

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.
▶ Go to www.irs.gov/Form990PF for instructions and the latest information.

For calendar year 2018 or tax year beginning , and ending

Name of foundation KINDER FOUNDATION		A Employer identification number 76-0519073
Number and street (or P.O. box number if mail is not delivered to street address) 2229 SAN FELIPE, SUITE 1700	Room/suite	B Telephone number (713) 529-5537
City or town, state or province, country, and ZIP or foreign postal code HOUSTON, TX 77019		C If exemption application is pending, check here ... <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ... <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 153,994,130.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ... <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	30,477,648.		N/A	
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	3,351,992.	3,351,992.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	3,279,654.			
	b Gross sales price for all assets on line 6a 29,019,097.				
	7 Capital gain net income (from Part IV, line 2)		3,279,654.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss)					
11 Other income	30,817.	9,567.		STATEMENT 2	
12 Total. Add lines 1 through 11	37,140,111.	6,641,213.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	419,586.	18,306.		401,280.
	14 Other employee salaries and wages	27,516.	0.		27,516.
	15 Pension plans, employee benefits	15,636.	0.		15,636.
	16a Legal fees STMT 3	178,775.	0.		178,775.
	b Accounting fees STMT 4	23,465.	11,732.		11,733.
	c Other professional fees STMT 5	394,322.	0.		394,322.
	17 Interest				
	18 Taxes STMT 6	279,244.	107,132.		28,112.
	19 Depreciation and depletion	56,719.	0.		
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 7	743,845.	615,434.		128,411.
	24 Total operating and administrative expenses. Add lines 13 through 23	2,139,108.	752,604.		1,185,785.
	25 Contributions, gifts, grants paid	39,282,393.			39,282,393.
26 Total expenses and disbursements. Add lines 24 and 25	41,421,501.	752,604.		40,468,178.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-4,281,390.				
b Net investment income (if negative, enter -0-)		5,888,609.			
c Adjusted net income (if negative, enter -0-)			N/A		

Part II Balance Sheets <small>Attached schedules and amounts in the description column should be for end-of-year amounts only.</small>		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	39,643,647.	20,603,401.	20,603,401.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment: basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other	STMT 9 102,519,693.	116,756,676.	133,248,662.	
14 Land, buildings, and equipment: basis ▶	395,928.			
Less: accumulated depreciation STMT 10 ▶	253,861.	190,547.	142,067.	
15 Other assets (describe ▶				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	142,353,887.	137,502,144.	153,994,130.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26, and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds ...	142,353,886.	137,502,144.	
30 Total net assets or fund balances	142,353,886.	137,502,144.		
31 Total liabilities and net assets/fund balances	142,353,886.	137,502,144.		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	142,353,886.
2 Enter amount from Part I, line 27a	2	-4,281,390.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	138,072,496.
5 Decreases not included in line 2 (itemize) ▶ UNREALIZED LOSS ON STOCK CONTRIBUTION	5	570,352.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	137,502,144.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a CAPITAL GAIN DISTRIBUTIONS	P	VARIOUS	VARIOUS
b PUBLICLY TRADED SECURITIES	P	VARIOUS	VARIOUS
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 4,074.			4,074.
b 29,015,023.		25,739,443.	3,275,580.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) 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			4,074.
b			3,275,580.
c			
d			
e			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	3,279,654.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2017	39,777,963.	163,766,159.	.242895
2016	39,754,671.	148,132,899.	.268372
2015	31,554,304.	137,255,113.	.229895
2014	42,721,949.	128,922,586.	.331377
2013	33,315,524.	111,981,802.	.297508

2 Total of line 1, column (d)	2	1.370047
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years	3	.274009
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	175,938,986.
5 Multiply line 4 by line 3	5	48,208,866.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	58,886.
7 Add lines 5 and 6	7	48,267,752.
8 Enter qualifying distributions from Part XII, line 4	8	40,468,178.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	117,772.
c All other domestic foundations enter 2% 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	117,772.
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	117,772.
6 Credits/Payments:			
a 2018 estimated tax payments and 2017 overpayment credited to 2018	6a	157,275.	
b Exempt foreign organizations - tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	0.	
d Backup withholding erroneously withheld	6d	0.	
7 Total credits and payments. Add lines 6a through 6d	7	157,275.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	0.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	39,503.	
11 Enter the amount of line 10 to be: Credited to 2019 estimated tax <input type="checkbox"/> 39,503. Refunded <input checked="" type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 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
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year? 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	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. <input type="checkbox"/> 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 2018 or the tax year beginning in 2018? 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

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		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions	X	
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ WWW.KINDERFOUNDATION.ORG	X	
14 The books are in care of ▶ NANCY G. KINDER Telephone no. ▶ (713) 529-5537 Located at ▶ 2229 SAN FELIPE, SUITE 1700, HOUSTON, TX ZIP+4 ▶ 77019		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A
16 At any time during calendar year 2018, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶		X

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
1a During the year, did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? 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? 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 No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes <input checked="" 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	SEE STATEMENT 8	
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 2018?		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 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ _____, _____, _____, _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ _____, _____, _____, _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2018 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2018.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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 2018?		X

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

		Yes	No
5a During the year, did the foundation pay or incur any amount to:			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 instructions <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No N/A	5b		
Organizations relying on a current notice regarding disaster assistance, check here <input type="checkbox"/>			
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? <input type="checkbox"/> Yes <input type="checkbox"/> No N/A			
If "Yes," attach the statement required by Regulations section 53.4945-5(d).			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b		X
If "Yes" to 6b, file Form 8870.			
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No N/A	7b		
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.

(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 12		580,840.	14,904.	12,671.

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services 0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
3 All other program-related investments. See instructions.	

Total. Add lines 1 through 3 0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities	1a	146,629,837.
b	Average of monthly cash balances	1b	31,988,423.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	178,618,260.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	178,618,260.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	2,679,274.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	175,938,986.
6	Minimum investment return. Enter 5% of line 5	6	8,796,949.

