

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. 1545-0047

2020

Open to Public Inspection

For calendar year 2020 or tax year beginning 7/01, 2020, and ending 6/30, 2021

BHP Foundation
1500 Post Oak Blvd
Houston, TX 77056**A** Employer identification number
61-1714573**B** Telephone number (see instructions)
713-961-8500**C** If exemption application is pending, check here. ▶ ☐**D 1** Foreign organizations, check here. ▶ ☐**2** Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐**E** If private foundation status was terminated under section 507(b)(1)(A), check here. ▶ ☐**F** If the foundation is in a 60-month termination under section 507(b)(1)(B), check here. ▶ ☐

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

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, column (c), line 16)
 ▶ \$ 314,070,887.

J Accounting method: ☐ Cash ☒ Accrual
☐ Other (specify) _____
 (Part I, column (d), must be on cash basis.)

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) (see instructions).)		(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). . .	51,256,090.			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments			N/A	
	4 Dividends and interest from securities.	6,808,178.	6,808,178.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10.	532,738.			
	b Gross sales price for all assets on line 6a. 131072187.				
	7 Capital gain net income (from Part IV, line 2)		532,738.		
	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) (attach schedule).					
11 Other income (attach schedule).					
12 Total. Add lines 1 through 11.	58,597,006.	7,340,916.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	100,000.			100,000.
	14 Other employee salaries and wages.				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) . . . See St. 1	93,660.			93,660.
	b Accounting fees (attach sch) . . . See St. 2	40,000.			30,000.
	c Other professional fees (attach sch) . . . See St. 3	2,903,306.	260,693.		2,560,347.
	17 Interest.				
	18 Taxes (attach schedule)(see instrs). . . See Stm 4	109,938.			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy.				
	21 Travel, conferences, and meetings.				
	22 Printing and publications.				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23.	3,246,904.	260,693.		2,784,007.
	25 Contributions, gifts, grants paid. Part XV	50,383,980.			50,383,980.
26 Total expenses and disbursements. Add lines 24 and 25.	53,630,884.	260,693.		53,167,987.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	4,966,122.				
b Net investment income (if negative, enter -0-)		7,080,223.			
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets		Beginning of year	End of year	
			(a) Book Value	(b) Book Value
Assets	1 Cash — non-interest-bearing	12,296,557.	50,272,672.	50,272,672.
	2 Savings and temporary cash investments	5,366,216.	2,923,345.	2,923,345.
	3 Accounts receivable ▶ 978,559.			
	Less: allowance for doubtful accounts ▶	1,301,787.	978,559.	978,559.
	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 sch) . . ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	1,833.	1,833.	1,833.
	10a Investments — U.S. and state government obligations (attach schedule) Statement 5	175,065,163.	153,018,572.	153,018,572.
	b Investments — corporate stock (attach schedule)			
	c Investments — corporate bonds (attach schedule) Statement 6	120,827,198.	106,875,906.	106,875,906.
	11 Investments — land, buildings, and equipment: basis ▶			
Liabilities	Less: accumulated depreciation (attach schedule) ▶			
	12 Investments — mortgage loans			
	13 Investments — other (attach schedule)			
	14 Land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I)	314,858,754.	314,070,887.	314,070,887.
Liabilities	17 Accounts payable and accrued expenses	42,514.	134,458.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	42,514.	134,458.	
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	314,816,240.	313,936,429.	
	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			
Net Assets or Fund Balances	29 Total net assets or fund balances (see instructions)	314,816,240.	313,936,429.	
	30 Total liabilities and net assets/fund balances (see instructions)	314,858,754.	314,070,887.	

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	314,816,240.
2	Enter amount from Part I, line 27a.	2	4,966,122.
3	Other increases not included in line 2 (itemize) ▶ See Statement 7	3	2,857.
4	Add lines 1, 2, and 3.	4	319,785,219.
5	Decreases not included in line 2 (itemize) ▶ See Statement 8	5	5,848,790.
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 29	6	313,936,429.

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.)	
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 131,072,187.		130,539,449.	532,738.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.			(i) 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			532,738.		
b					
c					
d					
e					
2 Capital gain net income or (net capital loss).....		<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>		2	532,738.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):		<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 8, column (c). See instructions. If (loss), enter -0- in Part I, line 8 </div>		3	0.

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**SECTION 4940(e) REPEALED ON DECEMBER 20, 2019 – DO NOT COMPLETE.**

1 Reserved			
(a) Reserved	(b) Reserved	(c) Reserved	(d) Reserved
Reserved			
Reserved			
Reserved			
Reserved			
Reserved			
2 Reserved.....			2
3 Reserved.....			3
4 Reserved.....			4
5 Reserved.....			5
6 Reserved.....			6
7 Reserved.....			7
8 Reserved.....			8

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

1 a 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)			
b Reserved.		1	98,415.
c All other domestic foundations enter 1.39% of line 27b. Exempt foreign organizations, enter 4% 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	98,415.
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	98,415.
6 Credits/Payments:			
a 2020 estimated tax pymts and 2019 overpayment credited to 2020	6 a	106,000.	
b Exempt foreign organizations — tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d.	7	106,000.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached.	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed .	9	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid .	10	7,585.	
11 Enter the amount of line 10 to be: Credited to 2021 estimated tax 7,585. Refunded	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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.		X
If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		
c Did the foundation file Form 1120-POL for this year?		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? If 'Yes,' attach a detailed description of the activities.		X
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
4 a 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?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If 'Yes,' attach the statement required by <i>General Instruction T</i> .		X
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 XV.	X	
8 a Enter the states to which the foundation reports or with which it is registered. See instructions TX		
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 <i>General Instruction G</i> ? 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 2020 or the tax year beginning in 2020? See the instructions for Part XIV. If 'Yes,' complete Part XIV.		X
10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses.		X

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes,' attach schedule. See instructions.	11	X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement. See instructions.	12	X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address: <u>https://www.bhp.com/foundation/</u>	13	X
14 The books are in care of <u>Jose Flores</u> Telephone no. <u>(713) 297-2067</u> Located at <u>1500 Post Oak Blvd Houston TX</u> ZIP + 4 <u>77056</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 — check here. <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year. <u>15</u> <u>N/A</u>		
16 At any time during calendar year 2020, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	X
See the instructions for exceptions and filing requirements for FinCEN Form 114. If 'Yes,' enter the name of the foreign country <u>United Kingdom</u>		

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.**

	Yes	No
1 a 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
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. <u>1 b</u>		X
Organizations relying on a current notice regarding disaster assistance, check here. <input type="checkbox"/>		
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 2020? <u>1 c</u>		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 2020, did the foundation have any undistributed income (Part XIII, lines 6d and 6e) for tax year(s) beginning before 2020? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years <u>20__ , 20__ , 20__ , 20__</u>		
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.) <u>2 b</u>		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. <u>20__ , 20__ , 20__ , 20__</u>		
3 a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If 'Yes,' did it have excess business holdings in 2020 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 2020.) <u>3 b</u>		N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <u>4 a</u>		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 2020? <u>4 b</u>		X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5 a** During the year, did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions ☒ Yes ☐ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is 'Yes' to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructionsOrganizations relying on a current notice regarding disaster assistance, check here ☐**c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☒ Yes ☐ No
If 'Yes,' attach the statement required by Regulations section 53.4945-5(d).**6 a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No
If 'Yes' to 6b, file Form 8870.**7 a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No 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? ☐ Yes ☒ No**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, and foundation managers and their compensation. See instructions.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 9		100,000.	0.	0.

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

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

Total number of other employees paid over \$50,000 ☐ 0

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
Rand Corporation P.O. Box 2138 Santa Monica, CA 90407	Strategic advisory	554,898.
Ecoadvisors, Inc 1758 Henry Street Halifax, NS B3H 3K6 Canada	Strategic advisory	414,500.
Pollination Level 4, 346 Kent Street Sydney, NSW 2000 Australia	Climate consulting	404,256.
Dalgetta Pty Ltd 32 O'Farrell Street Yarraville, VIC 3013 Australia	Communications	373,636.
Meroolah Enterprises 102, 325 Collins St. Melbourne, VIC 3000 Australia	Management advisory	365,150.
Total number of others receiving over \$50,000 for professional services		5

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 See Statement 10	
	1,221,737.
2 See Statement 11	
	1,182,802.
3 See Statement 12	
	249,469.
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 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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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	1 a	280,899,725.
b	Average of monthly cash balances	1 b	10,011,983.
c	Fair market value of all other assets (see instructions)	1 c	
d	Total (add lines 1a, b, and c)	1 d	290,911,708.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d.	3	290,911,708.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	4,363,676.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	286,548,032.
6	Minimum investment return. Enter 5% of line 5	6	14,327,402.

