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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 10/01, 2011, and ending 9/30, 2012

UNIHEALTH FOUNDATION
800 WILSHIRE BLVD., SUITE 1300
LOS ANGELES, CA 90017A Employer identification number
95-5004033B Telephone number (see the instructions)
213 630-6500C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐G Check all that apply ☐ Initial return ☐ Initial Return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name changeH Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end of year (from Part II, column (c), line 16) ☐ Accounting method ☐ Cash ☒ Accrual
Other (specify) _____
\$ 278,209,575. (Part I, column (d) must be on cash basis.)

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) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc., received (att sch)	82,320.			
	2 Ck ☐ if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	1,166,614.	1,166,614.		
	4 Dividends and interest from securities	5,005,569.	5,005,569.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	5,189,685.			
	b Gross sales price for all assets on line 6a	5,189,685.			
	7 Capital gain net income (from Part IV, line 2)		5,189,685.		
	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/(loss) (att sch)					
11 Other income (attach schedule) SEE STATEMENT 1	162,369.	162,369.			
12 Total. Add lines 1 through 11	11,606,557.	11,524,237.	0.		
ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc	711,923.	393,931.		317,992.
	14 Other employee salaries and wages	334,213.	190,501.		143,712.
	15 Pension plans, employee benefits	203,565.	116,032.		87,533.
	16a Legal fees (attach schedule) SEE ST 2	180,014.	157,901.		22,113.
	b Accounting fees (attach sch) SEE ST 3	46,735.			23,367.
	c Other prof fees (attach sch) SEE ST 4	4,333,064.	2,349,297.		
	17 Interest				
	18 Taxes (attach schedule) (see instrs) SEE STM 5	112,407.	31,289.		23,136.
	19 Depreciation (attach sch) and depletion	6,729.	6,729.		
	20 Occupancy	151,202.	0.		76,816.
	21 Travel, conferences, and meetings	22,832.	14,381.		8,451.
	22 Printing and publications				
	23 Other expenses (attach schedule) SEE STATEMENT 6	156,598.	78,668.		77,930.
	24 Total operating and administrative expenses. Add lines 13 through 23	6,259,282.	3,436,483.		781,050.
	25 Contributions, gifts, grants paid PART XV	12,434,959.			12,434,959.
26 Total expenses and disbursements. Add lines 24 and 25	18,694,241.	3,436,483.	0.	13,216,009.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-7,087,684.				
b Net investment income (if negative, enter -0-)		8,087,754.			
c Adjusted net income (if negative, enter -0-)			0.		

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
ASSETS	1	Cash — non-interest-bearing		76,935.	85,490.	85,490.
	2	Savings and temporary cash investments		2,538,353.	4,449,589.	4,449,589.
	3	Accounts receivable	949,571.			
		Less: allowance for doubtful accounts		92,153.	949,571.	949,571.
	4	Pledges receivable				
		Less: allowance for doubtful accounts				
	5	Grants receivable		2,289,574.	1,871,894.	1,871,894.
	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)				
	b	Investments — corporate stock (attach schedule) STATEMENT 7	143,207,010.	143,880,242.	143,880,242.	
	c	Investments — corporate bonds (attach schedule) STATEMENT 8	48,317,015.	70,470,660.	70,470,660.	
	11	Investments — land, buildings, and equipment basis				
	Less: accumulated depreciation (attach schedule)					
12	Investments — mortgage loans					
13	Investments — other (attach schedule) STATEMENT 9	54,730,706.	55,965,169.	55,965,169.		
14	Land, buildings, and equipment basis	107,344.				
	Less: accumulated depreciation (attach schedule) SEE STMT 10	91,381.	12,173.	15,963.	15,963.	
15	Other assets (describe SEE STATEMENT 11)	277,540.	520,997.	520,997.		
16	Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I)	251,541,459.	278,209,575.	278,209,575.		
LIABILITIES	17	Accounts payable and accrued expenses				
	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 SEE STATEMENT 12)	1,189,720.	1,546,352.		
	23	Total liabilities (add lines 17 through 22)	1,189,720.	1,546,352.		
NET FUND ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ☒					
	24	Unrestricted	248,062,165.	274,791,329.		
	25	Temporarily restricted	2,289,574.	1,871,894.		
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ☐					
	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				
	30	Total net assets or fund balances (see instructions)	250,351,739.	276,663,223.		
	31	Total liabilities and net assets/fund balances (see instructions)	251,541,459.	278,209,575.		

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	250,351,739.
2	Enter amount from Part I, line 27a	2	-7,087,684.
3	Other increases not included in line 2 (itemize) SEE STATEMENT 13	3	34,555,688.
4	Add lines 1, 2, and 3	4	277,819,743.
5	Decreases not included in line 2 (itemize) SEE STATEMENT 14	5	1,156,520.
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	276,663,223.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a MANAGED PORTFOLIO		P	VARIOUS	VARIOUS
b FROM PASS THROUGH ENTITIES		P	VARIOUS	VARIOUS
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 4,683,665.			4,683,665.
b 506,020.			506,020.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) 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			4,683,665.
b			506,020.
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	5,189,685.
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.

1 Enter the appropriate amount in each column for each year, see the 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 (column (b) divided by column (c))
2010	13,362,356.	269,887,356.	0.049511
2009	9,359,595.	253,562,196.	0.036912
2008	11,607,018.	227,583,588.	0.051001
2007	16,222,216.	310,024,894.	0.052326
2006	16,257,923.	326,338,023.	0.049819

2 Total of line 1, column (d)	2	0.239569
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	0.047914
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	261,836,604.
5 Multiply line 4 by line 3	5	12,545,639.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	80,878.
7 Add lines 5 and 6	7	12,626,517.
8 Enter qualifying distributions from Part XII, line 4	8	13,287,509.

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)

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter 'N/A' on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary — see instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	80,878.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	80,878.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	80,878.
6 Credits/Payments			
a 2011 estimated tax pmts and 2010 overpayment credited to 2011	6a	140,000.	
b Exempt foreign organizations — tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	140,000.	
8 Enter any penalty for underpayment of estimated tax. Check here ☒ 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	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	59,122.	
11 Enter the amount of line 10 to be Credited to 2012 estimated tax ☐ 59,122. Refunded ☐	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
c 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? <i>If 'Yes,' attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a 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?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XIV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) CA		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If 'No,' attach explanation</i>	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)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions).	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>UNIHEALTHFOUNDATION.ORG</u>	13	X	
14	The books are in care of <u>KATHLEEN SALAZAR</u> Telephone no <u>213 630-6500</u> Located at <u>800 WILSHIRE BLVD. LOS ANGELES CA</u> ZIP + 4 <u>90017</u>			
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 <u>15</u>		N/A	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 <u></u>	16		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
1 a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No	
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <u></u>	1 b	N/A
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1 c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? If 'Yes,' list the years <u>20__ , 20__ , 20__ , 20__</u>	☐ Yes ☒ 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).	2 b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20__ , 20__ , 20__ , 20__</u>		
3 a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If 'Yes,' did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4 b	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)?

5b 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?

6b X

If 'Yes' to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (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 15				
		711,923.	79,800.	19,200.