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	8,796,949.
2a	Tax on investment income for 2018 from Part VI, line 5	2a	117,772.
b	Income tax for 2018. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	117,772.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	8,679,177.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	8,679,177.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	8,679,177.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:			
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	40,468,178.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	4	40,468,178.
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	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	40,468,178.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				8,679,177.
2 Undistributed income, if any, as of the end of 2018:				
a Enter amount for 2017 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2018:				
a From 2013	27,833,908.			
b From 2014	36,414,524.			
c From 2015	23,796,497.			
d From 2016	32,423,972.			
e From 2017	31,739,042.			
f Total of lines 3a through e	152,207,943.			
4 Qualifying distributions for 2018 from Part XII, line 4: ▶ \$	40,468,178.			
a Applied to 2017, 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 2018 distributable amount				8,679,177.
e Remaining amount distributed out of corpus	31,789,001.			
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	183,996,944.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2017. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2018. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2019				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 2013 not applied on line 5 or line 7	27,833,908.			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	156,163,036.			
10 Analysis of line 9:				
a Excess from 2014	36,414,524.			
b Excess from 2015	23,796,497.			
c Excess from 2016	32,423,972.			
d Excess from 2017	31,739,042.			
e Excess from 2018	31,789,001.			

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 2018, enter the date of the ruling ▶

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

	Tax year				(e) Total
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	
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).)

SEE STATEMENT 13

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

NONE

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**
 Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc., to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

SEE STATEMENT 14

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 ATTACHED STATEMENT				39,282,393.
Total			▶ 3a	39,282,393.
b Approved for future payment SEE ATTACHED STATEMENT				87,750,000.
Total			▶ 3b	87,750,000.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	3,351,992.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	30,817.	
8 Gain or (loss) from sales of assets other than inventory			18	3,279,654.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e)		0.		6,662,463.	0.
13 Total. Add line 12, columns (b), (d), and (e)			13	6,662,463.	

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

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

Line No.	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
▼	N/A

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

Table with 3 columns: Question, Yes, No. Contains questions 1a through 1d regarding transfers and transactions.

Table with 4 columns: (a) Line no., (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements.

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

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship.

Sign Here Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge. Signature of officer or trustee: Nancy Kunder, Date: 5-14-19, Title: President + CEO. May the IRS discuss this return with the preparer shown below? See instr. [X] Yes No

Table with 6 columns: Print/Type preparer's name, Preparer's signature, Date, Check self-employed, PTIN, Firm's name, Firm's EIN, Firm's address, Phone no.

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

2018

Name of the organization

KINDER FOUNDATION

Employer identification number

76-0519073

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

501(c)() (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

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

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

General Rule

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

Special Rules

For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 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 KINDER FOUNDATION	Employer identification number 76-0519073
--	---

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	RICHARD AND NANCY KINDER 2929 LAZY LANE HOUSTON, TX 77019	\$ 30,447,648.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
2	RDK VENTURES, LLC C/O RICHARD KINDER, MEMBER 2929 LAZY LANE HOUSTON, TX 77019	\$ 30,000.	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 KINDER FOUNDATION	Employer identification number 76-0519073
--	---

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
<u>1</u>	PUBLICLY TRADED SECURITIES _____ _____ _____	\$ <u>30,447,648.</u>	<u>VARIOUS</u>
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____

Name of organization KINDER FOUNDATION	Employer identification number 76-0519073
--	---

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

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

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

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

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

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

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

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

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

Name **KINDER FOUNDATION** Employer identification number **76-0519073**

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	117,772.
2a	Personal holding company tax (Schedule PH (Form 1120), line 26) included on line 1	2a	
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	2b	
2c	Credit for federal tax paid on fuels (see instructions)	2c	
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	117,772.
4	Enter the tax shown on the corporation's 2017 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	149,387.
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	117,772.

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	9	05/15/18	06/15/18	09/15/18	12/15/18
10	Required installments. If the box on line 6 and/or line 7 above is checked, enter the amounts from Sch 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				
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	38,275.	48,000.	16,000.	55,000.
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		38,275.	86,275.	102,275.
13	Add lines 11 and 12	13		86,275.	102,275.	157,275.
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	38,275.	86,275.	102,275.	157,275.
16	If the amount on line 15 is zero, subtract line 13 from line 14. Otherwise, enter -0-	16				
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	38,275.	86,275.	102,275.	

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 4/15/2018 and before 7/1/2018	21			
22 Underpayment on line 17 x $\frac{\text{Number of days on line 21} \times 5\% (0.05)}{365}$...	22 \$	\$	\$	\$
23 Number of days on line 20 after 06/30/2018 and before 10/1/2018	23			
24 Underpayment on line 17 x $\frac{\text{Number of days on line 23} \times 5\% (0.05)}{365}$...	24 \$	\$	\$	\$
25 Number of days on line 20 after 9/30/2018 and before 1/1/2019	25			
26 Underpayment on line 17 x $\frac{\text{Number of days on line 25} \times 5\% (0.05)}{365}$...	26 \$	\$	\$	\$
27 Number of days on line 20 after 12/31/2018 and before 4/1/2019	27			
28 Underpayment on line 17 x $\frac{\text{Number of days on line 27} \times 6\% (0.06)}{365}$...	28 \$	\$	\$	\$
29 Number of days on line 20 after 3/31/2019 and before 7/1/2019	29			
30 Underpayment on line 17 x $\frac{\text{Number of days on line 29} \times \%}{365}$	30 \$	\$	\$	\$
31 Number of days on line 20 after 6/30/2019 and before 10/1/2019	31			
32 Underpayment on line 17 x $\frac{\text{Number of days on line 31} \times \%}{365}$	32 \$	\$	\$	\$
33 Number of days on line 20 after 9/30/2019 and before 1/1/2020	33			
34 Underpayment on line 17 x $\frac{\text{Number of days on line 33} \times \%}{365}$	34 \$	\$	\$	\$
35 Number of days on line 20 after 12/31/2019 and before 3/16/2020	35			
36 Underpayment on line 17 x $\frac{\text{Number of days on line 35} \times \%}{366}$	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.

Schedule A Adjusted Seasonal Installment Method and Annualized Income Installment Method

See instructions.

Form 1120S filers: For lines 1, 2, 3, and 21 "taxable income" refers to excess net passive income or the amount on which tax is imposed under section 1374(a), whichever applies.

