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Form 990-PF

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

OMB No 1545-0052

2011

Department of the Treasury Internal Revenue Service

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

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

THE SCHOW FOUNDATION 2975 HUNTINGTON DRIVE, SUITE 200 SAN MARINO, CA 91108

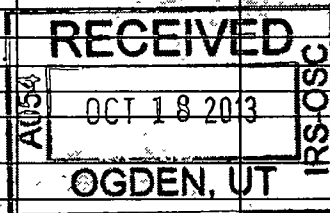
Employer identification number 95-4791558, Telephone number 626-792-9283, If exemption application is pending, check here, 1 Foreign organizations, check here, 2 Foreign organizations meeting the 85% test, check here and attach computation, If private foundation status was terminated under section 507(b)(1)(A), check here, If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

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

Check type of organization: Section 501(c)(3) exempt private foundation, Section 4947(a)(1) nonexempt charitable trust, Other taxable private foundation

Fair market value of all assets at end of year (from Part II, column (c), line 16) \$ 30,681,141. Accounting method X Cash Accrual Other (specify)

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes (cash basis only). Rows include Revenue (1-12) and Administrative Expenses (13-27).



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
A S S E T S	1 Cash — non-interest-bearing	74,370.	11,504.	11,504.
	2 Savings and temporary cash investments	213,367.	625,385.	625,385.
	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 (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach sch.)			
	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 (attach schedule) STATEMENT 6	3,906,253.	3,906,253.	4,022,812.
	b Investments — corporate stock (attach schedule) STATEMENT 7	20,147,785.	23,306,148.	26,001,705.
	c Investments — corporate bonds (attach schedule)			
	11 Investments — land, buildings, and equipment: basis			
Less accumulated depreciation (attach schedule)				
12 Investments — mortgage loans				
13 Investments — other (attach schedule)				
14 Land, buildings, and equipment: basis	4,493.			
Less accumulated depreciation (attach schedule) SEE STMT 8	3,977.	918.	516.	
15 Other assets (describe SEE STATEMENT 9)	19,219.	19,219.	19,219.	
16 Total assets (to be completed by all filers — see the instructions. Also, see page 1, item 1)	24,361,912.	27,869,025.	30,681,141.	
L I A B I L I T I E S	17 Accounts payable and accrued expenses	1,415.	1,659.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
	23 Total liabilities (add lines 17 through 22)	1,415.	1,659.	
N E T A S S E T S O R F U N D B A L A N C E S	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, building, and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds	24,360,497.	27,867,366.		
30 Total net assets or fund balances (see instructions)	24,360,497.	27,867,366.		
31 Total liabilities and net assets/fund balances (see instructions)	24,361,912.	27,869,025.		

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	24,360,497.
2 Enter amount from Part I, line 27a	2	3,506,869.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	27,867,366.
5 Decreases not included in line 2 (itemize)	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	27,867,366.

Part IV Capital Gains and Losses for Tax on Investment Income

	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a 37,625 SHS CONTINENTAL RESOURCES	P	VARIOUS	12/05/11
b 20,000 SHS NY COMMUNITY BANCORP	P	VARIOUS	6/01/11
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 2,667,995.		1,662,820.	1,005,175.
b 325,719.		363,600.	-37,881.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			1,005,175.
b			-37,881.
c			
d			
e			

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	967,294.
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) (see instructions). If (loss), enter -0- in Part I, line 8]	3	0.

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.

(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 (column (b) divided by column (c))
2010	2,554,295.	25,234,536.	0.101222
2009	2,418,953.	22,714,144.	0.106495
2008	1,244,427.	26,128,929.	0.047626
2007	1,157,329.	23,208,273.	0.049867
2006	702,666.	17,498,117.	0.040157

2 Total of line 1, column (d)	2	0.345367
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	0.069073
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	27,004,345.
5 Multiply line 4 by line 3	5	1,865,271.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	16,752.
7 Add lines 5 and 6.....	7	1,882,023.
8 Enter qualifying distributions from Part XII, line 4	8	2,228,394.

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

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

Table with 11 rows for excise tax calculations. Includes sub-rows 6a-6d for credits/payments. Values include 16,752, 0, 24,341, 40,000, 28,984, 12,232, and 0.

Part VII-A Statements Regarding Activities

Table with 10 rows of activity statements. Columns include Yes/No. Includes questions about political campaigns, expenditures, and substantial contributors. Values include X, N/A, and 0.

