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

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

2012

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation <b>THE CALDWELL-FISHER CHARITABLE FOUNDATION</b>		A Employer identification number <b>77-0527966</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>3620 CLAY STREET</b>		B Telephone number <b>(650) 233-9000</b>
City or town, state, and ZIP code <b>SAN FRANCISCO, CA 94118</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ <b>2,992,904.</b>	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		1,815,289.		N/A	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		1,116.	1,116.		STATEMENT 2
4 Dividends and interest from securities		22,956.	6,399.		STATEMENT 3
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		47,696.			STATEMENT 1
b Gross sales price for all assets on line 6a <b>2,585,906.</b>					
7 Capital gain net income (from Part IV, line 2)			2,469,020.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		8,114.	0.		STATEMENT 4
12 Total. Add lines 1 through 11		1,895,171.	2,476,585.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 5		9,700.	0.		0.
c Other professional fees STMT 6		90.	0.		0.
17 Interest					
18 Taxes STMT 7		38,114.	0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 8		303.	0.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		48,207.	0.		0.
25 Contributions, gifts, grants paid		1,746,515.			1,746,515.
26 Total expenses and disbursements. Add lines 24 and 25		1,794,722.	0.		1,746,515.
27 Subtract line 26 from line 12		100,449.			
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)			2,476,585.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		1,457,178.	2,281,311.	2,281,310.
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock	STMT 9	1,749,886.	1,138,036.	711,594.
	c	Investments - corporate bonds	STMT 10	111,071.	0.	0.
11	Investments - land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other					
14	Land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation ▶					
15	Other assets (describe ▶ STATEMENT 11)		763.	0.	0.	
16	Total assets (to be completed by all filers)		3,318,898.	3,419,347.	2,992,904.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)		0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds		3,318,898.	3,419,347.	
30	Total net assets or fund balances		3,318,898.	3,419,347.		
31	Total liabilities and net assets/fund balances		3,318,898.	3,419,347.		

**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	3,318,898.
2	Enter amount from Part I, line 27a	2	100,449.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	3,419,347.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,419,347.

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**Part IV Capital Gains and Losses for Tax on Investment Income**

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 2,585,906.		116,836.	2,469,070.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			
b			
c			
d			
e			2,469,070.

2 Capital gain net income or (net capital loss)	2	2,469,070.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

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

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

1 Enter the appropriate amount in each column for each year, see 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 (col (b) divided by col (c))
2011	1,997,358.	3,231,886.	.618016
2010	1,477,072.	2,967,983.	.497669
2009	1,301,064.	2,065,851.	.629796
2008	1,208,731.	2,180,762.	.554270
2007	1,055,926.	1,925,267.	.548457

2 Total of line 1, column (d)	2	2.848208
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	.569642
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	3,050,474.
5 Multiply line 4 by line 3	5	1,737,678.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	24,766.
7 Add lines 5 and 6	7	1,762,444.
8 Enter qualifying distributions from Part XII, line 4	8	1,746,515.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)			
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		1	49,532.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0.
3 Add lines 1 and 2		3	49,532.
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	49,532.
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	74,161.	
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	74,161.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	24,629.	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax	11	24,629.	Refunded 0.

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
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? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) CA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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

<b>11</b> 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
<b>12</b> 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
<b>13</b> Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X	
<b>14</b> The books are in care of ► <u>JOHN FISHER</u> Telephone no ► <u>(650) 233-9000</u> Located at ► <u>3620 CLAY STREET, SAN FRANCISCO, CA</u> ZIP+4 ► <u>94118</u>			
<b>15</b> Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
<b>16</b> At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

		Yes	No
<b>1a</b> During the year did the foundation (either directly or indirectly) <div style="margin-left: 20px;">                     (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                 </div>			
<b>b</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	1b		
<b>c</b> 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?	1c		X
<b>2</b> 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)) <div style="margin-left: 20px;"> <b>a</b> 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"/> Yes <input checked="" type="checkbox"/> No                      If "Yes," list the years ► _____  <b>b</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 ) <span style="float: right;">N/A</span>  <b>c</b> If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here                      ► _____                 </div>	2b		
<b>3a</b> 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 <div style="margin-left: 20px;"> <b>b</b> 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.) <span style="float: right;">N/A</span> </div>	3b		
<b>4a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
<b>b</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 2012?	4b		X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

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

N/A

**5b**

Organizations relying on a current notice regarding disaster assistance check here