Part I Adjusted Seasonal Installment Method

Caution: Use this method only if the base period percentage for any 6 consecutive months is at least 70%. See instructions.

		(a)	(b)	(c)	(d)
		First 3 months	First 5 months	First 8 months	First 11 months
1 Enter taxable income for the following periods.					
a Tax year beginning in 2015	1a				
b Tax year beginning in 2016	1b				
c Tax year beginning in 2017	1c				
2 Enter taxable income for each period for the tax year beginning in 2018. See the instructions for the treatment of extraordinary items	2				
3 Enter taxable income for the following periods.		First 4 months	First 6 months	First 9 months	Entire year
a Tax year beginning in 2015	3a				
b Tax year beginning in 2016	3b				
c Tax year beginning in 2017	3c				
4 Divide the amount in each column on line 1a by the amount in column (d) on line 3a	4				
5 Divide the amount in each column on line 1b by the amount in column (d) on line 3b	5				
6 Divide the amount in each column on line 1c by the amount in column (d) on line 3c	6				
7 Add lines 4 through 6	7				
8 Divide line 7 by 3.0	8				
9a Divide line 2 by line 8	9a				
b Extraordinary items (see instructions)	9b				
c Add lines 9a and 9b	9c				
10 Figure the tax on the amt on ln 9c using the instr for Form 1120, Sch J, line 2, or comparable line of corp's return	10				
11a Divide the amount in columns (a) through (c) on line 3a by the amount in column (d) on line 3a	11a				
b Divide the amount in columns (a) through (c) on line 3b by the amount in column (d) on line 3b	11b				
c Divide the amount in columns (a) through (c) on line 3c by the amount in column (d) on line 3c	11c				
12 Add lines 11a through 11c	12				
13 Divide line 12 by 3.0	13				
14 Multiply the amount in columns (a) through (c) of line 10 by columns (a) through (c) of line 13. In column (d), enter the amount from line 10, column (d)	14				
15 Enter any alternative minimum tax for each payment period. See instructions	15				
16 Enter any other taxes for each payment period. See instr.	16				
17 Add lines 14 through 16	17				
18 For each period, enter the same type of credits as allowed on Form 2220, lines 1 and 2c. See instructions	18				
19 Total tax after credits. Subtract line 18 from line 17. If zero or less, enter -0-	19				

Part II ^{**} Annualized Income Installment Method

		(a)	(b)	(c)	(d)
		First <u>2</u> months	First <u>3</u> months	First <u>6</u> months	First <u>9</u> months
20	Annualization periods (see instructions)	20			
21	Enter taxable income for each annualization period. See instructions for the treatment of extraordinary items	21			
22	Annualization amounts (see instructions)	22	6.000000	4.000000	2.000000
23a	Annualized taxable income. Multiply line 21 by line 22 ...	23a			
23b	Extraordinary items (see instructions)	23b			
23c	Add lines 23a and 23b	23c			
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			
25	Enter any alternative minimum tax for each payment period (see instructions)	25			
26	Enter any other taxes for each payment period. See instr.	26			
27	Total tax. Add lines 24 through 26	27			
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			
30	Applicable percentage	30	25%	50%	75%
31	Multiply line 29 by line 30	31			

Part III Required Installments

		1st installment	2nd installment	3rd installment	4th installment
Note: Complete lines 32 through 38 of one column before completing the next column.					
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	0.	0.	0.
33	Add the amounts in all preceding columns of line 38. See instructions	33			
34	Adjusted seasonal or annualized income installments. Subtract line 33 from line 32. If zero or less, enter -0- ...	34			
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	29,443.	29,443.	29,443.
36	Subtract line 38 of the preceding column from line 37 of the preceding column	36		29,443.	58,886.
37	Add lines 35 and 36	37	29,443.	58,886.	88,329.
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	0.	0.	0.

**** ANNUALIZED INCOME INSTALLMENT METHOD USING STANDARD OPTION**

FORM 990-PF

DIVIDENDS AND INTEREST FROM SECURITIES

STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
MERRILL LYNCH DIVIDENDS	1,620,541.	0.	1,620,541.	1,620,541.	
MERRILL LYNCH DIVIDENDS	121,427.	0.	121,427.	121,427.	
MERRILL LYNCH DIVIDENDS	754,461.	0.	754,461.	754,461.	
MERRILL LYNCH DIVIDENDS	92,777.	0.	92,777.	92,777.	
MERRILL LYNCH DIVIDENDS	343,907.	0.	343,907.	343,907.	
MERRILL LYNCH INTEREST	4,246.	0.	4,246.	4,246.	
MERRILL LYNCH INTEREST	545.	0.	545.	545.	
MERRILL LYNCH INTEREST	407,134.	0.	407,134.	407,134.	
MERRILL LYNCH INTEREST	1,174.	0.	1,174.	1,174.	
MERRILL LYNCH INTEREST	5,780.	0.	5,780.	5,780.	
TO PART I, LINE 4	3,351,992.	0.	3,351,992.	3,351,992.	

FORM 990-PF

OTHER INCOME

STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
NONDIVIDEND DISTRIBUTIONS	21,250.	0.	
MISCELLANEOUS INCOME	9,567.	9,567.	
TOTAL TO FORM 990-PF, PART I, LINE 11	30,817.	9,567.	

FORM 990-PF

LEGAL FEES

STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	178,775.	0.		178,775.
TO FM 990-PF, PG 1, LN 16A	178,775.	0.		178,775.

FORM 990-PF

ACCOUNTING FEES

STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING AND TAX SERVICES	23,465.	11,732.		11,733.
TO FORM 990-PF, PG 1, LN 16B	23,465.	11,732.		11,733.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CONSULTING FEES	310,322.	0.		310,322.
PUBLIC RELATIONS FEES	78,000.	0.		78,000.
ADMINISTRATIVE FEES	6,000.	0.		6,000.
TO FORM 990-PF, PG 1, LN 16C	394,322.	0.		394,322.