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Part VII-A Statements Regarding Activities (continued)

<p>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).</p>	11		X
<p>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).</p>	12		X
<p>13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A</p>	13	X	
<p>14 The books are in care of ▶ <u>MELANIE SCHOW</u> Telephone no. ▶ <u>626-792-9283</u> Located at ▶ <u>2975 HUNTINGTON DRIVE, #200 SAN MARINO CA</u> ZIP + 4 ▶ <u>91108</u></p>			
<p>15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ N/A and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A</p>			
<p>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 ▶</p>	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
<p>1 a During the year did the foundation (either directly or indirectly):</p> <p>(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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</p> <p>(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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</p> <p>(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</p>			
<p>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 ▶ <input type="checkbox"/></p>	1b		N/A
<p>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?</p>	1c		X
<p>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)):</p> <p>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 ▶ 20__ , 20__ , 20__ , 20__ <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>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.) ▶ <input type="checkbox"/></p> <p>c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20__ , 20__ , 20__ , 20__</p>			
<p>3 a 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</p> <p>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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011</i>) ▶ <input type="checkbox"/></p>	3b		N/A
<p>4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?</p>	4a		X
<p>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?</p>	4b		X

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

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

(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)? (see instructions) Yes No

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

b If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No

Organizations relying on a current notice regarding disaster assistance check here

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

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d) N/A

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

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

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

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

7b If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 12		69,500.	0.	0.

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

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

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

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

3 Five highest-paid independent contractors for professional services (see instructions). 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 (see instructions)

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.

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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	337,697.
b Average of monthly cash balances	1b	27,077,882.
c Fair market value of all other assets (see instructions)	1c	
d Total (add lines 1a, b, and c)	1d	27,415,579.
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	27,415,579.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	411,234.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	27,004,345.
6 Minimum investment return. Enter 5% of line 5	6	1,350,217.

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		1,350,217.
2a Tax on investment income for 2011 from Part VI, line 5	2a	16,752.
b Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	16,752.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	1,333,465.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	1,333,465.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,333,465.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a Expenses, contributions, gifts, etc. — total from Part I, column (d), line 26	1a	2,228,394.
b Program-related investments — total from Part IX-B	1b	
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:	3	
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,228,394.
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 (see instructions)	5	16,752.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,211,642.

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				1,333,465.
2 Undistributed income, if any, as of the end of 2011:				
a Enter amount for 2010 only			0.	
b Total for prior years 20__, 20__, 20__		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007	52,672.			
c From 2008	1,244,427.			
d From 2009	1,307,218.			
e From 2010	1,307,114.			
f Total of lines 3a through e	3,911,431.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 2,228,394.				
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				1,333,465.
e Remaining amount distributed out of corpus	894,929.			
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	4,806,360.			
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 instructions.			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) (see instructions)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	4,806,360.			
10 Analysis of line 9:				
a Excess from 2007	52,672.			
b Excess from 2008	1,244,427.			
c Excess from 2009	1,307,218.			
d Excess from 2010	1,307,114.			
e Excess from 2011	894,929.			

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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)

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

	Tax year				(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
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 organization 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 13

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.
NONE

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

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

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

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

c Any submission deadlines:

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

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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
<p><i>a Paid during the year</i> SEE STATEMENT 14</p>				
Total				2,158,988.
<i>b Approved for future payment</i>				
Total				3b

2011

FEDERAL SUPPLEMENTAL INFORMATION

PAGE 1

CLIENT 74044XX

THE SCHOW FOUNDATION

95-4791558

10/04/13

02 19PM

AMENDED RETURN EXPLANATION

THIS RETURN IS BEING AMENDED TO CORRECT AN ERROR IN REPORTING CAPITAL GAINS. THE TAX PREPARER INADVERTENTLY INCLUDED A SECURITY THAT WAS ACTUALLY GIFTED TO A CHARITABLE ENTITY AS IF IT WAS SOLD.

AMENDED

OMB No 1545-0172

Form 4562

Depreciation and Amortization (Including Information on Listed Property)

Department of the Treasury Internal Revenue Service (99)

See separate instructions. Attach to your tax return.

2011

Attachment Sequence No 179

Name(s) shown on return THE SCHOW FOUNDATION

Identifying number 95-4791558

Business or activity to which this form relates FORM 990/990-PF

Part I Election To Expense Certain Property Under Section 179

Table with 13 rows for Section 179 election. Columns include description, cost, elected cost, and deduction amounts.

