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**Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation**

2008

Department of the Treasury
Internal Revenue Service (77)

Note: The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2008, or tax year beginning 12/01, **2008, and ending** 11/30, **2009**

G Check all that apply: Initial return Final return Amended return Address change Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.

CHUAN LYU FOUNDATION
P.O. BOX 1294
MENLO PARK, CA 94026

A Employer identification number
58-6203563

B Telephone number (see the instructions)
650-322-4894

C If exemption application is pending, check here

D 1 Foreign organizations, check here
2 Foreign organizations meeting the 85% test, check here and attach computation

E If private foundation status was terminated under section 507(b)(1)(A), check here

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

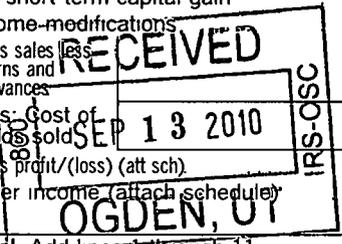
H Check type of organization Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, column (c), line 16)
\$ 10,823,442.

J Accounting method. Cash Accrual
 Other (specify) _____
(Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see the instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc., received (att sch)				
	2 Ck <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	404.	404.	404.	
	4 Dividends and interest from securities	48,180.	48,180.	48,180.	
	5a Gross rents	212,320.	212,320.	212,320.	
	b Net rental income or (loss) 54,448.				
	6a Net gain/(loss) from sale of assets not on line 10	-988,618.			
	b Gross sales price for all assets on line 6a 18,818,191.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain			0.	
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit/(loss) (att sch)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	-727,714.	260,904.	260,904.		
ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch) SEE ST 1	6,821.	3,410.		3,411.
	c Other prof fees (attach sch)				
	17 Interest				
	18 Taxes (attach schedule)				
	19 Depreciation (attach sch) and depletion	57,079.	46,788.		
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) SEE STATEMENT 2	112,422.	111,748.		664.
	24 Total operating and administrative expenses. Add lines 13 through 23	176,322.	161,946.		4,075.
	25 Contributions, gifts, grants paid PART XV	542,611.			745,611.
26 Total expenses and disbursements. Add lines 24 and 25	718,933.	161,946.	0.	749,686.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-1,446,647.				
b Net investment income (if negative, enter -0-)		98,958.			
c Adjusted net income (if negative, enter -0-)			260,904.		

OPERATING SCANNED SEP 14 2010



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
ASSETS	1	Cash – non-interest-bearing				
	2	Savings and temporary cash investments	49,066.	815,015.	815,015.	
	3	Accounts receivable				
		Less: allowance for doubtful accounts				
	4	Pledges receivable				
		Less: allowance for doubtful accounts				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)				
	7	Other notes and loans receivable (attach sch)				
		Less: allowance for doubtful accounts				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments – U.S. and state government obligations (attach schedule)				
		b Investments – corporate stock (attach schedule) STATEMENT 3	6,285,569.	3,959,989.	3,660,120.	
		c Investments – corporate bonds (attach schedule)				
	11	Investments – land, buildings, and equipment: basis				
	Less: accumulated depreciation (attach schedule)					
12	Investments – mortgage loans					
13	Investments – other (attach schedule) STATEMENT 4	4,149,144.	4,111,324.	4,111,324.		
14	Land, buildings, and equipment: basis 2,236,983.					
	Less: accumulated depreciation (attach schedule) SEE STMT 5 296,249.	1,997,772.	1,940,734.	2,236,983.		
15	Other assets (describe)					
16	Total assets (to be completed by all filers – see instructions. Also, see page 1, item l)	12,481,551.	10,827,062.	10,823,442.		
LIABILITIES	17	Accounts payable and accrued expenses				
	18	Grants payable	758,000.	555,000.		
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, & other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe SEE STATEMENT 6)	12,467.	7,625.		
	23	Total liabilities (add lines 17 through 22)	770,467.	562,625.		
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds	1,000,000.	1,000,000.		
	28	Paid-in or capital surplus, or land, building, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds	10,711,084.	9,264,437.		
30	Total net assets or fund balances (see the instructions)	11,711,084.	10,264,437.			
31	Total liabilities and net assets/fund balances (see the instructions)	12,481,551.	10,827,062.			

