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

2009

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

For calendar year 2009, or tax year beginning **APR 1, 2009**, and ending **MAR 31, 2010**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 GOEL FOUNDATION	A Employer identification number 77-0269072		
	Number and street (or P O box number if mail is not delivered to street address) 98 RIDGEVIEW DRIVE	Room/suite	B Telephone number 408-977-7092	
	City or town, state, and ZIP code ATHERTON, CA 94027	C If exemption application is pending, check here ► <input type="checkbox"/>		
		D 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/>		
	H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation	E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/>		
I Fair market value of all assets at end of year (from Part II, col. (c), line 16)	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>		
► \$ 7,389,626. (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	
Revenue	1 Contributions, gifts, grants, etc., received		N/A	
	2 Check ► <input checked="" type="checkbox"/> If the foundation is not required to attach Sch B			
	3 Interest on savings and temporary cash investments	61,932.	61,932.	STATEMENT 1
	4 Dividends and interest from securities	120,832.	120,832.	STATEMENT 2
	5a Gross rents	<19.>	<19.>	STATEMENT 3
	b Net rental income or (loss)	<19.>		
	6a Net gain or (loss) from sale of assets not on line 10	348,174.		
	b Gross sales price for all assets on line 6a	3,435,254.		
	7 Capital gain net income (from Part IV, line 2)		348,174.	
	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	<3,580.>	0.	STATEMENT 4	
12 Total. Add lines 1 through 11	527,339.	530,919.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.	
	14 Other employee salaries and wages			
	15 Pension plans, employee benefits			
	16a Legal fees			
	b Accounting fees	STMT 5	6,706.	6,706.
	c Other professional fees	STMT 6	32,541.	32,541.
	17 Interest		66.	0.
	18 Taxes	STMT 7	53.	0.
	19 Depreciation and depletion			
	20 Occupancy			
	21 Travel, conferences, and meetings			
	22 Printing and publications			
	23 Other expenses	STMT 8	6,529.	0.
	24 Total operating and administrative expenses. Add lines 13 through 23		45,895.	39,169.
25 Contributions, gifts, grants paid		333,814.	333,814.	
26 Total expenses and disbursements. Add lines 24 and 25		379,709.	39,169.	
27 Subtract line 26 from line 12:		147,630.		
a Excess of revenue over expenses and disbursements				
b Net investment income (if negative, enter -0-)		491,750.		
c Adjusted net income (if negative, enter -0-)			N/A	

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
			2,057,610.	1,947,893.	1,947,893.
Assets	1 Cash - non-interest-bearing				
	2 Savings and temporary cash investments				
	3 Accounts receivable ► 1,000,000.				
	Less: allowance for doubtful accounts ►			1,000,000.	1,000,000.
	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	STMT 9	1,273,820.	931,862.	959,608.
	b Investments - corporate stock	STMT 10	3,401,852.	2,997,311.	3,482,534.
	c Investments - corporate bonds				
Liabilities	11 Investments - land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
	12 Investments - mortgage loans				
	13 Investments - other	STMT 11	<4,255.►	<409.►	<409.►
	14 Land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
	15 Other assets (describe ►)				
	16 Total assets (to be completed by all filers)		6,729,027.	6,876,657.	7,389,626.
	17 Accounts payable and accrued expenses				
	18 Grants payable				
Net Assets or Fund Balances	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ►)				
	23 Total liabilities (add lines 17 through 22)		0.	0.	
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
Net Assets or Fund Balances	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds		0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds		6,729,027.	6,876,657.	
	30 Total net assets or fund balances		6,729,027.	6,876,657.	
	31 Total liabilities and net assets/fund balances		6,729,027.	6,876,657.	

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	6,729,027.
2 Enter amount from Part I, line 27a	2	147,630.
3 Other increases not included in line 2 (itemize) ►	3	0.
4 Add lines 1, 2, and 3	4	6,876,657.
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	6,876,657.

