

Form **990-PF**
 Department of the Treasury
 Internal Revenue Service

Return of Private Foundation
or Section 4947(a)(1) Trust Treated as Private Foundation
 ▶ Do not enter social security numbers on this form as it may be made public.
 ▶ Go to www.irs.gov/Form990PF for instructions and the latest information.

OMB No 1545-0052
2018
Open to Public Inspection

For calendar year 2018, or tax year beginning 01-01-2018, and ending 12-31-2018

Name of foundation CHAN ZUCKERBERG FOUNDATION		A Employer identification number 45-5002209	
Number and street (or P O box number if mail is not delivered to street address) 314 LYTTON AVE		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code PALO ALTO, CA 94301		B Telephone number (see instructions) (650) 804-7100	
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 checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change		C If exemption application is pending, check here <input type="checkbox"/> D 1. Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <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			
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ <u>4,650,890,520</u>		J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ <i>(Part I, column (d) must be on cash basis)</i>	

Part I	Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	2,205,120,000			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	123,614	123,614		
	4 Dividends and interest from securities	43,897,446	43,899,247		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	53,103,524			
	b Gross sales price for all assets on line 6a <u>2,020,236,625</u>				
	7 Capital gain net income (from Part IV, line 2)		2,020,235,452		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	2,302,244,584	2,064,258,313			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	209,071	10,087		1,220
	b Accounting fees (attach schedule)	150,191	75,096		89,467
	c Other professional fees (attach schedule)	51,187	51,187		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	33,091,000	0		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	7,095	406,697		310
	24 Total operating and administrative expenses. Add lines 13 through 23	33,508,544	543,067		90,997
	25 Contributions, gifts, grants paid	144,680,520			88,239,207
26 Total expenses and disbursements. Add lines 24 and 25	178,189,064	543,067		88,330,204	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	2,124,055,520				
b Net investment income (if negative, enter -0-)		2,063,715,246			
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	749,215	79,576	79,576
	2 Savings and temporary cash investments	970,572,357	2,887,836,100	2,887,836,100
	3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4 Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	2,154,329,909	1,744,409,124	1,744,409,124
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	849,900	12,747,720	12,747,720
	14 Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15 Other assets (describe ▶ _____)	0	5,818,000	5,818,000	
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	3,126,501,381	4,650,890,520	4,650,890,520	
Liabilities	17 Accounts payable and accrued expenses	48,380	253,364	
	18 Grants payable	23,903,465	80,344,778	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule).			
	22 Other liabilities (describe ▶ _____)	43,986,000	34,895,000	
	23 Total liabilities (add lines 17 through 22)	67,937,845	115,493,142	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	3,058,563,536	4,535,397,378	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds				
30 Total net assets or fund balances (see instructions)	3,058,563,536	4,535,397,378		
31 Total liabilities and net assets/fund balances (see instructions) .	3,126,501,381	4,650,890,520		

Part III Analysis of Changes in Net Assets or Fund Balances			
1 Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)		1	3,058,563,536
2 Enter amount from Part I, line 27a		2	2,124,055,520
3 Other increases not included in line 2 (itemize) ▶ _____		3	0
4 Add lines 1, 2, and 3		4	5,182,619,056
5 Decreases not included in line 2 (itemize) ▶ _____		5	647,221,678
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .		6	4,535,397,378

Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 2,020,236,625		1,173	2,020,235,452
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			2,020,235,452
b			
c			
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	2,020,235,452
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8				3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2017	53,173,197	1,576,655,566	0.033725
2016	14,470,877	540,049,372	0.026795
2015	810	98,805	0.008198
2014	10	12,515	0.000799
2013	10	105	0.095238

2 Total of line 1, column (d)	2	0.164755
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years	3	0.032951
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	4,274,070,871
5 Multiply line 4 by line 3	5	140,834,909
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	20,637,152
7 Add lines 5 and 6	7	161,472,061
8 Enter qualifying distributions from Part XII, line 4	8	93,330,204

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see instructions)