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year – Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	11,711,084.
2	Enter amount from Part I, line 27a	2	-1,446,647.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	10,264,437.
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	10,264,437.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a KOLORIFIC VENTURE INVESTMENT	P	VARIOUS	6/15/09
b FIDELITY INVESTMENTS (NOMINEE)	P	VARIOUS	VARIOUS
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 119.		287,820.	-287,701.
b 18,818,072.		19,518,989.	-700,917.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			-287,701.
b			-700,917.
c			
d			
e			

2 Capital gain net income or (net capital loss) If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	-988,618.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see the instructions). If (loss), enter -0- in Part I, line 8 	3	-700,917.

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No

If 'Yes,' the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2007	582,887.	10,324,400.	0.056457
2006	800,249.	14,233,502.	0.056223
2005	474,034.	14,198,458.	0.033386
2004	299,636.	10,689,805.	0.028030
2003	416,126.	9,060,704.	0.045926

2 Total of line 1, column (d)	2	0.220022
3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.044004
4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5	4	8,733,953.
5 Multiply line 4 by line 3	5	384,329.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	990.
7 Add lines 5 and 6	7	385,319.
8 Enter qualifying distributions from Part XII, line 4	8	546,686.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 – see the instructions)

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1. Date of ruling letter: _____ (attach copy of ruling letter if necessary – see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b.		1	990.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	990.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	990.
6 Credits/Payments:			
a 2008 estimated tax pmts and 2007 overpayment credited to 2008	6a	9,696.	
b Exempt foreign organizations – tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	9,696.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached.	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	8,706.	
11 Enter the amount of line 10 to be Credited to 2009 estimated tax	11	8,706.	Refunded

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities.</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T.</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) CA		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If 'No,' attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2008 or the taxable year beginning in 2008 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses.</i>		X

Part VII-A Statements Regarding Activities Continued

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	X	
14	The books are in care of ▶ <u>HWALIN LEE</u> Telephone no. ▶ <u>650-322-4894</u> Located at ▶ <u>132 ISABELLA AVE</u> ZIP + 4 ▶ <u>94027</u>		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15	N/A	▶ <input type="checkbox"/> N/A

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

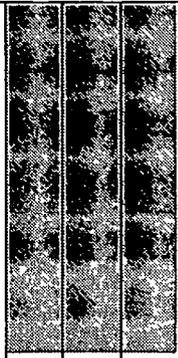
File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	N/A
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2008?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years ▶ 20__ , 20__ , 20__ , 20__		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see the instructions.)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20__ , 20__ , 20__ , 20__		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If 'Yes,' did it have excess business holdings in 2008 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2008.)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2008?	4b	X

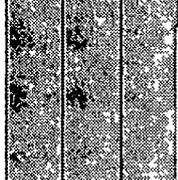
Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? Yes No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions). Yes No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No



5b N/A



6b X



7b N/A

b If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A Yes No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No

If you answered 'Yes' to 6b, also file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
DR HWALIN LEE 132 ISABELLA AVE ATHERTON, CA 94027	MANAGER 2.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1— see instructions). If none, enter 'NONE.'

(a) Name and address of each employee paid more than \$50,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services – (see instructions). If none, enter 'NONE'.

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 SEE ATTACHED STATEMENTS	
-----	4,075.
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	

2	
All other program-related investments. See instructions	
3	

Total. Add lines 1 through 3 ▶ 0.

BAA

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes:		
a	Average monthly fair market value of securities	1a	740,520.
b	Average of monthly cash balances	1b	2,851,991.
c	Fair market value of all other assets (see instructions)	1c	5,274,446.
d	Total (add lines 1a, b, and c)	1d	8,866,957.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	8,866,957.
4	Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	133,004.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,733,953.
6	Minimum investment return. Enter 5% of line 5	6	436,698.