FORM 990-PF

TAXES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
2018 EXCISE TAX	144,000.	0.		0.
FOREIGN TAXES	105,932.	105,932.		0.
PAYROLL TAXES	29,312.	1,200.		28,112.
TO FORM 990-PF, PG 1, LN 18	279,244.	107,132.		28,112.

FORM 990-PF

OTHER EXPENSES

STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	607,495.	607,495.		0.
BANKING FEES/CHECK ORDER FEE	8,009.	4,004.		4,005.
OFFICE AND TECHNOLOGY EXPENSES	96,110.	3,935.		92,175.
CHARITABLE ENTITY EVENTS	16,116.	0.		16,116.
EXPENSE REIMBURSEMENT	12,670.	0.		12,670.
PAYROLL PROCESSING FEES	790.	0.		790.
MEALS AND ENTERTAINMENT	2,655.	0.		2,655.
TO FORM 990-PF, PG 1, LN 23	743,845.	615,434.		128,411.

FOOTNOTES

STATEMENT 8

PART VII-B 1B: THE KINDER FOUNDATION IS ANSWERING YES TO PART VII-B 1A(3) BECAUSE THE FOUNDATION IS PROVIDED OVER 7,000 SQUARE FEET OF OFFICE SPACE WITHOUT ANY RENT CHARGE OR COST BY THE KINDER FAMILY OFFICE.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ML ACCT 02135	COST	11,072,622.	10,208,937.
ML ACCT 04A63	COST	29,524,388.	29,013,264.
ML ACCT 2066	COST	45,496,133.	61,391,386.
ML ACCT 4002	COST	8,153,848.	11,491,775.
ML ACCT 4003	COST	22,509,685.	21,143,300.
TOTAL TO FORM 990-PF, PART II, LINE 13		116,756,676.	133,248,662.

 FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 10

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
OFFICE DECOR AND FURNISHINGS	3,269.	2,120.	1,149.
SIGNAGE	1,918.	1,244.	674.
COMPUTER AND TECHNOLOGY	21,108.	16,777.	4,331.
OFFICE DECOR AND FURNISHINGS	110,473.	71,651.	38,822.
TELEPHONE SYSTEM	17,999.	14,695.	3,304.
FURNITURE AND FIXTURES	184,717.	119,804.	64,913.
AV EQUIPMENT	16,702.	13,275.	3,427.
OFFICE DECOR AND FURNISHINGS	1,666.	937.	729.
OFFICE DECOR AND FURNISHINGS	7,452.	4,193.	3,259.
OFFICE DECOR AND FURNISHINGS	262.	147.	115.
OFFICE DECOR AND FURNISHINGS	3,667.	2,063.	1,604.
OFFICE DECOR AND FURNISHINGS	659.	370.	289.
LCD NETWORK PHONE	275.	143.	132.
LEASEHOLD IMPROVEMENT	7,518.	1,090.	6,428.
OFFICE DECOR AND FURNISHINGS	2,251.	873.	1,378.
OFFICE DECOR AND FURNISHINGS	2,251.	873.	1,378.
OFFICE DECOR AND FURNISHINGS	2,751.	1,067.	1,684.
OFFICE DECOR AND FURNISHINGS	2,751.	1,067.	1,684.
COMPUTER AND TECHNOLOGY	1,799.	360.	1,439.
COMPUTER AND TECHNOLOGY	1,159.	232.	927.
AV EQUIPMENT	899.	180.	719.
AV EQUIPMENT	1,299.	260.	1,039.
ICE MAKER	3,083.	440.	2,643.
TOTAL TO FM 990-PF, PART II, LN 14	395,928.	253,861.	142,067.

 FORM 990-PF EXPLANATION CONCERNING PART VII-A, LINE 12 STATEMENT 11
 QUALIFYING DISTRIBUTION STATEMENT

EXPLANATION

DURING THE YEAR, THE KINDER FOUNDATION TRANSFERRED \$305,000 TO DONOR ADVISED FUNDS MANAGED AT AND BY THE GREATER HOUSTON COMMUNITY FOUNDATION. THE DONOR ADVISED FUNDS ARE ADVISED BY CURRENT KINDER FOUNDATION BOARD AND ADVISORY BOARD MEMBERS, OTHER THAN THE FOUNDERS AND SUBSTANTIAL CONTRIBUTIONS. THE TRANSFERS ARE INCLUDED IN THE 2018 QUALIFYING DISTRIBUTIONS OF THE KINDER FOUNDATION. ALL DISTRIBUTIONS FROM THE DONOR ADVISED FUNDS AT THE GREATER HOUSTON COMMUNITY FOUNDATION ARE REQUIRED TO BE FOR THE BENEFIT OF 501(C)(3) CHARITIES THAT MEET THE DEFINITIONAL PURPOSES OF THE IRC 170(C)(2)(B).

FORM 990-PF

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

STATEMENT 12

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
RICHARD D. KINDER 2229 SAN FELIPE, SUITE 1700 HOUSTON, TX 77019	CHAIRMAN 10.00	0.	0.	0.
NANCY G. KINDER 2229 SAN FELIPE, SUITE 1700 HOUSTON, TX 77019	PRESIDENT/CEO/TREASURER 40.00	0.	0.	0.
KARA K. VIDAL 2229 SAN FELIPE, SUITE 1700 HOUSTON, TX 77019	ADVISORY BOARD MEMBER 0.00	0.	0.	0.
DAVID D. KINDER 2229 SAN FELIPE, SUITE 1700 HOUSTON, TX 77019	ADVISORY BOARD MEMBER 0.00	0.	0.	0.
GARY C. DUDLEY 2229 SAN FELIPE, SUITE 1700 HOUSTON, TX 77019	CHIEF OF STAFF AND BOARD MEMBER 10.00	84,035.	0.	6,429.
ROXANN S. NEUMANN 2229 SAN FELIPE, SUITE 1700 HOUSTON, TX 77019	BOARD MEMBER 10.00	0.	0.	0.
JAMES V. DERRICK JR. 2229 SAN FELIPE, SUITE 1700 HOUSTON, TX 77019	SECRETARY 0.00	0.	0.	0.
GINGER A. CORLEY 2229 SAN FELIPE, SUITE 1700 HOUSTON, TX 77019	ADVISORY BOARD MEMBER 0.00	0.	0.	0.
TODD V. ADAM 2229 SAN FELIPE, SUITE 1700 HOUSTON, TX 77019	BOARD MEMBER 0.00	0.	0.	0.
POLLY K. WHITTLE 2229 SAN FELIPE, SUITE 1700 HOUSTON, TX 77019	BOARD MEMBER 0.00	0.	0.	0.

