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

2012

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 2012, or tax year beginning

, 2012, and ending

MATSUI FOUNDATION  
1645 OLD STAGE ROAD  
SALINAS, CA 93908

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

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

**I** Fair market value of all assets at end of year    **J** Accounting method     Cash     Accrual  
 (from Part II, column (c), line 16)     Other (specify)    (Part I, column (d) must be on cash basis) --  
 ► \$ 1,037,375.

**A** Employer identification number  
 20-0483500

**B** Telephone number (see the instructions)  
 831-422-2516

**C** If exemption application is pending, check here ►

**D** 1 Foreign organizations, check here ►

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

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

**F** If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ►

<b>Part I Analysis of Revenue and Expenses</b> (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)	752,000.			
	2 Ck ► <input type="checkbox"/> if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	16,910.	16,910.	16,910.	
	4 Dividends and interest from securities				
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
ADMINISTRATIVE EXPENSES	b Less Cost of goods sold				
	c Gross profit/(loss) (att sch)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	768,910.	16,910.	16,910.	
	13 Compensation of officers, directors, trustees, etc.	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch) SEE ST 1	5,785.			
	c Other prof fees (attach sch) SEE ST 2	42,000.			
	17 Interest				
OPERATING AND EXPENSES	18 Taxes (attach schedule X see instrs) SEE STM 3	1,300.			
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) SEE STATEMENT 4	22,680.			
	24 Total operating and administrative expenses. Add lines 13 through 23	71,765.			
	25 Contributions, gifts, grants paid PART. XV	561,000.			
	26 Total expenses and disbursements. Add lines 24 and 25.	632,765.	0.	64,580.	566,885.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	136,145.			
	b Net investment income (if negative, enter -0-)		16,910.		
	c Adjusted net income (if negative, enter -0-)			0.	

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<b>Part II</b> <b>Balance Sheets</b>		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
<b>ASSETS</b>	(a) Book Value	(b) Book Value	(c) Fair Market Value	
	1 Cash – non-interest-bearing	141,066.	264,669.	264,669.
	2 Savings and temporary cash investments	749,948.	766,858.	766,858.
	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)			
	b Investments – corporate stock (attach schedule)			
	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			
	Less: accumulated depreciation (attach schedule)			
	15 Other assets (describe ▶ SEE STATEMENT 5 )	8,523.	5,848.	5,848.
	16 Total assets (to be completed by all filers see the instructions. Also, see page 1, item I)	899,537.	1,037,375.	1,037,375.
<b>LIABILITIES</b>	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 6 )	311.	2,004.	
<b>NET FUND</b>	23 Total liabilities (add lines 17 through 22)	311.	2,004.	
	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.	<input checked="" type="checkbox"/>		
<b>ASSETS</b>	24 Unrestricted	899,226.	1,035,371.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.	<input type="checkbox"/>		
	27 Capital stock, trust principal, or current funds			
<b>NET ASSETS</b>	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)	899,226.	1,035,371.	
	31 Total liabilities and net assets/fund balances (see instructions)	899,537.	1,037,375.	

**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	899,226.
2 Enter amount from Part I, line 27a	2	136,145.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	1,035,371.
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	1,035,371.

**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)
1 a N/A					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
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					
b					
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		
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		

**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.)

N/A

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))
2011			
2010			
2009			
2008			
2007			

2 Total of line 1, column (d)	2
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
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4
5 Multiply line 4 by line 3	5
6 Enter 1% of net investment income (1% of Part I, line 27b)	6
7 Add lines 5 and 6	7
8 Enter qualifying distributions from Part XII, line 4	8

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. <input type="checkbox"/> and enter 'N/A' on line 1.		
Date of ruling or determination letter: <b>(attach copy of letter if necessary – see instrs)</b>		1	338.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b.		
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, 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	338.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	5	338.
6	<b>Credits/Payments</b>		
a	2012 estimated tax pmts and 2011 overpayment credited to 2012.	6 a	
b	Exempt foreign organizations – tax withheld at source	6 b	
c	Tax paid with application for extension of time to file (Form 8868)	6 c	700.
d	Backup withholding erroneously withheld	6 d	
7	Total credits and payments Add lines 6a through 6d	7	700.
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	362.
11	Enter the amount of line 10 to be: Credited to 2013 estimated tax <input type="checkbox"/> 362. <input type="checkbox"/> Refunded. <input type="checkbox"/>	11	0.

