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

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

2012**Open to Public Inspection****For calendar year 2012 or tax year beginning****, 2012, and ending****, 20**

Name of foundation NEPHELI FOUNDATION		A Employer identification number 94-3379122
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) (510) 558-3355
823 MENDOCINO AVENUE		
City or town, state, and ZIP code BERKELEY, CA 94707-1922		C If exemption application is pending, check here ☐
G Check all that apply		D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
☐ Initial return	☐ Initial return of a former public charity	E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
☐ Final return	☐ Amended return	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
☐ Address change	☐ Name change	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 274,794.		
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ☐ if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments	18.	18.		ATCH 1
4 Dividends and interest from securities	6,520.	6,520.		ATCH 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	3,089.			
b Gross sales price for all assets on line 6a	38,246.			
7 Capital gain net income (from Part IV, line 2)		3,089.		
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) (attach schedule)				
11 Other income (attach schedule) ATCH 3	20.	20.		
12 Total. Add lines 1 through 11	9,647.	9,647.		
13 Compensation of officers, directors, trustees, etc.	0			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) ATCH 4	3,500.	3,500.		
c Other professional fees (attach schedule) *	2,438.	2,438.		
17 Interest				
18 Taxes (attach schedule) (see instructions) ATCH 6	326.	326.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) ATCH 7	457.	457.		
24 Total operating and administrative expenses. Add lines 13 through 23	6,721.	6,721.		
25 Contributions, gifts, grants paid	29,690.			29,690.
26 Total expenses and disbursements. Add lines 24 and 25	36,411.	6,721.	0	29,690.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-26,764.			
b Net investment income (if negative, enter -0-)		2,926.		
c Adjusted net income (if negative, enter -0-)				

SCANNED AUG 26 2013

Revenue
Operating and Administrative ExpensesRECEIVED
AUG 19 2013
CASH
CASHIER, UT

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	26,122.	9,361.	9,361.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U.S. and state government obligations (attach schedule), .			
	b Investments - corporate stock (attach schedule) ATCH 8	240,372.	230,369.	261,169.
	c Investments - corporate bonds (attach schedule),			
	11 Investments - land, buildings, and equipment, basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule)			
	14 Land, buildings, and equipment, basis ▶ Less accumulated depreciation (attach schedule) ▶			
15 Other assets (describe ▶ ATCH 9)	4,264.	4,264.	4,264.	
16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	270,758.	243,994.	274,794.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons .			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ 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	30,495.	30,495.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds . .	240,263.	213,499.	
	30 Total net assets or fund balances (see instructions)	270,758.	243,994.	
31 Total liabilities and net assets/fund balances (see instructions)	270,758.	243,994.		

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	270,758.
2 Enter amount from Part I, line 27a	2	-26,764.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	243,994.
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	243,994.

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 SEE PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) 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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	3,089.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8			3	0	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	16,114.	281,086.	0.057328
2010	17,295.	43,298.	0.399441
2009	18,980.	268,037.	0.070811
2008	15,806.	340,788.	0.046381
2007	24,732.	435,891.	0.056739
2 Total of line 1, column (d)			2 0.630700
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.126140
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 268,322.
5 Multiply line 4 by line 3			5 33,846.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 29.
7 Add lines 5 and 6			7 33,875.
8 Enter qualifying distributions from Part XII, line 4 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			8 29,690.

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		1	N/A
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			
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	
3 Add lines 1 and 2		3	0
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	0
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7		0
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		0
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be Credited to 2013 estimated tax ☐ Refunded ☐	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☐ \$ _____ (2) On foundation managers ☐ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		X
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ CA, _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address N/A				
14	The books are in care of DOMINIC MONTAGU Telephone no 510-558-3355 Located at 823 MENDOCINO AVENUE BERKELEY, CA ZIP+4 94707			
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		
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	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country				X

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

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

	Yes	No
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)?	1b	X
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)	2b	X
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	
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

Form 990-PF (2012)

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

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

5b

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?

☐ Yes ☒ No

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

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

☐ Yes ☒ No

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

6b

X

If "Yes" to 6b, file Form 8870

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

☐ Yes ☒ No

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

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 10		0	0	0

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

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

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

☐

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		►

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	►

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	250,403.
b	Average of monthly cash balances	1b	17,741.
c	Fair market value of all other assets (see instructions)	1c	4,264.
d	Total (add lines 1a, b, and c)	1d	272,408.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	272,408.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	4,086.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	268,322.
6	Minimum investment return. Enter 5% of line 5	6	13,416.

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

1	Minimum investment return from Part X, line 6	1	13,416.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	
3	Distributable amount before adjustments Subtract line 2c from line 1	3	13,416.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	13,416.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	13,416.

