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

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

2011

For calendar year 2011 or tax year beginning

, and ending

Name of foundation

THE CALDWELL-FISHER CHARITABLE
FOUNDATION

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

3620 CLAY STREET

Room/suite

City or town, state, and ZIP code

SAN FRANCISCO, CA 94118

G Check all that apply

Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name change

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) _____

► \$ 2,910,119. (Part I, column (d) must be on cash basis.)

A Employer identification number

77-0527966

B Telephone number

650-233-9000

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	1,778,160.		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	8,530.	8,530.		STATEMENT 2
	4 Dividends and interest from securities	27,954.	3,258.		STATEMENT 3
Revenue	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10 Gross sales price for all assets on line 6a	150,617.			STATEMENT 1
	6b	1,706,957.			
	7 Capital gain net income (from Part IV, line 2)		1,694,929.		
	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				
	12 Total. Add lines 1 through 11	1,965,261.	1,706,717.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	STMT 4	1,300.	0.	
	c Other professional fees				
	17 Interest				
	18 Taxes	STMT 5	45,000.	0.	
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	STMT 6	460.	0.	
	24 Total operating and administrative expenses. Add lines 13 through 23		46,760.	0.	
	25 Contributions, gifts, grants paid		2,014,425.		2,014,425.
	26 Total expenses and disbursements. Add lines 24 and 25		2,061,185.	0.	2,014,425.
	27 Subtract line 26 from line 12		-95,924.		
	a Excess of revenue over expenses and disbursements				
	b Net investment income (if negative, enter -0-)		1,706,717.		
	c Adjusted net income (if negative, enter -0-)			N/A	

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Part II. Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments		1,774,364.	1,457,178.
	3	Accounts receivable ►			
		Less allowance for doubtful accounts ►			
	4	Pledges receivable ►			
		Less: allowance for doubtful accounts ►			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ►			
		Less allowance for doubtful accounts ►			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U S and state government obligations			
	b	Investments - corporate stock	STMT 7	1,488,006.	1,749,886.
	c	Investments - corporate bonds	STMT 8	151,131.	111,071.
	11	Investments - land, buildings, and equipment basis ►			
		Less accumulated depreciation ►			
	12	Investments - mortgage loans			
	13	Investments - other			
	14	Land, buildings, and equipment basis ►			
		Less accumulated depreciation ►			
	15	Other assets (describe ►	STATEMENT 9)	1,321.	763.
	16	Total assets (to be completed by all filers)		3,414,822.	3,318,898.
					2,910,119.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ►)		
Net Assets or Fund Balances	23	Total liabilities (add lines 17 through 22)		0.	0.
		Foundations that follow SFAS 117, check here ► <input type="checkbox"/>			
		and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>			
		and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds		0.	0.
	28	Paid-in or capital surplus, or land, bldg , and equipment fund		0.	0.
	29	Retained earnings, accumulated income, endowment, or other funds		3,414,822.	3,318,898.
	30	Total net assets or fund balances		3,414,822.	3,318,898.
	31	Total liabilities and net assets/fund balances		3,414,822.	3,318,898.

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	3,414,822.
2	Enter amount from Part I, line 27a	2	-95,924.
3	Other increases not included in line 2 (itemize) ►	3	0.
4	Add lines 1, 2, and 3	4	3,318,898.
5	Decreases not included in line 2 (itemize) ►	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,318,898.

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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 P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a 5,000 SHS BAIDU INC ADR			D	09/12/00	04/21/11
b 8,000 SHS BAIDU INC ADR			D	09/12/00	02/01/11
c 14,148 SHS CIT GROUP FUNDING CO			D	06/13/07	05/02/11
d 21,223 SHS CIT GROUP FUNDING CO			D	06/13/01	10/13/11
e CIT GROUP INC.			D		
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale		(h) Gain or (loss) (e) plus (f) minus (g)	
a 749,680.		521.		749,159.	
b 945,630.		833.		944,797.	
c 7,572.		7,289.		283.	
d 3,810.		3,385.		425.	
e 265.				265.	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a				749,159.	
b				944,797.	
c				283.	
d				425.	
e				265.	
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		2	1,694,929.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)			3	N/A	

