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

2010

Department of the Treasury
Internal Revenue Service

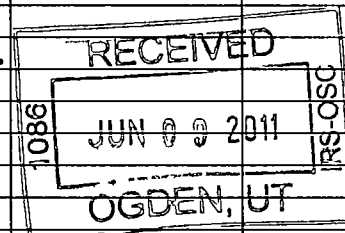
Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

For calendar year **2010**, 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

Name of foundation THE FREMONT GROUP FOUNDATION		A Employer identification number 33-3255428
Number and street (or P O box number if mail is not delivered to street address) P.O. BOX 193809	Room/suite	B Telephone number (415) 284-8598
City or town, state, and ZIP code SAN FRANCISCO, CA 94119-3809		C If exemption application is pending, check here <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		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 8,668,928.	J Accounting method: <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input checked="" type="checkbox"/> Other (specify) MODIFIED CASH	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I	Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
	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	3.	3.		STATEMENT 1
	4 Dividends and interest from securities	130,231.	130,231.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<45,973.>			
	b Gross sales price for all assets on line 6a 370,454.				
	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				
	12 Total. Add lines 1 through 11	84,261.	130,234.		
	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 3	2,970.	0.		2,970.
	b Accounting fees STMT 4	72,000.	0.		72,000.
	c Other professional fees STMT 5	6,595.	6,595.		0.
	17 Interest				
	18 Taxes STMT 6	3,365.	910.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 7	555.	0.		555.
	24 Total operating and administrative expenses. Add lines 13 through 23	85,485.	7,505.		75,525.
	25 Contributions, gifts, grants paid	358,464.			358,464.
	26 Total expenses and disbursements. Add lines 24 and 25	443,949.	7,505.		433,989.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	<359,688.>			
	b Net investment income (if negative, enter -0-)		122,729.		
	c Adjusted net income (if negative, enter -0-)			N/A	



SCANNED JUN 13 2011
Operating and Administrative Expenses

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	268,462.	158,296.	158,296.
	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 STMT 10	7,648,220.	7,401,153.	8,500,966.
14 Land, buildings, and equipment: basis ▶ Less accumulated depreciation ▶				
15 Other assets (describe ▶ STATEMENT 11)	12,121.	9,666.	9,666.	
16 Total assets (to be completed by all filers)	7,928,803.	7,569,115.	8,668,928.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable	75,000.	25,000.	
	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)	75,000.	25,000.		
Net Assets or Fund Balances	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			
	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	7,853,803.	7,544,115.		
30 Total net assets or fund balances	7,853,803.	7,544,115.		
31 Total liabilities and net assets/fund balances	7,928,803.	7,569,115.		

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	7,853,803.
2 Enter amount from Part I, line 27a	2	<359,688.>
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 9	3	50,000.
4 Add lines 1, 2, and 3	4	7,544,115.
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	7,544,115.

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	370,454.	416,427.	<45,973.>

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			<45,973.>

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	<45,973.>
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))
2009	457,776.	6,806,640.	.067254
2008	486,185.	8,582,706.	.056647
2007	565,672.	10,293,629.	.054954
2006	459,822.	9,508,962.	.048357
2005	618,120.	9,039,602.	.068379

2	Total of line 1, column (d)	2	.295591
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	.059118
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	7,841,130.
5	Multiply line 4 by line 3	5	463,552.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,227.
7	Add lines 5 and 6	7	464,779.
8	Enter qualifying distributions from Part XII, line 4	8	433,989.

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)			
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		1	2,455.
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	2,455.
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	2,455.
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	12,121.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	12,121.	
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	9,666.	
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax <input type="checkbox"/> 9,666. Refunded <input type="checkbox"/>	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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		X
1c Did the foundation file Form 1120-POL for this year?		X
2 Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> CA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

N/A

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)
12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?
14 The books are in care of V.P./TREAS/DIRECTOR Telephone no. 415 284-8598
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here
16 At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?

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?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(6) Agree to pay money or property to a government official?
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 22 of the instructions)?
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 2010?
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 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010?
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?
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?
b If "Yes," did it have excess business holdings in 2010 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?
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 2010?

