

Form **8879-TE**

IRS E-file Signature Authorization for a Tax Exempt Entity

OMB No. 1545-0047

For calendar year 2023, or fiscal year beginning _____, 2023, and ending _____, 20____

2023

Department of the Treasury
Internal Revenue Service

Do not send to the IRS. Keep for your records.
Go to www.irs.gov/Form8879TE for the latest information.

Name of filer **THE SAMUEL ROBERTS NOBLE FOUNDATION** EIN or SSN **81-5328519**

Name and title of officer or person subject to tax **CODY NOBLE**
DIRECTOR

Part I Type of Return and Return Information

Check the box for the return for which you are using this Form 8879-TE and enter the applicable amount, if any, from the return. Form 8038-CP and Form 5330 filers may enter dollars and cents. For all other forms, enter whole dollars only. If you check the box on line **1a, 2a, 3a, 4a, 5a, 6a, 7a, 8a, 9a, or 10a** below, and the amount on that line for the return being filed with this form was blank, then leave line **1b, 2b, 3b, 4b, 5b, 6b, 7b, 8b, 9b, or 10b**, whichever is applicable, blank (do not enter -0-). But, if you entered -0- on the return, then enter -0- on the applicable line below. **Do not complete more than one line in Part I.**

1a Form 990 check here	b Total revenue, if any (Form 990, Part VIII, column (A), line 12)	1b _____
2a Form 990-EZ check here ...	b Total revenue, if any (Form 990-EZ, line 9)	2b _____
3a Form 1120-POL check here	b Total tax (Form 1120-POL, line 22)	3b _____
4a Form 990-PF check here ... <input checked="" type="checkbox"/>	b Tax based on investment income (Form 990-PF, Part V, line 5)	4b <u>608,510.</u>
5a Form 8868 check here	b Balance due (Form 8868, line 3c)	5b _____
6a Form 990-T check here	b Total tax (Form 990-T, Part III, line 4)	6b _____
7a Form 4720 check here	b Total tax (Form 4720, Part III, line 1)	7b _____
8a Form 5227 check here	b FMV of assets at end of tax year (Form 5227, Item D)	8b _____
9a Form 5330 check here	b Tax due (Form 5330, Part II, line 19)	9b _____
10a Form 8038-CP check here	b Amount of credit payment requested (Form 8038-CP, Part III, line 22)	10b _____

Part II Declaration and Signature Authorization of Officer or Person Subject to Tax

Under penalties of perjury, I declare that I am an officer of the above entity or I am a person subject to tax with respect to (name of entity) _____, (EIN) _____ and that I have examined a copy of the 2023 electronic return and accompanying schedules and statements, and, to the best of my knowledge and belief, they are true, correct, and complete. I further declare that the amount in Part I above is the amount shown on the copy of the electronic return. I consent to allow my intermediate service provider, transmitter, or electronic return originator (ERO) to send the return to the IRS and to receive from the IRS (a) an acknowledgement of receipt or reason for rejection of the transmission, (b) the reason for any delay in processing the return or refund, and (c) the date of any refund. If applicable, I authorize the U.S. Treasury and its designated Financial Agent to initiate an electronic funds withdrawal (direct debit) entry to the financial institution account indicated in the tax preparation software for payment of the federal taxes owed on this return, and the financial institution to debit the entry to this account. To revoke a payment, I must contact the U.S. Treasury Financial Agent at 1-888-353-4537 no later than 2 business days prior to the payment (settlement) date. I also authorize the financial institutions involved in the processing of the electronic payment of taxes to receive confidential information necessary to answer inquiries and resolve issues related to the payment. I have selected a personal identification number (PIN) as my signature for the electronic return and, if applicable, the consent to electronic funds withdrawal.

PIN: check one box only

I authorize GRANT THORNTON ADVISORS LLC to enter my PIN 72164
ERO firm name Enter five numbers, but do not enter all zeros

as my signature on the tax year 2023 electronically filed return. If I have indicated within this return that a copy of the return is being filed with a state agency(ies) regulating charities as part of the IRS Fed/State program, I also authorize the aforementioned ERO to enter my PIN on the return's disclosure consent screen.

As an officer or person subject to tax with respect to the entity, I will enter my PIN as my signature on the tax year 2023 electronically filed return. If I have indicated within this return that a copy of the return is being filed with a state agency(ies) regulating charities as part of the IRS Fed/State program, I will enter my PIN on the return's disclosure consent screen.

Signature of officer or person subject to tax _____

Date 11/14/2024

Part III Certification and Authentication

ERO's EFIN/PIN. Enter your six-digit electronic filing identification number (EFIN) followed by your five-digit self-selected PIN.

13976699185

Do not enter all zeros

I certify that the above numeric entry is my PIN, which is my signature on the 2023 electronically filed return indicated above. I confirm that I am submitting this return in accordance with the requirements of **Pub. 4163**, Modernized e-File (MeF) Information for Authorized IRS e-file Providers for Business Returns.

ERO's signature _____

Date 11/12/2024

ERO Must Retain This Form - See Instructions

Do Not Submit This Form to the IRS Unless Requested To Do So

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

Form **8879-TE** (2023)

Return of Private Foundation

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

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

2023

Open to Public Inspection

Form 990-PF

Department of the Treasury Internal Revenue Service

For calendar year 2023 or tax year beginning , and ending

Name of foundation: THE SAMUEL ROBERTS NOBLE FOUNDATION
A Employer identification number: 81-5328519
B Telephone number: 580-223-5810
C If exemption application is pending, check here ...
D 1. Foreign organizations, check here ...
D 2. Foreign organizations meeting the 85% test, check here and attach computation ...
E If private foundation status was terminated under section 507(b)(1)(A), check here ...
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ...
G Check all that apply: Initial return, Final return, Address change, Initial return of a former public charity, Amended return, 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): \$ 1,070,642,519
J Accounting method: Cash, Accrual, Other (specify)

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12) and Operating and Administrative Expenses (13-26), leading to Net investment income of 43,777,671.

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		513,065.	483,602.	483,602.	
	2	Savings and temporary cash investments		32,283,485.	21,632,742.	21,632,742.	
	3	Accounts receivable	233,445.				
		Less: allowance for doubtful accounts		2,020,533.	233,445.	233,445.	
	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			127,905.	466,969.	466,969.
	10a	Investments - U.S. and state government obligations	STMT 8		21,596,808.	38,425,988.	38,425,988.
	b	Investments - corporate stock	STMT 9		429,254,118.	470,201,058.	470,201,058.
	c	Investments - corporate bonds	STMT 10		25,475,392.	29,615,185.	29,615,185.
	11	Investments - land, buildings, and equipment: basis	54,160.				
	Less: accumulated depreciation	STMT 7	44,936.	9,224.	9,224.	10,451,100.	
12	Investments - mortgage loans						
13	Investments - other	STMT 11		490,496,962.	496,895,702.	496,895,702.	
14	Land, buildings, and equipment: basis						
	Less: accumulated depreciation						
15	Other assets (describe STATEMENT 12)			1,827,149.	2,236,728.	2,236,728.	
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)			1,003,604,641.	1,060,200,643.	1,070,642,519.	
Liabilities	17	Accounts payable and accrued expenses		1,454,142.	1,262,643.		
	18	Grants payable		493,958.	407,708.		
	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable					
	22	Other liabilities (describe DEFERRED TAXES)			2,940,000.	3,980,000.	
23	Total liabilities (add lines 17 through 22)			4,888,100.	5,650,351.		
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here <input checked="" type="checkbox"/> and complete lines 24, 25, 29, and 30.						
	24	Net assets without donor restrictions		993,866,520.	1,051,034,893.		
	25	Net assets with donor restrictions		4,850,021.	3,515,399.		
	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			998,716,541.	1,054,550,292.		
30	Total liabilities and net assets/fund balances			1,003,604,641.	1,060,200,643.		

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	998,716,541.
2	Enter amount from Part I, line 27a	2	-17,742,245.
3	Other increases not included in line 2 (itemize) UNREALIZED GAIN ON INVESTMENT	3	74,615,996.
4	Add lines 1, 2, and 3	4	1,055,590,292.
5	Decreases not included in line 2 (itemize) DEFERRED TAX ACCRUAL	5	1,040,000.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 29	6	1,054,550,292.

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	460,384,775.	443,844,571.	24,889,428.	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e			24,889,428.	
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	24,889,428.
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	608,510.
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	608,510.
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	608,510.
6 Credits/Payments:		
a 2023 estimated tax payments and 2022 overpayment credited to 2023	6a	1,221,833.
b Exempt foreign organizations - tax withheld at source	6b	0.
c Tax paid with application for extension of time to file (Form 8868)	6c	450,000.
d Backup withholding erroneously withheld	6d	0.
7 Total credits and payments. Add lines 6a through 6d	7	1,671,833.
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	1,063,323.
11 Enter the amount of line 10 to be: Credited to 2024 estimated tax 1,063,323. Refunded	11	0.

Part VI-A Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes?
1c Did the foundation file Form 1120-POL for this year?
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments?
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?
4b If "Yes," has it filed a tax return on Form 990-T for this year?
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:
7 Did the foundation have at least \$5,000 in assets at any time during the year?
8a Enter the states to which the foundation reports or with which it is registered.
8b 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 General Instruction G?
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2023 or the tax year beginning in 2023?
10 Did any persons become substantial contributors during the tax year?
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)?
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges?
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?
14 The books are in care of A. JILL WALLACE Telephone no. 580-223-5810
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here
16 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?