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
NANCY MULLENAX 800 WILSHIRE BLVD, SUITE 1300 LOS ANGELES, CA 90017	SNR PRGRM OFF 40	119,596.	18,000.	4,800.
CAROLINE CHUNG 800 WILSHIRE BLVD, SUITE 1300 LOS ANGELES, CA 90017	ADM, GRANTS 40	74,550.	11,185.	0.
KRISTOPHER EAMES 800 WILSHIRE BLVD, SUITE 1300 LOS ANGELES, CA 90017	ADM SPECIAL P 40	81,538.	12,056.	0.

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

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
RLH INVESTORS 10900 WILSHIRE BLVD, SUITE 850 LOS ANGELES, CA 90024	INVESTMENT MNGMT	1,205,092.
PACIFIC ALTERNATIVE ASSET MANAGEMENT 19540 JAMBOREE ROAD, #400 IRVINE, CA 92612	INVESTMENT MNGMT	397,651.
PACIFIC INVESTMENT MANAGEMENT CO 840 NEWPORT CENTER DRIVE NEWPORT, CA 92660	INVESTMENT MNGMT	222,274.
YORK CAPITAL MANAGEMENT 767 FIFTH AVENUE, 17TH FLOOR NEW YORK, NY 10153	INVESTMENT MNGMT	200,527.
HS MANAGEMENT 598 MADISON AVENUE, 14TH FLOOR NEW YORK, NY 10022	INVESTMENT MNGMT	181,897.
Total number of others receiving over \$50,000 for professional services		5

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 SEE STATEMENT 16	71,500.
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3	71,500.

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Form 990-PF (2011)

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	260,988,419.
b	Average of monthly cash balances	1b	2,915,011.
c	Fair market value of all other assets (see instructions)	1c	1,920,533.
d	Total (add lines 1a, b, and c)	1d	265,823,963.
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	265,823,963.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	3,987,359.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	261,836,604.
6	Minimum investment return. Enter 5% of line 5	6	13,091,830.

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	13,091,830.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	80,878.
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	80,878.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	13,010,952.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	13,010,952.
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	13,010,952.

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	13,216,009.
b	Program-related investments — total from Part IX-B	1b	71,500.
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	13,287,509.
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	80,878.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	13,206,631.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				13,010,952.
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	324,064.			
c From 2008	314,491.			
d From 2009				
e From 2010				
f Total of lines 3a through e	638,555.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 13,287,509.				
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				13,010,952.
e Remaining amount distributed out of corpus	276,557.			
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	915,112.			
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	915,112.			
10 Analysis of line 9				
a Excess from 2007	324,064.			
b Excess from 2008	314,491.			
c Excess from 2009				
d Excess from 2010				
e Excess from 2011	276,557.			

BAA

Form 990-PF (2011)

N/A

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

b 85% of line 2a

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(i)(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))

NONE

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

SEE STATEMENT 17

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

SEE STATEMENT FOR LINE 2A

c Any submission deadlines

SEE STATEMENT FOR LINE 2A

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

SEE STATEMENT FOR LINE 2A

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> DETAILED LIST OF CONTRIBUTIONS ATTACHED,	NONE	501C3	SEE ATTACHED	12,434,959.
Total			3a	12,434,959.
<i>b Approved for future payment</i>				
Total			3b	

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

UNIHEALTH FOUNDATION

Employer identification number

95-5004033

Organization type (check one)

Filers of:

Form 990 or 990-EZ

Section:

- ☐ 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).

BAA 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

UNIHEALTH FOUNDATION

95-5004033

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

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	FACEY MEDICAL FOUNDATION 15451 SAN FERNANDO MISSION BLV MISSION HILLS, CA 91345	\$ 82,320.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

	Grantee Name Grantee Address	Status	Purpose of the Grant	Amount
HOSPITAL FUND				
1	Beverly Hospital 309 W Beverly Blvd Montebello, CA 90640	501(c)(3)	Emergency Department Approved for Pediatrics (EDAP)	\$150,700 00
2	California Hospital Medical Center 1401 S Grand Ave Los Angeles, CA 90015	501(c)(3)	Community Dental Partnership	\$162,969 00
3	California Hospital Medical Center Foundation 1401 S Grand Ave Los Angeles, CA 90015	501(c)(3)	Trauma and Emergency Services	\$2,500 00
4	CaliforniaKids Healthcare Foundation 5200 Lankershim Blvd , Suite 360 North Hollywood, CA 91601	501(c)(3)	Insure the Uninsured	\$100,000 00
5	Casa Colina Centers for Rehabilitation 255 E Bonita Ave Pomona, CA 91769	501(c)(3)	Bringing an Open-Source Electronic Health Record to a Rehabilitation Hospital and the Human Factor in Implementation	\$209,345 00
6	Casa Colina Centers for Rehabilitation 255 E Bonita Ave Pomona, CA 91769	501(c)(3)	'Wellness Intervention for Individuals with Intellectual/Developmental Disability and Progressing Conditions Associated with Aging'	\$150,000 00
7	Charles R Drew University of Medicine & Science 1731 East 120th St Los Angeles, CA 90059	501(c)(3)	Medical Student Scholarship (2011-2012)	\$50,000 00
8	Children's Hospital Los Angeles 4650 Sunset Blvd Los Angeles, CA 90027	501(c)(3)	CHLA Health System	\$350,000 00
9	Gateways Hospital and Mental Health Center 1891 Effie St Los Angeles, CA 90026	501(c)(3)	Electronic Health Record Clinical Module	\$225,000 00
10	Glendale Adventist Medical Center 1509 Wilson Terrace Glendale, CA 91206	501(c)(3)	Patient-Centered Healthcare Transitions Project	\$303,786 00
11	Good Samaritan Hospital 1225 Wilshire Blvd Los Angeles, CA 90017	501(c)(3)	Chronic Disease Program Pilot	\$284,032 00
12	Henry Mayo Newhall Memorial Hospital 23845 McBean Parkway Valencia, CA 91355-2083	501(c)(3)	Pennatal Staff Training for NICU	\$150,530 00
13	Hoag Hospital Newport Beach One Hoag Drive PO Box 6100 Newport Beach, CA 92658-6100	501(c)(3)	Orange County Vital Aging	\$246,500 00
14	Huntington Memorial Hospital 100 W California Blvd Pasadena, CA 91105	501(c)(3)	Patient Partners Program	\$127,156 00
15	Loma Linda University School of Medicine Loma Linda, CA 92350	501(c)(3)	Medical Student Scholarship (2011-2012)	\$50,000 00