Table with 11 rows for excise tax calculations. Includes sub-tables for 2018 estimated tax payments (6a-6d) and total credits (7). Total amount owed (9) is 0, and overpayment (10) is 1,326,762.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Columns include question number, 'Yes', and 'No' responses. Questions cover political campaign influence, political expenditures, and state reporting requirements.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions.
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement See instructions
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A
14 The books are in care of APERCEN PARTNERS LLC Telephone no (650) 804-7100

Located at 314 LYTTON AVENUE SUITE 200 PALO ALTO CA ZIP+4 94301

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

16 At any time during calendar year 2018, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes", enter the name of the foreign country

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

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

1a During the year did the foundation (either directly or indirectly)
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions. Organizations relying on a current notice regarding disaster assistance check here.
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2018?
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))
a At the end of tax year 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? If "Yes," list the years 20, 20, 20, 20
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement-see instructions).
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20, 20, 20, 20
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?
b If "Yes," did it have excess business holdings in 2018 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period?(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2018).
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2018?

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
APERCEN PARTNERS LLC 314 LYTTON AVENUE SUITE 200 PALO ALTO, CA 94301	ACCOUNTING & CONSULTING	109,195
MOSS ADAMS LLP 999 THIRD AVENUE SUITE 2800 SEATTLE, WA 98104	AUDIT & TAX	69,738
Total number of others receiving over \$50,000 for professional services. ▶		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc

	Expenses
1 	
2 	
3 	
4 	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 THE FOUNDATION MADE AN INVESTMENT IN THE FORM OF LOANS FOR THE PURPOSE OF MAKING HOME OWNERSHIP MORE AFFORDABLE FOR ESSENTIAL PROFESSIONALS, INCLUDING EDUCATORS, THROUGH DOWN PAYMENT ASSISTANCE PROGRAMS	5,000,000
2 	
All other program-related investments See instructions	
3 	
Total. Add lines 1 through 3 ▶	5,000,000

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	1,939,894,231
b	Average of monthly cash balances.	1b	2,146,365,542
c	Fair market value of all other assets (see instructions).	1c	252,898,472
d	Total (add lines 1a, b, and c).	1d	4,339,158,245
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	4,339,158,245
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	65,087,374
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	4,274,070,871
6	Minimum investment return. Enter 5% of line 5.	6	213,703,544

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

1	Minimum investment return from Part X, line 6.	1	213,703,544
2a	Tax on investment income for 2018 from Part VI, line 5.	2a	41,274,305
b	Income tax for 2018 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	41,274,305
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	172,429,239
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	172,429,239
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 XIII, line 1.	7	172,429,239

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	1a	88,330,204
b	Program-related investments—total from Part IX-B.	1b	5,000,000
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	93,330,204
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions.	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	93,330,204

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				172,429,239
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.			16,998,032	
b Total for prior years 20___, 20___, 20___		0		
3 Excess distributions carryover, if any, to 2018				
a From 2013.				
b From 2014.				
c From 2015.				
d From 2016.				
e From 2017.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ <u>93,330,204</u>				
a Applied to 2017, but not more than line 2a			16,998,032	
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 2018 distributable amount.				76,332,172
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2018 (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 2017 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019				96,097,067
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 2013 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2014.				
b Excess from 2015.				
c Excess from 2016.				
d Excess from 2017.				
e Excess from 2018.				

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

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

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

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total				▶ 3a
b <i>Approved for future payment</i> GATES PHILANTHROPY PARTNERS PO BOX 23350 SEATTLE, WA 98102		PC	CARDIOVASCULAR HEALTH AND INFRASTRUCTURE INITIATIVE	45,000,000
NEW SCHOOLS FUND 1616 FRANKLIN STREET 2ND FLOOR OAKLAND, CA 94612		PC	IMPROVE PUBLIC EDUCATION	10,000,000
PRESIDENT AND FELLOWS OF HARVARD COLLEGE 1033 MASSACHUSETTS AVENUE 5TH FLOOR CAMBRIDGE, MA 02138		PC	CREATION OF OPPORTUNITY INSIGHTS INSTITUTE	10,000,000
Total				▶ 3b