Note: Do not use Part II or Part III below for listed property. Instead, use Part V.

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property.)

Table with 3 rows for Special Depreciation Allowance and Other Depreciation.

Part III MACRS Depreciation (Do not include listed property.)

Section A

Table with 2 rows for Section A MACRS Deductions.

Section B - Assets Placed in Service During 2011 Tax Year Using the General Depreciation System

Table with 7 columns: Classification, Month/year placed in service, Basis, Recovery period, Convention, Method, Depreciation deduction.

Section C - Assets Placed in Service During 2011 Tax Year Using the Alternative Depreciation System

Table with 6 columns: Class life, Basis, Recovery period, Convention, Method, Depreciation deduction.

Part IV Summary (See instructions.)

Table with 3 rows for Summary, including total amounts for listed property and section 263A costs.

BAA For Paperwork Reduction Act Notice, see separate instructions.

FDIZ0812L 05/20/11

Form 4562 (2011)

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2011

FEDERAL STATEMENTS

PAGE 1

THE SCHOW FOUNDATION

95-4791558

**STATEMENT 1
FORM 990-PF, PART I, LINE 11
OTHER INCOME**

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
OTHER INVESTMENT INCOME	\$ 94,768.	\$ 94,768.	
TOTAL	<u>\$ 94,768.</u>	<u>\$ 94,768.</u>	<u>0.</u>

**STATEMENT 2
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES**

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AUDIT FEES	\$ 15,780.	\$ 7,890.		\$ 7,890.
TOTAL	<u>\$ 15,780.</u>	<u>\$ 7,890.</u>		<u>\$ 7,890.</u>

**STATEMENT 3
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES**

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AUDIT COMMITTEE	\$ 1,500.			\$ 1,500.
INVESTMENT ADVISOR FEE	135,301.	\$ 135,301.		
TOTAL	<u>\$ 136,801.</u>	<u>\$ 135,301.</u>		<u>\$ 1,500.</u>

**STATEMENT 4
FORM 990-PF, PART I, LINE 18
TAXES**

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	\$ 876.	\$ 876.		
PAYROLL TAXES	4,189.	2,094.		\$ 2,095.
TOTAL	<u>\$ 5,065.</u>	<u>\$ 2,970.</u>		<u>\$ 2,095.</u>

AMENDED

2011

FEDERAL STATEMENTS

PAGE 2

THE SCHOW FOUNDATION

95-4791558

**STATEMENT 5
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES**

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DUES & SUBSCRIPTIONS	\$ 2,014.			\$ 2,014.
EMPLOYEE BENEFITS	6,303.	\$ 3,152.		3,151.
FILING FEES-CA ATTORNEY GENERAL	75.			75.
FILING FEES-CA FRANCHISE TAX	10.			10.
FILING FEE-SECRETARY OF STATE	45.			45.
INSURANCE-D&O	1,664.	832.		832.
POSTAGE AND SHIPPING	57.			57.
SUPPLIES	910.			910.
TELEPHONE/INTERNET	1,485.	742.		743.
TOTAL	\$ 12,563.	\$ 4,726.		\$ 7,837.

**STATEMENT 6
FORM 990-PF, PART II, LINE 10A
INVESTMENTS - U.S. AND STATE GOVERNMENT OBLIGATIONS**

U.S. GOVERNMENT OBLIGATIONS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
UNITED STATES TREASURY NOTES	MKT VAL	\$ 3,906,253.	\$ 4,022,812.
		\$ 3,906,253.	\$ 4,022,812.
	TOTAL	\$ 3,906,253.	\$ 4,022,812.

