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

2011

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

For calendar year 2011 or tax year beginning

, and ending

Name of foundation KISSICK FAMILY FOUNDATION		A Employer identification number 95-4443453
Number and street (or P.O. box number if mail is not delivered to street address) 922 NAPOLI DRIVE	Room/suite	B Telephone number (310) 201-4139
City or town, state, and ZIP code PACIFIC PALISADES, CA 90272		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization. <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 28,073,847. (Part I, column (d) must be on cash basis.)	J Accounting method. <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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		5,000,000.		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		276,931.	276,931.		STATEMENT 1
4 Dividends and interest from securities		319,288.	319,288.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		392,013.			
b Gross sales price for all assets on line 6a	4,177,295.				
7 Capital gain net income (from Part IV, line 2)			392,013.		
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		-2,197,149.	-318,019.		STATEMENT 3
12 Total. Add lines 1 through 11		3,791,083.	670,213.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees	STMT 4	48,725.	7,309.		41,416.
c Other professional fees					
17 Interest					
18 Taxes	STMT 5	36,229.	3,703.		160.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses	STMT 6	25,135.	25,135.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		110,089.	36,147.		41,576.
25 Contributions, gifts, grants paid		1,333,105.			1,333,105.
26 Total expenses and disbursements.					
Add lines 24 and 25		1,443,194.	36,147.		1,374,681.
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements		2,347,889.			
b Net investment income (if negative, enter -0-)			634,066.		
c Adjusted net income (if negative, enter -0-)				N/A	

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	285,508.	376,689.	376,689.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
11 Investments - land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 7	8,827,339.	12,790,434.	12,804,955.	
14 Land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe STATEMENT 8)	16,598,590.	14,892,203.	14,892,203.	
16 Total assets (to be completed by all filers)	25,711,437.	28,059,326.	28,073,847.	
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 ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	13,034,984.	13,034,984.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	12,676,453.	15,024,342.	
	30 Total net assets or fund balances	25,711,437.	28,059,326.	
31 Total liabilities and net assets/fund balances	25,711,437.	28,059,326.		

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	25,711,437.
2 Enter amount from Part I, line 27a	2	2,347,889.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	28,059,326.
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	28,059,326.

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 4,177,295.		3,785,282.	392,013.

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

(i) FMV 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			392,013.

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	392,013.
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	1,102,938.	19,941,142.	.055310
2009	1,157,708.	18,261,373.	.063397
2008	1,259,569.	24,701,166.	.050992
2007	1,384,949.	28,348,768.	.048854
2006	1,345,578.	22,252,036.	.060470

2 Total of line 1, column (d)	2	.279023
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	.055805
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	29,462,724.
5 Multiply line 4 by line 3	5	1,644,167.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	6,341.
7 Add lines 5 and 6	7	1,650,508.
8 Enter qualifying distributions from Part XII, line 4	8	1,374,681.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)		1	12,681.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		2	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	12,681.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	12,681.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a 24,400.		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c 2,840.		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	27,240.
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" 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	14,559.
11 Enter the amount of line 10 to be credited to 2012 estimated tax	14,559.	11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? 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.		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.		
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.		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		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? If "Yes," complete Part II, col. (c), and Part XV.	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	

N/A

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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 H. KISSICK Located at ► 922 NAPOLI DRIVE, PACIFIC PALISADES, CA	Telephone no ► (310) 201-4139 ZIP+4 ► 90272		
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"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
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
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"/> 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"/> 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
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

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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

(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

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?

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

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

N/A

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?**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
JOHN H. KISSICK 922 NAPOLI DRIVE PACIFIC PALISADES, CA 90272	PRESIDENT 2.00	0.	0.	0.
MARY K. KISSICK 922 NAPOLI DRIVE PACIFIC PALISADES, CA 90272	SECRETARY 2.00	0.	0.	0.
MICHAEL WARSAVSKY 16130 VENTURA BLVD, SUITE 320 ENCINO, CA 91436	VICE PRESIDENT 0.00	0.	0.	0.
JOHN R. KISSICK 922 NAPOLI DRIVE PACIFIC PALISADES, CA 90272	TREASURER 0.00	0.	0.	0.