	Grantee Name Grantee Address	Status	Purpose of the Grant	Amount
16	Loma Linda University Behavioral Medicine Center 1710 Barton Road Redlands, CA 92373	501(c)(3)	SHIELD (Self Harm Intensive Education, Learning, and Development)	\$188,359 00
17	Rancho Los Amigos National Rehabilitation Center 7601 E Imperial Highway Downey, CA 90242	501(c)(3)	Rancho Rehabilitation Revolution (R3)	\$174,526 00
18	Rancho Los Amigos National Rehabilitation Center 7601 E Imperial Highway Downey, CA 90242	501(c)(3)	Rancho Rehabilitation Revolution (R3)	\$350,021 00
19	MetroCare Regional Health System 1000 W Carson St Torrance, CA 90509	501(c)(3)	MetroCare An Integrated Delivery System	\$166,667 00
20	Los Angeles Jewish Home for the Aging Corporate Office 7150 Tampa Ave Reseda, CA 91335	501(c)(3)	Brandman Centers for Senior Care PACE	\$150,000 00
21	MemorialCare Health System 17360 Brookhurst St Fountain Valley, CA 92708	501(c)(3)	Building a Culture of Health and Wellness through Individual Responsibility and Employer-Sponsored Health and Wellness Coaching	\$232,500 00
22	Methodist Hospital of Southern California 300 W Huntington Dr Arcadia, CA 91066	501(c)(3)	Clinical Decision Support System	\$175,000 00
23	Mission Community Hospital Panorama Campus 14850 Roscoe Blvd Panorama City, CA 91402	501(c)(3)	Building Capacity for the Transformed MCH Community Campus for Health & Education	\$70,000 00
24	Northridge Hospital Medical Center 18300 Roscoe Blvd Northridge, CA 91328	501(c)(3)	Interdisciplinary Palliative Care Services Program	\$150,000 00
25	Northridge Hospital Medical Center 18300 Roscoe Blvd Northridge, CA 91328	501(c)(3)	Interdisciplinary Palliative Care Services Program	\$199,082 00
26	Olive View-UCLA Medical Center 14445 Olive View Drive, 2C155 Sylmar, CA 91342	501(c)(3)	Expansion of Palliative Care to Outpatient Setting	\$90,000 00
27	Pomona Valley Hospital Medical Center 1798 N Garey Ave Pomona, CA 91767	501(c)(3)	Medical Respite Program for PVHMC Discharged Homeless Patients	\$162,236 00
28	Presbyterian Intercommunity Hospital 12401 Washington Blvd Whittier, CA 90602-1006	501(c)(3)	Palliative Care and Chronic Disease Management Educational Track for PIH Family Practice Residents	\$249,987 00
29	Providence Saint Joseph Medical Center 501 S Buena Vista St Burbank, CA 91505	501(c)(3)	Critical Care Transport (CCT) Program	\$250,000 00
30	Providence Little Company of Mary Medical Center Torrance 4101 Torrance Blvd Torrance, CA 90503	501(c)(3)	Improving Clinical Outcomes through Interdisciplinary Clinical Simulation	\$150,000 00
31	Providence Little Company of Mary Medical Center Torrance 4101 Torrance Blvd Torrance, CA 90503	501(c)(3)	Improving Clinical Outcomes through Interdisciplinary Clinical Simulation	\$199,050 00

	Grantee Name Grantee Address	Status	Purpose of the Grant	Amount
32	UCI School of Medicine 252 Irvine Hall Irvine, CA 92697-3950	501(c)(3)	Comprehensive Community Response to Elder Abuse Target Orange County	\$240,000 00
33	University of California, San Francisco San Francisco, CA 94143	501(c)(3)	Palliative Care Quality Network (PCQN)	\$360,549 00
34	Mattel Children's Hospital at UCLA 757 Westwood Plaza Los Angeles, CA 90095	501(c)(3)	Fit for Los Angeles	\$247,730 00
35	David Geffen School of Medicine at UCLA 10833 Le Conte Ave , Ste 12-138CHS Los Angeles, CA 90095	501(c)(3)	Partnership for Community Wellness	\$274,828 00
36	UCI School of Medicine 252 Irvine Hall Irvine, CA 92697-3950	501(c)(3)	Program to Integrate Bedside Ultrasound in Medical Education and Clinical Practice	\$191,950 00
37	David Geffen School of Medicine at UCLA 10833 Le Conte Ave , Ste 12-138CHS Los Angeles, CA 90095	501(c)(3)	Medical Student Scholarship (2011-2012)	\$50,000 00
38	David Geffen School of Medicine at UCLA, Department of Family Medicine Box 951683, Room 50-071 CHS Los Angeles, CA 900095-1683	501(c)(3)	International Medical Graduate (IMG) Program Scholarship (2011-2012)	\$50,000 00
39	UCLA Health System 1250 16th St Santa Monica, CA 90404	501(c)(3)	A Telehealth Educational Model for Providing State-of-the-Art Pediatric Palliative Care Consultation	\$299,397 00
40	UCI School of Medicine 252 Irvine Hall Irvine, CA 92697-3950	501(c)(3)	Medical Student Scholarship (2011-2012)	\$50,000 00
41	LAC + USC Medical Center 1200 N State St Los Angeles, CA 90033	501(c)(3)	Clinical Pastoral Education Program	\$100,000 00
42	Saint John's Health Center 1328 Twenty-Second St Santa Monica, CA 90404	501(c)(3)	Palliative Care Outpatient Clinic	\$233,949 00
43	St Vincent Medical Center 2131 W 3rd St Los Angeles, CA 90057	501(c)(3)	Asian Pacific Islander (API) Health Access Collaborative	\$132,341 00
44	Shriners Hospitals for Children - Los Angeles 3160 Geneva Street Los Angeles, CA 90020	501(c)(3)	PUSH Project to Utilize Shriners Healthcare	\$150,000 00
45	United States Veterans Initiative Corporate Office 800 W Sixth St, Suite 1505 Los Angeles, CA 90017	501(c)(3)	Veterans Re-Entry Project	\$124,360 00
46	Keck School of Medicine of USC 1975 Zonal Ave , KAM415 Los Angeles, CA 90089	501(c)(3)	LAC+USC Accreditation Quality Assurance Initiative (Phase II)	\$100,000 00
47	Keck School of Medicine of USC 1975 Zonal Ave , KAM415 Los Angeles, CA 90089	501(c)(3)	Galaxy Health Care (GHC)	\$247,832 00

	Grantee Name Grantee Address	Status	Purpose of the Grant	Amount
48	Keck School of Medicine of USC 1975 Zonal Ave , KAM415 Los Angeles, CA 90089	501(c)(3)	Elder Abuse Forensic Center	\$200,000 00
49	Keck School of Medicine of USC 1975 Zonal Ave , KAM415 Los Angeles, CA 90089	501(c)(3)	Medical Student Scholarship (2011-2012)	\$50,000 00
50	USC Norris Cancer Hospital 1441 Eastlake Ave Los Angeles, CA 90033	501(c)(3)	Center for Molecular Pathways and Drug Discovery	\$5,000 00
51	Herman Ostrow School of Dentistry of USC 925 West 34th St Los Angeles, CA 90089-0641	501(c)(3)	Hired, Not Homeless – Oral Healthcare for the Homeless Program	\$75,000 00
52	USC Leonard Davis School of Gerontology Ethel Percy Andrus Gerontology Center 3715 McClintock Avenue Los Angeles, CA 90089-0191	501(c)(3)	Student Scholarships at the USC Davis School of Gerontology	\$6,500 00
53	USC School of Pharmacy 1985 Zonal Ave Los Angeles, CA 90089-9121	501(c)(3)	Integration of a Successful Pharmacy Business Model into a Safety Net Clinic and Spread of Best Practices Through Shared Learning	\$73,594 00
54	Valley Presbyterian Hospital 15107 Vanowen Street Van Nuys, CA 91405	501(c)(3)	New Era Readiness Assessment	\$120,000 00
55	Western University of Health Sciences 309 E Second St Pomona, CA 91766	501(c)(3)	Medical Student Scholarship (2011-2012)	\$50,000 00
56	White Memorial Medical Center 1720 Ceasar E Chavez Ave Los Angeles, CA 90033	501(c)(3)	From Theory to Practice In Diabetes Care Planning for Health Care Delivery System Transformation	\$208,334 00
57	White Memorial Medical Center 1720 Ceasar E Chavez Ave Los Angeles, CA 90033	501(c)(3)	From Theory to Practice In Diabetes Care Planning for Health Care Delivery System Transformation	\$208,333 00
TOTAL HOSPITAL FUND.				\$9,369,623.00

