740	N/A	PUBLIC CHARITY	TO PARTICIPATE IN BARR'S CULTURAL EVOLUTION GRANTS PROGRAM	170,000.
(902) ZUMIX, INC. 260 SUMNER STREET EAST BOSTON, MA 02128	N/A	PUBLIC CHARITY	FOR UNRESTRICTED SUPPORT	600.
(903) K-1 ALLOCATIONS OF CHARITABLE CONTRIBUTIONS TWO ATLANTIC AVENUE BOSTON, MA 02110	N/A	PUBLIC CHARITY	GENERAL	6,023.
Total from continuation sheets				

**SCHEDULE O
(Form 8865)**

(Rev. October 2021)
Department of the Treasury
Internal Revenue Service

**Transfer of Property to a Foreign Partnership
(Under Section 6038B)**

▶ **Attach to Form 8865. See the Instructions for Form 8865.**
▶ **Go to www.irs.gov/Form8865 for instructions and the latest information.**

OMB No. 1545-1668

Name of transferor **BARR FOUNDATION** Filer's identifying number **04-6579815**

Name of foreign partnership **HONGSHAN CAPITAL EXPANSION FUND I** EIN (if any) **98-1660350** Reference ID number (see instr) **98**

- 1 a** Is the partnership a section 721(c) partnership (as defined in Regulations section 1.721(c)-1(b)(14))? See instructions Yes No
b If "Yes," was the gain deferral method applied to avoid the recognition of gain upon the contribution of property? Yes No
2 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? Yes No

Part I Transfers Reportable Under Section 6038B

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Recovery period	(f) Section 704(c) allocation method	(g) Gain recognized on transfer
Cash			2,310,000.				
Stock, notes receivable and payable, and other securities							
Inventory							
Tangible property used in trade or business							
Intangible property described in section 197(f)(9)							
Intangible property, other than intangible property described in section 197(f)(9)							
Other property							
Totals			2,310,000.				

3 Enter the transferor's percentage interest in the partnership: (a) Before the transfer **.0000** % (b) After the transfer **.5800** %

Supplemental Information Required To Be Reported (see instructions):

Part II Dispositions Reportable Under Section 6038B

(a) Type of property	(b) Date of original transfer	(c) Date of disposition	(d) Manner of disposition	(e) Gain recognized by partnership	(f) Depreciation recapture recognized by partnership	(g) Gain allocated to partner	(h) Depreciation recapture allocated to partner

Part III Is any transfer reported on this schedule subject to gain recognition under section 904(f)(3) or section 904(f)(5)(F)? Yes No

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 8865.

Schedule O (Form 8865) 10-2021

FORM 8865

AFFILIATION SCHEDULE

STATEMENT 43

NAME	ADDRESS	IDENTIFYING NUMBER	TOTAL ORDINARY INCOME OR (LOSS)	CK IF FOR-EIGN P'SH
GRACES SIX, LTD.	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1634296		X
HIMALIA HOLDING LIMITED	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1688608		X
HSG GLOBAL VI LTD.	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1570731		X
HSGG VI 2020 C, L.P.	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1550563		X
HSGG VI 2020 F, L.P.	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1550935		X
HSGG VI 2020 J, L.P.	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1569830		X
HSGG VI 2021 A HOLDCO A	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1575329		X
HSGG VI 2021 B, L.P.	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1580646		X
HSGG VI 2021 K, L.P.	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1631120		X
HSGG VI HOLDCO A LTD	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1541072		X
HSGG VI HOLDCO AA LTD	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1588618		X
HSGG VI HOLDCO AB LTD	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1588970		X
HSGG VI HOLDCO AC LTD	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1596116		X
HSGG VI HOLDCO AD LTD	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1596397		X
HSGG VI HOLDCO AE LTD	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1596412		X
HSGG VI HOLDCO AF LTD	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1598255		X
HSGG VI HOLDCO AG LTD	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1599015		X
HSGG VI HOLDCO AH LTD	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1599048		X
HSGG VI HOLDCO AI LTD	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1599275		X

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HSGG VI HOLDCO AJ LTD	STE 3613 TWO PACIFIC PLACE	98-1599515	X
	ADMIRALTY, HONG KONG, HONG		
HSGG VI HOLDCO AK LTD	STE 3613 TWO PACIFIC PLACE	98-1599773	X
	ADMIRALTY, HONG KONG, HONG		
HSGG VI HOLDCO AL LTD	STE 3613 TWO PACIFIC PLACE	98-1607091	X
	ADMIRALTY, HONG KONG, HONG		
HSGG VI HOLDCO AN LTD	STE 3613 TWO PACIFIC PLACE	98-1606825	X
	ADMIRALTY, HONG KONG, HONG		
HSGG VI HOLDCO AO LTD	STE 3613 TWO PACIFIC PLACE	98-1630590	X
	ADMIRALTY, HONG KONG, HONG		
HSGG VI HOLDCO AP LTD	STE 3613 TWO PACIFIC PLACE	98-1630593	X
	ADMIRALTY, HONG KONG, HONG		
HSGG VI HOLDCO AQ LTD	STE 3613 TWO PACIFIC PLACE	98-1630066	X
	ADMIRALTY, HONG KONG, HONG		
HSGG VI HOLDCO AR LTD	STE 3613 TWO PACIFIC PLACE	98-1630074	X
	ADMIRALTY, HONG KONG, HONG		
HSGG VI HOLDCO B (HK) LTD	STE 3613 TWO PACIFIC PLACE	98-1552766	X
	ADMIRALTY, HONG KONG, HONG		
HSGG VI HOLDCO B LTD	STE 3613 TWO PACIFIC PLACE	98-1541745	X
	ADMIRALTY, HONG KONG, HONG		
HSGG VI HOLDCO C (HK) LTD	STE 3613 TWO PACIFIC PLACE	98-1559004	X
	ADMIRALTY, HONG KONG, HONG		
HSGG VI HOLDCO C LTD	STE 3613 TWO PACIFIC PLACE	98-1544540	X
	ADMIRALTY, HONG KONG, HONG		
HSGG VI HOLDCO D LTD	STE 3613 TWO PACIFIC PLACE	98-1544867	X
	ADMIRALTY, HONG KONG, HONG		
HSGG VI HOLDCO E (HK) LTD	STE 3613 TWO PACIFIC PLACE	98-1561903	X
	ADMIRALTY, HONG KONG, HONG		
HSGG VI HOLDCO E LTD	STE 3613 TWO PACIFIC PLACE	98-1547174	X
	ADMIRALTY, HONG KONG, HONG		
HSGG VI HOLDCO F LTD	STE 3613 TWO PACIFIC PLACE	98-1546335	X
	ADMIRALTY, HONG KONG, HONG		
HSGG VI HOLDCO G (HK) LTD	STE 3613 TWO PACIFIC PLACE	98-1570229	X
	ADMIRALTY, HONG KONG, HONG		
HSGG VI HOLDCO G LTD	STE 3613 TWO PACIFIC PLACE	98-1548003	X
	ADMIRALTY, HONG KONG, HONG		
HSGG VI HOLDCO J LTD	STE 3613 TWO PACIFIC PLACE	98-1549418	X
	ADMIRALTY, HONG KONG, HONG		
HSGG VI HOLDCO K LTD	STE 3613 TWO PACIFIC PLACE	98-1560993	X
	ADMIRALTY, HONG KONG, HONG		
HSGG VI HOLDCO L LTD	STE 3613 TWO PACIFIC PLACE	98-1559776	X
	ADMIRALTY, HONG KONG, HONG		
HSGG VI HOLDCO M LTD	STE 3613 TWO PACIFIC PLACE	98-1561412	X
	ADMIRALTY, HONG KONG, HONG		
HSGG VI HOLDCO N LTD	STE 3613 TWO PACIFIC PLACE	98-1561670	X
	ADMIRALTY, HONG KONG, HONG		

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HSGG VI HOLDCO O LTD	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1564937	X
HSGG VI HOLDCO P LTD	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1565108	X
HSGG VI HOLDCO Q LTD	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1567944	X
HSGG VI HOLDCO R LTD	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1568197	X
HSGG VI HOLDCO S LTD	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1569370	X
HSGG VI HOLDCO T LTD	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1569801	X
HSGG VI HOLDCO X LTD	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1574376	X
HSGG VI HOLDCO Y LTD	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1574728	X
HSGG VI HOLDCO Z LTD	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1588269	X
HSGG VI HOLDCO, LTD.	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1584069	X
HONGSHAN CAPITAL GF VI	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1554750	X
SIRIUS SIX, LTD.	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1634295	X
SUMMER CAPERA INV, LP	60 N SHAGANG RD, MINHANG SHANGHAI, CHINA	APPLIED FOR	X
LIGHTAI LTD.	201 WASHINGTON ST STE 1700 BOSTON, MA 02108	98-1624108	X
DELONIX LIMITED	PO BOX 309, UGLAND HOUSE GRAND CAYMAN, CAYMAN ISLAN	98-1594362	X
HELIX GALAXY LTD.	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1771906	X
HSGG VI HOLDCO A (HK) LTD	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1836900	X

FORM 8865

AFFILIATION SCHEDULE

STATEMENT 44

NAME	ADDRESS	IDENTIFYING NUMBER	TOTAL ORDINARY INCOME OR (LOSS)	CK IF FOR-EIGN P'SH
ASPIRATION L.P.	NO. 221, HUANGXING RD YANGPU DIST, SHANGHAI, CHI	APPLIED FOR		X
BLACKBIRD VENTURES 2020 LP	LEVEL 1, 111-115 ALBION ST SURRY HILLS, NSW AUSTRALIA	98-1548085		X
BLACKBIRD VENT 2020 FOLLOW	LEVEL 1, 111-115 ALBION ST SURRY HILLS, NSW AUSTRALIA	98-1548086		X
BRIGHT VENTURE INVESTMENT	NOT PROVIDED	APPLIED FOR		X
MAHOGANY EIGHT LIMITED	HONG KONG, HONG KONG STE 3613 TWO PACIFIC PLACE	98-1552353		X
ROSEWOOD EIGHT LTD.	ADMIRALTY, HONG KONG, HONG STE 3613 TWO PACIFIC PLACE	98-1553464		X
RUBY EIGHT LTD.	ADMIRALTY, HONG KONG, HONG STE 3613 TWO PACIFIC PLACE	98-1637033		X
SCARLET EIGHT LTD.	ADMIRALTY, HONG KONG, HONG STE 3613 TWO PACIFIC PLACE	98-1658138		X
SCC VENTURE VIII 2020-A	ADMIRALTY, HONG KONG, HONG STE 3613 TWO PACIFIC PLACE	98-1549901		X
SCC VENT VIII 2022-B (BVI)	ADMIRALTY, HONG KONG, HONG STE 3613 TWO PACIFIC PLACE	98-1644809		X
SCC VENT VIII HOLDCO A HK	ADMIRALTY, HONG KONG, HONG STE 3613 TWO PACIFIC PLACE	98-1545737		X
SCC VENTURE VIII HOLDCO A	ADMIRALTY, HONG KONG, HONG STE 3613 TWO PACIFIC PLACE	98-1583412		X
SCC VENTURE VIII HOLDCO AA	ADMIRALTY, HONG KONG, HONG STE 3613 TWO PACIFIC PLACE	98-1628097		X
SCC VENTURE VIII HOLDCO AB	ADMIRALTY, HONG KONG, HONG STE 3613 TWO PACIFIC PLACE	98-1628098		X
SCC VENTURE VIII HOLDCO AC	ADMIRALTY, HONG KONG, HONG STE 3613 TWO PACIFIC PLACE	98-1636311		X
SCC VENTURE VIII HOLDCO AD	ADMIRALTY, HONG KONG, HONG STE 3613 TWO PACIFIC PLACE	98-1636546		X
SCC VENTURE VIII HOLDCO B	ADMIRALTY, HONG KONG, HONG STE 3613 TWO PACIFIC PLACE	98-1543381		X
SCC VENTURE VIII HOLDCO C	ADMIRALTY, HONG KONG, HONG STE 3613 TWO PACIFIC PLACE	98-1549165		X
	ADMIRALTY, HONG KONG, HONG			X

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SCC VENTURE VIII HOLDCO D	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1552562	X
SCC VENTURE VIII HOLDCO E	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1553195	X
SCC VENTURE VIII HOLDCO F	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1556809	X
SCC VENTURE VIII HOLDCO G	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1557121	X
SCC VENTURE VIII HOLDCO H	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1557386	X
SCC VENTURE VIII HOLDCO I	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1559796	X
SCC VENTURE VIII HOLDCO J	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1561147	X
SCC VENTURE VIII HOLDCO K	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1560065	X
SCC VENTURE VIII HOLDCO L	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1562480	X
SCC VENTURE VIII HOLDCO M	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1562741	X
SCC VENTURE VIII HOLDCO N	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1562931	X
SCC VENTURE VIII HOLDCO O	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1563109	X
SCC VENTURE VIII HOLDCO P	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1592144	X
SCC VENTURE VIII HOLDCO Q	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1592458	X
SCC VENTURE VIII HOLDCO R	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1592692	X
SCC VENTURE VIII HOLDCO S	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1600934	X
SCC VENTURE VIII HOLDCO T	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1601157	X
SCC VENTURE VIII HOLDCO U	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1601319	X
SCC VENTURE VIII HOLDCO W	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1604578	X

BARR FOUNDATION04-6579815

SCC VENTURE VIII HOLDCO X	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1605126	X
SCC VENTURE VIII HOLDCO Y	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1624397	X
SCC VENTURE VIII HOLDCO Z	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1624653	X
SCC VENTURE VIII HOLDCO	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1583156	X
ZHEN PARTNERS FUND VII, LP	C/O SERVICES CAYMAN LTD GRAND CAYMAN, CAYMAN ISLAN	98-1548087	X
ASCENDUM HEALTHCARE FD I	PO BOX 309, UGLAND HOUSE GRAND CAYMAN, CAYMAN ISLAN	APPLIED FOR	X
NX FUND PARTNERS I, L.P.	4F HARBOUR PL 103 S CHURCH GRAND CAYMAN, CAYMAN ISLAN	APPLIED FOR	X
X TECHNOLOGY FUND II, L.P.	INFOTECH 21 HUNG TO RD KWUN TONG, HONG KONG, HONG	APPLIED FOR	X
HSG VENT VIII HOLDCO Z LTD	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1820998	X

FORM 8865

AFFILIATION SCHEDULE

STATEMENT 45

NAME	ADDRESS	IDENTIFYING NUMBER	TOTAL ORDINARY INCOME OR (LOSS)	CK IF FOR-EIGN P'SH
RENU NRG, L.P.	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1628717		X
SCC ANNEX 2021-D L.P.	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1629006		X
OCEAN PROSPERITY L.P.	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1630062		X
OCEAN BLOSSOM LIMITED	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1550731		X
OCEAN PRIME LIMITED	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1599977		X
OCEAN PROSPERITY LIMITED	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1550129		X
OCEAN RISE LIMITED	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1597792		X
OCEAN RIVER HOLDING LIMITE	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1549601		X
OCEAN SENSE LIMITED	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1598241		X
SC CH ANNEX CSI, L.P.	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	87-4005916		
SCC ANNEX 2021-A HOLDCO	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1628719		X
SCC ANNEX 2021-B HOLDCO	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1629007		X
SCC ANNEX 2021-C HOLDCO	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1629010		X
SCC ANNEX 2022-A (BVI), LP	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1644252		X
SCC ANNEX 2022-B (BVI), LP	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1660934		X
VOLTRON LP	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	APPLIED FOR		X

FORM 8865		AFFILIATION SCHEDULE		STATEMENT 46	
NAME	ADDRESS	IDENTIFYING NUMBER	TOTAL ORDINARY INCOME OR (LOSS)	CK IF FOR-EIGN P'SH	
PEAK XV PTR GWTH INV III	6TH FLOOR, TWO TRIBECA	98-1548702			X
	TRIBECA CENTRAL, TRIANON,				
PEAK XV PTR GWTH INV III-1	6TH FLOOR, TWO TRIBECA	98-1549161			X
	TRIBECA CENTRAL, TRIANON,				

FORM 8865		AFFILIATION SCHEDULE		STATEMENT 47	
NAME	ADDRESS	IDENTIFYING NUMBER	TOTAL ORDINARY INCOME OR (LOSS)	CK IF FOR-EIGN P'SH	
PEAK XV PTRS VENT INV VII	5FL EBENE ESPLANADE 24	98-1549584			X
	BANK ST, CYBERCITY, EBENE,				
PEAK XV PTR VENT INV VII-1	5FL EBENE ESPLANADE 24	98-1549891			X
	BANK ST, CYBERCITY, EBENE,				

FORM 8865		AFFILIATION SCHEDULE		STATEMENT 48	
NAME	ADDRESS	IDENTIFYING NUMBER	TOTAL ORDINARY INCOME OR (LOSS)	CK IF FOR-EIGN P'SH	
PARADIGM ONE CAYMAN FEEDER	548 MARKET STREET	87-3025495			
	SAN FRANCISCO, CA 94104				
OPENAI STARTUP FUND I LP	3180 18TH STREET	87-1907269			
	SAN FRANCISCO, CA 94110				

FORM 8865

AFFILIATION SCHEDULE

STATEMENT 49

NAME	ADDRESS	IDENTIFYING NUMBER	TOTAL ORDINARY INCOME OR (LOSS)	CK IF FOR- EIGN P'SH
THALES INVESTMENT FUND LP	342 E 8TH ST, APT 6E NEW YORK, NY 10009	85-1882914		
OPENAI STARTUP FUND I LP	3180 18TH STREET SAN FRANCISCO, CA 94110	87-1907269		
SLAUSON & CO FUND I LP	4859 W SLAUSON AVE #225 LOS ANGELES, CA 90056	85-3391360		
QP-FUND III SER WEEKEND FD	PO BOX 3217 SEATTLE, WA 98114	32-0680994		
CHAPTER ONE, PAGE TWO LP	1337 3RD ST PROMENADE #300 SANTA MONICA, CA 90401	86-3116109		

FORM 8865

AFFILIATION SCHEDULE

STATEMENT 50

NAME	ADDRESS	IDENTIFYING NUMBER	TOTAL ORDINARY INCOME OR (LOSS)	CK IF FOR- EIGN P'SH
ACCEL INDIA VII MAURITIUS	FL 5 ESPLANADE 24 BANK ST 24 CYBERCITY, EBENE, MAURI	98-1654903		X
HASH3 CAPITAL FUND LP	35 JEFFERSON DR. RIDGEFIELD, CT 06877	98-1652262		X

FORM 8865

AFFILIATION SCHEDULE

STATEMENT 51

NAME	ADDRESS	IDENTIFYING NUMBER	TOTAL ORDINARY INCOME OR (LOSS)	CK IF FOR-EIGN P'SH
LINK ASPEN LIMITED	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1672733		X
LINK PALM LIMITED	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1660691		X
LINK REDWOOD LIMITED	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1672730		X
LINK THREE LIMITED	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1701777		X
HSG SEED III HOLDCO A, LTD	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1659325		X
HSG SEED III HOLDCO B, LTD	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1659318		X
HSG SEED III HOLDCO C, LTD	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1659323		X
HSG SEED III HOLDCO G, LTD	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1688600		X
HSG SEED III HOLDCO H, LTD	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1688615		X
HSG SEED III HOLDCO I, LTD	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1688596		X
HSG SEED III HOLDCO J, LTD	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1694715		X
HSG SEED III HOLDCO K, LTD	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1695004		X
HSG SEED III HOLDCO L, LTD	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1694714		X
HSG SEED III HOLDCO M, LTD	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1700712		X
HSG SEED III HOLDCO N, LTD	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1700717		X
HSG SEED III HOLDCO O, LTD	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1701579		X
HSG SEED III HOLDCO P, LTD	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1701584		X
HSG SEED III HOLDCO Q, LTD	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1701771		X

BARR FOUNDATION

04-6579815

HSG SEED III HOLDCO R, LTD	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1701582	X
HSG SEED III HOLDCO, LTD.	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1659030	X
EXCELLENCE THREE LIMITED	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1713484	X
GORDOR PTE. LTD.	10 ANSON RD #27-18 INTL PL SINGAPORE, SINGAPORE 07990	98-1803051	X
SUGAR THREE LIMITED	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1728154	X
HONGSHAN SEED III HOLDCO A	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1820150	X
HONGSHAN SEED III HOLDCO C	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1824739	X
HONGSHAN SEED III HOLDCO D	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1824727	X
HONGSHAN SEED III HOLDCO E	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1826980	X
HONGSHAN SEED III HOLDCO F	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1826977	X
HONGSHAN SEED III HOLDCO G	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1826732	X
HSG SEED III HOLDCO A (HK)	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1794334	X
HSG SEED III HOLDCO B (HK)	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	98-1838273	X
SILVER ASPEN L.P.	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	APPLIED FOR	X
SILVER ASPEN LIMITED	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1838254	X

FORM 8865

AFFILIATION SCHEDULE

STATEMENT 52

NAME	ADDRESS	IDENTIFYING NUMBER	TOTAL ORDINARY INCOME OR (LOSS)	CK IF FOR-EIGN P'SH
NOBLE CHAMPION LTD.	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1681962		X
NOBLE ELITE LTD.	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1700720		X
NOBLE NATURE LTD.	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1700709		X
HSG VENT IX HOLDCO A, LTD.	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1658443		X
HSG VENT IX HOLDCO B, LTD.	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1658754		X
HSG VENT IX HOLDCO C, LTD.	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1659023		X
HSG VENT IX HOLDCO D, LTD.	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1681689		X
HSG VENT IX HOLDCO E, LTD.	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1702095		X
HSG VENT IX HOLDCO F, LTD.	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1702099		X
HSG VENT IX HOLDCO, LTD.	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1658753		X
NOBLE TALENT LIMITED	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1735546		X
HSG VENT IX HOLDCO G LTD.	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1736025		X
HSG VENT IX HOLDCO H LTD.	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1736022		X
HONGSHAN VENT IX HOLDCO	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1819760		X
HSG VENT IX HOLDCO I LTD.	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1802414		X
HSG VENT IX HOLDCO J LTD.	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1802418		X
HSG VENT IX HOLDCO K LTD.	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1819750		X
HSG VENT IX HOLDCO L LTD.	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1824279		X

HSG VENT IX HOLDCO M UGLAND HOUSE, S CHURCH ST 98-1830423
 LTD.
 GEORGE TOWN, GRAND CAYMAN,

X

FORM 8865

AFFILIATION SCHEDULE

STATEMENT 53

NAME	ADDRESS	IDENTIFYING NUMBER	TOTAL ORDINARY INCOME OR (LOSS)	CK IF FOR- EIGN P'SH
PEAK XV PTRS INVEST VIII	5FL EBENE ESPLANADE 24 BANK ST, CYBERCITY, EBENE,	98-1648596		X
PEAK XV PTRS INVEST VIII-1	5FL EBENE ESPLANADE 24 BANK ST, CYBERCITY, EBENE,	98-1664939		X
SURGE VENTURES VIII	5FL EBENE ESPLANADE 24 BANK ST, CYBERCITY, EBENE,	98-1665371		X
SPROUT INVESTMENTS VIII	5FL EBENE ESPLANADE 24 BANK ST, CYBERCITY, EBENE,	98-1665621		X
PEAK XV PTRS SEED INV VIII	5FL EBENE ESPLANADE 24 BANK ST, CYBERCITY, EBENE,	98-1712843		X
PEERCAPITAL GLOBAL FD ONE	1123 BROADWAY SUITE 301 NEW YORK, NY 10010	APPLIED FOR		

FORM 8865

AFFILIATION SCHEDULE

STATEMENT 54

NAME	ADDRESS	IDENTIFYING NUMBER	TOTAL ORDINARY INCOME OR (LOSS)	CK IF FOR-EIGN P'SH
PEAK XV PTRS SEA INVEST I	5FL EBENE ESPLANADE 24	98-1646443		X
SEA SURGE VENTURES I	BANK ST, CYBERCITY, EBENE, 5FL EBENE ESPLANADE 24	98-1663277		X
SEA SPROUT INVESTMENTS I	BANK ST, CYBERCITY, EBENE, 5FL EBENE ESPLANADE 24	98-1662063		X
SEA SEED INVESTMENT I	BANK ST, CYBERCITY, EBENE, 5FL EBENE ESPLANADE 24	98-1712544		X
KOPITAL VENTURES FUND I	BANK ST, CYBERCITY, EBENE, 45B TEMPLE STREET	APPLIED FOR		X
KOPITAL HOLDINGS 1 PTE LTD	SINGAPORE, SINGAPORE 05859 30 PRINSEP STREET #07-116	APPLIED FOR		X
	SINGAPORE, SINGAPORE 18864			

FORM 8865

AFFILIATION SCHEDULE

STATEMENT 55

NAME	ADDRESS	IDENTIFYING NUMBER	TOTAL ORDINARY INCOME OR (LOSS)	CK IF FOR-EIGN P'SH
PEAK XV PTR GWTH INV IV	6TH FLOOR, TWO TRIBECA	98-1649926		X
PEAK XV PTR GWTH INV IV-1	TRIBECA CENTRAL, TRIANON, 6TH FLOOR, TWO TRIBECA	98-1650748		X
	TRIBECA CENTRAL, TRIANON,			

FORM 8865

AFFILIATION SCHEDULE

STATEMENT 56

NAME	ADDRESS	IDENTIFYING NUMBER	TOTAL ORDINARY INCOME OR (LOSS)	CK IF FOR-EIGN P'SH
SC US/E ECOSYSTEM FDI LP	2800 SAND HILL RD STE 101 MENLO PARK, CA 94025	98-1651684		X
SC US/E EXPANSION FDI LP	2800 SAND HILL RD STE 101 MENLO PARK, CA 94025	98-1659597		X
SC US/E GROWTH FUND X LP	2800 SAND HILL RD STE 101 MENLO PARK, CA 94025	98-1680669		X
SC US VENT 2010 SEED FD LP	2800 SAND HILL RD STE 101 MENLO PARK, CA 94025	98-1081719		
SC US SCOUT SEED FD 2013	2800 SAND HILL RD STE 101 MENLO PARK, CA 94025	37-1719100		
SC US/E CRYPTO FUND I LP	2800 SAND HILL RD STE 101 MENLO PARK, CA 94025	98-1653905		X
SC US/E SEED FUND V LP	2800 SAND HILL RD STE 101 MENLO PARK, CA 94025	98-1714387		X
SC US/E VENT FD XVIII LP	2800 SAND HILL RD STE 101 MENLO PARK, CA 94025	98-1681692		X

FORM 8865

AFFILIATION SCHEDULE

STATEMENT 57

NAME	ADDRESS	IDENTIFYING NUMBER	TOTAL ORDINARY INCOME OR (LOSS)	CK IF FOR-EIGN P'SH
BP IVC HOLDINGS X, L.P.	200 CLARENDON ST, 35TH FL BOSTON, MA 02116	98-1645698		X
BP MAXIMA POOLING, L.P.	200 CLARENDON ST, 35TH FL BOSTON, MA 02116	98-1679979		X
SEACOM HOLDCO LTD.	2 HAAZON ST. RAMLE, ISRAEL 7252901	98-1678272		X

FORM 8865

AFFILIATION SCHEDULE

STATEMENT 58

NAME	ADDRESS	IDENTIFYING NUMBER	TOTAL ORDINARY INCOME OR (LOSS)	CK IF FOR-EIGN P'SH
HSGG VII HOLDCO, LTD.	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1658139		X
HSGG VII HOLDCO I, LTD.	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1743539		X
HSGG VII HOLDCO H, LTD.	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1743535		X
HSGG VII HOLDCO G, LTD.	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1743306		X
HSGG VII HOLDCO F, LTD.	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1731673		X
HSGG VII HOLDCO E, LTD.	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1731667		X
HSGG VII HOLDCO D, LTD.	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1731675		X
HSGG VII HOLDCO C, LTD.	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1660688		X
HSGG VII HOLDCO B, LTD.	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1658761		X
HALO GALAXY VII LTD.	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1771908		X
HS GROWTH VII HOLDCO A LTD	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1819985		X
HS GROWTH VII HOLDCO B LTD	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1819988		X
HS GROWTH VII HOLDCO LTD	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1819978		X
HSGG VII HOLDCO J, LTD.	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1775789		X
HSGG VII HOLDCO K, LTD.	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1776217		X
HSGG VII HOLDCO L, LTD.	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1775787		X
HSG LOUDER (SWEDEN) AB	STE 3613 TWO PACIFIC PLACE ADMIRALTY, HONG KONG, HONG	APPLIED FOR		X

HYPERION GALAXY VII LTD.	UGLAND HOUSE, S CHURCH ST	98-1776215		X
JIABONG HOLDINGS S.A.R.L.	GEORGE TOWN, GRAND CAYMAN, STE 3613 TWO PACIFIC PLACE	98-1793474		X
	ADMIRALTY, HONG KONG, HONG			

FORM 8865

AFFILIATION SCHEDULE

STATEMENT 59

NAME	ADDRESS	IDENTIFYING NUMBER	TOTAL ORDINARY INCOME OR (LOSS)	CK IF FOREIGN P'SH
SURGE VENTURE III	5FL EBENE ESPLANADE 24 BANK ST, CYBERCITY, EBENE,	98-1564532		X
PEAK XV PTRS SEED INV II	5FB BANK ST, CYBERCITY, EBENE,	98-1585968		X
SPROUT INVESTMENTS III	5FL EBENE ESPLANADE 24 BANK ST, CYBERCITY, EBENE,	98-1579019		X
BEENEXT ASIA FUND LP	1 GEORGE STREET #10-01 SINGAPORE, SINGAPORE 04914	98-1593671		X
TOGETHER FUND I	LOT 15 A3 1ST FLOOR CYBERCITY, EBENE, MAURITIU	98-1619764		X
ACV CAPITAL III LP	103 S CHURCH ST, 4TH FLOOR GRAND CAYMAN, CAYMAN ISLAN	88-0784218		X
WHITE VENTURE CAPITAL VCC	MYP PLAZA, 135 CECIL ST SINGAPORE, SINGAPORE 06953	APPLIED FOR		X
WHITEBOARD CAPITAL FUND II	#601 A-WING FLORAL DECK PL MUMBAI, INDIA 400093	APPLIED FOR		X

FORM 8865

AFFILIATION SCHEDULE

STATEMENT 60

NAME	ADDRESS	IDENTIFYING NUMBER	TOTAL ORDINARY INCOME OR (LOSS)	CK IF FOR- EIGN P' SH
BEYOND ELONGATION (BVI) LP	5FL RITTER HOUSE KINGSTON ROAD TOWN, TORTOLA, BRITIS	APPLIED FOR		X
HSG EXPANSION I HOLDCO B	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1658437		X
HSG EXPANSION I HOLDCO C	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1660694		X
HSG EXPANSION I HOLDCO D	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1820456		X
HSG EXPANSION I HOLDCO LTD	UGLAND HOUSE, S CHURCH ST GEORGE TOWN, GRAND CAYMAN,	98-1657871		X

Part XIV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - (1) 350VERMONT, INC.

TO SUPPORT GRASSROOTS CAMPAIGNS ON ENVIRONMENTAL JUSTICE AND ENERGY
AFFORDABILITY IN VERMONT

NAME OF RECIPIENT - (8) ACADIA CENTER

TO ADVANCE ENERGY AND BUILDING DECARBONIZATION POLICIES IN NEW ENGLAND,
THROUGH RESEARCH AND NON-PARTISAN ANALYSIS, STAKEHOLDER ENGAGEMENT AND
EDUCATION, AND REGULATORY ACTIVITIES

NAME OF RECIPIENT - (9) ACADIA CENTER

TO ADVANCE ENERGY AND BUILDING DECARBONIZATION POLICIES IN NEW ENGLAND,
THROUGH RESEARCH AND NON-PARTISAN ANALYSIS, STAKEHOLDER ENGAGEMENT AND
EDUCATION, AND REGULATORY ACTIVITIES

NAME OF RECIPIENT - (12) ADVANCED ENERGY ECONOMY INSTITUTE

TO ENGAGE IN THE REGIONAL WHOLESALE ELECTRIC MARKET AND INFORM
DISTRIBUTED ENERGY RESOURCE POLICY IN CONNECTICUT, MASSACHUSETTS, AND
RHODE ISLAND

NAME OF RECIPIENT - (13) AFRICAN COMMUNITY ECONOMIC DEVELOPMENT

ORGANIZATION OF NEW ENGLAND

TO SUPPORT THE EQUITY NOW & BEYOND COALITION TO CREATE A STRATEGIC
APPROACH TO DEVELOPING COMMUNITY LAND TRUSTS AND COOPERATIVE ECONOMIC
MODELS

NAME OF RECIPIENT - (15) AGAWAM PUBLIC SCHOOLS

TO CONTINUE REIMAGINING THE HIGH SCHOOL EXPERIENCE AS PART OF PHASE II
OF THE MEETING THE MOMENT COHORT

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor BARR FOUNDATION	Identifying number (see instructions) 04-6579815
--	--

- 1** Is the transferee a specified 10%-owned foreign corporation that is not a controlled foreign corporation? **Yes** **No**
- 2** If the transferor was a corporation, complete questions 2a through 2d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by five or fewer domestic corporations? **Yes** **No**
- b** Did the transferor remain in existence after the transfer? **Yes** **No**
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? **Yes** **No**
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(4) been made? **Yes** **No**

- 3** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 3a through 3d.
- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
SUSTAINABLE ASSET FUND III (US FEEDER), LP	86-1860280

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? **Yes** **No**
- c** Is the partner disposing of its **entire** interest in the partnership? **Yes** **No**
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? **Yes** **No**

Part II Transferee Foreign Corporation Information (see instructions)

4 Name of transferee (foreign corporation) 9470-2255 QUEBEC INC.	5a Identifying number, if any
--	-------------------------------

6 Address (including country) 1000 RUE DE LA GAUCHETIERE O, MZ400 MONTREAL, QUEBEC H3B 0A2 CANADA	5b Reference ID number 926605
---	---

7 Country code of country of incorporation or organization
CA

8 Foreign law characterization (see instructions)
CORPORATION

- 9** Is the transferee foreign corporation a controlled foreign corporation? **Yes** **No**

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash			283,713.		

10 Was cash the only property transferred? **Yes** **No**
 If "Yes," skip the remainder of Part III and go to Part IV.

Section B - Other Property (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Stock and securities					
Inventory					
Other property (not listed under another category)					
Property with built-in loss					
Totals					

11 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? **Yes** **No**

12 a Were any assets of a foreign branch (including a branch that is a foreign disregarded entity) transferred to a foreign corporation? **Yes** **No**
 If "Yes," go to line 12b.

b Was the transferor a domestic corporation that transferred substantially all of the assets of a foreign branch (including a branch that is a foreign disregarded entity) to a specified 10%-owned foreign corporation? **Yes** **No**
 If "Yes," continue to line 12c. If "No," skip lines 12c and 12d, and go to line 13.

c Immediately after the transfer, was the domestic corporation a U.S. shareholder with respect to the transferee foreign corporation? **Yes** **No**
 If "Yes," continue to line 12d. If "No," skip line 12d, and go to line 13.

d Enter the transferred loss amount included in gross income as required under section 91 ► \$ _____

13 Did the transferor transfer property described in section 367(d)(4)? **Yes** **No**
 If "No," skip Section C and questions 14a through 15.

Section C - Intangible Property Subject to Section 367(d)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 367(d)(4)						
Totals						

- 14 a Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed 20 years? **Yes** **No**
- b At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? **Yes** **No**
- c Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? **Yes** **No**
- d If the answer to line 14c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ▶ \$ _____
- 15 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? **Yes** **No**

Supplemental Part III Information Required To Be Reported (see instructions)

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 16 Enter the transferor's interest in the transferee foreign corporation before and after the transfer.
(a) Before .500 % (b) After .500 %
- 17 Type of nonrecognition transaction (see instructions) ▶ SECTION 351
- 18 Indicate whether any transfer reported in Part III is subject to any of the following.
 - a Gain recognition under section 904(f)(3) **Yes** **No**
 - b Gain recognition under section 904(f)(5)(F) **Yes** **No**
 - c Recapture under section 1503(d) **Yes** **No**
 - d Exchange gain under section 987 **Yes** **No**
- 19 Did this transfer result from a change in entity classification? **Yes** **No**
- 20 a Did a domestic corporation make a distribution of property covered by section 367(e)(2)? (see instructions) **Yes** **No**
If "Yes," complete lines 20b and 20c.
- b Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ▶ \$ _____
- c Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? **Yes** **No**
- 21 Did a domestic corporation make a section 355 distribution of stock in a foreign controlled corporation covered by section 367(e)(1)? See instructions **Yes** **No**

Part XIV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - (17) ALLSTON BRIGHTON COMMUNITY DEVELOPMENT CORPORATION

TO PROVIDE CORE SUPPORT TO ALLSTON BRIGHTON HEALTH COLLABORATIVE IN RECOGNITION OF ANNA LESLIE'S CONTRIBUTION TO THE BARR BLOG

NAME OF RECIPIENT - (28) ALZHEIMER'S ASSOCIATION

TO SUPPORT KIERON FARRELLY'S (TOKIO MARINE GROUP) FUNDRAISING EFFORTS FOR THE WALK TO END ALZHEIMER'S IN SOUTH SHORE PLYMOUTH, MA

NAME OF RECIPIENT - (31) AMALGAMATED CHARITABLE FOUNDATION INC.

TO SUPPORT REGIONAL CONVENINGS OF FEDERAL, STATE, PHILANTHROPIC AND LOCAL LEADERS ON EQUITABLE IMPLEMENTATION OF FEDERAL FUNDING

NAME OF RECIPIENT - (34) AMERICAN COUNCIL FOR AN ENERGY EFFICIENT ECONOMY

TO PROVIDE EXPERT SUPPORT IN ENERGY REGULATORY PROCEEDINGS IN NEW ENGLAND AND TO FACILITATE A LEARNING COHORT OF CITIES INTERESTED IN ENERGY EFFICIENCY IN RENTAL PROPERTIES

NAME OF RECIPIENT - (37) AMERICAN REPERTORY THEATRE COMPANY INCORPORATED

TO SUPPORT A.R.T.'S ARTS AND CULTURAL ORGANIZATION MANAGEMENT PROGRAM AND THE ARTS AND CULTURAL ORGANIZATION MANAGEMENT ALUMNI NETWORK

NAME OF RECIPIENT - (53) ASIAN AMERICAN RESOURCE WORKSHOP, INC.

