

EXTENDED TO NOVEMBER 15, 2022

## Return of Private Foundation

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

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

OMB No. 1545-0047

2021

Open to Public Inspection

Form 990-PF

Department of the Treasury  
Internal Revenue Service

For calendar year 2021 or tax year beginning

, and ending

A Employer identification number

85-2133087

B Telephone number

737-235-6956

C If exemption application is pending, check here ☐D 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test,  
check here and attach computation ☐E If private foundation status was terminated  
under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination  
under section 507(b)(1)(B), check here ☐

Name of foundation

Number and street (or P.O. box number if mail is not delivered to street address)

P.O. BOX 341886

City or town, state or province, country, and ZIP or foreign postal code

AUSTIN, TX 78734

G Check all that apply:

Initial return

Initial return of a former public charity

Final return

Amended return

Address change

Name change

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation

Section 4947(a)(1) nonexempt charitable trust

Other taxable private foundation

I Fair market value of all assets at end of year

(from Part II, col. (c), line 16)

\$ 9,419,036,726.

J Accounting method:

☒ Cash

Accrual

Other (specify)

(Part I, column (d), must be on cash basis.)

## Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)

	(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	5703165040.			
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments	1,912.	1,912.		STATEMENT 1
4 Dividends and interest from securities	328,543.	328,543.		STATEMENT 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	326,394,116.			
b Gross sales price for all assets on line 6a	496,769,914.			
7 Capital gain net income (from Part IV, line 2)		326,394,116.		
8 Net short-term capital gain			N/A	
9 Income modifications				
10a Gross sales less returns and allowances				
b Less: Cost of goods sold				
c Gross profit or (loss)	12.	12.	0.	STATEMENT 3
11 Other income			0.	
12 Total. Add lines 1 through 11	6029889623.	326,724,583.	0.	0.
<b>Operating and Administrative Expenses</b>				
13 Compensation of officers, directors, trustees, etc.	0.	0.	0.	0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees	115,253.	0.	0.	115,253.
b Accounting fees	55,029.	27,515.	0.	27,514.
c Other professional fees	1,381.	0.	0.	1,381.
17 Interest				
18 Taxes	6,500,000.	0.	0.	0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses	321,390.	318,890.	0.	2,500.
24 Total operating and administrative expenses. Add lines 13 through 23	6,993,053.	346,405.	0.	146,648.
25 Contributions, gifts, grants paid	159,938,705.			159,938,705.
26 Total expenses and disbursements. Add lines 24 and 25	166,931,758.	346,405.	0.	160,085,353.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	5862957865.			
b Net investment income (if negative, enter -0-)		326,378,178.		
c Adjusted net income (if negative, enter -0-)			0.	

123501 12-10-21 LHA For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2021)

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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			
	2 Savings and temporary cash investments	164,506,285.	65,355,447.	65,350,042.
	3 Accounts receivable			
	Less: allowance for doubtful accounts			
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations STMT 9	9,559,760.	83,432,960.	83,057,148.
	b Investments - corporate stock STMT 10	2,065,382.	4,298,355.	9007295245.
	c Investments - corporate bonds STMT 11	11,858,771.	38,443,812.	38,455,320.
Liabilities	11 Investments - land, buildings, and equipment: basis			
	Less: accumulated depreciation			
	12 Investments - mortgage loans			
	13 Investments - other STMT 12	29,347,892.	188,048,661.	224,878,971.
	14 Land, buildings, and equipment: basis			
	Less: accumulated depreciation			
	15 Other assets (describe)			
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	217,338,090.	379,579,235.	9419036726.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
	Foundations that follow FASB ASC 958, check here			
	and complete lines 24, 25, 29, and 30.			
	24 Net assets without donor restrictions			
	25 Net assets with donor restrictions			
	Foundations that do not follow FASB ASC 958, check here X			
	and complete lines 26 through 30.			
	26 Capital stock, trust principal, or current funds	0.	0.	
	27 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	28 Retained earnings, accumulated income, endowment, or other funds	217,338,090.	379,579,235.	
	29 Total net assets or fund balances	217,338,090.	379,579,235.	
	30 Total liabilities and net assets/fund balances	217,338,090.	379,579,235.	

## 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	217,338,090.
2 Enter amount from Part I, line 27a	2	5862957865.
3 Other increases not included in line 2 (itemize)	3	0.
4 Add lines 1, 2, and 3	4	6080295955.
5 Decreases not included in line 2 (itemize) UNREALIZED GAIN/(LOSS)	5	5700716720.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 29	6	379,579,235.

Form 990-PF (2021)

**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	496,769,914.	170,375,798.	326,394,116.

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			326,394,116.

2 Capital gain net income or (net capital loss) 2 326,394,116.

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 -86,397.

