



GFI notes on 2023 990

The Good Food Institute (GFI) is funded by the philanthropic support of our global family of donors. Our mission is ambitious, and GFI is planning for the organizational growth necessary to effect the transformation of the global food system. In 2023 we entered a three-year push to grow GFI's annual revenue to \$40-\$45 million to support our anticipated need to advance alternative proteins globally.

In the first year of our three-year campaign to raise a targeted \$125M to support GFI programs and growth in 2024 and beyond, our generous donor community has made it possible for GFI to set our 2024 operating budget at \$40.7 million to fund the work of seven organizations around the world. This statement outlines how our 2023 990 reflects our commitment to sustainability and aligns with our organizational budgeting process.

Reported revenue

As indicated in our 2023 990, total revenue in 2023 was \$43.6 million. This year's strong fundraising results reflect our efforts to secure a foundation of support, including total pledges and grants receivable of \$14.6 million that will not be received until future years. Also not reflected in the financial statements are \$4.5M in payments on grants from prior years. Reconciling donated services, pledges and grants gives a more accurate portrayal of our income at \$33.6 million.

Operating reserve

Our leadership team prioritizes organizational sustainability to ensure that we can focus on the highest-impact activities while maintaining sufficient reserves to weather external factors that may impact future fundraising. A portion of the funds raised or pledged in 2023 support our operating reserve to sustain GFI's programmatic impact. GFI's goal is to maintain a reserve equal to at least 12 months of operating costs (unrestricted net assets).

Our 990 lists our current net assets at \$58.9M, which includes \$16.1M in restricted assets such as pledges that we will receive over time rather than as immediate cash flow. The snapshot of our assets in Dec 2023 represents 13 months of operating reserves. This reserve provides stability if annual funding falls short as we work toward our three-year \$125 million goal and help sustain our impact as we work to build a world where alternative proteins are no longer alternative.

** PUBLIC DISCLOSURE COPY **

Return of Organization Exempt From Income Tax

OMB No. 1545-0047

Form 990

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)

2023

Do not enter social security numbers on this form as it may be made public.

Open to Public Inspection

Department of the Treasury Internal Revenue Service

Go to www.irs.gov/Form990 for instructions and the latest information.

Form header section A-M containing organization details: THE GOOD FOOD INSTITUTE, INC, 2503D N HARRISON ST., ARLINGTON, VA 22207, ILYA SHEYMAN, GFI.ORG, 2015, DE

Part I Summary

Table with 3 columns: Description, Prior Year, Current Year. Rows include: 1-7a Governance, 8-12 Revenue, 13-19 Expenses, 20-22 Net Assets or Fund Balances.

Part II Signature Block

Signature block section containing: Declaration of preparer, Signature of Ilya Sheyman, Signature of Jeff Parker, Preparer information for CliftonLarsonAllen LLP.

May the IRS discuss this return with the preparer shown above? See instructions [X] Yes [] No

Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response or note to any line in this Part III [X]

1 Briefly describe the organization's mission: TO HARNESS THE POWER OF FOOD INNOVATION AND MARKETS TO MAKE THE GLOBAL FOOD SYSTEM BETTER FOR THE PLANET, PEOPLE, AND ANIMALS BY SUPPORTING EFFORTS TO MAKE ALTERNATIVE PROTEINS ACCESSIBLE, AFFORDABLE, AND DELICIOUS.

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? [] Yes [X] No If "Yes," describe these new services on Schedule O.

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? [] Yes [X] No If "Yes," describe these changes on Schedule O.

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

4a (Code:) (Expenses \$ 8,964,302. including grants of \$ 3,771,362.) (Revenue \$ 0.) SCIENCE AND TECHNOLOGY - GFI'S SCIENCE AND TECHNOLOGY DEPARTMENT ACCELERATES THE SCIENCE OF ALTERNATIVE PROTEIN TECHNOLOGIES. GFI'S SCIENTISTS ARE THE GLOBAL EXPERTS IN THIS SECTOR AND WORK TO ENSURE THAT A ROADMAP EXISTS FOR ALTERNATIVE PROTEIN INNOVATION, THAT THE BEST SCIENTISTS ARE ENGAGED IN RESEARCH AND DEVELOPMENT, AND THAT THE HIGHEST IMPACT AREAS OF ALTERNATIVE PROTEIN RESEARCH AND DEVELOPMENT ARE PRIORITIZED.

GFI'S SCIENCE AND TECHNOLOGY TEAM IS FOCUSED ON THREE PRINCIPAL ACTIVITIES:

1. ANALYZING CURRENT AND FUTURE TECHNICAL CHALLENGES AND IDENTIFYING THE MOST IMPORTANT RESEARCH AND DEVELOPMENT OPPORTUNITIES FOR

4b (Code:) (Expenses \$ 3,497,823. including grants of \$ 0.) (Revenue \$ 0.) POLICY AND GOVERNMENT RELATIONS - GFI'S POLICY AND GOVERNMENT RELATIONS DEPARTMENT IS FOCUSED ON REMOVING PUBLIC POLICY HURDLES AND DIRECTING PUBLIC INVESTMENT TO ACCELERATE PROGRESS ON THE WIDESPREAD ADOPTION OF ALTERNATIVE PROTEINS. THE POLICY AND GOVERNMENT RELATIONS TEAM PRIMARILY EDUCATES PUBLIC INSTITUTIONS, INCLUDING ELECTED OFFICIALS AND REGULATORS, AND USES IMPACT LITIGATION AS A STRATEGIC TOOL WHERE WARRANTED.

4c (Code:) (Expenses \$ 3,986,570. including grants of \$ 0.) (Revenue \$ 751,930.) CORPORATE ENGAGEMENT - GFI'S CORPORATE ENGAGEMENT DEPARTMENT WORKS TO EDUCATE COMPANIES AND INVESTORS TO PRIORITIZE ALTERNATIVE PROTEINS, ACCELERATE ALTERNATIVE PROTEIN INNOVATION, AND SCALE THE SUPPLY CHAIN. THE CORPORATE ENGAGEMENT TEAM'S WORK HELPS ENABLE FOOD INDUSTRY PARTNERS TO DEVELOP AND BRING TO MARKET ALTERNATIVE PROTEIN PRODUCTS THAT ARE AS ACCESSIBLE, AFFORDABLE, AND DELICIOUS AS CONVENTIONAL MEAT, EGGS, AND DAIRY. THE CORPORATE ENGAGEMENT TEAM EDUCATES AND EMPOWERS ENTITIES IN ALL STAGES OF THE SUPPLY CHAIN, INCLUDING ENTREPRENEURS AND STARTUPS, INVESTORS, FOOD AND MEAT MANUFACTURERS, INGREDIENT COMPANIES, GROCERY RETAILERS, FOODSERVICE COMPANIES, AND EQUIPMENT MANUFACTURERS.

4d Other program services (Describe on Schedule O.) (Expenses \$ 7,570,975. including grants of \$ 1,556,758.) (Revenue \$ 0.)

4e Total program service expenses 24,019,670.

Part IV Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? <i>If "Yes," complete Schedule A</i>	X	
2 Is the organization required to complete <i>Schedule B, Schedule of Contributors</i> ? See instructions	X	
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I</i>		X
4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? <i>If "Yes," complete Schedule C, Part II</i>	X	
5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Rev. Proc. 98-19? <i>If "Yes," complete Schedule C, Part III</i>		X
6 Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? <i>If "Yes," complete Schedule D, Part I</i>		X
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? <i>If "Yes," complete Schedule D, Part II</i>		X
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i>		X
9 Did the organization report an amount in Part X, line 21, for escrow or custodial account liability; serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? <i>If "Yes," complete Schedule D, Part IV</i>		X
10 Did the organization, directly or through a related organization, hold assets in donor-restricted endowments or in quasi-endowments? <i>If "Yes," complete Schedule D, Part V</i>		X
11 If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X, as applicable.		
a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? <i>If "Yes," complete Schedule D, Part VI</i>	X	
b Did the organization report an amount for investments - other securities in Part X, line 12, that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VII</i>		X
c Did the organization report an amount for investments - program related in Part X, line 13, that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VIII</i>		X
d Did the organization report an amount for other assets in Part X, line 15, that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part IX</i>		X
e Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X</i>	X	
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? <i>If "Yes," complete Schedule D, Part X</i>	X	
12a Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI and XII</i>		X
b Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional</i>	X	
13 Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i>		X
14a Did the organization maintain an office, employees, or agents outside of the United States?	X	
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? <i>If "Yes," complete Schedule F, Parts I and IV</i>	X	
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or other assistance to or for any foreign organization? <i>If "Yes," complete Schedule F, Parts II and IV</i>	X	
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or other assistance to or for foreign individuals? <i>If "Yes," complete Schedule F, Parts III and IV</i>		X
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? <i>If "Yes," complete Schedule G, Part I.</i> See instructions		X
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II</i>		X
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i>		X
20a Did the organization operate one or more hospital facilities? <i>If "Yes," complete Schedule H</i>		X
b If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?		
21 Did the organization report more than \$5,000 of grants or other assistance to any domestic organization or domestic government on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i>	X	

Part IV Checklist of Required Schedules (continued)

	Yes	No
22 Did the organization report more than \$5,000 of grants or other assistance to or for domestic individuals on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i>		X
23 Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5, about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i>	X	
24a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25a</i>		X
b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		
c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		
d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?		
25a Section 501(c)(3), 501(c)(4), and 501(c)(29) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i>		X
b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I</i>		X
26 Did the organization report any amount on Part X, line 5 or 22, for receivables from or payables to any current or former officer, director, trustee, key employee, creator or founder, substantial contributor, or 35% controlled entity or family member of any of these persons? <i>If "Yes," complete Schedule L, Part II</i>		X
27 Did the organization provide a grant or other assistance to any current or former officer, director, trustee, key employee, creator or founder, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity (including an employee thereof) or family member of any of these persons? <i>If "Yes," complete Schedule L, Part III</i>		X
28 Was the organization a party to a business transaction with one of the following parties? (See the Schedule L, Part IV, instructions for applicable filing thresholds, conditions, and exceptions):		
a A current or former officer, director, trustee, key employee, creator or founder, or substantial contributor? <i>If "Yes," complete Schedule L, Part IV</i>		X
b A family member of any individual described in line 28a? <i>If "Yes," complete Schedule L, Part IV</i>		X
c A 35% controlled entity of one or more individuals and/or organizations described in line 28a or 28b? <i>If "Yes," complete Schedule L, Part IV</i>		X
29 Did the organization receive more than \$25,000 in noncash contributions? <i>If "Yes," complete Schedule M</i>	X	
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i>		X
31 Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i>		X
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i>		X
33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i>	X	
34 Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1</i>	X	
35a Did the organization have a controlled entity within the meaning of section 512(b)(13)?		X
b If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i>		
36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i>		X
37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i>		X
38 Did the organization complete Schedule O and provide explanations on Schedule O for Part VI, lines 11b and 19? Note: All Form 990 filers are required to complete Schedule O	X	

Part V Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response or note to any line in this Part V

	Yes	No
1a Enter the number reported in box 3 of Form 1096. Enter -0- if not applicable		
b Enter the number of Forms W-2G included on line 1a. Enter -0- if not applicable		
c Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?		

Part V Statements Regarding Other IRS Filings and Tax Compliance (continued)

		Yes	No
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return		
	2a		120
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns?	X	
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year?		X
b	If "Yes," has it filed a Form 990-T for this year? <i>If "No" to line 3b, provide an explanation on Schedule O</i>		
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?		X
b	If "Yes," enter the name of the foreign country See instructions for filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR).		
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		X
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		X
c	If "Yes" to line 5a or 5b, did the organization file Form 8886-T?		
6a	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?		X
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		
7	Organizations that may receive deductible contributions under section 170(c).		
a	Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?	X	
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?	X	
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		X
d	If "Yes," indicate the number of Forms 8282 filed during the year		
	7d		
e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		X
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		X
g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?		
h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?		
8	Sponsoring organizations maintaining donor advised funds. Did a donor advised fund maintained by the sponsoring organization have excess business holdings at any time during the year?		
9	Sponsoring organizations maintaining donor advised funds.		
a	Did the sponsoring organization make any taxable distributions under section 4966?		
b	Did the sponsoring organization make a distribution to a donor, donor advisor, or related person?		
10	Section 501(c)(7) organizations. Enter:		
a	Initiation fees and capital contributions included on Part VIII, line 12	10a	
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10b	
11	Section 501(c)(12) organizations. Enter:		
a	Gross income from members or shareholders	11a	
b	Gross income from other sources. (Do not net amounts due or paid to other sources against amounts due or received from them.)	11b	
12a	Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?	12a	
b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year	12b	
13	Section 501(c)(29) qualified nonprofit health insurance issuers.		
a	Is the organization licensed to issue qualified health plans in more than one state? Note: See the instructions for additional information the organization must report on Schedule O.	13a	
b	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans	13b	
c	Enter the amount of reserves on hand	13c	
14a	Did the organization receive any payments for indoor tanning services during the tax year?		X
b	If "Yes," has it filed a Form 720 to report these payments? <i>If "No," provide an explanation on Schedule O</i>	14b	
15	Is the organization 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? If "Yes," see the instructions and file Form 4720, Schedule N.	15	X
16	Is the organization an educational institution subject to the section 4968 excise tax on net investment income? If "Yes," complete Form 4720, Schedule O.	16	X
17	Section 501(c)(21) organizations. Did the trust, or any disqualified or other person engage in any activities that would result in the imposition of an excise tax under section 4951, 4952 or 4953? If "Yes," complete Form 6069.	17	

Part VI Governance, Management, and Disclosure. For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes on Schedule O. See instructions.

Check if Schedule O contains a response or note to any line in this Part VI [X]

Section A. Governing Body and Management

Table with 3 columns: Question, Yes, No. Rows include: 1a Enter the number of voting members... 1b Enter the number of voting members included... 2 Did any officer, director, trustee, or key employee have a family relationship... 3 Did the organization delegate control over management duties... 4 Did the organization make any significant changes to its governing documents... 5 Did the organization become aware during the year of a significant diversion of the organization's assets... 6 Did the organization have members or stockholders... 7a Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body... 7b Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body... 8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following: a The governing body? b Each committee with authority to act on behalf of the governing body? 9 Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses on Schedule O

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

Table with 3 columns: Question, Yes, No. Rows include: 10a Did the organization have local chapters, branches, or affiliates? 10b If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes? 11a Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form? 11b Describe on Schedule O the process, if any, used by the organization to review this Form 990. 12a Did the organization have a written conflict of interest policy? If "No," go to line 13 12b Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts? 12c Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe on Schedule O how this was done 13 Did the organization have a written whistleblower policy? 14 Did the organization have a written document retention and destruction policy? 15 Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision? 15a The organization's CEO, Executive Director, or top management official 15b Other officers or key employees of the organization If "Yes" to line 15a or 15b, describe the process on Schedule O. See instructions. 16a Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year? 16b If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?

Section C. Disclosure

- 17 List the states with which a copy of this Form 990 is required to be filed AL, AR, CA, FL, GA, HI, IL, KS, KY, MA, MD, MI
18 Section 6104 requires an organization to make its Forms 1023 (1024 or 1024-A, if applicable), 990, and 990-T (section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply. [X] Own website [] Another's website [X] Upon request [] Other (explain on Schedule O)
19 Describe on Schedule O whether (and if so, how) the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.
20 State the name, address, and telephone number of the person who possesses the organization's books and records SARAH DAVID - 202-596-2262 2503 D N HARRISON ST. #19, ARLINGTON, VA 22207

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Check if Schedule O contains a response or note to any line in this Part VII

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
 - List all of the organization's **current** key employees, if any. See the instructions for definition of "key employee."
 - List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (box 5 of Form W-2, box 6 of Form 1099-MISC, and/or box 1 of Form 1099-NEC) of more than \$100,000 from the organization and any related organizations.
 - List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
 - List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.
- See the instructions for the order in which to list the persons above.

Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee.