TO PROVIDE SUPPORT FOR ITS ASIAN PACIFIC ISLANDER'S CIVIC ACTION NETWORK PROGRAM'S NARRATIVE CHANGE EFFORTS RELATED TO WEALTH EQUITY

NAME OF RECIPIENT - (54) ASIAN AMERICAN RESOURCE WORKSHOP, INC.

Part XIV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

FOR UNRESTRICTED SUPPORT TO RECOGNIZE THE PARTICIPATION OF NAHIR TORRES AND LISA OWENS OF THE HYAMS FOUNDATION IN INTERVIEWS CONDUCTED DURING THE 2024 BIPOC CAPACITY BUILDING LANDSCAPE WORK

NAME OF RECIPIENT - (58) ATTUNED EDUCATION PARTNERS

TO SUPPORT THE BOSTON PUBLIC SCHOOLS PROCESS TO REVIEW AND PLAN FOR THE FUTURE OF THE DISTRICT'S EDUCATION OPTIONS

NAME OF RECIPIENT - (69) BETTER FUTURE PROJECT, INC.

TO PROVIDE PROGRAM SUPPORT TO BUILD GRASSROOTS LEADERSHIP TO ADVANCE CLEAN ENERGY AND CLIMATE RESILIENCE

NAME OF RECIPIENT - (70) BETTER FUTURE PROJECT, INC.

TO PROVIDE PROGRAM SUPPORT TO BUILD GRASSROOTS LEADERSHIP TO ADVANCE CLEAN ENERGY AND CLIMATE RESILIENCE

NAME OF RECIPIENT - (74) BIKES NOT BOMBS, INC.

TO SUPPORT INCREASED ACCESS TO BIKE SHOP SERVICES AND COMMUNITY ENGAGEMENT ON TRANSPORTATION ISSUES IN DORCHESTER, MATTAPAN, AND ROXBURY

NAME OF RECIPIENT - (85) BOSTON COMIC ARTS FOUNDATION LIMITED

TO PROVIDE CORE SUPPORT FOR THE BOSTON COMICS IN COLOR FESTIVAL AS PART OF THE CATALYZING VITALITY PROGRAM

NAME OF RECIPIENT - (87) BOSTON DANCE ALLIANCE, INC.

TO PROVIDE CORE SUPPORT TO ASIAN AMERICAN BALLET PROJECT AS PART OF THE CATALYZING VITALITY PROGRAM

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor BARR FOUNDATION	Identifying number (see instructions) 04-6579815
--	--

- 1** Is the transferee a specified 10%-owned foreign corporation that is not a controlled foreign corporation? **Yes** **No**
- 2** If the transferor was a corporation, complete questions 2a through 2d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by five or fewer domestic corporations? **Yes** **No**
- b** Did the transferor remain in existence after the transfer? **Yes** **No**
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? **Yes** **No**
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(4) been made? **Yes** **No**

- 3** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 3a through 3d.
- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
PEAK XV PARTNERS SEA FUND I LTD	98-1661710

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? **Yes** **No**
- c** Is the partner disposing of its **entire** interest in the partnership? **Yes** **No**
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? **Yes** **No**

Part II Transferee Foreign Corporation Information (see instructions)

4 Name of transferee (foreign corporation) ACS AUSTRALIA HOLDINGS LTD	5a Identifying number, if any
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6 Address (including country) LEVEL 21, 177 PACIFIC HIGHWAY NORTH SYDNEY, 2060 AUSTRALIA	5b Reference ID number 926606
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7 Country code of country of incorporation or organization
AS

8 Foreign law characterization (see instructions)
CORPORATION

- 9** Is the transferee foreign corporation a controlled foreign corporation? **Yes** **No**

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	07/05/2024		240,184.		

10 Was cash the only property transferred? **Yes** **No**
 If "Yes," skip the remainder of Part III and go to Part IV.

Section B - Other Property (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Stock and securities					
Inventory					
Other property (not listed under another category)					
Property with built-in loss					
Totals					

11 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? **Yes** **No**

12 a Were any assets of a foreign branch (including a branch that is a foreign disregarded entity) transferred to a foreign corporation? **Yes** **No**
 If "Yes," go to line 12b.

b Was the transferor a domestic corporation that transferred substantially all of the assets of a foreign branch (including a branch that is a foreign disregarded entity) to a specified 10%-owned foreign corporation? **Yes** **No**
 If "Yes," continue to line 12c. If "No," skip lines 12c and 12d, and go to line 13.

c Immediately after the transfer, was the domestic corporation a U.S. shareholder with respect to the transferee foreign corporation? **Yes** **No**
 If "Yes," continue to line 12d. If "No," skip line 12d, and go to line 13.

d Enter the transferred loss amount included in gross income as required under section 91 ► \$ _____

13 Did the transferor transfer property described in section 367(d)(4)? **Yes** **No**
 If "No," skip Section C and questions 14a through 15.

Section C - Intangible Property Subject to Section 367(d)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 367(d)(4)						
Totals						

- 14 a Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed 20 years? Yes No
- b At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? Yes No
- c Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? Yes No
- d If the answer to line 14c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ▶ \$ _____
- 15 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? Yes No

Supplemental Part III Information Required To Be Reported (see instructions)

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 16 Enter the transferor's interest in the transferee foreign corporation before and after the transfer.
(a) Before .120 % (b) After .240 %
- 17 Type of nonrecognition transaction (see instructions) ▶ SECTION 351
- 18 Indicate whether any transfer reported in Part III is subject to any of the following.
 - a Gain recognition under section 904(f)(3) Yes No
 - b Gain recognition under section 904(f)(5)(F) Yes No
 - c Recapture under section 1503(d) Yes No
 - d Exchange gain under section 987 Yes No
- 19 Did this transfer result from a change in entity classification? Yes No
- 20 a Did a domestic corporation make a distribution of property covered by section 367(e)(2)? (see instructions) Yes No
If "Yes," complete lines 20b and 20c.
 - b Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ▶ \$ _____
 - c Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? Yes No
- 21 Did a domestic corporation make a section 355 distribution of stock in a foreign controlled corporation covered by section 367(e)(1)? See instructions Yes No

Part XIV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - (96) BOSTON FOUNDATION, INC.

TO SUPPORT CAPACITY BUILDING FOR ITS BOSTON INDICATORS PROGRAM AND THE
LAUNCH OF THE RACIAL WEALTH GAP AND ECONOMIC SECURITY RESEARCH
INITIATIVE

NAME OF RECIPIENT - (99) BOSTON FOUNDATION, INC.

TO PROVIDE CORE SUPPORT TO ITS EQUALITY FUND PROGRAM AT AN IMPORTANT
INFLECTION POINT FOR THE FUND

NAME OF RECIPIENT - (102) BOSTON GREEN ACADEMY FOUNDATION, INC.

TO SUPPORT BOSTON GREEN ACADEMY IN IMPLEMENTING ITS STRATEGIC TEACHING
AND LEARNING ACTION PLAN FOCUSED ON IMPLEMENTING INSTRUCTIONAL VISION
AND PRACTICES WHILE ENGAGING STAKEHOLDERS IN CLARIFYING THE PORTRAIT OF
A GRADUATE

NAME OF RECIPIENT - (127) BOSTON WOMEN'S FUND, INC.

TO SUPPORT A PARTICIPATORY PROCESS TO REVIEW AND REFRESH THE WOMEN OF
COLOR LEADERSHIP CIRCLE, CREATE AN ALUMNI PROGRAM, AND INTEGRATE
LESSONS INTO OTHER PROGRAMMING

NAME OF RECIPIENT - (133) BROCKTON PUBLIC SCHOOLS

TO SUPPORT THE ONGOING DEVELOPMENT OF PROMISE COLLEGE & CAREER ACADEMY
AS PART OF THE BEYOND ENGAGE NEW ENGLAND INITIATIVE

NAME OF RECIPIENT - (134) BROCKTON PUBLIC SCHOOLS

TO SUPPORT THE ONGOING DEVELOPMENT OF PROMISE COLLEGE & CAREER ACADEMY
AS PART OF THE BEYOND ENGAGE NEW ENGLAND INITIATIVE

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor BARR FOUNDATION	Identifying number (see instructions) 04-6579815
--	--

- 1** Is the transferee a specified 10%-owned foreign corporation that is not a controlled foreign corporation? **Yes** **No**
- 2** If the transferor was a corporation, complete questions 2a through 2d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by five or fewer domestic corporations? **Yes** **No**
- b** Did the transferor remain in existence after the transfer? **Yes** **No**
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? **Yes** **No**
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(4) been made? **Yes** **No**

- 3** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 3a through 3d.
- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
PEAK XV PARTNERS GROWTH FUND III LTD	98-1541969

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? **Yes** **No**
- c** Is the partner disposing of its **entire** interest in the partnership? **Yes** **No**
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? **Yes** **No**

Part II Transferee Foreign Corporation Information (see instructions)

4 Name of transferee (foreign corporation) ATLAN PTE. LTD	5a Identifying number, if any
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6 Address (including country) 28 BUKIT PASOH ROAD, YEE LAN COURT SINGAPORE, 089842 SINGAPORE	5b Reference ID number 926607
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7 Country code of country of incorporation or organization
SN

8 Foreign law characterization (see instructions)
CORPORATION

- 9** Is the transferee foreign corporation a controlled foreign corporation? **Yes** **No**

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash			167,772.		

10 Was cash the only property transferred? **Yes** **No**
 If "Yes," skip the remainder of Part III and go to Part IV.

Section B - Other Property (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Stock and securities					
Inventory					
Other property (not listed under another category)					
Property with built-in loss					
Totals					

11 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? **Yes** **No**

12 a Were any assets of a foreign branch (including a branch that is a foreign disregarded entity) transferred to a foreign corporation? **Yes** **No**
 If "Yes," go to line 12b.

b Was the transferor a domestic corporation that transferred substantially all of the assets of a foreign branch (including a branch that is a foreign disregarded entity) to a specified 10%-owned foreign corporation? **Yes** **No**
 If "Yes," continue to line 12c. If "No," skip lines 12c and 12d, and go to line 13.

c Immediately after the transfer, was the domestic corporation a U.S. shareholder with respect to the transferee foreign corporation? **Yes** **No**
 If "Yes," continue to line 12d. If "No," skip line 12d, and go to line 13.

d Enter the transferred loss amount included in gross income as required under section 91 ► \$ _____

13 Did the transferor transfer property described in section 367(d)(4)? **Yes** **No**
 If "No," skip Section C and questions 14a through 15.

Section C - Intangible Property Subject to Section 367(d)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 367(d)(4)						
Totals						

- 14 a Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed 20 years? Yes No
- b At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? Yes No
- c Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? Yes No
- d If the answer to line 14c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ▶ \$ _____
- 15 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? Yes No

Supplemental Part III Information Required To Be Reported (see instructions)

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 16 Enter the transferor's interest in the transferee foreign corporation before and after the transfer.
(a) Before .040 % (b) After .050 %
- 17 Type of nonrecognition transaction (see instructions) ▶ SECTION 351
- 18 Indicate whether any transfer reported in Part III is subject to any of the following.
 - a Gain recognition under section 904(f)(3) Yes No
 - b Gain recognition under section 904(f)(5)(F) Yes No
 - c Recapture under section 1503(d) Yes No
 - d Exchange gain under section 987 Yes No
- 19 Did this transfer result from a change in entity classification? Yes No
- 20 a Did a domestic corporation make a distribution of property covered by section 367(e)(2)? (see instructions) Yes No
If "Yes," complete lines 20b and 20c.
 - b Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ▶ \$ _____
 - c Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? Yes No
- 21 Did a domestic corporation make a section 355 distribution of stock in a foreign controlled corporation covered by section 367(e)(1)? See instructions Yes No

Part XIV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - (138) BROWN UNIVERSITY OF PROVIDENCE STATE OF RI AND
PROV PLANTATIONS

FOR THE ANNENBERG INSTITUTE TO PREPARE AND LAUNCH RESEARCH EXPLORING
THE DEVELOPMENTAL ARCS OF HIGHLY EFFECTIVE EDUCATORS

NAME OF RECIPIENT - (142) CAMBRIDGE MULTICULTURAL ARTS CENTER, INC.
TO PROVIDE GENERAL OPERATING SUPPORT TO CAMBRIDGE MULTICULTURAL ARTS
CENTER AS PART OF THE CATALYZING VITALITY PROGRAM

NAME OF RECIPIENT - (145) CAPE VERDEAN ASSOCIATION IN NEW BEDFORD, INC.
TO PROVIDE GENERAL OPERATING SUPPORT TO THE CAPE VERDEAN ASSOCIATION IN
NEW BEDFORD, INC. AS PART OF THE CATALYZING VITALITY PROGRAM

NAME OF RECIPIENT - (146) CAPITOL REGION EDUCATION COUNCIL
TO CONTINUE REIMAGINING THE HIGH SCHOOL EXPERIENCE AS PART OF PHASE II
OF THE MEETING THE MOMENT COHORT

NAME OF RECIPIENT - (147) CARIBE COMMUNICATIONS AND PUBLICATIONS, INC.
TO SUPPORT A CAMPAIGN TO AMPLIFY PUBLIC TRANSPORTATION INFORMATION TO
SPANISH-SPEAKING TRANSIT RIDERS

NAME OF RECIPIENT - (151) CENTER FOR ECONOMIC DEMOCRACY INC.
TO PROVIDE CORE SUPPORT FOR THE CENTER FOR ECONOMIC DEMOCRACY'S CENTER
FOR COOPERATIVE DEVELOPMENT AND SOLIDARITY PROGRAM

NAME OF RECIPIENT - (152) CENTER FOR ECONOMIC DEMOCRACY INC.
TO PROVIDE GENERAL OPERATING SUPPORT AND TO SUPPORT THE SOLIDARITY

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor BARR FOUNDATION	Identifying number (see instructions) 04-6579815
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- 1** Is the transferee a specified 10%-owned foreign corporation that is not a controlled foreign corporation? **Yes** **No**
- 2** If the transferor was a corporation, complete questions 2a through 2d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by five or fewer domestic corporations? **Yes** **No**
- b** Did the transferor remain in existence after the transfer? **Yes** **No**
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? **Yes** **No**
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(4) been made? **Yes** **No**

- 3** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 3a through 3d.
- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
FINEPOINT CAPITAL PARTNERS II, LP	90-1020430

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? **Yes** **No**
- c** Is the partner disposing of its **entire** interest in the partnership? **Yes** **No**
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? **Yes** **No**

Part II Transferee Foreign Corporation Information (see instructions)

Name of transferee (foreign corporation) ATLAS BOYLSTON MULTILINE SIDECAR	5a Identifying number, if any
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Address (including country) WESSEX HOUSE, 3RD FLOOR 45 REID STREET P.O. BOX 3352 HAMILTON, HM 12 BERMUDA	5b Reference ID number 926608
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7 Country code of country of incorporation or organization
BD

8 Foreign law characterization (see instructions)
CORPORATION

- 9** Is the transferee foreign corporation a controlled foreign corporation? **Yes** **No**

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	12/27/2024		646,094.		

10 Was cash the only property transferred? **Yes** **No**
 If "Yes," skip the remainder of Part III and go to Part IV.

Section B - Other Property (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Stock and securities					
Inventory					
Other property (not listed under another category)					
Property with built-in loss					
Totals					

11 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? **Yes** **No**

12 a Were any assets of a foreign branch (including a branch that is a foreign disregarded entity) transferred to a foreign corporation? **Yes** **No**
 If "Yes," go to line 12b.

b Was the transferor a domestic corporation that transferred substantially all of the assets of a foreign branch (including a branch that is a foreign disregarded entity) to a specified 10%-owned foreign corporation? **Yes** **No**
 If "Yes," continue to line 12c. If "No," skip lines 12c and 12d, and go to line 13.

c Immediately after the transfer, was the domestic corporation a U.S. shareholder with respect to the transferee foreign corporation? **Yes** **No**
 If "Yes," continue to line 12d. If "No," skip line 12d, and go to line 13.

d Enter the transferred loss amount included in gross income as required under section 91 ► \$ _____

13 Did the transferor transfer property described in section 367(d)(4)? **Yes** **No**
 If "No," skip Section C and questions 14a through 15.

Section C - Intangible Property Subject to Section 367(d)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 367(d)(4)						
Totals						

- 14 a Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed 20 years? Yes No
- b At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? Yes No
- c Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? Yes No
- d If the answer to line 14c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ▶ \$ _____
- 15 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? Yes No

Supplemental Part III Information Required To Be Reported (see instructions)

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 16 Enter the transferor's interest in the transferee foreign corporation before and after the transfer.
(a) Before .000 % (b) After .860 %
- 17 Type of nonrecognition transaction (see instructions) ▶ SECTION 351
- 18 Indicate whether any transfer reported in Part III is subject to any of the following.
 - a Gain recognition under section 904(f)(3) Yes No
 - b Gain recognition under section 904(f)(5)(F) Yes No
 - c Recapture under section 1503(d) Yes No
 - d Exchange gain under section 987 Yes No
- 19 Did this transfer result from a change in entity classification? Yes No
- 20 a Did a domestic corporation make a distribution of property covered by section 367(e)(2)? (see instructions) Yes No
If "Yes," complete lines 20b and 20c.
 - b Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ▶ \$ _____
 - c Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? Yes No
- 21 Did a domestic corporation make a section 355 distribution of stock in a foreign controlled corporation covered by section 367(e)(1)? See instructions Yes No

Part XIV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

ECONOMY INITIATIVE'S GRASSROOTS POOLED FUND

NAME OF RECIPIENT - (155) CENTER FOR THE STUDY OF PUBLIC POLICY
INCORPORATED

TO SUPPORT THE BUILDING ELECTRIFICATION ACCELERATOR'S LOCAL GOVERNMENT
LEARNING COHORTS AND CITY-BASED PROJECT WORK ON DECARBONIZATION

NAME OF RECIPIENT - (157) CERES, INC.

TO MOBILIZE BUSINESSES AND INVESTORS IN SUPPORT OF CLEAN ENERGY
POLICIES BY INTEGRATING THEIR PERSPECTIVES

NAME OF RECIPIENT - (161) CHELSEA PUBLIC SCHOOLS

TO SUPPORT THE ONGOING DEVELOPMENT OF CHELSEA OPPORTUNITY ACADEMY AS
PART OF THE BEYOND ENGAGE NEW ENGLAND INITIATIVE

NAME OF RECIPIENT - (162) CHELSEA PUBLIC SCHOOLS

TO CONTINUE REIMAGINING THE HIGH SCHOOL EXPERIENCE AS PART OF PHASE II
OF THE MEETING THE MOMENT COHORT

NAME OF RECIPIENT - (177) CITY OF BOSTON

TO SUPPORT THE CULTURAL ACCESS PROGRAM ("MUSEUM SUNDAYS"): 60% TO
INNOVATION FUND AND 40% TO UNRESTRICTED PROJECT EXPENSES

NAME OF RECIPIENT - (178) CITY OF BOSTON

TO SUPPORT THE CREATION OF THE MOAKLEY PARK PROJECT MANAGER ROLE WITHIN
THE PARKS AND RECREATION DEPARTMENT

NAME OF RECIPIENT - (182) CITY OF BOSTON

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor BARR FOUNDATION	Identifying number (see instructions) 04-6579815
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- 1** Is the transferee a specified 10%-owned foreign corporation that is not a controlled foreign corporation? **Yes** **No**
- 2** If the transferor was a corporation, complete questions 2a through 2d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by five or fewer domestic corporations? **Yes** **No**
- b** Did the transferor remain in existence after the transfer? **Yes** **No**
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? **Yes** **No**
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(4) been made? **Yes** **No**

- 3** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 3a through 3d.
- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
PEAK XV PARTNERS GROWTH FUND IV LTD	98-1660708

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? **Yes** **No**
- c** Is the partner disposing of its **entire** interest in the partnership? **Yes** **No**
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? **Yes** **No**

Part II Transferee Foreign Corporation Information (see instructions)

4 Name of transferee (foreign corporation) BLUESTONE JEWELLERY AND LIFESTYLE PRIVATE LIMITED	5a Identifying number, if any
---	--------------------------------------

6 Address (including country) 89/2, LAVA KUSHA ARCADE, MUNNEKOLAL VILLAGE, OUTER RING MARATHAHALLI, BENGALURU, KARNATAKA 560037 INDIA	5b Reference ID number 926609
--	--

7 Country code of country of incorporation or organization
IN

8 Foreign law characterization (see instructions)
CORPORATION

- 9** Is the transferee foreign corporation a controlled foreign corporation? **Yes** **No**

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	09/05/2024		295,980.		

10 Was cash the only property transferred? **Yes** **No**
 If "Yes," skip the remainder of Part III and go to Part IV.

Section B - Other Property (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Stock and securities					
Inventory					
Other property (not listed under another category)					
Property with built-in loss					
Totals					

11 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? **Yes** **No**

12 a Were any assets of a foreign branch (including a branch that is a foreign disregarded entity) transferred to a foreign corporation? **Yes** **No**
 If "Yes," go to line 12b.

b Was the transferor a domestic corporation that transferred substantially all of the assets of a foreign branch (including a branch that is a foreign disregarded entity) to a specified 10%-owned foreign corporation? **Yes** **No**
 If "Yes," continue to line 12c. If "No," skip lines 12c and 12d, and go to line 13.

c Immediately after the transfer, was the domestic corporation a U.S. shareholder with respect to the transferee foreign corporation? **Yes** **No**
 If "Yes," continue to line 12d. If "No," skip line 12d, and go to line 13.

d Enter the transferred loss amount included in gross income as required under section 91 ► \$ _____

13 Did the transferor transfer property described in section 367(d)(4)? **Yes** **No**
 If "No," skip Section C and questions 14a through 15.

Section C - Intangible Property Subject to Section 367(d)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 367(d)(4)						
Totals						

- 14 a Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed 20 years? Yes No
- b At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? Yes No
- c Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? Yes No
- d If the answer to line 14c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ▶ \$ _____
- 15 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? Yes No

Supplemental Part III Information Required To Be Reported (see instructions)

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 16 Enter the transferor's interest in the transferee foreign corporation before and after the transfer.
(a) Before .000 % (b) After .030 %
- 17 Type of nonrecognition transaction (see instructions) ▶ SECTION 351
- 18 Indicate whether any transfer reported in Part III is subject to any of the following.
 - a Gain recognition under section 904(f)(3) Yes No
 - b Gain recognition under section 904(f)(5)(F) Yes No
 - c Recapture under section 1503(d) Yes No
 - d Exchange gain under section 987 Yes No
- 19 Did this transfer result from a change in entity classification? Yes No
- 20 a Did a domestic corporation make a distribution of property covered by section 367(e)(2)? (see instructions) Yes No
If "Yes," complete lines 20b and 20c.
 - b Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ▶ \$ _____
 - c Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? Yes No
- 21 Did a domestic corporation make a section 355 distribution of stock in a foreign controlled corporation covered by section 367(e)(1)? See instructions Yes No

Part XIV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

TO SUPPORT THE CREATION OF THE MOAKLEY PARK PROJECT MANAGER ROLE WITHIN THE PARKS AND RECREATION DEPARTMENT

NAME OF RECIPIENT - (187) CITY OF PROVIDENCE

TO SUPPORT THE PROVIDENCE SUSTAINABILITY DEPARTMENT'S IMPLEMENTATION OF ITS CLIMATE JUSTICE PLAN

NAME OF RECIPIENT - (190) CITY OF SPRINGFIELD

TO SUPPORT SPRINGFIELD PUBLIC SCHOOLS' TRANSFORMATION IN LEARNING AND TEACHING TO ADVANCE THE PORTRAIT OF A GRADUATE

NAME OF RECIPIENT - (192) CLEAN ENERGY GROUP, INC.

TO SUPPORT THE MASSACHUSETTS ENERGY TRANSFORMATION ADVISORY BOARD'S WORKING GROUP ON PEAKER PLANTS

NAME OF RECIPIENT - (193) CLEAN ENERGY GROUP, INC.

TO SUPPORT EQUITABLE DEPLOYMENT OF ENERGY STORAGE AND FOSSIL PEAKER PLANT DECOMMISSIONING IN NEW ENGLAND

NAME OF RECIPIENT - (194) CLEAN ENERGY GROUP, INC.

TO SUPPORT EQUITABLE DEPLOYMENT OF ENERGY STORAGE AND FOSSIL PEAKER PLANT DECOMMISSIONING IN NEW ENGLAND

NAME OF RECIPIENT - (199) CLIMABLE

TO PROVIDE TECHNICAL ASSISTANCE ON MICROGRIDS AND RESILIENCE HUBS IN MASSACHUSETTS AND RHODE ISLAND

NAME OF RECIPIENT - (200) CLIMABLE

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor BARR FOUNDATION	Identifying number (see instructions) 04-6579815
--	--

- 1** Is the transferee a specified 10%-owned foreign corporation that is not a controlled foreign corporation? **Yes** **No**
- 2** If the transferor was a corporation, complete questions 2a through 2d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by five or fewer domestic corporations? **Yes** **No**
- b** Did the transferor remain in existence after the transfer? **Yes** **No**
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? **Yes** **No**
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(4) been made? **Yes** **No**

- 3** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 3a through 3d.
- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
BAUPOST VALUE PARTNERS, LP-I	04-3506440

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? **Yes** **No**
- c** Is the partner disposing of its **entire** interest in the partnership? **Yes** **No**
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? **Yes** **No**

Part II Transferee Foreign Corporation Information (see instructions)

4 Name of transferee (foreign corporation) BPI CAYMAN 2024-10, LP	5a Identifying number, if any
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6 Address (including country) PO BOX 309, UGLAND HOUSE GEORGE TOWN, GRAND CAYMAN KY1-1104 CAYMAN ISLANDS	5b Reference ID number 926610
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7 Country code of country of incorporation or organization
CJ

8 Foreign law characterization (see instructions)
CORPORATION

- 9** Is the transferee foreign corporation a controlled foreign corporation? **Yes** **No**

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	12/26/2024		2,171,516.		

10 Was cash the only property transferred? **Yes** **No**
 If "Yes," skip the remainder of Part III and go to Part IV.

Section B - Other Property (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Stock and securities					
Inventory					
Other property (not listed under another category)					
Property with built-in loss					
Totals					

11 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? **Yes** **No**

12 a Were any assets of a foreign branch (including a branch that is a foreign disregarded entity) transferred to a foreign corporation? **Yes** **No**
 If "Yes," go to line 12b.

b Was the transferor a domestic corporation that transferred substantially all of the assets of a foreign branch (including a branch that is a foreign disregarded entity) to a specified 10%-owned foreign corporation? **Yes** **No**
 If "Yes," continue to line 12c. If "No," skip lines 12c and 12d, and go to line 13.

c Immediately after the transfer, was the domestic corporation a U.S. shareholder with respect to the transferee foreign corporation? **Yes** **No**
 If "Yes," continue to line 12d. If "No," skip line 12d, and go to line 13.

d Enter the transferred loss amount included in gross income as required under section 91 ► \$ _____

13 Did the transferor transfer property described in section 367(d)(4)? **Yes** **No**
 If "No," skip Section C and questions 14a through 15.

Section C - Intangible Property Subject to Section 367(d)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 367(d)(4)						
Totals						

- 14 a** Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed 20 years? **Yes** **No**
- b** At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? **Yes** **No**
- c** Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? **Yes** **No**
- d** If the answer to line 14c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ▶ \$ _____
- 15** Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? **Yes** **No**

Supplemental Part III Information Required To Be Reported (see instructions)

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 16** Enter the transferor's interest in the transferee foreign corporation before and after the transfer.
(a) Before .000 % **(b)** After 2.300 %
- 17** Type of nonrecognition transaction (see instructions) ▶ SECTION 351
- 18** Indicate whether any transfer reported in Part III is subject to any of the following.
 - a** Gain recognition under section 904(f)(3) **Yes** **No**
 - b** Gain recognition under section 904(f)(5)(F) **Yes** **No**
 - c** Recapture under section 1503(d) **Yes** **No**
 - d** Exchange gain under section 987 **Yes** **No**
- 19** Did this transfer result from a change in entity classification? **Yes** **No**
- 20 a** Did a domestic corporation make a distribution of property covered by section 367(e)(2)? (see instructions) **Yes** **No**
 If "Yes," complete lines 20b and 20c.
- b** Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ▶ \$ _____
- c** Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? **Yes** **No**
- 21** Did a domestic corporation make a section 355 distribution of stock in a foreign controlled corporation covered by section 367(e)(1)? See instructions **Yes** **No**

Part XIV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

TO PROVIDE TECHNICAL ASSISTANCE ON MICROGRIDS AND RESILIENCE HUBS IN MASSACHUSETTS AND RHODE ISLAND

NAME OF RECIPIENT - (204) COALITION FOR ANTI-RACISM AND EQUITY, INC.

TO SUPPORT THE 2024/25 LEADERSHIP NEXT GEN AND NEXT GEN ACTIVATORS FELLOWSHIPS, AS WELL AS THE COALITION'S EFFORTS TO ENSURE LONG-TERM SUSTAINABILITY

NAME OF RECIPIENT - (214) COMMUNICATION NETWORK

TO DEVELOP NONPROFIT AND FOUNDATION COMMUNICATION RESOURCES FOR TRUST BUILDING AND CIVIC ENGAGEMENT

NAME OF RECIPIENT - (230) CONSERVATION LAW FOUNDATION, INC.

TO SUPPORT THE CLIMATE ADAPTATION FORUM ORGANIZED QUARTERLY BY THE ENVIRONMENTAL BUSINESS COUNCIL OF NEW ENGLAND AND THE UNIVERSITY OF MASSACHUSETTS BOSTON - SUSTAINABLE SOLUTIONS LAB

NAME OF RECIPIENT - (234) CONSERVATION LAW FOUNDATION, INC.

FOR TRANSITMATTERS TO SUPPORT THE LEADERSHIP OF GRASSROOTS AND COMMUNITY-BASED ORGANIZATIONS IN TRANSFORMING THE MBTA AND PUBLIC TRANSIT ACROSS MASSACHUSETTS

NAME OF RECIPIENT - (240) CONSERVATION LAW FOUNDATION, INC.

TO SUPPORT ADVOCACY AND COMMUNICATIONS EFFORTS TO ACHIEVE AN ACCESSIBLE, EQUITABLE, AND CLIMATE-RESILIENT BOSTON WATERFRONT

NAME OF RECIPIENT - (248) CROPCIRCLE KITCHEN, INC.

TO SUPPORT THE CREATION OF REPLICABLE, SCALABLE, AND EQUITABLE

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor BARR FOUNDATION	Identifying number (see instructions) 04-6579815
--	--

- 1** Is the transferee a specified 10%-owned foreign corporation that is not a controlled foreign corporation? **Yes** **No**
- 2** If the transferor was a corporation, complete questions 2a through 2d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by five or fewer domestic corporations? **Yes** **No**
- b** Did the transferor remain in existence after the transfer? **Yes** **No**
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? **Yes** **No**
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(4) been made? **Yes** **No**

- 3** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 3a through 3d.
- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
SUMMIT PARTNERS GROWTH EQUITY FUND XI-B, L.P.	86-2647292

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? **Yes** **No**
- c** Is the partner disposing of its **entire** interest in the partnership? **Yes** **No**
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? **Yes** **No**

Part II Transferee Foreign Corporation Information (see instructions)

4 Name of transferee (foreign corporation) CELCOIN PARTICIPACOES LTDA	5a Identifying number, if any
--	--------------------------------------

6 Address (including country) ALAMEDA XINGU 350 CONJ 1.604 SALA 02 BARUERI, SAO PAULO, CEP 06455-030 BRAZIL	5b Reference ID number 926611
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7 Country code of country of incorporation or organization
BR

8 Foreign law characterization (see instructions)
CORPORATION

- 9** Is the transferee foreign corporation a controlled foreign corporation? **Yes** **No**

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash			130,291.		

10 Was cash the only property transferred? **Yes** **No**
 If "Yes," skip the remainder of Part III and go to Part IV.

Section B - Other Property (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Stock and securities					
Inventory					
Other property (not listed under another category)					
Property with built-in loss					
Totals					

11 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? **Yes** **No**

12 a Were any assets of a foreign branch (including a branch that is a foreign disregarded entity) transferred to a foreign corporation? **Yes** **No**
 If "Yes," go to line 12b.

b Was the transferor a domestic corporation that transferred substantially all of the assets of a foreign branch (including a branch that is a foreign disregarded entity) to a specified 10%-owned foreign corporation? **Yes** **No**
 If "Yes," continue to line 12c. If "No," skip lines 12c and 12d, and go to line 13.

c Immediately after the transfer, was the domestic corporation a U.S. shareholder with respect to the transferee foreign corporation? **Yes** **No**
 If "Yes," continue to line 12d. If "No," skip line 12d, and go to line 13.

d Enter the transferred loss amount included in gross income as required under section 91 ► \$ _____

13 Did the transferor transfer property described in section 367(d)(4)? **Yes** **No**
 If "No," skip Section C and questions 14a through 15.

Section C - Intangible Property Subject to Section 367(d)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 367(d)(4)						
Totals						

- 14 a** Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed 20 years? **Yes** **No**
- b** At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? **Yes** **No**
- c** Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? **Yes** **No**
- d** If the answer to line 14c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ▶ \$ _____
- 15** Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? **Yes** **No**

Supplemental Part III Information Required To Be Reported (see instructions)

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 16** Enter the transferor's interest in the transferee foreign corporation before and after the transfer.
(a) Before .000 % **(b)** After .110 %
- 17** Type of nonrecognition transaction (see instructions) ▶ SECTION 351
- 18** Indicate whether any transfer reported in Part III is subject to any of the following.
 - a** Gain recognition under section 904(f)(3) **Yes** **No**
 - b** Gain recognition under section 904(f)(5)(F) **Yes** **No**
 - c** Recapture under section 1503(d) **Yes** **No**
 - d** Exchange gain under section 987 **Yes** **No**
- 19** Did this transfer result from a change in entity classification? **Yes** **No**
- 20 a** Did a domestic corporation make a distribution of property covered by section 367(e)(2)? (see instructions) **Yes** **No**
 If "Yes," complete lines 20b and 20c.
- b** Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ▶ \$ _____
- c** Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? **Yes** **No**
- 21** Did a domestic corporation make a section 355 distribution of stock in a foreign controlled corporation covered by section 367(e)(1)? See instructions **Yes** **No**

Part XIV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

STRATEGIES TO ADVANCE ITS CHARITABLE PURPOSES RELATED TO SMALL BUSINESS
DEVELOPMENT

NAME OF RECIPIENT - (249) CULTURA LATINA DANCE ACADEMY INCORPORATED
TO PROVIDE GENERAL OPERATING SUPPORT TO CULTURA LATINA DANCE ACADEMY AS
PART OF THE CATALYZING VITALITY PROGRAM

NAME OF RECIPIENT - (257) DANA FARBER CANCER INSTITUTE, INC.
ADELIA THE WONDER GIRL TEAM - FALMOUTH ROAD RACE // ADELIA'S FRIENDS -
ALLISON DAURY, ALYSSA DELUCA, NICOLE MCNEAR, DIANE PISKER

NAME OF RECIPIENT - (268) DUDLEY STREET NEIGHBORHOOD INITIATIVE, INC.
TO SUPPORT THE EXPLORATION OF A RESILIENCE HUB AND OTHER RESILIENCY
ACTIVITIES AND TO PROVIDE CAPACITY BUILDING FOR ITS GREATER BOSTON
COMMUNITY LAND TRUST NETWORK PROGRAM

NAME OF RECIPIENT - (269) DUDLEY STREET NEIGHBORHOOD INITIATIVE, INC.
TO SUPPORT THE EXPLORATION OF A RESILIENCE HUB AND OTHER RESILIENCY
ACTIVITIES AND TO PROVIDE CAPACITY BUILDING FOR ITS GREATER BOSTON
COMMUNITY LAND TRUST NETWORK PROGRAM

NAME OF RECIPIENT - (273) ECOADAPT
TO PROVIDE SUPPORT FOR THE NATIONAL ADAPTATION FORUM IN MINNEAPOLIS, MN
AND ATTENDANCE SUPPORT BY INDIVIDUALS FROM THE GREATER BOSTON AREA

NAME OF RECIPIENT - (282) EMBRACE BOSTON, INC.
TO SUPPORT OPERATIONS FOR EVERYONE 250, WHICH BUILDS AN ECOLOGY OF
FESTIVALS AND TEMPORARY SPACE ACTIVATIONS THAT BUILDS BOSTON INTO A

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor BARR FOUNDATION	Identifying number (see instructions) 04-6579815
--	--

- 1** Is the transferee a specified 10%-owned foreign corporation that is not a controlled foreign corporation? **Yes** **No**
- 2** If the transferor was a corporation, complete questions 2a through 2d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by five or fewer domestic corporations? **Yes** **No**
- b** Did the transferor remain in existence after the transfer? **Yes** **No**
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? **Yes** **No**
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(4) been made? **Yes** **No**

- 3** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 3a through 3d.
- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership

SEE PART III

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? **Yes** **No**
- c** Is the partner disposing of its **entire** interest in the partnership? **Yes** **No**
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? **Yes** **No**

Part II Transferee Foreign Corporation Information (see instructions)

4 Name of transferee (foreign corporation) CYERA LTD.	5a Identifying number, if any
--	--------------------------------------

6 Address (including country) 144 BEGIN RD. TEL AVIV, 6492102 ISRAEL	5b Reference ID number 926612
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7 Country code of country of incorporation or organization
IS

8 Foreign law characterization (see instructions)
CORPORATION

- 9** Is the transferee foreign corporation a controlled foreign corporation? **Yes** **No**

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash			307,902.		

