Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning , **and ending**

Name of foundation: SATYA AND RAO REMALA FOUNDATION

A Employer identification number: 91-6477106

Number and street (or P O box number if mail is not delivered to street address): C/O SBBB, 11808 NORTHUP WAY, SUITE 240 — Room/suite:

B Telephone number: 425-462-8220

City or town, state, and ZIP code: BELLEVUE, WA 98005

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization: [X] Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 9,427,411.

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

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)
Revenue	1 Contributions, gifts, grants, etc., received	524,900.			
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	28,591.	15,283.		STATEMENT 2
	4 Dividends and interest from securities	243,659.	243,659.		STATEMENT 3
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	123,266.			STATEMENT 1
	b Gross sales price for all assets on line 6a 3,370,996.				
	7 Capital gain net income (from Part IV, line 2)		895,966.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 **Total.** Add lines 1 through 11	920,416.	1,154,908.	0.	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.	0.	0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 4	6,623.	3,311.	0.	3,312.
	c Other professional fees STMT 5	41,203.	41,203.	0.	0.
	17 Interest				
	18 Taxes STMT 6	67,936.	3,600.	0.	0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 7	642.	0.	0.	642.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	116,404.	48,114.	0.	3,954.
	25 Contributions, gifts, grants paid	340,533.			340,533.
	26 **Total expenses and disbursements.** Add lines 24 and 25	456,937.	48,114.	0.	344,487.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	463,479.			
	b **Net investment income** (if negative, enter -0-)		1,106,794.		
	c **Adjusted net income** (if negative, enter -0-)			0.	

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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 (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	893,227.	437,506.	437,506.
	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 8	5,921,034.	6,556,682.	6,682,567.
	c Investments - corporate bonds STMT 9	1,947,044.	2,229,562.	2,302,912.
	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 10)	4,077.	4,426.	4,426.
	16 **Total assets** (to be completed by all filers)	8,765,382.	9,228,176.	9,427,411.
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 ▶ STATEMENT 11)	20,556.	19,871.	
	23 **Total liabilities** (add lines 17 through 22)	20,556.	19,871.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] **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	8,744,826.	9,208,305.	
	30 **Total net assets or fund balances**	8,744,826.	9,208,305.	
	31 **Total liabilities and net assets/fund balances**	8,765,382.	9,228,176.	

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	8,744,826.
2	Enter amount from Part I, line 27a	2	463,479.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	9,208,305.
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	9,208,305.

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	3,370,996.		2,475,030.	895,966.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				895,966.

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** 895,966.

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

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	312,108.	8,030,363.	.038866
2009	358,083.	6,430,067.	.055689
2008	380,246.	7,355,840.	.051693
2007	312,872.	8,028,360.	.038971
2006	320,957.	6,736,178.	.047647

2	**Total** of line 1, column (d)	2	.232866
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	.046573
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	9,473,308.
5	Multiply line 4 by line 3	5	441,200.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	11,068.
7	Add lines 5 and 6	7	452,268.
8	Enter qualifying distributions from Part XII, line 4	8	344,487.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary-see instructions)				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	22,136.
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	22,136.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0.
5 **Tax based on investment income** Subtract line 4 from line 3. If zero or less, enter -0-			5	22,136.
6 Credits/Payments:				
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	39,760.		
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	39,760.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	6.
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	17,618.
11 Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶		17,618. **Refunded** ▶	11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV.*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ WA			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

			Yes	No
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?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ RAO REMALA Telephone no. ▶ 425-827-8255

Located at ▶ 11808 NORTHUP WAY, SUITE 240, BELLEVUE, WA ZIP+4 ▶ 98005

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

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

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

				Yes	No
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception**. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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?	☒ Yes ☐ No			
	If "Yes," list the years ▶ 2010 , , ,				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)		2b	X	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ , , ,				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 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

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

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

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | | X

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

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
RAO V. REMALA C/O SMITH BUNDAY BERMAN BRITTON, 1180 BELLEVUE, WA 98005	TRUSTEE 2.00	0.	0.	0.
SATYA K. REMALA C/O SMITH BUNDAY BERMAN BRITTON, 1180 BELLEVUE, WA 98005	TRUSTEE 2.00	0.	0.	0.

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

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

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A **Summary of Direct Charitable Activities**

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

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

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

Form **990-PF** (2011)

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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	8,957,515.
b	Average of monthly cash balances	1b	655,805.
c	Fair market value of all other assets	1c	4,252.
d	**Total** (add lines 1a, b, and c)	1d	9,617,572.
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	9,617,572.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	144,264.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	9,473,308.
6	**Minimum investment return**. Enter 5% of line 5	6	473,665.

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	473,665.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	22,136.		
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	22,136.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	451,529.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	451,529.
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	451,529.

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	344,487.
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	344,487.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	344,487.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII **Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				451,529.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			347,671.	
b Total for prior years: ______ , ______ , ______		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ $ 344,487.				
a Applied to 2010, but not more than line 2a			344,487.	
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				0.
e Remaining amount distributed out of corpus	0.			
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:**				
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 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			3,184.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				451,529.
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	0.			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test - enter. (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year-see instructions.)

1 **Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000). (See section 507(d)(2).)

SEE STATEMENT 12

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ▶ [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number of the person to whom applications should be addressed:

b The form in which applications should be submitted and information and materials they should include:

c Any submission deadlines:

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution **	Amount
a Paid during the year				
CHAYA PO BOX 22291 SEATTLE, WA 981220291	NONE	501(C)(3)	TO PROMOTE SAFETY OF WOMEN AND FAMILIES FROM VIOLENCE	1,181.
CONSUMER REPORTS FOUNDATION 101 TRUMAN AVENUE YONKERS, NY 107031057	NONE	501(C)(3)	TO PROVIDE TRUSTWORTHY PRODUCT INFORMATION	75.
EARTHCORPS 6310 NE 74TH ST, SUITE 201E SEATTLE, WA 98115	NONE	501(C)(3)	TO BUILD A GLOBAL COMMUNITY THROUGH LOCAL ENVIRONMENT	250.
FOOD LIFELINE 1702 NE 150TH ST SHORELINE, WA 98155	NONE	501(C)(3)	TO PROVIDE FOOD TO THOSE IN NEED	1,200.
FRED HUTCHINSON CANCER RESEARCH CENTER P.O. BOX 19024, J5-200 SEATTLE, WA 98109	NONE	501(C)(3)	TO SUPPORT RESEARCH, PREVENTION, DETECTION AND OF CANCER	16,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	340,533.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Form **990-PF** (2011)

123611 12-02-11 ** SEE PURPOSE OF GRANT CONTINUATIONS

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
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	15,283.	13,308.
4 Dividends and interest from securities			14	243,659.	
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	123,266.	
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.		382,208.	13,308.

