

For calendar year 2022 or tax year beginning , 2022, and ending , 20

Name of foundation Compton Foundation, Inc.		A Employer identification number 94-3142932
Number and street (or P.O. box number if mail is not delivered to street address) PO Box 5503		B Telephone number (see instructions) (415) 391-9001
City or town, state or province, country, and ZIP or foreign postal code Berkeley, CA 94705		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <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) \$ 15,644,042	J Accounting method: <input type="checkbox"/> Cash <input checked="" 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 (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)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	9,449	9,449		
	4 Dividends and interest from securities	311,029	311,029		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,680,161			
	b Gross sales price for all assets on line 6a 2,931,367				
	7 Capital gain net income (from Part IV, line 2)		1,680,161		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less: Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	2,000,639	2,000,639		
	13 Compensation of officers, directors, trustees, etc	299,006	38,851		260,155
	14 Other employee salaries and wages	385,338	119,588		327,151
	15 Pension plans, employee benefits	139,602	53,653		95,159
	16a Legal fees (attach schedule) STM107	11,497			11,497
	b Accounting fees (attach schedule) STM108	31,700	15,850		15,850
	c Other professional fees (attach schedule) STM109	233,156			202,461
	17 Interest	183,669			183,669
	18 Taxes (attach schedule) (see instructions) STM110	60,776	7,880		45,647
	19 Depreciation (attach schedule) and depletion . STM126	64,058			
	20 Occupancy				
	21 Travel, conferences, and meetings	29,068			29,301
	22 Printing and publications	1,277			1,277
	23 Other expenses (attach schedule) STM103	420,066	357,077		45,813
	24 Total operating and administrative expenses. Add lines 13 through 23	1,859,213	592,899		1,217,980
	25 Contributions, gifts, grants paid	2,719,145			4,253,145
	26 Total expenses and disbursements. Add lines 24 and 25	4,578,358	592,899		5,471,125
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	(2,577,719)			
	b Net investment income (if negative, enter -0-)		1,407,740		
	c Adjusted net income (if negative, enter -0-)			0	

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	150	150	150
	2 Savings and temporary cash investments	864,766	1,499,200	1,499,200
	3 Accounts receivable 168,215			
	Less: allowance for doubtful accounts	1,488	168,215	
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) 1,500,903	STM135		
	Less: allowance for doubtful accounts	1,173,322	1,500,903	1,500,903
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	14,339	15,079	15,079
	10a Investments - U.S. and state government obligations (attach schedule) . .			
	b Investments - corporate stock (attach schedule)			
	c Investments - corporate bonds (attach schedule)			
	11 Investments - land, buildings, and equipment: basis			
Less: accumulated depreciation (attach schedule)				
12 Investments - mortgage loans				
13 Investments - other (attach schedule) STM118	27,875,144	12,628,710	12,628,710	
14 Land, buildings, and equipment: basis 210,076	STM119			
Less: accumulated depreciation (attach schedule) 121,477	137,013	88,599		
15 Other assets (describe STM120)	25,448	28,222		
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	30,091,670	15,929,078	15,644,042	
Liabilities	17 Accounts payable and accrued expenses	261,633	148,842	
	18 Grants payable	5,720,000	4,186,000	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons . .			
	21 Mortgages and other notes payable (attach schedule)	5,000,000		
	22 Other liabilities (describe STM121)		78,415	
	23 Total liabilities (add lines 17 through 22)	10,981,633	4,413,257	
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	19,110,037	11,515,821	
	25 Net assets with donor restrictions			
	Foundations that do not follow FASB ASC 958, check here <input type="checkbox"/> and complete lines 26 through 30.			
	26 Capital stock, trust principal, or current funds			
	27 Paid-in or capital surplus, or land, bldg., and equipment fund			
	28 Retained earnings, accumulated income, endowment, or other funds . .			
29 Total net assets or fund balances (see instructions)	19,110,037	11,515,821		
30 Total liabilities and net assets/fund balances (see instructions)	30,091,670	15,929,078		

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	19,110,037
2 Enter amount from Part I, line 27a	2	(2,577,719)
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	16,532,318
5 Decreases not included in line 2 (itemize) STM116	5	5,016,497
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 29	6	11,515,821

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 See STM134				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))	
a 2,931,367		1,251,206	1,680,161	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.				
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
a			1,680,161	
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)		{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2 1,680,161
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). See instructions. If (loss), enter -0- in Part I, line 8		{ }		3 (360,443)

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)	1	19,568
b All other domestic foundations enter 1.39% (0.0139) of line 27b. Exempt foreign organizations, enter 4% (0.04) of Part I, line 12, col. (b)	2	0
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)	3	19,568
3 Add lines 1 and 2	4	0
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)	5	19,568
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		
6 Credits/Payments:		
a 2022 estimated tax payments and 2021 overpayment credited to 2022	6a	6,200
b Exempt foreign organizations - tax withheld at source	6b	
c Tax paid with application for extension of time to file (Form 8868)	6c	
d Backup withholding erroneously withheld	6d	
7 Total credits and payments. Add lines 6a through 6d	7	6,200
8 Enter any penalty for underpayment of estimated tax. Check here <input 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	13,368
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.	10	
11 Enter the amount of line 10 to be: Credited to 2023 estimated tax Refunded	11	

Part VI-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ _____ (2) On foundation managers. \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ _____		
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.	2	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	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
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> .	5	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?	6	X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XIV.	7	X
8a Enter the states to which the foundation reports or with which it is registered. See instructions. CA		
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	8b	X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2022 or the tax year beginning in 2022? See the instructions for Part XIII. If "Yes," complete Part XIII	9	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions	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>www.comptonfoundation.org</u>	13	X
14 The books are in care of <u>Jennifer Turnage</u> Telephone no. <u>415-391-9001</u> Located at <u>PO Box 3599, Redwood City, CA</u> ZIP+4 <u>94064</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year 15		
16 At any time during calendar year 2022, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country	16	X