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

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

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

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

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

1 Enter the appropriate amount in each column for each year, see instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	1,477,072.	2,967,983.	.497669
2009	1,301,064.	2,065,851.	.629796
2008	1,208,731.	2,180,762.	.554270
2007	1,055,926.	1,925,267.	.548457
2006	704,271.	911,798.	.772398
2 Total of line 1, column (d)			2 3.002590
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 .600518
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4 3,231,886.
5 Multiply line 4 by line 3			5 1,940,806.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 17,067.
7 Add lines 5 and 6			7 1,957,873.
8 Enter qualifying distributions from Part XII, line 4			8 2,014,425.

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

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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.	1 17,067. 2 0. 3 17,067. 4 0. 5 17,067.
	Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)	
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)	
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	
3	Add lines 1 and 2	2 0.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	3 17,067.
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	4 0. 5 17,067.
6	Credits/Payments:	
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a 53,114.
b	Exempt foreign organizations - tax withheld at source	6b
c	Tax paid with application for extension of time to file (Form 8868)	6c
d	Backup withholding erroneously withheld	6d
7	Total credits and payments Add lines 6a through 6d	7 53,114.
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10 36,047.
11	Enter the amount of line 10 to be Credited to 2012 estimated tax ►	11 0.

Part VII-A Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	Yes 1a X
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>	X
1c	Did the foundation file Form 1120-POL for this year?	X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ► \$ 0. (2) On foundation managers ► \$ 0.	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? <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?	N/A
b	If "Yes," has it filed a tax return on Form 990-T for this year?	X
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	X
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► CA	
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV	X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	X

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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 make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	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 ► JOHN FISHER Located at ► 3620 CLAY STREET, SAN FRANCISCO, CA	Telephone no ► 650-233-9000 ZIP+4 ► 94118		
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 2011, 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 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	No X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> X No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> X No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> X No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> X No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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 instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A ►	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? If "Yes," list the years ►	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> X No
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	N/A 2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> X No
b	If "Yes," did it have excess business holdings in 2011 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 2011.)	N/A 3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b	X

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

5a During the year did the foundation pay or incur any amount to	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	N/A			
Organizations relying on a current notice regarding disaster assistance check here	► <input type="checkbox"/>			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	N/A	<input type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?				
If "Yes" to 6b, file Form 8870.				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A			
				7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JENNIFER CALDWELL 3620 CLAY STREET SAN FRANCISCO, CA 94118	PRESIDENT/VICE PRESIDENT			
JOHN FISHER 3620 CLAY STREET SAN FRANCISCO, CA 94118	CEO/SECRETARY	1.00	0.	0.
		0.00	0.	0.

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

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

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



0

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

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

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

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



0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc		Expenses
1	N/A	
2		
3		
4		

Part IX-B Summary of Program-Related Investments

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

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a Average monthly fair market value of securities	1a	905,979.
b Average of monthly cash balances	1b	2,375,124.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	3,281,103.
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	3,281,103.
4 Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	49,217.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,231,886.
6 Minimum investment return. Enter 5% of line 5	6	161,594.

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	161,594.
2a Tax on investment income for 2011 from Part VI, line 5	2a	17,067.
b Income tax for 2011 (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b	2c	17,067.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	144,527.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	144,527.
6 Deduction from distributable amount (see instructions)	6	0.
7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	144,527.

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	2,014,425.
b Program-related investments - total from Part IX-B	1b	0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	2,014,425.
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	17,067.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,997,358.