KINDER FOUNDATION

76-0519073

KATHRYN DOLLINS
2229 SAN FELIPE, SUITE 1700
HOUSTON, TX 77019

ASSISTANT SECRETARY
20.00 50,466. 1,514. 348.

SABRINA W. KIRWIN
2229 SAN FELIPE, SUITE 1700
HOUSTON, TX 77019

ASSISTANT TREASURER
6.00 19,647. 589. 0.

AARTI K. GAREHGRAT
2229 SAN FELIPE, SUITE 1700
HOUSTON, TX 77019

ASSISTANT TREASURER
6.00 18,357. 551. 0.

SARAH NEWBERY
2229 SAN FELIPE, SUITE 1700
HOUSTON, TX 77019

DIRECTOR
40.00 109,633. 3,289. 0.

GUY HAGSTETTE
2229 SAN FELIPE, SUITE 1700
HOUSTON, TX 77019

VICE PRESIDENT
40.00 298,702. 8,961. 5,894.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

580,840. 14,904. 12,671.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 13

NAME OF MANAGER

RICHARD D. KINDER
NANCY G. KINDER

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

NANCY G. KINDER, PRESIDENT & CEO
2229 SAN FELIPE, SUITE 1700
HOUSTON, TX 77019

TELEPHONE NUMBER

713-529-5537

FORM AND CONTENT OF APPLICATIONS

PRESELECTED APPLICATIONS, WHEN NOTIFIED BY THE FOUNDATION, SHOULD BE SUBMITTED IN WRITING AND CONTAIN THE NAME AND ADDRESS OF THE CHARITABLE ORGANIZATION AS WELL AS A DISCUSSION OF THE PURPOSE OF THE GRANT

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

THE KINDER FOUNDATION IS PRIMARILY, BUT NOT EXCLUSIVELY, FOCUSED ON THE GREATER HOUSTON COMMUNITY. THE FOUNDATION ONLY MAKES CONTRIBUTIONS TO PRE-SELECTED CHARITABLE ORGANIZATIONS AND DOES NOT ACCEPT UNSOLICITED REQUESTS FOR FUNDS.

2018 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No.	Description	Date Acquired	Method	Life	C o n v	Line No.	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
1	OFFICE DECOR AND FURNISHINGS	12/22/15	200DB	7.00	MC	17	3,269.				3,269.	1,661.		459.	2,120.
2	SIGNAGE	12/02/15	200DB	7.00	MC	17	1,918.				1,918.	974.		270.	1,244.
3	COMPUTER AND TECHNOLOGY	11/18/15	200DB	5.00	MC	17	21,108.				21,108.	13,889.		2,888.	16,777.
4	OFFICE DECOR AND FURNISHINGS	10/13/15	200DB	7.00	MC	17	110,473.				110,473.	56,122.		15,529.	71,651.
5	TELEPHONE SYSTEM	09/28/15	200DB	5.00	MC	17	17,999.				17,999.	12,492.		2,203.	14,695.
6	FURNITURE AND FIXTURES	12/02/15	200DB	7.00	MC	17	184,717.				184,717.	93,839.		25,965.	119,804.
7	AV EQUIPMENT	11/16/15	200DB	5.00	MC	17	16,702.				16,702.	10,990.		2,285.	13,275.
8	OFFICE DECOR AND FURNISHINGS	01/19/16	200DB	7.00	HY	17	1,666.				1,666.	646.		291.	937.
9	OFFICE DECOR AND FURNISHINGS	03/22/16	200DB	7.00	HY	17	7,452.				7,452.	2,890.		1,303.	4,193.
10	OFFICE DECOR AND FURNISHINGS	05/26/16	200DB	7.00	HY	17	262.				262.	101.		46.	147.
11	OFFICE DECOR AND FURNISHINGS	08/08/16	200DB	7.00	HY	17	3,667.				3,667.	1,422.		641.	2,063.
12	OFFICE DECOR AND FURNISHINGS	08/22/16	200DB	7.00	HY	17	659.				659.	255.		115.	370.
18	LCD NETWORK PHONE	08/16/17	200DB	5.00	HY	17	275.				275.	55.		88.	143.
19	LEASEHOLD IMPROVEMENT	03/09/17	150DB	15.00	HY	17	7,518.				7,518.	376.		714.	1,090.
20	OFFICE DECOR AND FURNISHINGS	01/17/17	200DB	7.00	HY	17	2,251.				2,251.	322.		551.	873.
21	OFFICE DECOR AND FURNISHINGS	06/19/17	200DB	7.00	HY	17	2,251.				2,251.	322.		551.	873.
22	OFFICE DECOR AND FURNISHINGS	07/13/17	200DB	7.00	HY	17	2,751.				2,751.	393.		674.	1,067.
23	OFFICE DECOR AND FURNISHINGS	10/30/17	200DB	7.00	HY	17	2,751.				2,751.	393.		674.	1,067.

2018 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No.	Description	Date Acquired	Method	Life	Conv	Line No.	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
25	COMPUTER AND TECHNOLOGY	02/07/18	200DB	5.00		HY19B	1,799.				1,799.			360.	360.
26	COMPUTER AND TECHNOLOGY	05/24/18	200DB	5.00		HY19B	1,159.				1,159.			232.	232.
27	AV EQUIPMENT	03/27/18	200DB	5.00		HY19B	899.				899.			180.	180.
28	AV EQUIPMENT	03/27/18	200DB	5.00		HY19B	1,299.				1,299.			260.	260.
29	ICE MAKER	11/01/18	200DB	7.00		HY19C	3,083.				3,083.			440.	440.
	* TOTAL 990-PF PG 1 DEPR						395,928.				395,928.	197,142.		56,719.	253,861.
	CURRENT YEAR ACTIVITY														
	BEGINNING BALANCE						387,689.			0.	387,689.	197,142.			252,389.
	ACQUISITIONS						8,239.			0.	8,239.	0.			1,472.
	DISPOSITIONS						0.			0.	0.	0.			0.
	ENDING BALANCE						395,928.			0.	395,928.	197,142.			253,861.
	ENDING ACCUM DEPR											253,861.			
	ENDING BOOK VALUE											142,067.			

