

Return of Private Foundation
or Section 4947(a)(1) Trust Treated as Private Foundation
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Go to www.irs.gov/Form990PF for instructions and the latest information.

For calendar year **2022** or tax year beginning , and ending

Name of foundation THE ROBERT WOOD JOHNSON FOUNDATION		A Employer identification number 22-6029397
Number and street (or P.O. box number if mail is not delivered to street address) 50 COLLEGE ROAD EAST	Room/suite	B Telephone number 609-627-6000
City or town, state or province, country, and ZIP or foreign postal code PRINCETON, NJ 08540		C If exemption application is pending, check here ...
G Check all that apply: Initial return Final return <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity Amended return <input checked="" type="checkbox"/> Name change		D 1. Foreign organizations, check here 2. Foreign organizations meeting the 85% test, check here and attach computation
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ...
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 13,836,857,366.	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual Other (specify) _____ (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 ...

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)</small>		(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	14.		N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	7,111,551.	7,111,551.		STATEMENT 2
	4 Dividends and interest from securities	187,846,558.	207,244,917.		STATEMENT 3
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	923,851,411.			STATEMENT 1
	b Gross sales price for all assets on line 6a	4,932,277,970.			
	7 Capital gain net income (from Part IV, line 2)		765,415,033.		
	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	427,000.	-45,960,845.		STATEMENT 4	
12 Total. Add lines 1 through 11	1,119,236,534.	933,810,656.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	6,495,222.	2,735,197.		3,413,193.
	14 Other employee salaries and wages	50,857,225.	11,832,778.		37,296,953.
	15 Pension plans, employee benefits	36,091,671.	2,093,652.		21,839,474.
	16a Legal fees	899,715.	185,977.		767,412.
	b Accounting fees	652,109.	118,500.		304,922.
	c Other professional fees	45,986,130.	11,117,236.		10,499,736.
	17 Interest	4,660.	9,558,868.		4,520.
	18 Taxes	17,203,474.	10,068,264.		168,075.
	19 Depreciation and depletion	5,789,989.	0.		
	20 Occupancy	3,587,371.	1,301,809.		2,179,641.
	21 Travel, conferences, and meetings	1,426,137.	268,553.		1,042,671.
	22 Printing and publications	589,376.	7,772.		516,415.
	23 Other expenses	97,894,197.	94,737,754.		57,301,266.
	24 Total operating and administrative expenses. Add lines 13 through 23	267,477,276.	144,026,360.		135,334,278.
	25 Contributions, gifts, grants paid	610,169,388.			570,006,415.
26 Total expenses and disbursements. Add lines 24 and 25	877,646,664.	144,026,360.		705,340,693.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements ...	241,589,870.				
b Net investment income (if negative, enter -0-)		789,784,296.			
c Adjusted net income (if negative, enter -0-)			N/A		

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only.		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing		49,739,140.	32,425,706.	32,425,706.
	2	Savings and temporary cash investments		361,911,627.	422,258,576.	422,258,576.
	3	Accounts receivable	318,789,977.			
		Less: allowance for doubtful accounts		298,012,132.	318,789,977.	318,789,977.
	4	Pledges receivable	34,474,067.			
		Less: allowance for doubtful accounts		34,644,179.	34,474,067.	34,474,067.
	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		107,842.	187,483.	187,483.
	10a	Investments - U.S. and state government obligations	STMT 12	471,764,979.	460,579,067.	460,579,067.
	b	Investments - corporate stock	STMT 13	2,411,411,529.	2,389,998,961.	2,389,998,961.
	c	Investments - corporate bonds				
	11	Investments - land, buildings, and equipment: basis	1,165,588.			
	Less: accumulated depreciation		1,165,588.	1,165,588.	6,830,000.	
12	Investments - mortgage loans					
13	Investments - other	STMT 14	11,045,232,731.	10,012,179,916.	10,012,179,916.	
14	Land, buildings, and equipment: basis	71,635,180.				
	Less: accumulated depreciation	STMT 15	38,951,320.	34,889,813.	32,683,860.	
15	Other assets (describe STATEMENT 16)		129,001,340.	127,559,535.	125,575,535.	
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		14,837,880,900.	13,832,302,736.	13,836,857,366.	
Liabilities	17	Accounts payable and accrued expenses		17,664,677.	25,564,377.	
	18	Grants payable		356,769,915.	402,479,803.	
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe STATEMENT 17)		558,703,285.	524,458,701.	
23	Total liabilities (add lines 17 through 22)		933,137,877.	952,502,881.		
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		13,870,098,844.	12,845,325,788.	
	25	Net assets with donor restrictions		34,644,179.	34,474,067.	
	Foundations that do not follow FASB ASC 958, check here ... 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		13,904,743,023.	12,879,799,855.		
30	Total liabilities and net assets/fund balances		14,837,880,900.	13,832,302,736.		