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)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here N/A

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? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d). N/A

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

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

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
SEE STATEMENT 12		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."

Table with 3 columns: (a) Name and address of each person paid more than \$50,000, (b) Type of service, (c) Compensation. Row 1 contains '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.

Table with 2 columns: Description, Expenses. Row 1 contains 'N/A'.

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.

Table with 2 columns: Description, Amount. Row 1 contains 'N/A'. Row 3 contains 'All other program-related investments. See instructions.'

Total. Add lines 1 through 3 0.

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	7,791,369.
b	Average of monthly cash balances	1b	169,169.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	7,960,538.
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	7,960,538.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	119,408.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	7,841,130.
6	Minimum investment return. Enter 5% of line 5	6	392,057.

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	392,057.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	2,455.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,455.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	389,602.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	389,602.
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	389,602.

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	433,989.
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	433,989.
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	433,989.

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 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				389,602.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005	172,792.			
b From 2006				
c From 2007	68,127.			
d From 2008	69,654.			
e From 2009	120,036.			
f Total of lines 3a through e	430,609.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ \$	433,989.			
a Applied to 2009, 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 2010 distributable amount				389,602.
e Remaining amount distributed out of corpus	44,387.			
5 Excess distributions carryover applied to 2010 (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:	474,996.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				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 2005 not applied on line 5 or line 7	172,792.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	302,204.			
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007	68,127.			
c Excess from 2008	69,654.			
d Excess from 2009	120,036.			
e Excess from 2010	44,387.			

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 2010, 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				(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
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).)

NONE

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 <i>Paid during the year</i> SEE ATTACHED STATEMENT B	N/A	ALL PUBLIC CHARITIES	SEE ATTACHED STATEMENT B	358,464.
Total				▶ 3a 358,464.
b <i>Approved for future payment</i> SEE ATTACHED STATEMENT B	N/A	ALL PUBLIC CHARITIES	SEE ATTACHED STATEMENT B	25,000.
Total				▶ 3b 25,000.

THE FREMONT GROUP FOUNDATION

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 9,153.32 SHS ARTISAN INTERNATIONAL FD	P	01/26/00	11/15/10
b 500.44 SHS DODGE & COX INC FD	P	12/21/09	06/15/10
c 3,287.44 SHS DODGE & COX INC FD	P	03/22/02	06/15/10
d 3,926.80 SHS PIMCO TOTAL RETURN FUND INSTL CLASS	P	09/30/09	07/23/10
e 2,256.95 SHS PIMCO TOTAL RETURN FUND INSTL CLASS	P	08/31/04	07/23/10
f CAPITAL GAINS DIVIDENDS			
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 200,000.		301,604.	<101,604.>
b 6,606.		6,519.	87.
c 43,394.		40,405.	2,989.
d 44,451.		43,191.	1,260.
e 25,549.		24,708.	841.
f 50,454.			50,454.
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			<101,604.>
b			87.
c			2,989.
d			1,260.
e			841.
f			50,454.
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	<45,973.>
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

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

SOURCE	AMOUNT
WELLS FARGO BANK CHECKING	3.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	3.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
NORTHERN TRUST - CUSTODIAN	179,435.	50,454.	128,981.
NORTHERN TRUST MONEY MARKET FUND	1,250.	0.	1,250.
TOTAL TO FM 990-PF, PART I, LN 4	180,685.	50,454.	130,231.

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	2,970.	0.		2,970.
TO FM 990-PF, PG 1, LN 16A	2,970.	0.		2,970.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING & TAX SERVICES FEES	68,000.	0.		68,000.
AUDIT FEES	4,000.	0.		4,000.
TO FORM 990-PF, PG 1, LN 16B	72,000.	0.		72,000.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISOR FEES	1,000.	1,000.		0.
CUSTODIAN FEES	5,595.	5,595.		0.
TO FORM 990-PF, PG 1, LN 16C	6,595.	6,595.		0.