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	14,327,402.
2 a	Tax on investment income for 2020 from Part VI, line 5	2 a	98,415.
b	Income tax for 2020. (This does not include the tax from Part VI.)	2 b	
c	Add lines 2a and 2b	2 c	98,415.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	14,228,987.
4	Recoveries of amounts treated as qualifying distributions	4	2,857.
5	Add lines 3 and 4	5	14,231,844.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	14,231,844.

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	1 a	53,167,987.
b	Program-related investments — total from Part IX-B	1 b	
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)	3 a	
b	Cash distribution test (attach the required schedule)	3 b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	4	53,167,987.
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	53,167,987.

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 2019	(c) 2019	(d) 2020
1 Distributable amount for 2020 from Part XI, line 7				14,231,844.
2 Undistributed income, if any, as of the end of 2020:				
a Enter amount for 2019 only			0.	
b Total for prior years: 20 __, 20 __, 20 __		0.		
3 Excess distributions carryover, if any, to 2020:				
a From 2015				
b From 2016				
c From 2017	5,616,071.			
d From 2018	33,521,128.			
e From 2019	27,223,029.			
f Total of lines 3a through e	66,360,228.			
4 Qualifying distributions for 2020 from Part XII, line 4: ► \$ 53,167,987.				
a Applied to 2019, 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 2020 distributable amount				14,231,844.
e Remaining amount distributed out of corpus ..	38,936,143.			
5 Excess distributions carryover applied to 2020 (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.	105,296,371.			
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 2019. Subtract line 4a from line 2a. Taxable amount — see instructions			0.	
f Undistributed income for 2020. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2021				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 2015 not applied on line 5 or line 7 (see instructions) ..	0.			
9 Excess distributions carryover to 2021. Subtract lines 7 and 8 from line 6a	105,296,371.			
10 Analysis of line 9:				
a Excess from 2016				
b Excess from 2017	5,616,071.			
c Excess from 2018	33,521,128.			
d Excess from 2019	27,223,029.			
e Excess from 2020	38,936,143.			

BAA

Form 990-PF (2020)

Part XIV Private Operating Foundations (see instructions and Part VII-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 2020, enter the date of the ruling: ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2020	(b) 2019	(c) 2018	(d) 2017	
2 a 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).)

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. See instructions.

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

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

c Any submission deadlines:

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year See attachment State and zipcode for e-filing purposes TX 77056	N/A		See attachment	50,383,980.
Total			3 a ▶	50,383,980.
b Approved for future payment				
Total			▶ 3 b	

Enter gross amounts unless otherwise indicated.

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

[illegible]

Schedule B**(Form 990, 990-EZ,
or 990-PF)**Department of the Treasury
Internal Revenue Service**Schedule of Contributors**► **Attach to Form 990, Form 990-EZ, or Form 990-PF.**
► **Go to www.irs.gov/Form990 for the latest information.**

OMB No. 1545-0047

2020

Name of the organization

BHP Foundation

Employer identification number

61-1714573

Organization type (check one):**Filers of:****Section:**

Form 990 or 990-EZ

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

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck 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 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 (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, 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 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization

BHP Foundation

Employer identification number

61-1714573

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	BHP Petroleum (Deepwater) Inc. 1500 Post Oak Blvd. Houston, TX 77056	\$ 50,000,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
2	BHP Sustainable Communities Nova South, 160 Victoria St London, SW1E 5LB United Kingdom	\$ 1,256,090.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization

BHP Foundation

Employer identification number

61-1714573

Part III **Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor.** Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **\$1,000 or less** for the year. (Enter this information once. See instructions.) ▶ \$ N/A
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
	N/A		
	(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

Underpayment of Estimated Tax by Corporations

► Attach to the corporation's tax return.

► Go to www.irs.gov/Form2220 for instructions and the latest information.**2020**

Name

BHP Foundation

Employer identification number

61-1714573

Note: Generally, the corporation is not required to file Form 2220 (see Part II below for exceptions) because the IRS will figure any penalty owed and bill the corporation. However, the corporation may still use Form 2220 to figure the penalty. If so, enter the amount from page 2, line 38, on the estimated tax penalty line of the corporation's income tax return, but **do not** attach Form 2220.

Part I Required Annual Payment

1	Total tax (see instructions)	1	98,415.
2a	Personal holding company tax (Schedule PH (Form 1120), line 26) included on line 1		
2b	Look-back interest included on line 1 under section 460(b)(2) for completed long-term contracts or section 167(g) for depreciation under the income forecast method		
2c	Credit for federal tax paid on fuels (see instructions)		
2d	Total. Add lines 2a through 2c	2d	
3	Subtract line 2d from line 1. If the result is less than \$500, do not complete or file this form. The corporation does not owe the penalty.	3	98,415.
4	Enter the tax shown on the corporation's 2019 income tax return. See instructions. Caution: If the tax is zero or the tax year was for less than 12 months, skip this line and enter the amount from line 3 on line 5.	4	97,327.
5	Required annual payment. Enter the smaller of line 3 or line 4. If the corporation is required to skip line 4, enter the amount from line 3	5	97,327.

Part II Reasons for Filing — Check the boxes below that apply. If any boxes are checked, the corporation **must** file Form 2220 even if it does not owe a penalty. See instructions.

- 6 ☐ The corporation is using the adjusted seasonal installment method.
- 7 ☒ The corporation is using the annualized income installment method.
- 8 ☒ The corporation is a "large corporation" figuring its first required installment based on the prior year's tax.

Part III Figuring the Underpayment

	(a)	(b)	(c)	(d)	
9 Installment due dates. Enter in columns (a) through (d) the 15th day of the 4th (Form 990-PF filers: Use 5th month), 6th, 9th, and 12th months of the corporation's tax year. Filers with installments due on or after April 1, 2020, and before July 15, 2020, see instructions.	9	11/15/20	12/15/20	3/15/21	6/15/21
10 Required installments. If the box on line 6 and/or line 7 above is checked, enter the amounts from Schedule A, line 38. If the box on line 8 (but not 6 or 7) is checked, see instructions for the amounts to enter. If none of these boxes are checked, enter 25% (0.25) of line 5 above in each column	10	24,059.	22,218.	27,535.	24,604.
11 Estimated tax paid or credited for each period. For column (a) only, enter the amount from line 11 on line 15. See instructions.	11	47,000.		36,000.	23,000.
Complete lines 12 through 18 of one column before going to the next column.					
12 Enter amount, if any, from line 18 of the preceding column	12		22,941.	723.	9,188.
13 Add lines 11 and 12	13		22,941.	36,723.	32,188.
14 Add amounts on lines 16 and 17 of the preceding column	14				
15 Subtract line 14 from line 13. If zero or less, enter -0-	15	47,000.	22,941.	36,723.	32,188.
16 If the amount on line 15 is zero, subtract line 13 from line 14. Otherwise, enter -0-	16		0.	0.	
17 Underpayment. If line 15 is less than or equal to line 10, subtract line 15 from line 10. Then go to line 12 of the next column. Otherwise, go to line 18	17				
18 Overpayment. If line 10 is less than line 15, subtract line 10 from line 15. Then go to line 12 of the next column.	18	22,941.	723.	9,188.	

Go to **Part IV** on page 2 to figure the penalty. Do not go to **Part IV** if there are no entries on line 17 — no penalty is owed.

