

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

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

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OMB No. 1545-0047

**2023**

Open to Public Inspection

For calendar year 2023 or tax year beginning , and ending

Name of foundation <b>UNITED STATES - JAPAN FOUNDATION</b>		A Employer identification number <b>13-3054425</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>10045 RED RUN BLVD</b>	Room/suite <b>250</b>	B Telephone number <b>212-481-8753</b>
City or town, state or province, country, and ZIP or foreign postal code <b>OWINGS MILLS, MD 21117</b>		C If exemption application is pending, check here ... <input type="checkbox"/>
G Check all that apply: <div style="display: flex; justify-content: space-between;"> <div> <input type="checkbox"/> Initial return  <input type="checkbox"/> Final return  <input type="checkbox"/> Address change         </div> <div> <input type="checkbox"/> Initial return of a former public charity  <input type="checkbox"/> Amended return  <input type="checkbox"/> Name change         </div> </div>		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) <b>\$ 97,662,123.</b>	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d), must be on cash basis.)	
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ... <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).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>	1 Contributions, gifts, grants, etc., received .....	650.		N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments .....				
	4 Dividends and interest from securities .....	2,066,877.	2,066,877.		STATEMENT 1
	5a Gross rents .....				
	b Net rental income or (loss) .....				
	6a Net gain or (loss) from sale of assets not on line 10 .....	1,397,882.			
	b Gross sales price for all assets on line 6a <b>12,344,910.</b>				
	7 Capital gain net income (from Part IV, line 2) .....		1,397,882.		
	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 .....	371.	-56,877.		STATEMENT 2	
12 Total. Add lines 1 through 11 .....	3,465,780.	3,407,882.			
<b>Operating and Administrative Expenses</b>	13 Compensation of officers, directors, trustees, etc. ....	184,028.	2,208.		92,014.
	14 Other employee salaries and wages .....	512,887.	6,155.		400,019.
	15 Pension plans, employee benefits .....	149,777.	1,797.		97,991.
	16a Legal fees <b>STMT 3</b> .....	45,643.	0.		45,643.
	b Accounting fees <b>STMT 4</b> .....	253,500.	76,050.		129,600.
	c Other professional fees <b>STMT 5</b> .....	124,156.	119,141.		5,015.
	17 Interest .....				
	18 Taxes <b>STMT 6</b> .....	365,303.	0.		0.
	19 Depreciation and depletion .....	11,424.	0.		
	20 Occupancy .....	985,667.	0.		936,384.
	21 Travel, conferences, and meetings .....	300,208.	0.		255,177.
	22 Printing and publications .....				
	23 Other expenses <b>STMT 7</b> .....	703,303.	13,118.		670,384.
	24 Total operating and administrative expenses. Add lines 13 through 23 .....	3,635,896.	218,469.		2,632,227.
	25 Contributions, gifts, grants paid .....	407,579.			488,304.
26 Total expenses and disbursements. Add lines 24 and 25 .....	4,043,475.	218,469.		3,120,531.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements ...	-577,695.				
b Net investment income (if negative, enter -0-) .....		3,189,413.			
c Adjusted net income (if negative, enter -0-) .....			N/A		

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only.		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing .....	284,535.	939,841.	939,841.
	2 Savings and temporary cash investments .....	821,372.	31.	31.
	3 Accounts receivable 114,202.			
	Less: allowance for doubtful accounts .....	15,223.	114,202.	114,202.
	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 .....	227,437.	166,232.	166,232.
	10a Investments - U.S. and state government obligations .....			
	b Investments - corporate stock .....			
	c Investments - corporate bonds .....			
	11 Investments - land, buildings, and equipment: basis .....			
Liabilities	Less: accumulated depreciation .....			
	12 Investments - mortgage loans .....			
	13 Investments - other STMT 9	85,989,796.	96,308,932.	96,308,932.
	14 Land, buildings, and equipment: basis 168,404.			
	Less: accumulated depreciation 97,773.	32,164.	70,631.	70,631.
	15 Other assets (describe STATEMENT 10)	1,237,148.	62,254.	62,254.
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I) .....	88,607,675.	97,662,123.	97,662,123.
	17 Accounts payable and accrued expenses .....	373,130.	182,539.	
	18 Grants payable .....	311,939.	231,214.	
	19 Deferred revenue .....			
Net Assets or Fund Balances	20 Loans from officers, directors, trustees, and other disqualified persons .....			
	21 Mortgages and other notes payable .....			
	22 Other liabilities (describe STATEMENT 11)	1,148,159.	98,856.	
	23 Total liabilities (add lines 17 through 22) .....	1,833,228.	512,609.	
	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 .....	86,774,447.	97,149,514.	
	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 .....	86,774,447.	97,149,514.	
	30 Total liabilities and net assets/fund balances .....	88,607,675.	97,662,123.	

## 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	86,774,447.
2 Enter amount from Part I, line 27a .....	2	-577,695.
3 Other increases not included in line 2 (itemize) SEE STATEMENT 8	3	10,952,762.
4 Add lines 1, 2, and 3 .....	4	97,149,514.
5 Decreases not included in line 2 (itemize) .....	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 29 .....	6	97,149,514.

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**Part IV Capital Gains and Losses for Tax on Investment Income** SEE ATTACHED STATEMENT

(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					
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					
b					
c					
d					
e	12,344,910.		1,397,882.		
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
b					
c					
d					
e			1,397,882.		
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	1,397,882.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). See instructions. If (loss), enter -0- in Part I, line 8			3	N/A	

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary - see instructions)		1	44,333.
b All other domestic foundations enter 1.39% (0.0139) of line 27b. Exempt foreign organizations, enter 4% (0.04) of Part I, line 12, col. (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)		2	0.
3 Add lines 1 and 2		3	44,333.
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	44,333.
6 Credits/Payments:			
a 2023 estimated tax payments and 2022 overpayment credited to 2023	6a	104,465.	
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	104,465.	
8 Enter any penalty for underpayment of estimated tax. Check here <input 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	60,132.	
11 Enter the amount of line 10 to be: Credited to 2024 estimated tax 60,132. Refunded	11	0.	

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**Part VI-A Statements Regarding Activities**

	Yes	No
<b>1a</b> 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? .....		<b>X</b>
<b>b</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 <b>1a</b> or <b>1b</b> , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		<b>X</b>
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year? .....		<b>X</b>
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ <u>0.</u> (2) On foundation managers. \$ <u>0.</u>		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ <u>0.</u>		
<b>2</b> Has the foundation engaged in any activities that have not previously been reported to the IRS? .....		<b>X</b>
If "Yes," attach a detailed description of the activities.		
<b>3</b> 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 .....	<b>X</b>	
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year? .....	<b>X</b>	
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? .....	<b>X</b>	
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? .....		<b>X</b>
If "Yes," attach the statement required by <i>General Instruction T</i> .		
<b>6</b> 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? .....	<b>X</b>	
<b>7</b> 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 .....	<b>X</b>	
<b>8a</b> Enter the states to which the foundation reports or with which it is registered. See instructions. <u>NY</u>		
<b>b</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 .....	<b>X</b>	
<b>9</b> 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 2023 or the tax year beginning in 2023? See the instructions for Part XIII. If "Yes," complete Part XIII .....		<b>X</b>
<b>10</b> Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses .....		<b>X</b>
<b>11</b> 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 .....		<b>X</b>
<b>12</b> 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 .....		<b>X</b>
<b>13</b> Did the foundation comply with the public inspection requirements for its annual returns and exemption application? .....	<b>X</b>	
Website address <u>WWW.US-JF.ORG</u>		
<b>14</b> The books are in care of <u>THE FOUNDATION</u> Telephone no. <u>212-481-8753</u> Located at <u>10045 RED RUN BLVD, 250, OWINGS MILLS, MD</u> ZIP+4 <u>21117</u>		
<b>15</b> Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> - check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year .....		<b>N/A</b>
<b>16</b> At any time during calendar year 2023, 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? .....	<b>X</b>	
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country <u>JAPAN</u>		

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**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.

**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) Yes No X

(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? .....

1a(2) Yes No X

(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? .....

1a(3) Yes No X

(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? .....

1a(4) X Yes 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)? .....

1a(5) Yes No 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) Yes No 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 Yes No X

**c** Organizations relying on a current notice regarding disaster assistance, check here ☐ .....**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 2023? .....

1d Yes No 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 2023, did the foundation have any undistributed income (Part XII, lines 6d and 6e) for tax year(s) beginning before 2023? .....

2a Yes No X

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

2b Yes No

**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? .....

3a Yes No X

**b** If "Yes," did it have excess business holdings in 2023 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 2023.) .....

N/A

3b Yes No

**4a** Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? .....

4a Yes No 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 2023? .....

4b Yes No X

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**Part VI-B** Statements Regarding Activities for Which Form 4720 May Be Required (continued)**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))?
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

	Yes	No
5a(1)		X
5a(2)		X
5a(3)		X
5a(4)	X	
5a(5)		X
5b	X	
5d	X	
6a		X
6b		X
7a		X
7b		
8		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**c** Organizations relying on a current notice regarding disaster assistance, check here ☐**d** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? **SEE STATEMENT 13**

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?**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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?**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **N/A****8** Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?**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.

(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		184,028.	55,528.	0.

**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
KELLY NIXON - 10045 RED RUN BLVD. SUITE 250, OWINGS MILLS, MD 21117	PROGRAM OFFICER 40.00	219,755.	24,818.	0.
AYA TSUJITA - 10045 RED RUN BLVD. SUITE 250, OWINGS MILLS, MD 21117	EMPLOYEE 40.00	129,134.	23,250.	0.
TOMOYUKI WATANABE - 10045 RED RUN BLVD. SUITE 250, OWINGS MILLS, MD	EMPLOYEE 40.00	113,388.	28,851.	0.
YUKO MOCHIZUKI - 10045 RED RUN BLVD. SUITE 250, OWINGS MILLS, MD 21117	EMPLOYEE 40.00	50,610.	17,331.	0.

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

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**Part VII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
GORFINE, SCHILLER & GARDYN P.A - 10045 RED RUN BLVD. SUITE 250, OWINGS MILLS, MD 21117 VANGUARD	ACCOUNTING SERVICES	225,000.
P.O. BOX 3009, MONROE, WI 53566-8309	INVESTMENT MANAGEMENT	55,579.
TAKEDA AND PARTNERS GODO GAISHA - 6-1-11-609 AKEMI URAYASU, CHIBA, JAPAN 279-0014	RECRUITMENT	52,357.
Total number of others receiving over \$50,000 for professional services		0

**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 U.S.-JAPAN LEADERSHIP PROGRAM - A PROGRAM WHICH DEVELOPS A NETWORK AMONG GENERATIONS OF LEADERS IN EACH COUNTRY THROUGH CONFERENCES, A WEBSITE, NEWSLETTERS AND FREQUENT REUNIONS.	779,685.
2	
3	
4	

**Part VIII-B** Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities .....	<b>1a</b>	90,901,370.
<b>b</b>	Average of monthly cash balances .....	<b>1b</b>	544,556.
<b>c</b>	Fair market value of all other assets (see instructions) .....	<b>1c</b>	413,319.
<b>d</b>	<b>Total</b> (add lines 1a, b, and c) .....	<b>1d</b>	91,859,245.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) .....	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets .....	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d .....	<b>3</b>	91,859,245.
<b>4</b>	Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see instructions) .....	<b>4</b>	1,377,889.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 .....	<b>5</b>	90,481,356.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% (0.05) of line 5 .....	<b>6</b>	4,524,068.

**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.)

<b>1</b>	Minimum investment return from Part IX, line 6 .....	<b>1</b>	4,524,068.
<b>2a</b>	Tax on investment income for 2023 from Part V, line 5 .....	<b>2a</b>	44,333.
<b>b</b>	Income tax for 2023. (This does not include the tax from Part V.) .....	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b .....	<b>2c</b>	44,333.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1 .....	<b>3</b>	4,479,735.
<b>4</b>	Recoveries of amounts treated as qualifying distributions .....	<b>4</b>	0.
<b>5</b>	Add lines 3 and 4 .....	<b>5</b>	4,479,735.
<b>6</b>	Deduction from distributable amount (see instructions) .....	<b>6</b>	0.
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XII, line 1 .....	<b>7</b>	4,479,735.

**Part XI Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26 .....	<b>1a</b>	3,120,531.
<b>b</b>	Program-related investments - total from Part VIII-B .....	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes .....	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required) .....	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule) .....	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part XII, line 4 .....	<b>4</b>	3,120,531.

Form 990-PF (2023)



**Part XII** Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2022	(c) 2022	(d) 2023
1 Distributable amount for 2023 from Part X, line 7 .....				4,479,735.
2 Undistributed income, if any, as of the end of 2023:				
a Enter amount for 2022 only .....			2,269,129.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2023:				
a From 2018 .....				
b From 2019 .....				
c From 2020 .....				
d From 2021 .....				
e From 2022 .....				
f Total of lines 3a through e .....	0.			
4 Qualifying distributions for 2023 from Part XI, line 4: \$ 3,120,531.				
a Applied to 2022, but not more than line 2a ...			2,269,129.	
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 2023 distributable amount .....				851,402.
e Remaining amount distributed out of corpus .....	0.			
5 Excess distributions carryover applied to 2023 (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:	0.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 .....	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b .....		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed .....		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions .....		0.		
e Undistributed income for 2022. Subtract line 4a from line 2a. Taxable amount - see instr. ...			0.	
f Undistributed income for 2023. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2024 .....				3,628,333.
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 2018 not applied on line 5 or line 7 .....	0.			
9 Excess distributions carryover to 2024. Subtract lines 7 and 8 from line 6a .....	0.			
10 Analysis of line 9:				
a Excess from 2019 ...				
b Excess from 2020 ...				
c Excess from 2021 ...				
d Excess from 2022 ...				
e Excess from 2023 ...				

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

N/A

**1 a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2023, enter the date of the ruling .....

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

	Tax year	Prior 3 years			(e) Total
	(a) 2023	(b) 2022	(c) 2021	(d) 2020	
<b>2 a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part IX for each year listed .....					
<b>b</b> 85% (0.85) of line 2a .....					
<b>c</b> Qualifying distributions from Part XI, line 4, for each year listed .....					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities .....					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c .....					
<b>3</b> Complete 3a, b, or c for the alternative test relied upon:					
<b>a</b> "Assets" alternative test - enter:					
<b>(1)</b> Value of all assets .....					
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i) .....					
<b>b</b> "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part IX, line 6, for each year listed .....					
<b>c</b> "Support" alternative test - enter:					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) .....					
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) .....					
<b>(3)</b> Largest amount of support from an exempt organization .....					
<b>(4)</b> 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).)

NONE

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

NONE

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

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

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

**SEE STATEMENT 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 XIV** Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)			**	
a Paid during the year				
GLOBALIZE DC 3601 CONNECTICUT AVE. NW #500 WASHINGTON, DC 20008		PC	GLOBALIZE DC WORKS TO EXPAND ACCESS FOR DC PUBLIC SCHOOL STUDENTS TO HIGH QUALITY GLOBAL EDUCATION, LANGUAGE	27,940.
US JET PROGRAM ALUMNI ASSOCIATION 1201 15TH ST., NW, SUITE 330 WASHINGTON, DC 20005		PC	IDENTIFYING & SUSTAINING JET PROGRAM ALUMNI ENGAGEMENT IN US-JAPAN RELATIONS	40,000.
THE NATIONAL BUREAU OF ASIAN RESEARCH 600 UNIVERSITY STREET, ONE UNION SQUARE SUITE 1012 SEATTLE, WA 98101		PC	ACHIEVING RESILIENCY IN AN ERA OF DISRUPTION	63,425.
INTERNATIONAL STUDENT CONFERENCES, INC. 1015 15TH ST, NW, SUITE 600 WASHINGTON, DC 20005		PC	THE 8TH TRILATERAL FORUM & SYMPOSIUM	20,000.
THE ASIA SOCIETY 725 PARK AVE NEW YORK, NY 10021		PC	DEFENDING THE U.S.-JAPAN ALLIANCE IN AN AGE OF GROWING ISOLATIONISM	25,000.
Total SEE CONTINUATION SHEET(S)			3a	488,304.
b Approved for future payment				
CHICAGO COUNCIL ON GLOBAL AFFAIRS 180 N. STETSON AVE. SUITE 1400 CHICAGO, IL 60601		PC	US-JAPAN PUBLIC OPINION PROJECT: THIS RESEARCH PROJECT WILL EXAMINE AMERICAN PUBLIC PERCEPTIONS OF	30,000.
HUMAN SECURITY FORUM 3F, SHINJUKU-DAI7-HARAYAMA BLDG. 36-2, SHINJUKU 1-CHROME SHINJUKU TOKYO, JAPAN 160-0022		PC	SUPPORTING SINGLE MOTHERS AND CHILDREN IN KESENNUMA, HARD-HIT AREAS. NEW IT EMPOWERMENT MODEL TO	55,526.
KNOX ENGLISH NETWORK #203 1-44-3 ICHINOMIYA TAMA, JAPAN 206-0002		PC	LEADERS EMPOWERMENT INITIATIVE (GLOBAL TALK)	18,044.
Total SEE CONTINUATION SHEET(S)			3b	231,214.

Form 990-PF (2023)



## Information Regarding Transfers to and Transactions and Relationships With Noncharitable Exempt Organizations

		Yes	No
<b>1</b>	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c)(3) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
<b>a</b>	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash .....	<b>1a(1)</b>	<b>X</b>
	(2) Other assets .....	<b>1a(2)</b>	<b>X</b>
<b>b</b>	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization .....	<b>1b(1)</b>	<b>X</b>
	(2) Purchases of assets from a noncharitable exempt organization .....	<b>1b(2)</b>	<b>X</b>
	(3) Rental of facilities, equipment, or other assets .....	<b>1b(3)</b>	<b>X</b>
	(4) Reimbursement arrangements .....	<b>1b(4)</b>	<b>X</b>
	(5) Loans or loan guarantees .....	<b>1b(5)</b>	<b>X</b>
	(6) Performance of services or membership or fundraising solicitations .....	<b>1b(6)</b>	<b>X</b>
<b>c</b>	Sharing of facilities, equipment, mailing lists, other assets, or paid employees .....	<b>1c</b>	<b>X</b>
<b>d</b>	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[illegible]

**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

b If "Yes," complete the following schedule.		
(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

<b>Sign Here</b>	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.					May the IRS discuss this return with the preparer shown below? See instr. <input checked="checked" type="checkbox"/> Yes <input type="checkbox"/> No
	Signature of officer or trustee		Date	Title		
<b>Paid Preparer Use Only</b>	Print/Type preparer's name		Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	DANIEL L. WEAVER			11/14/24		P01249346
	Firm's name COUNCILOR, BUCHANAN & MITCHELL, P.C.				Firm's EIN	52-1711839
	Firm's address 7910 WOODMONT AVE. STE. 500 BETHESDA, MD 20814				Phone no.	(301) 986-0600

**Application for Extension of Time To File an Exempt Organization  
Return or Excise Taxes Related to Employee Benefit Plans**File a separate application for each return.  
Go to [www.irs.gov/Form8868](http://www.irs.gov/Form8868) for the latest information.

OMB No. 1545-0047

**Electronic filing (e-file).** You can electronically file Form 8868 to request up to a 6-month extension of time to file any of the forms listed below except for Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts. An extension request for Form 8870 must be sent to the IRS in a paper format (see instructions). For more details on the electronic filing of Form 8868, visit [www.irs.gov/e-file-providers/e-file-for-charities-and-non-profits](http://www.irs.gov/e-file-providers/e-file-for-charities-and-non-profits).

Caution: If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-TE and Form 8879-TE for payment instructions.

All corporations required to file an income tax return other than Form 990-T (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

**Part I - Identification**

<b>Type or Print</b>  File by the due date for filing your return. See instructions.	Name of exempt organization, employer, or other filer, see instructions. <b>UNITED STATES - JAPAN FOUNDATION</b>	Taxpayer identification number (TIN) <b>13-3054425</b>
	Number, street, and room or suite no. If a P.O. box, see instructions. <b>10045 RED RUN BLVD, 250</b>	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>OWINGS MILLS, MD 21117</b>	

Enter the Return Code for the return that this application is for (file a separate application for each return) **04**

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 4720 (other than individual)	09
Form 4720 (individual)	03	Form 5227	10
Form 990-PF	04	Form 6069	11
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 8870	12
Form 990-T (trust other than above)	06	Form 5330 (individual)	13
Form 990-T (corporation)	07	Form 5330 (other than individual)	14
Form 1041-A	08		

• After you enter your Return Code, complete either Part II or Part III. Part III, including signature, is applicable only for an extension of time to file Form 5330.

• If this application is for an extension of time to file Form 5330, you must enter the following information.

Plan Name \_\_\_\_\_  
Plan Number \_\_\_\_\_  
Plan Year Ending (MM/DD/YYYY) \_\_\_\_\_

**Part II - Automatic Extension of Time To File for Exempt Organizations (see instructions)**

The books are in the care of **THE FOUNDATION**  
**10045 RED RUN BLVD, 250 - OWINGS MILLS, MD 21117**

Telephone No. **212-481-8753** Fax No. \_\_\_\_\_

- If the organization does not have an office or place of business in the United States, check this box \_\_\_\_\_
- If this is for a Group Return, enter the organization's four-digit Group Exemption Number (GEN) \_\_\_\_\_. If this is for the whole group, check this box \_\_\_\_\_. If it is for part of the group, check this box \_\_\_\_\_ and attach a list with the names and TINs of all members the extension is for.

**1** I request an automatic 6-month extension of time until **NOVEMBER 15**, 20 **24**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:  
☒ calendar year 20 **23** or  
tax year beginning \_\_\_\_\_, 20 \_\_\_\_\_, and ending \_\_\_\_\_, 20 \_\_\_\_\_

**2** If the tax year entered in line 1 is for less than 12 months, check reason: Initial return Final return  
Change in accounting period

<b>3a</b> If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	<b>3a</b>	\$ <b>30,043.</b>
<b>b</b> If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	<b>3b</b>	\$ <b>104,465.</b>
<b>c Balance due.</b> Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	<b>3c</b>	\$ <b>0.</b>

For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form **8868** (Rev. 1-2024)

**MAIL TO: DEPARTMENT OF THE TREASURY  
INTERNAL REVENUE SERVICE CENTER  
OGDEN, UT 84201-0045**

UNITED STATES - JAPAN FOUNDATION

**Part IV** Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a JP MORGAN		P		
b VANGUARD		P		
c JP MORGAN POOLED		P		
d CROSSHARBOR		P		
e FARALLON CAPITAL INSTITUTIONAL PARTNERS		P		
f HEALTHCARE ROYALTY		P		
g HARBOURVEST FEEDER		P		
h KKR ENERGY		P		
i KKR INDEPENDENCE ENERGY		P		
j OCA SILVER LAKE V		P		
k OCA PATRIA V		P		
l OCA BREDS III		P		
m LOSS FROM OFFICE LEASE BUYOUT				
n LOSS FROM DISPOSE OF OFFICE EQUIPMENT				
o				

(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 3,433,177.			80,995.
b 7,139,288.			1,447,407.
c 3,616.			-94,465.
d 28,703.			-8,281.
e 4,202.			629.
f 214,610.			-31,608.
g 7,499.			-2,272.
h 704,321.			-314,121.
i 177,650.			91,012.
j 53,017.			-229,481.
k 426,763.			460,845.
l 152,064.			7,840.
m			-8,583.
n			-2,035.
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			80,995.
b			1,447,407.
c			-94,465.
d			-8,281.
e			629.
f			-31,608.
g			-2,272.
h			-314,121.
i			91,012.
j			-229,481.
k			460,845.
l			7,840.
m			-8,583.
n			-2,035.
o			

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	1,397,882.
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 XIV Supplementary Information****3 Grants and Contributions Paid During the Year (Continuation)**

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
KYOTO UNIV. & UNV. OF COLORADO, BOULDER GOKASHO, UJI, KYOTO, JAPAN 611-0011		PC	PLANNING FOR ENHANCED SEISMIC POTENTIAL IN THE NANKAI REGION OF JAPAN: REGIONAL WORKSHOPS AND PLANNING	73,945.
KIZUNA ACROSS CULTURES 655 NEW YORK AVE NW, 6TH FLOOR WASHINGTON, DC 20001		PC	KIZUNA ACROSS CULTURES (KAC) IMPLEMENTS THE FOLLOWING TWO PROJECTS: 1)THE GLOBAL CLASSMATES PROGRAM,	25,080.
COLUMBIA UNIVERSITY 615 WEST 131ST STREET, 6TH FLOOR, MC 8725 NEW YORK, NY 10027-7922		PC	TO SUPPORT ACADEMIC RESEARCH TO ADDRESS DYNAMIC DISASTER SCENARIOS IN 3 MEGACITIES TO ENHANCE	125,000.
JAPAN SOCIETY, INC. 333 EAST 47TH STREET NEW YORK, NY 10017		PC	JAPAN SOCIETY (JS) PROPOSES LONG-TERM, MULTI-YEAR PARTNERSHIPS WITH PRE-SELECTED NEW YORK	50,000.
WOMEN'S NET KOBE AKIMAI BUILDING 1F, 6-7-9 KOBE, JAPAN 650-0022		PC	WNK IS FUND RAISING TO BUILD A "WOMEN'S HOUSE" IN KOBE TO HOUSE SOME 40 FAMILIES WHO ARE SUFFERING FROM	37,914.
Total from continuation sheets .....				311,939.