GENERAL PURPOSE FUND

58	The Alliance for Children's Rights 3333 Wilshire Blvd , Ste 550 Los Angeles, CA 90010-4111	501(c)(3)	Connecting to Healthier Futures	\$100,000 00
59	The Alliance for Children's Rights 3333 Wilshire Blvd , Ste 550 Los Angeles, CA 90010-4111	501(c)(3)	General Support	\$150 00
60	The Alliance for Children's Rights 3333 Wilshire Blvd , Ste 550 Los Angeles, CA 90010-4111	501(c)(3)	Health Advocacy for Foster Children	\$300 00
61	Health Services Academy High School 12226 S Western Ave Los Angeles, CA 90047	501(c)(3)	Work-Based Learning (WBL) Program	\$41,000 00

	Grantee Name Grantee Address	Status	Purpose of the Grant	Amount
62	Alzheimer's Association - California Southland Chapter 5900 Wilshire Blvd., Suite 1100 Los Angeles, CA 90036	501(c)(3)	Early Stage Alzheimer's Program Expansion	\$50,000 00
63	Bet Tzedek - The House of Justice 3250 Wilshire Blvd Los Angeles, CA 90010	501(c)(3)	Transitions	\$326,572 00
64	Bowman's Hill Wildflower Preserve P O Box 685 New Hope, PA 18938	501(c)(3)	In Memory of June Ann Kempf Eames	\$5,000 00
65	California Science Center 700 Exposition Park Drive Los Angeles, CA 90037	501(c)(3)	Health-Related Science Education Programs	\$5,000 00
66	California Science Center 700 Exposition Park Drive Los Angeles, CA 90037	501(c)(3)	Science Education Programs for Children	\$154 00
67	California Society of Thoracic Surgeons 101 The City Drive Bldg 53, Rm 117 Orange, CA 92668	501(c)(3)	Los Angeles-Orange County Cardiovascular Collaborative Project	\$75,000 00
68	California State Parks Foundation 50 Francisco St., Suite 110 San Francisco, CA 94133	501(c)(3)	Support for Healthy Living Programs	\$25 00
69	Cancer Center of Santa Barbara 300 West Pueblo Street Santa Barbara, CA 93105	501(c)(3)	Arthur J. Merovick Endowment for Patient Assistance	\$2,500 00
70	Children's Bureau 1910 Magnolia Ave Los Angeles, CA 90007	501(c)(3)	Child Abuse Prevention Services	\$5,700 00
71	Children's Burn Foundation 5000 Van Nuys Blvd., Suite 450 Sherman Oaks, CA 91403-1784	501(c)(3)	Post-Discharge Needs of Burned Children	\$1,000 00
72	Corporation for Supportive Housing 50 Broadway, 17th Floor New York, NY 10004	501(c)(3)	Multi-Systems Collaboration to Identify and House Frequent Users	\$240,000 00
73	Corporation for Supportive Housing 50 Broadway, 17th Floor New York, NY 10004	501(c)(3)	Los Angeles Homeless Funders Group	\$10,000 00
74	Downtown Women's Center 442 S. San Pedro St Los Angeles, CA 90013	501(c)(3)	Breast Health and Cancer Support Program	\$75,000 00
75	Executive Service Corps of Southern California 1000 N. Alameda St., Suite 330 Los Angeles, CA 90012	501(c)(3)	Consulting Services for Health-Related Organizations	\$2,000 00
76	Executive Service Corps of Southern California 1000 N. Alameda St., Suite 330 Los Angeles, CA 90012	501(c)(3)	Charles Drew University Management Assistance Program (Phase III Augmentation)	\$25,000 00
77	Bravo Medical Magnet High School 1200 N. Cornwell St Los Angeles, CA 90033	501(c)(3)	Medical Education	\$100 00

	Grantee Name Grantee Address	Status	Purpose of the Grant	Amount
78	Glendale Adventist Medical Center 1509 Wilson Terrace Glendale, CA 91206	501(c)(3)	Glendale Healthier Community Coalition Integrating Care in the Glendale Community	\$5,000 00
79	Grantmakers In Health 1100 Connecticut Ave , NW, Ste 1200 Washington, DC 20036	501(c)(3)	Funding Partner (2011)	\$10,000 00
80	Grants Managers Network 1666 K Street, NW, Suite 4400 Washington, DC 20006	501(c)(3)	Contributing Organization Membership (2012)	\$2,000 00
81	GuideStar 4801 Courthouse St , Suite 220 Williamsburg, VA 23188	501(c)(3)	Member Support (2012)	\$1,500 00
82	KCRW Foundation 1900 Pico Blvd Santa Monica, CA 90405	501(c)(3)	Health Related Programming	\$50 00
83	LA's BEST 200 N Spring St , Suite M-120 Los Angeles, CA 90012	501(c)(3)	Health Curriculum	\$100 00
84	LA's BEST 200 N Spring St , Suite M-120 Los Angeles, CA 90012	501(c)(3)	Healthy Children/Healthy Futures Campaign	\$5,000 00
85	LA's BEST 200 N Spring St , Suite M-120 Los Angeles, CA 90012	501(c)(3)	Health Curriculum	\$50 00
86	Lazarex Cancer Foundation P O Box 741 Danville, CA 94526	501(c)(3)	Access for Cancer Patients	\$2,000 00
87	LeRoy Haynes Center 233 W Baseline Rd Box 400 La Verne, CA 91750	501(c)(3)	Programs for the Development of Children	\$5,000 00
88	Lestonnac Free Clinic 1215 E Chapman Ave Orange, CA 92866	501(c)(3)	Mi Corazon/Mi Vida	\$10,000 00
89	Library Foundation of Los Angeles 630 W Fifth St Los Angeles, CA 90071	501(c)(3)	Health Information at the Los Angeles Public Library	\$40,000 00
90	Library Foundation of Los Angeles 630 W Fifth St Los Angeles, CA 90071	501(c)(3)	Health Collection	\$220 00
91	Long Beach Community Foundation 400 Oceangate, Suite 800 Long Beach, CA 90802	501(c)(3)	Jean Bixby Smith Healthcare Fund	\$100,000 00
92	Los Angeles Christian Health Centers 311 Winston St Los Angeles, CA 90013	501(c)(3)	Patient Care Team Redesign	\$66,700 00
93	Marlborough School 250 S Rossmore Ave Los Angeles, CA 90004	501(c)(3)	Health Education	\$2,000 00

