EXTENSION GRANTED TO 11/15/2013

Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

OMB No 1545-0052
2012
Open to public Inspection

For calendar year 2012 or tax year beginning , **and ending**

Name of foundation
THE THOMAS AND STACEY SIEBEL
FOUNDATION

A Employer identification number
94-3256331

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
P.O. BOX 5287

B Telephone number
(650) 299-5241

City or town, state, and ZIP code
REDWOOD CITY, CA 94063

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 223,325,978.

J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis.)*

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

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)
Revenue	1	Contributions, gifts, grants, etc, received	0.		N/A	
	2	Check ▶ ☒ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	6,749,081.	6,749,081.		STATEMENT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	3,242,987.			
	b	Gross sales price for all assets on line 6a 8,902,180.				
	7	Capital gain net income (from Part IV, line 2)		3,242,987.		
	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	1,861,831.	1,781,869.		STATEMENT 2
	12	**Total.** Add lines 1 through 11	11,853,899.	11,773,937.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0.	0.		0.
	14	Other employee salaries and wages	83,339.	0.		83,339.
	15	Pension plans, employee benefits	3,968.	0.		3,968.
	16a	Legal fees STMT 3	4,614.	0.		4,614.
	b	Accounting fees STMT 4	57,650.	0.		57,650.
	c	Other professional fees STMT 5	90,321.	88,107.		2,214.
	17	Interest				
	18	Taxes STMT 6	369,016.	0.		1,966.
	19	Depreciation and depletion	1,430.	0.		
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses STMT 7	1,564,594.	1,454,430.		106,226.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	2,174,932.	1,542,537.		259,977.
	25	Contributions, gifts, grants paid	6,801,500.			6,801,500.
	26	**Total expenses and disbursements.** Add lines 24 and 25	8,976,432.	1,542,537.		7,061,477.
	27	Subtract line 26 from line 12				
	a	Excess of revenue over expenses and disbursements	2,877,467.			
	b	**Net investment income** (if negative, enter -0-)		10,231,400.		
	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	26,387,807.	34,152,888.	34,152,889.
	3	Accounts receivable ▶ Less. allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S and state government obligations			
	b	Investments - corporate stock			
	c	Investments - corporate bonds			
	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 8	174,689,432.	170,334,503.	187,894,056.
	14	Land, buildings, and equipment basis ▶ 125,245. Less accumulated depreciation STMT 9 ▶ 7,860.	2,370.	117,385.	117,385.
	15	Other assets (describe ▶ STATEMENT 10)	1,161,648.	1,161,648.	1,161,648.
	16	**Total assets** (to be completed by all filers)	202,241,257.	205,766,424.	223,325,978.
Liabilities	17	Accounts payable and accrued expenses	2,400.		
	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)	2,400.	0.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ 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 ▶ ☒ 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	168,173.	168,173.	
	29	Retained earnings, accumulated income, endowment, or other funds	202,070,684.	205,598,251.	
	30	**Total net assets or fund balances**	202,238,857.	205,766,424.	
	31	**Total liabilities and net assets/fund balances**	202,241,257.	205,766,424.	

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	202,238,857.
2	Enter amount from Part I, line 27a	2	2,877,467.
3	Other increases not included in line 2 (itemize) ▶ BOOK/TAX TIMING DIFFERENCES	3	650,100.
4	Add lines 1, 2, and 3	4	205,766,424.
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	205,766,424.

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	8,902,180.		5,659,193.	3,242,987.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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				3,242,987.

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 3,242,987.

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	14,696,396.	227,404,783.	.064627
2010	11,395,385.	215,793,615.	.052807
2009	20,165,827.	199,556,570.	.101053
2008	11,194,649.	247,148,964.	.045295
2007	15,121,073.	248,950,951.	.060739

2	Total of line 1, column (d)	2	.324521
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	.064904
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	220,611,323.
5	Multiply line 4 by line 3	5	14,318,557.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	102,314.
7	Add lines 5 and 6	7	14,420,871.
8	Enter qualifying distributions from Part XII, line 4	8	7,177,922.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ 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 ▶ ☐ and enter 1% of Part I, line 27b			1	204,628.
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	204,628.
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	204,628.
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	235,351.		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	165,000.		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	400,351.
8	Enter any **penalty** for underpayment of estimated tax Check here ☒ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	195,723.
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶	195,723.	**Refunded** ▶	11	0.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		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.*	1b		X
c	Did the foundation file **Form 1120-POL** for this year?	1c		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.*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		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?	6	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.*	7	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*	8b	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*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ BILL DOUGHERTY Telephone no ▶(650) 299-5241

Located at ▶P.O. BOX 5287, REDWOOD CITY, CA ZIP+4 ▶94063

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
16	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?	16		X
	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.

				Yes	No
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ______, ______, ______, ______				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☒ Yes ☐ No			
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)*		3b		X
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?		4b		X

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)? **5b** Yes: X

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? SEE STATEMENT 11 ☒ Yes ☐ No

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

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

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

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

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A **7b**

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

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

(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
THOMAS M. SIEBEL P.O. BOX 5287 REDWOOD CITY, CA 94063	PRESIDENT 1.00	0.	0.	0.
STACEY SIEBEL P.O. BOX 5287 REDWOOD CITY, CA 94063	SECRETARY 1.00	0.	0.	0.
BILL DOUGHERTY P.O. BOX 5287 REDWOOD CITY, CA 94063	CFO 2.00	0.	0.	0.

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

(a) Name and address of each employee paid more than $50,000	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
NITSA ZUPPAS P.O. BOX 5287, REDWOOD CITY, CA 94063	EXECUTIVE DIRECTOR 40.00	80,833.	4,152.	0.

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

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12-05-12

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	198,071,620.
b	Average of monthly cash balances	1b	25,899,266.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	223,970,886.
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	223,970,886.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	3,359,563.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	220,611,323.
6	**Minimum investment return.** Enter 5% of line 5	6	11,030,566.

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

1	Minimum investment return from Part X, line 6			1	11,030,566.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	204,628.		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	7,056.		
c	Add lines 2a and 2b			2c	211,684.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	10,818,882.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	10,818,882.
6	Deduction from distributable amount (see instructions)			6	0.
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	10,818,882.

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	7,061,477.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	116,445.
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	7,177,922.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	7,177,922.

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

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12-05-12

Part XIII Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7					10,818,882.
2 Undistributed income, if any, as of the end of 2012					
a Enter amount for 2011 only				0.	
b Total for prior years ______ , ______ , ______			0.		
3 Excess distributions carryover, if any, to 2012					
a From 2007	95,434.				
b From 2008					
c From 2009	10,319,760.				
d From 2010	808,261.				
e From 2011	3,550,529.				
f **Total** of lines 3a through e		14,773,984.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 7,177,922.					
a Applied to 2011, but not more than line 2a				0.	
b Applied to undistributed income of prior years (Election required - see instructions)			0.		
c Treated as distributions out of corpus (Election required - see instructions)		0.			
d Applied to 2012 distributable amount					7,177,922.
e Remaining amount distributed out of corpus		0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)		3,640,960.			3,640,960.
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		11,133,024.			
b Prior years' undistributed income Subtract line 4b from line 2b			0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			0.		
d Subtract line 6c from line 6b Taxable amount - see instructions			0.		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instr				0.	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013					0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)		0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7		0.			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a		11,133,024.			
10 Analysis of line 9					
a Excess from 2008					
b Excess from 2009	6,774,234.				
c Excess from 2010	808,261.				
d Excess from 2011	3,550,529.				
e Excess from 2012					

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			
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	(e) Total
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 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

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
a Paid during the year				
SEE ATTACHED STATEMENT	NONE	PUBLIC CHARITIES	SEE ATTACHED STATEMENT	6,801,500.
Total			▶ 3a	6,801,500.
b Approved for future payment NONE				
Total			▶ 3b	0.

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
	(a) Business code	(b) Amount	(c) Exclusion 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					
4 Dividends and interest from securities			14	6,749,081.	
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	900000	79,962.	14	1,781,869.	
8 Gain or (loss) from sales of assets other than inventory			18	3,242,987.	
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)		79,962.		11,773,937.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 11,853,899.

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes)

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of.			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		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		

Sign Here

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

Signature of officer or trustee

Date 11/14/13

Title PRESIDENT

May the IRS discuss this return with the preparer shown below (see instr)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
ANNE M. YAMAMOTO	Anne M. Yamamoto	11/14/13		P00428631

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

The Thomas and Stacey Siebel Foundation (EIN: 94-3256331)
Grants Paid During the Year Ended December 31, 2012

Organization name	Date	Amount	Address	Purpose
Sanergy Inc	2/15/2012	40,000	20 Chestnut Street, Suite 608, Cambridge, MA 02139	To assist in mission to reduce sanitation-related disease by making sanitation accessible, affordable, and sustainable in the developing world
Boys & Girls Clubs of America	3/22/2012	15,000	1275 Peachtree St NE, Atlanta GA 30309	To support general operations
Tall Timbers	4/2/2012	30,000	13093 Henry Beadel Drive, Tallahassee, FL 32312	To support general operations in Tall Timber's work to protect and maintain wildlife habitats
Peninsula Ball Foundation, The	4/2/2012	500	PO Box 1032, Menlo Park, CA 94026	To support the Boys and Girls Club of the Peninsula College Bound program
American Agora Foundation	4/18/2012	23,000	33 Irving Place, 8th Floor, New York, NY	To support the history journal Lapham's Quarterly
International Fund for Animal Welfare	5/10/2012	500	290 Summer Street, Yarmouth Port, MA 02675	To support general operations
Boy Scouts of America	5/14/2012	1,000	350 5th Avenue, Suite 7820, New York, NY 10118	To provide scouting programs to New York City Boys and girls
Menlo Charity Horse Show	6/7/2012	40,000	190 Park Lane, Atherton, CA	To support the Vista Center for the Blind Visually Impaired
Revive the Dream Institute	9/4/2012	50,000	105 Norfolk St #10B New York, NY 10002	To support general operations
United States Equestrian Team Foundation Inc	10/25/2012	15,000	1040 Pottersville Road PO Box 355, Gladstone, NJ	To support exceptional equestrian athletes to represent the US in international competitions
Siebel Scholars	10/31/2012	800,000	P O Box 5287, Redwood City, CA 94063	To support the Siebel Scholars Foundation
Menlo School	11/20/2012	50,000	50 Valparaiso Avenue, Atherton, CA	To benefit Menlo School's Annual Fund
Menlo School	11/20/2012	5,000	50 Valparaiso Avenue, Atherton, CA	To benefit Menlo School's Annual Fund
Stanford University	12/17/2012	13,500	641 East Campus Drive, Stanford, CA 94305	To support the operations of Stanford Athletics
Salvation Army - San Francisco	12/18/2012	1,000,000	832 Folsom Street, San Francisco, CA	To provide food and shelter to homeless families and individuals in the San Francisco area
Salvation Army - San Jose	12/18/2012	1,000,000	359 North Fourth Street, San Jose, CA	To provide food and shelter to homeless families and individuals in the San Jose area
Salvation Army - Great Falls, MT	12/18/2012	500,000	1000 17th Ave South, Great Falls, MT	To provide food and shelter to homeless families and individuals in the Great Falls area
Salvation Army - Helena, MT	12/18/2012	500,000	1905 Henderson, Helena, MT	To provide food and shelter to homeless
Salvation Army New York City	12/18/2012	500,000	120 W 14th Street, New York, NY	To provide food and shelter to homeless families and individuals in Manhattan
Stanford University	12/18/2012	500,000	641 East Campus Drive, Stanford, CA 94305	To support the operations of Stanford Athletics