FORM 990-PF	TAXES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAXES	2,455.	0.		0.
FOREIGN TAXES	910.	910.		0.
TO FORM 990-PF, PG 1, LN 18	3,365.	910.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MEMBERSHIP FEES	500.	0.		500.
RECORDING & FILING FEES	55.	0.		55.
TO FORM 990-PF, PG 1, LN 23	555.	0.		555.

	FOOTNOTES	STATEMENT	8
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COMPENSATION EXPLANATION

ALL FOUNDATION OFFICERS AND DIRECTORS VOLUNTEER THEIR TIME ON AN AS NEEDED BASIS AS IT RELATES TO FOUNDATION MATTERS CHOOSE NOT TO BE COMPENSATED FOR THEIR SERVICES.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	9
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DESCRIPTION	AMOUNT
ADJUSTMENT TO ACCRUE OUTSTANDING GRANTS PAYABLE AT YEAR END	50,000.
TOTAL TO FORM 990-PF, PART III, LINE 3	50,000.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	10
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED STATEMENT A	COST	7,401,153.	8,500,966.
TOTAL TO FORM 990-PF, PART II, LINE 13		7,401,153.	8,500,966.

FORM 990-PF	OTHER ASSETS	STATEMENT	11
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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
PREPAID EXCISE TAXES	12,121.	9,666.	9,666.
TO FORM 990-PF, PART II, LINE 15	12,121.	9,666.	9,666.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 12

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
ALAN M. DACHS P.O. BOX 193809 SAN FRANCISCO, CA 941193809	PRES/DIRECTOR 0.00	0.	0.	0.
DEBORAH L. DUNCAN P.O. BOX 193809 SAN FRANCISCO, CA 941193809	V-P/TREAS/DIRECTOR 0.00	0.	0.	0.
RICHARD S. KOPF P.O. BOX 193809 SAN FRANCISCO, CA 941193809	V-P/SCTY/DIRECTOR 0.00	0.	0.	0.
BRENDA A. LEVINE P.O. BOX 193809 SAN FRANCISCO, CA 941193809	DIRECTOR 0.00	0.	0.	0.
SHU C. HUANG P.O. BOX 193809 SAN FRANCISCO, CA 941193809	DIRECTOR 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FREMONT GROUP FOUNDATION
Detail of Investment Securities
2010

33-3255428
STATEMENT A

<u>Investment Securities</u>	Number of Shares	Book Value Start of Year	Book Value End of Year	12/31/2010 Market Value
Artisan International Fund	23,695.85	896,082	598,659	514,200
Baron Growth Fund	14,251.65	468,309	468,309	730,112
Dodge & Cox Income Fund	17,787.40	251,994	216,800	235,327
Dodge & Cox International Fund	13,826.54	568,824	568,824	493,746
Dodge & Cox Stock Fund	15,769.49	1,577,021	1,596,268	1,699,320
Longleaf Partners Small Cap Fund	21,097.05	500,000	500,000	559,494
PIMCO Total Return	119,279.50	1,223,356	1,257,237	1,294,183
T Rowe Price Growth Stock Fund	66,443.79	1,583,333	1,584,462	2,136,168
T Rowe Price Mid Cap Fund	14,324.56	579,300	610,593	838,416
Total Mutual Funds Securities		7,648,220	7,401,153	8,500,966