13 Total Add line 12, columns (b), (d), and (e) 13 395,516.

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

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

Line No ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
3	IRC SEC. 103 - TAX EXEMPT INCOME, NET OF ALLOCATED INVESTMENT EXPENSE

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

[signature] 07-30-12 Trustee

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	Preparer's signature	Date	Check ☐ if self-employed	PTIN
JAYNE BRAY	[signature]	7/25/12		P00080717
Firm's name ▶ SMITH BUNDAY BERMAN BRITTON, P.S.			Firm's EIN ▶ 91-1275259	
Firm's address ▶ 11808 NORTHUP WAY, SUITE 240 BELLEVUE, WA 98005-1959			Phone no. (425)827-8255	

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	Employer identification number
SATYA AND RAO REMALA FOUNDATION	91-6477106

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 the greater 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)

Name of organization	Employer identification number
SATYA AND RAO REMALA FOUNDATION	91-6477106

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	RAO AND SATYA REMALA 8827 NE 36TH STREET BELLEVUE, WA 98004	$ 267,000.	Person [ ] Payroll [ ] Noncash [X] (Complete Part II if there is a noncash contribution)
2	RAO AND SATYA REMALA 8827 NE 36TH STREET BELLEVUE, WA 98004	$ 257,900.	Person [ ] Payroll [ ] Noncash [X] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)

Name of organization	Employer identification number
SATYA AND RAO REMALA FOUNDATION	91-6477106

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	10000 SHARES MICROSOFT CORPORATION STOCK	$ 267,000.	07/15/11

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	10000 SHARES MICROSOFT CORPORATION STOCK	$ 257,900.	12/19/11

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization: SATYA AND RAO REMALA FOUNDATION

Employer identification number: 91-6477106

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

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
THE SALVATION ARMY P.O. BOX 9219 SEATTLE, WA 98109	NONE	501(C)(3)	TO CARE FOR PEOPLE IN NEED	500.
HABITAT FOR HUMANITY OF EAST KING COUNTY PO BOX 817 REDMOND, WA 98073	NONE	501(C)(3)	TO HELP LOW-INCOME FAMILIES AND BUILD SAFE COMMUNITIES	1,000.
HOPELINK 16225 NE 87TH ST, SUITE A-1 REDMOND, WA 98052	NONE	501(C)(3)	TO PROVIDE FOR EMERGENCY FOOD, CLOTHING AND SHELTER	1,000.
FOREST RIDGE SCHOOL 4800 139TH AVENUE SE BELLEVUE, WA 98006	NONE	501(C)(3)	TO SUPPORT EDUCATION AND SCHOLARSHIPS	2,000.
VEDIC CULTURAL CENTER 1420 228TH AVE SE SAMMAMISH, WA 98075	NONE	501(C)(3)	DEDICATED TO PRESERVING, PRACTICING, AND GROWING THE VEDIC TRADITION FOR THE	5,000.
HOPE HEART INSTITUTE 1380 112TH AVENUE NORTHEAST BELLEVUE, WA 98004	NONE	501(C)(3)	TO SUPPORT RESEARCH, DIAGNOSIS & TREATMENT OF HEART DISEASE	250.
NORTHWEST HARVEST P.O. BOX 12272 SEATTLE, WA 98102	NONE	501(C)(3)	TO PROVIDE FOOD TO THOSE IN NEED	1,000.
PONCHO 3404 4TH AVENUE SOUTH SEATTLE, WA 98134	NONE	501(C)(3)	TO ENRICH THE QUALITY OF LIFE IN THIS REGION THROUGH INCREASING RESOURCES AND COMMUNITY SUPPORT FOR	500.
SPECIAL OLYMPICS WASHINGTON 2150 N 107TH ST, SUITE 220 SEATTLE, WA 98133	NONE	501(C)(3)	TO PROVIDE TRAINING AND HEALTH EDUCTION TO PEOPLE WITH DISABILITIES	500.
THE SERVICE BOARD 4408 DELRIDGE WAY SW STE 100 SEATTLE, WA 98016	NONE	501(C)(3)	TO PROVIDE LIFE-CHANGING PROGRAMS TO SEATTLE TEENS	500.
Total from continuation sheets				321,827.

