Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2009

For calendar year 2009, or tax year beginning , **and ending**

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name change

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

Name of foundation
THE HSIEH FAMILY FOUNDATION

Number and street (or P O box number if mail is not delivered to street address) Room/suite
P.O. BOX 3326

City or town, state, and ZIP code
SOUTH PASADENA, CA 91030

A Employer identification number
20-2790125

B Telephone number
(213) 593-2300

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, col. (c), line 16)* ▶$ 12,383,865.

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

Part I **Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	276,167.	276,167.		STATEMENT 1
	4 Dividends and interest from securities				
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<4,333.>			
	b Gross sales price for all assets on line 6a 938,356.				
	7 Capital gain ~~net income (from Part IV, line 2)~~		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income		203.		STATEMENT 2
	12 **Total** Add lines 1 through 11	271,834.	276,370.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 3	36,755.	18,378.		18,378.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 4	5,410.	0.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 5	395.	0.		395.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	42,560.	18,378.		18,773.
	25 Contributions, gifts, grants paid	1,762,469.			3,744,500.
	26 **Total expenses and disbursements.** Add lines 24 and 25	1,805,029.	18,378.		3,763,273.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	<1,533,195.>			
	b **Net investment income** (if negative, enter -0-)		257,992.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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		Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	15,779,376.	2,064,091.	2,064,091.
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations			
	b	Investments - corporate stock			
	c	Investments - corporate bonds			
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other			
	14	Land, buildings, and equipment: basis ▶			
		Less accumulated depreciation ▶			
	15	Other assets (describe ▶ STATEMENT 6)	6,063.	10,319,774.	10,319,774.
	16	**Total assets** (to be completed by all filers)	15,785,439.	12,383,865.	12,383,865.
Liabilities	17	Accounts payable and accrued expenses	136,100.	5,200.	
	18	Grants payable	9,237,238.	7,254,707.	
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶ STATEMENT 7)	0.	4,800.	
	23	**Total liabilities** (add lines 17 through 22)	9,373,338.	7,264,707.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted	6,412,101.	5,119,158.	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances**	6,412,101.	5,119,158.	
	31	**Total liabilities and net assets/fund balances**	15,785,439.	12,383,865.	

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	6,412,101.
2	Enter amount from Part I, line 27a	2	<1,533,195.>
3	Other increases not included in line 2 (itemize) ▶ UNREALIZED GAIN ON INVESTMENTS	3	240,252.
4	Add lines 1, 2, and 3	4	5,119,158.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,119,158.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b	SEE ATTACHED STATEMENT			
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	938,356.		942,689.	<4,333.>

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				
b				
c				
d				
e				<4,333.>

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	<4,333.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

Part 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 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 (col. (b) divided by col. (c))
2008	4,615,001.	14,211,677.	.324733
2007	3,290,189.	10,185,519.	.323026
2006	10,163,850.	17,636,498.	.576296
2005	252,542.	5,194,266.	.048619
2004			

2 **Total** of line 1, column (d)	2	1.272674
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	.318169
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	15,138,347.
5 Multiply line 4 by line 3	5	4,816,553.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,580.
7 Add lines 5 and 6	7	4,819,133.
8 Enter qualifying distributions from Part XII, line 4	8	3,763,273.

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 instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______________ **(attach copy of letter if necessary-see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	5,160.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0.
3	Add lines 1 and 2			3	5,160.
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	5,160.
6	Credits/Payments:				
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	8,041.		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	6,000.		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	14,041.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☒ 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	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	8,881.
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶		8,881. **Refunded** ▶	11	0.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
	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.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		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? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		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?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see 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? If "No," attach explanation*	8b	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 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		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)	11		X
12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ WTAS Telephone no. ▶ 213-593-2300

Located at ▶ 633 W. FIFTH STREET, SUITE 2700, LOS ANGELES, CA ZIP+4 ▶ 90071

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

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? ☐ Yes ☒ No			
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ 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)? ☐ Yes ☒ 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.) ☐ Yes ☒ 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 page 20 of the instructions)?	1b		X
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
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 2009?	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 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☒ No			
If "Yes," list the years ▶ ______, ______, ______, ______			
b Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	2b		
c If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______, ______, ______, ______			
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b If "Yes," did it have excess business holdings in 2009 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 2009.)* N/A	3b		
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 2009?	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)? ☐ 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

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

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? | 6b | | X

If "Yes" to 6b, file Form 8870

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

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? N/A | 7b | |

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.

(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
MING HSIEH P.O. BOX 3326 S PASADENA, CA 91030	DIRECTOR - CHAIRMAN 1.00	0.	0.	0.
FANG ZHI LIU HSIEH P.O. BOX 3326 S PASADENA, CA 91030	DIRECTOR - SECRETARY/CFO 1.00	0.	0.	0.

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

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

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

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
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 N/A	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

Form **990-PF** (2009)

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	0.
b	Average of monthly cash balances		1b	10,015,120.
c	Fair market value of all other assets		1c	5,353,760.
d	**Total** (add lines 1a, b, and c)		1d	15,368,880.
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	15,368,880.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	230,533.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	15,138,347.
6	**Minimum investment return.** Enter 5% of line 5		6	756,917.

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	756,917.
2a	Tax on investment income for 2009 from Part VI, line 5	2a 5,160.		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	5,160.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	751,757.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	751,757.
6	Deduction from distributable amount (see instructions)		6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	751,757.

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	3,763,273.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	3,763,273.
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	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	3,763,273.

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 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7					751,757.
2 Undistributed income, if any, as of the end of 2009					
a Enter amount for 2008 only				0.	
b Total for prior years: ______, ______, ______			0.		
3 Excess distributions carryover, if any, to 2009:					
a From 2004					
b From 2005	252,542.				
c From 2006	9,451,557.				
d From 2007	2,788,635.				
e From 2008	4,176,735.				
f Total of lines 3a through e		16,669,469.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 3,763,273.					
a Applied to 2008, but not more than line 2a				0.	
b Applied to undistributed income of prior years (Election required - see instructions)			0.		
c Treated as distributions out of corpus (Election required - see instructions)		0.			
d Applied to 2009 distributable amount					751,757.
e Remaining amount distributed out of corpus		3,011,516.			
5 Excess distributions carryover applied to 2009 (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		19,680,985.			
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 2008. Subtract line 4a from line 2a. Taxable amount - see instr.				0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010					0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)		0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7		0.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a		19,680,985.			
10 Analysis of line 9:					
a Excess from 2005	252,542.				
b Excess from 2006	9,451,557.				
c Excess from 2007	2,788,635.				
d Excess from 2008	4,176,735.				
e Excess from 2009	3,011,516.				

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 2009, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
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					
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 foundation had $5,000 or more in assets at any time during the year-see the 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).)

SEE STATEMENT 8

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
a *Paid during the year*				
SEE STATEMENT 9				
Total			▶ 3a	3744500.
b *Approved for future payment*				
UNIVERSITY OF SOUTHERN CALIFORNIA UNIVERSITY OF SOUTHERN CALIFORNIA, LOS ANGELES,		PUBLIC	ENGINEERING DEPARTMENT	7500000.
WESTRIDGE SCHOOL FOR GIRLS 324 MADELINE DRIVE PASADENA, CA 91105		PUBLIC	ENDOWMENT FUND	300,000.
POLYTECHNIC SCHOOL 1030 EAST CALIFORNIA BLVD PASADENA, CA 91106		PUBLIC	THE NEXT 100 YEARS CAMPAIGN	750,000.
Total			▶ 3b	8550000.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	276,167.	
4 Dividends and interest from securities					
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	<4,333.>	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		271,834.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 271,834.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

Signature of officer or trustee

Date 11/12/2010

Title SECRETARY

Paid Preparer's Use Only

Preparer's signature

Date 11/9/10

Check if self-employed ☐

Preparer's identifying number

Firm's name (or yours if self-employed), address, and ZIP code
WTAS LLC
633 WEST FIFTH ST., STE 2700
LOS ANGELES, CA 90071