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC/1099-NEC)	(E) Reportable compensation from related organizations (W-2/1099-MISC/1099-NEC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) BRUCE FRIEDRICH PRESIDENT AND FOUNDER	40.00 0.00	X		X				207,125.	0.	16,432.
(2) ILYA SHEYMAN CEO	40.00 0.00			X				200,215.	0.	18,341.
(3) JESSICA ALMY SVP - POLICY AND GOVERNMENT RELATION	40.00 0.00					X		182,346.	0.	32,074.
(4) ELIZABETH SPECHT SVP - SCIENCE AND TECHNOLOGY	40.00 0.00					X		190,988.	0.	15,791.
(5) SHEILA VOSS SVP - COMMUNICATIONS	40.00 0.00					X		178,598.	0.	23,185.
(6) SARAH DAVID GEN. COUNSEL, SECRETARY, TREASURER	40.00 0.00			X				183,906.	0.	17,511.
(7) SUSAN MCCAUSLAND-HALTEMAN SVP - DEVELOPMENT	40.00 0.00					X		184,090.	0.	15,521.
(8) CAROLINE BUSHNELL SVP - CORPORATE ENGAGEMENT	40.00 0.00					X		175,411.	0.	17,199.
(9) VANDHANA BALASUBRAMANIAN DIRECTOR	2.00 0.00	X						0.	0.	0.
(10) KATHLEEN FRESTON DIRECTOR	2.00 0.00	X						0.	0.	0.
(11) CAMERON ICARD CHAIR	3.00 0.00	X		X				0.	0.	0.
(12) NABIHA BASATHIA DIRECTOR	2.00 0.00	X						0.	0.	0.
(13) JOAN GASS DIRECTOR	2.00 0.00	X						0.	0.	0.
(14) ANAND GOPAL DIRECTOR	2.00 0.00	X						0.	0.	0.

Part VIII Statement of Revenue

Check if Schedule O contains a response or note to any line in this Part VIII

			(A)	(B)	(C)	(D)		
			Total revenue	Related or exempt function revenue	Unrelated business revenue	Revenue excluded from tax under sections 512 - 514		
Contributions, Gifts, Grants and Other Similar Amounts	1 a Federated campaigns	1a						
	b Membership dues	1b						
	c Fundraising events	1c						
	d Related organizations	1d						
	e Government grants (contributions)	1e						
	f All other contributions, gifts, grants, and similar amounts not included above ...	1f	41,583,843.					
	g Noncash contributions included in lines 1a-1f	1g	\$ 5,449,956.					
	h Total. Add lines 1a-1f			41,583,843.				
Program Service Revenue	2 a CONFERENCES AND MEETINGS	Business Code						
		900099	751,930.	751,930.				
	b _____							
	c _____							
	d _____							
	e _____							
	f All other program service revenue							
g Total. Add lines 2a-2f			751,930.					
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts)		909,567.			909,567.		
	4 Income from investment of tax-exempt bond proceeds							
	5 Royalties							
	6 a Gross rents	6a	(i) Real					
			(ii) Personal					
			b Less: rental expenses ...	6b				
			c Rental income or (loss)	6c				
	d Net rental income or (loss)							
	7 a Gross amount from sales of assets other than inventory	7a	(i) Securities	42,871,980.				
			(ii) Other					
			b Less: cost or other basis and sales expenses	7b	42,723,697.			
			c Gain or (loss)	7c	148,283.			
	d Net gain or (loss)			148,283.		148,283.		
	8 a Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c). See Part IV, line 18	8a						
			b Less: direct expenses	8b				
c Net income or (loss) from fundraising events								
9 a Gross income from gaming activities. See Part IV, line 19	9a							
		b Less: direct expenses	9b					
		c Net income or (loss) from gaming activities						
10 a Gross sales of inventory, less returns and allowances	10a							
		b Less: cost of goods sold	10b					
		c Net income or (loss) from sales of inventory						
Miscellaneous Revenue	11 a FOREIGN EXCHANGE GAIN	Business Code						
		900099	149,907.			149,907.		
	b OTHER INCOME	900099	87,836.			87,836.		
	c _____							
	d All other revenue							
e Total. Add lines 11a-11d			237,743.					
12 Total revenue. See instructions			43,631,366.	751,930.	0.	1295593.		

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A).

Check if Schedule O contains a response or note to any line in this Part IX X

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to domestic organizations and domestic governments. See Part IV, line 21	1,530,088.	1,530,088.		
2 Grants and other assistance to domestic individuals. See Part IV, line 22				
3 Grants and other assistance to foreign organizations, foreign governments, and foreign individuals. See Part IV, lines 15 and 16	3,798,032.	3,798,032.		
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	643,530.	196,730.	424,444.	22,356.
6 Compensation not included above to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	12,300,225.	9,009,018.	1,774,025.	1,517,182.
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	490,568.	336,041.	104,521.	50,006.
9 Other employee benefits	1,421,651.	900,809.	340,044.	180,798.
10 Payroll taxes	1,165,248.	783,504.	247,016.	134,728.
11 Fees for services (nonemployees):				
a Management	85,650.	24,914.	58,635.	2,101.
b Legal	88,368.	84,603.	3,765.	
c Accounting	230,050.		230,050.	
d Lobbying	433,500.	433,500.		
e Professional fundraising services. See Part IV, line 17				
f Investment management fees				
g Other. (If line 11g amount exceeds 10% of line 25, column (A), amount, list line 11g expenses on Sch O.)	5,750,872.	4,505,306.	788,017.	457,549.
12 Advertising and promotion	13,985.	11,809.	2,176.	
13 Office expenses	152,739.	81,683.	37,335.	33,721.
14 Information technology	20,768.	15,662.	4,630.	476.
15 Royalties				
16 Occupancy	255,914.	206,032.	36,517.	13,365.
17 Travel	390,175.	250,663.	112,481.	27,031.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	1,868,031.	1,582,749.	265,455.	19,827.
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	12,619.	8,890.	3,729.	
23 Insurance	58,934.	35,603.	20,894.	2,437.
24 Other expenses. Itemize expenses not covered above. (List miscellaneous expenses on line 24e. If line 24e amount exceeds 10% of line 25, column (A), amount, list line 24e expenses on Schedule O.)				
a MISCELLANEOUS EXPENSES	282,879.	194,145.	32,313.	56,421.
b SUBSCRIPTIONS	31,748.	21,791.	3,627.	6,330.
c BANK, FILING AND OTHER	11,134.	7,641.	1,272.	2,221.
d DONOR STEWARDSHIP	666.	457.	76.	133.
e All other expenses				
25 Total functional expenses. Add lines 1 through 24e	31,037,374.	24,019,670.	4,491,022.	2,526,682.
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720)				

Part X Balance Sheet

Check if Schedule O contains a response or note to any line in this Part X

		(A)		(B)
		Beginning of year		End of year
Assets	1 Cash - non-interest-bearing	3,527,116.	1	3,803,746.
	2 Savings and temporary cash investments	1,760,148.	2	1,004,478.
	3 Pledges and grants receivable, net	5,885,795.	3	14,553,282.
	4 Accounts receivable, net		4	
	5 Loans and other receivables from any current or former officer, director, trustee, key employee, creator or founder, substantial contributor, or 35% controlled entity or family member of any of these persons		5	
	6 Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), and persons described in section 4958(c)(3)(B)		6	
	7 Notes and loans receivable, net		7	
	8 Inventories for sale or use		8	
	9 Prepaid expenses and deferred charges	439,909.	9	719,990.
	10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a 69,580.		
	b Less: accumulated depreciation	10b 30,713.	23,164.	10c 38,867.
	11 Investments - publicly traded securities	38,870,526.	11	44,939,039.
	12 Investments - other securities. See Part IV, line 11		12	
	13 Investments - program-related. See Part IV, line 11		13	
	14 Intangible assets		14	
	15 Other assets. See Part IV, line 11	0.	15	186,313.
16 Total assets. Add lines 1 through 15 (must equal line 33)	50,506,658.	16	65,245,715.	
Liabilities	17 Accounts payable and accrued expenses	1,785,990.	17	1,628,497.
	18 Grants payable	3,850,428.	18	4,548,900.
	19 Deferred revenue		19	
	20 Tax-exempt bond liabilities		20	
	21 Escrow or custodial account liability. Complete Part IV of Schedule D		21	
	22 Loans and other payables to any current or former officer, director, trustee, key employee, creator or founder, substantial contributor, or 35% controlled entity or family member of any of these persons		22	
	23 Secured mortgages and notes payable to unrelated third parties		23	
	24 Unsecured notes and loans payable to unrelated third parties		24	
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D	0.	25	186,313.
	26 Total liabilities. Add lines 17 through 25	5,636,418.	26	6,363,710.
Net Assets or Fund Balances	Organizations that follow FASB ASC 958, check here <input checked="" type="checkbox"/> and complete lines 27, 28, 32, and 33.			
	27 Net assets without donor restrictions	37,739,966.	27	42,773,587.
	28 Net assets with donor restrictions	7,130,274.	28	16,108,418.
	Organizations that do not follow FASB ASC 958, check here <input type="checkbox"/> and complete lines 29 through 33.			
	29 Capital stock or trust principal, or current funds		29	
	30 Paid-in or capital surplus, or land, building, or equipment fund		30	
	31 Retained earnings, endowment, accumulated income, or other funds		31	
	32 Total net assets or fund balances	44,870,240.	32	58,882,005.
33 Total liabilities and net assets/fund balances	50,506,658.	33	65,245,715.	

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response or note to any line in this Part XI

1	Total revenue (must equal Part VIII, column (A), line 12)	1	43,631,366.
2	Total expenses (must equal Part IX, column (A), line 25)	2	31,037,374.
3	Revenue less expenses. Subtract line 2 from line 1	3	12,593,992.
4	Net assets or fund balances at beginning of year (must equal Part X, line 32, column (A))	4	44,870,240.
5	Net unrealized gains (losses) on investments	5	3,167,773.
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain on Schedule O)	9	-1,750,000.
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 32, column (B))	10	58,882,005.

Part XII Financial Statements and Reporting

Check if Schedule O contains a response or note to any line in this Part XII

	Yes	No
1 Accounting method used to prepare the Form 990: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other		
If the organization changed its method of accounting from a prior year or checked "Other," explain on Schedule O.		
2a Were the organization's financial statements compiled or reviewed by an independent accountant?		X
If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both:		
<input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis		
b Were the organization's financial statements audited by an independent accountant?	X	
If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both:		
<input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input checked="" type="checkbox"/> Both consolidated and separate basis		
c If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant?	X	
If the organization changed either its oversight process or selection process during the tax year, explain on Schedule O.		
3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Uniform Guidance, 2 C.F.R. Part 200, Subpart F?		X
b If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why on Schedule O and describe any steps taken to undergo such audits		

Form 990 (2023)

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in)	(a) 2019	(b) 2020	(c) 2021	(d) 2022	(e) 2023	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")	20471188.	18736534.	42936683.	15432490.	41583843.	139160738
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3	20471188.	18736534.	42936683.	15432490.	41583843.	139160738
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						23635961.
6 Public support. Subtract line 5 from line 4.						115524777

Section B. Total Support

Calendar year (or fiscal year beginning in)	(a) 2019	(b) 2020	(c) 2021	(d) 2022	(e) 2023	(f) Total
7 Amounts from line 4	20471188.	18736534.	42936683.	15432490.	41583843.	139160738
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties, and income from similar sources	96,417.	127,153.	148,212.	202,258.	909,567.	1483607.
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.)	47,353.	45,652.	65,207.	59,515.	87,836.	305,563.
11 Total support. Add lines 7 through 10						140949908
12 Gross receipts from related activities, etc. (see instructions)					12	2,218,493.
13 First 5 years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here						<input type="checkbox"/>

Section C. Computation of Public Support Percentage

14 Public support percentage for 2023 (line 6, column (f), divided by line 11, column (f))	14	81.96 %
15 Public support percentage from 2022 Schedule A, Part II, line 14	15	77.63 %
16a 33 1/3% support test - 2023. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization		<input checked="" type="checkbox"/>
b 33 1/3% support test - 2022. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization		<input type="checkbox"/>
17a 10% -facts-and-circumstances test - 2023. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the facts-and-circumstances test, check this box and stop here. Explain in Part VI how the organization meets the facts-and-circumstances test. The organization qualifies as a publicly supported organization		<input type="checkbox"/>
b 10% -facts-and-circumstances test - 2022. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the facts-and-circumstances test, check this box and stop here. Explain in Part VI how the organization meets the facts-and-circumstances test. The organization qualifies as a publicly supported organization		<input type="checkbox"/>
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions		<input type="checkbox"/>

Schedule A (Form 990) 2023

Part III Support Schedule for Organizations Described in Section 509(a)(2)

(Complete only if you checked the box on line 10 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

Calendar year (or fiscal year beginning in)	(a) 2019	(b) 2020	(c) 2021	(d) 2022	(e) 2023	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 Public support. (Subtract line 7c from line 6.)						

Section B. Total Support

Calendar year (or fiscal year beginning in)	(a) 2019	(b) 2020	(c) 2021	(d) 2022	(e) 2023	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties, and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included on line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.)						
13 Total support. (Add lines 9, 10c, 11, and 12.)						

14 First 5 years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and **stop here**

Section C. Computation of Public Support Percentage

15 Public support percentage for 2023 (line 8, column (f), divided by line 13, column (f))	15	%
16 Public support percentage from 2022 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2023 (line 10c, column (f), divided by line 13, column (f))	17	%
18 Investment income percentage from 2022 Schedule A, Part III, line 17	18	%

19a 33 1/3% support tests - 2023. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization

b 33 1/3% support tests - 2022. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization

20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions

Part IV Supporting Organizations

(Complete only if you checked a box on line 12 of Part I. If you checked box 12a, Part I, complete Sections A and B. If you checked box 12b, Part I, complete Sections A and C. If you checked box 12c, Part I, complete Sections A, D, and E. If you checked box 12d, Part I, complete Sections A and D, and complete Part V.)