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	29,690.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
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	29,690.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	29,690.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				13,416.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only				
b Total for prior years 20 <u>10</u> , 20 <u>09</u> , 20 <u>08</u>				
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008				
c From 2009				5,578.
d From 2010				15,130.
e From 2011				2,060.
f Total of lines 3a through e	22,768.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ <u>29,690.</u>				
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2012 distributable amount				13,416.
e Remaining amount distributed out of corpus	16,274.			
5 Excess distributions carryover applied to 2012 . (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:	39,042.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	39,042.			
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				5,578.
c Excess from 2010				15,130.
d Excess from 2011				2,060.
e Excess from 2012				16,274.

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

NOT APPLICABLE

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

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
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))

N/A

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

N/A

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

N/A

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

N/A

c Any submission deadlines

N/A

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

N/A

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

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i> ATCH 11				
Total			▶ 3a	29,690.
b <i>Approved for future payment</i>				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated

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

▼

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) (See instructions)

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
15,000.		948.77 SH- GS CONCENTRATED INTERNATIONAL 11,601.					12/23/2008 3,399.	12/10/2012
4,392.		GOLDMAN SACHS #49948-1: SEE STATEMENT 4,736.					VAR -344.	VAR
3,607.		GOLDMAN SACHS #49948-1: SEE STATEMENT 5,004.					VAR -1,397.	VAR
15,247.		GOLDMAN SACHS #49948-1: SEE STATEMENT 13,816.					VAR 1,431.	VAR
TOTAL GAIN(LOSS)							<u>3,089.</u>	

ATTACHMENT 1

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
GOLDMAN SACHS #30081-2	10.	10.
GOLDMAN SACHS #49948-1	8.	8.
TOTAL	<u>18.</u>	<u>18.</u>

ATTACHMENT 2

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
GOLDMAN SACHS #30081-2	4,184.	4,184.
GOLDMAN SACHS #49948-1	2,336.	2,336.
TOTAL	<u>6,520.</u>	<u>6,520.</u>

ATTACHMENT 3

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
NON DIVIDEND DISTRIBUTIONS	20.	20.
TOTALS	<u>20.</u>	<u>20.</u>

ATTACHMENT 4

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ACCOUNTING FEES	3,500.	3,500.		
TOTALS	<u>3,500.</u>	<u>3,500.</u>		

ATTACHMENT 5

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
GOLDMAN SACHS MANAGEMENT FEES	2,438.	2,438.
TOTALS	<u>2,438.</u>	<u>2,438.</u>

ATTACHMENT 6

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FOREIGN TAXES	246.	246.
FRANCHISE TAX BOARD	60.	60.
SECRETARY OF STATE	20.	20.
TOTALS	<u>326.</u>	<u>326.</u>

ATTACHMENT 7

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT EXPENSE	90.	90.
FEES & OTHER EXPENSES	367.	367.
TOTALS	457.	457.

ATTACHMENT 8

FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
GOLDMAN SACHS #30081-2: EQUITY	150,657.	162,617.
GOLDMAN SACHS #49948-1: EQUITY	79,712.	98,552.
TOTALS	<u>230,369.</u>	<u>261,169.</u>

ATTACHMENT 9

FORM 990PF, PART II - OTHER ASSETS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ORGANIZATIONAL COSTS	4,264.	4,264.
TOTALS	<u>4,264.</u>	<u>4,264.</u>

NEPHELI FOUNDATION

94-3379122

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 10

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION
DOMINIC MONTAGU 823 MENDOCINO AVENUE BERKELEY, CA 94707	PRESIDENT	0
DIEP DOAN 823 MENDOCINO AVENUE BERKELEY, CA 94707	SECRETARY	0
GRAND TOTALS		0

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 11

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
TROOP 19 -BOY SCOUTS OF AMERICA BERKELEY, CA	NONE 501 (C) (3)		GENERAL	130
ALAMEDA COUNTY COMMUNITY FOOD BANK 7900 EDGEWATER DRIVE OAKLAND, CA 94621	NONE 501 (C) (3)		GENERAL	500.
VN HELP E. CALAVERES BOULEVARD SUITE 307 MILPITAS, CA 95035	NONE 501 (C) (3)		GENERAL	25,000
LICK WILMERDING HIGH SCHOOL 755 OCEAN AVENUE SAN FRANCISCO, CA 94112	NONE 501 (C) (3)		GENERAL	2,500
THOUSAND OAKS NEIGHBORHOOD ASSOCIATION P.O. BOX 7572 BERKELEY, CA 94707	NONE 501 (C) (3)		GENERAL	110
MT. DIABLO SILVERADO COUNCIL BOY SCOUTS OF AMERICA 800 ELLINWOOD WAY PLEASANT HILL, CA 94523	NONE 501 (C) (3)		GENERAL	250

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
INTERSECTION FOR THE ARTS 925 MISSION STREET SAN FRANCISCO, CA 94103	NONE 501 (C) (3)		GENERAL	250.
SHADY HILL SCHOOL 178 COOLIDGE HILL CAMBRIDGE, MA 02138	NONE 501 (C) (3)		GENERAL	200
MASSACHUSETTS INSTITUTE OF TECHNOLOGY 77 MASSACHUSETTS AVENUE CAMBRIDGE, MA 02139-4307	NONE 501 (C) (3)		GENERAL	250
COMMONWEALTH SCHOOL 151 COMMONWEALTH AVENUE BOSTON, MA 02116	NONE 501 (C) (3)		GENERAL	200
HOPE FOR TOMORROW 6811 NEEDWOOD RD ROCKVILLE, MD 20855	NONE 501 (C) (3)		GENERAL	300.
TOTAL CONTRIBUTIONS PAID				29,690.