EIN

Phone no. 213-593-2300

THE HSIEH FAMILY FOUNDATION

CONTINUATION FOR 990-PF, PART IV
20-2790125 PAGE 1 OF 1

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	JP MORGAN #008 JUL - SEE ATTACHED STMT	P	VARIOUS	VARIOUS
b	JP MORGAN #008 AUG - SEE ATTACHED STMT	P	VARIOUS	VARIOUS
c	JP MORGAN #008 SEP - SEE ATTACHED STMT	P	VARIOUS	VARIOUS
d	JP MORGAN #008 OCT - SEE ATTACHED STMT	P	VARIOUS	VARIOUS
e	JP MORGAN #008 NOV - SEE ATTACHED STMT	P	VARIOUS	VARIOUS
f	JP MORGAN #008 DEC - SEE ATTACHED STMT	P	VARIOUS	VARIOUS
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	487,144.		482,384.	4,760.
b	56,972.		59,445.	<2,473.>
c	50,212.		52,446.	<2,234.>
d	94,891.		95,569.	<678.>
e	57,929.		60,634.	<2,705.>
f	191,208.		192,211.	<1,003.>
g				
h				
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				4,760.
b				<2,473.>
c				<2,234.>
d				<678.>
e				<2,705.>
f				<1,003.>
g				
h				
i				
j				
k				
l				
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	<4,333.>
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

INFLOWS & OUTFLOWS

Settlement Date	Type	Description	Quantity	Per Unit Amount	Amount
7/31	US Government Interest	**U S A TREASURY NOTES** 1 3/4% JAN 31 2014 DTD 01/22/2009	460,000.000	0.009	4,025.00
7/31	Corporate Interest	**WELLS FARGO COMPANY** SR NOTES 4 3/8% JAN 31 2013 01/31/2008	25,000.000	0.022	546.88
7/31	Accrued Interest Paid	**FANNIEMAE GRANTOR TRUST** SER 2001-T12 CL A2 7.5% AUG 25 2041 DTD 11/01/2001	92,733.400	0.004	(386.39)
Total Inflows & Outflows					**$16,966.42**

TRADE ACTIVITY

Note: S indicates Short Term Realized Gain/Loss O indicates Ordinary Income Realized Gain
* Settled transaction was initiated in prior statement period and settled in current statement period

Trade Date	Settlement Date	Type	Description	Quantity	Per Unit Amount	Proceeds	Tax Cost	Realized Gain/Loss
Settled Sales/Maturities/Redemptions								
7/15	7/15	Principal Payment	**FREDDIE MAC** GOLD PARTIC CTF 6.00% NOV 01 2022 DTD 11/01/2002 POOL NO C90589 PAYMENT A/C PRINCIPAL	(7,374.650)		7,374.65	(7,789.47)	(414.82) S

Trade Date	Settlement Date	Type	Description	Quantity	Per Unit Amount	Proceeds	Tax Cost	Realized Gain/Loss
Settled Sales/Maturities/Redemptions								
7/15	7/15	Principal Payment	**FREDDIE MAC** SER 1562 CL Z 7% JUL 15 2023 DTD 07/01/1993 PAYMENT A/C PRINCIPAL	(1,543.310)		1,543.31	(1,658 09)	(114.78) S
7/15	7/15	Principal Payment	**FREDDIE MAC** SER 2590 CL QY 3 75% APR 15 2028 DTD 03/01/2003 PAYMENT A/C PRINCIPAL	(1,723.550)		1,723.55	(1,706.31)	17.24 S
7/17	7/17	Sale	**TELE COMMUNICATIONS INC** 7 7/8% AUG 01 2013 DTD 08/03/1993 US/PURCHASE OFFER - BOND HOLDERS RECEIVE $1102.50 IN TENDER PROCEEDS + $30.00 IN A EARLY TENDE PREMIUM + $36 3125 IN ACCRUED INTEREST PER $1,000 P.A. OF BONDS HELD	(25,000.000)	1 103	27,562.50	(27,262 75)	299 75 S
7/20	7/20	Principal Payment	**GOVERNMENT NATIONAL MORTGAGE ASSN** SER 2002-51 CL D 6% JUL 20 2032 DTD 7/1/2002 PAYMENT A/C PRINCIPAL	(809 080)		809.08	(839 67)	(30 59) S
7/17	7/20	Sale	**U S A BONDS** 8 3/4% MAY 15 2017 DTD 5/15/87 @ 136.265625 BARCLAYS CAPITAL INC FIXED INCOME TRADE DATE 07/17/09 FACE VALUE 125,000 00	(125,000.000)	136.266	170,332.03	(168,300.78)	2,031.25 S

Trade Date	Settlement Date	Type	Description	Quantity	Per Unit Amount	Proceeds	Tax Cost	Realized Gain/Loss
Settled Sales/Maturities/Redemptions								
7/17	7/20	Sale	**U S A TREASURY NOTES** 1 3/4% JAN 31 2014 DTD 01/22/2009 @ 97 63671875 BARCLAYS CAPITAL INC FIXED INCOME TRADE DATE 07/17/09 FACE VALUE 200,000.00	(200,000.000)	97 637	195,273.44	(191,414.06)	3,656 88 S 202 50 O
7/17	7/20	Sale	**U S A TREASURY NOTES** 4 1/2% APR 30 2012 DTD 4/30/2007 @ 108 3359375 BANC OF AMERICA SEC LLC TRADE DATE 07/17/09 FACE VALUE 50,000.00	(50,000.000)	108.336	54,167 97	(53,785.16)	382 81 S
7/21	7/21	Principal Payment	**HONDA AUTO RECEIVABLES OWNER TRUST** SER 2006-2 CL A4 5 28% JAN 23 2012 DTD 08/22/2006 PAYMENT A/C PRINCIPAL	(5,820.280)		5,820.28	(5,927.59)	(107.31) S
7/27	7/27	Principal Payment	**FANNIE MAE** SER 1996-23 CL G 6.5% JUL 25 2026 DTD 06/01/1996 PAYMENT A/C PRINCIPAL	(2,945.330)		2,945.33	(3,114.69)	(169.36) S
7/27	7/27	Principal Payment	**FANNIE MAE** 6% MAY 01 2022 DTD 04/01/2002 POOL NO 254304 PAYMENT A/C PRINCIPAL	(3,954.450)		3,954.45	(4,169.47)	(215.02) S

Trade Date	Settlement Date	Type	Description	Quantity	Per Unit Amount	Proceeds	Tax Cost	Realized Gain/Loss
Settled Sales/Maturities/Redemptions								
7/27	7/27	Principal Payment	**FANNIE MAE** 6% AUG 01 2023 DTD 07/01/2003 POOL NO 254894 PAYMENT A/C PRINCIPAL	(3,949 840)		3,949.84	(4,164.61)	(214.77) S
7/27	7/27	Principal Payment	**FANNIE MAE** SER 2001-74 CL QE 6% DEC 25 2031 DTD 11/01/2001 PAYMENT A/C PRINCIPAL	(3,280.010)		3,280 01	(3,431 20)	(151.19) S
7/27	7/27	Principal Payment	**FANNIE MAE WHOLE LOAN** SER 2003-W2 CL 2A9 5 9% JUL 25 2042 DTD 01/01/2003 PAYMENT A/C PRINCIPAL	(1,356.460)		1,356.46	(1,383.59)	(27 13) S
7/27	7/27	Principal Payment	**FANNIE MAE** SER 2005-62 CL CQ 4.75% JUL 25 2035 DTD 06/01/2005 PAYMENT A/C PRINCIPAL	(1,131 520)		1,131.52	(1,149.91)	(18.39) S
7/27	7/27	Principal Payment	**FANNIE MAE** 6.5% SEP 01 2036 DTD 10/01/2006 POOL NO 831800 PAYMENT A/C PRINCIPAL	(3,759 940)		3,759.94	(4,000 81)	(240.87) S
7/27	7/27	Principal Payment	**FANNIE MAE WHOLE LOAN** SER 2004-W1 CL 2A2 7% DEC 25 2033 DTD 1/01/2004 PAYMENT A/C PRINCIPAL	(1,027.720)		1,027.72	(1,109.30)	(81.58) S