**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	4,536,657.
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	4,536,657.
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	4,536,657.
6 Credits/Payments:		
a 2021 estimated tax payments and 2020 overpayment credited to 2021	6a	4,333,483.
b Exempt foreign organizations - tax withheld at source	6b	0.
c Tax paid with application for extension of time to file (Form 8868)	6c	220,000.
d Backup withholding erroneously withheld	6d	0.
7 Total credits and payments. Add lines 6a through 6d	7	4,553,483.
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	0.
9 Tax due. If the total of lines 5 and 8 is more than 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	16,826.
11 Enter the amount of line 10 to be: Credited to 2022 estimated tax <input checked="" type="checkbox"/> 16,826. Refunded <input type="checkbox"/>	11	0.

Form 990-PF (2021)

**MUSK FOUNDATION**

85-2133087

Page 4

**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?		X
<b>1b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition		X
If the answer is "Yes" to <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>1c</b> Did the foundation file <b>Form 1120-POL</b> for this year?		X
<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?		X
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		X
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year?		X
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year?		X
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>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>8a</b> Enter the states to which the foundation reports or with which it is registered. See instructions. ▶ <u>TX</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>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 2021 or the tax year beginning in 2021? See the instructions for Part XIII. If "Yes," complete Part XIII		X
<b>10</b> Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X
<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		X
<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		X
<b>13</b> Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	X	
Website address ▶ <u>WWW.MUSKFOUNDATION.ORG</u>		
<b>14</b> The books are in care of ▶ <u>MUSK FOUNDATION</u> Telephone no. ▶ <u>737-235-6956</u>		
Located at ▶ <u>P.O. BOX 341886, AUSTIN, TX</u> ZIP+4 ▶ <u>78734</u>		
<b>15</b> Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> - check here		
and enter the amount of tax-exempt interest received or accrued during the year	15	N/A
<b>16</b> At any time during calendar year 2021, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?		
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶		

Form 990-PF (2021)

**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? .....
- (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? .....
- (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? .....
- (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? .....
- (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? .....
- (6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) .....

**b** If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions .....

**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 2021? .....

**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 2021, did the foundation have any undistributed income (Part XII, lines 6d and 6e) for tax year(s) beginning before 2021? .....

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.) .....

**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? .....

**b** If "Yes," did it have excess business holdings in 2021 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 2021.) .....

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

**b** Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2021? .....

	Yes	No
1a(1)		X
1a(2)		X
1a(3)		X
1a(4)		X
1a(5)		X
1a(6)		X
1b		
1d		X
2a		X
2b		
3a		X
3b		
4a		X
4b		X

Form 990-PF (2021)

**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		
5d		
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

N/A

**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?

N/A

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

**6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

**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
ELON MUSK P.O. BOX 341886 AUSTIN, TX 78734	PRESIDENT & DIRECTOR 1.00	0.	0.	0.
JARED BIRCHALL P.O. BOX 341886 AUSTIN, TX 78734	SECRETARY & TREASURER & DIRECTOR 1.00	0.	0.	0.
MATILDA SIMON P.O. BOX 341886 AUSTIN, TX 78734	DIRECTOR 0.10	0.	0.	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
NONE				

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

0

Form 990-PF (2021)

21) **MUSK FOUNDATION**  
**Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)

[illegible]

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Part VIII-A Summary of Direct Charitable Activities		Expenses
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.		
1	N/A	
2		
3		
4		

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

Form **990-PF** (2021)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	4,094,602,174.
b	Average of monthly cash balances	1b	118,227,444.
c	Fair market value of all other assets (see instructions)	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	4,212,829,618.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	4,212,829,618.
4	Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see instructions)	4	63,192,444.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3	5	4,149,637,174.
6	<b>Minimum investment return.</b> Enter 5% (0.05) of line 5	6	207,481,859.

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

1	Minimum investment return from Part IX, line 6	1	207,481,859.
2a	Tax on investment income for 2021 from Part V, line 5	2a	4,536,657.
b	Income tax for 2021. (This does not include the tax from Part V.)	2b	
c	Add lines 2a and 2b	2c	4,536,657.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	202,945,202.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	202,945,202.
6	Deduction from distributable amount (see instructions)	6	0.
7	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XII, line 1	7	202,945,202.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	160,085,353.
b	Program-related investments - total from Part VIII-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part XII, line 4	4	160,085,353.

Form 990-PF (2021)



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

	(a) Corpus	(b) Years prior to 2020	(c) 2020	(d) 2021
1 Distributable amount for 2021 from Part X, line 7				202,945,202.
2 Undistributed income, if any, as of the end of 2021:				
a Enter amount for 2020 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2021:				
a From 2016	488,992.			
b From 2017				
c From 2018				
d From 2019	1,182,545.			
e From 2020				
f Total of lines 3a through e	1,671,537.			
4 Qualifying distributions for 2021 from Part XI, line 4: ▶ \$160,085,353.				
a Applied to 2020, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2021 distributable amount				160,085,353.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2021 (If an amount appears in column (d), the same amount must be shown in column (a).)	1,671,537.			1,671,537.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2020. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2021. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2022				41,188,312.
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 2016 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2022. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2017				
b Excess from 2018				
c Excess from 2019				
d Excess from 2020				
e Excess from 2021				

**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 2021, 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) 2021	(b) 2020	(c) 2019	(d) 2018	
<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)(ii)					
<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).)