NEPHELI FOUNDATION

94-3379122

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 12

DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
NONDIVIDEND DISTRIBUTIONS			14		20.
TOTALS					20.

**SCHEDULE D
(Form 1041)**

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

► Attach to Form 1041, Form 5227, or Form 990-T.
► Information about Schedule D (Form 1041) and its separate instructions is at
www.irs.gov/form1041.

OMB No 1545-0092

2012

Name of estate or trust

NEPHELI FOUNDATION

Employer identification number

94-3379122

Note: Form 5227 filers need to complete *only* Parts I and II

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	-344.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2011 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back	5	-344.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	3,433.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2011 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back	12	3,433.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2012

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
13	Net short-term gain or (loss)	13		-344.
14	Net long-term gain or (loss):			
a	Total for year	14a		3,433.
b	Unrecaptured section 1250 gain (see line 18 of the wrksh)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a ▶	15		3,089.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation

16	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of a The loss on line 15, column (3) or b \$3,000	16	()
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Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if

- Either line 14b, col (2) or line 14c, col (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col (2) or line 14c, col (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17	
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero	18	
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19	
20	Add lines 18 and 19	20	
21	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- . . . ▶	21	
22	Subtract line 21 from line 20. If zero or less, enter -0-	22	
23	Subtract line 22 from line 17. If zero or less, enter -0-	23	
24	Enter the smaller of the amount on line 17 or \$2,400	24	
25	Is the amount on line 23 equal to or more than the amount on line 24? ☐ Yes. Skip lines 25 and 26, go to line 27 and check the "No" box ☐ No. Enter the amount from line 23.	25	
26	Subtract line 25 from line 24.	26	
27	Are the amounts on lines 22 and 26 the same? ☐ Yes. Skip lines 27 thru 30, go to line 31 ☐ No. Enter the smaller of line 17 or line 22	27	
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28	
29	Subtract line 28 from line 27	29	
30	Multiply line 29 by 15% (15)	30	
31	Figure the tax on the amount on line 23. Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31	
32	Add lines 30 and 31	32	
33	Figure the tax on the amount on line 17. Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33	
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34	

Schedule D (Form 1041) 2012

Department of the Treasury
Internal Revenue Service

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2012

► Information about Schedule D (Form 1041) and its separate instructions is at www.irs.gov/form1041.

Name of estate or trust

NEPHELI FOUNDATION

Employer identification number

94-3379122

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b -344

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2012

Employer identification number

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

[illegible]

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b 3,433.

Schedule D-1 (Form 1041) 2012

REALIZED GAINS AND LOSSES

Supplemental Information Consult your Form 1099 for tax reporting purposes

REALIZED GAIN AND LOSS SUMMARY

SHORT-TERM GAINS (LOSSES)		LONG-TERM GAINS (LOSSES)		ORDINARY GAINS (LOSSES)	
Net Covered Short-Term Gains (Losses)	(344.08)	Net Covered Long-Term Gains (Losses)	(1 396.37)	Net Ordinary Gains (Losses)	0.00
Net NonCovered Short-Term Gains (Losses)	0.00	Net NonCovered Long-Term Gains (Losses)	1 431.34		
Net 1099B Non Reportable Short-Term Gains (Losses)	0.00	Net 1099B Non Reportable Long-Term Gains (Losses)	0.00		
Net Miscellaneous Short-Term Gains (Losses)	0.00	Net Miscellaneous Long-Term Gains (Losses)	0.00	Net Miscellaneous Ordinary Gains (Losses)	0.00
Net Regulated Futures Contract Short-Term Gains (Losses)	0.00	Net Regulated Futures Contract Long-Term Gains (Losses)	0.00		
Total Short-Term Gains (Losses)	(344.08)	Total Long-Term Gains (Losses)	34.97	Total Ordinary Gains (Losses)	0.00