**STATEMENT 7
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS**

CORPORATE STOCKS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ABERDEEN ASIA PACIFIC-140,000 SHARES	MKT VAL	\$ 785,437.	\$ 1,026,200.
BP PRUDHOE BAY ROYALTY TST-10,000 SHARES	MKT VAL	779,595.	1,139,600.
CABOT OIL & GAS COPR-88,000 SHARES	MKT VAL	1,464,201.	6,679,200.
GRANITE CONSTRUCTION, INC-50,000 SHARES	MKT VAL	1,720,000.	1,186,000.
ISHARES TRUST-37,300 SHARES	MKT VAL	3,479,572.	4,522,625.
ELI LILLY & CO-50,000 SHARES	MKT VAL	2,646,612.	2,078,000.
NEW YORK CMTY BANCORP-100,000 SHARES	MKT VAL	1,818,237.	1,237,000.
PFIZER, INC-50,000 SHARES	MKT VAL	871,998.	1,082,000.
POTASH CORP OF SASKATCHEWAN-24000 SHARES	MKT VAL	1,277,212.	990,720.
REDWOOD TRUST-30,000 SHARES	MKT VAL	1,065,300.	305,400.
TELLABS, INC-191,500 SHARES	MKT VAL	1,107,828.	773,660.
ULTRA PETROLEUM CORP-50,000 SHARES	MKT VAL	2,589,097.	1,481,500.
SEADRILL LIMITED-60,000 SHARES	MKT VAL	2,145,945.	1,990,800.
SOUTHERN COPPER CORP-50,000 SHARES	MKT VAL	1,555,114.	1,509,000.
	TOTAL	\$ 23,306,148.	\$ 26,001,705.

AMENDED

2011

FEDERAL STATEMENTS

PAGE 3

THE SCHOW FOUNDATION

95-4791558

**STATEMENT 8
FORM 990-PF, PART II, LINE 14
LAND, BUILDINGS, AND EQUIPMENT**

CATEGORY	BASIS	ACCUM. DEPREC.	BOOK VALUE	FAIR MARKET VALUE
FURNITURE AND FIXTURES	\$ 2,148.	\$ 2,118.	\$ 30.	\$ 0.
MACHINERY AND EQUIPMENT	2,345.	1,859.	486.	516.
TOTAL	<u>\$ 4,493.</u>	<u>\$ 3,977.</u>	<u>\$ 516.</u>	<u>\$ 516.</u>

**STATEMENT 9
FORM 990-PF, PART II, LINE 15
OTHER ASSETS**

	BOOK VALUE	FAIR MARKET VALUE
ART WORK	\$ 19,219.	\$ 19,219.
TOTAL	<u>\$ 19,219.</u>	<u>\$ 19,219.</u>

**STATEMENT 10
FORM 990-PF, PART VI, LINE 7
TOTAL CREDITS AND PAYMENTS**

TAX CREDITS AND PAYMENTS	\$ 64,341.
ORIGINAL RETURN OVERPAYMENT	-35,357.
TOTAL	<u>\$ 28,984.</u>

**STATEMENT 11
FORM 990-PF, PART VI, LINE 10
OVERPAYMENT**

OVERPAYMENT	\$ 12,232.
TOTAL	<u>\$ 12,232.</u>

**STATEMENT 12
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES**

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN- SATION	CONTRI- BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
HOWARD SCHOW 2975 HUNTINGTON DRIVE, STE 200 SAN MARINO, CA 91108	PRESIDENT 1.00	\$ 0.	\$ 0.	\$ 0.

AMENDED

2011

FEDERAL STATEMENTS

PAGE 4

THE SCHOW FOUNDATION

95-4791558

**STATEMENT 12 (CONTINUED)
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES**

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN- SATION	CONTRI- BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
MELANIE SCHOW 2975 HUNTINGTON DRIVE, STE 200 SAN MARINO, CA 91108	SECRETARY/ED 20.00	\$ 56,500.	\$ 0.	\$ 0.
NAN SCHOW 2975 HUNTINGTON DRIVE, STE 200 SAN MARINO, CA 91108	TREASURER 1.00		0.	0.
STEVEN SCHOW 2975 HUNTINGTON DRIVE, STE 200 SAN MARINO, CA 91108	CFO 1.00	6,500.	0.	0.
ROGER SCHOW 2975 HUNTINGTON DRIVE, STE 200 SAN MARINO, CA 91108	BOARD MEMBER 1.00	6,500.	0.	0.
TOTAL		<u>\$ 69,500.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

**STATEMENT 13
FORM 990-PF, PART XV, LINE 1A
FOUNDATION MANAGERS - 2% OR MORE CONTRIBUTORS**

HOWARD SCHOW
NAN SCHOW

**STATEMENT 14
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR**

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
AMERICAN RED CROSS 430 MADELINE DRIVE PASADENA, CA 91105	NONE	501 (C) (3)	TO SUPPORT RELIEF EFFORTS	\$ 45,000.
AUDOBON CANYON RANCH 4900 HIGHWAY ONE STINSON BEACH, CA 94970	NONE	501 (C) (3)	PROGRAM SUPPORT	10,000.
CALIFORNIA PACIFIC MEDICAL CEN 1255 POST STREET, STE 729 SAN FRANCISCO, CA 94109	NONE	501 (C) (3)	PROGRAM SUPPORT	24,500.