Section A. All Supporting Organizations

	Yes	No
1 Are all of the organization's supported organizations listed by name in the organization's governing documents? <i>If "No," describe in Part VI how the supported organizations are designated. If designated by class or purpose, describe the designation. If historic and continuing relationship, explain.</i>		
2 Did the organization have any supported organization that does not have an IRS determination of status under section 509(a)(1) or (2)? <i>If "Yes," explain in Part VI how the organization determined that the supported organization was described in section 509(a)(1) or (2).</i>		
3a Did the organization have a supported organization described in section 501(c)(4), (5), or (6)? <i>If "Yes," answer lines 3b and 3c below.</i>		
b Did the organization confirm that each supported organization qualified under section 501(c)(4), (5), or (6) and satisfied the public support tests under section 509(a)(2)? <i>If "Yes," describe in Part VI when and how the organization made the determination.</i>		
c Did the organization ensure that all support to such organizations was used exclusively for section 170(c)(2)(B) purposes? <i>If "Yes," explain in Part VI what controls the organization put in place to ensure such use.</i>		
4a Was any supported organization not organized in the United States ("foreign supported organization")? <i>If "Yes," and if you checked box 12a or 12b in Part I, answer lines 4b and 4c below.</i>		
b Did the organization have ultimate control and discretion in deciding whether to make grants to the foreign supported organization? <i>If "Yes," describe in Part VI how the organization had such control and discretion despite being controlled or supervised by or in connection with its supported organizations.</i>		
c Did the organization support any foreign supported organization that does not have an IRS determination under sections 501(c)(3) and 509(a)(1) or (2)? <i>If "Yes," explain in Part VI what controls the organization used to ensure that all support to the foreign supported organization was used exclusively for section 170(c)(2)(B) purposes.</i>		
5a Did the organization add, substitute, or remove any supported organizations during the tax year? <i>If "Yes," answer lines 5b and 5c below (if applicable). Also, provide detail in Part VI, including (i) the names and EIN numbers of the supported organizations added, substituted, or removed; (ii) the reasons for each such action; (iii) the authority under the organization's organizing document authorizing such action; and (iv) how the action was accomplished (such as by amendment to the organizing document).</i>		
b Type I or Type II only. Was any added or substituted supported organization part of a class already designated in the organization's organizing document?		
c Substitutions only. Was the substitution the result of an event beyond the organization's control?		
6 Did the organization provide support (whether in the form of grants or the provision of services or facilities) to anyone other than (i) its supported organizations, (ii) individuals that are part of the charitable class benefited by one or more of its supported organizations, or (iii) other supporting organizations that also support or benefit one or more of the filing organization's supported organizations? <i>If "Yes," provide detail in Part VI.</i>		
7 Did the organization provide a grant, loan, compensation, or other similar payment to a substantial contributor (as defined in section 4958(c)(3)(C)), a family member of a substantial contributor, or a 35% controlled entity with regard to a substantial contributor? <i>If "Yes," complete Part I of Schedule L (Form 990).</i>		
8 Did the organization make a loan to a disqualified person (as defined in section 4958) not described on line 7? <i>If "Yes," complete Part I of Schedule L (Form 990).</i>		
9a Was the organization controlled directly or indirectly at any time during the tax year by one or more disqualified persons, as defined in section 4946 (other than foundation managers and organizations described in section 509(a)(1) or (2))? <i>If "Yes," provide detail in Part VI.</i>		
b Did one or more disqualified persons (as defined on line 9a) hold a controlling interest in any entity in which the supporting organization had an interest? <i>If "Yes," provide detail in Part VI.</i>		
c Did a disqualified person (as defined on line 9a) have an ownership interest in, or derive any personal benefit from, assets in which the supporting organization also had an interest? <i>If "Yes," provide detail in Part VI.</i>		
10a Was the organization subject to the excess business holdings rules of section 4943 because of section 4943(f) (regarding certain Type II supporting organizations, and all Type III non-functionally integrated supporting organizations)? <i>If "Yes," answer line 10b below.</i>		
b Did the organization have any excess business holdings in the tax year? <i>(Use Schedule C, Form 4720, to determine whether the organization had excess business holdings.)</i>		

Part IV Supporting Organizations (continued)

	Yes	No
11 Has the organization accepted a gift or contribution from any of the following persons?		
a A person who directly or indirectly controls, either alone or together with persons described on lines 11b and 11c below, the governing body of a supported organization?		
b A family member of a person described on line 11a above?		
c A 35% controlled entity of a person described on line 11a or 11b above? <i>If "Yes" to line 11a, 11b, or 11c, provide detail in Part VI.</i>		
11a		
11b		
11c		

Section B. Type I Supporting Organizations

	Yes	No
1 Did the governing body, members of the governing body, officers acting in their official capacity, or membership of one or more supported organizations have the power to regularly appoint or elect at least a majority of the organization's officers, directors, or trustees at all times during the tax year? <i>If "No," describe in Part VI how the supported organization(s) effectively operated, supervised, or controlled the organization's activities. If the organization had more than one supported organization, describe how the powers to appoint and/or remove officers, directors, or trustees were allocated among the supported organizations and what conditions or restrictions, if any, applied to such powers during the tax year.</i>		
2 Did the organization operate for the benefit of any supported organization other than the supported organization(s) that operated, supervised, or controlled the supporting organization? <i>If "Yes," explain in Part VI how providing such benefit carried out the purposes of the supported organization(s) that operated, supervised, or controlled the supporting organization.</i>		
1		
2		

Section C. Type II Supporting Organizations

	Yes	No
1 Were a majority of the organization's directors or trustees during the tax year also a majority of the directors or trustees of each of the organization's supported organization(s)? <i>If "No," describe in Part VI how control or management of the supporting organization was vested in the same persons that controlled or managed the supported organization(s).</i>		
1		

Section D. All Type III Supporting Organizations

	Yes	No
1 Did the organization provide to each of its supported organizations, by the last day of the fifth month of the organization's tax year, (i) a written notice describing the type and amount of support provided during the prior tax year, (ii) a copy of the Form 990 that was most recently filed as of the date of notification, and (iii) copies of the organization's governing documents in effect on the date of notification, to the extent not previously provided?		
2 Were any of the organization's officers, directors, or trustees either (i) appointed or elected by the supported organization(s) or (ii) serving on the governing body of a supported organization? <i>If "No," explain in Part VI how the organization maintained a close and continuous working relationship with the supported organization(s).</i>		
3 By reason of the relationship described on line 2, above, did the organization's supported organizations have a significant voice in the organization's investment policies and in directing the use of the organization's income or assets at all times during the tax year? <i>If "Yes," describe in Part VI the role the organization's supported organizations played in this regard.</i>		
1		
2		
3		

Section E. Type III Functionally Integrated Supporting Organizations

1 Check the box next to the method that the organization used to satisfy the Integral Part Test during the year (see instructions).			
a <input type="checkbox"/> The organization satisfied the Activities Test. Complete line 2 below.			
b <input type="checkbox"/> The organization is the parent of each of its supported organizations. Complete line 3 below.			
c <input type="checkbox"/> The organization supported a governmental entity. Describe in Part VI how you supported a governmental entity (see instructions).			
2 Activities Test. Answer lines 2a and 2b below.			
a Did substantially all of the organization's activities during the tax year directly further the exempt purposes of the supported organization(s) to which the organization was responsive? <i>If "Yes," then in Part VI identify those supported organizations and explain how these activities directly furthered their exempt purposes, how the organization was responsive to those supported organizations, and how the organization determined that these activities constituted substantially all of its activities.</i>			
b Did the activities described on line 2a, above, constitute activities that, but for the organization's involvement, one or more of the organization's supported organization(s) would have been engaged in? <i>If "Yes," explain in Part VI the reasons for the organization's position that its supported organization(s) would have engaged in these activities but for the organization's involvement.</i>			
3 Parent of Supported Organizations. Answer lines 3a and 3b below.			
a Did the organization have the power to regularly appoint or elect a majority of the officers, directors, or trustees of each of the supported organizations? <i>If "Yes" or "No" provide details in Part VI.</i>			
b Did the organization exercise a substantial degree of direction over the policies, programs, and activities of each of its supported organizations? <i>If "Yes," describe in Part VI the role played by the organization in this regard.</i>			
2a			
2b			
3a			
3b			

Part V Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations

1 Check here if the organization satisfied the Integral Part Test as a qualifying trust on Nov. 20, 1970 (*explain in Part VI*). See instructions.
 All other Type III non-functionally integrated supporting organizations must complete Sections A through E.

Section A - Adjusted Net Income		(A) Prior Year	(B) Current Year (optional)
1	Net short-term capital gain	1	
2	Recoveries of prior-year distributions	2	
3	Other gross income (see instructions)	3	
4	Add lines 1 through 3.	4	
5	Depreciation and depletion	5	
6	Portion of operating expenses paid or incurred for production or collection of gross income or for management, conservation, or maintenance of property held for production of income (see instructions)	6	
7	Other expenses (see instructions)	7	
8	Adjusted Net Income (subtract lines 5, 6, and 7 from line 4)	8	

Section B - Minimum Asset Amount		(A) Prior Year	(B) Current Year (optional)
1	Aggregate fair market value of all non-exempt-use assets (see instructions for short tax year or assets held for part of year):		
a	Average monthly value of securities	1a	
b	Average monthly cash balances	1b	
c	Fair market value of other non-exempt-use assets	1c	
d	Total (add lines 1a, 1b, and 1c)	1d	
e	Discount claimed for blockage or other factors (<i>explain in detail in Part VI</i>):		
2	Acquisition indebtedness applicable to non-exempt-use assets	2	
3	Subtract line 2 from line 1d.	3	
4	Cash deemed held for exempt use. Enter 0.015 of line 3 (for greater amount, see instructions).	4	
5	Net value of non-exempt-use assets (subtract line 4 from line 3)	5	
6	Multiply line 5 by 0.035.	6	
7	Recoveries of prior-year distributions	7	
8	Minimum Asset Amount (add line 7 to line 6)	8	

Section C - Distributable Amount			Current Year
1	Adjusted net income for prior year (from Section A, line 8, column A)	1	
2	Enter 0.85 of line 1.	2	
3	Minimum asset amount for prior year (from Section B, line 8, column A)	3	
4	Enter greater of line 2 or line 3.	4	
5	Income tax imposed in prior year	5	
6	Distributable Amount. Subtract line 5 from line 4, unless subject to emergency temporary reduction (see instructions).	6	
7	<input type="checkbox"/> Check here if the current year is the organization's first as a non-functionally integrated Type III supporting organization (see instructions).		

Part V Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations (continued)

Section D - Distributions		Current Year
1	Amounts paid to supported organizations to accomplish exempt purposes	1
2	Amounts paid to perform activity that directly furthers exempt purposes of supported organizations, in excess of income from activity	2
3	Administrative expenses paid to accomplish exempt purposes of supported organizations	3
4	Amounts paid to acquire exempt-use assets	4
5	Qualified set-aside amounts (prior IRS approval required - provide details in Part VI)	5
6	Other distributions (describe in Part VI). See instructions.	6
7	Total annual distributions. Add lines 1 through 6.	7
8	Distributions to attentive supported organizations to which the organization is responsive (provide details in Part VI). See instructions.	8
9	Distributable amount for 2023 from Section C, line 6	9
10	Line 8 amount divided by line 9 amount	10

Section E - Distribution Allocations (see instructions)	(i) Excess Distributions	(ii) Underdistributions Pre-2023	(iii) Distributable Amount for 2023
1	Distributable amount for 2023 from Section C, line 6		
2	Underdistributions, if any, for years prior to 2023 (reasonable cause required - explain in Part VI). See instructions.		
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 3e		
g	Applied to underdistributions of prior years		
h	Applied to 2023 distributable amount		
i	Carryover from 2018 not applied (see instructions)		
j	Remainder. Subtract lines 3g, 3h, and 3i from line 3f.		
4	Distributions for 2023 from Section D, line 7: \$		
a	Applied to underdistributions of prior years		
b	Applied to 2023 distributable amount		
c	Remainder. Subtract lines 4a and 4b from line 4.		
5	Remaining underdistributions for years prior to 2023, if any. Subtract lines 3g and 4a from line 2. For result greater than zero, explain in Part VI. See instructions.		
6	Remaining underdistributions for 2023. Subtract lines 3h and 4b from line 1. For result greater than zero, explain in Part VI. See instructions.		
7	Excess distributions carryover to 2024. Add lines 3j and 4c.		
8	Breakdown of line 7:		
a	Excess from 2019		
b	Excess from 2020		
c	Excess from 2021		
d	Excess from 2022		
e	Excess from 2023		

Schedule A (Form 990) 2023

SCHEDULE C
(Form 990)

Political Campaign and Lobbying Activities

OMB No. 1545-0047

2023

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

For Organizations Exempt From Income Tax Under Section 501(c) and Section 527
Complete if the organization is described below. Attach to Form 990 or Form 990-EZ.
Go to www.irs.gov/Form990 for instructions and the latest information.

If the organization answered "Yes" on Form 990, Part IV, line 3, or Form 990-EZ, Part V, line 46 (Political Campaign Activities), then:

- Section 501(c)(3) organizations: Complete Parts I-A and B. Do not complete Part I-C.
Section 501(c) (other than section 501(c)(3)) organizations: Complete Parts I-A and C below. Do not complete Part I-B.
Section 527 organizations: Complete Part I-A only.

If the organization answered "Yes" on Form 990, Part IV, line 4, or Form 990-EZ, Part VI, line 47 (Lobbying Activities), then:

- Section 501(c)(3) organizations that have filed Form 5768 (election under section 501(h)): Complete Part II-A. Do not complete Part II-B.
Section 501(c)(3) organizations that have NOT filed Form 5768 (election under section 501(h)): Complete Part II-B. Do not complete Part II-A.

If the organization answered "Yes" on Form 990, Part IV, line 5 (Proxy Tax) (see separate instructions) or Form 990-EZ, Part V, line 35c (Proxy Tax) (see separate instructions), then:

- Section 501(c)(4), (5), or (6) organizations: Complete Part III.

Name of organization THE GOOD FOOD INSTITUTE, INC
Employer identification number 81-0840578

Part I-A Complete if the organization is exempt under section 501(c) or is a section 527 organization.

- 1 Provide a description of the organization's direct and indirect political campaign activities in Part IV.
2 Political campaign activity expenditures \$
3 Volunteer hours for political campaign activities

Part I-B Complete if the organization is exempt under section 501(c)(3).

- 1 Enter the amount of any excise tax incurred by the organization under section 4955 \$
2 Enter the amount of any excise tax incurred by organization managers under section 4955 \$
3 If the organization incurred a section 4955 tax, did it file Form 4720 for this year? Yes No
4a Was a correction made? Yes No
b If "Yes," describe in Part IV.

Part I-C Complete if the organization is exempt under section 501(c), except section 501(c)(3).

- 1 Enter the amount directly expended by the filing organization for section 527 exempt function activities \$
2 Enter the amount of the filing organization's funds contributed to other organizations for section 527 exempt function activities \$
3 Total exempt function expenditures. Add lines 1 and 2. Enter here and on Form 1120-POL, line 17b \$
4 Did the filing organization file Form 1120-POL for this year? Yes No
5 Enter the names, addresses, and employer identification number (EIN) of all section 527 political organizations to which the filing organization made payments. For each organization listed, enter the amount paid from the filing organization's funds. Also enter the amount of political contributions received that were promptly and directly delivered to a separate political organization, such as a separate segregated fund or a political action committee (PAC). If additional space is needed, provide information in Part IV.

Table with 5 columns: (a) Name, (b) Address, (c) EIN, (d) Amount paid from filing organization's funds, (e) Amount of political contributions received and promptly and directly delivered to a separate political organization.

For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ.

Schedule C (Form 990) 2023

Part II-A Complete if the organization is exempt under section 501(c)(3) and filed Form 5768 (election under section 501(h)).

- A** Check if the filing organization belongs to an affiliated group (and list in Part IV each affiliated group member's name, address, EIN, expenses, and share of excess lobbying expenditures).
- B** Check if the filing organization checked box A and "limited control" provisions apply.

Limits on Lobbying Expenditures (The term "expenditures" means amounts paid or incurred.)		(a) Filing organization's totals	(b) Affiliated group totals												
1a	Total lobbying expenditures to influence public opinion (grassroots lobbying)	1,135.													
b	Total lobbying expenditures to influence a legislative body (direct lobbying)	546,976.													
c	Total lobbying expenditures (add lines 1a and 1b)	548,111.													
d	Other exempt purpose expenditures	23,471,559.													
e	Total exempt purpose expenditures (add lines 1c and 1d)	24,019,670.													
f	Lobbying nontaxable amount. Enter the amount from the following table in both columns.	1,000,000.													
<table border="1"> <thead> <tr> <th>If the amount on line 1e, column (a) or (b) is:</th> <th>The lobbying nontaxable amount is:</th> </tr> </thead> <tbody> <tr> <td>not over \$500,000,</td> <td>20% of the amount on line 1e.</td> </tr> <tr> <td>over \$500,000 but not over \$1,000,000,</td> <td>\$100,000 plus 15% of the excess over \$500,000.</td> </tr> <tr> <td>over \$1,000,000 but not over \$1,500,000,</td> <td>\$175,000 plus 10% of the excess over \$1,000,000.</td> </tr> <tr> <td>over \$1,500,000 but not over \$17,000,000,</td> <td>\$225,000 plus 5% of the excess over \$1,500,000.</td> </tr> <tr> <td>over \$17,000,000,</td> <td>\$1,000,000.</td> </tr> </tbody> </table>		If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:	not over \$500,000,	20% of the amount on line 1e.	over \$500,000 but not over \$1,000,000,	\$100,000 plus 15% of the excess over \$500,000.	over \$1,000,000 but not over \$1,500,000,	\$175,000 plus 10% of the excess over \$1,000,000.	over \$1,500,000 but not over \$17,000,000,	\$225,000 plus 5% of the excess over \$1,500,000.	over \$17,000,000,	\$1,000,000.		
If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:														
not over \$500,000,	20% of the amount on line 1e.														
over \$500,000 but not over \$1,000,000,	\$100,000 plus 15% of the excess over \$500,000.														
over \$1,000,000 but not over \$1,500,000,	\$175,000 plus 10% of the excess over \$1,000,000.														
over \$1,500,000 but not over \$17,000,000,	\$225,000 plus 5% of the excess over \$1,500,000.														
over \$17,000,000,	\$1,000,000.														
g	Grassroots nontaxable amount (enter 25% of line 1f)	250,000.													
h	Subtract line 1g from line 1a. If zero or less, enter -0-	0.													
i	Subtract line 1f from line 1c. If zero or less, enter -0-	0.													
j	If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year?		<input type="checkbox"/> Yes <input type="checkbox"/> No												

4-Year Averaging Period Under Section 501(h)
 (Some organizations that made a section 501(h) election do not have to complete all of the five columns below.
 See the separate instructions for lines 2a through 2f.)

