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

2010

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 BAKER STREET FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)

135 MAIN STREET

Room/suite

1140

City or town, state, and ZIP code

SAN FRANCISCO, CA 94105

H Check type of organization:  Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundationI Fair market value of all assets at end of year **(from Part II, col. (c), line 16)** J Accounting method:  Cash  Accrual  
 Other (specify) \_\_\_\_\_

► \$ 74,096,790. (Part I, column (d) must be on cash basis)

A Employer identification number

94-3192365

B Telephone number

415-356-2012

C If exemption application is pending, check here ► D 1. Foreign organizations, check here ► 2. Foreign organizations meeting the 85% test, check here and attach computation ► E If private foundation status was terminated under section 507(b)(1)(A), check here ► F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► **Part I Analysis of Revenue and Expenses**  
(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

|   |  | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|---|--|------------------------------------|---------------------------|-------------------------|---|
| 1                                       | Contributions, gifts, grants, etc., received                                       | 4,812,160.                         |                           | N/A                     |   |
| 2                                       | Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B |                                    |                           |                         |   |
| 3                                       | Interest on savings and temporary cash investments                                 |                                    |                           |                         |   |
| 4                                       | Dividends and interest from securities   | 1,349,207.                         | 1,349,207.                |                         | STATEMENT 1   |
| 5a                                      | Gross rents  |                                    |                           |                         |   |
| b                                       | Net rental income or (loss)  |                                    |                           |                         |   |
| 6a                                      | Net gain or (loss) from sale of assets not on line 10                              | 5,338,332.                         |                           |                         |   |
| b                                       | Gross sales price for all assets on line 6a  | 18,218,344.                        |                           |                         |   |
| 7                                       | Capital gain net income (from Part IV, line 2)                                     |                                    | 5,338,332.                |                         |   |
| 8                                       | Net short-term capital gain  |                                    |                           |                         |   |
| 9                                       | Income modifications   |                                    |                           |                         |   |
| Gross sales less returns and allowances |  |                                    |                           |                         |   |
| 10a                                     | b Less Cost of goods sold  |                                    |                           |                         |   |
| c                                       | Gross profit or (loss)   |                                    |                           |                         |   |
| 11                                      | Other income   | 348,245.                           | 348,245.                  |                         | STATEMENT 2   |
| 12                                      | Total. Add lines 1 through 11  | 11,847,944.                        | 7,035,784.                |                         |   |
| 13                                      | Compensation of officers, directors, trustees, etc.                                | 0.                                 | 0.                        |                         | 0.  |
| 14                                      | Other employee salaries and wages  |                                    |                           |                         |   |
| 15                                      | Pension plans, employee benefits   |                                    |                           |                         |   |
| 16a                                     | Legal fees   |                                    |                           |                         |   |
| b                                       | Accounting fees  | STMT 3                             | 29,730.                   | 14,865.                 | 14,865.   |
| c                                       | Other professional fees  | STMT 4                             | 284,204.                  | 284,204.                | 0.  |
| 17                                      | Interest   |                                    |                           |                         |   |
| 18                                      | Taxes  | STMT 5                             | 93,333.                   | 18,153.                 | 0.  |
| 19                                      | Depreciation and depletion   |                                    |                           |                         |   |
| 20                                      | Occupancy  |                                    |                           |                         |   |
| 21                                      | Travel, conferences, and meetings  |                                    | 4,310.                    | 0.                      | 4,310.  |
| 22                                      | Printing and publications  |                                    |                           |                         |   |
| 23                                      | Other expenses   |                                    |                           |                         |   |
| 24                                      | Total operating and administrative expenses  | Add lines 13 through 23            | 411,577.                  | 317,222.                | 19,175.   |
| 25                                      | Contributions, gifts, grants paid  |                                    | 3,582,500.                |                         | 3,582,500.  |
| 26                                      | Total expenses and disbursements.  | Add lines 24 and 25                | 3,994,077.                | 317,222.                | 3,601,675.  |
| 27                                      | Subtract line 26 from line 12:   |                                    |                           |                         |   |
| a                                       | Excess of revenue over expenses and disbursements                                  |                                    | 7,853,867.                |                         |   |
| b                                       | Net investment income (if negative, enter -0-)                                     |                                    |                           | 6,718,562.              |   |
| c                                       | Adjusted net income (if negative, enter -0-)                                       |                                    |                           |                         | N/A   |

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12-07-10 LHA For Paperwork Reduction Act Notice, see the instructions.

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| Assets   | 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 |
| 1  | 1 Cash - non-interest-bearing  |   |                   |                |                       |
| 2  | 2 Savings and temporary cash investments   |   | 2,040,247.        | 2,913,152.     | 2,913,152.            |
| 3  | 3 Accounts receivable ►  |   |                   |                |                       |
|  | Less: allowance for doubtful accounts ►  |   |                   |                |                       |
| 4  | 4 Pledges receivable ►   |   |                   |                |                       |
|  | Less: allowance for doubtful accounts ►  |   |                   |                |                       |
| 5  | 5 Grants receivable  |   |                   |                |                       |
| 6  | 6 Receivables due from officers, directors, trustees, and other disqualified persons   |   |                   |                |                       |
| 7  | 7 Other notes and loans receivable ►   |   |                   |                |                       |
|  | Less: allowance for doubtful accounts ►  |   |                   |                |                       |
| 8  | 8 Inventories for sale or use  |   |                   |                |                       |
| 9  | 9 Prepaid expenses and deferred charges  |   |                   |                |                       |
| 10a  | 10a Investments - U.S. and state government obligations  |   |                   |                |                       |
| b  | b Investments - corporate stock  | STMT 8  | 4,946,000.        | 4,812,160.     | 5,101,900.            |
| c  | c Investments - corporate bonds  |   |                   |                |                       |
| 11   | 11 Investments - land, buildings, and equipment basis ►  |   |                   |                |                       |
|  | Less accumulated depreciation ►  |   |                   |                |                       |
| 12   | 12 Investments - mortgage loans  |   |                   |                |                       |
| 13   | 13 Investments - other   | STMT 9  | 56,837,510.       | 59,891,938.    | 66,081,738.           |
| 14   | 14 Land, buildings, and equipment basis ►  |   |                   |                |                       |
|  | Less accumulated depreciation ►  |   |                   |                |                       |
| 15   | 15 Other assets (describe ► )  |   |                   |                |                       |
| 16   | 16 Total assets (to be completed by all filers)  |   | 63,823,757.       | 67,617,250.    | 74,096,790.           |
| Liabilities  | 17 Accounts payable and accrued expenses   |   |                   |                |                       |
| 18   | 18 Grants payable  |   |                   |                |                       |
| 19   | 19 Deferred revenue  |   |                   |                |                       |
| 20   | 20 Loans from officers, directors, trustees, and other disqualified persons  |   |                   |                |                       |
| 21   | 21 Mortgages and other notes payable   |   |                   |                |                       |
| 22   | 22 Other liabilities (describe ► )   | STATEMENT 10  | 4,695.            | 0.             |                       |
| 23   | 23 Total liabilities (add lines 17 through 22)   |   | 4,695.            | 0.             |                       |
| Net Assets or Fund Balances  | Foundations that follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31. |   |                   |                |                       |
| 24   | 24 Unrestricted  |   | 63,819,062.       | 67,617,250.    |                       |
| 25   | 25 Temporarily restricted  |   |                   |                |                       |
| 26   | 26 Permanently restricted  |   |                   |                |                       |
| Foundations that do not follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 27 through 31. |  |   |                   |                |                       |
| 27   | 27 Capital stock, trust principal, or current funds  |   |                   |                |                       |
| 28   | 28 Paid-in or capital surplus, or land, bldg., and equipment fund  |   |                   |                |                       |
| 29   | 29 Retained earnings, accumulated income, endowment, or other funds  |   |                   |                |                       |
| 30   | 30 Total net assets or fund balances   |   | 63,819,062.       | 67,617,250.    |                       |
| 31   | 31 Total liabilities and net assets/fund balances  |   | 63,823,757.       | 67,617,250.    |                       |

## 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<br>(must agree with end-of-year figure reported on prior year's return) | 1 | 63,819,062. |
| 2 | Enter amount from Part I, line 27a  | 2 | 7,853,867.  |
| 3 | Other increases not included in line 2 (itemize) ►  | 3 | 834,519.    |
| 4 | Add lines 1, 2, and 3   | 4 | 72,507,448. |
| 5 | Decreases not included in line 2 (itemize) ►  | 5 | 4,890,198.  |
| 6 | Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30   | 6 | 67,617,250. |