123631 08-03-11

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
THE SEATTLE FOUNDATION 1200 FIFTH AVENUE, SUITE 1300 SEATTLE, WA 98101	NONE	501(C)(3)	TO IMPROVE THE QUALITY OF LIFE IN KING COUNTY	200,000.
UNITED WAY OF KING COUNTY 720 SECOND AVENUE SEATTLE, WA 98104	NONE	501(C)(3)	TO ENHANCE THE ABILITY FOR PEOPLE TO SUPPORT EACH OTHER	25,000.
UNIVERSITY OF WASHINGTON FOUNDATION 1200 FIFTH AVENUE, SUITE 500 SEATTLE, WA 98101	NONE	501(C)(3)	TO SUPPORT COMPUTER SCIENCE SCHOLARSHIPS & ENGINEERING	2,000.
WASHINGTON TRAILS ASSOCIATION 2019 THIRD AVE, SUITE 100 SEATTLE, WA 98121	NONE	501(C)(3)	TO PROTECT HIKING TRAILS AND WILDERNESS	1,500.
WEATHERHILL NATURE PRESERVE 4030 95TH NE YARROW POINT, WA 98004	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR MAINTENANCE OF THE PRESERVE	250.
UNIVERSITY DISTRICT FOOD BANK 1413 NORTHEAST 50TH STREET SEATTLE, WA 98105	NONE	501(C)(3)	TO PROVIDE FOOD TO THOSE IN NEED	250.
PATH 1455 NW LEARY WAY SEATTLE, WA 98107	NONE	501(C)(3)	TO PROMOTE GLOBAL HEALTH	10,000.
TOWN OF YARROW POINT 4030 95TH NE YARROW POINT, WA 98004	NONE	501(C)(3)	TO SUPPORT THE 4TH OF JULY CELEBRATION FUND	251.
OVERLAKE HOSPITAL MEDICAL CENTER 1035 116TH AVENUE NORTHEAST BELLEVUE, WA 98004	NONE	501(C)(3)	TO SUPPORT OF THE LIFESAVING	3,970.
THE HUMANE SOCIETY 13212 SE EASTGATE WAY BELLEVUE, WA 98005	NONE	501(C)(3)	TO PROTECT ANIMALS	1,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
VILLAGE REACH 2900 EASTLAKE AVENUE E SUITE 230 SEATTLE, WA 98103	NONE	501(C)(3)	TO IMPROVE ACCESS TO ESSENTIAL HEALTH SERVICES IN REMOTE AREAS	1,000.
YOUTH EASTSIDE SERVICES 999 164TH AVENUE NE BELLEVUE, WA 98008	NONE	501(C)(3)	TO PROVIDE A PLACE TO KIDS AND THEIR FAMILIES TO TURN TO WHEN THEY ARE EXPOSED TO VIOLENCE, SUBSTANCE	500.
RENTON COMMUNITY FOUNDATION P.O. BOX 820 RENTON, WA 98057	NONE	501(C)(3)	TO BENEFIT A BROAD ARRAY OF COMMUNITY NEEDS	500.
5TH AVE THEATRE 1308 5TH AVENUE SEATTLE, WA 98101	NONE	501(C)(3)	TO SUPPORT COMMUNITY AND EDUCATION THROUGH THE ARTS TO SUPPORT COMMUNITY	480.
TECHNOLOGY ACCESS FOUNDATION 4436 RAINIER AVENUE SOUTH SUITE B SEATTLE, WA 98118	NONE	501(C)(3)	TO PROVIDE A HIGH-QUALITY EDUCATION FOR MORE UNDERSERVED STUDENTS OF COLOR	1,725.
CANINE COMPANIONS FOR INDEPENDENCE P.O. BOX 446 SANTA ROSA, CA 95402	NONE	501(C)(3)	TO PROVIDE ASSISTANCE DOGS TO PEOPLE WITH DISABILITIES	250.
SEATTLE CHILDREN HOSPITAL 4800 SAND POINT WAY NE SEATTLE, WA 98105	NONE	501(C)(3)	TO SUPPORT RESEARCH, DIAGNOSIS & TREATMENT FOR CHILD	1,000.
PACIFIC SCIENCE CENTER 200 2ND AVENUE NORTH SEATTLE, WA 98109	NONE	501(C)(3)	TO INSPIRE A LIFELONG INTEREST IN SCIENCE, MATH AND TECHNOLOGY	600.
PUGET SOUND CONSUMER'S CHECK BOOK 8071 EARL AVENUE NW SEATTLE, WA 98117	NONE	501(C)(3)	TO PROVIDE BEST INFORMATION FOR CONSUMER	100.
KEXP 113 DEXTER AVENUE NORTH SEATTLE, WA 98109	NONE	501(C)(3)	TO IMPROVE LIFE BY PROVIDING QUALITY MUSIC PROGRAM	100.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
LIFELONG AIDS ALLIANCE 1002 E.SENECA SEATTLE, WA 98122	NONE	501(C)(3)	TO PROVIDE RESEARCH, TREATMENT & SUPPORT FOR PEOPLE	1,000.
MILLIONAIR CLUB CHARITY 2515 WESTERN AVE SEATTLE, WA 98121	NONE	501(C)(3)	TO PROVIDE MEALS & HYGIENE FACILITIES TO THE HOMELESS	1,000.
NETWORK FOR GOOD 7920 NORFOLK AVENUE BETHESDA, MD 20814	NONE	501(C)(3)	TO FACILITATE ONLINE CHARITABLE GIVING AND VOLUNTEERING	315.
WASHINGTON BUS EDUCATION FUND 1100 EAST UNION STREET #1E SEATTLE, WA 98122	NONE	501(C)(3)	TO PROVIDE BETTER EDUCATION	500.
MAKE A WISH 4742 N. 24TH ST., SUITE 400 PHOENIX, AZ 85016	NONE	501(C)(3)	TO ENRICH THE LIVES OF CHILDREN WITH LIFE-THREATENING MEDICAL CONDITIONS THROUGH ITS	525.
POWERFUL SCHOOLS 3301 S. HORTON STREET, SEATTLE, WA 98144	NONE	501(C)(3)	TO SUPPORT LITERACY, ARTS, AFTER-SCHOOL & LEADERSHIP	1,500.
PRATHAM USA 9703 RICHMOND AVE., SUITE 102, HOUSTON, TX 77042	NONE	501(C)(3)	TO PROVIDE SUPPORT TO UNDER PRIVELEDGED CHILDREN	15,000.
RAINIER SCHOLARS 2100 24TH AVENUE SOUTH SEATTLE, WA 98144	NONE	501(C)(3)	TO PROVIDE OPPORTUNITIES FOR EDUCATION SUCCESS	500.
LT GEN RICHARD C MANGRUM SQUADRON 4957 LAKEMONT BLVD SE SUITE C-4-242 BELLEVUE , WA 98006	NONE	501(C)(3)	TO ASSIST OUR WOUNDED HEROES AND THEIR FAMILIES AS THEY MAKE THEIR WAY THROUGH LIFE ALTERING CRISIS.	500.
SEATTLE GOODWILL 1765 6TH AVENUE SOUTH SEATTLE, WA 98134	NONE	501(C)(3)	TO ASSIST PEOPLE AND FAMILIES IN NEED	1,500.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
LANDESA RURAL DEVELOPMENT INSTITUTE 1424 FOURTH AVENUE, SUITE 300 SEATTLE, WA 98101	NONE	501(C)(3)	TO IMPROVE THE LIVES OF THE WORLDØS POOREST PEOPLE	500.
LEAGUE OF EDUCATION VOTERS 2734 WESTLAKE AVE N SEATTLE, WA 98109	NONE	501(C)(3)	TO IMPROVE EDUCATION FROM CRADLE TO CAREER	475.
LITERACY BRIDGE 1904 THIRD AVENUE #733 SEATTLE, WA 98101	NONE	501(C)(3)	TO CONNECT POOR,RURAL COMMUNITIES WITH THE VITAL KNOWLEDGE THEY NEED TO IMPROVE THEIR LIVES	5,000.
VIRGINIA MASON FOUNDATION 1218 TERRY AVENUE SEATTLE, WA 98101	NONE	501(C)(3)	TO SUPPORT BETTER CARE, TREATMENT AND DIAGNOSIS FOR ILLNESS	6,500.
MAMMA'S HANDS P.O. BOX 40464 BELLEVUE, WA 98015	NONE	501(C)(3)	TO REAWAKEN WITHIN INDIVIDUALS THE HOPE THEY NEED TO REGAIN THEIR SELF-RESPECT AND THEIR DESIRE FOR A	1,000.
ART OF LIVING FOUNDATION 330 19TH AVE E SEATTLE, WA 98114	NONE	501(C)(3)	TO HELP BUILD STRONG KIDS, FAMILIES AND COMMUNITIES	1,000.
CLIMATE SOLUTIONS 1402 THIRD AVENUE, SUITE 1305 SEATTLE, WA 98101	NONE	501(C)(3)	TO ACCELERATE PRACTICAL AND PROFITABLE SOLUTIONS TO GLOBAL WARMING BY GALVANIZING	850.
CRISIS CLINIC 1515 DEXTER AVENUE NORTH SEATTLE, WA 98109	NONE	501(C)(3)	TO PROVIDE HELPING FOR PEOPLE IN CRISIS	250.
FIRST GIVING 34 FARNSWORTH STREET 3RD FLOOR BOSTON, MA 02210	NONE	501(C)(3)	TO RAISE MONEY FOR IMPORTANT CAUSES & BUILDING AWARENESS	1,250.
IAWW P.O.BOX 404, BELLEVUE, WA 98009	NONE	501(C)(3)	TO PROVIDE A COMMON IDENTITY TO THE INDIAN COMMUNITY	1,500.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
TREE HOUSE 2100 24TH AVE S # 200 SEATTLE, WA 98144	NONE	501(C)(3)	TO PROVIDE FOSTER KIDS A CHILDHOOD AND A FUTURE	1,000.
NORTHWEST FOLKLIFE 305 HARRISON STREET SEATTLE, WA 98109	NONE	501(C)(3)	TO SHARE AND SUSTAIN THE VITALITY OF FOLK, ETHNIC AND ARTISTIC COMMUNITIES	250.
SEATTLE ART MUSEUM 1300 1ST AVE, SEATTLE SEATTLE, WA 98101	NONE	501(C)(3)	TO PROMOTE THE UNDERSTANDING AND APPRECIATION OF ART	500.
SEE YOUR IMPACT 1402 3RD AVE. SUITE 830. SEATTLE, WA 98101	NONE	501(C)(3)	TO HELP BUILD STRONG KIDS, FAMILIES AND COMMUNITIES	1,150.
SENIOR SERVICES 2208 SECOND AVENUE SUITE 100 SEATTLE, WA 98121	NONE	501(C)(3)	TO PROVIDE HOME-DELIVERED MEALS TO SENIORS	2,000.
SV TEMPLE 1230 S. MCCULLY DR. PITTSBURGH, PA 15235	NONE	501(C)(3)	TO FOR PROVIDE RELIGIOUS, HUMANITARIAN, CULTURAL AND EDUCATIONAL NEEDS	101.
SOCIAL VENTURE PARTNERS 1601 SECOND AVENUE SUITE 615 SEATTLE, WA 98101	NONE	501(C)(3)	TO ADVANCE THE COMMON GOOD AND SERVE KIDS THROUGH EDUCATION	6,000.
THE GEORGE WASHINGTON UNIVERSITY 2121 I STREET, NW WASHINGTON, DC 20052	NONE	501(C)(3)	TO SUPPORT ARTS & SCIENCES RESEARCH AND EDUCATION	4,000.
ASSOCIATION FOR INDIAS DEVELOPMENT P.O. BOX F COLLEGE PARK, MD 20741	NONE	501(C)(3)	TO SUPPORT GRASSROOTS ORGANIZATIONS IN INDIA AND INITIATES EFFORTS IN VARIOUS INTERCONNECTED SPHERES	500.
ALLIANCE FOR EDUCATION 509 OLIVE WAY, SUITE 500 SEATTLE, WA 98101	NONE	501(C)(3)	TO ENSURE ALL STUDENTS IN SEATTLE PUBLIC SCHOOLS ARE PREPARED FOR COLLEGE, CAREER AND LIFE. TO PROMOTE	800.
Total from continuation sheets				