**Part XIV** Supplementary Information**3 Grants and Contributions Approved for Future Payment (Continuation)**

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
SUMTER COUNTY SCHOOLS 100 LEARNING LANE AMERICUS, GA 31719		PC	SUMTER COUNTY AND MIYOSHI-CITY EXCHANGE PROGRAM	25,000.
WOODLAND HILLS HIGH SCHOOL 2550 GREENSBURG PIKE PITTSBURGH, PA 15221		PC	THE TECHNOLOGICAL SPENDORS OF EAST ASIA 26 WEEKS DURING THE SCHOOL YEAR W/9 DAY TRIP.	20,000.
INSTITUTE OF INDUSTRIAL SCIENCE, THE UNIVERSITY OF TOKYO DLX DESIGN LAB, S-207 4-6-1 KOMABA, MEGURO-KU TOKYO, JAPAN 153-8505		PC	CORAL CONSERVATION TOGETHER - A US/JAPAN STEAM EDUCATION PROGRAM	82,644.
<b>Total from continuation sheets</b> .....				<b>127,644.</b>

**Part XIV** Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - GLOBALIZE DC

GLOBALIZE DC WORKS TO EXPAND ACCESS FOR DC PUBLIC SCHOOL STUDENTS TO  
HIGH QUALITY GLOBAL EDUCATION, LANGUAGE LEARNING, AND STUDY ABROAD  
OPPORTUNITIES.

NAME OF RECIPIENT - KYOTO UNIV. &amp; UNV. OF COLORADO, BOULDER

PLANNING FOR ENHANCED SEISMIC POTENTIAL IN THE NANKAI REGION OF JAPAN:  
REGIONAL WORKSHOPS AND PLANNING GUIDANCE FOR MUNICIPAL GOVERNMENT

NAME OF RECIPIENT - KIZUNA ACROSS CULTURES

KIZUNA ACROSS CULTURES (KAC) IMPLEMENTS THE FOLLOWING TWO PROJECTS:

1) THE GLOBAL CLASSMATES PROGRAM, THE VIRTUAL BILINGUAL EXCHANGE FOR  
YOUTH IN THE UNITED STATES AND JAPAN, WHICH WILL BE IMPLEMENTED FROM  
SEPTEMBER 2023 TO FEBRUARY 2024 2) TWO VIRTUAL CAREER EVENTS FOR GLOBAL  
CLASSMATES COMMUNITY THAT SERVES PROGRAM ALUMNI AND OTHER ASPIRING  
YOUTH WHO SEEK TO ENRICH THEIR CAREERS THROUGH U.S.-JAPAN  
OPPORTUNITIES. THROUGH SERVING A TOTAL OF 76 HIGH SCHOOLS (38 FROM THE  
U.S. AND 38 FROM JAPAN) WITH AN ESTIMATED 2,000 PARTICIPANTS, GLOBAL  
CLASSMATES WILL CONTINUOUSLY EXPAND THE HORIZONS OF U.S.-JAPAN  
RELATIONS BY BRINGING A VAST NUMBER OF DIVERSE YOUTH ACROSS BOTH  
COUNTRIES TO THE STARTING POINT OF THEIR ENGAGEMENT WITH U.S.-JAPAN  
RELATIONS. IN ADDITION, THE VIRTUAL CAREER PANEL EVENTS OFFERED TO  
GLOBAL CLASSMATES (ALUMNI) COMMUNITY WILL FURTHER ENGAGE HIGH-POTENTIAL  
YOUTH AS FUTURE LEADERS OF U.S.-JAPAN RELATIONS.

NAME OF RECIPIENT - COLUMBIA UNIVERSITY

TO SUPPORT ACADEMIC RESEARCH TO ADDRESS DYNAMIC DISASTER SCENARIOS IN 3  
MEGACITIES TO ENHANCE URBAN RESILIENCE VIA DATA ANALYSIS AND SIMULATION

**Part XIV** Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

OF HAZARDS/HUMAN RESPONSES TO BE SHARED WITH FIRST RESPONDERS AND LOCAL GOVERNMENTS.

NAME OF RECIPIENT - JAPAN SOCIETY, INC.

JAPAN SOCIETY (JS) PROPOSES LONG-TERM, MULTI-YEAR PARTNERSHIPS WITH PRE-SELECTED NEW YORK CITY PUBLIC SCHOOLS IN UNDERSERVED COMMUNITIES.

THROUGH THE JAPAN SOCIETY SCHOOL PARTNERSHIP (JSSP) PROGRAM, PARTNER SCHOOLS WILL CHOOSE TO PARTICIPATE IN A SLATE OF PROGRAMS IN LANGUAGE, ARTS, CULTURE AND HISTORY, ALL FREE OF CHARGE AT JAPAN SOCIETY'S LANDMARK BUILDING.

NAME OF RECIPIENT - WOMEN'S NET KOBE

WNK IS FUND RAISING TO BUILD A "WOMEN'S HOUSE" IN KOBE TO HOUSE SOME 40 FAMILIES WHO ARE SUFFERING FROM SUCH CASES, WHO HAVE NO SAFE SPACES AND WITHOUT FUNDING OR GUARANTORS TO SECURE HOUSING ON THEIR OWN, AS WELL AS 15 INTERNATIONAL STUDENTS WHO HAVE NO PERMANENT HOME.

**Part XIV** Supplementary Information

3b Grants and Contributions Approved for Future Payment Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - CHICAGO COUNCIL ON GLOBAL AFFAIRS

US-JAPAN PUBLIC OPINION PROJECT: THIS RESEARCH PROJECT WILL EXAMINE AMERICAN PUBLIC PERCEPTIONS OF JAPAN AND THE US-JAPAN ALLIANCE AS PART OF THE COUNCIL'S 2023 AND 2024 CHICAGO COUNCIL SURVEYS, INVESTIGATE THE VIEWS OF FOREIGN POLICY OPINION LEADERS ON THE US-JAPAN ALLIANCE AS PART OF THE COUNCIL'S 2024 OPINION LEADERS SURVEY, AND COMPARE AMERICAN AND JAPANESE PUBLIC OPINION ON THE US-JAPAN RELATIONSHIP AND THE TWO NATIONS' REGIONAL AND GLOBAL ROLES AS PART OF A JOINT RESEARCH PROJECT WITH THE JAPAN INSTITUTE FOR INTERNATIONAL AFFAIRS (JIJA).

NAME OF RECIPIENT - HUMAN SECURITY FORUM

SUPPORTING SINGLE MOTHERS AND CHILDREN IN KESENNUMA, HARD-HIT AREAS. NEW IT EMPOWERMENT MODEL TO DISRUPT THE CYCLE OF POVERTY AFFECTED BY TSUNAMI AND COVID-19.

## FORM 990-PF

## DIVIDENDS AND INTEREST FROM SECURITIES

## STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CROSSHARBOR	1,563.	0.	1,563.	1,563.	
FARALLON CAPITAL MANAGEMENT	794.	0.	794.	794.	
HARBOUR VEST FEEDER	1,317.	0.	1,317.	1,317.	
HEALTHCARE ROYALTY	27,465.	0.	27,465.	27,465.	
JP MORGAN	103,119.	0.	103,119.	103,119.	
JP MORGAN POOLED	169.	0.	169.	169.	
KKR ENERGY	1,937.	0.	1,937.	1,937.	
KKR INDEPENDENCE ENERGY	2,482.	0.	2,482.	2,482.	
MUFG BANK	1.	0.	1.	1.	
OCA BREDS III	5,303.	0.	5,303.	5,303.	
OCA PATRIA	7,739.	0.	7,739.	7,739.	
OCA SILVER LAKE V	1,660.	0.	1,660.	1,660.	
VANGUARD	1,913,328.	0.	1,913,328.	1,913,328.	
TO PART I, LINE 4	2,066,877.	0.	2,066,877.	2,066,877.	

## FORM 990-PF

## OTHER INCOME

## STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
FOREIGN CURRENCY EXCHANGE LOSS	-6,683.	-6,683.	
CROSSHARBOR	34,969.	0.	
FARALLON CAPITAL INSTITUTE	-439.	-439.	
HEALTHCARE ROYALTY	36,484.	36,484.	
KKR ENERGY	-68,598.	-80,146.	
KKR INDEPENDENCE ENERGY	-90,181.	-100,912.	
OCA SILVER LAKE V	229,007.	229,007.	
OCA PATRIA V	-126,361.	-126,361.	
OCA BREDS III	-7,827.	-7,827.	
TOTAL TO FORM 990-PF, PART I, LINE 11	371.	-56,877.	

## FORM 990-PF

## LEGAL FEES

## STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	45,643.	0.		45,643.
TO FM 990-PF, PG 1, LN 16A	45,643.	0.		45,643.

## FORM 990-PF

## ACCOUNTING FEES

## STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AUDITING FEES	28,500.	8,550.		17,100.
ACCOUNTING FEES	225,000.	67,500.		112,500.
TO FORM 990-PF, PG 1, LN 16B	253,500.	76,050.		129,600.

## 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	5,015.	0.		5,015.
INVESTMENT FEES	119,141.	119,141.		0.
TO FORM 990-PF, PG 1, LN 16C	124,156.	119,141.		5,015.

## FORM 990-PF

## TAXES

## STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX EXPENSE	355,323.	0.		0.
REAL ESTATE TAX	9,980.	0.		0.
TO FORM 990-PF, PG 1, LN 18	365,303.	0.		0.



## FORM 990-PF

## OTHER EXPENSES

## STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
REPAIRS AND MAINTENANCE	9,445.	0.		8,973.
INSURANCE	12,007.	0.		11,407.
EQUIPMENT RENTAL	5,377.	0.		0.
OFFICE EXPENSES	82,666.	13,118.		69,547.
COMMUNICATION	2,511.	0.		2,385.
RECRUITMENT COSTS	66,123.	0.		52,898.
MEMBERSHIP FEES	9,801.	0.		9,801.
US-JAPAN LEADERSHIP PROGRAM EXPENSES	515,373.	0.		515,373.
TO FORM 990-PF, PG 1, LN 23	703,303.	13,118.		670,384.

## FORM 990-PF

## OTHER INCREASES IN NET ASSETS OR FUND BALANCES

## STATEMENT 8

DESCRIPTION	AMOUNT
PRIOR PERIOD ADJUSTMENT	53,693.
UNREALIZED GAIN ON INVESTMENTS	10,899,069.
TOTAL TO FORM 990-PF, PART III, LINE 3	10,952,762.

## FORM 990-PF

## OTHER INVESTMENTS

## STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CHARLES SCHWAB	COST	45.	45.
VANGUARD	COST	73,333,384.	73,333,384.
JP MORGAN & JP MORGAN POOLED	COST	12,012,233.	12,012,233.
KKR ENERGY	COST	96,612.	96,612.
KKR INDEPENDENCE ENERGY	COST	739,249.	739,249.
CROSSHARBOR INSTITUTION	COST	65,829.	65,829.
FARALLON CAPITAL INSTITUTIONAL	COST	46,876.	46,876.
HEALTHCARE ROYALTY	COST	981,714.	981,714.
HARBOURVEST FEEDER 2022	COST	192,499.	192,499.
HARBOURVEST FEEDER 2023	COST	15,714.	15,714.
OCA SILVER LAKE V	COST	1,659,882.	1,659,882.
OCA LMMI IV	COST	1,879,960.	1,879,960.
OCA PATRIA V	COST	3,568,584.	3,568,584.
OCA CAPITAL SOLUTIONS OVERSEAS	COST	145,061.	145,061.
OCA LCP VIII	COST	1,335,183.	1,335,183.
OCA BREDS III	COST	236,107.	236,107.
TOTAL TO FORM 990-PF, PART II, LINE 13		96,308,932.	96,308,932.

## FORM 990-PF

## OTHER ASSETS

## STATEMENT 10

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
SECURITY DEPOSITS	35,348.	34,808.	34,808.
RIGHT-OF-USE ASSETS	1,055,314.	27,446.	27,446.
DEFERRED EXCISE TAX ASSET	146,486.	0.	0.
TO FORM 990-PF, PART II, LINE 15	1,237,148.	62,254.	62,254.

## FORM 990-PF

## OTHER LIABILITIES

## STATEMENT 11

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
OPERATING LEASE LIABILITY	1,148,159.	26,138.
DEFERRED EXCISE TAX LIABILITY	0.	72,718.
TOTAL TO FORM 990-PF, PART II, LINE 22	1,148,159.	98,856.

FORM 990-PF

PART VII - 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
JACOB M. SCHLESINGER 10045 RED RUN BLVD. SUITE 250 OWINGS MILLS, MD 21117	PRESIDENT & CEO (STARTED 4/6/2023) 40.00	184,028.	55,528.	0.
LAWRENCE K. FISH 10045 RED RUN BLVD. SUITE 250 OWINGS MILLS, MD 21117	BOARD OF TRUSTEES CHAIRMAN 1.00	0.	0.	0.
WENDY CUTLER 10045 RED RUN BLVD. SUITE 250 OWINGS MILLS, MD 21117	BOARD OF TRUSTEES 1.00	0.	0.	0.
RICHARD E. DYCK 10045 RED RUN BLVD. SUITE 250 OWINGS MILLS, MD 21117	BOARD OF TRUSTEES 1.00	0.	0.	0.
COLLEEN HANABUSA 10045 RED RUN BLVD. SUITE 250 OWINGS MILLS, MD 21117	BOARD OF TRUSTEES 1.00	0.	0.	0.
JAMES M. KONDO 10045 RED RUN BLVD. SUITE 250 OWINGS MILLS, MD 21117	BOARD OF TRUSTEES 1.00	0.	0.	0.
CRAIG MULLANEY 10045 RED RUN BLVD. SUITE 250 OWINGS MILLS, MD 21117	BOARD OF TRUSTEES 1.00	0.	0.	0.
TAKESHI NIINAMI 10045 RED RUN BLVD. SUITE 250 OWINGS MILLS, MD 21117	BOARD OF TRUSTEES VICE CHAIRMAN 1.00	0.	0.	0.
RICHARD J. SAMUELS 10045 RED RUN BLVD. SUITE 250 OWINGS MILLS, MD 21117	BOARD OF TRUSTEES 1.00	0.	0.	0.
DONNA TANOUE 10045 RED RUN BLVD. SUITE 250 OWINGS MILLS, MD 21117	BOARD OF TRUSTEES 1.00	0.	0.	0.

<u>UNITED STATES - JAPAN FOUNDATION</u>		<u>13-3054425</u>		
KEIKO TASHIRO	BOARD OF TRUSTEES			
10045 RED RUN BLVD. SUITE 250	1.00	0.	0.	0.
OWINGS MILLS, MD 21117				
TAKESHI UESHIMA	BOARD OF TRUSTEES			
10045 RED RUN BLVD. SUITE 250	1.00	0.	0.	0.
OWINGS MILLS, MD 21117				
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VII		<u>184,028.</u>	<u>55,528.</u>	<u>0.</u>

FORM 990-PF

EXPENDITURE RESPONSIBILITY STATEMENT  
PART VI-B, LINE 5D

STATEMENT 13

GRANTEE'S NAME

HUMAN SECURITY FORUM

GRANTEE'S ADDRESS3F, SHINJUKU-DAI7-HARAYAMA BLDG. 36-2, SHINJUKU 1-CHROME SHINJUKU  
TOKYO, JAPAN, 160-0022GRANT AMOUNT

55,526.

DATE OF GRANT

12/31/23

AMOUNT EXPENDED

55,526.

PURPOSE OF GRANTSUPPORTING SINGLE MOTHERS AND CHILDREN IN KESENNUMA, HARD-HIT AREAS. NEW IT  
EMPOWERMENT MODEL TO DISRUPT THE CYCLE OF POVERTY AFFECTED BY TSUNAMI AND  
COVID-19.DATES OF REPORTS BY GRANTEE

90 DAYS FROM DATE OF PROJECT COMPLETION (12/31/24 PER GRANT LETTER)

ANY DIVERSION BY GRANTEE

NO

RESULTS OF VERIFICATIONTHE PROJECT COMPLETION DATE IS BEYOND THE TAXABLE YEAR OF THE GRANTOR AND  
THE VERIFICATION PROCESS HAS NOT OCCURED AS OF 12/31/23. VERIFICATION WILL  
OCCUR IN 2024.

GRANTEE'S NAME

KNOX ENGLISH NETWORK

GRANTEE'S ADDRESS#203 1-44-3 ICHINOMIYA  
TAMA, JAPAN, 206-0002

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>
18,044.	12/31/23	18,044.

PURPOSE OF GRANT

LEADERS EMPOWERMENT INITIATIVE (GLOBAL TALK)

DATES OF REPORTS BY GRANTEE

90 DAYS FROM DATE OF PROJECT COMPLETION (12/31/24 PER GRANT LETTER)

ANY DIVERSION BY GRANTEE

NO

RESULTS OF VERIFICATIONTHE PROJECT COMPLETION DATE IS BEYOND THE TAXABLE YEAR OF THE GRANTOR AND  
THE VERIFICATION PROCESS HAS NOT OCCURED AS OF 12/31/23. VERIFICATION WILL  
OCCUR IN 2024.

GRANTEE'S NAME

INSTITUTE OF INDUSTRIAL SCIENCE, THE UNIVERSITY OF TOKYO

GRANTEE'S ADDRESSDLX DESIGN LAB, S-207 4-6-1 KOMABA, MEGURO-KU  
TOKYO, JAPAN, 153-8505GRANT AMOUNT

82,644.

DATE OF GRANT

12/31/23

AMOUNT EXPENDED

82,644.

PURPOSE OF GRANT

CORAL CONSERVATION TOGETHER - A US/JAPAN STEAM EDUCATION PROGRAM

DATES OF REPORTS BY GRANTEE

90 DAYS FROM DATE OF PROJECT COMPLETION (12/31/24 PER GRANT LETTER)

ANY DIVERSION BY GRANTEE

NO

RESULTS OF VERIFICATIONTHE PROJECT COMPLETION DATE IS BEYOND THE TAXABLE YEAR OF THE GRANTOR AND  
THE VERIFICATION PROCESS HAS NOT OCCURED AS OF 12/31/23. VERIFICATION WILL  
OCCUR IN 2024.



FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION  
PART XIV, LINES 2A THROUGH 2D

STATEMENT 14

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NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

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UNITED STATES-JAPAN FOUNDATION  
10045 RED RUN BLVD. SUITE 250  
OWINGS MILLS, MD 21117

---

TELEPHONE NUMBER

---

212-481-8753

---

EMAIL ADDRESS

---

PROGRAMS@US-JF.ORG

---

FORM AND CONTENT OF APPLICATIONS

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A 3-4 PAGE LETTER OF INQUIRY (LOI) THAT CLEARLY EXPRESSES PROJECT'S GOALS AND OUTLINES HOW THE PROJECT WILL ENHANCE US-JAPAN RELATIONS AND UNDERSTANDING, OR ADDRESS A CHALLENGE FACING BOTH NATIONS. LETTERS MAY BE WRITTEN IN JAPANESE OR ENGLISH. COVER SHEET MUST BE ATTACHED TO THE LOI. THOSE INVITED TO SUBMIT A FULL PROPOSAL WILL HAVE 30 DAYS TO DO SO. UNINVITED PROPOSALS WILL NOT BE CONSIDERED. PROPOSALS MUST ADHERE TO THE FORMAT OUTLINED HERE. THE NARRATIVE PORTION OF THE PROPOSAL - FROM ABSTRACT TO ABOUT THE APPLYING INSTITUTION(S) - SHOULD BE APPROXIMATELY 4,000WORDS OR LESS. PROPOSALS CAN BE SINGLE-SPACED OR DOUBLE-SPACED. PROPOSALS MUST BE WRITTEN IN ENGLISH. PROPOSALS SHOULD BE SENT ELECTRONICALLY TO PROGRAMS@US-JF.ORG. YOU DO NOT NEED TO SEND A HARD COPY OF THE PROPOSAL.

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ANY SUBMISSION DEADLINES

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LETTERS OF INQUIRY BY JUNE 28TH AND FULL PROPOSAL BY SEPTEMBER 30.

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RESTRICTIONS AND LIMITATIONS ON AWARDS

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GRANTS TO BE USED FOR PROJECTS THAT ADDRESS SHARED CHALLENGES, SUCH AS CLIMATE CHANGE, NATURAL DISASTERS, AND GEOPOLITICAL DISRUPTIONS AND STRENGTHEN US-JAPAN RELATIONS.

## FORM 990-PF

## OTHER REVENUE

## STATEMENT 15

DESCRIPTION	BUS CODE	UNRELATED BUSINESS INC	EXCL CODE	EXCLUDED AMOUNT	RELATED OR EXEMPT FUNC- TION INCOME
FOREIGN CURRENCY EXCHANGE LOSS			01	-6,683.	
CROSSHARBOR	525990	34969.			
FARALLON CAPITAL INSTITUTE	525990		01	-439.	
HEALTHCARE ROYALTY			01	36,484.	
KKR ENERGY	525990	11548.	01	-80,146.	
KKR INDEPENDENCE ENERGY	525990	10731.	01	-100,912.	
OCA SILVER LAKE V			01	229,007.	
OCA PATRIA V			01	-126,361.	
OCA BREDS III			01	-7,827.	
TOTAL TO FORM 990-PF, PG 12, LN 11		57,248.		-56,877.	



## FORM 990-PF PAGE 1

990-PF

328111 04-01-23 (D) - Asset disposed  
\* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone





DETAIL CARRYOVER SCHEDULE

Type and Entity: PRE-2018 NOL FED

Section 382 Annual Limitation		Section 382 Carryover									
Year Originated	Original Carryover Amount	Total Amount Used	Amount Used for 12/31/23	Amount Used for	Amount Used for	Amount Used for	Amount Used for	Amount Used for	Amount Used for	Amount Used for	Amount Used for
2013	57,929.	57,929.	11,200.								
2014	141,902.	46,048.	46,048.								
2015	89,956.										
2017	45,912.										
E											
F											
G											
H											
I											
J											
K											
L											
M											
N											
O											
P											
Q											
R											
S											
T											
U											
V											
W											
E	Amount Used for	Amount Used for	Amount Used for	Amount Used for	Amount Used for	Amount Used for	Amount Used for	Amount Used for	Amount Used for	Amount Used for	Amount Used for
S											
C											
A											
B											
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V											
W											



# TAX RETURN FILING INSTRUCTIONS

FORM 990-T

**FOR THE YEAR ENDING**

December 31, 2023

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**Prepared For:**

United States - Japan Foundation  
10045 Red Run Blvd 250  
Owings Mills, MD 21117

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**Prepared By:**

Councilor, Buchanan & Mitchell, P.C.  
7910 Woodmont Ave. Ste. 500  
Bethesda, MD 20814

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**Amount Due or Refund:**

Overpayment of \$5,000. The entire overpayment has been applied to the estimated tax payments.

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**Make Check Payable To:**

No amount is due.

---

**Mail Tax Return and Check (if applicable) To:**

Not applicable

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**Return Must be Mailed On or Before:**

Not applicable

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**Special Instructions:**

This return has qualified for electronic filing. After you have reviewed the return for completeness and accuracy, please sign, date and return Form 8879-TE to our office. We will transmit the return electronically to the IRS and no further action is required.

**Exempt Organization Business Income Tax Return**  
(and proxy tax under section 6033(e))

OMB No. 1545-0047

**2023**Department of the Treasury  
Internal Revenue Service

For calendar year 2023 or other tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_

Go to [www.irs.gov/Form990T](http://www.irs.gov/Form990T) for instructions and the latest information.

Do not enter SSN numbers on this form as it may be made public if your organization is a 501(c)(3).