Lobbying Expenditures During 4-Year Averaging Period					
Calendar year (or fiscal year beginning in)	(a) 2020	(b) 2021	(c) 2022	(d) 2023	(e) Total
2a Lobbying nontaxable amount	661,263.	816,250.	1,000,000.	1,000,000.	3,477,513.
b Lobbying ceiling amount (150% of line 2a, column(e))					5,216,270.
c Total lobbying expenditures	399,658.	473,266.	541,458.	548,111.	1,962,493.
d Grassroots nontaxable amount	165,316.	204,063.	250,000.	250,000.	869,379.
e Grassroots ceiling amount (150% of line 2d, column (e))					1,304,069.
f Grassroots lobbying expenditures	9,921.	3,295.	3,070.	1,135.	17,421.

Schedule C (Form 990) 2023

Part II-B Complete if the organization is exempt under section 501(c)(3) and has NOT filed Form 5768 (election under section 501(h)).

	(a)		(b)
	Yes	No	Amount
<i>For each "Yes" response on lines 1a through 1i below, provide in Part IV a detailed description of the lobbying activity.</i>			
1 During the year, did the filing organization attempt to influence foreign, national, state, or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of:			
a Volunteers?			
b Paid staff or management (include compensation in expenses reported on lines 1c through 1i)? ..			
c Media advertisements?			
d Mailings to members, legislators, or the public?			
e Publications, or published or broadcast statements?			
f Grants to other organizations for lobbying purposes?			
g Direct contact with legislators, their staffs, government officials, or a legislative body?			
h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any similar means?			
i Other activities?			
j Total. Add lines 1c through 1i			
2a Did the activities in line 1 cause the organization to not be described in section 501(c)(3)?			
b If "Yes," enter the amount of any tax incurred under section 4912			
c If "Yes," enter the amount of any tax incurred by organization managers under section 4912			
d If the filing organization incurred a section 4912 tax, did it file Form 4720 for this year?			

Part III-A Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6).

	Yes	No
1 Were substantially all (90% or more) dues received nondeductible by members?	1	
2 Did the organization make only in-house lobbying expenditures of \$2,000 or less?	2	
3 Did the organization agree to carry over lobbying and political campaign activity expenditures from the prior year?	3	

Part III-B Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6) and if either (a) BOTH Part III-A, lines 1 and 2, are answered "No" OR (b) Part III-A, line 3, is answered "Yes."

1 Dues, assessments and similar amounts from members	1	
2 Section 162(e) nondeductible lobbying and political expenditures (do not include amounts of political expenses for which the section 527(f) tax was paid).		
a Current year	2a	
b Carryover from last year	2b	
c Total	2c	
3 Aggregate amount reported in section 6033(e)(1)(A) notices of nondeductible section 162(e) dues	3	
4 If notices were sent and the amount on line 2c exceeds the amount on line 3, what portion of the excess does the organization agree to carryover to the reasonable estimate of nondeductible lobbying and political expenditures next year?	4	
5 Taxable amount of lobbying and political expenditures. See instructions	5	

Part IV Supplemental Information

Provide the descriptions required for Part I-A, line 1; Part I-B, line 4; Part I-C, line 5; Part II-A (affiliated group list); Part II-A, lines 1 and 2 (see instructions); and Part II-B, line 1. Also, complete this part for any additional information.

SCHEDULE D (Form 990)

Department of the Treasury Internal Revenue Service

Supplemental Financial Statements

Complete if the organization answered "Yes" on Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.

Attach to Form 990.

Go to www.irs.gov/Form990 for instructions and the latest information.

OMB No. 1545-0047

2023

Open to Public Inspection

Name of the organization THE GOOD FOOD INSTITUTE, INC Employer identification number 81-0840578

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" on Form 990, Part IV, line 6.

Table with 2 columns: (a) Donor advised funds, (b) Funds and other accounts. Rows include: 1 Total number at end of year, 2 Aggregate value of contributions to (during year), 3 Aggregate value of grants from (during year), 4 Aggregate value at end of year, 5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control? (Yes/No), 6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit? (Yes/No)

Part II Conservation Easements. Complete if the organization answered "Yes" on Form 990, Part IV, line 7.

Table with 2 columns: Held at the End of the Tax Year. Rows include: 1 Purpose(s) of conservation easements held by the organization (check all that apply): Preservation of land for public use, Protection of natural habitat, Preservation of open space, Preservation of a historically important land area, Preservation of a certified historic structure; 2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year: 2a Total number of conservation easements, 2b Total acreage restricted by conservation easements, 2c Number of conservation easements on a certified historic structure included on line 2a, 2d Number of conservation easements included on line 2c acquired after July 25, 2006, and not on a historic structure listed in the National Register; 3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year; 4 Number of states where property subject to conservation easement is located; 5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds? (Yes/No); 6 Staff and volunteer hours devoted to monitoring, inspecting, handling of violations, and enforcing conservation easements during the year; 7 Amount of expenses incurred in monitoring, inspecting, handling of violations, and enforcing conservation easements during the year; 8 Does each conservation easement reported on line 2d above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)? (Yes/No); 9 In Part XIII, describe how the organization reports conservation easements in its revenue and expense statement and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements.

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets. Complete if the organization answered "Yes" on Form 990, Part IV, line 8.

Table with 2 columns: \$. Rows include: 1a If the organization elected, as permitted under FASB ASC 958, not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide in Part XIII the text of the footnote to its financial statements that describes these items.; 1b If the organization elected, as permitted under FASB ASC 958, to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items: (i) Revenue included on Form 990, Part VIII, line 1; (ii) Assets included in Form 990, Part X; 2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under FASB ASC 958 relating to these items: a Revenue included on Form 990, Part VIII, line 1; b Assets included in Form 990, Part X

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990. Schedule D (Form 990) 2023

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)

- 3 Using the organization's acquisition, accession, and other records, check any of the following that make significant use of its collection items (check all that apply).
- a Public exhibition
 - b Scholarly research
 - c Preservation for future generations
 - d Loan or exchange program
 - e Other _____
- 4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII.
- 5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? Yes No

Part IV Escrow and Custodial Arrangements Complete if the organization answered "Yes" on Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

- 1a Is the organization an agent, trustee, custodian, or other intermediary for contributions or other assets not included on Form 990, Part X? Yes No
- b If "Yes," explain the arrangement in Part XIII and complete the following table:
- | | Amount |
|---------------------------------|--------|
| c Beginning balance | 1c |
| d Additions during the year | 1d |
| e Distributions during the year | 1e |
| f Ending balance | 1f |
- 2a Did the organization include an amount on Form 990, Part X, line 21, for escrow or custodial account liability? Yes No
- b If "Yes," explain the arrangement in Part XIII. Check here if the explanation has been provided in Part XIII

Part V Endowment Funds Complete if the organization answered "Yes" on Form 990, Part IV, line 10.

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance					
b Contributions					
c Net investment earnings, gains, and losses					
d Grants or scholarships					
e Other expenditures for facilities and programs					
f Administrative expenses					
g End of year balance					

- 2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as:
- a Board designated or quasi-endowment _____%
 - b Permanent endowment _____%
 - c Term endowment _____%
- The percentages on lines 2a, 2b, and 2c should equal 100%.
- 3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by:
- | | Yes | No |
|--|--------|----|
| (i) Unrelated organizations? | 3a(i) | |
| (ii) Related organizations? | 3a(ii) | |
| b If "Yes" on line 3a(ii), are the related organizations listed as required on Schedule R? | 3b | |
- 4 Describe in Part XIII the intended uses of the organization's endowment funds.

Part VI Land, Buildings, and Equipment

Complete if the organization answered "Yes" on Form 990, Part IV, line 11a. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land				
b Buildings				
c Leasehold improvements				
d Equipment		69,580.	30,713.	38,867.
e Other				
Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, line 10c, column (B))				38,867.

Part VII Investments - Other Securities

Complete if the organization answered "Yes" on Form 990, Part IV, line 11b. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely held equity interests		
(3) Other		
(A)		
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
Total. (Col. (b) must equal Form 990, Part X, line 12, col. (B))		

Part VIII Investments - Program Related.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11c. See Form 990, Part X, line 13.

(a) Description of investment	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
Total. (Col. (b) must equal Form 990, Part X, line 13, col. (B))		

Part IX Other Assets

Complete if the organization answered "Yes" on Form 990, Part IV, line 11d. See Form 990, Part X, line 15.

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. (Column (b) must equal Form 990, Part X, line 15, col. (B))	

Part X Other Liabilities

Complete if the organization answered "Yes" on Form 990, Part IV, line 11e or 11f. See Form 990, Part X, line 25.

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	
(2) RIGHT OF USE LEASE	186,313.
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. (Column (b) must equal Form 990, Part X, line 25, col. (B))	186,313.

2. Liability for uncertain tax positions. In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FASB ASC 740. Check here if the text of the footnote has been provided in Part XIII ...

Part XI Reconciliation of Revenue per Audited Financial Statements With Revenue per Return

Complete if the organization answered "Yes" on Form 990, Part IV, line 12a.

1	Total revenue, gains, and other support per audited financial statements		1
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:		
a	Net unrealized gains (losses) on investments	2a	
b	Donated services and use of facilities	2b	
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIII.)	2d	
e	Add lines 2a through 2d		2e
3	Subtract line 2e from line 1		3
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIII.)	4b	
c	Add lines 4a and 4b		4c
5	Total revenue. Add lines 3 and 4c . (This must equal Form 990, Part I, line 12.)		5

Part XII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return

Complete if the organization answered "Yes" on Form 990, Part IV, line 12a.

1	Total expenses and losses per audited financial statements		1
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:		
a	Donated services and use of facilities	2a	
b	Prior year adjustments	2b	
c	Other losses	2c	
d	Other (Describe in Part XIII.)	2d	
e	Add lines 2a through 2d		2e
3	Subtract line 2e from line 1		3
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIII.)	4b	
c	Add lines 4a and 4b		4c
5	Total expenses. Add lines 3 and 4c . (This must equal Form 990, Part I, line 18.)		5

Part XIII Supplemental Information

Provide the descriptions required for Part II, lines 3, 5, and 9; Part III, lines 1a and 4; Part IV, lines 1b and 2b; Part V, line 4; Part X, line 2; Part XI, lines 2d and 4b; and Part XII, lines 2d and 4b. Also complete this part to provide any additional information.

PART X, LINE 2:

THE GOOD FOOD INSTITUTE, INC. REQUIRES THAT A TAX POSITION BE RECOGNIZED OR DERECOGNIZED BASED ON A "MORE-LIKELY-THAN-NOT" THRESHOLD. THIS APPLIES TO POSITIONS TAKEN OR EXPECTED TO BE TAKEN IN A TAX RETURN. GFI DOES NOT BELIEVE ITS CONSOLIDATED FINANCIAL STATEMENTS INCLUDE, OR REFLECT, ANY UNCERTAIN TAX POSITIONS.

**SCHEDULE F
(Form 990)**

Department of the Treasury
Internal Revenue Service

Statement of Activities Outside the United States

Complete if the organization answered "Yes" on Form 990, Part IV, line 14b, 15, or 16.

Attach to Form 990.

Go to www.irs.gov/Form990 for instructions and the latest information.

OMB No. 1545-0047

2023

Open to Public Inspection

Name of the organization **THE GOOD FOOD INSTITUTE, INC** Employer identification number **81-0840578**

Part I General Information on Activities Outside the United States. Complete if the organization answered "Yes" on Form 990, Part IV, line 14b.

1 For grantmakers. Does the organization maintain records to substantiate the amount of its grants and other assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? **Yes** **No**

2 For grantmakers. Describe in Part V the organization's procedures for monitoring the use of its grants and other assistance outside the United States.

3 Activities per Region. (The following Part I, line 3 table can be duplicated if additional space is needed.)

(a) Region	(b) Number of offices in the region	(c) Number of employees, agents, and independent contractors in the region	(d) Activities conducted in the region (by type) (such as, fundraising, program services, investments, grants to recipients located in the region)	(e) If activity listed in (d) is a program service, describe specific type of service(s) in the region	(f) Total expenditures for and investments in the region
EAST ASIA & THE PACIFIC	1	15	PROGRAM SERVICES	HARNESS THE POWER OF FOOD INNOVATION AND MARKETS TO MAKE THE GLOBAL FOOD SYSTEM	1,288,534.
SOUTH AMERICA	1	28	PROGRAM SERVICES	HARNESS THE POWER OF FOOD INNOVATION AND MARKETS TO MAKE THE GLOBAL FOOD SYSTEM	1,210,037.
SOUTH ASIA	1	15	PROGRAM SERVICES	HARNESS THE POWER OF FOOD INNOVATION AND MARKETS TO MAKE THE GLOBAL FOOD SYSTEM	721,839.
MIDDLE EAST & NORTH AFRICA	1	14	PROGRAM SERVICES	HARNESS THE POWER OF FOOD INNOVATION AND MARKETS TO MAKE THE GLOBAL FOOD SYSTEM	1,615,546.
EUROPE (INCLUDING ICELAND AND GREENLAND)	1	28	PROGRAM SERVICES	HARNESS THE POWER OF FOOD INNOVATION AND MARKETS TO MAKE THE GLOBAL FOOD SYSTEM	2,480,781.
EAST ASIA & THE PACIFIC	0	0	GRANTS	SCALABLE PRODUCTION OF PRECISION-ENGINEERED ALTERNATIVE PROTEIN WITH MEAT-LIKE APPEARANCE AND	101,089.
SOUTH AMERICA	0	0	GRANTS	SEAFOOD SPECIES CHARACTERIZATION. SCALABLE PROCESSES FOR OBTAINING 3D STRUCTURED	656,609.
SOUTH ASIA	0	0	GRANTS	IN VITRO DIFFERENTIATION AND CHARACTERIZATION OF FISH MUSCLE AND OPTIMIZATION ON	374,460.
3 a Subtotal	5	100			8,448,895.
b Total from continuation sheets to Part I	0	11			3,714,367.
c Totals (add lines 3a and 3b)	5	111			12,163,262.

For Paperwork Reduction Act Notice, see the Instructions for Form 990. Schedule F (Form 990) 2023
SEE PART V FOR COLUMN (E) DESCRIPTIONS

81-0840578

THE GOOD FOOD INSTITUTE, INC

Part II Grants and Other Assistance to Organizations or Entities Outside the United States. Complete if the organization answered "Yes" on Form 990, Part IV, line 15, for any recipient who received more than \$5,000. Part II can be duplicated if additional space is needed.