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

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

	Yes	No
1a During the year, did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	1a(1)	X
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	1a(2)	X
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	1a(3)	X
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	1a(4)	X
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	1a(5)	X
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	1a(6)	X
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions	1b	X
c Organizations relying on a current notice regarding disaster assistance, check here <input type="checkbox"/>		
d Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2023?	1d	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2023, did the foundation have any undistributed income (Part XII, lines 6d and 6e) for tax year(s) beginning before 2023?	2a	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.)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. _____, _____, _____, _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	3a	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.)	3b	X
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2023?	4b	X

Form 990-PF (2023)

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

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

Part VII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, and foundation managers and their compensation.

(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 16		633,333.	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

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
THE SILCHESTER INTERNATIONAL INVESTORS - 780 THIRD AVENUE 42ND FLOOR, NEW YORK, NY 10014	INVESTMENT MANAGER	499,004.
NEUMEIER POMA INVESTMENT COUNSEL LLC - 26435 CARMEL RANCHO BLVD STE 200, CARMEL, CA 93923	INVESTMENT MANAGER	369,469.
LUTHER KING CAPITAL MANAGEMENT - 301 COMMERCE STREET SUITE 1600, FORT WORTH, TX 76102	INVESTMENT MANAGER	326,907.
MARQUETTE ASSOCIATES INC - 180 N LA SALLE ST SUITE 3500, CHICAGO, IL 60601	INVESTMENT MANAGER	302,250.
KENNEDY CAPITAL MANAGEMENT INC - ATTN TRA MAI PO BOX 790379, ST LOUIS, MO 63179	INVESTMENT MANAGER	233,128.
Total number of others receiving over \$50,000 for professional services		16

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 N/A	
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 OKLAHOMA LIFE SCIENCES FUND III, LLC - INVESTMENTS WERE MADE FOR THE CHARITABLE PURPOSE OF ADVANCING R&D OF TECHNOLOGY IN LIFE SCIENCES. SEE STATEMENT 19 FOR ADDITIONAL INFORMATION.	250,000.
2 OKLAHOMA LIFE SCIENCE FUND I, LLC - NO ADDITIONAL CONTRIBUTIONS WERE MADE IN 2023. SEE STATEMENT 20 FOR INFORMATION ON PRIOR YEARS EXPENDITURE RESPONSIBILITY.	0.
3 All other program-related investments. See instructions.	
Total. Add lines 1 through 3	250,000.

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	1,030,653,965.
b	Average of monthly cash balances	1b	224,081.
c	Fair market value of all other assets (see instructions)	1c	12,958,235.
d	Total (add lines 1a, b, and c)	1d	1,043,836,281.
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	1,043,836,281.
4	Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see instructions)	4	15,657,544.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3	5	1,028,178,737.
6	Minimum investment return. Enter 5% (0.05) of line 5	6	51,408,937.

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	51,408,937.
2a	Tax on investment income for 2023 from Part V, line 5	2a	608,510.
b	Income tax for 2023. (This does not include the tax from Part V.)	2b	9,997.
c	Add lines 2a and 2b	2c	618,507.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	50,790,430.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	50,790,430.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XII, line 1	7	50,790,430.

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	49,901,795.
b	Program-related investments - total from Part VIII-B	1b	250,000.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part XII, line 4	4	50,151,795.

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				50,790,430.
2 Undistributed income, if any, as of the end of 2023:				
a Enter amount for 2022 only			1,193,296.	
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: \$ 50,151,795.				
a Applied to 2022, but not more than line 2a ...			1,193,296.	
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				48,958,499.
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:				
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				1,831,931.
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)

Table with 5 columns: (a) 2023, (b) 2022, (c) 2021, (d) 2020, (e) Total. Rows include 2a-e (Qualifying distributions) and 3a-d (Alternative tests).

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).

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.

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

SEE STATEMENT 17

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				
A CHANCE TO CHANGE FOUNDATION 2113 WEST BRITTON ROAD OKLAHOMA CITY, OK 73120	NONE	PC	OPERATIONAL SUPPORT	55,000.
A PLUS READING INC 11 SCOTT STREET SW ARDMORE, OK 73401	NONE	PC	GENERAL SUPPORT	100.
A PLUS READING INC. 11 SCOTT STREET SW ARDMORE, OK 73401	NONE	PC	PARTIAL FUNDING FOR READING THERAPISTS SALARIES	40,000.
ARBUCKLE LIFE SOLUTIONS, INC. NINE 10TH AVENUE NW ARDMORE, OK 73401	NONE	PC	OPERATIONAL SUPPORT	40,000.
ARDMORE ANIMAL CARE, INC. 321 CAROL BROWN BLVD ARDMORE, OK 73401	NONE	PC	MEDICAL FUND	85,000.
Total	SEE CONTINUATION SHEET(S)			3a 48,373,229.
b Approved for future payment				
ALLEN, BARRETT 7234 DOGWOOD RD ARDMORE, OK 73401	NONE	I	SCHOLARSHIPS	20,000.
ALLEN, CASSIDY 788 COUNTY ROAD DAVIS, OK 73030	NONE	I	SCHOLARSHIPS	5,000.
ANDREWS, MADISON 10402 VALIANT KNIGHT DRIVE TOMBALL, TX 77375	NONE	I	SCHOLARSHIPS	17,500.
Total	SEE CONTINUATION SHEET(S)			3b 1,106,667.

Part XV-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include Program service revenue, Membership dues, Interest on investments, Dividends, Net rental income, Gain or loss from sales, and Subtotal.

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

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

Table with 2 columns: Line No., Explain below how each activity for which income is reported in column (e) of Part XV-A contributed importantly to the accomplishment of the foundation's exempt purposes.

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

Table with 3 columns: Question, Yes, No. Rows include: 1 Did the organization directly or indirectly engage in any of the following...; a Transfers from the reporting foundation to a noncharitable exempt organization of: (1) Cash, (2) Other assets; b Other transactions: (1) Sales of assets, (2) Purchases of assets, (3) Rental of facilities, (4) Reimbursement arrangements, (5) Loans or loan guarantees, (6) Performance of services; c Sharing of facilities, equipment, mailing lists, other assets, or paid employees; d If the answer to any of the above is "Yes," complete the following schedule.

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

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 [X] No

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

Sign Here: Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge. Signature of officer or trustee: [Signature], Date: 11/14/2024, Title: DIRECTOR. May the IRS discuss this return with the preparer shown below? See instr. [X] Yes [] No

Table with 5 columns: Print/Type preparer's name, Preparer's signature, Date, Check [] if self-employed, PTIN. Content: SCOTT THOMPSETT, [Signature], 11/12/2024, [] self-employed, P00741490. Firm's name: GRANT THORNTON ADVISORS LLC, Firm's address: 757 THIRD AVENUE, 3RD FLOOR, NEW YORK, NY 10017-2013, Firm's EIN: 99-1856619, Phone no.: (631) 577-1867.

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 PUBLICLY TRADED SECURITIES	P		
b TOTAL CAPITAL GAIN DISTRIBUTIONS	P		
c PARTNERSHIP K-1 1231 GAIN	P	01/01/23	12/31/23
d PARTNERSHIP K-1 LT GAIN/(LOSS)	P	01/01/23	12/31/23
e PARTNERSHIP K-1 ST GAIN/(LOSS)	P	01/01/23	12/31/23
f FINAL GAIN/(LOSS) ON LIMITED PARTNERSHIP DISPOSITIONS	P	01/01/19	12/31/23
g			
h			
i			
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 460,384,775.		443,844,571.	16,540,204.
b			139,528.
c			86,729.
d			1,035,532.
e			6,675,504.
f			411,931.
g			
h			
i			
j			
k			
l			
m			
n			
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			16,540,204.
b			139,528.
c			86,729.
d			1,035,532.
e			6,675,504.
f			411,931.
g			
h			
i			
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	24,889,428.
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 (continued)

3a Grants and Contributions Paid During the Year

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
ASSOCIATION OF PROFESSIONAL OKLAHOMA EDUCATORS FOUNDATION P.O. BOX 713 NORMAN, OK 73070	NONE	PC	OPERATIONAL SUPPORT	30,000.
ATLANTA UNION MISSION CORPORATION 2353 BOLTON RD NW ATLANTA, GA 30318	NONE	PC	OPERATIONAL SUPPORT	25,000.
AVILA UNIVERSITY 11901 WORNALL RD KANSAS CITY, MO 64145	NONE	PC	STUDENT SCHOLARSHIPS	500.
BISHOP MCGUINNESS CATHOLIC HIGH SCHOOL 801 NORTHWEST 50TH STREET OKLAHOMA CITY, OK 73118	NONE	PC	BMHS SOFTBALL	10,000.
BOTANICAL RESEARCH INSTITUTE OF TEXAS INC 1700 UNIVERSITY DRIVE FORT WORTH, TX 76107	NONE	PC	FAMILY GARDEN DESIGN DEVELOPMENT	150,000.
CAMERON UNIVERSITY FOUNDATION INC 2800 WEST GORE BLVD LAWTON, OK 73505	NONE	PC	KCCU-FM PUBLIC RADIO	3,200.
CAPITAL RESEARCH CENTER 1513 16TH STREET, NW WASHINGTON, DC 20036	NONE	PC	GENERAL OPERATIONS	45,000.
Total from continuation sheets				48,153,129.