ELON MUSK

**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:

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

**c** Any submission deadlines:

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a Paid during the year</b>				
SIGNAL TECHNOLOGY FOUNDATION 650 CASTRO STREET SUITE 120-223 MOUNTAIN VIEW, CA 94041	N/A	PC	SUPPORT PROTECTION OF FREE EXPRESSION AND SECURITY OF GLOBAL COMMUNICATION	2,000,000.
STEAMSPACE EDUCATION OUTREACH 6108 BULLARD DRIVE, UNIT A AUSTIN, TX 78757	N/A	PC	SUPPORT SCHOOL OPERATIONS AND PROGRAMS	10,000.
VIRGINIA 30 DAY FUND 1314 RUGBY RD CHARLOTTESVILLE, VA 22903	N/A	PC	SUPPORT SMALL BUSINESSES AT RISK DUE TO THE COVID-19 CRISIS	1,000,000.
FUTURE OF LIFE INSTITUTE 70 VASSAR ST. RM. 37-626B CAMBRIDGE, MA 02139	N/A	PC	SUPPORT RESEARCH AND INITIATIVES FOR SAFEGUARDING LIFE AND DEVELOPING OPTIMISTIC VISIONS OF THE FUTURE	4,000,000.
FOUNDERS PLEDGE INC. 228 PARK AVE S PMB 71081 NEW YORK, NY 10003-1502	N/A	PC	SUPPORT CHARITABLE GIVING	1,000,000.
<b>Total</b>	<b>SEE CONTINUATION SHEET(S)</b>			<b>159,938,705.</b>
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>				<b>0.</b>



MUS001.1

MUSK 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 MORGAN STANLEY #0481 - ST COVERED			
b MORGAN STANLEY #0481 - LT COVERED			
c MORGAN STANLEY #0481 - LT NONCOVERED			
d FEDERATED HRMS INST PRM OBL (PUBLICLY TRADED SEC)			
e FEDERATED HRMS INST PRM OBL (PUBLICLY TRADED SEC)			
f FEDERATED HRMS INST PRM OBL (PUBLICLY TRADED SEC)			
g FEDERATED HRMS INST PRM OBL (PUBLICLY TRADED SEC)			
h MORGAN STANLEY #0014 - ST COVERED			
i MORGAN STANLEY #0014 - LT COVERED			
j			
k			
l			
m			
n			
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 25,294,804.		25,382,377.	-87,573.
b 10,163,704.		10,204,334.	-40,630.
c 326,736,406.		215,347.	326,521,059.
d 100,000,000.		99,993,240.	6,760.
e 2,000,000.		2,000,200.	-200.
f 5,000,000.		5,000,500.	-500.
g 10,000,000.		10,001,327.	-1,327.
h 16,900,000.		16,903,557.	-3,557.
i 675,000.		674,916.	84.
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			** -87,573.
b			-40,630.
c			326,521,059.
d			** 6,760.
e			** -200.
f			** -500.
g			** -1,327.
h			** -3,557.
i			84.
j			
k			
l			
m			
n			
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	326,394,116.
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	-86,397.

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04-01-21

\*\* (SHORT-TERM)

## MUSK FOUNDATION

85-2133087

**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
DONORSCHOOSE.ORG 134 WEST 37TH STREET - 11TH FLOOR NEW YORK, NY 10018	N/A	PC	SUPPORT EDUCATION OF STUDENTS IN NEED	945,000.
ST. JUDE CHILDREN'S RESEARCH HOSPITAL 501 ST. JUDE PLACE MEMPHIS, TN 38105	N/A	PC	SUPPORT RESEARCH AND TREATMENT OF PEDIATRIC CATASTROPHIC DISEASES	55,000,000.
UNICEF USA 125 MAIDEN LANE NEW YORK, NY 10038	N/A	PC	SUPPORT EDUCATION OF STUDENTS IN NEED	5,000,000.
FEEDING TEXAS 1524 SOUTH IH-35, SUITE 342 AUSTIN, TX 78704	N/A	PC	SUPPORT WINTER STORM URI DISASTER RELIEF	1,000,000.
AUSTIN DISASTER RELIEF NETWORK PO BOX 15424 AUSTIN, TX 78761	N/A	PC	SUPPORT WINTER STORM URI DISASTER RELIEF	1,000,000.
X PRIZE FOUNDATION INC 800 CORPORATE POINTE, SUITE 350 CULVER CITY, CA 90230	N/A	PC	SUPPORT TECHNOLOGICAL DEVELOPMENT FOR CARBON REMOVAL	54,000,000.
BROWNSVILLE INDEPENDENT SCHOOL DISTRICT 1900 E. PRICE ROAD BROWNSVILLE, TX 78521	N/A	GOV	SUPPORT SCHOOL OPERATIONS AND PROGRAMS	4,946,056.
LOS FRESNOS CONSOLIDATED INDEPENDENT SCHOOL DISTRICT 600 N. MESQUITE ST. LOS FRESNOS, TX 78566	N/A	GOV	SUPPORT SCHOOL OPERATIONS AND PROGRAMS	1,279,503.
SAN BENITO CONSOLIDATED INDEPENDENT SCHOOL DISTRICT 240 N. CROCKETT ST. SAN BENITO, TX 78586	N/A	GOV	SUPPORT SCHOOL OPERATIONS AND PROGRAMS	1,245,513.
IDEA PUBLIC SCHOOLS 2115 W. PIKE BOULEVARD WESLACO, TX 78596	N/A	PC	SUPPORT EDUCATION OF STUDENTS FROM UNDERSERVED COMMUNITIES	941,519.
<b>Total from continuation sheets</b>				<b>151,928,705.</b>