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

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

	Yes	No
1a During the year, did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	1a(1)	X
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	1a(2)	X
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	1a(3)	X
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	1a(4)	X
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	1a(5)	X
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	1a(6)	X
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions	1b	
c Organizations relying on a current notice regarding disaster assistance, check here <input type="checkbox"/>		
d Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2022?	1d	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2022, did the foundation have any undistributed income (Part XII, lines 6d and 6e) for tax year(s) beginning before 2022?	2a	X
If "Yes," list the years 20 _____, 20 _____, 20 _____, 20 _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. 20 _____, 20 _____, 20 _____, 20 _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	3a	X
b If "Yes," did it have excess business holdings in 2022 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 2022.)	3b	X
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2022?	4b	X

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

	Yes	No
5a During the year, did the foundation pay or incur any amount to:		
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	5a(1)	X
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	5a(2)	X
(3) Provide a grant to an individual for travel, study, or other similar purposes?	5a(3)	X
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d) (4)(A)? See instructions	5a(4)	X
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	5a(5)	X
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions	5b	
c Organizations relying on a current notice regarding disaster assistance, check here <input type="checkbox"/>		
d If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? If "Yes," attach the statement required by Regulations section 53.4945-5(d).	5d	
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	6a	X
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.	6b	X
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	7a	X
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	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?	8	X

Part VII 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 990 OFOV				
Vanessa Compton PO Box 5503 Berkeley CA 94705	President 2.00	10,000	0	0
Emilie Cortes PO Box 5503 Berkeley CA 94705	Treasurer 2.00	10,000	0	0
Alexandra Toma PO Box 5503 Berkeley CA 94705	Secretary 2.00	10,000	0	0
Jakada Imani PO Box 5503 Berkeley CA 94705	Vice President 2.00	10,000	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
Jennifer Turnage PO Box 5503 Berkeley CA 94705	Director of Fin 40.00	STMB01 171,400	70,170	0
Deborah Daughtry PO Box 5503 Berkeley CA 94705	Director of Ope 40.00	STMB02 162,713	39,117	0
Johanna Hanson PO Box 5503 Berkeley CA 94705	Senior Program 40.00	STMB03 112,627	39,525	0
Total number of other employees paid over \$50,000				0

Part VII**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
Sonen Investment Management 456 Montgomery St, Suite 400 San Francisco CA 94104	investment advisor	120,000

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

Part VIII-A**Summary of Direct Charitable Activities**

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

	Expenses
1 Grants	
2	2,719,145
3	
4	

Part VIII-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	
2	
3 All other program-related investments. See instructions.	

Total. Add lines 1 through 3

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	18,112,906
b	Average of monthly cash balances	1b	1,529,429
c	Fair market value of all other assets (see instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	19,642,335
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	19,642,335
4	Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see instructions)	4	294,635
5	Net value of noncharitable-use assets. Subtract line 4 from line 3	5	19,347,700
6	Minimum investment return. Enter 5% (0.05) of line 5	6	967,385

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

1	Minimum investment return from Part IX, line 6	1	967,385
2a	Tax on investment income for 2022 from Part V, line 5	2a	19,568
b	Income tax for 2022. (This does not include the tax from Part V.)	2b	
c	Add lines 2a and 2b	2c	19,568
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	947,817
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	947,817
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XII, line 1	7	947,817

Part XI Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	5,471,125
b	Program-related investments - total from Part VIII-B	1b	
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 XII, line 4	4	5,471,125

Part XII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2021	(c) 2021	(d) 2022
1 Distributable amount for 2022 from Part X, line 7 . . .				947,817
2 Undistributed income, if any, as of the end of 2022:				
a Enter amount for 2021 only				
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2022:				
a From 2017 3,585,255				
b From 2018 17,693,748				
c From 2019 2,411,527				
d From 2020 3,257,522				
e From 2021 5,342,750				
f Total of lines 3a through e	32,290,802			
4 Qualifying distributions for 2022 from Part XI, line 4: ▶ \$ 5,471,125				
a Applied to 2021, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2022 distributable amount				947,817
e Remaining amount distributed out of corpus	4,523,308			
5 Excess distributions carryover applied to 2022 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 . . .	36,814,110			
b Prior years' undistributed income. Subtract line 4b from line 2b				
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				
d Subtract line 6c from line 6b. Taxable amount - see instructions				
e Undistributed income for 2021. Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2022. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2023				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2017 not applied on line 5 or line 7 (see instructions)	3,585,255			
9 Excess distributions carryover to 2023. Subtract lines 7 and 8 from line 6a	33,228,855			
10 Analysis of line 9:				
a Excess from 2018 17,693,748				
b Excess from 2019 2,411,527				
c Excess from 2020 3,257,522				
d Excess from 2021 5,342,750				
e Excess from 2022 4,523,308				

Part XIII Private Operating Foundations (see instructions and Part VI-A, question 9)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2022, enter the date of the ruling					
b Check box to indicate whether the foundation is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)					
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part IX for each year listed	Tax year	Prior 3 years			(e) Total
	(a) 2022	(b) 2021	(c) 2020	(d) 2019	
b 85% (0.85) of line 2a					
c Qualifying distributions from Part XI, 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 IX, 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 XIV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)