Department of the Treasury
Internal Revenue Service (99)

▶ Attach to your tax return.

▶ Go to www.irs.gov/Form4562 for instructions and the latest information.

Name(s) shown on return

Business or activity to which this form relates

Identifying number

KINDER FOUNDATION

FORM 990-PF PAGE 1

76-0519073

Part I Election To Expense Certain Property Under Section 179 Note: If you have any listed property, complete Part V before you complete Part I.

1	Maximum amount (see instructions)	1	1,000,000.
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation	3	2,500,000.
4	Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year. Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property. Enter the amount from line 29	7	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction. Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2017 Form 4562	10	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5	11	
12	Section 179 expense deduction. Add lines 9 and 10, but don't enter more than line 11	12	
13	Carryover of disallowed deduction to 2019. Add lines 9 and 10, less line 12	13	

Note: Don't use Part II or Part III below for listed property. Instead, use Part V.

Part II Special Depreciation Allowance and Other Depreciation (Don't include listed property.)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	

Part III MACRS Depreciation (Don't include listed property. See instructions.)

Section A

17	MACRS deductions for assets placed in service in tax years beginning before 2018	17	55,247.
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here		<input type="checkbox"/>

Section B - Assets Placed in Service During 2018 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property		5,156.	5 YRS.	HY	200DB	1,032.
c 7-year property		3,083.	7 YRS.	HY	200DB	440.
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs.		S/L	
h Residential rental property	/		27.5 yrs.	MM	S/L	
	/		27.5 yrs.	MM	S/L	
i Nonresidential real property	/		39 yrs.	MM	S/L	
	/			MM	S/L	

Section C - Assets Placed in Service During 2018 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs.		S/L	
c 30-year	/		30 yrs.	MM	S/L	
d 40-year	/		40 yrs.	MM	S/L	

Part IV Summary (See instructions.)

21	Listed property. Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instr.	22	56,719.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Part V Listed Property (Include automobiles, certain other vehicles, certain aircraft, and property used for entertainment, recreation, or amusement.)
Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete only 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.

Section A - Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles.)

24a Do you have evidence to support the business/investment use claimed? Yes No 24b If "Yes," is the evidence written? Yes No

Table with 9 columns: (a) Type of property, (b) Date placed in service, (c) Business/investment use percentage, (d) Cost or other basis, (e) Basis for depreciation, (f) Recovery period, (g) Method/Convention, (h) Depreciation deduction, (i) Elected section 179 cost. Includes rows 25-29.

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

Table with 6 columns: (a) Vehicle, (b) Vehicle, (c) Vehicle, (d) Vehicle, (e) Vehicle, (f) Vehicle. Includes rows 30-36.

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who aren't more than 5% owners or related persons.

Table with 2 columns: Yes, No. Includes rows 37-41.

Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," don't complete Section B for the covered vehicles.

Part VI Amortization

Table with 6 columns: (a) Description of costs, (b) Date amortization begins, (c) Amortizable amount, (d) Code section, (e) Amortization period or percentage, (f) Amortization for this year. Includes rows 42-44.

=====

FEDERAL ELECTIONS

DESCRIPTION: BONUS OPT-OUT

FORM & LINE/INSTRUCTION REFERENCE: SPECIAL ALLOWANCE FOR CERTAIN PROPERTY

REGULATION REFERENCE: SEC. 168(K)(2)(D)(III)

TAXPAYER ELECTS UNDER IRC SEC. 168(K)(D)(III) NOT TO CLAIM THE SPECIAL
DEPRECIATION ALLOWANCE FOR ALL CLASSES OF PROPERTY PLACED IN SERVICE
DURING THE TAX YEAR ENDED 12/31/2018.