	Grantee Name Grantee Address	Status	Purpose of the Grant	Amount
94	Marycrest Manor 10664 St James Drive Culver City, CA 90230	501(c)(3)	Marycrest Restorative Nursing Restructure Education, Training & Certification	\$50,000 00
95	Mount St Mary's College 12001 Chalon Road Los Angeles, CA 90049-1599	501(c)(3)	Nursing Program	\$1,500 00
96	National Institute of Transplantation S Mark Taper Foundation Transplant Center 2200 W 3rd St , Suite 100 Los Angeles, CA 90057	501(c)(3)	Kidney Transplant Video Novela Project	\$97,742 00
97	National Institute of Transplantation S Mark Taper Foundation Transplant Center 2200 W 3rd St , Suite 100 Los Angeles, CA 90057	501(c)(3)	The Advancement of the Art and Science of Organ Transplantation	\$2,500 00
98	OnSite Health Solutions 2600 Foothill Blvd , Suite 208 Glendale, CA 91214	501(c)(3)	Worksite Medical and Health Management Services	\$71,500 00
99	Pasadena Waldorf School 209 E Mariposa St Altadena, CA 91001	501(c)(3)	Health Education	\$1,000 00
100	People Assisting The Homeless 340 N Madison Ave Los Angeles, CA 90004	501(c)(3)	Rapid Re-Housing Program	\$100,000 00
101	QueensCare Family Clinics 1300 N Vermont Ave , Suite 1002 Los Angeles, CA 90027	501(c)(3)	Pediatrc Asthma Disease Management (PADM) Program	\$117,500 00
102	RAND Corporation 1776 Main Street Santa Monica, CA 90407	501(c)(3)	Understanding Military Sexual Trauma A Feasibility Study	\$94,012 00
103	Pardee RAND Graduate School 1776 Main Street Santa Monica, CA 90407	501(c)(3)	Health Education	\$2,000 00
104	Saint Agnes Medical Center 1303 E Herndon Ave Fresno, CA 93720	501(c)(3)	Saint Agnes Home Health and Hospice	\$100 00
105	Saint Andrew School 42 Chestnut St Pasadena, CA 91103	501(c)(3)	Health Education	\$1,000 00
106	St John's Well Child & Family Center 5701 S Hoover St Los Angeles, CA 90037	501(c)(3)	Mobile Unit Conference	\$695 00
107	St John's Well Child & Family Center 5701 S Hoover St Los Angeles, CA 90037	501(c)(3)	'St John's Health Outreach Express' RV A Health Reform Access, Enrollment and Implementation Project	\$325,110 00
108	St Mary's Mission Highway 1, P O Box 189 Redlake, MN 56671	501(c)(3)	Healthcare Services	\$50 00
109	The Salvation Army Southern California Division Headquarters 180 E Ocean Blvd , Suite 500 Long Beach, CA 90802	501(c)(3)	Healthcare Programs	\$100 00

	Grantee Name Grantee Address	Status	Purpose of the Grant	Amount
110	Santa Barbara Cottage Hospital P O Box 689 Pueblo at Bath Street Santa Barbara, CA 93102	501(c)(3)	Cottage Children's Hospital Pediatric Diabetes Outpatient Clinic	\$75,000 00
111	Scholarship Foundation of Santa Barbara P O Box 3620 Santa Barbara, CA 93130	501(c)(3)	UniHealth Foundation Scholarship Fund	\$5,000 00
112	Southern California College of Optometry 2575 Yorba Linda Blvd Fullerton, CA 92831-1699	501(c)(3)	Establishing Optometry Services at JWCH Institute's Center for Community Health	\$253,332 00
113	Southern California Grantmakers 1000 N Alameda St , Suite 230 Los Angeles, CA 90012	501(c)(3)	Skills Building Programs and Training	\$20,000 00
114	Southern California Grantmakers 1000 N Alameda St , Suite 230 Los Angeles, CA 90012	501(c)(3)	Annual Membership (2012)	\$10,000 00
115	Southern California Public Radio 474 S Raymond Ave Pasadena, CA 91105	501(c)(3)	Health Programming	\$200 00
116	Students Run LA 5252 Crebs Ave Tarzana, CA 91356	501(c)(3)	Training For A Marathon Training For Life	\$50,000 00
117	The Trust for Public Land National Office 101 Montgomery St , Suite 900 San Francisco, CA 94104	501(c)(3)	Los Angeles Fitness Zone Initiative	\$150,000 00
118	United Way of Greater Los Angeles 1150 S Olive St , Suite T500 Los Angeles, CA 90015	501(c)(3)	Home Walk 2011	\$100 00
119	United Way of Greater Los Angeles 1150 S Olive St , Suite T500 Los Angeles, CA 90015	501(c)(3)	The National Institute of Transplantation	\$10,000 00
120	United Way of Greater Los Angeles 1150 S Olive St , Suite T500 Los Angeles, CA 90015	501(c)(3)	Support for the Long Beach Ronald McDonald House and The National Institute of Transplantation	\$15,000 00
121	USC Sol Price School of Public Policy Lewis Hall 312 Los Angeles, CA 90089	501(c)(3)	The Center on Philanthropy & Public Policy's Los Angeles Foundation Leadership Group (2011-2012)	\$10,000 00
122	USC School of Architecture Watt Hall, Suite 204 Los Angeles, CA 90089	501(c)(3)	Robert A & Helen Kennard Memorial Scholarship	\$5,000 00
123	USC School of Social Work Montgomery Ross Fisher Building Los Angeles, CA 90089	501(c)(3)	Implementation and Sustainability of Peer Health Navigation	\$74,080 00
124	Venice Family Clinic 604 Rose Ave Venice, CA 90291	501(c)(3)	Increasing Access to Dental Care by Creating a Dental Home	\$165,000 00
125	Volunteers of America of Los Angeles 3600 Wilshire Blvd , Suite 1500 Los Angeles, CA 90010-2619	501(c)(3)	Reducing PTSD in Homeless Veterans	\$62,097 00

	Grantee Name Grantee Address	Status	Purpose of the Grant	Amount
126	Volunteers of America of Los Angeles 3600 Wilshire Blvd., Suite 1500 Los Angeles, CA 90010-2619	501(c)(3)	Reducing PTSD in Homeless Veterans	\$62,097 00
127	The Weingart Center Association 566 S San Pedro St Los Angeles, CA 90013	501(c)(3)	AmeriCorps Hope for the Homeless Program	\$84,000 00
128	The Wounded Warrior Project 7020 A C Skinner Pkwy, Suite 100 Jacksonville, FL 32256	501(c)(3)	General Support	\$7,000 00

TOTAL GENERAL PURPOSE FUND:	<u>\$3,136,836.00</u>
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TOTAL GRANTS, HOSPITAL & GENERAL PURPOSE FUNDS	\$12,506,459.00
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LESS PROGRAM-RELATED INVESTMENTS (SEE PAGE 7, PART IX-B)	<u>(\$71,500.00)</u>
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TOTAL GRANTS & CONTRIBUTIONS	<u>\$12,434,959.00</u>
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UNIHEALTH FOUNDATION

95-5004033

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	\$ 162,369.	\$ 162,369.	
TOTAL	\$ 162,369.	\$ 162,369.	0.

STATEMENT 2
FORM 990-PF, PART I, LINE 16A
LEGAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
HUNTON & WILLIAMS LLP	\$ 22,113.			\$ 22,113.
MUSICK PEELER & GARRETT LLP	157,260.	\$ 157,260.		
STROOCK & STROOCK & LAVAN	564.	564.		
TESSER & RUTTENBERG	77.	77.		
TOTAL	\$ 180,014.	\$ 157,901.	\$ 0.	\$ 22,113.

STATEMENT 3
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LARUE CORRIGAN MCCORMICK & TEASDALE	\$ 46,735.	\$ 23,368.		\$ 23,367.
TOTAL	\$ 46,735.	\$ 23,368.	\$ 0.	\$ 23,367.