1 Information Regarding Foundation Managers:	
a	List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)
b	List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.
2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:	
Check here <input checked="" type="checkbox"/> 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 XIV 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 Arts Grants detail see detail Berkeley CA 94705		PC	Arts	35,000
see Children & Youth detail see detail Berkeley CA 94705		PC	Children & Youth	23,000
see Community Welfare detail see detail Berkeley CA 94705		PC	Community Welfare	12,050
see Cross-Movement detail see detail Berkeley CA 94705		PC	Cross-movement	855,000
see Democracy detail see detail Berkeley CA 94705		PC	Democracy	455,000
Leopold Schepp Foundation 990 Third Avenue, 31st Floor New York NY 10002		POF	Education	1,500
see Environment detail PO Box 3599 Berkeley CA 94705		PC	Environment	118,000
see Integrative detail see detail Berkeley CA 94705		PC	Integrative	56,420
Total			3a	
b Approved for future payment				
see Arts Grants Detail see detail Berkeley CA 94705			Arts	10,000
see Cross-movement detail see detail Berkeley CA 94705			Cross-movement	500,000
see Democracy detail see detail Berkeley CA 94705			Democracy	350,000
see Environment detail PO Box 3599 Berkeley CA 94705			Environment	625,000
Total			3b	

Part XIV **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				
Proteus Fund 15 Research Drivem Suite 8 Amherst MA 01002		PC	Money in Politics	1
see Peace detail see detail Berkeley CA 94705		PC	Peace	566,600
see Reparative Action detail see detail Berkeley CA 94705		PC	Reparative Action	400,000
see Reproductive Justice detail see detail Berkeley CA 94705		PC	Reproductive Justice	196,575
Total			3a	
b Approved for future payment				
see Integrative detail see detail Berkeley CA 94705			Integrative	1,100,000
Proteus Fund 15 Research Drivem Suite 8 Amherst MA 01002			Money in Politics	200,000
see Peace detail see detail Berkeley CA 94705			Peace	676,000
see Reparative Action detail see detail Berkeley CA 94705			Reparative Action	100,000
Total			3b	

Part XIV **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 <i>Paid during the year</i>				
Total			3a	2,719,146
b <i>Approved for future payment</i> see Reproductive Justice detail see detail Berkeley CA 94705			Reproductive Justice	625,000
Total			3b	4,186,000

Part XV-A	Analysis of Income-Producing Activities
------------------	--

Enter gross amounts unless otherwise indicated.

Part III 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 (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion 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 . .			14	9,449	
4 Dividends and interest from securities			14	311,029	
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					
8 Gain or (loss) from sales of assets other than inventory .			18	1,680,160	
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)				2,000,638	
13 Total. Add line 12, columns (b), (d), and (e)				2,000,638	

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

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

[illegible]

1 List all officers, directors, trustees, and key employees for the year even if they were not compensated.

Federal Supporting Statements**2022 PG01**

Name(s) as shown on return

Tax ID Number

Compton Foundation, Inc.

94-3142932

**Form 990PF - Part VII
Compensation Explanation****Statement #A05**

Name

June Wilson

Explanation

\$668 medical benefits and \$30,938 employer retirement contribution.

**Form 990PF - Part VII - Line 2a
Employee Compensation Explanation****PG01
Statement #B01**

Name

Jennifer Turnage

Explanation

2022 compensation includes 2021 retention bonus paid in 2022 but booked as 2021 expense. Therefore, Part VII amounts are higher than wages and benefits on page 1 due to retention bonus. \$44,820 medical benefits and \$25,350 employer retirement contribution.

**Form 990PF - Part VII - Line 2a
Employee Compensation Explanation****PG01
Statement #B02**

Name

Deborah Daughtry

Explanation

2022 compensation includes 2021 retention bonus paid in 2022 but booked as 2021 expense. Therefore, Part VII amounts are higher than compensation and benefits on page 1 due to retention bonus. \$15,070 medical benefits and \$24,047 employer retirement contribution.

Federal Supporting Statements**2022 PG01**

Name(s) as shown on return

Tax ID Number

Compton Foundation, Inc.

94-3142932

Form 990PF - Part VII - Line 2a
Employee Compensation Explanation

Statement #B03

Name

Johanna Hanson

Explanation

2022 compensation includes 2021 retention bonus paid in 2022 but booked as 2021 expense. Therefore, Part VII amounts are higher than wages and benefits on page 1 due to retention bonus. \$22,991 medical benefits and \$16,534 employer retirement contribution.

Form 990PF - Part III - Line 5
Other Decreases Schedule**PG01**
Statement #116

unrealized losses	4,992,562
prior period adjustment	<u>23,935</u>
Total	<u><u>5,016,497</u></u>

Form 990PF - Part II - Line 13
Investments: Other Schedule**PG01**
Statement #118

Category	Book value (BOY)	Book value (EOY)	FMV (EOY)
Partnerships and LLCs	<u>27,875,144</u>	<u>12,628,710</u>	<u>12,628,710</u>
Total	<u><u>27,875,144</u></u>	<u><u>12,628,710</u></u>	<u><u>12,628,710</u></u>

Federal Supporting Statements**2022 PG01**

Name(s) as shown on return

Tax ID Number

Compton Foundation, Inc.

94-3142932

Form 990PF - Part II - Line 15
Other Assets Schedule

Statement #120

Description	BOY Book	EOY Book	FMV
trademarks	25,448	28,222	
Total	25,448	28,222	

Form 990PF - Part II - Line 22
Other Liabilities Schedule**PG01**
Statement #121

Description	BOY Amount	EOY Amount
Deferred Tax Liability		78,415
Total		78,415

Federal Supporting Statements**2022 PG01**

Name(s) as shown on return

Tax ID Number

Compton Foundation, Inc.

