

Financial Statements

December 31, 2020 and 2019

(With Independent Auditors' Report Thereon)



KPMG LLP Suite 2900 1918 Eighth Avenue Seattle, WA 98101

Independent Auditors' Report

To The Trustees

Bill & Melinda Gates Foundation Trust:

We have audited the accompanying financial statements of Bill & Melinda Gates Foundation Trust, which comprise the statements of financial position as of December 31, 2020 and 2019, and the related statements of activities and cash flows for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with U.S. generally accepted accounting principles; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Bill & Melinda Gates Foundation Trust as of December 31, 2020 and 2019, and changes in its net assets and its cash flows for the years then ended in accordance with U.S. generally accepted accounting principles.



Seattle, Washington April 26, 2021

Statements of Financial Position

December 31, 2020 and 2019

(In thousands)

Assets	_	2020	2019
Cash	\$	280,950	519,242
Receivable for investment sales and other		224,075	214,057
Receivable for interest and dividends		64,207	102,132
Federal current excise tax receivable (note 5)		44,066	9,533
Investments (notes 3 and 4)	_	50,093,849	49,463,493
Total assets	\$_	50,707,147	50,308,457
Liabilities and Net Assets			
Liabilities:			
Accounts payable and other accrued liabilities	\$	4,255	4,133
Payable for investment purchases and other (note 4)		537,071	376,988
Federal deferred excise tax payable (note 5)	_	221,948	161,464
Total liabilities		763,274	542,585
Net assets without donor restrictions	_	49,943,873	49,765,872
Total liabilities and net assets	\$ _	50,707,147	50,308,457

See accompanying notes to the financial statements.

Statements of Activities

Years ended December 31, 2020 and 2019

(In thousands)

		2020	2019
Change in net assets:			
Revenues and net gains:			
Contributions (note 2)	\$	2,884,469	3,827,774
Investment income, net (note 3)	_	4,156,641	5,139,610
Total revenues and net gains		7,041,110	8,967,384
Expenses:			
Grants to Bill & Melinda Gates Foundation (note 1)		6,755,163	5,851,675
Federal excise and other taxes, net (note 5)	_	107,946	142,786
Total expenses		6,863,109	5,994,461
Change in net assets		178,001	2,972,923
Net assets without donor restrictions, beginning of year		49,765,872	46,792,949
Net assets without donor restrictions, end of year	\$	49,943,873	49,765,872

See accompanying notes to the financial statements.

Statements of Cash Flows

Years ended December 31, 2020 and 2019

(In thousands)

	_	2020	2019
Cash flows from operating activities:			
Change in net assets	\$	178,001	2,972,923
Adjustments to reconcile change in net assets to net cash			
used in operating activities:			
Stock and noncash contributions		(2,239,606)	(3,201,722)
Net realized and unrealized gains on investments		(4,035,036)	(4,853,364)
Net accretion and amortization		(13,582)	(60,663)
Changes in operating assets and liabilities:			
Interest and dividends receivable		37,925	(36,078)
Federal current excise tax receivable		(34,533)	(8,051)
Accounts payable and other accrued liabilities		122	446
Federal current and deferred excise tax payable	_	60,484	71,838
Net cash used in operating activities	-	(6,046,225)	(5,114,671)
Cash flows from investing activities:			
Purchases of investments		(159,713,146)	(254,842,910)
Proceeds from sales and maturities of investments	_	165,521,079	260,063,823
Net cash provided by investing activities	_	5,807,933	5,220,913
Net change in cash		(238,292)	106,242
Cash, beginning of year	-	519,242	413,000
Cash, end of year	\$ _	280,950	519,242
Supplemental disclosure of cash flow information: Cash paid during the year for excise taxes	\$	82,000	79,000

See accompanying notes to the financial statements.

Notes to Financial Statements
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(Dollars in thousands)

(1) Organization

Bill & Melinda Gates Foundation Trust (the Trust) is a tax-exempt private foundation that holds the donated investment assets from Bill and Melinda Gates, and Warren Buffett. The Trust operates its main office in Seattle, Washington. Bill and Melinda Gates are its Trustees. The primary role of the Trust is to manage the investment assets and transfer the proceeds to Bill & Melinda Gates Foundation (the Foundation) as necessary to achieve the Foundation's charitable goals.

The Foundation is a related party of the Trust. Neither entity controls the other; however, they share two trustees in common. The Foundation has the legal right to demand any amount, up to the full net assets of the Trust. In 2020 and 2019, the Trust made grants to the Foundation totaling \$6,755,163 and \$5,851,675, respectively. All assets of the Trust are considered available to meet cash needs for these general expenditures within one year of the statements of financial position. However, the Trust does not intend to liquidate investments other than as required for planned general expenditures during the year.