**Part VII-A** **Statements Regarding Activities**

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?	Yes	No
1 a		X	
1 b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?	Yes	No
1 b		X	
If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
1 c	Did the foundation file <b>Form 1120-POL</b> for this year?	Yes	No
1 c		X	
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:		
(1)	On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.	0.	
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0.		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <input type="checkbox"/>	2	X
If 'Yes,' attach a detailed description of the activities.			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes	3	X
4 a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4 a	X
b	If 'Yes,' has it filed a tax return on <b>Form 990-T</b> for this year? <input type="checkbox"/>	4 b	N/A
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <input type="checkbox"/>	5	X
If 'Yes,' attach the statement required by <b>General Instruction T</b>			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:	6	X
<ul style="list-style-type: none"> <li>• By language in the governing instrument, or</li> <li>• 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?</li> </ul>			
7	Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV	7	X
8 a	Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/>	8 b	X
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 <b>General Instruction G?</b> If 'No,' attach explanation.	9	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 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If 'Yes,' complete Part XIV	10	X
10	Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses		

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

11		X
12		X
13	X	
► <u>WWW.ANDYMATSUIFOUNDATION.ORG</u>		
14	Telephone no. ► 831-422-2516	
Located at ► 1645 OLD STAGE ROAD, SALINAS, CA ZIP + 4 ► 93908		
15	N/A	► <input type="checkbox"/>
16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country ►		

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

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

1a	During the year did the foundation (either directly or indirectly):		Yes	No
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
1b	If any answer is 'Yes' to 1a(1)-(6), did <b>any</b> 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)?		► <input type="checkbox"/> N/A	
1c	Organizations relying on a current notice regarding disaster assistance check here			
2	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 2012?			
2a	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))			
2b	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?		► <input type="checkbox"/> N/A	
If 'Yes,' list the years ► 20__, 20__, 20__, 20__				
2c	Are there any years listed in 2a for which the foundation is <b>not</b> 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)			
3a	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here ► 20__, 20__, 20__, 20__			
3b	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	
3c	If 'Yes,' did it have excess business holdings in 2012 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 2012.)			
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?			
4b	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 2012?			

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

5 a. 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)?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  NoIf 'Yes,' attach the statement required by *Regulations section 53.4945-5(d)*.6 a. Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?  Yes  Nob. 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.

7 a. 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

7 b.

**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
TOSHIKIYO ANDY MATSUI 1645 OLD STAGE ROAD SALINAS, CA 93908	PRESIDENT 5.00	0.	0.	0.
YASUKO MATSUI 1645 OLD STAGE ROAD SALINAS, CA 93908	SEC & CFO 5.00	0.	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

BAA

TEEA0306L 12/25/12

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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
<u>NONE</u>		
-----		
-----		
-----		
-----		
-----		
-----		
-----		
-----		
-----		
-----		
-----		
<b>Total</b> number of others receiving over \$50,000 for professional services		<b>0</b>

**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
<b>1</b>	<u>SEE STATEMENT 7</u>	
2	-----	619,943.
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
<b>1</b>	<u>N/A</u>	
2	-----	
<b>3</b>	-----	
<b>Total.</b> Add lines 1 through 3		<b>0.</b>

BAA

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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	
b Average of monthly cash balances .....	1b	1,189,509.
c Fair market value of all other assets (see instructions) .....	1c	7,186.
d <b>Total</b> (add lines 1a, b, and c) .....	1d	1,196,695.
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	1,196,695.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions) .....	4	17,950.
5 <b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4 .....	5	1,178,745.
6 <b>Minimum investment return.</b> Enter 5% of line 5 .....	6	58,937.