94-3142932

Form 990PF - Part II - Line 7**Statement #135****Other Notes and Loans Receivable (Long) Schedule**

Borrower's name	Soar LLC
Relation to insider	none
Original amount	\$ 500,000
Balance due	\$ 500,903
Date of note	2021-08
Maturity date	2027-12
Repayment terms	interest due monthly
Interest rate	2.5
Security	none
Purpose	program related investment
Lender consideration	none
FMV of consideration	\$ 0

Borrower's name	Include Ventures
Relation to insider	none
Original amount	\$ 1,000,000
Balance due	\$ 1,000,000
Date of note	2021-10
Maturity date	2026-05
Repayment terms	sept 30, 2023 first
Interest rate	2
Security	none
Purpose	program related investment
Lender consideration	none
FMV of consideration	\$ 0

Federal Supporting Statements

2022 PG01

Name(s) as shown on return

Tax ID Number

Compton Foundation, Inc.

94-3142932

Form 990PF - Part I - Line 23 - Other Expenses Schedule

Statement #103~

Description	Revenue and expenses	Net investment	Adjusted net income	Charitable purpose
banking	482	0	0	482
deductible partnership expense	108,010	108,010	0	0
nondeductible partnership expe	2,323	0	0	0
workers comp insurance	3,224	0	0	3,685
sonen capital management fees	120,000	120,000	0	0
office supplies	2,098	0	0	2,098
telephone	1,650	0	0	1,650
postage	736	0	0	736
internet services	2,168	0	0	2,168
liability insurance	763	0	0	763
data storage	1,588	0	0	1,588
hospitality	1,995	0	0	1,995
misc expenses	3,585	0	0	3,585
board expenses	11,523	0	0	11,523
K1 passthrough loss	129,067	129,067	0	0
accrued vacation	15,314	0	0	0
reparative action	15,540	0	0	15,540
Totals	<u>420,066</u>	<u>357,077</u>	<u>0</u>	<u>45,813</u>

Federal Supporting Statements

2022 PG01

Name(s) as shown on return

Tax ID Number

Compton Foundation, Inc.

94-3142932

Form 990PF - Part I - Line 16(a) - Legal Fees Schedule

Statement #107~

Description	Revenue and expenses	Net investment	Adjusted net income	Charitable purpose
legal fees	11,497	0	0	11,497
Totals	<u>11,497</u>	<u>0</u>	<u>0</u>	<u>11,497</u>

Form 990PF - Part I - Line 16(b) - Accounting Fees Schedule

PG01
Statement #108~

Description	Revenue and expenses	Net investment	Adjusted net income	Charitable purpose
accounting	31,700	15,850	0	15,850
Totals	<u>31,700</u>	<u>15,850</u>	<u>0</u>	<u>15,850</u>

Federal Supporting Statements

2022 PG01

Name(s) as shown on return

Tax ID Number

Compton Foundation, Inc.

94-3142932

Form 990PF - Part I - Line 16(c) - Other Professional Fees Schedule

Statement #109~

Description	Revenue and expenses	Net investment	Adjusted net income	Charitable purpose
HR fees	19,731	0	0	20,348
computer consulting fees	6,050	0	0	1,988
website consulting fees	86,975	0	0	68,225
program consulting fees	44,700	0	0	36,200
communications consulting	75,700	0	0	75,700
Totals	233,156	0	0	202,461

Form 990PF - Part I - Line 18 - Taxes Schedule

PG01
Statement #110~

Description	Revenue and expenses	Net investment	Adjusted net income	Charitable purpose
payroll taxes	40,950	0	0	45,647
excise tax	11,946	0	0	0
foreign tax passthrough	7,880	7,880	0	0
Totals	60,776	7,880	0	45,647

Federal Supporting Statements

2022 PG01

Name(s) as shown on return

Tax ID Number

Compton Foundation, Inc.

94-3142932

Form 990PF - Part II - Line 14 - Land Etc. Schedule

Statement #119~

Description	Beginning of year book value	Cost or other basis	Accumulated depreciation	End of year book value	FMV
equipment	137,013	194,432		194,432	
Total	137,013	194,432		194,432	

PG01

Form 990PF - Part I - Line 19 - Depreciation Schedule

Statement #126

Description	Date Acquired	Cost or Other basis	Prior year Depreciation	Computation Method	Rate	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
assets	01-01-2021	210,076	57,419	SL	20	5	64,058	0	0
Totals		210,076	57,419				64,058		

Federal Supporting Statements

2022 PG01

Name(s) as shown on return

Tax ID Number

Compton Foundation, Inc.

94-3142932

Form 990-PF - Part IV - Capital Gains And Losses Information (Overflow)

Statement #134-

Description	P-Purchase	Date Acquired	Date Sold	Sales Price	Depreciation	Cost or	Gain or Loss	Gains Minus
	D-Donation					other basis		Excess or Losses
Brandywine	P					42,344	(42,344)	(42,344)
Brandywine LT	P					150,273	(150,273)	(150,273)
Sonen Global Public Equity	P			2,931,367			2,931,367	2,931,367
TIAA CREF	P					98,412	(98,412)	(98,412)
TIAA CREF LT	P					395,605	(395,605)	(395,605)
RBC Access Capital						219,687	(219,687)	(219,687)
RBC Access Capital LT	P					344,885	(344,885)	(344,885)
Total				2,931,367		1,251,206	1,680,161	1,680,161

Underpayment of Estimated Tax by Corporations

OMB No. 1545-0123

2022

Attach to the corporation's tax return.

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

Name Compton Foundation	Employer identification number 94-3142932
----------------------------	--

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	19568
2a Personal holding company tax (Schedule PH (Form 1120), line 26) included on line 1	2a	0
b 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	0
c Credit for federal tax paid on fuels (see instructions)	2c	0
d Total. Add lines 2a through 2c	2d	0
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	19568
4 Enter the tax shown on the corporation's 2021 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	29996
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	19568

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	05/15/22	06/15/22	09/15/22	12/15/22
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	0	0	4579	1725
11 Estimated tax paid or credited for each period. For column (a) only, enter the amount from line 11 on line 15. See instructions	3100	3100	0	0
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		3100	6200	1621
13 Add lines 11 and 12		6200	6200	1621
14 Add amounts on lines 16 and 17 of the preceding column				
15 Subtract line 14 from line 13. If zero or less, enter -0-	3100	6200	6200	1621
16 If the amount on line 15 is zero, subtract line 13 from line 14. Otherwise, enter -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	0	0		0
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	3100	6200	1621	

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.