PART XV LINE 3 -- GRANTS & CONTRIBUTIONS PAID DURING THE YEAR OR APPROVED FOR FUTURE PAYMENT

Line 3(a) - Contributions paid during 2010

Date	Activity Type/Donor Name & Address	Public Charity	Purpose	Amount
Community/Social Service Support				
01/26/10	AmenCares, 88 Hamilton Ave Stamford CT 06902	YES	General	100
04/20/10	Americans for Oxford Inc , 500 Fifth Ave , 32nd Floor, New York, NY 10110	YES	General	250
05/10/10	Big Brothers Big Sisters of the Bay Area 731 Market St, 6th Floor SF, CA 94103	YES	Unrestricted	100
12/01/10	Boys & Girls Clubs of Oakland PO Box 23203 Oakland, CA	YES	Program Operations for '10-'11	10 000
12/01/10	Boys & Girls Clubs of San Francisco, 55 Hawthorne Street, Suite 600 San Francisco CA 94105	YES	Operations	15 000
01/22/10	Boy Scouts of America, San Francisco Bay Area Council 1001 Davis Street, San Leandro CA 94577	YES	Friends of Scouting - 2010	1 500
06/24/10	Boy Scouts of America (Mt Diablo), 800 Ellinwood Way Pleasant Hill CA 94523	YES	General- 2010 Friends of Scouting	250
08/13/10	Boy Scouts of America (Mt Diablo), 800 Ellinwood Way Pleasant Hill, CA 94523	YES	Unrestricted General	100
06/22/10	Boy Scouts of America (SF Bay Area Council) 1001 Davis St San Leandro CA 94577	YES	Friends of Scouting	15,000
06/22/10	Boy Scouts of America (SF Bay Area Council) 1001 Davis St San Leandro CA 94577	YES	Scoutreach Program	15 000
12/17/10	Boy Scouts of America (SF Bay Area Council) 1001 Davis St , San Leandro CA 94577	YES	Unrestricted General	1,000
12/20/10	Cancer Support Community San Francisco Bay Area 3276 McNutt Ave, Walnut Creek, CA 94597	YES	Unrestricted General	250
12/20/10	Canine Companions for Independence, PO Box 446, Santa Rosa, CA 95402	YES	General	200
02/22/10	CASA of Contra Costa County, 2020 N Broadway Ste 204, Walnut Creek CA 94596	YES	Unrestricted General	500
12/01/10	Challenged Athletes Foundation, PO Box 910769, San Diego, CA 92191	YES	General	500
09/23/10	Child Aid 917 SW Oak St , Ste 301, Portland, OR 97205	YES	Unrestricted General	500
12/10/10	Food for the Poor, 6401 Lyons Road P O Box 979004, Coconut Creek, FL 33097	YES	General	200
04/20/10	Food Pantry, The, 500 De Haro Street, SF, CA 94107	YES	General	1,500
06/22/10	Handful Players, 1700 California Street Suite 335, San Francisco, CA 94109	YES	Program Support	5,000
05/12/10	Hospice of the East Bay, 3470 Buskirk Avenue, Pleasant Hill, CA 94523	YES	In Memory Of David Kaplan	250
03/25/10	International Medical Corps, 1919 Santa Monica Blvd, Ste 400, Santa Monica CA 90404	YES	Haiti Earthquake Relief	100
03/25/10	International Medical Corps, 1919 Santa Monica Blvd, Ste 400, Santa Monica CA 90404	YES	Haiti Earthquake Relief	100
03/25/10	International Medical Corps 1919 Santa Monica Blvd, Ste 400, Santa Monica CA 90404	YES	Haiti Earthquake Relief	250
03/25/10	International Medical Corps 1919 Santa Monica Blvd, Ste 400, Santa Monica, CA 90404	YES	Haiti Earthquake Relief	250
01/26/10	Jewish Family & Children's Services, 2150 Post Street SF CA 94115	YES	Unrestricted	100
04/20/10	La Casa de las Madres, 1663 Mission Street, Suite 225, San Francisco CA 94103	YES	General	500
02/22/10	Meals On Wheels of SF, Inc 1375 Fairfax Ave San Francisco, CA 94124	YES	Unrestricted	100
02/22/10	Mercy Corps 45 SW Ankeny Street Portland, OR 97204	YES	Haiti Earthquake Relief	300
02/22/10	Mercy Corps 45 SW Ankeny Street, Portland, OR 97204	YES	Haiti Earthquake Relief	500
02/22/10	Mercy Corps 45 SW Ankeny Street Portland OR 97204	YES	Haiti Earthquake Relief	100
03/25/10	Mercy Corps, 45 SW Ankeny Street Portland, OR 97204	YES	Haiti Earthquake Relief	200
02/22/10	National Disaster Search Dog Foundation, 501 East Ojai Avenue, Ojai, CA 93023	YES	General	100
12/01/10	Raphael House of SF 1065 Sutter Street, SF, CA 94109	YES	Unrestricted General	500
09/23/10	Rehabilitation Services of Northern California 490 Golf Club Road, Pleasant Hill, CA 94523	YES	General	100
04/20/10	Reading is Fundamental 1825 Connecticut Ave NW, Suite 400 Washington DC 20009-5726	YES	General	500
12/01/10	REDF (The Roberts Enterprise Development Fund) 631 Howard Street Suite 320 SF CA 94105	YES	Employment Supports Programs Social Enterprise Workers	10,000
12/01/01	Salvation Army The, 2707 E Van Buren St, Phoenix AZ 85008-6039	YES	San Bruno Fire	250
12/01/10	SF Court Appointed Special Advocate (SFCASA) 100 Bush Street Suite 650 SF CA 94104	YES	10-'11 Advocacy & Mentonng Program	15 000
05/20/10	SF Food Bank 900 Pennsylvania Ave San Francisco CA 94107	YES	General	32 298
12/02/10	SF Food Bank, 900 Pennsylvania Ave San Francisco, CA 94107	YES	General	100
12/01/10	South of Market Childcare Center 790 Folsom St , San Francisco CA	YES	Tuition Scholarship Program	15,000
04/20/10	Special Olympics Inc, 1133 19th treet NW, 12th Floor, Washington, DC 20036-3604	YES	General	100
09/23/10	STAND!, 1410 Danzig Plaza Suite 200, Concord, CA 94520	YES	Unrestricted General	150
12/01/10	Tax-Aid 55 Second Street, #1400, SF, CA 94105	YES	Daly City Tax-Aid Site - General	2,000
06/24/10	Teen Esteem, P O Box 966 Danville, CA 94526	YES	Unrestricted General	200
02/22/10	Tnps for Kids, 138 Sunnyside Mill Valley, CA 94941	YES	General	250
06/22/10	Tnps for Kids, 138 Sunnyside, Mill Valley, CA 94941	YES	Bikes, Job Traning, Education	10,000
02/22/10	U S Fund for UNICEF, 125 Maiden Lane, New York, NY 10038	YES	Unrestricted General	100
06/24/10	Year Up, Inc SF Bay Area, 210 Spear Street, SF, CA 94105	YES	General	2 500
Subtotal Community/Social Service Support				158,848