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
2REVOLUTIONS LLC 77 BROADVIEW AVENUE NEW ROCHELLE, NY 10804		NC	DEVELOP AND DISTRIBUTE FREE AND OPEN CONTENT RESOURCES TO EDUCATORS	250,000
BENEFITS DATA TRUST 1500 MARKET STREET PHILADELPHIA, PA 19102		PC	TRANSFORMING HOW INDIVIDUALS IN NEED ACCESS ESSENTIAL BENEFITS	1,000,000
CASA DE MARYLAND INC 8151 15TH AVENUE HYATTSVILLE, MD 20783		PC	IMPROVE QUALITY OF LIFE FOR WORKING CLASS AND IMMIGRANT COMMUNITIES	1,000,000
Total ▶ 3a				88,239,207

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CHAN ZUCKERBERG BIOHUB INC 499 ILLINOIS STREET SAN FRANCISCO, CA 94158		PC	CONDUCT CUTTING EDGE MEDICAL RESEARCH	19,425,000
CHIEFS FOR CHANGE 1455 PENNSYLVANIA AVENUE SUITE 400-311 WASHINGTON, DC 20004		PC	BUILDING A DIVERSE COMMUNITY OF STATE AND LOCAL EDUCATION CHIEFS	1,200,000
GATES PHILANTHROPY PARTNERS PO BOX 23350 SEATTLE, WA 98102		PC	CARDIOVASCULAR HEALTH AND INFRASTRUCTURE INITIATIVE	15,050,000
Total ▶ 3a				88,239,207

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
HEALTH LEADS INC 24 SCHOOL STREET 6TH FLOOR BOSTON, MA 02108		PC	DEVELOP HEALTHCARE SYSTEMS THAT ADDRESS ALL PATIENTS' BASIC NEEDS AS STANDARD CARE	1,000,000
NEW SCHOOLS FUND 1616 FRANKLIN STREET 2ND FLOOR OAKLAND, CA 94612		PC	IMPROVE PUBLIC EDUCATION	10,000,000
PRESIDENT AND FELLOWS OF HARVARD COLLEGE 1033 MASSACHUSETTS AVENUE 5TH FLOOR CAMBRIDGE, MA 02138		PC	CREATION OF OPPORTUNITY INSIGHTS INSTITUTE	5,000,000
Total ▶ 3a				88,239,207

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PRESIDENT AND FELLOWS OF HARVARD COLLEGE 1033 MASSACHUSETTS AVENUE 5TH FLOOR CAMBRIDGE, MA 02138		PC	GRADUATE SCHOOL OF EDUCATION PERSONALIZED LEARNING PROJECT	7,000,000
SUMMIT PUBLIC SCHOOLS 780 BROADWAY REDWOOD CITY, CA 94063		PC	SUPPORT SUMMIT LEARNING PROGRAM	23,802,779
THE PRIMARY SCHOOL - EAST PALO ALTO 951 OCONNOR STREET EAST PALO ALTO, CA 94303		PC	INTEGRATED HEALTH AND EDUCATION SCHOOL MODEL	511,428
Total ▶ 3a				88,239,207

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
TLP EDUCATION 818 WEST 7TH STREET SUITE 930 LOS ANGELES, CA 90017		NC	DEVELOP AND DISTRIBUTE EDUCATIONAL PROGRAMS	2,000,000
URBAN YOUTH ALLIANCE INTERNATIONAL INC 432 EAST 149TH STREET BRONX, NY 10455		PC	PROVIDE QUALITY OF LIFE, GUIDANCE, EDUCATIONAL, PREVENTION AND SUPPORT SERVICES IN NEW YORK	1,000,000
Total ▶ 3a				88,239,207

TY 2018 Accounting Fees Schedule**Name:** CHAN ZUCKERBERG FOUNDATION**EIN:** 45-5002209

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	150,191	75,096		89,467

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2018 Expenditure Responsibility Statement