For Paperwork Reduction Act Notice, see separate instructions.

Cat. No. 11746L

Form **2220** (2022)

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 4/15/2022 and before 7/1/2022	21			
22 Underpayment on line 17 $\times \frac{\text{Number of days on line 21}}{365} \times 4\% (0.04)$	22	\$	\$	\$
23 Number of days on line 20 after 6/30/2022 and before 10/1/2022	23			
24 Underpayment on line 17 $\times \frac{\text{Number of days on line 23}}{365} \times 5\% (0.05)$	24	\$	\$	\$
25 Number of days on line 20 after 9/30/2022 and before 1/1/2023	25			
26 Underpayment on line 17 $\times \frac{\text{Number of days on line 25}}{365} \times 6\% (0.06)$	26	\$	\$	\$
27 Number of days on line 20 after 12/31/2022 and before 4/1/2023	27			
28 Underpayment on line 17 $\times \frac{\text{Number of days on line 27}}{365} \times 7\% (0.07)$	28	\$	\$	\$
29 Number of days on line 20 after 3/31/2023 and before 7/1/2023	29			
30 Underpayment on line 17 $\times \frac{\text{Number of days on line 29}}{365} \times \%$	30	\$	\$	\$
31 Number of days on line 20 after 6/30/2023 and before 10/1/2023	31			
32 Underpayment on line 17 $\times \frac{\text{Number of days on line 31}}{365} \times \%$	32	\$	\$	\$
33 Number of days on line 20 after 9/30/2023 and before 1/1/2024	33			
34 Underpayment on line 17 $\times \frac{\text{Number of days on line 33}}{365} \times \%$	34	\$	\$	\$
35 Number of days on line 20 after 12/31/2023 and before 3/16/2024	35			
36 Underpayment on line 17 $\times \frac{\text{Number of days on line 35}}{366} \times \%$	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			\$

*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 1120-S 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 2019	1a			
b Tax year beginning in 2020	1b			
c Tax year beginning in 2021	1c			
2 Enter taxable income for each period for the tax year beginning in 2022. 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 2019	3a			
b Tax year beginning in 2020	3b			
c Tax year beginning in 2021	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 amount on line 9c using the instructions for Form 1120, Schedule J, line 2, or comparable line of corporation'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 (trusts only) for each payment period. See instructions	15			
16 Enter any other taxes for each payment period. See instructions	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 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	0	219617	93051
22	Annualization amounts (see instructions)	22	6	4	2
23a	Annualized taxable income. Multiply line 21 by line 22	23a	0	439234	124065
b	Extraordinary items (see instructions)	23b			
c	Add lines 23a and 23b	23c	0	439234	124065
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	0	0	0
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		6105	1725
27	Total tax. Add lines 24 through 26	27	0	0	6105
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	0	0	6105
30	Applicable percentage	30	25%	50%	75%
31	Multiply line 29 by line 30	31	0	0	4579

Part III Required Installments

		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	0	4579	1725
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	0	4579	1725
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	4892	4892	4892
36	Subtract line 38 of the preceding column from line 37 of the preceding column	36			
37	Add lines 35 and 36	37	4892	4892	4892
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	4579	1725

Compton Foundation, Inc.				
IRS 990 PF Attachment				
2022				
Organization Name	Unpaid 12/31/21	Awarded	Paid	Unpaid 12/31/22
Category				
Arts				
Young Writer's Project		\$2,000.00	\$2,000.00	
47 Maple Street				
Burlington, VT 05401				
Springboard for the Arts		\$10,000.00	\$10,000.00	
262 University Ave. W.				
St. Paul, MN 55103				
Miami Light Project, Inc.		\$3,000.00	\$3,000.00	
404 NW 26th St				
Miami, FL 33127				
Fractured Atlas		\$10,000.00	\$10,000.00	
248 W. 35th Street 10th Floor				
New York, NY 10001				
The Central District Forum for Arts & Ideas		\$10,000.00		\$10,000.00 ART
104 17th Ave S.				\$35,000.00
Seattle, WA 98144		\$ -		(\$25,000.00)
				\$10,000.00
Children & Youth				
Talent Youth Corps International		\$10,000.00	\$10,000.00	
262 Havana, Unit B				
Aurora, CO 80010				
Sara Holbrook Community Center		\$8,000.00	\$8,000.00	
PO Box 3039				
Burlington, VT 05408				
Putney School		\$5,000.00	\$5,000.00	CHIL & YOUTH
Elm Lea Farm				\$23,000.00
418 Houghton Brook Road				(\$23,000.00)
Putney, VT 05346-8675				
Community Welfare				
Dorothy Day House		\$500.00	\$500.00	
PO Box 12701				
Berkeley, CA 94712				
Romero Institute		\$10,000.00	\$10,000.00	
Lakota People's Law Project				
210 High Street, 2nd Floor				
Santa Cruz, CA 95060				
Plymouth Housing		\$1,050.00	\$1,050.00	
2113 Third Avenue				
Seattle, WA 98121				
Alameda County Community Food Bank Inc.		\$500.00	\$500.00	Comm Welfare
PO Box 2599				\$12,050.00
Oakland, CA 94614-0599				(\$12,050.00)
Cross-Movement				
Online Progressive Engagement Network		\$50,000.00	\$50,000.00	
45 West 36th Street, 6th Floor				
New York, NY 10018				