**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
LA FERIA INDEPENDENT SCHOOL DISTRICT 203 E. OLEANDER AVE. LA FERIA, TX 78559	N/A	GOV	SUPPORT SCHOOL OPERATIONS AND PROGRAMS	378,403.
POINT ISABEL INDEPENDENT SCHOOL DISTRICT 101 PORT ROAD PORT ISABEL, TX 78578	N/A	GOV	SUPPORT SCHOOL OPERATIONS AND PROGRAMS	253,366.
JUBILEE ACADEMIES 4434 ROLAND ROAD SAN ANTONIO, TX 78222	N/A	PC	SUPPORT SCHOOL OPERATIONS AND PROGRAMS	232,040.
RIO HONDO INDEPENDENT SCHOOL DISTRICT 215 WEST COLORADO STREET RIO HONDO, TX 78583	N/A	GOV	SUPPORT SCHOOL OPERATIONS AND PROGRAMS	213,393.
SOUTH TEXAS INDEPENDENT SCHOOL DISTRICT 100 MED HIGH DRIVE MERCEDES, TX 78570	N/A	GOV	SUPPORT SCHOOL OPERATIONS AND PROGRAMS	179,756.
HARMONY SCIENCE ACADEMY 9321 W SAM HOUSTON PKWY S. HOUSTON, TX 77099	N/A	PC	SUPPORT SCHOOL OPERATIONS AND PROGRAMS	123,453.
SANTA ROSA INDEPENDENT SCHOOL DISTRICT 102 JESUS R. CRUZ SANTA ROSA, TX 78593	N/A	GOV	SUPPORT SCHOOL OPERATIONS AND PROGRAMS	55,584.
SANTA MARIA INDEPENDENT SCHOOL DISTRICT 11119 MILITARY RD. SANTA MARIA, TX 78592	N/A	GOV	SUPPORT SCHOOL OPERATIONS AND PROGRAMS	35,669.
RAUL YZAGUIRRE SCHOOLS FOR SUCCESS 2950 BROADWAY HOUSTON, TX 77017	N/A	PC	SUPPORT SCHOOL OPERATIONS AND PROGRAMS	46,676.
SOUTH TEXAS EDUCATIONAL TECHNOLOGIES, INC. 2402 E. BUS HWY 83, BLDG 100 WESLACO, TX 78596	N/A	PC	SUPPORT SCHOOL OPERATIONS AND PROGRAMS	40,338.
Total from continuation sheets				



**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
HARLINGEN CONSOLIDATED INDEPENDENT SCHOOL DISTRICT 407 N. 77 SUNSHINE STRIP HARLINGEN, TX 78550	N/A	GOV	SUPPORT SCHOOL OPERATIONS AND PROGRAMS	2,182,553.
PROMESA PUBLIC SCHOOLS 5800 E MARTIN LUTHER KING JR BLVD AUSTIN, TX 78721	N/A	PC	SUPPORT SCHOOL OPERATIONS AND PROGRAMS	28,030.
ROMAN CATHOLIC DIOCESE OF BROWNSVILLE 1910 UNIVERSITY BLVD BROWNSVILLE, TX 78520	N/A	PC	SUPPORT GUADALUPE MIDDLE SCHOOL OPERATIONS AND PROGRAMS	10,250.
RESPONSIVE EDUCATION SOLUTIONS PO BOX 292730 LEWISVILLE, TX 75029	N/A	PC	SUPPORT SCHOOL OPERATIONS AND PROGRAMS	22,302.
BROWNSVILLE COMMUNITY IMPROVEMENT CORP. 500 EAST SAINT CHARLES STREET BROWNSVILLE, TX 78520	N/A	GOV	SUPPORT DOWNTOWN BROWNSVILLE BUSINESS IMPROVEMENT AND GROWTH PROGRAMS	2,355,000.
CITY OF BROWNSVILLE 1001 E. ELIZABETH STREET BROWNSVILLE, TX 78520	N/A	GOV	SUPPORT COMMUNITY IMPROVEMENT AND PAYMENT OF CITY EXPENSES	1,339,325.
GOOD NEIGHBOR SETTLEMENT HOUSE INC 1254 E TYLER ST BROWNSVILLE, TX 78520	N/A	PC	SUPPORT SOCIAL SERVICES FOR PEOPLE IN NEED	208,676.
SBP 2645 TOULOUSE STREET NEW ORLEANS, LA 70119	N/A	PC	SUPPORT HURRICANE IDA DISASTER RELIEF	1,000,000.
BROWNSVILLE WELLNESS COALITION ONE WEST UNIVERSITY DRIVE - UTSW BROWNSVILLE, TX 78520	N/A	PC	SUPPORT CULTIVATION OF HEALTHY FOOD AND LIFESTYLES	292,000.
HACK CLUB 8605 SANTA MONICA BLVD #86294 WEST HOLLYWOOD, CA 90069	N/A	PC	SUPPORT CODING EDUCATION	1,000,000.
<b>Total from continuation sheets</b>				