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## 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<br>P - Purchase<br>D - Donation                                    | (c) Date acquired<br>(mo., day, yr.)            | (d) Date sold<br>(mo., day, yr.)  |
|---|--|---|---|---|
| 1a SEE STATEMENT A  |  |   | VARIOUS   | VARIOUS   |
| b SEE STATEMENT A   |  |   | VARIOUS   | VARIOUS   |
| c 200,000 SHARES OF ORACLE STOCK  |  |   | 11/11/94  | 04/28/10  |
| d CAPITAL GAINS DIVIDENDS   |  |   |   |   |
| e   |  |   |   |   |
| (e) Gross sales price   |  | (f) Depreciation allowed<br>(or allowable)  | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g)  |
| a 5,997,305.  |  |   | 5,951,864.                                      | 45,441.   |
| b 6,734,159.  |  |   | 6,514,428.                                      | 219,731.  |
| c 5,270,782.  |  |   | 413,720.  | 4,857,062.  |
| d 216,098.  |  |   |   | 216,098.  |
| e   |  |   |   |   |
| 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<br>as of 12/31/69  | (k) Excess of col. (i)<br>over col. (j), if any | (l) Gains (Col. (h) gain minus<br>col. (k), but not less than -0-) or<br>Losses (from col. (h)) |
| a   |  |   |   | 45,441.   |
| b   |  |   |   | 219,731.  |
| c   |  |   |   | 4,857,062.  |
| d   |  |   |   | 216,098.  |
| e   |  |   |   |   |
| 2 Capital gain net income or (net capital loss)   |  | { If gain, also enter in Part I, line 7<br>If (loss), enter -0- in Part I, line 7 } |   | 2 5,338,332.  |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):<br>If gain, also enter in Part I, line 8, column (c).<br>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)<br>Base period years<br>Calendar year (or tax year beginning in) | (b)<br>Adjusted qualifying distributions | (c)<br>Net value of noncharitable-use assets | (d)<br>Distribution ratio<br>(col. (b) divided by col. (c)) |
|--|--|--|---|
| 2009   | 3,305,452.                               | 50,663,498.                                  | .065243   |
| 2008   | 3,640,983.                               | 53,731,181.                                  | .067763   |
| 2007   | 4,015,625.                               | 61,508,047.                                  | .065286   |
| 2006   | 4,034,302.                               | 57,101,730.                                  | .070651   |
| 2005   | 3,773,827.                               | 59,727,172.                                  | .063184   |

2 Total of line 1, column (d)

2 .332127

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 .066425

4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5

4 66,187,433.

5 Multiply line 4 by line 3

5 4,396,500.

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

6 67,186.

7 Add lines 5 and 6

7 4,463,686.

8 Enter qualifying distributions from Part XII, line 4

8 3,601,675.

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.                    | (attach copy of letter if necessary-see instructions) | 134,371. |
| 1  | Date of ruling or determination letter: _____   |   |          |
| 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-)   | 2   | 0.       |
| 3  | Add lines 1 and 2   | 3   | 134,371. |
| 4  | Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)                                       | 4   | 0.       |
| 5  | <b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-  | 5   | 134,371. |
| 6  | Credits/Payments:   |   |          |
| a  | 2010 estimated tax payments and 2009 overpayment credited to 2010   | 6a  | 129,394. |
| b  | Exempt foreign organizations - tax withheld at source   | 6b  |          |
| c  | Tax paid with application for extension of time to file (Form 8868)   | 6c  | 50,000.  |
| d  | Backup withholding erroneously withheld   | 6d  |          |
| 7  | Total credits and payments. Add lines 6a through 6d   | 7   | 179,394. |
| 8  | Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached               | 8   | 71.      |
| 9  | <b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>   | 9   |          |
| 10 | <b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>   | 10  | 44,952.  |
| 11 | Enter the amount of line 10 to be: <b>Credited to 2011 estimated tax</b> ► 44,952. <b>Refunded</b> ► 0.   | 11  |          |

**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 |
| 1b | Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?<br><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   |    |
| d  | Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:<br>(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?<br><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?   |     |    |
| 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?<br><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:<br>• By language in the governing instrument, or<br>• 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?<br><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>  |     |    |
| 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>   |     |    |
| 10 | Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>   |     |    |

**Part VII-A Statements Regarding Activities (continued)**

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) 11  **X**

12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008? 12  **X**

13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► **N/A** 13  **X**

14 The books are in care of ► **ROY BUKSTEIN** Telephone no. ► **(415) 356-2012**  
Located at ► **135 MAIN STREET #1140, SAN FRANCISCO, CA** ZIP+4 ► **94105**

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► **15** N/A

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? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ► **16** Yes  **X** No

**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?  Yes  **X** No
- (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?  Yes  **X** No
- (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?  Yes  **X** No
- (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? **X** Yes  No
- (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?  Yes  **X** No
- (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)  Yes  **X** 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 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ► **1b**  X

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? 1c  X

2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):

- a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010?  Yes  **X** No  
If "Yes," list the years ► \_\_\_\_\_, \_\_\_\_\_, \_\_\_\_\_, \_\_\_\_\_, \_\_\_\_\_
- b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A
- c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► \_\_\_\_\_, \_\_\_\_\_, \_\_\_\_\_, \_\_\_\_\_

3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?  Yes  **X** No

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? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.) N/A

4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 3b

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? 4a  X

4b 4b  X

## 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))?

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

(3) Provide a grant to an individual for travel, study, or other similar purposes?

(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)?

(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

Yes  No

Yes  No

Yes  No

Yes  No

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

N/A  
►

5b

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

 Yes  No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

 Yes  No

6b X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

 Yes  No

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

N/A

7b

## 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 11     |   | 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

Form 990-PF (2010)

## 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 |
|--|---------------------|------------------|
| OFFIT HALL CAPITAL MANAGEMENT LLC - ONE<br>MARITIME PLAZA 5TH FLOOR, SAN FRANCISCO, CA | INVESTMENT ADVISORY | 146,659.         |
| MAIN MANAGEMENT - 601 CALIFORNIA ST, STE 615,<br>SAN FRANCISCO, CA 94108               | ASSET MANAGEMENT    | 80,745.          |
| MMM MANAGEMENT INC - 135 MAIN STREET #1140,<br>SAN FRANCISCO, CA 94105                 | MANAGEMENT          | 56,800.          |
|  |                     |                  |
|  |                     |                  |
|  |                     |                  |
|  |                     |                  |

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.

| 1 | N/A | Expenses |
|---|-----|----------|
| 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.

| 1                            | N/A | Amount |
|------------------------------|-----|--------|
| 2                            |     |        |
| 3                            |     |        |
| Total. Add lines 1 through 3 | ►   | 0.     |

Form 990-PF (2010)

**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 | 62,968,809. |
| b | Average of monthly cash balances  | 1b | 4,226,554.  |
| c | Fair market value of all other assets   | 1c |             |
| d | <b>Total</b> (add lines 1a, b, and c)   | 1d | 67,195,363. |
| 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  | 67,195,363. |
| 4 | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)   | 4  | 1,007,930.  |
| 5 | <b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4 | 5  | 66,187,433. |
| 6 | <b>Minimum investment return</b> Enter 5% of line 5   | 6  | 3,309,372.  |

**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  | 3,309,372. |
| 2a | Tax on investment income for 2010 from Part VI, line 5  | 2a | 134,371.   |
| b  | Income tax for 2010. (This does not include the tax from Part VI.)  | 2b |            |
| c  | Add lines 2a and 2b   | 2c | 134,371.   |
| 3  | Distributable amount before adjustments. Subtract line 2c from line 1                                     | 3  | 3,175,001. |
| 4  | Recoveries of amounts treated as qualifying distributions   | 4  | 0.         |
| 5  | Add lines 3 and 4   | 5  | 3,175,001. |
| 6  | Deduction from distributable amount (see instructions)  | 6  | 0.         |
| 7  | <b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1 | 7  | 3,175,001. |

**Part XII** **Qualifying Distributions** (see instructions)

|   |   |    |            |
|---|---|----|------------|
| 1 | Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:  |    |            |
| a | Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26   | 1a | 3,601,675. |
| 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 | <b>Qualifying distributions</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4                  | 4  | 3,601,675. |
| 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 | <b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4   | 6  | 3,601,675. |