Open to Public Inspection for  
501(c)(3) Organizations Only

<b>A</b> <input type="checkbox"/> Check box if address changed.	<b>Print or Type</b>	Name of organization ( <input type="checkbox"/> Check box if name changed and see instructions.)	<b>D</b> Employer identification number
<b>B</b> Exempt under section <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 408(e) <input type="checkbox"/> 220(e) <input type="checkbox"/> 408A <input type="checkbox"/> 530(a) <input type="checkbox"/> 529(a) <input type="checkbox"/> 529A		<b>UNITED STATES - JAPAN FOUNDATION</b>	<b>13-3054425</b>
		Number, street, and room or suite no. If a P.O. box, see instructions. <b>10045 RED RUN BLVD, 250</b>	<b>E</b> Group exemption number (see instructions)
		City or town, state or province, country, and ZIP or foreign postal code <b>OWINGS MILLS, MD 21117</b>	<b>F</b> <input type="checkbox"/> Check box if an amended return.
<b>C</b> Book value of all assets at end of year		<b>97,662,123.</b>	
<b>G</b> Check organization type <input checked="" type="checkbox"/> 501(c) corporation <input type="checkbox"/> 501(c) trust <input type="checkbox"/> 401(a) trust <input type="checkbox"/> Other trust <input type="checkbox"/> State college/university <input type="checkbox"/> 6417(d)(1)(A) Applicable entity			

<b>H</b> Check if filing only to claim <input type="checkbox"/> Credit from Form 8941 <input type="checkbox"/> Refund shown on Form 2439 <input type="checkbox"/> Elective payment amount from Form 3800
<b>I</b> Check if a 501(c)(3) organization filing a consolidated return with a 501(c)(2) titleholding corporation <input type="checkbox"/>
<b>J</b> Enter the number of attached Schedules A (Form 990-T) <b>1</b>
<b>K</b> During the tax year, was the corporation a subsidiary in an affiliated group or a parent-subsidiary controlled group? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," enter the name and identifying number of the parent corporation
<b>L</b> The books are in care of <b>THE ORGANIZATION</b> Telephone number <b>212-481-8753</b>

**Part I Total Unrelated Business Taxable Income**

<b>1</b> Total of unrelated business taxable income computed from all unrelated trades or businesses (see instructions) ...	<b>1</b>	<b>57,248.</b>
<b>2</b> Reserved	<b>2</b>	
<b>3</b> Add lines 1 and 2	<b>3</b>	<b>57,248.</b>
<b>4</b> Charitable contributions (see instructions for limitation rules)	<b>4</b>	<b>0.</b>
<b>5</b> Total unrelated business taxable income before net operating losses. Subtract line 4 from line 3	<b>5</b>	<b>57,248.</b>
<b>6</b> Deduction for net operating loss. See instructions <b>STATEMENT 16</b>	<b>6</b>	<b>57,248.</b>
<b>7</b> Total of unrelated business taxable income before specific deduction and section 199A deduction. Subtract line 6 from line 5	<b>7</b>	
<b>8</b> Specific deduction (generally \$1,000, but see instructions for exceptions)	<b>8</b>	<b>1,000.</b>
<b>9</b> <b>Trusts.</b> Section 199A deduction. See instructions	<b>9</b>	
<b>10</b> <b>Total deductions.</b> Add lines 8 and 9	<b>10</b>	<b>1,000.</b>
<b>11</b> <b>Unrelated business taxable income.</b> Subtract line 10 from line 7. If line 10 is greater than line 7, enter zero	<b>11</b>	<b>0.</b>

**Part II Tax Computation**

<b>1</b> <b>Organizations taxable as corporations.</b> Multiply Part I, line 11 by 21% (0.21)	<b>1</b>	<b>0.</b>
<b>2</b> <b>Trusts taxable at trust rates.</b> See instructions for tax computation. Income tax on the amount on Part I, line 11, from: <input type="checkbox"/> Tax rate schedule or <input type="checkbox"/> Schedule D (Form 1041)	<b>2</b>	
<b>3</b> <b>Proxy tax.</b> See instructions	<b>3</b>	
<b>4</b> Other tax amounts. See instructions	<b>4</b>	
<b>5</b> Alternative minimum tax	<b>5</b>	<b>0.</b>
<b>6</b> <b>Tax on noncompliant facility income.</b> See instructions	<b>6</b>	
<b>7</b> <b>Total.</b> Add lines 3 through 6 to line 1 or 2, whichever applies	<b>7</b>	<b>0.</b>

**Part III Tax and Payments**

<b>1a</b> Foreign tax credit (corporations attach Form 1118; trusts attach Form 1116)	<b>1a</b>		
<b>b</b> Other credits (see instructions)	<b>1b</b>		
<b>c</b> General business credit. Attach Form 3800 (see instructions)	<b>1c</b>		
<b>d</b> Credit for prior-year minimum tax (attach Form 8801 or 8827)	<b>1d</b>		
<b>e</b> <b>Total credits.</b> Add lines 1a through 1d	<b>1e</b>		
<b>2</b> Subtract line 1e from Part II, line 7	<b>2</b>	<b>0.</b>	
<b>3a</b> Amount due from Form 4255	<b>3a</b>		
<b>b</b> Amount due from Form 8611	<b>3b</b>		
<b>c</b> Amount due from Form 8697	<b>3c</b>		
<b>d</b> Amount due from Form 8866	<b>3d</b>		
<b>e</b> Other amounts due (see instructions)	<b>3e</b>		
<b>f</b> <b>Total amounts due.</b> Add lines 3a through 3e	<b>3f</b>	<b>0.</b>	
<b>4</b> <b>Total tax.</b> Add lines 2 and 3f (see instructions). <input type="checkbox"/> Check if includes tax previously deferred under section 1294. Enter tax amount here	<b>4</b>	<b>0.</b>	
<b>5</b> Current net 965 tax liability paid from Form 965-A, Part II, column (k)	<b>5</b>	<b>0.</b>	

**Part III Tax and Payments** (continued)

<b>6 a</b>	Payments: Preceding year's overpayment credited to the current year .....	<b>6a</b>	5,000.	
<b>b</b>	Current year's estimated tax payments. Check if section 643(g) election applies <input type="checkbox"/>	<b>6b</b>		
<b>c</b>	Tax deposited with Form 8868 .....	<b>6c</b>		
<b>d</b>	Foreign organizations: Tax paid or withheld at source (see instructions) .....	<b>6d</b>		
<b>e</b>	Backup withholding (see instructions) .....	<b>6e</b>		
<b>f</b>	Credit for small employer health insurance premiums (attach Form 8941) .....	<b>6f</b>		
<b>g</b>	Elective payment election amount from Form 3800 .....	<b>6g</b>		
<b>h</b>	Payment from Form 2439 .....	<b>6h</b>		
<b>i</b>	Credit from Form 4136 .....	<b>6i</b>		
<b>j</b>	Other (see instructions) .....	<b>6j</b>		
<b>7</b>	<b>Total payments.</b> Add lines 6a through 6j .....	<b>7</b>	5,000.	
<b>8</b>	Estimated tax penalty (see instructions). Check if Form 2220 is attached <input type="checkbox"/>	<b>8</b>		
<b>9</b>	<b>Tax due.</b> If line 7 is smaller than the total of lines 4, 5, and 8, enter amount owed .....	<b>9</b>		
<b>10</b>	<b>Overpayment.</b> If line 7 is larger than the total of lines 4, 5, and 8, enter amount overpaid .....	<b>10</b>	5,000.	
<b>11</b>	Enter the amount of line 10 you want: <b>Credited to 2024 estimated tax</b> 5,000. <b>Refunded</b> .....	<b>11</b>	0.	

**Part IV Statements Regarding Certain Activities and Other Information** (see instructions)

<b>1</b>	At any time during the 2023 calendar year, did the organization have an interest in or a signature or other authority over a financial account (bank, securities, or other) in a foreign country? If "Yes," the organization may have to file FinCEN Form 114, Report of Foreign Bank and Financial Accounts. If "Yes," enter the name of the foreign country here <b>JAPAN</b>	<b>Yes</b>	<b>No</b>
<b>2</b>	During the tax year, did the organization receive a distribution from, or was it the grantor of, or transferor to, a foreign trust? ..... If "Yes," see instructions for other forms the organization may have to file.		<b>X</b>
<b>3</b>	Enter the amount of tax-exempt interest received or accrued during the tax year ..... \$ .....		
<b>4</b>	Enter available pre-2018 NOL carryovers here \$ <b>288,970.</b> Do not include any post-2017 NOL carryover shown on Schedule A (Form 990-T). Don't reduce the NOL carryover shown here by any deduction reported on Part I, line 6.		
<b>5</b>	Post-2017 NOL carryovers. Enter the Business Activity Code and available post-2017 NOL carryovers. Don't reduce the amounts shown below by any NOL claimed on any Schedule A, Part II, line 17 for the tax year. See instructions.		
	Business Activity Code	Available post-2017 NOL carryover	
	<b>525990</b>	\$ <b>188,729.</b>	
		\$	
		\$	
		\$	
<b>6 a</b>	Reserved for future use .....		
<b>b</b>	Reserved for future use .....		

**Part V Supplemental Information**

Provide any additional information. See instructions.

<b>Sign Here</b>	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	Date	Title	
<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed PTIN
	<b>DANIEL L. WEAVER</b>		<b>11/14/24</b>	<b>P01249346</b>
	Firm's name	Firm's EIN		
	<b>COUNCILOR, BUCHANAN &amp; MITCHELL, P.C.</b>	<b>52-1711839</b>		
	Firm's address	Phone no.		
	<b>7910 WOODMONT AVE. STE. 500 BETHESDA, MD 20814</b>	<b>(301) 986-0600</b>		

Form **990-T** (2023)

**Application for Extension of Time To File an Exempt Organization  
Return or Excise Taxes Related to Employee Benefit Plans**

OMB No. 1545-0047

Department of the Treasury  
Internal Revenue Service**File a separate application for each return.**  
**Go to [www.irs.gov/Form8868](http://www.irs.gov/Form8868) for the latest information.**

**Electronic filing (e-file).** You can electronically file Form 8868 to request up to a 6-month extension of time to file any of the forms listed below except for Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts. An extension request for Form 8870 must be sent to the IRS in a paper format (see instructions). For more details on the electronic filing of Form 8868, visit [www.irs.gov/e-file-providers/e-file-for-charities-and-non-profits](http://www.irs.gov/e-file-providers/e-file-for-charities-and-non-profits).

Caution: If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-TE and Form 8879-TE for payment instructions.

All corporations required to file an income tax return other than Form 990-T (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

**Part I - Identification**

<b>Type or Print</b>  File by the due date for filing your return. See instructions.	Name of exempt organization, employer, or other filer, see instructions. <b>UNITED STATES - JAPAN FOUNDATION</b>	Taxpayer identification number (TIN) <b>13-3054425</b>
	Number, street, and room or suite no. If a P.O. box, see instructions. <b>10045 RED RUN BLVD, 250</b>	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>OWINGS MILLS, MD 21117</b>	

Enter the Return Code for the return that this application is for (file a separate application for each return) **07**

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 4720 (other than individual)	09
Form 4720 (individual)	03	Form 5227	10
Form 990-PF	04	Form 6069	11
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 8870	12
Form 990-T (trust other than above)	06	Form 5330 (individual)	13
Form 990-T (corporation)	07	Form 5330 (other than individual)	14
Form 1041-A	08		

• After you enter your Return Code, complete either Part II or Part III. Part III, including signature, is applicable only for an extension of time to file Form 5330.

• If this application is for an extension of time to file Form 5330, you must enter the following information.

Plan Name \_\_\_\_\_  
Plan Number \_\_\_\_\_  
Plan Year Ending (MM/DD/YYYY) \_\_\_\_\_

**Part II - Automatic Extension of Time To File for Exempt Organizations (see instructions)**

The books are in the care of **THE ORGANIZATION**  
**10045 RED RUN BLVD, 250 - OWINGS MILLS, MD 21117**

Telephone No. **212-481-8753** Fax No. \_\_\_\_\_

- If the organization does not have an office or place of business in the United States, check this box \_\_\_\_\_
- If this is for a Group Return, enter the organization's four-digit Group Exemption Number (GEN) \_\_\_\_\_. If this is for the whole group, check this box \_\_\_\_\_. If it is for part of the group, check this box \_\_\_\_\_ and attach a list with the names and TINs of all members the extension is for.

**1** I request an automatic 6-month extension of time until **NOVEMBER 15**, 20 **24**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:  
☒ calendar year 20 **23** or  
tax year beginning \_\_\_\_\_, 20 \_\_\_\_\_, and ending \_\_\_\_\_, 20 \_\_\_\_\_

**2** If the tax year entered in line 1 is for less than 12 months, check reason: Initial return Final return  
Change in accounting period

<b>3a</b> If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	<b>3a</b>	\$	<b>5,000.</b>
<b>b</b> If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	<b>3b</b>	\$	<b>5,000.</b>
<b>c Balance due.</b> Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	<b>3c</b>	\$	<b>0.</b>

**For Privacy Act and Paperwork Reduction Act Notice, see instructions.**Form **8868** (Rev. 1-2024)

**MAIL TO: DEPARTMENT OF THE TREASURY  
INTERNAL REVENUE SERVICE CENTER  
OGDEN, UT 84201-0045**

FORM 990-T

PRE 2018 NOL SCHEDULE

STATEMENT 16

PRE-2018 NOL CARRY FORWARD FROM PRIOR YEAR	288,970.
PRE-2018 NOL DEDUCTION INCLUDED IN PART I, LINE 6	57,248.

SCHEDULE A PORTION OF PRE-2018 NOL SCHEDULE A ENTITY	SCHEDULE A SHARE
---	------------------

101

0.

TOTAL SCHEDULE A SHARE OF PRE-2018 NOL	0.
NET OPERATING DEDUCTION	57,248.
BALANCE AFTER PRE-2018 NOL DEDUCTION	0.
EXPIRING NET OPERATING LOSSES	0.
CARRY FORWARD OF NET OPERATING LOSS	231,722.

FORM 990-T

PRE-2018 NET OPERATING LOSS DEDUCTION

STATEMENT 17

TAX YEAR	LOSS SUSTAINED	LOSS PREVIOUSLY APPLIED	LOSS REMAINING	AVAILABLE THIS YEAR
12/31/13	57,929.	46,729.	11,200.	11,200.
12/31/14	141,902.	0.	141,902.	141,902.
12/31/15	89,956.	0.	89,956.	89,956.
12/31/17	45,912.	0.	45,912.	45,912.
NOL CARRYOVER AVAILABLE THIS YEAR			288,970.	288,970.

**SCHEDULE A  
(Form 990-T)**

Department of the Treasury  
Internal Revenue Service

**Unrelated Business Taxable Income  
From an Unrelated Trade or Business**

Go to [www.irs.gov/Form990T](http://www.irs.gov/Form990T) for instructions and the latest information.

Do not enter SSN numbers on this form as it may be made public if your organization is a 501(c)(3).

OMB No. 1545-0047

**2023**

Open to Public Inspection for  
501(c)(3) Organizations Only

<b>A</b> Name of the organization <b>UNITED STATES - JAPAN FOUNDATION</b>	<b>B</b> Employer identification number <b>13-3054425</b>
<b>C</b> Unrelated business activity code (see instructions) <b>525990</b>	<b>D</b> Sequence: <b>1</b> of <b>1</b>

**E** Describe the unrelated trade or business **INVESTMENTS**

<b>Part I</b> Unrelated Trade or Business Income		(A) Income	(B) Expenses	(C) Net
<b>1 a</b> Gross receipts or sales				
<b>b</b> Less returns and allowances	<b>c</b> Balance	<b>1c</b>		
<b>2</b> Cost of goods sold (Part III, line 8)		<b>2</b>		
<b>3</b> Gross profit. Subtract line 2 from line 1c		<b>3</b>		
<b>4 a</b> Capital gain net income (attach Schedule D (Form 1041 or Form 1120)). See instructions		<b>4a</b>		
<b>b</b> Net gain (loss) (Form 4797) (attach Form 4797). See instructions		<b>4b</b>		
<b>c</b> Capital loss deduction for trusts		<b>4c</b>		
<b>5</b> Income (loss) from a partnership or an S corporation (attach statement) <b>STATEMENT 18</b>		<b>5</b> 57,248.		57,248.
<b>6</b> Rent income (Part IV)		<b>6</b>		
<b>7</b> Unrelated debt-financed income (Part V)		<b>7</b>		
<b>8</b> Interest, annuities, royalties, and rents from a controlled organization (Part VI)		<b>8</b>		
<b>9</b> Investment income of section 501(c)(7), (9), or (17) organizations (Part VII)		<b>9</b>		
<b>10</b> Exploited exempt activity income (Part VIII)		<b>10</b>		
<b>11</b> Advertising income (Part IX)		<b>11</b>		
<b>12</b> Other income (see instructions; attach statement)		<b>12</b>		
<b>13</b> <b>Total.</b> Combine lines 3 through 12		<b>13</b> 57,248.		57,248.

**Part II** **Deductions Not Taken Elsewhere.** See instructions for limitations on deductions. Deductions must be directly connected with the unrelated business income

<b>1</b> Compensation of officers, directors, and trustees (Part X)	<b>1</b>	
<b>2</b> Salaries and wages	<b>2</b>	
<b>3</b> Repairs and maintenance	<b>3</b>	
<b>4</b> Bad debts	<b>4</b>	
<b>5</b> Interest (attach statement). See instructions	<b>5</b>	
<b>6</b> Taxes and licenses	<b>6</b>	
<b>7</b> Depreciation (attach Form 4562). See instructions	<b>7</b>	
<b>8</b> Less depreciation claimed in Part III and elsewhere on return	<b>8a</b>	<b>8b</b>
<b>9</b> Depletion	<b>9</b>	
<b>10</b> Contributions to deferred compensation plans	<b>10</b>	
<b>11</b> Employee benefit programs	<b>11</b>	
<b>12</b> Excess exempt expenses (Part VIII)	<b>12</b>	
<b>13</b> Excess readership costs (Part IX)	<b>13</b>	
<b>14</b> Other deductions (attach statement)	<b>14</b>	
<b>15</b> <b>Total deductions.</b> Add lines 1 through 14	<b>15</b>	0.
<b>16</b> Unrelated business income before net operating loss deduction. Subtract line 15 from Part I, line 13, column (C)	<b>16</b>	57,248.
<b>17</b> Deduction for net operating loss. See instructions	<b>17</b>	0.
<b>18</b> <b>Unrelated business taxable income.</b> Subtract line 17 from line 16	<b>18</b>	57,248.

For Paperwork Reduction Act Notice, see instructions.

Schedule A (Form 990-T) 2023

**Part III Cost of Goods Sold**

Enter method of inventory valuation

1	Inventory at beginning of year .....	1	
2	Purchases .....	2	
3	Cost of labor .....	3	
4	Additional section 263A costs (attach statement) .....	4	
5	Other costs (attach statement) .....	5	
6	<b>Total.</b> Add lines 1 through 5 .....	6	
7	Inventory at end of year .....	7	
8	<b>Cost of goods sold.</b> Subtract line 7 from line 6. Enter here and in Part I, line 2 .....	8	
9	Do the rules of section 263A (with respect to property produced or acquired for resale) apply to the organization? .....		<input type="checkbox"/> Yes <input type="checkbox"/> No

**Part IV Rent Income (From Real Property and Personal Property Leased With Real Property)**

1	Description of property (property street address, city, state, ZIP code). Check if a dual-use. See instructions.				
A	<input type="checkbox"/>				
B	<input type="checkbox"/>				
C	<input type="checkbox"/>				
D	<input type="checkbox"/>				
2	Rent received or accrued	A	B	C	D
a	From personal property (if the percentage of rent for personal property is more than 10% but not more than 50%) .....				
b	From real and personal property (if the percentage of rent for personal property exceeds 50% or if the rent is based on profit or income) .....				
c	Total rents received or accrued by property. Add lines 2a and 2b, columns A through D .....				
3	Total rents received or accrued. Add line 2c, columns A through D. Enter here and on Part I, line 6, column (A) .....	0.			
4	Deductions directly connected with the income in lines 2a and 2b (attach statement) .....				
5	<b>Total deductions.</b> Add line 4, columns A through D. Enter here and on Part I, line 6, column (B) .....	0.			

**Part V Unrelated Debt-Financed Income** (see instructions)

1	Description of debt-financed property (street address, city, state, ZIP code). Check if a dual-use. See instructions.				
A	<input type="checkbox"/>				
B	<input type="checkbox"/>				
C	<input type="checkbox"/>				
D	<input type="checkbox"/>				
2	Gross income from or allocable to debt-financed property .....	A	B	C	D
3	Deductions directly connected with or allocable to debt-financed property				
a	Straight line depreciation (attach statement) .....				
b	Other deductions (attach statement) .....				
c	Total deductions (add lines 3a and 3b, columns A through D) .....				
4	Amount of average acquisition debt on or allocable to debt-financed property (attach statement) .....				
5	Average adjusted basis of or allocable to debt-financed property (attach statement) .....				
6	Divide line 4 by line 5 .....	%	%	%	%
7	Gross income reportable. Multiply line 2 by line 6 .....				
8	<b>Total gross income</b> (add line 7, columns A through D). Enter here and on Part I, line 7, column (A) .....	0.			
9	Allocable deductions. Multiply line 3c by line 6 .....				
10	<b>Total allocable deductions.</b> Add line 9, columns A through D. Enter here and on Part I, line 7, column (B) .....	0.			
11	<b>Total dividends-received deductions</b> included in line 10 .....	0.			

**Part VI Interest, Annuities, Royalties, and Rents From Controlled Organizations** (see instructions)

1. Name of controlled organization		2. Employer identification number	Exempt Controlled Organizations			6. Deductions directly connected with income in column 5
			3. Net unrelated income (loss) (see instructions)	4. Total of specified payments made	5. Part of column 4 that is included in the controlling organization's gross income	
(1)						
(2)						
(3)						
(4)						
Nonexempt Controlled Organizations						
7. Taxable Income		8. Net unrelated income (loss) (see instructions)	9. Total of specified payments made	10. Part of column 9 that is included in the controlling organization's gross income	11. Deductions directly connected with income in column 10	
(1)						
(2)						
(3)						
(4)						
				Add columns 5 and 10. Enter here and on Part I, line 8, column (A).	Add columns 6 and 11. Enter here and on Part I, line 8, column (B).	
<b>Totals</b>				0.	0.	

**Part VII Investment Income of a Section 501(c)(7), (9), or (17) Organization** (see instructions)

1. Description of income	2. Amount of income	3. Deductions directly connected (attach statement)	4. Set-asides (attach statement)	5. Total deductions and set-asides (add cols 3 and 4)
(1)				
(2)				
(3)				
(4)				
	Add amounts in column 2. Enter here and on Part I, line 9, column (A).			Add amounts in column 5. Enter here and on Part I, line 9, column (B).
<b>Totals</b>	0.			0.

**Part VIII Exploited Exempt Activity Income, Other Than Advertising Income** (see instructions)

1	Description of exploited activity:		
2	Gross unrelated business income from trade or business. Enter here and on Part I, line 10, column (A)	2	
3	Expenses directly connected with production of unrelated business income. Enter here and on Part I, line 10, column (B)	3	
4	Net income (loss) from unrelated trade or business. Subtract line 3 from line 2. If a gain, complete lines 5 through 7	4	
5	Gross income from activity that is not unrelated business income	5	
6	Expenses attributable to income entered on line 5	6	
7	Excess exempt expenses. Subtract line 5 from line 6, but do not enter more than the amount on line 4. Enter here and on Part II, line 12	7	

Schedule A (Form 990-T) 2023





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FORM 990-T (A)	INCOME (LOSS) FROM PARTNERSHIPS	STATEMENT 18
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DESCRIPTION	NET INCOME OR (LOSS)
CROSSHARBOR INSTITUTIONAL PARTNERS 2014 LP - ORDINARY BUSINESS INCOME (LOSS)	34,969.
KKR ENERGY INCOME & GROWTH FUND I - ORDINARY BUSINESS INCOME (LOSS)	11,548.
KKR INDEPENDENCE ENERGY - ORDINARY BUSINESS INCOME (LOSS)	10,731.
TOTAL INCLUDED ON SCHEDULE A, PART I, LINE 5	57,248.

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990-T SCH A	POST-2017 NET OPERATING LOSS DEDUCTION	STATEMENT 19
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TAX YEAR	LOSS SUSTAINED	LOSS PREVIOUSLY APPLIED	LOSS REMAINING	AVAILABLE THIS YEAR
12/31/20	32,300.	0.	32,300.	32,300.
12/31/22	156,429.	0.	156,429.	156,429.
NOL CARRYOVER AVAILABLE THIS YEAR			188,729.	188,729.

# Alternative Minimum Tax-Corporations

OMB No. 1545-0123

**2023**

Attach to your tax return.

Go to [www.irs.gov/Form4626](http://www.irs.gov/Form4626) for instructions and the latest information.

Name <b>UNITED STATES - JAPAN FOUNDATION</b>	Employer identification number <b>13-3054425</b>
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- A** Is the corporation filing this form a member of a controlled group treated as a single employer under sections 59(k)(1)(D) and 52? ..... ☐ Yes ☒ No  
If "Yes," the corporation must complete Part V listing the names, EINs, and separate company financial statement income or loss for each member of the controlled group treated as a single employer taken into account in the determination of "applicable corporation" under section 59(k)(1)(D).
- B** Is the corporation filing this form a member of a foreign-parented multinational group (FPMG) within the meaning of section 59(k)(2)(B)? ☐ Yes ☒ No  
If "Yes," the corporation must complete Part V listing the names, EINs, and separate company financial statement income or loss for each member of the FPMG under section 59(k)(2)(B).