STATEMENT 4
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
BNY MELLON	\$ 414,270.	\$ 414,270.		
CUSTODIAL FEES	136,637.	136,637.		
HS MANAGEMENT	181,897.	181,897.		
INVESTMENT FEES - PASS THROUGH	1,410,698.	894,943.		
KING STREET CAPITAL	164,018.			
PACIFIC ALTERNATIVE ASSET MNGMT	397,651.	397,651.		
PACIFIC INVESTMENT MANAGEMENT	222,274.	222,274.		
RLH INVESTORS	1,205,092.	101,625.		
YORK CAPITAL MANAGEMENT	200,527.			
TOTAL	\$ 4,333,064.	\$ 2,349,297.	\$ 0.	\$ 0.

UNIHEALTH FOUNDATION

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STATEMENT 5
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CALIFORNIA REGISTRATION TAXES	\$ 235.	\$ 255.		
COUNTY BUSINESS TAX	366.	366.		
FEDERAL EXCISE TAX	58,002.			
PAYROLL TAXES	53,804.	30,668.		\$ 23,136.
TOTAL	\$ 112,407.	\$ 31,289.	\$ 0.	\$ 23,136.

STATEMENT 6
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AUTO STIPEND	\$ 24,000.	\$ 4,800.		\$ 19,200.
BOND FEES	10,215.	10,215.		
CONSULTANTS	900.			900.
COURIER	1,725.	863.		862.
DUES & SUBSCRIPTIONS	4,326.	1,336.		2,990.
EQUIPMENT RENTAL	7,332.	3,666.		3,666.
INSURANCE	33,479.	16,740.		16,739.
MAINTENANCE, REPAIRS & UTILITIES	32,340.	16,170.		16,170.
PARKING VALIDATIONS	1,450.			1,450.
POSTAGE	511.	256.		255.
PROFESSIONAL DEVELOPMENT	5,505.	1,850.		3,655.
RECORD STORAGE	10,013.	10,013.		
SUPPLIES	8,241.	4,121.		4,120.
TELEPHONE	11,456.	5,728.		5,728.
WORKER'S COMP INSURANCE	5,105.	2,910.		2,195.
TOTAL	\$ 156,598.	\$ 78,668.	\$ 0.	\$ 77,930.

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

CORPORATE STOCKS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CRAMER ROSENTHAL	MKT VAL	\$ 14,424,820.	\$ 14,424,820.
BARROW HANLEY	MKT VAL	18,184,059.	18,184,059.
WILLIAM BLAIR INTL	MKT VAL	10,748,812.	10,748,812.
CAUSEWAY CAP INTL	MKT VAL	10,651,675.	10,651,675.
P A A M CO	MKT VAL	9,947,621.	9,947,621.
AETOS	MKT VAL	0.	0.
W A M C O	MKT VAL	24,050,232.	24,050,232.
VAUGHN NELSON	MKT VAL	11,341,313.	11,341,313.
EURO PACIFIC GROWTH	MKT VAL	11,220,174.	11,220,174.
LAZARD EM	MKT VAL	9,529,813.	9,529,813.
PAYDEM EM INCOME	MKT VAL	2,985,928.	2,985,928.

UNIHEALTH FOUNDATION

95-5004033

STATEMENT 7 (CONTINUED)
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

<u>CORPORATE STOCKS</u>	<u>VALUATION METHOD</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
HS MANAGEMENT EQUITY	MKT VAL	\$ 20,795,795.	\$ 20,795,795.
	TOTAL	\$ 143,880,242.	\$ 143,880,242.

STATEMENT 8
FORM 990-PF, PART II, LINE 10C
INVESTMENTS - CORPORATE BONDS

<u>CORPORATE BONDS</u>	<u>VALUATION METHOD</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
PIMCO TOTAL RETURN	MKT VAL	\$ 50,399,274.	\$ 50,399,274.
BRANDYWINE GLOBAL OPP FIXED INCOME	MKT VAL	20,071,386.	20,071,386.
	TOTAL	\$ 70,470,660.	\$ 70,470,660.

STATEMENT 9
FORM 990-PF, PART II, LINE 13
INVESTMENTS - OTHER

<u>OTHER INVESTMENTS</u>	<u>VALUATION METHOD</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
OCM PRINCIPAL OPPORTUNITIES FUND IV, LP	MKT VAL	\$ 2,891,708.	\$ 2,891,708.
OCM OPPORTUNITIES FUND VII, LP	MKT VAL	1,332,180.	1,332,180.
RLH INVESTORS II, LP	MKT VAL	5,317,956.	5,317,956.
JP MORGAN SLP III	MKT VAL	3,225,928.	3,225,928.
OAK HILL CAPITAL III	MKT VAL	2,575,518.	2,575,518.
SIGULAR GUFF BRIC FUND II	MKT VAL	2,565,147.	2,565,147.
OCM OPPORTUNITIES FUND VII(B)	MKT VAL	1,506,448.	1,506,448.
GOLDEN TREE OFFSHORE FUND	MKT VAL	4,339,723.	4,339,723.
KING STREET CAPITAL LTD	MKT VAL	6,741,759.	6,741,759.
GIOVINE INVESTORS PARTNERS	MKT VAL	2,857,438.	2,857,438.
SOUTHPORT ENERGY PLUS OFFSHORE	MKT VAL	0.	0.
COGENT INV STRATEGIES-MADISON ST	MKT VAL	4,679,342.	4,679,342.
ARTIS TECHNOLOGY	MKT VAL	204,800.	204,800.
YORK CREDIT OPPS UNIT TRUST	MKT VAL	5,013,185.	5,013,185.
LAZARD EM BOND FUND	MKT VAL	2,553,874.	2,553,874.
M. KINGDON OFFSHORE LTD	MKT VAL	2,856,362.	2,856,362.
JP MORGAN TRANSFER ACCOUNT	MKT VAL	506.	506.
BLACKSTONE FUND OF FUNDS	MKT VAL	5,108,787.	5,108,787.
OHA EURO CREDIT FUND	MKT VAL	363,249.	363,249.
BLACKSTONE REAL ESTATE VII	MKT VAL	1,831,259.	1,831,259.
	TOTAL	\$ 55,965,169.	\$ 55,965,169.

UNIHEALTH FOUNDATION

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STATEMENT 10
FORM 990-PF, PART II, LINE 14
LAND, BUILDINGS, AND EQUIPMENT

<u>CATEGORY</u>	<u>BASIS</u>	<u>ACCUM. DEPREC.</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
FURNITURE AND FIXTURES	\$ 36,174.	\$ 35,187.	\$ 987.	\$ 986.
MACHINERY AND EQUIPMENT	39,806.	30,358.	9,448.	9,449.
IMPROVEMENTS	31,364.	25,836.	5,528.	5,528.
TOTAL	\$ 107,344.	\$ 91,381.	\$ 15,963.	\$ 15,963.

STATEMENT 11
FORM 990-PF, PART II, LINE 15
OTHER ASSETS

	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
DEFERRED COMPENSATION	\$ 330,815.	\$ 330,815.
DEPOSITS	9,165.	9,165.
ONSITE HEALTH PRI RECEIVABLE	71,500.	71,500.
PREPAID EXCISE TAX	59,000.	59,000.
PREPAID INSURANCE	50,517.	50,517.
TOTAL	\$ 520,997.	\$ 520,997.

STATEMENT 12
FORM 990-PF, PART II, LINE 22
OTHER LIABILITIES

EMPLOYEE SETTLEMENT	\$ 447,000.
DEFERRED COMPENSATION	328,994.
BOND RELATED FEES	20,026.
ACCRUED EXPENSES & PAYABLES	750,332.
TOTAL	\$ 1,546,352.