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

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
CARTER COUNTY CASA INC 20 B STREET SW #401 ARDMORE, OK 73401	NONE	PC	OPERATIONAL SUPPORT	15,000.
CASADY SCHOOL P.O. BOX 20390 OKLAHOMA CITY, OK 73156	NONE	PC	GENERAL SUPPORT	10,000.
CENTER OF FAMILY LOVE P.O. BOX 245 OKARCHE, OK 73762	NONE	PC	CENTER OF FAMILY LOVE GENERAL OPERATIONS	50,000.
CENTER OF FAMILY LOVE P.O. BOX 245 OKARCHE, OK 73762	NONE	PC	DR. DAVID BROWN REGENERATIVE AGRICULTURAL CENTER	1,500,000.
CENTRAL OKLAHOMA HABITAT FOR HUMANITY INC 5005 S I 35 SERVICE ROAD OKLAHOMA CITY, OK 73129	NONE	PC	PHASE 1: CORNERSTONE CREEK PROJECT	1,500,000.
CHARLES B GODDARD CENTER FOR VISUAL AND PERFORMING ARTS INC 401 1ST AVE. SW ARDMORE, OK 73401	NONE	PC	OPERATIONAL SUPPORT	40,000.
CHARLES B GODDARD CENTER FOR VISUAL AND PERFORMING ARTS INC. 401 1ST AVE. SW ARDMORE, OK 73401	NONE	PC	GODDARD CENTER LANDSCAPING PROJECT	40,000.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

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
CHILDREN'S MEDICAL RESEARCH, INC. DBA CHILDREN'S HEALTH FOUNDATION OF OKLAHOMA 1001 NW 63RD STREET OKLAHOMA CITY, OK 73116	NONE	PC	FRIENDS OF THE JIMMY EVEREST CENTER	25,000.
CHRIST THE KING CATHOLIC SCHOOL 1905 ELMHURST AVENUE OKLAHOMA CITY, OK 73120	NONE	PC	GENERAL SUPPORT	5,000.
CITIES IN SCHOOLS INC. P.O. BOX 1915 LONE GROVE, OK 73443	NONE	PC	SERVICE LEARNING PROGRAM-MENTORING	40,000.
CLASSICALLY FORMED FOUNDATION P.O. BOX 35772 TULSA, OK 74153	NONE	PC	INAUGURAL YEAR OF OKLAHOMA'S FIRST CHARTER SCHOOL OF CLASSICAL EDUCATION	50,000.
COLONIAL WILLIAMSBURG FOUNDATION P.O. BOX 1776 WILLIAMSBURG, VA 23187	NONE	PC	OPERATIONAL SUPPORT	15,000.
DARLINGTON SCHOOL 1014 CAVE SPRINGS ROAD ROME, GA 30161	NONE	PC	DARLINGTON MIDDLE SCHOOL BAND	1,000.
DEAN MCGEE EYE INSTITUTE 608 STANTON L. YOUNG BLVD. OKLAHOMA CITY, OK 73104	NONE	PC	VIVARIUM EMERGENCY BACKUP EQUIPMENT	50,000.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

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
DIABETES SOLUTIONS OK INC. 3333 NW 63RD STREET OKLAHOMA CITY, OK 73116	NONE	PC	OPERATIONAL SUPPORT	10,000.
DICKSON PUBLIC SCHOOLS 4762 HWY 199 ARDMORE, OK 73401	NONE	PC	ATHLETIC DEPARTMENT/HIGH SCHOOL BASEBALL PROGRAM	340.
EDUCATION AND EMPLOYMENT MINISTRY, INC. 1501 N. CLASSEN BLVD. OKLAHOMA CITY, OK 73106	NONE	PC	OPERATIONAL SUPPORT	35,000.
EDUCATION AND EMPLOYMENT MINISTRY, INC. 1501 N. CLASSEN BLVD. OKLAHOMA CITY, OK 73106	NONE	PC	REENTRY SUPPORT SERVICES	15,000.
EPISCOPAL SCHOOL OF DALLAS 4100 MERRELL RD DALLAS, TX 75229	NONE	PC	THE ESD FUND	1,000.
FAMILY SHELTER OF SO OKLAHOMA SERV FOR VICTIMS OF DOMESTIC VIOLENCE 402 PAWNEE NW ARDMORE, OK 73401	NONE	PC	SHELTER AND ADVOCACY PROGRAM	25,000.
FIELDS & FUTURES FOUNDATION 9400 BROADWAY EXT #470 OKLAHOMA CITY, OK 73114	NONE	PC	PERPETUAL FIELD MAINTENANCE PROGRAM	50,000.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

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
FOOD AND RESOURCE CENTER OF SOUTH CENTRAL OKLAHOMA INC. 801 HAILEY STREET ARDMORE, OK 73401	NONE	PC	OPERATIONAL SUPPORT	30,000.
FRIENDS OF OETA INC 7403 N KELLEY AVE OKLAHOMA CITY, OK 73111	NONE	PC	GENERAL SUPPORT	1,352.
GEORGIA GOAL SCHOLARSHIP PROGRAM INC 3740 DAVINCI COURT SUITE 375 PEACHTREE COURT, GA 30092	NONE	PC	THE WESTMINSTER SCHOOLS	1,250.
GEORGIA GOAL SCHOLARSHIP PROGRAM INC 3740 DAVINCI COURT SUITE 375 PEACHTREE COURT, GA 30092	NONE	PC	GRACEPOINT SCHOOL	1,250.
GLORIA AINSWORTH CHILD CARE & LEARNING CENTER, INC. 502 G STREET NE ARDMORE, OK 73402	NONE	PC	OPERATIONAL SUPPORT	45,000.
GOOD SHEPHERD COMMUNITY CLINIC INC. TWENTY 12TH AVENUE NW ARDMORE, OK 73401	NONE	PC	OPERATIONAL SUPPORT	100,000.
GREAT EXPECTATIONS FOUNDATION P.O. BOX 1710 TAHLEQUAH, OK 74465	NONE	PC	OPERATIONAL SUPPORT	28,500.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

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
GUNNISON COUNCIL FOR THE ARTS INC. 102 S MAIN ST GUNNISON, CO 81230	NONE	PC	ENERGY EFFICIENT WINDOW SHADES	40,000.
GUNNISON VALLEY HEALTH FOUNDATION 711 N. TAYLOR ST. GUNNISON, CO 81230	NONE	PC	SECONDS SAVE LIVES	75,000.
HEARTS FOR HEARING FOUNDATION 11500 N PORTLAND AVE OKLAHOMA CITY, OK 73120	NONE	PC	LISTENING START - TEACHING BABIES BORN DEAF TO LISTEN AND TALK	25,000.
HERITAGE FOUNDATION 214 MASSACHUSETTS AVENUE NE WASHINGTON, DC 20002	NONE	PC	DEFENDING OUR FIRST PRINCIPLES, FREE ENTERPRISE, AND PARENTAL CONTROL OF SCHOOLS	400,000.
HILLSDALE COLLEGE 33 EAST COLLEGE ST HILLSDALE, MI 49242	NONE	PC	GENERAL SUPPORT	2,600.
HILLSDALE COLLEGE 33 EAST COLLEGE STREET HILLSDALE, MI 49242-1298	NONE	PC	K-12 ENDOWMENT & GRADUATE SCHOOL OF CLASSICAL EDUCATION ENDOWED SCHOLARSHIPS	3,500,000.
INFANT CRISIS SERVICES 4224 N LINCOLN BLVD OKLAHOMA CITY, OK 73105	NONE	PC	INFANT CRISIS SERVICES: FEEDING OKLAHOMA'S FUTURE	25,000.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

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
INTEGRIS HEALTH FOUNDATION INC 3001 QUAIL SPRINGS PARKWAY, 4TH FLOOR OKLAHOMA CITY, OK 73134	NONE	PC	BEHAVIORAL HEALTH AUTOMATED CARE PROGRAM	150,000.
INTERCOLLEGIATE STUDIES INSTITUTE INC 3901 CENTERVILLE ROAD WILMINGTON, DE 19807	NONE	PC	ISI CORE PROGRAMS AND OKLAHOMA EXPANSION PROJECT	50,000.
MISSISSIPPI STATE UNIVERSITY FOUNDATION INC P.O. BOX 6149 MISSISSIPPI STATE, MS 39762	NONE	PC	MARY JEANNE AND JOSEPH BOUTON ENDOWED SCHOLARSHIP	7,000.
MR TOMS HEART INC. 24 WATERFORD COURT ATLANTA, GA 30328	NONE	PC	CAMPS, THE PROM AND THE ZOO	12,000.
MURRAY STATE COLLEGE FOUNDATION INC MURRAY STATE COLLEGE TISHOMINGO, OK 73460	NONE	PC	2022-2023 SCHOLARSHIPS	5,000.
MYRIAD GARDENS FOUNDATION 301 WEST RENO OKLAHOMA CITY, OK 73102	NONE	PC	DISCOVERY TABLES AND SCHOOL TOURS	15,000.
NEWVIEW OKLAHOMA INC 501 N. DOUGLAS AVENUE OKLAHOMA CITY, OK 73106	NONE	PC	WAREHOUSE EXPANSION-JOBS FOR BLIND OKLAHOMANS	750,000.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