Part IV Figuring the Penalty

	(a)	(b)	(c)	(d)
19 Enter the date of payment or the 15th day of the 4th month after the close of the tax year, whichever is earlier. (C corporations with tax years ending June 30 and S corporations: Use 3rd month instead of 4th month. Form 990-PF and Form 990-T filers: Use 5th month instead of 4th month.) See instructions.	19			
20 Number of days from due date of installment on line 9 to the date shown on line 19.	20			
21 Number of days on line 20 after 4/15/2020 and before 7/1/2020.	21			
22 Underpayment on line 17 $\times \frac{\text{Number of days on line 21}}{366} \times 5\% (0.05)$	22			
23 Number of days on line 20 after 6/30/2020 and before 10/1/2020.	23			
24 Underpayment on line 17 $\times \frac{\text{Number of days on line 23}}{366} \times 3\% (0.03)$	24			
25 Number of days on line 20 after 9/30/2020 and before 1/1/2021.	25			
26 Underpayment on line 17 $\times \frac{\text{Number of days on line 25}}{366} \times 3\% (0.03)$	26			
27 Number of days on line 20 after 12/31/2020 and before 4/1/2021.	27			
28 Underpayment on line 17 $\times \frac{\text{Number of days on line 27}}{365} \times 3\% (0.03)$	28			
29 Number of days on line 20 after 3/31/2021 and before 7/1/2021.	29			
30 Underpayment on line 17 $\times \frac{\text{Number of days on line 29}}{365} \times \text{ } \% \dots$	30			
31 Number of days on line 20 after 6/30/2021 and before 10/1/2021.	31			
32 Underpayment on line 17 $\times \frac{\text{Number of days on line 31}}{365} \times \text{ } \% \dots$	32			
33 Number of days on line 20 after 9/30/2021 and before 1/1/2022.	33			
34 Underpayment on line 17 $\times \frac{\text{Number of days on line 33}}{365} \times \text{ } \% \dots$	34			
35 Number of days on line 20 after 12/31/2021 and before 3/16/2022.	35			
36 Underpayment on line 17 $\times \frac{\text{Number of days on line 35}}{365} \times \text{ } \% \dots$	36			
37 Add lines 22, 24, 26, 28, 30, 32, 34, and 36.	37			
38 Penalty. Add columns (a) through (d) of line 37. Enter the total here and on Form 1120, line 34; or the comparable line for other income tax returns.	38			0.

*Use the penalty interest rate for each calendar quarter, which the IRS will determine during the first month in the preceding quarter. These rates are published quarterly in an IRS News Release and in a revenue ruling in the Internal Revenue Bulletin. To obtain this information on the Internet, access the IRS website at www.irs.gov. You can also call 1-800-829-4933 to get interest rate information.

Part II Annualized Income Installment Method

		(a)	(b)	(c)	(d)
		First 2 months	First 3 months	First 6 months	First 9 months
20 Annualization periods (see instructions)	20				
21 Enter taxable income for each annualization period. See instructions for the treatment of extraordinary items.	21	1,152,332.	1,654,394.	3,690,352.	5,096,707.
22 Annualization amounts (see instructions)	22	6	4	2	1.33333
23a Annualized taxable income. Multiply line 21 by line 22	23a	6,913,992.	6,617,576.	7,380,704.	6,795,592.
b Extraordinary items (see instructions)	23b	9,384.	40,996.	524,732.	813,002.
c Add lines 23a and 23b.	23c	6,923,376.	6,658,572.	7,905,436.	7,608,594.
24 Figure the tax on the amount on line 23c using the instructions for Form 1120, Schedule J, line 2, or comparable line of corporation's return	24	96,235.	92,554.	109,886.	105,759.
25 Enter any alternative minimum tax (trusts only) for each payment period (see instructions)	25				
26 Enter any other taxes for each payment period. See instructions	26				
27 Total tax. Add lines 24 through 26.	27	96,235.	92,554.	109,886.	105,759.
28 For each period, enter the same type of credits as allowed on Form 2220, lines 1 and 2c. See instructions.	28				
29 Total tax after credits. Subtract line 28 from line 27. If zero or less, enter -0-	29	96,235.	92,554.	109,886.	105,759.
30 Applicable percentage.	30	25%	50%	75%	100%
31 Multiply line 29 by line 30.	31	24,059.	46,277.	82,415.	105,759.

Part III Required Installments

Note: Complete lines 32 through 38 of one column before completing the next column.

		1st installment	2nd installment	3rd installment	4th installment
32 If only Part I or Part II is completed, enter the amount in each column from line 19 or line 31. If both parts are completed, enter the smaller of the amounts in each column from line 19 or line 31.	32	24,059.	46,277.	82,415.	105,759.
33 Add the amounts in all preceding columns of line 38. See instructions.	33		24,059.	46,277.	73,812.
34 Adjusted seasonal or annualized income installments. Subtract line 33 from line 32. If zero or less, enter -0-	34	24,059.	22,218.	36,138.	31,947.
35 Enter 25% (0.25) of line 5 on page 1 of Form 2220 in each column. Note: "Large corporations," see the instructions for line 10 for the amounts to enter.	35	24,332.	24,876.	24,604.	24,604.
36 Subtract line 38 of the preceding column from line 37 of the preceding column.	36		273.	2,931.	0.
37 Add lines 35 and 36.	37	24,332.	25,149.	27,535.	24,604.
38 Required installments. Enter the smaller of line 34 or line 37 here and on page 1 of Form 2220, line 10. See instructions.	38	24,059.	22,218.	27,535.	24,604.

BAA

Form 2220 (2020)

BHP Foundation

61-1714573

Statement 1
Form 990-PF, Part I, Line 16a
Legal Fees

	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
General governance and counsel.....	\$ 93,660.			\$ 93,660.
Total	<u>\$ 93,660.</u>	<u>\$ 0.</u>		<u>\$ 93,660.</u>

Statement 2
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Audit fees.....	\$ 40,000.			\$ 30,000.
Total	<u>\$ 40,000.</u>	<u>\$ 0.</u>		<u>\$ 30,000.</u>

Statement 3
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Education equity consultants.....	\$ 722,799.			\$ 722,799.
Environmental resilience consult..	933,333.			933,333.
Governance services.....	247,695.			152,847.
Investment management fees.....	260,693.	\$ 260,693.		
Public relations consultants.....	373,636.			386,218.
Strategic advisory services.....	365,150.			365,150.
Total	<u>\$ 2,903,306.</u>	<u>\$ 260,693.</u>		<u>\$ 2,560,347.</u>

Statement 4
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Excise tax.....	\$ 109,938.			
Total	<u>\$ 109,938.</u>	<u>\$ 0.</u>		<u>\$ 0.</u>

BHP Foundation

61-1714573

Statement 5
Form 990-PF, Part II, Line 10a
Investments - U.S. and State Government Obligations

<u>U.S. Government Obligations</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
U.S. government obligations	Cost	\$ 153018572.	\$ 153,018,572.
	Total	<u>\$ 153018572.</u>	<u>\$ 153,018,572.</u>