STATEMENT 13
FORM 990-PF, PART III, LINE 3
OTHER INCREASES

CHANGE IN ACCOUNTING ESTIMATE	\$ 45,887.
UNREALIZED GAINS FROM INVESTMENTS	31,061,111.
UNREALIZED GAINS FROM PASS THROUGH ENTITIES	3,448,690.
TOTAL	\$ 34,555,688.

UNIHEALTH FOUNDATION

95-5004033

STATEMENT 14
FORM 990-PF, PART III, LINE 5
OTHER DECREASES

INTEREST & DIVIDENDS FROM PASS THROUGH ENTITIES

TOTAL \$ 1,156,520.
\$ 1,156,520.

STATEMENT 15
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
DAVID CARPENTER 800 WILSHIRE BLVE, SUITE 1300 LOS ANGELES, CA 90017	CHAIRMAN & CEO 20.00	\$ 150,000.	\$ 22,500.	\$ 9,600.
MARY ODELL 800 WILSHIRE BLVE, SUITE 1300 LOS ANGELES, CA 90017	PRESIDENT 40.00	220,673.	32,538.	9,600.
KATHLEEN SALAZAR 800 WILSHIRE BLVE, SUITE 1300 LOS ANGELES, CA 90017	CFO 40.00	171,750.	24,762.	0.
DAVID S. CANNOM 800 WILSHIRE BLVD, SUITE 1300 LOS ANGELES, CA 90017	DIRECTOR 5.00	22,000.	0.	0.
BRADLEY CALL 800 WILSHIRE BLVD, SUITE 1300 LOS ANGELES, CA 90017	DIRECTOR 5.00	26,000.	0.	0.
ROBERT G. SPLAWN 800 WILSHIRE BLVD, SUITE 1300 LOS ANGELES, CA 90017	DIRECTOR 5.00	20,250.	0.	0.
LYDIA KENNARD 800 WILSHIRE BLVD, SUITE 1300 LOS ANGELES, CA 90017	DIRECTOR 5.00	24,750.	0.	0.
CHARLES REED 800 WILSHIRE BLVD, SUITE 1300 LOS ANGELES, CA 90017	DIRECTOR 5.00	26,750.	0.	0.
KEITH RENKEN 800 WILSHIRE BLVD, SUITE 1300 LOS ANGELES, CA 90017	DIRECTOR 5.00	25,500.	0.	0.
FRANK SANCHEZ 800 WILSHIRE BLVD, SUITE 1300 LOS ANGELES, CA 90017	DIRECTOR 5.00	22,750.	0.	0.

UNIHEALTH FOUNDATION

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STATEMENT 15 (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
JEAN BIXBY SMITH 800 WILSHIRE BLVD, SUITE 1300 LOS ANGELES, CA 90017	DIRECTOR 5.00	\$ 1,500.	\$ 0.	\$ 0.
TOTAL		\$ 711,923.	\$ 79,800.	\$ 19,200.

STATEMENT 16
 FORM 990-PF, PART IX-B, LINE 1
 SUMMARY OF PROGRAM-RELATED INVESTMENTS

LOAN TO ONSITE HEALTH SOLUTIONS FOR START-UP AND WORKING CAPITAL NEEDS. ADDITIONAL DISBURSEMENTS TO BE MADE BASED ON ACHIEVEMENT OF VARIOUS BENCHMARKS. INTEREST ONLY PAYMENTS ON PRINCIPAL BALANCE AT 5% FOR TWO YEARS WITH FULL AMORTIZATION OF PRINCIPAL AND INTEREST THEREAFTER DUE ON AUGUST 31, 2019.

STATEMENT 17
 FORM 990-PF, PART XV, LINE 2A-D
 APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM:	
NAME:	UNIHEALTH FOUNDATION
CARE OF:	MARY ODELL
STREET ADDRESS:	800 WILSHIRE BLVD., SUITE 1300
CITY, STATE, ZIP CODE:	LOS ANGELES, CA 90017
TELEPHONE:	
FORM AND CONTENT:	GRANT APPLICATION OUTLINE PROVIDED UPON SUBMISSION OF LETTER OF INQUIRY
SUBMISSION DEADLINES:	DETERMINED ON AN ANNUAL BASIS
RESTRICTIONS ON AWARDS:	AWARDS RESTRICTED GEOGRAPHICALLY

9/30/12

2011 FEDERAL BOOK SUMMARY DEPRECIATION SCHEDULE

PAGE 1

UNIHEALTH FOUNDATION

95-5004033

NO.	DESCRIPTION	DATE ACQUIRED	DATE SOLD	COST/ BASIS	BUS PCT	CUR 179/ SDA	PRIOR 179/ SDA/ DEPR	METHOD	LIFE	CURRENT DEPR
FORM 199										
FURNITURE AND FIXTURES										
1	6 LATERAL STEELCASE FILES	6/30/91		3,064			2,589	S/L	20	0
2	9 LATERAL FILES	8/30/91		5,035			5,035	S/L	10	0
3	10 LATERAL FILES	12/30/91		4,474			4,474	S/L	15	0
4	RECEPTION CHAIRS	7/30/98		1,616			1,616	S/L	5	0
5	OFFICE FURNITURE	7/30/95		14,441			14,441	S/L	10	0
6	VERTICAL 4 DRAWER FILE	12/30/99		1,203			1,203	S/L	10	0
11	PROXIMA LSI PROJECTOR	12/30/99		3,768			3,768	S/L	5	0
12	CONF ROOM FURNITURE	4/28/05		2,573			1,650	S/L	10	411
	TOTAL FURNITURE AND FIXTURE			36,174		0	34,776			411
IMPROVEMENTS										
8	LHI, 800 WILSHIRE	6/30/04		30,427			22,058	S/L	10	3,043
10	LHI, 800 WILSHIRE	11/17/04		937			641	S/L	10	93
	TOTAL IMPROVEMENTS			31,364		0	22,699			3,136
MACHINERY AND EQUIPMENT										
7	LAPTOP COMPUTERS	2/29/00		6,260			6,260	S/L	3	0
9	COMPUTERS	6/30/04		11,059			11,059	S/L	3	0
13	SOFTWARE	1/24/05		3,831			3,831	S/L	3	0
14	COMPUTER	9/30/05		1,249			1,249	S/L	3	0
15	COMPUTER EQUIPMENT	7/16/09		4,347			3,717	S/L	3	630
16	COMPUTER EQUIPMENT	6/18/10		2,541			1,060	S/L	3	847
17	COMPUTER EQUIPMENT	7/06/12		10,519				S/L	3	1,705
	TOTAL MACHINERY AND EQUIPME			39,806		0	27,176			3,182
	TOTAL DEPRECIATION			107,344		0	84,651			6,729
	GRAND TOTAL DEPRECIATION			107,344		0	84,651			6,729

PACIFIC HEDGED STRATEGIES, LLC
EIN # 91-2056482
ATTACHMENT TO FEDERAL SCHEDULE K-1

NAME UNIHEALTH FOUNDATION
ID # 95-5004033

INFORMATION REPORTING REQUIRED FOR CASH OR PROPERTY TRANSFERS TO FOREIGN CORPORATIONS (IRS FORM 926)