1 (a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of cash disbursement	(g) Amount of noncash assistance	(h) Description of noncash assistance	(i) Method of valuation (book, FMV, appraisal, other)
		EUROPE (INCLUDING ICELAND & GREENLAND)	ASSIST IN CARRYING OUT LEGAL CHALLENGE OF FRENCH PLANT-BASED MEAT DECREE	5,483.	WIRE TRANSFER	0.	N/A	FAIR MARKET VALUE
		SOUTH AMERICA	AMAZONIAN FUNGI AS A POTENTIAL HEALTHY AND SUSTAINABLE ALTERNATIVE FOR THE OBTAINING FLAVORING BASED ON AMAZONIAN PLANTS THROUGH A CONTROLLED	7,049.	WIRE TRANSFER	0.	N/A	FAIR MARKET VALUE
		SOUTH AMERICA	DEVELOP AT LEAST TWO TEXTURIZED PROTEINS FROM NATIONAL CROPS	7,938.	WIRE TRANSFER	0.	N/A	FAIR MARKET VALUE
		SOUTH AMERICA	FERMENTED PRODUCTS OBTAINED FROM BRAZIL NUT AND BABASSU FLOURS: COMBINING THE WEALTH OF PEQUI: DEVELOPMENT, CHARACTERIZATION AND APPLICATION OF A MEAT	8,244.	WIRE TRANSFER	0.	N/A	FAIR MARKET VALUE
		SOUTH AMERICA	ACCELERATE PROGRESS IN AP FOR FLANDERS	8,955.	WIRE TRANSFER	0.	N/A	FAIR MARKET VALUE
		SOUTH AMERICA	BIOCONVERSION OF BY-PRODUCTS FROM THE NUT AGROINDUSTRY IN THE AMAZON INTO	11,706.	WIRE TRANSFER	0.	N/A	FAIR MARKET VALUE
		SOUTH AMERICA	ACCELERATE PROGRESS IN AP FOR FLANDERS	12,866.	WIRE TRANSFER	0.	N/A	FAIR MARKET VALUE
		SOUTH AMERICA	BIOCONVERSION OF BY-PRODUCTS FROM THE NUT AGROINDUSTRY IN THE AMAZON INTO	14,201.	WIRE TRANSFER	0.	N/A	FAIR MARKET VALUE

2 Enter total number of recipient organizations listed above that are recognized as charities by the foreign country, recognized as a tax exempt 501(c)(3) organization by the IRS, or for which the grantee or counsel has provided a section 501(c)(3) equivalency letter 4

3 Enter total number of other organizations or entities 30

Schedule F (Form 990) **THE GOOD FOOD INSTITUTE, INC** 81-0840578 Page 2

Part II Continuation of Grants and Other Assistance to Organizations or Entities Outside the United States. (Schedule F (Form 990), Part II, line 1)									
1	(a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of cash disbursement	(g) Amount of non-cash assistance	(h) Description of non-cash assistance	(i) Method of valuation (book, FMV, appraisal, other)
			SOUTH AMERICA	CUPUACU NATURE-FRIENDLY: PRODUCTION OF PROTEIN AND LIPID INGREDIENT FROM DISPOSAL TO PLANT-BASED PRODUCTS: DEVELOPMENT OF NEW INGREDIENTS TO ADD	14,577.	WIRE TRANSFER	0.	N/A	FAIR MARKET VALUE
			SOUTH AMERICA	FULL USE OF CUPUACU ALMONDS: PRODUCTION OF SUSTAINABLE PRODUCTS WITH HIGH DEVELOPMENT OF FLOUR BASED ON BY-PRODUCTS OF BABASSU PROCESSING OBTAINED FROM	15,552.	WIRE TRANSFER	0.	N/A	FAIR MARKET VALUE
			SOUTH AMERICA	CONDUCT RESEARCH ON CULTURE MEAT AND RAISE AWARENESS AND EDUCATE THE PUBLIC	16,690.	WIRE TRANSFER	0.	N/A	FAIR MARKET VALUE
			SOUTH AMERICA	SCOPING CENTERS OF EXCELLENCE AND PREPARE AND SUBMIT A PROPOSAL	16,939.	WIRE TRANSFER	0.	N/A	FAIR MARKET VALUE
			EUROPE (INCLUDING ICELAND & GREENLAND)	CHARACTERIZING SELECT VARIETIES OF SORGHUM, PEARL MILLET AND FINGER MILLET TOWARDS	21,933.	WIRE TRANSFER	0.	N/A	FAIR MARKET VALUE
			EUROPE (INCLUDING ICELAND & GREENLAND)	SCOPING CENTERS OF EXCELLENCE AND PREPARE AND SUBMIT A PROPOSAL	23,500.	WIRE TRANSFER	0.	N/A	FAIR MARKET VALUE
			SOUTH ASIA	SCOPING CENTERS OF EXCELLENCE AND PREPARE AND SUBMIT A PROPOSAL	24,270.	WIRE TRANSFER	0.	N/A	FAIR MARKET VALUE
			EUROPE (INCLUDING ICELAND & GREENLAND)	SCOPING CENTERS OF EXCELLENCE AND PREPARE AND SUBMIT A PROPOSAL	25,000.	WIRE TRANSFER	0.	N/A	FAIR MARKET VALUE
			EUROPE (INCLUDING ICELAND & GREENLAND)	SCOPING CENTERS OF EXCELLENCE AND PREPARE AND SUBMIT A PROPOSAL	25,000.	WIRE TRANSFER	0.	N/A	FAIR MARKET VALUE

Schedule F (Form 990) **THE GOOD FOOD INSTITUTE, INC** 81-0840578 Page 2

Part II Continuation of Grants and Other Assistance to Organizations or Entities Outside the United States. (Schedule F (Form 990), Part II, line 1)									
1	(a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of cash disbursement	(g) Amount of non-cash assistance	(h) Description of non-cash assistance	(i) Method of valuation (book, FMV, appraisal, other)
			EAST ASIA AND THE PACIFIC	SCOPING CENTERS OF EXCELLENCE AND PREPARE AND SUBMIT A PROPOSAL	25,000.	WIRE TRANSFER	0. N/A		FAIR MARKET VALUE
			EAST ASIA AND THE PACIFIC	SCOPING CENTERS OF EXCELLENCE AND PREPARE AND SUBMIT A PROPOSAL	25,000.	WIRE TRANSFER	0. N/A		FAIR MARKET VALUE
			MIDDLE EAST AND NORTH AFRICA	SCOPING CENTERS OF EXCELLENCE AND PREPARE AND SUBMIT A PROPOSAL	25,000.	WIRE TRANSFER	0. N/A		FAIR MARKET VALUE
			MIDDLE EAST AND NORTH AFRICA	SCOPING CENTERS OF EXCELLENCE AND PREPARE AND SUBMIT A PROPOSAL	25,000.	WIRE TRANSFER	0. N/A		FAIR MARKET VALUE
			EUROPE (INCLUDING ICELAND & GREENLAND)	SCOPING CENTERS OF EXCELLENCE AND PREPARE AND SUBMIT A PROPOSAL	25,000.	WIRE TRANSFER	0. N/A		FAIR MARKET VALUE
			EUROPE (INCLUDING ICELAND & GREENLAND)	SCOPING CENTERS OF EXCELLENCE AND PREPARE AND SUBMIT A PROPOSAL	25,000.	WIRE TRANSFER	0. N/A		FAIR MARKET VALUE
			SOUTH AMERICA	VALUING THE TUCUMA FRUIT PRODUCTION CHAIN THROUGH THE DEVELOPMENT OF	32,552.	WIRE TRANSFER	0. N/A		FAIR MARKET VALUE
			MIDDLE EAST AND NORTH AFRICA	ENHANCING S-BASED COMPOUND LEVELS IN CROPS	34,530.	WIRE TRANSFER	0. N/A		FAIR MARKET VALUE
			SOUTH AMERICA	STRUCTURING INGREDIENTS FROM GUARANA RESIDUE FOR THE DEVELOPMENT OF	34,720.	WIRE TRANSFER	0. N/A		FAIR MARKET VALUE

Schedule F (Form 990) **THE GOOD FOOD INSTITUTE, INC** 81-0840578 Page 2

Part II Continuation of Grants and Other Assistance to Organizations or Entities Outside the United States. (Schedule F (Form 990), Part II, line 1)									
1	(a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of cash disbursement	(g) Amount of non-cash assistance	(h) Description of non-cash assistance	(i) Method of valuation (book, FMV, appraisal, other)
			MIDDLE EAST AND NORTH AFRICA	DEVELOPMENT OF ADVANCED SYSTEMS FOR EXPRESSION AND HIGHLY SENSITIVE DETECTION	35,649.	WIRE TRANSFER	0.	N/A	FAIR MARKET VALUE
			MIDDLE EAST AND NORTH AFRICA	IMPROVING PROTEIN PRODUCTION BY SECRETION OPTIMIZATION	47,055.	WIRE TRANSFER	0.	N/A	FAIR MARKET VALUE
			MIDDLE EAST AND NORTH AFRICA	GENETIC APPROACHES TO IMPROVE MYCOPROTEIN FERMENTATION - PROOF OF PRINCIPAL	47,055.	WIRE TRANSFER	0.	N/A	FAIR MARKET VALUE
			SOUTH AMERICA	BIOAMAZON2MEAT: SUSTAINABLE DEVELOPMENT OF MEAT ANALOGUES FROM COMMUNICATIONS LEADERSHIP IN FUTURE FOODS INITIATIVE	50,418.	WIRE TRANSFER	0.	N/A	FAIR MARKET VALUE
			EAST ASIA AND THE PACIFIC	BRAZIL NUTS: ALTERNATIVE PROTEIN FOR THE PLANT-BASED MARKET	50,589.	WIRE TRANSFER	0.	N/A	FAIR MARKET VALUE
			SOUTH AMERICA	FILAMENTOUS FUNGAL FOOD - MYCOPROTEIN	61,338.	WIRE TRANSFER	0.	N/A	FAIR MARKET VALUE
			MIDDLE EAST AND NORTH AFRICA	NEUTRON SCATTERING ASSISTED DESIGN OF EXTRUSION COOLING DIES FOR MEAT	72,265.	WIRE TRANSFER	0.	N/A	FAIR MARKET VALUE
			EUROPE (INCLUDING ICELAND & GREENLAND)	TRANSFORM 'WASTE-TO-MICROBIAL PROTEIN'	231,000.	WIRE TRANSFER	0.	N/A	FAIR MARKET VALUE
			EUROPE (INCLUDING ICELAND & GREENLAND)		249,359.	WIRE TRANSFER	0.	N/A	FAIR MARKET VALUE

Schedule F (Form 990) **THE GOOD FOOD INSTITUTE, INC** 81-0840578 Page 2

Part II Continuation of Grants and Other Assistance to Organizations or Entities Outside the United States. (Schedule F (Form 990), Part II, line 1)									
1	(a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of cash disbursement	(g) Amount of non-cash assistance	(h) Description of non-cash assistance	(i) Method of valuation (book, FMV, appraisal, other)
			EUROPE (INCLUDING ICELAND & GREENLAND)	INTEGRATING HIGH-MOISTURE EXTRUSION AND FREEZE-STRUCTURING	249,784.	WIRE TRANSFER	0. N/A		FAIR MARKET VALUE
			EUROPE (INCLUDING ICELAND & GREENLAND)	A MULTIMICS APPROACH TO DISSECT FISH MYOGENESIS AND STREAMLINE FIBROBLAST	250,000.	WIRE TRANSFER	0. N/A		FAIR MARKET VALUE
			EUROPE (INCLUDING ICELAND & GREENLAND)	CULFISH PROPOSAL	250,000.	WIRE TRANSFER	0. N/A		FAIR MARKET VALUE
			NORTH AMERICA (NON US)	FROM WASTE TO FEAST: FOSTERING SUSTAINABLE PROTEINS WITH AGAVE BAGASSE USING	285,311.	WIRE TRANSFER	0. N/A		FAIR MARKET VALUE
			EUROPE (INCLUDING ICELAND & GREENLAND)	MICROSCALE TO PILOT SCALE SUBMERGED FERMENTATION OF MYCELIA OF THE EDIBLE	340,587.	WIRE TRANSFER	0. N/A		FAIR MARKET VALUE
			NORTH AMERICA (NON US)	SINGLE-CELL MULTIMOMIC PROFILING FOR CULTIVATED SEAFOOD: ANTIBODY DEVELOPMENT	343,009.	WIRE TRANSFER	0. N/A		FAIR MARKET VALUE
			SOUTH ASIA	DYNAMIC FBA WITH SPENT MEDIA ANALYSIS FOR OPTIMIZATION OF CULTIVATED CHICKEN	349,690.	WIRE TRANSFER	0. N/A		FAIR MARKET VALUE
			SOUTH AMERICA	DIGITAL CBM: A COMPUTATIONAL PLATFORM OF BEEF CELL METABOLISM FOR	349,900.	WIRE TRANSFER	0. N/A		FAIR MARKET VALUE

Part IV Foreign Forms

- 1 Was the organization a U.S. transferor of property to a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 926, Return by a U.S. Transferor of Property to a Foreign Corporation (see the Instructions for Form 926)* Yes No
- 2 Did the organization have an interest in a foreign trust during the tax year? *If "Yes," the organization may be required to separately file Form 3520, Annual Return To Report Transactions With Foreign Trusts and Receipt of Certain Foreign Gifts, and/or Form 3520-A, Annual Information Return of Foreign Trust With a U.S. Owner (see the Instructions for Forms 3520 and 3520-A; don't file with Form 990)* Yes No
- 3 Did the organization have an ownership interest in a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 5471, Information Return of U.S. Persons With Respect to Certain Foreign Corporations (see the Instructions for Form 5471)* Yes No
- 4 Was the organization a direct or indirect shareholder of a passive foreign investment company or a qualified electing fund during the tax year? *If "Yes," the organization may be required to file Form 8621, Information Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund (see the Instructions for Form 8621)* Yes No
- 5 Did the organization have an ownership interest in a foreign partnership during the tax year? *If "Yes," the organization may be required to file Form 8865, Return of U.S. Persons With Respect to Certain Foreign Partnerships (see the Instructions for Form 8865)* Yes No
- 6 Did the organization have any operations in or related to any boycotting countries during the tax year? *If "Yes," the organization may be required to separately file Form 5713, International Boycott Report (see the Instructions for Form 5713; don't file with Form 990)* Yes No

Schedule F (Form 990) 2023

Part V Supplemental Information

Provide the information required by Part I, line 2 (monitoring of funds); Part I, line 3, column (f) (accounting method; amounts of investments vs. expenditures per region); Part II, line 1 (accounting method); Part III (accounting method); and Part III, column (c) (estimated number of recipients), as applicable. Also complete this part to provide any additional information. See instructions.

PART I, LINE 2:

EACH GRANTEE SUBMITS A BUDGET PROPOSAL AND ONCE AN AGREED UPON BUDGET IS REACHED, GFI SENDS THE GRANTEE A LETTER STATING THE AMOUNT OF FUNDS TO BE DISBURSED AND A DESCRIPTION OF THE USE OF THE FUNDS. AT THE COMPLETION OF THE AWARD PERIOD, THE GRANTEE SUBMITS A FINAL REPORT THAT CONTAINS A SUMMARY OF THE USE OF FUNDS.

PART I, LINE 3, COLUMN (E):

REGION: EAST ASIA & THE PACIFIC

(E) SPECIFIC TYPES OF SERVICES IN REGION: HARNESS THE POWER OF FOOD INNOVATION AND MARKETS TO MAKE THE GLOBAL FOOD SYSTEM BETTER FOR THE PLANET, PEOPLE, AND ANIMALS BY SUPPORTING EFFORTS TO MAKE ALTERNATIVE PROTEINS ACCESSIBLE, AFFORDABLE, AND DELICIOUS.

REGION: SOUTH AMERICA

(E) SPECIFIC TYPES OF SERVICES IN REGION: HARNESS THE POWER OF FOOD INNOVATION AND MARKETS TO MAKE THE GLOBAL FOOD SYSTEM BETTER FOR THE PLANET, PEOPLE, AND ANIMALS BY SUPPORTING EFFORTS TO MAKE ALTERNATIVE PROTEINS ACCESSIBLE, AFFORDABLE, AND DELICIOUS.

REGION: SOUTH ASIA

(E) SPECIFIC TYPES OF SERVICES IN REGION: HARNESS THE POWER OF FOOD INNOVATION AND MARKETS TO MAKE THE GLOBAL FOOD SYSTEM BETTER FOR THE PLANET, PEOPLE, AND ANIMALS BY SUPPORTING EFFORTS TO MAKE ALTERNATIVE PROTEINS ACCESSIBLE, AFFORDABLE, AND DELICIOUS.

REGION: MIDDLE EAST & NORTH AFRICA

Part V Supplemental Information

Provide the information required by Part I, line 2 (monitoring of funds); Part I, line 3, column (f) (accounting method; amounts of investments vs. expenditures per region); Part II, line 1 (accounting method); Part III (accounting method); and Part III, column (c) (estimated number of recipients), as applicable. Also complete this part to provide any additional information. See instructions.