▶ ☐

**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

**6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

**6b**

**X**

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

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

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

**7b**

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JENNIFER CALDWELL 3620 CLAY STREET SAN FRANCISCO, CA 94118	PRESIDENT/VICE	PRESIDENT		
JOHN FISHER 3620 CLAY STREET SAN FRANCISCO, CA 94118	CEO/SECRETARY			

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

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

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

▶ **0**

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services 0

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

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

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

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

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**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

<b>1</b> Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b> Average monthly fair market value of securities	<b>1a</b>	879,376.
<b>b</b> Average of monthly cash balances	<b>1b</b>	2,217,552.
<b>c</b> Fair market value of all other assets	<b>1c</b>	
<b>d</b> Total (add lines 1a, b, and c)	<b>1d</b>	3,096,928.
<b>e</b> Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b> Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b> Subtract line 2 from line 1d	<b>3</b>	3,096,928.
<b>4</b> Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	46,454.
<b>5</b> Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	3,050,474.
<b>6</b> Minimum investment return. Enter 5% of line 5	<b>6</b>	152,524.

**Part XI Distributable Amount** (see instructions) (Section 4942(i)(3) and (i)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part)

<b>1</b> Minimum investment return from Part X, line 6		<b>1</b>	152,524.
<b>2a</b> Tax on investment income for 2012 from Part VI, line 5	<b>2a</b>	49,532.	
<b>b</b> Income tax for 2012 (This does not include the tax from Part VI)	<b>2b</b>		
<b>c</b> Add lines 2a and 2b	<b>2c</b>	49,532.	
<b>3</b> Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	102,992.	
<b>4</b> Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.	
<b>5</b> Add lines 3 and 4	<b>5</b>	102,992.	
<b>6</b> Deduction from distributable amount (see instructions)	<b>6</b>	0.	
<b>7</b> Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	102,992.	

**Part XII Qualifying Distributions** (see instructions)

<b>1</b> Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes.		
<b>a</b> Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	1,746,515.
<b>b</b> Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b> Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b> Amounts set aside for specific charitable projects that satisfy the		
<b>a</b> Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b> Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b> Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	1,746,515.
<b>5</b> Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	0.
<b>6</b> Adjusted qualifying distributions. Subtract line 5 from line 4	<b>6</b>	1,746,515.

**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

**THE CALDWELL-FISHER CHARITABLE  
FOUNDATION**

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

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
<b>1</b> Distributable amount for 2012 from Part XI, line 7				102,992.
<b>2</b> Undistributed income, if any, as of the end of 2012				
<b>a</b> Enter amount for 2011 only			0.	
<b>b</b> Total for prior years		0.		
<b>3</b> Excess distributions carryover, if any, to 2012				
<b>a</b> From 2007	1,002,731.			
<b>b</b> From 2008	1,120,405.			
<b>c</b> From 2009	1,234,405.			
<b>d</b> From 2010	1,349,559.			
<b>e</b> From 2011	1,869,898.			
<b>f</b> Total of lines 3a through e	6,576,998.			
<b>4</b> Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 1,746,515.				
<b>a</b> Applied to 2011, but not more than line 2a			0.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2012 distributable amount				102,992.
<b>e</b> Remaining amount distributed out of corpus	1,643,523.			
<b>5</b> Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
<b>6</b> Enter the net total of each column as indicated below:	8,220,521.			
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5				
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b		0.		
<b>c</b> 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.		
<b>d</b> Subtract line 6c from line 6b Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instr			0.	
<b>f</b> Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				0.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
<b>8</b> Excess distributions carryover from 2007 not applied on line 5 or line 7	1,002,731.			
<b>9</b> Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	7,217,790.			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2008	1,120,405.			
<b>b</b> Excess from 2009	1,234,405.			
<b>c</b> Excess from 2010	1,349,559.			
<b>d</b> Excess from 2011	1,869,898.			
<b>e</b> Excess from 2012	1,643,523.			