THE PARTNERSHIP CONTRIBUTED CASH TO FOREIGN CORPORATIONS DESCRIBED IN I R C. SECTION 6038B PURSUANT TO TREASURY REGULATION SECTION 1.6038B-1(b)(3). EACH PARTNER WHO IS A U S PERSON IS REQUIRED TO FILE IRS FORM 926 WITH THE PARTNER'S TAX RETURN IF THE PARTNER'S SHARE OF THE CASH TRANSFERRED TO THE FOREIGN CORPORATION EXCEEDS \$100,000

YOU HAVE AN INDIRECT INTEREST IN THE FOLLOWING FOREIGN CORPORATIONS

NAME AND ADDRESS OF TRANSFEREE	TAX ID	ENTITY TYPE	COUNTRY	YEAR	AMOUNT	CEC	9a/9b
BLACK DIAMOND STRUCTURED OPPORTUNITIES LTD UBS FUND SERVICES (CAYMAN) LTD, 227 ELGIN AVENUE, P O BOX 852 GRAND CAYMAN, KY1-1103, CAYMAN ISLANDS	N/A	CORPORATION	CAYMAN ISLANDS	2011	60,706	NO	NOMINAL
CONCORDIA INSTITUTIONAL MULTI-STRATEGY, LTD QUORUM INTERNATIONAL LIMITED, REID HOUSE, 31 CHURCH STREET HAMILTON HM12, BERMUDA	N/A	CORPORATION	BERMUDA	2011	178,554	NO	NOMINAL
CWD OC 522 OFFSHORE FUND, LTD MAPLES CORPORATE SERVICES LTD, PO BOX 309, UGLAND HOUSE GRAND CAYMAN KY1 1104, CAYMAN ISLANDS	N/A	CORPORATION	CAYMAN ISLANDS	2011	125,502	NO	NOMINAL
HARBINGER CLASS LS HOLDINGS I (CAYMAN), LTD OGIER FIDUCIARY SERVICES (CAYMAN) LIMITED, P O BOX 1234, QUEENSGATE HOUSE, GRAND CAYMAN, KY1 1108, CAYMAN ISLANDS, B W I	N/A	CORPORATION	CAYMAN ISLANDS	2011	121,827	NO	NOMINAL
HENDERSON AGRICULTURAL FUND LIMITED MAPLES CORPORATE SERVICES LTD PO BOX 309, UGLAND HOUSE GRAND CAYMAN KY1 1104, CAYMAN ISLANDS	N/A	CORPORATION	CAYMAN ISLANDS	2011	75,490	NO	NOMINAL
LIBREMAX OC OFFSHORE FUND, LTD PO BOX 309GT UGLAND HOUSE, SOUTH CHURCH STREET GRAND CAYMAN, CAYMAN ISLANDS	N/A	CORPORATION	CAYMAN ISLANDS	2011	204,892	NO	NOMINAL
LOAN VALUE OC FUND LTD C/O WALKERS CORPORATE SERVICES LIMITED, WALKER HOUSE, 87 MARY STREET GEORGE TOWN, GRAND CAYMAN KY1-9005, CAYMAN ISLANDS	N/A	CORPORATION	CAYMAN ISLANDS	2011	109,578	NO	NOMINAL
MAST OC I LTD WALKERS SPV LIMITED, WALKER HOUSE, 87 MARY STREET GEORGE TOWN GRAND CAYMAN KY1-9002, CAYMAN ISLANDS	N/A	CORPORATION	CAYMAN ISLANDS	2011	66,148	NO	NOMINAL
MCDONNELL LOAN OPPORTUNITY FUND, LTD WALKERS SPV LIMITED, WALKER HOUSE, 87 MARY STREET GEORGE TOWN GRAND CAYMAN KY1-9002, CAYMAN ISLANDS	N/A	CORPORATION	CAYMAN ISLANDS	2011	62,908	NO	NOMINAL
NOKOTA CAPITAL OFFSHORE FUND, LTD WALKERS SPV LIMITED PO BOX 908GT, WALKER HOUSE GEORGE TOWN GRAND CAYMAN, CAYMAN ISLANDS BRITISH WEST INDIES	N/A	CORPORATION	CAYMAN ISLANDS	2011	182,539	NO	NOMINAL
NORTHWEST CHINA OPPORTUNITIES FUND PO BOX 309, UGLAND HOUSE GRAND CAYMAN, CAYMAN ISLANDS, KY1 1104	N/A	CORPORATION	CAYMAN ISLANDS	2011	64,481	NO	NOMINAL
OC 19 OFFSHORE FUND, LTD C/O MAPLES CORPORATE SERVICES LIMITED P O BOX 309 UGLAND HOUSE GRAND CAYMAN, KY1-1104, CAYMAN ISLANDS	N/A	CORPORATION	CAYMAN ISLANDS	2011	258,972	NO	NOMINAL
OC 520 OFFSHORE FUND, LTD C/O UBS FUND SERVICES (CAYMAN) LTD UBS HOUSE 227 ELGIN AVENUE, P O BOX 852 GRAND CAYMAN, KY1-1103, CAYMAN ISLANDS	N/A	CORPORATION	CAYMAN ISLANDS	2011	181,595	NO	NOMINAL

<u>NAME AND ADDRESS OF TRANSFEREE</u>	<u>TAX ID</u>	<u>ENTITY TYPE</u>	<u>COUNTRY</u>	<u>YEAR</u>	<u>AMOUNT</u>	<u>CFC</u>	<u>2a/2b</u>
QC 521 OFFSHORE FUND LTD C/O WALKERS CORPORATE SERVICES LIMITED WALKER HOUSE, 87 MARY STREET, GEORGE TOWN GRAND CAYMAN, KY1 9005, CAYMAN ISLANDS	N/A	CORPORATION	UNITED STATES	2011	252,786	NO	NOMINAL
PIMCO MULTI-ASSET VOLATILITY OFFSHORE FUND WALKERS CORPORATE SERVICES LIMITED WALKER HOUSE, 87 MARY STREET, GEORGE TOWN GRAND CAYMAN, KY1-9005, CAYMAN ISLANDS	N/A	CORPORATION	CAYMAN ISLANDS	2011	176,038	NO	NOMINAL
PM MANAGER FUND, SPC - SEGREGATED PORTFOLIO 26 WALKERS CORPORATE SERVICES LIMITED GEORGE TOWN, GRAND CAYMAN, KY1-9005, CAYMAN ISLANDS	N/A	CORPORATION	CAYMAN ISLANDS	2011	52,109	NO	NOMINAL
PM MANAGER FUND, SPC - SEGREGATED PORTFOLIO 27 WALKERS CORPORATE SERVICES LIMITED GEORGE TOWN, GRAND CAYMAN, KY1-9005, CAYMAN ISLANDS	N/A	CORPORATION	CAYMAN ISLANDS	2011	245,132	NO	NOMINAL
STANDARD GENERAL OC OFFSHORE FUND LTD WALKER HOUSE, 87 MARY STREET GEORGE TOWN, GRAND CAYMAN KY1-9005, CAYMAN ISLANDS	N/A	CORPORATION	CAYMAN ISLANDS	2011	73,917	NO	NOMINAL

IF YOU NEED MORE INFORMATION REGARDING THE ABOVE FOREIGN CORPORATIONS, PLEASE CONTACT PACIFIC HEDGED STRATEGIES, LLC

PLEASE CONSULT YOUR TAX ADVISOR REGARDING YOUR POTENTIAL FILING REQUIREMENT OF FORM 926 WITH YOUR TAX RETURN