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds ⁵	Total accretion (Amortization)	Cost Basis ⁴	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
TECK RESOURCES LIMITED CMN CLASS B (878742204)	07/21/2011	03/22/2012	5.00	174.79	0.00	267.67	(92.88)
TECK RESOURCES LIMITED CMN CLASS B (878742204)	12/01/2011	03/23/2012	3.00	105.55	0.00	111.22	(5.67)
TECK RESOURCES LIMITED CMN CLASS B (878742204)	07/21/2011	03/23/2012	5.00	175.92	0.00	267.67	(91.75)
TECK RESOURCES LIMITED CMN CLASS B (878742204)	09/19/2011	03/23/2012	6.00	211.10	0.00	227.05	(15.95)
TECK RESOURCES LIMITED CMN CLASS B (878742204)	07/25/2011	03/23/2012	9.00	316.65	0.00	480.34	(163.69)
LI & FUNG LIMITED UNSPONSORED ADR CMN (501897102)	09/01/2011	03/27/2012	32.00	158.51	0.00	119.92	38.59
LI & FUNG LIMITED UNSPONSORED ADR CMN (501897102)	08/31/2011	03/27/2012	54.00	267.48	0.00	190.34	77.14
NOKIA CORP SPON ADR SPONSORED ADR CMN (654902204)	01/17/2012	04/11/2012	79.00	340.54	0.00	442.34	(101.80)
ING GROEP N V SPONS ADR SPONSORED ADR CMN (456837103)	08/12/2011	04/26/2012	36.00	254.79	0.00	309.77	(54.98)
ING GROEP N V SPONS ADR SPONSORED ADR CMN (456837103)	08/12/2011	04/27/2012	16.00	111.92	0.00	137.67	(25.75)
ING GROEP N V SPONS ADR SPONSORED ADR CMN (456837103)	08/16/2011	04/27/2012	27.00	188.87	0.00	239.81	(50.94)
ING GROEP N V SPONS ADR SPONSORED ADR CMN (456837103)	08/19/2011	04/27/2012	35.00	244.83	0.00	279.95	(35.12)
ING GROEP N V SPONS ADR SPONSORED ADR CMN (456837103)	09/16/2011	04/27/2012	68.00	475.66	0.00	503.16	(27.50)
HSBC HOLDINGS PLC SPONSORED ADR CMN (404280406)	02/28/2012	07/20/2012	4.00	166.70	0.00	178.73	(12.03)
HSBC HOLDINGS PLC SPONSORED ADR CMN (404280406)	02/28/2012	07/24/2012	1.00	39.52	0.00	44.68	(5.16)
HSBC HOLDINGS PLC SPONSORED ADR CMN (404280406)	02/29/2012	07/24/2012	3.00	118.56	0.00	133.87	(15.31)

⁴ Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization. This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently. You should consult with your own tax advisor to determine your correct basis.
⁵ Sale Proceeds may have been adjusted by an option premium due to an option assignment.



Realized and unrealized gains and loss values do not include securities for which cost basis is unavailable. The recognition of any loss reflected herein may be disallowed or deferred by the application of capital loss limitations, wash sale rules or other special tax rules, and you are strongly urged to consult your own outside tax and other advisors about this and all tax-related matters addressed in any way herein. All information regarding the cost basis and acquisition dates of securities that you acquired elsewhere and that were subsequently delivered into your Goldman Sachs account(s) were provided by you and/or a third party and Goldman Sachs makes no representation as to the accuracy and completeness of such information and it should not be relied upon as such.

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds ⁵	Total accretion (Amortization)	Cost Basis ⁴	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
CANADIAN NATURAL RESOURCES CMN (136385101)	04/11/2012	07/27/2012	7.00	193.49	0.00	221.40	(27.91)
TAIWAN SEMICONDUCTOR MFG ADS LTD ADS 1ADS EQUALS 5ORDS (874039100)	07/26/2012	10/19/2012	15.00	228.79	0.00	199.77	29.02
TAIWAN SEMICONDUCTOR MFG ADS LTD ADS 1ADS EQUALS 5ORDS (874039100)	07/26/2012	10/22/2012	16.00	244.88	0.00	213.09	31.79
ESCROW/ASML HOLDING N V CMN (N07ESC895)	10/19/2012	12/03/2012	5.00	59.35	0.00	0.00	59.35
ESCROW/ASML HOLDING N V CMN (N07ESC895)	10/12/2012	12/03/2012	8.00	94.96	0.00	0.00	94.96
MICHELIN COMPAGNIE GENERALE DE UNSPONSORED ADR CMN (59410T106)	03/12/2012	12/07/2012	6.00	109.24	0.00	83.74	25.50
MICHELIN COMPAGNIE GENERALE DE UNSPONSORED ADR CMN (59410T106)	03/12/2012	12/07/2012	6.00	109.75	0.00	83.74	26.01
Net Covered Short-Term Gains (Losses)				4,391.85	0.00	4,735.93	(344.08)