(2) Summary of Significant Accounting Policies

(a) Basis of Financial Presentation

The accompanying financial statements have been prepared on the accrual basis of accounting.

The Trust recognizes unconditional promises to give as revenue in the period received. Contributions with associated conditions are recorded as revenue when the conditions are met. Contributions, net assets, and changes therein are classified and reported based on the existence or absence of donor-imposed restrictions. For the years ended December 31, 2020 and 2019, all activities and net assets of the Trust were classified as without donor restrictions.

(b) Cash

Cash consists of U.S. and foreign currencies.

(c) Investments

Investments are stated at fair value with unrealized gains and losses on investments resulting from fair value fluctuations recorded in the statements of activities in the period that such fluctuations occur. Highly liquid interest-earning investments and time deposits with an original maturity of less than three months are classified as cash equivalents within investments. Investment sales and purchases are recorded on a trade-date basis. Dividend income is recorded on the ex-dividend date and interest income is recorded on an accrual basis. Amortization and accretion of premiums and discounts are recorded using the effective-interest method.

(d) Fair Value of Financial Instruments

In determining the fair value of investments, the Trust utilizes valuation techniques that maximize the use of observable inputs and minimize the use of unobservable inputs to the extent possible. The Trust determines fair value based on assumptions that market participants would use in pricing an asset or liability in the principal or most advantageous market. When considering market participant

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(Dollars in thousands)

assumptions in fair value measurements, the following fair value hierarchy distinguishes between observable and unobservable inputs, which are characterized in one of the following levels:

Level 1 Inputs: Unadjusted quoted prices in active markets for identical assets or liabilities accessible

to the Trust at the measurement date

Level 2 Inputs: Valuations based on observable inputs (other than Level 1 prices) such as quoted

prices for similar assets at the measurement date; quoted prices in markets that are

not active; or other inputs that are observable, either directly or indirectly

Level 3 Inputs: Valuations based on inputs that are unobservable and significant to the overall fair

value measurement and involve management judgment

The Trust utilizes a practical expedient for the estimation of the fair value of investments in investment companies for which the investment does not have a readily determinable fair value. The practical expedient used by the Trust to value private investments is the Net Asset Value (NAV) per share, or its equivalent. In some instances, the NAV may not equal the fair value that would be calculated under fair value accounting standards.

(e) Contributed Services

Contributed services are recognized if the services received either create or enhance long-lived assets or require specialized skills, are provided by individuals possessing those skills, and would typically need to be purchased if not provided by donation. The value of contributed services recorded in the accompanying statements of activities, consisting primarily of investment management services donated by Bill Gates, totaled \$579,738 and \$560,157 for the years ended December 31, 2020 and 2019, respectively. Contributed investment management services included third-party management fees of \$64,359 and \$64,410 in 2020 and 2019, respectively. Contributed investment management services are reflected as contributions revenue and as investment management services expense, which is netted against investment income.

(f) Contributions Received

The Trust accepts, but does not solicit, contributions and bequests from related and unrelated parties. Related-party contributions in 2020 and 2019 were received from Warren Buffett and Bill and Melinda Gates. There were no donor-imposed restrictions on these contributions. Warren Buffett contributed Berkshire Hathaway "B" shares valued at \$2,213,374 and \$2,749,075 in 2020 and 2019, respectively. In 2020, Bill and Melinda Gates contributed cash of \$11,123 and Bill Gates contributed cash and stock valued at \$80,232. In 2019, Bill and Melinda Gates contributed cash of \$10,893 and Bill Gates contributed cash and stock valued at \$507,647. Bill Gates also contributed third-party investment management services as described in note 2(e). The Trust only accepts unrestricted cash contributions and bequests from unrelated parties. From time to time, the Trust is notified that it has been named as the beneficiary in the estate of certain individuals under revocable agreements. Such amounts are recorded as contributions upon the passing of the donor and the amounts become irrevocable.

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(g) Tax-Exempt Status

The Trust is exempt from federal income taxes under Section 501(c)(3) and is classified as a private foundation under Section 509(a) of the Internal Revenue Code. The Trust is subject to federal excise taxes as well as federal and state unrelated business income tax. In addition, some investments in foreign countries are subject to foreign income tax.

(h) Use of Estimates

The preparation of financial statements in conformity with U.S. generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

(i) Reclassifications

Certain reclassifications have been made to the note disclosures of investment-related assets in 2019 to conform to the 2020 presentation.