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)<br>Corpus | (b)<br>Years prior to 2009 | (c)<br>2009 | (d)<br>2010 |
|--|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2010 from Part XI, line 7   |               |                            |             | 3,175,001.  |
| 2 Undistributed income, if any, as of the end of 2010  |               |                            | 0.          |             |
| a Enter amount for 2009 only   |               |                            |             |             |
| b Total for prior years:   |               | 0.                         |             |             |
| 3 Excess distributions carryover, if any, to 2010:   |               |                            |             |             |
| a From 2005  | 830,618.      |                            |             |             |
| b From 2006  | 1,531,291.    |                            |             |             |
| c From 2007  | 1,012,969.    |                            |             |             |
| d From 2008  | 1,078,648.    |                            |             |             |
| e From 2009  | 861,331.      |                            |             |             |
| f Total of lines 3a through e  | 5,314,857.    |                            |             |             |
| 4 Qualifying distributions for 2010 from Part XII, line 4: ► \$ 3,601,675.   |               |                            | 0.          |             |
| a Applied to 2009, 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)  |               | 0.                         |             |             |
| d Applied to 2010 distributable amount   |               |                            |             | 3,175,001.  |
| e Remaining amount distributed out of corpus   | 426,674.      |                            |             |             |
| 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:   | 5,741,531.    |                            |             |             |
| 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 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   | 830,618.      |                            |             |             |
| 9 Excess distributions carryover to 2011 Subtract lines 7 and 8 from line 6a   | 4,910,913.    |                            |             |             |
| 10 Analysis of line 9:   |               |                            |             |             |
| a Excess from 2006   | 1,531,291.    |                            |             |             |
| b Excess from 2007   | 1,012,969.    |                            |             |             |
| c Excess from 2008   | 1,078,648.    |                            |             |             |
| d Excess from 2009   | 861,331.      |                            |             |             |
| e Excess from 2010   | 426,674.      |                            |             |             |



## 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               |
| <i>a Paid during the year</i><br><b>SEE STATEMENT B</b>                        | <b>NONE</b>   | <b>501(C)3<br/>ORGANIZATION</b> | <b>EDUCATION, HEALTH,<br/>CANCER RESEARCH, ART,<br/>GENERAL FUN</b> | <b>3582500.</b>      |
| <b>Total</b>   |   |                                 |   | <b>► 3a 3582500.</b> |
| <i>b Approved for future payment</i>   | <b>NONE</b>   |                                 |   |                      |
| <b>Total</b>   |   |                                 |   | <b>► 3b 0.</b>       |

## Part XVA Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

|   | Unrelated business income |               | Excluded by section 512, 513, or 514 |               | (e)<br>Related or exempt<br>function income |
|---|---------------------------|---------------|--------------------------------------|---------------|---|
|   | (a)<br>Business<br>code   | (b)<br>Amount | (c)<br>Exclu-<br>sion<br>code        | (d)<br>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  |                           |               | 14                                   | 1,349,207.    |   |
| 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   |                           |               | 14                                   | 348,245.      |   |
| 8 Gain or (loss) from sales of assets other than inventory  |                           |               |                                      |               |   |
| 9 Net income or (loss) from special events  |                           |               | 18                                   | 5,338,332.    |   |
| 10 Gross profit or (loss) from sales of inventory   |                           |               |                                      |               |   |
| 11 Other revenue:   |                           |               |                                      |               |   |
| a   |                           |               |                                      |               |   |
| b   |                           |               |                                      |               |   |
| c   |                           |               |                                      |               |   |
| d   |                           |               |                                      |               |   |
| e   |                           |               |                                      |               |   |
| 12 Subtotal. Add columns (b), (d), and (e)  |                           | 0.            |                                      | 7,035,784.    | 0.  |
| 13 Total. Add line 12, columns (b), (d), and (e)<br>(See worksheet in line 13 instructions to verify calculations.) |                           |               | 13                                   |               | 7,035,784.                                  |

## **Relationship of Activities to the Accomplishment of Exempt Purposes**



**Schedule B**  
(Form 990, 990-EZ,  
or 990-PF)Department of the Treasury  
Internal Revenue Service**Schedule of Contributors**

► Attach to Form 990, 990-EZ, or 990-PF.

OMB No. 1545-0047

**2010****Name of the organization****THE BAKER STREET FOUNDATION****Employer identification number****94-3192365****Organization type (check one)****Filers of:****Section:**

Form 990 or 990-EZ

 501(c)( ) (enter number) organization 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation 527 political organization

Form 990-PF

 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundation**Check if your organization is covered by the General Rule or a Special Rule.****Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor Complete Parts I and II

**Special Rules**

For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1 Complete Parts I and II

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year ► \$ \_\_\_\_\_

**Caution.** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

**LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2010)**

Name of organization

Employer identification number

THE BAKER STREET FOUNDATION94-3192365**Part I** **Contributors** (see instructions)

| (a)<br>No. | (b)<br>Name, address, and ZIP + 4  | (c)<br>Aggregate contributions | (d)<br>Type of contribution  |
|------------|--|--------------------------------|--|
| 1          | <u>MARY MINER</u><br><u>135 MAIN STREET, #1140</u><br><u>SAN FRANCISCO, CA 94105</u> | \$ <u>4,812,160.</u>           | <input type="checkbox"/> Person<br><input type="checkbox"/> Payroll<br><input checked="" type="checkbox"/> Noncash |
|            |  |                                | (Complete Part II if there is a noncash contribution.)   |
| (a)<br>No. | (b)<br>Name, address, and ZIP + 4  | (c)<br>Aggregate contributions | (d)<br>Type of contribution  |
|            |  | \$ _____                       | <input type="checkbox"/> Person<br><input type="checkbox"/> Payroll<br><input type="checkbox"/> Noncash            |
|            |  |                                | (Complete Part II if there is a noncash contribution.)   |
| (a)<br>No. | (b)<br>Name, address, and ZIP + 4  | (c)<br>Aggregate contributions | (d)<br>Type of contribution  |
|            |  | \$ _____                       | <input type="checkbox"/> Person<br><input type="checkbox"/> Payroll<br><input type="checkbox"/> Noncash            |
|            |  |                                | (Complete Part II if there is a noncash contribution.)   |
| (a)<br>No. | (b)<br>Name, address, and ZIP + 4  | (c)<br>Aggregate contributions | (d)<br>Type of contribution  |
|            |  | \$ _____                       | <input type="checkbox"/> Person<br><input type="checkbox"/> Payroll<br><input type="checkbox"/> Noncash            |
|            |  |                                | (Complete Part II if there is a noncash contribution.)   |
| (a)<br>No. | (b)<br>Name, address, and ZIP + 4  | (c)<br>Aggregate contributions | (d)<br>Type of contribution  |
|            |  | \$ _____                       | <input type="checkbox"/> Person<br><input type="checkbox"/> Payroll<br><input type="checkbox"/> Noncash            |
|            |  |                                | (Complete Part II if there is a noncash contribution.)   |
| (a)<br>No. | (b)<br>Name, address, and ZIP + 4  | (c)<br>Aggregate contributions | (d)<br>Type of contribution  |
|            |  | \$ _____                       | <input type="checkbox"/> Person<br><input type="checkbox"/> Payroll<br><input type="checkbox"/> Noncash            |
|            |  |                                | (Complete Part II if there is a noncash contribution.)   |

Name of organization

Employer identification number

THE BAKER STREET FOUNDATION94-3192365**Part II Noncash Property (see instructions)**

| (a)<br>No.<br>from<br>Part I | (b)<br>Description of noncash property given | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
|------------------------------|--|--|----------------------|
| 1                            | 163,000 SHARES OF ORACLE STOCK               | \$ 4,812,160.                                  | 12/01/10             |
| (a)<br>No.<br>from<br>Part I | (b)<br>Description of noncash property given | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
| (a)<br>No.<br>from<br>Part I | (b)<br>Description of noncash property given | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
| (a)<br>No.<br>from<br>Part I | (b)<br>Description of noncash property given | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
| (a)<br>No.<br>from<br>Part I | (b)<br>Description of noncash property given | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
| (a)<br>No.<br>from<br>Part I | (b)<br>Description of noncash property given | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |

---

**Name of organization**

**Employer identification number**

## THE BAKER STREET FOUNDATION

94-3192365

**Part III** Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this information once. See instructions) ► \$

| (a) No. from Part I | (b) Purpose of gift                            | (c) Use of gift                                 | (d) Description of how gift is held |
|---------------------|--|---|-------------------------------------|
|                     |  |   |                                     |
|                     | <b>(e) Transfer of gift</b>                    |   |                                     |
|                     | <b>Transferee's name, address, and ZIP + 4</b> | <b>Relationship of transferor to transferee</b> |                                     |
|                     |  |   |                                     |
|                     | <b>(e) Transfer of gift</b>                    |   |                                     |
|                     | <b>Transferee's name, address, and ZIP + 4</b> | <b>Relationship of transferor to transferee</b> |                                     |
|                     |  |   |                                     |
|                     | <b>(e) Transfer of gift</b>                    |   |                                     |
|                     | <b>Transferee's name, address, and ZIP + 4</b> | <b>Relationship of transferor to transferee</b> |                                     |
|                     |  |   |                                     |
|                     | <b>(e) Transfer of gift</b>                    |   |                                     |
|                     | <b>Transferee's name, address, and ZIP + 4</b> | <b>Relationship of transferor to transferee</b> |                                     |
|                     |  |   |                                     |
|                     | <b>(e) Transfer of gift</b>                    |   |                                     |
|                     | <b>Transferee's name, address, and ZIP + 4</b> | <b>Relationship of transferor to transferee</b> |                                     |
|                     |  |   |                                     |
|                     | <b>(e) Transfer of gift</b>                    |   |                                     |
|                     | <b>Transferee's name, address, and ZIP + 4</b> | <b>Relationship of transferor to transferee</b> |                                     |