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	3,435,254.		3,105,906.	348,174.	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(I) 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				348,174.	
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	348,174.
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	395,329.	7,230,161.	.054678
2007	370,270.	8,173,210.	.045303
2006	368,164.	7,686,202.	.047899
2005	344,354.	7,414,917.	.046441
2004	340,983.	7,059,902.	.048299

2 Total of line 1, column (d) **2** **.242620**

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** **.048524**

4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5 **4** **7,159,403.**

5 Multiply line 4 by line 3 **5** **347,403.**

6 Enter 1% of net investment income (1% of Part I, line 27b) **6** **4,918.**

7 Add lines 5 and 6 **7** **352,321.**

8 Enter qualifying distributions from Part XII, line 4 **8** **340,520.**

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 ► <input type="checkbox"/> and enter "N/A" on line 1.	Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)	1	9,835.		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b					
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-)					
3 Add lines 1 and 2	3 9,835.				
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 9,835.				
6 Credits/Payments:					
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a 4,740.				
b Exempt foreign organizations - tax withheld at source	6b				
c Tax paid with application for extension of time to file (Form 8868)	6c 10,000.				
d Backup withholding erroneously withheld	6d				
7 Total credits and payments. Add lines 6a through 6d	7 14,740.				
8 Enter any penalty for underpayment of estimated tax. Check here <input 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				
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10 4,905.				
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax ►	11 0.				

Part VII-A Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	Yes	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1a X	
<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>		
c Did the foundation file Form 1120-POL for this year?	1b 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?	2 X	
<i>If "Yes," attach a detailed description of the activities.</i>		
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>	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?	4b X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5 X	
<i>If "Yes," attach the statement required by General Instruction T.</i>		
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:		
• By language in the governing instrument, or	6 X	
• 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?		
7 Did the foundation have at least \$5,000 in assets at any time during the year?	7 X	
<i>If "Yes," complete Part II, col. (c), and Part XV.</i>		
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? <i>If "No," attach explanation</i>	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)? <i>If "Yes," complete Part XIV</i>	9 X	
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	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	<input checked="" type="checkbox"/>	
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12	<input checked="" type="checkbox"/>	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	N/A	13	<input type="checkbox"/>
14	The books are in care of ► <u>PRABHU GOEL</u> Located at ► <u>98 RIDGEVIEW DRIVE, AATHERTON, CA</u>	Telephone no. ► <u>408-977-7092</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	► <input type="checkbox"/> 15	N/A	► <input type="checkbox"/>

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.

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 page 20 of the instructions)?	N/A ► <input type="checkbox"/>
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?	
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?	SEE STATEMENT A <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
If "Yes," list the years ► 2008 , , , , ,	
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.)	
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	
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?	

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:	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		N/A	5b
Organizations relying on a current notice regarding disaster assistance check here	<input checked="" type="checkbox"/>			
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?	<input type="checkbox"/> Yes <input type="checkbox"/> No		N/A	
If "Yes," attach the statement required by Regulations section 53.4945-5(d).				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		N/A	6b
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		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
PRABHU GOEL 98 RIDGEVIEW DRIVE AHTERTON, CA 94027	SECRETARY 1.00	0.	0.	0.
POONAM GOEL 98 RIDGEVIEW DRIVE AHTERTON, CA 94027	PRESIDENT 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
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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		
3		
	All other program-related investments. See instructions.	

Total. Add lines 1 through 3 ► 0.

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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	1,781,009.
b	Average of monthly cash balances	1b	2,101,043.
c	Fair market value of all other assets	1c	3,386,377.
d	Total (add lines 1a, b, and c)	1d	7,268,429.
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	7,268,429.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	109,026.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	7,159,403.
6	Minimum investment return. Enter 5% of line 5	6	357,970.

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	357,970.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	9,835.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	9,835.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	348,135.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	348,135.
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	348,135.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:	1a	340,520.
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1b	0.
b	Program-related investments - total from Part IX-B	2	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	3a	
3	Amounts set aside for specific charitable projects that satisfy the:	3b	
a	Suitability test (prior IRS approval required)	4	340,520.
b	Cash distribution test (attach the required schedule)	5	0.
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	6	340,520.
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		
6	Adjusted qualifying distributions. Subtract line 5 from line 4		