Statement 6
Form 990-PF, Part II, Line 10c
Investments - Corporate Bonds

<u>Corporate Bonds</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Abbvie Inc call 10/21/24	Cost	\$ 3,891,363.	\$ 3,891,363.
Ace Ina Hldg Inc	Cost	4,856,400.	4,856,400.
Aercap Ireland Cap Ltd Tr Ie Sr Gbl	Cost	3,050,640.	3,050,640.
Ally Auto Receivables Tr 2019-1 Cl A3	Cost	911,270.	911,270.
American Express Cr TR 2018-6	Cost	4,505,445.	4,505,445.
Americredit Automobile Tr 2019-2	Cost	4,164,691.	4,164,691.
AT&T Inc Sr Nt Call 2/15/25	Cost	3,600,434.	3,600,434.
Bank Montreal Unsec Medium Term	Cost	5,511,905.	5,511,905.
Citigroup Coml Mtg Tr 2013- Ctf Cl A-3	Cost	4,864,849.	4,864,849.
Citigroup Inc 09/30/24	Cost	3,297,764.	3,297,764.
Comcast Corp New Nt Call 03/15/14	Cost	4,879,980.	4,879,980.
Dowdupont Inc C10/15/23	Cost	3,250,320.	3,250,320.
Ford Cr Auto Owner Tr 2017-C	Cost	3,374,558.	3,374,558.
Goldman Sachs Group C3/1/25	Cost	3,586,784.	3,586,784.
JP Morgan Chase & Co Call 06/15/24	Cost	5,165,478.	5,165,478.
Kinder Morgan Energy Partners 11/15/22	Cost	3,122,010.	3,122,010.
Morgan Stanley Sr Nt Ser F	Cost	3,263,280.	3,263,280.
Nextera Energy Cap Hldgs C 04/01/25	Cost	3,533,642.	3,533,642.
Pepsico Inc Sr Nt	Cost	2,861,595.	2,861,595.
Pioneer Nat Res Co C12/15/25	Cost	3,441,154.	3,441,154.
PNC Finl Svcs Group Inc Call 12/23/23	Cost	4,830,795.	4,830,795.
Shire Acquisitions Invts Ireland	Cost	2,710,072.	2,710,072.
Suntrust Bk Atlanta GA C04/01/23	Cost	3,126,480.	3,126,480.
Synchrony Card Issuance Tr 2018-A1	Cost	1,006,500.	1,006,500.
Toyota Auto Receivables 2020-C	Cost	1,715,124.	1,715,124.
Toyota Mtr Cr Corp Sr Mtn	Cost	3,079,470.	3,079,470.
US Bancorp Unsecd Sr Mtn 4/15/22	Cost	4,600,935.	4,600,935.
UBS Coml Mtg Tr 2012-C1 Coml Cl A-3	Cost	5,457,729.	5,457,729.
Verizon Communication 12/15/23	Cost	3,263,910.	3,263,910.
Wells Fargo Com Mtg 20-C55 Cl A1	Cost	1,951,329.	1,951,329.
	Total	<u>\$ 106875906.</u>	<u>\$ 106,875,906.</u>

BHP Foundation

61-1714573

Statement 7
Form 990-PF, Part III, Line 3
Other Increases

Recovery of prior year qualifying distribution.....	\$	2,857.
Total	\$	<u>2,857.</u>

Statement 8
Form 990-PF, Part III, Line 5
Other Decreases

Foreign currency translation adjustment.....	\$	360.
Net unrealized losses on investments.....		5,848,430.
Total	\$	<u>5,848,790.</u>

Statement 9
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

<u>Name and Address</u>	<u>Title and Average Hours Per Week Devoted</u>	<u>Compen- sation</u>	<u>Contri- bution to EBP & DC</u>	<u>Expense Account/ Other</u>
Charles Goodyear 1500 Post Oak Blvd. Houston, TX 77056	Chairman 8.00	\$ 100,000.	\$ 0.	\$ 0.
James Ensor 1500 Post Oak Blvd Houston, TX 77056	Pres/Exec Ofcr 32.00	0.	0.	0.
Anthony John Patrick Cudmore 1500 Post Oak Blvd Houston, TX 77056	Director 2.50	0.	0.	0.
Stephen Harris 1500 Post Oak Blvd Houston, TX 77056	Secretary 20.00	0.	0.	0.
Jennifer Lopez 1500 Post Oak Blvd Houston, TX 77056	Asst Secretary 2.00	0.	0.	0.
Ben Fothergill 1500 Post Oak Blvd Houston, TX 77056	Treas thru Mar 1.00	0.	0.	0.
Jose Flores 1500 Post Oak Blvd Houston, TX 77056	Treas from Mar 1.00	0.	0.	0.

Statement 9 (continued)
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

<u>Name and Address</u>	<u>Title and Average Hours Per Week Devoted</u>	<u>Compen- sation</u>	<u>Contri- bution to EBP & DC</u>	<u>Expense Account/ Other</u>
Mauro Neves 1500 Post Oak Blvd Houston, TX 77056	Director 2.50	\$ 0.	\$ 0.	\$ 0.
Geraldine Slattery 1500 Post Oak Blvd Houston, TX 77056	Director 2.50	0.	0.	0.
Graham Tiver 1500 Post Oak Blvd Houston, TX 77056	Director 2.50	0.	0.	0.
Athalie Clare Williams 1500 Post Oak Blvd Houston, TX 77056	Director 2.50	0.	0.	0.
		Total \$ 100,000.	\$ 0.	\$ 0.

Statement 10
Form 990-PF, Part IX-A, Line 1
Summary of Direct Charitable Activities

<u>Direct Charitable Activities</u>	<u>Expenses</u>
Education Equity - To harness the potential of young people most at risk of being left behind by enabling equitable access to quality education and learning.	\$ 1,221,737.

Inequality and disadvantage lie at the heart of the global education challenge. Despite global progress in access to education in recent years, more than a quarter of a billion children remain out of school today. Hundreds of millions more are not learning when they are in school. Quality education and learning is the pathway to building the skills and knowledge people need to seize opportunities to enhance their lives and their contribution to communities and societies. This means more children participate in education, are enabled to stay and thrive in school longer to gain a higher level of qualification and skills and can succeed and prosper throughout their lives.

BHP Foundation's approach to addressing these challenges is to:

- Identify new and more effective ways to improve learning outcomes for the most underrepresented and at-risk young people and bring evidence to the forefront of decision-making.

- Support innovations that show promise and have the greatest potential to be scaled and replicated to increase equality, participation and attainment.

- Drive more effective performance in education systems to enhance outcomes and impact including return on effort, investment and resources.

Statement 10 (continued)
Form 990-PF, Part IX-A, Line 1
Summary of Direct Charitable Activities

Direct Charitable Activities	Expenses
- Empower thought leaders and advocate for policy decisions based on what works around the world.	

Statement 11
Form 990-PF, Part IX-A, Line 2
Summary of Direct Charitable Activities

Direct Charitable Activities	Expenses
Environmental Resilience - To support new ways of conserving and sustainably managing large-scale, globally significant natural environments for the benefit of future generations.	\$ 1,182,802.
Natural environments preserve biodiversity, maintain water resources and help society respond to climate change. Yet the demands of a growing world population are placing unprecedented pressure on finite land and water resources and accelerating biodiversity loss. This pressure is further amplified by climate change.	
For Indigenous peoples with a profound connection to and dependence on traditional lands, natural ecosystems also support their livelihoods and cultures and must be conserved for the benefit of future generations. BHP Foundation's approach to addressing these challenges is to:	
- Deliver high-impact, enduring interventions in areas of international significance.	
- Engage with people who live in the landscapes, involve them in our efforts, build their capacity and support their livelihoods.	
- Initiate projects that enhance policy frameworks and mobilize markets to better value carbon, water and biodiversity.	
- Pilot new approaches and share learnings so others can take them on with confidence.	
- Support the aspirations of Indigenous people to manage their traditional lands for a range of economic, social, cultural and environmental outcomes.	

Statement 12
Form 990-PF, Part IX-A, Line 3
Summary of Direct Charitable Activities

Direct Charitable Activities	Expenses
Natural Resource Governance - To harness the transformative power of natural resource wealth for sustainable and inclusive human development.	\$ 249,469.

Statement 12 (continued)
Form 990-PF, Part IX-A, Line 3
Summary of Direct Charitable Activities

Direct Charitable Activities

Expenses

Across the world, 1.8 billion people in resource-rich countries continue to live in poverty. Corruption and poor governance of the world's natural resources can divert much needed funds from critical development opportunities, which is denying citizens access to quality education, healthcare and other essential services. We are working across the value chain to enhance governance, help eliminate corruption and effect positive change. We seek to improve how natural resources are governed across the entire resource value chain - from initial exploration right through to the use of taxes and royalties in providing services to citizens.

To do this, we bring together business, government and civil society to collectively address common challenges aimed at eliminating corruption through purposeful transparency and effective capacity building. We're also giving citizens and civil society organizations meaningful, practical and accessible information about revenue flows from the extraction of natural resources so they can use it to raise standards and create an evidence base about what works to share with others.