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
BIKE AND BUILD 6109 RIDGE AVE, BLDG 2 PHILADELPHIA,, PA 19128	NONE	501(C)(3)	TO HELP PROVIDE AFFORDABLE HOUSING AND EMPOWER YOUNG ADULTS FOR A LIFETIME OF SERVICE AND CIVIC	500.
BELLEVUE LIFESPRING P.O. BOX 53203 BELLEVUE, WA 98015	NONE	501(C)(3)	TO PROMOTE STABILITY, SELF-SUFFICIENCY AND INDEPENDENCE FOR THOSE IN NEED IN THE BELLEVUE COMMUNITY	500.
DIWALI 2011 GALA 125 MAIDEN LANE NEW YORK, NY 10038	NONE	501(C)(3)	TO PROVIDE CHILDREN WITH HEALTHCARE, IMMUNIZATIONS, CLEAN WATER, NUTRITION AND FOOD SECURITY.	135.
THE KIRAN ANJALI PROJECT 7201 HOLLY HILL DR MERCER ISLAND, WA 98040	NONE	501(C)(3)	TO ADVANCE EDUCATIONAL OPPORTUNITIES FOR UNDERPRIVILEGED CHILDREN.	1,000.
Total from continuation sheets				

Part XV **Supplementary Information**

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - VEDIC CULTURAL CENTER

DEDICATED TO PRESERVING, PRACTICING, AND GROWING THE VEDIC TRADITION

FOR THE BENEFIT OF YOUNGER GENERATION AND ALL PEOPLE

NAME OF RECIPIENT - PONCHO

TO ENRICH THE QUALITY OF LIFE IN THIS REGION THROUGH INCREASING

RESOURCES AND COMMUNITY SUPPORT FOR THE ARTS

NAME OF RECIPIENT - YOUTH EASTSIDE SERVICES

TO PROVIDE A PLACE TO KIDS AND THEIR FAMILIES TO TURN TO WHEN THEY ARE

EXPOSED TO VIOLENCE, SUBSTANCE ABUSE AND STRESS

NAME OF RECIPIENT - 5TH AVE THEATRE

TO SUPPORT COMMUNITY AND EDUCATION THROUGH THE ARTS

TO SUPPORT COMMUNITY AND EDUCATIO

TO SUPPORT COMMUNITY AND EDUCATION THROUGH THE ARTS

NAME OF RECIPIENT - MAKE A WISH

TO ENRICH THE LIVES OF CHILDREN WITH LIFE-THREATENING MEDICAL

CONDITIONS THROUGH ITS WISH-GRANTING WORK

NAME OF RECIPIENT - LT GEN RICHARD C MANGRUM SQUADRON

TO ASSIST OUR WOUNDED HEROES AND THEIR FAMILIES AS THEY MAKE THEIR WAY

THROUGH LIFE ALTERING CRISIS, RECOVERY AND REHABILITATION

NAME OF RECIPIENT - MAMMA'S HANDS

Part XV | Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

TO REAWAKEN WITHIN INDIVIDUALS THE HOPE THEY NEED TO REGAIN THEIR SELF-RESPECT AND THEIR DESIRE FOR A PRODUCTIVE LIFE

NAME OF RECIPIENT - CLIMATE SOLUTIONS

TO ACCELERATE PRACTICAL AND PROFITABLE SOLUTIONS TO GLOBAL WARMING BY GALVANIZING LEADERSHIP, GROWING INVESTMENT AND BRIDGING DIVIDES.

NAME OF RECIPIENT - ASSOCIATION FOR INDIAS DEVELOPMENT

TO SUPPORT GRASSROOTS ORGANIZATIONS IN INDIA AND INITIATES EFFORTS IN VARIOUS INTERCONNECTED SPHERES SUCH AS AGRICULTURE, ENERGY, EDUCATION, HEALTH , LIVELIHOODS, NATURAL RESOURCES INCLUDING LAND AND WATER, WOMEN'S EMPOWERMENT AND SOCIAL JUSTICE.