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds ⁵	Total accretion (Amortization)	Cost Basis ⁴	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
CREDIT SUISSE GROUP SPON ADR SPONSORED ADR CMN (225401108)	02/18/2011	02/28/2012	4.00	109.94	0.00	188.74	(78.80)
CREDIT SUISSE GROUP SPON ADR SPONSORED ADR CMN (225401108)	02/18/2011	02/29/2012	14.00	377.75	0.00	660.60	(282.85)
CANON INC ADR SPONSORED ADR CMN (138006309)	02/03/2011	07/27/2012	5.00	159.64	0.00	243.93	(84.29)
CANON INC ADR SPONSORED ADR CMN (138006309)	03/16/2011	07/27/2012	6.00	191.57	0.00	269.44	(77.87)
SIEMENS AKTIENGESSELLSCHAFT SPONSORED ADR CMN (826197501)	01/10/2011	09/04/2012	1.00	93.98	0.00	114.99	(21.01)
SIEMENS AKTIENGESSELLSCHAFT SPONSORED ADR CMN (826197501)	01/11/2011	09/19/2012	1.00	102.99	0.00	118.35	(15.36)
SIEMENS AKTIENGESSELLSCHAFT SPONSORED ADR CMN (826197501)	01/10/2011	09/19/2012	2.00	205.99	0.00	229.98	(23.99)
SIEMENS AKTIENGESSELLSCHAFT SPONSORED ADR CMN (826197501)	01/11/2011	10/11/2012	3.00	297.98	0.00	355.06	(57.08)
TESCO PLC (SPONSORED) ADR SPONSORED ADR CMN (881575302)	01/21/2011	10/11/2012	14.00	210.37	0.00	270.77	(60.40)

⁴ Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization. This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently. You should consult with your own tax advisor to determine your correct basis.

⁵ Sale Proceeds may have been adjusted by an option premium due to an option assignment.



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REALIZED GAINS AND LOSSES (Continued)

Supplemental Information - Consult your Form 1099 for tax reporting purposes

Tax Year 2012 Account No 010-49948-1 Legal Name NEPHELI FOUNDATION

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds ⁵	Total accretion (Amortization)	Cost Basis ⁴	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
ADIDAS AG ADR CMN (00687A107)	05/03/2011	12/07/2012	2.00	87.09	0.00	74.63	12.46
CREDIT SUISSE GROUP SPON ADR SPONSORED ADR CMN (225401108)	02/18/2011	12/14/2012	15.00	368.77	0.00	707.79	(339.02)
SBERBANK SPONSORED ADR CMN TRADEABLE ON LNSE & NASDAQ UK LINE SBNCYQ L-US LINE SBRCY (80585Y308)	09/12/2011	12/14/2012	10.00	120.99	0.00	106.28	14.71
SBERBANK SPONSORED ADR CMN TRADEABLE ON LNSE & NASDAQ UK LINE SBNCYQ L-US LINE SBRCY (80585Y308)	09/09/2011	12/14/2012	30.00	362.98	0.00	341.10	21.88
CREDIT SUISSE GROUP SPON ADR SPONSORED ADR CMN (225401108)	02/18/2011	12/17/2012	1.00	24.48	0.00	47.19	(22.71)
CREDIT SUISSE GROUP SPON ADR SPONSORED ADR CMN (225401108)	05/25/2011	12/17/2012	3.00	73.44	0.00	125.39	(51.95)
CREDIT SUISSE GROUP SPON ADR SPONSORED ADR CMN (225401108)	05/26/2011	12/17/2012	3.00	73.44	0.00	127.61	(54.17)
CREDIT SUISSE GROUP SPON ADR SPONSORED ADR CMN (225401108)	03/15/2011	12/17/2012	6.00	146.88	0.00	251.84	(104.96)
CREDIT SUISSE GROUP SPON ADR SPONSORED ADR CMN (225401108)	09/16/2011	12/18/2012	2.00	49.68	0.00	52.35	(2.67)
CREDIT SUISSE GROUP SPON ADR SPONSORED ADR CMN (225401108)	07/20/2011	12/18/2012	7.00	173.87	0.00	250.38	(76.51)
CREDIT SUISSE GROUP SPON ADR SPONSORED ADR CMN (225401108)	07/12/2011	12/18/2012	7.00	173.88	0.00	257.88	(84.00)
CREDIT SUISSE GROUP SPON ADR SPONSORED ADR CMN (225401108)	09/16/2011	12/19/2012	8.00	201.61	0.00	209.39	(7.78)
Net Covered Long-Term Gains (Losses)				3,607.32	0.00	5,003.69	(1,396.37)