(j) Recent Accounting Pronouncements

In June 2018, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) No. 2018-08, *Not-for-Profit Entities (Topic 958): Clarifying the Scope and Accounting Guidance for Contributions Received and Contributions Made*, which amends the accounting guidance related to (1) evaluating whether transactions should be accounted for as contributions or exchange transactions, and (2) determining whether a contribution is conditional. The ASU is effective for annual periods beginning after December 15, 2018 for resource recipients, and after December 15, 2019 for resource providers, with early adoption permissible.

As a resource recipient, the Trust adopted a portion of this guidance effective January 1, 2019, and adopted the remaining guidance for resource providers effective January 1, 2020. In both cases, there was no impact to its financial statements.

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(3) Investments

The Trust's investments, including placement in the fair value hierarchy of assets and liabilities that are measured at fair value on a recurring basis, are presented in the following tables:

				Gross		Net
December 31, 2020	Level 1	Level 2	Level 3	fair value	Netting*	fair value
Cash equivalents	\$ —	699,823	_	699,823	_	699,823
Equities:	Ψ	000,020		000,020		000,020
Berkshire Hathaw ay "B" shares	9.762.747	_	_	9,762,747	_	9,762,747
Consumer goods	6,036,349	2,168	_	6,038,517	_	6,038,517
Energy and utilities	84,915		_	84,915	_	84,915
Financials	1,159,695	_	_	1,159,695	_	1,159,695
Healthcare	420,957	_	_	420,957	_	420,957
Industrials	9,542,461	_	39,262	9,581,723	_	9,581,723
Information technology	3,162,966	_	<i>′</i> —	3,162,966		3,162,966
Materials	3,742,552	1	_	3,742,553	_	3,742,553
Real estate	1,021,206	_	214,080	1,235,286	_	1,235,286
Telecommunications	203,809	_	_	203,809	_	203,809
Other	4,307	_	_	4,307	_	4,307
Debt:					_	
U.S. government securities	6,170,642	295,211	_	6,465,853	_	6,465,853
U.S. municipals	_	21,692	_	21,692	_	21,692
Foreign government securities	_	1,800,549	_	1,800,549	_	1,800,549
Corporate debt securities	_	1,623,779	_	1,623,779	_	1,623,779
Mortgage-backed securities	_	535,060	_	535,060	_	535,060
Other debt securities	_	421,847	_	421,847	_	421,847
Commingled	1,334,058	90,625	_	1,424,683	_	1,424,683
Physical commodities	_	860,072	_	860,072	_	860,072
Derivative contracts	13,403	177,098		190,501	(104,561)	85,940
Total investments measured at						
fair value	42,660,067	6,527,925	253,342	49,441,334	(104,561)	49,336,773
Private investments measured at						
net asset value				757,076		757,076
Total investment						
assets	\$ 42,660,067	6,527,925	253,342	50,198,410	(104,561)	50,093,849
Derivative liabilities	\$ 97,017	237,854	_	334,871	(66,252)	268,619

^{*} Represents the netting allow ed under legally enforceable master netting agreements, including cash collateral (note 4).

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Unfunded commitments related to private investments as of December 31, 2020 were \$193,712.

December 31, 2019		Level 1	Level 2	Level 3	Gross fair value	Netting*	Net fair value
Cash equivalents	\$	844,780	323,422	_	1,168,202	_	1,168,202
Equities:							
Berkshire Hathaw ay "B" shares		11,305,187	_		11,305,187		11,305,187
Consumer goods		5,631,908	_	_	5,631,908	_	5,631,908
Energy and utilities		192,149	_		192,149	_	192,149
Financials		1,208,450	_		1,208,450	_	1,208,450
Healthcare		331,311	_	_	331,311	_	331,311
Industrials		8,221,886	_	_	8,221,886	_	8,221,886
Information technology		1,320,593	_	217,926	1,538,519	_	1,538,519
Materials		2,682,622	1	· —	2,682,623	_	2,682,623
Real estate		949,132	_	_	949,132	_	949,132
Telecommunications		258,474	_		258,474		258,474
Other		48,953	_	_	48,953	_	48,953
Debt:		,			,		•
U.S. government securities		8,090,182	359,473	_	8,449,655	_	8,449,655
U.S. municipals		_	18,670	_	18,670	_	18,670
Foreign government securities		_	2,740,481	_	2,740,481	_	2,740,481
Corporate debt securities		_	1,167,029	_	1,167,029	_	1,167,029
Mortgage-backed securities		_	579,964	23	579,987	_	579,987
Other debt securities		_	358,590	10	358,600	_	358,600
Commingled		1,108,859	91,873	_	1,200,732	_	1,200,732
Physical commodities		_	692,660	_	692,660	_	692,660
Derivative contracts		19,945	110,814	_	130,759	(31,444)	99,315
Total investments measured at fair value	•	42,214,431	6,442,977	217,959	48,875,367	(31,444)	48,843,923
Private investments measured at net asset value					619,570		619,570
Total investment assets	\$	42,214,431	6,442,977	217,959	49,494,937	(31,444)	49,463,493
Derivative liabilities	\$	9,223	69,017	_	78,240	(28,352)	49,888