**THE CALDWELL-FISHER CHARITABLE  
FOUNDATION**

Form 990-PF (2012)

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

N/A

**1 a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling ▶

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

	Tax year				Prior 3 years	(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009		
<b>2 a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed						
<b>b</b> 85% of line 2a						
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed						
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities						
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities						
Subtract line 2d from line 2c						
<b>3</b> Complete 3a, b, or c for the alternative test relied upon						
<b>a</b> "Assets" alternative test - enter						
<b>(1)</b> Value of all assets						
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)						
<b>b</b> "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed						
<b>c</b> "Support" alternative test - enter						
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)						
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)						
<b>(3)</b> Largest amount of support from an exempt organization						
<b>(4)</b> Gross investment income						

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

**1 Information Regarding Foundation Managers:**

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

SEE STATEMENT 12

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

NONE

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

Check here ☒ 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

SEE STATEMENT 13

**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

THE CALDWELL-FISHER CHARITABLE  
FOUNDATION

Form 990-PF (2012)

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**Part XV** Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<i>a Paid during the year</i>				
SEE ATTACHED STATEMENT	N/A			1,746,515.
<b>Total</b>			<b>3a</b>	1,746,515.
<i>b Approved for future payment</i>				
NONE				
<b>Total</b>			<b>3b</b>	0.



## Form 990-PF (2012)

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		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash	1a(1)	X
	(2) Other assets	1a(2)	X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
	(3) Rental of facilities, equipment, or other assets	1b(3)	X
	(4) Reimbursement arrangements	1b(4)	X
	(5) Loans or loan guarantees	1b(5)	X
	(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[illegible]

☐ Yes ☒ No

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

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

☒ Yes ☐ No

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	SANGINI GOENKA	S.M. Goenka	5/8/2013		P01061662
	Firm's name ▶ FRANK, RIMERMAN & CO. LLP				Firm's EIN ▶ 94-1341042
	Firm's address ▶ 1801 PAGE MILL ROAD PALO ALTO, CA 94304			Phone no. (650) 845-8100	

223622  
12-05-12

**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

**2012**

Name of the organization

THE CALDWELL-FISHER CHARITABLE  
FOUNDATION

Employer identification number

77-0527966

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)( ) (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

**Special Rules**

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year ▶ \$ \_\_\_\_\_

**Caution.** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Name of organization  
**THE CALDWELL-FISHER CHARITABLE  
 FOUNDATION**

Employer identification number

77-0527966

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	JOHN FISHER & JENNIFER CALDWELL 3620 CLAY STREET SAN FRANCISCO, CA 94118	\$ 819,720.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	JOHN FISHER & JENNIFER CALDWELL 3620 CLAY STREET SAN FRANCISCO, CA 94118	\$ 995,569.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Employer identification number

77-0527966

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

[illegible]

Name of organization

THE CALDWELL-FISHER CHARITABLE  
FOUNDATION

Employer identification number

77-0527966

**Part III**

**Exclusively** religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of **exclusively** religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this information once) ▶ \$ \_\_\_\_\_

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	<hr/>	<hr/>	<hr/>
	<hr/>	<hr/>	<hr/>
	<hr/>	<hr/>	<hr/>
<b>(e) Transfer of gift</b>			
<b>Transferee's name, address, and ZIP + 4</b>		<b>Relationship of transferor to transferee</b>	
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<b>(e) Transfer of gift</b>			
<b>Transferee's name, address, and ZIP + 4</b>		<b>Relationship of transferor to transferee</b>	
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<b>(e) Transfer of gift</b>			
<b>Transferee's name, address, and ZIP + 4</b>		<b>Relationship of transferor to transferee</b>	
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	<hr/>	<hr/>	<hr/>
<b>(e) Transfer of gift</b>			
<b>Transferee's name, address, and ZIP + 4</b>		<b>Relationship of transferor to transferee</b>	
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FORM 990-PF                      GAIN OR (LOSS) FROM SALE OF ASSETS                      STATEMENT    1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
21,223 SHS CIT GROUP FUNDING COMPANY	DONATED	06/13/07	01/12/12

  

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
21,223.	23,032.	0.	0.	-1,809.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
35,371 SHS CIT GROUP FUNDING COMPANY	DONATED	06/13/07	03/09/12

  

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
18,814.	37,190.	0.	0.	-18,376.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
49,520 SHS CIT GROUP FUNDING COMPANY	DONATED	06/13/07	03/09/12

  

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
49,520.	50,849.	0.	0.	-1,329.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
13,000 SHS ATHENAHEALTH INC	994,733.	995,569.	0.	0.	-836.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
5,000 SHS BAIDU INC	700,036.	611,850.	0.	0.	88,186.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
40,500 SHS CISCO SYSTEMS INC	801,580.	819,720.	0.	0.	-18,140.

CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	47,696.

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

SOURCE	AMOUNT
SMITH BARNEY - INTEREST	1,116.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	1,116.

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FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	3
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
SMITH BARNEY - DIVIDENDS	22,956.	0.	22,956.
TOTAL TO FM 990-PF, PART I, LN 4	22,956.	0.	22,956.