Name: CHAN ZUCKERBERG FOUNDATION

EIN: 45-5002209

Grantee's Name	Grantee's Address	Grant Date	Grant Amount	Grant Purpose	Amount Expended By Grantee	Any Diversion By Grantee?	Dates of Reports By Grantee	Date of Verification	Results of Verification
2REVOLUTIONS LLC	77 BROADVIEW AVENUE NEW ROCHELLE, NY 10804	2017-09-08	1,500,000	IN PARTNERSHIP WITH A NATIONAL NETWORK OF EDUCATION ORGANIZATIONS, DEVELOP AND DISTRIBUTE FREE AND OPEN CONTENT RESOURCES AND TOOLS TO PREPARE EDUCATORS TO TEACH AND LEAD EFFECTIVELY IN A PERSONALIZED LEARNING ENVIRONMENT	1,185,008	NO	3/28/18 2/04/19 07/16/19		N/A
TLP EDUCATION	818 WEST 7TH STREET SUITE 930 LOS ANGELES, CA 90017	2018-11-30	2,000,000	SUPPORT GRANTEE'S FORMATION PERIOD, TLP EDUCATION'S MISSION IS TO DISTRIBUTE TO PARTICIPATING SCHOOLS AN EDUCATIONAL PROGRAM THAT INCLUDES CURRICULUM, PROFESSIONAL DEVELOPMENT FOR EDUCATORS, ONGOING SUPPORT FOR SCHOOLS, ACCESS TO A NATIONWIDE COMMUNITY OF EDUCATORS, AND AN ONLINE TOOL THAT WILL SUPPORT THE EXPERIENCE	2,000,000	NO	9/30/19		N/A

TY 2018 Investments Corporate Stock Schedule**Name:** CHAN ZUCKERBERG FOUNDATION**EIN:** 45-5002209**Investments Corporation Stock Schedule**

Name of Stock	End of Year Book Value	End of Year Fair Market Value
FACEBOOK INC CLASS A	1,494,210,488	1,494,210,488
FACEBOOK INC CLASS B	250,198,636	250,198,636

TY 2018 Investments - Other Schedule**Name:** CHAN ZUCKERBERG FOUNDATION**EIN:** 45-5002209**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
PRIVATE EQUITY	FMV	8,803,891	8,803,891
OTHER INVESTMENTS	FMV	3,943,829	3,943,829

TY 2018 Legal Fees Schedule**Name:** CHAN ZUCKERBERG FOUNDATION**EIN:** 45-5002209

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	209,071	10,087		1,220

TY 2018 Other Assets Schedule**Name:** CHAN ZUCKERBERG FOUNDATION**EIN:** 45-5002209**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
PROGRAM-RELATED INVESTMENTS	0	5,000,000	5,000,000
PREPAID EXCISE TAX	0	818,000	818,000

TY 2018 Other Decreases Schedule**Name:** CHAN ZUCKERBERG FOUNDATION**EIN:** 45-5002209

Description	Amount
UNREALIZED LOSS ON INVESTMENTS	647,221,678

TY 2018 Other Expenses Schedule**Name:** CHAN ZUCKERBERG FOUNDATION**EIN:** 45-5002209**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LICENSES AND FEES	7,095	6,785		310
PASSTHROUGH INVESTMENT EXPENSES	0	373,337		0
481A ADJUSTMENT	0	26,575		0

TY 2018 Other Liabilities Schedule**Name:** CHAN ZUCKERBERG FOUNDATION**EIN:** 45-5002209

Description	Beginning of Year - Book Value	End of Year - Book Value
EXCISE TAX PAYABLE	899,000	0
DEFERRED TAX LIABILITY	43,087,000	34,895,000

TY 2018 Other Professional Fees Schedule**Name:** CHAN ZUCKERBERG FOUNDATION**EIN:** 45-5002209

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER PROFESSIONAL FEES	51,187	51,187		0

TY 2018 Taxes Schedule**Name:** CHAN ZUCKERBERG FOUNDATION**EIN:** 45-5002209

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX	33,091,000	0		0

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

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

OMB No 1545-0047
2018

Name of the organization
CHAN ZUCKERBERG FOUNDATION

Employer identification number
45-5002209

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

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

Form 990-PF

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

Check if your organization is covered by the **General Rule** or a **Special Rule**.
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