**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
THE TRAIL FOUNDATION PO BOX 5195 AUSTIN, TX 78763	N/A	PC	SUPPORT PROTECTION OF THE BUTLER TRAIL	50,000.
BROWNSVILLE MUSEUM OF FINE ART 660 E RINGGOLD ST BROWNSVILLE, TX 78520	N/A	PC	SUPPORT ART EDUCATION AND CULTURAL ENRICHMENT	24,300.
THE UNIVERSITY OF TEXAS AT AUSTIN 110 INNER CAMPUS DRIVE AUSTIN, TX 78705	N/A	PC	SUPPORT RESEARCH PROGRAMS	10,000,000.
GEORGETOWN UNIVERSITY 37TH AND O STREETS, N.W. WASHINGTON, DC 20057	N/A	PC	SUPPORT RESEARCH PROGRAMS	2,000,000.
UNIVERSITY OF PENNSYLVANIA 249 S. 36TH STREET PHILADELPHIA, PA 19104	N/A	PC	SUPPORT RESEARCH PROGRAMS	1,500,000.
MASSACHUSETTS INSTITUTE OF TECHNOLOGY 77 MASSACHUSETTS AVENUE CAMBRIDGE, MA 02139	N/A	PC	SUPPORT RESEARCH PROGRAMS	1,500,000.
GLOBAL CHANGE DATA LAB 106-108 COWLEY ROAD OXFORD, UNITED KINGDOM OX4 1JE	N/A	PC: EQUIVALENCY DET.	SUPPORT PRODUCTION AND MAINTENANCE OF PUBLIC ONLINE RESOURCES ON ENVIRONMENT	1,500,000.
Total from continuation sheets				

**Schedule B**  
**(Form 990)**

Department of the Treasury  
Internal Revenue Service

**Schedule of Contributors**

▶ Attach to Form 990 or Form 990-PF.  
▶ Go to [www.irs.gov/Form990](http://www.irs.gov/Form990) for the latest information.

OMB No. 1545-0047

**2021**

Name of the organization

**MUSK FOUNDATION**

Employer identification number

**85-2133087**

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)( ) (enter number) organization

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

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

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

☐ 501(c)(3) taxable private foundation

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

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

**General Rule**

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

**Special Rules**

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000; or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h; or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 exclusively for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I (entering "N/A" in column (b) instead of the contributor name and address), II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year ..... ▶ \$ .....

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

LHA For Paperwork Reduction Act Notice, see the instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990) (2021)

Name of organization	Employer identification number
MUSK FOUNDATION	85-2133087

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ELON MUSK  PO BOX 341886  AUSTIN, TX 78734	\$ 5703165040.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization

Employer identification number

MUSK FOUNDATION

85-2133087

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
<u>1</u>	2,234,000 SHARES OF TESLA INC.	\$ <u>2492496140.</u>	<u>11/19/21</u>
<u>1</u>	1,560,000 SHARES OF TESLA INC.	\$ <u>1820816400.</u>	<u>11/22/21</u>
<u>1</u>	500,000 SHARES OF TESLA INC.	\$ <u>560,800,000.</u>	<u>11/23/21</u>
<u>1</u>	500,000 SHARES OF TESLA INC.	\$ <u>548,695,000.</u>	<u>11/24/21</u>
<u>1</u>	250,000 SHARES OF TESLA INC.	\$ <u>280,357,500.</u>	<u>11/29/21</u>
		\$	

Name of organization

Employer identification number

**MUSK FOUNDATION****85-2133087****Part III**

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

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

Form **2220**Department of the Treasury  
Internal Revenue Service**Underpayment of Estimated Tax by Corporations**

▶ Attach to the corporation's tax return.