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

Grantee Name & Address	Grant Date	Purpose of Grant	Grant Amount	Amount Spent by Grantee	Reports Received	Diversion by Grantee	Notes
Reporting for Grants Issued in Tax Year 2020							
Australian Indigenous Leadership Center (AILC) Unit 3A, 105 Newcastle street, Fyshwick, ACT 2609, Australia	4/26/2021	Used to deliver a regional engagement event in collaboration with the Kimberley Aboriginal Women's Council (KAWC) and the Australian Human Rights Commission (AHRC) that will inform the development of a toolkit in support of a proposed Wiyi Yandi U Thangani National Action Plan.	\$ 141,858	\$ 141,858	Annual Report Oct 2021	No	1&2
Australian Indigenous Governance Institute (AIGI) John Yencken, Building, 45 Sullivans Creek Road, The Australian National University ACT 2601 Australia	3/10/2021	To create a new practice set that builds and disseminates best practice tools, research and training, and disrupts systems to establish a strength-based policy framework for Indigenous led nation building.	\$ 778,700	\$ 778,700	Quarterly reports , Half Year, Sustainability Strategy	No	1&2
The Melbourne University (through the Australian Mathematical Sciences Institute) Building 161, The University of Melbourne, Victoria, 3010, Australia	7/16/2020	AMSI "Choose Maths" Programme To increase the number of girls studying maths; improve achievement in science, technology, engineering and maths (STEM) education; and increase female representation in STEM-related professions.	1,590,157	1,590,157	Quarterly reports (Sep 2020), Semi Annual(Aug 2020)	No	1&2
Indian Red Cross Society 1, Red Cross Road , New Dehli - 11001, India	05/20/21	Provide support to the Indian Red Cross Society across three lines of defense: provisioning of medical supplies, providing medical support, and vaccinations.	2,000,000	2,000,000	Report expected as planned - next update due May 2022 or upon completion of fund expenditure	No	1&2
Australian Red Cross Donation 23-47 Villiers St. , North Melbourne Vic 3051, Australia	7/23/2020	To support those at risk of isolation and vulnerability due to COVID-19 through social connection.	1,452,877	1,452,877	Final report Nov 2021	No	2&3
University of Queensland Brisbane QLD 4072, Australia	7/16/2020	Rapid Acceleration of a COVID-19 vaccine.	1,401,800	1,401,800	Annual Report July 2021	No	1&2
Universidad Adolfo Ibáñez Presidente Errázuriz 3485, Las Condes, Santiago, Chile	7/30/2020	Plan to do the pilot in districts that have different public education administration systems, namely, the Directorate of Municipal Education (DAEM); Local Education Service (which groups 2 districts) and the Municipal Corporation. The project contemplates a pilot phase to be applied in 3 district addresses (with different administrative structures) in the Tarapacá and Antofagasta Regions, and in Santiago with the following territorial coverage proposal of 15,050.	400,000	400,000	Annual report - July 2021	No	1&2
Desert Support Services 76 Wittenoom Street, East Perth, Western Australia 6004, Australia	9/22/2020	Project aims to sustain the health and resilience of Australia's iconic desert country and its people.	2,716,731	2,716,731	Annual Reports - Aug 2020	No	1&2
Commonwealth Scientific and Industrial Research Organization (CSIRO) Limestone Avenue, Campbell, Canberra, ACT, 2612 Australia	1/12/2021	Improve the participation and achievement of Australian Indigenous students in STEM subjects and provide supported pathways that increase indigenous representation in STEM related professions.	145,859	145,859	Annual Reports -Aug 2020	No	2&3

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

Grantee Name & Address	Grant Date	Purpose of Grant	Grant Amount	Amount Spent by Grantee	Reports Received	Diversion by Grantee	Notes
Kodea Foundation Evaristo Lillo 178, oficina 25, Las Condes. Fecha: Región Metropolitana. 25-02- 21, Santiago 7580110, Chile	3/8/2021	To integrate Computational Thinking and Programming skills into Chile's school curriculum as a necessary tool for the development of 21st century skills.	1,970,577	1,970,577	Quarterly - Jan- March 2021	No	1&2
Extractive Industries Transparency Initiative (EITI) Radhusgata 26, 3rd Floor, 0151 Oslo, Norway	2/26/2021	To address the gap between the EITI Standard requirements, and countries capacity to implement them,. Build a solid evidence base to demonstrate effective publishing and use of beneficial ownership data, and will provide in-depth technical support to countries to implement beneficial ownership transparency.	1,956,896	1,956,896	Quarterly - Jan- March 2021	No	1&2
Fundacion de Conservacion Tierra Austral Avenida Vitacura 3585 Depto 702 Vitacura, Santiago	08/31/20 3/16/21 6/7/21	The project aims to advance transformational land conservation of the Mediterranean vegetation habitat, which is Chile's rarest and most threatened vegetation habitat and, together with the other four major global Mediterranean regions, is one of the rarest and most productive ecosystems in the world. This will be accomplished by formulating and implementing a comprehensive conservation assessment for the El Bordo to Cantillana Corridor, located within the Metropolitan and Valparaíso regions of Chile, with a population of more than 9 million (53% of the country's inhabitants). The project will include implementing Chile's landmark new conservation law, the Derecho Real de Conservación at five sites in the corridor, which will permanently protect them and will serve as a proof-of-concept for the use of this new legal conservation tool. This initiative aims at mobilising the public and private sectors in support of creating tax incentives and leveraging additional funding for land conservation throughout the country.	177,209 217,209 200,000	177,209 217,209 200,000	Quarterly - Jul 2020	No	1&2
Social Ventures Australia (SVA) Level 7, 1 Chifley Square, Sydney NSW 2000, Australia	5/20/2021	To develop the fundamentals for systems change in the Australian early childhood development sector by; i. Establishing an effective field catalyst for early childhood development; ii. Activating a field led national strategy (National Blueprint) for improving outcomes in the early years; and iii. Advocating for policy change and innovative evidence informed approaches to improve early childhood development and wellbeing outcomes.	390,900	390,900	Quarterly- Jul 2021	No	1&2
The Nature Conservancy 366 Adelaide Street East, Suite 331, Toronto, ON M5A3X9 Canada	11/25/20 11/3/20	Globally significant conservation, social and economic outcomes in one of the world last intact forests – Canada's Boreal forest with a focus in northwest Manitoba. The two overarching goals for this project are: to create a model for sustainable forestry that enables long-term economic benefits, local and Indigenous community well-being, and the protection of intact forest ecosystems; and integrate that accomplishment into improving the management of working forests in Canada and worldwide, to enhance their ability to deliver both ecological integrity and human well-being.	1,240,113 631,872	1,240,113 631,872	Quarterly - Dec 2020 Half year - Mar 2021	No	1&2
University of Alberta CILLDI Office of the Vice- Provost (Indigenous Programming & Research), 2-40 South Academic Building, Edmonton, AB, Canada T6G 2G7	3/25/2021	To strengthen the vitality of Indigenous languages through greater participation and safekeeping: (1) increasing no f speakers, learners, qualified teachers, community language influencers; and (2) building capacity of individuals, communities and institutions to ensure the long-term health and sustainability of Indigenous languages.	1,934,888	1,934,888	Quarterly- Mar 21	No	1&3