NAME OF RECIPIENT - ALLIANCE FOR EDUCATION

TO ENSURE ALL STUDENTS IN SEATTLE PUBLIC SCHOOLS ARE PREPARED FOR COLLEGE, CAREER AND LIFE. TO PROMOTE EXCELLENCE IN SEATTLE SCHOOLS.

NAME OF RECIPIENT - BIKE AND BUILD

TO HELP PROVIDE AFFORDABLE HOUSING AND EMPOWER YOUNG ADULTS FOR A LIFETIME OF SERVICE AND CIVIC ENGAGEMENT.

NAME OF RECIPIENT - BELLEVUE LIFESPRING

TO PROMOTE STABILITY, SELF-SUFFICIENCY AND INDEPENDENCE FOR THOSE IN NEED IN THE BELLEVUE COMMUNITY THROUGH PROGRAMS AND SERVICES THAT FEED, CLOTHE, SHELTER AND EDUCATE.

NAME OF RECIPIENT - DIWALI 2011 GALA

TO PROVIDE CHILDREN WITH HEALTHCARE, IMMUNIZATIONS, CLEAN WATER,

Part XV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NUTRITION AND FOOD SECURITY, EDUCATION, EMERGENCY RELIEF AND MORE.

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	SALE OF PUBLICALLY TRADED SECURITIES	P	VARIOUS	VARIOUS
b	SALE OF PUBLICALLY TRADED SECURITIES	P	VARIOUS	VARIOUS
c	SALE OF PUBLICALLY TRADED SECURITIES	D	VARIOUS	VARIOUS
d	POWERSHARES DB AGRICULTURE FUND	P	VARIOUS	VARIOUS
e	POWERSHARES DB AGRICULTURE FUND	P	VARIOUS	VARIOUS
f	POWERSHARES DB OIL FUND	P	VARIOUS	VARIOUS
g	POWERSHARES DB OIL FUND	P	VARIOUS	VARIOUS
h	POWERSHARES DB BASE METALS FUND	P	VARIOUS	VARIOUS
i	POWERSHARES DB BASE METALS FUND	P	VARIOUS	VARIOUS
j	SETTLEMENT IN THE CLASS ACTION IN RE MARVELL TECH	P	VARIOUS	VARIOUS
k	CAPITAL GAINS DIVIDENDS			
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	1,234,406.		1,210,085.	24,321.
b	1,295,806.		1,237,751.	58,055.
c	808,971.		30,000.	778,971.
d			288.	-288.
e			431.	-431.
f			-1,076.	1,076.
g			-1,614.	1,614.
h			606.	-606.
i			-1,441.	1,441.
j	26.			26.
k	31,787.			31,787.
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				24,321.
b				58,055.
c				778,971.
d				-288.
e				-431.
f				1,076.
g				1,614.
h				-606.
i				1,441.
j				26.
k				31,787.
l				
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	895,966.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

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FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SALE OF PUBLICALLY TRADED SECURITIES	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,234,406.	1,210,085.	0.	0.	24,321.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SALE OF PUBLICALLY TRADED SECURITIES	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,295,806.	1,237,751.	0.	0.	58,055.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SALE OF PUBLICALLY TRADED SECURITIES	DONATED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
808,971.	802,700.	0.	0.	6,271.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
POWERSHARES DB AGRICULTURE FUND	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	288.	0.	0.	-288.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
POWERSHARES DB AGRICULTURE FUND	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	431.	0.	0.	-431.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
POWERSHARES DB OIL FUND	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	-1,076.	0.	0.	1,076.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
POWERSHARES DB OIL FUND	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	-1,614.	0.	0.	1,614.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
POWERSHARES DB BASE METALS FUND	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	606.	0.	0.	-606.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
POWERSHARES DB BASE METALS FUND	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	-1,441.	0.	0.	1,441.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SETTLEMENT IN THE CLASS ACTION IN RE MARVELL TECHNOLOGY, GROUP LTD	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
26.	0.	0.	0.	26.

CAPITAL GAINS DIVIDENDS FROM PART IV	31,787.
TOTAL TO FORM 990-PF, PART I, LINE 6A	123,266.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	AMOUNT
HARRIS BANK	15,247.
POWERSHARES DB BASE METALS FUND	8.
POWERSHARES DB OIL FUND	28.
TAX EXEMPT INTEREST, NET OF INVSTMT EXPENSE	13,308.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	28,591.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
FIDELITY	38,802.	11,441.	27,361.
HARRIS BANK	37,163.	2,279.	34,884.
SCHWAB #9472	32,027.	270.	31,757.
SCHWAB 8452	30,542.	609.	29,933.
SCHWAB 8453	79,992.	12,754.	67,238.
UBS FINANCIAL	17,532.	476.	17,056.
VANGUARD	39,388.	3,958.	35,430.
TOTAL TO FM 990-PF, PART I, LN 4	275,446.	31,787.	243,659.

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	6,623.	3,311.	0.	3,312.
TO FORM 990-PF, PG 1, LN 16B	6,623.	3,311.	0.	3,312.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISOR	41,203.	41,203.	0.	0.
TO FORM 990-PF, PG 1, LN 16C	41,203.	41,203.	0.	0.

FORM 990-PF TAXES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX	3,600.	3,600.	0.	0.
FEDERAL EXCISE TAX	64,336.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 18	67,936.	3,600.	0.	0.

FORM 990-PF OTHER EXPENSES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PARKING	245.	0.	0.	245.
BUSINESS EXPENSES	360.	0.	0.	360.
CREDIT CARD FEES	37.	0.	0.	37.
TO FORM 990-PF, PG 1, LN 23	642.	0.	0.	642.

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
VARIOUS EQUITIES - SEE ATTACHED	6,556,682.	6,682,567.
TOTAL TO FORM 990-PF, PART II, LINE 10B	6,556,682.	6,682,567.

FORM 990-PF CORPORATE BONDS STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
VARIOUS BONDS - SEE ATTACHED	2,229,562.	2,302,912.
TOTAL TO FORM 990-PF, PART II, LINE 10C	2,229,562.	2,302,912.

FORM 990-PF | OTHER ASSETS | STATEMENT 10

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
AMOUNTS TAXED, BUT NOT RECEIVED	4,077.	4,426.	4,426.
TO FORM 990-PF, PART II, LINE 15	4,077.	4,426.	4,426.

FORM 990-PF | OTHER LIABILITIES | STATEMENT 11

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
CREDIT CARDS PAYABLE	20,556.	19,871.
TOTAL TO FORM 990-PF, PART II, LINE 22	20,556.	19,871.