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

Form 990-PF (2011)

THE CALDWELL-FISHER CHARITABLE
FOUNDATION

Form 990-PF (2011)

77-0527966

Page 9

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				144,527.
2 Undistributed income, if any, as of the end of 2011			0.	
a Enter amount for 2010 only				
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2011				
a From 2006	687,389.			
b From 2007	1,002,731.			
c From 2008	1,120,405.			
d From 2009	1,234,405.			
e From 2010	1,349,559.			
f Total of lines 3a through e	5,394,489.			
4 Qualifying distributions for 2011 from Part XII, line 4 ► \$ 2,014,425.			0.	
a Applied to 2010, 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 2011 distributable amount				144,527.
e Remaining amount distributed out of corpus	1,869,898.			
5 Excess distributions carryover applied to 2011 (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:	7,264,387.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				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 2006 not applied on line 5 or line 7	687,389.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	6,576,998.			
10 Analysis of line 9				
a Excess from 2007	1,002,731.			
b Excess from 2008	1,120,405.			
c Excess from 2009	1,234,405.			
d Excess from 2010	1,349,559.			
e Excess from 2011	1,869,898.			

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Form 990-PF (2011)

THE CALDWELL-FISHER CHARITABLE
FOUNDATION

Form 990-PF (2011)

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Part XV **Supplementary Information** (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SEE ATTACHED STATEMENT	N/A			<u>2,014,425.</u>
Total				► 3a <u>2,014,425.</u>
b Approved for future payment				
NONE				
Total				► 3b <u>0.</u>

123611 12-02-11

Form 990-PF (2011)

THE CALDWELL-FISHER CHARITABLE FOUNDATION

Form 990-PF (2011)

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Part XVI-A . Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	8,530.	
4 Dividends and interest from securities			14	27,954.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	150,617.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0.		187,101.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13	187,101.
(See worksheet in line 13 instructions to verify calculations.)					

Relationship of Activities to the Accomplishment of Exempt Purposes

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

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Form 990-PF (2011)

THE CALDWELL-FISHER CHARITABLE FOUNDATION

Form 990-PF (2011)

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a Transfers from the reporting foundation to a noncharitable exempt organization of

(1) Cash

- (2) Other assets**
- b Other transactions**
 - (1) Sales of assets to a noncharitable exempt organization**
 - (2) Purchases of assets from a noncharitable exempt organization**
 - (3) Rental of facilities, equipment, or other assets**
 - (4) Reimbursement arrangements**
 - (5) Loans or loan guarantees**
 - (6) Performance of services or membership or fundraising solicitations**
 - c Sharing of facilities, equipment, mailing lists, other assets, or paid employees**

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

Yes No

b If "Yes," complete the following schedule

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

**Sign
Here**

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

Signature of officer or trustee

Date

Title

May the IRS discuss this return with the preparer shown below (see instr.)?

Yes No

Paid Preparer Use Only	Print/Type preparer's name ANNE M. YAMAMOTO	Preparer's signature <i>Anne M. Yamamoto</i>	Date 6/10/12	Check <input type="checkbox"/> if self-employed	PTIN P00428631
	Firm's name ► FRANK, RIMERMAN & CO. LLP			Firm's EIN ► 94-1341042	
	Firm's address ► 1801 PAGE MILL ROAD PALO ALTO, CA 94304			Phone no (650) 845-8100	

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

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

OMB No 1545-0047

2011**Name of the organization**THE CALDWELL-FISHER CHARITABLE
FOUNDATION**Employer identification number**

77-0527966

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 foundationCheck 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, total 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 total 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 Part I, 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) (2011)

Name of organization

THE CALDWELL-FISHER CHARITABLE
FOUNDATION

Employer identification number

77-0527966

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	JOHN FISHER & JENNIFER CALDWELL 3620 CLAY STREET SAN FRANCISCO, CA 94118	\$ 974,700.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	JOHN FISHER & JENNIFER CALDWELL 3620 CLAY STREET SAN FRANCISCO, CA 94118	\$ 803,460.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

THE CALDWELL-FISHER CHARITABLE
FOUNDATION

Employer identification number

77-0527966

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	7,500 SHS Baidu Inc	\$ 974,700.	02/14/11
2	7,000 SHS Baidu Inc	\$ 803,460.	12/29/11
	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received

Name of organization

THE CALDWELL-FISHER CHARITABLE FOUNDATION

Employer identification number

77-0527966

Part III *Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total 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) ► \$ _____
Use duplicate copies of Part III if additional space is needed.