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

1	Minimum investment return from Part X, line 6	1	436,698.
2a	Tax on investment income for 2008 from Part VI, line 5	2a	990.
b	Income tax for 2008 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	990.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	435,708.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	435,708.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	435,708.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes:		
a	Expenses, contributions, gifts, etc – total from Part I, column (d), line 26	1a	749,686.
b	Program-related investments – total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	-203,000.
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	546,686.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	990.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	545,696.

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				435,708.
2 Undistributed income, if any, as of the end of 2007:				
a Enter amount for 2007 only			511,892.	
b Total for prior years. 20__, 20__, 20__		0.		
3 Excess distributions carryover, if any, to 2008:				
a From 2003				
b From 2004				
c From 2005				
d From 2006				
e From 2007				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2008 from Part XII, line 4. ▶ \$ 546,686.				
a Applied to 2007, but not more than line 2a			511,892.	
b Applied to undistributed income of prior years (Election required – see instructions)		0.		
c Treated as distributions out of corpus (Election required – see instructions)	0.			
d Applied to 2008 distributable amount				34,794.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2008 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount – see instructions		0.		
e Undistributed income for 2007. Subtract line 4a from line 2a. Taxable amount – see instructions			0.	
f Undistributed income for 2008. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2009				400,914.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2004				
b Excess from 2005				
c Excess from 2006				
d Excess from 2007				
e Excess from 2008				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2008, enter the date of the ruling ▶

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

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

	Tax year	Prior 3 years			
	(a) 2008	(b) 2007	(c) 2006	(d) 2005	(e) Total
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a 'Assets' alternative test — enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b 'Endowment' alternative test — enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c 'Support' alternative test — enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year — see instructions.)

1 **Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2).)

DR HWALIN LEE

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<p>a Paid during the year SEE STATEMENT 7</p>				
<p>Total ▶ 3a</p>				<p>745,611.</p>
<p>b Approved for future payment UNIVERSITY OF SAN FRANCISCO SAN FRANCISCO, CA LESS: PRIOR YEAR SET ASIDE</p>	<p>NONE</p>	<p>PUBLIC</p>	<p>EDUCATIONAL</p>	<p>500,000. -703,000.</p>
<p>Total ▶ 3b</p>				<p>-203,000.</p>

CHUAN LYU FOUNDATION

58-6203563

STATEMENT 1
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	\$ 6,821.	\$ 3,410.		\$ 3,411.
TOTAL	<u>\$ 6,821.</u>	<u>\$ 3,410.</u>	<u>\$ 0.</u>	<u>\$ 3,411.</u>

STATEMENT 2
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DUES & PUBS	\$ 140.	\$ 70.		\$ 70.
OFFICE	1,188.	594.		594.
RENTAL EXPENSES	111,084.	111,084.		
TAXES	10.			
TOTAL	<u>\$ 112,422.</u>	<u>\$ 111,748.</u>	<u>\$ 0.</u>	<u>\$ 664.</u>

STATEMENT 3
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

<u>CORPORATE STOCKS</u>	<u>VALUATION METHOD</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
FIDELITY (NOMINEE)	MKT VAL	\$ 3,959,989.	\$ 3,660,120.
	TOTAL	<u>\$ 3,959,989.</u>	<u>\$ 3,660,120.</u>

STATEMENT 4
FORM 990-PF, PART II, LINE 13
INVESTMENTS - OTHER

<u>OTHER INVESTMENTS</u>	<u>VALUATION METHOD</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
CHINESE CULTURAL ARTWORK	COST	\$ 19,500.	\$ 19,500.
AVANTIS MEDICAL	COST	987,836.	987,836.
TAIWAN PUBLISHING COMPANY	COST	3,988.	3,988.
KOLORIFIC VENTURE	COST	0.	0.
BIOKEY	COST	1,750,000.	1,750,000.
STEMCYTE	COST	200,000.	200,000.
GENEPHARM	COST	150,000.	150,000.
LEXLI INVESTMENT, LLC	COST	500,000.	500,000.
SOLUPRIN PHARMACEUTICALS INC	COST	250,000.	250,000.
AMKEY	COST	50,000.	50,000.
EPITOMAS	COST	200,000.	200,000.
TOTAL		<u>\$ 4,111,324.</u>	<u>\$ 4,111,324.</u>