FORM 990-PF | PART XV - LINE 1A LIST OF FOUNDATION MANAGERS | STATEMENT 12

NAME OF MANAGER

RAO V. REMALA
SATYA K. REMALA

Satya and Rao Remala Foundation **91-6477106**

ATTACHMENT TO FORM 990-PF

Reporting Payments for Professional Services

Part I, Line 16, Column (a)

Name of Provider	Type of Service Provided	Amount Paid
Line 16b, Accounting Fees:		
Smith Bunday Berman Britton	990-PF Preparation	6,623
		6,623
Line 16c, Other Professional Services:		
Harris Bank	Investment Services	7,974
UBS Financial	Investment Services	5,533
Fidelity	Investment Services	3,848
Vanguard	Investment Services	3,723
Cornerstone Advisors	Investment Services	20,125
		41,203

Satya and Rao Remala Foundation **91-6477106**

ATTACHMENT TO FORM 990-PF

Summary of Equities

Name	Market Value as of 12/31/11	Book Value as of 12/31/11
UBS WI-15924-JJ	607,885.06	585,456 67
Fidelity	651,781.17	639,513 22
Harris	512,118.39	470,728 84
Charles Schwab #8452	1,096,911 77	1,126,942.47
Charles Schwab #8453	1,280,000 57	1,227,828 47
Vanguard	1,365,098.20	1,323,073.59
Charles Schwab #9472	1,168,771.50	1,183,138.76
	6,682,566.66	6,556,682 02

SATYA AND RAO REMALA FOUNDATION **91-6477106**

ATTACHMENT TO FORM 990-PF

VARIOUS EQUITIES -- UBS #15924

Name	Quantity	Market Value as of 12/31/11	Book Value as of 12/31/11
Abitıbıbowater Inc New	1,500	21,825 00	28,754 55
American Capıtal LTD	1,700	11,441 00	9,871.05
Apollo Commercial Reit Sbı	1,812	23,791 56	29,422 87
Ares Capıtal Corp	1,700	26,265.00	20,628.51
Pennant Park Floating Rate CA	2,563	26,398.90	28,885.58
Starwood PPTY TR Inc	1,500	27,765.00	26,020.95
ISHARES S&P 500 Value	1,040	60,143 20	69,954.66
ISHARES S&P 500 Growth	874	58,933.82	53,224.79
ISHARES S&P 400 Midcap Value	788	59,872.24	58,405.45
ISHARES S&P 400 Midcap Growth	588	58,053.24	44,892 04
ISHARES S&P 600 Small Cap Value	875	61,040.00	60,397.74
ISHARES S&P 600 Small Cap Growth	805	59,948.35	50,224 21
Vanguard Intl Equity Index FD Inc FSTE All-world E>	2,835	112,407.75	104,774 27
		607,885.06	585,456.67

SATYA AND RAO REMALA FOUNDATION 91-6477106

ATTACHMENT TO FORM 990-PF

VARIOUS EQUITIES -- FIDELITY

Name	Quantity	Market Value as of 12/31/11	Book Value as of 12/31/11
STRATEGIC ADVISERS CORE FUND (FCSAX)	11299.924	121,700.18	112,617.28
STRATEGIC ADVISERS GROWTH FUND (FSGFX)	9810 532	112,232.49	104,485.05
STRATEGIC ADVISERS VALUE FUND (FVSAX)	7693.702	100,248.94	92,985.95
STRATEGIC ADVISERS EMERGING MARKETS (FSAMX	3452 682	29,106.11	35,507.50
STRATEGIC ADVISERS US OPPTY FUND (FUSOX)	4447.813	41,097.79	39,646.16
STRATEGIC ADVISERS SMALL-MID CAP FD (FSCFX)	3596 845	37,227 35	34,830 24
STRATEGIC ADVISERS INTERNATIONAL FUND (FILFX)	21686.968	164,820.96	172,681.31
FIDELITY SELECT GOLD(FSAGX)	371 063	15,669 99	16,912 60
CREDIT SUISSE COMMS RTRN STRTGY INSTL SH (CR	1782.396	14,579.99	14,721.80
MERGER FUND (MERFX)	968.401	15,097.37	15,125.33
		651,781 17	639,513.22

Satya and Rao Remala Foundation | 91-6477106

ATTACHMENT TO FORM 990-PF

Various Equities -- Harris

Name	Quantity	Market Value as of 12/31/11	Book Value as of 12/31/11
Accenture Plc Cl A	25	1,330 75	822 75
Ameriprise Financial Inc	20	992 80	1,143 00
Amgen Inc	30	1,926 30	1,422 30
Apple Inc	10	4,050 00	1,308 30
Astrazeneca Plc	45	2,083 05	2,080 35
Autozone Inc	5	1,624 85	1,655.40
CBS Corporation Class B	65	1,764 10	1,571 48
Chevron Corporation	15	1,596 00	1,572 90
Chubb Corp	25	1,730 50	1,074 50
Cliffs Natural Resources inc	10	623 50	944 80
Coca Cola Enterprises Inc	45	1,160 10	905 85
Comcast Corp-CL A	70	1,659 70	1,682 10
Conoco Phillips	45	3,279 15	2,138 40
Corn Prods Intl Inc	30	1,577 70	1,292 30
Cummins Inc	15	1,320 30	1,500 45
Dollar Tree Inc	12	997 32	326.48
Du Pont E I de Nemours & Co	20	915 60	999 20
Exxon Mobil Corporation	40	3,390 40	2,000 80
Freeportmcmoran Copperand Gold inc	20	735 80	747 79
General Electric Corp	265	4,746 15	6,834 45
Gilead Sciences Inc	40	1,637 20	1,536 80
Global Payments Inc	45	2,132 10	2,189.15
Google Inc	5	3,229 50	1,478.40
International Business Machines	15	2,758 20	1,232.55
Ishares Dow Jones US Telecommunications Sector Index Fund	115	2,415.00	2,206.04
J P Morgan Chase & Co	50	1,662 50	1,717 00
KBR Inc	85	2,368.95	1,621 90
Kroger Co	95	2,300 90	2,242.99
Lilly Eli & Co	55	2,285.80	2,116.76
Macy's Inc	55	1,769 90	977 75
Materials Select Sponsored Sector Index Fund	65	2,177 50	1,858 10
Mckesson Corp	35	2,726.85	2,125 20
Microsoft Corp	95	2,466 20	2,593.49
Nextera Energy Inc	15	913 20	767.55
Northop Grumman Corporation	30	1,754.40	1,533 36
Novellus Systems Inc	80	3,303.20	2,165.50
Occidental Pete Corp	30	2,811 00	2,193 30
Oracle Corporation	145	3,719 25	2,198 05
Petsmart Inc	25	1,282.25	786 93
Pfizer Inc	115	2,488.60	2,115 99
Procter & Gamble Co	40	2,668.40	2,581 59
Raytheon Company	25	1,209 50	925 75
Sandisk Corp	15	738 15	677.40
Schlumberger Ltd	25	1,707 75	1,442 50
Siemens A G Sponsored American Depository Receipt	10	956 10	1,307 50
TJX Cos Inc	35	2,259 25	1,486.00
Travelers Companies Inc	40	2,366 80	1,815.10
US Bancorp New	95	2,569 75	2,341 50
Utilities Select Sector Spdr Shs Ben Int-Utitilties	80	2,878 40	2,146 00
Valero Energy Corp	45	947 25	936 00
Verizon Communications	55	2,206 60	2,010.77
Wal Mart Stores Inc	40	2,390 40	2,198 80
Walgreen Co	60	1,983 60	2,375 00
Watson Pharmaceuticals Inc	35	2,111 90	996 10
Wells Fargo & Co	245	6,752 20	6,900 20