**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 .....	N/A	1
2a Tax on investment income for 2012 from Part VI, line 5 .....	2a	
b Income tax for 2012. (This does not include the tax from Part VI) .....	2b	
c Add lines 2a and 2b .....	2c	
3 Distributable amount before adjustments. Subtract line 2c from line 1. ....	3	
4 Recoveries of amounts treated as qualifying distributions. ....	4	
5 Add lines 3 and 4 .....	5	
6 Deduction from distributable amount (see instructions) .....	6	
7 <b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	

**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	566,885.
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	3a	
a Suitability test (prior IRS approval required)	3b	
b Cash distribution test (attach the required schedule)	4	566,885.
4 <b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	5	
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)	6	566,885.
6 <b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4		

**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)**

N/A

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only				
b Total for prior years: 20 ____ , 20 ____ , 20 ____				
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010...				
e From 2011				
f Total of lines 3a through e				
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$				
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required – see instructions)				
c Treated as distributions out of corpus (Election required – see instructions)				
d Applied to 2012 distributable amount				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b				
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				
d Subtract line 6c from line 6b. Taxable amount – see instructions				
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount – see instructions				
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010...				
d Excess from 2011				
e Excess from 2012				

BAA

Form 990-PF (2012)

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

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 2012, enter the date of the ruling				► 4/06/04
b	Check box to indicate whether the foundation is a private operating foundation described in section <input checked="" type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 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				
b	85% of line 2a				
c	Qualifying distributions from Part XII, line 4 for each year listed				
d	Amounts included in line 2c not used directly for active conduct of exempt activities				
e	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c				
3	Complete 3a, b, or c for the alternative test relied upon				
a	'Assets' alternative test – enter:				
(1)	Value of all assets				
(2)	Value of assets qualifying under section 4942(j)(3)(B)(i)				
b	'Endowment' alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				
c	'Support' alternative test – enter:				
(1)	Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				
(3)	Largest amount of support from an exempt organization				
(4)	Gross investment income				

**Part XV Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year – see instructions.)**1 Information Regarding Foundation Managers:**

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

SEE STATEMENT 8

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 or e-mail of the person to whom applications should be addressed:

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

c Any submission deadlines:

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a Paid during the year</b>				
SEE STATEMENT 8	NONE	N/A	COLLEGE SCHOLARSHIP	545,000.
BOY SCOUTS OF AMERICA - MONTEREY BAY 55 E SAN JOAQUIN ST SALINAS, CA 93901	NONE	PUBLIC	CHARITABLE	10,000.
CHUALAR UNION ELEMENTARY SCHOOL 24285 LINCOLN ST CHUALAR, CA 93925	NONE	PUBLIC	CHARITABLE	6,000.
<b>Total</b>			► 3a	561,000.
<b>b Approved for future payment</b>				
<b>Total</b>			► 3b	

## Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments				14	16,910.
4 Dividends and interest from securities					
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				16,910.	
13 Total. Add line 12, columns (b), (d), and (e)				13	16,910.
(See worksheet in line 13 instructions to verify calculations )					

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

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

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

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

(1) Cash . . . . .  
(2) Other assets . . . . .

### **b Other transactions**

- (1) Sales of assets to a noncharitable exempt organization . . . . .
- (2) Purchases of assets from a noncharitable exempt organization . . . . .
- (3) Rental of facilities, equipment, or other assets . . . . .
- (4) Reimbursement arrangements . . . . .
- (5) Loans or loan guarantees . . . . .
- (6) Performance of services or membership or fundraising solicitations . . . . .