CHUAN LYU FOUNDATION

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STATEMENT 5
FORM 990-PF, PART II, LINE 14
LAND, BUILDINGS, AND EQUIPMENT

<u>CATEGORY</u>	<u>BASIS</u>	<u>ACCUM. DEPREC.</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
BUILDINGS	\$ 2,236,983.	\$ 296,249.	\$ 1,940,734.	\$ 0.
MISCELLANEOUS	0.	0.	0.	2,236,983.
TOTAL	<u>\$ 2,236,983.</u>	<u>\$ 296,249.</u>	<u>\$ 1,940,734.</u>	<u>\$ 2,236,983.</u>

STATEMENT 6
FORM 990-PF, PART II, LINE 22
OTHER LIABILITIES

RENT DEPOSITS	\$ 7,625.
TOTAL	<u>\$ 7,625.</u>

STATEMENT 7
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

<u>NAME AND ADDRESS</u>	<u>DONEE RELATIONSHIP</u>	<u>FOUND- ATION STATUS</u>	<u>PURPOSE OF GRANT</u>	<u>AMOUNT</u>
MISC GRANTS LESS THAN \$500 SAN FRANCISCO, CA	NONE	PUBLIC	CULTURAL, COMMUNITY	\$ 4,111.
FORMOSAN ASSOC PUBLIC AFFAIRS WASHINGTON, DC	NONE	PUBLIC	WRITE EDUCATIONAL BOOK	352,000.
TACBC FLOOD RELIEF SAN JOSE, CA, CA	NONE	PUBLIC	RELIEF	50,000.
NO AM TAIWANESE WOMENS ASSOC LOS ANGELES, CA	NONE	EXEMPT	CULTURAL	500.
UCSD FOUNDATION SAN DIEGO, CA	NONE	PUBLIC	EDUCATIONAL	250,000.
NORTH AMERICAN TAIWANESE PROFESSOR ASSOC SAN FRANCISCO, CA	NONE	EXEMPT	EDUCATIONAL	8,000.
MARAKAT DISASTER RELIEF LOS ANGELES, CA	NONE	EXEMPT	RELIEF	10,000.
NTUADF CHICAGO, IL	NONE	EXEMPT	CULTURAL	10,000.

CHUAN LYU FOUNDATION

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STATEMENT 7 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

<u>NAME AND ADDRESS</u>	<u>DONEE RELATIONSHIP</u>	<u>FOUND- ATION STATUS</u>	<u>PURPOSE OF GRANT</u>	<u>AMOUNT</u>
CHILIN FOUNDATION LOS ANGELES, CA	NONE	EXEMPT	EDUCATIONAL	\$ 50,000.
MARCH FOR TAIWAN WASHINGTON, DC	NONE	EXEMPT	CULTURAL	5,000.
ALAMEDA COUNTY LIBRARY ALAMEDA, CA	NONE	EXEMPT	EDUCATIONAL	6,000.
			TOTAL \$	<u>745,611.</u>

CHUAN LYU FOUNDATION

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RENTAL INCOME WORKSHEET

380A CAMBRIDGE AVE, PALO ALTO, CA

GROSS RENTAL INCOME	\$	212,320.
EXPENSES		
CLEANING AND MAINTENANCE		11,345.
COMMISSIONS		8,181.
DEPRECIATION		46,788.
INSURANCE		3,548.
LEGAL AND PROFESSIONAL FEES		9.
MANAGEMENT FEES		10,626.
REPAIRS		16,840.
TAXES		28,941.
UTILITIES		24,994.
BANK CHARGES		13.
SECURITY		3,105.
HVAC		3,187.
LOCKS AND KEYS		240.
SIGNAGE		55.
TOTAL EXPENSES	\$	<u>157,872.</u>
NET RENTAL INCOME OR LOSS	\$	<u>54,448.</u>