NonCovered Long-Term Gains (Losses)							
NOVARTIS AG-ADR SPONSORED ADR CMN (66987V109)	02/06/2008	01/10/2012	6.00	341.35	0.00	294.55	46.80
CNOOC LIMITED SPONSORED ADR CMN (126132109)	10/05/2009	01/12/2012	1.00	193.99	0.00	134.70	59.29
CARNIVAL CORPORATION CMN (143658300)	02/06/2008	01/17/2012	8.00	236.35	0.00	330.88	(94.53)
ASSA ABLOY AB UNSPONSORED ADR (SWEDEN) (045387107)	11/08/2010	01/24/2012	6.00	80.00	0.00	82.64	(2.64)
ASSA ABLOY AB UNSPONSORED ADR (SWEDEN) (045387107)	11/08/2010	01/25/2012	6.00	79.66	0.00	82.64	(2.98)
ASSA ABLOY AB UNSPONSORED ADR (SWEDEN) (045387107)	11/09/2010	01/25/2012	9.00	119.49	0.00	123.86	(4.37)
TELEFONICA S A ADR SPONSORED ADR CMN (879382208)	02/06/2008	01/25/2012	9.00	152.24	0.00	254.72	(102.48)
TELEFONICA S A ADR SPONSORED ADR CMN (879382208)	06/23/2009	01/25/2012	12.00	202.99	0.00	261.87	(58.88)
TELEFONICA S A ADR SPONSORED ADR CMN (879382208)	05/21/2010	01/25/2012	12.00	202.99	0.00	234.59	(31.60)

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REALIZED GAINS AND LOSSES (Continued)

Supplemental Information - Consult your Form 1099 for tax reporting purposes

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds ⁵	Total accretion (Amortization)	Cost Basis ⁴	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
TELEFONICA S A ADR SPONSORED ADR CMN (879382208)	06/16/2008	01/25/2012	15.00	253.74	0.00	410.86	(157.12)
TELEFONICA S A ADR SPONSORED ADR CMN (879382208)	08/01/2008	01/25/2012	18.00	304.49	0.00	466.43	(161.94)
NOVARTIS AG-ADR SPONSORED ADR CMN (66987V109)	02/06/2008	02/01/2012	5.00	277.39	0.00	245.46	31.93
NESTLE SA SPONSORED ADR (REP 1/20 CHF 10 REGD SHS) (641069406)	02/06/2008	02/02/2012	3.00	173.15	0.00	129.96	43.19
TURKIYE GARANTI BANKASI AS GDS CMN (900148701)	02/04/2010	02/03/2012	60.00	232.42	0.00	260.07	(27.65)
TURKIYE GARANTI BANKASI AS GDS CMN (900148701)	02/04/2010	02/10/2012	64.00	234.89	0.00	277.41	(42.52)
TOYOTA MOTOR CORPORATION SPON ADR (892331307)	02/06/2008	02/16/2012	1.00	83.48	0.00	109.09	(25.61)
SOUTHERN COPPER CORPORATION CMN (84265V105)		02/28/2012	0.00	4.21	0.00	No Cost	4.21 ⁸
KOMATSU LTD ADR (NEW) SPONSORED GDS CMN (500458401)	02/06/2008	03/01/2012	8.00	234.39	0.00	193.12	41.27
MITSUBISHI UFJ FINL GROUP, INC SPONSORED ADR CMN (606822104)	05/08/2009	03/01/2012	48.00	244.72	0.00	307.23	(62.51)
SAP AG (SPON ADR) (803054204)	05/29/2008	03/05/2012	3.00	203.82	0.00	165.51	38.31
HENNES & MAURITZ AB ADR CMN (425883105)	06/10/2008	03/07/2012	36.00	243.77	0.00	199.33	44.44
VOLKSWAGEN AG, WOLFSBURG SPONSORED ADR PFD USD0 5944 (928662402)	08/02/2010	03/12/2012	13.00	477.68	0.00	282.51	195.17
VOLKSWAGEN AG, WOLFSBURG SPONSORED ADR PFD USD0 5944 (928662402)	08/02/2010	03/13/2012	7.00	253.45	0.00	152.12	101.33
VOLKSWAGEN AG, WOLFSBURG SPONSORED ADR PFD USD0 5944 (928662402)	08/25/2010	03/13/2012	10.00	362.07	0.00	196.90	165.17
VOLKSWAGEN AG, WOLFSBURG SPONSORED ADR PFD USD0 5944 (928662402)	10/04/2010	03/13/2012	10.00	362.07	0.00	232.15	129.92
TENCENT HOLDINGS LIMITED UNSPONSORED ADR CMN (880320109)	04/23/2010	03/20/2012	8.00	223.00	0.00	165.94	57.06
WAL-MART DE MEXICO SAB DE CV SPONSORED ADR REPSTG SER V SHS (93114W107)	11/18/2008	03/20/2012	9.00	297.04	0.00	112.54	184.50
BG GROUP PLC SPON ADR CMN (055434203)	07/02/2009	03/28/2012	4.00	92.11	0.00	68.45	23.66
SAP AG (SPON ADR) (803054204)	05/29/2008	04/13/2012	4.00	262.20	0.00	220.68	41.52

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REALIZED GAINS AND LOSSES (Continued)