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

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

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

0

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Part 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	12,533,541.
b	Average of monthly cash balances	1b	1,167,867.
c	Fair market value of all other assets	1c	16,209,987.
d	Total (add lines 1a, b, and c)	1d	29,911,395.
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	29,911,395.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	448,671.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	29,462,724.
6	Minimum investment return. Enter 5% of line 5	6	1,473,136.

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	1,473,136.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	12,681.
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	12,681.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,460,455.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,460,455.
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	1,460,455.

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	1,374,681.
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	1,374,681.
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	1,374,681.

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

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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				1,460,455.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2011.				
a From 2006	268,016.			
b From 2007				
c From 2008	32,759.			
d From 2009	254,609.			
e From 2010	136,279.			
f Total of lines 3a through e	691,663.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$	1,374,681.			
a Applied to 2010, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				1,374,681.
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).)	85,774.			85,774.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	605,889.			
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	182,242.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	423,647.			
10 Analysis of line 9				
a Excess from 2007				
b Excess from 2008	32,759.			
c Excess from 2009	254,609.			
d Excess from 2010	136,279.			
e Excess from 2011				

N/A

☐ 4942(1)(3) or ☐ 4942(1)(5)

(4) Gross investment income

[illegible]

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))

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

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<i>a Paid during the year</i> SEE SCHEDULE ATTACHED		PUBLIC CHARITY	CONTRIBUTION	1,333,105.
Total			▶ 3a	1,333,105.
<i>b Approved for future payment</i> NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		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	276,931.		
4 Dividends and interest from securities			14	319,288.		
5 Net rental income or (loss) from real estate						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property						
7 Other investment income			14	-2,197,149.		
8 Gain or (loss) from sales of assets other than inventory			18	392,013.		
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.		-1,208,917.		0.
13 Total. Add line 12, columns (b), (d), and (e)						-1,208,917.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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. | | |

[illegible]

- 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				May the IRS discuss this return with the preparer shown below (see instr)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
	Signature of officer or trustee <i>[Signature]</i>		Date <i>5/8/12</i>	Title	
Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	MICHAEL WARSAVSKY	MICHAEL WARSAVSKY	5/7/12		P01303673
	Firm's name ▶ WISHNOW, ROSS, WARSAVSKY & CO.				Firm's EIN ▶ 95-3048720
	Firm's address ▶ 16130 VENTURA BLVD., SUITE 320 ENCINO, CA 91436				Phone no (818) 981-2240

Form **990-PF** (2011)

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

KESSICK FAMILY FOUNDATION

95-4443453

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).

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

Employer identification number

KISSICK FAMILY FOUNDATION

95-4443453

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 KISSICK 922 NAPOLI DRIVE PACIFIC PALISADES, CA 90272	\$ 5,000,000.	Person <input checked="" 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

Employer identification number

KISSICK FAMILY FOUNDATION

95-4443453

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
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization

Employer identification number

KISSICK FAMILY FOUNDATION**95-4443453****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
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