**Part I Applicable Corporation Determination** (Report all amounts in U.S. dollars.)

*If you have already determined in current or prior years you are an applicable corporation, skip Part I and continue to Part II.*

	(a) First Preceding Year Ended	(b) Second Preceding Year Ended	(c) Third Preceding Year Ended
<b>1</b> Net income or loss per applicable financial statement(s) (AFS) (see inst):			
<b>a</b> Consolidated net income or loss per the AFS of the corporation .....	<b>1a</b>		
<b>b</b> Include AFS net income or loss of other includible entities (add net income and subtract net loss) .....	<b>1b</b>		
<b>c</b> Exclude AFS net income or loss of excludible entities (add net loss and subtract net income) .....	<b>1c</b>		
<b>d</b> Adjustment for certain consolidating entries (see instructions) .....	<b>1d</b>		
<b>e</b> Specified additional net income or loss item B. Reserved for future use	<b>1e</b>		
<b>f</b> AFS net income or loss of all entities in the test group before adjustments. Combine lines 1a through 1d .....	<b>1f</b>		
<b>2</b> Adjustments:			
<b>a</b> Financial statements covering different tax years .....	<b>2a</b>		
<b>b</b> Corporations that are not included on the taxpayer's consolidated return (see instructions) .....	<b>2b</b>		
<b>c</b> Pro-rata share of net income from controlled foreign corporations for which the corporation is a U.S. shareholder. If zero or less, enter -0- (see instructions for special rules if completing this form for an FPMG)	<b>2c</b>		
<b>d</b> Amounts that are not effectively connected to a U.S. trade or business (see instructions for special rules if completing this form for an FPMG)	<b>2d</b>		
<b>e</b> Certain taxes (see instructions) .....	<b>2e</b>		
<b>f</b> Patronage dividends and per-unit retain allocations (cooperatives only)	<b>2f</b>		
<b>g</b> Alaska native corporations .....	<b>2g</b>		
<b>h</b> Certain credits (see instructions) .....	<b>2h</b>		
<b>i</b> Mortgage servicing income .....	<b>2i</b>		
<b>j</b> Tax-exempt entities (organizations subject to tax under section 511) ...	<b>2j</b>		
<b>k</b> Depreciation .....	<b>2k</b>		
<b>l</b> Qualified wireless spectrum .....	<b>2l</b>		
<b>m</b> Covered transactions .....	<b>2m</b>		
<b>n</b> Adjustments related to bankruptcy and insolvency .....	<b>2n</b>		
<b>o</b> Certain insurance company adjustments .....	<b>2o</b>		
<b>p</b> Adjustment P - Reserved for future use .....	<b>2p</b>		
<b>q</b> Adjustment Q - Reserved for future use .....	<b>2q</b>		
<b>r</b> Adjustment R - Reserved for future use .....	<b>2r</b>		
<b>s</b> Adjustment S - Reserved for future use .....	<b>2s</b>		
<b>z</b> Other (see instructions) .....	<b>2z</b>		
<b>3</b> Specified adjustment. Reserved for future use .....	<b>3</b>		
<b>4</b> Total adjustments. Combine lines 2a through 2z .....	<b>4</b>		
<b>5</b> AFSI. Combine lines 1f and 4 .....	<b>5</b>		
<b>6</b> AFSI of first, second, and third preceding tax years. Combine columns (a), (b), and (c) of line 5 .....		<b>6</b>	
<b>7</b> 3-year average annual AFSI (see instructions) .....		<b>7</b>	

**Part I** **Applicable Corporation Determination** (Report all amounts in U.S. dollars.) (continued)

- 8** Is line 7 more than \$1 billion?  
☐ **Yes.** Continue to line 9.  
☐ **No.** STOP here and attach to your tax return.
- 9** Is the corporation a member of an FPMG within the meaning of section 59(k)(2)(B)?  
☐ **Yes.** Continue to line 10.  
☐ **No.** Continue to Part II.

	(a) First Preceding Year Ended	(b) Second Preceding Year Ended	(c) Third Preceding Year Ended
<b>10</b> AFSI for purposes of the \$100 million test before adjustments:			
<b>a</b> AFSI from line 5 .....	<b>10a</b>		
<b>b</b> Aggregation differences (see instructions) .....	<b>10b</b>		
<b>c</b> Total AFSI for purposes of the \$100 million test before adjustments. Combine lines 10a and 10b .....	<b>10c</b>		
<b>11</b> Adjustments:			
<b>a</b> Income not effectively connected to a U.S. trade or business .....	<b>11a</b>		
<b>b</b> Pro-rata share of CFC net income described in section 56A(c)(3) (attach worksheet) (see instructions) .....	<b>11b</b>		
<b>c</b> Reserved for future use - Other adjustments 1 .....	<b>11c</b>		
<b>d</b> Reserved for future use - Other adjustments 2 .....	<b>11d</b>		
<b>12</b> Total adjustments. Combine lines 11a and 11b .....	<b>12</b>		
<b>13</b> Total AFSI for purposes of the \$100 million test. Combine lines 10c and 12 .....	<b>13</b>		
<b>14</b> AFSI of first, second, and third preceding tax years. Combine columns (a), (b), and (c) of line 13 .....			<b>14</b>
<b>15</b> 3-year average annual AFSI for purposes of the \$100 million test .....			<b>15</b>
<b>16</b> Is line 15 \$100 million or more? <input type="checkbox"/> <b>Yes.</b> Continue to Part II. <input type="checkbox"/> <b>No.</b> STOP here. Attach to your tax return.			

Form **4626** (2023)

**Part II Corporate Alternative Minimum Tax**

<b>1</b> Net income or loss per applicable financial statement(s) (AFS) (see instructions):		
<b>a</b> Consolidated net income or loss per the AFS of the corporation .....	<b>1a</b>	56,248.
<b>b</b> Include AFS net income or loss of other includible entities (add net income and subtract net loss) .....	<b>1b</b>	
<b>c</b> Exclude AFS net income or loss of excludible entities (add net loss and subtract net income) .....	<b>1c</b>	
<b>d</b> Adjustment for certain consolidating entries (see instructions) .....	<b>1d</b>	
<b>e</b> Specified additional net income or loss item D. Reserved for future use .....	<b>1e</b>	
<b>f</b> AFS net income or loss before adjustments. Combine lines 1a through 1d .....	<b>1f</b>	56,248.
<b>2</b> Adjustments:		
<b>a</b> Financial statements covering different tax years .....	<b>2a</b>	
<b>b</b> Reserved for future use - Adjustment 2b .....	<b>2b</b>	
<b>c</b> Corporations that are not included on the taxpayers - consolidated return (see instructions) .....	<b>2c</b>	
<b>d</b> The corporation's distributive share of adjusted financial statement income of partnerships .....	<b>2d</b>	
<b>e</b> Pro-rata share of net income from controlled foreign corporations for which the corporation is a U.S. shareholder. If zero or less, enter -0-. (See instructions) .....	<b>2e</b>	
<b>f</b> Amounts that are not effectively connected to a U.S. trade or business .....	<b>2f</b>	
<b>g</b> Certain taxes. Enter the amount from Part III, line 7 .....	<b>2g</b>	
<b>h</b> Patronage dividends and per-unit retain allocations (cooperatives only) .....	<b>2h</b>	
<b>i</b> Alaska native corporations .....	<b>2i</b>	
<b>j</b> Certain credits (see instructions) .....	<b>2j</b>	
<b>k</b> Mortgage servicing income .....	<b>2k</b>	
<b>l</b> Covered benefit plans described in section 56A(c)(11)(B) .....	<b>2l</b>	
<b>m</b> Tax-exempt entities (organizations subject to tax under section 511) .....	<b>2m</b>	
<b>n</b> Depreciation .....	<b>2n</b>	
<b>o</b> Qualified wireless spectrum .....	<b>2o</b>	
<b>p</b> Covered transactions .....	<b>2p</b>	
<b>q</b> Adjustments related to bankruptcy and insolvency .....	<b>2q</b>	
<b>r</b> Certain insurance company adjustments .....	<b>2r</b>	
<b>s</b> AFSI adjustment S - Reserved for future use .....	<b>2s</b>	
<b>t</b> AFSI adjustment T - Reserved for future use .....	<b>2t</b>	
<b>u</b> AFSI adjustment U - Reserved for future use .....	<b>2u</b>	
<b>z</b> Other (see instructions) .....	<b>2z</b>	
<b>3</b> Total adjustments. Combine lines 2a through 2z .....	<b>3</b>	
<b>4</b> AFSI before financial statement net operating loss carryover. Combine lines 1f and 3 .....	<b>4</b>	56,248.
<b>5</b> Financial statement net operating loss (FSNOL) (see instructions) .....	<b>5</b>	
<b>6</b> AFSI. Subtract line 5 from line 4. If zero or less, enter -0- .....	<b>6</b>	56,248.
<b>7</b> Multiply line 6 by 15% (0.15) .....	<b>7</b>	8,437.
<b>8</b> Corporate alternative minimum tax foreign tax credit (CAMT FTC). Enter amount from Part IV, Section I, line 6 (see inst) .....	<b>8</b>	
<b>9</b> Tentative minimum tax. Subtract line 8 from line 7. If zero or less, enter -0- .....	<b>9</b>	8,437.
<b>10</b> Regular tax liability (see instructions) .....	<b>10</b>	
<b>11</b> Base erosion minimum tax (see instructions) .....	<b>11</b>	0.
<b>12</b> Combine lines 10 and 11 .....	<b>12</b>	
<b>13</b> Alternative minimum tax. Subtract line 12 from line 9. If zero or less, enter -0-. Enter here and on Form 1120, Schedule J, line 3, or the appropriate line of the corporation's income tax return .....	<b>13</b>	8,437.

**Part III Adjustment for Certain Taxes Under Section 56A(c)(5)**

<b>1</b> Current income tax provision - Foreign .....	<b>1</b>	
<b>2</b> Current income tax provision - Federal .....	<b>2</b>	
<b>3</b> Deferred income tax provision - Foreign .....	<b>3</b>	
<b>4</b> Deferred income tax provision - Federal .....	<b>4</b>	
<b>5</b> Income taxes included in equity method investment income .....	<b>5</b>	
<b>6a</b> Adjustment A - Reserved for future use .....	<b>6a</b>	
<b>b</b> Adjustment B - Reserved for future use .....	<b>6b</b>	
<b>c</b> Adjustment C - Reserved for future use .....	<b>6c</b>	
<b>d</b> Adjustment D - Reserved for future use .....	<b>6d</b>	
<b>e</b> Adjustment E - Reserved for future use .....	<b>6e</b>	
<b>f</b> Adjustment F - Reserved for future use .....	<b>6f</b>	
<b>g</b> Adjustment G - Reserved for future use .....	<b>6g</b>	
<b>h</b> Adjustment H - Reserved for future use .....	<b>6h</b>	
<b>z</b> Income taxes in other places .....	<b>6z</b>	
<b>7</b> Total. Combine lines 1 through 6z. Enter here and on Part II, line 2g .....	<b>7</b>	

**Part IV Alternative Minimum Tax - Corporations Foreign Tax Credit****Section I - AMT Foreign Tax Credit**

<b>1</b>	Domestic corporation AMT foreign income taxes:			
<b>a</b>	Total foreign taxes paid or accrued as reported on Form 1118, Schedule B, Part I, column 2(j) .....	<b>1a</b>		
<b>b</b>	Adjustment .....	<b>1b</b>		
<b>c</b>	Adjustment .....	<b>1c</b>		
<b>d</b>	Adjustment .....	<b>1d</b>		
<b>e</b>	Adjustment .....	<b>1e</b>		
<b>f</b>	Adjustment .....	<b>1f</b>		
<b>g</b>	Adjustment .....	<b>1g</b>		
<b>2</b>	Total domestic corporation AMT foreign income taxes. Combine lines 1a through 1g .....		<b>2</b>	
<b>3</b>	Allowable controlled foreign corporation (CFC) AMT foreign income taxes:			
<b>a</b>	Pro-rata share of CFC AMT foreign income taxes from Part IV, Section II, line 11, column (n) .....	<b>3a</b>		
<b>b</b>	Carryover of excess foreign taxes (from Part IV, Section III, line 4, column (vii)) .....	<b>3b</b>		
<b>c</b>	Total CFC AMT foreign income taxes. Add lines 3a and 3b .....		<b>3c</b>	
<b>d</b>	Percentage specified in section 55(b)(2)(A)(i) .....	<b>3d</b>	15%	
<b>e</b>	Pro-rata share of CFC net income described in section 56A(c)(3) (attach worksheet) (see instructions) .....	<b>3e</b>		
<b>f</b>	CFC AMT foreign tax credit limitation (multiply line 3d by line 3e) .....		<b>3f</b>	
<b>g</b>	Allowable CFC AMT foreign income taxes (lesser of line 3c or line 3f) .....		<b>3g</b>	
<b>4</b>	CAMT FTC Line 4 - Reserved for future use .....		<b>4</b>	
<b>5</b>	CAMT FTC Line 5 - Reserved for future use .....		<b>5</b>	
<b>6</b>	Total AMT foreign income taxes. Combine lines 2 and 3g. Enter this amount on Part II, line 8 .....		<b>6</b>	

Form **4626** (2023)

Form **5471**

(Rev. December 2023)

Department of the Treasury  
Internal Revenue Service**Information Return of U.S. Persons With  
Respect to Certain Foreign Corporations**Go to [www.irs.gov/Form5471](http://www.irs.gov/Form5471) for instructions and the latest information.Information furnished for the foreign corporation's annual accounting period (tax year required by  
section 898) (see instructions) beginning \_\_\_\_\_, and ending \_\_\_\_\_,

OMB No. 1545-0123

Attachment  
Sequence No. **121**

Name of person filing this return

**UNITED STATES - JAPAN FOUNDATION**

Number, street, and room or suite no. (or P.O. box number if mail is not delivered to street address)

**10045 RED RUN BLVD, 250**

City or town, state, and ZIP code

**OWINGS MILLS, MD 21117**Filer's tax year beginning **JAN 1**, **2023**, and ending **DEC 31**, **2023****D** Check box if this is a final Form 5471 for the foreign corporation ☐**E** Check if any excepted specified foreign financial assets are reported on this form (see instructions) ☐**F** Check the box if this Form 5471 has been completed using "Alternative Information" under Rev. Proc. 2019-40 ☐**G** If the box on line F is checked, enter the corresponding code for "Alternative Information" (see instructions) \_\_\_\_\_**H** Person(s) on whose behalf this information return is filed:

(1) Name	(2) Address	(3) Identifying number	(4) Check applicable box(es)		
			Shareholder	Officer	Director

**Important:** Fill in all applicable lines and schedules. All information **must** be in English. All amounts **must** be stated in U.S. dollars  
unless otherwise indicated.

<b>1a</b> Name and address of foreign corporation  <b>OCA BREDS III TE LLC 94 SOLARIS AVENUE CAMANA BAY GRAND CAYMAN KY1-1108 CAYMAN ISLANDS</b>		<b>b(1)</b> Employer identification number, if any <b>364835141</b>		
		<b>b(2)</b> Reference ID number (see instructions)		
		<b>b(3)</b> Previous reference ID number(s), if any (see instr.)		
		<b>c</b> Country under whose laws incorporated		
<b>d</b> Date of incorporation	<b>e</b> Principal place of business <b>CAYMAN ISLANDS</b>	<b>f</b> Principal business activity code number <b>523900</b>	<b>g</b> Principal business activity <b>INVESTMENT</b>	<b>h</b> Functional currency code <b>USD</b>

**2** Provide the following information for the foreign corporation's accounting period stated above.

<b>a</b> Name, address, and identifying number of branch office or agent (if any) in the United States	<b>b</b> If a U.S. income tax return was filed, enter:	
	(i) Taxable income or (loss)	(ii) U.S. income tax paid (after all credits)
<b>c</b> Name and address of foreign corporation's statutory or resident agent in country of incorporation	<b>d</b> Name and address (including corporate department, if applicable) of person (or persons) with custody of the books and records of the foreign corporation, and the location of such books and records, if different  <b>C/O OFFIT CAPITAL ADVISORS LLC 485 LEXINGTON AVENUE, 24TH FL NEW YORK 20017 CAYMAN ISLANDS</b>	

**Schedule A Stock of the Foreign Corporation**

(a) Description of each class of stock	(b) Number of shares issued and outstanding	
	(i) Beginning of annual accounting period	(ii) End of annual accounting period

Schedule B

Shareholders of Foreign Corporation

Part I

U.S. Shareholders of Foreign Corporation (see instructions)

(a) Name, address, and identifying number of shareholder	(b) Description of each class of stock held by shareholder. <b>Note:</b> This description should match the corresponding description entered in Schedule A, column (a).	(c) Number of shares held at beginning of annual accounting period	(d) Number of shares held at end of annual accounting period	(e) Pro rata share of Subpart F income (enter as a percentage)
UNITED STATES - JAPAN FO 10045 RED RUN BLVD, 250 OWINGS MILLS MD 21117 13-3054425				

Part II

Direct Shareholders of Foreign Corporation (see instructions)

(a) Name, address, and identifying number of shareholder. Also, include country of incorporation or formation, if applicable.	(b) Description of each class of stock held by shareholder. <b>Note:</b> This description should match the corresponding description entered in Schedule A, column (a).	(c) Number of shares held at beginning of annual accounting period	(d) Number of shares held at end of annual accounting period



**Schedule C** **Income Statement** (see instructions)

**Important:** Report all information in functional currency in accordance with U.S. generally accepted accounting principles (GAAP). Also, report each amount in U.S. dollars translated from functional currency (using GAAP translation rules). However, if the functional currency is the U.S. dollar, complete only the U.S. Dollars column. See instructions for special rules for dollar approximate separate transactions method (DASTM) corporations.

		Functional Currency	U.S. Dollars
<b>Income</b>	<b>1a</b> Gross receipts or sales .....	<b>1a</b>	
	<b>b</b> Returns and allowances .....	<b>1b</b>	
	<b>c</b> Subtract line 1b from line 1a .....	<b>1c</b>	
	<b>2</b> Cost of goods sold .....	<b>2</b>	
	<b>3</b> Gross profit (subtract line 2 from line 1c) .....	<b>3</b>	
	<b>4</b> Dividends .....	<b>4</b>	
	<b>5</b> Interest .....	<b>5</b>	
	<b>6a</b> Gross rents .....	<b>6a</b>	
	<b>b</b> Gross royalties and license fees .....	<b>6b</b>	
	<b>7</b> Net gain or (loss) on sale of capital assets .....	<b>7</b>	
<b>Deductions</b>	<b>8a</b> Foreign currency transaction gain or loss - unrealized .....	<b>8a</b>	
	<b>b</b> Foreign currency transaction gain or loss - realized .....	<b>8b</b>	
	<b>9</b> Other income (attach statement) .....	<b>9</b>	
	<b>10</b> Total income (add lines 3 through 9) .....	<b>10</b>	
	<b>11</b> Compensation not deducted elsewhere .....	<b>11</b>	
	<b>12a</b> Rents .....	<b>12a</b>	
	<b>b</b> Royalties and license fees .....	<b>12b</b>	
	<b>13</b> Interest .....	<b>13</b>	
	<b>14</b> Depreciation not deducted elsewhere .....	<b>14</b>	
	<b>15</b> Depletion .....	<b>15</b>	
<b>Net Income</b>	<b>16</b> Taxes (exclude income tax expense (benefit)) .....	<b>16</b>	
	<b>17</b> Other deductions (attach statement - exclude income tax expense (benefit)) .....	<b>17</b>	
	<b>18</b> Total deductions (add lines 11 through 17) .....	<b>18</b>	
	<b>19</b> Net income or (loss) before unusual or infrequently occurring items, and income tax expense (benefit) (subtract line 18 from line 10) .....	<b>19</b>	
	<b>20</b> Unusual or infrequently occurring items .....	<b>20</b>	
	<b>21a</b> Income tax expense (benefit) - current .....	<b>21a</b>	
<b>Other Comprehensive Income</b>	<b>b</b> Income tax expense (benefit) - deferred .....	<b>21b</b>	
	<b>22</b> Current year net income or (loss) per books (combine lines 19 through 21b) .....	<b>22</b>	
	<b>23a</b> Foreign currency translation adjustments .....	<b>23a</b>	
	<b>b</b> Other .....	<b>23b</b>	
	<b>c</b> Income tax expense (benefit) related to other comprehensive income .....	<b>23c</b>	
	<b>24</b> Other comprehensive income (loss), net of tax (line 23a plus line 23b less line 23c) .....	<b>24</b>	

Form **5471** (Rev. 12-2023)

**Schedule F Balance Sheet**

**Important:** Report all amounts in U.S. dollars prepared and translated in accordance with U.S. GAAP. See instructions for an exception for DASTM corporations.

Assets		(a) Beginning of annual accounting period	(b) End of annual accounting period
1	Cash .....	1	
2a	Trade notes and accounts receivable .....	2a	
b	Less allowance for bad debts .....	2b	( ) ( )
3	Derivatives .....	3	
4	Inventories .....	4	
5	Other current assets (attach statement) .....	5	
6	Loans to shareholders and other related persons .....	6	
7	Investment in subsidiaries (attach statement) .....	7	
8	Other investments (attach statement) .....	8	
9a	Buildings and other depreciable assets .....	9a	
b	Less accumulated depreciation .....	9b	( ) ( )
10a	Depletable assets .....	10a	
b	Less accumulated depletion .....	10b	( ) ( )
11	Land (net of any amortization) .....	11	
12	Intangible assets:		
a	Goodwill .....	12a	
b	Organization costs .....	12b	
c	Patents, trademarks, and other intangible assets .....	12c	
d	Less accumulated amortization for lines 12a, 12b, and 12c .....	12d	( ) ( )
13	Other assets (attach statement) .....	13	
14	Total assets .....	14	
<b>Liabilities and Shareholders' Equity</b>			
15	Accounts payable .....	15	
16	Other current liabilities (attach statement) .....	16	
17	Derivatives .....	17	
18	Loans from shareholders and other related persons .....	18	
19	Other liabilities (attach statement) .....	19	
20	Capital stock:		
a	Preferred stock .....	20a	
b	Common stock .....	20b	
21	Paid-in or capital surplus (attach reconciliation) .....	21	
22	Retained earnings .....	22	
23	Less cost of treasury stock .....	23	( ) ( )
24	Total liabilities and shareholders' equity .....	24	

**Schedule G Other Information**

	Yes	No
1 During the tax year, did the foreign corporation own at least a 10% interest, directly or indirectly, in any foreign partnership? .....		X
If "Yes," see the instructions for required statement.		
2 During the tax year, did the foreign corporation own an interest in any trust? .....		X
3 During the tax year, did the foreign corporation own any foreign entities that were disregarded as separate from their owner under Regulations sections 301.7701-2 and 301.7701-3 or did the foreign corporation own any foreign branches (see instructions)? .....		X
If "Yes," you are generally required to attach Form 8858 for each entity or branch (see instructions).		
4a During the tax year, did the filer pay or accrue any base erosion payment under section 59A(d) to the foreign corporation or did the filer have a base erosion tax benefit under section 59A(c)(2) with respect to a base erosion payment made or accrued to the foreign corporation (see instructions)? .....		X
If "Yes," complete lines 4b and 4c.		
b Enter the total amount of the base erosion payments .....	\$	
c Enter the total amount of the base erosion tax benefits .....	\$	
5a During the tax year, did the foreign corporation pay or accrue any interest or royalty for which the deduction is not allowed under section 267A? .....		X
If "Yes," complete line 5b.		
b Enter the total amount of the disallowed deductions (see instructions) .....	\$	

**Schedule G** Other Information (continued)

	Yes	No
<b>6a</b> Is the filer claiming a foreign-derived intangible income (FDII) deduction (under section 250) with respect to any transactions with the foreign corporation? ..... If "Yes," complete lines 6b, 6c, and 6d. See instructions.		<b>X</b>
<b>b</b> Enter the amount of gross receipts derived from all sales of general property to the foreign corporation that the filer included in its computation of foreign-derived deduction eligible income (FDDEI) ..... \$ .....		
<b>c</b> Enter the amount of gross receipts derived from all sales of intangible property to the foreign corporation that the filer included in its computation of FDDEI ..... \$ .....		
<b>d</b> Enter the amount of gross receipts derived from all services provided to the foreign corporation that the filer included in its computation of FDDEI ..... \$ .....		
<b>7</b> During the tax year, was the foreign corporation a participant in any cost sharing arrangement? ..... If the answer to question 7 is "Yes," complete a separate Schedule G-1 for each cost sharing arrangement in which the foreign corporation was a participant during the tax year.		<b>X</b>
<b>8</b> From April 25, 2014, to December 31, 2017, did the foreign corporation purchase stock or securities of a shareholder of the foreign corporation for use in a triangular reorganization (within the meaning of Regulations section 1.358-6(b)(2))?		<b>X</b>
<b>9a</b> Did the foreign corporation receive any intangible property in a prior year or the current tax year for which the U.S. transferor is required to report a section 367(d) annual income inclusion for the tax year? ..... If "Yes," go to line 9b.		<b>X</b>
<b>b</b> Enter in functional currency the amount of the earnings and profits reduction pursuant to section 367(d) (2)(B) for the tax year .....		
<b>10</b> During the tax year, was the foreign corporation an expatriated foreign subsidiary under Regulations section 1.7874-12(a)(9)? ..... If "Yes," see instructions and attach statement.		<b>X</b>
<b>11</b> During the tax year, did the foreign corporation participate in any reportable transaction as defined in Regulations section 1.6011-4? ..... If "Yes," attach Form(s) 8886 if required by Regulations section 1.6011-4(c)(3)(i)(G).		<b>X</b>
<b>12</b> During the tax year, did the foreign corporation pay or accrue any foreign tax that was disqualified for credit under section 901(m)? .....		<b>X</b>
<b>13</b> During the tax year, did the foreign corporation pay or accrue foreign taxes to which section 909 applies, or treat foreign taxes that were previously suspended under section 909 as no longer suspended? .....		<b>X</b>
<b>14</b> Did you answer "Yes" to any of the questions in the instructions for line 14? ..... If "Yes," enter the corresponding code(s) from the instructions and attach statement .....		<b>X</b>
<b>15</b> Does the foreign corporation have interest expense disallowed under section 163(j) (see instructions)? ..... If "Yes," enter the amount ..... \$ .....		<b>X</b>
<b>16</b> Does the foreign corporation have previously disallowed interest expense under section 163(j) carried forward to the current tax year (see instructions)? ..... If "Yes," enter the amount ..... \$ .....		<b>X</b>
<b>17a</b> Did any extraordinary reduction with respect to a controlling section 245A shareholder occur during the tax year (see instructions)? .....		<b>X</b>
<b>b</b> If the answer to question 17a is "Yes," was an election made to close the tax year such that no amount is treated as an extraordinary reduction amount or tiered extraordinary reduction amount (see instructions)? .....		
<b>18a</b> Did the filer have any loan to or from the foreign corporation to which the safe-haven rate rules of Regulations section 1.482-2(a)(2)(iii)(B) are applicable, and for which the filer used a rate of interest within the relevant safehaven range (100% to 130% of the applicable Federal rate (AFR) for the relevant term)? .....		<b>X</b>
<b>b</b> Did the filer have any loan to or from the foreign corporation to which the safe-haven rate rules of Regulations section 1.482-2(a)(2)(iii)(B) are applicable, and for which the filer used a rate of interest outside the relevant safehaven range (100% to 130% of the applicable Federal rate (AFR) for the relevant term)? .....		<b>X</b>
<b>19a</b> Did the filer issue a covered debt instrument in any of the transactions described in Regulations section 1.385-3(b) (2) with respect to the foreign corporation during the tax year, or, did the filer issue or refinance indebtedness owed to the foreign corporation during the 36 months before or after the date of a distribution or acquisition described in Regulations section 1.385-3(b)(3)(i) made by the filer of this Form 5471, and either the issuance or refinance of indebtedness, or the distribution or acquisition, occurred during the tax year? .....		<b>X</b>
<b>b</b> If the answer to question 19a is "Yes," provide the following. (1) The amount of such transaction(s), distribution(s), and acquisition(s) ..... \$ ..... (2) The amount of such related party indebtedness ..... \$ .....		