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	13,904,743,023.
2	Enter amount from Part I, line 27a	2	241,589,870.
3	Other increases not included in line 2 (itemize) SEE STATEMENT 10	3	95,020,869.
4	Add lines 1, 2, and 3	4	14,241,353,762.
5	Decreases not included in line 2 (itemize) SEE STATEMENT 11	5	1,361,553,907.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 29	6	12,879,799,855.

Part IV Capital Gains and Losses for Tax on Investment Income

(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 OTHER SECURITY SALES	P		
b JNJ COMMON STOCK SALES	P		
c LIMITED PARTNERSHIP INTERESTS	P		
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 4,212,268,347.		4,008,426,559.	203,841,788.
b 26,428,819.		193,063.	26,235,756.
c 693,580,804.		158,243,315.	535,337,489.
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			203,841,788.
b			26,235,756.
c			535,337,489.
d			
e			

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	765,415,033.
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	10,978,002.
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	10,978,002.
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	10,978,002.
6 Credits/Payments:		
a 2022 estimated tax payments and 2021 overpayment credited to 2022	6a	17,924,939.
b Exempt foreign organizations - tax withheld at source	6b	0.
c Tax paid with application for extension of time to file (Form 8868)	6c	8,000,000.
d Backup withholding erroneously withheld	6d	0.
7 Total credits and payments. Add lines 6a through 6d	7	25,924,939.
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	0.
9 Tax due. If the total of lines 5 and 8 is more than 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	14,946,937.
11 Enter the amount of line 10 to be: Credited to 2023 estimated tax 14,946,937. 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
1b	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
1c	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. \$ 0. (2) On foundation managers. \$ 0.		
	e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
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	
4b	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. _____ AZ, AR, CO, DC, FL, GA, IL, KS, MD, MA, MN, NH, NJ, NY, NC, OH, OR, PA, TX, VA, WA, WI, MI, MO, OK		
8b	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 SEE STATEMENT 19		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 2022 or the tax year beginning in 2022? 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 STATEMENT 20 STATEMENT 21	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 SEE STATEMENT 22 SEE STATEMENT 23	X	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	X	
	Website address WWW.RWJF.ORG		
14	The books are in care of WILLIAM ROELL, CFO & TREASURER Telephone no. (609) 627-6000 Located at 50 COLLEGE ROAD EAST, PRINCETON, NJ ZIP+4 08540		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year		N/A
16	At any time during calendar year 2022, 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 SEE STATEMENT 18		

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.

Table with 3 columns: Question, Yes, No. Rows include 1a(1) through 4b, with 'X' marks in the Yes or No columns.

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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		
d If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? If "Yes," attach the statement required by Regulations section 53.4945-5(d).	X	
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 25

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 24		6495222	890712.	6,786.

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

SEE STATEMENT 26

(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
MICHAEL ASWAD - 50 COLLEGE ROAD EAST, PRINCETON, NJ 08540	MD PRIVATE INV 40.00	1,124,013.	96,984.	720.
WARREN STOCK - 50 COLLEGE ROAD EAST, PRINCETON, NJ 08540	MD PUBLIC INV 40.00	1,080,819.	101,610.	720.
QI FENG LAU - 50 COLLEGE ROAD EAST, PRINCETON, NJ 08540	MD RISK MANAGEMENT 40.00	999,647.	100,756.	720.
JOSHUA STERN - 50 COLLEGE ROAD EAST, PRINCETON, NJ 08540	DIR PRIVATE INV 40.00	957,476.	112,784.	720.
VANITA GAONKAR - 50 COLLEGE ROAD EAST, PRINCETON, NJ 08540	MD PUBLIC INV 40.00	941,980.	82,306.	720.
Total number of other employees paid over \$50,000				286

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
BURNES COMMUNICATIONS INC 7910 WOODMONT AVE, BETHESDA, MD 20814-7034	COMMUNICATION CONSULTING	7,194,933.
MCCABE MESSAGE PARTNERS LLC - 1825 CONNECTICUT AVE NW SUITE 300, WASHINGTON, DC	COMMUNICATION CONSULTING	2,917,263.
MATHEMATICA INC 600 ALEXANDER PARK, PRINCETON, NJ 08543-2393	MARKET RESEARCH & POLLING SERVICES	2,262,634.
METROPOLITAN GROUP LLC 733 SW OAK STREET, PORTLAND, OR 97205	COMMUNICATION CONSULTING	2,149,466.
BETTYANDSMITH LLC - 1818 N STREET NW, SUITE 515, WASHINGTON, DC 20036	COMMUNICATION CONSULTING	2,039,223.
Total number of others receiving over \$50,000 for professional services		294

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 GENERAL OUTREACH AND SUPPORT: SHARE RESEARCH FINDINGS, SUPPORT POLICY AND COMMUNICATIONS ACTIVITIES THAT IMPROVE THE HEALTH AND WELLBEING OF EVERYONE IN AMERICA.	8,283,739.
2 RESEARCH, EVALUATION, LEARNING: PROGRAMS THAT IDENTIFY THE ROOT CAUSES OF HEALTH DISPARITIES AND POTENTIAL SOLUTIONS TO IMPROVE HEALTH, EQUITY, AND WELLBEING.	7,904,287.
3 HEALTHY CHILDREN AND FAMILIES: PROGRAMS THAT ENSURE FAMILIES HAVE THE RESOURCES NEEDED TO FOSTER HEALTHY DEVELOPMENT AND RAISE THRIVING CHILDREN.	6,843,532.
4 OTHER ACTIVITIES: FUND AND SHARE EVIDENCE-BASED, NONPARTISAN REPORTS THAT INFORM HEALTH AND HEALTH EQUITY POLICIES AT ALL LEVELS OF GOVERNMENT AND IN COMMUNITIES.	26,748,092.