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

Special Rules

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

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

Name of organization CHAN ZUCKERBERG FOUNDATION	Employer identification number 45-5002209
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Part I **Contributors** (See instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	CZI HOLDINGS LLC (MARK ZUCKERBERG) 314 LYTTON AVE PALO ALTO, CA 94301	\$ 2,205,120,000	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> <small>(Complete Part II for noncash contributions)</small>
.	_____ _____ _____	\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions)</small>
.	_____ _____ _____	\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions)</small>
.	_____ _____ _____	\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions)</small>
.	_____ _____ _____	\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions)</small>
.	_____ _____ _____	\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions)</small>
.	_____ _____ _____	\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions)</small>
.	_____ _____ _____	\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions)</small>

Name of organization CHAN ZUCKERBERG FOUNDATION	Employer identification number 45-5002209
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Part III *Exclusively* religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **\$1,000 or less** for the year. (Enter this information once. See instructions.) ▶ \$ _____
 Use duplicate copies of Part III if additional space is needed

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

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

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

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

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

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

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

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

CHAN ZUCKERBERG FOUNDATION
 EIN: 45-5002209
 FOR THE TAX YEAR ENDED DECEMBER 31, 2018
 DESIGNATED CHANGE NUMBER (DCN): 122

ATTACHMENT TO FORM 3115

PART II, LINE 15 – TRADE OR BUSINESS

The Applicant is a private foundation formed to support philanthropic activities through grants to organizations described in Section 501(c)(3) of the Internal Revenue Code as well as non-exempt organizations exclusively for charitable, scientific, or education purposes, with the Applicant retaining discretion and control and expenditure responsibility.

PART II, LINE 18 – CONFERENCE OF RIGHT

The Applicant requests a conference of right with the IRS National Office if the IRS proposes to rule adversely on this accounting method change. For this purpose, adversely is defined to include granting the method change on terms and conditions other than those requested on this application.

PART IV, LINE 26 – SECTION 481(a) ADJUSTMENT

The Applicant is requesting to change its method of accounting from the overall cash method to an overall accrual method under the procedures outlined in Rev. Proc. 2015-13 and Rev. Proc. 2018-31, Sec. 15.01 (as modified by Rev. Proc. 2018-40). The change will apply to Form 990-PF Part I column (b). Form 990-PF, Part I, column (a) has been reported in accordance with books and records and column (d) is required to be prepared on the cash disbursement method therefore there's no impact resulting from the overall change.

A summary of the §481(a) adjustment is as follows:

	Under Current Method	Under Proposed Method	§481(a) Adjustment
Line 17 - Expenses accrued but not paid			
Accounting Fees	0	(21,806)	(21,806)
Other Professional Fees	0	(4,769)	(4,769)
	0	(26,575)	(26,575)
Net §481(a) Adjustment			\$ (26,575)

PART IV, SCHEDULE A, PART I, LINE 4 – CHANGE IN OVERALL METHOD

The Applicant uses the accrual method of accounting to prepare its audited financial statements. The following attached pages are the balance sheet and income statement for the year ended December 31, 2017, the year preceding the year of change. Both the attached balance sheet and the income statement were prepared using the accrual method of accounting.

Chan Zuckerberg Foundation

Statements of Activities

	Years Ended December 31,	
	<u>2017</u>	<u>2016</u>
UNRESTRICTED REVENUE, GAINS, AND LOSSES		
Contributions	\$ 1,856,575,000	\$ 1,154,933,000
Interest and dividend income	9,303,188	804,785
Realized gain on investments	95,549,336	32,145,994
Unrealized gain (loss) on investments	86,969,432	(21,949,399)
Unrealized gain on investment in LLC	94,346	-
	<u>2,048,491,302</u>	<u>1,165,934,380</u>
Total revenue, gains and losses		
EXPENSES		
Grants expense	81,007,988	20,952,388
Federal excise tax	36,876,000	16,810,020
Management and general	268,208	47,155
	<u>118,152,196</u>	<u>37,809,563</u>
Total expenses		
CHANGE IN NET ASSETS	1,930,339,106	1,128,124,817
UNRESTRICTED NET ASSETS, beginning of year	<u>1,128,224,430</u>	<u>99,613</u>
UNRESTRICTED NET ASSETS, end of year	<u>\$ 3,058,563,536</u>	<u>\$ 1,128,224,430</u>