Trade Date	Settlement Date	Type	Description	Quantity	Per Unit Amount	Proceeds	Tax Cost	Realized Gain/Loss
Settled Sales/Maturities/Redemptions								
7/28	7/28	Principal Payment	**FANNIE MAE** SER 2001-14 CL-Z 6% MAY 25 2031 DTD 04/01/2001 PAYMENT A/C PRINCIPAL AS OF 07/27/09	(1,131.600)		1,131.60	(1,176.86)	(45.26) S
Total Settled Sales/Maturities/Redemptions						$487,143.68	($482,384.32)	$4,556.86 S $202.50 O

Trade Date	Settlement Date	Type	Description	Quantity	Per Unit Amount	Market Cost
Settled Securities Purchased						
6/25	7/2	Purchase	**GENERAL ELECTRIC CAPITAL CORP** MEDIUM TERM NOTES 6% JUN 15 2012 DTD 6/7/2002 @ 104.928 MORGAN STANLEY & CO. INCORPORATED TRADE DATE 06/25/09 FACE VALUE 50,000.00	50,000 000	104.928	(52,464.00) *
6/26	7/2	Purchase	**BANK OF NEW YORK MELLON** MEDIUM TERM NOTE 4 95% NOV 01 2012 DTD 11/01/2007 @ 106 051 BNP PARIBAS SECURITIES CORP TRADE DATE 06/26/09 FACE VALUE 25,000 00	25,000.000	106 051	(26,512.75) *

INFLOWS & OUTFLOWS

Settlement Date	Type	Description	Quantity	Per Unit Amount	Amount
8/25	Corporate Interest	**FANNIE MAE** SER 2001-14 CL-Z 6% MAY 25 2031 DTD 04/01/2001	88,920 700	0 005	444 60
8/25	Corporate Interest	**FANNIE MAE** 6% SEP 01 2017 DTD 09/01/2002 POOL NO 654507	91,709 399	0 005	458 55
8/31	Accrued Interest Paid	**DUKE CAPITAL CORP** NOTES 6 1/4% FEB 15 2013 DTD 2/15/2002	20,000 000	0 003	(55 56)
Total Inflows & Outflows					**$48,152.50**

TRADE ACTIVITY

Note: S indicates Short Term Realized Gain/Loss
* Settled transaction was initiated in prior statement period and settled in current statement period

Trade Date	Settlement Date	Type	Description	Quantity	Per Unit Amount	Proceeds	Tax Cost	Realized Gain/Loss
Settled Sales/Maturities/Redemptions								
8/6	8/6	Principal Payment	**AMERICREDIT AUTOMOBILE RECEIVABLES** TRUST SER 2004-DF CL A4 3 43% JUL 06 2011 DTD 11/09/2004 PAYMENT A/C PRINCIPAL	(5,653 860)		5,653 86	(5,639.73)	14 13 S

Trade Date	Settlement Date	Type	Description	Quantity	Per Unit Amount	Proceeds	Tax Cost	Realized Gain/Loss
Settled Sales/Maturities/Redemptions								
8/6	8/6	Principal Payment	**TO REVERSE ENTRY OF 07/28/2009** FANNIE MAE SER 2001-14 CL-Z 6% MAY 25 2031 DTD 04/01/2001 PAYMENT A/C PRINCIPAL AS OF 07/27/09	1,131 600		(1,131.60)	1,176 86	45 26 S
8/10	8/10	Principal Payment	**FANNIE MAE** SER 2001-14 CL-Z 6% MAY 25 2031 DTD 04/01/2001 PAYMENT A/C PRINCIPAL AS OF 07/27/09	(1,131 600)		1,131 60	(1,176 86)	(45 26) S
8/17	8/17	Principal Payment	**FREDDIE MAC** GOLD PARTIC CTF 6 00% NOV 01 2022 DTD 11/01/2002 POOL NO C90589 PAYMENT A/C PRINCIPAL	(4,192 690)		4,192 69	(4,428 53)	(235 84) S
8/17	8/17	Principal Payment	**FREDDIE MAC** SER 1562 CL Z 7% JUL 15 2023 DTD 07/01/1993 PAYMENT A/C PRINCIPAL	(1,614 990)		1,614 99	(1,735 10)	(120 11) S
8/17	8/17	Principal Payment	**FREDDIE MAC** SER 2590 CL QY 3 75% APR 15 2028 DTD 03/01/2003 PAYMENT A/C PRINCIPAL	(1,545 940)		1,545 94	(1,530 48)	15 46 S
8/20	8/20	Principal Payment	**GOVERNMENT NATIONAL MORTGAGE ASSN** SER 2002-51 CL D 6% JUL 20 2032 DTD 7/1/2002 PAYMENT A/C PRINCIPAL	(714 250)		714 25	(741 26)	(27 01) S

Trade Date	Settlement Date	Type	Description	Quantity	Per Unit Amount	Proceeds	Tax Cost	Realized Gain/Loss
Settled Sales/Maturities/Redemptions								
8/21	8/21	Principal Payment	**HONDA AUTO RECEIVABLES OWNER TRUST** SER 2006-2 CL A4 5 28% JAN 23 2012 DTD 08/22/2006 PAYMENT A/C PRINCIPAL	(6,127 770)		6,127 77	(6,240 75)	(112 98) S
8/25	8/25	Principal Payment	**FANNIE MAE** SER 1996-23 CL G 6 5% JUL 25 2026 DTD 06/01/1996 PAYMENT A/C PRINCIPAL	(1,852 580)		1,852 58	(1,959 10)	(106 52) S
8/25	8/25	Principal Payment	**FANNIE MAE** 6% MAY 01 2022 DTD 04/01/2002 POOL NO 254304 PAYMENT A/C PRINCIPAL	(5,158 350)		5,158 35	(5,438.84)	(280 49) S
8/25	8/25	Principal Payment	**FANNIE MAE** 6% OCT 01 2022 DTD 09/01/2002 POOL NO 254513 PAYMENT A/C PRINCIPAL	(3,344 440)		3,344 44	(3,532.56)	(188 12) S
8/25	8/25	Principal Payment	**FANNIE MAE** 6% AUG 01 2023 DTD 07/01/2003 POOL NO 254894 PAYMENT A/C PRINCIPAL	(849 590)		849 59	(895 79)	(46 20) S
8/25	8/25	Principal Payment	**FANNIE MAE** 6% JAN 01 2033 DTD 12/01/2002 POOL NO 676733 PAYMENT A/C PRINCIPAL	(5,055 130)		5,055 13	(5,317 36)	(262 23) S

Trade Date	Settlement Date	Type	Description	Quantity	Per Unit Amount	Proceeds	Tax Cost	Realized Gain/Loss
Settled Sales/Maturities/Redemptions								
8/25	8/25	Principal Payment	**FANNIE MAE** SER 2001-74 CL QE 6% DEC 25 2031 DTD 11/01/2001 PAYMENT A/C PRINCIPAL	(2,907 850)		2,907 85	(3,041 88)	(134 03) S
8/25	8/25	Principal Payment	**FANNIEMAE GRANTOR TRUST** SER 2001-T12 CL A2 7 5% AUG 25 2041 DTD 11/01/2001 PAYMENT A/C PRINCIPAL	(876 820)		876 82	(955 73)	(78 91) S
8/25	8/25	Principal Payment	**FANNIE MAE WHOLE LOAN** SER 2003-W2 CL 2A9 5 9% JUL 25 2042 DTD 01/01/2003 PAYMENT A/C PRINCIPAL	(551 630)		551 63	(562 66)	(11 03) S
8/25	8/25	Principal Payment	**FANNIE MAE** SER 2005-62 CL CQ 4.75% JUL 25 2035 DTD 06/01/2005 PAYMENT A/C PRINCIPAL	(818 360)		818 36	(831 66)	(13 30) S
8/25	8/25	Principal Payment	**FANNIE MAE** 6% MAR 01 2025 DTD 05/01/2005 POOL NO 735573 PAYMENT A/C PRINCIPAL	(1,346 910)		1,346 91	(1,421 83)	(74 92) S
8/25	8/25	Principal Payment	**FANNIE MAE** 6.5% SEP 01 2036 DTD 10/01/2006 POOL NO 831800 PAYMENT A/C PRINCIPAL	(3,604 960)		3,604 96	(3,835 90)	(230 94) S
8/25	8/25	Principal Payment	**FANNIE MAE WHOLE LOAN** SER 2004-W1 CL 2A2 7% DEC 25 2033 DTD 1/01/2004 PAYMENT A/C PRINCIPAL	(777 860)		777 86	(839 60)	(61 74) S