**Schedule I Summary of Shareholder's Income From Foreign Corporation** (see instructions)

If item H on page 1 is completed, a separate Schedule I must be filed for each Category 4, 5a, or 5b filer for whom reporting is furnished on this Form 5471. This Schedule I is being completed for:

Name of U.S. shareholder	Identifying number
<b>1a</b> Section 964(e)(4) subpart F dividend income from the sale of stock of a lower-tier foreign corporation (see instructions) .....	<b>1a</b>
<b>b</b> Section 245A(e)(2) subpart F income from hybrid dividends of tiered corporations (see instructions) .....	<b>1b</b>
<b>c</b> Subpart F income from tiered extraordinary disposition amounts not eligible for subpart F exception under section 954(c)(6) .....	<b>1c</b>
<b>d</b> Subpart F income from tiered extraordinary reduction amounts not eligible for subpart F exception under section 954(c)(6) .....	<b>1d</b>
<b>e</b> Section 954(c) Subpart F Foreign Personal Holding Company Income (enter result from Worksheet A) .....	<b>1e</b>
<b>f</b> Section 954(d) Subpart F Foreign Base Company Sales Income (enter result from Worksheet A) .....	<b>1f</b>
<b>g</b> Section 954(e) Subpart F Foreign Base Company Services Income (enter result from Worksheet A) .....	<b>1g</b>
<b>h</b> Other subpart F income (enter result from Worksheet A) .....	<b>1h</b>
<b>2</b> Earnings invested in U.S. property (enter the result from Worksheet B) .....	<b>2</b>
<b>3</b> Reserved for future use .....	<b>3</b>
<b>4</b> Factoring income .....	<b>4</b>
See instructions for reporting amounts on lines 1, 2, and 4 on your income tax return.	
<b>5a</b> Section 245A eligible dividends (see instructions) .....	<b>5a</b>
<b>b</b> Extraordinary disposition amounts (see instructions) .....	<b>5b</b>
<b>c</b> Extraordinary reduction amounts (see instructions) .....	<b>5c</b>
<b>d</b> Section 245A(e) dividends (see instructions) .....	<b>5d</b>
<b>e</b> Dividends not reported on line 5a, 5b, 5c, or 5d .....	<b>5e</b>
<b>6</b> Exchange gain or (loss) on a distribution of previously taxed earnings and profits .....	<b>6</b>

	Yes	No
<b>7a</b> Was any income of the foreign corporation blocked? .....		
<b>b</b> Did any such income become unblocked during the tax year (see section 964(b))? .....		
If the answer to either question is "Yes," attach an explanation.		
<b>8a</b> Did this U.S. shareholder have an extraordinary disposition (ED) account with respect to the foreign corporation at any time during the tax year (see instructions)? .....		<b>X</b>
<b>b</b> If the answer to question 8a is "Yes," enter the U.S. shareholder's ED account balance at the beginning of the CFC year \$ ..... and at the end of the tax year \$ ..... Provide an attachment detailing any changes from the beginning to the ending balances.		
<b>c</b> Enter the CFC's aggregate ED account balance with respect to all U.S. shareholders at the beginning of the CFC year \$ ..... and at the end of the tax year \$ ..... Provide an attachment detailing any changes from the beginning to the ending balances.		
<b>9</b> Enter the sum of the hybrid deduction accounts with respect to stock of the foreign corporation (see instructions) .....		\$ .....

Form **5471** (Rev. 12-2023)

SCHEDULE E  
(Form 5471)

(Rev. December 2021)  
Department of the Treasury  
Internal Revenue Service

Income, War Profits, and Excess Profits Taxes Paid or Accrued

► Attach to Form 5471.

► Go to [www.irs.gov/Form5471](http://www.irs.gov/Form5471) for instructions and the latest information.

OMB No. 1545-0123

Name of person filing Form 5471

UNITED STATES - JAPAN FOUNDATION

Identifying number

13-3054425

Name of foreign corporation

OCA BRED3 III TE LLC

EIN (if any)

364835141

Reference ID number (see instructions)

► PAS

a Separate Category (Enter code - see instructions.)

b If code 901 is entered on line a, enter the country code for the sanctioned country (see instructions)

c If one of the RBT codes is entered on line a, enter the country code for the treaty country (see instructions)

Part I Taxes for Which a Foreign Tax Credit Is Allowed

Section 1 - Taxes Paid or Accrued Directly by Foreign Corporation

	(a) Name of Payor Entity	(b) EIN or Reference ID Number of Payor Entity	(c) Unsuspended Taxes	(d) Country or U.S. Possession to Which Tax Is Paid (Enter code - see instructions. Use a separate line for each.)	(e) Foreign Tax Year of Payor Entity to Which Tax Relates (Year/Month/Day)	(f) U.S. Tax Year of Payor Entity to Which Tax Relates (Year/Month/Day)	
1			<input type="checkbox"/>				
2			<input type="checkbox"/>				
3			<input type="checkbox"/>				
4			<input type="checkbox"/>				
	(g) Income Subject to Tax in the Foreign Jurisdiction (see instructions)	(h) If taxes are paid on U.S. source income, check box	(i) Local Currency in Which Tax Is Payable (enter code - see instructions)	(j) Tax Paid or Accrued (in local currency in which the tax is payable)	(k) Conversion Rate to U.S. Dollars	(l) In U.S. Dollars (divide column (j) by column (k))	(m) In Functional Currency of Foreign Corporation
1		<input type="checkbox"/>					
2		<input type="checkbox"/>					
3		<input type="checkbox"/>					
4		<input type="checkbox"/>					
5	Total (combine lines 1 through 4 of column (l)). Also report amount on Schedule E-1, line 4						
6	Total (combine lines 1 through 4 of column (m))						▲

Section 2 - Taxes Deemed Paid by Foreign Corporation

	(a) Name of Lower-Tier Distributing Foreign Corporation	(b) EIN or Reference ID Number of Lower-Tier Distributing Foreign Corporation	(c) Country or U.S. Possession to Which Tax Is Paid (Enter code-see instructions. Use a separate line for each.)	(d) PTEP Group (enter code)	(e) Annual PTEP Account (enter year)
1					
2					
3					
4					
	(f) PTEP Distributed (enter amount in functional currency)	(g) Total Amount of PTEP in the PTEP Group (in functional currency)	(h) Total Amount of the PTEP Group Taxes With Respect to PTEP Group (USD)	(i) Foreign Income Taxes Properly Attributable to PTEP and not Previously Deemed Paid ((column (f)/column (g)) x column (h)) (USD)	
1					
2					
3					
4					
5	Total (combine lines 1 through 4 of column (i)). Also report amount on Schedule E-1, line 6				

Name of foreign corporation	EIN (if any)	Reference ID number (see instructions)
OCA BRED S III TE LLC	364835141	

- a Separate Category (Enter code - see instructions.) PAS
- b If code 901j is entered on line a, enter the country code for the sanctioned country (see instructions.) PAS
- c If one of the RBT codes is entered on line a, enter the country code for the treaty country (see instructions.) PAS

**Part II Election**

For tax years beginning after December 31, 2004, has an election been made under section 986(a)(1)(D) to translate taxes using the exchange rate on the date of payment?

☐ Yes ☒ No If "Yes," state date of election

**Part III Taxes for Which a Foreign Tax Credit Is Disallowed** (Enter in functional currency of foreign corporation.)

	(a) Name of Payor Entity	(b) EIN or Reference ID No. of Payor Entity	(c) Section 901(j)	(d) Section 901(k) and (l)	(e) Section 901(m)	(f) U.S. Taxes	(g) Suspended Taxes	(h) Other	(i) Total
1									
2									
3	In functional currency (combine lines 1 and 2)								
4	In U.S. dollars (translated at the average exchange rate, as defined in section 989(b)(3) and related regulations (see instructions))								

**Schedule E-1 Taxes Paid, Accrued, or Deemed Paid on Earnings and Profits (E&P) of Foreign Corporation**

		Taxes related to:			
		(a) Subpart F Income	(b) Tested Income	(c) Residual Income	(d) Suspended Taxes
1a	Balance at beginning of year (as reported in prior year Schedule E-1)				
b	Beginning balance adjustments (attach statement)				
c	Adjusted beginning balance (combine lines 1a and 1b)				
2	Adjustment for foreign tax redetermination				
3a	Taxes unsuspended under anti-splitter rules				
b	Taxes suspended under anti-splitter rules				
4	Taxes reported on Schedule E, Part I, Section 1, line 5, column (l)				
5	Taxes carried over in nonrecognition transactions				
6	Taxes reported on Schedule E, Part I, Section 2, line 5, column (l)				
7	Other adjustments (attach statement)				
8	Taxes paid or accrued on current income/E&P or accumulated E&P (combine lines 1c through 7)				
9	Taxes deemed paid with respect to inclusions (see instructions)				
10	Taxes deemed paid with respect to actual distributions				
11	Taxes on amounts reclassified to section 959(c)(1) E&P from section 959(c)(2) E&P				
12	Other (attach statement)				
13	Balance of taxes paid or accrued (combine lines 8 through 12 in columns (a), (b), and (c))				
14	Reserved for future use				
15	Reduction for other taxes not deemed paid				
16	Balance of taxes paid or accrued at the beginning of the next year. Line 16, columns (a), (b), and (c) must always equal zero. So, if necessary, enter negative amounts on line 15 of columns (a), (b), and (c) in amounts sufficient to reduce line 13, columns (a), (b), and (c) to zero. For the remaining columns, combine lines 8 through 12				

Name of foreign corporation	EIN (if any)	Reference ID number (see instructions)
<b>OCA BRED S III TE LLC</b>	<b>364835141</b>	

- a** Separate Category (Enter code - see instructions.) ..... **PAS**
- b** If code 901j is entered on line a, enter the country code for the sanctioned country (see instructions) ..... **PAS**
- c** If one of the RBT codes is entered on line a, enter the country code for the treaty country (see instructions) ..... **PAS**

### Schedule E-1 Taxes Paid, Accrued, or Deemed Paid on Accumulated Earnings and Profits (E&P) of Foreign Corporation (continued)

	(i) Reclassified section 965(a) PTEP	(ii) Reclassified section 965(b) PTEP	(iii) General section 959(c)(1) PTEP	(iv) Reclassified section 951A PTEP	(v) Reclassified section 245A(d) PTEP	(vi) Section 965(a) PTEP	(vii) Section 965(b) PTEP	(viii) Section 951A PTEP	(ix) Section 245A(d) PTEP	(x) Section 951(a)(1)(A) PTEP
<b>1a</b>										
<b>b</b>										
<b>c</b>										
<b>2</b>										
<b>3a</b>										
<b>b</b>										
<b>4</b>										
<b>5</b>										
<b>6</b>										
<b>7</b>										
<b>8</b>										
<b>9</b>										
<b>10</b>										
<b>11</b>										
<b>12</b>										
<b>13</b>										
<b>14</b>										
<b>15</b>										
<b>16</b>										



Form **5471**

(Rev. December 2023)

Department of the Treasury  
Internal Revenue Service**Information Return of U.S. Persons With  
Respect to Certain Foreign Corporations**Go to [www.irs.gov/Form5471](http://www.irs.gov/Form5471) for instructions and the latest information.Information furnished for the foreign corporation's annual accounting period (tax year required by  
section 898) (see instructions) beginning , and ending ,

OMB No. 1545-0123

Attachment  
Sequence No. **121**

Name of person filing this return

**UNITED STATES - JAPAN FOUNDATION**

Number, street, and room or suite no. (or P.O. box number if mail is not delivered to street address)

**10045 RED RUN BLVD, 250**

City or town, state, and ZIP code

**OWINGS MILLS, MD 21117**Filer's tax year beginning **JAN 1**, **2023**, and ending **DEC 31**, **2023****D** Check box if this is a final Form 5471 for the foreign corporation ☐**E** Check if any excepted specified foreign financial assets are reported on this form (see instructions) ☐**F** Check the box if this Form 5471 has been completed using "Alternative Information" under Rev. Proc. 2019-40 ☐**G** If the box on line F is checked, enter the corresponding code for "Alternative Information" (see instructions) \_\_\_\_\_**H** Person(s) on whose behalf this information return is filed:

(1) Name	(2) Address	(3) Identifying number	(4) Check applicable box(es)		
			Shareholder	Officer	Director

**Important:** Fill in all applicable lines and schedules. All information **must** be in English. All amounts **must** be stated in U.S. dollars  
unless otherwise indicated.

<b>1a</b> Name and address of foreign corporation  <b>OCA PATRIA V LLC 94 SOLARIS AVENUE CAMANA BAY KY1-1108 CAYMAN ISLANDS</b>		<b>b(1)</b> Employer identification number, if any <b>352506934</b>		
		<b>b(2)</b> Reference ID number (see instructions)		
		<b>b(3)</b> Previous reference ID number(s), if any (see instr.)		
		<b>c</b> Country under whose laws incorporated		
<b>d</b> Date of incorporation	<b>e</b> Principal place of business <b>CAYMAN ISLANDS</b>	<b>f</b> Principal business activity code number <b>523900</b>	<b>g</b> Principal business activity <b>INVESTMENT</b>	<b>h</b> Functional currency code <b>USD</b>

**2** Provide the following information for the foreign corporation's accounting period stated above.

<b>a</b> Name, address, and identifying number of branch office or agent (if any) in the United States	<b>b</b> If a U.S. income tax return was filed, enter:	
	(i) Taxable income or (loss)	(ii) U.S. income tax paid (after all credits)
<b>c</b> Name and address of foreign corporation's statutory or resident agent in country of incorporation	<b>d</b> Name and address (including corporate department, if applicable) of person (or persons) with custody of the books and records of the foreign corporation, and the location of such books and records, if different  <b>C/O OFFIT CAPITAL ADVISORS LLC 485 LEXINGTON AVENUE 24TH FLOOR NEW YORK 10017 CAYMAN ISLANDS</b>	

**Schedule A Stock of the Foreign Corporation**

(a) Description of each class of stock	(b) Number of shares issued and outstanding	
	(i) Beginning of annual accounting period	(ii) End of annual accounting period



Schedule B

Shareholders of Foreign Corporation

Part I

U.S. Shareholders of Foreign Corporation (see instructions)

(a) Name, address, and identifying number of shareholder	(b) Description of each class of stock held by shareholder. Note: This description should match the corresponding description entered in Schedule A, column (a).	(c) Number of shares held at beginning of annual accounting period	(d) Number of shares held at end of annual accounting period	(e) Pro rata share of Subpart F income (enter as a percentage)
10045 RED RUN BLVD, 250 OWINGS MILLS NY 21117 13-3054425				

Part II

Direct Shareholders of Foreign Corporation (see instructions)

(a) Name, address, and identifying number of shareholder. Also, include country of incorporation or formation, if applicable.	(b) Description of each class of stock held by shareholder. Note: This description should match the corresponding description entered in Schedule A, column (a).	(c) Number of shares held at beginning of annual accounting period	(d) Number of shares held at end of annual accounting period

**Schedule C** **Income Statement** (see instructions)

**Important:** Report all information in functional currency in accordance with U.S. generally accepted accounting principles (GAAP). Also, report each amount in U.S. dollars translated from functional currency (using GAAP translation rules). However, if the functional currency is the U.S. dollar, complete only the U.S. Dollars column. See instructions for special rules for dollar approximate separate transactions method (DASTM) corporations.

		Functional Currency	U.S. Dollars
<b>Income</b>	<b>1a</b> Gross receipts or sales .....	<b>1a</b>	
	<b>b</b> Returns and allowances .....	<b>1b</b>	
	<b>c</b> Subtract line 1b from line 1a .....	<b>1c</b>	
	<b>2</b> Cost of goods sold .....	<b>2</b>	
	<b>3</b> Gross profit (subtract line 2 from line 1c) .....	<b>3</b>	
	<b>4</b> Dividends .....	<b>4</b>	
	<b>5</b> Interest .....	<b>5</b>	
	<b>6a</b> Gross rents .....	<b>6a</b>	
	<b>b</b> Gross royalties and license fees .....	<b>6b</b>	
	<b>7</b> Net gain or (loss) on sale of capital assets .....	<b>7</b>	
<b>Deductions</b>	<b>8a</b> Foreign currency transaction gain or loss - unrealized .....	<b>8a</b>	
	<b>b</b> Foreign currency transaction gain or loss - realized .....	<b>8b</b>	
	<b>9</b> Other income (attach statement) .....	<b>9</b>	
	<b>10</b> Total income (add lines 3 through 9) .....	<b>10</b>	
	<b>11</b> Compensation not deducted elsewhere .....	<b>11</b>	
	<b>12a</b> Rents .....	<b>12a</b>	
	<b>b</b> Royalties and license fees .....	<b>12b</b>	
	<b>13</b> Interest .....	<b>13</b>	
	<b>14</b> Depreciation not deducted elsewhere .....	<b>14</b>	
	<b>15</b> Depletion .....	<b>15</b>	
<b>Net Income</b>	<b>16</b> Taxes (exclude income tax expense (benefit)) .....	<b>16</b>	
	<b>17</b> Other deductions (attach statement - exclude income tax expense (benefit)) .....	<b>17</b>	
	<b>18</b> Total deductions (add lines 11 through 17) .....	<b>18</b>	
	<b>19</b> Net income or (loss) before unusual or infrequently occurring items, and income tax expense (benefit) (subtract line 18 from line 10) .....	<b>19</b>	
	<b>20</b> Unusual or infrequently occurring items .....	<b>20</b>	
	<b>21a</b> Income tax expense (benefit) - current .....	<b>21a</b>	
<b>Other Comprehensive Income</b>	<b>b</b> Income tax expense (benefit) - deferred .....	<b>21b</b>	
	<b>22</b> Current year net income or (loss) per books (combine lines 19 through 21b) .....	<b>22</b>	
	<b>23a</b> Foreign currency translation adjustments .....	<b>23a</b>	
	<b>b</b> Other .....	<b>23b</b>	
	<b>c</b> Income tax expense (benefit) related to other comprehensive income .....	<b>23c</b>	
	<b>24</b> Other comprehensive income (loss), net of tax (line 23a plus line 23b less line 23c) .....	<b>24</b>	

Form **5471** (Rev. 12-2023)

**Schedule F Balance Sheet**

**Important:** Report all amounts in U.S. dollars prepared and translated in accordance with U.S. GAAP. See instructions for an exception for DASTM corporations.

Assets		(a) Beginning of annual accounting period	(b) End of annual accounting period
1	Cash .....	1	
2a	Trade notes and accounts receivable .....	2a	
b	Less allowance for bad debts .....	2b	( ) ( )
3	Derivatives .....	3	
4	Inventories .....	4	
5	Other current assets (attach statement) .....	5	
6	Loans to shareholders and other related persons .....	6	
7	Investment in subsidiaries (attach statement) .....	7	
8	Other investments (attach statement) .....	8	
9a	Buildings and other depreciable assets .....	9a	
b	Less accumulated depreciation .....	9b	( ) ( )
10a	Depletable assets .....	10a	
b	Less accumulated depletion .....	10b	( ) ( )
11	Land (net of any amortization) .....	11	
12	Intangible assets:		
a	Goodwill .....	12a	
b	Organization costs .....	12b	
c	Patents, trademarks, and other intangible assets .....	12c	
d	Less accumulated amortization for lines 12a, 12b, and 12c .....	12d	( ) ( )
13	Other assets (attach statement) .....	13	
14	Total assets .....	14	
<b>Liabilities and Shareholders' Equity</b>			
15	Accounts payable .....	15	
16	Other current liabilities (attach statement) .....	16	
17	Derivatives .....	17	
18	Loans from shareholders and other related persons .....	18	
19	Other liabilities (attach statement) .....	19	
20	Capital stock:		
a	Preferred stock .....	20a	
b	Common stock .....	20b	
21	Paid-in or capital surplus (attach reconciliation) .....	21	
22	Retained earnings .....	22	
23	Less cost of treasury stock .....	23	( ) ( )
24	Total liabilities and shareholders' equity .....	24	

**Schedule G Other Information**

	Yes	No
1 During the tax year, did the foreign corporation own at least a 10% interest, directly or indirectly, in any foreign partnership? .....		X
If "Yes," see the instructions for required statement.		
2 During the tax year, did the foreign corporation own an interest in any trust? .....		X
3 During the tax year, did the foreign corporation own any foreign entities that were disregarded as separate from their owner under Regulations sections 301.7701-2 and 301.7701-3 or did the foreign corporation own any foreign branches (see instructions)? .....		X
If "Yes," you are generally required to attach Form 8858 for each entity or branch (see instructions).		
4a During the tax year, did the filer pay or accrue any base erosion payment under section 59A(d) to the foreign corporation or did the filer have a base erosion tax benefit under section 59A(c)(2) with respect to a base erosion payment made or accrued to the foreign corporation (see instructions)? .....		X
If "Yes," complete lines 4b and 4c.		
b Enter the total amount of the base erosion payments .....	\$	
c Enter the total amount of the base erosion tax benefits .....	\$	
5a During the tax year, did the foreign corporation pay or accrue any interest or royalty for which the deduction is not allowed under section 267A? .....		X
If "Yes," complete line 5b.		
b Enter the total amount of the disallowed deductions (see instructions) .....	\$	

**Schedule G** Other Information (continued)

	Yes	No
<b>6a</b> Is the filer claiming a foreign-derived intangible income (FDII) deduction (under section 250) with respect to any transactions with the foreign corporation? ..... If "Yes," complete lines 6b, 6c, and 6d. See instructions.		<b>X</b>
<b>b</b> Enter the amount of gross receipts derived from all sales of general property to the foreign corporation that the filer included in its computation of foreign-derived deduction eligible income (FDDEI) ..... \$ _____		
<b>c</b> Enter the amount of gross receipts derived from all sales of intangible property to the foreign corporation that the filer included in its computation of FDDEI ..... \$ _____		
<b>d</b> Enter the amount of gross receipts derived from all services provided to the foreign corporation that the filer included in its computation of FDDEI ..... \$ _____		
<b>7</b> During the tax year, was the foreign corporation a participant in any cost sharing arrangement? ..... If the answer to question 7 is "Yes," complete a separate Schedule G-1 for each cost sharing arrangement in which the foreign corporation was a participant during the tax year.		<b>X</b>
<b>8</b> From April 25, 2014, to December 31, 2017, did the foreign corporation purchase stock or securities of a shareholder of the foreign corporation for use in a triangular reorganization (within the meaning of Regulations section 1.358-6(b)(2))?		<b>X</b>
<b>9a</b> Did the foreign corporation receive any intangible property in a prior year or the current tax year for which the U.S. transferor is required to report a section 367(d) annual income inclusion for the tax year? ..... If "Yes," go to line 9b.		<b>X</b>
<b>b</b> Enter in functional currency the amount of the earnings and profits reduction pursuant to section 367(d) (2)(B) for the tax year .....		
<b>10</b> During the tax year, was the foreign corporation an expatriated foreign subsidiary under Regulations section 1.7874-12(a)(9)? ..... If "Yes," see instructions and attach statement.		<b>X</b>
<b>11</b> During the tax year, did the foreign corporation participate in any reportable transaction as defined in Regulations section 1.6011-4? ..... If "Yes," attach Form(s) 8886 if required by Regulations section 1.6011-4(c)(3)(i)(G).		<b>X</b>
<b>12</b> During the tax year, did the foreign corporation pay or accrue any foreign tax that was disqualified for credit under section 901(m)? .....		<b>X</b>
<b>13</b> During the tax year, did the foreign corporation pay or accrue foreign taxes to which section 909 applies, or treat foreign taxes that were previously suspended under section 909 as no longer suspended? .....		<b>X</b>
<b>14</b> Did you answer "Yes" to any of the questions in the instructions for line 14? ..... If "Yes," enter the corresponding code(s) from the instructions and attach statement .....		<b>X</b>
<b>15</b> Does the foreign corporation have interest expense disallowed under section 163(j) (see instructions)? ..... If "Yes," enter the amount ..... \$ _____		<b>X</b>
<b>16</b> Does the foreign corporation have previously disallowed interest expense under section 163(j) carried forward to the current tax year (see instructions)? ..... If "Yes," enter the amount ..... \$ _____		<b>X</b>
<b>17a</b> Did any extraordinary reduction with respect to a controlling section 245A shareholder occur during the tax year (see instructions)? .....		<b>X</b>
<b>b</b> If the answer to question 17a is "Yes," was an election made to close the tax year such that no amount is treated as an extraordinary reduction amount or tiered extraordinary reduction amount (see instructions)? .....		
<b>18a</b> Did the filer have any loan to or from the foreign corporation to which the safe-haven rate rules of Regulations section 1.482-2(a)(2)(iii)(B) are applicable, and for which the filer used a rate of interest within the relevant safehaven range (100% to 130% of the applicable Federal rate (AFR) for the relevant term)? .....		<b>X</b>
<b>b</b> Did the filer have any loan to or from the foreign corporation to which the safe-haven rate rules of Regulations section 1.482-2(a)(2)(iii)(B) are applicable, and for which the filer used a rate of interest outside the relevant safehaven range (100% to 130% of the applicable Federal rate (AFR) for the relevant term)? .....		<b>X</b>
<b>19a</b> Did the filer issue a covered debt instrument in any of the transactions described in Regulations section 1.385-3(b) (2) with respect to the foreign corporation during the tax year, or, did the filer issue or refinance indebtedness owed to the foreign corporation during the 36 months before or after the date of a distribution or acquisition described in Regulations section 1.385-3(b)(3)(i) made by the filer of this Form 5471, and either the issuance or refinance of indebtedness, or the distribution or acquisition, occurred during the tax year? .....		<b>X</b>
<b>b</b> If the answer to question 19a is "Yes," provide the following. (1) The amount of such transaction(s), distribution(s), and acquisition(s) ..... \$ _____ (2) The amount of such related party indebtedness ..... \$ _____		