The Thomas and Stacey Siebel Foundation (EIN: 94-3256331)
Grants Paid During the Year Ended December 31, 2012

Organization name	Date	Amount	Address	Purpose
American Enterprise Institute for Public Policy	12/18/2012	250,000	1150 Seventeenth Street NW, Washington, DC 20036	To support general operations
Salvation Army - Billings, MT	12/18/2012	250,000	2100 6th Avenue, North, Billings, MT	To provide food and shelter to homeless families and individuals in the Billings area
Eastside College Preparatory School	12/18/2012	250,000	1041 Myrtle Street, East Palo Alto, CA	To support academic programs at Eastside College Preparatory School
American Agora Foundation	12/18/2012	200,000	33 Irving Place, 8th Floor, New York, NY	To support the history journal Lapham's Quarterly
Salvation Army - Carmel	12/18/2012	200,000	1491 Contra Costa, Seaside, CA	To provide food and shelter to homeless families and individuals in the Carmel and Monterey area
Salvation Army Palm Desert	12/18/2012	200,000	2320 Fifth Avenue, San Diego, CA	To provide food and shelter to homeless families and individuals in the Palm Desert area
Hoover Institution	12/18/2012	100,000	Stanford University 434 Galvez Mall, Stanford, CA	To support general operations
Menlo School	12/18/2012	50,000	50 Valparaiso Avenue, Atherton, CA	To benefit Menlo School's Annual Fund
InnVision Shelter Network	12/18/2012	50,000	1450 Chapin Avenue, 2nd Floor, Burlingame, CA 94010	To provide food and shelter to homeless families and individuals of the San Francisco Peninsula
Philanthropy Roundtable	12/18/2012	25,000	1730 M Street NW Suite 601, Washington, DC	To support ongoing programs at Philanthropy Roundtable
Woodside Trail Club, The	12/18/2012	20,000	PO Box 620152, Woodside, CA 94062	To support general operations
Children of the Dump	12/18/2012	20,000	718 Griffin Ave , PMB #207, Enumclaw, WA	To assist the organization in providing food, shelter, and medical supplies to needy children and families in the Puerto Vallarta area
Childrens Shelter of Hope	12/18/2012	20,000	505 N Tomahawk Island Dr , Portland, OR	To assist organization in providing food, shelter, and medical supplies to needy children in the Puerto Vallarta area
Montana Game Warden's Association	12/18/2012	15,000	PO Box 271 5605 Hwy 287, Wolf Creek, MT	To support general operations
CTETA, Ltd	12/18/2012	10,000	PO Box 620010, Woodside, CA	To support CTETA's equestrian programs in the community
Wolf Creek Volunteer Fire Dept	12/18/2012	4,000	310 Recreation Road, Wolf Creek, MT	To protect the community
Augusta Volunteer Ambulance Services	12/18/2012	3,000	Box 408, Augusta, MT	To assist in providing emergency services
Augusta Volunteer Fire Department	12/18/2012	3,000	Box 151, Augusta, MT	To assist in providing emergency services
Lucile Packard Children's Hospital	12/19/2012	48,000	400 Hamilton Avenue, Suite 340, Palo Alto, CA 94301	Lucile Packard Children's Hospital
TOTAL		$ 6,801,500		

THE THOMAS AND STACEY SIEBEL FOUNDATION

CONTINUATION FOR 990-PF, PART IV
94-3256331 PAGE 1 OF 1

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	ST PORTFOLIO GAINS/LOSSES - SEE STMT ATTACHED	P	VARIOUS	VARIOUS
b	LT PORTFOLIO GAINS/LOSSES - SEE STMT ATTACHED	P	VARIOUS	VARIOUS
c	ST CAPITAL GAINS/LOSSES FROM MAKENA SPLITTER X, L	P	VARIOUS	VARIOUS
d	LT CAPITAL GAINS/LOSSES FROM MAKENA SPLITTER X, L	P	VARIOUS	VARIOUS
e	ST CAPITAL GAINS/LOSSES FROM POWERSHARES DB COMMO	P	VARIOUS	VARIOUS
f	LT CAPITAL GAINS/LOSSES FROM POWERSHARES DB COMMO	P	VARIOUS	VARIOUS
g	ST CAPITAL GAINS/LOSSES FROM POWERSHARES DB AGRIC	P	VARIOUS	VARIOUS
h	CAPITAL GAINS DIVIDENDS			
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	1,229,526.		1,195,582.	33,944.
b	4,811,872.		4,453,130.	358,742.
c	477,460.			477,460.
d	2,063,299.			2,063,299.
e	1,113.			1,113.
f			10,481.	-10,481.
g	1.			1.
h	318,909.			318,909.
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) 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				33,944.
b				358,742.
c				477,460.
d				2,063,299.
e				1,113.
f				-10,481.
g				1.
h				318,909.
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	3,242,987.
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

223591
05-01-12

FORM 990-PF . DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CAPITAL GAIN DISTRIBUTIONS - SEE ATTACHED STATEMENT	318,909.	318,909.	0.
DIVIDEND INCOME - FROM MAKENA CAPITAL BLOCKER Y	857,906.	0.	857,906.
DIVIDEND INCOME - SEE ATTACHED STATEMENT	5,874,338.	0.	5,874,338.
INTEREST INCOME - SEE ATTACHED STATEMENT	16,837.	0.	16,837.
TOTAL TO FM 990-PF, PART I, LN 4	7,067,990.	318,909.	6,749,081.

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
NET PASSTHRU INCOME FROM MAKENA CAPITAL SPLITTER X, LP	1,630,910.	1,630,910.	
NET PASSTHRU INCOME FROM MAKENA CAPITAL SPLITTER X, LP - UBTI	79,962.	0.	
NET PASSTHRU INCOME FROM POWERSHARES DB COMMODITY INDEX TRACKING FUND	17,117.	17,117.	
NET PASSTHRU INCOME FROM POWERSHARES DB AGRICULTURE FUND	-4,153.	-4,153.	
PASSTHRU PFIC INCOME FROM MAKENA CAPITAL SPLITTER X, LP	137,995.	137,995.	
TOTAL TO FORM 990-PF, PART I, LINE 11	1,861,831.	1,781,869.	

The Thomas and Stacey Siebel Foundation (EIN: 94-3256331)
Realized Gains and Losses
From 01-01-12 Through 12-31-12

Open Date	Close Date	Quantity	Security	Proceeds	Cost	Gain/Loss
SHORT TERM						
5/4/2011	2/27/2012	60,000 000	U S TREASURY NOTE 3 625000% 02/15/2021 FA ON THE RUN 3 625% Due 02-15-21	69,567	61,859	7,708 -
5/20/2011	2/27/2012	20,000 000	U S TREASURY NOTE 3 625000% 02/15/2021 FA ON THE RUN 3 625% Due 02-15-21	23,189	20,774	2,415 -
5/23/2011	2/27/2012	50,000 000	U S TREASURY NOTE 3 625000% 02/15/2021 FA ON THE RUN 3 625% Due 02-15-21	57,972	52,167	5,805 -
5/23/2011	2/27/2012	110,000 000	U S TREASURY NOTE 3 625000% 02/15/2021 FA ON THE RUN 3 625% Due 02-15-21	127,539	114,740	12,800 -
2/7/2012	2/27/2012	400,000 000	U S TREASURY NOTE 0 250000% 01/15/2015 JJ ON THE RUN 0 250% Due 01-15-15	398,405	398,939	(534) -
8/9/2011	2/29/2012	20,000 000	U S TREASURY BOND 4 500000% 05/15/2038 MN 4 500% Due 05-15-38	25,516	22,811	2,705 -
5/17/2012	6/11/2012	50,000 000	U S TREASURY NOTE 1 250000% 04/30/2019 AO ON THE RUN 1 250% Due 04-30-19	50,719	50,367	351 -
5/17/2012	6/11/2012	60,000 000	U S TREASURY NOTE 1 750000% 05/15/2022 MN ON THE RUN 1 750% Due 05-15-22	60,919	60,329	590 -
8/10/2012	8/20/2012	50,000 000	U S TREASURY NOTE 1 625000% 08/15/2022 FA OFF THE RUN 1 625% Due 08-15-22	49,113	49,918	(805) -
8/6/2012	9/5/2012	120,000 000	U S TREASURY NOTE 1 750000% 05/15/2022 MN ON THE RUN 1 750% Due 05-15-22	122,114	122,056	57 -
1/4/2012	9/5/2012	10,000 000	U S TREASURY BOND 6 125% 11-15-2027 6 125% Due 11-15-27	15,217	14,518	699 -
2/29/2012	9/5/2012	20,000 000	U S TREASURY BOND 5 000000% 05/15/2037 MN ON THE RUN 5 000% Due 05-15-37	29,234	27,173	2,061 -
9/25/2012	11/30/2012	200,000 000	U S TREASURY NOTE 0 250000% 08/31/2014 FA ON THE RUN 0 250% Due 08-31-14	200,023	199,930	92 -
			TOTAL SHORT TERM	**1,229,526**	**1,195,582**	**33,944**
LONG TERM						
8/30/2010	1/4/2012	50,000 000	US TREASURY BOND 5 375% 2-15-2031 5 375% Due 02-15-31	70,257	64,290	5,967
3/1/1904	2/7/2012	9,338 949	GS INVESTMENT GRADE CREDIT FUND SEPARATE	89,094	-	89,094
10/31/2007	2/7/2012	17,695 989	GS INVESTMENT GRADE CREDIT FUND SEPARATE	168,820	175,367	(6,548)
10/31/2007	2/7/2012	928 497	GS INVESTMENT GRADE CREDIT FUND SEPARATE	8,858	9,201	(344)
11/30/2007	2/7/2012	1,448 931	GS INVESTMENT GRADE CREDIT FUND SEPARATE	13,823	14,431	(609)
12/31/2007	2/7/2012	1,274 227	GS INVESTMENT GRADE CREDIT FUND SEPARATE	12,156	12,628	(471)
1/31/2008	2/7/2012	637 625	GS INVESTMENT GRADE CREDIT FUND SEPARATE	6,083	6,357	(274)