Trade Date	Settlement Date	Type	Description	Quantity	Per Unit Amount	Proceeds	Tax Cost	Realized Gain/Loss
Settled Sales/Maturities/Redemptions								
8/25	8/25	Principal Payment	**FANNIE MAE** SER 2001-14 CL-Z 6% MAY 25 2031 DTD 04/01/2001 PAYMENT A/C PRINCIPAL	(4,002 850)		4,002 85	(4,162 96)	(160 11) S
8/25	8/25	Principal Payment	**FANNIE MAE** 6% SEP 01 2017 DTD 09/01/2002 POOL NO 654507 PAYMENT A/C PRINCIPAL	(5,974.970)		5,974 97	(6,333 47)	(358 50) S
Total Settled Sales/Maturities/Redemptions						**$56,971.80**	**($59,445.19)**	**($2,473.39) S**

Trade Date	Settlement Date	Type	Description	Quantity	Per Unit Amount	Market Cost
Settled Securities Purchased						
7/29	8/3	Purchase	**KRAFT FOODS INC** 6% FEB 11 2013 DTD 08/13/2007 @ 108 409 RIDGE CLEARING & OUTSOURCING TRADE DATE 07/29/09 FACE VALUE 25,000 00	25,000 000	108 409	(27,102.25) *

TRADE ACTIVITY

Note. S indicates Short Term Realized Gain/Loss
* Settled transaction was initiated in prior statement period and settled in current statement period

Trade Date	Settlement Date	Type	Description	Quantity	Per Unit Amount	Proceeds	Tax Cost	Realized Gain/Loss
Settled Sales/Maturities/Redemptions								
9/8	9/8	Principal Payment	**AMERICREDIT AUTOMOBILE RECEIVABLES** TRUST SER 2004-DF CL A4 3 43% JUL 06 2011 DTD 11/09/2004 PAYMENT A/C PRINCIPAL	(4,631 820)		4,631 82	(4,620 24)	11 58 S
9/10	9/10	Principal Payment	**FEDERAL NATIONAL MORTGAGE ASSN** GTD REMIC PASS THRU CTF REMIC TRUST 1993-149 CL M 7% AUG 25 2023 DTD 8/1/93 PAYMENT A/C PRINCIPAL AS OF 08/25/09	(1,249.660)		1,249 66	(1,337.14)	(87 48) S
9/15	9/15	Principal Payment	**FREDDIE MAC** SER 2590 CL QY 3 75% APR 15 2028 DTD 03/01/2003 PAYMENT A/C PRINCIPAL	(1,117 210)		1,117 21	(1,106 04)	11 17 S
9/15	9/15	Principal Payment	**FREDDIE MAC** GOLD PARTIC CTF 6 00% NOV 01 2022 DTD 11/01/2002 POOL NO C90589 PAYMENT A/C PRINCIPAL	(5,518 790)		5,518 79	(5,829 22)	(310 43) S
9/15	9/15	Principal Payment	**FREDDIE MAC** SER 1562 CL Z 7% JUL 15 2023 DTD 07/01/1993 PAYMENT A/C PRINCIPAL	(2,861 660)		2,861 66	(3,074 50)	(212 84) S

Trade Date	Settlement Date	Type	Description	Quantity	Per Unit Amount	Proceeds	Tax Cost	Realized Gain/Loss
Settled Sales/Maturities/Redemptions								
9/21	9/21	Principal Payment	**GOVERNMENT NATIONAL MORTGAGE ASSN** SER 2002-51 CL D 6% JUL 20 2032 DTD 7/1/2002 PAYMENT A/C PRINCIPAL	(577 420)		577 42	(599 25)	(21 83) S
9/21	9/21	Principal Payment	**HONDA AUTO RECEIVABLES OWNER TRUST** SER 2006-2 CL A4 5 28% JAN 23 2012 DTD 08/22/2006 PAYMENT A/C PRINCIPAL	(5,634.740)		5,634 74	(5,738 63)	(103 89) S
9/25	9/25	Principal Payment	**FANNIE MAE** SER 1996-23 CL G 6 5% JUL 25 2026 DTD 06/01/1996 PAYMENT A/C PRINCIPAL	(1,446.580)		1,446 58	(1,529.76)	(83 18) S
9/25	9/25	Principal Payment	**FANNIE MAE** SER 2001-14 CL-Z 6% MAY 25 2031 DTD 04/01/2001 PAYMENT A/C PRINCIPAL	(1,441.600)		1,441 60	(1,499 26)	(57 66) S
9/25	9/25	Principal Payment	**FANNIE MAE** 6% MAY 01 2022 DTD 04/01/2002 POOL NO 254304 PAYMENT A/C PRINCIPAL	(3,867 900)		3,867 90	(4,078 22)	(210 32) S
9/25	9/25	Principal Payment	**FANNIE MAE** 6% OCT 01 2022 DTD 09/01/2002 POOL NO 254513 PAYMENT A/C PRINCIPAL	(3,038 040)		3,038 04	(3,208 93)	(170 89) S

Trade Date	Settlement Date	Type	Description	Quantity	Per Unit Amount	Proceeds	Tax Cost	Realized Gain/Loss
Settled Sales/Maturities/Redemptions								
9/25	9/25	Principal Payment	**FANNIE MAE** 6% AUG 01 2023 DTD 07/01/2003 POOL NO 254894 PAYMENT A/C PRINCIPAL	(2,661 620)		2,661 62	(2,806 35)	(144 73) S
9/25	9/25	Principal Payment	**FANNIE MAE** 6% SEP 01 2017 DTD 09/01/2002 POOL NO 654507 PAYMENT A/C PRINCIPAL	(860 260)		860 26	(911.88)	(51 62) S
9/25	9/25	Principal Payment	**FANNIE MAE** 6% JAN 01 2033 DTD 12/01/2002 POOL NO 676733 PAYMENT A/C PRINCIPAL	(2,854.050)		2,854 05	(3,002.10)	(148 05) S
9/25	9/25	Principal Payment	**FANNIEMAE GRANTOR TRUST** SER 2001-T12 CL A2 7 5% AUG 25 2041 DTD 11/01/2001 PAYMENT A/C PRINCIPAL	(695 670)		695 67	(758 28)	(62 61) S
9/25	9/25	Principal Payment	**FANNIE MAE WHOLE LOAN** SER 2003-W2 CL 2A9 5 9% JUL 25 2042 DTD 01/01/2003 PAYMENT A/C PRINCIPAL	(737 520)		737.52	(752 27)	(14 75) S
9/25	9/25	Principal Payment	**FANNIE MAE** 6% MAR 01 2025 DTD 05/01/2005 POOL NO 735573 PAYMENT A/C PRINCIPAL	(1,574 860)		1,574 86	(1,662.46)	(87 60) S