PART XV - SUPPLEMENTARY INFORMATION

3 - Grants and Contributions Paid During the Year or Approved Future Payment

a - Paid During the year

Charity	Address	Relationship	Foundation status of recipient	Purpose of Grant Contribution	Amount
American Diabetes Association	7670 Woodway Dr Suite 230, Houston, TX 77063	N/A	PC	General Fund	\$ 1,000
Archdiocese of Galveston-Houston	P. O. Box 907, Houston, TX 77001	N/A	PC	Support of Teachers	\$ 40,000
Barbara Bush Houston Literacy Foundation	7887 San Felipe Street, Suite 250, Houston, TX 77063	N/A	PC	Support of Literacy in Houston	\$ 250,000
Blue Triangle	3005 McGowen Street, Houston, TX 77004	N/A	PC	Community Center in Houston's Third Ward	\$ 100,000
George H. W. Bush Presidential Library	1000 George Bush Dr W, College Station, TX 77845	N/A	PC	General Fund	\$ 250,000
Buffalo Bayou Partnership	1113 Vine Street, Suite 215, Houston, TX 77002	N/A	PC	Buffalo Bayou Park Harvey Clean-Up	\$ 310,000
Buffalo Bayou Partnership *	1113 Vine Street, Suite 215, Houston, TX 77002	N/A	PC	Buffalo Bayou Park General Fund	\$ 18,730
Central Houston Civic Improvement, Inc.	909 Fannin Street, Suite 1650, Houston, TX 77010	N/A	PC	Support Development of Downtown and the Central City in Houston	\$ 250,000
Central Houston Civic Improvement, Inc.	910 Fannin Street, Suite 1650, Houston, TX 77010	N/A	PC	Support Development of Downtown and the Central City in Houston	\$ 250,000
Cristo Rey Jesuit School	6700 Mount Carmel Street, Houston, TX 77087	N/A	PC	Support of Teachers	\$ 300,000
Cristo Rey Jesuit School	6700 Mount Carmel Street, Houston, TX 77087	N/A	PC	Corporate Work Study	\$ 31,000
Cristo Rey Jesuit School	6701 Mount Carmel Street, Houston, TX 77087	N/A	PC	Corporate Work Study	\$ 62,000
Depelchin Children's Center	4950 Memorial Drive, Houston, TX 77007	N/A	PC	Foster Care	\$ 100,000
Emancipation Economic Development Council	2520 Wentworth Street, Houston, TX 77004	N/A	PC	Revitalization and Preservation of Historic Third Ward ECDP	\$ 200,000
Emancipation Park Conservancy	5445 Almeda Road, Suite 545, Houston, TX 77004	N/A	PC	Park Programing for Emancipation Park in Third Ward	\$ 250,000
Emancipation Park Conservancy	5446 Almeda Road, Suite 545, Houston, TX 77004	N/A	PC	Park Programing for Emancipation Park in Third Ward	\$ 250,000
Gilder Lehrman Institute of American History	49 West 45th Street, 6th Floor, New York, NY 10036	N/A	PC	General Fund	\$ 50,000
Good Reason Houston	3131 Eastside St Suite 100, Houston, TX 77098	N/A	PC	Support of Public Education in Houston	\$ 1,098,233
Greater Houston Community Foundation	4550 Post Oak Place, Suite 100, Houston, TX 77027-3143	N/A	PC	Director's Donor Advised Funds	\$ 205,000
Greater Houston Community Foundation	4550 Post Oak Place, Suite 100, Houston, TX 77027-3143	N/A	PC	Director's Donor Advised Funds - Matching Gift	\$ 25,000
Greater Houston Community Foundation	4550 Post Oak Place, Suite 100, Houston, TX 77027-3143	N/A	PC	Director's Donor Advised Funds - Matching Gift	\$ 25,000
Greater Houston Community Foundation	4550 Post Oak Place, Suite 100, Houston, TX 77027-3143	N/A	PC	Director's Donor Advised Funds - Matching Gift	\$ 25,000
Greater Houston Community Foundation	4550 Post Oak Place, Suite 100, Houston, TX 77027-3143	N/A	PC	Director's Donor Advised Funds - Matching Gift	\$ 25,000
HISD Foundation (Blackshear Elementary)	4400 W. 18th Street, Houston, TX 77092	N/A	PC	Support of Public Schools	\$ 30,000
HISD Foundation	4400 W. 18th Street, Houston, TX 77092	N/A	PC	Support of Teachers - Public Schools	\$ 20,000
Houston Botanical Gardens	3701 Kirby Drive, Suite 992, Houston, TX	N/A	PC	Development of Houston Botanical Gardens	\$ 500,000
Houston Center for Contemporary Craft	4848 Main Street, Houston, TX 77002	N/A	PC	General Fund	\$ 30,000
Houston Children's Chorus	P. O. Box 66567, Houston, TX 77266-6567	N/A	PC	Support of the Performing Arts	\$ 10,000
Houston Cinema Arts Society	4409 Montrose Blvd., Suite 150, Houston, TX 77006	N/A	PC	General Fund - Support of Arts & Education	\$ 10,000
Houston Community College (Pilot Z Degree)	3100 Main Street, Houston, TX 77002	N/A	PC	Support of Education in Houston	\$ 100,000
Houston Endowment	60 Travis St., Suite 6400, Houston, TX 77002	N/A	PC	Support of Philanthropic Efforts in Houston	\$ 3,611
Houston Grand Opera	510 Preston Street, Barrow Suite, Houston, TX 77002	N/A	PC	Support of the Performing Arts	\$ 100,000
Houston Parks Board	300 North Post Oak Lane, Houston, TX 77024	N/A	PC	General Fund	\$ 500
Houston Parks Board (Bayou Greenway)	300 North Post Oak Lane, Houston, TX 77024	N/A	PC	New Linear Park Design & Construction	\$ 7,133,533
Houston Parks Board	300 North Post Oak Lane, Houston, TX 77024	N/A	PC	Student Conservation Society	\$ 25,000
Houston Parks Board *	301 North Post Oak Lane, Houston, TX 77024	N/A	PC	New Linear Park Design & Construction	\$ 25,662
Katy Prairie Conservency	5615 Kirby Drive, Suite 867, Houston, TX 77005-2458	N/A	PC	General Fund	\$ 10,000
Kinder HSPVA (High School for the Performing & Visual Arts)	790 Austin St, Houston, TX 77006	N/A	PC	Support for Performing and Visual Arts School	\$ 25,000
KIPP	8205 N. Bayou Drive, Houston, TX 77017	N/A	PC	Support of Teachers	\$ 129,466
(The) Lawson Academy	5220 Scott Street, Suite 108, Houston, TX 77004	N/A	PC	Support of Education in Houston's Third Ward - Matching Gift	\$ 150,000
Leadership ISD	3131 Eastside St Suite 100, Houston, TX 77098	N/A	PC	Support of Education in Houston	\$ 250,000
MD Anderson	1515 Holcombe Blvd., Houston, TX 77030-2604	N/A	PC	General Fund	\$ 50,000
MD Anderson	1515 Holcombe Blvd., Houston, TX 77030-2604	N/A	PC	General Fund	\$ 50,000
(The) Menil Museum	1511 Brander, Houston, TX 77006	N/A	PC	General Fund in Support of Arts	\$ 100,000
Memorial Park Conservancy	7575 North Picnic Lane, Houston, TX 77057	N/A	PC	Park Design & Construction - 10 Year Master Plan	\$ 7,028,681
Memorial Park Conservancy *	7576 North Picnic Lane, Houston, TX 77057	N/A	PC	Park Design & Construction - 10 Year Master Plan	\$ 116,862
Museum of Fine Arts	1001 Bissonnet, Houston, TX 77005	N/A	PC	General Fund - For Exhibits	\$ 300,000
Museum of Fine Arts	1001 Bissonnet, Houston, TX 77005	N/A	PC	General Fund	\$ 100,000
Museum of Fine Arts	1001 Bissonnet, Houston, TX 77005	N/A	PC	Construction of New Exhibition Building - Matching Gift	\$ 500,000
Museum of Fine Arts	1001 Bissonnet, Houston, TX 77005	N/A	PC	Construction of New Exhibition Building - Matching Gift	\$ 1,557,026
Museum of Fine Arts	1001 Bissonnet, Houston, TX 77005	N/A	PC	Construction of New Exhibition Building - Matching Gift	\$ 250,000
Museum of Fine Arts	1001 Bissonnet, Houston, TX 77005	N/A	PC	Construction of New Exhibition Building - Matching Gift	\$ 1,999,963
Museum of Fine Arts	1001 Bissonnet, Houston, TX 77005	N/A	PC	Construction of New Exhibition Building - Matching Gift	\$ 500,000
Museum of Fine Arts	1001 Bissonnet, Houston, TX 77005	N/A	PC	General Fund	\$ 1,000
Philanthropy Roundtable	1150 17th Street, NW Washington, DC 20036	N/A	PC	General Fund	\$ 25,000
Project Row Houses	P. O. Box 1011, Houston, TX 77004	N/A	PC	Preservation of Historic Third Ward ECDP	\$ 25,000