Sâtya and Rao Remala Foundation 91-6477106

ATTACHMENT TO FORM 990-PF

Various Equities -- Harris

Name	Quantity	Market Value as of 12/31/11	Book Value as of 12/31/11
Ishares Russell 2000 Index Fund	137 000	10,103 75	6,423 08
Ishares S&P 500/Barra Growth Index Fund	1,540 000	103,842 20	101,512 10
Ishares S&P 500/Barra Value	5.000	289 15	265 57
MidCap Spdr Tr Series 1	62 000	9,888 38	6,749 12
Spdr S&P 500 ETF Trust	147 000	18,448 50	15,910 90
ACE Limited	35 000	2,454 20	1,601 95
Ishares MSCI EAFE Index Fund	459 000	22,734 27	19,805 84
Spdr S & P International Small Cap Etf	1,053 000	26,504.01	18,975 06
Vanguard MSCI Emerging Markets ETF	985 000	37,636 85	29,523 09
Gateway Fund	3,984.064	105,139 45	100,000.00
Pimco Commodity Realreturn Strategy Fund	8,811 640	57,625 01	72,141 51
		512,118.39	470,728 84

SATYA AND RAO REMALA FOUNDATION 91-6477106

ATTACHMENT TO FORM 990-PF

VARIOUS EQUITIES -- CHARLES SCHWAB #8452

Name	Quantity	Market Value as of 12/31/11	Book Value as of 12/31/11
Microsoft Corporation	30,000	778,800 00	790,800.00
Vanguard Intl EQTY Index FTSE All World EX US ETF	3,104 8596	123,107.68	141,852.28
Vanguard Total Stock Mkt	3,032.7230	195,004.09	194,290.19
		1,096,911.77	1,126,942.47

SATYA AND RAO REMALA FOUNDATION **91-6477106**

ATTACHMENT TO FORM 990-PF

VARIOUS EQUITIES -- CHARLES SCHWAB #8453

Name	Quantity	Market Value as of 12/31/11	Book Value as of 12/31/11
Acadıan Emerging Mkts Portfolıo Inst CL	1,835 3930	29,201.10	31,750 00
Allianz Agic Ultra Mıcro Cap Inst	439.7540	5,844 33	5,000 00
Artıo Intl Equity Fund Cl I	2,240.3050	50,675.70	66,297.73
Aston Optimum Mıd Cap Fund Cl I	1,214 5230	36,399.25	31,600 00
Bridgeway Ultra Small Company Market Fund	1,835.2930	23,638 57	25,000.00
CRM Mid Cap Value Fund Instl Cl	1,172 0030	31,022.92	34,153 00
Driehaus Emerging Mrkts Growth Fund	1,143 4370	29,397.77	34,500.00
Driehaus Intl Small Cap Growth	1,585 3880	13,491 65	12,500.00
Eaton Vance Tax Managed Emerging Mkts I	650 8190	26,852.79	29,000 00
Frontegra Phocas Small Cap Value FD CL L	1,131 8230	25,466 02	23,356.84
Harbor International Fund Inst CL	1,101.6210	57,780.02	41,241.40
Harbor Internatıonal Growth Fund Inst Cl	5,675.5830	59,536.87	52,257.08
Harbor Mid Cap Value Fund	3,148 7710	34,888.38	38,606.93
Kayne Anderson MLP Investment Co	1,646 0000	49,989 02	32,700.15
Legg Mason Partners Large Cap Growth Cl Y	2,260.4250	49,006 01	53,142.21
LSV Value Equıty Fund	4,233 6170	55,121 69	56,573.89
Maınstay Large Cap Growth Fund CL	7,177.0270	50,741.58	40,780.99
Matrıx Advisors Value Fund	1,397.4760	53,327 68	67,300.00
Oakmark Intl Small Cap Fund	1,211.1670	14,521.89	15,000.00
Pimco Commodity Real Return I	4,901.6830	32,057.01	35,250.00
Satuit Capıtal Mıcro Cap Fund CL A	190 9130	5,798.03	5,000.00
TCW Small Cap Growth Fund	961 7600	24,996.14	22,665.96
TCW Select Equities Fund I Class	2,935.2320	52,129 72	47,093.96
Thornburg Intl Value Fund Inst Class	2,288.5780	56,253 25	52,650.97
Turner Mid Cap Growth I	947.5850	30,862.84	21,474 98
Vanguard Total Intl Stock Market Index Fund	7,182 0840	93,798.02	93,564.53
Vanguard FTSE ETF World EX Small Cap	178.0000	13,807.46	15,146.55
Wells Fargo Advantage Large Co Value ADM	4,410 4970	53,102.38	53,132 74
Ishares Tr Russell 1000 Russell 1000 Index Fund	2,879.0000	199,716.23	176,205.10
Ishares Tr Russell 2000 Russell 2000 Index Fund	279.0000	20,576.25	14,883.46
		1,280,000.57	1,227,828.47

SATYA AND RAO REMALA FOUNDATION **91-6477106**

ATTACHMENT TO FORM 990-PF

VARIOUS EQUITIES -- VANGUARD

Name	Quantity	Market Value as of 12/31/11	Book Value as of 12/31/11
Vanguard Intermediate-Term Investment Grade Fund ADM	16,093.183	160,770.90	155,535.99
Vanguard Short-term Investment Grade Fund ADM	10,332.267	109,935.32	109,746.48
Vanguard Total International Stock Index Fund ADM	10,829.439	236,514.95	274,039.87
Vanguard Total Bond Market Index Fund Index Fund ADM	25,229.834	277,528.17	262,487.73
Vanguard Total Stock Market Index Fund ADM	18,541.497	580,348.86	521,263.52
		1,365,098.20	1,323,073.59

SATYA AND RAO REMALA FOUNDATION 91-6477106

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VARIOUS EQUITIES -- CHARLES SCHWAB #9472