| Open Date  | Close Date | Quantity | Security                        | Cost Basis   | Proceeds     | Short Term   | Long Term   |
|------------|------------|----------|---------------------------------|--------------|--------------|--------------|-------------|
| 12/26/2008 | 1/5/2010   | 20665    | COMMODITIES                     | 474,011.77   | 521,778.97   |              | 47,767.20   |
| 5/15/2009  | 1/5/2010   | 15850    | COMMODITIES                     | 384,888.18   | 400,203.08   | 15,314.90    |             |
| 5/26/2009  | 1/5/2010   | 15850    | PACIFIC EX-JAPAN                | 493,978.96   | 679,548.67   | 185,569.71   |             |
| 12/21/2009 | 1/5/2010   | 5495     | HIGH YIELD CORP BONDS           | 483,156.28   | 488,404.31   | 5,248.03     | (93,624.74) |
| 10/23/2007 | 1/5/2010   | 7700     | MID-CAP GROWTH                  | 702,654.52   | 609,029.78   |              | (7,630.25)  |
| 11/13/2007 | 1/5/2010   | 750      | MID-CAP GROWTH                  | 66,951.33    | 59,321.08    |              |             |
| 10/10/2008 | 1/5/2010   | 1610     | MID-CAP GROWTH                  | 87,355.73    | 127,342.59   | 39,986.86    |             |
| 12/21/2006 | 1/5/2010   | 25300    | LARGE-CAP GROWTH                | 1,401,464.55 | 1,276,149.87 | (125,314.68) |             |
| 10/10/2008 | 1/5/2010   | 4840     | LARGE-CAP GROWTH                | 175,525.98   | 244,133.02   | 68,607.04    |             |
| 12/21/2006 | 1/5/2010   | 17332    | US TREASURIES                   | 1,391,506.74 | 1,441,683.48 |              | 50,176.74   |
| 12/21/2009 | 1/5/2010   | 5500     | SHORT TERM TIPS                 | 283,203.95   | 283,268.41   |              | 64.46       |
| 12/21/2006 | 1/5/2010   | 1019     | TIPS                            | 101,528.30   | 106,510.76   |              | 4,982.46    |
| 6/11/2007  | 1/5/2010   | 2400     | TIPS                            | 235,325.28   | 250,859.51   |              | 15,534.23   |
| 10/27/2009 | 1/5/2010   | 11400    | SPDR DOW JONES INTL REAL ESTATE | 407,407.33   | 409,311.21   |              | 1,903.88    |
| 5/19/2009  | 1/5/2010   | 10000    | S&P 500 EQUAL WEIGHT            | 309,276.50   | 402,143.71   |              | 92,867.21   |
| 1/15/2010  | 1/5/2010   | -500     | EFA JAN 2010 57 0000 CALL       | 8,030.00     |              |              |             |
| 1/15/2010  | 1/5/2010   | -155     | SPY Jan 2010 112 0000 call      | 27,992.00    |              |              | (6,528.71)  |
| 12/17/2009 | 1/16/2010  | -100     | IWM JAN 2010 64 0000 CALL       | -            | 8,669.77     |              | 8,669.77    |
| 1/5/2010   | 1/16/2010  | -123     | IWM JAN 2010 65 0000 CALL       | -            | 5,258.86     |              | 5,258.86    |
| 1/5/2010   | 1/16/2010  | -400     | EEM JAN 2010 43 0000 CALL       | -            | 29,669.23    |              | 29,669.23   |
| 1/5/2010   | 1/16/2010  | -260     | EEM JAN 2010 44 0000 CALL       | -            | 8,549.77     |              | 8,549.77    |
| 1/5/2010   | 1/16/2010  | -346     | SPY JAN 2010 114 0000 CALL      | -            | 29,725.23    |              | 29,725.23   |
| 1/19/2010  | 1/27/2010  | -330     | EEM Feb 2010 42 0000 call       | 4,980.00     | 48,149.38    |              | 43,169.38   |
| 1/19/2010  | 1/27/2010  | -330     | EEM Feb 2010 43 0000 call       | 3,000.00     | 30,992.90    |              | 27,992.90   |
| 1/19/2010  | 1/27/2010  | -250     | EFA Feb 2010 58 0000 call       | 2,530.00     | 21,969.72    |              | 19,439.72   |
| 1/15/2010  | 1/27/2010  | -346     | SPY Feb 2010 116 0000 call      | 7,642.00     | 43,219.45    |              | 35,577.45   |
| 1/19/2010  | 1/27/2010  | -346     | SPY Feb 2010 57 0000 call       | 2,157.50     | 34,139.56    |              | 31,982.06   |
| 1/15/2010  | 1/29/2010  | -155     | SPY Feb 2010 114 0000 call      | 3,903.45     | 32,566.08    |              | 28,662.63   |
| 1/19/2010  | 2/2/2010   | -100     | IWM Feb 2010 65 0000 call       | 1,030.00     | 12,629.83    |              | 11,599.83   |
| 1/19/2010  | 2/4/2010   | -123     | IWM Feb 2010 63 0000 call       | 1,752.00     | 30,227.61    |              | 28,475.61   |
| 2/4/2010   | 2/5/2010   | -330     | EEM Feb 2010 37 000 call        | 35,340.00    | 49,634.36    |              | 14,294.36   |
| 2/4/2010   | 2/19/2010  | -112     | IWM Feb 2010 61 000 call        | 23,046.00    | 6,017.92     |              | (17,028.08) |

|           |   |            |            |             |
|-----------|---|------------|------------|-------------|
| 2/11/2010 | -330 EEM Feb 2010 39 000 call                   | 14,513 70  | 18,647 76  | 4,134 06    |
| 2/11/2010 | -250 SPY Feb 2010 108 000 call                  | 76,077 50  | 30,264 61  | (45,812 89) |
| 2/11/2010 | -250 SPY Feb 2010 109 000 call                  | 50,222 50  | 28,359 63  | (21,862 87) |
| 2/11/2010 | -25 SPY Mar 2010 113 000 call                   | -          | 2,872 71   | 2,872 71    |
| 3/16/2010 | 2500 LARGE-CAP BLEND                            | 226,352 75 | 282,487 46 | 56,134 71   |
| 3/17/2010 | -250 EFA Mar 2010 53 000 call                   | 83,682 50  | 31,469 59  | (52,212 91) |
| 3/17/2010 | -250 SPY Mar 2010 111 000 call                  | 154,045 00 | 55,656 79  | (98,388 21) |
| 3/18/2010 | -111 IWM Mar 2010 63 000 call                   | 58,860 00  | 16,619 78  | (42,240 22) |
| 3/18/2010 | -225 SPY Mar 2010 113 000 call                  | 88,005 00  | 25,854 42  | (62,150 58) |
| 3/19/2010 | -112 IWM Mar 2010 64 000 call                   | 36,990 00  | 10,833 86  | (26,156 14) |
| 3/19/2010 | -330 EEM Mar 2010 40 000 call                   | 44,424 90  | 31,293 20  | (13,131 70) |
| 3/19/2010 | -330 EEM Mar 2010 41 000 call                   | 8,204 10   | 18,324 36  | 10,120 26   |
| 3/19/2010 | -250 EFA Mar 2010 55 000 call                   | 8,780 00   | 10,469 86  | 1,689 86    |
| 4/15/2010 | -112 CALL ISHRS RUSSL 2000\$66 EXP 04/17/10     | 72,046 00  | 24,385 68  | (47,660 32) |
| 4/15/2010 | -660 CALL ISHS MSCI EMRG MKT\$42 EXP 04/17/10   | 122,354 40 | 50,109 56  | (72,244 84) |
| 4/15/2010 | -250 EFA Apr 2010 56 000 call                   | 49,382 50  | 35,969 54  | (13,412 96) |
| 4/15/2010 | -250 EFA Apr 2010 56 000 call                   | 49,382 50  | 22,072 21  | (27,310 29) |
| 4/15/2010 | -250 SPY Apr 2010 117 000 call                  | 108,030 00 | 44,704 43  | (63,325 57) |
| 4/16/2010 | -111 IWM APR 2010 67 0000 CALL                  | 54,309 00  | 23,945 69  | (30,363 31) |
| 4/15/2010 | -500 EFA MAY 22 2010 59 0 CALL                  | 4,030 00   | 35,214 40  | 31,184 40   |
| 5/5/2010  | -261 EEM MAY 22 2010 45 0 CALL                  | 1,543 80   | 18,604 95  | 17,061 15   |
| 5/6/2010  | -399 EEM MAY 22 2010 45 0 CALL                  | 2,025 00   | 28,442 05  | 26,417 05   |
| 5/10/2010 | -500 SPY MAY 22 2010 123 0 CALL                 | 5,195 00   | 63,428 92  | 58,233 92   |
| 5/22/2010 | -250 SPY May 2010 119 000 call                  | -          | 18,012 19  | 18,012 19   |
| 5/11/2010 | -250 SPY May 2010 119 000 call                  | -          | 17,044 71  | 17,044 71   |
| 5/22/2010 | -112 IOW MAY 22 2010 72 0 CALL                  | -          | 21,809 63  | 21,809 63   |
| 4/16/2010 | -111 IOW MAY 22 2010 72 0 CALL                  | -          | 18,284 69  | 18,284 69   |
| 5/10/2010 | -660 EEM May 2010 42 000 call                   | -          | 26,864 54  | 26,864 54   |
| 5/22/2010 | -500 CALL ISHARE MSCI EAFE \$56 EXP 05/22/10    | -          | 26,324 55  | 26,324 55   |
| 5/22/2010 | -250 SPY Jun 2010 109 000 call                  | 68,082 50  | 69,551 32  | 1,468 82    |
| 5/24/2010 | -250 CALL SPDR S&P 500 ETF\$110 EXP 06/19/10    | 56,030 00  | 64,831 40  | 8,801 40    |
| 5/28/2010 | -223 CALL ISHRS RUSSL 2000\$66 EXP 06/19/10     | 24,560 00  | 51,165 47  | 26,605 47   |
| 5/27/2010 | -251 EFA Jun 2010 49 000 call (EFA100619C000490 | 41,264 34  | 38,598 24  | (2,666 10)  |
| 5/28/2010 | -251 EFA Jun 2010 49 000 call (EFA100619C000490 | 41,264 34  | 31,482 51  | (9,781 83)  |
| 5/24/2010 | -418 ISHARES MSCI EME JUN 160                   | 83,630 00  | 49,155 22  | (34,474 78) |
| 5/28/2010 | -242 CALL ISHS MSCI EMRG MKT\$39 EXP 06/19/10   | 20,667 76  | 24,433 36  | 3,765 60    |
| 6/18/2010 | -223 CALL ISHRS RUSSL 2000\$68 EXP 07/17/10     | 476 00     | 30,003 13  | 29,527 13   |
| 6/17/2010 | -250 CALL SPDR S&P 500 ETF TR\$112 EXP 07/17/10 | 2,030 00   | 58,574 00  | 56,544 00   |
| 6/17/2010 | -250 CALL SPDR S&P 500 ETF TR\$113 EXP 07/17/10 | 1,280 00   | 49,189 16  | 47,909 16   |
| 7/9/2010  | -500 CALL SPDR S&P 500 ETF TR\$109 EXP 07/17/10 | 530 00     | 34,969 40  | 34,439 40   |
| 6/18/2010 | -660 CALL ISHS MSCI EMRG MKT\$40 EXP 07/17/10   | -          | 69,810 01  | 69,810 01   |
| 7/9/2010  | -223 CALL ISHRS RUSSL 2000\$54 EXP 07/17/10     | -          | 10,227 82  | 10,227 82   |