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	6,932.493 SH VANGUARD S/T FED ADM FD		VARIOUS	VARIOUS
b	2,166.404 SH VANGUARD S/T FED ADM FD		VARIOUS	VARIOUS
c	PERSHING (SEE ATTACHED SCHEDULE)		01/01/11	12/31/11
d	PERSHING (SEE ATTACHED SCHEDULE)		06/30/10	12/31/11
e	FROM K-1 THE CATFISH FUND L.P.		VARIOUS	VARIOUS
f	FROM K-1 THE CATFISH FUND L.P.		VARIOUS	VARIOUS
g	SECURITIES LITIGATION		VARIOUS	VARIOUS
h	FROM K-1 CHILTON GLOBAL NAT RESOURCES		VARIOUS	VARIOUS
i	FROM K-1 CHILTON GLOBAL NAT RESOURCES		VARIOUS	VARIOUS
j	CHILTON GLOBAL NATURAL RESOURCES PARTNERS LP - GA	-	06/30/09	12/31/11
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 75,148.			75,148.
b 23,484.			23,484.
c 409,245.		336,088.	73,157.
d 640,703.		489,914.	150,789.
e		-211,903.	211,903.
f		-19,907.	19,907.
g		-2,367.	2,367.
h		95,888.	-95,888.
i		69,312.	-69,312.
j 3,028,715.		3,028,257.	458.
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			75,148.
b			23,484.
c			73,157.
d			150,789.
e			211,903.
f			19,907.
g			2,367.
h			-95,888.
i			-69,312.
j			458.
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	392,013.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

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

SOURCE	AMOUNT
CITY NATIONAL BANK	1,590.
FROM K-1 - AG ELEVEN PARTNERS, LP	265,912.
FROM K-1 - CHILTON GLOBAL NATURAL RESOURCES PARTNERS, LP	4,066.
FROM K-1 - THE CATFISH FUND, LP	5,363.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	276,931.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
FROM K-1 - AG ELEVEN PARTNERS, LP	19,338.	0.	19,338.
FROM K-1 - CHILTON GLOBAL NATURAL RESOURCES PARTNERS, LP	25,047.	0.	25,047.
FROM K-1 - THE CATFISH FUND, LP	107,595.	0.	107,595.
PERSHING	52,748.	0.	52,748.
VANGUARD SHORT-TERM FEDERAL FUND	114,560.	0.	114,560.
TOTAL TO FM 990-PF, PART I, LN 4	319,288.	0.	319,288.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
PARTNERSHIP LOSS - AG ELEVEN PARTNERS, LP	-114,975.	-114,975.	
UNREALIZED GAIN - AG ELEVEN PARTNERS, LP	-714,358.	0.	
PARTNERSHIP LOSS - CHILTON GLOBAL NATURAL RESOURCES PARTNERS, LP	-139,968.	-139,968.	
UNREALIZED GAIN - CHILTON GLOBAL NATURAL RESOURCES PARTNERS, LP	-862,868.	0.	
PARTNERSHIP LOSS - THE CATFISH FUND, LP	-63,076.	-63,076.	
UNREALIZED GAIN - THE CATFISH FUND, LP	-301,904.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-2,197,149.	-318,019.	

FORM 990-PF	ACCOUNTING FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES	48,725.	7,309.		41,416.
TO FORM 990-PF, PG 1, LN 16B	48,725.	7,309.		41,416.

FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES - FROM K-1 - CHILTON GLOBAL NATURAL RESOURCES PARTNERS, LP	3,022.	3,022.		0.
FOREIGN TAXES - FROM K-1 - THE CATFISH FUND, LP	605.	605.		0.
FRANCHISE TAX BOARD	10.	0.		10.
FOREIGN TAXES - PERSHING	76.	76.		0.
TAXES AND LICENSES	150.	0.		150.
FEDERAL EXCISE TAX	32,366.	0.		0.
TO FORM 990-PF, PG 1, LN 18	36,229.	3,703.		160.

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT EXPENSES - PERSHING	25,135.	25,135.		0.
TO FORM 990-PF, PG 1, LN 23	25,135.	25,135.		0.

FORM 990-PF OTHER INVESTMENTS STATEMENT 7

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
VANGUARD SHORT-TERM FEDERAL FUND	COST	10,220,949.	10,288,521.
PERSHING	COST	2,569,485.	2,516,434.
TOTAL TO FORM 990-PF, PART II, LINE 13		12,790,434.	12,804,955.