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
NOBLE RESEARCH INSTITUTE LLC 2510 SAM NOBLE PARKWAY ARDMORE, OK 73401	RELATED ENTITY, COMMON CONTROL	PC	OPERATIONAL SUPPORT	34,000,000.
OAK HALL 2815 MT WASHINGTON RD ARDMORE, OK 73401	NONE	PC	ANNUAL GIVING CAMPAIGN	100.
OKLAHOMA ARTS INSTITUTE 111 N.W. 9TH STREET OKLAHOMA CITY, OK 73102	NONE	PC	OPERATIONAL SUPPORT	12,000.
OKLAHOMA CENTER FOR NONPROFITS INC. 701 N LINDSAY AVE OKLAHOMA CITY, OK 73104	NONE	PC	OKCNP ARDMORE AREA STANDARDS FOR EXCELLENCE	15,000.
OKLAHOMA COUNCIL OF PUBLIC AFFAIRS, INC. 1401 N LINCOLN BLVD OKLAHOMA CITY, OK 73104	NONE	PC	THE GENERATIONS PROJECT	400,000.
OKLAHOMA MEDICAL RESEARCH FOUNDATION 825 NE 13TH ST. OKLAHOMA CITY, OK 73104	NONE	PC	DAVID R. BROWN CENTER FOR ADVANCED HUMAN IMAGING	3,500,000.
OKLAHOMA SCHOOL OF SCIENCE AND MATHEMATICS FOUNDATION 1141 N LINCOLN BLVD OKLAHOMA CITY, OK 73104	NONE	PC	GENERAL SUPPORT	3,280.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

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
OKLAHOMA SCHOOL OF SCIENCE AND MATHEMATICS FOUNDATION 1141 N. LINCOLN BLVD OKLAHOMA CITY, OK 73104	NONE	PC	2024 FACULTY RETENTION "BRIDGE" STIPEND PROGRAM	35,000.
OKLAHOMA STATE UNIVERSITY FOUNDATION P.O. BOX 1749 STILLWATER, OK 74076	NONE	PC	OKLAHOMA AGRICULTURAL LEADERSHIP PROGRAM	20,000.
OKLAHOMA STATE UNIVERSITY FOUNDATION P.O. BOX 1749 STILLWATER, OK 74076	NONE	PC	2022-2023 AG SCHOLARSHIPS	10,000.
OKLAHOMA STATE UNIVERSITY FOUNDATION 400 S. MONROE STILLWATER, OK 74074	NONE	PC	COWBOY FOOTBALL BPSC EXCELLENCE FUND	2,765.
OKLAHOMA STATE UNIVERSITY FOUNDATION 400 S. MONROE STILLWATER, OK 74074	NONE	PC	T. FRED SCHMEDT ENDOWED SCHOLARSHIP FUND	20,000.
OKLAHOMA STATE UNIVERSITY FOUNDATION 400 S. MONROE STILLWATER, OK 74074	NONE	PC	UPSON FAMILY STUDENT FARM ENDOWED FUND	15,000.
OKLAHOMA ZOOLOGICAL SOCIETY INC. 2101 NE 50TH STREET OKLAHOMA CITY, OK 07311	NONE	PC	SHORE TO SEA AT THE OKLAHOMA CITY ZOO	150,000.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

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
PANHANDLE STATE FOUNDATION P.O. BOX 430 GOODWELL, OK 73939	NONE	PC	2022-2023 SCHOLARSHIPS	8,000.
PHILANTHROPY ROUNDTABLE 1120 20TH STREET WASHINGTON, DC 20036	NONE	PC	OPERATIONAL SUPPORT	12,500.
PIVOT INC. 201 NE 50TH STREET OKLAHOMA CITY, OK 73105	NONE	PC	TRANSFORMING YOUNG LIVES IN 2024	10,000.
PLAINVIEW OF ARDMORE PUBLIC SCHOOLS FOUNDATION INC 1140 S PLAINVIEW RD ARDMORE, OK 73401	NONE	PC	GENERAL SUPPORT	2,000.
PLAINVIEW SCHOOL DISTRICT NO. 1-27 1140 S PLAINVIEW RD ARDMORE, OK 73401	NONE	PC	BASEBALL PROGRAM	1,500.
REMERGE OF OK COUNTY INC. P.O. BOX 2845 OKLAHOMA CITY, OK 73101	NONE	PC	REMERGE HEALTH AND WELLNESS PROGRAM	15,000.
RHODES COLLEGE 2000 NORTH PARKWAY MEMPHIS, TN 38112	NONE	PC	BROWN SCHOLARSHIP	15,000.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

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
ROCKHURST UNIVERSITY 1100 ROCKHURST RD KANSAS CITY, MO 64110	NONE	PC	ROCKHURST FUND SUPPORTING SCHOLARSHIPS	500.
SCISSORTAIL PARK FOUNDATION, INC. 301 W. RENO OKLAHOMA CITY, OK 73102	NONE	PC	GENERAL OPERATING SUPPORT	10,000.
SOUTHEASTERN LEGAL FOUNDATION INC. 560 W CROSSVILLE RD SUITE 104 ROSWELL, GA 30075	NONE	PC	GENERAL OPERATING SUPPORT	50,000.
SOUTHERN METHODIST UNIVERSITY P.O. BOX 750402 DALLAS, TX 75275	NONE	PC	GENERAL SUPPORT	2,500.
SOUTHERN METHODIST UNIVERSITY P.O. BOX 750402 DALLAS, TX 75275	NONE	PC	THE STEPHEN AND BARBARA DORAN YOUNG FAMILY ENDOWED FUND	9,952.
SOUTHERN METHODIST UNIVERSITY P.O. BOX 750402 DALLAS, TX 75275	NONE	PC	SMU FUND FOR GREATEST NEEDS	4,976.
SOUTHERN OKLAHOMA AMBULANCE SERVICE INC. 517 GRAND AVE ARDMORE, OK 73401	NONE	PC	BUILDING REPAIRS (BAY FLOORS AND WALLS)	28,000.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

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
SOUTHERN OKLAHOMA TECHNOLOGY CENTER DISTRICT 20 2610 SAM NOBLE PARKWAY ARDMORE, OK 73401	NONE	GOV	2022-2023 SCHOLARSHIPS	4,600.
SPECIAL OLYMPICS OKLAHOMA, INC. 6835 S. CANTON AVE TULSA, OK 74136	NONE	PC	OPERATIONAL SUPPORT	5,000.
ST. ANTHONY HOSPITAL FOUNDATION, INC. 601 NW 11TH ST OKLAHOMA CITY, OK 73103	NONE	PC	A NEW ST. ANTHONY HOSPITAL MAIN ENTRANCE	250,000.
ST. JOSEPH CATHOLIC SCHOOL 321 N. VIRGINIA MUSKOGEE, OK 74403	NONE	PC	GENERAL SUPPORT	5,000.
TEEN RECOVERY SOLUTIONS INC. 730 W WILSHIRE BLVD., STE 105 OKLAHOMA CITY, OK 73116	NONE	PC	SUPPORT FOR TEEN ADDICTION RECOVERY NEEDS	20,000.
TEXAS CHRISTIAN UNIVERSITY TCU BOX 298240 FORT WORTH, TX 76129	NONE	PC	NEELEY SCHOOL OF BUSINESS	2,500.
TEXAS CHRISTIAN UNIVERSITY TCU BOX 298240 FORT WORTH, TX 76129	NONE	PC	TCU SCHOOL OF RANGE MANAGEMENT	8,672.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

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
TEXAS CHRISTIAN UNIVERSITY TCU BOX 298240 FORT WORTH, TX 76129	NONE	PC	NEELEY SCHOOL OF BUSINESS	250.
TEXAS CHRISTIAN UNIVERSITY TCU BOX 297044 FORT WORTH, TX 76129	NONE	PC	RANCH MANAGEMENT FIELD STUDIES AND SCHOLARSHIPS	50,000.
THE MORE FOUNDATION 301 W MAIN SUITE 510 ARDMORE, OK 73401	NONE	PC	DISTRIBUTION FROM PETTITT EDUCATIONAL FUND	90,176.
UNIVERSITY OF ILLINOIS FOUNDATION 1305 WEST GREEN ST URBANA, IL 61801	NONE	PC	DEPT CROP SCIENCE	700.
UNIVERSITY OF ILLINOIS FOUNDATION 1306 WEST GREEN ST URBANA, IL 61801	NONE	PC	LAS ANNUAL FUND PLANT BIOLOGY	700.
UNIVERSITY OF ILLINOIS FOUNDATION 1307 WEST GREEN ST URBANA, IL 61801	NONE	PC	COLLEGE ACES AF	100.
UNIVERSITY OF OKLAHOMA FOUNDATION INC 100 TIMBERDELL RD NORMAN, OK 73019	NONE	PC	GARLAND F. KRAMER LEADERSHIP ENDOWED FUND IN AIR FORCE ROTC DEPARTMENT	100.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

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
UNIVERSITY OF OKLAHOMA FOUNDATION INC 100 TIMBERDELL RD NORMAN, OK 73019	NONE	PC	PRESIDENT'S ASSOCIATES PROGRAM	2,000.
UNIVERSITY OF OKLAHOMA FOUNDATION INC 100 TIMBERDELL RD NORMAN, OK 73019	NONE	PC	UNIVERSITY OF OKLAHOMA ASSOCIATES	2,000.
UNIVERSITY OF OKLAHOMA FOUNDATION INC 100 TIMBERDELL RD NORMAN, OK 73019	NONE	PC	MEN'S GOLF PROGRAM / HONORARIUM FOR ALLAN NEUSTADT	100.
UNIVERSITY OF OKLAHOMA FOUNDATION INC 100 TIMBERDELL RD NORMAN, OK 73019	NONE	PC	GENERAL SUPPORT	500.
UNIVERSITY OF OKLAHOMA FOUNDATION, INC 100 TIMBERDELL RD NORMAN, OK 73019	NONE	PC	OU RUGBY CLUB	1,250.
VALLEY HOPE ASSOCIATION 103 S WABASH AVE NORTON, KS 67654	NONE	PC	BUILDING HOPE PARKER PROJECT	50,000.
VILLA DUCHESNE 10801 CONWAY ROAD SAINT LOUIS, MO 63131	NONE	PC	2022-2023 ANNUAL GIVING PROGRAM	250.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