Organization Name	Unpaid 12/31/21	Awarded	Paid	Unpaid 12/31/22
Peace is Loud 25 E. 21 Street, 7th Floor New York, NY 10010		\$30,000.00	\$30,000.00	
Alliance for Youth Organizing 915 5th St NW Washington, DC 20001		\$30,000.00	\$30,000.00	
People's Action Institute 2125 W North Ave Chicago, IL 60647		\$125,000.00	\$125,000.00	
Alliance for Youth Organizing 915 5th St NW Washington, DC 20001		\$75,000.00		\$75,000.00
Auburn Theological Seminary 475 Riverside Drive, #1800 New York, NY 10115		\$75,000.00		\$75,000.00
Demos 80 Broad Street, Suite 400 New York, NY 10004		\$75,000.00		\$75,000.00
Indivisible Civics PO Box 43884 Washington, DC 20010		\$50,000.00		\$50,000.00
Center for Cultural Power 360 Grand Ave, #146 Oakland, CA 94610		\$75,000.00		\$75,000.00
DOCSOCIETY 20 Jay Street, Unit 1008 Brooklyn, NY 11201		\$50,000.00		\$50,000.00
Fuller Project for International Reporting 1875 Connecticut Avenue, 10th Floor Washington, DC 20009		\$50,000.00		\$50,000.00
TIDES FOUNDATION Center for Working Families Fund PO Box 29903 San Francisco, CA 94129		\$100,000.00	\$50,000.00	\$50,000.00
Peace Development Fund Beloved Economies PO Box 40250 San Francisco, CA 94140-0250		\$20,000.00	\$20,000.00	
Peace Development Fund Beloved Economies PO Box 40250 San Francisco, CA 94140-0250		\$50,000.00	\$50,000.00	Cross Move \$855,000.00 (\$355,000.00) \$500,000.00
Democracy Tides Foundation Movement Voter Fund PO Box 29903 San Francisco, CA 94129	\$200,000.00		\$100,000.00	\$100,000.00
BVM Capacity Building Institute Inc. 4157 Best RD STE 490		\$30,000.00	\$30,000.00	

Organization Name	Unpaid 12/31/21	Awarded	Paid	Unpaid 12/31/22	
Atlanta, GA 30349					
New Venture Fund		\$200,000.00	\$100,000.00	\$100,000.00	
1828 L Street, NW, Suite 300-A					
Washington, DC 20036					
re:power fund		\$225,000.00	\$75,000.00	\$150,000.00	Democracy
PO Box 64689					\$200,000.00
St. Paul, MN 55164					\$455,000.00
					(\$305,000.00)
Education					\$350,000.00
Leopold Schepp Foundation		\$1,500.00	\$1,500.00		
950 Third Avenue, 31st Floor					Ed
New York, NY 10022					1500
					1500
Environment					
350.org	\$225,000.00		\$75,000.00	\$150,000.00	
20 Jay Street, Suite 732					
Brooklyn, NY 11201					
People's Action Institute (f.k.a. Nation)	\$225,000.00		\$75,000.00	\$150,000.00	
2125 W North Ave					
Chicago, IL 60647					
Movement Generation	\$225,000.00		\$75,000.00	\$150,000.00	
436 14th St. Suite 500					
Oakland, CA 94612					
Center for Cultural Power	\$75,000.00		\$75,000.00		
1330 Broadway #300					
Oakland, CA 94612					
Sunrise Movement Education Fund	\$75,000.00		\$75,000.00		
50 F St. NW, Ste 800					
Washington, DC 20001					
Tides Foundation	\$200,000.00		\$100,000.00	\$100,000.00	
Green New Deal Network					
PO Box 29903					
San Francisco, CA 94129					
The Environmental Center		\$3,000.00	\$3,000.00		
16 NW Kansas Avenue					
Bend, OR 97703					
URBAN TILTH		\$10,000.00	\$10,000.00		
323 Brookside Dr					
Richmond, CA 94801					
Sunrise Movement Education Fund		\$20,000.00	\$20,000.00		
712 H St NE, Unit#626					
Washington, DC 20002					
Grist Magazine, Inc.		\$5,000.00	\$5,000.00		
1201 Western Avenue, Ste. 410					
Seattle, WA 98101					
Environmental Grantmakers Association		\$500.00	\$500.00		
475 Riverside Drive, Suite 960					
New York, NY 10115					
International Mountain Explorers Connection		\$1,000.00	\$1,000.00		
P.O. Box 3665					
Boulder, CO 80307					

Organization Name	Unpaid 12/31/21	Awarded	Paid	Unpaid 12/31/22
Carbonfund.org Foundation 853 Main Street East Aurora, NY 14052		\$1,000.00	\$1,000.00	
Environmental Grantmakers Association 475 Riverside Drive, Suite 960 New York, NY 10115		\$2,500.00	\$2,500.00	
Sunrise Movement Education Fund 712 H St NE, Unit#626 Washington, DC 20002		\$75,000.00		Env \$1,025,000.00 \$118,000.00 (\$518,000.00) \$625,000.00
Integrative				
Rockwood Leadership Institute 1212 Broadway, Suite 700 Oakland, CA 94612	\$150,000.00		\$75,000.00	\$75,000.00
Auburn Theological Seminary 475 Riverside Drive, Suite 1800 New York, NY 10115	\$75,000.00		\$75,000.00	
Alliance for Youth Organizing 915 5th St NW Washington, DC 20001	\$75,000.00		\$75,000.00	
Movement Strategy Center Gamechanger Labs 436 14th St. Suite 500 Oakland, CA 94612	\$100,000.00		\$100,000.00	
Indivisible Civics PO Box 43884 Washington, DC 20010	\$50,000.00		\$50,000.00	
Demos 80 Broad Street, Suite 400 New York, NY 10004	\$75,000.00		\$75,000.00	
NEO Philanthropy Online Progressive Engagement Network 45 West 36th Street, 6th Floor New York, NY 10018	\$75,000.00		\$75,000.00	
International Center for Research on 1120 20th Street, NW Suite 500 North Washington, DC 20036	\$75,000.00		\$75,000.00	
DOCSOCIETY (f.k.a. BRITDOC Inc) 20 Jay Street, Unit 1008 Brooklyn, NY 11201	\$50,000.00		\$50,000.00	
BOREALIS PHILANTHROPY P.O. Box 3295 Minneapolis, MN 55403	\$200,000.00		\$100,000.00	\$100,000.00
Hopewell Fund Galvanize USA 1201 Connecticut Ave NW, Suite 300 Washington, DC 20036	\$200,000.00		\$100,000.00	\$100,000.00
American Impact Capital Our Body Politic 200 East 10th Street, #218 New York, NY 10003	\$150,000.00		\$75,000.00	\$75,000.00