2/29/2008	2/7/2012	538 486	GS INVESTMENT GRADE CREDIT FUND SEPARATE	5,137	5,309	(172)
3/31/2008	2/7/2012	596.226	GS INVESTMENT GRADE CREDIT FUND SEPARATE	5,688	5,754	(66)
4/16/2008	2/7/2012	1,863 875	GS INVESTMENT GRADE CREDIT FUND SEPARATE	17,781	17,837	(56)
9/10/2008	2/7/2012	9,801 255	GS U S MORTGAGES FUND SEPARATE ACCOUNT	103,697	93,014	10,683
9/10/2008	2/27/2012	54,033 000	GS U S MORTGAGES FUND SEPARATE ACCOUNT	571,129	512,773	58,356
4/16/2008	2/27/2012	31,079 000	GS INVESTMENT GRADE CREDIT FUND SEPARATE	298,669	297,426	1,243
9/10/2008	3/22/2012	2,859 000	GS U S MORTGAGES FUND SEPARATE ACCOUNT	30,191	27,132	3,059
9/10/2008	5/17/2012	34,513 791	GS U S MORTGAGES FUND SEPARATE ACCOUNT	367,227	327,536	39,691
9/30/2008	5/17/2012	2,540 187	GS U S MORTGAGES FUND SEPARATE ACCOUNT	27,028	23,598	3,429
10/31/2008	5/17/2012	2,735 467	GS U S MORTGAGES FUND SEPARATE ACCOUNT	29,105	24,482	4,623
11/28/2008	5/17/2012	2,452 811	GS U S MORTGAGES FUND SEPARATE ACCOUNT	26,098	21,977	4,121
12/15/2008	5/17/2012	3,945 723	GS U S MORTGAGES FUND SEPARATE ACCOUNT	41,982	35,551	6,432
12/15/2008	5/17/2012	613 325	GS U S MORTGAGES FUND SEPARATE ACCOUNT	6,526	5,526	1,000
12/31/2008	5/17/2012	1,895 774	GS U S MORTGAGES FUND SEPARATE ACCOUNT	20,171	17,365	2,806
1/30/2009	5/17/2012	1,203 393	GS U S MORTGAGES FUND SEPARATE ACCOUNT	12,804	11,023	1,781
2/27/2009	5/17/2012	1,122 909	GS U S MORTGAGES FUND SEPARATE ACCOUNT	11,948	10,218	1,729
3/31/2009	5/17/2012	983 551	GS U S MORTGAGES FUND SEPARATE ACCOUNT	10,465	9,127	1,338
4/30/2009	5/17/2012	1,730 499	GS U S MORTGAGES FUND SEPARATE ACCOUNT	18,413	16,215	2,198
5/29/2009	5/17/2012	1,594.058	GS U S MORTGAGES FUND SEPARATE ACCOUNT	16,961	15,048	1,913
6/30/2009	5/17/2012	1,409 981	GS U S MORTGAGES FUND SEPARATE ACCOUNT	15,002	13,296	1,706
7/31/2009	5/17/2012	1,360 164	GS U S MORTGAGES FUND SEPARATE ACCOUNT	14,472	13,166	1,306
8/31/2009	5/17/2012	1,291 929	GS U S MORTGAGES FUND SEPARATE ACCOUNT	13,746	12,506	1,240
9/30/2009	5/17/2012	1,191 664	GS U S MORTGAGES FUND SEPARATE ACCOUNT	12,679	11,654	1,025
10/30/2009	5/17/2012	1,035 805	GS U S MORTGAGES FUND SEPARATE ACCOUNT	11,021	10,244	777
10/30/2009	8/6/2012	145 746	GS U S MORTGAGES FUND SEPARATE ACCOUNT	1,565	1,441	124
11/30/2009	8/6/2012	1,078 578	GS U S MORTGAGES FUND SEPARATE ACCOUNT	11,584	10,753	831
12/31/2009	8/6/2012	1,058.307	GS U S MORTGAGES FUND SEPARATE ACCOUNT	11,366	10,424	942
1/29/2010	8/6/2012	1,156 111	GS U S MORTGAGES FUND SEPARATE ACCOUNT	12,417	11,526	890
2/26/2010	8/6/2012	740 734	GS U S MORTGAGES FUND SEPARATE ACCOUNT	7,955	7,400	556
3/31/2010	8/6/2012	914 603	GS U S MORTGAGES FUND SEPARATE ACCOUNT	9,823	9,137	686
4/30/2010	8/6/2012	946 967	GS U S MORTGAGES FUND SEPARATE ACCOUNT	10,170	9,508	663
5/28/2010	8/6/2012	880.664	GS U S MORTGAGES FUND SEPARATE ACCOUNT	9,458	8,868	590

The Thomas and Stacey Siebel Foundation (EIN: 94-3256331)
Realized Gains and Losses
From 01-01-12 Through 12-31-12

6/30/2010	8/6/2012	857 712	GS U S MORTGAGES FUND SEPARATE ACCOUNT	9,212	8,723	489
7/30/2010	8/6/2012	784 713	GS U S MORTGAGES FUND SEPARATE ACCOUNT	8,428	8,020	408
8/31/2010	8/6/2012	796 009	GS U S MORTGAGES FUND SEPARATE ACCOUNT	8,549	8,159	390
9/30/2010	8/6/2012	777 280	GS U S MORTGAGES FUND SEPARATE ACCOUNT	8,348	7,952	396
10/6/2010	8/6/2012	39,609 576	GS U S MORTGAGES FUND SEPARATE ACCOUNT	425,407	406,790	18,616
10/6/2010	8/10/2012	20,955 176	GS U S MORTGAGES FUND SEPARATE ACCOUNT	224,849	215,210	9,639
10/29/2010	8/10/2012	782 577	GS U S MORTGAGES FUND SEPARATE ACCOUNT	8,397	8,068	329
11/30/2010	8/10/2012	813 931	GS U S MORTGAGES FUND SEPARATE ACCOUNT	8,733	8,383	350
12/3/2010	8/10/2012	21,721 316	GS U S MORTGAGES FUND SEPARATE ACCOUNT	233,070	222,861	10,209
7/14/2011	9/5/2012	30,000 000	U S TREASURY BOND 6 125% 11-15-2027	45,650	38,451	7,199
			6 125% Due 11-15-27			-
12/3/2010	9/25/2012	11,683 947	GS U S MORTGAGES FUND SEPARATE ACCOUNT	127,121	119,877	7,244
12/17/2010	9/25/2012	50,989 194	GS U S MORTGAGES FUND SEPARATE ACCOUNT	554,762	519,070	35,692
12/31/2010	9/25/2012	835 697	GS U S MORTGAGES FUND SEPARATE ACCOUNT	9,092	8,532	560
1/31/2011	9/25/2012	856 420	GS U S MORTGAGES FUND SEPARATE ACCOUNT	9,318	8,744	574
2/14/2011	9/25/2012	18,004 742	GS U S MORTGAGES FUND SEPARATE ACCOUNT	195,892	182,568	13,324
11/10/2009	11/15/2012	160,000 000	U S TREASURY NOTE 1.375000% 11/15/2012 MN ON THE RUN SR LIEN	160,000	159,932	68
			1 375% Due 11-15-12			-
2/16/2011	11/30/2012	180,000 000	U S TREASURY NOTE 1 250000% 02/15/2014 FA ON THE RUN	182,214	179,269	2,945
			1 250% Due 02-15-14			-
2/16/2011	11/30/2012	260,000 000	U S TREASURY NOTE 1 250000% 02/15/2014 FA ON THE RUN	263,198	258,945	4,254
			1 250% Due 02-15-14			-
2/17/2011	11/30/2012	160,000 000	U S TREASURY NOTE 1 250000% 02/15/2014 FA ON THE RUN	161,968	159,469	2,499
			1 250% Due 02-15-14			-
2/17/2011	11/30/2012	10,000 000	U S TREASURY NOTE 1 250000% 02/15/2014 FA ON THE RUN	10,123	9,970	153
			1 250% Due 02-15-14			-
3/5/2010	11/30/2012	25,000 000	U S TREASURY NOTE 2 375000% 02/28/2015 FA ON THE RUN SR LIEN	26,170	25,023	1,147
			2 375% Due 02-28-15			-
			TOTAL LONG TERM	**4,811,872**	**4,453,130**	**358,742**

The Thomas and Stacey Siebel Foundation (EIN: 94-3256331)
Realized Gains and Losses
From 01-01-12 Through 12-31-12

CAPITAL GAIN DISITRBUTIONS

		LTCGD
3/21/2012	VANGUARD SPECIALIZED ENERGY FD ADML	34,431
3/21/2012	VANGUARD SPECIALIZED GOLD&PREC METL	198,887
3/30/2012	VANGUARD ADMIRAL IT TSY FUND	19,797
3/30/2012	VANGUARD ADMIRAL LT TSY FUND	65,793
	TOTAL LONG TERM CAPITAL GAIN DISTRIBUTIONS	**318,909**

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	4,614.	0.		4,614.
TO FM 990-PF, PG 1, LN 16A	4,614.	0.		4,614.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	57,650.	0.		57,650.
TO FORM 990-PF, PG 1, LN 16B	57,650.	0.		57,650.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES - GOLDMAN SACHS	88,107.	88,107.		0.
OTHER FEES & DUES	2,214.	0.		2,214.
TO FORM 990-PF, PG 1, LN 16C	90,321.	88,107.		2,214.

FORM 990-PF TAXES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX	367,050.	0.		0.
PAYROLL TAXES	1,966.	0.		1,966.
TO FORM 990-PF, PG 1, LN 18	369,016.	0.		1,966.

FORM 990-PF OTHER EXPENSES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OFFICE EXPENSES	210.	0.		210.
NET PASSTHRU EXPENSES FROM MAKENA SPLITTER X, LP	1,454,430.	1,454,430.		0.
COMPUTER EXPENSES	377.	0.		377.
RENT	98,402.	0.		98,402.
SHIPPING AND POSTAGE	158.	0.		158.
ANNUAL REPORT	6,222.	0.		6,222.
RESEARCH	35.	0.		35.
TELEPHONE	240.	0.		240.
MISCELLANEOUS EXPENSE	3,938.	0.		0.
PROFESSIONAL FEES: IT AND WEBSITE	582.	0.		582.
TO FORM 990-PF, PG 1, LN 23	1,564,594.	1,454,430.		106,226.

FORM 990-PF OTHER INVESTMENTS STATEMENT 8

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE STATEMENT ATTACHED	COST	170,334,503.	187,894,056.
TOTAL TO FORM 990-PF, PART II, LINE 13		170,334,503.	187,894,056.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 9

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
LAPTOP (NITSA)	3,360.	3,263.	97.
LAPTOP (JENNY)	2,941.	2,856.	85.
COMPUTER SERVER	2,499.	1,645.	854.
RENOVATIONS	116,445.	498.	115,947.
TOTAL TO FM 990-PF, PART II, LN 14	125,245.	8,262.	116,983.