Conservation/Environment

06/24/10	A-Pal Humane Society of Amador County, P O Box 190, Jackson CA 95642	YES	General	100
05/10/10	Bat Conservation Int'l, P O Box 162603, Austin, TX 78716-2603	YES	Unrestricted General	100
06/24/10	Habitat for Humanity East Bay, 2619 Broadway Oakland, CA 94612	YES	General	200
06/24/10	Habitat for Humanity East Bay 2619 Broadway, Oakland CA 94612	YES	General	100
12/10/10	Humane Society of the US, 2100 L Street NW, Washington, DC 20037	YES	Unrestricted General	100
04/08/10	The Nature Conservancy-Idaho Chapter 116 First Avenue, North, Hailey ID 83333	YES	Pledge - Molyneux Project	25 000
02/22/10	Noah's Wish Inc, POBox 4288, El Dorado Hills CA 95762	YES	General	100
02/22/10	SPCA - East Bay, 8323 Baldwin St Oakland, CA 94621	YES	General	250
02/22/10	SPCA - San Francisco 2500 16th Street San Francisco, CA 94103	YES	General	100
08/31/10	SPCA - San Francisco, 2500 16th Street, San Francisco, CA 94141-0490	YES	General	300
12/01/10	SPCA - San Francisco 2500 16th Street San Francisco, CA 94141-0490	YES	Unrestricted General	500
05/10/10	ULI Foundation 1025 Thomas Jefferson St NW, Suite 500 West, Washington DC 20007	YES	Annual Fund	100
01/26/10	World Wildlife Fund, 1250 24th Street, N W , PO Box 97180, Washington, DC 20037-1175	YES	Unrestricted General	125
01/26/10	World Wildlife Fund, 1250 24th Street, N W , PO Box 97180, Washington, DC 20037-1175	YES	Unrestricted General	100
Subtotal Conservation/Environment				27,175