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

	Yes	No
1 a (1)		X
1 a (2)		X
1 b (1)		X
1 b (2)		X
1 b (3)		X
1 b (4)		X
1 b (5)		X
1 b (6)		X
1 c		X

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

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

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

Yes  No

**b** If 'Yes,' complete the following schedule

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

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

**Sign  
Here**

~~Signature of officer or trustee~~

Date

## Title

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

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	GREGORY M. LOMAZZI		6/6/13		P00281327
	Firm's name ► MOSS ADAMS, LLP	Firm's EIN ► 91-0189318			
Firm's address ► 635 CAMPBELL TECHNOLOGY PKWY CAMPBELL, CA 95008-5071				Phone no (408) 369-2400	

**BAA**

**Schedule B**  
(Form 990, 990-EZ,  
or 990-PF)

Department of the Treasury  
Internal Revenue Service

OMB No 1545-0047

**Schedule of Contributors**

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

**2012**

Name of the organization	Employer identification number
<b>MATSUI FOUNDATION</b>	20-0483500

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 (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, 990EZ, or 990-PF.**

Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Name of organization

MATSUI FOUNDATION

Employer identification number

20-0483500

**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	TOSHIKIYO & YASUKO MATSUI 1645 OLD STAGE ROAD SALINAS, CA 93908	\$ 750,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II if there is a noncash contribution.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II if there is a noncash contribution.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II if there is a noncash contribution.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II if there is a noncash contribution.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II if there is a noncash contribution.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II if there is a noncash contribution.)

Name of organization

MATSUI FOUNDATION

Employer identification number

20-0483500

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

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

BAA

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**Name of organization**

## MATSUI FOUNDATION

**Employer identification number**

Employer identification  
20-0483500

HANDBUCH  
Parität

**Exclusively religious, charitable, etc, individual contributions to section 501(c)(7), (8) or (10) organizations that total more than \$1,000 for the year.** Complete columns (a) through (e) and the following line entry.

For organizations completing Part III, enter total of exclusively religious, charitable, etc, contributions of **\$1,000 or less** for the year. (Enter this information once. See instructions ) Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
N/A			
(e) Transfer of gift Transferee's name, address, and ZIP + 4			Relationship of transferor to transferee
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift Transferee's name, address, and ZIP + 4			
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift Transferee's name, address, and ZIP + 4			
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift Transferee's name, address, and ZIP + 4			
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift Transferee's name, address, and ZIP + 4			
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift Transferee's name, address, and ZIP + 4			

2012

## FEDERAL STATEMENTS

PAGE 1

MATSUI FOUNDATION

20-0483500

**STATEMENT 1**  
**FORM 990-PF, PART I, LINE 16B**  
**ACCOUNTING FEES**

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MOHLER, NIXON & WILLIAMS.	\$ 5,785.	\$ 0.	\$ 0.	\$ 5,785.
TOTAL	<u>\$ 5,785.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 5,785.</u>

**STATEMENT 2**  
**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
CONSULTING FEES	\$ 42,000.	\$ 0.	\$ 42,000.	\$ 0.
TOTAL	<u>\$ 42,000.</u>	<u>\$ 0.</u>	<u>\$ 42,000.</u>	<u>\$ 0.</u>

**STATEMENT 3**  
**FORM 990-PF, PART I, LINE 18**  
**TAXES**

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	\$ 1,300.	\$ 0.	\$ 0.	\$ 0.
TOTAL	<u>\$ 1,300.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

**STATEMENT 4**  
**FORM 990-PF, PART I, LINE 23**  
**OTHER EXPENSES**

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADVERTISING	\$ 3,764.	\$ 3,764.	\$ 3,764.	
BOOKS	2,674.		2,674.	
FILING FEES	100.			\$ 100.
MISCELLANEOUS EXPENSE	53.		53.	
SCHOLARSHIP BANQUET	7,884.		7,884.	
SCHOLARSHIP COMMITTEE	2,000.		2,000.	
SIGNS	620.		620.	
WEBSITE	5,585.		5,585.	
TOTAL	<u>\$ 22,680.</u>	<u>\$ 0.</u>	<u>\$ 22,580.</u>	<u>\$ 100.</u>