|            |            |  | <b>Basis</b> | <b>Proceeds</b> | <b>ST Gains</b> | <b>LT Gains</b> |
|------------|------------|--|--------------|-----------------|-----------------|-----------------|
| 6/18/2010  | 7/17/2010  | -502 CALL ISHARE MSCI EAFE \$51 EXP 07/17/10     | -            | 43,864 13       | 43,864 13       |                 |
| 7/16/2010  | 8/20/2010  | -500 CALL SPDR S&P 500 ETF TR\$107 EXP 08/21/10  | 27,305 00    | 160,177 29      | 132,872 29      |                 |
| 7/19/2010  | 8/20/2010  | -660 CALL ISHS MSCI EMRG MKT\$40 EXP             | 56,724 00    | 58,603 40       | 1,879 40        |                 |
| 7/19/2010  | 8/21/2010  | -502 CALL ISHARE MSCI EAFE \$51 EXP 08/21/10     | -            | 52,006 44       | 52,006 44       |                 |
| 7/19/2010  | 8/21/2010  | -223 CALL ISHRS RUSSL 2000\$62 EXP 08/21/10      | -            | 40,124 93       | 40,124 93       |                 |
| 12/21/2006 | 9/13/2010  | 5000 EMERGING INTL                               | 186,239 67   | 204,987 59      | 18,747 92       |                 |
| 8/20/2010  | 9/13/2010  | -50 EEM SEP 2010 41 000 CALL                     | -            | 5,653 63        | 5,653 63        |                 |
| 8/20/2010  | 9/16/2010  | -500 SPY SEP 2010 108 000 CALL                   | 232,083 36   | 113,353 08      | (118,730 28)    |                 |
| 9/3/2010   | 9/16/2010  | -29 SPY SEP 2010 108 000 CALL                    | 13,460 83    | 8,379 86        | (5,080 97)      |                 |
| 8/23/2010  | 9/17/2010  | -502 CALL ISHARE MSCI EAFE \$51 EXP 09/18/10     | 129,931 12   | 56,559 50       | (73,371 62)     |                 |
| 9/3/2010   | 9/17/2010  | -25 CALL ISHARE MSCI EAFE \$51 EXP 09/18/10      | 6,470 67     | 4,269 93        | (2,200 74)      |                 |
| 8/23/2010  | 9/17/2010  | -223 IWM SEP 2010 62 00 CALL                     | 71,390 00    | 31,140 41       | (40,249 59)     |                 |
| 8/20/2010  | 9/17/2010  | -610 EEM SEP 2010 41 000 CALL                    | 125,444 33   | 68,974 30       | (56,470 03)     |                 |
| 9/3/2010   | 9/17/2010  | -36 EEM SEP 2010 41 000 CALL                     | 7,403 27     | 4,519 96        | (2,883 31)      |                 |
| 9/16/2010  | 10/15/2010 | -503 CALL SPDR S&P 500 ETF TR\$108 EXP 09/18/10  | 259,033 50   | 129,018 98      | (130,014 52)    |                 |
| 9/17/2010  | 10/15/2010 | -646 EEM Oct 2010 43 000 call (EEM101016C000430  | 236,173 68   | 76,196 71       | (159,976 97)    |                 |
| 9/17/2010  | 10/15/2010 | -527 EFA Oct 2010 54 000 call (EFA101016C000540  | 186,523 44   | 54,977 33       | (131,546 11)    |                 |
| 9/17/2010  | 10/15/2010 | -223 IWM Oct 2010 65 000 call (IWM101016C000650  | 113,761 67   | 43,454 27       | (70,307 40)     |                 |
| 10/24/2002 | 10/15/2010 | 2200 LARGE-CAP BLEND                             | 199,190 42   | 246,388 26      | 47,197 84       |                 |
| 11/20/2008 | 10/15/2010 | 400 LARGE-CAP BLEND                              | 31,862 36    | 44,797 87       | 12,935 51       |                 |
| 9/16/2010  | 10/16/2010 | -26 CALL SPDR S&P 500 ETF TR\$108 EXP 09/18/10   | -            | 6,668 97        | 6,668 97        |                 |
| 1/27/2009  | 11/10/2010 | 4165 BARCLAYS AGGREGATE BONDS                    | 423,895 80   | 449,638 94      | 25,743 14       |                 |
| 3/27/2009  | 11/10/2010 | 3300 BARCLAYS AGGREGATE BONDS                    | 331,215 43   | 356,256 54      | 25,041 11       |                 |
| 6/2/2009   | 11/10/2010 | 4750 BARCLAYS AGGREGATE BONDS                    | 479,347 50   | 512,793 51      | 33,446 01       |                 |
| 10/15/2010 | 11/19/2010 | -527 EFA Nov 2010 57 000 call                    | 30,452 39    | 98,576 62       | 68,124 23       |                 |
| 10/15/2010 | 11/19/2010 | -503 CALL SPDR S&P 500 ETF TR\$111 EXP 10/16/10  | 153,368 29   | 150,531 71      | (2,836 58)      |                 |
| 10/15/2010 | 11/19/2010 | -223 ALL ISHRS RUSSL 2000\$72 EXP 11/20/10       | 10,463 61    | 33,417 76       | 22,954 15       |                 |
| 10/15/2010 | 11/20/2010 | -646 CALL ISHS MSCI EMRG MKT\$48 EXP 11/20/10    | -            | 48,026 75       | 48,026 75       |                 |
| 11/19/2010 | 12/15/2010 | -503 CALL SPDR S&P 500 ETF\$120 ADJ EXP 12/18/10 | 226,564 85   | 101,937 70      | (124,627 15)    |                 |
| 11/19/2010 | 12/17/2010 | -223 CALL ISHRS RUSSL 2000\$73 EXP 12/18/10      | 111,259 61   | 33,756 72       | (77,502 89)     |                 |
| 11/10/2010 | 12/17/2010 | -87 IWM Dec 2010 75 000 call                     | 26,130 65    | 12,384 04       | (13,746 61)     |                 |
| 11/24/2010 | 12/17/2010 | -323 EEM Dec 2010 46 000 call                    | 12,687 56    | 34,305 13       | 21,617 57       |                 |
| 12/7/2010  | 12/18/2010 | -323 EEM Dec 2010 47 000 call                    | -            | 26,543 57       | 26,543 57       |                 |
| 11/19/2010 | 12/18/2010 | -527 CALL ISHARE MSCI EAFE \$58 EXP 12/18/10     | -            | 58,525 30       | 58,525 30       |                 |
|            |            |  |              |                 |                 |                 |
|            |            |  | <b>Basis</b> | <b>Proceeds</b> | <b>ST Gains</b> | <b>LT Gains</b> |
|            |            |  | 5,951,864 32 | 5,997,305 40    | 45,441 08       |                 |
|            |            |  | 6,514,428 13 | 6,734,159 23    | 219,731 10      |                 |