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				348,135.
2 Undistributed income, if any, as of the end of 2008:			345,817.	
a Enter amount for 2008 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e		0.		
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ 340,520.			340,520.	
a Applied to 2008, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)			0.	
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2009 distributable amount				0.
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)			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 2008. Subtract line 4a from line 2a. Taxable amount - see instr.				5,297.
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				
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			0.	
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

Part XV Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
FIDELITY CHARITBLE GIFT FUND PO BOX 770001 CINCINNATI, OH 45277	N/A	PUBLIC CHARITY	DONOR ADVISED FUND - GRANTS TO MANY CHARITIES	333,814.
Total			► 3a	333,814.
b Approved for future payment				
NONE				
Total			► 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

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) Exclu- sion 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					
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					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a SEE STATEMENT 12					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		527,339.	0.
13 Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 12 instructions to verify calculations.)				13	527,339.

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

THE GOEL FOUNDATION

CONTINUATION FOR 990-PF, PART IV
77-0269072 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	SEE STATEMENT D-1	P	VARIOUS	VARIOUS
b	SEE STATEMENT D-1	P	VARIOUS	VARIOUS
c	KMEP PTP SALES	P	05/29/09	10/16/09
d	CR COMM PROP FINAL	P	VARIOUS	VARIOUS
e	OTHER GAINS AND LOSSES - MSM	P	VARIOUS	VARIOUS
f	ISHARES K-1	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 2,403,380.		1,993,486.	409,894.
b 1,031,874.		1,112,420.	<80,546.>
c			7,414.
d			5,359.
e			6,048.
f			5.
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			409,894.
b			<80,546.>
c			7,414.
d			5,359.
e			6,048.
f			5.
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	348,174.
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