2012

## FEDERAL STATEMENTS

PAGE 2

MATSUI FOUNDATION

20-0483500

**STATEMENT 5**  
**FORM 990-PF, PART II, LINE 15**  
**OTHER ASSETS**

	BOOK VALUE	FAIR MARKET VALUE
DUE FROM MATSUI CRT	\$ 5,848.	\$ 5,848.
TOTAL	<u>\$ 5,848.</u>	<u>\$ 5,848.</u>

**STATEMENT 6**  
**FORM 990-PF, PART II, LINE 22**  
**OTHER LIABILITIES**

DUE TO SHAREHOLDER	\$ 311.
DUE TO ANDY MATSUI	1,693.
TOTAL	<u>\$ 2,004.</u>

**STATEMENT 7**  
**FORM 990-PF, PART IX-A, LINE 1**  
**SUMMARY OF DIRECT CHARITABLE ACTIVITIES**

DIRECT CHARITABLE ACTIVITIES	EXPENSES
THE ORGANIZATION HAS BEEN FORMED TO ENHANCE AND IMPROVE THE ECONOMIC CONDITIONS AND OVERALL QUALITY OF LIFE IN MONTEREY COUNTY, CALIFORNIA. ITS PRIMARY ACTIVITY IS TO IDENTIFY LOWER INCOME HIGH SCHOOL SENIORS RESIDING IN MONTEREY COUNTY, CALIFORNIA, AND PROVIDE THEM WITH COLLEGE SCHOLARSHIPS. SEE PART XV FOR INDIVIDUAL PROVIDED WITH SUCH SCHOLARSHIP.	\$ 619,943.

**STATEMENT 8**  
**FORM 990-PF, PART XV, LINE 1A**  
**FOUNDATION MANAGERS - 2% OR MORE CONTRIBUTORS**TOSHIKIYO ANDY MATSUI  
YASUKO MATSUI