Organization Name	Unpaid 12/31/21	Awarded	Paid	Unpaid 12/31/22
State Voices	\$150,000.00		\$75,000.00	\$75,000.00
Executive Directors of Color Collective				
1616 P Street, NW, Suite 220				
Washington, DC 20036				
MoveOn Education Fund	\$200,000.00		\$100,000.00	\$100,000.00
Fight Back Table				
2021 L St NW No 400				
Washington, DC 20036				
New Venture Fund	\$200,000.00		\$100,000.00	\$100,000.00
1828 L Street, NW, Suite 300-A				
Washington, DC 20036				
Alliance for a Just Society	\$200,000.00		\$100,000.00	\$100,000.00
Native Organizers Alliance				
3518 S Edmunds St				
Seattle, WA 98118				
Rockefeller Philanthropy Advisors	\$200,000.00			\$200,000.00
6 West 48th Street, 10th Floor				
New York, NY 10036				
Foundation for City College	\$150,000.00		\$75,000.00	\$75,000.00
Leadership Center for Democracy and Social Justice				
160 Convent Ave				
New York, NY 10031-9101				
Congressional Progressive Caucus Ce	\$200,000.00		\$100,000.00	\$100,000.00
80 F St NW, Suite 800				
Washington, DC 20001				
National Committee for Responsive Philanthropy		\$1,500.00	\$1,500.00	
1900 L Street, NW, Suite 825				
Washington, DC 20036				
Confluence Philanthropy		\$3,000.00	\$3,000.00	
23 Black Brook Road				
Pound Ridge, NY 10576				
Justice Funders		\$750.00	\$750.00	
436 14th Street, Suite 700				
Oakland, CA 94612				
Northern California Grantmakers		\$750.00	\$750.00	
160 Spear Street, Suite 360				
San Francisco, CA 94105				
National Center for Family Philanthropy		\$10,000.00	\$10,000.00	
1101 Connecticut Avenue, Suite 220				
Washington, DC 20036				
Fair Fight Action, Inc.		\$20,000.00	\$20,000.00	
1270 Caroline Street NE, Suite D120-430				
Atlanta, GA 30307				
Grand Valley State University		\$5,000.00	\$5,000.00	
201 Front Avenue SW				
Grand Rapids, MI 49504				
KQED		\$1,400.00	\$1,400.00	
2601 Mariposa Street				
San Francisco, CA 94110-1400				
KQED		\$300.00	\$300.00	

Organization Name	Unpaid 12/31/21	Awarded	Paid	Unpaid 12/31/22
2601 Mariposa Street San Francisco, CA 94110-1400				
Mercy Corps 3030 W. First Avenue Portland, OR 97201		\$820.00	\$820.00	
Western States Center 310 SW 4th Avenue, Suite 1140 Portland, OR 97204		\$300.00	\$300.00	
Black Organizing Project 1035 W Grand Avenue Oakland, CA 94607		\$10,000.00	\$10,000.00	
Commonweal P. O. Box 316 Bolinas, CA 94924		\$2,100.00	\$2,100.00	
Policy Impact Democracy Funders Network 1107 9th St Ste 500 Sacramento, CA 95814		\$500.00	\$500.00	INT \$2,575,000.00 \$ 56,420.00 (\$1,531,420.00) \$1,100,000.00
Money in Politics				
Proteus Fund 15 Research Drive, Suite B Amherst, MA 01002	\$300,000.00		\$100,000.00	\$200,000.00 Money in Poli \$300,000.00 (\$100,000.00) \$200,000.00
Peace				
Win Without War Education Fund 1 Thomas Circle, NW Suite 700 Washington, DC 20005	\$225,000.00			\$225,000.00
Women Cross DMZ PO Box 1280 Amherst, MA 01004-1280	\$75,000.00		\$75,000.00	
Truman Center for National Policy PO Box 34102 Washington, DC 20043	\$62,500.00		\$62,500.00	
Commonwealth Foundation Common Defense Civic Engagement 251 W 30th St, Suite 318 New York, NY 10001	\$75,000.00		\$75,000.00	
Just Vision 1250 H Street, NW Suite 300 Washington, DC 20005	\$75,000.00		\$75,000.00	
Fuller Project for International Repor 1875 Connecticut Avenue, 10th Floor Washington, DC 20009	\$50,000.00		\$50,000.00	
Partnership for the Advancement of Afghans for a Better Tomorrow 4089 Fairmount Ave San Diego, CA 92105	\$50,000.00		\$50,000.00	
ARTogether Uplift Afghanistan Fund 544 International Blvd., Suite 9 Oakland, CA 94606	\$7,500.00		\$7,500.00	