10 Was cash the only property transferred? **Yes** **No**
 If "Yes," skip the remainder of Part III and go to Part IV.

Section B - Other Property (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Stock and securities					
Inventory					
Other property (not listed under another category)					
Property with built-in loss					
Totals					

11 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? **Yes** **No**

12 a Were any assets of a foreign branch (including a branch that is a foreign disregarded entity) transferred to a foreign corporation? **Yes** **No**
 If "Yes," go to line 12b.

b Was the transferor a domestic corporation that transferred substantially all of the assets of a foreign branch (including a branch that is a foreign disregarded entity) to a specified 10%-owned foreign corporation? **Yes** **No**
 If "Yes," continue to line 12c. If "No," skip lines 12c and 12d, and go to line 13.

c Immediately after the transfer, was the domestic corporation a U.S. shareholder with respect to the transferee foreign corporation? **Yes** **No**
 If "Yes," continue to line 12d. If "No," skip line 12d, and go to line 13.

d Enter the transferred loss amount included in gross income as required under section 91 ► \$ _____

13 Did the transferor transfer property described in section 367(d)(4)? **Yes** **No**
 If "No," skip Section C and questions 14a through 15.

Section C - Intangible Property Subject to Section 367(d)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 367(d)(4)						
Totals						

- 14 a** Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed 20 years? **Yes** **No**
- b** At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? **Yes** **No**
- c** Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? **Yes** **No**
- d** If the answer to line 14c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ▶ \$ _____
- 15** Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? **Yes** **No**

Supplemental Part III Information Required To Be Reported (see instructions)

SEE STATEMENT 61

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 16** Enter the transferor's interest in the transferee foreign corporation before and after the transfer.
(a) Before .120 % **(b)** After .100 %
- 17** Type of nonrecognition transaction (see instructions) ▶ **SECTION 351**
- 18** Indicate whether any transfer reported in Part III is subject to any of the following.
 - a** Gain recognition under section 904(f)(3) **Yes** **No**
 - b** Gain recognition under section 904(f)(5)(F) **Yes** **No**
 - c** Recapture under section 1503(d) **Yes** **No**
 - d** Exchange gain under section 987 **Yes** **No**
- 19** Did this transfer result from a change in entity classification? **Yes** **No**
- 20 a** Did a domestic corporation make a distribution of property covered by section 367(e)(2)? (see instructions) **Yes** **No**
 If "Yes," complete lines 20b and 20c.
- b** Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ▶ \$ _____
- c** Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? **Yes** **No**
- 21** Did a domestic corporation make a section 355 distribution of stock in a foreign controlled corporation covered by section 367(e)(1)? See instructions **Yes** **No**

Part XIV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

MORE CULTURALLY VIBRANT CITY

NAME OF RECIPIENT - (303) ESSEX COUNTY COMMUNITY FOUNDATION, INC.

TO SUPPORT STRENGTHENING OF MOVEMENT BUILDING INFRASTRUCTURE AND
ADVANCEMENT OF COMMUNITY WEALTH BUILDING EFFORTS IN ESSEX COUNTY

NAME OF RECIPIENT - (309) FII - NATIONAL

TO SUPPORT THE DESIGN AND IMPLEMENTATION OF UPTOGETHER'S RACIAL WEALTH
EQUITY NARRATIVE CAMPAIGN IN GREATER BOSTON

NAME OF RECIPIENT - (310) FII - NATIONAL

TO SUPPORT A GUARANTEED INCOME COMMUNITY OF PRACTICE TO DEVELOP A
MASSACHUSETTS POLICY AGENDA, ADVOCACY, AND NARRATIVE CHANGE
IMPLEMENTATION PLAN

NAME OF RECIPIENT - (314) FOSTER KIDS OF THE MERRIMACK VALLEY, INC.

ON BEHALF OF ELIZABETH GOLDSMITH & KATE ZEID: TO GO TOWARDS HELPING
WITH FOOD DONATIONS FOR THE HOLIDAYS AND ACTIVITIES FOR THE KIDS

NAME OF RECIPIENT - (318) FRACTURED ATLAS, INC.

TO SUPPORT MATTHEW LAWRENCE AND JASON TRANCHIDA'S PROJECT - SCANDALOUS
CONDUCT: A FAIRY EXTRAVAGANZA IN RHODE ISLAND

NAME OF RECIPIENT - (322) FRESH ENERGY

TO SUPPORT THE ENERGY NEWS NETWORK'S COVERAGE OF NEW ENGLAND AND ITS
ASSISTANCE TO LOCAL JOURNALISTS

NAME OF RECIPIENT - (323) FRIENDS OF B-R ATHLETICS, INC.

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor BARR FOUNDATION	Identifying number (see instructions) 04-6579815
--	--

- 1** Is the transferee a specified 10%-owned foreign corporation that is not a controlled foreign corporation? **Yes** **No**
- 2** If the transferor was a corporation, complete questions 2a through 2d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by five or fewer domestic corporations? **Yes** **No**
- b** Did the transferor remain in existence after the transfer? **Yes** **No**
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? **Yes** **No**
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(4) been made? **Yes** **No**

- 3** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 3a through 3d.
- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
SEE PART III	

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? **Yes** **No**
- c** Is the partner disposing of its **entire** interest in the partnership? **Yes** **No**
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? **Yes** **No**

Part II Transferee Foreign Corporation Information (see instructions)

4 Name of transferee (foreign corporation) DCAR INC.	5a Identifying number, if any
--	-------------------------------

6 Address (including country) RM 503-10, BLDG 2, A1 & 3 QINGLONG HUTONG DONGCHENG DIST BEIJING, CHINA	5b Reference ID number 926613
---	---

7 Country code of country of incorporation or organization
CH

8 Foreign law characterization (see instructions)
CORPORATION

- 9** Is the transferee foreign corporation a controlled foreign corporation? **Yes** **No**

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	09/30/2024		943,141.		

10 Was cash the only property transferred? **Yes** **No**
 If "Yes," skip the remainder of Part III and go to Part IV.

Section B - Other Property (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Stock and securities					
Inventory					
Other property (not listed under another category)					
Property with built-in loss					
Totals					

11 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? **Yes** **No**

12 a Were any assets of a foreign branch (including a branch that is a foreign disregarded entity) transferred to a foreign corporation? **Yes** **No**
 If "Yes," go to line 12b.

b Was the transferor a domestic corporation that transferred substantially all of the assets of a foreign branch (including a branch that is a foreign disregarded entity) to a specified 10%-owned foreign corporation? **Yes** **No**
 If "Yes," continue to line 12c. If "No," skip lines 12c and 12d, and go to line 13.

c Immediately after the transfer, was the domestic corporation a U.S. shareholder with respect to the transferee foreign corporation? **Yes** **No**
 If "Yes," continue to line 12d. If "No," skip line 12d, and go to line 13.

d Enter the transferred loss amount included in gross income as required under section 91 ► \$ _____

13 Did the transferor transfer property described in section 367(d)(4)? **Yes** **No**
 If "No," skip Section C and questions 14a through 15.

Section C - Intangible Property Subject to Section 367(d)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 367(d)(4)						
Totals						

- 14 a Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed 20 years? Yes No
- b At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? Yes No
- c Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? Yes No
- d If the answer to line 14c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ▶ \$ _____
- 15 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? Yes No

Supplemental Part III Information Required To Be Reported (see instructions)
 SEE STATEMENT 62

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 16 Enter the transferor's interest in the transferee foreign corporation before and after the transfer.
 (a) Before .000 % (b) After .040 %
- 17 Type of nonrecognition transaction (see instructions) ▶ SECTION 351
- 18 Indicate whether any transfer reported in Part III is subject to any of the following.
 - a Gain recognition under section 904(f)(3) Yes No
 - b Gain recognition under section 904(f)(5)(F) Yes No
 - c Recapture under section 1503(d) Yes No
 - d Exchange gain under section 987 Yes No
- 19 Did this transfer result from a change in entity classification? Yes No
- 20 a Did a domestic corporation make a distribution of property covered by section 367(e)(2)? (see instructions) Yes No
 If "Yes," complete lines 20b and 20c.
 - b Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ▶ \$ _____
 - c Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? Yes No
- 21 Did a domestic corporation make a section 355 distribution of stock in a foreign controlled corporation covered by section 367(e)(1)? See instructions Yes No

Part XIV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

TO SUPPORT THE BR GIRLS SOFTBALL TEAM, INCLUDING EQUIPMENT AND SUPPLIES
TO CONTINUE A SAFE, PROACTIVE SEASON

NAME OF RECIPIENT - (325) FRIENDS OF LIBERTAS ACADEMY CHARTER SCHOOL,
INC.

TO SUPPORT THE DEVELOPMENT OF A CODIFIED PORTRAIT OF AN EDUCATOR
INCLUSIVE OF A RUBRIC OF EFFECTIVE EDUCATOR PRACTICE AND EQUITABLE
EVALUATION

NAME OF RECIPIENT - (331) GARDNER PUBLIC SCHOOLS

TO CONTINUE STRENGTHENING SCHOOL LEADERSHIP WORK ACROSS THE NORTH
CENTRAL SCHOOL LEADERSHIP PIPELINE

NAME OF RECIPIENT - (332) GATEWAY REGIONAL SCHOOL DISTRICT

TO CONTINUE REIMAGINING THE HIGH SCHOOL EXPERIENCE AS PART OF PHASE II
OF THE MEETING THE MOMENT COHORT

NAME OF RECIPIENT - (335) GEORGETOWN UNIVERSITY

TO SUPPORT EDUNOMICS LAB'S EFFORTS TO PROVIDE ADDITIONAL TRAINING,
ANALYSIS AND CONSULTATION TO THE NEW ENGLAND EDUCATION SECTOR TO
NAVIGATE THE END OF ESSER FUNDING

NAME OF RECIPIENT - (351) GREATER BOSTON CHAMBER OF COMMERCE FOUNDATION,
INC.

TO PROVIDE CONTINUED SUPPORT FOR THE GREATER BOSTON CHAMBER OF
COMMERCE'S CITY AWAKE PROGRAM, INCLUDING A SURVEY TO BETTER UNDERSTAND
THE CIVIC INTERESTS OF YOUNG PROFESSIONALS

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor BARR FOUNDATION	Identifying number (see instructions) 04-6579815
--	--

- 1** Is the transferee a specified 10%-owned foreign corporation that is not a controlled foreign corporation? **Yes** **No**
- 2** If the transferor was a corporation, complete questions 2a through 2d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by five or fewer domestic corporations? **Yes** **No**
- b** Did the transferor remain in existence after the transfer? **Yes** **No**
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? **Yes** **No**
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(4) been made? **Yes** **No**

- 3** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 3a through 3d.
- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership

SEE PART III

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? **Yes** **No**
- c** Is the partner disposing of its **entire** interest in the partnership? **Yes** **No**
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? **Yes** **No**

Part II Transferee Foreign Corporation Information (see instructions)

4 Name of transferee (foreign corporation) ELEMENTUM OPPORTUNITIES FUND LTD	5a Identifying number, if any
--	--------------------------------------

6 Address (including country) CUMBERLAND HOUSE, 7TH FLOOR 1 VICTORIA STREET HAMILTON, HM 11 BERMUDA	5b Reference ID number 926614
---	--

7 Country code of country of incorporation or organization
BD

8 Foreign law characterization (see instructions)
CORPORATION

- 9** Is the transferee foreign corporation a controlled foreign corporation? **Yes** **No**

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash			2,991,510.		

10 Was cash the only property transferred? **Yes** **No**
 If "Yes," skip the remainder of Part III and go to Part IV.

Section B - Other Property (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Stock and securities					
Inventory					
Other property (not listed under another category)					
Property with built-in loss					
Totals					

11 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? **Yes** **No**

12 a Were any assets of a foreign branch (including a branch that is a foreign disregarded entity) transferred to a foreign corporation? **Yes** **No**
 If "Yes," go to line 12b.

b Was the transferor a domestic corporation that transferred substantially all of the assets of a foreign branch (including a branch that is a foreign disregarded entity) to a specified 10%-owned foreign corporation? **Yes** **No**
 If "Yes," continue to line 12c. If "No," skip lines 12c and 12d, and go to line 13.

c Immediately after the transfer, was the domestic corporation a U.S. shareholder with respect to the transferee foreign corporation? **Yes** **No**
 If "Yes," continue to line 12d. If "No," skip line 12d, and go to line 13.

d Enter the transferred loss amount included in gross income as required under section 91 ► \$ _____

13 Did the transferor transfer property described in section 367(d)(4)? **Yes** **No**
 If "No," skip Section C and questions 14a through 15.

Section C - Intangible Property Subject to Section 367(d)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 367(d)(4)						
Totals						

- 14 a** Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed 20 years? **Yes** **No**
- b** At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? **Yes** **No**
- c** Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? **Yes** **No**
- d** If the answer to line 14c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ▶ \$ _____
- 15** Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? **Yes** **No**

Supplemental Part III Information Required To Be Reported (see instructions)
SEE STATEMENT 63

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 16** Enter the transferor's interest in the transferee foreign corporation before and after the transfer.
(a) Before .870 % **(b)** After 2.850 %
- 17** Type of nonrecognition transaction (see instructions) ▶ SECTION 351
- 18** Indicate whether any transfer reported in Part III is subject to any of the following.
 - a** Gain recognition under section 904(f)(3) **Yes** **No**
 - b** Gain recognition under section 904(f)(5)(F) **Yes** **No**
 - c** Recapture under section 1503(d) **Yes** **No**
 - d** Exchange gain under section 987 **Yes** **No**
- 19** Did this transfer result from a change in entity classification? **Yes** **No**
- 20 a** Did a domestic corporation make a distribution of property covered by section 367(e)(2)? (see instructions) **Yes** **No**
 If "Yes," complete lines 20b and 20c.
- b** Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ▶ \$ _____
- c** Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? **Yes** **No**
- 21** Did a domestic corporation make a section 355 distribution of stock in a foreign controlled corporation covered by section 367(e)(1)? See instructions **Yes** **No**

Part XIV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - (356) GREATER WORCESTER COMMUNITY FOUNDATION, INC.

TO SUPPORT THE JEAN MCDONOUGH ARTS CENTER TO PROVIDE ACCESS GRANTS TO LOCAL ARTISTS AND CULTURAL GROUPS

NAME OF RECIPIENT - (358) GREATSCHOOLS, INC.

TO SUPPORT EFFORTS TO HELP NEW ENGLAND-BASED PARENT ORGANIZATIONS UTILIZE "TRANSFORMING HIGH SCHOOL" RESOURCES TO DRIVE CHANGE IN THEIR COMMUNITIES

NAME OF RECIPIENT - (360) GREEN ENERGY CONSUMERS ALLIANCE, INC.

TO ACCELERATE HEATING ELECTRIFICATION, BUILDING DECARBONIZATION, AND CLEAN ENERGY DEPLOYMENT IN MASSACHUSETTS AND RHODE ISLAND

NAME OF RECIPIENT - (368) GROUNDWORK LAWRENCE, INC.

TO SUPPORT COMMUNITY ORGANIZING FOR MORE AFFORDABLE, SAFE, AND RESILIENT TRANSPORTATION OPTIONS IN LAWRENCE

NAME OF RECIPIENT - (372) GUARDIANS OF TRADITIONS, INC.

TO PROVIDE GENERAL OPERATING SUPPORT TO GUARDIANS OF TRADITIONS AS PART OF THE CATALYZING VITALITY PROGRAM

NAME OF RECIPIENT - (383) HEALTH RESOURCES IN ACTION, INC.

TO SUPPORT IMPLEMENTATION OF THE ENVIRONMENTAL JUSTICE THRIVING COMMUNITIES GRANTMAKING INITIATIVE IN NEW ENGLAND

NAME OF RECIPIENT - (388) HOLYOKE PUBLIC SCHOOLS

TO SUPPORT THE ONGOING DEVELOPMENT OF HOLYOKE OPPORTUNITY ACADEMY AS PART OF THE BEYOND ENGAGE NEW ENGLAND INITIATIVE

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor BARR FOUNDATION	Identifying number (see instructions) 04-6579815
--	--

- 1** Is the transferee a specified 10%-owned foreign corporation that is not a controlled foreign corporation? **Yes** **No**
- 2** If the transferor was a corporation, complete questions 2a through 2d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by five or fewer domestic corporations? **Yes** **No**
- b** Did the transferor remain in existence after the transfer? **Yes** **No**
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? **Yes** **No**
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(4) been made? **Yes** **No**

- 3** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 3a through 3d.
- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
HONGSHAN CAPITAL EXPANSION FUND I, LP	98-1660350

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? **Yes** **No**
- c** Is the partner disposing of its **entire** interest in the partnership? **Yes** **No**
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? **Yes** **No**

Part II Transferee Foreign Corporation Information (see instructions)

4 Name of transferee (foreign corporation) ENVISION ENERGY INTERNATIONAL LIMITED	5a Identifying number, if any
---	--------------------------------------

6 Address (including country) 8/F, TOWER B, ZHONGSHAN PLAZA 1065 WEST ZHONGSHAN ROAD CHANGNING, SHANGHAI, CHINA	5b Reference ID number 926615
--	--

7 Country code of country of incorporation or organization
VI

8 Foreign law characterization (see instructions)
CORPORATION

- 9** Is the transferee foreign corporation a controlled foreign corporation? **Yes** **No**

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	09/13/2024		770,000.		

10 Was cash the only property transferred? **Yes** **No**
 If "Yes," skip the remainder of Part III and go to Part IV.

Section B - Other Property (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Stock and securities					
Inventory					
Other property (not listed under another category)					
Property with built-in loss					
Totals					

11 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? **Yes** **No**

12 a Were any assets of a foreign branch (including a branch that is a foreign disregarded entity) transferred to a foreign corporation? **Yes** **No**
 If "Yes," go to line 12b.

b Was the transferor a domestic corporation that transferred substantially all of the assets of a foreign branch (including a branch that is a foreign disregarded entity) to a specified 10%-owned foreign corporation? **Yes** **No**
 If "Yes," continue to line 12c. If "No," skip lines 12c and 12d, and go to line 13.

c Immediately after the transfer, was the domestic corporation a U.S. shareholder with respect to the transferee foreign corporation? **Yes** **No**
 If "Yes," continue to line 12d. If "No," skip line 12d, and go to line 13.

d Enter the transferred loss amount included in gross income as required under section 91 ► \$ _____

13 Did the transferor transfer property described in section 367(d)(4)? **Yes** **No**
 If "No," skip Section C and questions 14a through 15.

Section C - Intangible Property Subject to Section 367(d)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 367(d)(4)						
Totals						

- 14 a** Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed 20 years? **Yes** **No**
- b** At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? **Yes** **No**
- c** Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? **Yes** **No**
- d** If the answer to line 14c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ▶ \$ _____
- 15** Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? **Yes** **No**

Supplemental Part III Information Required To Be Reported (see instructions)

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 16** Enter the transferor's interest in the transferee foreign corporation before and after the transfer.
(a) Before .000 % **(b)** After .010 %
- 17** Type of nonrecognition transaction (see instructions) ▶ SECTION 351
- 18** Indicate whether any transfer reported in Part III is subject to any of the following.
 - a** Gain recognition under section 904(f)(3) **Yes** **No**
 - b** Gain recognition under section 904(f)(5)(F) **Yes** **No**
 - c** Recapture under section 1503(d) **Yes** **No**
 - d** Exchange gain under section 987 **Yes** **No**
- 19** Did this transfer result from a change in entity classification? **Yes** **No**
- 20 a** Did a domestic corporation make a distribution of property covered by section 367(e)(2)? (see instructions) **Yes** **No**
 If "Yes," complete lines 20b and 20c.
- b** Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ▶ \$ _____
- c** Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? **Yes** **No**
- 21** Did a domestic corporation make a section 355 distribution of stock in a foreign controlled corporation covered by section 367(e)(1)? See instructions **Yes** **No**

Part XIV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - (395) HOSPITALITY HOMES INC.

SUPPORT FOR FALMOUTH ROAD RACE ON THE HOSPITALITY HOMES TEAM.

HOSPITALITY HOMES SUPPORTS PATIENTS RECEIVING TREATMENTS BY MATCHING THEM WITH HOST HOMES AND APARTMENTS DURING MEDICAL TREATMENT.

NAME OF RECIPIENT - (398) IMMIGRANT FAMILY SERVICES INSTITUTE, INC.

TO SUPPORT IFSI'S YOUTH LEADERSHIP PROGRAM, EFFORTS TO HELP NEWCOMER FAMILIES NAVIGATE THE SCHOOL SYSTEM, AND EFFORTS TO ADVOCATE FOR SYSTEMIC CHANGE TO BETTER SERVE NEWCOMER STUDENTS

NAME OF RECIPIENT - (410) INQUILINOS BORICUAS EN ACCION, INC.

TO SUPPORT THE CAMPAIGN AND CONSTRUCTION OF LA CASA: THE CENTER FOR ARTS, SELF-DETERMINATION, AND ACTIVISM

NAME OF RECIPIENT - (411) INQUILINOS BORICUAS EN ACCION, INC.

FOR UNRESTRICTED SUPPORT TO RECOGNIZE THE PARTICIPATION OF VANESSA CALDERON-ROSADO IN INTERVIEWS CONDUCTED DURING THE 2023 STRATEGIC REVIEW OF THE BARR FELLOWSHIP PROGRAM

NAME OF RECIPIENT - (412) INSTITUTE FOR NONPROFIT PRACTICE, INC.

FOR UNRESTRICTED SUPPORT TO RECOGNIZE THE PARTICIPATION OF YOLANDA COENTRO IN INTERVIEWS CONDUCTED DURING THE 2023 STRATEGIC REVIEW OF THE BARR FELLOWSHIP PROGRAM

NAME OF RECIPIENT - (432) KANELAND JOHN SHIELDS ELEMENTARY PTO

TO SUPPORT JONAN STEVENS' (MS. WINBURN'S CLASS) FUNDRAISING FOR THE JOHN SHIELDS PTO FUN RUN

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0026

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Attachment
 Sequence No. **128**

Part I U.S. Transferor Information (see instructions)

Name of transferor BARR FOUNDATION	Identifying number (see instructions) 04-6579815
--	--

- 1** Is the transferee a specified 10%-owned foreign corporation that is not a controlled foreign corporation? **Yes** **No**
- 2** If the transferor was a corporation, complete questions 2a through 2d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by five or fewer domestic corporations? **Yes** **No**
- b** Did the transferor remain in existence after the transfer? **Yes** **No**
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? **Yes** **No**
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(4) been made? **Yes** **No**

- 3** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 3a through 3d.
- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
PEAK XV PARTNERS VIII LTD	98-1660368

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? **Yes** **No**
- c** Is the partner disposing of its **entire** interest in the partnership? **Yes** **No**
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? **Yes** **No**

Part II Transferee Foreign Corporation Information (see instructions)

4 Name of transferee (foreign corporation) ETHEREAL MACHINES PRIVATE LIMITED	5a Identifying number, if any
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6 Address (including country) 202, 12TH MAIN ROAD, 3RD PHASE PEENYA INDUSTRIAL AREA LAXMI DEVI NAGAR, BENGALURU, KARNATAKA 560058 INDIA	5b Reference ID number 926616
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7 Country code of country of incorporation or organization
IN

8 Foreign law characterization (see instructions)
CORPORATION

- 9** Is the transferee foreign corporation a controlled foreign corporation? **Yes** **No**

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	06/11/2024		106,037.		

10 Was cash the only property transferred? **Yes** **No**
 If "Yes," skip the remainder of Part III and go to Part IV.

Section B - Other Property (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Stock and securities					
Inventory					
Other property (not listed under another category)					
Property with built-in loss					
Totals					

11 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? **Yes** **No**

12 a Were any assets of a foreign branch (including a branch that is a foreign disregarded entity) transferred to a foreign corporation? **Yes** **No**
 If "Yes," go to line 12b.

b Was the transferor a domestic corporation that transferred substantially all of the assets of a foreign branch (including a branch that is a foreign disregarded entity) to a specified 10%-owned foreign corporation? **Yes** **No**
 If "Yes," continue to line 12c. If "No," skip lines 12c and 12d, and go to line 13.

c Immediately after the transfer, was the domestic corporation a U.S. shareholder with respect to the transferee foreign corporation? **Yes** **No**
 If "Yes," continue to line 12d. If "No," skip line 12d, and go to line 13.

d Enter the transferred loss amount included in gross income as required under section 91 ► \$ _____

13 Did the transferor transfer property described in section 367(d)(4)? **Yes** **No**
 If "No," skip Section C and questions 14a through 15.

Section C - Intangible Property Subject to Section 367(d)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 367(d)(4)						
Totals						

- 14 a** Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed 20 years? **Yes** **No**
- b** At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? **Yes** **No**
- c** Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? **Yes** **No**
- d** If the answer to line 14c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ▶ \$ _____
- 15** Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? **Yes** **No**

Supplemental Part III Information Required To Be Reported (see instructions)

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 16** Enter the transferor's interest in the transferee foreign corporation before and after the transfer.
(a) Before .170 % **(b)** After .320 %
- 17** Type of nonrecognition transaction (see instructions) ▶ SECTION 351
- 18** Indicate whether any transfer reported in Part III is subject to any of the following.
 - a** Gain recognition under section 904(f)(3) **Yes** **No**
 - b** Gain recognition under section 904(f)(5)(F) **Yes** **No**
 - c** Recapture under section 1503(d) **Yes** **No**
 - d** Exchange gain under section 987 **Yes** **No**
- 19** Did this transfer result from a change in entity classification? **Yes** **No**
- 20 a** Did a domestic corporation make a distribution of property covered by section 367(e)(2)? (see instructions) **Yes** **No**
 If "Yes," complete lines 20b and 20c.
- b** Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ▶ \$ _____
- c** Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? **Yes** **No**
- 21** Did a domestic corporation make a section 355 distribution of stock in a foreign controlled corporation covered by section 367(e)(1)? See instructions **Yes** **No**

Part XIV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - (434) KIPP MASSACHUSETTS, INC.

TO ENGAGE IN SUSTAINABILITY PLANNING TO DEEPEN AND CODIFY THE HIGH SCHOOL TRANSFORMATION WORK AND CORE PRACTICES AT KIPP ACADEMY LYNN COLLEGIATE

NAME OF RECIPIENT - (445) LAWYERS FOR CIVIL RIGHTS, INC.

TO SUPPORT CAPACITY TO MONITOR POLICY ISSUES RELATED TO RACIAL WEALTH EQUITY IN GREATER BOSTON AS WELL AS ADDITIONAL CAPACITY TO PROVIDE LEGAL INFRASTRUCTURE TO ORGANIZATIONS WITHIN THE RACIAL WEALTH EQUITY ECOSYSTEM

NAME OF RECIPIENT - (446) LAWYERS FOR CIVIL RIGHTS, INC.

TO SUPPORT CAPACITY FOR POLICY MONITORING AND LEGAL INFRASTRUCTURE FOR THE RACIAL WEALTH EQUITY ECOSYSTEM

NAME OF RECIPIENT - (452) LIVABLE STREETS TRANSPORTATION ALLIANCE OF BOSTON, INC.

TO SUPPORT A LEADERSHIP TRANSITION AND STRATEGIC PLANNING PROCESS FOR THE LIVABLE STREETS TRANSPORTATION ALLIANCE OF BOSTON

NAME OF RECIPIENT - (455) LOCAL INITIATIVES SUPPORT CORPORATION

TO SUPPORT THE DECARBONIZING AFFORDABLE SUBSIDIZED HOUSING (DASH) COALITION'S WORK ON ENERGY AND RESILIENCE IN HOUSING

NAME OF RECIPIENT - (456) LOCAL INITIATIVES SUPPORT CORPORATION

TO SUPPORT THE DECARBONIZING AFFORDABLE SUBSIDIZED HOUSING (DASH) COALITION'S WORK ON ENERGY AND RESILIENCE IN HOUSING

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor BARR FOUNDATION	Identifying number (see instructions) 04-6579815
--	--

- 1** Is the transferee a specified 10%-owned foreign corporation that is not a controlled foreign corporation? **Yes** **No**
- 2** If the transferor was a corporation, complete questions 2a through 2d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by five or fewer domestic corporations? **Yes** **No**
- b** Did the transferor remain in existence after the transfer? **Yes** **No**
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? **Yes** **No**
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(4) been made? **Yes** **No**

- 3** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 3a through 3d.
- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
HONGSHAN CAPITAL VENTURE FUND IX, L.P.	98-1659586

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? **Yes** **No**
- c** Is the partner disposing of its **entire** interest in the partnership? **Yes** **No**
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? **Yes** **No**

Part II Transferee Foreign Corporation Information (see instructions)

4 Name of transferee (foreign corporation) FIRST DIGITAL GROUP LIMITED	5a Identifying number, if any
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6 Address (including country) ROOM 4001, 40/F, LIPPO CENTER, TOWER 1, 89 QUEENSWAY, A HONG KONG, HONG KONG	5b Reference ID number 926617
---	--

7 Country code of country of incorporation or organization
GI

8 Foreign law characterization (see instructions)
CORPORATION

- 9** Is the transferee foreign corporation a controlled foreign corporation? **Yes** **No**

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	05/30/2024		117,765.		

10 Was cash the only property transferred? **Yes** **No**
 If "Yes," skip the remainder of Part III and go to Part IV.

Section B - Other Property (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Stock and securities					
Inventory					
Other property (not listed under another category)					
Property with built-in loss					
Totals					

11 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? **Yes** **No**

12 a Were any assets of a foreign branch (including a branch that is a foreign disregarded entity) transferred to a foreign corporation? **Yes** **No**
 If "Yes," go to line 12b.

b Was the transferor a domestic corporation that transferred substantially all of the assets of a foreign branch (including a branch that is a foreign disregarded entity) to a specified 10%-owned foreign corporation? **Yes** **No**
 If "Yes," continue to line 12c. If "No," skip lines 12c and 12d, and go to line 13.

c Immediately after the transfer, was the domestic corporation a U.S. shareholder with respect to the transferee foreign corporation? **Yes** **No**
 If "Yes," continue to line 12d. If "No," skip line 12d, and go to line 13.

d Enter the transferred loss amount included in gross income as required under section 91 ► \$ _____

13 Did the transferor transfer property described in section 367(d)(4)? **Yes** **No**
 If "No," skip Section C and questions 14a through 15.

Section C - Intangible Property Subject to Section 367(d)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 367(d)(4)						
Totals						

- 14 a** Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed 20 years? **Yes** **No**
- b** At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? **Yes** **No**
- c** Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? **Yes** **No**
- d** If the answer to line 14c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ▶ \$ _____
- 15** Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? **Yes** **No**

Supplemental Part III Information Required To Be Reported (see instructions)

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 16** Enter the transferor's interest in the transferee foreign corporation before and after the transfer.
(a) Before .000 % **(b)** After .020 %
- 17** Type of nonrecognition transaction (see instructions) ▶ SECTION 351
- 18** Indicate whether any transfer reported in Part III is subject to any of the following.
 - a** Gain recognition under section 904(f)(3) **Yes** **No**
 - b** Gain recognition under section 904(f)(5)(F) **Yes** **No**
 - c** Recapture under section 1503(d) **Yes** **No**
 - d** Exchange gain under section 987 **Yes** **No**
- 19** Did this transfer result from a change in entity classification? **Yes** **No**
- 20 a** Did a domestic corporation make a distribution of property covered by section 367(e)(2)? (see instructions) **Yes** **No**
 If "Yes," complete lines 20b and 20c.
- b** Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ▶ \$ _____
- c** Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? **Yes** **No**
- 21** Did a domestic corporation make a section 355 distribution of stock in a foreign controlled corporation covered by section 367(e)(1)? See instructions **Yes** **No**

Part XIV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - (460) LOWELL PUBLIC SCHOOLS
TO CONTINUE THE DESIGN AND EARLY IMPLEMENTATION OF A REIMAGINED HIGH
SCHOOL EXPERIENCE IN ALIGNMENT WITH THE PORTRAIT OF A GRADUATE

NAME OF RECIPIENT - (474) MARGARITA MUNIZ ACADEMY FOUNDATION, INC.
FOR UNRESTRICTED SUPPORT TO RECOGNIZE THE SERVICE OF DANIA VAZQUEZ
DURING BARR'S MARCH 7, 2024 BOARD OF TRUSTEES MEETING

NAME OF RECIPIENT - (485) MASSACHUSETTS COMMUNITIES ACTION NETWORK, INC.
TO SUPPORT CONTINUED ADVOCACY FOR EQUITABLE ACCESS TO HIGH-QUALITY
VOCATIONAL TECHNICAL EDUCATION IN MASSACHUSETTS

NAME OF RECIPIENT - (488) MASSACHUSETTS DEVELOPMENT FINANCE AGENCY
TO SUPPORT INTENSIVE ARTS-BASED ECONOMIC DEVELOPMENT PROGRAMMING IN
TRANSFORMATIVE DEVELOPMENT INITIATIVE DISTRICTS

NAME OF RECIPIENT - (489) MASSACHUSETTS DEVELOPMENT FINANCE AGENCY
TO SUPPORT INTENSIVE ARTS-BASED ECONOMIC DEVELOPMENT PROGRAMMING IN
TRANSFORMATIVE DEVELOPMENT INITIATIVE DISTRICTS

NAME OF RECIPIENT - (490) MASSACHUSETTS DEVELOPMENT FINANCE AGENCY
TO SUPPORT REAL ESTATE AND CAPITAL INVESTMENTS IN TRANSFORMATIVE
DEVELOPMENT INITIATIVE DISTRICTS

NAME OF RECIPIENT - (496) MASSACHUSETTS MUSEUM OF CONTEMPORARY ART
FOUNDATION, INC.
TO SUPPORT THE FIRST PHASE OF LONG-TERM PLANNING, COMMUNITY

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor BARR FOUNDATION	Identifying number (see instructions) 04-6579815
--	--

- 1** Is the transferee a specified 10%-owned foreign corporation that is not a controlled foreign corporation? **Yes** **No**
- 2** If the transferor was a corporation, complete questions 2a through 2d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by five or fewer domestic corporations? **Yes** **No**
- b** Did the transferor remain in existence after the transfer? **Yes** **No**
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? **Yes** **No**
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(4) been made? **Yes** **No**

- 3** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 3a through 3d.
- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
GENERAL ATLANTIC BNZ COMPANION FUND (LUX) SCSP	98-1635869

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? **Yes** **No**
- c** Is the partner disposing of its **entire** interest in the partnership? **Yes** **No**
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? **Yes** **No**

Part II Transferee Foreign Corporation Information (see instructions)

4 Name of transferee (foreign corporation) GREENSHOOT B.V.	5a Identifying number, if any
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6 Address (including country) PRINSENGRACHT 769 A AMSTERDAM, 1017 JZ NETHERLANDS	5b Reference ID number 926618
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7 Country code of country of incorporation or organization
NL

8 Foreign law characterization (see instructions)
CORPORATION

- 9** Is the transferee foreign corporation a controlled foreign corporation? **Yes** **No**

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash			918,275.		

10 Was cash the only property transferred? **Yes** **No**
 If "Yes," skip the remainder of Part III and go to Part IV.

Section B - Other Property (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Stock and securities					
Inventory					
Other property (not listed under another category)					
Property with built-in loss					
Totals					

11 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? **Yes** **No**

12 a Were any assets of a foreign branch (including a branch that is a foreign disregarded entity) transferred to a foreign corporation? **Yes** **No**
 If "Yes," go to line 12b.

b Was the transferor a domestic corporation that transferred substantially all of the assets of a foreign branch (including a branch that is a foreign disregarded entity) to a specified 10%-owned foreign corporation? **Yes** **No**
 If "Yes," continue to line 12c. If "No," skip lines 12c and 12d, and go to line 13.

c Immediately after the transfer, was the domestic corporation a U.S. shareholder with respect to the transferee foreign corporation? **Yes** **No**
 If "Yes," continue to line 12d. If "No," skip line 12d, and go to line 13.

d Enter the transferred loss amount included in gross income as required under section 91 ► \$ _____

13 Did the transferor transfer property described in section 367(d)(4)? **Yes** **No**
 If "No," skip Section C and questions 14a through 15.

Section C - Intangible Property Subject to Section 367(d)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 367(d)(4)						
Totals						

- 14 a** Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed 20 years? **Yes** **No**
- b** At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? **Yes** **No**
- c** Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? **Yes** **No**
- d** If the answer to line 14c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ► \$ _____
- 15** Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? **Yes** **No**

Supplemental Part III Information Required To Be Reported (see instructions)

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 16** Enter the transferor's interest in the transferee foreign corporation before and after the transfer.
(a) Before .000 % **(b)** After .180 %
- 17** Type of nonrecognition transaction (see instructions) ► SECTION 351
- 18** Indicate whether any transfer reported in Part III is subject to any of the following.
 - a** Gain recognition under section 904(f)(3) **Yes** **No**
 - b** Gain recognition under section 904(f)(5)(F) **Yes** **No**
 - c** Recapture under section 1503(d) **Yes** **No**
 - d** Exchange gain under section 987 **Yes** **No**
- 19** Did this transfer result from a change in entity classification? **Yes** **No**
- 20 a** Did a domestic corporation make a distribution of property covered by section 367(e)(2)? (see instructions) **Yes** **No**
 If "Yes," complete lines 20b and 20c.
- b** Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ► \$ _____
- c** Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? **Yes** **No**
- 21** Did a domestic corporation make a section 355 distribution of stock in a foreign controlled corporation covered by section 367(e)(1)? See instructions **Yes** **No**

Part XIV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

DEVELOPMENT, AND SUSTAINABILITY INITIATIVES

NAME OF RECIPIENT - (503) MASSACHUSETTS PUBLIC HEALTH ASSOCIATION

TO SUPPORT TRANSPORTATION AND PUBLIC HEALTH-RELATED COALITION STRATEGY,
COMMUNICATIONS, AND ADVOCACY

NAME OF RECIPIENT - (504) MASSACHUSETTS PUBLIC HEALTH ASSOCIATION

TO SUPPORT TRANSPORTATION AND PUBLIC HEALTH-RELATED COALITION STRATEGY,
COMMUNICATIONS, AND ADVOCACY

NAME OF RECIPIENT - (505) MASSACHUSETTS SCHOOL ADMINISTRATORS
ASSOCIATION, INC.