**MATSUI FOUNDATION**  
**Grants and Contributions Paid During The Year**  
FOR THE YEAR ENDED 12/31/12

20-0483500  
FORM 990-PF, PART XV, LINE 3A  
RECIPIENT PAID DURING THE YEAR  
STATEMENT 9

	Name	STREET ADDRESS	CITY	STATE	ZIP CODE	DONEE/RECIPIENT RELATIONSHIP	PURPOSE OF GRANT/CONT	Amount
1		912 ACOSTA PLAZA UNIT 7	SALINAS	CA	93905	NONE	EDUCATION	10,000
2	ADAM IRINO	19017 KAREN DR	PRUNEDALE	CA	93907	NONE	EDUCATION	10,000
3	ADRIAN RODRIGUEZ	326 ST MATTHEWS ST PO BOX 1758	GREENFIELD	CA	93927	NONE	EDUCATION	10,000
4	ALEJANDRA CABRERA	1221 FAIRHAVEN STREET	SALINAS	CA	93905	NONE	EDUCATION	5,000
5	ANDREA AGUILAR	478 INDIAN WARRIOR WAY	SOLEDAD	CA	93960	NONE	EDUCATION	5,000
6	ANITA SAAVEDRA	4485 ROBBINS ST	SAN DIEGO	CA	92122	NONE	EDUCATION	10,000
7	ANNA MARIE SUGHAI	821 GRACE ST	MONTEREY	CA	93940	NONE	EDUCATION	10,000
8	ANNAMARIE DOMINNO-CAILLES	317 SAN JUAN GRADE RD	SALINAS	CA	93906	NONE	EDUCATION	10,000
9	ARELI RIOS	330 DE NEZE DR RM #A7-204	LOS ANGELES	CA	90024	NONE	EDUCATION	5,000
10	ARIYANTI SANI	3138 MESSINGER DR	MARINA	CA	93933	NONE	EDUCATION	10,000
11	ARTURO MANZO RUIZ	P O BOX 737	CHUALAR	CA	93925	NONE	EDUCATION	10,000
12	AURORA BUELL	1072 SIXTH ST #4	MONTEREY	CA	93940	NONE	EDUCATION	10,000
13	CHRISTINA HUYNH NGUYEN	P O BOX 1248	MARINA	CA	93933	NONE	EDUCATION	10,000
14	CHRISTOPHER HALCON	625 JOHN ST	SALINAS	CA	93905	NONE	EDUCATION	10,000
15	CLARISA HERNANDEZ	P O BOX 368	BIG SUR	CA	93920	NONE	EDUCATION	10,000
16	CONSUELO VELASQUEZ	1928 HASTE ST, APT A	BERKELEY	CA	94704	NONE	EDUCATION	10,000
17	EDDY DORANTES	26400 VIA MALLORCA	CARMEL	CA	93923	NONE	EDUCATION	10,000
18	EDGAR CALVILLO	1277 NOGAL DR #A	SALINAS	CA	93905	NONE	EDUCATION	10,000
19	ELIZABETH GONZALEZ	1456 MODOC AVE	SALINAS	CA	93906	NONE	EDUCATION	10,000
20	ELIZABETH MOSQUEDA	36200 MISSION RD	SOLEDAD	CA	93960	NONE	EDUCATION	10,000
21	ELLIS SMITH	719 17TH ST	PACIFIC GROVE	CA	93906	NONE	EDUCATION	10,000
22	EMYLEE STRICKLAND	310 COSTA DEL MAR RD	MARINA	CA	93933	NONE	EDUCATION	10,000
23	EMMA KOCINA	119 CHAPARRAL ST	SALINAS	CA	93906	NONE	EDUCATION	10,000
24	EMMANUEL OLVERA GARCIA	1284 SANTA LUCIA ST	GREENFIELD	CA	93927	NONE	EDUCATION	5,000
25	ERICA SALINAS	1753 YOSEMITE ST	SEASIDE	CA	93955	NONE	EDUCATION	5,000
26	ESTEBAN GONZALEZ	14462 DEL MONTE FARMS RD	CASTROVILLE	CA	95012	NONE	EDUCATION	5,000
27	GRACIELA ELIZONDO	P O BOX 2184	GREENFIELD	CA	93927	NONE	EDUCATION	10,000
28	GLADYS EDITH PRECIADO	P O BOX 1255	GONZALES	CA	93926	NONE	EDUCATION	5,000
29	GUADALUPE MEXICANO	625 CAMPBELL AVE	KING CITY	CA	93930	NONE	EDUCATION	10,000
30	HECTOR ROJAS	1121 ALAMO WAY, APT E	SALINAS	CA	93905	NONE	EDUCATION	10,000
31	ISELL CHAVARIN	P O BOX 838	CHULAR	CA	93925	NONE	EDUCATION	10,000
32	IYLA OLLINGER	2636 COLLEGE AVE	BERKELEY	CA	94704	NONE	EDUCATION	5,000
33	JASMINE FLANAGAN	838 SOUTH MAIN ST, STE A	SALINAS	CA	93901	NONE	EDUCATION	10,000
34	JENNIFER CAMACHO	1544 PARTRIDGE ST	SALINAS	CA	93905	NONE	EDUCATION	5,000
35	JENNYFER TENA	150 SHERWOOD DR #91	SALINAS	CA	93901	NONE	EDUCATION	10,000
36	JEREMY ISAIAH JACOBS	2505 FIFTH ST, APT #237	DAVIS	CA	95618	NONE	EDUCATION	10,000
37	JESUS GARCIA	755 MUSTANG WAY	GONZALES	CA	93926	NONE	EDUCATION	10,000
38	JOSHUA MOISES	1900 LUZERN ST	SEASIDE	CA	93955	NONE	EDUCATION	10,000
39	JUAN BARAJAS	535 JOHN ST APT #9	SALINAS	CA	93905	NONE	EDUCATION	5,000
40	KAREN GONZALEZ	2172 N MAIN ST APT B	SALINAS	CA	93906	NONE	EDUCATION	5,000
41	KAREN PEDRAZA	2036 SIERRA RD, APT 9	CONCORD	CA	94518	NONE	EDUCATION	5,000
42	KARLA LIZETH LIZAOLA	424 NOICE DR, APT 92	SALINAS	CA	93906	NONE	EDUCATION	10,000
43	KHANG NINH	75 NISSEN RD #43	SALINAS	CA	93901	NONE	EDUCATION	10,000