Goel Foundation
Schedule D - Capital Gains and Losses/MSP
As of: 03/31/2010

Quantity	Asset	Date Acquired	Date Sold	Proceeds	Tax Basis	Gain/Loss
<u>Short-Term Capital Gains and Losses</u>						
500	AMGEN 500/MSP	Jan 28 09	Jan 25 10	28,014.39	27,517.30	497.09
1,500	BAXTER 1500/MSP	May 29 09	Jan 20 10	90,913.84	76,038.00	14,875.84
600	BAXTER 2700/MSP_SLD#1	Dec 2 09	Jan 20 10	36,365.54	33,417.84	2,947.70
1,200	BURLINGTON 1200/MSP	Jan 18 09	Sep 1 09	98,080.39	76,778.04	21,312.35
1,500	COLGATE 1500/MSP	Jan 12 09	Nov 2 09	117,695.97	98,256.00	19,439.97
500	COLGATE 500/MSP	Jan 28 09	Nov 2 09	39,231.99	31,928.50	7,305.49
1,400	CONSOL 1400/MSP	Aug 25 09	Jan 4 10	73,891.92	56,658.00	17,233.92
1,700	CONSOL 1700/MSP	Aug 12 09	Jan 4 10	89,725.90	64,395.83	25,330.07
1,000	COVIDIEN 1000/MSP	Jan 16 09	Nov 30 09	46,842.59	38,855.00	9,987.59
1,000	CURRENCY E 1000/MSP	Jan 16 09	Jan 6 10	143,674.01	133,032.20	10,641.81
500	CURRENCY E 500/MSP	Jan 28 09	Jan 6 10	71,837.00	65,721.00	6,116.00
2,800	ISHR RE 5300/MSP	Aug 25 09	Mar 29 10	140,593.74	112,978.32	27,615.42
2,500	ISHR RE 5300/MSP_SLD#1	Aug 25 09	Mar 15 10	121,310.95	100,873.50	20,437.45
1,600	KINDER 1600/MSP	May 29 09	Oct 16 09	88,667.00	81,409.28	7,257.72
1,000	MCAFEE 1000/MSP	Nov 11 09	Feb 19 10	40,258.29	43,294.20	-3,035.91
1,500	MCAFEE 1500/MSP	Aug 12 09	Feb 19 10	60,387.43	64,655.85	-4,268.42
1,100	MONSANTO 1100/MSP	May 29 09	Feb 22 10	84,611.03	89,099.45	-4,488.42
150	MONSANTO 700.1/MSP_SLD#1	Aug 25 09	Feb 22 10	11,537.87	12,736.71	-1,198.84
2,100	NOVARTIS 2100/MSP	Sep 9 09	Dec 15 09	112,843.32	99,438.15	13,405.17
500	NOVARTIS 500/MSP	Nov 11 09	Dec 15 09	26,867.48	26,724.00	143.48
10,000	PS EX 10000/MSP	Jan 16 09	Aug 10 09	162,395.82	128,375.00	34,020.82
1,500	SALESFORCE 1500/MSP	Aug 12 09	Aug 24 09	79,085.16	70,307.70	8,777.46
2,100	URS CORP 2100/MSP	Jan 28 09	May 26 09	101,078.80	78,974.91	22,103.89
5,800	VANGUARD 11500/MSP	Jan 28 09	Jun 17 09	178,755.46	132,212.18	46,543.30
5,700	VANGUARD 11500/MSP_SLD#1	Jan 28 09	May 22 09	178,035.49	129,932.84	48,102.85
2,600	VISA INC 2600/MSP	Jan 28 09	Jun 5 09	180,688.83	121,878.12	58,790.71
Total Short-term				2,403,380.19	1,993,485.70	409,894.49
<u>Long-Term Capital Gains and Losses</u>						
1,500	AMGEN 1500/MSP	Aug 1 08	Jan 25 10	84,043.18	94,530.00	-10,486.82
4,811	BK OF NY N 4811/MSP	Feb 20 97	May 29 09	131,138.23	219,752.65	-88,614.42
1,100	BP PLC ADR 1600/MSP	Nov 27 01	May 22 09	52,483.62	48,345.00	4,148.62
2,000	COVIDIEN 2000/MSP	Aug 1 08	Nov 30 09	93,685.19	99,500.00	-5,814.81
575	GEN ELEC 1500/MSP	Jan 31 01	May 29 09	7,624.99	26,967.50	-19,342.51
1,700	GEN ELEC 1700/MSP	Apr 7 03	May 29 09	22,543.46	48,263.00	-25,719.54
4,200	LOEWS CORP 1400/MSP	May 12 99	Sep 1 09	138,007.19	53,331.25	84,675.94
800	LORILLARD 1700/MSP_SLD#1	Jun 28 07	Feb 22 10	61,235.06	62,193.76	-958.70
1,500	MERCK 3000/MSP_SLD#1	Dec 10 03	Feb 22 10	55,394.44	64,807.95	-9,413.51
1,197	MORRIS 1197/MSP	Apr 4 07	Aug 12 09	56,068.15	58,730.53	-2,664.38
3,100	PROCTER 3100/MSP	Dec 12 05	Aug 12 09	161,444.16	178,978.07	-15,533.91
400	PROCTER 400/MSP	Jun 1 06	Aug 12 09	20,831.50	21,640.00	-808.50
3,100	TETRA 6100/MSP	May 22 07	Feb 22 10	66,789.89	69,816.03	-3,026.14
3,000	TETRA 6100/MSP_SLD#1	May 22 07	Dec 2 09	80,577.02	67,563.90	13,013.12
Total Long-term				1,031,874.08	1,112,419.64	-80,545.56

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

SOURCE	AMOUNT
BANK DEPOSIT INT/MSM	5,273.
K-1 INTEREST INCOME	330.
MS LIQUID ASSET INT/MSP	1,041.
US TREASURY INTEREST/MSM	52,500.
US TREASURY INTEREST/MSP	3,608.
US TREASURY PURCHASE INTEREST/MSP	<820.>
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	61,932.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
COMPUTERSHARE DIVIDENDS	18.	0.	18.
KMEP K-1 - QUALIFIED DIVIDENDS	18.	0.	18.
MORGAN STANLEY #78F03 DIVIDENDS	120,796.	0.	120,796.
TOTAL TO FM 990-PF, PART I, LN 4	120,832.	0.	120,832.

FORM 990-PF RENTAL INCOME STATEMENT 3

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
RENTAL INCOME - CR COMMERCIAL PROPERTY FUND	1	<19.>
TOTAL TO FORM 990-PF, PART I, LINE 5A		<19.>

FORM 990-PF

OTHER INCOME

STATEMENT

4

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
KINDER MORGAN ENERGY K-1	<5,866.>	0.	
KINDER MORGAN - SECTION 1231	<16.>	0.	
FEDERAL INCOME TAX REFUND	2,300.	0.	
ROUNDING ERROR	2.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	<3,580.>	0.	