FORM 990-PF OTHER ASSETS STATEMENT 8

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
INVESTMENT IN THE CATFISH FUND, LP	5,728,235.	5,707,418.	5,707,418.
INVESTMENT IN AG ELEVEN PARTNERS, LP	6,700,153.	6,156,070.	6,156,070.
INVESTMENT IN CHILTON GLOBAL NATURAL RESOURCES PARTNERS, LP	4,170,202.	0.	0.
DISTRIBUTION RECEIVABLE	0.	3,028,715.	3,028,715.
TO FORM 990-PF, PART II, LINE 15	16,598,590.	14,892,203.	14,892,203.

FORM 990-PF LIST OF SUBSTANTIAL CONTRIBUTORS STATEMENT 9
PART VII-A, LINE 10

NAME OF CONTRIBUTOR	ADDRESS
JOHN KISSICK	922 NAPOLI DRIVE PACIFIC PALISADES, CA 90272

FORM 990-PF PART XV - LINE 1A STATEMENT 10
LIST OF FOUNDATION MANAGERS

NAME OF MANAGER
JOHN H. KISSICK
MARY K. KISSICK

Income Tax Information
December 31, 2010 to December 30, 2011

KISSICK FAMILY FOUNDATION

Realized Gains/Losses									
Long Positions				Gains/Loss					
Purchase Date	Sell Date	Shares/ Security	Par Value	ID	Security	Cost Basis	Proceeds	Short Term	Long Term
			1,250	ACE	***ACE LTD				
8/16/2010	12/20/2011	650				67,663.69	84,572.12	5,204.51	11,703.92
9/8/2010	12/9/2011	150				34,650.01	44,245.11	0.00	9,595.10
9/8/2010	8/2/2011	450				8,253.42	10,362.24	0.00	2,108.82
						24,760.26	29,964.77	5,204.51	0.00
8/11/2009	8/5/2011	600				42,516.50	64,550.54	0.00	22,034.04
8/11/2009	6/2/2011	300				16,458.00	22,092.77	0.00	5,634.77
8/11/2009	6/22/2011	650				8,229.00	13,148.41	0.00	4,919.41
						17,829.50	29,309.36	0.00	11,479.86
8/11/2009	2/16/2011	6,850				21,509.00	32,506.05	0.00	10,997.05
						21,509.00	32,506.05	0.00	10,997.05
8/11/2009	2/16/2011	200				35,592.32	45,001.87	6,997.01	2,412.54
9/10/2010	2/16/2011	625				4,961.32	7,373.86	0.00	2,412.54
6/24/2011	10/12/2011	500				15,541.00	23,043.30	7,502.30	0.00
						15,090.00	14,584.71	-505.29	0.00
10/13/2010	7/12/2011	200				62,612.22	71,947.89	9,335.67	0.00
10/13/2010	7/19/2011	450				15,184.60	17,497.44	2,312.84	0.00
10/27/2010	7/19/2011	175				34,165.35	39,204.32	5,038.97	0.00
						13,262.27	15,246.13	1,983.86	0.00
4/6/2010	3/21/2011	525				49,472.92	64,437.26	14,964.34	0.00
4/16/2010	3/21/2011	175				25,924.50	32,218.63	6,294.13	0.00
7/21/2010	3/21/2011	350				9,079.05	10,739.54	1,660.49	0.00
						14,469.37	21,479.09	7,009.72	0.00
8/11/2009	5/9/2011	1				18.70	0.00	0.00	-18.70
						18.70	0.00	0.00	-18.70
8/11/2009	10/11/2011	575				21,977.50	24,337.03	580.81	1,778.72
8/11/2009	8/25/2011	150				7,739.50	9,280.32	0.00	1,540.82
1/26/2010	8/25/2011	200				2,019.00	2,150.96	0.00	131.96
1/27/2011	8/25/2011	700				2,762.00	2,867.94	0.00	105.94
						9,457.00	10,037.81	580.81	0.00