**Schedule I Summary of Shareholder's Income From Foreign Corporation** (see instructions)

If item H on page 1 is completed, a separate Schedule I must be filed for each Category 4, 5a, or 5b filer for whom reporting is furnished on this Form 5471. This Schedule I is being completed for:

Name of U.S. shareholder	Identifying number
<b>1a</b> Section 964(e)(4) subpart F dividend income from the sale of stock of a lower-tier foreign corporation (see instructions) .....	<b>1a</b>
<b>b</b> Section 245A(e)(2) subpart F income from hybrid dividends of tiered corporations (see instructions) .....	<b>1b</b>
<b>c</b> Subpart F income from tiered extraordinary disposition amounts not eligible for subpart F exception under section 954(c)(6) .....	<b>1c</b>
<b>d</b> Subpart F income from tiered extraordinary reduction amounts not eligible for subpart F exception under section 954(c)(6) .....	<b>1d</b>
<b>e</b> Section 954(c) Subpart F Foreign Personal Holding Company Income (enter result from Worksheet A) .....	<b>1e</b>
<b>f</b> Section 954(d) Subpart F Foreign Base Company Sales Income (enter result from Worksheet A) .....	<b>1f</b>
<b>g</b> Section 954(e) Subpart F Foreign Base Company Services Income (enter result from Worksheet A) .....	<b>1g</b>
<b>h</b> Other subpart F income (enter result from Worksheet A) .....	<b>1h</b>
<b>2</b> Earnings invested in U.S. property (enter the result from Worksheet B) .....	<b>2</b>
<b>3</b> Reserved for future use .....	<b>3</b>
<b>4</b> Factoring income .....	<b>4</b>
See instructions for reporting amounts on lines 1, 2, and 4 on your income tax return.	
<b>5a</b> Section 245A eligible dividends (see instructions) .....	<b>5a</b>
<b>b</b> Extraordinary disposition amounts (see instructions) .....	<b>5b</b>
<b>c</b> Extraordinary reduction amounts (see instructions) .....	<b>5c</b>
<b>d</b> Section 245A(e) dividends (see instructions) .....	<b>5d</b>
<b>e</b> Dividends not reported on line 5a, 5b, 5c, or 5d .....	<b>5e</b>
<b>6</b> Exchange gain or (loss) on a distribution of previously taxed earnings and profits .....	<b>6</b>

	Yes	No
<b>7a</b> Was any income of the foreign corporation blocked? .....		
<b>b</b> Did any such income become unblocked during the tax year (see section 964(b))? .....		
If the answer to either question is "Yes," attach an explanation.		
<b>8a</b> Did this U.S. shareholder have an extraordinary disposition (ED) account with respect to the foreign corporation at any time during the tax year (see instructions)? .....		<b>X</b>
<b>b</b> If the answer to question 8a is "Yes," enter the U.S. shareholder's ED account balance at the beginning of the CFC year \$ ..... and at the end of the tax year \$ ..... Provide an attachment detailing any changes from the beginning to the ending balances.		
<b>c</b> Enter the CFC's aggregate ED account balance with respect to all U.S. shareholders at the beginning of the CFC year \$ ..... and at the end of the tax year \$ ..... Provide an attachment detailing any changes from the beginning to the ending balances.		
<b>9</b> Enter the sum of the hybrid deduction accounts with respect to stock of the foreign corporation (see instructions) .....		

Form **5471** (Rev. 12-2023)

SCHEDULE E  
(Form 5471)

(Rev. December 2021)  
Department of the Treasury  
Internal Revenue Service

Income, War Profits, and Excess Profits Taxes Paid or Accrued

► Attach to Form 5471.

► Go to [www.irs.gov/Form5471](http://www.irs.gov/Form5471) for instructions and the latest information.

OMB No. 1545-0123

Name of person filing Form 5471

UNITED STATES – JAPAN FOUNDATION

Identifying number

13-3054425

Name of foreign corporation

OCA PATRIA V LLC

EIN (if any)

352506934

Reference ID number (see instructions)

► PAS

a Separate Category (Enter code - see instructions.)

b If code 901 is entered on line a, enter the country code for the sanctioned country (see instructions)

c If one of the RBT codes is entered on line a, enter the country code for the treaty country (see instructions)

Part I Taxes for Which a Foreign Tax Credit Is Allowed

Section 1 - Taxes Paid or Accrued Directly by Foreign Corporation

	(a) Name of Payor Entity	(b) EIN or Reference ID Number of Payor Entity	(c) Unsuspended Taxes	(d) Country or U.S. Possession to Which Tax Is Paid (Enter code - see instructions. Use a separate line for each.)	(e) Foreign Tax Year of Payor Entity to Which Tax Relates (Year/Month/Day)	(f) U.S. Tax Year of Payor Entity to Which Tax Relates (Year/Month/Day)	
1			<input type="checkbox"/>				
2			<input type="checkbox"/>				
3			<input type="checkbox"/>				
4			<input type="checkbox"/>				
	(g) Income Subject to Tax in the Foreign Jurisdiction (see instructions)	(h) If taxes are paid on U.S. source income, check box	(i) Local Currency in Which Tax Is Payable (enter code - see instructions)	(j) Tax Paid or Accrued (in local currency in which the tax is payable)	(k) Conversion Rate to U.S. Dollars	(l) In U.S. Dollars (divide column (j) by column (k))	(m) In Functional Currency of Foreign Corporation
1		<input type="checkbox"/>					
2		<input type="checkbox"/>					
3		<input type="checkbox"/>					
4		<input type="checkbox"/>					
5	Total (combine lines 1 through 4 of column (l)). Also report amount on Schedule E-1, line 4						
6	Total (combine lines 1 through 4 of column (m))						▲

Section 2 - Taxes Deemed Paid by Foreign Corporation

	(a) Name of Lower-Tier Distributing Foreign Corporation	(b) EIN or Reference ID Number of Lower-Tier Distributing Foreign Corporation	(c) Country or U.S. Possession to Which Tax Is Paid (Enter code-see instructions. Use a separate line for each.)	(d) PTEP Group (enter code)	(e) Annual PTEP Account (enter year)
1					
2					
3					
4					
	(f) PTEP Distributed (enter amount in functional currency)	(g) Total Amount of PTEP in the PTEP Group (in functional currency)	(h) Total Amount of the PTEP Group Taxes With Respect to PTEP Group (USD)	(i) Foreign Income Taxes Properly Attributable to PTEP and not Previously Deemed Paid ((column (f)/column (g)) x column (h)) (USD)	
1					
2					
3					
4					
5	Total (combine lines 1 through 4 of column (i)). Also report amount on Schedule E-1, line 6				▶

Name of foreign corporation	EIN (if any)	Reference ID number (see instructions)
OCA PATRIA V LLC	352506934	

- a Separate Category (Enter code - see instructions.) PAS
- b If code 901j is entered on line a, enter the country code for the sanctioned country (see instructions.) PAS
- c If one of the RBT codes is entered on line a, enter the country code for the treaty country (see instructions.) PAS

**Part II Election**

For tax years beginning after December 31, 2004, has an election been made under section 986(a)(1)(D) to translate taxes using the exchange rate on the date of payment?

☐ Yes ☒ No If "Yes," state date of election

**Part III Taxes for Which a Foreign Tax Credit Is Disallowed** (Enter in functional currency of foreign corporation.)

	(a) Name of Payor Entity	(b) EIN or Reference ID No. of Payor Entity	(c) Section 901(j)	(d) Section 901(k) and (l)	(e) Section 901(m)	(f) U.S. Taxes	(g) Suspended Taxes	(h) Other	(i) Total
1									
2									
3	In functional currency (combine lines 1 and 2)								
4	In U.S. dollars (translated at the average exchange rate, as defined in section 989(b)(3) and related regulations (see instructions))								

**Schedule E-1 Taxes Paid, Accrued, or Deemed Paid on Earnings and Profits (E&P) of Foreign Corporation**

**IMPORTANT:** Enter amounts in U.S. dollars.

Taxes related to:									
	(a) Subpart F Income	(b) Tested Income	(c) Residual Income	(d) Suspended Taxes					
1a	Balance at beginning of year (as reported in prior year Schedule E-1)								
b	Beginning balance adjustments (attach statement)								
c	Adjusted beginning balance (combine lines 1a and 1b)								
2	Adjustment for foreign tax redetermination								
3a	Taxes unsuspended under anti-splitter rules								
b	Taxes suspended under anti-splitter rules								
4	Taxes reported on Schedule E, Part I, Section 1, line 5, column (l)								
5	Taxes carried over in nonrecognition transactions								
6	Taxes reported on Schedule E, Part I, Section 2, line 5, column (l)								
7	Other adjustments (attach statement)								
8	Taxes paid or accrued on current income/E&P or accumulated E&P (combine lines 1c through 7)								
9	Taxes deemed paid with respect to inclusions (see instructions)								
10	Taxes deemed paid with respect to actual distributions								
11	Taxes on amounts reclassified to section 959(c)(1) E&P from section 959(c)(2) E&P								
12	Other (attach statement)								
13	Balance of taxes paid or accrued (combine lines 8 through 12 in columns (a), (b), and (c))								
14	Reserved for future use								
15	Reduction for other taxes not deemed paid								
16	Balance of taxes paid or accrued at the beginning of the next year. Line 16, columns (a), (b), and (c) must always equal zero. So, if necessary, enter negative amounts on line 15 of columns (a), (b), and (c) in amounts sufficient to reduce line 13, columns (a), (b), and (c) to zero. For the remaining columns, combine lines 8 through 12								

Name of foreign corporation	EIN (if any)	Reference ID number (see instructions)
<b>OCA PATRIA V LLC</b>	<b>352506934</b>	

- a** Separate Category (Enter code - see instructions.) ..... **PAS**
- b** If code 901j is entered on line a, enter the country code for the sanctioned country (see instructions) ..... **PAS**
- c** If one of the RBT codes is entered on line a, enter the country code for the treaty country (see instructions) ..... **PAS**

### Schedule E-1 Taxes Paid, Accrued, or Deemed Paid on Accumulated Earnings and Profits (E&P) of Foreign Corporation (continued)

(e) Taxes related to previously taxed E&P (see instructions)										
	(i) Reclassified section 965(a) PTEP	(ii) Reclassified section 965(b) PTEP	(iii) General section 959(c)(1) PTEP	(iv) Reclassified section 951A PTEP	(v) Reclassified section 245A(d) PTEP	(vi) Section 965(a) PTEP	(vii) Section 965(b) PTEP	(viii) Section 951A PTEP	(ix) Section 245A(d) PTEP	(x) Section 951(a)(1)(A) PTEP
1a										
b										
c										
2										
3a										
b										
4										
5										
6										
7										
8										
9										
10										
11										
12										
13										
14										
15										
16										



Form **5471**

(Rev. December 2023)

Department of the Treasury  
Internal Revenue Service**Information Return of U.S. Persons With  
Respect to Certain Foreign Corporations**Go to [www.irs.gov/Form5471](http://www.irs.gov/Form5471) for instructions and the latest information.Information furnished for the foreign corporation's annual accounting period (tax year required by  
section 898) (see instructions) beginning \_\_\_\_\_, and ending \_\_\_\_\_,

OMB No. 1545-0123

Attachment  
Sequence No. **121**

Name of person filing this return

**UNITED STATES - JAPAN FOUNDATION**

Number, street, and room or suite no. (or P.O. box number if mail is not delivered to street address)

**10045 RED RUN BLVD, 250**

City or town, state, and ZIP code

**OWINGS MILLS, MD 21117**Filer's tax year beginning **JAN 1**, **2023**, and ending **DEC 31**, **2023****D** Check box if this is a final Form 5471 for the foreign corporation ☐**E** Check if any excepted specified foreign financial assets are reported on this form (see instructions) ☐**F** Check the box if this Form 5471 has been completed using "Alternative Information" under Rev. Proc. 2019-40 ☐**G** If the box on line F is checked, enter the corresponding code for "Alternative Information" (see instructions) \_\_\_\_\_**H** Person(s) on whose behalf this information return is filed:

(1) Name	(2) Address	(3) Identifying number	(4) Check applicable box(es)		
			Shareholder	Officer	Director

**Important:** Fill in all applicable lines and schedules. All information **must** be in English. All amounts **must** be stated in U.S. dollars  
unless otherwise indicated.**1a** Name and address of foreign corporation**OCA SILVER LAKE V TE LLC  
94 SOLARIS AVENUE  
CAMANA BAY KY1-1108  
CAYMAN ISLANDS****b(1)** Employer identification number, if any**352587276****b(2)** Reference ID number (see instructions)**b(3)** Previous reference ID number(s), if any (see instr.)**c** Country under whose laws incorporated**d** Date of  
incorporation**e** Principal place of business**f** Principal  
business activity  
code number**g** Principal business activity**INVESTMENT****h** Functional currency code**2** Provide the following information for the foreign corporation's accounting period stated above.**a** Name, address, and identifying number of branch office or agent (if any) in the United States**b** If a U.S. income tax return was filed, enter:

(i) Taxable income or (loss)

(ii) U.S. income tax paid  
(after all credits)**c** Name and address of foreign corporation's statutory or resident agent  
in country of incorporation**d** Name and address (including corporate department, if applicable) of  
person (or persons) with custody of the books and records of the foreign  
corporation, and the location of such books and records, if different**C/O OFFIT CAPITAL ADVISORS LLC  
485 LEXINGTON AVENUE, 24TH FL  
NEW YORK NY 10017****Schedule A Stock of the Foreign Corporation**

(a) Description of each class of stock	(b) Number of shares issued and outstanding	
	(i) Beginning of annual accounting period	(ii) End of annual accounting period

LHA For Paperwork Reduction Act Notice, see instructions.

312301 01-05-24

Form **5471** (Rev. 12-2023)

Schedule B

Shareholders of Foreign Corporation

Part I

U.S. Shareholders of Foreign Corporation (see instructions)

(a) Name, address, and identifying number of shareholder	(b) Description of each class of stock held by shareholder. <b>Note:</b> This description should match the corresponding description entered in Schedule A, column (a).	(c) Number of shares held at beginning of annual accounting period	(d) Number of shares held at end of annual accounting period	(e) Pro rata share of Subpart F income (enter as a percentage)
UNITED STATES - JAPAN FO 10045 RED RUN BLVD, 250 OWINGS MILLS NY 21117 13-3054425				

Part II

Direct Shareholders of Foreign Corporation (see instructions)

(a) Name, address, and identifying number of shareholder. Also, include country of incorporation or formation, if applicable.	(b) Description of each class of stock held by shareholder. <b>Note:</b> This description should match the corresponding description entered in Schedule A, column (a).	(c) Number of shares held at beginning of annual accounting period	(d) Number of shares held at end of annual accounting period

**Schedule C** **Income Statement** (see instructions)

**Important:** Report all information in functional currency in accordance with U.S. generally accepted accounting principles (GAAP). Also, report each amount in U.S. dollars translated from functional currency (using GAAP translation rules). However, if the functional currency is the U.S. dollar, complete only the U.S. Dollars column. See instructions for special rules for dollar approximate separate transactions method (DASTM) corporations.

		Functional Currency	U.S. Dollars
<b>Income</b>	<b>1a</b> Gross receipts or sales .....	<b>1a</b>	
	<b>b</b> Returns and allowances .....	<b>1b</b>	
	<b>c</b> Subtract line 1b from line 1a .....	<b>1c</b>	
	<b>2</b> Cost of goods sold .....	<b>2</b>	
	<b>3</b> Gross profit (subtract line 2 from line 1c) .....	<b>3</b>	
	<b>4</b> Dividends .....	<b>4</b>	
	<b>5</b> Interest .....	<b>5</b>	
	<b>6a</b> Gross rents .....	<b>6a</b>	
	<b>b</b> Gross royalties and license fees .....	<b>6b</b>	
	<b>7</b> Net gain or (loss) on sale of capital assets .....	<b>7</b>	
<b>Deductions</b>	<b>8a</b> Foreign currency transaction gain or loss - unrealized .....	<b>8a</b>	
	<b>b</b> Foreign currency transaction gain or loss - realized .....	<b>8b</b>	
	<b>9</b> Other income (attach statement) .....	<b>9</b>	
	<b>10</b> Total income (add lines 3 through 9) .....	<b>10</b>	
	<b>11</b> Compensation not deducted elsewhere .....	<b>11</b>	
	<b>12a</b> Rents .....	<b>12a</b>	
	<b>b</b> Royalties and license fees .....	<b>12b</b>	
	<b>13</b> Interest .....	<b>13</b>	
	<b>14</b> Depreciation not deducted elsewhere .....	<b>14</b>	
	<b>15</b> Depletion .....	<b>15</b>	
<b>Net Income</b>	<b>16</b> Taxes (exclude income tax expense (benefit)) .....	<b>16</b>	
	<b>17</b> Other deductions (attach statement - exclude income tax expense (benefit)) .....	<b>17</b>	
	<b>18</b> Total deductions (add lines 11 through 17) .....	<b>18</b>	
	<b>19</b> Net income or (loss) before unusual or infrequently occurring items, and income tax expense (benefit) (subtract line 18 from line 10) .....	<b>19</b>	
	<b>20</b> Unusual or infrequently occurring items .....	<b>20</b>	
<b>Other Comprehensive Income</b>	<b>21a</b> Income tax expense (benefit) - current .....	<b>21a</b>	
	<b>b</b> Income tax expense (benefit) - deferred .....	<b>21b</b>	
	<b>22</b> Current year net income or (loss) per books (combine lines 19 through 21b) .....	<b>22</b>	
<b>Other Comprehensive Income</b>	<b>23a</b> Foreign currency translation adjustments .....	<b>23a</b>	
	<b>b</b> Other .....	<b>23b</b>	
	<b>c</b> Income tax expense (benefit) related to other comprehensive income .....	<b>23c</b>	
	<b>24</b> Other comprehensive income (loss), net of tax (line 23a plus line 23b less line 23c) .....	<b>24</b>	

Form **5471** (Rev. 12-2023)

**Schedule F Balance Sheet**

**Important:** Report all amounts in U.S. dollars prepared and translated in accordance with U.S. GAAP. See instructions for an exception for DASTM corporations.

Assets		(a) Beginning of annual accounting period	(b) End of annual accounting period
1	Cash .....	1	
2a	Trade notes and accounts receivable .....	2a	
b	Less allowance for bad debts .....	2b	( ) ( )
3	Derivatives .....	3	
4	Inventories .....	4	
5	Other current assets (attach statement) .....	5	
6	Loans to shareholders and other related persons .....	6	
7	Investment in subsidiaries (attach statement) .....	7	
8	Other investments (attach statement) .....	8	
9a	Buildings and other depreciable assets .....	9a	
b	Less accumulated depreciation .....	9b	( ) ( )
10a	Depletable assets .....	10a	
b	Less accumulated depletion .....	10b	( ) ( )
11	Land (net of any amortization) .....	11	
12	Intangible assets:		
a	Goodwill .....	12a	
b	Organization costs .....	12b	
c	Patents, trademarks, and other intangible assets .....	12c	
d	Less accumulated amortization for lines 12a, 12b, and 12c .....	12d	( ) ( )
13	Other assets (attach statement) .....	13	
14	Total assets .....	14	
<b>Liabilities and Shareholders' Equity</b>			
15	Accounts payable .....	15	
16	Other current liabilities (attach statement) .....	16	
17	Derivatives .....	17	
18	Loans from shareholders and other related persons .....	18	
19	Other liabilities (attach statement) .....	19	
20	Capital stock:		
a	Preferred stock .....	20a	
b	Common stock .....	20b	
21	Paid-in or capital surplus (attach reconciliation) .....	21	
22	Retained earnings .....	22	
23	Less cost of treasury stock .....	23	( ) ( )
24	Total liabilities and shareholders' equity .....	24	

**Schedule G Other Information**

	Yes	No
1 During the tax year, did the foreign corporation own at least a 10% interest, directly or indirectly, in any foreign partnership? .....		X
If "Yes," see the instructions for required statement.		
2 During the tax year, did the foreign corporation own an interest in any trust? .....		X
3 During the tax year, did the foreign corporation own any foreign entities that were disregarded as separate from their owner under Regulations sections 301.7701-2 and 301.7701-3 or did the foreign corporation own any foreign branches (see instructions)? .....		X
If "Yes," you are generally required to attach Form 8858 for each entity or branch (see instructions).		
4a During the tax year, did the filer pay or accrue any base erosion payment under section 59A(d) to the foreign corporation or did the filer have a base erosion tax benefit under section 59A(c)(2) with respect to a base erosion payment made or accrued to the foreign corporation (see instructions)? .....		X
If "Yes," complete lines 4b and 4c.		
b Enter the total amount of the base erosion payments .....	\$	
c Enter the total amount of the base erosion tax benefits .....	\$	
5a During the tax year, did the foreign corporation pay or accrue any interest or royalty for which the deduction is not allowed under section 267A? .....		X
If "Yes," complete line 5b.		
b Enter the total amount of the disallowed deductions (see instructions) .....	\$	

**Schedule G** Other Information (continued)

	Yes	No
<b>6a</b> Is the filer claiming a foreign-derived intangible income (FDII) deduction (under section 250) with respect to any transactions with the foreign corporation? ..... If "Yes," complete lines 6b, 6c, and 6d. See instructions.		<b>X</b>
<b>b</b> Enter the amount of gross receipts derived from all sales of general property to the foreign corporation that the filer included in its computation of foreign-derived deduction eligible income (FDDEI) ..... \$ .....		
<b>c</b> Enter the amount of gross receipts derived from all sales of intangible property to the foreign corporation that the filer included in its computation of FDDEI ..... \$ .....		
<b>d</b> Enter the amount of gross receipts derived from all services provided to the foreign corporation that the filer included in its computation of FDDEI ..... \$ .....		
<b>7</b> During the tax year, was the foreign corporation a participant in any cost sharing arrangement? ..... If the answer to question 7 is "Yes," complete a separate Schedule G-1 for each cost sharing arrangement in which the foreign corporation was a participant during the tax year.		<b>X</b>
<b>8</b> From April 25, 2014, to December 31, 2017, did the foreign corporation purchase stock or securities of a shareholder of the foreign corporation for use in a triangular reorganization (within the meaning of Regulations section 1.358-6(b)(2))?		<b>X</b>
<b>9a</b> Did the foreign corporation receive any intangible property in a prior year or the current tax year for which the U.S. transferor is required to report a section 367(d) annual income inclusion for the tax year? ..... If "Yes," go to line 9b.		<b>X</b>
<b>b</b> Enter in functional currency the amount of the earnings and profits reduction pursuant to section 367(d) (2)(B) for the tax year .....		
<b>10</b> During the tax year, was the foreign corporation an expatriated foreign subsidiary under Regulations section 1.7874-12(a)(9)? ..... If "Yes," see instructions and attach statement.		<b>X</b>
<b>11</b> During the tax year, did the foreign corporation participate in any reportable transaction as defined in Regulations section 1.6011-4? ..... If "Yes," attach Form(s) 8886 if required by Regulations section 1.6011-4(c)(3)(i)(G).		<b>X</b>
<b>12</b> During the tax year, did the foreign corporation pay or accrue any foreign tax that was disqualified for credit under section 901(m)? .....		<b>X</b>
<b>13</b> During the tax year, did the foreign corporation pay or accrue foreign taxes to which section 909 applies, or treat foreign taxes that were previously suspended under section 909 as no longer suspended? .....		<b>X</b>
<b>14</b> Did you answer "Yes" to any of the questions in the instructions for line 14? ..... If "Yes," enter the corresponding code(s) from the instructions and attach statement .....		<b>X</b>
<b>15</b> Does the foreign corporation have interest expense disallowed under section 163(j) (see instructions)? ..... If "Yes," enter the amount ..... \$ .....		<b>X</b>
<b>16</b> Does the foreign corporation have previously disallowed interest expense under section 163(j) carried forward to the current tax year (see instructions)? ..... If "Yes," enter the amount ..... \$ .....		<b>X</b>
<b>17a</b> Did any extraordinary reduction with respect to a controlling section 245A shareholder occur during the tax year (see instructions)? .....		<b>X</b>
<b>b</b> If the answer to question 17a is "Yes," was an election made to close the tax year such that no amount is treated as an extraordinary reduction amount or tiered extraordinary reduction amount (see instructions)? .....		
<b>18a</b> Did the filer have any loan to or from the foreign corporation to which the safe-haven rate rules of Regulations section 1.482-2(a)(2)(iii)(B) are applicable, and for which the filer used a rate of interest within the relevant safehaven range (100% to 130% of the applicable Federal rate (AFR) for the relevant term)? .....		<b>X</b>
<b>b</b> Did the filer have any loan to or from the foreign corporation to which the safe-haven rate rules of Regulations section 1.482-2(a)(2)(iii)(B) are applicable, and for which the filer used a rate of interest outside the relevant safehaven range (100% to 130% of the applicable Federal rate (AFR) for the relevant term)? .....		<b>X</b>
<b>19a</b> Did the filer issue a covered debt instrument in any of the transactions described in Regulations section 1.385-3(b) (2) with respect to the foreign corporation during the tax year, or, did the filer issue or refinance indebtedness owed to the foreign corporation during the 36 months before or after the date of a distribution or acquisition described in Regulations section 1.385-3(b)(3)(i) made by the filer of this Form 5471, and either the issuance or refinance of indebtedness, or the distribution or acquisition, occurred during the tax year? .....		<b>X</b>
<b>b</b> If the answer to question 19a is "Yes," provide the following. (1) The amount of such transaction(s), distribution(s), and acquisition(s) ..... \$ ..... (2) The amount of such related party indebtedness ..... \$ .....		