FORM 990-PF

ACCOUNTING FEES

STATEMENT

5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING AND TAX SERVICES	6,706.	0.		6,706.
TO FORM 990-PF, PG 1, LN 16B	6,706.	0.		6,706.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT

6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	32,027.	32,027.		0.
ISHARES K-1	514.	514.		0.
TO FORM 990-PF, PG 1, LN 16C	32,541.	32,541.		0.

FORM 990-PF

TAXES

STATEMENT

7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	53.	53.		0.
TO FORM 990-PF, PG 1, LN 18	53.	53.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT

8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
KMEP K-1 - NONDEDUCTIBLE EXPENSES	21.	0.		0.
MISCELLANEOUS INVESTMENT EXPENSE	6,509.	6,509.		0.
ROUNDING ERROR	<1.00	0.		0.
TO FORM 990-PF, PG 1, LN 23	6,529.	6,509.		0.

FORM 990-PF

U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS

STATEMENT

9

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
FHLB 03.17.10	X		0.	0.
FHLB 04.10.10	X		679,868.	700,000.
US T-NOTE 7.12	X		251,994.	259,608.
TOTAL U.S. GOVERNMENT OBLIGATIONS			931,862.	959,608.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			931,862.	959,608.

FORM 990-PF

CORPORATE STOCK

STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MORGAN STANLEY #78F03	2,997,311.	3,482,534.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,997,311.	3,482,534.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 11

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CR COMMERCIAL PROPERTY ISHARES TRUST (PTP)	COST	0. <409. >	0. <409. >
TOTAL TO FORM 990-PF, PART II, LINE 13		<409. >	<409. >

FORM 990-PF

OTHER REVENUE

STATEMENT 12

DESCRIPTION	BUS CODE	UNRELATED BUSINESS INC	EXCL CODE	EXCLUDED AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
KINDER MORGAN ENERGY K-1 KINDER MORGAN - SECTION 1231 FEDERAL INCOME TAX REFUND ROUNDING ERROR				<5,866. > <16. > 2,300. 2.	
TOTAL TO FORM 990-PF, PG 11, LN 11				<3,580. >	

Application for Extension of Time To File an
Exempt Organization Return

► File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only Part I and check this box ► **X**
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ►

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for Charities & Nonprofits.

Type or print File by the due date for filing your return. See instructions	Name of Exempt Organization THE GOEL FOUNDATION	Employer identification number 77-0269072
	Number, street, and room or suite no. If a P.O. box, see instructions. 98 RIDGEVIEW DRIVE	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. ATHERTON, CA 94027	

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

<input type="checkbox"/> Form 990	<input type="checkbox"/> Form 990-T (corporation)	<input type="checkbox"/> Form 4720
<input type="checkbox"/> Form 990-BL	<input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust)	<input type="checkbox"/> Form 5227
<input type="checkbox"/> Form 990-EZ	<input type="checkbox"/> Form 990-T (trust other than above)	<input type="checkbox"/> Form 6069
<input checked="" type="checkbox"/> Form 990-PF	<input type="checkbox"/> Form 1041-A	<input type="checkbox"/> Form 8870

PRABHU GOEL

- The books are in the care of ► **98 RIDGEVIEW DRIVE - AHERTON, CA 94027**
Telephone No. ► **408-977-7092** 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 will cover.

1	I request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time until NOVEMBER 15, 2010 , to file the exempt organization return for the organization named above. The extension is for the organization's return for: ► <input type="checkbox"/> calendar year _____ or ► <input checked="" type="checkbox"/> tax year beginning APR 1, 2009 , and ending MAR 31, 2010 .		
2	If this tax year is for less than 12 months, check reason: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Change in accounting period		
3a	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.	3a	\$ 14,740.
b	If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$ 4,740.
c	Balance Due. Subtract line 3b from line 3a. 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.	3c	\$ 10,000.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

LHA For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form 8868 (Rev. 4-2009)