(E) SPECIFIC TYPES OF SERVICES IN REGION: HARNESS THE POWER OF FOOD INNOVATION AND MARKETS TO MAKE THE GLOBAL FOOD SYSTEM BETTER FOR THE PLANET, PEOPLE, AND ANIMALS BY SUPPORTING EFFORTS TO MAKE ALTERNATIVE PROTEINS ACCESSIBLE, AFFORDABLE, AND DELICIOUS.

REGION: EUROPE (INCLUDING ICELAND AND GREENLAND)

(E) SPECIFIC TYPES OF SERVICES IN REGION: HARNESS THE POWER OF FOOD INNOVATION AND MARKETS TO MAKE THE GLOBAL FOOD SYSTEM BETTER FOR THE PLANET, PEOPLE, AND ANIMALS BY SUPPORTING EFFORTS TO MAKE ALTERNATIVE PROTEINS ACCESSIBLE, AFFORDABLE, AND DELICIOUS.

REGION: EAST ASIA & THE PACIFIC

(E) SPECIFIC TYPES OF SERVICES IN REGION: SCALABLE PRODUCTION OF PRECISION-ENGINEERED ALTERNATIVE PROTEIN WITH MEAT-LIKE APPEARANCE AND TEXTURE; CHICKEN AND SHEEP TAG PRODUCTION FROM FOOD WASTE STREAMS WITH YEAST. TESTING EFFICIENT METHODS FOR ENHANCED STABILITY, SUSTAINED RELEASE AND EASE OF DELIVERY OF GROWTH FACTORS IN THE MEDIUM: LIPID COCHLEATE-BASED FORMULATION OF BASIC FIBROBLAST GROWTH FACTOR. ENGINEERING CONNECTIVE LAYER CONSTRUCTED BY PLANT PROTEIN FIBRILS FOR CREATING WHOLE-CUT MEAT SUBSTITUTES. UTILIZATION OF MICROALGAL FERMENTATION PRODUCT TO PRODUCE STRUCTURED PLANT-BASED FAT FOR MEAT ANALOGUE.

REGION: SOUTH AMERICA

(E) SPECIFIC TYPES OF SERVICES IN REGION: SEAFOOD SPECIES CHARACTERIZATION. SCALABLE PROCESSES FOR OBTAINING 3D STRUCTURED WHOLE-CUTS OF FISH. WHOLE CUT CHICKEN ANALOGS FROM MASSIVE DYNAMIC

Part V Supplemental Information

Provide the information required by Part I, line 2 (monitoring of funds); Part I, line 3, column (f) (accounting method; amounts of investments vs. expenditures per region); Part II, line 1 (accounting method); Part III (accounting method); and Part III, column (c) (estimated number of recipients), as applicable. Also complete this part to provide any additional information. See instructions.

COCOON-LIKE BACTERIAL CELLULOSE TISSUE-ENGINEERING CONSTRUCTS. BIOMIMIC OF FISH FILLETS USING FUNGAL PROTEINS BY ENZYMATIC TREATMENT OR WITH EXOPOLYSACCHARIDES PRODUCED BY LACTOBACILLUS SPP. ELECTROSPINNING OF PLANT PROTEINS TO PRODUCE 3D MEAT ANALOGUES. PRODUCE WHOLE CUTS OF CHICKEN MEAT WITH THE TASTE EXPERIENCE THROUGH COMBINATION OF CULTIVATED MEAT AND PLANT-BASED TECHNIQUES. DERIVATION OF EMBRYONIC SOMATIC CELLS AND TRANSGENE-FREE IPSCS FROM TWO IMPORTANT NEOTROPICAL FISH SPECIES.

REGION: SOUTH ASIA

(E) SPECIFIC TYPES OF SERVICES IN REGION: IN VITRO DIFFERENTIATION AND CHARACTERIZATION OF FISH MUSCLE AND OPTIMIZATION ON PLANT-BASED SCAFFOLDING TOWARDS WHOLE CUT SEAFOOD PRODUCTION. SELECT VARIETIES OF SORGHUM, PEARL MILLET AND FINGER MILLET TOWARDS PROMOTING NUTRITIONALLY SUPERIOR, SENSORY ACCEPTABLE AND COST EFFECTIVE INDIAN FLATBREAD BISCUITS.

REGION: MIDDLE EAST & NORTH AFRICA

(E) SPECIFIC TYPES OF SERVICES IN REGION: STUDY THE GENETIC BASIS OF PROLIFERATION IN CULTURED MEAT. DEVELOPMENT OF INJECTION-MOLDED STEAK. COST-EFFECTIVE EXTRACTION OF HIGH-QUALITY RUBISCO PROTEIN FROM A GREEN WASTE OF COMMON CROPS. DEVELOPING A FERMENTATION PROCESS FOR RECOMBINANT POTATO PATATIN. ASSEMBLY AND MATURATION OF SKELETAL MUSCLE ORGANOID BUILDING BLOCKS INTO THICK WHOLE-CUT. GRANT FOR ISRAEL AFFILIATE TO FUND SCIENCE AND TECHNOLOGY GRANTS.

REGION: EUROPE (INCLUDING ICELAND AND GREENLAND)

(E) SPECIFIC TYPES OF SERVICES IN REGION: UNCOVERING THE SECRETOME OF

Part V Supplemental Information

Provide the information required by Part I, line 2 (monitoring of funds); Part I, line 3, column (f) (accounting method; amounts of investments vs. expenditures per region); Part II, line 1 (accounting method); Part III (accounting method); and Part III, column (c) (estimated number of recipients), as applicable. Also complete this part to provide any additional information. See instructions.

EVOLVING PRIMARY MUSCLE CELLS FOR IN VITRO MEAT PRODUCTION. POLICY AND COMMUNICATIONS WORK. UNIVERSITY OF NOVI SAD ALT PROTEIN CLUB SUPPORT. CULTIVATED MEAT LIFECYCLE ANALYSIS. UNDERSTANDING AND CONTROLLING THE TEXTURE OF FILAMENTOUS FUNGI TO PATH THE WAY FOR MYCELIUM-BASED MEAT AND SEAFOOD ALTERNATIVES. ALGAE 2 FISH.

REGION: NORTH AMERICA (NON US)

(E) SPECIFIC TYPES OF SERVICES IN REGION: MULTIOMIC CHARACTERIZATION OF FISH STEM CELL CULTURE MEDIA. PROTEIN EXTRACTION AND SCALE UP FROM BROSIMUM ALICASTRUM. ENZYMATIC CONVERSION OF OILS INTO FUNCTIONAL FATS USING GLYCEROLYSIS.

REGION: EAST ASIA & THE PACIFIC

(E) SPECIFIC TYPES OF SERVICES IN REGION: HARNESS THE POWER OF FOOD INNOVATION AND MARKETS TO MAKE THE GLOBAL FOOD SYSTEM BETTER FOR THE PLANET, PEOPLE, AND ANIMALS BY SUPPORTING EFFORTS TO MAKE ALTERNATIVE PROTEINS ACCESSIBLE, AFFORDABLE, AND DELICIOUS.

PART II, COLUMN (D):

REGION: SOUTH AMERICA

(D) PURPOSE OF GRANT: AMAZONIAN FUNGI AS A POTENTIAL HEALTHY AND SUSTAINABLE ALTERNATIVE FOR THE PREPARATION OF ANALOGOUS MEAT PRODUCTS

REGION: SOUTH AMERICA

(D) PURPOSE OF GRANT: OBTAINING FLAVORING BASED ON AMAZONIAN PLANTS THROUGH A CONTROLLED FERMENTATION PROCESS

Part V Supplemental Information

Provide the information required by Part I, line 2 (monitoring of funds); Part I, line 3, column (f) (accounting method; amounts of investments vs. expenditures per region); Part II, line 1 (accounting method); Part III (accounting method); and Part III, column (c) (estimated number of recipients), as applicable. Also complete this part to provide any additional information. See instructions.

REGION: SOUTH AMERICA

(D) PURPOSE OF GRANT: FERMENTED PRODUCTS OBTAINED FROM BRAZIL NUT AND BABASSU FLOURS: COMBINING SCIENTIFIC AND TRADITIONAL KNOWLEDGE FOR INNOVATION, HEALTH PROMOTION, FOOD SECURITY AND INCOME GENERATION FOR COMMUNITIES IN THE AMAZON REGION

REGION: SOUTH AMERICA

(D) PURPOSE OF GRANT: THE WEALTH OF PEQUI: DEVELOPMENT, CHARACTERIZATION AND APPLICATION OF A MEAT ANALOGUE

REGION: SOUTH AMERICA

(D) PURPOSE OF GRANT: BIOCONVERSION OF BY-PRODUCTS FROM THE NUT AGROINDUSTRY IN THE AMAZON INTO PLANT-FUNGI BASED PROTEIN

REGION: SOUTH AMERICA

(D) PURPOSE OF GRANT: CUPUACU NATURE-FRIENDLY: PRODUCTION OF PROTEIN AND LIPID INGREDIENT FROM THE SEED

REGION: SOUTH AMERICA

(D) PURPOSE OF GRANT: FROM DISPOSAL TO PLANT-BASED PRODUCTS: DEVELOPMENT OF NEW INGREDIENTS TO ADD VALUE TO RESIDUAL BIOMASS FROM BARU PROCESSING

REGION: SOUTH AMERICA

(D) PURPOSE OF GRANT: FULL USE OF CUPUACU ALMONDS: PRODUCTION OF SUSTAINABLE PRODUCTS WITH HIGH ADDED VALUE

REGION: SOUTH AMERICA

Part V Supplemental Information

Provide the information required by Part I, line 2 (monitoring of funds); Part I, line 3, column (f) (accounting method; amounts of investments vs. expenditures per region); Part II, line 1 (accounting method); Part III (accounting method); and Part III, column (c) (estimated number of recipients), as applicable. Also complete this part to provide any additional information. See instructions.

(D) PURPOSE OF GRANT: DEVELOPMENT OF FLOUR BASED ON BY-PRODUCTS OF BABASSU PROCESSING OBTAINED FROM HYDROLYSIS AND FERMENTATION FOR APPLICATION IN SIMILAR MEAT PRODUCTS '

REGION: EUROPE (INCLUDING ICELAND & GREENLAND)

(D) PURPOSE OF GRANT: CONDUCT RESEARCH ON CULTURE MEAT AND RAISE AWARENESS AND EDUCATE THE PUBLIC ABOUT CELLULAR AGRICULTURE

REGION: SOUTH ASIA

(D) PURPOSE OF GRANT: CHARACTERIZING SELECT VARIETIES OF SORGHUM, PEARL MILLET AND FINGER MILLET TOWARDS PROMOTING NUTRITIONALLY SUPERIOR, SENSORY ACCEPTABLE AND CO EFFECTIVE INDIAN FLATBREAD AND BISCUITS.

REGION: SOUTH AMERICA

(D) PURPOSE OF GRANT: VALUING THE TUCUMA FRUIT PRODUCTION CHAIN THROUGH THE DEVELOPMENT OF PLANT-BASED INGREDIENTS

REGION: SOUTH AMERICA

(D) PURPOSE OF GRANT: STRUCTURING INGREDIENTS FROM GUARANA RESIDUE FOR THE DEVELOPMENT OF MEAT PRODUCT ANALOGUES

REGION: MIDDLE EAST AND NORTH AFRICA

(D) PURPOSE OF GRANT: DEVELOPMENT OF ADVANCED SYSTEMS FOR EXPRESSION AND HIGHLY SENSITIVE DETECTION OF GROWTH FACTORS.

REGION: SOUTH AMERICA

(D) PURPOSE OF GRANT: BIOAMAZON2MEAT: SUSTAINABLE DEVELOPMENT OF MEAT

Part V Supplemental Information

Provide the information required by Part I, line 2 (monitoring of funds); Part I, line 3, column (f) (accounting method; amounts of investments vs. expenditures per region); Part II, line 1 (accounting method); Part III (accounting method); and Part III, column (c) (estimated number of recipients), as applicable. Also complete this part to provide any additional information. See instructions.

ANALOGUES FROM ANISOTROPIC PROTEIN STRUCTURES AND RAW MATERIALS FROM THE AMAZON

REGION: EUROPE (INCLUDING ICELAND & GREENLAND)

(D) PURPOSE OF GRANT: NEUTRON SCATTERING ASSISTED DESIGN OF EXTRUSION COOLING DIES FOR MEAT ANALOGUES

REGION: EUROPE (INCLUDING ICELAND & GREENLAND)

(D) PURPOSE OF GRANT: INTEGRATING HIGH-MOISTURE EXTRUSION AND FREEZE-STRUCTURING TECHNOLOGY FOR IMPROVED TEXTURES FROM PROTEIN CONCENTRATES

REGION: EUROPE (INCLUDING ICELAND & GREENLAND)

(D) PURPOSE OF GRANT: A MULTIOMICS APPROACH TO DISSECT FISH MYOGENESIS AND STREAMLINE FIBROBLAST TO MYOFIBER CONVERSION

REGION: NORTH AMERICA (NON US)

(D) PURPOSE OF GRANT: FROM WASTE TO FEAST: FOSTERING SUSTAINABLE PROTEINS WITH AGAVE BAGASSE USING TWO-STAGE FERMENTATION

REGION: EUROPE (INCLUDING ICELAND & GREENLAND)

(D) PURPOSE OF GRANT: MICROSCALE TO PILOT SCALE SUBMERGED FERMENTATION OF MYCELIA OF THE EDIBLE MUSHROOM LAETIPORUS SULPHUREUS BASED ON SIDE STREAMS OF THE FOOD INDUSTRY

REGION: NORTH AMERICA (NON US)

(D) PURPOSE OF GRANT: SINGLE-CELL MULTIOMIC PROFILING FOR CULTIVATED

Part V Supplemental Information

Provide the information required by Part I, line 2 (monitoring of funds); Part I, line 3, column (f) (accounting method; amounts of investments vs. expenditures per region); Part II, line 1 (accounting method); Part III (accounting method); and Part III, column (c) (estimated number of recipients), as applicable. Also complete this part to provide any additional information. See instructions.

SEAFOOD: ANTIBODY DEVELOPMENT AND UNDERSTANDING DIFFERENTIATION

REGION: SOUTH ASIA

(D) PURPOSE OF GRANT: DYNAMIC FBA WITH SPENT MEDIA ANALYSIS FOR OPTIMIZATION OF CULTIVATED CHICKEN MEAT IN SERUM FREE MEDIUM

REGION: SOUTH AMERICA

(D) PURPOSE OF GRANT: DIGITAL CBM: A COMPUTATIONAL PLATFORM OF BEEF CELL METABOLISM FOR OPTIMIZATION OF YIELDS, CELL GROWTH AND FEED SUPPLEMENTS

PART II, LINE 1 (ACCOUNTING METHOD):

THE ORGANIZATION USES THE ACCRUAL METHOD OF ACCOUNTING TO ACCOUNT FOR CASH GRANTS.

**SCHEDULE I
(Form 990)**

Department of the Treasury
Internal Revenue Service

**Grants and Other Assistance to Organizations,
Governments, and Individuals in the United States**
Complete if the organization answered "Yes" on Form 990, Part IV, line 21 or 22.

Attach to Form 990.

Go to www.irs.gov/Form990 for the latest information.

OMB No. 1545-0047

2023

Open to Public
Inspection

Name of the organization

THE GOOD FOOD INSTITUTE, INC

Employer identification number
81-0840578

Part I General Information on Grants and Assistance

1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? Yes No

2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States.

Part II Grants and Other Assistance to Domestic Organizations and Domestic Governments. Complete if the organization answered "Yes" on Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Part II can be duplicated if additional space is needed.