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

Grantee Name & Address	Grant Date	Purpose of Grant	Grant Amount	Amount Spent by Grantee	Reports Received	Diversion by Grantee	Notes
Great Barrier Reef Foundation (GBRF) Level 13, 300 Ann strateet, Brisbane, Qld 4000, Australia	06/28/21	This project aims to improve outcomes for the world's coral reefs and reef-dependent communities by building resilience to climate change through local action. Over four years it will establish demonstration climate resilience leadership sites at internationally significant coral reefs, including Australia's Great Barrier Reef and Ningaloo Reef. Each site will be supported to develop a Climate Resilience Plan and implement "priority actions", focusing on actions that can be delivered by communities, including traditional owner groups.	3,425,400	3,425,400	Quarterly - Oct 2020 Annual - Apr 2021	No	1&2
Reconciliation Australia King George Terrace, Parkeast ACT 2600 Australia	09/15/2020	To progress reconciliation through recognising, supporting, and celebrating strong Aboriginal and Torres Strait Islander governance and self-determination.	521,026	521,026	Annual - Jun 2020	No	1&2
Reconciliation Australia King George Terrace, Parkeast ACT 2600 Australia	09/15/2020	For Australian schools and early learning services to foster a higher level of knowledge and pride in Aboriginal and Torres Strait Islander histories, cultures and contributions.	1,505,758	1,505,758	Annual - Jun 2020	No	1&2
Transparency International Alt-Moabit 96, 10559 Berlin, Germany	11/2/20	Mining for Sustainable Development. To establish enhanced transparency and accountability in the award of mining sector permits, licences and contracts.	937,120	937,120	Quarterly - Jul 2020 Semi Annual - Oct 2020	No	1&2
Queensland Museum Network P.O Box 3300, South Brisbane BC Qld Australia 4101	11/19/2020	The Festival celebrates the integration of science and art through a program of thought-provoking debate and conversation, inspiring theatrical and cinematic experiences, interactive workshops and engaging hands-on-activities. By taking science out of the laboratory and into streets and public spaces, World Science Festival Brisbane (the WSFB) makes science not only visible but accessible for all.	294,120	294,120	Half Year - Jan- June 2021	No	1&2
University of Sydney (The Matilda Centre) F23 Administration Building Level 3 , Corner of Eastern Avenue and City Road, The University of Sydney NSW 2006, Australia	8/17/20	To bring together Australia's leading mental health experts and others to develop sound research and generate an evidence base that advises, informs and influences development of national policy on mental health through this pandemic. Stage 1 - Evidence building: evidence reviews, modelling of data and synthesis carried out by research leaders and a team of three researchers over 6-12 months; Stage 2 - Mobilization: support for mobilization of newly developed strategies and activities to support the rapid response to evidence-based recommendations developed in Stage 1.	788,385	788,385	Half Year June 2021	No	1&2
University of Sydney Brain and Mind Centre (BMC) F23 Administration Building Level 3 , Corner of Eastern Avenue and City Road, The University of Sydney NSW 2006, Australia	2/17/21	Long term goal is to establish a novel youth mental health decision-support ecosystem: - help navigate decision-making support ecosystem - strengthen and coordinate delivery of mental health care using tools and technology to remain responsive - empower communities to make compelling investment cases.	741,118	741,118	Quarterly - Jan- March 2021, Half Year -March 2021	No	1&2
Reporting for Grants Issued in Prior Tax Years							
Australian Indigenous Governance Institute (AIGI) John Yencken, Building, 45 Sullivans Creek Road, The Australian National University ACT 2601 Australia	12/27/2019	To create a new practice set that builds and disseminates best practice tools, research and training, and disrupts systems to establish a strength-based policy framework for Indigenous led nation building.	\$ 703,600	\$ 703,600	Quarterly reports (Apr 2020), Half Year Jan - Jun 2020 Sustainability Strategy May 2020	No	2&3

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

Grantee Name & Address	Grant Date	Purpose of Grant	Grant Amount	Amount Spent by Grantee	Reports Received	Diversion by Grantee	Notes
Commonwealth Scientific and Industrial Research Organization (CSIRO) Limestone Avenue, Campbell, Canberra, ACT, 2612 Australia	08/23/2019 03/26/2020	Improve the participation and achievement of Australian Indigenous students in STEM subjects and provide supported pathways that increase indigenous representation in STEM related professions.	2,446,062 622,061	2,446,062 622,061	Quarterly (Dec 2019), Annual Reports (Jun, Aug 2020). Evaluation - Feb 2020	No	2&3
The Melbourne University (through the Australian Mathematical Sciences Institute) Building 161, The University of Melbourne, Victoria, 3010, Australia	10/22/2019	AMSI "Choose Maths" Programme To increase the number of girls studying maths; improve achievement in science, technology, engineering and maths (STEM) education; and increase female representation in STEM-related professions.	1,063,062	1,063,062	Quarterly, Semi Annual	No	2&3
Australian Red Cross Donation 23-47 Villiers St. , North Melbourne Vic 3051, Australia	08/22/2019 3/18/2020	To reduce the psychosocial impact of a changing climate on individuals and communities. To ensure that drought-impacted communities across a minimum of two states in Australia are able to access and benefit from appropriate psychosocial support.	662,217 584,977	662,217 584,977	Quarterly - Mar 2020 Annual - Jun 2020	No	2&3
Australian Red Cross Donation 23-47 Villiers St. , North Melbourne Vic 3051, Australia	1/7/2020	Nation wide bushfire efforts during Summer season 2020	1,380,600	1,380,600	Quarterly - Apr 2020 Half Year Jul 2020	No	2&3
Cape York Partnership 302-310 Sheridan Street, Cairns North, QLD, 4870, Australia	4/21/2020	To educate the Australian public about the rationale for and basis of the Uluru Statement. The Project is of national significance, one that will support Indigenous peoples' long-standing calls for self-determination and empowerment as well as being considered a critical step-in achieving a fuller expression of Australia's nationhood.	316,738	316,738	Qly - Aug 2019 Annual - Sep 2020	No	2&3
Comunidad Mujer Avenida General Bustamante 26, Providencia, Santiago, Región Metropolitana, Chile	6/11/2020	Network of schools that form part of the Emergency Education Program of Fundación BHP's Chile Program.	250,000	250,000	Annual report - July 2021	No	1&2
Desert Support Services 76 Wittenoom Street, East Perth, Western Australia 6004, Australia	8/30/2019	Project aims to sustain the health and resilience of Australia's iconic desert country and its people.	3,402,263	3,402,263	Q1 Nov 2019 Q3 May 2020 Half - Dec 2019 Annual - August 2020	No	2&3
Ensenia Chile Antonio Varas 496, Providencia, Santiago, Chile	6/12/2020	Antofagasta district (52 facilities, 35,000 students scale to be determined, 3,748 teachers). Araucanía Region (69 facilities, 6,400 students, 840 teachers), and Andalién Sur in the Biobío Region (71 facilities, 14,700 students, 1,894 teachers).	280,000	280,000	Annual report - Dec 2020	No	1&2
Fundacion Chile Avenida Parque Antonio Rabat Sur 6165, Vitacura, Santiago de Chile	6/12/2020	The TV Educa Chile signal will have coverage in 100% of the national territory. In Chile there are more than 3,000,000 school-level students. The contents generated by Aprender (A) SER aim at 16% of students who do not have a computer or do not have internet access to continue their online education. This represents around 500,000 students.	250,000	250,000	Annual report - July 2021	No	1&2
Education Endowment Foundation (EEF) Millbank tower, 21-24 Millbank London, SW1P4QP UK	6/23/2020	Turning evidence into practice change. Building evidence on education interventions that are effective (cost and outcomes) and have the greatest impact and to put that knowledge into the hands of school leaders and teachers. Empowering education leaders, teachers, Principals, Ministers and Heads of State, to make evidence informed decisions that enhance the impact for children and young people through the creation of a global evidence ecosystem that leads directly to increased advocacy, awareness, utilisation and impact of high quality educational evidence.	1,188,894	1,188,894	Q1 Aug 2019 Q3 Jan 2020 Half - Dec 2019 Annual - Jul 2020	No	2&3