**Schedule I Summary of Shareholder's Income From Foreign Corporation** (see instructions)

If item H on page 1 is completed, a separate Schedule I must be filed for each Category 4, 5a, or 5b filer for whom reporting is furnished on this Form 5471. This Schedule I is being completed for:

Name of U.S. shareholder	Identifying number
<b>1a</b> Section 964(e)(4) subpart F dividend income from the sale of stock of a lower-tier foreign corporation (see instructions) .....	<b>1a</b>
<b>b</b> Section 245A(e)(2) subpart F income from hybrid dividends of tiered corporations (see instructions) .....	<b>1b</b>
<b>c</b> Subpart F income from tiered extraordinary disposition amounts not eligible for subpart F exception under section 954(c)(6) .....	<b>1c</b>
<b>d</b> Subpart F income from tiered extraordinary reduction amounts not eligible for subpart F exception under section 954(c)(6) .....	<b>1d</b>
<b>e</b> Section 954(c) Subpart F Foreign Personal Holding Company Income (enter result from Worksheet A) .....	<b>1e</b>
<b>f</b> Section 954(d) Subpart F Foreign Base Company Sales Income (enter result from Worksheet A) .....	<b>1f</b>
<b>g</b> Section 954(e) Subpart F Foreign Base Company Services Income (enter result from Worksheet A) .....	<b>1g</b>
<b>h</b> Other subpart F income (enter result from Worksheet A) .....	<b>1h</b>
<b>2</b> Earnings invested in U.S. property (enter the result from Worksheet B) .....	<b>2</b>
<b>3</b> Reserved for future use .....	<b>3</b>
<b>4</b> Factoring income .....	<b>4</b>
See instructions for reporting amounts on lines 1, 2, and 4 on your income tax return.	
<b>5a</b> Section 245A eligible dividends (see instructions) .....	<b>5a</b>
<b>b</b> Extraordinary disposition amounts (see instructions) .....	<b>5b</b>
<b>c</b> Extraordinary reduction amounts (see instructions) .....	<b>5c</b>
<b>d</b> Section 245A(e) dividends (see instructions) .....	<b>5d</b>
<b>e</b> Dividends not reported on line 5a, 5b, 5c, or 5d .....	<b>5e</b>
<b>6</b> Exchange gain or (loss) on a distribution of previously taxed earnings and profits .....	<b>6</b>

	Yes	No
<b>7a</b> Was any income of the foreign corporation blocked? .....		
<b>b</b> Did any such income become unblocked during the tax year (see section 964(b))? .....		
If the answer to either question is "Yes," attach an explanation.		
<b>8a</b> Did this U.S. shareholder have an extraordinary disposition (ED) account with respect to the foreign corporation at any time during the tax year (see instructions)? .....		<b>X</b>
<b>b</b> If the answer to question 8a is "Yes," enter the U.S. shareholder's ED account balance at the beginning of the CFC year \$ ..... and at the end of the tax year \$ ..... Provide an attachment detailing any changes from the beginning to the ending balances.		
<b>c</b> Enter the CFC's aggregate ED account balance with respect to all U.S. shareholders at the beginning of the CFC year \$ ..... and at the end of the tax year \$ ..... Provide an attachment detailing any changes from the beginning to the ending balances.		
<b>9</b> Enter the sum of the hybrid deduction accounts with respect to stock of the foreign corporation (see instructions) .....		

Form **5471** (Rev. 12-2023)

SCHEDULE E  
(Form 5471)

(Rev. December 2021)  
Department of the Treasury  
Internal Revenue Service

Income, War Profits, and Excess Profits Taxes Paid or Accrued

► Attach to Form 5471.

► Go to [www.irs.gov/Form5471](http://www.irs.gov/Form5471) for instructions and the latest information.

OMB No. 1545-0123

Name of person filing Form 5471

UNITED STATES – JAPAN FOUNDATION

Identifying number

13-3054425

Name of foreign corporation

OCA SILVER LAKE V TE LLC

EIN (if any)

352587276

Reference ID number (see instructions)

► PAS

- a Separate Category (Enter code - see instructions.)
- b If code 901 is entered on line a, enter the country code for the sanctioned country (see instructions)
- c If one of the RBT codes is entered on line a, enter the country code for the treaty country (see instructions)

Part I Taxes for Which a Foreign Tax Credit Is Allowed

Section 1 - Taxes Paid or Accrued Directly by Foreign Corporation

	(a) Name of Payor Entity	(b) EIN or Reference ID Number of Payor Entity	(c) Unsuspended Taxes	(d) Country or U.S. Possession to Which Tax Is Paid (Enter code - see instructions. Use a separate line for each.)	(e) Foreign Tax Year of Payor Entity to Which Tax Relates (Year/Month/Day)	(f) U.S. Tax Year of Payor Entity to Which Tax Relates (Year/Month/Day)	
1			<input type="checkbox"/>				
2			<input type="checkbox"/>				
3			<input type="checkbox"/>				
4			<input type="checkbox"/>				
	(g) Income Subject to Tax in the Foreign Jurisdiction (see instructions)	(h) If taxes are paid on U.S. source income, check box	(i) Local Currency in Which Tax Is Payable (enter code - see instructions)	(j) Tax Paid or Accrued (in local currency in which the tax is payable)	(k) Conversion Rate to U.S. Dollars	(l) In U.S. Dollars (divide column (j) by column (k))	(m) In Functional Currency of Foreign Corporation
1		<input type="checkbox"/>					
2		<input type="checkbox"/>					
3		<input type="checkbox"/>					
4		<input type="checkbox"/>					
5	Total (combine lines 1 through 4 of column (l)). Also report amount on Schedule E-1, line 4						
6	Total (combine lines 1 through 4 of column (m))						▲

Section 2 - Taxes Deemed Paid by Foreign Corporation

	(a) Name of Lower-Tier Distributing Foreign Corporation	(b) EIN or Reference ID Number of Lower-Tier Distributing Foreign Corporation	(c) Country or U.S. Possession to Which Tax Is Paid (Enter code-see instructions. Use a separate line for each.)	(d) PTEP Group (enter code)	(e) Annual PTEP Account (enter year)
1					
2					
3					
4					
	(f) PTEP Distributed (enter amount in functional currency)	(g) Total Amount of PTEP in the PTEP Group (in functional currency)	(h) Total Amount of the PTEP Group Taxes With Respect to PTEP Group (USD)	(i) Foreign Income Taxes Properly Attributable to PTEP and not Previously Deemed Paid ((column (f)/column (g)) x column (h)) (USD)	
1					
2					
3					
4					
5	Total (combine lines 1 through 4 of column (i)). Also report amount on Schedule E-1, line 6				



Name of foreign corporation	EIN (if any)	Reference ID number (see instructions)
OCA SILVER LAKE V TE LLC	352587276	

- a Separate Category (Enter code - see instructions) PAS
- b If code 901j is entered on line a, enter the country code for the sanctioned country (see instructions) PAS
- c If one of the RBT codes is entered on line a, enter the country code for the treaty country (see instructions) PAS

**Part II Election**

For tax years beginning after December 31, 2004, has an election been made under section 986(a)(1)(D) to translate taxes using the exchange rate on the date of payment?

☐ Yes ☒ No If "Yes," state date of election PAS

**Part III Taxes for Which a Foreign Tax Credit Is Disallowed** (Enter in functional currency of foreign corporation.)

	(a) Name of Payor Entity	(b) EIN or Reference ID No. of Payor Entity	(c) Section 901(j)	(d) Section 901(k) and (l)	(e) Section 901(m)	(f) U.S. Taxes	(g) Suspended Taxes	(h) Other	(i) Total
1									
2									
3	In functional currency (combine lines 1 and 2) <span style="float:right">PAS</span>								
4	In U.S. dollars (translated at the average exchange rate, as defined in section 989(b)(3) and related regulations (see instructions)) <span style="float:right">PAS</span>								

**Schedule E-1 Taxes Paid, Accrued, or Deemed Paid on Earnings and Profits (E&P) of Foreign Corporation**

		Taxes related to:			
		(a) Subpart F Income	(b) Tested Income	(c) Residual Income	(d) Suspended Taxes
1a	Balance at beginning of year (as reported in prior year Schedule E-1)				
b	Beginning balance adjustments (attach statement)				
c	Adjusted beginning balance (combine lines 1a and 1b)				
2	Adjustment for foreign tax redetermination				
3a	Taxes unsuspended under anti-splitter rules				
b	Taxes suspended under anti-splitter rules				
4	Taxes reported on Schedule E, Part I, Section 1, line 5, column (l)				
5	Taxes carried over in nonrecognition transactions				
6	Taxes reported on Schedule E, Part I, Section 2, line 5, column (l)				
7	Other adjustments (attach statement)				
8	Taxes paid or accrued on current income/E&P or accumulated E&P (combine lines 1c through 7)				
9	Taxes deemed paid with respect to inclusions (see instructions)				
10	Taxes deemed paid with respect to actual distributions				
11	Taxes on amounts reclassified to section 959(c)(1) E&P from section 959(c)(2) E&P				
12	Other (attach statement)				
13	Balance of taxes paid or accrued (combine lines 8 through 12 in columns (a), (b), and (c))				
14	Reserved for future use				
15	Reduction for other taxes not deemed paid				
16	Balance of taxes paid or accrued at the beginning of the next year. Line 16, columns (a), (b), and (c) must always equal zero. So, if necessary, enter negative amounts on line 15 of columns (a), (b), and (c) in amounts sufficient to reduce line 13, columns (a), (b), and (c) to zero. For the remaining columns, combine lines 8 through 12				



Name of foreign corporation	EIN (if any)	Reference ID number (see instructions)
<b>OCA SILVER LAKE V TE LLC</b>	<b>352587276</b>	

- a** Separate Category (Enter code - see instructions.) ..... **PAS**
- b** If code 901j is entered on line a, enter the country code for the sanctioned country (see instructions) ..... **PAS**
- c** If one of the RBT codes is entered on line a, enter the country code for the treaty country (see instructions) ..... **PAS**

**Schedule E-1 Taxes Paid, Accrued, or Deemed Paid on Accumulated Earnings and Profits (E&P) of Foreign Corporation** (continued)

(e) Taxes related to previously taxed E&P (see instructions)										
	(i) Reclassified section 965(a) PTEP	(ii) Reclassified section 965(b) PTEP	(iii) General section 959(c)(1) PTEP	(iv) Reclassified section 951A PTEP	(v) Reclassified section 245A(d) PTEP	(vi) Section 965(a) PTEP	(vii) Section 965(b) PTEP	(viii) Section 951A PTEP	(ix) Section 245A(d) PTEP	(x) Section 951(a)(1)(A) PTEP
1a										
b										
c										
2										
3a										
b										
4										
5										
6										
7										
8										
9										
10										
11										
12										
13										
14										
15										
16										

Electronic Filing PDF Attachment

AMENDED AND RESTATED BYLAWS

OF

UNITED STATES-JAPAN FOUNDATION

(Amended and Approved October 29, 2023)

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AMENDED AND RESTATED BYLAWS

(the “Bylaws”)

OF

UNITED STATES-JAPAN FOUNDATION

(the “Foundation”)

ARTICLE I

TRUSTEES

Section 1.1 Board of Trustees. The affairs and business of the Foundation shall be managed and administered by its Board of Trustees. As used in these Bylaws, “entire Board of Trustees” means the total number of Trustees entitled to vote that the Foundation would have if there were no vacancies.

Section 1.2 Number of Trustees; Classes of Trustees. (a) The number of Trustees constituting the entire Board of Trustees shall consist of not more than fifteen (15) Trustees. The Board of Trustees shall endeavor to have a Board of Trustees that consists of equal number of non-management Trustees that are U.S. citizens and Japanese citizens. At any meeting, the Trustees may increase the number of Trustees and elect new Trustees to complete the number so fixed; or it may decrease the number of Trustees. No decrease in the number of Trustees shall shorten the term of any incumbent Trustee. If the number of Trustees is increased or decreased, the Board of Trustees shall endeavor to, as nearly as may be possible, have an equal number of non-management Trustees that are U.S. citizens and Japanese citizens.

(b) The Board of Trustees shall be and is divided into three classes, designated as Class I, Class II and Class III. Each class shall consist, as nearly as may be possible, of one-third of the total number of Trustees constituting the entire Board of Trustees. The Board of Trustee is

authorized to assign members of the Board of Trustees already in office to Class I, Class II or Class III at the time such classification becomes effective.

Section 1.3    Election and Term of Office. (a) Each Trustee shall serve for a term ending on the date of the third autumn board meeting of the Board of Trustees following the first autumn meeting of the Board of Trustees at which such Trustee was elected; provided that each Trustee initially assigned to Class I shall serve for a term expiring at the Foundation's first autumn meeting of the Board of Trustees held after the time at which the initial classification of the Board of Trustees becomes effective; each Trustee initially assigned to Class II shall serve for a term expiring at the Foundation's second autumn meeting of the Board of Trustees held after the time at which the initial classification of the Board of Trustees becomes effective; and each Trustee initially assigned to Class III shall serve for a term expiring at the Foundation's third autumn meeting of the Board of Trustees held after the time at which the initial classification of the Board of Trustees becomes effective; provided further that the term of each Trustee shall continue until the election and qualification of their successor and be subject to their earlier death, resignation or removal. The Foundation's President shall serve as a Trustee as long as they hold office as President.

(b)    Trustees may succeed themselves in office, subject to the compliance with the provisions of this Section 1.3.

(c)    In order to provide for the addition to the Board of Trustees, the policy of the Foundation is that, in general, Trustees will hold office for no more than two (2) consecutive three-year terms (the "Trustee Term Limit"); provided, that the Trustee Term Limit does not apply to the service as a Trustee by the Foundation's President. A full three-year term shall be considered to have been served upon the passage of three (3) autumn meetings of the Board of

Trustees. Fulfilling an incomplete term, including as a result of the shortened terms for members of Class I and Class II following the effectiveness of the initial classification of the Board of Trustees, is not considered part of the Trustee Term Limit.

(d) Any vacancy occurring on the Board of Trustees for any reason may be filled by the vote of a majority of the Trustees then in office, whether or not they constitute a quorum, and except as otherwise provided above in this Section 1.3, any Trustee so elected shall serve for the remainder of the full term of the class of Trustees in which the new Trustee was created or the vacancy occurred or until their earlier death, resignation or removal. The Trustees shall have and may exercise all their powers notwithstanding the existence of one or more vacancies in their number.

Section 1.4 Resignation; Suspension or Removal. (a) A Trustee may resign at any time by giving written notice to the Board of Trustees, the Chair, the President or the Secretary of the Foundation. Unless otherwise specified in the notice, the resignation shall take effect upon receipt by the Board of Trustees or such officer, and acceptance of the resignation shall not be necessary to make it effective unless it so states.

(b) A Trustee may be suspended or removed with or without cause by vote of the Board of Trustees.

Section 1.5 Meetings. Annual and regular meetings of the Board of Trustees shall be held at such times and places as fixed by the Board of Trustees or the Executive Committee and stated in the written notice of the meeting. Special meetings of the Board of Trustees may be held at any time and place upon call of the Chair, the President or not less than one-fifth of the entire Board of Trustees. The Chair shall preside at all meetings of the Board of Trustees and may



designate another member of the Board of Trustees to preside at any meeting if the Chair is absent from the meeting, and if no such designation is made, the President shall preside. Notice of regular and special meetings shall be provided as set forth in Section 1.11.

Section 1.6    Quorum of Trustees.    The presence of one-third of the entire Board of Trustees shall constitute a quorum at any meeting of the Board of Trustees. Participation by one or more Trustees by means of a conference telephone or similar equipment or by electronic video screen communication allowing all persons participating in any meeting of the Board of Trustees or any committee to hear each other at the same time shall constitute presence at such meeting and each Trustee can participate in all matters before the Board of Trustees, including, without limitation, the ability to propose, object to and vote upon a specific action to be taken by the Board of Trustees or committee. Advisors and Honorary Advisors shall not be considered for purposes of establishing a quorum.

Section 1.7    Adjourned Meetings.    A majority of the Board of Trustees present at a meeting, whether or not a quorum is present, may adjourn such meeting to another time and place. Notice of the time and place of such adjourned meeting shall be given to Trustees who were not present at the time of such adjournment.

Section 1.8    Action of the Board of Trustees.    The vote of a majority of the Trustees present at the time of the vote, if a quorum is present, shall be the act of the Board of Trustees, unless the question or action is one upon which a different vote is required by express provision of law, the Certificate of Incorporation or these Bylaws. Each Trustee shall have one vote. Advisors and Honorary Advisors are not entitled to vote at any meeting.

Section 1.9 Action by Written Consent of Trustees. Any action required or permitted to be taken at any meeting of the Board of Trustees or any committee thereof may be taken without a meeting if all members of the Board of Trustees or the committee consent in writing to the adoption of a resolution authorizing such action. Such resolution and written consents thereto shall be filed with the minutes of proceedings of the Board of Trustees or the committee. Such consent may be transmitted electronically and shall be treated for purposes as a vote at a meeting.

Section 1.10 Compensation. The Board of Trustees may authorize reimbursement of reasonable expenses incurred by Trustees in the performance of their duties and payment of a fee for attendance at meetings. Nothing herein contained shall be construed to preclude any Trustee from serving the Foundation in any other capacity and receiving compensation therefor.

Section 1.11 Notice. Notice of the time, place and purpose of every meeting of the Board of Trustees shall be given by the Secretary to each Trustee by mail or delivery at least three days or by electronic mail or telephone at least one day before such meeting addressed to them at their usual or last known business or residence address or email address, as applicable, before such meeting. A notice of a meeting need not specify the purposes of the meeting unless otherwise required by law, the Certificate of Incorporation or these Bylaws. Notice of any meeting need not be given, however, to any Trustee who submits a signed waiver of notice, before or after the meeting, or who attends the meeting without protesting, prior thereto or at its commencement, the lack of notice to them. Such waiver of notice may be written or electronic. Notice of meetings need not be given to any Advisor or Honorary Advisor.

## ARTICLE II

### ADVISORS AND HONORARY ADVISORS

Section 2.1 Appointment and Duties. The Board of Trustees may from time to time appoint Advisors and Honorary Advisors who shall be persons of knowledge and experience who, in the opinion of the Board of Trustees, will provide valuable assistance to the Foundation in the fulfillment of its responsibilities. The Advisors and Honorary Advisors shall at the request of the Board of Trustees advise it in formulating the objectives of the Foundation and make recommendations regarding the manner of achieving those objectives.

Section 2.2 Term of Office. The term of office of each Advisor and Honorary Advisor shall be for such period as the Board of Trustees may determine, or until their earlier death, resignation or removal by the Board of Trustees.

Section 2.3 Compensation of Advisors and Honorary Advisors. No compensation shall be paid to Advisors or Honorary Advisors for their services, but the Board of Trustees may authorize reimbursement of reasonable expenses incurred by Advisors and Honorary Advisors in the performance of their duties. Nothing herein contained shall be construed to preclude any Advisor or Honorary Advisor from serving the Foundation in any other capacity and receiving compensation therefor.

ARTICLE III  
COMMITTEES

Section 3.1    Executive Committee.    There shall be an Executive Committee, which shall consist of the Chair of the Board of Trustees and the chairs of each of the standing committees of the Board of Trustees. The Chair of the Board of Trustees shall be the Chair of the Executive Committee. In addition to such other rights and duties as are delegated to it by the Trustees, the Executive Committee shall be responsible for acting with the full power and authority of the Board of Trustees between regular meetings of the Board of Trustees, except as otherwise provided by law, the Certificate of Incorporation, these Bylaws, the Executive Committee charter or by resolution of the Trustees. The Executive Committee shall, on an annual basis, review the compensation of the President and receive a summary from the President of the compensation and performance of the other members of senior management.

Section 3.2    Other Committees.    The Board of Trustees has three standing committees: the Executive Committee, the Finance and Audit Committee and the Nominating Committee. The Board of Trustees may from time to time create such other committees as the activities of the Foundation may require, and delegate such authority to such committees as the Board of Trustees may deem appropriate. The responsibilities and obligations of each committee shall be set forth in the charter for such committee, which shall be approved by the Board of Trustees.

Section 3.3    Appointment and Procedure of Committees.    Each member of a committee shall be appointed by the Board of Trustees for a term of one year and until the election and qualification of their successor. Each committee shall annually review the composition of such committee and present recommendations for committee membership to the

Board of Trustees, as needed. There is no strict committee rotation policy, and changes in committee assignments are made based on committee needs, Trustee interests, experience and availability, and applicable regulatory and legal considerations.

Except as otherwise provided by these Bylaws or by the Board of Trustees, each committee shall determine its own rules of procedure and elect its own chair or co-chairs, as applicable. Any committee may appoint outside advisors as such committee deems appropriate in the performance of such committee's responsibilities, provided that such committee shall provide prompt written notice to the Board of Trustees of such appointment. Each committee shall keep records of its proceedings and report the same from time to time to the Board of Trustees. Each committee shall conduct a self-evaluation annually.

Section 3.4    Finance and Audit Committee. There shall be a Finance and Audit Committee, which shall consist of such number of Trustees as the Board of Trustees shall from time to time determine. In addition to such other rights and duties as are delegated to it by the Board of Trustees, the Finance and Audit Committee shall (a) assist the Board of Trustees' oversight of the integrity of the Foundation's financial statements, (b) select, evaluate and replace the independent auditor for the Foundation and oversee the qualifications and independence of the Foundation's independent auditor and (c) establish and implement policies and objectives regarding the endowment assets of the Foundation and manage and oversee investment and reinvestment of these assets. The Finance and Audit Committee shall designate one member of the Finance and Audit Committee as co-chair with responsibility for overseeing the Foundation's financial management and one member of the Finance and Audit Committee as co-chair with responsibility for overseeing the Foundation's financial oversight responsibilities.

Section 3.5    Nominating Committee.    There shall be a Nominating Committee, which shall consist of such number of Trustees as the Board of Trustees shall from time to time determine. In addition to such other rights and duties as are delegated to it by the Board of Trustees, the Nominating Committee shall make nominations of Trustees and recommend to the Board of Trustees the Trustees to be appointed to each committee of the Board of Trustees.

#### ARTICLE IV

##### OFFICERS

Section 4.1    Officers, Election and Term.    The officers of the Foundation shall be a Chair, Vice Chair, President, Secretary, Treasurer and such other officers, if any, as the Board of Trustees may elect. Any two or more offices may be held by the same person, except the office of President. The Chair, Vice Chair and President shall be members of the Board of Trustees. All other officers may but need not be members of the Board of Trustees. Officers shall be elected at each autumn meeting of the Board of Trustees for terms of one year. Each officer shall continue in office until the close of the election of officers at the next autumn meeting of the Board of Trustees and until their successor, if any, shall have been elected and qualified, or until their earlier death, resignation or removal. Any officer may resign at any time by giving written notice to the Chair, President or Secretary. Unless otherwise specified in the notice, the resignation shall take effect upon receipt thereof, and acceptance of the resignation shall not be necessary to make it effective unless it so states. Any officer may be removed by the Board of Trustees with or without cause. If the office of any officer becomes vacant, the Board of Trustees may elect a successor. Each such successor shall hold office for the unexpired term, and in the case of the President, Secretary and Treasurer until their successor is elected and qualified, or in each case until their earlier death, resignation or removal.