Organization Name	Unpaid 12/31/21	Awarded	Paid	Unpaid 12/31/22
Mu Films 2960 Hillegass Ave Berkeley, CA 94705-2232		\$30,000.00	\$30,000.00	
MADRE 121 West 27th Street, Suite 604 New York, NY 10001		\$20,000.00	\$20,000.00	
Women Cross DMZ 3146 Oahu Avenue Honolulu, HI 96822		\$25,000.00	\$25,000.00	
Greenpeace Fund, Inc 702 H St NW, Suite 300 Washington, DC 20001		\$200.00	\$200.00	
NEO Philanthropy Peace and Security Funders Group 122 Maryland Avenue NE Washington, DC 20002		\$10,400.00	\$10,400.00	
Ascend: Leadership Through Athletics P.O. Box 11674 Norfolk, VA 23517		\$25,000.00	\$25,000.00	
Ascend: Leadership Through Athletics P.O. Box 11674 Norfolk, VA 23517		\$1,000.00		\$1,000.00
Democracy Now! Productions Inc 207 West 25th Street, 11th floor New York, NY 10001		\$5,000.00	\$5,000.00	
Common Defense Education Fund 251 W 30th St, 5th Floor New York, NY 10001		\$75,000.00		\$75,000.00
International Center for Research on Women 1120 20th Street, NW Suite 500 North Washington, DC 20036		\$75,000.00		\$75,000.00
Truman Center for National Policy PO Box 34102 Washington, DC 20043		\$75,000.00		\$75,000.00
Women Cross DMZ 3146 Oahu Avenue Honolulu, HI 96822		\$75,000.00		\$75,000.00
Online Progressive Engagement Network 45 West 36th Street, 6th Floor New York, NY 10018		\$75,000.00		\$75,000.00
Just Vision 1250 H Street, NW, Suite 300 Washington, DC 20005		\$75,000.00		\$75,000.00
Reparative Action				Peace
Peace Development Fund		\$50,000.00	\$50,000.00	\$620,000.00
Beloved Economies PO Box 40250 San Francisco, CA 94140-0250				\$ 566,600.00
				(\$510,600.00)
Museum of Us		\$100,000.00	\$100,000.00	\$676,000.00

Organization Name	Unpaid 12/31/21	Awarded	Paid	Unpaid 12/31/22	
1350 El Prado San Diego, CA 92101					
The Alliance for Media Arts + Culture Acts of Reparation Film Project 604 Albemarle Street El Cerrito, CA 94530		\$50,000.00	\$50,000.00		
NEO Philanthropy Nuns and Nones 45 West 36th Street, 6th Floor New York, NY 10018		\$100,000.00	\$100,000.00		
PolicyLink Liberation Ventures 1438 Webster Street, Suite 303 Oakland, CA 94612-3228		\$100,000.00		\$100,000.00	Reparative \$0.00 \$400,000.00 (\$300,000.00) \$100,000.00
Reproductive Justice					
National Latina Institute for Reproductive Justice 50 Broad Street, Suite 1937 New York, NY 10004	\$225,000.00		\$75,000.00	\$150,000.00	
Forward Together 300 Frank H. Ogawa Plaza, Suite 700 Oakland, CA 94612	\$225,000.00		\$75,000.00	\$150,000.00	
New Venture Fund Coalition for Abortion Access and Reproductive Equity 1828 L Street, NW, Suite 300-A Washington, DC 20036	\$225,000.00		\$75,000.00	\$150,000.00	
URGE (f.k.a Choice USA) 734 15th Street NW, Suite 800 Washington, DC 20005	\$75,000.00		\$75,000.00		
National Network of Abortion Funds PO Box 170280 Boston, MA 02117	\$50,000.00		\$50,000.00		
Groundswell Fund 548 Market Street #49734 San Francisco, CA 94104	\$200,000.00		\$100,000.00	\$100,000.00	
UltraViolet PO Box 92592 Washington, DC 20090		\$30,000.00	\$30,000.00		
URGE 734 15th Street NW, Suite 800 Washington, DC 20005		\$30,000.00	\$30,000.00		
Funders for Reproductive Equity P.O. BOX 750 Rockville, MD 20848-0750		\$1,375.00	\$1,375.00		
National Network of Abortion Funds PO Box 170280 Boston, MA 02117		\$200.00	\$200.00		
Midwest Access Coalition PO Box 408363 Chicago, IL 60640		\$15,000.00	\$15,000.00		
Silver State Hope Fund		\$15,000.00	\$15,000.00		

Organization Name	Unpaid 12/31/21	Awarded	Paid	Unpaid 12/31/22	
URGE (f.k.a Choice USA)		\$75,000.00		\$75,000.00	
734 15th Street NW, Suite 800					
Washington, DC 20005					
					Reprod Justice
Hopewell Fund		\$30,000.00	\$30,000.00		\$1,000,000.00
Galvanize USA					\$ 196,575.00
1201 Connecticut Ave NW, Suite 300					(\$571,575.00)
Washington, DC 20036					\$625,000.00
Totals	\$5,720,000.00	\$ 2,719,145.00	\$4,253,145.00	\$4,186,000.00	
				\$4,186,000.00	
Cross Check					
Unpaid 2021 Grants Paid in 2022	\$5,720,000.00				
Total amounts "awarded" in 2022	\$2,719,145.00				
Grants Payable as of 12/31/22	\$4,186,000.00				
Total Grants "Paid" in 2022	\$4,253,145.00				
Total Grants "Paid" in 2022 per work	\$4,253,145.00				
Total Grants "Paid" in 2022 per cross	\$4,253,145.00				
Variance	\$0.00				

c/o Cynthia R. Rowland
Farella Braun + Martel LLP
Russ Building
235 Montgomery Street, FL 18
INVESTMENTS

1-4000	Investments
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Book

Book

Book

Book

Book

FMV

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\$12,628,710.08