TO CONTINUE SUPPORT FOR THE IMPLEMENTATION OF M.A.S.S.'S STRATEGY FOR
ADVANCING RACIAL EQUITY, DIVERSITY, AND INCLUSION, INCLUDING THE NEW
SUPERINTENDENTS' INDUCTION PROGRAM

NAME OF RECIPIENT - (517) METROPOLITAN AREA PLANNING COUNCIL

TO DEEPEN THE WORK OF ITS ARTS & CULTURE DEPARTMENT AND TO
STRATEGICALLY INTEGRATE THE ARTS ACROSS THE AGENCY

NAME OF RECIPIENT - (521) METROPOLITAN AREA PLANNING COUNCIL

TO DEVELOP A RESOURCES GUIDE THAT WILL SUPPORT COMMUNITIES ACROSS
MASSACHUSETTS WITH BEST PRACTICE IMPLEMENTATION FOR CLIMATE RESILIENCE

NAME OF RECIPIENT - (525) MILLBURY PUBLIC SCHOOLS

TO CONTINUE REIMAGINING THE HIGH SCHOOL EXPERIENCE AS PART OF PHASE II
OF THE MEETING THE MOMENT COHORT

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor BARR FOUNDATION	Identifying number (see instructions) 04-6579815
--	--

- 1** Is the transferee a specified 10%-owned foreign corporation that is not a controlled foreign corporation? **Yes** **No**
- 2** If the transferor was a corporation, complete questions 2a through 2d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by five or fewer domestic corporations? **Yes** **No**
- b** Did the transferor remain in existence after the transfer? **Yes** **No**
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? **Yes** **No**
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(4) been made? **Yes** **No**

- 3** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 3a through 3d.
- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
HILLHOUSE CLIMATE FUND FEEDER, L.P.	98-1605961

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? **Yes** **No**
- c** Is the partner disposing of its **entire** interest in the partnership? **Yes** **No**
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? **Yes** **No**

Part II Transferee Foreign Corporation Information (see instructions)

4 Name of transferee (foreign corporation) HILLHOUSE CLIMATE FUND FEEDER, L.P.	5a Identifying number, if any
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6 Address (including country) 89 NEXUS WAY, CAMANA BAY GEORGE TOWN, GRAND CAYMAN KY1-1205 CAYMAN ISLANDS	5b Reference ID number 926619
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7 Country code of country of incorporation or organization
CJ

8 Foreign law characterization (see instructions)
CORPORATION

- 9** Is the transferee foreign corporation a controlled foreign corporation? **Yes** **No**

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash			780,128.		

10 Was cash the only property transferred? **Yes** **No**
 If "Yes," skip the remainder of Part III and go to Part IV.

Section B - Other Property (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Stock and securities					
Inventory					
Other property (not listed under another category)					
Property with built-in loss					
Totals					

11 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? **Yes** **No**

12 a Were any assets of a foreign branch (including a branch that is a foreign disregarded entity) transferred to a foreign corporation? **Yes** **No**
 If "Yes," go to line 12b.

b Was the transferor a domestic corporation that transferred substantially all of the assets of a foreign branch (including a branch that is a foreign disregarded entity) to a specified 10%-owned foreign corporation? **Yes** **No**
 If "Yes," continue to line 12c. If "No," skip lines 12c and 12d, and go to line 13.

c Immediately after the transfer, was the domestic corporation a U.S. shareholder with respect to the transferee foreign corporation? **Yes** **No**
 If "Yes," continue to line 12d. If "No," skip line 12d, and go to line 13.

d Enter the transferred loss amount included in gross income as required under section 91 ► \$ _____

13 Did the transferor transfer property described in section 367(d)(4)? **Yes** **No**
 If "No," skip Section C and questions 14a through 15.

Section C - Intangible Property Subject to Section 367(d)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 367(d)(4)						
Totals						

- 14 a Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed 20 years? Yes No
- b At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? Yes No
- c Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? Yes No
- d If the answer to line 14c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ▶ \$ _____
- 15 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? Yes No

Supplemental Part III Information Required To Be Reported (see instructions)

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 16 Enter the transferor's interest in the transferee foreign corporation before and after the transfer.
(a) Before .900 % (b) After .900 %
- 17 Type of nonrecognition transaction (see instructions) ▶ SECTION 351
- 18 Indicate whether any transfer reported in Part III is subject to any of the following.
 - a Gain recognition under section 904(f)(3) Yes No
 - b Gain recognition under section 904(f)(5)(F) Yes No
 - c Recapture under section 1503(d) Yes No
 - d Exchange gain under section 987 Yes No
- 19 Did this transfer result from a change in entity classification? Yes No
- 20 a Did a domestic corporation make a distribution of property covered by section 367(e)(2)? (see instructions) Yes No
If "Yes," complete lines 20b and 20c.
 - b Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ▶ \$ _____
 - c Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? Yes No
- 21 Did a domestic corporation make a section 355 distribution of stock in a foreign controlled corporation covered by section 367(e)(1)? See instructions Yes No

Part XIV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - (532) MOVEMENT STRATEGY CENTER

TO SUPPORT ART.COOP TO GROW SOLIDARITY ECONOMY SYSTEMS-CHANGE PRACTICES
LED BY ARTISTS AND CULTURE BEARERS

NAME OF RECIPIENT - (543) NACKEY S LOEB SCHOOL OF COMMUNICATIONS, INC.

TO SUPPORT THE SOLUTIONS JOURNALISM LAB'S EFFORTS TO HELP THE CONCORD
MONITOR EXPAND ITS EDUCATION COVERAGE

NAME OF RECIPIENT - (546) NATIONAL ASSOCIATION OF CITY TRANSPORTATION
OFFICIALS, INC.

TO SUPPORT A DELEGATION OF MUNICIPAL AND MBTA LEADERS FROM
MASSACHUSETTS TO ATTEND THE 2024 DESIGNING CITIES CONFERENCE

NAME OF RECIPIENT - (548) NATIONAL CENTER FOR CIVIC INNOVATION, INC.

TO SUPPORT SPRINGPOINT IN THE IMPLEMENTATION OF THE SECOND COHORT OF
THE TRANSFORMATIVE LEADERS OF MASSACHUSETTS FELLOWSHIP AND PILOT
EXTENDED PROGRAMMING EXPERIENCES FOR THE FIRST COHORT

NAME OF RECIPIENT - (550) NATIONAL CENTER FOR CIVIC INNOVATION, INC.

TO DESIGN AND HOST AN INSPIRATIONAL STUDY TOUR TO SUPPORT MEETING THE
MOMENT COHORT GRANTEEES IN DREAMING ABOUT WHAT MIGHT BE POSSIBLE FOR
HIGH SCHOOL TRANSFORMATION

NAME OF RECIPIENT - (551) NATIONAL CENTER FOR CIVIC INNOVATION, INC.

TO BUILD ORGANIZATIONAL CAPACITY TO SCALE SCHOOL OBSERVATION VISITS AND
TO PROVIDE CAPACITY-BUILDING SUPPORT FOR BARR GRANTEE SCHOOL LEADERS

NAME OF RECIPIENT - (552) NATIONAL CENTER FOR CIVIC INNOVATION, INC.

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor BARR FOUNDATION	Identifying number (see instructions) 04-6579815
--	--

- 1** Is the transferee a specified 10%-owned foreign corporation that is not a controlled foreign corporation? **Yes** **No**
- 2** If the transferor was a corporation, complete questions 2a through 2d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by five or fewer domestic corporations? **Yes** **No**
- b** Did the transferor remain in existence after the transfer? **Yes** **No**
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? **Yes** **No**
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(4) been made? **Yes** **No**

- 3** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 3a through 3d.
- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
HILLHOUSE FOCUSED GROWTH FUND V FEEDER, L.P.	98-1539008

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? **Yes** **No**
- c** Is the partner disposing of its **entire** interest in the partnership? **Yes** **No**
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? **Yes** **No**

Part II Transferee Foreign Corporation Information (see instructions)

Name of transferee (foreign corporation) HILLHOUSE FOCUSED GROWTH FUND V FEEDER, L.P.	5a Identifying number, if any
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Address (including country) 190 ELGIN AVENUE GEORGE TOWN, GRAND CAYMAN KY1-9008 CAYMAN ISLANDS	5b Reference ID number 926620
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7 Country code of country of incorporation or organization
CJ

8 Foreign law characterization (see instructions)
CORPORATION

- 9** Is the transferee foreign corporation a controlled foreign corporation? **Yes** **No**

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash			608,494.		

10 Was cash the only property transferred? **Yes** **No**
 If "Yes," skip the remainder of Part III and go to Part IV.

Section B - Other Property (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Stock and securities					
Inventory					
Other property (not listed under another category)					
Property with built-in loss					
Totals					

11 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? **Yes** **No**

12 a Were any assets of a foreign branch (including a branch that is a foreign disregarded entity) transferred to a foreign corporation? **Yes** **No**
 If "Yes," go to line 12b.

b Was the transferor a domestic corporation that transferred substantially all of the assets of a foreign branch (including a branch that is a foreign disregarded entity) to a specified 10%-owned foreign corporation? **Yes** **No**
 If "Yes," continue to line 12c. If "No," skip lines 12c and 12d, and go to line 13.

c Immediately after the transfer, was the domestic corporation a U.S. shareholder with respect to the transferee foreign corporation? **Yes** **No**
 If "Yes," continue to line 12d. If "No," skip line 12d, and go to line 13.

d Enter the transferred loss amount included in gross income as required under section 91 ► \$ _____

13 Did the transferor transfer property described in section 367(d)(4)? **Yes** **No**
 If "No," skip Section C and questions 14a through 15.

Section C - Intangible Property Subject to Section 367(d)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 367(d)(4)						
Totals						

- 14 a Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed 20 years? Yes No
- b At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? Yes No
- c Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? Yes No
- d If the answer to line 14c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ▶ \$ _____
- 15 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? Yes No

Supplemental Part III Information Required To Be Reported (see instructions)

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 16 Enter the transferor's interest in the transferee foreign corporation before and after the transfer.
(a) Before .130 % (b) After .130 %
- 17 Type of nonrecognition transaction (see instructions) ▶ SECTION 351
- 18 Indicate whether any transfer reported in Part III is subject to any of the following.
 - a Gain recognition under section 904(f)(3) Yes No
 - b Gain recognition under section 904(f)(5)(F) Yes No
 - c Recapture under section 1503(d) Yes No
 - d Exchange gain under section 987 Yes No
- 19 Did this transfer result from a change in entity classification? Yes No
- 20 a Did a domestic corporation make a distribution of property covered by section 367(e)(2)? (see instructions) Yes No
If "Yes," complete lines 20b and 20c.
 - b Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ▶ \$ _____
 - c Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? Yes No
- 21 Did a domestic corporation make a section 355 distribution of stock in a foreign controlled corporation covered by section 367(e)(1)? See instructions Yes No

Part XIV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

TO CONTINUE TO LEAD THE TECHNICAL ASSISTANCE FOR THE SCHOOLS IN THE
BEYOND ENE (ENGAGE NEW ENGLAND) COHORT

NAME OF RECIPIENT - (556) NATIONAL COUNCIL ON TEACHER QUALITY
TO PROMOTE COHERENT, EFFECTIVE CLINICAL TRAINING PRACTICES FOR TEACHERS
AND TO CATALYZE INTEREST IN BUILDING ROBUST TEACHER SUPPLY AND DEMAND
DATASETS IN NEW ENGLAND AND NATIONALLY

NAME OF RECIPIENT - (557) NATIONAL ENDOWMENT FOR DEMOCRACY
FOR UNRESTRICTED SUPPORT TO ACKNOWLEDGE THE SERVICE OF RACHEL KLEINFELD
DURING BARR'S JUNE 11, 2024 BOARD OF TRUSTEES MEETING

NAME OF RECIPIENT - (559) NATIONAL ORGANIZATIONS FOR YOUTH SAFETY
TO SUPPORT A DELEGATION OF YOUTH FROM MASSACHUSETTS AT THE NATIONAL
YOUTH TRANSPORTATION EQUITY CONVENING AND TO PROVIDE CORE SUPPORT

NAME OF RECIPIENT - (571) NEIGHBORHOOD HOUSING SERVICES OF NEW HAVEN,
INC.

TO SUPPORT NEIGHBORHOOD HOUSING SERVICES OF NEW HAVEN'S ENERGY AND
ENVIRONMENTAL JUSTICE POLICY EDUCATION EFFORTS IN CONNECTICUT

NAME OF RECIPIENT - (584) NEW HAVEN ECOLOGY PROJECT, INC.
TO SUPPORT COMMON GROUND HS IN BRIDGING PREVIOUS WORK AS PART OF THE
WLE COHORT TO A FINANCIALLY SUSTAINABLE MODEL THAT ALLOWS ALL CRITICAL
COMPONENTS OF THE SCHOOL TO THRIVE

NAME OF RECIPIENT - (588) NEW WORLD FOUNDATION
TO SUPPORT EQUITABLE CLIMATE AND CLEAN ENERGY GRASSROOTS EFFORTS IN

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0026

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Attachment
 Sequence No. **128**

Part I U.S. Transferor Information (see instructions)

Name of transferor BARR FOUNDATION	Identifying number (see instructions) 04-6579815
--	--

- 1** Is the transferee a specified 10%-owned foreign corporation that is not a controlled foreign corporation? **Yes** **No**
- 2** If the transferor was a corporation, complete questions 2a through 2d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by five or fewer domestic corporations? **Yes** **No**
- b** Did the transferor remain in existence after the transfer? **Yes** **No**
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? **Yes** **No**
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(4) been made? **Yes** **No**

- 3** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 3a through 3d.
- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
HILLHOUSE FUND II FEEDER, L.P.	98-1182026

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? **Yes** **No**
- c** Is the partner disposing of its **entire** interest in the partnership? **Yes** **No**
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? **Yes** **No**

Part II Transferee Foreign Corporation Information (see instructions)

Name of transferee (foreign corporation) HILLHOUSE FUND II FEEDER, L.P.	5a Identifying number, if any
---	-------------------------------

6 Address (including country) 190 ELGIN AVENUE GEORGE TOWN, GRAND CAYMAN KY1-9008 CAYMAN ISLANDS	5b Reference ID number 926621
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7 Country code of country of incorporation or organization
CJ

8 Foreign law characterization (see instructions)
CORPORATION

- 9** Is the transferee foreign corporation a controlled foreign corporation? **Yes** **No**

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash			132,159.		

10 Was cash the only property transferred? **Yes** **No**
 If "Yes," skip the remainder of Part III and go to Part IV.

Section B - Other Property (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Stock and securities					
Inventory					
Other property (not listed under another category)					
Property with built-in loss					
Totals					

11 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? **Yes** **No**

12 a Were any assets of a foreign branch (including a branch that is a foreign disregarded entity) transferred to a foreign corporation? **Yes** **No**
 If "Yes," go to line 12b.

b Was the transferor a domestic corporation that transferred substantially all of the assets of a foreign branch (including a branch that is a foreign disregarded entity) to a specified 10%-owned foreign corporation? **Yes** **No**
 If "Yes," continue to line 12c. If "No," skip lines 12c and 12d, and go to line 13.

c Immediately after the transfer, was the domestic corporation a U.S. shareholder with respect to the transferee foreign corporation? **Yes** **No**
 If "Yes," continue to line 12d. If "No," skip line 12d, and go to line 13.

d Enter the transferred loss amount included in gross income as required under section 91 ► \$ _____

13 Did the transferor transfer property described in section 367(d)(4)? **Yes** **No**
 If "No," skip Section C and questions 14a through 15.

Section C - Intangible Property Subject to Section 367(d)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 367(d)(4)						
Totals						

- 14 a Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed 20 years? Yes No
- b At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? Yes No
- c Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? Yes No
- d If the answer to line 14c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ▶ \$ _____
- 15 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? Yes No

Supplemental Part III Information Required To Be Reported (see instructions)

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 16 Enter the transferor's interest in the transferee foreign corporation before and after the transfer.
(a) Before .540 % (b) After .540 %
- 17 Type of nonrecognition transaction (see instructions) ▶ SECTION 351
- 18 Indicate whether any transfer reported in Part III is subject to any of the following.
 - a Gain recognition under section 904(f)(3) Yes No
 - b Gain recognition under section 904(f)(5)(F) Yes No
 - c Recapture under section 1503(d) Yes No
 - d Exchange gain under section 987 Yes No
- 19 Did this transfer result from a change in entity classification? Yes No
- 20 a Did a domestic corporation make a distribution of property covered by section 367(e)(2)? (see instructions) Yes No
If "Yes," complete lines 20b and 20c.
 - b Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ▶ \$ _____
 - c Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? Yes No
- 21 Did a domestic corporation make a section 355 distribution of stock in a foreign controlled corporation covered by section 367(e)(1)? See instructions Yes No

Part XIV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

MASSACHUSETTS AND RHODE ISLAND

NAME OF RECIPIENT - (589) NEW WORLD FOUNDATION

TO SUPPORT EQUITABLE CLIMATE AND CLEAN ENERGY GRASSROOTS EFFORTS IN MASSACHUSETTS AND RHODE ISLAND

NAME OF RECIPIENT - (591) NEWPORT PUBLIC EDUCATION FOUNDATION, INC.

TO SUPPORT ONGOING IMPLEMENTATION IN THE TRANSFORMATION OF ROGERS HIGH SCHOOL, WITH PARTICULAR ATTENTION TO DEEPENING RIGOROUS AND PURPOSEFUL LEARNING EXPERIENCES FOR STUDENTS

NAME OF RECIPIENT - (601) NORTHEAST ENERGY EFFICIENCY PARTNERSHIPS, INC.

TO SUPPORT LOCAL GOVERNMENTS AND COMMUNITY-BASED ORGANIZATIONS IN ACCELERATING ELECTRIFICATION AND ENERGY EFFICIENCY IN NEW ENGLAND

NAME OF RECIPIENT - (641) PHILANTHROPY MASSACHUSETTS, INC.

FOR UNRESTRICTED SUPPORT TO RECOGNIZE THE PARTICIPATION OF PHYLLIS CORKUM IN INTERVIEWS CONDUCTED DURING THE 2024 BIPOC CAPACITY BUILDING LANDSCAPE WORK

NAME OF RECIPIENT - (651) POLICE BIKE UNITY TOUR INC.

TO RAISE AWARENESS ABOUT LAW ENFORCEMENT OFFICERS KILLED IN THE LINE OF DUTY AND TO PROVIDE SUPPORT FOR THE FAMILIES LEFT BEHIND

NAME OF RECIPIENT - (652) PORTLAND PUBLIC SCHOOLS

TO CONTINUE DEVELOPING EXCELLENCE AND EQUITY IN HIGH SCHOOLS ACROSS THE CITY AS THEY CONSIDER A VARIETY OF ALIGNMENT OPPORTUNITIES

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor BARR FOUNDATION	Identifying number (see instructions) 04-6579815
--	--

- 1** Is the transferee a specified 10%-owned foreign corporation that is not a controlled foreign corporation? **Yes** **No**
- 2** If the transferor was a corporation, complete questions 2a through 2d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by five or fewer domestic corporations? **Yes** **No**
- b** Did the transferor remain in existence after the transfer? **Yes** **No**
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? **Yes** **No**
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(4) been made? **Yes** **No**

- 3** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 3a through 3d.
- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
HILLHOUSE FUND IV FEEDER, L.P.	98-1412472

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? **Yes** **No**
- c** Is the partner disposing of its **entire** interest in the partnership? **Yes** **No**
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? **Yes** **No**

Part II Transferee Foreign Corporation Information (see instructions)

4 Name of transferee (foreign corporation) HILLHOUSE FUND IV FEEDER, L.P.	5a Identifying number, if any
--	--------------------------------------

6 Address (including country) 190 ELGIN AVENUE GEORGE TOWN, GRAND CAYMAN KY1-9008 CAYMAN ISLANDS	5b Reference ID number 926622
--	--

7 Country code of country of incorporation or organization
CJ

8 Foreign law characterization (see instructions)
CORPORATION

- 9** Is the transferee foreign corporation a controlled foreign corporation? **Yes** **No**

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash			1,013,903.		

10 Was cash the only property transferred? **Yes** **No**
 If "Yes," skip the remainder of Part III and go to Part IV.

Section B - Other Property (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Stock and securities					
Inventory					
Other property (not listed under another category)					
Property with built-in loss					
Totals					

11 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? **Yes** **No**

12 a Were any assets of a foreign branch (including a branch that is a foreign disregarded entity) transferred to a foreign corporation? **Yes** **No**
 If "Yes," go to line 12b.

b Was the transferor a domestic corporation that transferred substantially all of the assets of a foreign branch (including a branch that is a foreign disregarded entity) to a specified 10%-owned foreign corporation? **Yes** **No**
 If "Yes," continue to line 12c. If "No," skip lines 12c and 12d, and go to line 13.

c Immediately after the transfer, was the domestic corporation a U.S. shareholder with respect to the transferee foreign corporation? **Yes** **No**
 If "Yes," continue to line 12d. If "No," skip line 12d, and go to line 13.

d Enter the transferred loss amount included in gross income as required under section 91 ► \$ _____

13 Did the transferor transfer property described in section 367(d)(4)? **Yes** **No**
 If "No," skip Section C and questions 14a through 15.

Section C - Intangible Property Subject to Section 367(d)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 367(d)(4)						
Totals						

- 14 a** Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed 20 years? **Yes** **No**
- b** At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? **Yes** **No**
- c** Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? **Yes** **No**
- d** If the answer to line 14c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ► \$ _____
- 15** Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? **Yes** **No**

Supplemental Part III Information Required To Be Reported (see instructions)

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 16** Enter the transferor's interest in the transferee foreign corporation before and after the transfer.
(a) Before .100 % **(b)** After .100 %
- 17** Type of nonrecognition transaction (see instructions) ► **SECTION 351**
- 18** Indicate whether any transfer reported in Part III is subject to any of the following.
 - a** Gain recognition under section 904(f)(3) **Yes** **No**
 - b** Gain recognition under section 904(f)(5)(F) **Yes** **No**
 - c** Recapture under section 1503(d) **Yes** **No**
 - d** Exchange gain under section 987 **Yes** **No**
- 19** Did this transfer result from a change in entity classification? **Yes** **No**
- 20 a** Did a domestic corporation make a distribution of property covered by section 367(e)(2)? (see instructions) **Yes** **No**
 If "Yes," complete lines 20b and 20c.
- b** Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ► \$ _____
- c** Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? **Yes** **No**
- 21** Did a domestic corporation make a section 355 distribution of stock in a foreign controlled corporation covered by section 367(e)(1)? See instructions **Yes** **No**

Part XIV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - (656) POWER OF SELF-EDUCATION (POSE) INC.

TO PROVIDE CORE SUPPORT FOR COCO BROWN, A PROGRAM OF POSE, INC., AS
PART OF THE CATALYZING VITALITY PROGRAM

NAME OF RECIPIENT - (664) PROINSPIRE

FOR UNRESTRICTED SUPPORT TO RECOGNIZE THE PARTICIPATION OF BIANCA
CASANOVA ANDERSON AND MONISHA KAPILA IN INTERVIEWS CONDUCTED DURING THE
2023 STRATEGIC REVIEW OF THE BARR FELLOWSHIP PROGRAM

NAME OF RECIPIENT - (668) PROSPECT HILL ACADEMY CHARTER SCHOOL FOUNDATION

TO CONTINUE BUILDING THEIR CAPACITY TO IMPLEMENT THEIR INSTRUCTIONAL
VISION AND ADVANCE EQUITY THROUGH PROJECT-BASED LEARNING

NAME OF RECIPIENT - (676) RELAY GRADUATE SCHOOL OF EDUCATION

TO CONTINUE TO BUILD FROM THE WORK OF THE "FOLLOW THE LEADER" SERIES TO
IDENTIFY AND SHARE LEADERSHIP BRIGHT SPOTS AND TO CODIFY AND SHARE
LEARNINGS FROM THE PARTNERSHIP IN HOLYOKE, MASSACHUSETTS

NAME OF RECIPIENT - (677) RELAY GRADUATE SCHOOL OF EDUCATION

TO CONTINUE TO BUILD FROM THE WORK OF THE "FOLLOW THE LEADER" SERIES TO
IDENTIFY AND SHARE LEADERSHIP BRIGHT SPOTS AND TO CODIFY AND SHARE
LEARNINGS FROM THE PARTNERSHIP IN HOLYOKE, MASSACHUSETTS

NAME OF RECIPIENT - (680) RESIST, INC.

TO SUPPORT RESEARCH ON EXPERIENCES WITH MASS SAVE AND CAPACITY BUILDING
WITHIN BOSTON-BASED COMMUNITY ORGANIZATIONS

NAME OF RECIPIENT - (681) RESIST, INC.

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor BARR FOUNDATION	Identifying number (see instructions) 04-6579815
--	--

- 1** Is the transferee a specified 10%-owned foreign corporation that is not a controlled foreign corporation? **Yes** **No**
- 2** If the transferor was a corporation, complete questions 2a through 2d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by five or fewer domestic corporations? **Yes** **No**
- b** Did the transferor remain in existence after the transfer? **Yes** **No**
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? **Yes** **No**
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(4) been made? **Yes** **No**

- 3** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 3a through 3d.
- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
HILLHOUSE FUND V FEEDER, L.P.	98-1539172

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? **Yes** **No**
- c** Is the partner disposing of its **entire** interest in the partnership? **Yes** **No**
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? **Yes** **No**

Part II Transferee Foreign Corporation Information (see instructions)

4 Name of transferee (foreign corporation) HILLHOUSE FUND V FEEDER, L.P.	5a Identifying number, if any
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6 Address (including country) 190 ELGIN AVENUE GEORGE TOWN, GRAND CAYMAN KY1-9008 CAYMAN ISLANDS	5b Reference ID number 926623
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7 Country code of country of incorporation or organization
CJ

8 Foreign law characterization (see instructions)
CORPORATION

- 9** Is the transferee foreign corporation a controlled foreign corporation? **Yes** **No**

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash			1,135,638.		

10 Was cash the only property transferred? **Yes** **No**
 If "Yes," skip the remainder of Part III and go to Part IV.

Section B - Other Property (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Stock and securities					
Inventory					
Other property (not listed under another category)					
Property with built-in loss					
Totals					

11 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? **Yes** **No**

12 a Were any assets of a foreign branch (including a branch that is a foreign disregarded entity) transferred to a foreign corporation? **Yes** **No**
 If "Yes," go to line 12b.

b Was the transferor a domestic corporation that transferred substantially all of the assets of a foreign branch (including a branch that is a foreign disregarded entity) to a specified 10%-owned foreign corporation? **Yes** **No**
 If "Yes," continue to line 12c. If "No," skip lines 12c and 12d, and go to line 13.

c Immediately after the transfer, was the domestic corporation a U.S. shareholder with respect to the transferee foreign corporation? **Yes** **No**
 If "Yes," continue to line 12d. If "No," skip line 12d, and go to line 13.

d Enter the transferred loss amount included in gross income as required under section 91 ► \$ _____

13 Did the transferor transfer property described in section 367(d)(4)? **Yes** **No**
 If "No," skip Section C and questions 14a through 15.

Section C - Intangible Property Subject to Section 367(d)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 367(d)(4)						
Totals						

- 14 a Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed 20 years? Yes No
- b At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? Yes No
- c Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? Yes No
- d If the answer to line 14c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ▶ \$ _____
- 15 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? Yes No

Supplemental Part III Information Required To Be Reported (see instructions)

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 16 Enter the transferor's interest in the transferee foreign corporation before and after the transfer.
(a) Before .070 % (b) After .070 %
- 17 Type of nonrecognition transaction (see instructions) ▶ SECTION 351
- 18 Indicate whether any transfer reported in Part III is subject to any of the following.
 - a Gain recognition under section 904(f)(3) Yes No
 - b Gain recognition under section 904(f)(5)(F) Yes No
 - c Recapture under section 1503(d) Yes No
 - d Exchange gain under section 987 Yes No
- 19 Did this transfer result from a change in entity classification? Yes No
- 20 a Did a domestic corporation make a distribution of property covered by section 367(e)(2)? (see instructions) Yes No
If "Yes," complete lines 20b and 20c.
 - b Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ▶ \$ _____
 - c Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? Yes No
- 21 Did a domestic corporation make a section 355 distribution of stock in a foreign controlled corporation covered by section 367(e)(1)? See instructions Yes No

Part XIV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

TO SUPPORT RESEARCH ON EXPERIENCES WITH MASS SAVE AND CAPACITY BUILDING
WITHIN BOSTON-BASED COMMUNITY ORGANIZATIONS

NAME OF RECIPIENT - (682) RESIST, INC.

TO DEVELOP AND EXPAND STRATEGIES TO PROTECT WORKERS AND STUDENTS IN
MASSACHUSETTS FROM INCREASED HEALTH AND SAFETY RISKS RESULTING FROM
CLIMATE CHANGE

NAME OF RECIPIENT - (683) RESIST, INC.

TO DEVELOP AND EXPAND STRATEGIES TO PROTECT WORKERS AND STUDENTS IN
MASSACHUSETTS FROM INCREASED HEALTH AND SAFETY RISKS RESULTING FROM
CLIMATE CHANGE

NAME OF RECIPIENT - (684) RESIST, INC.

TO PROVIDE CORE SUPPORT FOR ITS MUTUAL AID EASTIE PROGRAM IN
RECOGNITION OF PENN LOH'S PARTICIPATION IN THE RACIAL WEALTH EQUITY
INITIATIVE'S 2023 LISTENING TOUR

NAME OF RECIPIENT - (690) RIGHT TO THE CITY ALLIANCE, INC.

TO SUPPORT SPRINGFIELD NO ONE LEAVES IN ADVANCING TRANSPORTATION AND
CLIMATE JUSTICE IN THE GREATER SPRINGFIELD COMMUNITY

NAME OF RECIPIENT - (691) RIGHT TO THE CITY ALLIANCE, INC.

TO SUPPORT SPRINGFIELD NO ONE LEAVES IN ADVANCING TRANSPORTATION AND
CLIMATE JUSTICE IN THE GREATER SPRINGFIELD COMMUNITY

NAME OF RECIPIENT - (692) RIGHTS AND DEMOCRACY EDUCATION FUND, INC.

TO SUPPORT PROFESSIONAL DEVELOPMENT AND CAPACITY BUILDING FOR RIGHTS

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor BARR FOUNDATION	Identifying number (see instructions) 04-6579815
--	--

- 1** Is the transferee a specified 10%-owned foreign corporation that is not a controlled foreign corporation? **Yes** **No**
- 2** If the transferor was a corporation, complete questions 2a through 2d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by five or fewer domestic corporations? **Yes** **No**
- b** Did the transferor remain in existence after the transfer? **Yes** **No**
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? **Yes** **No**
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(4) been made? **Yes** **No**

- 3** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 3a through 3d.
- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
HILLHOUSE HEALTHCARE FUND FEEDER, L.P.	98-1595542

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? **Yes** **No**
- c** Is the partner disposing of its **entire** interest in the partnership? **Yes** **No**
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? **Yes** **No**

Part II Transferee Foreign Corporation Information (see instructions)

4 Name of transferee (foreign corporation) HILLHOUSE HEALTHCARE FUND FEEDER, L.P.	5a Identifying number, if any
--	--------------------------------------

6 Address (including country) 89 NEXUS WAY, CAMANA BAY GEORGE TOWN, GRAND CAYMAN KY1-1205 CAYMAN ISLANDS	5b Reference ID number 926624
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7 Country code of country of incorporation or organization
CJ

8 Foreign law characterization (see instructions)
CORPORATION

- 9** Is the transferee foreign corporation a controlled foreign corporation? **Yes** **No**

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash			416,390.		

10 Was cash the only property transferred? **Yes** **No**
 If "Yes," skip the remainder of Part III and go to Part IV.

Section B - Other Property (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Stock and securities					
Inventory					
Other property (not listed under another category)					
Property with built-in loss					
Totals					

11 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? **Yes** **No**

12 a Were any assets of a foreign branch (including a branch that is a foreign disregarded entity) transferred to a foreign corporation? **Yes** **No**
 If "Yes," go to line 12b.

b Was the transferor a domestic corporation that transferred substantially all of the assets of a foreign branch (including a branch that is a foreign disregarded entity) to a specified 10%-owned foreign corporation? **Yes** **No**
 If "Yes," continue to line 12c. If "No," skip lines 12c and 12d, and go to line 13.

c Immediately after the transfer, was the domestic corporation a U.S. shareholder with respect to the transferee foreign corporation? **Yes** **No**
 If "Yes," continue to line 12d. If "No," skip line 12d, and go to line 13.

d Enter the transferred loss amount included in gross income as required under section 91 ► \$ _____

13 Did the transferor transfer property described in section 367(d)(4)? **Yes** **No**
 If "No," skip Section C and questions 14a through 15.

Section C - Intangible Property Subject to Section 367(d)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 367(d)(4)						
Totals						

- 14 a Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed 20 years? **Yes** **No**
- b At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? **Yes** **No**
- c Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? **Yes** **No**
- d If the answer to line 14c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ▶ \$ _____
- 15 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? **Yes** **No**

Supplemental Part III Information Required To Be Reported (see instructions)

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 16 Enter the transferor's interest in the transferee foreign corporation before and after the transfer.
(a) Before .710 % (b) After .710 %
- 17 Type of nonrecognition transaction (see instructions) ▶ SECTION 351
- 18 Indicate whether any transfer reported in Part III is subject to any of the following.
 - a Gain recognition under section 904(f)(3) **Yes** **No**
 - b Gain recognition under section 904(f)(5)(F) **Yes** **No**
 - c Recapture under section 1503(d) **Yes** **No**
 - d Exchange gain under section 987 **Yes** **No**
- 19 Did this transfer result from a change in entity classification? **Yes** **No**
- 20 a Did a domestic corporation make a distribution of property covered by section 367(e)(2)? (see instructions) **Yes** **No**
If "Yes," complete lines 20b and 20c.
 - b Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ▶ \$ _____
 - c Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? **Yes** **No**
- 21 Did a domestic corporation make a section 355 distribution of stock in a foreign controlled corporation covered by section 367(e)(1)? See instructions **Yes** **No**

Part XIV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

AND DEMOCRACY'S NEW LEADERSHIP TEAM

NAME OF RECIPIENT - (694) ROCA, INC.

TO SUPPORT THE CONTINUED TRANSFORMATION EFFORTS AT ROCA WHICH INCLUDES
PROVIDING CONTINUED GENERAL SUPPORT FOR ROCA'S WORK IN THE CITY OF
BOSTON, AND IN WESTERN MA THROUGH THE ROCA SPRINGFIELD AND ROCA HOLYOKE
SITES

NAME OF RECIPIENT - (696) ROGER WILLIAMS UNIVERSITY

TO SUPPORT THE NEXT PHASE OF THE CENTER FOR YOUTH AND COMMUNITY
LEADERSHIP IN EDUCATION'S CYCLE STRATEGY INSTITUTE (CSI)

NAME OF RECIPIENT - (710) SARAH'S HOPE CHARITABLE AND EDUCATIONAL
FOUNDATION

TO PROVIDE CORE SUPPORT TO THE SECRET SOCIETY OF BLACK CREATIVES AS
PART OF THE CATALYZING VITALITY PROGRAM

NAME OF RECIPIENT - (735) SRI INTERNATIONAL

TO CONTINUE THE DEVELOPMENTAL EVALUATION AND CONDUCT AN EFFICACY STUDY
OF THE BEYOND ENGAGE NEW ENGLAND INITIATIVE

NAME OF RECIPIENT - (739) STERN GROVE FESTIVAL ASSOCIATION

GIFT/DONATION TO SUPPORT THE STERN GROVE FESTIVAL'S MISSION TO PROVIDE
ADMISSION-FREE PERFORMING ARTS AND EDUCATION PROGRAMS FOR ALL

NAME OF RECIPIENT - (743) TAUNTON PUBLIC SCHOOLS

TO CONTINUE REIMAGINING THE HIGH SCHOOL EXPERIENCE AS PART OF PHASE II
OF THE MEETING THE MOMENT COHORT

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor BARR FOUNDATION	Identifying number (see instructions) 04-6579815
--	--

- 1** Is the transferee a specified 10%-owned foreign corporation that is not a controlled foreign corporation? **Yes** **No**
- 2** If the transferor was a corporation, complete questions 2a through 2d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by five or fewer domestic corporations? **Yes** **No**
- b** Did the transferor remain in existence after the transfer? **Yes** **No**
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? **Yes** **No**
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(4) been made? **Yes** **No**

- 3** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 3a through 3d.
- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
HILLHOUSE REAL ASSET OPPORTUNITIES FEEDER, L.P.	98-1608216

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? **Yes** **No**
- c** Is the partner disposing of its **entire** interest in the partnership? **Yes** **No**
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? **Yes** **No**

Part II Transferee Foreign Corporation Information (see instructions)

4 Name of transferee (foreign corporation) HILLHOUSE REAL ASSET OPPORTUNITIES FEEDER, L.P.	5a Identifying number, if any
---	--------------------------------------

6 Address (including country) 89 NEXUS WAY, CAMANA BAY GEORGE TOWN, GRAND CAYMAN KY1-1205 CAYMAN ISLANDS	5b Reference ID number 926625
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7 Country code of country of incorporation or organization
CJ

8 Foreign law characterization (see instructions)
CORPORATION

- 9** Is the transferee foreign corporation a controlled foreign corporation? **Yes** **No**

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash			3,240,024.		

10 Was cash the only property transferred? **Yes** **No**
 If "Yes," skip the remainder of Part III and go to Part IV.

Section B - Other Property (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Stock and securities					
Inventory					
Other property (not listed under another category)					
Property with built-in loss					
Totals					

11 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? **Yes** **No**

12 a Were any assets of a foreign branch (including a branch that is a foreign disregarded entity) transferred to a foreign corporation? **Yes** **No**
 If "Yes," go to line 12b.

b Was the transferor a domestic corporation that transferred substantially all of the assets of a foreign branch (including a branch that is a foreign disregarded entity) to a specified 10%-owned foreign corporation? **Yes** **No**
 If "Yes," continue to line 12c. If "No," skip lines 12c and 12d, and go to line 13.

c Immediately after the transfer, was the domestic corporation a U.S. shareholder with respect to the transferee foreign corporation? **Yes** **No**
 If "Yes," continue to line 12d. If "No," skip line 12d, and go to line 13.

d Enter the transferred loss amount included in gross income as required under section 91 ► \$ _____

13 Did the transferor transfer property described in section 367(d)(4)? **Yes** **No**
 If "No," skip Section C and questions 14a through 15.