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section (if applicable)	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
UC REGENTS - UC DAVIS MEMORIAL UNION BUILDING 442, ONE SHIELDS AVENUE - DAVIS, CA 85616-8706	94-6036494		75,000.	0.	N/A	N/A	CREATING IMMORTALIZED CHICKEN MUSCLE STEM CELL LINE WITH INDUCIBLE MYOGENIC REJUVENATION. TOWARDS SUSTAINABLE CULTURED MEAT: A PREDICTIVE GENOME-SCALE ADIPOCYTE MODEL INFORMED
JOHNS HOPKINS UNIVERSITY MASON HALL 3400 NO CHARLES ST BALTIMORE, MD 21218-2683	13-4148824		350,000.	0.	N/A	N/A	RESEARCH OF ACCELERATION HUBS
MERIDIAN INSTITUTE 105 VILLAGE PLACE, PO BOX 1829 DILLON, CO 80435	84-1435420		544,900.	0.	N/A	N/A	SCOPING CENTERS OF EXCELLENCE AND PREPARING AND SUBMITTING A PROPOSAL
NORTH CAROLINA STATE UNIVERSITY 2601 WOLF VILLAGE WAY, SUITE 240 RALEIGH, NC 27695-7514	56-6000756		25,000.	0.	N/A	N/A	SCOPING CENTERS OF EXCELLENCE AND PREPARING AND SUBMITTING A PROPOSAL
REGENTS OF THE UNIVERSITY OF MINNESOTA - 200 SE OAK STREET - MINNEAPOLIS, MN 55455	41-6042488		24,957.	0.	N/A	N/A	SCOPING CENTERS OF EXCELLENCE AND PREPARING AND SUBMITTING A PROPOSAL DEVELOPMENT AND IMPLEMENTATION OF A NOVEL COEXTRUSION TECHNOLOGY TO PRODUCE PLANT-BASED MEATS
UNIVERSITY OF MASSACHUSETTS AMHERST - 100 VENTURE WAY, SUITE 201 - HADLEY, MA 01035-9450	04-3167352		249,991.	0.	N/A	N/A	

2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table

3 Enter total number of other organizations listed in the line 1 table

7.

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

SEE PART IV FOR COLUMN (H) DESCRIPTIONS

Schedule I (Form 990) 2023

Part II Continuation of Grants and Other Assistance to Domestic Organizations and Domestic Governments (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
WASHINGTON STATE UNIVERSITY 255 E MAIN STREET PULLMAN, WA 99163	91-6001108		249,997.	0. N/A	N/A		ENHANCING THE HIGH MOISTURE EXTRUSION PROTEIN TEXTURIZATION PROCESS THROUGH BETTER

Part III Grants and Other Assistance to Domestic Individuals. Complete if the organization answered "Yes" on Form 990, Part IV, line 22. Part III can be duplicated if additional space is needed.

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of noncash assistance

Part IV Supplemental Information. Provide the information required in Part I, line 2; Part III, column (b); and any other additional information.

PART I, LINE 2:
 EACH GRANTEE SUBMITS A BUDGET PROPOSAL AND ONCE AN AGREED UPON BUDGET IS REACHED, GFI SENDS THE GRANTEE A LETTER STATING THE AMOUNT OF FUNDS TO BE DISBURSED AND A DESCRIPTION OF THE USE OF THE FUNDS. AT THE COMPLETION OF THE AWARD PERIOD, THE GRANTEE SUBMITS A FINAL REPORT THAT CONTAINS A SUMMARY OF THE USE OF FUNDS.

PART II, LINE 1, COLUMN (H):

NAME OF ORGANIZATION OR GOVERNMENT: CLIMATE ADVISERS

Part IV Supplemental Information

(H) PURPOSE OF GRANT OR ASSISTANCE: PUBLIC POLICY ADVOCACY CAMPAIGN TO US AND MULTILATERAL INSTITUTIONS TO PROMOTE ALTERNATIVE PROTEINS

NAME OF ORGANIZATION OR GOVERNMENT: PURDUE UNIVERSITY

(H) PURPOSE OF GRANT OR ASSISTANCE: ENZYMATIC TREATMENT OF HEMP FOR HIGHLY FUNCTIONAL PLANT-BASED MEAT INGREDIENT IN COMMERCIAL MANUFACTURING. EXPLORING COMBINATORIAL BIO-MANUFACTURING PROCESSES FOR AN ALTERNATIVE PROTEIN FOOD-BY-DESIGN SYSTEM

NAME OF ORGANIZATION OR GOVERNMENT: UC REGENTS - UC DAVIS

(H) PURPOSE OF GRANT OR ASSISTANCE: CREATING IMMORTALIZED CHICKEN MUSCLE STEM CELL LINE WITH INDUCIBLE MYOGENIC REJUVENATION. SIMULTANEOUS MODELING OF CELL GROWTH AND HYDRODYNAMICS FOR OPTIMAL DESIGN AND OPERATION OF LARGE-SCALE BIOREACTORS

NAME OF ORGANIZATION OR GOVERNMENT: UNIVERSITY OF IDAHO

(H) PURPOSE OF GRANT OR ASSISTANCE: REDUCE THE COST OF PLANT-BASED MEAT ANALOG WITHOUT AFFECTING ITS TEXTURE AND NUTRITION BY USING HYDROLYZED PEA PROTEINS PRODUCED FROM ENZYMATIC REACTIVE EXTRUSION (EREX)

NAME OF ORGANIZATION OR GOVERNMENT: JOHNS HOPKINS UNIVERSITY

(H) PURPOSE OF GRANT OR ASSISTANCE: TOWARDS SUSTAINABLE CULTURED MEAT: A PREDICTIVE GENOME-SCALE ADIPOCYTE MODEL INFORMED BY MULTI-OMICS ANALYSIS AND MEDIA MANIPULATION

NAME OF ORGANIZATION OR GOVERNMENT: UNIVERSITY OF MASSACHUSETTS AMHERST

(H) PURPOSE OF GRANT OR ASSISTANCE: DEVELOPMENT AND IMPLEMENTATION OF A NOVEL COEXTRUSION TECHNOLOGY TO PRODUCE PLANT-BASED MEATS WITH LIPID

Part IV Supplemental Information

MARBLING

NAME OF ORGANIZATION OR GOVERNMENT: WASHINGTON STATE UNIVERSITY

(H) PURPOSE OF GRANT OR ASSISTANCE: ENHANCING THE HIGH MOISTURE

EXTRUSION PROTEIN TEXTURIZATION PROCESS THROUGH BETTER UNDERSTANDING OF
COOLING DIE SCALABILITY AND THERMOCHEMICAL PROTEIN TEXTURIZATION

MECHANISMS

**SCHEDULE J
(Form 990)**

Compensation Information

OMB No. 1545-0047

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees
Complete if the organization answered "Yes" on Form 990, Part IV, line 23.
Attach to Form 990.
Go to www.irs.gov/Form990 for instructions and the latest information.

2023

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

Name of the organization

THE GOOD FOOD INSTITUTE, INC

Employer identification number

81-0840578

Part I Questions Regarding Compensation

1a Check the appropriate box(es) if the organization provided any of the following to or for a person listed on Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items.

- | | |
|--|--|
| <input type="checkbox"/> First-class or charter travel | <input type="checkbox"/> Housing allowance or residence for personal use |
| <input type="checkbox"/> Travel for companions | <input type="checkbox"/> Payments for business use of personal residence |
| <input type="checkbox"/> Tax indemnification and gross-up payments | <input type="checkbox"/> Health or social club dues or initiation fees |
| <input type="checkbox"/> Discretionary spending account | <input type="checkbox"/> Personal services (such as maid, chauffeur, chef) |

b If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain

2 Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all directors, trustees, and officers, including the CEO/Executive Director, regarding the items checked on line 1a?

3 Indicate which, if any, of the following the organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III.

- | | |
|---|---|
| <input checked="" type="checkbox"/> Compensation committee | <input checked="" type="checkbox"/> Written employment contract |
| <input type="checkbox"/> Independent compensation consultant | <input checked="" type="checkbox"/> Compensation survey or study |
| <input checked="" type="checkbox"/> Form 990 of other organizations | <input checked="" type="checkbox"/> Approval by the board or compensation committee |

4 During the year, did any person listed on Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization:

- a** Receive a severance payment or change-of-control payment?
- b** Participate in or receive payment from a supplemental nonqualified retirement plan?
- c** Participate in or receive payment from an equity-based compensation arrangement?
- If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.

Only section 501(c)(3), 501(c)(4), and 501(c)(29) organizations must complete lines 5-9.

5 For persons listed on Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:

- a** The organization?
- b** Any related organization?
- If "Yes" on line 5a or 5b, describe in Part III.

6 For persons listed on Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:

- a** The organization?
- b** Any related organization?
- If "Yes" on line 6a or 6b, describe in Part III.

7 For persons listed on Form 990, Part VII, Section A, line 1a, did the organization provide any nonfixed payments not described on lines 5 and 6? If "Yes," describe in Part III

8 Were any amounts reported on Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III

9 If "Yes" on line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?

	Yes	No
1a		
1b		
2		
3		
4a		X
4b		X
4c		X
5a		X
5b		X
6a		X
6b		X
7		X
8		X
9		

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule J (Form 990) 2023

Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees. Use duplicate copies if additional space is needed.

For each individual whose compensation must be reported on Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions, on row (ii). Do not list any individuals that aren't listed on Form 990, Part VII.

Note: The sum of columns (B)(i)-(iii) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable column (D) and (E) amounts for that individual.

(A) Name and Title	(B) Breakdown of W-2 and/or 1099-MISC and/or 1099-NEC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation in column (B) reported as deferred on prior Form 990
	(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
(1) BRUCE FRIEDRICH PRESIDENT AND FOUNDER	(i)	207,125.	0.	8,223.	8,209.	223,557.	0.
	(ii)	0.	0.	0.	0.	0.	0.
(2) ILYA SHEYMAN CEO	(i)	200,215.	0.	8,223.	10,118.	218,556.	0.
	(ii)	0.	0.	0.	0.	0.	0.
(3) JESSICA ALMY SVP - POLICY AND GOVERNMENT RELATION	(i)	182,346.	0.	7,582.	24,492.	214,420.	0.
	(ii)	0.	0.	0.	0.	0.	0.
(4) ELIZABETH SPECHT SVP - SCIENCE AND TECHNOLOGY	(i)	190,988.	0.	7,582.	8,209.	206,779.	0.
	(ii)	0.	0.	0.	0.	0.	0.
(5) SHEILA VOSS SVP - COMMUNICATIONS	(i)	178,598.	0.	7,081.	16,104.	201,783.	0.
	(ii)	0.	0.	0.	0.	0.	0.
(6) SARAH DAVID GEN. COUNSEL, SECRETARY, TREASURER	(i)	183,906.	0.	7,393.	10,118.	201,417.	0.
	(ii)	0.	0.	0.	0.	0.	0.
(7) SUSAN MCCAUSLAND-HALTEMAN SVP - DEVELOPMENT	(i)	184,090.	0.	7,312.	8,209.	199,611.	0.
	(ii)	0.	0.	0.	0.	0.	0.
(8) CAROLINE BUSHNELL SVP - CORPORATE ENGAGEMENT	(i)	175,411.	0.	7,081.	10,118.	192,610.	0.
	(ii)	0.	0.	0.	0.	0.	0.
(i)							
(ii)							
(i)							
(ii)							
(i)							
(ii)							
(i)							
(ii)							
(i)							
(ii)							
(i)							
(ii)							

Part III Supplemental Information

Provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 3, 4a, 4b, 4c, 5a, 5b, 6a, 6b, 7, and 8, and for Part II. Also complete this part for any additional information.

PART I, LINE 3:

THE GFI COMPENSATION COMMITTEE, AN INDEPENDENT BODY, CONDUCTS AN ANNUAL REVIEW OF THE COMPENSATION OF THE PRESIDENT/FOUNDER, CHIEF EXECUTIVE OFFICER AND OTHER SENIOR LEADERSHIP. THE COMMITTEE EVALUATES THE REASONABLENESS OF COMPENSATION AS IT COMPARES TO REMUNERATION FOR SIMILARLY QUALIFIED INDIVIDUALS WITH COMPARABLE BACKGROUND, EXPERIENCE, EDUCATION, ETC. THIS IS ACCOMPLISHED BY REVIEWING SALARY AND BENEFITS DATA OF VARIOUS NONPROFIT ORGANIZATIONS, FOCUSING, WHEN POSSIBLE, ON THOSE WITH SIMILAR MISSIONS AND OF SIMILAR BUDGET SIZE. THE COMMITTEE USES A VARIETY OF SOURCES, INCLUDING SALARY AND BENEFIT SURVEYS PREPARED BY INDEPENDENT SOURCES, IRS 990'S POSTED ON WEBSITES THAT MONITOR/EVALUATE CHARITIES, ETC. THE COMMITTEE CONTEMPORANEOUSLY DOCUMENTS ITS REVIEW PROCEDURES AND PRESENTS THE FINDINGS TO THE BOARD OF DIRECTORS. THIS PROCESS WAS LAST COMPLETED IN 2023.

**SCHEDULE M
(Form 990)**

Noncash Contributions

OMB No. 1545-0047

2023

Open to Public Inspection

Complete if the organizations answered "Yes" on Form 990, Part IV, lines 29 or 30.
Attach to Form 990.

Go to www.irs.gov/Form990 for instructions and the latest information.

Department of the Treasury
Internal Revenue Service

Name of the organization **THE GOOD FOOD INSTITUTE, INC** Employer identification number **81-0840578**

Part I Types of Property

	(a) Check if applicable	(b) Number of contributions or items contributed	(c) Noncash contribution amounts reported on Form 990, Part VIII, line 1g	(d) Method of determining noncash contribution amounts
1 Art - Works of art				
2 Art - Historical treasures				
3 Art - Fractional interests				
4 Books and publications				
5 Clothing and household goods				
6 Cars and other vehicles				
7 Boats and planes				
8 Intellectual property				
9 Securities - Publicly traded	X	59,143	5,412,617.	MARKET VALUE
10 Securities - Closely held stock				
11 Securities - Partnership, LLC, or trust interests				
12 Securities - Miscellaneous				
13 Qualified conservation contribution - Historic structures				
14 Qualified conservation contribution - Other				
15 Real estate - Residential				
16 Real estate - Commercial				
17 Real estate - Other				
18 Collectibles				
19 Food inventory	X	30	37,339.	MARKET VALUE
20 Drugs and medical supplies				
21 Taxidermy				
22 Historical artifacts				
23 Scientific specimens				
24 Archeological artifacts				
25 Other ()				
26 Other ()				
27 Other ()				
28 Other ()				

29 Number of Forms 8283 received by the organization during the tax year for contributions for which the organization completed Form 8283, Part V, Donee Acknowledgement **29**

30a During the year, did the organization receive by contribution any property reported in Part I, lines 1 through 28, that it must hold for at least 3 years from the date of the initial contribution, and which isn't required to be used for exempt purposes for the entire holding period? **X**

b If "Yes," describe the arrangement in Part II.

31 Does the organization have a gift acceptance policy that requires the review of any nonstandard contributions? **X**

32a Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash contributions? **X**

b If "Yes," describe in Part II.

33 If the organization didn't report an amount in column (c) for a type of property for which column (a) is checked, describe in Part II.

	Yes	No
30a		X
31	X	
32a		X

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule M (Form 990) 2023

Part II **Supplemental Information.** Provide the information required by Part I, lines 30b, 32b, and 33, and whether the organization is reporting in Part I, column (b), the number of contributions, the number of items received, or a combination of both. Also complete this part for any additional information.

Multiple horizontal lines for supplemental information.

**SCHEDULE O
(Form 990)**

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on
Form 990 or 990-EZ or to provide any additional information.
Attach to Form 990 or Form 990-EZ.
Go to www.irs.gov/Form990 for the latest information.

OMB No. 1545-0047

2023

Open to Public
Inspection

Name of the organization

THE GOOD FOOD INSTITUTE, INC

Employer identification number

81-0840578

FORM 990, PART I, LINE 1, DESCRIPTION OF ORGANIZATION MISSION:

MOST EFFECTIVE SOLUTIONS, MOBILIZE RESOURCES AND TALENT, AND EMPOWER PARTNERS ACROSS THE FOOD SYSTEM TO MAKE ALTERNATIVE PROTEINS ACCESSIBLE, AFFORDABLE, AND DELICIOUS.

FORM 990, PART III, LINE 4A, PROGRAM SERVICE ACCOMPLISHMENTS:

ALTERNATIVE PROTEINS.