Civic/Cultural/Historical

01/26/10	KQED, 2601 Manposi St , San Francisco, CA 94110	YES	Unrestricted General	150
08/13/10	KQED 2601 Manposi St , San Francisco CA 94110	YES	Unrestricted General	250
12/01/10	KQED 2601 Manposi St , San Francisco, CA 94110	YES	General	131
Subtotal Civic/Cultural/Historical				531

Education-General

01/26/10	Bingham Young University, PO Box 27188, Provo, UT 84602-7188	YES	General	5 000
12/20/10	Carteton College One North College Street, Northfield, MN 55057-4070	YES	Alumni Annual Fund	5 000
02/24/10	Council on Foundations 2121 Crystal Drive Suite 700, Arlington, VA 22202-3706	YES	General	550
06/24/10	Day School Foundation, The, (St Matthews Episcopal Day School) 204 East Second Ave San Mateo, CA 94	YES	Fund a Need Program	1,250
08/13/10	Day School Foundation The, (St Matthews Episcopal Day School) 204 East Second Ave San Mateo CA 94	YES	Unrestricted General	3 000
02/22/10	Eastside College Preparatory, 1041 Myrtle Street, East Palo Alto CA 94303	YES	General	250
04/20/10	Foothill Parent Faculty Association 2775 Cedro Lane Walnut Creek, CA 94598	YES	Unrestricted General	500
06/24/10	French American International School 150 Oak Street, San Francisco CA 94102	YES	General	1,000
12/01/10	Girls Incorporated of Alameda County, 13666 East 14th Street San Leandro, CA 94578	YES	Eureka! Teen Achievement Program	20,000
06/24/10	Hamilton Family Center, The, 1631 Hayes Street San Francisco CA 94117	YES	Unrestricted General	500
03/25/10	Hamlin School, The, 2120 Broadway San Francisco CA 94115	YES	Annual Fund	1 550
07/30/10	Head Royce School 4315 Lincoln Avenue Oakland, CA	YES	Head's Up Program	20,000
12/08/10	Head Royce School, 4315 Lincoln Avenue Oakland, CA	YES	REFUND- HeadsUp Scholars Program Close	-2 000
12/01/10	Los Cerros Middle School (Junipero Serra HS), POBox 354, Diablo, CA 94528	YES	Unrestricted General	1 000
12/20/10	Los Cerros Middle School (LCMS) 968 Blemer Road, Danville, CA 94526	YES	LCMS Academic Boosters	100
12/20/10	Los Cerros Middle School (LCMS) 968 Blemer Road, Danville, CA 94526	YES	LCMS Academic Boosters	175
01/26/10	Mann Montesson School, 5200 Paradise Drive, Corte Madera, CA 94925	YES	Unrestricted General	2,000
12/01/10	Mann Montesson School, 5200 Paradise Drive, Corte Madera, CA 94925	YES	Unrestricted General	500
12/01/10	Menlo Atherton Athletic Boosters, PO Box 1288 Menlo Park CA 94026	YES	Fresh/Sop Football	250
03/25/10	Menlo Atherton Foundation for the Future, PO Box 1228 Menlo Park, CA 94026	YES	General	250
04/20/10	Menlo Atherton Foundation for the Future PO Box 1228 Menlo Park, CA 94026	YES	General	300
06/24/10	Monte Vista High School Academic Booster NPO 3131 Stone Valley Road Danville CA 94526	YES	General	400
01/26/10	Neighbors United for Quality Education aka East Dallas Community School 324 Weyburn St Dallas, TX 75277	YES	General	250
02/22/10	Princeton University 330 Alexander St , PO Box 5357, Princeton NJ 08543-5357	YES	General	250
01/26/10	Questbridge/ Quest Scholars Program, 120 Hawthorne Ave Suite 103 Palo Alto, CA 94301	YES	General	250
08/13/10	Regents of the University of Michigan The Dept CH 10189, Palatine, IL 60055-0189	YES	General	9,765
01/26/10	Scnpps College 1030 Columbia Ave, Claremont, CA 91711-3905	YES	General	100
12/20/10	Smith College, The Trustees of the, 33 Elm Street Northampton, MA 01063-0024	YES	Smith Fund	5 000
04/20/10	St Francis High School 200 Foothill Blvd La Canada, CA 91011	YES	General	500
06/22/10	Teach for Amencia, 101 Montgomery St 5th Floor SF, CA 94105	YES	Pledge-2010 Growth Plan	25,000
01/26/10	Thacher School, The, 5025 Thacher Road, Ojai, CA 93023	YES	General	2,000
01/26/10	UC Berkeley Foundation 2080 Addison St #4200 Berkeley, CA 94720-4200	YES	Unrestricted General	1,000
08/13/10	UCSF Foundation, 505 Parnassus Avenue, M-1182, San Francisco CA 94143	YES	Cardiology Department	3,000
06/22/10	United Negro College Fund 220 Montgomery St Suite 1120 Floor, San Francisco CA 94104	YES	Annual Campaign	15,000
01/26/10	University of Pennsylvania 433 Franklin Building 3451 Walnut Street, Philadelphia PA 19104-6285	YES	General	250
01/26/10	University of Pennsylvania 433 Franklin Building 3451 Walnut St , Philadelphia, PA 19104-6285	YES	Jerome Fisher Program	250