Trade Date	Settlement Date	Type	Description	Quantity	Per Unit Amount	Proceeds	Tax Cost	Realized Gain/Loss
Settled Sales/Maturities/Redemptions								
9/25	9/25	Principal Payment	**FANNIE MAE** 6 5% SEP 01 2036 DTD 10/01/2006 POOL NO 831800 PAYMENT A/C PRINCIPAL	(1,881.220)		1,881 22	(2,001 74)	(120 52) S
9/25	9/25	Principal Payment	**FANNIE MAE** SER 2001-74 CL QE 6% DEC 25 2031 DTD 11/01/2001 PAYMENT A/C PRINCIPAL	(2,303 310)		2,303.31	(2,409.48)	(106 17) S
9/25	9/25	Principal Payment	**FANNIE MAE WHOLE LOAN** SER 2004-W1 CL 2A2 7% DEC 25 2033 DTD 1/01/2004 PAYMENT A/C PRINCIPAL	(596 720)		596 72	(644 08)	(47 36) S
9/25	9/25	Principal Payment	**FANNIE MAE** SER 2005-62 CL CQ 4 75% JUL 25 2035 DTD 06/01/2005 PAYMENT A/C PRINCIPAL	(2,560 930)		2,560 93	(2,602 55)	(41 62) S
9/25	9/25	Principal Payment	**FEDERAL NATIONAL MORTGAGE ASSN** GTD REMIC PASS THRU CTF REMIC TRUST 1993-149 CL M 7% AUG 25 2023 DTD 8/1/93 PAYMENT A/C PRINCIPAL	(1,402 740)		1,402 74	(1,500.93)	(98 19) S
9/28	9/28	Principal Payment	**FANNIEMAE GRANTOR TRUST** SER 2002-T19 CL A3 7 5% JUL 25 2042 DTD 12/1/2002 PAYMENT A/C PRINCIPAL AS OF 09/25/09	(697 770)		697 77	(773 00)	(75 23) S
Total Settled Sales/Maturities/Redemptions						**$50,212.09**	**($52,446.31)**	**($2,234.22) S**

TRADE ACTIVITY

Note S indicates Short Term Realized Gain/Loss
* Settled transaction was initiated in prior statement period and settled in current statement period

Trade Date	Settlement Date	Type	Description	Quantity	Per Unit Amount	Proceeds	Tax Cost	Realized Gain/Loss
Settled Sales/Maturities/Redemptions								
10/6	10/6	Principal Payment	**AMERICREDIT AUTOMOBILE RECEIVABLES** TRUST SER 2004-DF CL A4 3 43% JUL 06 2011 DTD 11/09/2004 PAYMENT A/C PRINCIPAL	(4,327 820)		4,327 82	(4,317 00)	10 82 S
10/7	10/14	Sale	**MORGAN STANLEY DEAN WITTER** 6 3/4% APR 15 2011 DTD 4/23/2001 @ 106 68 MORGAN STANLEY & CO. INCORPORATED TRADE DATE 10/07/09 FACE VALUE 50,000 00	(50,000.000)	106 68	53,340 00	(52,290 50)	1,049 50 S
10/15	10/15	Principal Payment	**FREDDIE MAC** SER 2590 CL QY 3 75% APR 15 2028 DTD 03/01/2003 PAYMENT A/C PRINCIPAL	(1,056 430)		1,056 43	(1,045 87)	10 56 S
10/15	10/15	Principal Payment	**FREDDIE MAC** GOLD PARTIC CTF 6 00% NOV 01 2022 DTD 11/01/2002 POOL NO C90589 PAYMENT A/C PRINCIPAL	(3,223 930)		3,223 93	(3,405 28)	(181 35) S
10/15	10/15	Principal Payment	**FREDDIE MAC** SER 1562 CL Z 7% JUL 15 2023 DTD 07/01/1993 PAYMENT A/C PRINCIPAL	(1,268 830)		1,268 83	(1,363 20)	(94 37) S

Trade Date	Settlement Date	Type	Description	Quantity	Per Unit Amount	Proceeds	Tax Cost	Realized Gain/Loss
Settled Sales/Maturities/Redemptions								
10/20	10/20	Principal Payment	**GOVERNMENT NATIONAL MORTGAGE ASSN** SER 2002-51 CL D 6% JUL 20 2032 DTD 7/1/2002 PAYMENT A/C PRINCIPAL	(638.150)		638 15	(662 28)	(24.13) S
10/21	10/21	Principal Payment	**HONDA AUTO RECEIVABLES OWNER TRUST** SER 2006-2 CL A4 5 28% JAN 23 2012 DTD 08/22/2006 PAYMENT A/C PRINCIPAL	(5,307 530)		5,307 53	(5,405 39)	(97 86) S
10/26	10/26	Principal Payment	**FANNIE MAE** SER 1996-23 CL G 6 5% JUL 25 2026 DTD 06/01/1996 PAYMENT A/C PRINCIPAL	(1,369 890)		1,369 89	(1,448 66)	(78 77) S
10/26	10/26	Principal Payment	**FANNIE MAE** 6% MAY 01 2022 DTD 04/01/2002 POOL NO 254304 PAYMENT A/C PRINCIPAL	(1,729 680)		1,729 68	(1,823 73)	(94 05) S
10/26	10/26	Principal Payment	**FANNIE MAE** 6% OCT 01 2022 DTD 09/01/2002 POOL NO 254513 PAYMENT A/C PRINCIPAL	(2,648 000)		2,648 00	(2,796 95)	(148 95) S
10/26	10/26	Principal Payment	**FANNIE MAE** 6% AUG 01 2023 DTD 07/01/2003 POOL NO 254894 PAYMENT A/C PRINCIPAL	(819.090)		819 09	(863 63)	(44 54) S

Trade Date	Settlement Date	Type	Description	Quantity	Per Unit Amount	Proceeds	Tax Cost	Realized Gain/Loss
Settled Sales/Maturities/Redemptions								
10/26	10/26	Principal Payment	**FANNIE MAE** 6% SEP 01 2017 DTD 09/01/2002 POOL NO 654507 PAYMENT A/C PRINCIPAL	(1,327.570)		1,327 57	(1,407 22)	(79 65) S
10/26	10/26	Principal Payment	**FANNIE MAE** 6% JAN 01 2033 DTD 12/01/2002 POOL NO 676733 PAYMENT A/C PRINCIPAL	(416.580)		416 58	(438.19)	(21 61) S
10/26	10/26	Principal Payment	**FANNIEMAE GRANTOR TRUST** SER 2001-T12 CL A2 7 5% AUG 25 2041 DTD 11/01/2001 PAYMENT A/C PRINCIPAL	(356.900)		356.90	(389 02)	(32 12) S
10/26	10/26	Principal Payment	**FANNIE MAE WHOLE LOAN** SER 2003-W2 CL 2A9 5 9% JUL 25 2042 DTD 01/01/2003 PAYMENT A/C PRINCIPAL	(733 060)		733.06	(747 72)	(14 66) S
10/26	10/26	Principal Payment	**FANNIE MAE** 6% MAR 01 2025 DTD 05/01/2005 POOL NO 735573 PAYMENT A/C PRINCIPAL	(1,099 510)		1,099 51	(1,160 67)	(61 16) S
10/26	10/26	Principal Payment	**FANNIE MAE** 6 5% SEP 01 2036 DTD 10/01/2006 POOL NO 831800 PAYMENT A/C PRINCIPAL	(4,381 450)		4,381 45	(4,662 14)	(280 69) S

Trade Date	Settlement Date	Type	Description	Quantity	Per Unit Amount	Proceeds	Tax Cost	Realized Gain/Loss
Settled Sales/Maturities/Redemptions								
10/26	10/26	Principal Payment	**FEDERAL NATIONAL MORTGAGE ASSN** GTD REMIC PASS THRU CTF REMIC TRUST 1993-149 CL M 7% AUG 25 2023 DTD 8/1/93 PAYMENT A/C PRINCIPAL	(1,605 140)		1,605 14	(1,717 50)	(112.36) S
10/26	10/26	Principal Payment	**FANNIE MAE** SER 2001-14 CL-Z 6% MAY 25 2031 DTD 04/01/2001 PAYMENT A/C PRINCIPAL	(4,306 780)		4,306 78	(4,479 05)	(172 27) S
10/26	10/26	Principal Payment	**FANNIE MAE** SER 2001-74 CL QE 6% DEC 25 2031 DTD 11/01/2001 PAYMENT A/C PRINCIPAL	(1,678 660)		1,678 66	(1,756 04)	(77 38) S
10/26	10/26	Principal Payment	**FANNIEMAE GRANTOR TRUST** SER 2002-T19 CL A3 7.5% JUL 25 2042 DTD 12/1/2002 PAYMENT A/C PRINCIPAL	(389 480)		389.48	(431 47)	(41 99) S
10/26	10/26	Principal Payment	**FANNIE MAE** 5 204% SEP 25 2042 DTD 04/01/2003 PAYMENT A/C PRINCIPAL	(717 280)		717 28	(737 45)	(20 17) S
10/26	10/26	Principal Payment	**FANNIE MAE WHOLE LOAN** SER 2004-W1 CL 2A2 7% DEC 25 2033 DTD 1/01/2004 PAYMENT A/C PRINCIPAL	(560 550)		560 55	(605 04)	(44.49) S