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
WASHINGTON UNIVERSITY MSC 1082, ONE BROOKINGS DR. SAINT LOUIS, MO 63130	NONE	PC	BIOLOGY DEPT	1,200.
WASHINGTON UNIVERSITY MSC 1082, ONE BROOKINGS DR. SAINT LOUIS, MO 63130	NONE	PC	PHYSICAL THERAPY ANNUAL FUND	400.
WASHINGTON UNIVERSITY MSC 1082, ONE BROOKINGS DR. SAINT LOUIS, MO 63130	NONE	PC	STEVEN ROSE DIVERSITY SCHOLARSHIP-PT	400.
YOUNG MENS CHRISTIAN ASSOCIATION OF ARDMORE OKLAHOMA 920 15TH AVENUE NW ARDMORE, OK 73401	NONE	PC	OPERATIONAL SUPPORT	50,000.
ALLEN, BARRETT 7234 DOGWOOD RD ARDMORE, OK 73401	NONE	I	SAM NOBLE SCHOLARSHIP	2,500.
ALLEN, CASSIDY 788 COUNTY ROAD DAVIS, OK 73030	NONE	I	SAM NOBLE SCHOLARSHIP	2,500.
ANDREWS, MADISON 10402 VALIANT KNIGHT DRIVE TOMBALL, TX 77375	NONE	I	NOBLE EDUCATIONAL FUND	5,000.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

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
BEARD, RUSSELL 2544 PROVENCE ROAD ARDMORE, OK 73401	NONE	I	NOBLE EDUCATIONAL FUND	5,000.
BEHRENS, MERIDETH P.O. BOX 325 COLBERT, OK 74730	NONE	I	SAM NOBLE SCHOLARSHIP	2,500.
BERSCHE, AIDAN 27419 MYRTLE LAKE LANE KATY, TX 77494	NONE	I	NOBLE EDUCATIONAL FUND	5,000.
BONHAM, RIO P.O. BOX 278 TISHOMINGO, OK 73460	NONE	I	SAM NOBLE SCHOLARSHIP	2,500.
BORDERS, SAGE 409 BRIAN DRIVE SULPHUR, OK 73086	NONE	I	SAM NOBLE SCHOLARSHIP	5,000.
BOWERMAN, MATTHEW 4676 INWOOD ROAD HEALDTON, OK 73438	NONE	I	SAM NOBLE SCHOLARSHIP	2,500.
BRAME, GARRETT 409986 E 1800 RD MOYERS, OK 74557	NONE	I	SAM NOBLE SCHOLARSHIP	2,500.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

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
CAPPS, CARSON 6620 COUNTY ROAD 3571 LOOP ADA, OK 74820	NONE	I	SAM NOBLE SCHOLARSHIP	5,000.
CHAMBERS, TAYLOR 5889 W BOGGY DEPOT RD ATOKA, OK 74525	NONE	I	SAM NOBLE SCHOLARSHIP	2,500.
CLIFTON, KALLIE 233 NORTH 4130 ROAD SOPER, OK 74759	NONE	I	SAM NOBLE SCHOLARSHIP	5,625.
COCKRELL, MALLORY 171 PHIL ONEAL ROAD MOUNT OLIVE, MS 39119	NONE	I	NOBLE EDUCATIONAL FUND	2,500.
CONNER, JAYLYNN 12 TOMMY CONNER DRIVE WAYNESBORO, MS 39367	NONE	I	NOBLE EDUCATIONAL FUND	5,000.
CRAWFORD, MAKAYLA 9829 W RANDOLPH LAKE LN MANNVILLE, OK 73447	NONE	I	SAM NOBLE SCHOLARSHIP	2,500.
DELOZIER, REANNA 2221 W 8TH AVE STILLWATER, OK 74074	NONE	I	SAM NOBLE SCHOLARSHIP	2,500.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

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
DETHLOFF, NATHAN 10254 PRAIRIE VALLEY RD LONE GROVE, OK 73443	NONE	I	SAM NOBLE SCHOLARSHIP	2,500.
ERVIN, KLAY 1360 KEMP ROAD HENDRIX, OK 74741	NONE	I	SAM NOBLE SCHOLARSHIP	1,250.
GANN, BRADFORD 5304 MISTCREEK CT LEAGUE CITY, TX 77573	NONE	I	NOBLE EDUCATIONAL FUND	2,500.
GILL, GAGE 7390 OAK CREST DR KINGSTON, OK 73439	NONE	I	SAM NOBLE SCHOLARSHIP	3,750.
GOU, ROMY 436 W MONTICELLO CT ONTARIO, CA 91762	NONE	I	NOBLE EDUCATIONAL FUND	5,000.
GRIFFITH, MELANIE 720 BEAUFORT ST APT 1 LARAMIE, WY 82072	NONE	I	NOBLE EDUCATIONAL FUND	2,500.
HARRIS, MADISON 78 GOLDEN DRIVE ARDMORE, OK 73401	NONE	I	NOBLE EDUCATIONAL FUND	5,000.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

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
HATCH, NIZHONI 9076 W ARIZONA WAY LAKEWOOD, CO 80232	NONE	I	NOBLE EDUCATIONAL FUND	2,500.
HAYS, KENDALL 1405 4TH AVENUE NW PMB 89 ARDMORE, OK 73401	NONE	I	NOBLE EDUCATIONAL FUND	5,000.
HAYS, KENDALL 1405 4TH AVENUE NW PMB 89 ARDMORE, OK 73401	NONE	I	SAM NOBLE SCHOLARSHIP	5,000.
HOWE, FAITH 10070 REACTOR RD SULPHUR, OK 73086	NONE	I	SAM NOBLE SCHOLARSHIP	5,000.
HUTCHINGS, PAXTON 8464 STATE ROAD 78 HENDRIX, OK 74741	NONE	I	SAM NOBLE SCHOLARSHIP	5,000.
HUTTO, RACHEL 114 S. PLUM CREST CIRCLE THE WOODLANDS, TX 77382	NONE	I	NOBLE EDUCATIONAL FUND	5,000.
JOPLIN, BEAU P.O. BOX 47 ROFF, OK 74865	NONE	I	SAM NOBLE SCHOLARSHIP	1,250.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

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
LEFORCE, ZANE P.O. BOX 203 BETHEL, OK 74724	NONE	I	SAM NOBLE SCHOLARSHIP	3,750.
LI, RICHARD 1519 LEEDSCASTLE MNR SPRING, TX 77379	NONE	I	NOBLE EDUCATIONAL FUND	2,500.
LUNA, BRIT 3648 WHEELER RD VALLIANT, OK 74764	NONE	I	SAM NOBLE SCHOLARSHIP	2,500.
MA, JOLIE 1702 WARWICK CIRCLE ARDMORE, OK 73401	NONE	I	NOBLE EDUCATIONAL FUND	5,000.
MAHER, KATIE 9795 US HWY 177 ARDMORE, OK 73401	NONE	I	SAM NOBLE SCHOLARSHIP	2,500.
MASON, KEONA 1803 OK HIGHWAY 78 EAST TISHOMINGO, OK 73460	NONE	I	SAM NOBLE SCHOLARSHIP	5,000.
MCKERCHIE, PAYTON 16305 OLD RIVER ROAD VANCELEAVE, MS 39565	NONE	I	NOBLE EDUCATIONAL FUND	5,000.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

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
MCSWEENEY, OLIVER 911 BERNARD ST. APT 42B DENTON, TX 76201	NONE	I	NOBLE EDUCATIONAL FUND	5,000.
MILLER, WILL 85 RAMPART WAY UNIT 206 DENVER, CO 80230	NONE	I	NOBLE EDUCATIONAL FUND	2,500.
MOORE, EMMA GRACE 389 MITCHELL RD. OVERBROOK, OK 73453	NONE	I	SAM NOBLE SCHOLARSHIP	5,000.
MORTON, HUNTER 48128 ECR 1510 STRATFORD, OK 74872	NONE	I	SAM NOBLE SCHOLARSHIP	2,500.
NEWMAN, EATHAN 2227 HICKORY DR ARDMORE, OK 73401	NONE	I	NOBLE EDUCATIONAL FUND	5,000.
OSAYI, DANIEL 13207 STABLES COURSE CT RICHMOND, TX 77407	NONE	I	NOBLE EDUCATIONAL FUND	5,000.
PARKER, JACOB 12503 VALLEY CLIFF. CT TOMBALL, TX 77377	NONE	I	NOBLE EDUCATIONAL FUND	5,000.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

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
PATTON, RYAN 10502 SOUTH REFUGE ROAD TISHOMINGO, OK 73460	NONE	I	SAM NOBLE SCHOLARSHIP	2,500.
PROCTOR, MARSHALL P.O. BOX 186 MADILL, OK 73446	NONE	I	NOBLE EDUCATIONAL FUND	2,500.
PULLEN, HALLE P.O. BOX 561 STRATFORD, OK 74872	NONE	I	SAM NOBLE SCHOLARSHIP	2,500.
PULLEN, PRESLEY P.O. BOX 561 STRATFORD, OK 74872	NONE	I	SAM NOBLE SCHOLARSHIP	5,000.
RAYBURN, JENTRI 5976 HEDGES ROAD ARDMORE, OK 73401	NONE	I	SAM NOBLE SCHOLARSHIP	5,000.
REYNOLDS, LUKE 1015 CEDAR DRIVE SULPHUR, OK 73086	NONE	I	SAM NOBLE SCHOLARSHIP	5,000.
ROBBINS, BLAKE 17492 NORTH COUNTY ROAD 3280 PAULS VALLEY, OK 73075	NONE	I	SAM NOBLE SCHOLARSHIP	2,500.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