Income Tax Information
December 31, 2010 to December 30, 2011

KISSICK FAMILY FOUNDATION

Realized Gains/Losses

Long Positions			Shares/ Security		Security	Cost Basis	Proceeds	Gains/Loss	
Purchase	Sell	Par Value	ID	Short Term				Long Term	
Date	Date								
FOREST LABS CLASS A									
		2,050	FRX		60,695.05	72,985.47	5,470.95	6,819.47	
6/24/2010	8/8/2011	800			21,909.68	26,697.96	0.00	4,788.28	
7/14/2010	8/8/2011	275			7,833.84	9,177.43	0.00	1,343.59	
7/14/2010	8/5/2011	125			3,560.84	4,248.44	0.00	687.60	
12/9/2010	6/23/2011	425			13,741.69	16,945.74	3,204.05	0.00	
12/28/2010	6/23/2011	250			8,028.82	9,968.08	1,939.26	0.00	
12/28/2010	8/5/2011	175			5,620.18	5,947.82	327.64	0.00	
HUNTINGTON INGALLS INDUSTRIE									
		0	HII		4.91	0.00	-4.91	0.00	
9/16/2010	3/31/2011	0			4.91	0.00	-4.91	0.00	
HOSPITALITY PROPERTIES TRUST									
		1,475	HPT		34,369.25	34,389.03	0.00	19.78	
1/4/2010	5/4/2011	400			9,412.00	9,460.05	0.00	48.05	
1/4/2010	8/31/2011	500			11,765.00	11,750.12	0.00	-14.88	
1/4/2010	9/27/2011	125			2,941.25	2,864.97	0.00	-76.28	
1/21/2010	9/27/2011	450			10,251.00	10,313.89	0.00	62.89	
INGRAM MICRO INC CL-A									
		525	IM		10,687.79	9,707.06	-980.73	0.00	
2/16/2011	10/12/2011	525			10,687.79	9,707.06	-980.73	0.00	
J.C. PENNEY CO. INC.									
		700	JCP		18,300.64	24,786.51	1,695.32	4,790.55	
1/20/2010	4/19/2011	200			5,171.00	7,400.80	0.00	2,229.80	
2/4/2010	4/19/2011	225			5,765.14	8,325.89	0.00	2,560.75	
8/12/2011	10/26/2011	275			7,364.50	9,059.82	1,695.32	0.00	
JOHNSON & JOHNSON									
		725	JNJ		43,124.95	44,456.29	1,031.41	299.93	
8/11/2009	8/9/2011	325			19,628.75	19,928.68	0.00	299.93	
3/1/2011	8/9/2011	125			7,594.45	7,664.88	70.43	0.00	
3/16/2011	8/9/2011	275			15,901.75	16,862.73	960.98	0.00	
LABORATORY CORPORATION OF AMERICA HOLDINGS									
		600	LH		46,562.67	59,669.57	5,847.77	7,259.13	
5/6/2010	5/16/2011	150			11,484.39	14,917.39	0.00	3,433.00	
5/13/2010	5/16/2011	175			13,577.50	17,403.62	0.00	3,826.12	
9/29/2010	5/16/2011	75			5,865.00	7,458.70	1,593.70	0.00	
10/4/2010	5/16/2011	200			15,635.78	19,889.86	4,254.08	0.00	