FORM 990-PF

OMB No. 1545-0123

**2021**▶ Go to [www.irs.gov/Form2220](http://www.irs.gov/Form2220) for instructions and the latest information.

Name

**MUSK FOUNDATION**

Employer identification number

**85-2133087**

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

**Part I Required Annual Payment**

1	Total tax (see instructions)		1	4,536,657.
2a	Personal holding company tax (Schedule PH (Form 1120), line 26) included on line 1			
2b	Look-back interest included on line 1 under section 460(b)(2) for completed long-term contracts or section 167(g) for depreciation under the income forecast method			
2c	Credit for federal tax paid on fuels (see instructions)			
2d	Total. Add lines 2a through 2c			
3	Subtract line 2d from line 1. If the result is less than \$500, <b>do not</b> complete or file this form. The corporation does not owe the penalty		3	4,536,657.
4	Enter the tax shown on the corporation's 2020 income tax return. See instructions. <b>Caution:</b> If the tax is zero or the tax year was for less than 12 months, skip this line and enter the amount from line 3 on line 5		4	
5	Required annual payment. Enter the <b>smaller</b> of line 3 or line 4. If the corporation is required to skip line 4, enter the amount from line 3		5	4,536,657.

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

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

**Part III Figuring the Underpayment**

	(a)	(b)	(c)	(d)
9 <b>Installment due dates.</b> Enter in columns (a) through (d) the 15th day of the 4th (Form 990-PF filers: Use 5th month), 6th, 9th, and 12th months of the corporation's tax year	05/15/21	06/15/21	09/15/21	12/15/21
10 <b>Required installments.</b> If the box on line 6 and/or line 7 above is checked, enter the amounts from Sch A, line 38. If the box on line 8 (but not 6 or 7) is checked, see instructions for the amounts to enter. If none of these boxes are checked, enter 25% (0.25) of line 5 above in each column	982,741.	984,284.	987,022.	1,357,746.
11 <b>Estimated tax paid or credited for each period.</b> For column (a) only, enter the amount from line 11 on line 15. See instructions	1,033,483.	1,000,000.	1,000,000.	1,300,000.
<b>Complete lines 12 through 18 of one column before going to the next column.</b>				
12 Enter amount, if any, from line 18 of the preceding column		50,742.	66,458.	79,436.
13 Add lines 11 and 12		1,050,742.	1,066,458.	1,379,436.
14 Add amounts on lines 16 and 17 of the preceding column				
15 Subtract line 14 from line 13. If zero or less, enter -0-	1,033,483.	1,050,742.	1,066,458.	1,379,436.
16 If the amount on line 15 is zero, subtract line 13 from line 14. Otherwise, enter -0-		0.	0.	
17 <b>Underpayment.</b> If line 15 is less than or equal to line 10, subtract line 15 from line 10. Then go to line 12 of the next column. Otherwise, go to line 18				
18 <b>Overpayment.</b> If line 10 is less than line 15, subtract line 10 from line 15. Then go to line 12 of the next column	50,742.	66,458.	79,436.	

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

LHA For Paperwork Reduction Act Notice, see separate instructions.

Form 2220 (2021)

**Part IV** Figuring the Penalty

	(a)	(b)	(c)	(d)
<b>19</b> Enter the date of payment or the 15th day of the 4th month after the close of the tax year, whichever is earlier. (C corporations with tax years ending June 30 and S corporations: Use 3rd month instead of 4th month. Form 990-PF and Form 990-T filers: Use 5th month instead of 4th month.) See instructions	<b>19</b>			
<b>20</b> Number of days from due date of installment on line 9 to the date shown on line 19	<b>20</b>			
<b>21</b> Number of days on line 20 after 4/15/2021 and before 7/1/2021	<b>21</b>			
<b>22</b> Underpayment on line 17 x $\frac{\text{Number of days on line 21}}{365} \times 3\% (0.03)$	<b>22</b>	\$	\$	\$
<b>23</b> Number of days on line 20 after 6/30/2021 and before 10/1/2021	<b>23</b>			
<b>24</b> Underpayment on line 17 x $\frac{\text{Number of days on line 23}}{365} \times 3\% (0.03)$	<b>24</b>	\$	\$	\$
<b>25</b> Number of days on line 20 after 9/30/2021 and before 1/1/2022	<b>25</b>			
<b>26</b> Underpayment on line 17 x $\frac{\text{Number of days on line 25}}{365} \times 3\% (0.03)$	<b>26</b>	\$	\$	\$
<b>27</b> Number of days on line 20 after 12/31/2021 and before 4/1/2022	<b>27</b>			
<b>28</b> Underpayment on line 17 x $\frac{\text{Number of days on line 27}}{365} \times 3\% (0.03)$	<b>28</b>	\$	\$	\$
<b>29</b> Number of days on line 20 after 3/31/2022 and before 7/1/2022	<b>29</b>			
<b>30</b> Underpayment on line 17 x $\frac{\text{Number of days on line 29}}{365} \times \%$	<b>30</b>	\$	\$	\$
<b>31</b> Number of days on line 20 after 6/30/2022 and before 10/1/2022	<b>31</b>			
<b>32</b> Underpayment on line 17 x $\frac{\text{Number of days on line 31}}{365} \times \%$	<b>32</b>	\$	\$	\$
<b>33</b> Number of days on line 20 after 9/30/2022 and before 1/1/2023	<b>33</b>			
<b>34</b> Underpayment on line 17 x $\frac{\text{Number of days on line 33}}{365} \times \%$	<b>34</b>	\$	\$	\$
<b>35</b> Number of days on line 20 after 12/31/2022 and before 3/16/2023	<b>35</b>			
<b>36</b> Underpayment on line 17 x $\frac{\text{Number of days on line 35}}{365} \times \%$	<b>36</b>	\$	\$	\$
<b>37</b> Add lines 22, 24, 26, 28, 30, 32, 34, and 36	<b>37</b>	\$	\$	\$
<b>38 Penalty.</b> Add columns (a) through (d) of line 37. Enter the total here and on Form 1120, line 34; or the comparable line for other income tax returns	<b>38</b>	\$		0.