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
ROTHSTEIN, ETHAN 6446 JOYCE WAY DALLAS, TX 75225	NONE	I	NOBLE EDUCATIONAL FUND	2,500.
RUSHING, SYDNEY 28032 ARROWHEAD TRAIL MAGNOLIA, TX 77355	NONE	I	NOBLE EDUCATIONAL FUND	2,500.
SCHWERDTFEGER, KARLI 10378 HWY 177 STRATFORD, OK 74872	NONE	I	SAM NOBLE SCHOLARSHIP	2,500.
SCOTT, KOLE 701 NE 210TH STREET MARLOW, OK 73055	NONE	I	SAM NOBLE SCHOLARSHIP	1,250.
SHELBY, WILL 6514 SPARLIN ROAD MADILL, OK 73446	NONE	I	SAM NOBLE SCHOLARSHIP	3,125.
SHETTY, MALIKA 12007 CYPRESS CREEK LAKES DR CYPRESS, TX 77433	NONE	I	NOBLE EDUCATIONAL FUND	2,500.
SOUTHWARD, SARAH 551 JOINER CITY RD RINGLING, OK 73456	NONE	I	SAM NOBLE SCHOLARSHIP	5,000.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

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
STREBECK, ZACHARY 5855 HWY 1216 ZWOLLE, LA 71486	NONE	I	NOBLE EDUCATIONAL FUND	1,666.
TAN, RACHEL 4914 MORNINGTON DR SUGAR LAND, TX 77498	NONE	I	NOBLE EDUCATIONAL FUND	5,000.
TRETT, GARRETT P.O. BOX 333 SULPHUR, OK 73086	NONE	I	NOBLE EDUCATIONAL FUND	5,000.
WARD, AVA 1846 AMERICAN ELM CT. SUGAR LAND, TX 77479	NONE	I	NOBLE EDUCATIONAL FUND	5,000.
WEN, JENNIFER 1702 SOUTHERN HILLS DR ARDMORE, OK 73401	NONE	I	NOBLE EDUCATIONAL FUND	5,000.
WIGGINS, HARLEE 302 S. ARKANSAS ST. ELMORE CITY, OK 73433	NONE	I	SAM NOBLE SCHOLARSHIP	2,500.
WILLIAMS, KYLER 11690 US HIGHWAY 77 MARIETTA, OK 73448	NONE	I	SAM NOBLE SCHOLARSHIP	1,250.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

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
WILLINGHAM, ETHAN 50914 E CR 1550 STRATFORD, OK 74872	NONE	I	SAM NOBLE SCHOLARSHIP	1,250.
WILLOUGHBY, CALEB 4250 CR 3478 ADA, OK 74820	NONE	I	SAM NOBLE SCHOLARSHIP	2,500.
YOSHIYASU, YUMI 4014 CANYON BROOK CT. HOUSTON, TX 77059	NONE	I	NOBLE EDUCATIONAL FUND	5,000.
YUSRI, REX 1054 DREW LN. ALLEN, TX 75013	NONE	I	NOBLE EDUCATIONAL FUND	2,500.

Total from continuation sheets

Part XIV Supplementary Information (continued)

3b Grants and Contributions 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
BEARD, RUSSELL 2544 PROVENCE ROAD ARDMORE, OK 73401	NONE	I	SCHOLARSHIPS	20,000.
BEHRENS, MERIDETH P.O. BOX 325 COLBERT, OK 74730	NONE	I	SCHOLARSHIPS	10,000.
BERSCHE, AIDAN 27419 MYRTLE LAKE LANE KATY, TX 77494	NONE	I	SCHOLARSHIPS	20,000.
BONHAM, RIO P.O. BOX 278 TISHOMINGO, OK 73460	NONE	I	SCHOLARSHIPS	20,000.
BORDERS, SAGE 409 BRIAN DRIVE SULPHUR, OK 73086	NONE	I	SCHOLARSHIPS	15,000.
BOWERMAN, MATTHEW 4676 INWOOD ROAD HEALDTON, OK 73438	NONE	I	SCHOLARSHIPS	15,000.
BRAME, GARRETT 409986 E 1800 RD MOYERS, OK 74557	NONE	I	SCHOLARSHIPS	20,000.
Total from continuation sheets				1,064,167.

Part XIV Supplementary Information (continued)

3b Grants and Contributions 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
CAPPS, CARSON 6620 COUNTY ROAD 3571 LOOP ADA, OK 74820	NONE	I	SCHOLARSHIPS	20,000.
CHAMBERS, TAYLOR 5889 W BOGGY DEPOT RD ATOKA, OK 74525-5464	NONE	I	SCHOLARSHIPS	10,000.
CLIFTON, KALLIE 233 NORTH 4130 ROAD SOPER, OK 74759	NONE	I	SCHOLARSHIPS	22,500.
COCKRELL, MALLORY 171 PHIL ONEAL ROAD MOUNT OLIVE, MS 39119	NONE	I	SCHOLARSHIPS	5,000.
CONNER, JAYLYNN 12 TOMMY CONNER DRIVE WAYNESBORO, MS 39367	NONE	I	SCHOLARSHIPS	20,000.
CRAWFORD, MAKAYLA 9829 W RANDOLPH LAKE LN MANNSVILLE, OK 73447	NONE	I	SCHOLARSHIPS	10,000.
DELOZIER, REANNA 2221 W 8TH AVE STILLWATER, OK 74074	NONE	I	SCHOLARSHIPS	15,000.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3b Grants and Contributions 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
DETHLOFF, NATHAN 10254 PRAIRIE VALLEY RD LONE GROVE, OK 73443	NONE	I	SCHOLARSHIPS	20,000.
ERVIN, KLAY 1360 KEMP ROAD HENDRIX, OK 74741	NONE	I	SCHOLARSHIPS	5,000.
GANN, BRADFORD 5304 MISTCREEK CT LEAGUE CITY, TX 77573	NONE	I	SCHOLARSHIPS	20,000.
GILL, GAGE 7390 OAK CREST DR KINGSTON, OK 73439	NONE	I	SCHOLARSHIPS	7,500.
GOU, ROMY 436 W MONTICELLO CT ONTARIO, CA 91762	NONE	I	SCHOLARSHIPS	20,000.
GRIFFITH, MELANIE 720 BEAUFORT ST APT 1 LARAMIE, WY 82072	NONE	I	SCHOLARSHIPS	20,000.
HARRIS, MADISON 78 GOLDEN DRIVE ARDMORE, OK 73401	NONE	I	SCHOLARSHIPS	20,000.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3b Grants and Contributions 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
HATCH, NIZHONI 9076 W ARIZONA WAY LAKEWOOD, CO 80232	NONE	I	SCHOLARSHIPS	20,000.
HAYS, KENDALL 1405 4TH AVENUE NW PMB 89 ARDMORE, OK 73401	NONE	I	SCHOLARSHIPS	42,500.
HOWE, FAITH 10070 RECTOR RD SULPHUR, OK 73086	NONE	I	SCHOLARSHIPS	20,000.
HUTCHINGS, PAXTON 8464 STATE ROAD 78 HENDRIX, OK 74741	NONE	I	SCHOLARSHIPS	10,000.
HUTTO, RACHEL 114 S. PLUM CREST CIRCLE THE WOODLANDS, TX 77382	NONE	I	SCHOLARSHIPS	20,000.
JOPLIN, BEAU P.O. BOX 47 ROFF, OK 74865	NONE	I	SCHOLARSHIPS	7,500.
LEFORCE, ZANE P.O. BOX 203 BETHEL, OK 74724	NONE	I	SCHOLARSHIPS	5,000.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3b Grants and Contributions 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
LI, RICHARD 1519 LEEDSCASTLE MNR SPRING, TX 77379	NONE	I	SCHOLARSHIPS	17,500.
LUNA, BRIT 3648 WHEELER RD VALLIANT, OK 74764	NONE	I	SCHOLARSHIPS	20,000.
MA, JOLIE 1702 WARWICK CIRCLE ARDMORE, OK 73401	NONE	I	SCHOLARSHIPS	20,000.
MAHER, KATIE 9795 US HWY 177 ARDMORE, OK 73401	NONE	I	SCHOLARSHIPS	20,000.
MASON, KEONA 1803 OK HIGHWAY 78 EAST TISHOMINGO, OK 73460	NONE	I	SCHOLARSHIPS	10,000.
MCKERCHIE, PAYTON 16305 OLD RIVER ROAD VANCLEAVE, MS 39565	NONE	I	SCHOLARSHIPS	10,000.
MCSWEENEY, OLIVER 911 BERNARD ST. APT 42B DENTON, TX 76201	NONE	I	SCHOLARSHIPS	7,500.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3b Grants and Contributions 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
MILLER, WILL 85 RAMPART WAY UNIT 206 DENVER, CO 80230	NONE	I	SCHOLARSHIPS	7,500.
MOORE, EMMA GRACE 389 MITCHELL RD. OVERBROOK, OK 73453	NONE	I	SCHOLARSHIPS	20,000.
MORTON, HUNTER 48128 ECR 1510 STRATFORD, OK 74872	NONE	I	SCHOLARSHIPS	20,000.
NEWMAN, EATHAN 2227 HICKORY DR ARDMORE, OK 73401	NONE	I	SCHOLARSHIPS	20,000.
OSAYI, DANIEL 13207 STABLES COURSE CT RICHMOND, TX 77407	NONE	I	SCHOLARSHIPS	12,500.
PARKER, JACOB 12503 VALLEY CLIFF. CT TOMBALL, TX 77377	NONE	I	SCHOLARSHIPS	20,000.
PATTON, RYAN 10502 SOUTH REFUGE ROAD TISHOMINGO, OK 73460	NONE	I	SCHOLARSHIPS	10,000.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3b Grants and Contributions 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
PROCTOR, MARSHALL P.O. BOX 186 MADILL, OK 73446	NONE	I	SCHOLARSHIPS	20,000.
PULLEN, HALLE P.O. BOX 561 STRATFORD, OK 74872	NONE	I	SCHOLARSHIPS	20,000.
PULLEN, PRESLEY P.O. BOX 561 STRATFORD, OK 74872	NONE	I	SCHOLARSHIPS	20,000.
RAYBURN, JENTRI 5976 HEDGES ROAD ARDMORE, OK 73401	NONE	I	SCHOLARSHIPS	20,000.
REYNOLDS, LUKE 1015 CEDAR DRIVE SULPHUR, OK 73086	NONE	I	SCHOLARSHIPS	20,000.
ROBBINS, BLAKE 17492 NORTH COUNTY ROAD 3280 PAULS VALLEY, OK 73075	NONE	I	SCHOLARSHIPS	10,000.
ROTHSTEIN, ETHAN 6446 JOYCE WAY DALLAS, TX 75225	NONE	I	SCHOLARSHIPS	20,000.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3b Grants and Contributions 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
RUSHING, SYDNEY 28032 ARROWHEAD TRAIL MAGNOLIA, TX 77355	NONE	I	SCHOLARSHIPS	20,000.
SCHWERDTFEGER, KARLI 10378 HWY 177 STRATFORD, OK 74872	NONE	I	SCHOLARSHIPS	15,000.
SCOTT, KOLE 701 NE 210TH STREET MARLOW, OK 73055	NONE	I	SCHOLARSHIPS	3,750.
SHELBY, WILL 6514 SPARLIN ROAD MADILL, OK 73446	NONE	I	SCHOLARSHIPS	12,500.
SHETTY, MALIKA 12007 CYPRESS CREEK LAKES DR CYPRESS, TX 77433	NONE	I	SCHOLARSHIPS	20,000.
SOUTHWARD, SARAH 551 JOINER CITY RD RINGLING, OK 73456	NONE	I	SCHOLARSHIPS	20,000.
STREBECK, ZACHARY 5855 HWY 1216 ZWOLLE, LA 71486	NONE	I	SCHOLARSHIPS	5,000.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3b Grants and Contributions 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
TAN, RACHEL 4914 MORNINGTON DR SUGAR LAND, TX 77498	NONE	I	SCHOLARSHIPS	20,000.
TRETT, GARRETT P.O. BOX 333 SULPHUR, OK 73086	NONE	I	SCHOLARSHIPS	20,000.
WARD, AVA 1846 AMERICAN ELM CT SUGAR LAND, TX 77479	NONE	I	SCHOLARSHIPS	20,000.
WEN, JENNIFER 1702 SOUTHERN HILLS DR ARDMORE, OK 73401	NONE	I	SCHOLARSHIPS	20,000.
WIGGINS, HARLEE 302 S. ARKANSAS ST. ELMORE CITY, OK 73433	NONE	I	SCHOLARSHIPS	15,000.
WILLIAMS, KYLER 11690 US HIGHWAY 77 MARIETTA, OK 73448	NONE	I	SCHOLARSHIPS	3,750.
WILLINGHAM, ETHAN 50914 E CR 1550 STRATFORD, OK 74872	NONE	I	SCHOLARSHIPS	7,500.
Total from continuation sheets				