PART XV - SUPPLEMENTARY INFORMATION

3 - Grants and Contributions Paid During the Year or Approved Future Payment

a - Paid During the year

Charity	Address	Relationship	Foundation status of recipient	Purpose of Grant Contribution	Amount
Project Row Houses	P. O. Box 1011, Houston, TX 77004	N/A	PC	Preservation of Historic Third Ward ECDP	\$ 100,000
Project Row Houses	P. O. Box 1011, Houston, TX 77004	N/A	PC	Preservation of Historic Third Ward ECDP - Affordable Housing	\$ 1,950,000
Pro-Vision Academy	4590 Wilmington Street, Houston, TX 77051	N/A	PC	Support of Education in Houston	\$ 300,000
Rho Chapter Sigma Nu Educational Foundation	414 E. Broadway, Ste. 200, Columbia, MO 65201	N/A	PC	General Fund	\$ 250,000
Rice University (Baker Institute)	P. O. Box 1892, Houston, TX 77251-1892	N/A	PC	Urban Studies & General Fund	\$ 50,000
Rice University (Gov. project)	P. O. Box 1892, Houston, TX 77251-1892	N/A	PC	Urban Studies	\$ 150,000
Rice University (HERC)	P. O. Box 1892, Houston, TX 77251-1892	N/A	PC	Support of Education Research in Houston	\$ 1,595,377
Rice University (KIUR)	P. O. Box 1892, Houston, TX 77251-1892	N/A	PC	Urban Studies	\$ 23,700
Rice University (KIUR)	P. O. Box 1892, Houston, TX 77251-1892	N/A	PC	Urban Studies	\$ 25,000
Rice University (Social Sciences Building)	P. O. Box 1892, Houston, TX 77251-1892	N/A	PC	Construction of New Social Sciences Building	\$ 2,001,791
Rice University	P. O. Box 1892, Houston, TX 77251-1892	N/A	PC	General Fund	\$ 500
Rice University (SPEED Center)	P. O. Box 1892, Houston, TX 77251-1892	N/A	PC	Support of Research in Houston	\$ 50,000
Roaring Fork Conservancy	P. O. Box 3349, Basalt, CO 81621	N/A	PC	Water Conservation	\$ 15,000
Salvation Army	1500 Austin Street, Houston, TX 77002-7706	N/A	PC	General Fund	\$ 10,000
Schoenstatt Sisters of Mary	134 Front Street, Rockport, TX 78382	N/A	PC	General Fund	\$ 1,000
SPARK PARK	P. O. Box 1562, Houston, TX 77251	N/A	PC	Greenspace in Public Schools	\$ 1,167,000
Spring Branch Education Foundation	955 Campbell Road, Suite 206, Houston, TX 77024	N/A	PC	Support of Teachers - Public Schools	\$ 20,000
StriveTogether, Inc.	One West Fourth St., Suite 200, Cincinnati, OH 45202	N/A	PC	Support of Education in Houston	\$ (8,363)
UJA Federation	130 East 59th Street, Suite 912, New York, NY 10022	N/A	PC	General Fund	\$ 1,500
United Way	P. O. Box 3247, Houston, TX 77253-3247	N/A	PC	General Fund	\$ 975,000
University of Houston Research Center	211 East Cullen Building, Houston, TX 77204-2013	N/A	PC	Support of Education Research	\$ 188,500
University of Missouri	105 Jesse Hall, Columbia, MO 65211	N/A	PC	Kinder Institute for Constitutional Democracy	\$ 4,993,801
Urban Harvest	2311 Canal Street, Suite 200, Houston, TX 77003	N/A	PC	General Fund for Public School in Third Ward	\$ 20,320
Workshop Houston	3615 Sauer Street, Houston, TX 77004	N/A	PC	General Fund	\$ 50,000
YES Prep Public Schools	6201 Bonhomme, Suite 168N, Houston, TX 77036	N/A	PC	Support of Teachers - Public Schools	\$ 80,000

TOTAL \$ 39,282,393

*Grant was made by paying a service provider directly for design consulting services performed for Buffalo Bayou Partnership, Houston Parks Board, and Memorial Park Conservancy.

PART XV - SUPPLEMENTARY INFORMATION

3 - Grants and Contributions Paid During the Year or Approved Future Payment

b- Approved for Future Payment

Charity	Address	Relationship	Foundation status of recipient	Purpose of Grant Contribution	Amount
Memorial Park Conservancy	7575 North Picnic Lane, Houston, TX 77057	N/A	Public Charity	Park Design & Construction - 10 Year Master Plan	\$ 63,000,000
Houston Botanical Gardens	3701 Kirby Drive, Suite 992, Houston, TX	N/A	Public Charity	Development of Houston Botanical Gardens	\$ 500,000
Museum of Fine Arts	1001 Bissonnet, Houston, TX 77005	N/A	Public Charity	Construction of New Exhibition Building - Matching Gift	\$ 20,250,000
Rice University (Social Sciences Building)	P. O. Box 1892, Houston, TX 77251-1892	N/A	Public Charity	Construction of New Social Sciences Building	\$ 4,000,000

\$ 87,750,000