Trade Date	Settlement Date	Type	Description	Quantity	Per Unit Amount	Proceeds	Tax Cost	Realized Gain/Loss
Settled Sales/Maturities/Redemptions								
10/26	10/26	Principal Payment	**FANNIE MAE** SER 2005-62 CL CQ 4 75% JUL 25 2035 DTD 06/01/2005 PAYMENT A/C PRINCIPAL	(1,588 690)		1,588 69	(1,614 51)	(25.82) S
Total Settled Sales/Maturities/Redemptions						**$94,891.00**	**($95,568.51)**	**($677.51) S**

Trade Date	Settlement Date	Type	Description	Quantity	Per Unit Amount	Market Cost
Settled Securities Purchased						
9/30	10/5	Purchase	**INTUIT INC** 5 40% MAR 15 2012 DTD 3/12/2007 @ 105 266 JPMORGAN CLEARING CORP TRADE DATE 09/30/09 FACE VALUE 10,000 00	10,000 000	105 266	(10,526 60) *
10/7	10/14	Purchase	**MORGAN STANLEY** NOTES 4 3/4% APR 1 2014 DTD 3/30/2004 @ 100 429 MORGAN STANLEY & CO INCORPORATED TRADE DATE 10/07/09 FACE VALUE 50,000.00	50,000 000	100 429	(50,214 50)
Total Settled Securities Purchased						**($60,741.10)**

TRADE ACTIVITY

Note **S** indicates Short Term Realized Gain/Loss
* Settled transaction was initiated in prior statement period and settled in current statement period

Trade Date	Settlement Date	Type	Description	Quantity	Per Unit Amount	Proceeds	Tax Cost	Realized Gain/Loss
Settled Sales/Maturities/Redemptions								
11/6	11/6	Principal Payment	**AMERICREDIT AUTOMOBILE RECEIVABLES** TRUST SER 2004-DF CL A4 3 43% JUL 06 2011 DTD 11/09/2004 PAYMENT A/C PRINCIPAL	(4,180 650)		4,180 65	(4,170 20)	10 45 S
11/16	11/16	Principal Payment	**FREDDIE MAC** GOLD PARTIC CTF 6 00% NOV 01 2022 DTD 11/01/2002 POOL NO C90589 PAYMENT A/C PRINCIPAL	(3,970 280)		3,970 28	(4,193 61)	(223 33) S
11/16	11/16	Principal Payment	**FREDDIE MAC** SER 1562 CL Z 7% JUL 15 2023 DTD 07/01/1993 PAYMENT A/C PRINCIPAL	(1,552 960)		1,552 96	(1,668 46)	(115 50) S
11/19	11/19	Principal Payment	**FREDDIE MAC** SER 2590 CL QY 3.75% APR 15 2028 DTD 03/01/2003 PAYMENT A/C PRINCIPAL AS OF 11/16/09	(1,226 690)		1,226 69	(1,214 42)	12 27 S
11/20	11/20	Principal Payment	**GOVERNMENT NATIONAL MORTGAGE ASSN** SER 2002-51 CL D 6% JUL 20 2032 DTD 7/1/2002 PAYMENT A/C PRINCIPAL	(590 100)		590 10	(612.41)	(22 31) S

Trade Date	Settlement Date	Type	Description	Quantity	Per Unit Amount	Proceeds	Tax Cost	Realized Gain/Loss
Settled Sales/Maturities/Redemptions								
11/23	11/23	Principal Payment	**HONDA AUTO RECEIVABLES OWNER TRUST** SER 2006-2 CL A4 5.28% JAN 23 2012 DTD 08/22/2006 PAYMENT A/C PRINCIPAL	(5,065 480)		5,065.48	(5,158 87)	(93 39) S
11/25	11/25	Principal Payment	**FANNIE MAE** SER 1996-23 CL G 6 5% JUL 25 2026 DTD 06/01/1996 PAYMENT A/C PRINCIPAL	(1,135 730)		1,135 73	(1,201 03)	(65 30) S
11/25	11/25	Principal Payment	**FANNIE MAE** 6% MAY 01 2022 DTD 04/01/2002 POOL NO 254304 PAYMENT A/C PRINCIPAL	(3,501 810)		3,501 81	(3,692 22)	(190 41) S
11/25	11/25	Principal Payment	**FANNIE MAE** 6% OCT 01 2022 DTD 09/01/2002 POOL NO 254513 PAYMENT A/C PRINCIPAL	(2,858 950)		2,858 95	(3,019 77)	(160 82) S
11/25	11/25	Principal Payment	**FANNIE MAE** 6% AUG 01 2023 DTD 07/01/2003 POOL NO 254894 PAYMENT A/C PRINCIPAL	(2,630 850)		2,630 85	(2,773 90)	(143 05) S
11/25	11/25	Principal Payment	**FANNIE MAE** 6% SEP 01 2017 DTD 09/01/2002 POOL NO 654507 PAYMENT A/C PRINCIPAL	(7,849 110)		7,849 11	(8,320 06)	(470 95) S

Trade Date	Settlement Date	Type	Description	Quantity	Per Unit Amount	Proceeds	Tax Cost	Realized Gain/Loss
Settled Sales/Maturities/Redemptions								
11/25	11/25	Principal Payment	**FANNIE MAE** 6% JAN 01 2033 DTD 12/01/2002 POOL NO 676733 PAYMENT A/C PRINCIPAL	(3,799 970)		3,799 97	(3,997 09)	(197 12) S
11/25	11/25	Principal Payment	**FANNIEMAE GRANTOR TRUST** SER 2001-T12 CL A2 7 5% AUG 25 2041 DTD 11/01/2001 PAYMENT A/C PRINCIPAL	(714.770)		714 77	(779 10)	(64 33) S
11/25	11/25	Principal Payment	**FANNIE MAE WHOLE LOAN** SER 2003-W2 CL 2A9 5 9% JUL 25 2042 DTD 01/01/2003 PAYMENT A/C PRINCIPAL	(977 260)		977 26	(996.81)	(19 55) S
11/25	11/25	Principal Payment	**FANNIE MAE** 6% MAR 01 2025 DTD 05/01/2005 POOL NO 735573 PAYMENT A/C PRINCIPAL	(5,285 430)		5,285 43	(5,579 43)	(294 00) S
11/25	11/25	Principal Payment	**FANNIE MAE** 6 5% SEP 01 2036 DTD 10/01/2006 POOL NO 831800 PAYMENT A/C PRINCIPAL	(3,573 750)		3,573 75	(3,802 69)	(228.94) S
11/25	11/25	Principal Payment	**FEDERAL NATIONAL MORTGAGE ASSN** GTD REMIC PASS THRU CTF REMIC TRUST 1993-149 CL M 7% AUG 25 2023 DTD 8/1/93 PAYMENT A/C PRINCIPAL	(1,360 770)		1,360 77	(1,456 02)	(95 25) S

Trade Date	Settlement Date	Type	Description	Quantity	Per Unit Amount	Proceeds	Tax Cost	Realized Gain/Loss
Settled Sales/Maturities/Redemptions								
11/25	11/25	Principal Payment	**FANNIE MAE** SER 2001-14 CL-Z 6% MAY 25 2031 DTD 04/01/2001 PAYMENT A/C PRINCIPAL	(1,308 530)		1,308 53	(1,360 87)	(52 34) S
11/25	11/25	Pnncipal Payment	**FANNIE MAE** SER 2001-74 CL QE 6% DEC 25 2031 DTD 11/01/2001 PAYMENT A/C PRINCIPAL	(1,727 290)		1,727 29	(1,806 91)	(79 62) S
11/25	11/25	Pnncipal Payment	**FANNIEMAE GRANTOR TRUST** SER 2002-T19 CL A3 7 5% JUL 25 2042 DTD 12/1/2002 PAYMENT A/C PRINCIPAL	(658 200)		658 20	(729 16)	(70 96) S
11/25	11/25	Pnncipal Payment	**FANNIE MAE WHOLE LOAN** SER 2004-W1 CL 2A2 7% DEC 25 2033 DTD 1/01/2004 PAYMENT A/C PRINCIPAL	(620 060)		620 06	(669.28)	(49 22) S
11/25	11/25	Principal Payment	**FANNIE MAE** SER 2005-62 CL CQ 4 75% JUL 25 2035 DTD 06/01/2005 PAYMENT A/C PRINCIPAL	(1,239 350)		1,239 35	(1,259 49)	(20 14) S
11/25	11/25	Pnncipal Payment	**FNMA REMIC TRUST** SER 2002-63 CL NB 5 5% OCT 25 2032 DTD 09/01/2002 PAYMENT A/C PRINCIPAL	(2,101 410)		2,101 41	(2,171 68)	(70 27) S
Total Settled Sales/Maturities/Redemptions						**$57,929.40**	**($60,633.48)**	**($2,704.08) S**