Short Term  
 Long Term

**Baker Street Foundation****Form 990-PF****FEIN 94-3192365****12/31/2010****STATEMENT B - Grants and Contributions paid during the year**

| <b>Date</b> | <b>Description</b>                        | <b>Amount</b> |
|-------------|---|---------------|
| 1/27/2010   | Magic Theatre                             | 20,000.00     |
| 1/27/2010   | Magic Theatre                             | 30,000.00     |
| 2/18/2010   | American Conservatory Theater             | 100,000.00    |
| 4/21/2010   | 826 Valencia                              | 20,000.00     |
| 4/21/2010   | Alzheimer's Association                   | 75,000.00     |
| 4/21/2010   | Bay Area Discovery Museum                 | 50,000.00     |
| 4/21/2010   | California Academy Of Science             | 100,000.00    |
| 4/21/2010   | Camp Sunburst                             | 40,000.00     |
| 4/21/2010   | Cypress String Quartet                    | 25,000.00     |
| 4/21/2010   | FAIS                                      | 50,000.00     |
| 4/21/2010   | Girls Inc                                 | 30,000.00     |
| 4/21/2010   | KQED                                      | 50,000.00     |
| 4/21/2010   | Museum Of Performance & Design            | 20,000.00     |
| 4/21/2010   | SF Jazz                                   | 100,000.00    |
| 4/21/2010   | SF Performances                           | 30,000.00     |
| 4/21/2010   | TNDC                                      | 50,000.00     |
| 4/21/2010   | Shanti                                    | 10,000.00     |
| 4/21/2010   | Youth Tennis Advantage                    | 25,000.00     |
| 4/21/2010   | Vital Bridges                             | 20,000.00     |
| 4/21/2010   | UCSF                                      | 350,000.00    |
| 4/21/2010   | Museum Of Craft & Folk Art                | 7,500.00      |
| 4/21/2010   | SF Friends Of Chamber Music               | 30,000.00     |
| 11/20/2010  | Asian Art Musuem                          | 50,000.00     |
| 11/20/2010  | Cal Performances                          | 20,000.00     |
| 11/20/2010  | Creative Growth                           | 5,000.00      |
| 11/20/2010  | Earthjustice                              | 40,000.00     |
| 11/20/2010  | Exploratorium                             | 5,000.00      |
| 11/20/2010  | Fine Arts Museum of San Francisco         | 5,000.00      |
| 11/20/2010  | German School of San Francisco            | 15,000.00     |
| 11/20/2010  | Goldengate National Parks Conservancy     | 50,000.00     |
| 11/20/2010  | Memorial Sloan Kettering                  | 100,000.00    |
| 11/20/2010  | Museum of Modern Art                      | 100,000.00    |
| 11/20/2010  | National Organization for Women           | 5,000.00      |
| 11/20/2010  | National Osteoporosis Foundation          | 5,000.00      |
| 11/20/2010  | Planned Parenthood                        | 5,000.00      |
| 11/20/2010  | Project Open Hand-San Francisco           | 30,000.00     |
| 11/20/2010  | Ronald McDonald House                     | 10,000.00     |
| 11/20/2010  | San Francisco Ballet                      | 1,000,000.00  |
| 11/20/2010  | San Francisco Chronicle Season Of Sharing | 20,000.00     |

**Baker Street Foundation****Form 990-PF****FEIN 94-3192365****12/31/2010****STATEMENT B - Grants and Contributions paid during the year**

| <b>Date</b>                  | <b>Description</b>               | <b>Amount</b>              |
|------------------------------|----------------------------------|----------------------------|
| 11/20/2010                   | San Francisco Food Bank          | 15,000 00                  |
| 11/20/2010                   | San Francisco Free Clinic        | 50,000.00                  |
| 11/20/2010                   | San Francisco Library Foundation | 125,000 00                 |
| 11/20/2010                   | SEEDS                            | 10,000 00                  |
| 11/20/2010                   | Stern Grove                      | 10,000 00                  |
| 11/20/2010                   | UCSF Cancer Foundation           | 100,000 00                 |
| 11/20/2010                   | UCSF Cancer Foundation           | 200,000 00                 |
| 11/20/2010                   | Tipping Point                    | 125,000 00                 |
| 11/24/2010                   | Zeum                             | 15,000 00                  |
| 11/24/2010                   | San Francisco Jazz Festival      | 200,000 00                 |
| 11/24/2010                   | KIPP Foundation                  | 25,000.00                  |
| 11/24/2010                   | Pollinator Partnership           | 10,000.00                  |
| Form 990-PF, Part XV, Line 3 |                                  | <b><u>3,582,500 00</u></b> |

**FARALLON CAPITAL INSTITUTIONAL PARTNERS, LP**  
**ATTACHMENT TO SCHEDULE K-1**

Partner Name: The Baker Street Foundation  
 Partner ID# 94-319-2365  
 Partner #: 230

9 THE PARTNERSHIP OWNS AN INTEREST IN THE PASSIVE FOREIGN INVESTMENT COMPANIES (PFICs) LISTED BELOW WHICH ARE TREATED AS QUALIFIED ELECTING FUNDS (QEFs) FARALLON CAPITAL INSTITUTIONAL PARTNERS, LP (FCIP) HAS FILED FORMS 8621 FOR THE PFICs LISTED BELOW AND MADE QEF ELECTIONS. YOUR ALLOCABLE SHARE OF INCOME ITEMS FROM THESE ENTITIES WHICH HAVE BEEN INCLUDED ON LINES 1, 6A, AND 11

|  | <u>ORDINARY INCOME</u> | <u>LTCG</u> | <u>CASH DISTRIB</u> |
|--|------------------------|-------------|---------------------|
| FARALLON CAPITAL OFFSHORE INVESTORS, INC.  | 12,625                 | NONE        | NONE                |
| NOONDAY OFFSHORE INVESTORS, INC.           | 3,384                  | -           | NONE                |
| PROSPERITY RASSVET, LTD                    | NONE                   | NONE        | 1,570               |
| EXPRESSWAY PARTNERS, LTD                   | NONE                   | NONE        | NONE                |
| YOUKU COM INC                              | NONE                   | NONE        | NONE                |
| BOATS INVESTMENTS (NETHERLANDS) B.V.       | NONE                   | NONE        | NONE                |
| MARTIN CURRIE SINO-AMERICAN 'A'            | -                      | -           | 7                   |
| AMANSA FEEDER LTD                          | 27                     | -           | NONE                |
| COMPANHIA BRASILEIRA DE ENERGIA RENOVAVEL  | NONE                   | NONE        | NONE                |
| GAOLING FEEDER LIMITED                     | NONE                   | NONE        | NONE                |
| CWABS 2004-6N                              | -                      | NONE        | -                   |
| NEW RUSSIAN GENERATION LIMITED             | NONE                   | NONE        | NONE                |
| CANADIAN ASSET ACQUISITION TRUST 2         | 418                    | NONE        | 269                 |
| CALVISSON FINANCE CORPORATION              | NONE                   | NONE        | NONE                |
| NOMURA CBO 1997-1 LIMITED                  | NONE                   | NONE        | NONE                |
| JIAHEYI ADVERTISING (BEIJING) CO., LTD     | -                      | NONE        | NONE                |
| JET BRILLIANT LIMITED                      | NONE                   | NONE        | NONE                |
| WCOP, LTD                                  | NONE                   | NONE        | 4                   |
| LEBLON EQUITIES PARTNERS FUND LTD          | 660                    | NONE        | NONE                |
| LEBLON VALUE HEDGE FUND LTD                | 70                     | NONE        | NONE                |
| FONDUL PROPRIETATEA S.A                    | NONE                   | NONE        | NONE                |
| BRENCO HOLDINGS S.A.                       | NONE                   | NONE        | NONE                |
| ENFOCA CERAMICOS SAC                       | NONE                   | NONE        | NONE                |
| ENFOCA HOME INVESTMENTS SAC                | NONE                   | NONE        | NONE                |
| CRCM INSTITUTIONAL FUND (BVI), LTD         | 1,065                  | -           | NONE                |
| BEIJING JET BRILLIANT ADVERTISING CO., LTD | NONE                   | NONE        | NONE                |