Caldwell-Fisher Charitable Foundation

Contributions - FYE 12/31/2011

Name and address	Foundation Status of Recipient	Purpose of grant or contribution	Date	Amount
Windermere Island Foundation c/o Jay Kislik, 7900 Miami Lakes Dr W, Miami Lakes, FL 33016	Public Charity	Welfare	1/4/2011	\$10,000
Boys and Girls Club of SF 55 Hawthorne St , Ste 600, SF, CA 94105	Public Charity	Education/Welfare	1/7/2011	\$1,000
Common Sense Media (7th Annual Awards) 650 Townsend St , Ste 375, SF, CA 94103	Public Charity	Education	1/10/2011	\$25,000
SF Ballet 455 Franklin St , SF, CA 94102	Public Chanty	Arts	1/19/2011	\$50,000
Environmental Working Group 1436 U Street NW, Suite 100, Washington, DC 20009	Public Chanty	Environment	1/31/2011	\$50,000
Conservation International 2011 Crystal Dr , Ste 500, Arlington, VA 22202	Public Charity	Environment	2/10/2011	\$2,000
Sarah Lawrence College One Mead Way, Bronxville, NY 10708	Public Charity	Education	3/10/2011	\$10,000
KDBS (i-Pad for auction) 7070 California St , SF, CA 94121	Public Chanty	Education	3/17/2011	\$50
Conservation International 2011 Crystal Dr , Ste 500, Arlington, VA 22202	Public Charity	Environment	3/28/2011	\$20,000
International Rescue Committee 122 E 42nd St , NY, NY 10168	Public Charity	Welfare	3/30/2011	\$1,000
US Fund for Unicef 125 Maiden Lane, NY, NY 10038	Public Charity	Welfare	3/31/2011	\$50
CA Academy of Sciences - Big Bang Gala 55 Music Concourse Dr , SF, CA 94118	Public Charity	Education	4/6/2011	\$99,400
Friends of Harvard Water Polo Murr Center, 65 N Harvard St , Cambridge, MA 02163	Public Chanty	Education	4/6/2011	\$2,500
Friends of the SF Public Library (Presidio Br) 391 Grove St , SF, CA 94102	Public Chanty	Education	5/2/2011	\$1,000
Oakland Family Services (Betty Fisher) 114 Orchard Lake Rd , Pontiac, MI 48341	Public Chanty	Welfare	5/13/2011	\$100,000
Pan-Mass Challenge (Team ACG) c/o Ben Howe, 125 High St , Boston, MA 02110	Public Chanty	Health	5/20/2011	\$1,000
Ronald McDonald House (Randy Cross) c/o Mark Greenstein, 2882 Sand Hill Rd, MP, CA 94025	Public Charity	Health	5/20/2011	\$1,000
The Imagine Bus Project 342 9th Street, Suite 201, SF, CA 94103	Public Charity	Education/The Arts	5/26/2011	\$2,500
Exploratorium 3601 Lyon St , SF, CA 94123	Public Charity	Education	6/20/2011	\$25,000
Harvard University 124 Mr Auburn St , Cambridge, MA 2138	Public Charity	Education	6/20/2011	\$200,000
Common Sense Media 650 Townsend St , Ste 375, SF, CA 94103	Public Charity	Education	6/20/2011	\$125,000