AMENDED

2011

FEDERAL STATEMENTS

PAGE 5

THE SCHOW FOUNDATION

95-4791558

**STATEMENT 14 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR**

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
DIRECT RELIEF INTERNATIONAL 27 S LAS PATERA LN SANTA BARBARA, CA 93117	NONE	501 (C) (3)	TO SUPPORT RELIEF EFFORTS	\$ 60,000.
FAMILY HOUSE 50 IRVING STREET SAN FRANCISCO, CA 94122	NONE	501 (C) (3)	PROGRAM SUPPORT	8,000.
GILEAD HOUSE PO BOX 2031 NOVATO, CA 94948	NONE	501 (C) (3)	PROGRAM SUPPORT	8,000.
MARIN AGRICULTURAL LAND TRUST PO BOX 809 POINT REYES STATION, CA 94956	NONE	501 (C) (3)	PROGRAM SUPPORT	15,000.
MARIN HORIZON SCHOOL 305 MONTFORD AVENUE MILL VALLEY, CA 94941	NONE	501 (C) (3)	PROGRAM SUPPORT	20,000.
PASADENA EDUCATION FOUNDATION 351 S HUDSON PASADENA, CA 91109	NONE	501 (C) (3)	PROGRAM SUPPORT	55,000.
UNION STATION 825 E. ORANGE GROVE BLVD. PASADENA, CA 91104	NONE	501 (C) (3)	PROGRAM SUPPORT	50,000.
MATRIX PARENT NETWORK AND RES 94 GALLI DR SUITE C NOVATO, CA 94949	NONE	501 (C) (3)	PROGRAM SUPPORT	15,000.
MUSIC CENTER 135 NORTH GRAND AVE LOS ANGELES, CA 90012	NONE	501 (C) (3)	PROGRAM SUPPORT	40,000.
KIDDO! 409 SYCAMORE AVE MILL VALLEY, CA 94941	NONE	501 (C) (3)	PROGRAM SUPPORT	5,000.
THE HUNTINGTON LIBRARY 1151 OXFORD ROAD SAN MARINO, CA 91108	NONE	501 (C) (3)	PROGRAM SUPPORT	20,000.
THE OXBOW SCHOOL 530 THIRD STREET NAPA, CA 94559	NONE	501 (C) (3)	PROGRAM SUPPORT	10,000.

AMENDED

2011

FEDERAL STATEMENTS

PAGE 6

THE SCHOW FOUNDATION

95-4791558

**STATEMENT 14 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR**

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
SCHOLARSHIP FOUNDATION OF SANTA BARBARA PO BOX 3620 SANTA BARBARA, CA 93130	NONE	EXEMPT	PROGRAM SUPPORT	\$ 20,000.
MOTHERS' CLUB FAMILY LEARNING CENTER 980 NORTH FAIR OAKS AVENUE PASADENA, CA 91103	NONE	501 (C) (3)	CAPITAL CAMPAIGN SUPPORT	60,000.
MILL VALLEY LIVE ARTS PO BOX 1058 MILL VALLEY, CA 94942	NONE	501 (C) (3)	PROGRAM SUPPORT	50,000.
EPISCOPAL HOUSING ALLIANCE 45 N. SAN GABRIEL BLVD PASADENA, CA 91107	NONE	501 (C) (3)	PROGRAM SUPPORT	25,000.
NORTHEAST WILDERNESS TRUST 14 BEACON STREET, SUITE 506 BOSTON, MA 02108	NONE	501 (C) (3)	PROGRAM SUPPORT	20,000.
BIG BROTHERS BIG SISTERS 1618 SECOND ST SAN RAFAEL, CA 94901	NONE	501 (C) (3)	PROGRAM SUPPORT	20,000.
FIRST GRADUATE P.O. BOX 29415 SAN FRANCISCO, CA 94129	NONE	501 (C) (3)	PROGRAM SUPPORT	10,000.
MOUNTAIN PLAY ASSOCIATION P.O. BOX 2025 MILL VALLEY, CA 94942	NONE	501 (C) (3)	PROGRAM SUPPORT	10,000.
SF GENERAL HOSPITAL FOUNDATION 2789 25TH STREET, SUITE 2028 SAN FRANCISCO, CA 94110	NONE	501 (C) (3)	PROGRAM SUPPORT	5,000.
POLYTECHNIC SCHOOL 1030 EAST CALIFORNIA BLVD PASADENA, CA 91106	NONE	501 (C) (3)	PROGRAM SUPPORT	100,000.
BAY AREA WILDERNESS TRAINING 2301 BROADWAY, SUITE B OAKLAND, CA 94612	NONE	501 (C) (3)	PROGRAM SUPPORT	10,000.
CLAUSEN HOUSE 88 VERNON STREET OAKLAND, CA 94610	NONE	501 (C) (3)	PROGRAM SUPPORT	10,000.