Income Tax Information
December 31, 2010 to December 30, 2011

KISSICK FAMILY FOUNDATION

Realized Gains/Losses

Long Positions		Shares/ Security		Security	Cost Basis	Gains/Loss		
Purchase Date	Sell Date	Par Value	ID			Proceeds	Short Term	Long Term
9/8/2009	8/11/2011	150	LLL	L-3 COMMUNICATIONS	11,487.86	10,094.80	0.00	-1,393.06
		150			11,487.86	10,094.80	0.00	-1,393.06
5/13/2010	5/25/2011	1,850	MAS	MASCO CORP	27,857.64	26,324.99	0.00	-1,532.65
5/19/2010	5/25/2011	1,650			25,099.64	23,479.05	0.00	-1,620.59
		200			2,758.00	2,845.94	0.00	87.94
6/2/2011	8/31/2011	425	MSFT	MICROSOFT CORP	10,340.25	11,311.20	970.95	0.00
		425			10,340.25	11,311.20	970.95	0.00
10/26/2010	4/27/2011	200	PPG	PPG INDUSTRIES INC	16,456.91	18,824.63	2,367.72	0.00
12/28/2010	4/27/2011	50			3,876.41	4,706.16	829.75	0.00
		150			12,580.50	14,118.47	1,537.97	0.00
6/27/2011	12/16/2011	0	RDSA	***ROYAL DUTCH SHELL PLC ADR	12.96	0.00	-12.96	0.00
		0			12.96	0.00	-12.96	0.00
8/11/2009	9/16/2011	150	RNR	***RENAISSANCE RE HLDGS LTD	7,555.01	9,895.30	0.00	2,340.29
2/8/2010	9/16/2011	125			6,267.95	8,246.08	0.00	1,978.13
		25			1,287.06	1,649.22	0.00	362.16
12/11/2009	11/8/2011	400	SHW	SHERWIN WILLIAMS CO	25,953.96	34,524.41	1,251.10	7,319.35
1/4/2010	11/8/2011	175			10,874.50	15,104.43	0.00	4,229.93
11/11/2010	11/8/2011	125			7,699.46	10,788.88	0.00	3,089.42
		100			7,380.00	8,631.10	1,251.10	0.00
8/11/2009	1/10/2011	875	TEL	***TYCO ELECTRONICS LTD	19,510.49	31,506.90	0.00	11,996.41
8/11/2009	1/11/2011	100			2,229.77	3,574.96	0.00	1,345.19
8/11/2009	6/29/2011	425			9,476.52	15,273.69	0.00	5,797.17
		350			7,804.20	12,658.25	0.00	4,854.06
8/11/2009	5/24/2011	1,000	TMK	TORCHMARK CORP	39,897.00	66,137.66	0.00	26,240.66
8/11/2009	4/26/2011	850			33,912.45	56,155.19	0.00	22,242.74
		150			5,984.55	9,982.47	0.00	3,997.92
2/19/2010	2/16/2011	1,425	VLO	VALERO ENERGY	25,204.97	41,529.12	16,324.15	0.00
		1,425			25,204.97	41,529.12	16,324.15	0.00

Income Tax Information
December 31, 2010 to December 30, 2011

KISSICK FAMILY FOUNDATION

Realized Gains/Losses									
Long Positions				Gains/Loss					
Purchase	Sell	Shares/	Security						
Date	Date	Par Value	ID	Security	Cost Basis	Proceeds	Short Term	Long Term	
		1,900	WSH	***WILLIS GROUP HOLDINGS LTD	57,856.12	75,540.54	2,113.78	15,570.64	
3/5/2010	3/8/2011	150			4,550.73	5,714.39	0.00	1,163.66	
3/5/2010	4/1/2011	400			12,135.28	16,324.68	0.00	4,189.40	
3/5/2010	4/18/2011	1,050			31,855.11	42,072.69	0.00	10,217.58	
5/18/2010	3/8/2011	300			9,315.00	11,428.78	2,113.78	0.00	
		450	XOM	EXXON MOBIL CORP	31,454.84	33,765.42	0.00	2,310.58	
10/13/2009	1/26/2011	150			10,495.93	11,837.77	0.00	1,341.84	
10/13/2009	9/27/2011	200			13,994.57	14,618.43	0.00	623.86	
12/15/2009	9/27/2011	100			6,964.34	7,309.22	0.00	344.88	
		825	ZMH	ZIMMER HOLDINGS INC	37,306.50	57,146.65	0.00	19,840.15	
8/13/2009	5/12/2011	825			37,306.50	57,146.65	0.00	19,840.15	
Total Realized Gains/Losses-Long Positions					826,002.62	1,049,948.31	73,156.89	150,788.80	
SHORT TERM CAPITAL GAINS					336,088.	409,245	73,157		
LONG TERM CAPITAL GAINS					489,914	640,703		150,789.	