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

Form 2220 (2021)



**Schedule A Adjusted Seasonal Installment Method and Annualized Income Installment Method**

See instructions.

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

**Part I Adjusted Seasonal Installment Method**

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

	(a)	(b)	(c)	(d)
	First 3 months	First 5 months	First 8 months	First 11 months
<b>1</b> Enter taxable income for the following periods.				
<b>a</b> Tax year beginning in 2018 .....				
<b>b</b> Tax year beginning in 2019 .....				
<b>c</b> Tax year beginning in 2020 .....				
<b>2</b> Enter taxable income for each period for the tax year beginning in 2021. See the instructions for the treatment of extraordinary items				
<b>3</b> Enter taxable income for the following periods.	First 4 months	First 6 months	First 9 months	Entire year
<b>a</b> Tax year beginning in 2018 .....				
<b>b</b> Tax year beginning in 2019 .....				
<b>c</b> Tax year beginning in 2020 .....				
<b>4</b> Divide the amount in each column on line 1a by the amount in column (d) on line 3a .....				
<b>5</b> Divide the amount in each column on line 1b by the amount in column (d) on line 3b .....				
<b>6</b> Divide the amount in each column on line 1c by the amount in column (d) on line 3c .....				
<b>7</b> Add lines 4 through 6 .....				
<b>8</b> Divide line 7 by 3.0 .....				
<b>9a</b> Divide line 2 by line 8 .....				
<b>b</b> Extraordinary items (see instructions) .....				
<b>c</b> Add lines 9a and 9b .....				
<b>10</b> Figure the tax on the amt on ln 9c using the instr for Form 1120, Sch J, line 2, or comparable line of corp's return .....				
<b>11a</b> Divide the amount in columns (a) through (c) on line 3a by the amount in column (d) on line 3a .....				
<b>b</b> Divide the amount in columns (a) through (c) on line 3b by the amount in column (d) on line 3b .....				
<b>c</b> Divide the amount in columns (a) through (c) on line 3c by the amount in column (d) on line 3c .....				
<b>12</b> Add lines 11a through 11c .....				
<b>13</b> Divide line 12 by 3.0 .....				
<b>14</b> Multiply the amount in columns (a) through (c) of line 10 by columns (a) through (c) of line 13. In column (d), enter the amount from line 10, column (d) .....				
<b>15</b> Enter any alternative minimum tax (trusts only) for each payment period. See instructions .....				
<b>16</b> Enter any other taxes for each payment period. See instr. .....				
<b>17</b> Add lines 14 through 16 .....				
<b>18</b> For each period, enter the same type of credits as allowed on Form 2220, lines 1 and 2c. See instructions .....				
<b>19</b> Total tax after credits. Subtract line 18 from line 17. If zero or less, enter -0- .....				

**Part II** Annualized Income Installment Method

	(a)	(b)	(c)	(d)
	First <u>2</u> months	First <u>3</u> months	First <u>6</u> months	First <u>9</u> months
20 Annualization periods (see instructions)	20			
21 Enter taxable income for each annualization period. See instructions for the treatment of extraordinary items	21	70,722.	133,303.	343,511.
22 Annualization amounts (see instructions)	22	6.000000	4.000000	2.000000
23a Annualized taxable income. Multiply line 21 by line 22	23a	424,332.	533,212.	687,022.
23b Extraordinary items (see instructions)	23b	282378846.	282491984.	282674799.
23c Add lines 23a and 23b	23c	282803178.	283025196.	283361821.
24 Figure the tax on the amount on line 23c using the instructions for Form 1120, Schedule J, line 2, or comparable line of corporation's return	24	3,930,964.	3,934,050.	3,938,729.
25 Enter any alternative minimum tax (trusts only) for each payment period (see instructions)	25			
26 Enter any other taxes for each payment period. See instr.	26			
27 Total tax. Add lines 24 through 26	27	3,930,964.	3,934,050.	3,938,729.
28 For each period, enter the same type of credits as allowed on Form 2220, lines 1 and 2c. See instructions	28			
29 Total tax after credits. Subtract line 28 from line 27. If zero or less, enter -0-	29	3,930,964.	3,934,050.	3,938,729.
30 Applicable percentage	30	25%	50%	75%
31 Multiply line 29 by line 30	31	982,741.	1,967,025.	2,954,047.