AMENDED

2011

FEDERAL STATEMENTS

PAGE 7

THE SCHOW FOUNDATION

95-4791558

**STATEMENT 14 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR**

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
PLANNED PARENTHOOD 1045 N LAKE AVENUE PASADENA, CA 91104	NONE	501 (C) (3)	PROGRAM SUPPORT	\$ 50,000.
THE HUNTINGTON HOSPITAL 100 W. CALIFORNIA BLVD PASADENA, CA 91105	NONE	501 (C) (3)	TO SUPPORT CAPITAL CAMPAIGN	1,018,488.
BRIDGE THE GAP 38 MARIPOSA AVE APT 4 SAN ANSELMO, CA 94960	NONE	501 (C) (3)	PROGRAM SUPPORT	10,000.
CHILDRENS HOSPITAL OAKLAND FOUNDATION 2201 BROADWAY, STE 600 OAKLAND, CA 94612	NONE	501 (C) 3	PROGRAM SUPPORT	50,000.
ENVISION SCHOOLS 185 BERRY ST, STE 220 SAN FRANCISCO, CA 94107	NONE	501 (C) (3)	PROGRAM SUPPORT	7,500.
GIRL SCOUTS OF GREATER LOS ANGELES 801 S. GRAND AVENUE, STE 300 LOS ANGELES, CA 90017	NONE	501 (C) (3)	PROGRAM SUPPORT	15,000.
REDWOODS FOUNDATION 40 CAMINO ALTO MILL VALLEY, CA 94941	NONE	501 (C) (3)	GENERAL SUPPORT	15,000.
THE WELLNESS COMMUNITY 200 E. DEL MAR BLVD, STE 118 PASADENA, CA 91105	NONE	501 (C) (3)	PROGRAM SUPPORT	50,000.
CARPINTERIA EDUCATION FOUNDATION P.O. BOX 9 CARPENTERIA, CA 93014	NONE	501 (C) (3)	PROGRAM SUPPORT	5,000.
MARINE HUMANE SOCIETY 171 BEL MARIN KEYS BLVD NOVATO, CA 94949	NONE	501 (C) (3)	PROGRAM SUPPORT	5,000.
NATURE CONSERVANCY 4245 N FAIRFAX DR, SUITE 100 ARLINGTON, VA 22203	NONE	501 (C) (3)	PROGRAM SUPPORT	40,000.

AMENDED

2011

FEDERAL STATEMENTS

PAGE 8

THE SCHOW FOUNDATION

95-4791558

STATEMENT 14 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

<u>NAME AND ADDRESS</u>	<u>DONEE RELATIONSHIP</u>	<u>FOUND- ATION STATUS</u>	<u>PURPOSE OF GRANT</u>	<u>AMOUNT</u>
SALVATION ARMY NATIONAL CORPORATION 615 SLATERS LANE ALEXANDRIA, VA 22313	NONE	501 (C) (3)	PROGRAM SUPPORT	\$ 20,000.
SANTA BARBARA ZOOLOGICAL FOUNDATION 500 NINOS DRIVE SANTA BARBARA, CA 93103	NONE	501 (C) (3)	PROGRAM SUPPORT	12,500.
SCOUT HALL 177 E BLYTHEDALE AVE MILL VALLEY, CA 94941	NONE	501 (C) (3)	PROGRAM SUPPORT	60,000.
TAM HIGH FOUNDATION 700 MILLER AVENUE MILL VALLEY, CA 94941	NONE	501 (C) (3)	PROGRAM SUPPORT	50,000.
YOUNG & HEALTHY P.O. BOX 93397 PASADENA, CA 91109	NONE	501 (C) (3)	PROGRAM SUPPORT	25,000.

TOTAL \$ 2,158,988.