Section C - Intangible Property Subject to Section 367(d)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 367(d)(4)						
Totals						

- 14 a Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed 20 years? Yes No
- b At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? Yes No
- c Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? Yes No
- d If the answer to line 14c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ▶ \$ _____
- 15 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? Yes No

Supplemental Part III Information Required To Be Reported (see instructions)

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 16 Enter the transferor's interest in the transferee foreign corporation before and after the transfer.
(a) Before .410 % (b) After .410 %
- 17 Type of nonrecognition transaction (see instructions) ▶ SECTION 351
- 18 Indicate whether any transfer reported in Part III is subject to any of the following.
 - a Gain recognition under section 904(f)(3) Yes No
 - b Gain recognition under section 904(f)(5)(F) Yes No
 - c Recapture under section 1503(d) Yes No
 - d Exchange gain under section 987 Yes No
- 19 Did this transfer result from a change in entity classification? Yes No
- 20 a Did a domestic corporation make a distribution of property covered by section 367(e)(2)? (see instructions) Yes No
If "Yes," complete lines 20b and 20c.
 - b Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ▶ \$ _____
 - c Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? Yes No
- 21 Did a domestic corporation make a section 355 distribution of stock in a foreign controlled corporation covered by section 367(e)(1)? See instructions Yes No

Part XIV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - (753) THE AMERICAN CITY COALITION, INC.

TO SUPPORT ITS WATERWAYS: CONNECTING RESIDENTS OF ROXBURY AND
DORCHESTER TO BOSTON'S WATERFRONT WORK

NAME OF RECIPIENT - (754) THE BATCHELDER PARENTS ORGANIZATION, INC.

TO SUPPORT LILLIAN CURTIN'S SCHOOL FUNDRAISER, FOR UNRESTRICTED USE BY
THE BATCHELDER PARENT ORGANIZATION

NAME OF RECIPIENT - (758) THE CENTER FOR INDEPENDENT DOCUMENTARY, INC.

TO PROVIDE CORE SUPPORT FOR ROXBURY INTERNATIONAL FILM FESTIVAL AS PART
OF THE CATALYZING VITALITY PROGRAM

NAME OF RECIPIENT - (759) THE CHISHOLM LEGACY PROJECT, INC.

TO SUPPORT COMMUNITY-BASED LEADERS IN NEW ENGLAND TO ADVANCE
EQUITY-CENTERED CLIMATE SOLUTIONS

NAME OF RECIPIENT - (767) THE FOUNDATION FOR CITY COLLEGE

TO PROVIDE CORE SUPPORT FOR ITS LEADERSHIP FOR DEMOCRACY AND SOCIAL
JUSTICE INSTITUTE TO RECOGNIZE THE PARTICIPATION OF GARA LAMARCHE IN
INTERVIEWS CONDUCTED DURING THE 2023 STRATEGIC REVIEW OF THE BARR
FELLOWSHIP PROGRAM

NAME OF RECIPIENT - (783) THE LENNY ZAKIM FUND

FOR UNRESTRICTED SUPPORT TO RECOGNIZE THE PARTICIPATION OF ALLISON
PICOTT AND ADITI DHOLAKIA IN INTERVIEWS CONDUCTED DURING THE 2024 BIPOC
CAPACITY BUILDING LANDSCAPE WORK

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor BARR FOUNDATION	Identifying number (see instructions) 04-6579815
--	--

- 1** Is the transferee a specified 10%-owned foreign corporation that is not a controlled foreign corporation? **Yes** **No**
- 2** If the transferor was a corporation, complete questions 2a through 2d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by five or fewer domestic corporations? **Yes** **No**
- b** Did the transferor remain in existence after the transfer? **Yes** **No**
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? **Yes** **No**
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(4) been made? **Yes** **No**

- 3** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 3a through 3d.
- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
HILLHOUSE VENTURE FUND VI FEEDER, L.P.	98-1634344

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? **Yes** **No**
- c** Is the partner disposing of its **entire** interest in the partnership? **Yes** **No**
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? **Yes** **No**

Part II Transferee Foreign Corporation Information (see instructions)

4 Name of transferee (foreign corporation) HILLHOUSE VENTURE FUND VI FEEDER, L.P.	5a Identifying number, if any
--	--------------------------------------

6 Address (including country) 89 NEXUS WAY, CAMANA BAY GEORGE TOWN, GRAND CAYMAN KY1-1205 CAYMAN ISLANDS	5b Reference ID number 926626
--	--

7 Country code of country of incorporation or organization
CJ

8 Foreign law characterization (see instructions)
CORPORATION

- 9** Is the transferee foreign corporation a controlled foreign corporation? **Yes** **No**

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash			399,511.		

10 Was cash the only property transferred? **Yes** **No**
 If "Yes," skip the remainder of Part III and go to Part IV.

Section B - Other Property (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Stock and securities					
Inventory					
Other property (not listed under another category)					
Property with built-in loss					
Totals					

11 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? **Yes** **No**

12 a Were any assets of a foreign branch (including a branch that is a foreign disregarded entity) transferred to a foreign corporation? **Yes** **No**
 If "Yes," go to line 12b.

b Was the transferor a domestic corporation that transferred substantially all of the assets of a foreign branch (including a branch that is a foreign disregarded entity) to a specified 10%-owned foreign corporation? **Yes** **No**
 If "Yes," continue to line 12c. If "No," skip lines 12c and 12d, and go to line 13.

c Immediately after the transfer, was the domestic corporation a U.S. shareholder with respect to the transferee foreign corporation? **Yes** **No**
 If "Yes," continue to line 12d. If "No," skip line 12d, and go to line 13.

d Enter the transferred loss amount included in gross income as required under section 91 ► \$ _____

13 Did the transferor transfer property described in section 367(d)(4)? **Yes** **No**
 If "No," skip Section C and questions 14a through 15.

Section C - Intangible Property Subject to Section 367(d)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 367(d)(4)						
Totals						

- 14 a Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed 20 years? Yes No
- b At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? Yes No
- c Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? Yes No
- d If the answer to line 14c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ▶ \$ _____
- 15 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? Yes No

Supplemental Part III Information Required To Be Reported (see instructions)

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 16 Enter the transferor's interest in the transferee foreign corporation before and after the transfer.
(a) Before .350 % (b) After .350 %
- 17 Type of nonrecognition transaction (see instructions) ▶ SECTION 351
- 18 Indicate whether any transfer reported in Part III is subject to any of the following.
 - a Gain recognition under section 904(f)(3) Yes No
 - b Gain recognition under section 904(f)(5)(F) Yes No
 - c Recapture under section 1503(d) Yes No
 - d Exchange gain under section 987 Yes No
- 19 Did this transfer result from a change in entity classification? Yes No
- 20 a Did a domestic corporation make a distribution of property covered by section 367(e)(2)? (see instructions) Yes No
If "Yes," complete lines 20b and 20c.
 - b Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ▶ \$ _____
 - c Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? Yes No
- 21 Did a domestic corporation make a section 355 distribution of stock in a foreign controlled corporation covered by section 367(e)(1)? See instructions Yes No

Part XIV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - (784) THE LENNY ZAKIM FUND

TO IMPLEMENT AN ALIGNED CAPACITY STRENGTHENING CURRICULUM, LAUNCH A NEW TRUSTED CONSULTING PARTNER PROGRAM, AND LAUNCH A NEW PILOT CAPACITY BUILDING NAVIGATION SERVICE TO THEIR GRANTEEES

NAME OF RECIPIENT - (787) THE MASSACHUSETTS INSTITUTE FOR A NEW COMMONWEALTH

TO SUPPORT THE ANALYSIS OF GATEWAY CITIES' SCHOOL FACILITIES NEEDS AND HOW THOSE NEEDS CAN BE ADDRESSED

NAME OF RECIPIENT - (791) THE MIAMI FOUNDATION, INC.

TO SUPPORT ITS FUND FOR NONPROFIT NEWS AKA NEWSMATCH PROGRAM IN NEW ENGLAND COORDINATED BY INSTITUTE FOR NONPROFIT NEWS

NAME OF RECIPIENT - (792) THE NATIONAL CENTER ON EDUCATION AND THE ECONOMY

TO SUPPORT THE NATIONAL STUDENT BOARD MEMBER ASSOCIATION'S EFFORTS TO BETTER UNDERSTAND THE STATE OF STUDENT REPRESENTATION IN NEW ENGLAND

NAME OF RECIPIENT - (795) THE PEOPLE'S PORT AUTHORITY

TO SUPPORT EDUCATING RESIDENTS ABOUT ENVIRONMENTAL JUSTICE AND THE CO-CREATION OF CLIMATE SOLUTIONS IN RHODE ISLAND

NAME OF RECIPIENT - (805) THE TRUST FOR PUBLIC LAND

TO SUPPORT EDUCATION, ENGAGEMENT, AND TRAINING TO EXPAND GREEN INFRASTRUCTURE SOLUTIONS IN METRO BOSTON

NAME OF RECIPIENT - (806) THE TRUST FOR PUBLIC LAND

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor BARR FOUNDATION	Identifying number (see instructions) 04-6579815
--	--

- 1** Is the transferee a specified 10%-owned foreign corporation that is not a controlled foreign corporation? **Yes** **No**
- 2** If the transferor was a corporation, complete questions 2a through 2d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by five or fewer domestic corporations? **Yes** **No**
- b** Did the transferor remain in existence after the transfer? **Yes** **No**
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? **Yes** **No**
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(4) been made? **Yes** **No**

- 3** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 3a through 3d.
- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
HONGSHAN INFRASTRUCTURE I FEEDER FUND, L.P.	98-1608403

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? **Yes** **No**
- c** Is the partner disposing of its **entire** interest in the partnership? **Yes** **No**
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? **Yes** **No**

Part II Transferee Foreign Corporation Information (see instructions)

4 Name of transferee (foreign corporation) HONGSHAN INFRASTRUCTURE I FEEDER FUND, L.P.	5a Identifying number, if any
---	--------------------------------------

6 Address (including country) SUITE 3613, TWO PACIFIC PLACE, ADMIRALTY HONG KONG, HONG KONG	5b Reference ID number 926627
--	--

7 Country code of country of incorporation or organization
CJ

8 Foreign law characterization (see instructions)
CORPORATION

- 9** Is the transferee foreign corporation a controlled foreign corporation? **Yes** **No**

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash			1,500,000.		

10 Was cash the only property transferred? **Yes** **No**
 If "Yes," skip the remainder of Part III and go to Part IV.

Section B - Other Property (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Stock and securities					
Inventory					
Other property (not listed under another category)					
Property with built-in loss					
Totals					

11 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? **Yes** **No**

12 a Were any assets of a foreign branch (including a branch that is a foreign disregarded entity) transferred to a foreign corporation? **Yes** **No**
 If "Yes," go to line 12b.

b Was the transferor a domestic corporation that transferred substantially all of the assets of a foreign branch (including a branch that is a foreign disregarded entity) to a specified 10%-owned foreign corporation? **Yes** **No**
 If "Yes," continue to line 12c. If "No," skip lines 12c and 12d, and go to line 13.

c Immediately after the transfer, was the domestic corporation a U.S. shareholder with respect to the transferee foreign corporation? **Yes** **No**
 If "Yes," continue to line 12d. If "No," skip line 12d, and go to line 13.

d Enter the transferred loss amount included in gross income as required under section 91 ► \$ _____

13 Did the transferor transfer property described in section 367(d)(4)? **Yes** **No**
 If "No," skip Section C and questions 14a through 15.

Section C - Intangible Property Subject to Section 367(d)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 367(d)(4)						
Totals						

- 14 a Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed 20 years? Yes No
- b At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? Yes No
- c Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? Yes No
- d If the answer to line 14c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ▶ \$ _____
- 15 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? Yes No

Supplemental Part III Information Required To Be Reported (see instructions)

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 16 Enter the transferor's interest in the transferee foreign corporation before and after the transfer.
(a) Before 1.940 % (b) After 1.920 %
- 17 Type of nonrecognition transaction (see instructions) ▶ SECTION 351
- 18 Indicate whether any transfer reported in Part III is subject to any of the following.
 - a Gain recognition under section 904(f)(3) Yes No
 - b Gain recognition under section 904(f)(5)(F) Yes No
 - c Recapture under section 1503(d) Yes No
 - d Exchange gain under section 987 Yes No
- 19 Did this transfer result from a change in entity classification? Yes No
- 20 a Did a domestic corporation make a distribution of property covered by section 367(e)(2)? (see instructions) Yes No
If "Yes," complete lines 20b and 20c.
 - b Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ▶ \$ _____
 - c Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? Yes No
- 21 Did a domestic corporation make a section 355 distribution of stock in a foreign controlled corporation covered by section 367(e)(1)? See instructions Yes No

Part XIV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

TO SUPPORT EDUCATION, ENGAGEMENT, AND TRAINING TO EXPAND GREEN
INFRASTRUCTURE SOLUTIONS IN METRO BOSTON

NAME OF RECIPIENT - (811) THIRD SECTOR NEW ENGLAND, INC.

TO SUPPORT CORE OPERATIONS AND IMPLEMENTATION OF STRATEGIC GROWTH PLAN
FOR DESIGN STUDIO FOR SOCIAL INTERVENTION

NAME OF RECIPIENT - (814) THIRD SECTOR NEW ENGLAND, INC.

TO SUPPORT CORE OPERATIONS AND IMPLEMENTATION OF STRATEGIC GROWTH PLAN
FOR DESIGN STUDIO FOR SOCIAL INTERVENTION

NAME OF RECIPIENT - (815) THIRD SECTOR NEW ENGLAND, INC.

TO SUPPORT 2024 BARR FOUNDATION MEMBERSHIP DUES FOR THE LEADERSHIP
FUNDERS GROUP/BUILDING MOVEMENT PROJECT

NAME OF RECIPIENT - (816) THIRD SECTOR NEW ENGLAND, INC.

FOR UNRESTRICTED SUPPORT TO RECOGNIZE THE PARTICIPATION OF ELAINE NG IN
INTERVIEWS CONDUCTED DURING THE 2023 STRATEGIC REVIEW OF THE BARR
FELLOWSHIP PROGRAM

NAME OF RECIPIENT - (817) THIRD SECTOR NEW ENGLAND, INC.

FOR UNRESTRICTED SUPPORT TO RECOGNIZE THE PARTICIPATION OF ELAINE NG
AND MICHAEL IBRAHIM IN INTERVIEWS CONDUCTED DURING THE 2024 BIPOC
CAPACITY BUILDING LANDSCAPE WORK

NAME OF RECIPIENT - (819) THIRD SECTOR NEW ENGLAND, INC.

TO PROVIDE CONTINUED CORE SUPPORT FOR ITS COMMONWEALTH SEMINAR PROGRAM
AND TO BUILD THE SEMINAR'S OPERATING CAPACITY

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor BARR FOUNDATION	Identifying number (see instructions) 04-6579815
--	--

- 1** Is the transferee a specified 10%-owned foreign corporation that is not a controlled foreign corporation? **Yes** **No**
- 2** If the transferor was a corporation, complete questions 2a through 2d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by five or fewer domestic corporations? **Yes** **No**
- b** Did the transferor remain in existence after the transfer? **Yes** **No**
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? **Yes** **No**
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(4) been made? **Yes** **No**

- 3** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 3a through 3d.
- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
HONGSHAN CAPITAL EXPANSION FUND I, LP	98-1660350

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? **Yes** **No**
- c** Is the partner disposing of its **entire** interest in the partnership? **Yes** **No**
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? **Yes** **No**

Part II Transferee Foreign Corporation Information (see instructions)

4 Name of transferee (foreign corporation) INSPIRE INC.	5a Identifying number, if any
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6 Address (including country) BUILDING C SOHO FUXING SQUARE 388 MADANG ROAD HUANGPU DIST SHANGHAI, CHINA	5b Reference ID number 926628
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7 Country code of country of incorporation or organization
CJ

8 Foreign law characterization (see instructions)
CORPORATION

- 9** Is the transferee foreign corporation a controlled foreign corporation? **Yes** **No**

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	06/20/2024		674,476.		

10 Was cash the only property transferred? **Yes** **No**
 If "Yes," skip the remainder of Part III and go to Part IV.

Section B - Other Property (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Stock and securities					
Inventory					
Other property (not listed under another category)					
Property with built-in loss					
Totals					

11 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? **Yes** **No**

12 a Were any assets of a foreign branch (including a branch that is a foreign disregarded entity) transferred to a foreign corporation? **Yes** **No**
 If "Yes," go to line 12b.

b Was the transferor a domestic corporation that transferred substantially all of the assets of a foreign branch (including a branch that is a foreign disregarded entity) to a specified 10%-owned foreign corporation? **Yes** **No**
 If "Yes," continue to line 12c. If "No," skip lines 12c and 12d, and go to line 13.

c Immediately after the transfer, was the domestic corporation a U.S. shareholder with respect to the transferee foreign corporation? **Yes** **No**
 If "Yes," continue to line 12d. If "No," skip line 12d, and go to line 13.

d Enter the transferred loss amount included in gross income as required under section 91 ► \$ _____

13 Did the transferor transfer property described in section 367(d)(4)? **Yes** **No**
 If "No," skip Section C and questions 14a through 15.

Section C - Intangible Property Subject to Section 367(d)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 367(d)(4)						
Totals						

- 14 a Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed 20 years? Yes No
- b At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? Yes No
- c Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? Yes No
- d If the answer to line 14c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ▶ \$ _____
- 15 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? Yes No

Supplemental Part III Information Required To Be Reported (see instructions)

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 16 Enter the transferor's interest in the transferee foreign corporation before and after the transfer.
(a) Before _____ % (b) After _____ %
- 17 Type of nonrecognition transaction (see instructions) ▶ **SECTION 351**
- 18 Indicate whether any transfer reported in Part III is subject to any of the following.
 - a Gain recognition under section 904(f)(3) Yes No
 - b Gain recognition under section 904(f)(5)(F) Yes No
 - c Recapture under section 1503(d) Yes No
 - d Exchange gain under section 987 Yes No
- 19 Did this transfer result from a change in entity classification? Yes No
- 20 a Did a domestic corporation make a distribution of property covered by section 367(e)(2)? (see instructions) Yes No
If "Yes," complete lines 20b and 20c.
 - b Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ▶ \$ _____
 - c Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? Yes No
- 21 Did a domestic corporation make a section 355 distribution of stock in a foreign controlled corporation covered by section 367(e)(1)? See instructions Yes No

Part XIV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - (821) THIRD SECTOR NEW ENGLAND, INC.

TO SUPPORT BUILDING MOVEMENT PROJECT'S CONTINUED "RACE TO LEAD"
RESEARCH AND A LEADERSHIP DOCUMENTATION PROJECT

NAME OF RECIPIENT - (822) THIRD SECTOR NEW ENGLAND, INC.

TO BUILD LEADERSHIP CAPACITY THROUGH COHORT PROGRAMMING WITH AN EQUITY
LENS THAT IS SUPPORTED BY AN ORGANIZATIONAL EQUITY PLAN AND ADVANCEMENT
FUNCTION

NAME OF RECIPIENT - (842) TRUSTEES OF RESERVATIONS

TO SUPPORT THE TRUSTEES OF RESERVATIONS' ONE WATERFRONT INITIATIVE TO
DEVELOP SIGNATURE, EQUITABLE, AND CLIMATE-RESILIENT PARKS ON THE BOSTON
WATERFRONT

NAME OF RECIPIENT - (845) UNBOUNDED LEARNING INC.

TO SUPPORT NEW AND DEEPENING WORK IN UP TO SIX DISTRICTS IN
MASSACHUSETTS ALIGNED WITH RESEARCH AND EVALUATION STRATEGY DEVELOPMENT

NAME OF RECIPIENT - (846) UNBOUNDED LEARNING INC.

TO SUPPORT NEW AND DEEPENING WORK IN UP TO SIX DISTRICTS IN
MASSACHUSETTS ALIGNED WITH RESEARCH AND EVALUATION STRATEGY DEVELOPMENT

NAME OF RECIPIENT - (853) UNITED STATES ARTISTS, INC.

TO SUPPORT THE 2025 FELLOWSHIP PROGRAM AND CONTINUE TRESTLE AND POLICY
RESEARCH, DISCOVERY, AND PLANNING EFFORTS IN NEW ENGLAND

NAME OF RECIPIENT - (854) UNITED STATES ARTISTS, INC.

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor BARR FOUNDATION	Identifying number (see instructions) 04-6579815
--	--

- 1** Is the transferee a specified 10%-owned foreign corporation that is not a controlled foreign corporation? **Yes** **No**
- 2** If the transferor was a corporation, complete questions 2a through 2d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by five or fewer domestic corporations? **Yes** **No**
- b** Did the transferor remain in existence after the transfer? **Yes** **No**
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? **Yes** **No**
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(4) been made? **Yes** **No**

- 3** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 3a through 3d.
- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership

SEE PART III

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? **Yes** **No**
- c** Is the partner disposing of its **entire** interest in the partnership? **Yes** **No**
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? **Yes** **No**

Part II Transferee Foreign Corporation Information (see instructions)

4 Name of transferee (foreign corporation) ISLAY NEW GROUP HOLDING, S.A.	5a Identifying number, if any
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6 Address (including country) 26A BOULEVARD ROYAL LUXEMBOURG, L-2449 LUXEMBOURG	5b Reference ID number 926629
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7 Country code of country of incorporation or organization
LU

8 Foreign law characterization (see instructions)
CORPORATION

- 9** Is the transferee foreign corporation a controlled foreign corporation? **Yes** **No**

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash			310,464.		

10 Was cash the only property transferred? **Yes** **No**
 If "Yes," skip the remainder of Part III and go to Part IV.

Section B - Other Property (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Stock and securities					
Inventory					
Other property (not listed under another category)					
Property with built-in loss					
Totals					

11 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? **Yes** **No**

12 a Were any assets of a foreign branch (including a branch that is a foreign disregarded entity) transferred to a foreign corporation? **Yes** **No**
 If "Yes," go to line 12b.

b Was the transferor a domestic corporation that transferred substantially all of the assets of a foreign branch (including a branch that is a foreign disregarded entity) to a specified 10%-owned foreign corporation? **Yes** **No**
 If "Yes," continue to line 12c. If "No," skip lines 12c and 12d, and go to line 13.

c Immediately after the transfer, was the domestic corporation a U.S. shareholder with respect to the transferee foreign corporation? **Yes** **No**
 If "Yes," continue to line 12d. If "No," skip line 12d, and go to line 13.

d Enter the transferred loss amount included in gross income as required under section 91 ► \$ _____

13 Did the transferor transfer property described in section 367(d)(4)? **Yes** **No**
 If "No," skip Section C and questions 14a through 15.

Section C - Intangible Property Subject to Section 367(d)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 367(d)(4)						
Totals						

- 14 a Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed 20 years? Yes No
- b At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? Yes No
- c Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? Yes No
- d If the answer to line 14c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ▶ \$ _____
- 15 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? Yes No

Supplemental Part III Information Required To Be Reported (see instructions)

SEE STATEMENT 64

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 16 Enter the transferor's interest in the transferee foreign corporation before and after the transfer.
(a) Before .020 % (b) After .020 %
- 17 Type of nonrecognition transaction (see instructions) ▶ SECTION 351
- 18 Indicate whether any transfer reported in Part III is subject to any of the following.
 - a Gain recognition under section 904(f)(3) Yes No
 - b Gain recognition under section 904(f)(5)(F) Yes No
 - c Recapture under section 1503(d) Yes No
 - d Exchange gain under section 987 Yes No
- 19 Did this transfer result from a change in entity classification? Yes No
- 20 a Did a domestic corporation make a distribution of property covered by section 367(e)(2)? (see instructions) Yes No
If "Yes," complete lines 20b and 20c.
 - b Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ▶ \$ _____
 - c Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? Yes No
- 21 Did a domestic corporation make a section 355 distribution of stock in a foreign controlled corporation covered by section 367(e)(1)? See instructions Yes No

Part XIV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

TO SUPPORT THE 2024 FELLOWSHIP PROGRAM AND TRESTLE RESEARCH, DISCOVERY,
AND PLANNING EFFORTS IN NEW ENGLAND

NAME OF RECIPIENT - (859) UNIVERSITY OF MASSACHUSETTS

TO SUPPORT THE COMMONWEALTH COLLEGIATE ACADEMY IN IMPLEMENTING
RECOMMENDATIONS FROM THE BARR FUNDED EDC EVALUATION

NAME OF RECIPIENT - (860) UNIVERSITY OF MASSACHUSETTS FOUNDATION, INC.

TO SUPPORT MASS ECOSYSTEM CLIMATE ADAPTATION NETWORK TO EXPAND LEARNING
NETWORKS FOR CLIMATE RESILIENCE

NAME OF RECIPIENT - (863) URBAN INSTITUTE

TO PROVIDE PROJECT SUPPORT TO ADMINISTER THE 2024 NATIONAL SURVEY OF
NONPROFIT TRENDS AND IMPACTS SURVEY

NAME OF RECIPIENT - (869) VERITAS PREPARATORY CHARTER SCHOOL

TO SUPPORT VERITAS PREP CHARTER HIGH SCHOOL'S HIGH SCHOOL DESIGN,
ITERATION, AND EXPANSION TO GRADES 9-12

NAME OF RECIPIENT - (870) VERITAS PREPARATORY CHARTER SCHOOL

TO SUPPORT VERITAS PREP CHARTER HIGH SCHOOL'S HIGH SCHOOL DESIGN,
ITERATION, AND EXPANSION TO GRADES 9-12

NAME OF RECIPIENT - (878) WGBH EDUCATIONAL FOUNDATION

TO SUPPORT THE LAUNCH OF AN EQUITY AND JUSTICE UNIT AND TO ENABLE
DEEPER RELATIONSHIPS WITH GRASSROOTS MEDIA LEADERS

NAME OF RECIPIENT - (879) WHITE MOUNTAINS REGIONAL SCHOOL DISTRICT

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor BARR FOUNDATION	Identifying number (see instructions) 04-6579815
--	--

- 1** Is the transferee a specified 10%-owned foreign corporation that is not a controlled foreign corporation? **Yes** **No**
- 2** If the transferor was a corporation, complete questions 2a through 2d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by five or fewer domestic corporations? **Yes** **No**
- b** Did the transferor remain in existence after the transfer? **Yes** **No**
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? **Yes** **No**
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(4) been made? **Yes** **No**

- 3** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 3a through 3d.
- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
CNK SEED FUND I, LP	87-4761069

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? **Yes** **No**
- c** Is the partner disposing of its **entire** interest in the partnership? **Yes** **No**
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? **Yes** **No**

Part II Transferee Foreign Corporation Information (see instructions)

4 Name of transferee (foreign corporation) IVXS UK LIMITED	5a Identifying number, if any
--	-------------------------------

6 Address (including country) 86-90 PAUL STREET LONDON, EC2A 4NE UNITED KINGDOM	5b Reference ID number 926630
---	---

7 Country code of country of incorporation or organization
UK

8 Foreign law characterization (see instructions)
CORPORATION

- 9** Is the transferee foreign corporation a controlled foreign corporation? **Yes** **No**

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	03/01/2024		103,775.		

10 Was cash the only property transferred? **Yes** **No**
 If "Yes," skip the remainder of Part III and go to Part IV.

Section B - Other Property (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Stock and securities					
Inventory					
Other property (not listed under another category)					
Property with built-in loss					
Totals					

11 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? **Yes** **No**

12 a Were any assets of a foreign branch (including a branch that is a foreign disregarded entity) transferred to a foreign corporation? **Yes** **No**
 If "Yes," go to line 12b.

b Was the transferor a domestic corporation that transferred substantially all of the assets of a foreign branch (including a branch that is a foreign disregarded entity) to a specified 10%-owned foreign corporation? **Yes** **No**
 If "Yes," continue to line 12c. If "No," skip lines 12c and 12d, and go to line 13.

c Immediately after the transfer, was the domestic corporation a U.S. shareholder with respect to the transferee foreign corporation? **Yes** **No**
 If "Yes," continue to line 12d. If "No," skip line 12d, and go to line 13.

d Enter the transferred loss amount included in gross income as required under section 91 ► \$ _____

13 Did the transferor transfer property described in section 367(d)(4)? **Yes** **No**
 If "No," skip Section C and questions 14a through 15.

Section C - Intangible Property Subject to Section 367(d)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 367(d)(4)						
Totals						

- 14 a Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed 20 years? Yes No
- b At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? Yes No
- c Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? Yes No
- d If the answer to line 14c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ▶ \$ _____
- 15 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? Yes No

Supplemental Part III Information Required To Be Reported (see instructions)

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 16 Enter the transferor's interest in the transferee foreign corporation before and after the transfer.
(a) Before .000 % (b) After .010 %
- 17 Type of nonrecognition transaction (see instructions) ▶ SECTION 351
- 18 Indicate whether any transfer reported in Part III is subject to any of the following.
 - a Gain recognition under section 904(f)(3) Yes No
 - b Gain recognition under section 904(f)(5)(F) Yes No
 - c Recapture under section 1503(d) Yes No
 - d Exchange gain under section 987 Yes No
- 19 Did this transfer result from a change in entity classification? Yes No
- 20 a Did a domestic corporation make a distribution of property covered by section 367(e)(2)? (see instructions) Yes No
If "Yes," complete lines 20b and 20c.
 - b Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ▶ \$ _____
 - c Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? Yes No
- 21 Did a domestic corporation make a section 355 distribution of stock in a foreign controlled corporation covered by section 367(e)(1)? See instructions Yes No

Part XIV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

TO SUPPORT THE CONTINUED TRANSFORMATION EFFORTS AT WHITE MOUNTAINS
REGIONAL SCHOOL DISTRICT

NAME OF RECIPIENT - (881) WINOOSKI SCHOOL DISTRICT

TO SUPPORT WINOOSKI MIDDLE HIGH SCHOOL AS PART OF THE SUSTAINABILITY
PHASE OF THE WIDER LEARNING ECOSYSTEM COHORT

NAME OF RECIPIENT - (882) WINOOSKI SCHOOL DISTRICT

TO SUPPORT WINOOSKI MIDDLE HIGH SCHOOL AS PART OF THE SUSTAINABILITY
PHASE OF THE WIDER LEARNING ECOSYSTEM COHORT

NAME OF RECIPIENT - (887) WORCESTER CULTURAL COALITION, INC.

TO SUPPORT A STRATEGIC PLAN FOR THE WORCESTER CULTURAL COALITION AND AN
OPERATIONAL AND BUSINESS PLAN FOR THE JEAN MCDONOUGH ARTS CENTER

NAME OF RECIPIENT - (888) WORCESTER CULTURAL COALITION, INC.

TO SUPPORT A STRATEGIC PLAN FOR THE WORCESTER CULTURAL COALITION AND AN
OPERATIONAL AND BUSINESS PLAN FOR THE JEAN MCDONOUGH ARTS CENTER

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor BARR FOUNDATION	Identifying number (see instructions) 04-6579815
--	--

- 1** Is the transferee a specified 10%-owned foreign corporation that is not a controlled foreign corporation? **Yes** **No**
- 2** If the transferor was a corporation, complete questions 2a through 2d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by five or fewer domestic corporations? **Yes** **No**
- b** Did the transferor remain in existence after the transfer? **Yes** **No**
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? **Yes** **No**
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(4) been made? **Yes** **No**

- 3** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 3a through 3d.
- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership

SEE PART III

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? **Yes** **No**
- c** Is the partner disposing of its **entire** interest in the partnership? **Yes** **No**
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? **Yes** **No**

Part II Transferee Foreign Corporation Information (see instructions)

4 Name of transferee (foreign corporation) LOFT BRASIL TECNOLOGIA S.A.	5a Identifying number, if any
---	--------------------------------------

6 Address (including country) RUA TABAPUA, 743, ROOM 301 SAO PAULO, 04533-012 BRAZIL	5b Reference ID number 926631
---	--

7 Country code of country of incorporation or organization
BR

8 Foreign law characterization (see instructions)
CORPORATION

- 9** Is the transferee foreign corporation a controlled foreign corporation? **Yes** **No**

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash			317,030.		

10 Was cash the only property transferred? **Yes** **No**
 If "Yes," skip the remainder of Part III and go to Part IV.

Section B - Other Property (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Stock and securities					
Inventory					
Other property (not listed under another category)					
Property with built-in loss					
Totals					

11 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? **Yes** **No**

12 a Were any assets of a foreign branch (including a branch that is a foreign disregarded entity) transferred to a foreign corporation? **Yes** **No**
 If "Yes," go to line 12b.

b Was the transferor a domestic corporation that transferred substantially all of the assets of a foreign branch (including a branch that is a foreign disregarded entity) to a specified 10%-owned foreign corporation? **Yes** **No**
 If "Yes," continue to line 12c. If "No," skip lines 12c and 12d, and go to line 13.

c Immediately after the transfer, was the domestic corporation a U.S. shareholder with respect to the transferee foreign corporation? **Yes** **No**
 If "Yes," continue to line 12d. If "No," skip line 12d, and go to line 13.

d Enter the transferred loss amount included in gross income as required under section 91 ► \$ _____

13 Did the transferor transfer property described in section 367(d)(4)? **Yes** **No**
 If "No," skip Section C and questions 14a through 15.

Section C - Intangible Property Subject to Section 367(d)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 367(d)(4)						
Totals						

- 14 a Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed 20 years? **Yes** **No**
- b At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? **Yes** **No**
- c Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? **Yes** **No**
- d If the answer to line 14c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ▶ \$ _____
- 15 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? **Yes** **No**

Supplemental Part III Information Required To Be Reported (see instructions)

TAXPAYER'S CONTRIBUTIONS TO THE FOREIGN CORPORATION ABOVE WERE DUE TO AN INTEREST IN AH PARALLEL FUND V, LP (81-2834258) AND ANDREESSEN HOROWITZ FUND V LP (81-2819558), THE TRANSFERORS. TAXPAYER'S SHARE OF THE AMOUNTS CONTRIBUTED BY THE TRANSFERORS ARE \$6,453 AND \$310,577, RESPECTIVELY.

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 16 Enter the transferor's interest in the transferee foreign corporation before and after the transfer.
(a) Before .060 % (b) After .060 %
- 17 Type of nonrecognition transaction (see instructions) ▶ SECTION 351
- 18 Indicate whether any transfer reported in Part III is subject to any of the following.
 - a Gain recognition under section 904(f)(3) **Yes** **No**
 - b Gain recognition under section 904(f)(5)(F) **Yes** **No**
 - c Recapture under section 1503(d) **Yes** **No**
 - d Exchange gain under section 987 **Yes** **No**
- 19 Did this transfer result from a change in entity classification? **Yes** **No**
- 20 a Did a domestic corporation make a distribution of property covered by section 367(e)(2)? (see instructions) **Yes** **No**
If "Yes," complete lines 20b and 20c.
 - b Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ▶ \$ _____
 - c Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? **Yes** **No**
- 21 Did a domestic corporation make a section 355 distribution of stock in a foreign controlled corporation covered by section 367(e)(1)? See instructions **Yes** **No**

**Schedule B
(Form 990)**

(Rev. December 2024)
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

Name of the organization

BARR FOUNDATION

Employer identification number

04-6579815

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) (Rev. 12-2024)

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0026

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Attachment
 Sequence No. **128**

Part I U.S. Transferor Information (see instructions)

Name of transferor BARR FOUNDATION	Identifying number (see instructions) 04-6579815
--	--

- 1** Is the transferee a specified 10%-owned foreign corporation that is not a controlled foreign corporation? **Yes** **No**
- 2** If the transferor was a corporation, complete questions 2a through 2d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by five or fewer domestic corporations? **Yes** **No**
- b** Did the transferor remain in existence after the transfer? **Yes** **No**
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? **Yes** **No**
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(4) been made? **Yes** **No**

- 3** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 3a through 3d.
- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
HONGSHAN CAPITAL GROWTH FUND VII, L.P.	98-1659892

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? **Yes** **No**
- c** Is the partner disposing of its **entire** interest in the partnership? **Yes** **No**
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? **Yes** **No**

Part II Transferee Foreign Corporation Information (see instructions)

4 Name of transferee (foreign corporation) MIDEA GROUP CO., LTD.	5a Identifying number, if any
---	--------------------------------------

6 Address (including country) 6 MIDEA AVE, BEIJIAO, SHUNDE FOSHAN, GUANGDONG, CHINA	5b Reference ID number 926632
--	--

7 Country code of country of incorporation or organization
CH

8 Foreign law characterization (see instructions)
CORPORATION

- 9** Is the transferee foreign corporation a controlled foreign corporation? **Yes** **No**

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	09/17/2024		246,450.		

10 Was cash the only property transferred? **Yes** **No**
 If "Yes," skip the remainder of Part III and go to Part IV.

Section B - Other Property (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Stock and securities					
Inventory					
Other property (not listed under another category)					
Property with built-in loss					
Totals					

11 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? **Yes** **No**

12 a Were any assets of a foreign branch (including a branch that is a foreign disregarded entity) transferred to a foreign corporation? **Yes** **No**
 If "Yes," go to line 12b.

b Was the transferor a domestic corporation that transferred substantially all of the assets of a foreign branch (including a branch that is a foreign disregarded entity) to a specified 10%-owned foreign corporation? **Yes** **No**
 If "Yes," continue to line 12c. If "No," skip lines 12c and 12d, and go to line 13.

c Immediately after the transfer, was the domestic corporation a U.S. shareholder with respect to the transferee foreign corporation? **Yes** **No**
 If "Yes," continue to line 12d. If "No," skip line 12d, and go to line 13.

d Enter the transferred loss amount included in gross income as required under section 91 ► \$ _____

13 Did the transferor transfer property described in section 367(d)(4)? **Yes** **No**
 If "No," skip Section C and questions 14a through 15.