THE ADDRESSES FOR THE ABOVE MENTIONED PFIC'S ARE AS FOLLOWS

| <u>FARALLON CAPITAL OFFSHORE</u> | <u>NOONDAY OFFSHORE</u>              | <u>BOATS INVESTMENTS</u>        |
|----------------------------------|--------------------------------------|---------------------------------|
| <u>INVESTORS, INC.,</u>          | <u>INVESTORS, INC.,</u>              | <u>(NETHERLANDS) B.V.</u>       |
| WALKERS (BVI) LIMITED            | WALKERS (BVI) LIMITED                | PRINS BERNHARDPLEIN 200         |
| WALKERS CHAMBERS                 | WALKERS CHAMBERS                     | 1097 JB AMSTERDAM               |
| PO BOX 92                        | PO BOX 92                            | P O. BOX 990                    |
| ROAD TOWN, TORTOLA               | ROAD TOWN, TORTOLA                   | 1000 AZ AMSTERDAM               |
| BRITISH VIRGIN ISLANDS           | BRITISH VIRGIN ISLANDS               | THE NETHERLANDS                 |
| <br>                             | <br>                                 | <br>                            |
| <u>EXPRESSWAY PARTNERS, LTD.</u> | <u>CALVISSON FINANCE CORPORATION</u> | <u>PROSPERITY RASSVET, LTD.</u> |
| C/O WALKERS SPV LIMITED          | CITCO BUILDING, WICKHAMS CAY         | P O BOX 897                     |
| WALKER HOUSE, 87 MARY STREET     | P.O. BOX 662                         | GRAND CAYMAN, KY1-1103          |
| GEORGE TOWN, GRAND CAYMAN        | ROAD TOWN, TORTOLA                   | CAYMAN ISLANDS                  |
| KY1-9002 CAYMAN ISLANDS          | BRITISH VIRGIN ISLANDS               |                                 |

**FARALLON CAPITAL INSTITUTIONAL PARTNERS, LP**  
**ATTACHMENT TO SCHEDULE K-1**

Partner Name: The Baker Street Foundation  
 Partner ID# 94-319-2365  
 Partner #: 230

|   |   |   |
|---|---|---|
| <u>MARTIN CURRIE SINO-AMERICAN 'A'</u><br><u>SHARE CORPORATION LIMITED, INC.</u><br>WASHINGTON MALL 1, 3RD FLOOR<br>REID STREET<br>HAMILTON HM 11, BERMUDA  | <u>NOMURA CBO 1897-1 LIMITED</u><br>C/O MAPLES & CALDER<br>UGLAND HOUSE, S CHURCH STREET<br>GEORGE TOWN, GRAND CAYMAN<br>CAYMAN ISLANDS                                 | <u>GAOLING FEEDER LIMITED</u><br>C/O CITGO FUND (AUSTRALIA) LTD<br>LEVEL 23, 45 CLEARENCE STREET<br>NSW 2000, AUSTRALIA   |
| <u>COMPANHIA BRASILEIRA</u><br><u>DE ENERGIA RENOVAVEL</u><br>AVENIDA BRIGADEIRA FARIA, LIMA<br>1309 - 4, ANDAR<br>SAO PAULO - SP<br>01452-002, BRAZIL  | <u>ENFOCA HOME INVESTMENTS SAC</u><br>AV CANAVAL Y MOREYRA<br>NO 452, PISCO 17<br>SAN ISIDRO, PERU  | <u>CWABS 2004-6N</u><br>C/O MAPLES FINANCE LIMITED<br>P.O. BOX 1093, BOUNDARY HALL<br>CRICKET SQUARE, GEORGE TOWN<br>GRAND CAYMAN, CAYMAN ISLANDS                             |
| <u>NEW RUSSIAN GENERATION LIMITED</u><br>DOREY COURT<br>ADMIRAL PARK<br>ST PETER PORT<br>GUERNSEY GY1 3BG<br>CHANNEL ISLANDS  | <u>JIAHEYI ADVERTISING</u><br><u>(BEIJING) CO., LTD.</u><br>5TH FLOOR, SINOSTEEL PLAZA<br>8 HAIDIAN STREET, HAIDIAN DISTRICT<br>BEIJING, CHINA                          | <u>JET BRILLIANT LIMITED</u><br>ROOM 601, 6TH FLOOR, YUE XIU BUILDING<br>160-174 LOCKHART ROAD<br>WANCHAI, HONG KONG  |
| <u>CANADIAN ASSET ACQUISITION TRUST 2</u><br>C/O DEUTSCHE BANK AG<br>CANADA BRANCH AS FINANCIAL<br>SERVICES AGENT FOR CANADIAN<br>ASSET ACQUISITION TRUST 2<br>199 BAY STREET, SUITE 4700<br>COMMERCE COURT WEST, BOX 263<br>TORONTO, ONTARIO, M5L 1E9<br>YORK COUNTY, CANADA | <u>LEBLON VALUE HEDGE FUND LTD</u><br>C/O UBS FUND SERVICES<br>(CAYMAN), LTD<br>UBS HOUSE<br>227 ELGIN AVENUE<br>P O BOX 852<br>GRAND CAYMAN KY1-1103<br>CAYMAN ISLANDS | <u>LEBLON EQUITIES PARTNERS FUND LTD</u><br>C/O UBS FUND SERVICES<br>(CAYMAN), LTD<br>UBS HOUSE<br>227 ELGIN AVENUE<br>P O BOX 852<br>GRAND CAYMAN KY1-1103<br>CAYMAN ISLANDS |
| <u>FONDUL, PROPRIETATEA S.A.</u><br>BUCHAREST FINANCIAL PLAZA,<br>CALEA VICTORIEI NUMBER 15<br>INTRAREA E, ET 2,<br>BUCURESTI 3, ROMANIA  | <u>BRENCO HOLDINGS S.A.</u><br>AVENIDA BRIGADEIRA FARIA, LIMA<br>1309 - 4, ANDAR<br>SAO PAULO - SP<br>01452-002, BRAZIL   | <u>ENFOCA CERAMICS SAC</u><br>AV CANAVAL Y MOREYRA<br>NO 452, PISCO 17<br>SAN ISIDRO, PERU  |
| <u>CRCM INSTITUTIONAL FUND (BVI), LTD</u><br>C/O CHINAROCK CAPITAL MANAGEMENT<br>ONE MARITIME PLAZA, SUITE 1107<br>SAN FRANCISCO, CA 94111  | <u>WCOP, LTD.</u><br>C/O WALKERS CORP. SERVICES LTD<br>WALKER HOUSE<br>87 MARY STREET<br>GEORGE TOWN, GRAND CAYMAN KY1-8002<br>CAYMAN ISLANDS                           | <u>AMANSA FEEDER LTD</u><br>C/O CITCO FUND SERVICES (SINGAPORE) PTE LTD<br>10 CHANGI BUSINESS PARK, CENTRAL 2<br># 01-02 HANSAPORT @CBP<br>SINGAPORE, 486030                  |
| <u>YOUKU COM, INC.</u><br>SCOTIA CENTRE, 4TH FLOOR<br>PO BOX 2804<br>GEORGE TOWN, GRAND CAYMAN<br>CAYMAN ISLANDS  | <u>BEIJING JET BRILLIANT ADVERTISING</u><br><u>CO., LTD.</u><br>ROOM 13A-3, 13TH FLOOR, BUILDING C<br>28 XINXI ROAD, HAIDIAN DISTRICT<br>BEIJING, CHINA                 |   |

ALL OF THE PFIC'S LISTED ABOVE HAVE A CALENDAR YEAR END EXCEPT FOR EXPRESSWAY PARTNERS, LTD., WHICH HAS AN APRIL 19, 2010 YEAR END.