FORM 990-PF OTHER ASSETS STATEMENT 10

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
DUE FROM ENERGY FREE HOME	1,126,648.	1,126,648.	1,126,648.
SECURITY DEPOSIT	35,000.	35,000.	35,000.
TO FORM 990-PF, PART II, LINE 15	1,161,648.	1,161,648.	1,161,648.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 12

NAME OF MANAGER

THOMAS M. SIEBEL
STACEY SIEBEL
BILL DOUGHERTY

Depreciation and Amortization Detail FORM 990-PF PAGE 1

990-PF

Asset Number	Description of property Date placed in service	Method/ IRC sec	Life or rate	Line No	Cost or other basis	Basis reduction	Accumulated depreciation/amortization	Current year deduction
1	LAPTOP (NITSA)							
	061908	200DB	5.00	17	3,360.	1,680.	1,390.	193.
2	LAPTOP (JENNY)							
	072208	200DB	5.00	17	2,941.	1,471.	1,216.	169.
6	COMPUTER SERVER							
	110910	200DB	5.00	17	2,499.		1,075.	570.
7	RENOVATIONS							
	110812	SL	39.00	16	116,445.			498.
	* TOTAL 990-PF PG 1 DEPR							
					125,245.	3,151.	3,681.	1,430.

216261
05-01-12

- Current year section 179 (D) - Asset disposed

The Thomas and Stacey Siebel Foundation (EIN. 94-3256331)
Interest and Dividend Income
From 01/01/12 Through 12/31/12

Ex-Date	Pay-Date	Security	Amount	
CASH AND EQUIVALENTS				
1/31/2012	1/31/2012	U S DOLLAR	1	
2/1/2012	2/1/2012	U S DOLLAR	4	
2/29/2012	2/29/2012	U S DOLLAR	9	
7/31/2012	7/31/2012	U S DOLLAR	1	
8/31/2012	8/31/2012	U S DOLLAR	12	
8/31/2012	8/31/2012	U S DOLLAR	88	
10/31/2012	10/31/2012	U S DOLLAR	3	
11/30/2012	11/30/2012	U S DOLLAR	50	
12/5/2012	12/5/2012	U S DOLLAR	16,213	
12/31/2012	12/31/2012	U S DOLLAR	0	
12/31/2012	12/31/2012	U S DOLLAR	0	
		TOTAL REG INTEREST	16,381	A
MONEY MARKET FUNDS				
1/31/2012	1/31/2012	FIDELITY CASH RESERVES	0	
1/31/2012	1/31/2012	GS FINANCIAL SQUARE TREASURY INSTRUMENTS F	0	
1/31/2012	1/31/2012	GS FINANCIAL SQUARE TREASURY INSTRUMENTS F	1	
2/29/2012	2/29/2012	GS FINANCIAL SQUARE TREASURY INSTRUMENTS F	0	
2/29/2012	2/29/2012	GS FINANCIAL SQUARE TREASURY INSTRUMENTS F	0	
3/30/2012	3/30/2012	FIDELITY CASH RESERVES	0	
3/30/2012	3/30/2012	GS FINANCIAL SQUARE TREASURY INSTRUMENTS F	0	
3/30/2012	3/30/2012	GS FINANCIAL SQUARE TREASURY INSTRUMENTS F	0	
4/2/2012	4/2/2012	JP MORGAN 100% US TREASURY MM FUND	115	
4/30/2012	4/30/2012	GS FINANCIAL SQUARE TREASURY INSTRUMENTS F	0	
4/30/2012	4/30/2012	GS FINANCIAL SQUARE TREASURY INSTRUMENTS F	0	
5/1/2012	5/1/2012	JP MORGAN FEDERAL MM FUND	111	
5/31/2012	5/31/2012	GS FINANCIAL SQUARE TREASURY INSTRUMENTS F	0	
5/31/2012	5/31/2012	GS FINANCIAL SQUARE TREASURY INSTRUMENTS F	0	
6/1/2012	6/1/2012	JP MORGAN FEDERAL MM FUND	52	
6/29/2012	6/29/2012	GS FINANCIAL SQUARE TREASURY INSTRUMENTS F	0	
6/29/2012	6/29/2012	GS FINANCIAL SQUARE TREASURY INSTRUMENTS F	0	
7/31/2012	7/31/2012	GS FINANCIAL SQUARE TREASURY INSTRUMENTS F	0	
7/31/2012	7/31/2012	GS FINANCIAL SQUARE TREASURY INSTRUMENTS F	0	
8/31/2012	8/31/2012	GS FINANCIAL SQUARE TREASURY INSTRUMENTS F	1	
8/31/2012	8/31/2012	GS FINANCIAL SQUARE TREASURY INSTRUMENTS F	0	
8/31/2012	8/31/2012	JP MORGAN 100% US TREASURY MM FUND	171	
9/28/2012	9/28/2012	GS FINANCIAL SQUARE TREASURY INSTRUMENTS F	0	
9/28/2012	9/28/2012	GS FINANCIAL SQUARE TREASURY INSTRUMENTS F	0	
9/28/2012	9/28/2012	GS FINANCIAL SQUARE TREASURY INSTRUMENTS F	0	
9/28/2012	9/28/2012	GS FINANCIAL SQUARE TREASURY INSTRUMENTS F	0	
10/31/2012	10/31/2012	GS FINANCIAL SQUARE TREASURY INSTRUMENTS F	0	
10/31/2012	10/31/2012	GS FINANCIAL SQUARE TREASURY INSTRUMENTS F	1	
11/30/2012	11/30/2012	GS FINANCIAL SQUARE TREASURY INSTRUMENTS F	1	
11/30/2012	11/30/2012	GS FINANCIAL SQUARE TREASURY INSTRUMENTS F	1	
12/31/2012	12/31/2012	GS FINANCIAL SQUARE TREASURY INSTRUMENTS F	0	
12/31/2012	12/31/2012	GS FINANCIAL SQUARE TREASURY INSTRUMENTS F	1	
		TOTAL MONEY MARKET	456	A
COMMON STOCK				
3/28/2012	3/28/2012	AMEX ENERGY SELECT INDEX 'SPDR'	3,075	
3/29/2012	3/29/2012	ISHARES FTSE EPRA/NAREIT GLBL REAL ESTATE	10,044	
3/30/2012	3/30/2012	VANGUARD REIT VIPERS CMN	10,796	
6/27/2012	6/27/2012	ISHARES FTSE EPRA/NAREIT GLBL REAL ESTATE	20,534	
6/27/2012	6/27/2012	AMEX ENERGY SELECT INDEX 'SPDR'	3,361	
6/29/2012	6/29/2012	VANGUARD REIT VIPERS CMN	11,161	
9/21/2012	10/3/2012	AMEX ENERGY SELECT INDEX 'SPDR'	3,605	
9/28/2012	9/28/2012	ISHARES FTSE EPRA/NAREIT GLBL REAL ESTATE	7,408	
9/28/2012	9/28/2012	POWERSHARES GLOBAL LISTED PRIV EQUI PORTFO	12,050	
9/28/2012	9/28/2012	VANGUARD REIT VIPERS CMN	11,290	
12/14/2012	12/24/2012	ISHARES FTSE EPRA/NAREIT GLBL REAL ESTATE	50,466	
12/21/2012	12/31/2012	POWERSHARES GLOBAL LISTED PRIV EQUI PORTFO	24,376	
12/24/2012	12/31/2012	VANGUARD REIT VIPERS CMN	17,139	
		TOTAL COMMON STOCK	185,305	B

The Thomas and Stacey Siebel Foundation (EIN. 94-3256331)
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From 01/01/12 Through 12/31/12

FOREIGN STOCK

6/29/2012	6/29/2012	WISDOM TREE JAPAN HEDGED EQUITY FUND	8,802	
9/28/2012	9/28/2012	WISDOM TREE JAPAN HEDGED EQUITY FUND	106	
12/24/2012	12/31/2012	WISDOM TREE JAPAN HEDGED EQUITY FUND	6,482	
		TOTAL FOREIGN STOCK	15,391	B

MUTUAL FUNDS

1/27/2012	1/27/2012	WISDOMTREE TRUST CMN CLASS E	3,735
1/31/2012	1/31/2012	GS INVESTMENT GRADE CREDIT FUND SEPARATE	8,302
1/31/2012	1/31/2012	GS HIGH YIELD FUND INSTITUTIONAL SHARES	10,423
1/31/2012	1/31/2012	GS HIGH YIELD FUND INSTITUTIONAL SHARES	2,984
1/31/2012	1/31/2012	GS U S MORTGAGES FUND SEPARATE ACCOUNT	10,625
1/31/2012	1/31/2012	VANGUARD ADMIRAL IT TSY FUND	7,051
1/31/2012	1/31/2012	VANGUARD ADMIRAL LT TSY FUND	30,733
2/27/2012	2/27/2012	WISDOMTREE TRUST CMN CLASS E	3,468
2/29/2012	2/29/2012	GS INVESTMENT GRADE CREDIT FUND SEPARATE	7,811
2/29/2012	2/29/2012	GS HIGH YIELD FUND INSTITUTIONAL SHARES	10,523
2/29/2012	2/29/2012	GS HIGH YIELD FUND INSTITUTIONAL SHARES	3,207
2/29/2012	2/29/2012	GS U S MORTGAGES FUND SEPARATE ACCOUNT	9,850
2/29/2012	2/29/2012	VANGUARD ADMIRAL IT TSY FUND	6,347
2/29/2012	2/29/2012	VANGUARD ADMIRAL LT TSY FUND	29,132
3/21/2012	3/21/2012	VANGUARD INFLATION-PROTECTED SECS ADM	15,946
3/21/2012	3/21/2012	VANGUARD SPECIALIZED ENERGY FD ADML	1,792
3/21/2012	3/21/2012	VANGUARD SPECIALIZED GOLD&PREC METL	209,494
3/22/2012	3/22/2012	PIMCO ALL ASSET INST	44,348
3/22/2012	3/22/2012	PIMCO COMM REAL RETURN STR I	54,051
3/22/2012	3/22/2012	PIMCO REAL ESTATE REAL RETR I	387,771
3/28/2012	3/28/2012	VANGUARD FTSE DEVELOPED MKTS CMN ETF	2,023
3/30/2012	3/30/2012	WISDOMTREE EMERGING MARKETS HIGH YIELDING	2,638
3/30/2012	3/30/2012	WISDOMTREE TRUST CMN CLASS E	3,468
3/30/2012	3/30/2012	GS INVESTMENT GRADE CREDIT FUND SEPARATE	6,419
3/30/2012	3/30/2012	GS HIGH YIELD FUND INSTITUTIONAL SHARES	10,748
3/30/2012	3/30/2012	GS HIGH YIELD FUND INSTITUTIONAL SHARES	8,806
3/30/2012	3/30/2012	GS U S MORTGAGES FUND SEPARATE ACCOUNT	8,346
3/30/2012	3/30/2012	VANGUARD ADMIRAL IT TSY FUND	6,566
3/30/2012	3/30/2012	VANGUARD SPECIALIZED PORTFOLIO VANGUARD DI	6,647
3/30/2012	3/30/2012	VANGUARD INDEX FUNDS - VANGUAR VANGUARD VA	35,558
3/30/2012	3/30/2012	VANGUARD INDEX FUNDS - VANGUAR VANGUARD GR	18,112
3/30/2012	3/30/2012	VANGUARD ADMIRAL LT TSY FUND	31,277
4/27/2012	4/27/2012	WISDOMTREE TRUST CMN CLASS E	3,468
4/30/2012	4/30/2012	GS INVESTMENT GRADE CREDIT FUND SEPARATE	6,549
4/30/2012	4/30/2012	GS HIGH YIELD FUND INSTITUTIONAL SHARES	10,856
4/30/2012	4/30/2012	GS HIGH YIELD FUND INSTITUTIONAL SHARES	8,895
4/30/2012	4/30/2012	GS U S MORTGAGES FUND SEPARATE ACCOUNT	8,315
4/30/2012	4/30/2012	VANGUARD ADMIRAL IT TSY FUND	6,397
4/30/2012	4/30/2012	VANGUARD ADMIRAL LT TSY FUND	29,804
5/25/2012	5/25/2012	WISDOMTREE TRUST CMN CLASS E	3,468
5/31/2012	5/31/2012	GS INVESTMENT GRADE CREDIT FUND SEPARATE	6,771
5/31/2012	5/31/2012	GS HIGH YIELD FUND INSTITUTIONAL SHARES	10,686
5/31/2012	5/31/2012	GS HIGH YIELD FUND INSTITUTIONAL SHARES	8,755
5/31/2012	5/31/2012	GS U S MORTGAGES FUND SEPARATE ACCOUNT	7,404
5/31/2012	5/31/2012	VANGUARD ADMIRAL IT TSY FUND	7,350
5/31/2012	5/31/2012	VANGUARD ADMIRAL LT TSY FUND	31,075
6/21/2012	6/21/2012	PIMCO ALL ASSET INST	26,885
6/21/2012	6/21/2012	PIMCO COMM REAL RETURN STR I	38,285
6/21/2012	6/21/2012	PIMCO REAL ESTATE REAL RETR I	245,723
6/29/2012	6/29/2012	WISDOMTREE EMERGING MARKETS HIGH YIELDING	9,094
6/29/2012	6/29/2012	WISDOMTREE TRUST CMN CLASS E	3,468
6/29/2012	6/29/2012	GS INVESTMENT GRADE CREDIT FUND SEPARATE	6,800
6/29/2012	6/29/2012	GS HIGH YIELD FUND INSTITUTIONAL SHARES	10,228
6/29/2012	6/29/2012	GS HIGH YIELD FUND INSTITUTIONAL SHARES	8,380
6/29/2012	6/29/2012	GS U S MORTGAGES FUND SEPARATE ACCOUNT	7,125
6/29/2012	6/29/2012	VANGUARD INFLATION-PROTECTED SECS ADM	13,705
6/29/2012	6/29/2012	VANGUARD ADMIRAL IT TSY FUND	6,912
6/29/2012	6/29/2012	VANGUARD SPECIALIZED PORTFOLIO VANGUARD DI	7,747
6/29/2012	6/29/2012	VANGUARD INDEX FUNDS - VANGUAR VANGUARD VA	40,341
6/29/2012	6/29/2012	VANGUARD INDEX FUNDS - VANGUAR VANGUARD GR	19,512
6/29/2012	6/29/2012	VANGUARD ADMIRAL LT TSY FUND	31,700
7/27/2012	7/27/2012	WISDOMTREE TRUST CMN CLASS E	3,468
7/31/2012	7/31/2012	GS INVESTMENT GRADE CREDIT FUND SEPARATE	6,559