44	LAUREN GRANT	68008 JULON RD PO BOX #170	LOCKWOOD	CA	93932	NONE	EDUCATION	10,000
45	LORENA CHAVEZ	320 7TH ST	GREENFIELD	CA	93927	NONE	EDUCATION	10,000
46	MALCOLM TAJAH MOYER	366 RESERVATION RD APT I-8	MARINA	CA	93933	NONE	EDUCATION	10,000
47	MARIA GARCIA MEZA	22 RUSSELL RD APT G	SALINAS	CA	93906	NONE	EDUCATION	10,000
48	MAYRA MENDOZA	1530 BARCELONA CIR	SALINAS	CA	93906	NONE	EDUCATION	10,000
49	MONIQUE DODSON	PO BOX 1277	SEASIDE	CA	93955	NONE	EDUCATION	10,000
50	PATRICIA PUGA	6 EBARO PLACE	SALINAS	CA	93905	NONE	EDUCATION	10,000
51	PRIYA PATEL	425 MONTEREY STREET	SALINAS	CA	93901	NONE	EDUCATION	5,000
52	SAM SUMAN	3109 SEACREST AVE APT P4	MARINA	CA	93933	NONE	EDUCATION	10,000
53	SAN KIM	549 WILSON COURT	MARINA	CA	93933	NONE	EDUCATION	10,000
54	STEHLY BARR	311 LOBOS AVE	PACIFIC GROVE	CA	93950	NONE	EDUCATION	10,000
55	TANYA NAVA	1224 OLYMPIA AVE, APT B	SEASIDE	CA	93955	NONE	EDUCATION	5,000
56	TESSA CASTILLO	1140 MONARCH LN APT #111	PACIFIC GROVE	CA	93950	NONE	EDUCATION	10,000
57	TIFFANY WOO	1415 W NORTH ST, APT #822	ANAHEIM	CA	92801	NONE	EDUCATION	10,000
58	TIMOTHY C MIGUEL	288 FIFTH ST	SOLEDAD	CA	93960	NONE	EDUCATION	10,000
59	VERONICA CHRISTIE	P O BOX 720832	SAN JOSE	CA	95172	NONE	EDUCATION	10,000
60	VERONICA SANDOVAL GUERRERO	41 PASO MEDIANO	CARMEL VALLEY	CA	93924	NONE	EDUCATION	10,000
61	VERONICA ZAVALA	272 6TH STREET	SOLEDAD	CA	93960	NONE	EDUCATION	10,000
62	VICTOR MEDRANO	209 CEDAR AVE	GREENFIELD	CA	93927	NONE	EDUCATION	5,000
63	YESENIA HERNANDEZ MACIAS	47200 HIGHWAY 1	BIG SUR	CA	93920	NONE	EDUCATION	10,000
64	YULIANA RAMIREZ	1883 LANCASHIRE DR	SALINAS	CA	93906	NONE	EDUCATION	10,000
LESS RECOVERIES OF AMOUNTS DEDUCTED AS SCHOLARSHIPS IN 2011								(20,000)
<b>TOTAL</b>								<b>\$ 545,000</b>

Application for Extension of Time To File an  
Exempt Organization Return

► File a separate application for each return.

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

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

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

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

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

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

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions <b>MATSUI FOUNDATION</b>	Employer identification number (EIN) or <b>20-0483500</b>
File by the due date for filing your return. See instructions	Number, street, and room or suite number. If a P O box, see instructions <b>1645 OLD STAGE ROAD</b>	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions <b>SALINAS, CA 93908</b>	

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

**04**

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (section 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ► **TOSHIKIYO ANDY MATSUI**

Telephone No ► **831-422-2516** FAX No ►

- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN)  If this is for the whole group, check this box . If it is for part of the group, check this box  and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **8/15**, 20 **13**, to file the exempt organization return for the organization named above

The extension is for the organization's return for

►  calendar year 20 **12** or►  tax year beginning , 20 , and ending , 20 

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

3 a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3 a \$ <b>700.</b>
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3 b \$ <b>0.</b>
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3 c \$ <b>700.</b>

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