Supplemental Information - Consult your Form 1099 for tax reporting purposes

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds ⁵	Total accretion (Amortization)	Cost Basis ⁴	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
TEVA PHARMACEUTICAL IND LTD ADS (881624209)	02/06/2008	05/24/2012	6.00	232.30	0.00	278.96	(46.66)
CANADIAN NATIONAL RAILWAY CO CMN (136375102)	02/06/2008	06/06/2012	4.00	323.43	0.00	200.38	123.05
TESCO PLC (SPONSORED) ADR SPONSORED ADR CMN (881575302)	10/21/2009	06/29/2012	6.00	87.83	0.00	117.89	(30.06)
TESCO PLC (SPONSORED) ADR SPONSORED ADR CMN (881575302)	10/21/2009	06/29/2012	15.00	218.86	0.00	294.73	(75.87)
SAP AG (SPON ADR) (803054204)	10/07/2008	07/12/2012	1.00	58.00	0.00	37.43	20.57
SAP AG (SPON ADR) (803054204)	05/29/2008	07/12/2012	3.00	173.98	0.00	165.51	8.47
NOVO-NORDISK A/S ADR ADR CMN (670100205)	02/06/2008	07/13/2012	2.00	290.20	0.00	121.40	168.80
NOVO-NORDISK A/S ADR ADR CMN (670100205)	02/06/2008	07/13/2012	2.00	290.54	0.00	121.40	169.14
CANADIAN NATURAL RESOURCES CMN (136385101)	08/20/2009	07/24/2012	5.00	134.84	0.00	146.14	(11.30)
CANON INC ADR SPONSORED ADR CMN (138006309)	06/30/2010	07/25/2012	10.00	339.24	0.00	373.73	(34.49)
CANADIAN NATURAL RESOURCES CMN (136385101)	08/20/2009	07/26/2012	14.00	382.52	0.00	409.20	(26.68)
CANADIAN NATURAL RESOURCES CMN (136385101)	09/30/2010	07/27/2012	4.00	110.57	0.00	137.89	(27.32)
CANADIAN NATURAL RESOURCES CMN (136385101)	09/01/2009	07/27/2012	8.00	221.13	0.00	223.23	(2.10)
CANON INC ADR SPONSORED ADR CMN (138006309)	07/02/2010	07/27/2012	5.00	159.64	0.00	186.59	(26.95)
CANON INC ADR SPONSORED ADR CMN (138006309)	08/31/2010	07/27/2012	5.00	159.64	0.00	204.58	(44.94)
CANON INC ADR SPONSORED ADR CMN (138006309)	07/09/2010	07/27/2012	6.00	191.57	0.00	236.69	(45.12)
CANON INC ADR SPONSORED ADR CMN (138006309)	06/30/2010	07/27/2012	12.00	383.15	0.00	448.48	(65.33)
CREDIT SUISSE GROUP SPON ADR SPONSORED ADR CMN (225401108)		08/14/2012	0.00	2.02	0.00	No Cost	2.02 ⁸
LVMH MOET HENNESSY LOUIS VUITTON S.A. ADR CMN (502441306)	11/12/2008	09/04/2012	6.00	194.81	0.00	67.43	127.38
ASSA ABLOY AB UNSPONSORED ADR (SWEDEN) (045387107)	11/22/2010	09/07/2012	2.00	30.83	0.00	27.05	3.78
ASSA ABLOY AB UNSPONSORED ADR (SWEDEN) (045387107)	11/09/2010	09/07/2012	15.00	231.22	0.00	206.44	24.78
CANADIAN NATIONAL RAILWAY CO CMN (136375102)	02/06/2008	09/07/2012	3.00	275.43	0.00	150.29	125.14
NOVO-NORDISK A/S ADR ADR CMN (670100205)	02/06/2008	09/19/2012	1.00	155.89	0.00	60.70	95.19