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

Grantee Name & Address	Grant Date	Purpose of Grant	Grant Amount	Amount Spent by Grantee	Reports Received	Diversion by Grantee	Notes
Fundacion Colunga Gral Bustamante 26, Providencia, Región Metropolitana, Chile	6/17/2020	Fundación Colunga and the Nansen Center for Peace and Dialogue have established a cooperation alliance to contribute to the development of a culture of peaceful conflict resolution through dialogue among the different actors in Chilean society. The Foundation has sponsored the following lines of action under the cooperation alliance: a) Conduct of four dialogue events in regional capitals to build understanding and social peace in the regions. This will include training of dialogue facilitators to build capacity for dialogue in civil society. b) An international Seminar on Negotiation and Dialogue in Santiago to establish a national dialogue process to build social peace. This line of action will be led by the Nansen Center.	120,000	120,000	Annual report (evaluation) - July 2021	No	1&2
Fundacion Kodea Av. Apoquindo 4700, piso 14, Las Condes, Región Metropolitana, Chile	4/27/2020	Our Voice, a citizen dialogue channel for women which aims to collect and disseminate women's opinions on the changes the country requires towards a more equitable and just society. The initiative has been developed by a consortium of respected Chilean organisations and consists of an invitation to record voice messages via Whatsapp. Messages will be aggregated and analysed through use of data technology to obtain information about women's feelings and priorities, most frequently mentioned topics and participation statistics by region and age. The results of this analysis will be aggregated, published on an Our Voice website (consistent with applicable privacy and privilege laws) and formally presented to government at a national congress to inform public policy.	80,000	80,000	Annual report - July 2021	No	1&2
Fundacion Kodea Av. Apoquindo 4700, piso 14, Las Condes, Región Metropolitana, Chile	6/15/2020	The beneficiaries are children and young people from all over the country who will connect to the children's signal enabled by TVN. In addition, it is expected to sensitize the entire educational community (parents, teachers and people linked to the world of education). It is estimated that 80% of the Chilean population (families) will have signal access and also through digital signals from open television channels and through cable television, which have shown their willingness to join the transmission.	180,000	180,000	Annual report - May 2021	No	1&2
Fundacion de Conservacion Tierra Austral Avenida Vitacura 3585 Depto 702 Vitacura, Santiago	08/30/2019 6/18/2020	The project aims to advance transformational land conservation of the Mediterranean vegetation habitat, which is Chile's rarest and most threatened vegetation habitat and, together with the other four major global Mediterranean regions, is one of the rarest and most productive ecosystems in the world. This will be accomplished by formulating and implementing a comprehensive conservation assessment for the El Bordo to Cantillana Corridor, located within the Metropolitan and Valparaíso regions of Chile, with a population of more than 9 million (53% of the country's inhabitants). The project will include implementing Chile's landmark new conservation law, the Derecho Real de Conservación at five sites in the corridor, which will permanently protect them and will serve as a proof-of-concept for the use of this new legal conservation tool. This initiative aims at mobilising the public and private sectors in support of creating tax incentives and leveraging additional funding for land conservation throughout the country.	177,209 241,845	177,209 241,845	Quarterly - Jun 2019 Quarterly - Oct 2019 Quarterly - Dec 2019 Quarterly - Apr 2020 Quarterly - Jul 2020 Annual - Jan 2020	No	2&3
Reconciliation Australia King George Terrace, Parkeet ACT 2600 Australia	8/30/2019	To progress reconciliation through recognising, supporting, and celebrating strong Aboriginal and Torres Strait Islander governance and self-determination.	366,878	366,878	Quarterly - Apr 2020 Annual - Jun 2020	No	2&3
Reconciliation Australia King George Terrace, Parkeet ACT 2600 Australia	08/30/2019 12/11/2019	For Australian schools and early learning services to foster a higher level of knowledge and pride in Aboriginal and Torres Strait Islander histories, cultures and contributions.	1,143,146 45,259.70	1,143,146 45,259.70	Quarterly - Apr 2020 Annual - Jun 2020	No	2&3

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

Grantee Name & Address	Grant Date	Purpose of Grant	Grant Amount	Amount Spent by Grantee	Reports Received	Diversion by Grantee	Notes
Transparency International Alt-Moabit 96, 10559 Berlin, Germany	11/01/2019 4/21/2020	Mining for Sustainable Development. To establish enhanced transparency and accountability in the award of mining sector permits, licences and contracts.	1,122,000 1,093,800	1,122,000 1,093,800	Quarterly - Jul 2019 Quarterly - Feb 2020 Quarterly - Jul 2020 Annual - Apr 2020 Semi Annual - Oct 2020	No	2&3
University of Melbourne Doherty Institute 792 Elizabeth St, Melbourne VIC 3000, Australia	5/4/2020	Implement the Australasian COVID-19 Clinical Trial (ASCOT Trial) to determine the effectiveness of treatment drugs targeting the virus given to people with COVID-19.	647,500	647,500	Dec 2020 June 2021 Sept 2021	No	1&2
Wires Suite 1-5, Lifestyle Working, 117 Old Pittwater Road Brookvale NSW 2100, Australia	1/15/2020	Nation wide wildlife rescue efforts during Summer season 2020.	174,075	174,075	Reports Received as Planned	No	2&3
Zoos Victoria Elliott Avenue Parkville, Vic. 3052 Australia	1/15/2020	Nation wide wildlife rescue efforts during Summer season 2020.	174,100	174,100	Oct-21	No	2&3

Note 1: Regular Reporting is expected for FY2022. Multi-year Grants: Quarterly reports (x2), 6 monthly report (x1), Final Report (x1) and Donations (minimum annual report and/ or close-out report once funds fully expended).

Note 2: The grantor has no reason to doubt the accuracy or reliability of all submitted reports from the grantee; therefore, no independent verification of

Note 3: No further reports expected.

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

Recipient Name	Status	Purpose	Amount
Australian Indigenous Leadership Center (AILC) Unit 3A, 105 Newcastle street Fyshwick, ACT 2609	NC	Used to deliver a regional engagement event in collaboration with the Kimberley Aboriginal Women's Council (KAWC) and the Australian Human Rights Commission (AHRC) that will inform the development of a toolkit in support of a proposed Wiyi Yandi U Thangani National Action Plan.	\$ 141,858
Australian Indigenous Governance Institute (AIGI) John Yencken, Building, 45 Sullivans Creek Road, The Australian National University ACT 2601 Australia	NC	To create a new practice set that builds and disseminates best practice tools, research and training, and disrupts systems to establish a strength-based policy framework for Indigenous led nation building.	778,700
The Melbourne University (through the Australian Mathematical Sciences Institute) Building 161, The University of Melbourne, Parkville VIC 3010 Australia	NC	AMSI "Choose Maths" Programme To increase the number of girls studying maths; improve achievement in science, technology, engineering and maths (STEM) education; and increase female representation in STEM-related professions.	1,590,157
Indian Red Cross Society 1, Red Cross Road , New Dehli - 11001, India	NC	Provide support to the Indian Red Cross Society across three lines of defense: provisioning of medical supplies, providing medical support, and vaccinations.	2,000,000
Australian Red Cross Society Attn: Felicity Calvert, Head of Partnerships 23-47 Villiers St. , North Melbourne Vic 3051, Australia	NC	A program to support those at risk of isolation and vulnerability due to COVID-19 through social connection.	1,452,877
The Brookings Institution 1775 Massachusetts Avenue, NW Washington, DC 20016	PC	Improving education outcomes through enabling more systematic use of existing evidence by educators and policymakers through informed decisions of innovations that have been successful in creating positive change for children and youth, in a given context. By investigating why they have worked, attributes, characteristics and operating environment, generating new evidence about these intervention to accelerate learning and innovation 'at scale'.	1,600,000
Conservation International Foundation 2011 Crystal Drive, Suite 600, Arlington, VA 22202	PC	To promote a sustainable landscape model where livelihoods are improved through simultaneously promoting conservation and sustainable production, resilient to climate change.	1,090,565
University of Queensland Brisbane QLD 4072, Australia	NC	Rapid Acceleration of a COVID-19 vaccine.	1,401,800