**Part III** Required Installments

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

	1st installment	2nd installment	3rd installment	4th installment
32 If only Part I or Part II is completed, enter the amount in each column from line 19 or line 31. If both parts are completed, enter the <b>smaller</b> of the amounts in each column from line 19 or line 31	32	982,741.	1,967,025.	2,954,047.
33 Add the amounts in all preceding columns of line 32. See instructions	33		982,741.	1,967,025.
34 <b>Adjusted seasonal or annualized income installments.</b> Subtract line 33 from line 32. If zero or less, enter -0-	34	982,741.	984,284.	987,022.
35 Enter 25% (0.25) of line 5 on page 1 of Form 2220 in each column. <b>Note:</b> "Large corporations," see the instructions for line 10 for the amounts to enter	35	1,134,164.	1,134,165.	1,134,164.
36 Subtract line 38 of the preceding column from line 37 of the preceding column	36		151,423.	301,304.
37 Add lines 35 and 36	37	1,134,164.	1,285,588.	1,435,468.
38 <b>Required installments.</b> Enter the <b>smaller</b> of line 34 or line 37 here and on page 1 of Form 2220, line 10. See instructions	38	982,741.	984,284.	987,022.

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

Form 2220 (2021)

## FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
MORGAN STANLEY	1,912.	1,912.	0.
TOTAL TO PART I, LINE 3	1,912.	1,912.	0.

## FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MORGAN STANLEY - ACCRUED INTEREST PAID	-294,317.	0.	-294,317.	-294,317.	0.
MORGAN STANLEY - BOND AMORTIZATION	-509,283.	0.	-509,283.	-509,283.	0.
MORGAN STANLEY - BOND DISCOUNT INTEREST	-14,308.	0.	-14,308.	-14,308.	0.
MORGAN STANLEY - DIVIDEND	108,813.	0.	108,813.	108,813.	0.
MORGAN STANLEY - INTEREST INCOME	1,037,638.	0.	1,037,638.	1,037,638.	0.
TO PART I, LINE 4	328,543.	0.	328,543.	328,543.	0.

## FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CLASS ACTION SETTLEMENT	1.	1.	0.
MISCELLANEOUS INCOME	11.	11.	0.
TOTAL TO FORM 990-PF, PART I, LINE 11	12.	12.	0.

FORM 990-PF	LEGAL FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	115,253.	0.	0.	115,253.
TO FM 990-PF, PG 1, LN 16A	115,253.	0.	0.	115,253.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	55,029.	27,515.	0.	27,514.
TO FORM 990-PF, PG 1, LN 16B	55,029.	27,515.	0.	27,514.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL SERVICES	1,250.	0.	0.	1,250.
REGISTERED AGENT FEES	131.	0.	0.	131.
TO FORM 990-PF, PG 1, LN 16C	1,381.	0.	0.	1,381.

FORM 990-PF	TAXES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXTENSION PAYMENT	2,200,000.	0.	0.	0.
FEDERAL ESTIMATED TAX	4,300,000.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 18	6,500,000.	0.	0.	0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BOND AMORTIZATION	188,056.	188,056.	0.	0.
INVESTMENT FEES	130,834.	130,834.	0.	0.
MISCELLANEOUS FEE	2,500.	0.	0.	2,500.
TO FORM 990-PF, PG 1, LN 23	321,390.	318,890.	0.	2,500.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT 9
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
U.S. GOVERNMENT OBLIGATIONS	X		83,432,960.	83,057,148.
TOTAL U.S. GOVERNMENT OBLIGATIONS			83,432,960.	83,057,148.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			83,432,960.	83,057,148.

FORM 990-PF	CORPORATE STOCK		STATEMENT 10
DESCRIPTION			FAIR MARKET VALUE
CORPORATE STOCK	4,298,355.		9,007,295,245.
TOTAL TO FORM 990-PF, PART II, LINE 10B	4,298,355.		9,007,295,245.

FORM 990-PF	CORPORATE BONDS		STATEMENT 11
DESCRIPTION			FAIR MARKET VALUE
CORPORATE BONDS	38,443,812.		38,455,320.
TOTAL TO FORM 990-PF, PART II, LINE 10C	38,443,812.		38,455,320.

## FORM 990-PF

## OTHER INVESTMENTS

## STATEMENT 12

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
OTHER INVESTMENTS	COST	188,028,754.	224,859,064.
ACCRUED INTEREST CARRYOVER	COST	19,907.	19,907.
TOTAL TO FORM 990-PF, PART II, LINE 13		188,048,661.	224,878,971.