TRADE ACTIVITY

Note· **S** indicates Short Term Realized Gain/Loss

Trade Date	Settlement Date	Type	Description	Quantity	Per Unit Amount	Proceeds	Tax Cost	Realized Gain/Loss
Settled Sales/Maturities/Redemptions								
12/8	12/8	Principal Payment	**AMERICREDIT AUTOMOBILE RECEIVABLES** TRUST SER 2004-DF CL A4 3.43% JUL 06 2011 DTD 11/09/2004 PAYMENT A/C PRINCIPAL AS OF 12/07/09	(3,639 540)	100 00	3,639 54	(3,630 44)	9 10 S
12/8	12/8	Principal Payment	**FANNIE MAE** 5 204% SEP 25 2042 DTD 04/01/2003 PAYMENT A/C PRINCIPAL AS OF 11/25/09	(1,028 350)	100 00	1,028 35	(1,057 27)	(28 92) S
12/15	12/15	Principal Payment	**FREDDIE MAC** SER 1562 CL Z 7% JUL 15 2023 DTD 07/01/1993 PAYMENT A/C PRINCIPAL	(1,227 870)	100 00	1,227 87	(1,319 19)	(91 32) S
12/16	12/16	Principal Payment	**FREDDIE MAC** GOLD PARTIC CTF 6 00% NOV 01 2022 DTD 11/01/2002 POOL NO C90589 PAYMENT A/C PRINCIPAL AS OF 12/15/09	(3,900 940)	100 00	3,900 94	(4,120 37)	(219 43) S
12/17	12/17	Principal Payment	**FREDDIE MAC** SER 2590 CL QY 3.75% APR 15 2028 DTD 03/01/2003 PAYMENT A/C PRINCIPAL AS OF 12/15/09	(1,379 700)	100.00	1,379 70	(1,365 90)	13 80 S

Trade Date	Settlement Date	Type	Description	Quantity	Per Unit Amount	Proceeds	Tax Cost	Realized Gain/Loss
Settled Sales/Maturities/Redemptions								
12/21	12/21	Principal Payment	**GOVERNMENT NATIONAL MORTGAGE ASSN** SER 2002-51 CL D 6% JUL 20 2032 DTD 7/1/2002 PAYMENT A/C PRINCIPAL	(750 960)	100 00	750.96	(779 36)	(28 40) S
12/22	12/22	Principal Payment	**HONDA AUTO RECEIVABLES OWNER TRUST** SER 2006-2 CL A4 5 28% JAN 23 2012 DTD 08/22/2006 PAYMENT A/C PRINCIPAL AS OF 12/21/09	(4,876 800)	100 00	4,876 80	(4,966 72)	(89 92) S
12/18	12/22	Sale	**POTAST CORP SASKATCHEWAN INC** NOTES 7 3/4% MAY 31 2011 DTD 5/21/2001 @ 108 904 HSBC SECURITIES INC (HSBCSI) TRADE DATE 12/18/09 FACE VALUE 25,000.00	(25,000.000)	108 90	27,226 00	(27,391.50)	(165 50) S
12/21	12/22	Sale	**FANNIE MAE** 6 5% SEP 01 2036 DTD 10/01/2006 POOL NO 831800 @ 107.5625 MORGAN STANLEY & CO INCORPORATED TRADE DATE 12/21/09 FACE VALUE 150,000 00	(83,382.574)	107 60	89,688.38	(88,724 27)	964 11 S

Trade Date	Settlement Date	Type	Description	Quantity	Per Unit Amount	Proceeds	Tax Cost	Realized Gain/Loss
Settled Sales/Maturities/Redemptions								
12/21	12/22	Sale	**TARGET CORP** NOTES 5 7/8% MAR 1 2012 DTD 3/11/2002 @ 109 323 BANC OF AMERICA SEC LLC TRADE DATE 12/21/09 FACE VALUE 25,000 00	(25,000 000)	109 30	27,330.75	(27,223.75)	107 00 S
12/28	12/28	Principal Payment	**FNMA REMIC TRUST** SER 2002-63 CL NB 5 5% OCT 25 2032 DTD 09/01/2002 PAYMENT A/C PRINCIPAL	(3,851 420)	100 00	3,851 42	(3,980.20)	(128 78) S
12/28	12/28	Principal Payment	**FANNIE MAE** SER 1996-23 CL G 6 5% JUL 25 2026 DTD 06/01/1996 PAYMENT A/C PRINCIPAL	(1,688.890)	100 00	1,688 89	(1,786 00)	(97 11) S
12/28	12/28	Principal Payment	**FANNIE MAE** 6% MAY 01 2022 DTD 04/01/2002 POOL NO 254304 PAYMENT A/C PRINCIPAL	(2,494 110)	100 00	2,494 11	(2,629 73)	(135 62) S
12/28	12/28	Principal Payment	**FANNIE MAE** 6% OCT 01 2022 DTD 09/01/2002 POOL NO 254513 PAYMENT A/C PRINCIPAL	(2,135 790)	100 00	2,135 79	(2,255 93)	(120 14) S

Trade Date	Settlement Date	Type	Description	Quantity	Per Unit Amount	Proceeds	Tax Cost	Realized Gain/Loss
Settled Sales/Maturities/Redemptions								
12/28	12/28	Principal Payment	**FANNIE MAE** 6% AUG 01 2023 DTD 07/01/2003 POOL NO 254894 PAYMENT A/C PRINCIPAL	(764 680)	100 00	764 68	(806 26)	(41 58) S
12/28	12/28	Principal Payment	**FANNIE MAE** 6% SEP 01 2017 DTD 09/01/2002 POOL NO 654507 PAYMENT A/C PRINCIPAL	(749.730)	100 00	749.73	(794 71)	(44 98) S
12/28	12/28	Principal Payment	**FANNIE MAE** 6% JAN 01 2033 DTD 12/01/2002 POOL NO 676733 PAYMENT A/C PRINCIPAL	(4,648.400)	100 00	4,648 40	(4,889 54)	(241 14) S
12/28	12/28	Principal Payment	**FANNIE MAE** 6% MAR 01 2025 DTD 05/01/2005 POOL NO 735573 PAYMENT A/C PRINCIPAL	(1,969 420)	100 00	1,969 42	(2,078 97)	(109 55) S
12/28	12/28	Principal Payment	**FANNIE MAE** 6 5% SEP 01 2036 DTD 10/01/2006 POOL NO 831800 PAYMENT A/C PRINCIPAL	(2,122 250)	100 00	2,122 25	(2,258 21)	(135 96) S