Section 4.2    Powers and Duties.    The officers, agents and employees of the Foundation shall each have such powers and perform such duties in the management of the property and activities of the Foundation, subject to the control of the Board of Trustees, as generally pertain to their respective offices, as well as such powers and duties as may be authorized from time to time by the Board of Trustees.

(a)    Chair of the Board of Trustees. Given that the Foundation is a not-for-profit corporation organized under the laws of the State of New York, the Board of Trustees shall elect a Chair of the Board of Trustees that is a U.S. citizen. The Chair of the Board of Trustees shall be elected for a three-year term and will hold office for no more than two (2) consecutive three-year terms. The Chair of the Board of Trustees shall preside at all meetings of the Board of Trustees, and shall have such other powers and duties as may be determined by the Board of Trustees.

(b)    President. Unless otherwise determined by the Board of Trustees, the President shall be the chief executive officer of the Foundation and shall have, subject to oversight by the Board of Trustees, general supervision and control of the business of the Foundation.

(c)    Secretary. The Secretary shall record and maintain records of all proceedings of the Board of Trustees in a book or series of books kept for that purpose, which book or books shall be kept at the principal office of the Foundation or at the office of its Secretary or of its resident agent and shall be open at all reasonable times to the inspection of any Trustee. Such book or books shall also contain records of all meetings of incorporators and the original, or attested copies, of the Certificate of Incorporation and these Bylaws and names of Trustees and

the address of each. If the Secretary is absent from any meeting of the Board of Trustees, a temporary Secretary chosen at the meeting shall exercise the duties of the Secretary at the meeting.

(d) Treasurer. The Treasurer shall have the custody of, and be responsible for, all funds and securities of the Foundation. They shall have such other duties and powers as designated by the Board of Trustees or the President.

Section 4.3 Other Agents. The Board of Trustees may appoint from time to time such agents as it shall deem appropriate, each of whom shall hold office at the pleasure of the Board of Trustees, and shall have such authority and perform such duties and shall receive such reasonable compensation, if any, as the Board of Trustees may from time to time determine.

Section 4.4 Compensation. The Foundation may pay its officers, agents and employees compensation commensurate with their services, and reimbursement for reasonable expenses incurred in the performance of their duties. The amount of compensation paid to each officer shall be fixed by action of the Board of Trustees or the Executive Committee.

## ARTICLE V

### INDEMNIFICATION AND INSURANCE

Section 5.1 Indemnification and Insurance. The Foundation may indemnify any Trustee, officer, employee or agent, any former Trustee, officer, employee or agent, any person who may have served at its request as a director, officer, employee or agent of another corporation, partnership, joint venture, trust, employee benefit plan or other enterprise, whether for profit or not for profit, against judgments, fines, amounts paid in settlement and reasonable expenses (including attorneys' fees) actually and necessarily incurred by them in connection with



any threatened, pending or completed action, suit or proceeding whether civil, criminal, administrative, or investigative (other than an action by or in the right of the Foundation), to which they may be or are made a party by reason of being or having been such Trustee, director, officer, employee or agent if they acted in good faith, for a purpose which they reasonably believed to be in or, in the case of service for any other corporation, partnership, joint venture, trust, employee benefit plan or other enterprise, not opposed to the best interests of the Foundation and, with respect to any criminal action or proceeding, in addition, had no reasonable cause to believe their conduct was unlawful. However, there shall be no indemnification in respect of any claim, issue or matter as to which they shall have been adjudged to be liable to the Foundation unless and only to the extent that the court in which such action or suit was brought shall determine upon application that, despite the adjudication of liability but in view of all the circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expenses which such court shall deem proper.

The Foundation may pay expenses (including attorneys' fees) incurred by an officer or Trustee in defending any civil, criminal, administrative or investigative action, suit or proceeding in advance of the final disposition of such action, suit or proceeding upon receipt of an undertaking by or on behalf of such officer or Trustee to repay such amount if it shall ultimately be determined that they are not entitled to be indemnified by the Foundation under this Article V. Such expenses (including attorneys' fees) incurred by other employees and agents may be paid upon such terms and conditions, if any, as the Board of Trustees deems appropriate.

Any indemnification (unless ordered by a court) shall be made by the Foundation only as authorized in the specific case upon a determination that indemnification of the Trustee, officer, employee or agent is proper in the circumstances because they have met the applicable standard of conduct set forth under the applicable law. Such determination shall be made (a) by a

majority vote of the Board of Trustees who are not parties to such action, suit or proceeding, even though less than a quorum, or (2) if there are no such Trustees or if such Trustees so direct, by independent legal counsel in a written opinion.

The provisions of this Article V shall be applicable to claims, actions, suits, or proceedings made or commenced after the adoption hereof, whether arising from acts or omissions occurring before or after adoption hereof.

The indemnification and advancement of expenses provided by this Article V shall not be deemed exclusive of any other rights to which such Trustee, officer, employee or agent may be entitled under any statute, these Bylaws, agreement, vote of the disinterested Trustees or otherwise, and shall not restrict the power of the Foundation to make any indemnification permitted by law.

The indemnification and advancement of expenses provided by this Article V shall, unless otherwise provided when authorized or ratified, continue as to a person who has ceased to be a Trustee, director, officer, employee or agent and shall inure to the benefit of the heirs, executors and administrators of such a person.

The Board of Trustees may authorize the purchase of insurance on behalf of any person who is or was a Trustee, officer, employee or agent of the Foundation, or who is or was serving at the request of the Foundation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust, employee benefit plan or other enterprise against any liability asserted against or incurred by them in any such capacity, or which arises out of such person's status as a Trustee, director, officer, employee or agent whether or not the Foundation would have the power to indemnify such person against that liability under law.

If any part of this Article V shall be found in any action, suit or proceeding to be invalid or ineffective, the validity and the effectiveness of the remaining parts shall not be affected.

## ARTICLE VI

### CONFLICTS OF INTEREST POLICY

Section 6.1     Purpose. The purpose of this conflict-of-interest policy is to protect the interests of the United State-Japan Foundation ("Foundation"), comply with IRS self-dealing regulations, and provide Foundation trustees and key employees with guidelines for handling actual, potential, or perceived conflicts of interest. This policy is intended to supplement, but not replace, any state and federal laws governing conflict of interest applicable to nonprofit New York corporations and charitable foundations.

The Foundation recognizes that trustees and employees are often involved in important activities and causes outside our organization. That experience enables them to provide special knowledge and perspective. The world of US-Japan relations can sometimes be a small one, and there will inevitably be overlap between the activities of the Foundation and the outside interests of our board and staff. Our goal is to ensure there are no conflicts of interest.

The core principles of this policy are transparency and recusal. In situations where conflicts are uncertain, the Foundation encourages individuals to err on the side of disclosure.

Besides complying with applicable law, this policy is designed to assure prospective grantees, fellowship applicants, and the public generally that (i) no organization or individual has an unfair advantage in obtaining grant funds, a fellowship, or a business contract because of trustee or staff affiliation, and (ii) no trustee or staff member will benefit unfairly from the Foundation's grant funds, fellowship program, or other Foundation resources.

Section 6.2     Application. This policy is intended to cover any proposed grant, fellowship application, investment, or other Foundation decision in which there is an actual or perceived conflict of interest. (See below for definitions of italicized and bolded terms).

The following situations create a presumption of a conflict of interest:

- A decision-maker has a material affiliation with, or a material financial interest in, an entity or individual involved in a transaction, or will otherwise benefit financially; or
- A decision-maker will derive a significant personal benefit as a result of the transaction; or
- An investment or other transaction will give rise to payment of fees, income, or profits to a trustee, staff, or an entity in which any such individual has a material financial interest; or
- The transaction creates the appearance of a conflict of interest, including but not limited to the following:
  - When the decision-maker is the chief executive officer of a prospective grantee or holds a similar management position; or
  - When a decision-maker is otherwise prominently identified or associated with a prospective grantee; or
  - A prospective grant suggests the appearance of favoritism in some other way; or
  - A fellowship decision suggests the appearance of favoritism in some way.

The board will consider each transaction on its merits and follow the procedure described below to determine whether the Foundation can approve the transaction without creating a conflict of interest or appearance of favoritism.

To assist decision-makers in identifying and resolving conflicts of interest, proposed grants and other transactions should be evaluated in accordance with each of the following tests:

- The Compliance or Legal Test: All grants, investments, and disbursements by the Foundation must comply with federal, state, and local laws and regulations governing the Foundation. Where there is doubt whether a particular decision meets the compliance test, a legal opinion may be sought.
- The Program or Merit Test: Grants to any organization on which a decision-maker serves as an officer, director, trustee, staff member, or consultant should meet the general program criteria and priorities of the Foundation.
- The Appearance Test: This test is the most difficult to define (e.g., does it look right?), but here is a suggested guideline. If a decision-maker is the chief executive officer of an organization, holds a similar management position, or is otherwise prominently identified or associated with an organization, a prospective grant to that organization may fail the appearance test because it suggests the appearance of favoritism.
- If there is any appearance of favoritism, the Foundation may decline grant support. This does not mean that any organization with which a decision-maker is associated can never receive a grant from the Foundation. The Foundation may decide to make a grant to an organization with which a decision-maker is associated, if the grant meets all of the criteria set forth in Section III.5., below.

Section 6.3    Procedure. In all *transactions* involving actual, potential, or perceived conflict of interest, a disinterested party (the board, the president, or their designate) will determine whether proceeding with the *transaction* is in the best interest of the Foundation after considering all the facts and circumstances. The Foundation will abide by the following procedures:

1)    Duty to Disclose. The first step in avoiding problems of conflict of interest is to get the facts out in the open. Each *decision-maker* is under an obligation to the Foundation to disclose any position, investment, or avocational activities that may result in a possible conflict of interest. *Decision-makers* should also disclose any activity or interest that may result in bias for or against a particular grantee, fellowship applicant, action or policy being considered by the board. These disclosures will be made annually as described below, and whenever a potential conflict of interest arises while *decision-makers* are considering a proposed *transaction* or arrangement.

2)    Determining Whether a Conflict of Interest Exists.

- a)    Other than as described in Section 3(a) below, a Foundation trustee or staff member who is an officer, director, trustee, staff member or consultant of a prospective grantee organization should not be involved, formally or informally, in submitting, discussing, reviewing, recommending, or approving any *transaction*, including grants and subsequent monitoring or evaluation, and/or vendor agreement.
- b)    We recognize that the process of selecting fellows for our US-Japan Leadership Program (USJLP) may also involve potential conflicts. Trustees or employees with a professional or personal relationship with a fellowship applicant should disclose that relationship and should not be involved in discussions or decisions regarding that person's application. We have a

separate policy governing the process for members of the Fellows Advisory Council nominating candidates for the program.

- c) After disclosure of the financial interest and all material facts, and after any board discussion with the individual involved in a potential conflict, the individual shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists. Trustee conflict questions shall be reviewed by the board's executive committee and the president, absent any of those *decision-makers* subject to the conflict question. The president will review conflicts involving *key employees*.

3) Procedures for Addressing the Conflict of Interest.

- a) Upon the board's request, the *decision-maker* may make a presentation at the governing board or committee meeting, but after the presentation, the *decision-maker* shall leave the meeting while determination regarding the *transaction* is made by the remaining board members.
- b) If the remaining disinterested board or committee members decide that a conflict of interest exists, the *decision-maker* involved in the relevant *transaction* shall not have any influence over the transaction for which the conflict of interest exists.
- c) The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed *transaction*.
- d) After exercising due diligence, the governing board or committee shall

determine whether the Foundation can obtain with reasonable efforts a more advantageous *transaction* from a person or entity that would not give rise to a conflict of interest.

- e) If a more advantageous *transaction* is not reasonably possible under circumstances not producing a conflict of interest, the remaining disinterested trustees shall determine whether the *transaction* is in the Foundation's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination, the board shall make its decision as to whether to enter into the *transaction*.

4) Violations of the Policy. In the event of perceived, potential or actual conflicts of interest that have not been disclosed, the board's executive committee shall review the facts and, if necessary, seek legal counsel. Any member of the committee subject to that review will be recused from the deliberations. If the committee determines that the *decision-maker* has in fact failed to disclose an actual or possible conflict of interest, it shall take action deemed appropriate by the committee, in consultation with legal counsel.

5) Permitted Approval of Grantees with Potential Conflict of Interests. The Foundation may approve a grant to an organization with which a trustee or employee is associated if the following criteria are met:

- a) The grant falls within the established program guidelines of the Foundation;
- b) The grantee organization is an established public charity with broad support among the local, national, or international charitable community;
- c) The trustee with a conflict does not: (i) submit the grant request, (ii) discuss the grant with staff or trustees, (iii) become involved in the grant review process, nor (iv) receive economic benefit from the grant;



- d) The conflict is fully disclosed; and
- e) The Foundation approves the *transaction* pursuant to the above-described procedures.

6) Annual Disclosure and Record Keeping. Each trustee and staff member is asked sign a disclosure form annually and update the form whenever they acquire new relevant affiliations or make changes to existing affiliations. The Secretary/Treasurer will send out these forms in advance of the October board meeting, and will keep the responses on file.

Prior to any meeting or time in which a decision will be made on a grant, fellowship, or other *transaction*, the president will provide a report indicating the existence of any conflicts of interest together with any facts or circumstances deemed relevant for consideration by the board.

The Foundation will maintain a record of actions taken when there is a conflict of interest present with respect to any grant or *transaction*.

As part of those records, the minutes of the board meeting at which any discussion, decision, or action taking place involving matters covered by this policy shall include: (i) the board member or employee, as applicable, whose situation was considered by the board; (ii) the nature of the interest; if a board member was at issue, their abstention; (iii) whether the grant or *transaction* was approved or disapproved; and (iv) if approved, its terms.

7) Other Interests. In addition to decisions about grants, fellowships, contracts and other *transactions*, other situations may present risks to impartial decision-making, legal compliance, and the Foundation's reputation. The Foundation's rules on several recurring situations are set out below.

- a) *Acceptance of Gifts.* Trustees and employees may not accept anything of value (including gifts, loans, and entertainment) from recent, current or

potential grantees, fellowship applicants, vendors, suppliers, consultants or others who have existing or proposed grants, contracts or other *transactions* with the Foundation. Trustees and employees may accept gifts, meals and other benefits of nominal value so long as acceptance would not obligate the trustee or employee to take any action or decision on behalf of the Foundation or call into question the fairness or propriety of the Foundation's decision-making processes.

- b) *Payments of Expenses by Grantees.* Trustees and employees may not accept reimbursement of business travel or expenses from grantees, potential grantees, or other third persons in connection with a grant or proposed grant. This rule is designed to ensure that grantees use their available resources for their own charitable purposes and not to benefit the Foundation or its trustees or employees. The Foundation will reimburse trustees and employees for all of their ordinary and reasonable out-of-pocket business expenses in accordance with the Foundation's Travel, Expense, and Entertainment Policy.
- c) *Acceptance of Honoraria.* Trustees and employees may not accept honoraria from actual or potential grantees without the approval of the president or the board chair.
- d) *Employment by Grantees.* Occasionally an employee will seek employment with a grantee while being employed by, or after they depart, the Foundation. The Foundation has no general prohibition against grantees hiring current or former employees so long as the grantee's hiring decision is entirely independent of and not influenced by the Foundation or the interested

employee, and the Foundation complies with this policy with respect to all proposed grants, contracts or other *transactions* with the grantee. In order to ensure the integrity of the grantee's hiring process, current employees who solicit or respond to solicitation of future employment with an active or potential grantee must disclose the potential conflict to the appropriate manager or trustee.

- e) *Other Situations*. No policy can encompass every situation that presents risks to impartial decision-making. In the end, the Foundation's effective management of conflicts depends on the good judgment and integrity of its trustees and employees.

8) Government Service. A trustee who decides to run for elective office must resign from the board if, in the judgment of the executive committee, the position could result in the appearance of a conflict of interest. A trustee who is appointed to a government position must resign from the board (a) if the position would qualify as a "government official" under section 4946(c) of the Internal Revenue Code, (b) service on the board while holding the government position would violate any applicable law, or (c) the position is related to the work of the Foundation and could result in the appearance of a conflict of interest in the judgment of the executive committee.

Section 6.4 Definitions. The words italicized and bolded in this policy have the following meanings:

- A *decision-maker* is a (a) member of the USJF board of trustees, (b) a USJF officer, (c) a USJF *key employee*, or (d) any other individual with fiduciary duties to USJF.

- A ***transaction*** is any proposed grant, fellowship application, investment, compensation arrangement, contract, award, or other Foundation decision.
- A ***key employee*** is an employee who either has a fiduciary duty or delegated decision-making authority.
- A ***related party*** is (a) a member of a ***decision-maker's*** immediate family (spouse or significant other, children, grandchildren, parents, siblings and spouses thereof,) and includes a ***household member*** or (b) an entity in which a ***decision-maker*** own or control more than 35%.
- A ***household member*** means a person residing in a ***decision-maker's*** household.
- An ***entity*** includes a corporation, partnership, limited liability company, trust, organization, coalition, commission, university or institute (including a school, department, center, committee, or research project within a university or institute).
- A ***material affiliation*** with an ***entity*** or individual exists when a trustee, staff, or a ***related party*** has any of the following types of relationships with the ***entity*** or individual:
  - Is a board member, officer, or employee of the ***entity***;
  - Is the owner of more than five percent (5%) of the ownership interest of the ***entity***;
  - Is a lender to the ***entity***;
  - Is a landlord to or tenant of the ***entity***;
  - Has an ongoing contractual **relationship to provide goods or services that is significant** to the Foundation representative, a ***related party***, or the ***entity*** or the individual to whom the goods or services are being provided; or
  - Is a relative of the individual.

- A *material financial interest* with an *entity* exists when a Foundation trustee, staff, or a *related party*:
  - Holds an ownership interest in excess of five percent (5%) of the total equity interest in such *entity*; or
  - Is a consultant or service provider to the *entity* and is paid an amount that exceeds five percent (5%) of his/her overall income or the overall income of a *related party* to such individual; or
  - Is a lender to the *entity* and such loans are more than five percent (5%) of the indebtedness of such *entity*.
- A grant is *material* to an *entity* when the amount of the grant is in excess of five percent (5%) of the revenue of the *entity*.
- Whether a trustee, staff, or a *related party* derives a “*significant personal benefit*” or has a “*relationship to provide goods or services that is significant*” will depend on the facts and circumstances of each case, including an assessment of whether an objective person would consider the benefit capable of affecting the individual’s objectivity or independence.

Section 6.5 Annual Statement.

**UNITED STATES-JAPAN FOUNDATION**  
**CONFLICT-OF-INTEREST POLICY ANNUAL STATEMENT**

A copy of the United States-Japan Foundation's ("Foundation") Conflict-of-Interest Policy ("Policy") shall be furnished to each ***decision-maker*** of the Foundation presently serving the Foundation or who may hereafter become associated with the Foundation. All ***decision-makers*** shall be asked every to review, complete, and sign this Annual Statement regarding Conflicts of Interest ("Statement"), and such action shall be recorded in the minutes of such meetings. The Foundation shall maintain in its files a copy of completed Statements signed by each current ***decision-maker*** of the Foundation.

The Foundation requests that you answer the following questions to the best of your knowledge and belief. Your answers should cover the year prior to the date of your signature on next page.

1. I acknowledge that I have read, and I agree to comply with, the Policy (Adopted on October 29, 2023).

☐ Yes            ☐ No

2. Did you or any ***related party*** of yours or any ***entity*** included in the definition in the Policy of ***related party*** in relation to you, apply for any grants from the Foundation?

☐ Yes            ☐ No

If yes, please describe in a separate attachment.

3. Did any ***related party*** of yours or any ***entity*** included in the definition in the Policy of ***related party*** apply to the US-Japan Leadership Program?

☐ Yes            ☐ No

If yes, please describe in a separate attachment.

4. Did you or any ***related party*** of yours or any ***entity*** included in the definition in the Policy of ***related party*** in relation to you, sell any goods or provide any services to the Foundation?

☐ Yes            ☐ No

If yes, please describe in a separate attachment the nature of the goods sold or services to the Foundation.

5. Did you take part in any hiring or employment decision of the Foundation relating to a ***related party*** of yours that has not previously been disclosed in accordance with the Policy?

☐ Yes      ☐ No

If yes, please describe in a separate attachment the hiring or employment decision and your participation.

6. Do you or any of your ***related parties*** have a ***material affiliation*** or ***material financial interest*** in any ***transaction*** that has not previously been disclosed in accordance with the Policy?

☐ Yes      ☐ No

If yes, please describe in a separate attachment the related party transaction and your financial interest therein.

7. Do you have any other relationship or interest as to which disclosure is required under the Policy?

☐ Yes      ☐ No

If yes, please describe in a separate attachment the relationship or interest, whether you advised the Foundation's Chair or the Board of Trustees thereof, and if so, when and to whom you did so.

I CONFIRM that to the best of my knowledge and belief, my responses to the above questions are complete and correct.

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Date

Name: \_\_\_\_\_

*Please print*

## ARTICLE VII

### TRAVEL, ENTERTAINMENT, EXPENSE REIMBURSEMENT POLICY

Section 7.1 Purpose. As the steward of private resources that must be used in the public's interest, the United States-Japan Foundation ("Foundation") expects trustees and employees to exercise prudent judgment when seeking reimbursement from the Foundation for expenses.

The purpose of this policy is to ensure:

- a. adequate cost controls are in place to maximize efficient use of Foundation resources to prioritize supporting our programs
- b. compliance with IRS requirements and regulations
- c. a uniform and consistent approach for the timely reimbursement of authorized expenses

Section 7.2 Legal Compliance. The rules against self-dealing by employees and trustees of a charitable trust classified as a private foundation -- as set forth in section 4941 of the Internal Revenue Code of 1986, as amended ("the Code") -- generally prohibit payments from a private foundation to its trustees and employees for the reimbursement of expenses unless such expenses are necessary and reasonable for carrying out of the exempt charitable purpose of the foundation and are not excessive or lavish. There are extensive and substantial penalties for violating this Code section for: (i) the individual receiving the funds, (ii) the individual(s) approving the funds, and (iii) the organization.

Section 7.3 Expense Report. Employees and trustees seeking reimbursement should submit a written expense report to the Foundation president, Japan manager, board chair, or their designate.



The report should include:

- a. The individual's name.
- b. If reimbursement for travel is requested, the date, origin, destination, and purpose of the trip.
- c. An itemized list of all expenses for which reimbursement is requested.
- d. If a given trip combines Foundation and personal travel, a clear explanation of the division of costs between each portion of the trip.

Section 7.4    Receipts. Appropriate documentation is required for reimbursed expenditures, such as airfare and hotel charges. Receipts are requested for spending in excess of \$250.00

Section 7.5    General Travel Requirements.

- a. Foundation Travel Agency/Credit Cards
  - Staff are encouraged to make travel arrangements through the Foundation's designated travel agency, and/or to use Foundation credit cards.
  - Trustees may use the Foundation's travel agency, or make their own arrangements, as long as those arrangements follow Foundation guidelines as explained throughout this policy.

b. Personal Expenses

Individuals traveling on behalf of the Foundation may incorporate personal travel or business with their Foundation-related trip. However, they should not arrange such travel at a time that is less advantageous to the Foundation or involving greater expense in order to accommodate personal travel plans. Additional expenses incurred as a result of personal travel are the responsibility of the individual.

c. Spousal/Family Travel, Expenses

Expenses for spouses, partners, and children cannot be reimbursed or paid by the Foundation. The IRS deems family members to be "disqualified persons," and Foundation payment of any expenses on their behalf a violation of "self-dealing" rules. Such payments would put the Foundation and the individuals involved at risk of incurring IRS penalties discussed above.

d. USJLP-related Travel for Trustees

The Foundation encourages all trustees to attend a US-Japan Leadership Program (USJLP) conference, to see first-hand how the program works. We will pay travel expenses for trustees to attend one such conference. We will not cover travel expenses for trustees who have previously attended a conference. Those seeking a waiver should provide a written request with explanation to the president and board chair.

Section 7.6 Air Travel. We expect employees and trustees to find economical airfare that reasonably meets business needs when charging the Foundation for travel. For most flights, we will cover coach fares.

For employees, including the president, taking work-related flights lasting more than four hours, we will cover premium economy fares or their equivalent. For trustees taking Foundation-related flights of more than four hours, we will cover business-class tickets.

Section 7.7 Lodging. Trustees and employees traveling on behalf of the Foundation may be reimbursed for the reasonable cost of hotel accommodations.

Section 7.8 Meals. Personnel traveling on behalf of the Foundation, or holding a meeting on Foundation-related business, will be reimbursed for the reasonable cost of meals (including tips).

Section 7.9 Personal Cars. Personnel will be compensated for use of their personal cars when used for Foundation business. When individuals use their personal car for such travel, mileage will be allowed at the currently approved IRS rate per mile.

Section 7.10 Other Expenses. The Foundation will reimburse reasonable incidental costs associated with business travel, including business phone calls, internet access on flights, photocopies, computer supplies and tips. No policy can anticipate every situation that might give rise to legitimate business expenses. Reasonable and necessary expenses that are not listed above may be incurred. Decision-makers should use their best professional judgment in determining if an expense may be reimbursable.

## ARTICLE VIII

### AMENDMENTS

Section 8.1 Amendments. These Bylaws may be amended, added to or repealed, in whole or in part, by the Board of Trustees, by the vote of a majority of the entire Board of Trustees; provided that no amendment may be adopted which is inconsistent with the Certificate of Incorporation.