Name and address	Foundation Status of Recipient	Purpose of grant or contribution	Date	Amount
California Academy of Sciences 55 Music Concourse Dr , SF, CA 94118	Public Charity	Education	6/20/2011	\$250,000
Rocky Mountain Institute 2317 Snowmass Creek Rd, Snowmass, CO 81654	Public Chanty	Environment	6/20/2011	\$20,000
Ronald McDonald House-PA (Brady Mostes) 520 Sand Hill Rd , Palo Alto, CA 94304	Public Charity	Health	6/22/2011	\$1,000
Mar Agricultural Land Trust PO Box 809, Pt Reyes Station, CA 94956	Public Charity	Environment	6/24/2011	\$5,000
GG National Parks Conservancy Bldg 201, Fort Mason, SF, CA 94123	Public Charity	Environment	6/24/2011	\$2,000
HBS (20th Reunion) Soldiers Field, Boston, MA 02163	Public Chanty	Education	6/29/2011	\$50,000
California Police Youth Charities PO Box 417261, Sacramento, CA 95841-7261	Public Charity	Welfare	7/14/2011	\$50
First Congregational Church of Harvard On the Common, PO Box 217, Harvard, MA 01451	Public Charity	Welfare	9/8/2011	\$10,000
Susan L Shulman Memorial Fund c/o Maddie Craddock, 22 Marsh Dr , Mill Valley, CA 94941	Public Charity	Education	9/14/2011	\$250
Geroge Jackson Academy Endowment Fund 104 Saint Marks Place, New York, NY 10009	Public Charity	Education	9/14/2011	\$250,000
Parks Conservancy (GG Nat'l Parks) Building 201, Fort Mason, SF, CA 94123	Public Charity	Environment	9/16/2011	\$2,500
KQED 2601 Mariposa St , SF, CA 94110-1426	Public Chanty	Education	9/16/2011	\$10,000
KDBS (Annual Giving/Fund) 7070 California St , SF, CA 94121	Public Charity	Education	9/23/2011	\$50,000
Gladstone Institutes 1650 Owens St , SF, CA 94158	Public Chanty	Health	9/23/2011	\$10,000
Ronald McDonald House (Greenstein Team RMH) 520 Sand Hill Rd , Palo Alto, CA 94304	Public Charity	Health	10/4/2011	\$500
Human Rights Watch 100 Bush St , Ste 925, SF, CA 94104	Public Charity	Welfare	10/17/2011	\$2,500
PRWM Disaster Fund (Pt. Reyes) PO Box 308, Pt Reyes Station, CA 94956	Public Charity	Environment	10/17/2011	\$500
Project Peanut Butter (Ann Poletti) c/o Jeff David, 75 Casa Way #5 SF, CA 94123	Public Chanty	Welfare	10/17/2011	\$200
Exploratorium 3601 Lyon St , SF, CA 94123	Public Charity	Education/Env	10/26/2011	\$35,000
San Francisco RBI 38 Keyes Ave , Ste 200, SF, CA 94129	Public Chanty	Education	10/26/2011	\$1,000
Autism Speaks (Danny Schultz) 5455 Wilshire Blvd , Suite 2250, LA, CA 90036	Public Chanty	Health	10/26/2011	\$1,000
California Police Youth Chanties PO Box 417261, Sacramento, CA 95841	Public Charity	Education/Welfare	11/2/2011	\$75

Name and address	Foundation Status of Recipient	Purpose of grant or contribution	Date	Amount
Walnut Hill School for the Arts 12 Highland St , Natick, MA 01760	Public Charity	Education/The Arts	11/3/2011	\$5,000
BizWorld Foundation (education luncheon 2011) 444 De Haro St , Suite 203, SF, CA 94107	Public Charity	Education	11/14/2011	\$5,000
Compass Family Services 49 Powell St , 3rd Flr, SF, CA 94102	Public Charity	Welfare	11/22/2011	\$1,000
Gateway Public Schools 1430 Scott St , SF, CA 94115	Public Chanty	Education	12/5/2011	\$5,000
Room to Read 111 Sutter St , 16th Flr, SF, CA 94104	Public Chanty	Education	12/5/2011	\$5,000
Tipping Point Community 220 Montgomery St , Ste 850, SF, CA 94104	Public Charity	Welfare	12/5/2011	\$1,000
American Red Cross Bay Area 85 2nd St , Ste 800, SF, CA 94105	Public Chanty	Welfare	12/5/2011	\$1,000
Good Samaritan 1294 Potrero Ave , SF, CA 94110	Public Chanty	Welfare	12/5/2011	\$2,500
CA Academy of Sciences - Annual Fund 55 Music Concourse Dr , SF, CA 94118	Public Charity	Education	12/5/2011	\$75,000
East Side Art Alliance PO Box 7128, Oakland, CA 94601	Public Charity	Welfare	12/13/2011	\$250
Common Sense Media 650 Townsend St , Ste 375, SF, CA 94103	Public Chanty	Education	12/13/2011	\$50,000
Exploratorium 3601 Lyons St , SF, CA 94123	Public Chanty	Education	12/13/2011	\$250,000
KDBS 7070 California St , SF, CA 94121	Public Charity	Education	12/13/2011	\$100,000
NAACP 1095 Sixth Ave, Suite 24D, NY, NY 10036	Public Charity	Education/Welfare	12/13/2011	\$50,000
The Nature Conservancy 201 Mission St , 4th Flr, SF, CA 94105	Public Charity	Environment	12/13/2011	\$25,000
The Windermere Foundation, c/o Peter Kross 77 Kercheval, Gross Pointe Farms, MI 48236	Public Charity	Environment	12/13/2011	\$10,000
The Boathouse Foundation Two Main St , PO Box 2340, Edgartown, MA 02539	Public Charity	Education/Welfare	12/19/2011	\$300
Total				\$2,014,125