FORM 990-PF

OTHER INCOME

STATEMENT 1

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
LIMITED PARTNERSHIP INCOME	2,162,293.	1,574,873.	
CLASS ACTION SETTLEMENTS	694,862.	694,862.	
ROYALTY	2,325,121.	2,411,842.	
TOTAL TO FORM 990-PF, PART I, LINE 11	5,182,276.	4,681,577.	

FORM 990-PF

LEGAL FEES

STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
GENERAL MATTERS	108,522.	53,850.		57,635.
TO FM 990-PF, PG 1, LN 16A	108,522.	53,850.		57,635.

FORM 990-PF

ACCOUNTING FEES

STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AUDIT AND TAX SERVICES	123,864.	40,747.		76,016.
TO FORM 990-PF, PG 1, LN 16B	123,864.	40,747.		76,016.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGER FEES	4,295,453.	4,295,453.		0.
PROFESSIONAL ADVISORY SVCS	27,550.	0.		27,550.
TO FORM 990-PF, PG 1, LN 16C	4,323,003.	4,295,453.		27,550.

FORM 990-PF

TAXES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
990PF CURRENT EXCISE TAX	458,121.	0.		0.
UBI TAX	106,198.	0.		0.
FOREIGN TAXES	0.	436,297.		0.
STATE UBIT TAX	132,883.	0.		0.
TO FORM 990-PF, PG 1, LN 18	697,202.	436,297.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MEMBERSHIPS DUES	7,260.	0.		7,260.
SPONSORSHIPS	13,599.	0.		13,599.
BANK FEES	1,800.	1,800.		0.
SOFTWARE SUBSCRIPTION	35,321.	0.		35,363.
ADMINISTRATIVE SERVICES	528,318.	88,068.		443,245.
D&O INSURANCE	80,209.	0.		82,634.
SCHOLARSHIP COMMITTEE FEES	4,300.	0.		4,300.
CONTRACT LABOR	1,198.	0.		1,198.
OTHER K-1 EXPENSES	0.	4,798,022.		0.
TO FORM 990-PF, PG 1, LN 23	672,005.	4,887,890.		587,599.

FORM 990-PF

DEPRECIATION OF ASSETS HELD FOR INVESTMENT

STATEMENT 7

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE	FAIR MARKET VALUE
PRODUCING & NON-PRODUCING MINERAL INTEREST BASIS	54,160.	44,936.	9,224.	10,451,100.
TO 990-PF, PART II, LN 11	54,160.	44,936.	9,224.	10,451,100.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 8

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
U.S. TREASURIES	X		37,200,556.	37,200,556.
STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS		X	1,225,432.	1,225,432.
TOTAL U.S. GOVERNMENT OBLIGATIONS			37,200,556.	37,200,556.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			1,225,432.	1,225,432.
TOTAL TO FORM 990-PF, PART II, LINE 10A			38,425,988.	38,425,988.

FORM 990-PF CORPORATE STOCK STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
PUBLICLY TRADED SECURITIES	360,073,126.	360,073,126.
MUTUAL FUNDS	110,127,932.	110,127,932.
TOTAL TO FORM 990-PF, PART II, LINE 10B	470,201,058.	470,201,058.

FORM 990-PF CORPORATE BONDS STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	20,702,115.	20,702,115.
MORTGAGE-BACKED SECURITIES	6,581,020.	6,581,020.
ASSET-BACKED SECURITIES	2,332,050.	2,332,050.
TOTAL TO FORM 990-PF, PART II, LINE 10C	29,615,185.	29,615,185.

FORM 990-PF OTHER INVESTMENTS STATEMENT 11

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
LIMITED PARTNERSHIPS	FMV	433,508,329.	433,508,329.
OFFSHORE ALTERNATIVE INVESTMENTS	FMV	46,136,712.	46,136,712.
REAL ESTATE FUND	FMV	14,414,704.	14,414,704.
BLOCKER CORPORATION	FMV	2,835,957.	2,835,957.
TOTAL TO FORM 990-PF, PART II, LINE 13		496,895,702.	496,895,702.

FORM 990-PF OTHER ASSETS STATEMENT 12

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ACCRUED INT/DIV RECEIVABLE	813,592.	973,171.	973,171.
PROGRAM RELATED INVESTMENTS	1,013,557.	1,263,557.	1,263,557.
TO FORM 990-PF, PART II, LINE 15	1,827,149.	2,236,728.	2,236,728.

FORM 990-PF TRANSFERS TO CONTROLLED ENTITIES PART VI-A, LINE 11 STATEMENT 13

NAME OF CONTROLLED ENTITY	EMPLOYER ID NO
NOBLE RESEARCH INSTITUTE, LLC	73-0606209
ADDRESS	
2510 SAM NOBLE PARKWAY ARDMORE, OK 73401	
DESCRIPTION OF TRANSFER	
FOUNDATION MADE A GRANT OF \$34,000,000 & REIMBURSED EXP OF \$895,329 PURSUANT TO SHARED SERVICE AGMT.	
	AMOUNT OF TRANSFER
	34,895,329.
TOTAL AMOUNT OF TRANSFERS TO CONTROLLED ENTITIES	34,895,329.

FORM 990-PF

TRANSFERS FROM CONTROLLED ENTITIES
PART VI-A, LINE 11

STATEMENT 14

NAME OF CONTROLLED ENTITY

EMPLOYER ID NO

NOBLE RESEARCH INSTITUTE, LLC

73-0606209

ADDRESS

2510 SAM NOBLE PARKWAY
ARDMORE, OK 73401

DESCRIPTION OF TRANSFER

THERE WERE NO TRANSFERS FROM THE CONTROLLED ENTITY IN 2023.

AMOUNT
OF TRANSFER

0.

TOTAL AMOUNT OF TRANSFERS FROM CONTROLLED ENTITIES

0.