KISSICK FAMILY FOUNDATION
GRANTS AND CONTRIBUTIONS PAID
95-4443453
December 31, 2011

RECIPIENT NAME	RELATIONSHIP	PURPOSE OF GRANT OR CONTRIBUTION	ORG STATUS	AMOUNT
A Better L A	None	Contribution	Public Charity	25,000
Alliance for College Ready	None	Contribution	Public Charity	50,000
Alzheimer's Association	None	Contribution	Public Charity	5,000
Cedar Sinai Medical Center	None	Contribution	Public Charity	21,500
Cedars Sinai Sport Spectacular	None	Contribution	Public Charity	25,000
College Match	None	Contribution	Public Charity	25,000
Foshay Learning Center	None	Contribution	Public Charity	20,000
Gabriella Axelrad Education Foundation	None	Contribution	Public Charity	15,000
Harvard Westlake School	None	Contribution	School	75,000
Heal the Bay	None	Contribution	Public Charity	25,000
Homeboy Industries	None	Contribution	Public Charity	10,000
KCET	None	Contribution	Public Charity	2,500
KCRW	None	Contribution	Public Charity	10,000
LA's Promise	None	Contribution	Public Charity	150,000
Lighthouse Medical Missions	None	Contribution	Public Charity	2,000
National Public Radio	None	Contribution	Public Charity	50,000
Natural History Museum	None	Contribution	Public Charity	15,000
PAPA	None	Contribution	Public Charity	100
Partnership Scholars Program	None	Contribution	Public Charity	5,505
Peer Health Exchange Inc	None	Contribution	Public Charity	25,000
Peter Michael Foundation	None	Contribution	Public Charity	2,500
Planned Parenthood	None	Contribution	Public Charity	2,000
Posse Foundation	None	Contribution	Public Charity	15,000
Prostate Cancer Foundation	None	Contribution	Public Charity	18,000
P S ARTS	None	Contribution	Public Charity	5,000
Saint John's Health Center Foundation	None	Contribution	Public Charity	10,000
SCU Athletics	None	Contribution	Public Charity	500
See College Prep	None	Contribution	Public Charity	37,500
Southern California Public Radio	None	Contribution	Public Charity	2,500
Stanford University	None	Contribution	Public Charity	8,500
Stanford University Football Awards Banquet	None	Contribution	School	10,000
Stanford University GSB	None	Contribution	School	200,000
Stanford University K-12 Initiative	None	Contribution	School	250,000
Stanford University Hoover House Circle	None	Contribution	School	50,000
Teach for America	None	Contribution	School	25,000
The Milken Institute	None	Contribution	Public Charity	25,000
The Painted Turtle	None	Contribution	Public Charity	25,000
The University of Texas MD Anderson Cancer Center	None	Contribution	Public Charity	10,000
Think Cure	None	Contribution	Public Charity	2,500
Tourette Syndrome Association, Inc	None	Contribution	Public Charity	10,000
Tragedy Assistance Program for Survivors	None	Contribution	Public Charity	2,500
USA Water Polo	None	Contribution	School	5,000
Yale University	None	Contribution	School	50,000
Youth Renewal Fund	None	Contribution	School	10,000

\$ 1,333,105

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

► **File a separate application for each return.**

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

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

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

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

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

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

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions. KISSICK FAMILY FOUNDATION	Employer identification number (EIN) or <input checked="" type="checkbox"/> 95-4443453
	Number, street, and room or suite no. If a P.O. box, see instructions. 922 NAPOLI DRIVE	Social security number (SSN) <input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. PACIFIC PALISADES, CA 90272	

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

04

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 H. KISSICK

- The books are in the care of ► **922 NAPOLI DRIVE - PACIFIC PALISADES, CA 90272**
Telephone No. ► **(310) 201-4139** 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	\$	5,500.
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	\$	27,060.
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)