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FORM 990-PF	OTHER INCOME	STATEMENT	4
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME	8,114.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	8,114.	0.	

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FORM 990-PF	ACCOUNTING FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	9,700.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	9,700.	0.		0.

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FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CONSULTING FEES	90.	0.		0.
TO FORM 990-PF, PG 1, LN 16C	90.	0.		0.

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FORM 990-PF	TAXES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FEDERAL TAXES	38,114.	0.			0.
TO FORM 990-PF, PG 1, LN 18	38,114.	0.			0.

FORM 990-PF	OTHER EXPENSES			STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
STATE FILING FEES	20.	0.			0.
MISCELLANEOUS EXPENSE	123.	0.			0.
STATE TAX	10.	0.			0.
ATTORNEY GENERAL FEE	150.	0.			0.
TO FORM 990-PF, PG 1, LN 23	303.	0.			0.

FORM 990-PF	CORPORATE STOCK		STATEMENT	9
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
CORPORATE STOCK - SEE ATTACHED STATEMENT	1,138,036.	711,594.		
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,138,036.	711,594.		

FORM 990-PF	CORPORATE BONDS		STATEMENT	10
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
CORPORATE BONDS - SEE ATTACHED	0.	0.		
TOTAL TO FORM 990-PF, PART II, LINE 10C	0.	0.		

FORM 990-PF	OTHER ASSETS	STATEMENT 11
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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ACCRUED INTEREST RECEIVABLE	763.	0.	0.
TO FORM 990-PF, PART II, LINE 15	763.	0.	0.

FORM 990-PF	PART XV - LINE 1A LIST OF FOUNDATION MANAGERS	STATEMENT 12
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## NAME OF MANAGER

JENNIFER CALDWELL  
JOHN FISHER

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION  
PART XV, LINES 2A THROUGH 2D

STATEMENT 13

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

JOHN FISHER  
3620 CLAY STREET  
SAN FRANCISCO, CA 94118

TELEPHONE NUMBER

650-233-9000

FORM AND CONTENT OF APPLICATIONS

APPLICATION SHOULD BE IN WRITING AND PURPOSE OF THE FUNDING SHOULD BE  
STATED CLEARLY IN THE MATERIALS.

ANY SUBMISSION DEADLINES

NO DEADLINE

RESTRICTIONS AND LIMITATIONS ON AWARDS

NONE

**Part IV** Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a	21,223 SHS CIT GROUP FUNDING COMPANY	D	06/13/07	01/12/12
b	35,371 SHS CIT GROUP FUNDING COMPANY	D	06/13/07	03/09/12
c	49,520 SHS CIT GROUP FUNDING COMPANY	D	06/13/07	03/09/12
d	13,000 SHS ATHENAHEALTH INC	D	11/16/00	03/26/12
e	5,000 SHS BAIDU INC	D	09/12/00	02/16/12
f	40,500 SHS CISCO SYSTEMS INC	D	12/31/99	12/21/12
g				
h				
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 21,223.		18,566.	2,657.
b 18,814.		14,387.	4,427.
c 49,520.		43,322.	6,198.
d 994,733.		40,040.	954,693.
e 700,036.		521.	699,515.
f 801,580.			801,580.
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			2,657.
b			4,427.
c			6,198.
d			954,693.
e			699,515.
f			801,580.
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	2,469,070.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8 }	3	N/A