Trade Date	Settlement Date	Type	Description	Quantity	Per Unit Amount	Proceeds	Tax Cost	Realized Gain/Loss
Settled Sales/Maturities/Redemptions								
12/28	12/28	Principal Payment	**FEDERAL NATIONAL MORTGAGE ASSN** GTD REMIC PASS THRU CTF REMIC TRUST 1993-149 CL M 7% AUG 25 2023 DTD 8/1/93 PAYMENT A/C PRINCIPAL	(1,053 120)	100 00	1,053 12	(1,126 84)	(73 72) S
12/28	12/28	Principal Payment	**FANNIE MAE** SER 2001-14 CL-Z 6% MAY 25 2031 DTD 04/01/2001 PAYMENT A/C PRINCIPAL	(772 700)	100 00	772.70	(803.61)	(30 91) S
12/28	12/28	Principal Payment	**FANNIE MAE** SER 2001-74 CL QE 6% DEC 25 2031 DTD 11/01/2001 PAYMENT A/C PRINCIPAL	(2,031 890)	100.00	2,031 89	(2,125 55)	(93 66) S
12/28	12/28	Principal Payment	**FANNIEMAE GRANTOR TRUST** SER 2002-T19 CL A3 7 5% JUL 25 2042 DTD 12/1/2002 PAYMENT A/C PRINCIPAL	(60 370)	100 00	60.37	(66 88)	(6 51) S
12/28	12/28	Principal Payment	**FANNIE MAE WHOLE LOAN** SER 2004-W1 CL 2A2 7% DEC 25 2033 DTD 1/01/2004 PAYMENT A/C PRINCIPAL	(603 050)	100 00	603 05	(650 92)	(47 87) S
12/29	12/29	Principal Payment	**FANNIE MAE** SER 2002-69 CL Z 5 5% OCT 25 2032 DTD 09/01/2002 PAYMENT A/C PRINCIPAL AS OF 12/28/09	(1,805 230)	100 00	1,805 23	(1,828 92)	(23 69) S

Trade Date	Settlement Date	Type	Description	Quantity	Per Unit Amount	Proceeds	Tax Cost	Realized Gain/Loss
Settled Sales/Maturities/Redemptions								
12/30	12/30	Principal Payment	**FANNIE MAE** SER 2005-62 CL CQ 4 75% JUL 25 2035 DTD 06/01/2005 PAYMENT A/C PRINCIPAL AS OF 12/28/09	(1,246 730)	100 00	1,246 73	(1,266 99)	(20 26) S
12/30	12/30	Principal Payment	**FANNIEMAE GRANTOR TRUST** SER 2001-T12 CL A2 7 5% AUG 25 2041 DTD 11/01/2001 PAYMENT A/C PRINCIPAL AS OF 12/28/09	(1,121 080)	100 00	1,121 08	(1,221.98)	(100 90) S
12/31	12/31	Principal Payment	**FANNIE MAE WHOLE LOAN** SER 2003-W2 CL 2A9 5.9% JUL 25 2042 DTD 01/01/2003 PAYMENT A/C PRINCIPAL AS OF 12/28/09	(1,040.180)	100.00	1,040 18	(1,060 98)	(20.80) S
Total Settled Sales/Maturities/Redemptions						**$191,208.33**	**($192,210.99)**	**($1,002.66) S**

Trade Date	Settlement Date	Type	Description	Quantity	Per Unit Amount	Market Cost
Settled Securities Purchased						
12/17	12/18	Purchase	**U S A TREASURY NOTES** 4 1/2% APR 30 2012 DTD 4/30/2007 @ 108.28515625 DEUTSCHE BANC ALEX BROWN INC TRADE DATE 12/17/09 FACE VALUE 55,000 00	55,000 000	108 30	(59,556 84)

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

SOURCE	AMOUNT
JP MORGAN #005	2,736.
JP MORGAN #007	6,122.
JP MORGAN #008	267,309.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	276,167.

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME	0.	203.	
TOTAL TO FORM 990-PF, PART I, LINE 11	0.	203.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	36,755.	18,378.		18,378.
TO FORM 990-PF, PG 1, LN 16B	36,755.	18,378.		18,378.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	600.	0.		0.
STATE TAXES	10.	0.		0.
DEFERRED FEDERAL EXICSE TAX	4,800.	0.		0.
TO FORM 990-PF, PG 1, LN 18	5,410.	0.		0.

FORM 990-PF — OTHER EXPENSES — STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LICENSES & FEES	395.	0.		395.
TO FORM 990-PF, PG 1, LN 23	395.	0.		395.

FORM 990-PF — OTHER ASSETS — STATEMENT 6

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
INTEREST RECEIVABLE	6,063.	81,818.	81,818.
FIXED INCOME JP MORGAN 008	0.	9,997,704.	9,997,704.
APPREC. FIXED INCOME JP MORGAN 008	0.	240,252.	240,252.
TO FORM 990-PF, PART II, LINE 15	6,063.	10,319,774.	10,319,774.

FORM 990-PF — OTHER LIABILITIES — STATEMENT 7

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
DEFERRED FEDERAL EXCISE TAX PAYABLE	0.	4,800.
TOTAL TO FORM 990-PF, PART II, LINE 22	0.	4,800.

FORM 990-PF — PART XV - LINE 1A LIST OF FOUNDATION MANAGERS — STATEMENT 8

NAME OF MANAGER

MING HSIEH
FANG ZHI LIU HSIEH

FORM 990-PF

GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

STATEMENT 9

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
HUNTINGTON LIBRARY 1151 OXFORD ROAD SAN MARINO, CA 91108	CHINESE GARDENS CONSTRUCTION FUND	PUBLIC	100,000.
UNIVERSITY OF SOUTHERN CALIFORNIA UNIVERSITY OF SOUTHERN CALIFORNIA, LOS ANGELES, CA	ENGINEERING DEPARTMENT	PUBLIC	3,000,000.
POLYTECHNIC SCHOOL 1030 EAST CALIFORNIA BOULEVARD PASADENA, CA 91106	THE NEXT 100 YEARS CAMPAIGN	PUBLIC	250,000.
HUNTINGTON HOSPITAL 100 W. CALIFORNIA BOULEVARD PASADENA, CA 91109	HUNTINGTON MEMORIAL HOSPITAL	PUBLIC	2,000.
COMMITTEE OF 100 677 FIFTH AVENUE, FIFTH FLOOR NEW YORK, NY 10022	CONFERENCE SPONSORSHIP	PUBLIC	202,500.
COMMITTEE OF 100 677 FIFTH AVENUE, FIFTH FLOOR NEW YORK, NY 10022	2010 ROSE BOWL FLOAT	PUBLIC	150,000.
TSINGHUA EDUCATION FOUNDATION 2720 EAST SUNSET HILL DRIVE WEST COVINA, CA 91791	SHANGHAI EXPO FLOAT	PUBLIC	20,000.
STANFORD UNIVERSITY 326 GALVEZ STREET STANFORD, CA 94305	STANFORD FUND	PUBLIC	20,000.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			3,744,500.

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box ▶ ☒

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print

File by the extended due date for filing the return. See instructions.

Name of Exempt Organization THE HSIEH FAMILY FOUNDATION	**Employer identification number** 20-2790125
Number, street, and room or suite no. If a P.O. box, see instructions. P.O. BOX 3326	For IRS use only
City, town or post office, state, and ZIP code. For a foreign address, see instructions. SOUTH PASADENA, CA 91030	

Check type of return to be filed (File a separate application for each return):

☐ Form 990 ☐ Form 990-EZ ☐ Form 990-T (sec. 401(a) or 408(a) trust) ☐ Form 1041-A ☐ Form 5227 ☐ Form 8870

☐ Form 990-BL ☒ Form 990-PF ☐ Form 990-T (trust other than above) ☐ Form 4720 ☐ Form 6069

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ▶ WTAS 633 W. FIFTH STREET, SUITE 2700 - LOS ANGELES, CA 90071

Telephone No. ▶ 213-593-2300 FAX No. ▶

- If the organization does not have an office or place of business in the United States, check this box ▶ ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ____. If this is for the whole group, check this box ▶ ☐. If it is for part of the group, check this box ▶ ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until NOVEMBER 15, 2010.

5 For calendar year 2009, or other tax year beginning ____, and ending ____.

6 If this tax year is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

7 State in detail why you need the extension

ADDITIONAL TIME IS REQUIRED IN ORDER TO OBTAIN THE INFORMATION NEEDED TO FILE A COMPLETE AND ACCURATE TAX RETURN.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	$ 5,160.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	$ 14,041.
c	**Balance Due.** Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	$ 0.

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ▶ Title ▶ CPA Date ▶ 8/5/2010

Form 8868 (Rev. 4-2009)