^{*} Represents the netting allowed under legally enforceable master netting agreements, including cash collateral (note 4).

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Investment income, net comprises the following for the years ended December 31, 2020 and 2019:

	 2020	2019
Interest and dividend income	\$ 690,657	856,395
Net realized and unrealized gains on investments	4,035,036	4,853,364
Other investment expense, net	 (569,052)	(570,149)
Investment income, net	\$ 4,156,641	5,139,610

Cash equivalents include amounts invested in overnight securities purchased under agreements to resell (reverse repurchase agreements). These transactions are treated as collateralized financing transactions and are recorded at their contracted resale amounts. It is the Trust's policy to obtain possession of securities purchased under agreements to resell. The Trust manages the credit risk associated with these transactions by monitoring the market value of the collateral obtained, including accrued interest, and by requesting additional collateral when deemed appropriate. As of December 31, 2020 and 2019, the contract value of reverse repurchase agreements was \$306,200 and \$138,499, respectively. As of December 31, 2020 and 2019, the fair value of collateral received by the Trust under reverse repurchase agreements was \$312,465 and \$141,326, respectively.

Private investments measured using NAV as a practical expedient are not classified in the fair value hierarchy. Given the longer-term nature of private investments, many of those holdings could not be liquidated immediately in the unlikely event that such a need were to arise for the Trust. The majority of the private investments held as of December 31, 2020 and 2019 require general partner or managing member approval for an early redemption or transfer of ownership and a 10-90 day waiting period to liquidate the investment. In addition, certain holdings require that membership not exceed a certain number of owners, which could also delay the Trust's ability to transfer its ownership. The decision to invest in private investments includes consideration of the liquidation limitations as well as expected long-term funding requirements of the Foundation.

For the year ended December 31, 2020, changes in Level 3 holdings consisted primarily of acquisitions of units and valuation adjustments in privately held companies in the real estate and industrials industries, and a preexisting investment in the information technology industry where the fair value became readily determinable in the current year. There were no significant changes occurring in Level 3 holdings for the year ended December 31, 2019.

(4) Derivative Financial Instruments

In the normal course of business, the Trust uses various financial instruments, including derivative financial instruments, in an effort to manage exposure on long-term investments.

In order to manage price and interest rate risk associated with investing activities, the Trust primarily uses a combination of forward contracts and futures. Under these instruments, the Trust agrees to the future delivery of a currency or security, on an agreed-upon date, and at an agreed-upon price. These contracts are entered into with the intent of minimizing the Trust's economic exposure to adverse fluctuations in financial or currency markets and to reduce interest rate risk.

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The Trust also enters into derivative instruments for speculative and other purposes, including income enhancement and as an alternative to ownership of the underlying asset. Specifically, written options and forward contracts are used for enhancing returns on other investments and as an alternative to ownership.

The Trust nets certain derivative asset positions and derivative liability positions under legally enforceable master netting agreements. The Trust's net derivative asset positions are included within investments on the accompanying statements of financial position. The Trust's net derivative liability positions are included in the payable for investment purchases and other in the accompanying statements of financial position. Realized gains and losses as well as changes in fair value for all derivative instruments are included as a component of investment income.