The Thomas and Stacey Siebel Foundation (EIN: 94-3256331)
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7/31/2012	7/31/2012	GS HIGH YIELD FUND INSTITUTIONAL SHARES	10,344
7/31/2012	7/31/2012	GS HIGH YIELD FUND INSTITUTIONAL SHARES	8,475
7/31/2012	7/31/2012	GS U S MORTGAGES FUND SEPARATE ACCOUNT	7,210
7/31/2012	7/31/2012	VANGUARD ADMIRAL IT TSY FUND	5,787
7/31/2012	7/31/2012	VANGUARD ADMIRAL LT TSY FUND	32,499
8/31/2012	8/31/2012	WISDOMTREE TRUST CMN CLASS E	3,468
8/31/2012	8/31/2012	GS INVESTMENT GRADE CREDIT FUND SEPARATE	6,318
8/31/2012	8/31/2012	GS HIGH YIELD FUND INSTITUTIONAL SHARES	571
8/31/2012	8/31/2012	GS HIGH YIELD FUND INSTITUTIONAL SHARES	10,859
8/31/2012	8/31/2012	GS HIGH YIELD FUND INSTITUTIONAL SHARES	8,326
8/31/2012	8/31/2012	GS HIGH YIELD FUND INSTITUTIONAL SHARES	8,897
8/31/2012	8/31/2012	GS U S MORTGAGES FUND SEPARATE ACCOUNT	7,238
8/31/2012	8/31/2012	GS U S MORTGAGES FUND SEPARATE ACCOUNT	6,645
8/31/2012	8/31/2012	VANGUARD ADMIRAL IT TSY FUND	6,097
8/31/2012	9/4/2012	VANGUARD ADMIRAL LT TSY FUND	32,579
9/20/2012	9/20/2012	PIMCO ALL ASSET INST	35,527
9/20/2012	9/20/2012	PIMCO COMM REAL RETURN STR I	52,021
9/20/2012	9/20/2012	PIMCO REAL ESTATE REAL RETR I	347,525
9/27/2012	9/28/2012	VANGUARD FXD INC SECS INFL PRO SEC I	27,597
9/28/2012	9/28/2012	WISDOMTREE EMERGING MARKETS HIGH YIELDING	10,221
9/28/2012	9/28/2012	WISDOMTREE TRUST CMN CLASS E	4,935
9/28/2012	9/28/2012	GS INVESTMENT GRADE CREDIT FUND SEPARATE	6,481
9/28/2012	9/28/2012	GS HIGH YIELD FUND INSTITUTIONAL SHARES	889
9/28/2012	9/28/2012	GS HIGH YIELD FUND INSTITUTIONAL SHARES	889
9/28/2012	9/28/2012	GS HIGH YIELD FUND INSTITUTIONAL SHARES	18,781
9/28/2012	9/28/2012	GS U S MORTGAGES FUND SEPARATE ACCOUNT	4,886
9/28/2012	9/28/2012	VANGUARD FTSE DEVELOPED MKTS CMN ETF	126,728
9/28/2012	10/1/2012	VANGUARD ADMIRAL IT TSY FUND	6,311
9/28/2012	9/28/2012	VANGUARD SPECIALIZED PORTFOLIO VANGUARD DI	7,893
9/28/2012	9/28/2012	VANGUARD INDEX FUNDS - VANGUAR VANGUARD VA	40,341
9/28/2012	9/28/2012	VANGUARD INDEX FUNDS - VANGUAR VANGUARD GR	23,154
9/28/2012	10/1/2012	VANGUARD ADMIRAL LT TSY FUND	31,621
9/28/2012	9/28/2012	VANGUARD FTSE EMERGING MKTS ETF	25,298
10/22/2012	10/26/2012	WISDOMTREE TRUST CMN CLASS E	5,002
10/31/2012	10/31/2012	GS INVESTMENT GRADE CREDIT FUND SEPARATE	6,623
10/31/2012	10/31/2012	GS HIGH YIELD FUND INSTITUTIONAL SHARES	1,319
10/31/2012	10/31/2012	GS HIGH YIELD FUND INSTITUTIONAL SHARES	18,560
10/31/2012	10/31/2012	GS U S MORTGAGES FUND SEPARATE ACCOUNT	5,886
10/31/2012	10/31/2012	VANGUARD ADMIRAL IT TSY FUND	6,362
10/31/2012	10/31/2012	VANGUARD ADMIRAL LT TSY FUND	32,971
11/26/2012	11/30/2012	WISDOMTREE TRUST CMN CLASS E	5,002
11/30/2012	11/30/2012	GS INVESTMENT GRADE CREDIT FUND SEPARATE	6,678
11/30/2012	11/30/2012	GS HIGH YIELD FUND INSTITUTIONAL SHARES	20,598
11/30/2012	11/30/2012	GS U S MORTGAGES FUND SEPARATE ACCOUNT	6,162
11/30/2012	11/30/2012	VANGUARD ADMIRAL IT TSY FUND	6,390
11/30/2012	11/30/2012	VANGUARD ADMIRAL LT TSY FUND	32,531
12/12/2012	12/12/2012	GS INVESTMENT GRADE CREDIT FUND SEPARATE	18,573
12/12/2012	12/12/2012	GS INVESTMENT GRADE CREDIT FUND SEPARATE	55,018
12/12/2012	12/13/2012	GS HIGH YIELD FUND INSTITUTIONAL SHARES	66,439
12/12/2012	12/12/2012	GS U S MORTGAGES FUND SEPARATE ACCOUNT	54,653
12/12/2012	12/12/2012	GS U S MORTGAGES FUND SEPARATE ACCOUNT	15,250
12/12/2012	12/12/2012	PIMCO COMM REAL RETURN STR I	65,044
12/12/2012	12/12/2012	PIMCO REAL ESTATE REAL RETR I	541,335
12/19/2012	12/20/2012	VANGUARD FXD INC SECS INFL PRO SEC I	99,597
12/19/2012	12/20/2012	VANGUARD FXD INC SECS INFL PRO SEC I	68,794
12/24/2012	12/31/2012	WISDOMTREE EMERGING MARKETS HIGH YIELDING	2,635
12/24/2012	12/31/2012	WISDOMTREE TRUST CMN CLASS E	8,380
12/24/2012	12/31/2012	WISDOMTREE TRUST CMN CLASS E	4,023
12/24/2012	12/31/2012	MARKET VECTORS ETF TRUST GOLD MINERS INDEX	2,375
12/24/2012	12/31/2012	MARKET VECTORS ETF TR- GLOBAL AGRIBUSINESS	5,341
12/24/2012	12/31/2012	VANGUARD INDEX FUNDS - VANGUAR VANGUARD VA	50,946
12/24/2012	12/31/2012	VANGUARD INDEX FUNDS - VANGUAR VANGUARD GR	39,398
12/27/2012	12/27/2012	PIMCO ALL ASSET INST	145,530
12/27/2012	12/27/2012	PIMCO COMM REAL RETURN STR I	18,498
12/27/2012	12/27/2012	PIMCO REAL ESTATE REAL RETR I	752,440
12/27/2012	12/27/2012	VANGUARD FTSE DEVELOPED MKTS CMN ETF	63,640
12/27/2012	12/27/2012	VANGUARD SPECIALIZED PORTFOLIO VANGUARD DI	12,170
12/27/2012	12/27/2012	VANGUARD FTSE EMERGING MKTS ETF	21,684
12/28/2012	12/31/2012	VANGUARD ADMIRAL IT TSY FUND	36,528
12/28/2012	12/31/2012	VANGUARD SPECIALIZED ENERGY FD ADML	45,002
12/28/2012	12/31/2012	VANGUARD SPECIALIZED GOLD&PREC METL	269,516
12/28/2012	12/31/2012	VANGUARD ADMIRAL LT TSY FUND	193,034
12/31/2012	12/31/2012	GS INVESTMENT GRADE CREDIT FUND SEPARATE	6,751
12/31/2012	12/31/2012	GS HIGH YIELD FUND INSTITUTIONAL SHARES	20,891