Wm Marble Kipp II Foundation 1400 Greenwich St , #9, SF, CA 94109	Public Charity	Health	4/26/2012	\$2,500
Conservation International 2011 Crystal Dr , Ste 500, Arlington, VA 22202	Public Charity	Environment	4/26/2012	\$20,000
SF Opera Assn (John Bryan's memory) 301 Van Ness Avenue, SF, CA 94102	Public Charity	The Arts	4/27/2012	\$5,000
USC Annenberg School for Comm & Journ 3502 Watt Way, Suite 323, LA, CA 90089	Public Charity	Education	5/8/2012	\$10,000
Firefighters Charitable Foundation PMB 302, 4725 Panama Ln, #3, Bakersfield, CA 93313	Public Charity	Education	5/8/2012	\$50
Ronald McDonald House at Stanford (R Cross) 520 Sand Hill Rd , Palo Alto, CA 94304	Public Charity	Health	5/8/2012	\$1,000
Boca Raton Regional Hospital 745 Meadows Dr , Boca Raton, FL 33486	Public Charity	Health	6/25/2012	\$200,000
Common Sense Media 650 Townsend, Suite 375, SF, CA 94103	Public Charity	Education	6/25/2012	\$100,000
Common Sense Media -- DDL Init. 2 of 2 650 Townsend, Suite 375, SF, CA 94103	Public Charity	Education	6/25/2012	\$125,000
KDBS Head House Project 7070 California Street, SF, CA 94121	Public Charity	Education	6/25/2012	\$100,000
Harvard University 124 Mount Auburn St , Cambridge, MA 02138/	Public Charity	Education	6/25/2012	\$200,000
Harvard Business School Teele Hall, Soldiers Field, Boston, MA 02163	Public Charity	Education	6/25/2012	\$50,000
Rocky Mountain Institute 2317 Snowmass Creek Rd, Snowmass, CO 81654	Public Charity	Environment	6/25/2012	\$20,000
Kids in Parks 314 Rutledge Street, SF, CA 94110	Public Charity	Education	6/25/2012	\$1,000
SF Parks Alliance (Lincoln Park Steps) PO Box 170160, San Francisco, CA 94117	Public Charity	Environment	6/25/2012	\$5,000
Pan-Mass Challenge (Team AGC, c/o Ben Howe)	Public Charity	Health	7/23/2012	\$1,000

125 High Street, Boston, MA 02110

Pt Reyes Nat'l Seashore Assn (50th) 1 Bear Valley Rd , Bldg 70, Pt Reyes, CA 94956	Public Chanty	Environment	9/18/2012	\$2,500
International Rescue Committee 122 East 42nd St , NY, NY 10168	Public Chanty	Welfare	10/12/2012	\$1,000
Parks Conservancy (GG Nat'l Parks) Bldg 201, Fort Mason, SF, CA 94123	Public Chanty	Environment	10/12/2012	\$2,500
MALT PO Box 809, Pt Reyes Station, CA 94956	Public Chanty	Environment	10/12/2012	\$5,000
Room to Read 111 Sutter St , 16th Flr, SF, CA 94104	Public Chanty	Education	10/12/2012	\$5,000
Fine Arts Museums of SF Golden Gate Park, 50 Hagiwara Tea Garden Dr , SF, CA 94118	Public Chanty	Arts	10/12/2012	\$5,000
Martha's Vineyard Hospital One Hospital Rd , PO Box 1477, Oak Bluffs, MA 02557	Public Chanty	Health	10/12/2012	\$5,000
Children of Shelters 2269 Chestnut Street, Box 439, SF, CA 94123	Public Chanty	Welfare	10/12/2012	\$1,000
Walnut Hill School for the Arts 12 Highland St , Natick, MA 01760	Public Chanty	Arts	10/12/2012	\$5,000
Friends of the SF Public Library 710 Van Ness, SF, CA 94102	Public Chanty	Education	10/12/2012	\$1,000
10,000 Degrees 781 Lincoln Ave , San Rafael, CA 94901	Public Chanty	Education	10/12/2012	\$500
Ronald McDonald House (MG 1/2 marathon) c/o Mark Greenstein, 2882 Sand Hill Rd , Ste 150, Menlo Park, CA	Public Chanty	Health	10/16/2012	\$1,310
NAACP 1095 Sixth Ave , Suite 24D, NY, NY (4 of 5)	Public Chanty	Education	12/10/2012	\$50,000
Trails Forever Bldg 201 Fort Mason, SF, CA 94123	Public Chanty	Environment	12/10/2012	\$2,500
Boys & Girls Club 55 Hawthorne, Suite 600, SF, CA 94105	Public Chanty	Welfare	12/10/2012	\$1,000