CHUAN LYU FOUNDATION

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NO.	DESCRIPTION	DATE ACQUIRED	DATE SOLD	COST/ BASIS	BUS. PCT.	CUR 179 BONUS	SPECIAL DEPR ALLOW.	PRIOR 179/ BONUS/ SP. DEPR.	PRIOR DEC. BAL DEPR.	SALVAG /BASIS REDUCT	DEPR BASIS	PRIOR DEPR.	METHOD	LIFE	RATE	CURRENT DEPR.	
FORM 990/990-PF																	
BUILDINGS																	
2	BLDG - EXEMPT (18.1819%)	11/22/04		283,035							283,035	42,872	S/L	MM	27.5	.03636	10,291
TOTAL BUILDINGS																	
				283,035		0	0	0	0	0	283,035	42,872					10,291
TOTAL DEPRECIATION																	
				283,035		0	0	0	0	0	283,035	42,872					10,291
RENTAL ACTIVITY - 380A CAMBRIDGE AVE, PALO ALTO, CA																	
BUILDINGS																	
1	BLDG - RENTAL PORTION	11/22/04		1,273,652							1,273,652	195,854	S/L	MM	27.5	.03636	46,310
3	LAND - RENTAL PORTION	11/22/04		545,852							545,852						0
4	LAND - EXEMPT (18.1819%)	11/22/04		121,300							121,300						0
5	IMPROVEMENTS - RENTAL	8/27/07		3,636							3,636	171	S/L	MM	27.5	.03636	132
6	IMPROVEMENTS - EX (18.18%)	8/27/07		808							808	38	S/L	MM	27.5	.03636	29
7	IMPROVEMENTS - RENTAL	1/02/08		7,118							7,118	226	S/L	MM	27.5	.03636	259
8	IMPROVEMENTS - EX (18.18%)	1/02/08		1,582							1,582	50	S/L	MM	27.5	.03636	58
TOTAL BUILDINGS																	
				1,953,948		0	0	0	0	0	1,953,948	196,339					46,788
TOTAL DEPRECIATION																	
				1,953,948		0	0	0	0	0	1,953,948	196,339					46,788
GRAND TOTAL DEPRECIATION																	
				2,236,983		0	0	0	0	0	2,236,983	239,211					57,079

CHUAN LYU FOUNDATION

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**DEPRECIATION WORKSHEET
FORM 990-PF, PART I
ALLOCATED DEPRECIATION**

DESCRIPTION	DATE ACQUIRED	COST BASIS	PRIOR YEAR DEPR	METHOD	RATE	LIFE	CURRENT YEAR DEPR	NET INVEST INCOME	ADJUSTED NET INCOME
BLDG - RENTAL PORTION	11/22/04	1,273,652	195,854	S/L	0.0364		46,310	46,310	0
BLDG - EXEMPT (18.1819%)	11/22/04	283,035	42,872	S/L	0.0364		10,291	0	0
IMPROVEMENTS - RENTAL	8/27/07	3,636	171	S/L	0.0364		132	132	0
IMPROVEMENTS -EX (18.18%)	8/27/07	808	38	S/L	0.0364		29	29	0
IMPROVEMENTS - RENTAL	1/02/08	7,118	226	S/L	0.0364		259	259	0
IMPROVEMENTS -EX (18.18%)	1/02/08	1,582	50	S/L	0.0364		58	58	0

CHUAN LYU FOUNDATION
STATEMENT OF PURPOSE

THE FOUNDATION

The Chuan Lyu Foundation is a private philanthropy dedicated to the preservation of the culture and history of the Taiwanese people. The current Foundation emphases are:

- 1). Development of ideas and practical means that will promote increased participation by the public citizens on the decision-making process of the government.
- 2). Development of ideas and ways to propagate respect for individual's rights and to promote justice in the process of law enforcement.
- 3). Promotion of public education and policy studies that will contribute to the conservation of natural resources and environment.