FORM 990-PF

DIVIDENDS AND INTEREST FROM SECURITIES

STATEMENT 1

| SOURCE                                  | GROSS AMOUNT      | CAPITAL GAINS DIVIDENDS | COLUMN (A) AMOUNT |
|---|-------------------|-------------------------|-------------------|
| LONGLEAF FUND                           | 44,053.           | 0.                      | 44,053.           |
| OAKMARK FUND                            | 39,083.           | 0.                      | 39,083.           |
| PIMCO FUND                              | 1,134,975.        | 216,098.                | 918,877.          |
| SCHWAB #4866-2904                       | 303,406.          | 0.                      | 303,406.          |
| SCHWAB #4866-4521                       | 43,742.           | 0.                      | 43,742.           |
| WELLS FARGO                             | 46.               | 0.                      | 46.               |
| <b>TOTAL TO FM 990-PF, PART I, LN 4</b> | <b>1,565,305.</b> | <b>216,098.</b>         | <b>1,349,207.</b> |

FORM 990-PF

OTHER INCOME

STATEMENT 2

| DESCRIPTION                                  | (A)<br>REVENUE<br>PER BOOKS | (B)<br>NET INVEST-<br>MENT INCOME | (C)<br>ADJUSTED<br>NET INCOME |
|--|-----------------------------|-----------------------------------|-------------------------------|
| FARALLON CAPITAL INSTITUTIONAL PARTNERS, LP  | 263,951.                    | 263,951.                          |                               |
| SECURITIES SETTLEMENT AWARDS                 | 6,650.                      | 6,650.                            |                               |
| DB POWERSHARES                               | <1,033.>                    | <1,033.>                          |                               |
| HLP CREDIT DISLOCATION FUND LP               | 78,677.                     | 78,677.                           |                               |
| <b>TOTAL TO FORM 990-PF, PART I, LINE 11</b> | <b>348,245.</b>             | <b>348,245.</b>                   |                               |

FORM 990-PF

ACCOUNTING FEES

STATEMENT 3

| DESCRIPTION                  | (A)<br>EXPENSES<br>PER BOOKS | (B)<br>NET INVEST-<br>MENT INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |
|------------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| ACCOUNTING FEES              | 29,730.                      | 14,865.                           |                               | 14,865.                       |
| TO FORM 990-PF, PG 1, LN 16B | 29,730.                      | 14,865.                           |                               | 14,865.                       |

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT 4

| DESCRIPTION                  | (A)<br>EXPENSES<br>PER BOOKS | (B)<br>NET INVEST-<br>MENT INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |
|------------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| INVESTMENT ADVISORY FEES     | 284,204.                     | 284,204.                          |                               | 0.                            |
| TO FORM 990-PF, PG 1, LN 16C | 284,204.                     | 284,204.                          |                               | 0.                            |

FORM 990-PF

TAXES

STATEMENT 5

| DESCRIPTION                 | (A)<br>EXPENSES<br>PER BOOKS | (B)<br>NET INVEST-<br>MENT INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |
|-----------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| FEDERAL TAXES               | 75,180.                      | 0.                                |                               | 0.                            |
| FOREIGN TAXES-PIMCO         | 4,270.                       | 4,270.                            |                               | 0.                            |
| FOREIGN TAXES-SCHWAB 2904   | 13,883.                      | 13,883.                           |                               | 0.                            |
| TO FORM 990-PF, PG 1, LN 18 | 93,333.                      | 18,153.                           |                               | 0.                            |

FORM 990-PF

OTHER INCREASES IN NET ASSETS OR FUND BALANCES

STATEMENT 6

| DESCRIPTION  | AMOUNT   |
|--|----------|
| GAIN REPORTED ON BOOKS NOT RECORDED IN TAX RETURN            | 714,426. |
| DB POWERSHARES PASSTHROUGH LOSS FROM K-1                     | 1,033.   |
| DIVIDEND INCOME REPORTED ON BOOKS NOT RECORDED ON TAX RETURN | 4,694.   |
| REALIZED GAIN - DIFFERENT TAX BASIS - POWERSHARES            | 114,366. |
| TOTAL TO FORM 990-PF, PART III, LINE 3                       | 834,519. |

FORM 990-PF

OTHER DECREASES IN NET ASSETS OR FUND BALANCES

STATEMENT 7

| DESCRIPTION  | AMOUNT     |
|--|------------|
| GAIN REPORTED ON TAX RETURN NOT RECORDED IN BOOKS            | 263,951.   |
| REALIZED GAIN - DIFFERENT TAX BASIS - ORACLE                 | 4,532,280. |
| HLP CREDIT DISLOCATION FUND LP PASSROUGH INCOME FROM K-1     | 78,677.    |
| INTEREST INCOME REPORTED ON TAX RETURN NOT RECORDED ON BOOKS | 51.        |
| DIVIDEND INCOME REPORTED ON TAX RETURN NOT RECORDED ON BOOKS | 15,239.    |
| TOTAL TO FORM 990-PF, PART III, LINE 5                       | 4,890,198. |

## FORM 990-PF

## CORPORATE STOCK

## STATEMENT 8

| DESCRIPTION                             | BOOK VALUE | FAIR MARKET |
|---|------------|-------------|
|   |            | VALUE       |
| ORACLE CORPORATION                      | 4,812,160. | 5,101,900.  |
| TOTAL TO FORM 990-PF, PART II, LINE 10B | 4,812,160. | 5,101,900.  |

## FORM 990-PF

## OTHER INVESTMENTS

## STATEMENT 9

| DESCRIPTION                            | VALUATION<br>METHOD | BOOK VALUE  | FAIR MARKET |
|--|---------------------|-------------|-------------|
|  |                     | VALUE       |             |
| OAKMARK FUND                           | COST                | 3,290,289.  | 3,866,911.  |
| AURELIUS CAPITAL MANAGEMENT            | COST                | 3,000,000.  | 5,014,288.  |
| CLOSE BROTHERS (CAYMAN) LTD            | COST                | 3,000,000.  | 4,340,094.  |
| LANSDOWNE EUROPEAN EQUITY FUND         | COST                | 2,000,000.  | 2,588,349.  |
| LONGLEAF PARTNERS FUND                 | COST                | 4,119,385.  | 3,600,672.  |
| FARALLON CAPITAL INST PARTNERS, LP     | COST                | 6,040,331.  | 6,040,331.  |
| OAKMARK INTERNATIONAL FUND             | COST                | 4,799,187.  | 4,263,597.  |
| PIMCO TOTAL RETURN FUND                | COST                | 14,209,303. | 14,595,936. |
| ROYAL CAPITAL VALUE FUND               | COST                | 3,000,000.  | 3,475,504.  |
| PROSPECT HARBOR FUND                   | COST                | 2,000,000.  | 1,299,369.  |
| HCP PRIVATE EQUITY FUND III            | COST                | 540,000.    | 602,928.    |
| HCP PRIVATE EQUITY FUND IV             | COST                | 650,000.    | 624,837.    |
| SCHWAB #4866-2904                      | COST                | 12,143,443. | 14,548,049. |
| HCP CREDIT DISLOCATION FUND            | COST                | 600,000.    | 720,873.    |
| AMANSA FEEDER LTD                      | COST                | 500,000.    | 500,000.    |
| TOTAL TO FORM 990-PF, PART II, LINE 13 |                     | 59,891,938. | 66,081,738. |

## FORM 990-PF

## OTHER LIABILITIES

## STATEMENT 10

| DESCRIPTION                            | BOY AMOUNT | EOY AMOUNT |
|--|------------|------------|
| ACCRUED FOREIGN TAX - NET              | 4,695.     | 0.         |
| TOTAL TO FORM 990-PF, PART II, LINE 22 | 4,695.     | 0.         |

FORM 990-PF

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

STATEMENT 11

| NAME AND ADDRESS   | TITLE AND<br>AVRG HRS/WK   | COMPEN-<br>SATION | EMPLOYEE<br>BEN PLAN<br>CONTRIB | EXPENSE<br>ACCOUNT |
|--|----------------------------|-------------------|---------------------------------|--------------------|
| MARY M. MINER<br>135 MAIN STREET<br>SAN FRANCISCO, CA 94105                | PRESIDENT/DIRECTOR<br>2.00 | 0.                | 0.                              | 0.                 |
| HELEN SEDWICK<br>135 MAIN STREET<br>SAN FRANCISCO, CA 94105                | SECRETARY/DIRECTOR<br>0.00 | 0.                | 0.                              | 0.                 |
| ROY BUKSTEIN<br>135 MAIN STREET<br>SAN FRANCISCO, CA 94105                 | CFO/DIRECTOR<br>4.00       | 0.                | 0.                              | 0.                 |
| NICOLA MINER<br>135 MAIN STREET<br>SAN FRANCISCO, CA 94105                 | DIRECTOR<br>0.00           | 0.                | 0.                              | 0.                 |
| JUSTINE MINER<br>135 MAIN STREET<br>SAN FRANCISCO, CA 94105                | DIRECTOR<br>0.00           | 0.                | 0.                              | 0.                 |
| LUKE MINER<br>135 MAIN STREET<br>SAN FRANCISCO, CA 94105                   | DIRECTOR<br>0.00           | 0.                | 0.                              | 0.                 |
| JOANNE HAGOPIAN<br>ONE MARITIME PLAZA 5TH FLOOR<br>SAN FRANCISCO, CA 94111 | DIRECTOR<br>0.00           | 0.                | 0.                              | 0.                 |
| TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII                               |                            | 0.                | 0.                              | 0.                 |