The Thomas and Stacey Siebel Foundation (EIN: 94-3256331)
Interest and Dividend Income
From 01/01/12 Through 12/31/12

12/31/2012	12/31/2012	GS U S MORTGAGES FUND SEPARATE ACCOUNT	7,172
12/31/2012	12/31/2012	PIMCO ALL ASSET INST	31,652
12/31/2012	12/31/2012	VANGUARD ADMIRAL IT TSY FUND	6,812
12/31/2012	12/31/2012	VANGUARD ADMIRAL LT TSY FUND	34,197
		TOTAL MUTUAL FUNDS	5,477,738

B

GOVERNMENT BONDS

1/4/2012	1/5/2012	US TREASURY BOND 5 375% 2-15-2031 5 375% Due 02-15-31	1,044
1/4/2012	1/5/2012	U S TREASURY BOND 6 125% 11-15-2027 6 125% Due 11-15-27	(515)
1/20/2012	1/23/2012	U S TREASURY NOTE 2 000000% 11/15/2021 MN OFF THE RUN 2 000% Due 11-15-21	(265)
1/20/2012	1/23/2012	U S TREASURY NOTE 1 375000% 12/31/2018 JD ON THE RUN 1 375% Due 12-31-18	(87)
1/31/2012	1/31/2012	U S TREASURY NOTE 2 625000% 07/31/2014 JJ ON THE RUN SR LIEN 2 625% Due 07-31-14	1,181
1/31/2012	1/31/2012	U S TREASURY NOTE 2 250000% 07/31/2018 JJ ON THE RUN 2 250% Due 07-31-18	788
2/7/2012	2/8/2012	U S TREASURY NOTE 0 250000% 01/15/2015 JJ ON THE RUN 0 250% Due 01-15-15	(66)
2/7/2012	2/8/2012	U S TREASURY NOTE 0 875000% 01/31/2017 JJ ON THE RUN 0 875% Due 01-31-17	(37)
2/7/2012	2/8/2012	U S TREASURY BOND 2 750000% 11/15/2042 MN OFF THE RUN 2 750% Due 11-15-42	(73)
2/15/2012	2/15/2012	U S TREASURY NOTE 3 625000% 02/15/2021 FA ON THE RUN 3 625% Due 02-15-21	4,350
2/15/2012	2/15/2012	U S TREASURY NOTE 1 250000% 02/15/2014 FA ON THE RUN 1 250% Due 02-15-14	5,188
2/15/2012	2/15/2012	U S TREASURY BOND 3 875000% 08/15/2040 FA ON THE RUN 3 875% Due 08-15-40	775
2/15/2012	2/15/2012	U S TREASURY BOND 6 00% 02-15-2026 6 000% Due 02-15-26	2,700
2/21/2012	2/21/2012	FHLMC 1 0% 08/20/2014 FA 1 000% Due 08-20-14	1,779
2/27/2012	2/28/2012	U S TREASURY NOTE 3 625000% 02/15/2021 FA ON THE RUN 3 625% Due 02-15-21	311
2/27/2012	2/28/2012	U S TREASURY NOTE 0 250000% 01/15/2015 JJ ON THE RUN 0 250% Due 01-15-15	121
2/29/2012	2/29/2012	U S TREASURY NOTE 2 375000% 02/28/2015 FA ON THE RUN SR LIEN 2 375% Due 02-28-15	297
2/29/2012	3/1/2012	U S TREASURY BOND 4 500000% 05/15/2038 MN 4 500% Due 05-15-38	265
2/29/2012	3/1/2012	U S TREASURY BOND 5 000000% 05/15/2037 MN ON THE RUN 5 000% Due 05-15-37	(294)
3/13/2012	3/13/2012	FHLB 4 125% 03/13/2020 MS SER JT-2020 SR LIEN 4 125% Due 03-13-20	3,094
3/14/2012	3/14/2012	FHLB 5 625% 03/14/2036 MS 5 625% Due 03-14-36	2,813
4/2/2012	4/2/2012	U S TREASURY NOTE 2 250000% 03/31/2016 MS ON THE RUN 2 250% Due 03-31-16	563
4/2/2012	4/2/2012	U S TREASURY NOTE 2 875000% 03/31/2018 MS ON THE RUN 2 875% Due 03-31-18	2,875
5/15/2012	5/15/2012	U S TREASURY NOTE 1 375000% 11/15/2012 MN ON THE RUN SR LIEN 1 375% Due 11-15-12	1,100
5/15/2012	5/15/2012	U S TREASURY NOTE 3 125000% 05/15/2021 MN ON THE RUN 3 125% Due 05-15-21	781
5/15/2012	5/15/2012	U S TREASURY NOTE 2 000000% 11/15/2021 MN OFF THE RUN 2 000% Due 11-15-21	700
5/15/2012	5/15/2012	U S TREASURY BOND 2 750000% 11/15/2042 MN OFF THE RUN 2 750% Due 11-15-42	1,250
5/15/2012	5/15/2012	U S TREASURY BOND 4 250000% 05/15/2039 MN TREASURY ON THE RUN SR LIEN 4 250% Due 05-15-39	106
5/15/2012	5/15/2012	U S TREASURY BOND 4 250000% 11/15/2040 MN ON THE RUN 4 250% Due 11-15-40	1,488
5/15/2012	5/15/2012	U S TREASURY BOND 4 375000% 05/15/2041 MN ON THE RUN 4 375% Due 05-15-41	2,844
5/15/2012	5/15/2012	U S TREASURY BOND 5 000000% 05/15/2037 MN ON THE RUN 5 000% Due 05-15-37	500
5/15/2012	5/15/2012	U S TREASURY BOND 6 125% 11-15-2027 6 125% Due 11-15-27	2,756
5/17/2012	5/18/2012	U S TREASURY NOTE 0 875000% 04/30/2017 AO ON THE RUN	(51)

		0 875% Due 04-30-17	
5/17/2012	5/18/2012	U S TREASURY NOTE 1 250000% 04/30/2019 AO ON THE RUN 1 250% Due 04-30-19	(55)
5/17/2012	5/18/2012	U S TREASURY NOTE 1 750000% 05/15/2022 MN ON THE RUN 1 750% Due 05-15-22	(9)
5/31/2012	5/31/2012	U S TREASURY NOTE 2 375000% 05/31/2018 MN ON THE RUN 2 375% Due 05-31-18	1,188
5/31/2012	5/31/2012	U S TREASURY NOTE 0 875000% 11/30/2016 MN ON THE RUN 0 875% Due 11-30-16	1,225
6/11/2012	6/12/2012	U S TREASURY NOTE 1 250000% 04/30/2019 AO ON THE RUN 1 250% Due 04-30-19	73
6/13/2012	6/13/2012	FHLB 4 875% 12/13/2013 JD 4 875% Due 12-13-13	3,413
7/2/2012	7/2/2012	U S TREASURY NOTE 1 375000% 12/31/2018 JD ON THE RUN 1 375% Due 12-31-18	688
7/31/2012	7/31/2012	U S TREASURY NOTE 2 625000% 07/31/2014 JJ ON THE RUN SR LIEN 2 625% Due 07-31-14	1,181
7/31/2012	7/31/2012	U S TREASURY NOTE 2 250000% 07/31/2018 JJ ON THE RUN 2 250% Due 07-31-18	788
7/31/2012	7/31/2012	U S TREASURY NOTE 0 875000% 01/31/2017 JJ ON THE RUN 0 875% Due 01-31-17	831
8/6/2012	8/7/2012	U S TREASURY NOTE 1 750000% 05/15/2022 MN ON THE RUN 1 750% Due 05-15-22	(519)
8/10/2012	8/13/2012	U S TREASURY NOTE 0 500000% 07/31/2017 JJ ON THE RUN 0 500% Due 07-31-17	(19)
8/10/2012	8/13/2012	U S TREASURY NOTE 0 875000% 07/31/2019 JJ ON THE RUN 0 875% Due 07-31-19	(9)
8/15/2012	8/15/2012	U S TREASURY BOND 3 875000% 08/15/2040 FA ON THE RUN 3 875% Due 08-15-40	775
8/15/2012	8/15/2012	U S TREASURY BOND 6 00% 02-15-2026 6 000% Due 02-15-26	2,700
8/20/2012	8/21/2012	U S TREASURY NOTE 1 750000% 05/15/2022 MN ON THE RUN 1 750% Due 05-15-22	(233)
8/20/2012	8/21/2012	U S TREASURY NOTE 1 625000% 08/15/2022 FA OFF THE RUN 1 625% Due 08-15-22	13
8/20/2012	8/20/2012	FHLMC 1 0% 08/20/2014 FA 1 000% Due 08-20-14	1,570
8/31/2012	8/31/2012	U S TREASURY NOTE 2 375000% 02/28/2015 FA ON THE RUN SR LIEN 2 375% Due 02-28-15	297
9/5/2012	9/6/2012	U S TREASURY NOTE 1 750000% 05/15/2022 MN ON THE RUN 1 750% Due 05-15-22	651
9/5/2012	9/6/2012	U S TREASURY BOND 5 000000% 05/15/2037 MN ON THE RUN 5 000% Due 05-15-37	310
9/5/2012	9/6/2012	U S TREASURY BOND 6 125% 11-15-2027 6 125% Due 11-15-27	759
9/13/2012	9/13/2012	FHLB 4 125% 03/13/2020 MS SER JT-2020 SR LIEN 4 125% Due 03-13-20	3,094
9/14/2012	9/14/2012	FHLB 5 625% 03/14/2036 MS 5 625% Due 03-14-36	2,813
9/25/2012	9/26/2012	U S TREASURY NOTE 1 625000% 08/15/2022 FA OFF THE RUN 1 625% Due 08-15-22	(37)
9/25/2012	9/26/2012	U S TREASURY NOTE 0 250000% 08/31/2014 FA ON THE RUN 0 250% Due 08-31-14	(36)
9/25/2012	9/26/2012	U S TREASURY NOTE 1 000000% 08/31/2019 FA ON THE RUN 1 000% Due 08-31-19	(101)
9/25/2012	9/26/2012	U S TREASURY NOTE 0 250000% 09/15/2015 MS ON THE RUN 0 250% Due 09-15-15	(14)
10/1/2012	10/1/2012	U S TREASURY NOTE 2 250000% 03/31/2016 MS ON THE RUN 2 250% Due 03-31-16	563
10/1/2012	10/1/2012	U S TREASURY NOTE 2 875000% 03/31/2018 MS ON THE RUN 2 875% Due 03-31-18	2,875
10/31/2012	10/31/2012	U S TREASURY NOTE 0 875000% 04/30/2017 AO ON THE RUN 0 875% Due 04-30-17	525
10/31/2012	10/31/2012	U S TREASURY NOTE 1 250000% 04/30/2019 AO ON THE RUN 1 250% Due 04-30-19	250
11/15/2012	11/15/2012	U S TREASURY NOTE 1 375000% 11/15/2012 MN ON THE RUN SR LIEN 1 375% Due 11-15-12	1,100
11/15/2012	11/15/2012	U S TREASURY NOTE 3 125000% 05/15/2021 MN ON THE RUN 3 125% Due 05-15-21	781
11/15/2012	11/15/2012	U S TREASURY NOTE 2 000000% 11/15/2021 MN OFF THE RUN 2 000% Due 11-15-21	700
11/15/2012	11/15/2012	U S TREASURY NOTE 1 750000% 05/15/2022 MN ON THE RUN 1 750% Due 05-15-22	525
11/15/2012	11/15/2012	U S TREASURY BOND 2 750000% 11/15/2042 MN OFF THE RUN	1,250