Name	Quantity	Market Value as of 12/31/11	Book Value as of 12/31/11
Ishares Russell Microcap Index Fund	251.0000	11,207.15	10,709 62
Ishares TR Barclays Bond Barclays 7-10 Year Treasury Bond Fund	448 0000	47,295.36	44,868.44
Ishares TR Barclays Bond Credit Bond Fund	895.0000	97,519.20	92,596.99
Ishares Trust Barclays Barclays MBS Fixed Rate	1,478.0000	159,727 46	159,769 49
Powershs DB Muili Sector Powershs DB Agriculture	833.0000	24,057 04	24,070 74
Powershs DB Multı Sector Powershs DB Base Metals Fund	524.0000	9,772.60	11,657.26
Powershs DB Multi Sector Powershs DB Oil Fund	860.0000	24,570 20	28,311.54
SCH US Reit Etf	2,499.0000	67,273 08	65,118.69
Schw EMG Mkt EQ Etf	2,618.0000	59,873.66	72,579 54
Schw Intl EQ Etf	8,705.0000	203,958.15	223,303 02
Schw Intl Scap Etf	1,492.0000	34,882.96	43,476.37
Schw US Lcap Etf	7,999.0000	238,770.15	225,496.73
Schw US Scap Etf	2,316.0000	76,057.44	70,846.54
Spdr Barclays Cap Intl Treasury Bond Etf	208.0000	12,236.64	12,548.64
Spdr Barclays Capital High Yield Bond Etf	966.0000	37,142.70	37,715.00
Spdr Gold Trust Spdr Gold Shares	93.0000	14,135.07	10,626.34
Spdr S&Nuveen Barclays Cap	496.0000	12,072 64	12,137.12
Wısdomtree Edivıdend EX Financials Fund	735.0000	38,220 00	37,306.69
		1,168,771 50	1,183,138.76

Satya and Rao Remala Foundation **91-6477106**

ATTACHMENT TO FORM 990-PF

Summary of Bonds

Name	Market Value as of 12/31/11	Book Value as of 12/31/11
UBS WI-15923-JJ	100,000.00	100,000 00
UBS WI-15924-JJ	122,713.66	117,258 02
Fidelity	357,909.12	354,942 42
Harris	497,281.51	460,933.90
Charles Schwab #8452	317,347.13	314,235.76
Charles Schwab #8453	907,660 84	882,192.25
	2,302,912 26	2,229,562 35

SATYA AND RAO REMALA FOUNDATION **91-6477106**

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VARIOUS BONDS -- UBS Account WI-15923-JJ

Name	Quantity	Market Value as of 12/31/11	Book Value as of 12/31/11
UBS Select Treasury Investor Fund	100,000	100,000.00	100,000 00
		100,000.00	100,000.00

SATYA AND RAO REMALA FOUNDATION **91-6477106**

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VARIOUS BONDS -- UBS #15924

Name	Quantity	Market Value as of 12/31/11	Book Value as of 12/31/11
ING Prime Rate Trust	2,500	12,750 00	12,875.00
Nuveen High Yield Municipal Bond Fund I	7,292	109,963.66	104,383 02
		122,713 66	117,258.02

SATYA AND RAO REMALA FOUNDATION **91-6477106**

ATTACHMENT TO FORM 990-PF

VARIOUS BONDS -- FIDELITY

Name	Quantity	Market Value as of 12/31/11	Book Value as of 12/31/11
FIDELITY CAPITAL & INCOME (FAGIX)	1202 903	10,429 17	10,247.93
FIDELITY HIGH INCOME (SPHIX)	1215 199	10,499.32	10,010 83
FIDELITY TOTAL BOND (FTBFX)	7666.891	83,722.45	82,009.17
STRATEGIC ADVISERS INCOME OPPORTUNITIES (FPIOX)	3445 677	32,217.08	32,835.03
STRATEGIC ADVISERS CORE INCOME FUND (FPCIX)	6635.165	70,133.69	69,138.99
METROPOLITAN WEST LOW DURATION M (MWLDX)	3164.901	26,680.11	26,617.16
PIMCO TOTAL RETURN ADMINISTRATIVE SHS (PTRAX)	6019 395	65,430.82	64,488 26
PIMCO SHORT TERM ADMINISTRATIVE SHS (PSFAX)	3049 567	29,519 80	30,006.90
T ROWE PRICE HIGH YIELD ADVISOR CL (PAHIX)	1613 571	10,455.94	10,587.00
TEMPLETON GLOBAL BOND CLASS A (TPINX)	1516 579	18,820.74	19,001 15
		357,909.12	354,942.42

Satya and Rao Remala Foundation 91-6477106

ATTACHMENT TO FORM 990-PF

Various Bonds -- Harris

Name	Quantity	Market Value as of 12/31/11	Book Value as of 12/31/11
Federal Home Loan Bank	50,000	57,920 50	50,186 00
Federal Home Loan Bank	25,000	29,670 50	25,823 50
Federal Home Loan Mortgage Corp	9,662 01	10,654 20	9,344 17
Boeing Company	25,000	26,210 50	24,793.50
Dell Inc	25,000	28,962 50	28,200 00
Emerson Electric Co	25,000	25,796 50	25,218 00
General Electric Co	25,000	28,694 00	25,306.50
Georgia Power Company	25,000	28,386 50	28,696 25
McGraw-Hill Cos Inc	25,000	27,204.00	24,896 25
Wachovia Corporation	25,000	26,076 75	24,936 50
Walt Disney Company	25,000	29,612 50	26,054 25
Pimco Low Duration Fund	2,379 560	24,485 67	24,961 58
Vanguard Intermediate Term Bond Index Fund	8,451.129	99,469 79	92,137 25
Spdr Barclays Capital High Yield Bond Fund	1,408	54,137 60	50,380 15
		497,281 51	460,933 90

SATYA AND RAO REMALA FOUNDATION **91-6477106**

ATTACHMENT TO FORM 990-PF

VARIOUS BONDS -- CHARLES SCHWAB #8452

Name	Quantity	Market Value as of 12/31/11	Book Value as of 12/31/11
Janus Short Term BD FD	7,042.669	21,480 14	21,362 24
Thompson Plumb Bond Fund	2,104.345	23,652 84	22,356.93
Vanguard Short Term Bond	2,048.493	21,734.51	21,286.71
Weitz Short Intermediate Income FD	1,768.150	21,872.02	21,266.23
Wells Fargo Advantage short term Muni E	22,975 640	228,607 62	227,963 65
		317,347.13	314,235.76

SATYA AND RAO REMALA FOUNDATION 91-6477106

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BONDS -- CHARLES SCHWAB #8453

Name	Quantity	Market Value as of 12/31/11	Book Value as of 12/31/11
Pimco Total Return Fund Institutional Fund	59,679 3690	648,714 74	622,192.25
Templeton Global Bond	17,021.8350	210,560.10	216,000 00
Blackrock Inflation Protected Bond	4,142.6370	48,386 00	44,000.00
		907,660 84	882,192 25