Section C - Intangible Property Subject to Section 367(d)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 367(d)(4)						
Totals						

- 14 a Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed 20 years? Yes No
- b At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? Yes No
- c Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? Yes No
- d If the answer to line 14c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ▶ \$ _____
- 15 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? Yes No

Supplemental Part III Information Required To Be Reported (see instructions)

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 16 Enter the transferor's interest in the transferee foreign corporation before and after the transfer.
(a) Before _____ % (b) After _____ %
- 17 Type of nonrecognition transaction (see instructions) ▶ **SECTION 351** _____
- 18 Indicate whether any transfer reported in Part III is subject to any of the following.
 - a Gain recognition under section 904(f)(3) Yes No
 - b Gain recognition under section 904(f)(5)(F) Yes No
 - c Recapture under section 1503(d) Yes No
 - d Exchange gain under section 987 Yes No
- 19 Did this transfer result from a change in entity classification? Yes No
- 20 a Did a domestic corporation make a distribution of property covered by section 367(e)(2)? (see instructions) Yes No
If "Yes," complete lines 20b and 20c.
 - b Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ▶ \$ _____
 - c Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? Yes No
- 21 Did a domestic corporation make a section 355 distribution of stock in a foreign controlled corporation covered by section 367(e)(1)? See instructions Yes No

Name of organization BARR FOUNDATION	Employer identification number 04-6579815
--	---

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	AMOS B. HOSTETTER JR. AND BARBARA W. HOSTETTER TWO ATLANTIC AVENUE BOSTON, MA 02110	\$ 342,563.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" 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.)

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor BARR FOUNDATION	Identifying number (see instructions) 04-6579815
--	--

- 1** Is the transferee a specified 10%-owned foreign corporation that is not a controlled foreign corporation? **Yes** **No**
- 2** If the transferor was a corporation, complete questions 2a through 2d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by five or fewer domestic corporations? **Yes** **No**
- b** Did the transferor remain in existence after the transfer? **Yes** **No**
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? **Yes** **No**
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(4) been made? **Yes** **No**

- 3** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 3a through 3d.
- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
PEAK XV PARTNERS VENTURE VII LTD	98-1542308

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? **Yes** **No**
- c** Is the partner disposing of its **entire** interest in the partnership? **Yes** **No**
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? **Yes** **No**

Part II Transferee Foreign Corporation Information (see instructions)

4 Name of transferee (foreign corporation) MOKOBARA LIFESTYLE PRIVATE LIMITED	5a Identifying number, if any
--	--------------------------------------

6 Address (including country) #198, CMH ROAD, 2ND FLOOR, DESK #275 INDIRANAGAR, BENGALURU, 560038 INDIA	5b Reference ID number 926633
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7 Country code of country of incorporation or organization
IN

8 Foreign law characterization (see instructions)
CORPORATION

- 9** Is the transferee foreign corporation a controlled foreign corporation? **Yes** **No**

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	02/14/2024		122,880.		

10 Was cash the only property transferred? **Yes** **No**
 If "Yes," skip the remainder of Part III and go to Part IV.

Section B - Other Property (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Stock and securities					
Inventory					
Other property (not listed under another category)					
Property with built-in loss					
Totals					

11 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? **Yes** **No**

12 a Were any assets of a foreign branch (including a branch that is a foreign disregarded entity) transferred to a foreign corporation? **Yes** **No**
 If "Yes," go to line 12b.

b Was the transferor a domestic corporation that transferred substantially all of the assets of a foreign branch (including a branch that is a foreign disregarded entity) to a specified 10%-owned foreign corporation? **Yes** **No**
 If "Yes," continue to line 12c. If "No," skip lines 12c and 12d, and go to line 13.

c Immediately after the transfer, was the domestic corporation a U.S. shareholder with respect to the transferee foreign corporation? **Yes** **No**
 If "Yes," continue to line 12d. If "No," skip line 12d, and go to line 13.

d Enter the transferred loss amount included in gross income as required under section 91 ► \$ _____

13 Did the transferor transfer property described in section 367(d)(4)? **Yes** **No**
 If "No," skip Section C and questions 14a through 15.

Section C - Intangible Property Subject to Section 367(d)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 367(d)(4)						
Totals						

- 14 a** Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed 20 years? **Yes** **No**
- b** At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? **Yes** **No**
- c** Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? **Yes** **No**
- d** If the answer to line 14c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ▶ \$ _____
- 15** Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? **Yes** **No**

Supplemental Part III Information Required To Be Reported (see instructions)

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 16** Enter the transferor's interest in the transferee foreign corporation before and after the transfer.
(a) Before .000 % **(b)** After .150 %
- 17** Type of nonrecognition transaction (see instructions) ▶ SECTION 351
- 18** Indicate whether any transfer reported in Part III is subject to any of the following.
 - a** Gain recognition under section 904(f)(3) **Yes** **No**
 - b** Gain recognition under section 904(f)(5)(F) **Yes** **No**
 - c** Recapture under section 1503(d) **Yes** **No**
 - d** Exchange gain under section 987 **Yes** **No**
- 19** Did this transfer result from a change in entity classification? **Yes** **No**
- 20 a** Did a domestic corporation make a distribution of property covered by section 367(e)(2)? (see instructions) **Yes** **No**
 If "Yes," complete lines 20b and 20c.
- b** Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ▶ \$ _____
- c** Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? **Yes** **No**
- 21** Did a domestic corporation make a section 355 distribution of stock in a foreign controlled corporation covered by section 367(e)(1)? See instructions **Yes** **No**

Name of organization BARR FOUNDATION	Employer identification number 04-6579815
--	---

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
<u>1</u>	2,345 SHARES ROBLOX CORPORATION _____ _____ _____	\$ <u>83,025.</u>	<u>06/05/24</u>
<u>1</u>	5,110 SHARES MAPLEBEAR INC. _____ _____ _____	\$ <u>157,107.</u>	<u>06/05/24</u>
<u>1</u>	771 SHARES SNOWFLAKE INC. _____ _____ _____	\$ <u>102,431.</u>	<u>06/05/24</u>
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

▶ **Go to www.irs.gov/Form926 for instructions and the latest information.**
 ▶ **Attach to your income tax return for the year of the transfer or distribution.**

Part I U.S. Transferor Information (see instructions)

Name of transferor BARR FOUNDATION	Identifying number (see instructions) 04-6579815
--	--

- 1** Is the transferee a specified 10%-owned foreign corporation that is not a controlled foreign corporation? **Yes** **No**
- 2** If the transferor was a corporation, complete questions 2a through 2d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by five or fewer domestic corporations? **Yes** **No**
- b** Did the transferor remain in existence after the transfer? **Yes** **No**
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? **Yes** **No**
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(4) been made? **Yes** **No**

- 3** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 3a through 3d.
- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
HONGSHAN CAPITAL GROWTH FUND VII, L.P.	98-1659892

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? **Yes** **No**
- c** Is the partner disposing of its **entire** interest in the partnership? **Yes** **No**
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? **Yes** **No**

Part II Transferee Foreign Corporation Information (see instructions)

4 Name of transferee (foreign corporation) MONZO BANK HOLDING GROUP LIMITED	5a Identifying number, if any
--	--------------------------------------

6 Address (including country) BROADWALK HOUSE, 5 APPOLD STREET LONDON, EC2A 2AG UNITED KINGDOM	5b Reference ID number 926634
---	--

7 Country code of country of incorporation or organization
UK

8 Foreign law characterization (see instructions)
CORPORATION

- 9** Is the transferee foreign corporation a controlled foreign corporation? **Yes** **No**

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	03/04/2024		223,544.		

10 Was cash the only property transferred? **Yes** **No**
 If "Yes," skip the remainder of Part III and go to Part IV.

Section B - Other Property (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Stock and securities					
Inventory					
Other property (not listed under another category)					
Property with built-in loss					
Totals					

11 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? **Yes** **No**

12 a Were any assets of a foreign branch (including a branch that is a foreign disregarded entity) transferred to a foreign corporation? **Yes** **No**
 If "Yes," go to line 12b.

b Was the transferor a domestic corporation that transferred substantially all of the assets of a foreign branch (including a branch that is a foreign disregarded entity) to a specified 10%-owned foreign corporation? **Yes** **No**
 If "Yes," continue to line 12c. If "No," skip lines 12c and 12d, and go to line 13.

c Immediately after the transfer, was the domestic corporation a U.S. shareholder with respect to the transferee foreign corporation? **Yes** **No**
 If "Yes," continue to line 12d. If "No," skip line 12d, and go to line 13.

d Enter the transferred loss amount included in gross income as required under section 91 ► \$ _____

13 Did the transferor transfer property described in section 367(d)(4)? **Yes** **No**
 If "No," skip Section C and questions 14a through 15.

Section C - Intangible Property Subject to Section 367(d)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 367(d)(4)						
Totals						

- 14 a Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed 20 years? Yes No
- b At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? Yes No
- c Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? Yes No
- d If the answer to line 14c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ▶ \$ _____
- 15 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? Yes No

Supplemental Part III Information Required To Be Reported (see instructions)

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 16 Enter the transferor's interest in the transferee foreign corporation before and after the transfer.
(a) Before _____ % (b) After _____ %
- 17 Type of nonrecognition transaction (see instructions) ▶ **SECTION 351**
- 18 Indicate whether any transfer reported in Part III is subject to any of the following.
 - a Gain recognition under section 904(f)(3) Yes No
 - b Gain recognition under section 904(f)(5)(F) Yes No
 - c Recapture under section 1503(d) Yes No
 - d Exchange gain under section 987 Yes No
- 19 Did this transfer result from a change in entity classification? Yes No
- 20 a Did a domestic corporation make a distribution of property covered by section 367(e)(2)? (see instructions) Yes No
If "Yes," complete lines 20b and 20c.
 - b Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ▶ \$ _____
 - c Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? Yes No
- 21 Did a domestic corporation make a section 355 distribution of stock in a foreign controlled corporation covered by section 367(e)(1)? See instructions Yes No

Name of organization BARR FOUNDATION	Employer identification number 04-6579815
--	---

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

FORM 926

STATEMENT 61

TAXPAYER'S CONTRIBUTIONS TO THE FOREIGN CORPORATION ABOVE WERE DUE TO AN INTEREST IN SEQUOIA CAPITAL FUND, L.P. (98-1639975) AND SEQUOIA CAPITAL US VENTURE FUND XVII, LP (98-1542549), THE TRANSFERORS. TAXPAYER'S SHARE OF THE AMOUNTS CONTRIBUTED BY THE TRANSFERORS ARE \$282,437 AND \$25,465, RESPECTIVELY.

FORM 926

STATEMENT 62

TAXPAYER'S CONTRIBUTIONS TO THE FOREIGN CORPORATION ABOVE WERE DUE TO AN INTEREST IN HONGSHAN CAPITAL EXPANSION FUND I, LP (98-1660350) AND HONGSHAN CAPITAL GROWTH FUND VII, L.P. (98-1659892), THE TRANSFERORS. TAXPAYER'S SHARE OF THE AMOUNTS CONTRIBUTED BY THE TRANSFERORS ARE \$504,000 AND \$439,141, RESPECTIVELY.

FORM 926

STATEMENT 63

TAXPAYER'S CONTRIBUTIONS TO THE FOREIGN CORPORATION ABOVE WERE DUE TO AN INTEREST IN FINEPOINT CAPITAL PARTNERS II, LP (90-1020430), BAUPOST LIMITED PARTNERSHIP 1983 B-1 (04-2780324), BAUPOST LIMITED PARTNERSHIP 1983 C-1 (04-2780321), AND BAUPOST VALUE PARTNERS, LP-I (04-3506440), THE TRANSFERORS. TAXPAYER'S SHARE OF THE AMOUNTS CONTRIBUTED BY THE TRANSFERORS ARE \$1,477,033, \$219,711, \$716,560, AND \$578,206, RESPECTIVELY.

TAXPAYER'S CONTRIBUTIONS TO THE FOREIGN CORPORATION ABOVE WERE DUE TO AN INTEREST IN BERKSHIRE FUND IX-A (OS), L.P. (98-1463560) AND BERKSHIRE FUND X-A (OS), L.P. (98-1594540), THE TRANSFERORS. TAXPAYER'S SHARE OF THE AMOUNTS CONTRIBUTED BY THE TRANSFERORS ARE \$7,675 AND \$302,789, RESPECTIVELY.

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor BARR FOUNDATION	Identifying number (see instructions) 04-6579815
--	--

- 1** Is the transferee a specified 10%-owned foreign corporation that is not a controlled foreign corporation? **Yes** **No**
- 2** If the transferor was a corporation, complete questions 2a through 2d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by five or fewer domestic corporations? **Yes** **No**
- b** Did the transferor remain in existence after the transfer? **Yes** **No**
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? **Yes** **No**
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(4) been made? **Yes** **No**

- 3** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 3a through 3d.
- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership

SEE PART III

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? **Yes** **No**
- c** Is the partner disposing of its **entire** interest in the partnership? **Yes** **No**
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? **Yes** **No**

Part II Transferee Foreign Corporation Information (see instructions)

4 Name of transferee (foreign corporation) OASIS SECURITY LTD.	5a Identifying number, if any
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6 Address (including country) AHAD'AM ST 21 TEL AVIV-JAFFA, ISRAEL	5b Reference ID number 926635
---	--

7 Country code of country of incorporation or organization
IS

8 Foreign law characterization (see instructions)
CORPORATION

- 9** Is the transferee foreign corporation a controlled foreign corporation? **Yes** **No**

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	04/15/2024		130,431.		

10 Was cash the only property transferred? **Yes** **No**
 If "Yes," skip the remainder of Part III and go to Part IV.

Section B - Other Property (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Stock and securities					
Inventory					
Other property (not listed under another category)					
Property with built-in loss					
Totals					

11 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? **Yes** **No**

12 a Were any assets of a foreign branch (including a branch that is a foreign disregarded entity) transferred to a foreign corporation? **Yes** **No**
 If "Yes," go to line 12b.

b Was the transferor a domestic corporation that transferred substantially all of the assets of a foreign branch (including a branch that is a foreign disregarded entity) to a specified 10%-owned foreign corporation? **Yes** **No**
 If "Yes," continue to line 12c. If "No," skip lines 12c and 12d, and go to line 13.

c Immediately after the transfer, was the domestic corporation a U.S. shareholder with respect to the transferee foreign corporation? **Yes** **No**
 If "Yes," continue to line 12d. If "No," skip line 12d, and go to line 13.

d Enter the transferred loss amount included in gross income as required under section 91 ► \$ _____

13 Did the transferor transfer property described in section 367(d)(4)? **Yes** **No**
 If "No," skip Section C and questions 14a through 15.

Section C - Intangible Property Subject to Section 367(d)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 367(d)(4)						
Totals						

- 14 a Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed 20 years? Yes No
- b At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? Yes No
- c Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? Yes No
- d If the answer to line 14c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ▶ \$ _____
- 15 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? Yes No

Supplemental Part III Information Required To Be Reported (see instructions)

SEE STATEMENT 65

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 16 Enter the transferor's interest in the transferee foreign corporation before and after the transfer.
(a) Before .160 % (b) After .190 %
- 17 Type of nonrecognition transaction (see instructions) ▶ SECTION 351
- 18 Indicate whether any transfer reported in Part III is subject to any of the following.
 - a Gain recognition under section 904(f)(3) Yes No
 - b Gain recognition under section 904(f)(5)(F) Yes No
 - c Recapture under section 1503(d) Yes No
 - d Exchange gain under section 987 Yes No
- 19 Did this transfer result from a change in entity classification? Yes No
- 20 a Did a domestic corporation make a distribution of property covered by section 367(e)(2)? (see instructions) Yes No
If "Yes," complete lines 20b and 20c.
 - b Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ▶ \$ _____
 - c Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? Yes No
- 21 Did a domestic corporation make a section 355 distribution of stock in a foreign controlled corporation covered by section 367(e)(1)? See instructions Yes No

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor BARR FOUNDATION	Identifying number (see instructions) 04-6579815
--	--

- 1** Is the transferee a specified 10%-owned foreign corporation that is not a controlled foreign corporation? **Yes** **No**
- 2** If the transferor was a corporation, complete questions 2a through 2d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by five or fewer domestic corporations? **Yes** **No**
- b** Did the transferor remain in existence after the transfer? **Yes** **No**
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? **Yes** **No**
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(4) been made? **Yes** **No**

- 3** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 3a through 3d.
- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
SEQUOIA CAPITAL FUND, L.P.	98-1639975

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? **Yes** **No**
- c** Is the partner disposing of its **entire** interest in the partnership? **Yes** **No**
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? **Yes** **No**

Part II Transferee Foreign Corporation Information (see instructions)

4 Name of transferee (foreign corporation) ODOO SA	5a Identifying number, if any
--	-------------------------------

6 Address (including country) CHAUSSÉE DE NAMUR 40 GRAND-ROSIÈRE, 1367 BELGIUM	5b Reference ID number 926636
--	---

7 Country code of country of incorporation or organization
BE

8 Foreign law characterization (see instructions)
CORPORATION

- 9** Is the transferee foreign corporation a controlled foreign corporation? **Yes** **No**

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	10/29/2024		1,807,022.		

10 Was cash the only property transferred? **Yes** **No**
 If "Yes," skip the remainder of Part III and go to Part IV.

Section B - Other Property (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Stock and securities					
Inventory					
Other property (not listed under another category)					
Property with built-in loss					
Totals					

11 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? **Yes** **No**

12 a Were any assets of a foreign branch (including a branch that is a foreign disregarded entity) transferred to a foreign corporation? **Yes** **No**
 If "Yes," go to line 12b.

b Was the transferor a domestic corporation that transferred substantially all of the assets of a foreign branch (including a branch that is a foreign disregarded entity) to a specified 10%-owned foreign corporation? **Yes** **No**
 If "Yes," continue to line 12c. If "No," skip lines 12c and 12d, and go to line 13.

c Immediately after the transfer, was the domestic corporation a U.S. shareholder with respect to the transferee foreign corporation? **Yes** **No**
 If "Yes," continue to line 12d. If "No," skip line 12d, and go to line 13.

d Enter the transferred loss amount included in gross income as required under section 91 ► \$ _____

13 Did the transferor transfer property described in section 367(d)(4)? **Yes** **No**
 If "No," skip Section C and questions 14a through 15.

Section C - Intangible Property Subject to Section 367(d)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 367(d)(4)						
Totals						

- 14 a** Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed 20 years? **Yes** **No**
- b** At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? **Yes** **No**
- c** Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? **Yes** **No**
- d** If the answer to line 14c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ▶ \$ _____
- 15** Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? **Yes** **No**

Supplemental Part III Information Required To Be Reported (see instructions)

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 16** Enter the transferor's interest in the transferee foreign corporation before and after the transfer.
(a) Before .000 % **(b)** After .020 %
- 17** Type of nonrecognition transaction (see instructions) ▶ **SECTION 351**
- 18** Indicate whether any transfer reported in Part III is subject to any of the following.
 - a** Gain recognition under section 904(f)(3) **Yes** **No**
 - b** Gain recognition under section 904(f)(5)(F) **Yes** **No**
 - c** Recapture under section 1503(d) **Yes** **No**
 - d** Exchange gain under section 987 **Yes** **No**
- 19** Did this transfer result from a change in entity classification? **Yes** **No**
- 20 a** Did a domestic corporation make a distribution of property covered by section 367(e)(2)? (see instructions) **Yes** **No**
 If "Yes," complete lines 20b and 20c.
- b** Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ▶ \$ _____
- c** Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? **Yes** **No**
- 21** Did a domestic corporation make a section 355 distribution of stock in a foreign controlled corporation covered by section 367(e)(1)? See instructions **Yes** **No**

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor BARR FOUNDATION	Identifying number (see instructions) 04-6579815
--	--

- 1** Is the transferee a specified 10%-owned foreign corporation that is not a controlled foreign corporation? **Yes** **No**
- 2** If the transferor was a corporation, complete questions 2a through 2d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by five or fewer domestic corporations? **Yes** **No**
- b** Did the transferor remain in existence after the transfer? **Yes** **No**
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? **Yes** **No**
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(4) been made? **Yes** **No**

- 3** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 3a through 3d.
- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
SEQUOIA CAPITAL ISRAEL VENTURE FUND V, LP	98-1068507

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? **Yes** **No**
- c** Is the partner disposing of its **entire** interest in the partnership? **Yes** **No**
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? **Yes** **No**

Part II Transferee Foreign Corporation Information (see instructions)

4 Name of transferee (foreign corporation) ORASIS PHARMACEUTICALS, LTD	5a Identifying number, if any
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6 Address (including country) 9 MASKIT STREET, P.O. BOX 12575 HERZELIYA, ISRAEL	5b Reference ID number 926637
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7 Country code of country of incorporation or organization
IS

8 Foreign law characterization (see instructions)
CORPORATION

- 9** Is the transferee foreign corporation a controlled foreign corporation? **Yes** **No**

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	09/19/2024		100,787.		

10 Was cash the only property transferred? **Yes** **No**
 If "Yes," skip the remainder of Part III and go to Part IV.

Section B - Other Property (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Stock and securities					
Inventory					
Other property (not listed under another category)					
Property with built-in loss					
Totals					

11 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? **Yes** **No**

12 a Were any assets of a foreign branch (including a branch that is a foreign disregarded entity) transferred to a foreign corporation? **Yes** **No**
 If "Yes," go to line 12b.

b Was the transferor a domestic corporation that transferred substantially all of the assets of a foreign branch (including a branch that is a foreign disregarded entity) to a specified 10%-owned foreign corporation? **Yes** **No**
 If "Yes," continue to line 12c. If "No," skip lines 12c and 12d, and go to line 13.

c Immediately after the transfer, was the domestic corporation a U.S. shareholder with respect to the transferee foreign corporation? **Yes** **No**
 If "Yes," continue to line 12d. If "No," skip line 12d, and go to line 13.

d Enter the transferred loss amount included in gross income as required under section 91 ► \$ _____

13 Did the transferor transfer property described in section 367(d)(4)? **Yes** **No**
 If "No," skip Section C and questions 14a through 15.

Section C - Intangible Property Subject to Section 367(d)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 367(d)(4)						
Totals						

- 14 a** Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed 20 years? **Yes** **No**
- b** At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? **Yes** **No**
- c** Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? **Yes** **No**
- d** If the answer to line 14c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ▶ \$ _____
- 15** Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? **Yes** **No**

Supplemental Part III Information Required To Be Reported (see instructions)

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 16** Enter the transferor's interest in the transferee foreign corporation before and after the transfer.
(a) Before .440 % **(b)** After .280 %
- 17** Type of nonrecognition transaction (see instructions) ▶ SECTION 351
- 18** Indicate whether any transfer reported in Part III is subject to any of the following.
 - a** Gain recognition under section 904(f)(3) **Yes** **No**
 - b** Gain recognition under section 904(f)(5)(F) **Yes** **No**
 - c** Recapture under section 1503(d) **Yes** **No**
 - d** Exchange gain under section 987 **Yes** **No**
- 19** Did this transfer result from a change in entity classification? **Yes** **No**
- 20 a** Did a domestic corporation make a distribution of property covered by section 367(e)(2)? (see instructions) **Yes** **No**
 If "Yes," complete lines 20b and 20c.
- b** Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ▶ \$ _____
- c** Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? **Yes** **No**
- 21** Did a domestic corporation make a section 355 distribution of stock in a foreign controlled corporation covered by section 367(e)(1)? See instructions **Yes** **No**

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor BARR FOUNDATION	Identifying number (see instructions) 04-6579815
--	--

- 1** Is the transferee a specified 10%-owned foreign corporation that is not a controlled foreign corporation? **Yes** **No**
- 2** If the transferor was a corporation, complete questions 2a through 2d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by five or fewer domestic corporations? **Yes** **No**
- b** Did the transferor remain in existence after the transfer? **Yes** **No**
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? **Yes** **No**
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(4) been made? **Yes** **No**

- 3** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 3a through 3d.
- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
FINEPOINT CAPITAL PARTNERS II, LP	90-1020430

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? **Yes** **No**
- c** Is the partner disposing of its **entire** interest in the partnership? **Yes** **No**
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? **Yes** **No**

Part II Transferee Foreign Corporation Information (see instructions)

Name of transferee (foreign corporation) PALMETTO CATASTROPHE MASTER FUND, LTD.	5a Identifying number, if any
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Address (including country) VICTORIA PLACE 3RD FLOOR WEST VICTORIA STREET HAMILTON, HM 10 BERMUDA	5b Reference ID number 926638
--	---

7 Country code of country of incorporation or organization
BD

8 Foreign law characterization (see instructions)
CORPORATION

- 9** Is the transferee foreign corporation a controlled foreign corporation? **Yes** **No**

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	05/30/2024		705,859.		

10 Was cash the only property transferred? **Yes** **No**
 If "Yes," skip the remainder of Part III and go to Part IV.

Section B - Other Property (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Stock and securities					
Inventory					
Other property (not listed under another category)					
Property with built-in loss					
Totals					

11 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? **Yes** **No**

12 a Were any assets of a foreign branch (including a branch that is a foreign disregarded entity) transferred to a foreign corporation? **Yes** **No**
 If "Yes," go to line 12b.

b Was the transferor a domestic corporation that transferred substantially all of the assets of a foreign branch (including a branch that is a foreign disregarded entity) to a specified 10%-owned foreign corporation? **Yes** **No**
 If "Yes," continue to line 12c. If "No," skip lines 12c and 12d, and go to line 13.

c Immediately after the transfer, was the domestic corporation a U.S. shareholder with respect to the transferee foreign corporation? **Yes** **No**
 If "Yes," continue to line 12d. If "No," skip line 12d, and go to line 13.

d Enter the transferred loss amount included in gross income as required under section 91 ► \$ _____

13 Did the transferor transfer property described in section 367(d)(4)? **Yes** **No**
 If "No," skip Section C and questions 14a through 15.

Section C - Intangible Property Subject to Section 367(d)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 367(d)(4)						
Totals						

- 14 a Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed 20 years? Yes No
- b At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? Yes No
- c Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? Yes No
- d If the answer to line 14c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ▶ \$ _____
- 15 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? Yes No

Supplemental Part III Information Required To Be Reported (see instructions)

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 16 Enter the transferor's interest in the transferee foreign corporation before and after the transfer.
(a) Before .000 % (b) After .160 %
- 17 Type of nonrecognition transaction (see instructions) ▶ SECTION 351
- 18 Indicate whether any transfer reported in Part III is subject to any of the following.
 - a Gain recognition under section 904(f)(3) Yes No
 - b Gain recognition under section 904(f)(5)(F) Yes No
 - c Recapture under section 1503(d) Yes No
 - d Exchange gain under section 987 Yes No
- 19 Did this transfer result from a change in entity classification? Yes No
- 20 a Did a domestic corporation make a distribution of property covered by section 367(e)(2)? (see instructions) Yes No
If "Yes," complete lines 20b and 20c.
 - b Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ▶ \$ _____
 - c Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? Yes No
- 21 Did a domestic corporation make a section 355 distribution of stock in a foreign controlled corporation covered by section 367(e)(1)? See instructions Yes No

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor BARR FOUNDATION	Identifying number (see instructions) 04-6579815
--	--

- 1** Is the transferee a specified 10%-owned foreign corporation that is not a controlled foreign corporation? **Yes** **No**
- 2** If the transferor was a corporation, complete questions 2a through 2d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by five or fewer domestic corporations? **Yes** **No**
- b** Did the transferor remain in existence after the transfer? **Yes** **No**
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? **Yes** **No**
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(4) been made? **Yes** **No**

- 3** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 3a through 3d.
- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
PEAK XV PARTNERS SEA FUND I LTD	98-1661710

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? **Yes** **No**
- c** Is the partner disposing of its **entire** interest in the partnership? **Yes** **No**
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? **Yes** **No**

Part II Transferee Foreign Corporation Information (see instructions)

Name of transferee (foreign corporation) PARTIOR HOLDINGS PTE. LTD.	5a Identifying number, if any
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Address (including country) 60B ORCHARD ROAD #06-18, TOWER 2, THE ATRIUM SINGAPORE, 238891 SINGAPORE	5b Reference ID number 926639
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7 Country code of country of incorporation or organization
SN

8 Foreign law characterization (see instructions)
CORPORATION

- 9** Is the transferee foreign corporation a controlled foreign corporation? **Yes** **No**

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	07/08/2024		179,438.		

10 Was cash the only property transferred? **Yes** **No**
 If "Yes," skip the remainder of Part III and go to Part IV.

Section B - Other Property (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Stock and securities					
Inventory					
Other property (not listed under another category)					
Property with built-in loss					
Totals					

11 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? **Yes** **No**

12 a Were any assets of a foreign branch (including a branch that is a foreign disregarded entity) transferred to a foreign corporation? **Yes** **No**
 If "Yes," go to line 12b.

b Was the transferor a domestic corporation that transferred substantially all of the assets of a foreign branch (including a branch that is a foreign disregarded entity) to a specified 10%-owned foreign corporation? **Yes** **No**
 If "Yes," continue to line 12c. If "No," skip lines 12c and 12d, and go to line 13.

c Immediately after the transfer, was the domestic corporation a U.S. shareholder with respect to the transferee foreign corporation? **Yes** **No**
 If "Yes," continue to line 12d. If "No," skip line 12d, and go to line 13.

d Enter the transferred loss amount included in gross income as required under section 91 ► \$ _____

13 Did the transferor transfer property described in section 367(d)(4)? **Yes** **No**
 If "No," skip Section C and questions 14a through 15.

Section C - Intangible Property Subject to Section 367(d)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 367(d)(4)						
Totals						

- 14 a Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed 20 years? Yes No
- b At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? Yes No
- c Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? Yes No
- d If the answer to line 14c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ▶ \$ _____
- 15 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? Yes No

Supplemental Part III Information Required To Be Reported (see instructions)

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 16 Enter the transferor's interest in the transferee foreign corporation before and after the transfer.
(a) Before .000 % (b) After .080 %
- 17 Type of nonrecognition transaction (see instructions) ▶ SECTION 351
- 18 Indicate whether any transfer reported in Part III is subject to any of the following.
 - a Gain recognition under section 904(f)(3) Yes No
 - b Gain recognition under section 904(f)(5)(F) Yes No
 - c Recapture under section 1503(d) Yes No
 - d Exchange gain under section 987 Yes No
- 19 Did this transfer result from a change in entity classification? Yes No
- 20 a Did a domestic corporation make a distribution of property covered by section 367(e)(2)? (see instructions) Yes No
If "Yes," complete lines 20b and 20c.
 - b Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ▶ \$ _____
 - c Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? Yes No
- 21 Did a domestic corporation make a section 355 distribution of stock in a foreign controlled corporation covered by section 367(e)(1)? See instructions Yes No

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor BARR FOUNDATION	Identifying number (see instructions) 04-6579815
--	--

- 1** Is the transferee a specified 10%-owned foreign corporation that is not a controlled foreign corporation? **Yes** **No**
- 2** If the transferor was a corporation, complete questions 2a through 2d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by five or fewer domestic corporations? **Yes** **No**
- b** Did the transferor remain in existence after the transfer? **Yes** **No**
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? **Yes** **No**
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(4) been made? **Yes** **No**

- 3** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 3a through 3d.
- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
PEAK XV PARTNERS SEA FUND I LTD	98-1661710

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? **Yes** **No**
- c** Is the partner disposing of its **entire** interest in the partnership? **Yes** **No**
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? **Yes** **No**

Part II Transferee Foreign Corporation Information (see instructions)

Name of transferee (foreign corporation) PEAK XV PARTNERS SEA VA INVESTMENTS I	5a Identifying number, if any
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Address (including country) FIFTH FLOOR, EBENE, ESPLANADE, 24, BANK STREET CYBERCITY, EBENE, 72201 MAURITIUS	5b Reference ID number 926640
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7 Country code of country of incorporation or organization
MP

8 Foreign law characterization (see instructions)
CORPORATION

- 9** Is the transferee foreign corporation a controlled foreign corporation? **Yes** **No**

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	07/08/2024		180,797.		

10 Was cash the only property transferred? **Yes** **No**
 If "Yes," skip the remainder of Part III and go to Part IV.

Section B - Other Property (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Stock and securities					
Inventory					
Other property (not listed under another category)					
Property with built-in loss					
Totals					

11 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? **Yes** **No**

12 a Were any assets of a foreign branch (including a branch that is a foreign disregarded entity) transferred to a foreign corporation? **Yes** **No**
 If "Yes," go to line 12b.

b Was the transferor a domestic corporation that transferred substantially all of the assets of a foreign branch (including a branch that is a foreign disregarded entity) to a specified 10%-owned foreign corporation? **Yes** **No**
 If "Yes," continue to line 12c. If "No," skip lines 12c and 12d, and go to line 13.

c Immediately after the transfer, was the domestic corporation a U.S. shareholder with respect to the transferee foreign corporation? **Yes** **No**
 If "Yes," continue to line 12d. If "No," skip line 12d, and go to line 13.

d Enter the transferred loss amount included in gross income as required under section 91 ► \$ _____

13 Did the transferor transfer property described in section 367(d)(4)? **Yes** **No**
 If "No," skip Section C and questions 14a through 15.

Section C - Intangible Property Subject to Section 367(d)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 367(d)(4)						
Totals						

- 14 a Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed 20 years? **Yes** **No**
- b At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? **Yes** **No**
- c Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? **Yes** **No**
- d If the answer to line 14c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ▶ \$ _____
- 15 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? **Yes** **No**

Supplemental Part III Information Required To Be Reported (see instructions)

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 16 Enter the transferor's interest in the transferee foreign corporation before and after the transfer.
(a) Before 1.210 % (b) After 1.200 %
- 17 Type of nonrecognition transaction (see instructions) ▶ SECTION 351
- 18 Indicate whether any transfer reported in Part III is subject to any of the following.
 - a Gain recognition under section 904(f)(3) **Yes** **No**
 - b Gain recognition under section 904(f)(5)(F) **Yes** **No**
 - c Recapture under section 1503(d) **Yes** **No**
 - d Exchange gain under section 987 **Yes** **No**
- 19 Did this transfer result from a change in entity classification? **Yes** **No**
- 20 a Did a domestic corporation make a distribution of property covered by section 367(e)(2)? (see instructions) **Yes** **No**
If "Yes," complete lines 20b and 20c.
- b Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ▶ \$ _____
- c Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? **Yes** **No**
- 21 Did a domestic corporation make a section 355 distribution of stock in a foreign controlled corporation covered by section 367(e)(1)? See instructions **Yes** **No**

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor BARR FOUNDATION	Identifying number (see instructions) 04-6579815
--	--

- 1** Is the transferee a specified 10%-owned foreign corporation that is not a controlled foreign corporation? **Yes** **No**
- 2** If the transferor was a corporation, complete questions 2a through 2d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by five or fewer domestic corporations? **Yes** **No**
- b** Did the transferor remain in existence after the transfer? **Yes** **No**
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? **Yes** **No**
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(4) been made? **Yes** **No**

- 3** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 3a through 3d.
- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
SEE PART III	

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? **Yes** **No**
- c** Is the partner disposing of its **entire** interest in the partnership? **Yes** **No**
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? **Yes** **No**

Part II Transferee Foreign Corporation Information (see instructions)

4 Name of transferee (foreign corporation) PERMUTATION LABS SAS	5a Identifying number, if any
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6 Address (including country) 86 AVENUE DE WAGRAM PARIS, 75017 FRANCE	5b Reference ID number 926641
---	---

7 Country code of country of incorporation or organization
FR

8 Foreign law characterization (see instructions)
CORPORATION

- 9** Is the transferee foreign corporation a controlled foreign corporation? **Yes** **No**

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	05/22/2024		161,657.		

10 Was cash the only property transferred? **Yes** **No**
 If "Yes," skip the remainder of Part III and go to Part IV.

Section B - Other Property (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Stock and securities					
Inventory					
Other property (not listed under another category)					
Property with built-in loss					
Totals					

11 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? **Yes** **No**

12 a Were any assets of a foreign branch (including a branch that is a foreign disregarded entity) transferred to a foreign corporation? **Yes** **No**
 If "Yes," go to line 12b.

b Was the transferor a domestic corporation that transferred substantially all of the assets of a foreign branch (including a branch that is a foreign disregarded entity) to a specified 10%-owned foreign corporation? **Yes** **No**
 If "Yes," continue to line 12c. If "No," skip lines 12c and 12d, and go to line 13.

c Immediately after the transfer, was the domestic corporation a U.S. shareholder with respect to the transferee foreign corporation? **Yes** **No**
 If "Yes," continue to line 12d. If "No," skip line 12d, and go to line 13.

d Enter the transferred loss amount included in gross income as required under section 91 ► \$ _____

13 Did the transferor transfer property described in section 367(d)(4)? **Yes** **No**
 If "No," skip Section C and questions 14a through 15.