2. MOBILIZING FUNDING FOR OPEN-ACCESS RESEARCH AND DEVELOPMENT OF ALTERNATIVE PROTEINS.

3. INSPIRING AND SUPPORTING THE NEXT GENERATION OF INNOVATORS IN THE ALTERNATIVE PROTEIN INDUSTRY.

FORM 990, PART III, LINE 4D, OTHER PROGRAM SERVICES:

COMMUNICATIONS - GFI'S COMMUNICATIONS DEPARTMENT POSITIONS GFI AS A GLOBAL THOUGHT LEADER AND TRUSTED SOURCE OF DATA AND INSIGHTS ACROSS THE FIELD OF ALTERNATIVE PROTEINS AND THROUGHOUT THE ADJACENT FIELDS OF CLIMATE, BIODIVERSITY, GLOBAL HEALTH, AND SUSTAINABLE, SECURE FOOD SYSTEMS. WE ELEVATE THE EXPERTISE OF OUR STAFF AND WORK ACROSS THE ORGANIZATION AND FIELD TO PUBLISH AND DISSEMINATE ORIGINAL RESEARCH AND REPORTS, SECURE MEANINGFUL MEDIA COVERAGE, CONVENE AND PROMOTE COMMUNITY AND CAPACITY-BUILDING EVENTS, AND THOUGHTFULLY ENGAGE DECISION-MAKERS AND OTHER INFLUENCERS ACROSS THE PRIVATE AND PUBLIC SECTORS AND CIVIL SOCIETY TO POSITION ALTERNATIVE PROTEINS AS AN ESSENTIAL SOLUTION FOR A BETTER FOOD FUTURE.

EXPENSES \$ 4,527,238. INCLUDING GRANTS OF \$ 0. REVENUE \$ 0.

Name of the organization THE GOOD FOOD INSTITUTE, INC	Employer identification number 81-0840578
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INTERNATIONAL - GFI'S INTERNATIONAL PROGRAM CONSISTS OF TECHNICAL AND MANAGEMENT SUPPORT FROM ITS US TEAM TO ITS FOREIGN AFFILIATES, AS WELL AS ADDITIONAL INTERNATIONAL ACTIVITIES LED DIRECTLY BY THE US TEAM SUCH AS MANAGEMENT OF INTERNATIONAL SUB-GRANTS AND PROGRAMMATIC EVENTS.

GFI'S GLOBAL MISSION IS TO ACCELERATE WORLDWIDE ENGAGEMENT OF SCIENTISTS IN ALTERNATIVE PROTEIN RESEARCH, DRIVE GLOBAL POLICY AND REGULATORY ADVANCEMENTS, FOSTER SUCCESSFUL GENERATION OF NEW COMPANIES, AND AMPLIFY MEDIA COVERAGE OF ALTERNATIVE PROTEIN INNOVATION.

EXPENSES \$ 3,043,737. INCLUDING GRANTS OF \$ 1,556,758. REVENUE \$ 0.

FORM 990, PART VI, SECTION B, LINE 11B:

SUBSTANTIVE SECTIONS OF THE FORM 990 WERE REVIEWED BY THE CEO, GENERAL COUNSEL, VICE PRESIDENT OPERATIONS, DIRECTOR OF FINANCE AND OPERATIONS, AND SENIOR FINANCE MANAGER AS WELL AS OTHER KEY PERSONNEL. ALL MEMBERS OF THE BOARD OF DIRECTORS WERE PROVIDED A COMPLETE ELECTRONIC COPY OF THIS FORM 990 PRIOR TO IT BEING SUBMITTED TO THE IRS.

FORM 990, PART VI, SECTION B, LINE 12C:

IN CONNECTION WITH ANY ACTUAL OR POSSIBLE CONFLICT OF INTEREST, AN INTERESTED PERSON MUST DISCLOSE THE EXISTENCE OF THE FINANCIAL INTEREST AND BE GIVEN THE OPPORTUNITY TO DISCLOSE ALL MATERIAL FACTS TO THE DIRECTORS CONSIDERING THE PROPOSED TRANSACTION OR ARRANGEMENT AT THE TIME OF HIRE AND ANY TIME A POTENTIAL CONFLICT ARISES. THE EMPLOYEE MUST DISCLOSE THAT POTENTIAL CONFLICT TO HIS OR HER IMMEDIATE SUPERVISOR WHENEVER POSSIBLE, BEFORE ENGAGING IN ANY ACTIVITY, TRANSACTION OR RELATIONSHIP THAT MIGHT GIVE RISE TO A CONFLICT OF INTEREST, EMPLOYEES SHOULD CONSULT WITH THEIR IMMEDIATE SUPERVISOR(S) OR THE GENERAL COUNSEL.

Name of the organization THE GOOD FOOD INSTITUTE, INC	Employer identification number 81-0840578
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FORM 990, PART VI, SECTION B, LINE 15:

THE GFI COMPENSATION COMMITTEE, AN INDEPENDENT BODY, CONDUCTS AN ANNUAL REVIEW OF THE COMPENSATION OF THE PRESIDENT, CHIEF EXECUTIVE OFFICER AND OTHER SENIOR LEADERSHIP. THE COMMITTEE EVALUATES THE REASONABLENESS OF COMPENSATION AS IT COMPARES TO REMUNERATION FOR SIMILARLY QUALIFIED INDIVIDUALS WITH COMPARABLE BACKGROUND, EXPERIENCE, EDUCATION, ETC. THIS IS ACCOMPLISHED BY REVIEWING SALARY AND BENEFITS DATA OF VARIOUS NONPROFIT ORGANIZATIONS, FOCUSING, WHEN POSSIBLE, ON THOSE WITH SIMILAR MISSIONS AND OF SIMILAR BUDGET SIZE. THE COMMITTEE USES A VARIETY OF SOURCES, INCLUDING SALARY AND BENEFIT SURVEYS PREPARED BY INDEPENDENT SOURCES, IRS 990'S POSTED ON WEBSITES THAT MONITOR/EVALUATE CHARITIES, ETC. THE COMMITTEE CONTEMPORANEOUSLY DOCUMENTS ITS REVIEW PROCEDURES AND PRESENTS THE FINDINGS TO THE BOARD OF DIRECTORS. THIS PROCESS WAS LAST COMPLETED IN 2023.

FORM 990, PART VI, LINE 17, LIST OF STATES RECEIVING COPY OF FORM 990:

AL, AR, CA, FL, GA, HI, IL, KS, KY, MA, MD, MI, MN, MS, NC, NH, NJ, NM, NY, OR, PA, RI, SC, TN, VA
WI, WV

FORM 990, PART VI, SECTION C, LINE 19:

THE GOVERNING DOCUMENTS, CONFLICT OF INTEREST POLICY, AND FINANCIAL STATEMENTS ARE AVAILABLE ON REQUEST AS DETERMINED BY THE SENIOR VICE PRESIDENT OF DEVELOPMENT.

FORM 990, PART IX, LINE 11G, OTHER FEES:

CONSULTING/CONTRACTUAL:	
PROGRAM SERVICE EXPENSES	2,133,423.
MANAGEMENT AND GENERAL EXPENSES	373,154.

Name of the organization THE GOOD FOOD INSTITUTE, INC	Employer identification number 81-0840578
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FUNDRAISING EXPENSES	216,666.
TOTAL EXPENSES	2,723,243.

GRAPHIC & WEB DESIGN VIDEO PRODUCTION AND WRITING/EDITING:

PROGRAM SERVICE EXPENSES	139,350.
MANAGEMENT AND GENERAL EXPENSES	24,374.
FUNDRAISING EXPENSES	14,152.
TOTAL EXPENSES	177,876.

MARKET RESEARCH:

PROGRAM SERVICE EXPENSES	564,250.
MANAGEMENT AND GENERAL EXPENSES	98,692.
FUNDRAISING EXPENSES	57,304.
TOTAL EXPENSES	720,246.

SOFTWARE AS SERVICE AND OTHER:

PROGRAM SERVICE EXPENSES	358,825.
MANAGEMENT AND GENERAL EXPENSES	62,762.
FUNDRAISING EXPENSES	36,441.
TOTAL EXPENSES	458,028.

INTERNATIONAL CONTRACTORS:

PROGRAM SERVICE EXPENSES	1,309,458.
MANAGEMENT AND GENERAL EXPENSES	229,035.
FUNDRAISING EXPENSES	132,986.
TOTAL EXPENSES	1,671,479.
TOTAL OTHER FEES ON FORM 990, PART IX, LINE 11G, COL A	5,750,872.

Name of the organization THE GOOD FOOD INSTITUTE, INC	Employer identification number 81-0840578
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FORM 990, PART XI, LINE 9, CHANGES IN NET ASSETS:

LOSS FROM RETURN OF CONTRIBUTIONS -1,750,000.

FORM 990, PART XII, LINE 2C:

THIS PROCESS HAS NOT CHANGED FROM THE PRIOR YEAR.

SCHEDULE R (Form 990)
Related Organizations and Unrelated Partnerships
Complete if the organization answered "Yes" on Form 990, Part IV, line 33, 34, 35b, 36, or 37.
Attach to Form 990.

Department of the Treasury
Internal Revenue Service

Go to www.irs.gov/Form990 for instructions and the latest information.

Employer identification number
81-0840578

Name of the organization
THE GOOD FOOD INSTITUTE, INC

Part I Identification of Disregarded Entities. Complete if the organization answered "Yes" on Form 990, Part IV, line 33.

(a) Name, address, and EIN (if applicable) of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Total income	(e) End-of-year assets	(f) Direct controlling entity
THE GOOD FOOD INSTITUTE ASIA PACIFIC FLAT A; 22/F, WING CHEONG COMM, BLDG.; 23 JE HONG KONG, HONG KONG	HARNESS THE POWER OF ALTERNATIVE PROTEINS TO IMPROVE THE GLOBAL FOOD	HONG KONG	1,290,854.	247,891.	THE GOOD FOOD INSTITUTE, INC.
ASSOCIACAO THE GOOD FOOD INST DO BRASIL RUA CONEGO EUGENIO LEITE; 840-PINHEIROS SAU PAULO, BRAZIL 05414-001	HARNESS THE POWER OF ALTERNATIVE PROTEINS TO IMPROVE THE GLOBAL FOOD	BRAZIL	1,677,974.	656,444.	THE GOOD FOOD INSTITUTE, INC.
THE GOOD FOOD INSTITUTE EUROPE ASBL DREVE DU PRESOIR 38 1190 BRUSSELS, BELGIUM	HARNESS THE POWER OF ALTERNATIVE PROTEINS TO IMPROVE THE GLOBAL FOOD	BELGIUM	2,749,385.	590,357.	THE GOOD FOOD INSTITUTE, INC.
ALTERNATIVE PROTEIN SOLUTIONS PRIVATE LIMITED, 505, FLOOR 5TH, 123, OM CHAMBERS, AUGUST KRANTI MARG, KEMPS CORNER, MUMBAI, INDIA	HARNESS THE POWER OF ALTERNATIVE PROTEINS TO IMPROVE THE GLOBAL FOOD	INDIA	722,892.	204,069.	THE GOOD FOOD INSTITUTE, INC.

Part II Identification of Related Tax-Exempt Organizations. Complete if the organization answered "Yes" on Form 990, Part IV, line 34, because it had one or more related tax-exempt organizations during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled entity?	
						Yes	No
GOOD FOOD LEGISLATIVE FUND, INC. - 84-3138225, 2503 N. HARRISON ST., #19, ARLINGTON, VA 22207	WORK WITH LEGISLATORS TO TRANSFORM FOOD SYSTEMS TOWARD ALTERNATIVE	VIRGINIA	501(C)(4)				X

For Paperwork Reduction Act Notice, see the Instructions for Form 990.
SEE PART VII FOR CONTINUATIONS

Part III Identification of Related Organizations Taxable as a Partnership. Complete if the organization answered "Yes" on Form 990, Part IV, line 34, because it had one or more related organizations treated as a partnership during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Predominant income (related, unrelated, excluded from tax under sections 512-514)	(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations?		(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?	(k) Percentage ownership
							Yes	No			

Part IV Identification of Related Organizations Taxable as a Corporation or Trust. Complete if the organization answered "Yes" on Form 990, Part IV, line 34, because it had one or more related organizations treated as a corporation or trust during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of-year assets	(h) Percentage ownership	(i) Section 512(b)(13) controlled entity?	
								Yes	No

Part V Transactions With Related Organizations. Complete if the organization answered "Yes" on Form 990, Part IV, line 34, 35b, or 36.

Note: Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule.

1 During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?

	Yes	No
a Receipt of (i) interest, (ii) annuities, (iii) royalties, or (iv) rent from a controlled entity		X
b Gift, grant, or capital contribution to related organization(s)		X
c Gift, grant, or capital contribution from related organization(s)		X
d Loans or loan guarantees to or for related organization(s)		X
e Loans or loan guarantees by related organization(s)		X
f Dividends from related organization(s)		X
g Sale of assets to related organization(s)		X
h Purchase of assets from related organization(s)		X
i Exchange of assets with related organization(s)		X
j Lease of facilities, equipment, or other assets to related organization(s)		X
k Lease of facilities, equipment, or other assets from related organization(s)		X
l Performance of services or membership or fundraising solicitations for related organization(s)		X
m Performance of services or membership or fundraising solicitations by related organization(s)		X
n Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)		X
o Sharing of paid employees with related organization(s)		X
p Reimbursement paid to related organization(s) for expenses		X
q Reimbursement paid by related organization(s) for expenses		X
r Other transfer of cash or property to related organization(s)		X
s Other transfer of cash or property from related organization(s)		X

2 If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds.

	(a) Name of related organization	(b) Transaction type (a-s)	(c) Amount involved	(d) Method of determining amount involved
(1)				
(2)				
(3)				
(4)				
(5)				
(6)				

Part VII Supplemental Information

Provide additional information for responses to questions on Schedule R. See instructions.

PART I, IDENTIFICATION OF DISREGARDED ENTITIES:

NAME OF DISREGARDED ENTITY:

THE GOOD FOOD INSTITUTE ASIA PACIFIC

PRIMARY ACTIVITY: HARNESS THE POWER OF ALTERNATIVE PROTEINS TO IMPROVE THE GLOBAL FOOD SYSTEM

NAME OF DISREGARDED ENTITY:

ASSOCIACAO THE GOOD FOOD INST DO BRASIL

PRIMARY ACTIVITY: HARNESS THE POWER OF ALTERNATIVE PROTEINS TO IMPROVE THE GLOBAL FOOD SYSTEM

NAME OF DISREGARDED ENTITY:

THE GOOD FOOD INSTITUTE EUROPE ASBL

PRIMARY ACTIVITY: HARNESS THE POWER OF ALTERNATIVE PROTEINS TO IMPROVE THE GLOBAL FOOD SYSTEM

NAME AND ADDRESS OF DISREGARDED ENTITY:

ALTERNATIVE PROTEIN SOLUTIONS PRIVATE LIMITED

505, FLOOR 5TH, 123, OM CHAMBERS, AUGUST KRANTI MARG, KEMPS CORNER

MUMBAI, INDIA 40003-6

PRIMARY ACTIVITY: HARNESS THE POWER OF ALTERNATIVE PROTEINS TO IMPROVE THE GLOBAL FOOD SYSTEM

NAME OF DISREGARDED ENTITY:

THE GOOD FOOD INSTITUTE ISRAEL

PRIMARY ACTIVITY: HARNESS THE POWER OF ALTERNATIVE PROTEINS TO IMPROVE THE GLOBAL FOOD SYSTEM

Part VII Supplemental Information

Provide additional information for responses to questions on Schedule R. See instructions.

NAME OF DISREGARDED ENTITY:

THE GOOD PROTEIN NETWORK LIMITED

PRIMARY ACTIVITY: HARNESS THE POWER OF ALTERNATIVE PROTEINS TO IMPROVE THE GLOBAL FOOD SYSTEM

PART II, IDENTIFICATION OF RELATED TAX-EXEMPT ORGANIZATIONS:

NAME OF RELATED ORGANIZATION:

GOOD FOOD LEGISLATIVE FUND, INC.

PRIMARY ACTIVITY: WORK WITH LEGISLATORS TO TRANSFORM FOOD SYSTEMS TOWARD ALTERNATIVE PROTEINS