The fair values of forward contracts, futures, options, and swaps as of December 31, 2020 and 2019 are as follows:

	_	December 31, 2020		
	_	Derivative assets	Derivative liabilities	
Forward contracts	\$	156,528	(65, 166)	
Futures		12,686	(96,000)	
Options		717	(1,473)	
Swaps	_	20,570	(172,232)	
Total		190,501	(334,871)	
Netting offset*	_	(104,561)	66,252	
Fair value presented in statement of financial				
position		85,940	(268,619)	
Noncash collateral	_	(50,126)	266,471	
Net amount	\$_	35,814	(2,148)	

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	_	December 31, 2019			
	_	Derivative assets	Derivative liabilities		
Forward contracts	\$	31,908	(57,385)		
Futures		19,757	(8,953)		
Options		188	(270)		
Swaps	_	78,906	(11,632)		
Total		130,759	(78,240)		
Netting offset*	_	(31,444)	28,352		
Fair value presented in statement of financial					
position		99,315	(49,888)		
Noncash collateral	_	(66,374)	46,575		
Net amount	\$_	32,941	(3,313)		

^{*} Represents the netting allowed under legally enforceable master netting agreements, including cash collateral of \$39,939 and \$4,100 netted against derivative assets at December 31, 2020 and 2019, and \$1,630 and \$1,008 netted against derivative liabilities at December 31, 2020 and 2019, respectively.

Outstanding notional purchases and sales were as follows:

		December 31, 2020		December	31, 2019
	_	Purchases	Sales	Purchases	Sales
Forward contracts	\$	3,387,005	2,196,004	1,154,449	1,664,769
Futures		745,053	14,598,990	1,397,876	9,512,421
Options		7,334	6,988	8,429	2,965
Swaps		763,225	1,114,521	2,041,841	720,933

The Trust's derivative instruments involve varying degrees of risk of loss in excess of the amount recognized in the statements of financial position, arising either from potential changes in market prices or the possible inability of counterparties to meet the terms of their contracts. The Trust monitors the financial condition of the firms used for these contracts in order to minimize the risk of loss. Management believes the Trust's use of derivatives does not result in credit or market risk that would materially affect the Trust's financial statements.

(5) Federal Excise Taxes

Through December 31, 2019, the Trust was subject to federal excise taxes imposed on private foundations at 2%, or at 1% if certain conditions were met. Legislation effective January 1, 2020 simplified the private foundation excise tax on investment income by replacing the two tier system with a flat rate of 1.39%.

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Excise tax is imposed on net investment income, as defined under federal law, which includes interest, dividends, and net realized gains on the sale of investments. The Trust provided for excise taxes at the 1.39% and 1% excise tax rates for the years ended December 31, 2020 and 2019, respectively. The current portion of excise tax expense is \$47,467 and \$70,949 for the years ended December 31, 2020 and 2019, respectively.

The Trust made provisions for deferred excise taxes, which were recorded at the 1.39% excise tax rate in 2020 and 2019. Deferred excise tax expense was \$60,484 and \$71,839 for the years ended December 31, 2020 and 2019, respectively, resulting from net unrealized gains on investments.

(6) Commitments and Contingencies

In the ordinary course of business, the Trust is subject to certain legal actions. In the opinion of management, such matters will not have a material effect on the financial position of the Trust.

(7) Conditional Pledge Receivable

The Trust recognizes conditional promises to give as revenues when the conditions are met. On June 26, 2006, Warren Buffett, a Trustee of the Foundation, pledged to the Trust 10 million shares (500 million split-adjusted*) of Berkshire Hathaway "B" shares. The shares will be transferred in annual gifts of 5% of the remaining balance of the earmarked shares. Contributions from Mr. Buffett in 2020 and in prior years are as follows (shares in thousands):

Berkshire Hathaway "B" shares contributed*

Date	Shares		Value
August 2006 – July 2016	215,600	\$	19,512,957
July 2017	14,220		2,404,602
July 2018	13,509		2,586,501
July 2019	12,834		2,749,075
July 2020	12,192		2,213,374
Total to date*	268,355	\$_	29,466,509

* On January 21, 2010, Berkshire Hathaway "B" shares split 50:1. All shares received prior to this date and the total shares received to date have been converted to reflect this split.

Although Mr. Buffett did not designate any significant restrictions on the use of the contributions, he did place three conditions on his remaining pledge:

- (1) At least one of Bill or Melinda Gates must remain alive and active in the policy-setting and administration of the Foundation.
- (2) The Trust must continue to satisfy legal requirements qualifying his gift as charitable and not subject to gift or other taxes.

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(3) The value of his annual gift must be fully additive to the spending required by the Internal Revenue Code (i.e., approximately 5% of the Trust's net assets). The additional spending required as a condition of the gift will be based on the prior year's contribution.

As this gift is conditional and the conditions cannot be satisfied in advance of each year's installment of the gift, a receivable for the remaining contribution has not been reflected in these financial statements. Rather, future contribution income will be recognized in annual installments as the conditions of the gift are met.

(8) Subsequent Events

The Trust evaluated subsequent events from December 31, 2020 through April 26, 2021, the date on which the financial statements were available to be issued, and determined that no additional disclosures are required.