Section C - Intangible Property Subject to Section 367(d)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 367(d)(4)						
Totals						

- 14 a Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed 20 years? Yes No
- b At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? Yes No
- c Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? Yes No
- d If the answer to line 14c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ▶ \$ _____
- 15 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? Yes No

Supplemental Part III Information Required To Be Reported (see instructions)
SEE STATEMENT 66

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 16 Enter the transferor's interest in the transferee foreign corporation before and after the transfer.
 (a) Before .100 % (b) After .210 %
- 17 Type of nonrecognition transaction (see instructions) ▶ SECTION 351
- 18 Indicate whether any transfer reported in Part III is subject to any of the following.
 - a Gain recognition under section 904(f)(3) Yes No
 - b Gain recognition under section 904(f)(5)(F) Yes No
 - c Recapture under section 1503(d) Yes No
 - d Exchange gain under section 987 Yes No
- 19 Did this transfer result from a change in entity classification? Yes No
- 20 a Did a domestic corporation make a distribution of property covered by section 367(e)(2)? (see instructions) Yes No
 If "Yes," complete lines 20b and 20c.
 - b Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ▶ \$ _____
 - c Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? Yes No
- 21 Did a domestic corporation make a section 355 distribution of stock in a foreign controlled corporation covered by section 367(e)(1)? See instructions Yes No

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor BARR FOUNDATION	Identifying number (see instructions) 04-6579815
--	--

- 1** Is the transferee a specified 10%-owned foreign corporation that is not a controlled foreign corporation? **Yes** **No**
- 2** If the transferor was a corporation, complete questions 2a through 2d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by five or fewer domestic corporations? **Yes** **No**
- b** Did the transferor remain in existence after the transfer? **Yes** **No**
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? **Yes** **No**
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(4) been made? **Yes** **No**

- 3** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 3a through 3d.
- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership

SEE PART III

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? **Yes** **No**
- c** Is the partner disposing of its **entire** interest in the partnership? **Yes** **No**
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? **Yes** **No**

Part II Transferee Foreign Corporation Information (see instructions)

4 Name of transferee (foreign corporation) ROBIN BIDCO 1 LIMITED	5a Identifying number, if any
6 Address (including country) 2ND FLOOR, SIR WALTER RALEIGH HOUSE, 48-50 ESPLANADE ST. HELIER, JE2 3QB JERSEY	5b Reference ID number 926642
7 Country code of country of incorporation or organization JE	
8 Foreign law characterization (see instructions) CORPORATION	
9 Is the transferee foreign corporation a controlled foreign corporation? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	11/25/2024		410,783.		

10 Was cash the only property transferred? **Yes** **No**
 If "Yes," skip the remainder of Part III and go to Part IV.

Section B - Other Property (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Stock and securities					
Inventory					
Other property (not listed under another category)					
Property with built-in loss					
Totals					

11 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? **Yes** **No**

12 a Were any assets of a foreign branch (including a branch that is a foreign disregarded entity) transferred to a foreign corporation? **Yes** **No**
 If "Yes," go to line 12b.

b Was the transferor a domestic corporation that transferred substantially all of the assets of a foreign branch (including a branch that is a foreign disregarded entity) to a specified 10%-owned foreign corporation? **Yes** **No**
 If "Yes," continue to line 12c. If "No," skip lines 12c and 12d, and go to line 13.

c Immediately after the transfer, was the domestic corporation a U.S. shareholder with respect to the transferee foreign corporation? **Yes** **No**
 If "Yes," continue to line 12d. If "No," skip line 12d, and go to line 13.

d Enter the transferred loss amount included in gross income as required under section 91 ► \$ _____

13 Did the transferor transfer property described in section 367(d)(4)? **Yes** **No**
 If "No," skip Section C and questions 14a through 15.

Section C - Intangible Property Subject to Section 367(d)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 367(d)(4)						
Totals						

- 14 a Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed 20 years? **Yes** **No**
- b At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? **Yes** **No**
- c Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? **Yes** **No**
- d If the answer to line 14c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ▶ \$ _____
- 15 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? **Yes** **No**

Supplemental Part III Information Required To Be Reported (see instructions)
SEE STATEMENT 67

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 16 Enter the transferor's interest in the transferee foreign corporation before and after the transfer.
 (a) Before .000 % (b) After .460 %
- 17 Type of nonrecognition transaction (see instructions) ▶ SECTION 351
- 18 Indicate whether any transfer reported in Part III is subject to any of the following.
 - a Gain recognition under section 904(f)(3) **Yes** **No**
 - b Gain recognition under section 904(f)(5)(F) **Yes** **No**
 - c Recapture under section 1503(d) **Yes** **No**
 - d Exchange gain under section 987 **Yes** **No**
- 19 Did this transfer result from a change in entity classification? **Yes** **No**
- 20 a Did a domestic corporation make a distribution of property covered by section 367(e)(2)? (see instructions) **Yes** **No**
 If "Yes," complete lines 20b and 20c.
 - b Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ▶ \$ _____
 - c Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? **Yes** **No**
- 21 Did a domestic corporation make a section 355 distribution of stock in a foreign controlled corporation covered by section 367(e)(1)? See instructions **Yes** **No**

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor BARR FOUNDATION	Identifying number (see instructions) 04-6579815
--	--

- 1** Is the transferee a specified 10%-owned foreign corporation that is not a controlled foreign corporation? **Yes** **No**
- 2** If the transferor was a corporation, complete questions 2a through 2d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by five or fewer domestic corporations? **Yes** **No**
- b** Did the transferor remain in existence after the transfer? **Yes** **No**
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? **Yes** **No**
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(4) been made? **Yes** **No**

- 3** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 3a through 3d.
- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership

SEE PART III

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? **Yes** **No**
- c** Is the partner disposing of its **entire** interest in the partnership? **Yes** **No**
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? **Yes** **No**

Part II Transferee Foreign Corporation Information (see instructions)

4 Name of transferee (foreign corporation) ROBIN BIDCO 2 LIMITED	5a Identifying number, if any
6 Address (including country) 2ND FLOOR, SIR WALTER RALEIGH HOUSE, 48-50 ESPLANADE ST. HELIER, JE2 3QB JERSEY	5b Reference ID number 926643
7 Country code of country of incorporation or organization JE	
8 Foreign law characterization (see instructions) CORPORATION	
9 Is the transferee foreign corporation a controlled foreign corporation? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	11/25/2024		446,586.		

10 Was cash the only property transferred? **Yes** **No**
 If "Yes," skip the remainder of Part III and go to Part IV.

Section B - Other Property (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Stock and securities					
Inventory					
Other property (not listed under another category)					
Property with built-in loss					
Totals					

11 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? **Yes** **No**

12 a Were any assets of a foreign branch (including a branch that is a foreign disregarded entity) transferred to a foreign corporation? **Yes** **No**
 If "Yes," go to line 12b.

b Was the transferor a domestic corporation that transferred substantially all of the assets of a foreign branch (including a branch that is a foreign disregarded entity) to a specified 10%-owned foreign corporation? **Yes** **No**
 If "Yes," continue to line 12c. If "No," skip lines 12c and 12d, and go to line 13.

c Immediately after the transfer, was the domestic corporation a U.S. shareholder with respect to the transferee foreign corporation? **Yes** **No**
 If "Yes," continue to line 12d. If "No," skip line 12d, and go to line 13.

d Enter the transferred loss amount included in gross income as required under section 91 ► \$ _____

13 Did the transferor transfer property described in section 367(d)(4)? **Yes** **No**
 If "No," skip Section C and questions 14a through 15.

Section C - Intangible Property Subject to Section 367(d)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 367(d)(4)						
Totals						

- 14 a Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed 20 years? Yes No
- b At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? Yes No
- c Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? Yes No
- d If the answer to line 14c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ▶ \$ _____
- 15 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? Yes No

Supplemental Part III Information Required To Be Reported (see instructions)

SEE STATEMENT 68

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 16 Enter the transferor's interest in the transferee foreign corporation before and after the transfer.
(a) Before .000 % (b) After .460 %
- 17 Type of nonrecognition transaction (see instructions) ▶ SECTION 351
- 18 Indicate whether any transfer reported in Part III is subject to any of the following.
 - a Gain recognition under section 904(f)(3) Yes No
 - b Gain recognition under section 904(f)(5)(F) Yes No
 - c Recapture under section 1503(d) Yes No
 - d Exchange gain under section 987 Yes No
- 19 Did this transfer result from a change in entity classification? Yes No
- 20 a Did a domestic corporation make a distribution of property covered by section 367(e)(2)? (see instructions) Yes No
If "Yes," complete lines 20b and 20c.
 - b Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ▶ \$ _____
 - c Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? Yes No
- 21 Did a domestic corporation make a section 355 distribution of stock in a foreign controlled corporation covered by section 367(e)(1)? See instructions Yes No

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor BARR FOUNDATION	Identifying number (see instructions) 04-6579815
--	--

- 1** Is the transferee a specified 10%-owned foreign corporation that is not a controlled foreign corporation? **Yes** **No**
- 2** If the transferor was a corporation, complete questions 2a through 2d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by five or fewer domestic corporations? **Yes** **No**
- b** Did the transferor remain in existence after the transfer? **Yes** **No**
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? **Yes** **No**
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(4) been made? **Yes** **No**

- 3** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 3a through 3d.
- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership

SEE PART III

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? **Yes** **No**
- c** Is the partner disposing of its **entire** interest in the partnership? **Yes** **No**
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? **Yes** **No**

Part II Transferee Foreign Corporation Information (see instructions)

4 Name of transferee (foreign corporation) RSK GROUP LIMITED (UK)	5a Identifying number, if any
6 Address (including country) 172 CHESTER ROAD, HELSBY CHESHIRE, WA6 OAR UNITED KINGDOM	5b Reference ID number 926644
7 Country code of country of incorporation or organization UK	
8 Foreign law characterization (see instructions) CORPORATION	
9 Is the transferee foreign corporation a controlled foreign corporation? Yes <input checked="" type="checkbox"/> No	

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	09/06/2024		520,847.		

10 Was cash the only property transferred? **Yes** **No**
 If "Yes," skip the remainder of Part III and go to Part IV.

Section B - Other Property (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Stock and securities					
Inventory					
Other property (not listed under another category)					
Property with built-in loss					
Totals					

11 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? **Yes** **No**

12 a Were any assets of a foreign branch (including a branch that is a foreign disregarded entity) transferred to a foreign corporation? **Yes** **No**
 If "Yes," go to line 12b.

b Was the transferor a domestic corporation that transferred substantially all of the assets of a foreign branch (including a branch that is a foreign disregarded entity) to a specified 10%-owned foreign corporation? **Yes** **No**
 If "Yes," continue to line 12c. If "No," skip lines 12c and 12d, and go to line 13.

c Immediately after the transfer, was the domestic corporation a U.S. shareholder with respect to the transferee foreign corporation? **Yes** **No**
 If "Yes," continue to line 12d. If "No," skip line 12d, and go to line 13.

d Enter the transferred loss amount included in gross income as required under section 91 ► \$ _____

13 Did the transferor transfer property described in section 367(d)(4)? **Yes** **No**
 If "No," skip Section C and questions 14a through 15.

Section C - Intangible Property Subject to Section 367(d)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 367(d)(4)						
Totals						

- 14 a** Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed 20 years? **Yes** **No**
- b** At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? **Yes** **No**
- c** Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? **Yes** **No**
- d** If the answer to line 14c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ▶ \$ _____
- 15** Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? **Yes** **No**

Supplemental Part III Information Required To Be Reported (see instructions)
SEE STATEMENT 69

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 16** Enter the transferor's interest in the transferee foreign corporation before and after the transfer.
(a) Before .000 % **(b)** After .340 %
- 17** Type of nonrecognition transaction (see instructions) ▶ SECTION 351
- 18** Indicate whether any transfer reported in Part III is subject to any of the following.
 - a** Gain recognition under section 904(f)(3) **Yes** **No**
 - b** Gain recognition under section 904(f)(5)(F) **Yes** **No**
 - c** Recapture under section 1503(d) **Yes** **No**
 - d** Exchange gain under section 987 **Yes** **No**
- 19** Did this transfer result from a change in entity classification? **Yes** **No**
- 20 a** Did a domestic corporation make a distribution of property covered by section 367(e)(2)? (see instructions) **Yes** **No**
 If "Yes," complete lines 20b and 20c.
- b** Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ▶ \$ _____
- c** Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? **Yes** **No**
- 21** Did a domestic corporation make a section 355 distribution of stock in a foreign controlled corporation covered by section 367(e)(1)? See instructions **Yes** **No**

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor BARR FOUNDATION	Identifying number (see instructions) 04-6579815
--	--

- 1** Is the transferee a specified 10%-owned foreign corporation that is not a controlled foreign corporation? **Yes** **No**
- 2** If the transferor was a corporation, complete questions 2a through 2d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by five or fewer domestic corporations? **Yes** **No**
- b** Did the transferor remain in existence after the transfer? **Yes** **No**
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? **Yes** **No**
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(4) been made? **Yes** **No**

- 3** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 3a through 3d.
- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
SUSTAINABLE ASSET FUND III (US FEEDER), LP	86-1860280

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? **Yes** **No**
- c** Is the partner disposing of its **entire** interest in the partnership? **Yes** **No**
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? **Yes** **No**

Part II Transferee Foreign Corporation Information (see instructions)

4 Name of transferee (foreign corporation) SAF CQC HOLDINGS LIMITED (UK HOLDCO)	5a Identifying number, if any
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6 Address (including country) 3RD FL ASHLEY RD, ALTRINCHAM CHESHIRE, WA14 2DT UNITED KINGDOM	5b Reference ID number 926645
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7 Country code of country of incorporation or organization
UK

8 Foreign law characterization (see instructions)
CORPORATION

- 9** Is the transferee foreign corporation a controlled foreign corporation? **Yes** **No**

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash			1,249,010.		

10 Was cash the only property transferred? **Yes** **No**
 If "Yes," skip the remainder of Part III and go to Part IV.

Section B - Other Property (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Stock and securities					
Inventory					
Other property (not listed under another category)					
Property with built-in loss					
Totals					

11 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? **Yes** **No**

12 a Were any assets of a foreign branch (including a branch that is a foreign disregarded entity) transferred to a foreign corporation? **Yes** **No**
 If "Yes," go to line 12b.

b Was the transferor a domestic corporation that transferred substantially all of the assets of a foreign branch (including a branch that is a foreign disregarded entity) to a specified 10%-owned foreign corporation? **Yes** **No**
 If "Yes," continue to line 12c. If "No," skip lines 12c and 12d, and go to line 13.

c Immediately after the transfer, was the domestic corporation a U.S. shareholder with respect to the transferee foreign corporation? **Yes** **No**
 If "Yes," continue to line 12d. If "No," skip line 12d, and go to line 13.

d Enter the transferred loss amount included in gross income as required under section 91 ► \$ _____

13 Did the transferor transfer property described in section 367(d)(4)? **Yes** **No**
 If "No," skip Section C and questions 14a through 15.

Section C - Intangible Property Subject to Section 367(d)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 367(d)(4)						
Totals						

- 14 a Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed 20 years? Yes No
- b At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? Yes No
- c Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? Yes No
- d If the answer to line 14c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ▶ \$ _____
- 15 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? Yes No

Supplemental Part III Information Required To Be Reported (see instructions)

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 16 Enter the transferor's interest in the transferee foreign corporation before and after the transfer.
(a) Before .630 % (b) After .630 %
- 17 Type of nonrecognition transaction (see instructions) ▶ SECTION 351
- 18 Indicate whether any transfer reported in Part III is subject to any of the following.
 - a Gain recognition under section 904(f)(3) Yes No
 - b Gain recognition under section 904(f)(5)(F) Yes No
 - c Recapture under section 1503(d) Yes No
 - d Exchange gain under section 987 Yes No
- 19 Did this transfer result from a change in entity classification? Yes No
- 20 a Did a domestic corporation make a distribution of property covered by section 367(e)(2)? (see instructions) Yes No
If "Yes," complete lines 20b and 20c.
 - b Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ▶ \$ _____
 - c Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? Yes No
- 21 Did a domestic corporation make a section 355 distribution of stock in a foreign controlled corporation covered by section 367(e)(1)? See instructions Yes No

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor BARR FOUNDATION	Identifying number (see instructions) 04-6579815
--	--

- 1** Is the transferee a specified 10%-owned foreign corporation that is not a controlled foreign corporation? **Yes** **No**
- 2** If the transferor was a corporation, complete questions 2a through 2d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by five or fewer domestic corporations? **Yes** **No**
- b** Did the transferor remain in existence after the transfer? **Yes** **No**
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? **Yes** **No**
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(4) been made? **Yes** **No**

- 3** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 3a through 3d.
- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
PEAK XV PARTNERS GROWTH FUND IV LTD	98-1660708

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? **Yes** **No**
- c** Is the partner disposing of its **entire** interest in the partnership? **Yes** **No**
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? **Yes** **No**

Part II Transferee Foreign Corporation Information (see instructions)

4 Name of transferee (foreign corporation) SARVAGRAM SOLUTIONS PRIVATE LIMITED	5a Identifying number, if any
---	--------------------------------------

6 Address (including country) NO. 23 & 24, 4TH FLOOR, PRIMROSE MALL, BANER ROAD, BANE HAVELI, PUNE, MAHARASHTRA 411045 INDIA	5b Reference ID number 926646
---	--

7 Country code of country of incorporation or organization
IN

8 Foreign law characterization (see instructions)
CORPORATION

- 9** Is the transferee foreign corporation a controlled foreign corporation? **Yes** **No**

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	11/12/2024		454,643.		

10 Was cash the only property transferred? **Yes** **No**
 If "Yes," skip the remainder of Part III and go to Part IV.

Section B - Other Property (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Stock and securities					
Inventory					
Other property (not listed under another category)					
Property with built-in loss					
Totals					

11 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? **Yes** **No**

12 a Were any assets of a foreign branch (including a branch that is a foreign disregarded entity) transferred to a foreign corporation? **Yes** **No**
 If "Yes," go to line 12b.

b Was the transferor a domestic corporation that transferred substantially all of the assets of a foreign branch (including a branch that is a foreign disregarded entity) to a specified 10%-owned foreign corporation? **Yes** **No**
 If "Yes," continue to line 12c. If "No," skip lines 12c and 12d, and go to line 13.

c Immediately after the transfer, was the domestic corporation a U.S. shareholder with respect to the transferee foreign corporation? **Yes** **No**
 If "Yes," continue to line 12d. If "No," skip line 12d, and go to line 13.

d Enter the transferred loss amount included in gross income as required under section 91 ► \$ _____

13 Did the transferor transfer property described in section 367(d)(4)? **Yes** **No**
 If "No," skip Section C and questions 14a through 15.

Section C - Intangible Property Subject to Section 367(d)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 367(d)(4)						
Totals						

- 14 a** Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed 20 years? **Yes** **No**
- b** At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? **Yes** **No**
- c** Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? **Yes** **No**
- d** If the answer to line 14c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ▶ \$ _____
- 15** Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? **Yes** **No**

Supplemental Part III Information Required To Be Reported (see instructions)

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 16** Enter the transferor's interest in the transferee foreign corporation before and after the transfer.
(a) Before .000 % **(b)** After .210 %
- 17** Type of nonrecognition transaction (see instructions) ▶ SECTION 351
- 18** Indicate whether any transfer reported in Part III is subject to any of the following.
 - a** Gain recognition under section 904(f)(3) **Yes** **No**
 - b** Gain recognition under section 904(f)(5)(F) **Yes** **No**
 - c** Recapture under section 1503(d) **Yes** **No**
 - d** Exchange gain under section 987 **Yes** **No**
- 19** Did this transfer result from a change in entity classification? **Yes** **No**
- 20 a** Did a domestic corporation make a distribution of property covered by section 367(e)(2)? (see instructions) **Yes** **No**
 If "Yes," complete lines 20b and 20c.
- b** Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ▶ \$ _____
- c** Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? **Yes** **No**
- 21** Did a domestic corporation make a section 355 distribution of stock in a foreign controlled corporation covered by section 367(e)(1)? See instructions **Yes** **No**

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0026

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Attachment
 Sequence No. **128**

Part I U.S. Transferor Information (see instructions)

Name of transferor BARR FOUNDATION	Identifying number (see instructions) 04-6579815
--	--

- 1** Is the transferee a specified 10%-owned foreign corporation that is not a controlled foreign corporation? **Yes** **No**
- 2** If the transferor was a corporation, complete questions 2a through 2d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by five or fewer domestic corporations? **Yes** **No**
- b** Did the transferor remain in existence after the transfer? **Yes** **No**
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? **Yes** **No**
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(4) been made? **Yes** **No**

- 3** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 3a through 3d.
- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
SEQUOIA CAPITAL FUND, L.P.	98-1639975

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? **Yes** **No**
- c** Is the partner disposing of its **entire** interest in the partnership? **Yes** **No**
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? **Yes** **No**

Part II Transferee Foreign Corporation Information (see instructions)

4 Name of transferee (foreign corporation) SC US/E ECOSYSTEM I HOLDINGS LTD	5a Identifying number, if any
--	--------------------------------------

6 Address (including country) 2800 SAND HILL ROAD, SUITE 101 MENLO PARK, CA 94025	5b Reference ID number 926647
--	--

7 Country code of country of incorporation or organization
CJ

8 Foreign law characterization (see instructions)
CORPORATION

- 9** Is the transferee foreign corporation a controlled foreign corporation? **Yes** **No**

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	01/01/2024		719,460.		

10 Was cash the only property transferred? **Yes** **No**
 If "Yes," skip the remainder of Part III and go to Part IV.

Section B - Other Property (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Stock and securities					
Inventory					
Other property (not listed under another category)					
Property with built-in loss					
Totals					

11 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? **Yes** **No**

12 a Were any assets of a foreign branch (including a branch that is a foreign disregarded entity) transferred to a foreign corporation? **Yes** **No**
 If "Yes," go to line 12b.

b Was the transferor a domestic corporation that transferred substantially all of the assets of a foreign branch (including a branch that is a foreign disregarded entity) to a specified 10%-owned foreign corporation? **Yes** **No**
 If "Yes," continue to line 12c. If "No," skip lines 12c and 12d, and go to line 13.

c Immediately after the transfer, was the domestic corporation a U.S. shareholder with respect to the transferee foreign corporation? **Yes** **No**
 If "Yes," continue to line 12d. If "No," skip line 12d, and go to line 13.

d Enter the transferred loss amount included in gross income as required under section 91 ► \$ _____

13 Did the transferor transfer property described in section 367(d)(4)? **Yes** **No**
 If "No," skip Section C and questions 14a through 15.

Section C - Intangible Property Subject to Section 367(d)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 367(d)(4)						
Totals						

- 14 a** Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed 20 years? **Yes** **No**
- b** At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? **Yes** **No**
- c** Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? **Yes** **No**
- d** If the answer to line 14c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ▶ \$ _____
- 15** Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? **Yes** **No**

Supplemental Part III Information Required To Be Reported (see instructions)

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 16** Enter the transferor's interest in the transferee foreign corporation before and after the transfer.
(a) Before 1.570 % **(b)** After 1.570 %
- 17** Type of nonrecognition transaction (see instructions) ▶ SECTION 351
- 18** Indicate whether any transfer reported in Part III is subject to any of the following.
 - a** Gain recognition under section 904(f)(3) **Yes** **No**
 - b** Gain recognition under section 904(f)(5)(F) **Yes** **No**
 - c** Recapture under section 1503(d) **Yes** **No**
 - d** Exchange gain under section 987 **Yes** **No**
- 19** Did this transfer result from a change in entity classification? **Yes** **No**
- 20 a** Did a domestic corporation make a distribution of property covered by section 367(e)(2)? (see instructions) **Yes** **No**
 If "Yes," complete lines 20b and 20c.
- b** Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ▶ \$ _____
- c** Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? **Yes** **No**
- 21** Did a domestic corporation make a section 355 distribution of stock in a foreign controlled corporation covered by section 367(e)(1)? See instructions **Yes** **No**

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor BARR FOUNDATION	Identifying number (see instructions) 04-6579815
--	--

- 1** Is the transferee a specified 10%-owned foreign corporation that is not a controlled foreign corporation? **Yes** **No**
- 2** If the transferor was a corporation, complete questions 2a through 2d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by five or fewer domestic corporations? **Yes** **No**
- b** Did the transferor remain in existence after the transfer? **Yes** **No**
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? **Yes** **No**
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(4) been made? **Yes** **No**

- 3** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 3a through 3d.
- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
GENERAL ATLANTIC BNZ COMPANION FUND (LUX) SCSP	98-1635869

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? **Yes** **No**
- c** Is the partner disposing of its **entire** interest in the partnership? **Yes** **No**
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? **Yes** **No**

Part II Transferee Foreign Corporation Information (see instructions)

4 Name of transferee (foreign corporation) SDCL ENERGY EFFICIENCY INCOME TRUST PLC	5a Identifying number, if any
---	--------------------------------------

6 Address (including country) ONE VINE STREET LONDON, W1J 0AH UNITED KINGDOM	5b Reference ID number 926648
---	--

7 Country code of country of incorporation or organization
UK

8 Foreign law characterization (see instructions)
CORPORATION

- 9** Is the transferee foreign corporation a controlled foreign corporation? **Yes** **No**

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash			387,263.		

10 Was cash the only property transferred? **Yes** **No**
 If "Yes," skip the remainder of Part III and go to Part IV.

Section B - Other Property (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Stock and securities					
Inventory					
Other property (not listed under another category)					
Property with built-in loss					
Totals					

11 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? **Yes** **No**

12 a Were any assets of a foreign branch (including a branch that is a foreign disregarded entity) transferred to a foreign corporation? **Yes** **No**
 If "Yes," go to line 12b.

b Was the transferor a domestic corporation that transferred substantially all of the assets of a foreign branch (including a branch that is a foreign disregarded entity) to a specified 10%-owned foreign corporation? **Yes** **No**
 If "Yes," continue to line 12c. If "No," skip lines 12c and 12d, and go to line 13.

c Immediately after the transfer, was the domestic corporation a U.S. shareholder with respect to the transferee foreign corporation? **Yes** **No**
 If "Yes," continue to line 12d. If "No," skip line 12d, and go to line 13.

d Enter the transferred loss amount included in gross income as required under section 91 ► \$ _____

13 Did the transferor transfer property described in section 367(d)(4)? **Yes** **No**
 If "No," skip Section C and questions 14a through 15.

Section C - Intangible Property Subject to Section 367(d)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 367(d)(4)						
Totals						

- 14 a** Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed 20 years? **Yes** **No**
- b** At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? **Yes** **No**
- c** Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? **Yes** **No**
- d** If the answer to line 14c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ▶ \$ _____
- 15** Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? **Yes** **No**

Supplemental Part III Information Required To Be Reported (see instructions)

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 16** Enter the transferor's interest in the transferee foreign corporation before and after the transfer.
(a) Before .000 % **(b)** After .050 %
- 17** Type of nonrecognition transaction (see instructions) ▶ SECTION 351
- 18** Indicate whether any transfer reported in Part III is subject to any of the following.
 - a** Gain recognition under section 904(f)(3) **Yes** **No**
 - b** Gain recognition under section 904(f)(5)(F) **Yes** **No**
 - c** Recapture under section 1503(d) **Yes** **No**
 - d** Exchange gain under section 987 **Yes** **No**
- 19** Did this transfer result from a change in entity classification? **Yes** **No**
- 20 a** Did a domestic corporation make a distribution of property covered by section 367(e)(2)? (see instructions) **Yes** **No**
 If "Yes," complete lines 20b and 20c.
- b** Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ▶ \$ _____
- c** Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? **Yes** **No**
- 21** Did a domestic corporation make a section 355 distribution of stock in a foreign controlled corporation covered by section 367(e)(1)? See instructions **Yes** **No**

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0026

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Attachment
 Sequence No. **128**

Part I U.S. Transferor Information (see instructions)

Name of transferor BARR FOUNDATION	Identifying number (see instructions) 04-6579815
--	--

- 1** Is the transferee a specified 10%-owned foreign corporation that is not a controlled foreign corporation? **Yes** **No**
- 2** If the transferor was a corporation, complete questions 2a through 2d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by five or fewer domestic corporations? **Yes** **No**
- b** Did the transferor remain in existence after the transfer? **Yes** **No**
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? **Yes** **No**
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(4) been made? **Yes** **No**

- 3** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 3a through 3d.
- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
SEQUOIA CAPITAL FUND, L.P.	98-1639975

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? **Yes** **No**
- c** Is the partner disposing of its **entire** interest in the partnership? **Yes** **No**
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? **Yes** **No**

Part II Transferee Foreign Corporation Information (see instructions)

4 Name of transferee (foreign corporation) SDK SE	5a Identifying number, if any
--	--------------------------------------

6 Address (including country) ZEPPELINSTRASSE 16 GILCHING, 82205 GERMANY	5b Reference ID number 926649
---	--

7 Country code of country of incorporation or organization
GM

8 Foreign law characterization (see instructions)
CORPORATION

- 9** Is the transferee foreign corporation a controlled foreign corporation? **Yes** **No**

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash			189,278.		

10 Was cash the only property transferred? **Yes** **No**
 If "Yes," skip the remainder of Part III and go to Part IV.

Section B - Other Property (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Stock and securities					
Inventory					
Other property (not listed under another category)					
Property with built-in loss					
Totals					

11 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? **Yes** **No**

12 a Were any assets of a foreign branch (including a branch that is a foreign disregarded entity) transferred to a foreign corporation? **Yes** **No**
 If "Yes," go to line 12b.

b Was the transferor a domestic corporation that transferred substantially all of the assets of a foreign branch (including a branch that is a foreign disregarded entity) to a specified 10%-owned foreign corporation? **Yes** **No**
 If "Yes," continue to line 12c. If "No," skip lines 12c and 12d, and go to line 13.

c Immediately after the transfer, was the domestic corporation a U.S. shareholder with respect to the transferee foreign corporation? **Yes** **No**
 If "Yes," continue to line 12d. If "No," skip line 12d, and go to line 13.

d Enter the transferred loss amount included in gross income as required under section 91 ► \$ _____

13 Did the transferor transfer property described in section 367(d)(4)? **Yes** **No**
 If "No," skip Section C and questions 14a through 15.

Section C - Intangible Property Subject to Section 367(d)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 367(d)(4)						
Totals						

- 14 a Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed 20 years? Yes No
- b At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? Yes No
- c Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? Yes No
- d If the answer to line 14c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ▶ \$ _____
- 15 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? Yes No

Supplemental Part III Information Required To Be Reported (see instructions)

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 16 Enter the transferor's interest in the transferee foreign corporation before and after the transfer.
(a) Before .000 % (b) After .160 %
- 17 Type of nonrecognition transaction (see instructions) ▶ SECTION 351
- 18 Indicate whether any transfer reported in Part III is subject to any of the following.
 - a Gain recognition under section 904(f)(3) Yes No
 - b Gain recognition under section 904(f)(5)(F) Yes No
 - c Recapture under section 1503(d) Yes No
 - d Exchange gain under section 987 Yes No
- 19 Did this transfer result from a change in entity classification? Yes No
- 20 a Did a domestic corporation make a distribution of property covered by section 367(e)(2)? (see instructions) Yes No
If "Yes," complete lines 20b and 20c.
 - b Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ▶ \$ _____
 - c Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? Yes No
- 21 Did a domestic corporation make a section 355 distribution of stock in a foreign controlled corporation covered by section 367(e)(1)? See instructions Yes No

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor BARR FOUNDATION	Identifying number (see instructions) 04-6579815
--	--

- 1** Is the transferee a specified 10%-owned foreign corporation that is not a controlled foreign corporation? **Yes** **No**
- 2** If the transferor was a corporation, complete questions 2a through 2d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by five or fewer domestic corporations? **Yes** **No**
- b** Did the transferor remain in existence after the transfer? **Yes** **No**
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? **Yes** **No**
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(4) been made? **Yes** **No**

- 3** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 3a through 3d.
- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership

SEE PART III

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? **Yes** **No**
- c** Is the partner disposing of its **entire** interest in the partnership? **Yes** **No**
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? **Yes** **No**

Part II Transferee Foreign Corporation Information (see instructions)

4 Name of transferee (foreign corporation) STEPFUN TECHNOLOGY LIMITED	5a Identifying number, if any
--	--------------------------------------

6 Address (including country) 30/F, EAST TOWER, AI TOWER, NO. 701 YUNJIN ROAD XUHUI DIST SHANGHAI, CHINA	5b Reference ID number 926650
---	--

7 Country code of country of incorporation or organization
CJ

8 Foreign law characterization (see instructions)
CORPORATION

- 9** Is the transferee foreign corporation a controlled foreign corporation? **Yes** **No**

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	02/06/2024		137,276.		

10 Was cash the only property transferred? **Yes** **No**
 If "Yes," skip the remainder of Part III and go to Part IV.

Section B - Other Property (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Stock and securities					
Inventory					
Other property (not listed under another category)					
Property with built-in loss					
Totals					

11 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? **Yes** **No**

12 a Were any assets of a foreign branch (including a branch that is a foreign disregarded entity) transferred to a foreign corporation? **Yes** **No**
 If "Yes," go to line 12b.

b Was the transferor a domestic corporation that transferred substantially all of the assets of a foreign branch (including a branch that is a foreign disregarded entity) to a specified 10%-owned foreign corporation? **Yes** **No**
 If "Yes," continue to line 12c. If "No," skip lines 12c and 12d, and go to line 13.

c Immediately after the transfer, was the domestic corporation a U.S. shareholder with respect to the transferee foreign corporation? **Yes** **No**
 If "Yes," continue to line 12d. If "No," skip line 12d, and go to line 13.

d Enter the transferred loss amount included in gross income as required under section 91 ► \$ _____

13 Did the transferor transfer property described in section 367(d)(4)? **Yes** **No**
 If "No," skip Section C and questions 14a through 15.

Section C - Intangible Property Subject to Section 367(d)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 367(d)(4)						
Totals						

- 14 a Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed 20 years? Yes No
- b At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? Yes No
- c Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? Yes No
- d If the answer to line 14c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ▶ \$ _____
- 15 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? Yes No

Supplemental Part III Information Required To Be Reported (see instructions)

SEE STATEMENT 70

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 16 Enter the transferor's interest in the transferee foreign corporation before and after the transfer.
(a) Before .020 % (b) After .040 %
- 17 Type of nonrecognition transaction (see instructions) ▶ SECTION 351
- 18 Indicate whether any transfer reported in Part III is subject to any of the following.
 - a Gain recognition under section 904(f)(3) Yes No
 - b Gain recognition under section 904(f)(5)(F) Yes No
 - c Recapture under section 1503(d) Yes No
 - d Exchange gain under section 987 Yes No
- 19 Did this transfer result from a change in entity classification? Yes No
- 20 a Did a domestic corporation make a distribution of property covered by section 367(e)(2)? (see instructions) Yes No
If "Yes," complete lines 20b and 20c.
 - b Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ▶ \$ _____
 - c Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? Yes No
- 21 Did a domestic corporation make a section 355 distribution of stock in a foreign controlled corporation covered by section 367(e)(1)? See instructions Yes No

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor BARR FOUNDATION	Identifying number (see instructions) 04-6579815
--	--

- 1** Is the transferee a specified 10%-owned foreign corporation that is not a controlled foreign corporation? **Yes** **No**
- 2** If the transferor was a corporation, complete questions 2a through 2d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by five or fewer domestic corporations? **Yes** **No**
- b** Did the transferor remain in existence after the transfer? **Yes** **No**
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? **Yes** **No**
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(4) been made? **Yes** **No**

- 3** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 3a through 3d.
- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership

SEE PART III

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? **Yes** **No**
- c** Is the partner disposing of its **entire** interest in the partnership? **Yes** **No**
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? **Yes** **No**

Part II Transferee Foreign Corporation Information (see instructions)

4 Name of transferee (foreign corporation) SUPABASE, INC.	5a Identifying number, if any
--	--------------------------------------

6 Address (including country) 970 TOA PAYOH NORTH #07-04 SINGAPORE, 318992 SINGAPORE	5b Reference ID number 926651
---	--

7 Country code of country of incorporation or organization SN	
--	--

8 Foreign law characterization (see instructions) CORPORATION	
--	--

- 9** Is the transferee foreign corporation a controlled foreign corporation? **Yes** **No**

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	09/03/2024		465,068.		

10 Was cash the only property transferred? **Yes** **No**
 If "Yes," skip the remainder of Part III and go to Part IV.

Section B - Other Property (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Stock and securities					
Inventory					
Other property (not listed under another category)					
Property with built-in loss					
Totals					

11 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? **Yes** **No**

12 a Were any assets of a foreign branch (including a branch that is a foreign disregarded entity) transferred to a foreign corporation? **Yes** **No**
 If "Yes," go to line 12b.

b Was the transferor a domestic corporation that transferred substantially all of the assets of a foreign branch (including a branch that is a foreign disregarded entity) to a specified 10%-owned foreign corporation? **Yes** **No**
 If "Yes," continue to line 12c. If "No," skip lines 12c and 12d, and go to line 13.

c Immediately after the transfer, was the domestic corporation a U.S. shareholder with respect to the transferee foreign corporation? **Yes** **No**
 If "Yes," continue to line 12d. If "No," skip line 12d, and go to line 13.

d Enter the transferred loss amount included in gross income as required under section 91 ► \$ _____

13 Did the transferor transfer property described in section 367(d)(4)? **Yes** **No**
 If "No," skip Section C and questions 14a through 15.

Section C - Intangible Property Subject to Section 367(d)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 367(d)(4)						
Totals						

- 14 a** Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed 20 years? **Yes** **No**
- b** At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? **Yes** **No**
- c** Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? **Yes** **No**
- d** If the answer to line 14c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ▶ \$ _____
- 15** Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? **Yes** **No**

Supplemental Part III Information Required To Be Reported (see instructions)

SEE STATEMENT 71

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 16** Enter the transferor's interest in the transferee foreign corporation before and after the transfer.
(a) Before .000 % **(b)** After .060 %
- 17** Type of nonrecognition transaction (see instructions) ▶ **SECTION 351**
- 18** Indicate whether any transfer reported in Part III is subject to any of the following.
 - a** Gain recognition under section 904(f)(3) **Yes** **No**
 - b** Gain recognition under section 904(f)(5)(F) **Yes** **No**
 - c** Recapture under section 1503(d) **Yes** **No**
 - d** Exchange gain under section 987 **Yes** **No**
- 19** Did this transfer result from a change in entity classification? **Yes** **No**
- 20 a** Did a domestic corporation make a distribution of property covered by section 367(e)(2)? (see instructions) **Yes** **No**
If "Yes," complete lines 20b and 20c.
- b** Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ▶ \$ _____
- c** Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? **Yes** **No**
- 21** Did a domestic corporation make a section 355 distribution of stock in a foreign controlled corporation covered by section 367(e)(1)? See instructions **Yes** **No**

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor BARR FOUNDATION	Identifying number (see instructions) 04-6579815
--	--

- 1** Is the transferee a specified 10%-owned foreign corporation that is not a controlled foreign corporation? **Yes** **No**
- 2** If the transferor was a corporation, complete questions 2a through 2d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by five or fewer domestic corporations? **Yes** **No**
- b** Did the transferor remain in existence after the transfer? **Yes** **No**
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? **Yes** **No**
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(4) been made? **Yes** **No**

- 3** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 3a through 3d.
- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
GENERAL ATLANTIC BNZ COMPANION FUND (LUX) SCSP	98-1635869

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? **Yes** **No**
- c** Is the partner disposing of its **entire** interest in the partnership? **Yes** **No**
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? **Yes** **No**

Part II Transferee Foreign Corporation Information (see instructions)

4 Name of transferee (foreign corporation) SUSTAINABLE DEVELOPMENT CAPITAL LLP	5a Identifying number, if any
---	--------------------------------------

6 Address (including country) ONE VINE STREET LONDON, W1J 0AH UNITED KINGDOM	5b Reference ID number 926652
---	--

7 Country code of country of incorporation or organization
UK

8 Foreign law characterization (see instructions)
CORPORATION

- 9** Is the transferee foreign corporation a controlled foreign corporation? **Yes** **No**

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash			113,943.		