01/26/10	University of Pennsylvania 433 Franklin Building, 3451 Walnut St Philadelphia PA 19104-6285	YES	The Penn Fund	250
01/26/10	University of Pennsylvania 433 Franklin Building, 3451 Walnut St Philadelphia PA 19104-6285	YES	School of Engineering & Applied Science Annual Giving Fund	250
01/26/10	University of Pennsylvania, 433 Franklin Building, 3451 Walnut St Philadelphia PA 19104-6285	YES	Wharton School Annual Giving Fund	250
02/22/10	University of Pennsylvania, 433 Franklin Building, 3451 Walnut St Philadelphia, PA 19104-6285	YES	Wharton Fund	1,250
04/20/10	University of Utah, 540 Arapeen Drive Ste 250 Salt Lake City, UT 84108	YES	Ecclus Business School	1,250
01/26/10	Urban School of SF The, 1563 Page Street, San Francisco CA 94117	YES	General	2,500
09/23/10	Valle Verde Elementary School PTA, 3275 Peachwillow Lane, Walnut Creek, CA 94598-1711	YES	Unrestricted General	500
09/23/10	Valle Verde Elementary School PTA 3275 Peachwillow Lane Walnut Creek CA 94598-1711	YES	Unrestricted General	180
04/20/10	Valle Verde Elementary School PTA 3275 Peachwillow Lane Walnut Creek CA 94598-1711	YES	Unrestricted General	100
04/20/10	Valle Verde Elementary School PTA 3275 Peachwillow Lane Walnut Creek CA 94598-1711	YES	Unrestricted General	200
04/20/10	Valle Verde Elementary School PTA, 3275 Peachwillow Lane Walnut Creek, CA 94598-1711	YES	Unrestricted General	100
05/10/10	Valle Verde Elementary School PTA, 3275 Peachwillow Lane, Walnut Creek CA 94598-1711	YES	Music Program	750
02/22/10	Wesleyan University, 318 High Street, Middletown, CT 06459	YES	Scholarships	10,000
09/23/10	Westchester Day School 856 Onenta Avenue, Mamaroneck, NY 10543	YES	General Fund	3,000
Subtotal Education-General				144,770