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 SEE STATEMENT 27	7,500,000.
2 SEE STATEMENT 28	2,500,000.
All other program-related investments. See instructions.	
3 FEDERATION OF APPALACHIAN HOUSING INC GRANTID 80186, NATIONAL HOUSING TRUST COMMUNITY DEVELOPMENT FUND GRANTID 78396, SUPPORTIVE HOUSING SOLUTIONS FUND GRANTID 77298, NATIONAL COMMUNITY RENAISSANCE OF CALIFORNIA FUND GRANTID 78369, AND PRI EQUITY INVESTMENT CAP CALLS GRANT ID'S 79772, 79877, 80266	5,584,315.
Total. Add lines 1 through 3	15,584,315.

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	13,246,840,945.
b	Average of monthly cash balances	1b	490,674,335.
c	Fair market value of all other assets (see instructions)	1c	6,830,000.
d	Total (add lines 1a, b, and c)	1d	13,744,345,280.
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	13,744,345,280.
4	Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see instructions)	4	206,165,179.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3	5	13,538,180,101.
6	Minimum investment return. Enter 5% (0.05) of line 5	6	676,909,005.

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	676,909,005.
2a	Tax on investment income for 2022 from Part V, line 5	2a	10,978,002.
b	Income tax for 2022. (This does not include the tax from Part V.)	2b	111,575.
c	Add lines 2a and 2b	2c	11,089,577.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	665,819,428.
4	Recoveries of amounts treated as qualifying distributions	4	11,846,534.
5	Add lines 3 and 4	5	677,665,962.
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	677,665,962.

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	705,340,693.
b	Program-related investments - total from Part VIII-B	1b	15,584,315.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	3,848,530.
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	724,773,538.

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Part XII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2021	(c) 2021	(d) 2022
1 Distributable amount for 2022 from Part X, line 7				677,665,962.
2 Undistributed income, if any, as of the end of 2022:				
a Enter amount for 2021 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2022:				
a From 2017				
b From 2018				
c From 2019				
d From 2020		72,499,667.		
e From 2021		37,071,739.		
f Total of lines 3a through e	109,571,406.			
4 Qualifying distributions for 2022 from Part XI, line 4: \$ 724,773,538.				
a Applied to 2021, but not more than line 2a ...			0.	
b Applied to undistributed income of prior years (Election required - see instructions) ...		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2022 distributable amount				677,665,962.
e Remaining amount distributed out of corpus	47,107,576.			
5 Excess distributions carryover applied to 2022 (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	156,678,982.			
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 2021. Subtract line 4a from line 2a. Taxable amount - see instr. ...			0.	
f Undistributed income for 2022. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2023				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2017 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2023. Subtract lines 7 and 8 from line 6a	156,678,982.			
10 Analysis of line 9:				
a Excess from 2018 ...				
b Excess from 2019 ...				
c Excess from 2020 ...		72,499,667.		
d Excess from 2021 ...		37,071,739.		
e Excess from 2022 ...		47,107,576.		

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 2022, 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) 2022, (b) 2021, (c) 2020, (d) 2019, (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).)

NONE

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

NONE

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

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

a The name, address, and telephone number or email address of the person to whom applications should be addressed: SEE STATEMENT 30

SEE STATEMENT 29

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 <i>Paid during the year</i>				
Total SEE CONTINUATION SHEET(S)				3a 570,006,415.
b <i>Approved for future payment</i>				
Total SEE CONTINUATION SHEET(S)				3b 270,098,161.

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, and (e) Related or exempt function income. Rows include categories like 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.

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

Table with 2 columns: Line No. and 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

Table with 3 columns: Question, Yes, No. Contains questions 1a through 1c regarding transfers and transactions with noncharitable exempt organizations.

Table with 4 columns: (a) Line no., (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Lists transactions with organizations like NATL COUNCL STATE HSG AGNCYS.

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

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. Entry for N/A.

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

Paid Preparer Use Only: Print/Type preparer's name DANIEL ROMANO, Preparer's signature, Date 11.3.23, Check if self-employed, PTIN P00504182, Firm's name GRANT THORNTON LLP, Firm's address 757 THIRD AVENUE, 3RD FLOOR NEW YORK, NY 10017-2013, Firm's EIN 36-6055558, Phone no. 212-599-0100