		2 750% Due 11-15-42	
11/15/2012	11/15/2012	U S TREASURY BOND 4 250000% 05/15/2039 MN TREASURY ON THE RUN SR LIEN 4 250% Due 05-15-39	106
11/15/2012	11/15/2012	U S TREASURY BOND 4 250000% 11/15/2040 MN ON THE RUN 4 250% Due 11-15-40	1,488
11/15/2012	11/15/2012	U S TREASURY BOND 4 375000% 05/15/2041 MN ON THE RUN 4 375% Due 05-15-41	2,844
11/15/2012	11/15/2012	U S TREASURY BOND 6 125% 11-15-2027 6 125% Due 11-15-27	1,531
11/19/2012	11/19/2012	FHLB 5 375% 05/18/2016 MN 5 375% Due 05-18-16	8,063
11/30/2012	12/3/2012	U S TREASURY NOTE 2 375000% 02/28/2015 FA ON THE RUN SR LIEN 2 375% Due 02-28-15	154
11/30/2012	12/3/2012	U S TREASURY NOTE 1 250000% 02/15/2014 FA ON THE RUN 1 250% Due 02-15-14	2,279
11/30/2012	11/30/2012	U S TREASURY NOTE 2 375000% 05/31/2018 MN ON THE RUN 2 375% Due 05-31-18	1,188
11/30/2012	11/30/2012	U S TREASURY NOTE 0 875000% 11/30/2016 MN ON THE RUN 0 875% Due 11-30-16	1,225
11/30/2012	12/3/2012	U S TREASURY NOTE 0 250000% 08/31/2014 FA ON THE RUN 0 250% Due 08-31-14	130
12/13/2012	12/13/2012	FHLB 4 875% 12/13/2013 JD 4 875% Due 12-13-13	3,413
12/31/2012	12/31/2012	U S TREASURY NOTE 1 375000% 12/31/2018 JD ON THE RUN 1 375% Due 12-31-18	688

TOTAL UST DIVIDENDS	91,289	C

CAPITAL GAIN DISITRBUTIONS

		SHORT TERM
3/30/2012	VANGUARD ADMIRAL IT TSY FUND	14,273
3/30/2012	VANGUARD ADMIRAL LT TSY FUND	90,342

TOTAL SHORT TERM CAPITAL GAIN DIVIENDS	104,615	B

TOTAL INTEREST	16,837	Sum of A
TOTAL TAXABLE DIVIDENDS	5,783,049	Sum of B
TOTAL UST DIVIDENDS	91,289	Sum of C

990-PF Attachment
Statement 11

The Thomas and Stacey Siebel Foundation (94-3256331)
ATTACHMENT TO 2012 FORM 990-PF
RETURN OF PRIVATE FOUNDATION

STATEMENT REQUIRED BY REG. §53.4945-5(d)

INFORMATION WITH RESPECT TO EXPENDITURE RESPONSIBILITY GRANTS

Grantee:
Siebel Scholars Foundation
P.O. Box 5287
Redwood City, CA 94063
EIN: 20-3688705

Amounts and Dates of Grants currently subject to Disclosure:

$ 1,990,000 paid on January 4, 2011
$ 800,000 paid on October 31, 2012

Purpose: To support the operations of the Siebel Scholars Foundation, including all general expenses and expenses related to the annual Siebel Scholars Conferences, provided that neither the grants nor the income therefrom may be used for purposes other than those described in section 170(c)(2)(B).

Amount of Grants Spent by Grantee in the Current Year: $1,378,131. See attached schedule of amounts and purposes of expenditures.

Diversion: To the knowledge of the foundation, and based on the reports furnished by the grantee, no part has been used for other than its intended purpose.

Date of Reports Received from Grantee: The grantee provides the grantor foundation with financial statements (including balance sheets and income statements) on a monthly basis. The grantee organization also provides regular reporting of its ongoing charitable efforts to the management team of the grantor foundation.

Siebel Scholars Foundation
Amounts of Grant Spent by Grantee in 2012

ADVERTISING & PROMOTION	42,294
BOOK CLUB	10,897
COLLATERAL	38,253
COMPUTER EXPENSE: HARDWARE/SOFTWARE	580
CONFERENCE	745,303
DUES & SUBSCRIPTIONS	48,835
EVENTS: SERVICES	100,869
EVENTS: SUPPLIES	758
FEES & DUES	143
MISCELLANEOUS EXPENSE	514
OFFICE SUPPLIES / PRINTING	0
PAYROLL: DENTAL	182
PAYROLL. HEALTH INSURANCE	756
PAYROLL: LIFE, AD&D,ST,LTD	283
PAYROLL: SALARIES	309,657
PAYROLL: TAXES	22,129
PAYROLL: WORKER COMP	2,533
PAYROLL: VISION	23
PAYROLL: 401K MATCH	9,845
POSTAGE	3,865
PROF FEES : ACCOUNTING	6,500
PROF FEES : CONSULTING	0
PROF FEES : LEGAL	683
PROF FEES: IT	2,745
PUBLIC RELATIONS EXPENSE	1,435
RECRUITING FEES	590
SUPPLIES	52
TELEPHONE	755
TRAVEL: Scholars	897
TRAVEL :LODGING. Staff	1,862
TRAVEL: BUSINESS MEALS: Staff	1,109
TRAVEL: TRANSPORT: Scholars	150
TRAVEL: TRANSPORT: Staff	4,238
WEBSITE EXPENSE	19,396

Total Expenses	1,378,131

The Thomas and Stacey Siebel Foundation (EIN. 94-3256331)
Account Holdings
31-Dec-12

Quantity	Security	Total Adjusted Cost	Market Value	Unrealized Gain/Loss
CASH AND EQUIVALENTS				
Cash				
	U S DOLLAR	15,161,783	15,161,783	-
	U S DOLLAR - WELLS FARGO BANK	317,182	317,182	
	CASH AND EQUIVALENTS Total	**15,478,965**	**15,478,965**	**-**
MONEY MARKET FUNDS				
Investment Cash Reserves				
	FIDELITY CASH RESERVES	230	230	-
	GS FINANCIAL SQUARE TREASURY INSTRUMENTS F	1,182,898	1,182,898	-
	JP MORGAN 100% US TREASURY MM FUND	17,490,796	17,490,796	-
	JP MORGAN FEDERAL MM FUND	-	-	-
	MONEY MARKET FUNDS Total	**18,673,924**	**18,673,924**	**-**
COMMON STOCK				
US Large Cap Equities				
Energy				
10,804	AMEX ENERGY SELECT INDEX 'SPDR'	739,679	771,622	31,944
	US Large Cap Equities Total	739,679	771,622	31,944
REITs				
Index				
21,505	VANGUARD REIT VIPERS CMN	1,275,528	1,415,029	139,501
	REITs Total	1,275,528	1,415,029	139,501
Real Estate Mutual Funds				
Index				
46,380	ISHARES FTSE EPRA/NAREIT GLBL REAL ESTATE	1,602,012	1,536,569	(65,443)
	Real Estate Mutual Fun Total	1,602,012	1,536,569	(65,443)
Private Equity				
Private Equity				
125,000	POWERSHARES GLOBAL LISTED PRIV EQUI PORTFO	2,148,448	1,265,000	(883,448)
	Private Equity Total	2,148,448	1,265,000	(883,448)
	COMMON STOCK Total	**5,765,667**	**4,988,220**	**(777,447)**
FOREIGN STOCK				
Foreign Mutual Funds				
Japan				
27,878	WISDOM TREE JAPAN HEDGED EQUITY FUND	998,754	1,028,141	29,387
	Foreign Mutual Funds Total	998,754	1,028,141	29,387
	FOREIGN STOCK Total	**998,754**	**1,028,141**	**29,387**
MUTUAL FUNDS				
US Large Cap Mutual Funds				
Index				
93,361	VANGUARD INDEX FUNDS - VANGUARD GR	4,965,565	6,645,436	1,679,871
103,971	VANGUARD INDEX FUNDS - VANGUARD VA	6,084,309	6,113,495	29,186
		11,049,874	12,758,931	1,709,057

The Thomas and Stacey Siebel Foundation (EIN 94-3256331)
Account Holdings .
31-Dec-12

Quantity	Security	Total Adjusted Cost	Market Value	Unrealized Gain/Loss
Diversified U S				
24,438	VANGUARD SPECIALIZED PORTFOLIO - VANGUARD DI	1,249,324	1,455,772	206,448
	US Large Cap Mutual Fund Total	12,299,197	14,214,703	1,915,506
Foreign Mutual Funds				
Index				
183,930	VANGUARD MSCI EAFE ETF CMN ETF	9,143,953	6,479,854	(2,664,099)
Emerging Markets				
48,186	VANGUARD MSCI EMERGING MKTS ETF	2,541,969	2,145,723	(396,246)
	Foreign Mutual Funds Total	11,685,922	8,625,577	(3,060,345)
Emerging Markets Mutual Funds				
Diversified Foreign				
13,050	WISDOMTREE EMERGING MARKETS HIGH YIELDING	748,125	746,330	(1,795)
	Emerging Markets Mutua Total	748,125	746,330	(1,795)
Fixed Income Mutual Funds				
Index				
4,720,010	VANGUARD ADMIRAL IT TSY FUND	5,122,542	5,522,513	399,971
1,033,176	VANGUARD ADMIRAL LT TSY FUND	11,500,262	13,503,608	2,003,346
		16,622,804	19,026,121	2,403,317
Inflation Linked				
527,877	VANGUARD FXD INC SECS INFL PRO SEC I	5,111,464	6,133,926	1,022,462
Diversified Fixed Income				
235,511	GS INVESTMENT GRADE CREDIT FUND SEPARATE	2,169,818	2,303,295	133,477
Corporate High Yield				
511,850	GS HIGH YIELD FUND INSTITUTIONAL SHARES	2,182,277	3,741,624	1,559,347
Mortgages				
372,363	GS U S MORTGAGES FUND SEPARATE ACCOUNT	3,952,519	3,961,938	9,419
World Bonds				
26,675	WISDOMTREE TRUST CMN CLASS E	1,398,693	1,426,046	27,353
	Fixed Income Mutual Fund Total	31,437,575	36,592,950	5,155,375
Real Estate Mutual Funds				
Index				
2,247,875	PIMCO REAL ESTATE REAL RETR I	15,171,252	11,059,546	(4,111,706)
	Real Estate Mutual Fun Total	15,171,252	11,059,546	(4,111,706)
Commodities and Natural Resources				
Energy				
18,456	VANGUARD SPECIALIZED ENERGY FD ADML	1,328,818	2,051,585	722,767
Index				
21,197	POWERSHARES DB COMMODITY INDEX TRACKING FU	600,535	588,853	(11,682)
Gold Bullion				
258,214	FIDELITY SELECT PORTF SELECT GOLD PT	7,176,223	9,548,736	2,372,513
1,889	SPDR GOLD TRUST ETF	290,379	306,057	15,678
		7,466,602	9,854,793	2,388,191
Gold & Silver Mining				
5,140	MARKET VECTORS ETF TRUST GOLD MINERS INDEX	311,475	238,445	(73,030)
701,317	VANGUARD SPECIALIZED GOLD&PREC METL	11,230,858	11,186,004	(44,854)