10 Was cash the only property transferred? **Yes** **No**
 If "Yes," skip the remainder of Part III and go to Part IV.

Section B - Other Property (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Stock and securities					
Inventory					
Other property (not listed under another category)					
Property with built-in loss					
Totals					

11 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? **Yes** **No**

12 a Were any assets of a foreign branch (including a branch that is a foreign disregarded entity) transferred to a foreign corporation? **Yes** **No**
 If "Yes," go to line 12b.

b Was the transferor a domestic corporation that transferred substantially all of the assets of a foreign branch (including a branch that is a foreign disregarded entity) to a specified 10%-owned foreign corporation? **Yes** **No**
 If "Yes," continue to line 12c. If "No," skip lines 12c and 12d, and go to line 13.

c Immediately after the transfer, was the domestic corporation a U.S. shareholder with respect to the transferee foreign corporation? **Yes** **No**
 If "Yes," continue to line 12d. If "No," skip line 12d, and go to line 13.

d Enter the transferred loss amount included in gross income as required under section 91 ► \$ _____

13 Did the transferor transfer property described in section 367(d)(4)? **Yes** **No**
 If "No," skip Section C and questions 14a through 15.

Section C - Intangible Property Subject to Section 367(d)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 367(d)(4)						
Totals						

- 14 a Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed 20 years? Yes No
- b At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? Yes No
- c Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? Yes No
- d If the answer to line 14c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ▶ \$ _____
- 15 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? Yes No

Supplemental Part III Information Required To Be Reported (see instructions)

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 16 Enter the transferor's interest in the transferee foreign corporation before and after the transfer.
(a) Before .000 % (b) After .070 %
- 17 Type of nonrecognition transaction (see instructions) ▶ SECTION 351
- 18 Indicate whether any transfer reported in Part III is subject to any of the following.
 - a Gain recognition under section 904(f)(3) Yes No
 - b Gain recognition under section 904(f)(5)(F) Yes No
 - c Recapture under section 1503(d) Yes No
 - d Exchange gain under section 987 Yes No
- 19 Did this transfer result from a change in entity classification? Yes No
- 20 a Did a domestic corporation make a distribution of property covered by section 367(e)(2)? (see instructions) Yes No
If "Yes," complete lines 20b and 20c.
 - b Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ▶ \$ _____
 - c Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? Yes No
- 21 Did a domestic corporation make a section 355 distribution of stock in a foreign controlled corporation covered by section 367(e)(1)? See instructions Yes No

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor BARR FOUNDATION	Identifying number (see instructions) 04-6579815
--	--

- 1** Is the transferee a specified 10%-owned foreign corporation that is not a controlled foreign corporation? **Yes** **No**
- 2** If the transferor was a corporation, complete questions 2a through 2d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by five or fewer domestic corporations? **Yes** **No**
- b** Did the transferor remain in existence after the transfer? **Yes** **No**
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? **Yes** **No**
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(4) been made? **Yes** **No**

- 3** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 3a through 3d.
- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
PEAK XV PARTNERS SEA FUND I LTD	98-1661710

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? **Yes** **No**
- c** Is the partner disposing of its **entire** interest in the partnership? **Yes** **No**
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? **Yes** **No**

Part II Transferee Foreign Corporation Information (see instructions)

4 Name of transferee (foreign corporation) TIMEE	5a Identifying number, if any
---	--------------------------------------

6 Address (including country) 35TH FLOOR, SHIODOME CITY CENTER, 1-5-2 HIGASHISHINBASH TOKYO, 105-7135 JAPAN	5b Reference ID number 926653
---	--

7 Country code of country of incorporation or organization
JA

8 Foreign law characterization (see instructions)
CORPORATION

- 9** Is the transferee foreign corporation a controlled foreign corporation? **Yes** **No**

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash			291,928.		

10 Was cash the only property transferred? **Yes** **No**
 If "Yes," skip the remainder of Part III and go to Part IV.

Section B - Other Property (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Stock and securities					
Inventory					
Other property (not listed under another category)					
Property with built-in loss					
Totals					

11 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? **Yes** **No**

12 a Were any assets of a foreign branch (including a branch that is a foreign disregarded entity) transferred to a foreign corporation? **Yes** **No**
 If "Yes," go to line 12b.

b Was the transferor a domestic corporation that transferred substantially all of the assets of a foreign branch (including a branch that is a foreign disregarded entity) to a specified 10%-owned foreign corporation? **Yes** **No**
 If "Yes," continue to line 12c. If "No," skip lines 12c and 12d, and go to line 13.

c Immediately after the transfer, was the domestic corporation a U.S. shareholder with respect to the transferee foreign corporation? **Yes** **No**
 If "Yes," continue to line 12d. If "No," skip line 12d, and go to line 13.

d Enter the transferred loss amount included in gross income as required under section 91 ► \$ _____

13 Did the transferor transfer property described in section 367(d)(4)? **Yes** **No**
 If "No," skip Section C and questions 14a through 15.

Section C - Intangible Property Subject to Section 367(d)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 367(d)(4)						
Totals						

- 14 a Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed 20 years? Yes No
- b At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? Yes No
- c Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? Yes No
- d If the answer to line 14c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ▶ \$ _____
- 15 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? Yes No

Supplemental Part III Information Required To Be Reported (see instructions)

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 16 Enter the transferor's interest in the transferee foreign corporation before and after the transfer.
(a) Before .000 % (b) After .030 %
- 17 Type of nonrecognition transaction (see instructions) ▶ SECTION 351
- 18 Indicate whether any transfer reported in Part III is subject to any of the following.
 - a Gain recognition under section 904(f)(3) Yes No
 - b Gain recognition under section 904(f)(5)(F) Yes No
 - c Recapture under section 1503(d) Yes No
 - d Exchange gain under section 987 Yes No
- 19 Did this transfer result from a change in entity classification? Yes No
- 20 a Did a domestic corporation make a distribution of property covered by section 367(e)(2)? (see instructions) Yes No
If "Yes," complete lines 20b and 20c.
 - b Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ▶ \$ _____
 - c Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? Yes No
- 21 Did a domestic corporation make a section 355 distribution of stock in a foreign controlled corporation covered by section 367(e)(1)? See instructions Yes No

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor BARR FOUNDATION	Identifying number (see instructions) 04-6579815
--	--

- 1** Is the transferee a specified 10%-owned foreign corporation that is not a controlled foreign corporation? **Yes** **No**
- 2** If the transferor was a corporation, complete questions 2a through 2d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by five or fewer domestic corporations? **Yes** **No**
- b** Did the transferor remain in existence after the transfer? **Yes** **No**
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? **Yes** **No**
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(4) been made? **Yes** **No**

- 3** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 3a through 3d.
- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership

SEE PART III

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? **Yes** **No**
- c** Is the partner disposing of its **entire** interest in the partnership? **Yes** **No**
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? **Yes** **No**

Part II Transferee Foreign Corporation Information (see instructions)

4 Name of transferee (foreign corporation) TOURLANE GMBH	5a Identifying number, if any
---	--------------------------------------

6 Address (including country) KOPENICKER STR. 126 BERLIN, 10179 GERMANY	5b Reference ID number 926654
--	--

7 Country code of country of incorporation or organization
GM

8 Foreign law characterization (see instructions)
CORPORATION

- 9** Is the transferee foreign corporation a controlled foreign corporation? **Yes** **No**

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	10/30/2024		181,407.		

10 Was cash the only property transferred? **Yes** **No**
 If "Yes," skip the remainder of Part III and go to Part IV.

Section B - Other Property (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Stock and securities					
Inventory					
Other property (not listed under another category)					
Property with built-in loss					
Totals					

11 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? **Yes** **No**

12 a Were any assets of a foreign branch (including a branch that is a foreign disregarded entity) transferred to a foreign corporation? **Yes** **No**
 If "Yes," go to line 12b.

b Was the transferor a domestic corporation that transferred substantially all of the assets of a foreign branch (including a branch that is a foreign disregarded entity) to a specified 10%-owned foreign corporation? **Yes** **No**
 If "Yes," continue to line 12c. If "No," skip lines 12c and 12d, and go to line 13.

c Immediately after the transfer, was the domestic corporation a U.S. shareholder with respect to the transferee foreign corporation? **Yes** **No**
 If "Yes," continue to line 12d. If "No," skip line 12d, and go to line 13.

d Enter the transferred loss amount included in gross income as required under section 91 ► \$ _____

13 Did the transferor transfer property described in section 367(d)(4)? **Yes** **No**
 If "No," skip Section C and questions 14a through 15.

Section C - Intangible Property Subject to Section 367(d)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 367(d)(4)						
Totals						

- 14 a Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed 20 years? **Yes** **No**
- b At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? **Yes** **No**
- c Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? **Yes** **No**
- d If the answer to line 14c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ▶ \$ _____
- 15 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? **Yes** **No**

Supplemental Part III Information Required To Be Reported (see instructions)

SEE STATEMENT 72

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 16 Enter the transferor's interest in the transferee foreign corporation before and after the transfer.
(a) Before .140 % (b) After .230 %
- 17 Type of nonrecognition transaction (see instructions) ▶ SECTION 351
- 18 Indicate whether any transfer reported in Part III is subject to any of the following.
 - a Gain recognition under section 904(f)(3) **Yes** **No**
 - b Gain recognition under section 904(f)(5)(F) **Yes** **No**
 - c Recapture under section 1503(d) **Yes** **No**
 - d Exchange gain under section 987 **Yes** **No**
- 19 Did this transfer result from a change in entity classification? **Yes** **No**
- 20 a Did a domestic corporation make a distribution of property covered by section 367(e)(2)? (see instructions) **Yes** **No**
If "Yes," complete lines 20b and 20c.
- b Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ▶ \$ _____
- c Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? **Yes** **No**
- 21 Did a domestic corporation make a section 355 distribution of stock in a foreign controlled corporation covered by section 367(e)(1)? See instructions **Yes** **No**

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor BARR FOUNDATION	Identifying number (see instructions) 04-6579815
--	--

- 1** Is the transferee a specified 10%-owned foreign corporation that is not a controlled foreign corporation? **Yes** **No**
- 2** If the transferor was a corporation, complete questions 2a through 2d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by five or fewer domestic corporations? **Yes** **No**
- b** Did the transferor remain in existence after the transfer? **Yes** **No**
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? **Yes** **No**
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(4) been made? **Yes** **No**

- 3** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 3a through 3d.
- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
FINEPOINT CAPITAL PARTNERS II, LP	90-1020430

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? **Yes** **No**
- c** Is the partner disposing of its **entire** interest in the partnership? **Yes** **No**
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? **Yes** **No**

Part II Transferee Foreign Corporation Information (see instructions)

4 Name of transferee (foreign corporation) TROUVAILLE RE SEGREGATED ACCOUNT (SERIES 2024-1) FP1	5a Identifying number, if any
--	--------------------------------------

6 Address (including country) WESSEX HOUSE 3RD FLOOR, 45 REID STREET HAMILTON, HM12 BERMUDA	5b Reference ID number 926655
--	--

7 Country code of country of incorporation or organization
BD

8 Foreign law characterization (see instructions)
CORPORATION

- 9** Is the transferee foreign corporation a controlled foreign corporation? **Yes** **No**

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	03/27/2024		398,929.		

10 Was cash the only property transferred? **Yes** **No**
 If "Yes," skip the remainder of Part III and go to Part IV.

Section B - Other Property (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Stock and securities					
Inventory					
Other property (not listed under another category)					
Property with built-in loss					
Totals					

11 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? **Yes** **No**

12 a Were any assets of a foreign branch (including a branch that is a foreign disregarded entity) transferred to a foreign corporation? **Yes** **No**
 If "Yes," go to line 12b.

b Was the transferor a domestic corporation that transferred substantially all of the assets of a foreign branch (including a branch that is a foreign disregarded entity) to a specified 10%-owned foreign corporation? **Yes** **No**
 If "Yes," continue to line 12c. If "No," skip lines 12c and 12d, and go to line 13.

c Immediately after the transfer, was the domestic corporation a U.S. shareholder with respect to the transferee foreign corporation? **Yes** **No**
 If "Yes," continue to line 12d. If "No," skip line 12d, and go to line 13.

d Enter the transferred loss amount included in gross income as required under section 91 ► \$ _____

13 Did the transferor transfer property described in section 367(d)(4)? **Yes** **No**
 If "No," skip Section C and questions 14a through 15.

Section C - Intangible Property Subject to Section 367(d)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 367(d)(4)						
Totals						

- 14 a Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed 20 years? **Yes** **No**
- b At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? **Yes** **No**
- c Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? **Yes** **No**
- d If the answer to line 14c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ► \$ _____
- 15 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? **Yes** **No**

Supplemental Part III Information Required To Be Reported (see instructions)

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 16 Enter the transferor's interest in the transferee foreign corporation before and after the transfer.
 (a) Before .000 % (b) After .890 %
- 17 Type of nonrecognition transaction (see instructions) ► SECTION 351
- 18 Indicate whether any transfer reported in Part III is subject to any of the following.
 - a Gain recognition under section 904(f)(3) **Yes** **No**
 - b Gain recognition under section 904(f)(5)(F) **Yes** **No**
 - c Recapture under section 1503(d) **Yes** **No**
 - d Exchange gain under section 987 **Yes** **No**
- 19 Did this transfer result from a change in entity classification? **Yes** **No**
- 20 a Did a domestic corporation make a distribution of property covered by section 367(e)(2)? (see instructions) **Yes** **No**
 If "Yes," complete lines 20b and 20c.
 - b Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ► \$ _____
 - c Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? **Yes** **No**
- 21 Did a domestic corporation make a section 355 distribution of stock in a foreign controlled corporation covered by section 367(e)(1)? See instructions **Yes** **No**

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0026

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Attachment
 Sequence No. **128**

Part I U.S. Transferor Information (see instructions)

Name of transferor BARR FOUNDATION	Identifying number (see instructions) 04-6579815
--	--

- 1** Is the transferee a specified 10%-owned foreign corporation that is not a controlled foreign corporation? **Yes** **No**
- 2** If the transferor was a corporation, complete questions 2a through 2d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by five or fewer domestic corporations? **Yes** **No**
- b** Did the transferor remain in existence after the transfer? **Yes** **No**
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? **Yes** **No**
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(4) been made? **Yes** **No**

- 3** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 3a through 3d.
- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
SEQUOIA CAPITAL US VENTURE FUND XV, LP	98-1220556

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? **Yes** **No**
- c** Is the partner disposing of its **entire** interest in the partnership? **Yes** **No**
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? **Yes** **No**

Part II Transferee Foreign Corporation Information (see instructions)

4 Name of transferee (foreign corporation) VENTURE XV HOLDINGS LTD.	5a Identifying number, if any
--	--------------------------------------

6 Address (including country) PO BOX 309 UGLAND HOUSE, GRAND CAYMAN GEORGE TOWN, GRAND CAYMAN KY1-1104 CAYMAN ISLANDS	5b Reference ID number 926656
---	--

7 Country code of country of incorporation or organization
CJ

8 Foreign law characterization (see instructions)
CORPORATION

- 9** Is the transferee foreign corporation a controlled foreign corporation? **Yes** **No**

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash			125,952.		

10 Was cash the only property transferred? **Yes** **No**
 If "Yes," skip the remainder of Part III and go to Part IV.

Section B - Other Property (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Stock and securities					
Inventory					
Other property (not listed under another category)					
Property with built-in loss					
Totals					

11 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? **Yes** **No**

12 a Were any assets of a foreign branch (including a branch that is a foreign disregarded entity) transferred to a foreign corporation? **Yes** **No**
 If "Yes," go to line 12b.

b Was the transferor a domestic corporation that transferred substantially all of the assets of a foreign branch (including a branch that is a foreign disregarded entity) to a specified 10%-owned foreign corporation? **Yes** **No**
 If "Yes," continue to line 12c. If "No," skip lines 12c and 12d, and go to line 13.

c Immediately after the transfer, was the domestic corporation a U.S. shareholder with respect to the transferee foreign corporation? **Yes** **No**
 If "Yes," continue to line 12d. If "No," skip line 12d, and go to line 13.

d Enter the transferred loss amount included in gross income as required under section 91 ► \$ _____

13 Did the transferor transfer property described in section 367(d)(4)? **Yes** **No**
 If "No," skip Section C and questions 14a through 15.

Section C - Intangible Property Subject to Section 367(d)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 367(d)(4)						
Totals						

- 14 a** Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed 20 years? **Yes** **No**
- b** At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? **Yes** **No**
- c** Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? **Yes** **No**
- d** If the answer to line 14c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ▶ \$ _____
- 15** Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? **Yes** **No**

Supplemental Part III Information Required To Be Reported (see instructions)

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 16** Enter the transferor's interest in the transferee foreign corporation before and after the transfer.
(a) Before .000 % **(b)** After 1.050 %
- 17** Type of nonrecognition transaction (see instructions) ▶ SECTION 351
- 18** Indicate whether any transfer reported in Part III is subject to any of the following.
 - a** Gain recognition under section 904(f)(3) **Yes** **No**
 - b** Gain recognition under section 904(f)(5)(F) **Yes** **No**
 - c** Recapture under section 1503(d) **Yes** **No**
 - d** Exchange gain under section 987 **Yes** **No**
- 19** Did this transfer result from a change in entity classification? **Yes** **No**
- 20 a** Did a domestic corporation make a distribution of property covered by section 367(e)(2)? (see instructions) **Yes** **No**
 If "Yes," complete lines 20b and 20c.
- b** Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ▶ \$ _____
- c** Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? **Yes** **No**
- 21** Did a domestic corporation make a section 355 distribution of stock in a foreign controlled corporation covered by section 367(e)(1)? See instructions **Yes** **No**

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor BARR FOUNDATION	Identifying number (see instructions) 04-6579815
--	--

- 1** Is the transferee a specified 10%-owned foreign corporation that is not a controlled foreign corporation? **Yes** **No**
- 2** If the transferor was a corporation, complete questions 2a through 2d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by five or fewer domestic corporations? **Yes** **No**
- b** Did the transferor remain in existence after the transfer? **Yes** **No**
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? **Yes** **No**
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(4) been made? **Yes** **No**

- 3** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 3a through 3d.
- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
PEAK XV PARTNERS SEA FUND I LTD	98-1661710

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? **Yes** **No**
- c** Is the partner disposing of its **entire** interest in the partnership? **Yes** **No**
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? **Yes** **No**

Part II Transferee Foreign Corporation Information (see instructions)

4 Name of transferee (foreign corporation) WATCHTOWER PTE. LTD.	5a Identifying number, if any
--	--------------------------------------

6 Address (including country) 135 CECIL STREET #10-01 SINGAPORE, 069536 SINGAPORE	5b Reference ID number 926657
--	--

7 Country code of country of incorporation or organization
SN

8 Foreign law characterization (see instructions)
CORPORATION

- 9** Is the transferee foreign corporation a controlled foreign corporation? **Yes** **No**

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	10/02/2024		143,551.		

10 Was cash the only property transferred? **Yes** **No**
 If "Yes," skip the remainder of Part III and go to Part IV.

Section B - Other Property (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Stock and securities					
Inventory					
Other property (not listed under another category)					
Property with built-in loss					
Totals					

11 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? **Yes** **No**

12 a Were any assets of a foreign branch (including a branch that is a foreign disregarded entity) transferred to a foreign corporation? **Yes** **No**
 If "Yes," go to line 12b.

b Was the transferor a domestic corporation that transferred substantially all of the assets of a foreign branch (including a branch that is a foreign disregarded entity) to a specified 10%-owned foreign corporation? **Yes** **No**
 If "Yes," continue to line 12c. If "No," skip lines 12c and 12d, and go to line 13.

c Immediately after the transfer, was the domestic corporation a U.S. shareholder with respect to the transferee foreign corporation? **Yes** **No**
 If "Yes," continue to line 12d. If "No," skip line 12d, and go to line 13.

d Enter the transferred loss amount included in gross income as required under section 91 ► \$ _____

13 Did the transferor transfer property described in section 367(d)(4)? **Yes** **No**
 If "No," skip Section C and questions 14a through 15.

Section C - Intangible Property Subject to Section 367(d)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 367(d)(4)						
Totals						

- 14 a** Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed 20 years? **Yes** **No**
- b** At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? **Yes** **No**
- c** Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? **Yes** **No**
- d** If the answer to line 14c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ► \$ _____
- 15** Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? **Yes** **No**

Supplemental Part III Information Required To Be Reported (see instructions)

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 16** Enter the transferor's interest in the transferee foreign corporation before and after the transfer.
(a) Before .000 % **(b)** After .180 %
- 17** Type of nonrecognition transaction (see instructions) ► SECTION 351
- 18** Indicate whether any transfer reported in Part III is subject to any of the following.
 - a** Gain recognition under section 904(f)(3) **Yes** **No**
 - b** Gain recognition under section 904(f)(5)(F) **Yes** **No**
 - c** Recapture under section 1503(d) **Yes** **No**
 - d** Exchange gain under section 987 **Yes** **No**
- 19** Did this transfer result from a change in entity classification? **Yes** **No**
- 20 a** Did a domestic corporation make a distribution of property covered by section 367(e)(2)? (see instructions) **Yes** **No**
 If "Yes," complete lines 20b and 20c.
- b** Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ► \$ _____
- c** Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? **Yes** **No**
- 21** Did a domestic corporation make a section 355 distribution of stock in a foreign controlled corporation covered by section 367(e)(1)? See instructions **Yes** **No**

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor BARR FOUNDATION	Identifying number (see instructions) 04-6579815
--	--

- 1** Is the transferee a specified 10%-owned foreign corporation that is not a controlled foreign corporation? **Yes** **No**
- 2** If the transferor was a corporation, complete questions 2a through 2d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by five or fewer domestic corporations? **Yes** **No**
- b** Did the transferor remain in existence after the transfer? **Yes** **No**
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? **Yes** **No**
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(4) been made? **Yes** **No**

- 3** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 3a through 3d.
- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
HONGSHAN CAPITAL GROWTH FUND VII, L.P.	98-1659892

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? **Yes** **No**
- c** Is the partner disposing of its **entire** interest in the partnership? **Yes** **No**
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? **Yes** **No**

Part II Transferee Foreign Corporation Information (see instructions)

4 Name of transferee (foreign corporation) WUXI XDC CAYMAN INC.	5a Identifying number, if any
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6 Address (including country) 520 FUTE NORTH ROAD, PUDONG NEW DISTRICT SHANGHAI, 200131 CHINA	5b Reference ID number 926658
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7 Country code of country of incorporation or organization
CJ

8 Foreign law characterization (see instructions)
CORPORATION

- 9** Is the transferee foreign corporation a controlled foreign corporation? **Yes** **No**

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	05/17/2024		123,590.		

10 Was cash the only property transferred? **Yes** **No**
 If "Yes," skip the remainder of Part III and go to Part IV.

Section B - Other Property (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Stock and securities					
Inventory					
Other property (not listed under another category)					
Property with built-in loss					
Totals					

11 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? **Yes** **No**

12 a Were any assets of a foreign branch (including a branch that is a foreign disregarded entity) transferred to a foreign corporation? **Yes** **No**
 If "Yes," go to line 12b.

b Was the transferor a domestic corporation that transferred substantially all of the assets of a foreign branch (including a branch that is a foreign disregarded entity) to a specified 10%-owned foreign corporation? **Yes** **No**
 If "Yes," continue to line 12c. If "No," skip lines 12c and 12d, and go to line 13.

c Immediately after the transfer, was the domestic corporation a U.S. shareholder with respect to the transferee foreign corporation? **Yes** **No**
 If "Yes," continue to line 12d. If "No," skip line 12d, and go to line 13.

d Enter the transferred loss amount included in gross income as required under section 91 ► \$ _____

13 Did the transferor transfer property described in section 367(d)(4)? **Yes** **No**
 If "No," skip Section C and questions 14a through 15.

Section C - Intangible Property Subject to Section 367(d)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 367(d)(4)						
Totals						

- 14 a Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed 20 years? Yes No
- b At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? Yes No
- c Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? Yes No
- d If the answer to line 14c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ▶ \$ _____
- 15 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? Yes No

Supplemental Part III Information Required To Be Reported (see instructions)

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 16 Enter the transferor's interest in the transferee foreign corporation before and after the transfer.
(a) Before .000 % (b) After _____ %
- 17 Type of nonrecognition transaction (see instructions) ▶ SECTION 351
- 18 Indicate whether any transfer reported in Part III is subject to any of the following.
 - a Gain recognition under section 904(f)(3) Yes No
 - b Gain recognition under section 904(f)(5)(F) Yes No
 - c Recapture under section 1503(d) Yes No
 - d Exchange gain under section 987 Yes No
- 19 Did this transfer result from a change in entity classification? Yes No
- 20 a Did a domestic corporation make a distribution of property covered by section 367(e)(2)? (see instructions) Yes No
If "Yes," complete lines 20b and 20c.
 - b Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ▶ \$ _____
 - c Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? Yes No
- 21 Did a domestic corporation make a section 355 distribution of stock in a foreign controlled corporation covered by section 367(e)(1)? See instructions Yes No

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor BARR FOUNDATION	Identifying number (see instructions) 04-6579815
--	--

- 1** Is the transferee a specified 10%-owned foreign corporation that is not a controlled foreign corporation? **Yes** **No**
- 2** If the transferor was a corporation, complete questions 2a through 2d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by five or fewer domestic corporations? **Yes** **No**
- b** Did the transferor remain in existence after the transfer? **Yes** **No**
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? **Yes** **No**
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(4) been made? **Yes** **No**

- 3** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 3a through 3d.
- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership

SEE PART III

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? **Yes** **No**
- c** Is the partner disposing of its **entire** interest in the partnership? **Yes** **No**
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? **Yes** **No**

Part II Transferee Foreign Corporation Information (see instructions)

4 Name of transferee (foreign corporation) ZAFRAN SECURITY LTD.	5a Identifying number, if any
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6 Address (including country) HAIM BAR LEV ST. 7 RAMAT GAN, 5265369 ISRAEL	5b Reference ID number 926659
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7 Country code of country of incorporation or organization
IS

8 Foreign law characterization (see instructions)
CORPORATION

- 9** Is the transferee foreign corporation a controlled foreign corporation? **Yes** **No**

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	06/20/2024		276,331.		

10 Was cash the only property transferred? **Yes** **No**
 If "Yes," skip the remainder of Part III and go to Part IV.

Section B - Other Property (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Stock and securities					
Inventory					
Other property (not listed under another category)					
Property with built-in loss					
Totals					

11 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? **Yes** **No**

12 a Were any assets of a foreign branch (including a branch that is a foreign disregarded entity) transferred to a foreign corporation? **Yes** **No**
 If "Yes," go to line 12b.

b Was the transferor a domestic corporation that transferred substantially all of the assets of a foreign branch (including a branch that is a foreign disregarded entity) to a specified 10%-owned foreign corporation? **Yes** **No**
 If "Yes," continue to line 12c. If "No," skip lines 12c and 12d, and go to line 13.

c Immediately after the transfer, was the domestic corporation a U.S. shareholder with respect to the transferee foreign corporation? **Yes** **No**
 If "Yes," continue to line 12d. If "No," skip line 12d, and go to line 13.

d Enter the transferred loss amount included in gross income as required under section 91 ► \$ _____

13 Did the transferor transfer property described in section 367(d)(4)? **Yes** **No**
 If "No," skip Section C and questions 14a through 15.

Section C - Intangible Property Subject to Section 367(d)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 367(d)(4)						
Totals						

- 14 a** Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed 20 years? **Yes** **No**
- b** At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? **Yes** **No**
- c** Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? **Yes** **No**
- d** If the answer to line 14c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ▶ \$ _____
- 15** Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? **Yes** **No**

Supplemental Part III Information Required To Be Reported (see instructions)
SEE STATEMENT 73

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 16** Enter the transferor's interest in the transferee foreign corporation before and after the transfer.
(a) Before .190 % **(b)** After .380 %
- 17** Type of nonrecognition transaction (see instructions) ▶ **SECTION 351**
- 18** Indicate whether any transfer reported in Part III is subject to any of the following.
 - a** Gain recognition under section 904(f)(3) **Yes** **No**
 - b** Gain recognition under section 904(f)(5)(F) **Yes** **No**
 - c** Recapture under section 1503(d) **Yes** **No**
 - d** Exchange gain under section 987 **Yes** **No**
- 19** Did this transfer result from a change in entity classification? **Yes** **No**
- 20 a** Did a domestic corporation make a distribution of property covered by section 367(e)(2)? (see instructions) **Yes** **No**
 If "Yes," complete lines 20b and 20c.
- b** Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ▶ \$ _____
- c** Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? **Yes** **No**
- 21** Did a domestic corporation make a section 355 distribution of stock in a foreign controlled corporation covered by section 367(e)(1)? See instructions **Yes** **No**

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor BARR FOUNDATION	Identifying number (see instructions) 04-6579815
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- 1** Is the transferee a specified 10%-owned foreign corporation that is not a controlled foreign corporation? **Yes** **No**
- 2** If the transferor was a corporation, complete questions 2a through 2d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by five or fewer domestic corporations? **Yes** **No**
- b** Did the transferor remain in existence after the transfer? **Yes** **No**
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? **Yes** **No**
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(4) been made? **Yes** **No**

- 3** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 3a through 3d.
- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
HONGSHAN CAPITAL VENTURE FUND IX, L.P.	98-1659586

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? **Yes** **No**
- c** Is the partner disposing of its **entire** interest in the partnership? **Yes** **No**
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? **Yes** **No**

Part II Transferee Foreign Corporation Information (see instructions)

Name of transferee (foreign corporation) ZULUTION LTD.	5a Identifying number, if any
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Address (including country) PING'AN BINJIANG FINANCIAL CENTER, HUANGPU DISTRICT SHANGHAI, CHINA	5b Reference ID number 926660
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7 Country code of country of incorporation or organization
CJ

8 Foreign law characterization (see instructions)
CORPORATION

- 9** Is the transferee foreign corporation a controlled foreign corporation? **Yes** **No**

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	08/08/2024		141,318.		

10 Was cash the only property transferred? **Yes** **No**
 If "Yes," skip the remainder of Part III and go to Part IV.

Section B - Other Property (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Stock and securities					
Inventory					
Other property (not listed under another category)					
Property with built-in loss					
Totals					

11 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? **Yes** **No**

12 a Were any assets of a foreign branch (including a branch that is a foreign disregarded entity) transferred to a foreign corporation? **Yes** **No**
 If "Yes," go to line 12b.

b Was the transferor a domestic corporation that transferred substantially all of the assets of a foreign branch (including a branch that is a foreign disregarded entity) to a specified 10%-owned foreign corporation? **Yes** **No**
 If "Yes," continue to line 12c. If "No," skip lines 12c and 12d, and go to line 13.

c Immediately after the transfer, was the domestic corporation a U.S. shareholder with respect to the transferee foreign corporation? **Yes** **No**
 If "Yes," continue to line 12d. If "No," skip line 12d, and go to line 13.

d Enter the transferred loss amount included in gross income as required under section 91 ► \$ _____

13 Did the transferor transfer property described in section 367(d)(4)? **Yes** **No**
 If "No," skip Section C and questions 14a through 15.

Section C - Intangible Property Subject to Section 367(d)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 367(d)(4)						
Totals						

- 14 a** Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed 20 years? **Yes** **No**
- b** At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? **Yes** **No**
- c** Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? **Yes** **No**
- d** If the answer to line 14c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ▶ \$ _____
- 15** Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? **Yes** **No**

Supplemental Part III Information Required To Be Reported (see instructions)

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 16** Enter the transferor's interest in the transferee foreign corporation before and after the transfer.
(a) Before .000 % **(b)** After .050 %
- 17** Type of nonrecognition transaction (see instructions) ▶ SECTION 351
- 18** Indicate whether any transfer reported in Part III is subject to any of the following.
 - a** Gain recognition under section 904(f)(3) **Yes** **No**
 - b** Gain recognition under section 904(f)(5)(F) **Yes** **No**
 - c** Recapture under section 1503(d) **Yes** **No**
 - d** Exchange gain under section 987 **Yes** **No**
- 19** Did this transfer result from a change in entity classification? **Yes** **No**
- 20 a** Did a domestic corporation make a distribution of property covered by section 367(e)(2)? (see instructions) **Yes** **No**
 If "Yes," complete lines 20b and 20c.
- b** Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ▶ \$ _____
- c** Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? **Yes** **No**
- 21** Did a domestic corporation make a section 355 distribution of stock in a foreign controlled corporation covered by section 367(e)(1)? See instructions **Yes** **No**

TAXPAYER'S CONTRIBUTIONS TO THE FOREIGN CORPORATION ABOVE WERE DUE TO AN INTEREST IN SEQUOIA CAPITAL FUND, L.P. (98-1639975), SEQUOIA CAPITAL US VENTURE FUND XV, LP (98-1220556), AND SEQUOIA CAPITAL US VENTURE FUND XVII, LP (98-1542549), THE TRANSFERORS. TAXPAYER'S SHARE OF THE AMOUNTS CONTRIBUTED BY THE TRANSFERORS ARE \$68,933, \$20,467, AND \$41,031, RESPECTIVELY.

TAXPAYER'S CONTRIBUTIONS TO THE FOREIGN CORPORATION ABOVE WERE DUE TO AN INTEREST IN SEQUOIA CAPITAL FUND, L.P. (98-1639975) AND SEQUOIA CAPITAL US/E SEED FUND IV, LP (86-1882293), THE TRANSFERORS. TAXPAYER'S SHARE OF THE AMOUNTS CONTRIBUTED BY THE TRANSFERORS ARE \$149,236 AND \$12,421, RESPECTIVELY.

TAXPAYER'S CONTRIBUTIONS TO THE FOREIGN CORPORATION ABOVE WERE DUE TO AN INTEREST IN BAUPOST LIMITED PARTNERSHIP 1983 B-1 (04-2780324) AND BAUPOST LIMITED PARTNERSHIP 1983 C-1 (04-2780321), THE TRANSFERORS. TAXPAYER'S SHARE OF THE AMOUNTS CONTRIBUTED BY THE TRANSFERORS ARE \$124,260 AND \$286,523, RESPECTIVELY.

TAXPAYER'S CONTRIBUTIONS TO THE FOREIGN CORPORATION ABOVE WERE DUE TO AN INTEREST IN BAUPOST LIMITED PARTNERSHIP 1983 B-1 (04-2780324) AND BAUPOST LIMITED PARTNERSHIP 1983 C-1 (04-2780321), THE TRANSFERORS. TAXPAYER'S SHARE OF THE AMOUNTS CONTRIBUTED BY THE TRANSFERORS ARE \$135,090 AND \$311,496, RESPECTIVELY.

TAXPAYER'S CONTRIBUTIONS TO THE FOREIGN CORPORATION ABOVE WERE DUE TO AN INTEREST IN BAUPOST LIMITED PARTNERSHIP 1983 B-1 (04-2780324), BAUPOST LIMITED PARTNERSHIP 1983 C-1 (04-2780321), AND BAUPOST VALUE PARTNERS, LP-I (04-3506440), THE TRANSFERORS. TAXPAYER'S SHARE OF THE AMOUNTS CONTRIBUTED BY THE TRANSFERORS ARE \$106,997, \$223,057, AND \$190,793, RESPECTIVELY.

TAXPAYER'S CONTRIBUTIONS TO THE FOREIGN CORPORATION ABOVE WERE DUE TO AN INTEREST IN HONGSHAN CAPITAL GROWTH FUND VI, LP (98-1572446) AND HONGSHAN CAPITAL GROWTH FUND VII, L.P. (98-1659892), THE TRANSFERORS. TAXPAYER'S SHARE OF THE AMOUNTS CONTRIBUTED BY THE TRANSFERORS ARE \$55,954 AND \$81,322, RESPECTIVELY.

TAXPAYER'S CONTRIBUTIONS TO THE FOREIGN CORPORATION ABOVE WERE DUE TO AN INTEREST IN PEAK XV PARTNERS GROWTH FUND IV LTD (98-1660708) AND PEAK XV PARTNERS SEA FUND I LTD (98-1661710), THE TRANSFERORS. TAXPAYER'S SHARE OF THE AMOUNTS CONTRIBUTED BY THE TRANSFERORS ARE \$225,817 AND \$239,251, RESPECTIVELY.

TAXPAYER'S CONTRIBUTIONS TO THE FOREIGN CORPORATION ABOVE WERE DUE TO AN INTEREST IN SEQUOIA CAPITAL FUND, L.P. (98-1639975), SEQUOIA CAPITAL US GROWTH FUND VIII, L.P. (98-1428462), AND SEQUOIA CAPITAL US VENTURE FUND XVI, LP (98-1427558), THE TRANSFERORS. TAXPAYER'S SHARE OF THE AMOUNTS CONTRIBUTED BY THE TRANSFERORS ARE \$159,953, \$12,571, AND \$8,883, RESPECTIVELY.

TAXPAYER'S CONTRIBUTIONS TO THE FOREIGN CORPORATION ABOVE WERE DUE TO AN INTEREST IN SEQUOIA CAPITAL FUND, L.P. (98-1639975) AND SEQUOIA CAPITAL US VENTURE FUND XVII, LP (98-1542549), THE TRANSFERORS. TAXPAYER'S SHARE OF THE AMOUNTS CONTRIBUTED BY THE TRANSFERORS ARE \$266,384 AND \$9,947, RESPECTIVELY.