Caldwell-Fisher Charitable Foundation
EIN: 77-0527966
Corporate Stock and Bond Values
Tax Year 2011

		Beginning of Year Book Value	End of Year Book Value	End of Year FMV
Stocks				
10,000	SHS Cisco Sys Inc	530,000	530,000	180,800
3,000	SHS United Online Inc	48,140	48,140	16,320
9,500	SHS Baidu Inc Spon Adr Rptng	866,480	1,128,360	1,106,465
1,217	SHS CIT Group Inc	43,386	43,386	42,437
	Total Stocks	1,488,006	1,749,886	1,346,022
	Name change and split			
	Total Stocks, Net	1,488,006	1,749,886	1,346,022
Bonds				
14,148	SHS CIT Group Funding Company Bond	16,180	-	-
21,223	SHS CIT Group Funding Company Bond	23,880	-	-
21,223	SHS CIT Group Funding Company Bond	23,032	23,032	21,265
35,371	SHS CIT Group Funding Company Bond	37,190	37,190	35,371
49,520	SHS CIT Group Funding Company Bond	50,849	50,849	49,520
	Total Bonds	151,131	111,071	106,156
	Name change and split			
	Total Stocks, Net	151,131	111,071	106,156
Total	Total Stocks and Bonds	1,639,137	1,860,957	1,452,178

FORM 990-PF

GAIN OR (LOSS) FROM SALE OF ASSETS

STATEMENT 1

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	MANNER	DATE
				ACQUIRED	ACQUIRED
5,000 SHS Baidu Inc ADR				DONATED	09/12/00 04/21/11
(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
749,680.	649,800.	0.	0.	99,880.	
(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	MANNER	DATE
				ACQUIRED	ACQUIRED
8,000 SHS Baidu Inc ADR				DONATED	09/12/00 02/01/11
(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
945,630.	866,480.	0.	0.	79,150.	
(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	MANNER	DATE
				ACQUIRED	ACQUIRED
14,148 SHS CIT GROUP FUNDING CO				DONATED	06/13/07 05/02/11
(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
7,572.	16,180.	0.	0.	-8,608.	

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
21,223 SHS CIT GROUP FUNDING CO	DONATED	06/13/01	10/13/11

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
3,810.	23,880.	0.	0.	-20,070.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CIT GROUP INC.	DONATED		

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
265.	0.	0.	0.	265.

CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	150,617.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS	STATEMENT	2
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SOURCE	AMOUNT
SMITH BARNEY - ACCRUED INTEREST	763.
SMITH BARNEY - INTEREST	7,767.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	8,530.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	3
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
SMITH BARNEY - DIVIDENDS	27,954.	0.	27,954.
TOTAL TO FM 990-PF, PART I, LN 4	27,954.	0.	27,954.

FORM 990-PF

ACCOUNTING FEES

STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	1,300.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	1,300.	0.		0.

FORM 990-PF

TAXES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAXES	45,000.	0.		0.
TO FORM 990-PF, PG 1, LN 18	45,000.	0.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
STATE FILING FEES	150.	0.		0.
MISCELLANEOUS EXPENSE	300.	0.		0.
STATE TAX	10.	0.		0.
TO FORM 990-PF, PG 1, LN 23	460.	0.		0.