Windermere Island Foundation 77 Kerchaval, Grosse Pointe Farms, MI 48236	Public Charity	Ed, Env, Welfare	12/10/2012	\$10,000
American Red Cross 85 Second St, 8th Floor, SF, CA 94105	Public Charity	Welfare	12/10/2012	\$1,000
Tipping Point 220 Montgomery St , Ste 850, SF, CA 94104	Public Charity	Welfare	12/10/2012	\$10,000
The Imagine Bus Project 1009 General Kennedy Ave , 1st Flr, SF, CA 94129	Public Charity	Education	12/10/2012	\$2,500
Friends of Bronx Preparatory Charter School 3872 Third Ave, Bronx, NY 10457 (Phil Wharton)	Public Charity	Education	12/10/2012	\$5,000
Good Samaritan Family Resource Cntr, Inc 1294 Potrero Ave , SF, CA 94110	Public Charity	Welfare	12/10/2012	\$2,500
The Nature Conservancy 201 Mission St , 4th Fl, SF, CA 94105 (10K CA, 10K MVY, 5 K Eleuthera)	Public Charity	Environment	12/10/2012	\$25,000
Oliver Stratton, Oxfam Trailwalker 2012 Flat 5A, 26 Magazine Gap Rd , Hong Kong	Public Charity	Health/Welfare	12/10/2012	\$1,000
MS Society (1000 GBP) 372 Edgware Rd, London, NW2 6ND, England	Public Charity	Health	12/11/2012	\$1,605
Exploratorium 3601 Lyons St , SF, CA 94123	Public Charity	Education/Env	12/17/2012	\$250,000
CA Academy of Sciences (Big Bang Gala) 55 Music Concourse Dr , SF, CA 94118 (towards 2013 pledge)	Public Charity	Education	3/30/2012	\$100,000
<b>Total</b>				<b>\$1,746,515</b>

**Caldwell-Fisher Charitable Foundation**  
**Contributions - FYE 12/31/2012**

<b>Name and address</b>	<b>Foundation Status of Recipient</b>	<b>Purpose of grant or contribution</b>	<b>Date</b>	<b>Amount</b>
Phillips Exeter Academy 20 Main St, Exeter, NH 03833	Public Charity	Education	1/17/2012	\$25,000
Friends of Harvard Water Polo Murr Center, 65 N Harvard St , Boston, MA 02163	Public Charity	Education	1/17/2012	\$2,500
San Francisco Ballet (2012 Annual Fund) 455 Franklin St., SF CA 94102	Public Charity	Arts	1/17/2012	\$25,000
Common Sense Media (Awards Ceremony) 650 Townsend St , Suite 435, SF CA 94103	Public Charity	Education	1/17/2012	\$25,000
Boys & Girls Clubs of SF 55 Hawthorne, Suite 600, SF 95105	Public Charity	Welfare	1/17/2012	\$1,000
California Police Youth Charities PO Box 417261, Sacramento, CA 95841	Public Charity	Welfare	3/19/2012	\$50
Bay Area Discovery Museum 557 McReynolds Rd , Sausalito, CA	Public Charity	Education	3/19/2012	\$2,500
Blue Oak School 1436 Polk St , Napa, CA 94559	Public Charity	Education	3/19/2012	\$5,000
The Town of Chilmark-MEP Fund PO Box 119, 401 Middle Rd , Chilmark, MA 02535	Public Charity	Environment	3/19/2012	\$1,000
Environmental Working Group (2 of 5) 1436 U St NW, Suite 100, Washington, DC 20009	Public Charity	Environment	3/20/2012	\$50,000
CA Academy of Sciences (Big Bang Gala) 55 Music Concourse Dr , SF, CA 94118	Public Charity	Education	3/30/2012	\$50,000
KDBS (Spruce auction dinner item) 7070 California Street, SF, CA 94121	Public Charity	Education	4/3/2012	\$12,000
Sarah Lawrence College (annual fund) 1 Mead Way, Bronxville, NY 10708	Public Charity	Education	4/10/2012	\$10,000
Sarah Lawrence College (1 of 5) 1 Mead Way, Bronxville, NY 10708	Public Charity	Education	4/10/2012	\$200,000

**Caldwell-Fisher Charitable Foundation**  
**EIN: 77-0527966**  
**Corporate Stock and Bond Values**  
**Tax Year 2012**

**Stocks**

	Beginning of Year Book Value	End of Year Book Value	End of Year FMV
10,000 SHS Cisco Sys Inc	530,000	530,000	196,494
3,000 SHS United Online Inc	48,140	48,140	16,770
4,500 SHS Baidu Inc Spon Adr Rptng	1,128,360	516,510	451,305
1,217 SHS CIT Group Inc	43,386	43,386	47,025
Total Stocks	1,749,886	1,138,036	711,594
Name change and split			
Total Stocks, Net	1,749,886	1,138,036	711,594

**Bonds**

21,223 SHS CIT Group Funding Company Bond	23,032	-	-
35,371 SHS CIT Group Funding Company Bond	37,190	-	-
49,520 SHS CIT Group Funding Company Bond	50,849	-	-
Total Bonds	111,071	0	0
Name change and split			
Total Bonds, Net	111,071	0	0

**Total**

**Total Stocks and Bonds**

1,860,957	1,138,036	711,594
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