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LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds ⁵	Total accretion (Amortization)	Cost Basis ⁴	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
RECKITT BENCKISER GROUP PLC SLOUGH UNSPONSORED ADR (UK) (756255105)	10/13/2008	09/19/2012	20.00	235.60	0.00	173.95	61.65
SAP AG (SPON ADR) (803054204)	10/07/2008	09/19/2012	2.00	145.26	0.00	74.85	70.41
TESCO PLC (SPONSORED) ADR SPONSORED ADR CMN (881575302)	10/21/2009	10/08/2012	18.00	273.83	0.00	353.68	(79.85)
TESCO PLC (SPONSORED) ADR SPONSORED ADR CMN (881575302)	10/21/2009	10/09/2012	19.00	285.85	0.00	373.33	(87.48)
TESCO PLC (SPONSORED) ADR SPONSORED ADR CMN (881575302)	12/01/2010	10/10/2012	1.00	15.09	0.00	19.51	(4.42)
TESCO PLC (SPONSORED) ADR SPONSORED ADR CMN (881575302)	10/21/2009	10/10/2012	6.00	90.53	0.00	117.89	(27.36)
TESCO PLC (SPONSORED) ADR SPONSORED ADR CMN (881575302)	04/21/2010	10/10/2012	10.00	150.88	0.00	203.64	(52.76)
TESCO PLC (SPONSORED) ADR SPONSORED ADR CMN (881575302)	11/22/2010	10/10/2012	17.00	256.49	0.00	349.75	(93.26)
TESCO PLC (SPONSORED) ADR SPONSORED ADR CMN (881575302)	12/01/2010	10/11/2012	11.00	165.29	0.00	214.64	(49.35)
RECKITT BENCKISER GROUP PLC SLOUGH UNSPONSORED ADR (UK) (756255105)	10/13/2008	10/24/2012	22.00	268.20	0.00	191.35	76.85
SAP AG (SPON ADR) (803054204)	10/07/2008	10/24/2012	5.00	357.02	0.00	187.13	169.89
BG GROUP PLC SPON ADR ADR CMN (055434203)	07/02/2009	11/01/2012	13.00	230.47	0.00	222.47	8.00
ASSA ABLOY AB UNSPONSORED ADR (SWEDEN) (045387107)	11/22/2010	11/28/2012	6.00	105.21	0.00	81.15	24.06
RECKITT BENCKISER GROUP PLC SLOUGH UNSPONSORED ADR (UK) (756255105)	10/13/2008	11/28/2012	14.00	174.18	0.00	121.77	52.41
TURKIYE GARANTI BANKASI AS GDS CMN (900148701)	02/04/2010	11/28/2012	32.00	146.05	0.00	138.71	7.34
ASSA ABLOY AB UNSPONSORED ADR (SWEDEN) (045387107)	11/23/2010	11/29/2012	2.00	35.38	0.00	26.51	8.87
ASSA ABLOY AB UNSPONSORED ADR (SWEDEN) (045387107)	11/22/2010	11/29/2012	5.00	88.45	0.00	67.62	20.83
TEVA PHARMACEUTICAL IND LTD ADS (881624209)	02/06/2008	12/06/2012	5.00	209.16	0.00	232.46	(23.30)
WAL-MART DE MEXICO SAB DE CV SPONSORED ADR REPSTG SER V SHS (93114W107)	11/18/2008	12/06/2012	3.00	99.18	0.00	37.51	61.67
WAL-MART DE MEXICO SAB DE CV SPONSORED ADR REPSTG SER V SHS (93114W107)	01/23/2009	12/06/2012	3.00	99.19	0.00	32.43	66.76
LVMH MOET HENNESSY LOUIS VUITTON S A ADR CMN (502441306)	11/12/2008	12/07/2012	3.00	106.89	0.00	33.72	73.17

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Tax Year Account No Legal Name
2012 **010-49948-1** **NEPHELI FOUNDATION**

REALIZED GAINS AND LOSSES (Continued)

Supplemental Information - Consult your Form 1099 for tax reporting purposes

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds ⁵	Total accretion (Amortization)	Cost Basis ⁴	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
LVMH MOET HENNESSY LOUIS VUITTON S.A. ADR CMN (502441306)	11/18/2008	12/07/2012	5.00	178.14	0.00	51.13	127.01
RECKITT BENCKISER GROUP PLC SLOUGH UNSPONSORED ADR (UK) (756255105)	12/17/2008	12/07/2012	2.00	25.31	0.00	15.61	9.70
RECKITT BENCKISER GROUP PLC SLOUGH UNSPONSORED ADR (UK) (756255105)	10/13/2008	12/07/2012	17.00	215.09	0.00	147.86	67.23
CNOOC LIMITED SPONSORED ADR CMN (126132109)	10/05/2009	12/17/2012	1.00	213.53	0.00	134.70	78.83
Net NonCovered Long-Term Gains (Losses)				15,247.06	0.00	13,815.72	1,431.34

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Form **8868**

(Rev. January 2013)

Department of the Treasury
Internal Revenue Service**Application for Extension of Time To File an
Exempt Organization Return**

OMB No 1545-1709

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

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

Do not complete Part II unless you have already been granted an automatic 3-month 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

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	Employer identification number (EIN) or
	NEPHELI FOUNDATION	94-3379122
	Number, street, and room or suite no. If a P.O. box, see instructions	Social security number (SSN)
	823 MENDOCINO AVENUE	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	BERKELEY, CA 94707-1922	

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 ► DOMINIC MONTAGU

Telephone No ► 510 558-3355

FAX No ► _____

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

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15, 20 13, to file the exempt organization return for the organization named above. The extension is for the organization's return for
- ☒ calendar year 2012 or
- ☐ tax year beginning _____, 20 _____, and ending _____, 20 _____

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

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 \$	0
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 \$	0
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 \$	0

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

For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form **8868** (Rev. 1-2013)