FORM 990-PF

CORPORATE STOCK

STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK - SEE ATTACHED STATEMENT	1,749,886.	1,346,022.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,749,886.	1,346,022.

FORM 990-PF

CORPORATE BONDS

STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS - SEE ATTACHED	111,071.	106,156.
TOTAL TO FORM 990-PF, PART II, LINE 10C	111,071.	106,156.

FORM 990-PF

OTHER ASSETS

STATEMENT 9

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ACCRUED INTEREST RECEIVABLE	1,321.	763.	763.
TO FORM 990-PF, PART II, LINE 15	1,321.	763.	763.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 10

NAME OF MANAGER

JENNIFER CALDWELL
JOHN FISHER

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 11

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

JOHN FISHER
3620 CLAY STREET
SAN FRANCISCO, CA 94118

TELEPHONE NUMBER

650-233-9000

FORM AND CONTENT OF APPLICATIONS

APPLICATION SHOULD BE IN WRITING AND PURPOSE OF THE FUNDING SHOULD BE
STATED CLEARLY IN THE MATERIALS.

ANY SUBMISSION DEADLINES

NO DEADLINE

RESTRICTIONS AND LIMITATIONS ON AWARDS

NONE

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

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

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

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

Enter filer's identifying number, see instructions

Type or print THE CALDWELL-FISHER CHARITABLE FOUNDATION	Employer identification number (EIN) or 77-0527966
File by the due date for filing your return. See instructions 3620 CLAY STREET	Social security number (SSN) <input type="checkbox"/>
City, town or post office, state, and ZIP code. For a foreign address, see instructions. SAN FRANCISCO, CA 94118	

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

0 4

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

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

JOHN FISHER

- The books are in the care of ► **3620 CLAY STREET - SAN FRANCISCO, CA 94118**

Telephone No. ► **650-233-9000** FAX No. ►

- If the organization does not have an office or place of business in the United States, check this box

- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ► If it is for part of the group, check this box ► and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until **NOVEMBER 15, 2012**.

5 For calendar year **2011**, or other tax year beginning , and ending .

6 If the tax year entered in line 5 is for less than 12 months, check reason: Initial return Final return
 Change in accounting period

7 State in detail why you need the extension

**TAXPAYER RESPECTFULLY REQUESTS ADDITIONAL TIME TO GATHER INFORMATION.
THIS IS NECESSARY TO COMPLETE AN ACCURATE TAX RETURN.**

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$ 53,114.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	\$ 53,114.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$ 0.

Signature and Verification must be completed for Part II only.

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

Signature ► *Anne M. Yamamoto* Title ► CPA

Date ► **8/7/12**

Form 8868 (Rev. 1-2012)

Application for Extension of Time To File an
Exempt Organization Return

► File a separate application for each return.

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

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

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

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

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

Part I only

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

Type or print File by the due date for filing your return. See instructions	Name of exempt organization or other filer, see instructions THE CALDWELL-FISHER CHARITABLE FOUNDATION	Employer identification number (EIN) or <input checked="" type="checkbox"/> X 77-0527966
	Number, street, and room or suite no. If a P.O. box, see instructions. 3620 CLAY STREET	Social security number (SSN) <input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. SAN FRANCISCO, CA 94118	

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

0 4

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

JOHN FISHER

- The books are in the care of ► 3620 CLAY STREET – SAN FRANCISCO, CA 94118

Telephone No. ► 650-233-9000 FAX No. ►

- If the organization does not have an office or place of business in the United States, check this box

- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box ► . If it is for part of the group, check this box ► and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until
AUGUST 15, 2012, to file the exempt organization return for the organization named above. The extension

is for the organization's return for:

► calendar year 2011 or► tax year beginning _____, and ending _____.

2 If the tax year entered in line 1 is for less than 12 months, check reason: Initial return Final return
► Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$ 53,114.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$ 53,114.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$ 0.

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

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

Form 8868 (Rev. 1-2012)

H
by