Medical - Care & Research

01/28/10	Alzheimer's Association, Southeastern Virginia Chapter, 6350 Center Drive, Suite 102 Norfolk VA 23502	YES	General	300
03/25/10	American Cancer Society 601 Montgomery Street, Suite 650, San Francisco, CA 94111	YES	Daffodil Days	2,935
08/13/10	American Diabetes Association, Matching Gifts Department, 1701 N Beauregard St, Alexandria, VA 22311	YES	General	200
02/22/10	American Red Cross PO Box 37243, Washington, D C 20013	YES	Haiti Earthquake Relief	150
03/25/10	American Red Cross PO Box 37243, Washington D C 20013	YES	Haiti Earthquake Relief	100
03/25/10	American Red Cross PO Box 37243, Washington, D C 20013	YES	Haiti Earthquake Relief	250
04/20/10	American Red Cross, PO Box 37243 Washington D C 20013	YES	Haiti Earthquake Relief	300
12/20/10	American Red Cross PO Box 37243 Washington, D C 20013	YES	Haiti Relief & Development	350
06/24/10	American Red Cross PO Box 37243 Washington, D C 20013	YES	Haiti Earthquake Relief	10,000
09/15/10	American Red Cross SF Bay Area Chapter, 85 Second St, 8th Floor SF CA 94105	YES	Support San Bruno Fire Victims	2,500
06/24/10	CPMC Foundation 2015 Steiner Street #301 San Francisco, CA 94115	YES	Oncology/Cancer Dept	500
12/20/10	CPMC Foundation PO Box 7999 SF CA 94120-7999	YES	Oncology Dept	250
08/13/10	Crohn's & Colitis Foundation of America 386 Park Ave South 17th Floor New York NY 10016	YES	Unrestricted General	100
06/24/10	Community Gatepath 875 Stanton Road Burlingame, CA 94010	YES	Scholarship Fund	500
12/01/10	Glaucoma Research Foundation 251 Post Street Ste 600, San Francisco CA 94108	YES	Glaucoma Research	500
06/24/10	Leukemia and Lymphoma Society Greater San Francisco Bay Area Chapter 221 Main St Ste1650, SF CA	YES	Unrestricted General	100
09/23/10	Leukemia and Lymphoma Society 1311 Mamaroneck Ave Suite 310 White Plains NY 10605	YES	Acute Myelogenous Leukemia Research	100
06/24/10	Muscular Dystrophy Association M/ S DE Chapter 8501 Lasalle Rd, Suite 211 Towson, MD 21286-5923	YES	Unrestricted General	250
06/24/10	National Multiple Sclerosis Society-No CA Chapter, 1700 Owens St Suite 190 SF, CA 94158	YES	Unrestricted General	100
04/21/10	Smile Train The, 41 Madison Ave 28th Floor New York NY 10010	YES	Unrestricted General	200
12/20/10	Smile Train, The, 41 Madison Ave 28th Floor New York, NY 10010	YES	General	200
01/26/10	Southampton Hospital Foundation, 240 Meeting House Lane, Southampton NY 11968	YES	General	250
02/22/10	Susan G Komen Breast Cancer Foundation, 5005 LBJ Freeway, Suite 250, Dallas, TX 75244	YES	General	3,075
12/01/10	Susan G Komen Breast Cancer Foundation, 5005 LBJ Freeway, Suite 250, Dallas, TX 75244	YES	General	3,500
08/13/10	Sudden Arrhythmia Death Syndromes Foundation(SADS),508 East South Temple, Ste#20, Salt Lake City, UT	YES	Unrestricted General	180
12/01/10	Zero Breast Cancer, 4340 Redwood Hwy Suite C400, San Rafael, CA 94903	YES	General	250
Subtotal Medical - Care & Research				27,140

GRAND TOTAL - ALL CONTRIBUTIONS PAID DURING 2010

\$358,464

Pledges Outstanding as of 12/31/10			Amount
Date of Pledge	Donee Name and Address	Public Charity	Outstanding 12/31/10
04/01/09	The Nature Conservancy-Idaho Chapter 116 First Avenue, North Hailey ID 83333	Yes	Molyneux Project 25,000
TOTAL OUTSTANDING PLEDGES			25,000

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
- 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

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

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.

Type or print	Name of exempt organization THE FREMONT GROUP FOUNDATION	Employer identification number 33-3255428
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P.O. box, see instructions P.O. BOX 193809	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. SAN FRANCISCO, CA 94119-3809	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

V. P. /TREAS/DIRECTOR

• The books are in the care of ▶ **199 FREMONT STREET, 22ND FLOOR - SAN FRANCISCO, CA 94105**
Telephone No. ▶ **415 284-8598** 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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2011**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ calendar year **2010** or
▶ tax year beginning _____, and ending _____

2 If the tax year entered in line 1 is for less than 12 months, check reason: Initial return Final return 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	\$	2,455.
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.	3b	\$	12,121.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

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