PROGRAM

- 1). Chuan Lyu Fellow Program: Awards fellowship to exceptionally creative and dedicated individuals at a point in their careers when fellowship support could make a marked difference.
- 2). General Grant Program: Awards training and research fellowship grants, community grants and cultural grants.

CHUAN LYU FOUNDATION
ALLOCATION OF GRANT ADMINISTRATIVE EXPENSES

Basis used to allocate administration expenses to charitable activities:

With respect to the allocation of expenses for purposes of the computation of net investment income, it has been the practice of the foundation to claim as deductions one-half of the accounting fees incurred in the preparation of the foundations's tax and information returns and related matters, fees charged by brokerage firms (other than commissions which are taken into account in the capital gains computations), filing fees paid by the foundation and other expenses incurred in preparing the foundation's returns and otherwise satisfying the various Federal and state filing requirements.

With respect to the allocation of expenses for charitable purposes, it has been the policy of the foundation to allocate all legal and related fees, administration fees incurred in advertising the existence of the foundation (eg: membership in exempt organization societies, etc.) and other non-investment related costs (i.e.: P.O. box rental) entirely for exempt purposes since such expenditures relate directly to the furtherance of the exempt purpose of the foundation.

Chuan Lyu Foundation

SCHEDULE OF SET ASIDE REQUIREMENTS

Approved for Future Payment	Set Aside 2004 11/30/2005	Distributed 2005	Set Aside 2005 11/30/2006	Undistributed To Date 11/30/2006	Distributed 2006	Set Aside 2006 11/30/2007	Undistributed To Date 11/30/2007	Distributed 2007	Set Aside 2007 11/30/2008	Undistributed To Date 11/30/2008	Distributed 2008	Set Aside 2008 11/30/2009	Undistributed To Date 11/30/2009
Formosan Assoc of Public Affairs Washington DC	210,000	(60,000)	150,000	400,000		250,000	400,000			400,000	(350,000)		50,000
Formosan Assoc of Public Affairs Washington DC	10,000	(10,000)	0	0			0			0			0
No Am Tawanese PRof Assoc San Francisco, CA	10,000		10,000	10,000	(2,000)		10,000			8,000	(3,000)		5,000
No Am Tawanese Women's Assoc San Jose, CA	10,000		10,000	10,000	(10,000)		10,000			0			0
UC San Diego La Jolla, CA			196,863	196,863	(196,863)		0		250,000	250,000	(250,000)		0
UC San Francisco San Francisco, CA												500,000	500,000
Chilin Foundation									50,000	50,000	(50,000)		0
Taiwan American Center									50,000	50,000	(50,000)		0
TOTAL at Year End	240,000	(70,000)	196,863	366,863	(196,863)	250,000	420,000	(12,000)	350,000	758,000	(703,000)	500,000	555,000

CHUAN LYU FOUNDATION
PART XII (3B) - CASH DISTRIBUTION TEST

\$500,000 of grants are expected to be funded within the next two to three fiscal years.

CASH DISTRIBUTION TEST:

	<u>DISTRIBUTABLE</u>			
	<u>AMOUNT</u>			
2008	80.00%	\$ 435,708	\$	348,566
2007	60.00%	515,298		309,179
2006	40.00%	709,438		283,775
2005	20.00%	674,873		134,975
				<hr/>
AMOUNT REQUIRED TO BE DISTRIBUTED				1,076,495
				<hr/>
DISTRIBUTIONS:				
2007				(245,809)
2006				(749,349)
2005				(382,221)
				<hr/>
ACTUAL DISTRIBUTIONS				(1,377,379)
				<hr/>
DISTRIBUTION UNDER (OVER) REQUIRED AMOUNT			\$	(300,884)
				<hr/> <hr/>
MAXIMUM 2008 SET ASIDE (2008 DIST AMOUNT OF \$ 435,708 LESS ABOVE UNDERAGE OR PLUS ABOVE OVERAGE OF \$300,884 BUT NOT BELOW ZERO)			\$	736,592
				<hr/> <hr/>
ACTUAL 2008 SET ASIDE (11/30/09)			\$	500,000
				<hr/> <hr/>