FORM 990-PF

SCHEDULE OF CONTROLLED ENTITIES
PART VI-A, LINE 11

STATEMENT 15

NAME OF CONTROLLED ENTITY

EMPLOYER ID NO

NOBLE RESEARCH INSTITUTE, LLC

73-0606209

ADDRESS

2510 SAM NOBLE PARKWAY
ARDMORE, OK 73401

EXCESS BUSINESS HOLDING [] YES [X] NO

FORM 990-PF

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

STATEMENT 16

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
DR RANDOLPH BROWN, JR 2510 SAM NOBLE PARKWAY ARDMORE, OK 73401	DIRECTOR 6.00	37,250.	0.	0.
SUSAN BROWN 2510 SAM NOBLE PARKWAY ARDMORE, OK 73401	DIRECTOR 6.00	41,000.	0.	0.
JAMES DAY 2510 SAM NOBLE PARKWAY ARDMORE, OK 73401	DIRECTOR 6.00	50,750.	0.	0.
SAM DUBOSE 2510 SAM NOBLE PARKWAY ARDMORE, OK 73401	ADVISORY DIRECTOR 6.00	39,500.	0.	0.
VIVIAN NOBLE DUBOSE 2510 SAM NOBLE PARKWAY ARDMORE, OK 73401	CHAIRMAN/DIRECTOR (THRU 10/23) 6.00	45,000.	0.	0.
ALYSON GILBERT 2510 SAM NOBLE PARKWAY ARDMORE, OK 73401	DIRECTOR 6.00	3,000.	0.	0.
BILL GODDARD 2510 SAM NOBLE PARKWAY ARDMORE, OK 73401	DIRECTOR 6.00	42,500.	0.	0.
VIRGINIA HECKMAN 2510 SAM NOBLE PARKWAY ARDMORE, OK 73401	DIRECTOR 6.00	56,000.	0.	0.
JESSIE NANCE 2510 SAM NOBLE PARKWAY ARDMORE, OK 73401	DIRECTOR 6.00	43,000.	0.	0.
CODY NOBLE 2510 SAM NOBLE PARKWAY ARDMORE, OK 73401	CHAIRMAN/DIRECTOR (AS OF 11/23) 6.00	39,250.	0.	0.

THE SAMUEL ROBERTS NOBLE FOUNDATION

81-5328519

RUSSELL NOBLE 2510 SAM NOBLE PARKWAY ARDMORE, OK 73401	DIRECTOR 6.00	41,750.	0.	0.
--------------------------------------------------------------	------------------	---------	----	----

JO KATE PARKER 2510 SAM NOBLE PARKWAY ARDMORE, OK 73401	ADVISORY DIRECTOR 6.00	35,000.	0.	0.
---------------------------------------------------------------	---------------------------	---------	----	----

CLARK RUPPERT 2510 SAM NOBLE PARKWAY ARDMORE, OK 73401	ADVISORY DIRECTOR 6.00	18,333.	0.	0.
--------------------------------------------------------------	---------------------------	---------	----	----

MARIANNE ROONEY 2510 SAM NOBLE PARKWAY ARDMORE, OK 73401	DIRECTOR 6.00	44,000.	0.	0.
----------------------------------------------------------------	------------------	---------	----	----

JACK WALDO 2510 SAM NOBLE PARKWAY ARDMORE, OK 73401	DIRECTOR 6.00	46,250.	0.	0.
-----------------------------------------------------------	------------------	---------	----	----

STEPHEN YOUNG 2510 SAM NOBLE PARKWAY ARDMORE, OK 73401	DIRECTOR 6.00	50,750.	0.	0.
--------------------------------------------------------------	------------------	---------	----	----

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

633,333.	0.	0.
----------	----	----

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

THE SAMUEL ROBERTS NOBLE FOUNDATION
2510 SAM NOBLE PARKWAY
ARDMORE, OK 73401

TELEPHONE NUMBER

(580) 223-5810

FORM AND CONTENT OF APPLICATIONS

COMPLETION OF ONLINE LETTER OF INQUIRY FORM LOCATED AT
WWW.NOBLEFOUNDATION.ORG/GRANTING

ANY SUBMISSION DEADLINES

JUNE 1

RESTRICTIONS AND LIMITATIONS ON AWARDS

RESTRICTED TO 501(C)(3) NONPROFIT ORGANIZATIONS LOCATED WITHIN THE UNITED STATES

GENERAL EXPLANATION

STATEMENT 18

FORM/LINE IDENTIFIER

PART I, LINE 23

EXPLANATION:

OTHER EXPENSES

THE FILING ORGANIZATION UTILIZES THE SERVICES OF SOME EMPLOYEES OF ITS RELATED ENTITY, NOBLE RESEARCH INSTITUTE ("INSTITUTE"). THE SERVICES PROVIDED BY THESE EMPLOYEES ARE PROVIDED UNDER THE SHARED SERVICES AGREEMENT BETWEEN THE FILING ORGANIZATION AND THE INSTITUTE. THE EMPLOYEES PROVIDING THESE SERVICES ARE THE COMMON-LAW EMPLOYEES OF THE INSTITUTE AND ARE UNDER THE INSTITUTE'S DIRECTION AND CONTROL. THE COST OF THESE SERVICES PROVIDED UNDER THE SHARED SERVICES AGREEMENT ARE INCLUDED ON PART I, LINE 23 ADMINISTRATIVE EXPENSES.

GENERAL EXPLANATION

STATEMENT 19

FORM/LINE IDENTIFIER

PART VIII-B, LINE 1

EXPLANATION:

SUMMARY OF PROGRAM-RELATED INVESTMENTS

DURING THE TAX YEARS 2020-2023, THE SAMUEL ROBERTS NOBLE FOUNDATION (FOUNDATION) MADE GRANTS TO AN ORGANIZATION OTHER THAN A CHARITABLE ORGANIZATION DESCRIBED IN SECTION 509(A)(1), (2), OR (3), OR SECTION 4940(D)(2). THOSE GRANTS TOTALING \$625,000 WERE FOR PROGRAM RELATED INVESTMENTS IN THE OKLAHOMA LIFE SCIENCE FUND III, LLC (OLSF III). FOUNDATION MADE AN ADDITIONAL \$250,000 PAYMENT TO OLSF III IN CALENDAR YEAR 2023, THEREBY BRINGING ITS TOTAL COMMITMENT TO THE FUND TO \$875,000. FOLLOWING IS THE REQUIRED EXPENDITURE RESPONSIBILITY REPORT:

NAME/ADDRESS OF GRANTEE:

OKLAHOMA LIFE SCIENCES FUND III, LLC
2620 S. ZUNIS AVENUE
TULSA, OK 74114

THE PURPOSE OF THE GRANTS (PROGRAM-RELATED INVESTMENTS) WERE TO ACCOMPLISH THE CHARITABLE PURPOSE OF ADVANCING RESEARCH AND DEVELOPMENT OF TECHNOLOGY IN THE LIFE SCIENCES. THE FOUNDATION CONSIDERS SUCH INVESTMENTS CRITICAL TO ADVANCING DEVELOPMENTS IN THE LIFE-SCIENCES FIELD, SO AS TO ADVANCE AGRICULTURAL AND MEDICAL RESEARCH IN OKLAHOMA, CONSISTENT WITH ITS EXEMPT PURPOSE. THE GRANTEE EXPENDED THE AMOUNTS AS IT RECEIVED THEM FROM THE FOUNDATION TO ADVANCE RESEARCH IN LIFE SCIENCES AS DISCUSSED ABOVE. TO THE KNOWLEDGE OF THE FOUNDATION, THE GRANTEE HAS NOT DIVERTED ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT. THE GRANTEE PROVIDED THE FOUNDATION WITH REPORTS AND OTHER INFORMATION ON THE USE OF FUNDS THAT ENABLED THE FOUNDATION TO VERIFY COMPLIANCE WITH TERMS OF THE GRANT, AND THE PROGRESS MADE BY THE GRANTEE TOWARD ACHIEVING THE PURPOSE FOR WHICH THE GRANT WAS MADE. THE FOUNDATION BELIEVES THAT OLSF III HAS COMPLIED WITH THE TERMS OF THE GRANT, WITHOUT EXCEPTION. OLSF III IS CURRENTLY RAISING FUNDS AND IS NOT YET FULLY INVESTED. THE FOUNDATION HAS A \$1,000,000 COMMITMENT TO THE FUND, \$875,000 OF WHICH HAS BEEN CALLED AS OF DECEMBER 31, 2023.

REPORTS AND INFORMATION/DATES: ANNUAL REPORTS ARE RECEIVED AND REVIEWED BY THE FILING ORGANIZATION. THE 2023 ANNUAL REPORT PURSUANT TO REGULATION 53.4945 WAS RECEIVED SEPTEMBER 2024. THE FOUNDATION'S AUTHORIZED AGENT REVIEWED THE REPORTS UPON RECEIPT.

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

Department of the Treasury
Internal Revenue Service

File a separate application for each return.
Go to 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.

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

Type or Print	Name of exempt organization, employer, or other filer, see instructions. THE SAMUEL ROBERTS NOBLE FOUNDATION	Taxpayer identification number (TIN) 81-5328519
	Number, street, and room or suite no. If a P.O. box, see instructions. 2510 SAM NOBLE PARKWAY	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. ARDMORE, OK 73401	

Enter the Return Code for the return that this application is for (file a separate application for each return) 0 4

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 A. JILL WALLACE
2510 SAM NOBLE PARKWAY - ARDMORE, OK 73401

Telephone No. 580-223-5810 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

3a If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	1,671,833.
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.	3b	\$	1,221,833.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	450,000.

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