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

Recipient Name	Status	Purpose	Amount
Universidad Adolfo Ibanez Presidente Errázuriz 3485, Las Condes, Santiago, Chile	NC	Plan to do the pilot in districts that have different public education administration systems, namely, the Directorate of Municipal Education (DAEM); Local Education Service (which groups 2 districts) and the Municipal Corporation. The project contemplates a pilot phase to be applied in 3 district addresses (with different administrative structures) in the Tarapacá and Antofagasta Regions, and in Santiago with the following territorial coverage proposal of 15,050.	400,000
Social Ventures Australia (SVA) Level 7, 1 Chifley Square, Sydney NSW 2000, Australia	NC	To develop the fundamentals for systems change in the Australian early childhood development sector by; i. Establishing an effective field catalyst for early childhood development; ii. Activating a field led national strategy (National Blueprint) for improving outcomes in the early years; and iii. Advocating for policy change and innovative evidence informed approaches to improve early childhood development and wellbeing outcomes.	390,900
Kodea Foundation Evaristo Lillo 178, oficina 25, Las Condes. Fecha: Región Metropolitana. 25-02-21, Santiago 7580110, Chile	NC	To integrate Computational Thinking and Programming skills into Chile's school curriculum as a necessary tool for the development of 21st century skills.	1,970,577
Commonwealth Scientific and Industrial Research Organization (CSIRO) Clunies Ross Street, Acton, ACT, 2601 Australia	NC	Improve the participation and achievement of Australian Indigenous students in STEM subjects and provide supported pathways that increase indigenous representation in STEM related professions.	145,859
Desert Support Services 76 Wittenoom Street, East Perth, Western Australia 6004, Australia	NC	Project aims to sustain the health and resilience of Australia's iconic desert country and its people.	2,716,731
Extractive Industries Transparency Initiative (EITI) Radhusgata 26, 3rd Floor, 0151 Oslo, Norway	NC	To address the gap between the EITI Standard requirements, and countries capacity to implement them,. Build a solid evidence base to demonstrate effective publishing and use of beneficial ownership data, and will provide in-depth technical support to countries to implement beneficial ownership transparency.	1,956,896
Fundacion DRCLAS Harvard Chile, Office for Sponsored Programs Harvard University Attn: Danielle Costa 1033 Massachusetts Ave, 5th Floor Cambridge MA 02138	NC	Network of 200 schools and public schools throughout Chile with a focus on the Metropolitan Region and Regions I, II and III (100,000 students). Potential scope of the website: 200,000 among which 20% of teachers are contemplated: 40,000	320,000

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

Recipient Name	Status	Purpose	Amount
University of Alberta CILLDI Office of the Vice-Provost (Indigenous Programming & Research), 2-40 South Academic Building, Edmonton, AB, Canada T6G 2G7	NC	To strengthen the vitality of Indigenous languages through greater participation and safekeeping: (1) increasing no f speakers, learners, qualified teachers, community language influencers; and (2) building capacity of individuals, communities and institutions to ensure the long-term health and sustainability of Indigenous languages.	1,934,888
The Nature Conservancy 366 Adelaide Street East, Suite 331, Toronto, ON M5A3X9 Canada	NC	Globally significant conservation, social and economic outcomes in one of the world last intact forests – Canada’s Boreal forest with a focus in northwest Manitoba. The two overarching goals for this project are: to create a model for sustainable forestry that enables long-term economic benefits, local and Indigenous community well-being, and the protection of intact forest ecosystems; and integrate that accomplishment into improving the management of working forests in Canada and worldwide, to enhance their ability to deliver both ecological integrity and human well-being.	1,871,985
Great Barrier Reef Foundation (GBRF) Level 13, 300 Ann strateet, Brisbane, Qld 4000, Australia	NC	This project aims to improve outcomes for the world’s coral reefs and reef-dependent communities by building resilience to climate change through local action. Over four years it will establish demonstration climate resilience leadership sites at internationally significant coral reefs, including Australia’s Great Barrier Reef and Ningaloo Reef. Each site will be supported to develop a Climate Resilience Plan and implement “priority actions”, focusing on actions that can be delivered by communities, including traditional owner groups.	3,425,400
Transparency International Alt-Moabit 96, 10559 Berlin, Germany	NC	Mining for Sustainable Development. To establish enhanced transparency and accountability in the award of mining sector permits, licences and contracts.	937,120
World Bank (IFC) 2121 Pennsylvania Avenue NW Washington, DC 20433 USA	PC	To enhance the effectiveness of disclosure of key sector information, such as contractual data, revenues and allocations of those revenues, in support of achieving clear development outcomes from extractive investments.	1,254,396
Global Business Coalition for Education 599 Lexington Avenue, Fl. 23 New York, NY 10022	PC	Enhancing sustainable participation and effective collaboration between the private sector and the global education community that leads to systematic outcomes in improving equitable education and achieving SDG4.	1,880,066
Open Contracting Partnership Fund of the City of New York, 121 Avenue of the Americas, 6th Floor New York, NY 10013-1590	PC	The Project will support the adoption of Open Contracting to promote accessible, user-friendly open data along the entire ‘deal flow’ of public contracts in 15 resource rich countries.	1,782,793

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

Recipient Name	Status	Purpose	Amount
Reconciliation Australia King George Terrace, Parkest ACT 2600 Australia	NC	To progress reconciliation through recognising, supporting, and celebrating strong Aboriginal and Torres Strait Islander governance and self-determination.	521,026
Reconciliation Australia King George Terrace, Parkest ACT 2600 Australia	NC	For Australian schools and early learning services to foster a higher level of knowledge and pride in Aboriginal and Torres Strait Islander histories, cultures and contributions.	1,505,758
Fundacion de Conservacion Tierra Austral Avenida Vitacura 3585 Depto 702 Vitacura, Santiago, Chile	NC	The project aims to advance transformational land conservation of the Mediterranean vegetation habitat, which is Chile's rarest and most threatened vegetation habitat and, together with the other four major global Mediterranean regions, is one of the rarest and most productive ecosystems in the world. This will be accomplished by formulating and implementing a comprehensive conservation assessment for the El Boldero to Cantillana Corridor, located within the Metropolitan and Valparaiso regions of Chile, with a population of more than 9 million (53% of the country's inhabitants). The project will include implementing Chile's landmark new conservation law, the Derecho Real de Conservación at five sites in the corridor, which will permanently protect them and will serve as a proof-of-concept for the use of this new legal conservation tool. This initiative aims at mobilising the public and private sectors in support of creating tax incentives and leveraging additional funding for land conservation throughout the country.	594,418
Rainforest Alliance 233 Broadway, 28th Floor New York NY 10279	PC	This project aims to improve outcomes for the world's coral reefs and reef-dependent communities by building resilience to climate change through local action. Over four years it will establish demonstration climate resilience leadership sites at internationally significant coral reefs, including Australia's Great Barrier Reef and Ningaloo Reef. Each site will be supported to develop a Climate Resilience Plan and implement "priority actions", focusing on actions that can be delivered by communities, including traditional owner groups.	1,369,227
Teach for All (TFA) 25 Broadway, 13th Floor New York NY 10004	PC	Growing the impact of locally rooted, globally informed community leaders who are catalyzing community and system-level change in the education sector. By Increasing participation and the pace by which communities are able to support the advancement of a child's education and contribute to them shaping a better future for themselves and all of society.	3,327,142

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

Recipient Name	Status	Purpose	Amount
University of Sydney (The Matilda Centre) F23 Administration Building Level 3 , Corner of Eastern Avenue and City Road, The University of Sydney NSW 2006, Australia	NC	To bring together Australia's leading mental health experts and others to develop sound research and generate an evidence base that advises, informs and influences development of national policy on mental health through this pandemic. Stage 1 - Evidence building: evidence reviews, modelling of data and synthesis carried out by research leaders and a team of three researchers over 6-12 months; Stage 2 - Mobilization: support for mobilization of newly developed strategies and activities to support the rapid response to evidence-based recommendations developed in Stage 1.	788,385
University of Sydney Brain and Mind Centre (BMC) F23 Administration Building Level 3 , Corner of Eastern Avenue and City Road, The University of Sydney NSW 2006, Australia	NC	Long term goal is to establish a novel youth mental health decision-support ecosystem: - help navigate decision-making support ecosystem - strengthen and coordinate delivery of mental health care using tools and technology to remain responsive - empower communities to make compelling investment cases.	741,118
UN Women International Environmental House Chemin des Anemones 11-13 1219 Chatalaine, Geneva, Switzerland	PC	Breaking current trends, barriers and negative social norms preventing girls and young women from equal access to quality learning opportunities and improved livelihoods. The project aims to open the door to quality education (formal and vocational), employment and entrepreneurship opportunities by leveraging innovative solutions in an effort to create a world where every girl and young women is empowered and have the skills needed to thrive in the 21st century.	10,199,217
Queensland Museum Network P.O Box 3300, South Brisbane BC Qld Australia 4101	NC	The Festival celebrates the integration of science and art through a program of thought-provoking debate and conversation, inspiring theatrical and cinematic experiences, interactive workshops and engaging hands-on-activities. By taking science out of the laboratory and into streets and public spaces, World Science Festival Brisbane (the WSFB) makes science not only visible but accessible for all.	294,120
Total Part XV, Line 3a			\$ 50,383,980