The Thomas and Stacey Siebel Foundation (EIN: 94-3256331)
Account Holdings .
31-Dec-12

Quantity	Security	Total Adjusted Cost	Market Value	Unrealized Gain/Loss
		11,542,333	11,424,449	(117,884)
Commodities				
5,495	MARKET VECTORS ETF TR- GLOBAL AGRIBUSINESS	289,962	289,916	(46)
949,962	PIMCO COMM REAL RETURN STR I	10,488,484	6,307,750	(4,180,734)
		10,778,446	6,597,666	(4,180,780)
Commodities - Agriculture				
5,140	POWERSHARES DB AGRICULTURE FUND - ETF	169,668	143,663	(26,005)
	Commodities and Natura Total	31,886,402	30,661,009	(1,225,393)
Fund of Funds				
World Allocation Funds				
408,571	PIMCO ALL ASSET INST	4,915,495	5,139,820	224,325
	Fund of Funds Total	4,915,495	5,139,820	224,325
	MUTUAL FUNDS Total	**108,143,968**	**107,039,935**	**(1,104,033)**
GOVERNMENT BONDS				
Fixed Income				
U S Treasury Notes				
220,000	U S TREASURY NOTE 1 250000% 02/15/2014 FA ON THE RUN 1 250% Due 02-15-14	219,348	222,552	3,205
90,000	U S TREASURY NOTE 2 625000% 07/31/2014 JJ ON THE RUN SR LIEN 2 625% Due 07-31-14	90,131	93,386	3,255
180,000	U S TREASURY NOTE 0 250000% 09/15/2015 MS ON THE RUN 0 250% Due 09-15-15	179,473	179,606	133
50,000	U S TREASURY NOTE 2 250000% 03/31/2016 MS ON THE RUN 2 250% Due 03-31-16	50,000	52,980	2,980
280,000	U S TREASURY NOTE 0 875000% 11/30/2016 MN ON THE RUN 0 875% Due 11-30-16	280,242	283,959	3,718
190,000	U S TREASURY NOTE 0 875000% 01/31/2017 JJ ON THE RUN 0 875% Due 01-31-17	190,422	192,523	2,102
120,000	U S TREASURY NOTE 0 875000% 04/30/2017 AO ON THE RUN 0 875% Due 04-30-17	120,759	121,472	712
110,000	U S TREASURY NOTE 0 500000% 07/31/2017 JJ ON THE RUN 0 500% Due 07-31-17	108,973	109,338	365
200,000	U S TREASURY NOTE 2 875000% 03/31/2018 MS ON THE RUN 2 875% Due 03-31-18	201,221	221,719	20,498
100,000	U S TREASURY NOTE 2 375000% 05/31/2018 MN ON THE RUN 2 375% Due 05-31-18	100,394	108,344	7,950
70,000	U S TREASURY NOTE 2 250000% 07/31/2018 JJ ON THE RUN 2 250% Due 07-31-18	71,571	75,398	3,826
100,000	U S TREASURY NOTE 1 375000% 12/31/2018 JD ON THE RUN 1 375% Due 12-31-18	99,477	102,602	3,125
40,000	U S TREASURY NOTE 1 250000% 04/30/2019 AO ON THE RUN 1 250% Due 04-30-19	40,271	40,603	332
30,000	U S TREASURY NOTE 0 875000% 07/31/2019 JJ ON THE RUN 0 875% Due 07-31-19	29,551	29,630	78
140,000	U S TREASURY NOTE 1 000000% 08/31/2019 FA ON THE RUN 1 000% Due 08-31-19	139,235	139,180	(55)
50,000	U S TREASURY NOTE 3 125000% 05/15/2021 MN ON THE RUN 3 125% Due 05-15-21	54,684	56,699	2,015
70,000	U S TREASURY NOTE 2 000000% 11/15/2021 MN OFF THE RUN 2 000% Due 11-15-21	69,798	72,652	2,854
60,000	U S TREASURY NOTE 1 750000% 05/15/2022 MN ON THE RUN 1 750% Due 05-15-22	60,010	60,520	510
20,000	U S TREASURY NOTE 1 625000% 08/15/2022 FA OFF THE RUN 1 625% Due 08-15-22	19,879	19,869	(10)
	Accrued Interest		7,325	7,325
		2,125,440	2,190,357	64,918
U S Agencies				
140,000	FHLB 4 875% 12/13/2013 JD	138,446	146,217	7,771

The Thomas and Stacey Siebel Foundation (EIN: 94-3256331)
Account Holdings
31-Dec-12

Quantity	Security	Total Adjusted Cost	Market Value	Unrealized Gain/Loss
	4 875% Due 12-13-13			
314,000	FHLMC 1 0% 08/20/2014 FA	315,455	317,664	2,209
	1 000% Due 08-20-14			
300,000	FHLB 5 375% 05/18/2016 MN	305,086	349,437	44,351
	5 375% Due 05-18-16			
150,000	FHLB 4 125% 03/13/2020 MS SER JT-2020 SR LIEN	153,770	178,121	24,350
	4 125% Due 03-13-20			
100,000	FHLB 5 625% 03/14/2036 MS	107,680	139,534	31,854
	5 625% Due 03-14-36			
	Accrued Interest		6,938	6,938
		1,020,437	1,137,911	117,474
U S Treasury Bonds				
90,000	U S TREASURY BOND 6 00% 02-15-2026	106,819	130,233	23,414
	6 000% Due 02-15-26			
50,000	U S TREASURY BOND 6 125% 11-15-2027	72,190	74,282	2,091
	6 125% Due 11-15-27			
5,000	U S TREASURY BOND 4 250000% 05/15/2039 MN TREASURY ON THE RUN S	4,750	6,379	1,629
	4 250% Due 05-15-39			
40,000	U S TREASURY BOND 3 875000% 08/15/2040 FA ON THE RUN	40,889	48,075	7,186
	3 875% Due 08-15-40			
70,000	U S TREASURY BOND 4 250000% 11/15/2040 MN ON THE RUN	64,386	89,382	24,996
	4 250% Due 11-15-40			
130,000	U S TREASURY BOND 4 375000% 05/15/2041 MN ON THE RUN	135,102	169,365	34,263
	4 375% Due 05-15-41			
80,000	U S TREASURY BOND 2 750000% 11/15/2042 MN OFF THE RUN	80,192	83,738	3,545
	2 750% Due 11-15-42			
	Accrued Interest		4,432	4,432
		504,329	605,885	101,556
	GOVERNMENT BONDS Total	**3,650,205**	**3,934,153**	**283,948**
FUND OF FUNDS				
Fund of Funds				
World Allocation Funds				
207,843	MAKENA CAPITAL SPLITTER	38,211,589	56,355,900	18,144,311
	MAKENA CAPITAL BLOCKER	7,973,125	8,943,648	970,523
	FUND OF FUNDS Total	**46,184,714**	**65,299,548**	**19,114,834**
HEDGE FUNDS				
Hedge Funds				
Index				
382,383	GS ABSOLUTE RETURN TRACKER FUND INSTITUTION	3,591,195	3,479,686	(111,509)
Long-Short				
20,000	GOLDMAN SACHS INVESTMENT PARTNERS OFFSHORE	2,000,000	2,124,373	124,373
	HEDGE FUNDS Total	**5,591,195**	**5,604,059**	**12,864**
TOTAL PORTFOLIO		**204,487,391**	**222,046,945**	**17,559,554**

	Total Cash	34,152,889	34,152,889	
	Total Other Assets	170,334,503	187,894,056	17,559,554
TOTAL PORTFOLIO		**204,487,391**	**222,046,945**	**17,559,554**

Form **8868**
(Rev. January 2013)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

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

OMB No. 1545-1709

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

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

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

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

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

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

Type or print

File by the due date for filing your return. See instructions.

Name of exempt organization or other filer, see instructions.
THE THOMAS AND STACEY SIEBEL FOUNDATION

Employer identification number (EIN) or
94-3256331

Number, street, and room or suite no. If a P.O. box, see instructions.
P.O. BOX 5287

Social security number (SSN)

City, town or post office, state, and ZIP code. For a foreign address, see instructions.
REDWOOD CITY, CA 94063

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

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 (sec. 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 ▶ BILL DOUGHERTY
P.O. BOX 5287 - REDWOOD CITY, CA 94063

Telephone No. ▶ (650) 299-5241 FAX No. ▶ (650) 299-5250

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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 2013, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ ☒ calendar year 2012 or

▶ ☐ tax year beginning ______________, and ending ______________

Frank, Rimerman & Co. LLP 94-1341042
1801 Page Mill Road
Palo Alto, CA 94304

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

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	$ 400,351.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	$ 235,351.
c	**Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	$ 165,000.

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

LHA **For Privacy Act and Paperwork Reduction Act Notice, see instructions.** Form 8868 (Rev. 1-2013)

223841
01-21-13

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box ▶ ☒

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1).

Part II **Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.

Name of exempt organization or other filer, see instructions: THE THOMAS AND STACEY SIEBEL FOUNDATION

Employer identification number (EIN) or: 94-3256331

Number, street, and room or suite no. If a P.O. box, see instructions.: P.O. BOX 5287

Social security number (SSN):

City, town or post office, state, and ZIP code. For a foreign address, see instructions.: REDWOOD CITY, CA 94063

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
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 (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ▶ BILL DOUGHERTY P.O. BOX 5287 - REDWOOD CITY, CA 94063

Telephone No. ▶ (650) 299-5241 FAX No. ▶ (650) 299-5250

- 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.

4 I request an additional 3-month extension of time until NOVEMBER 15, 2013.

5 For calendar year 2012 , or other tax year beginning ____________ , and ending ____________ .

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

7 State in detail why you need the extension
THE TAXPAYER RESPECTFULLY REQUESTS ADDITIONAL TIME TO GATHER THE INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN.

8a	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.	8a	$ 400,351.
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 and any amount paid previously with Form 8868.	8b	$ 400,351.
c	**Balance due.** Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	$ 0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ▶ Title ▶ CPA Date ▶ 7/11/13

Frank, Rimerman & Co. LLP 94-1341042
1801 Page Mill Road
Palo Alto, CA 94304