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

2012

Department of the Treasury
Internal Revenue Service

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

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

<p>I S WONG FOUNDATION P O BOX 80121 SAN MARINO, CA 91118</p>	<p>A Employer identification number 95-4194427</p> <p>B Telephone number (see the instructions) 626-292-1469</p> <p>C If exemption application is pending, check here <input type="checkbox"/></p> <p>D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/></p> <p>E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/></p> <p>F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/></p>						
<p>G Check all that apply</p> <table style="width:100%;"> <tr> <td><input type="checkbox"/> Initial return</td> <td><input type="checkbox"/> Initial return of a former public charity</td> </tr> <tr> <td><input type="checkbox"/> Final return</td> <td><input type="checkbox"/> Amended return</td> </tr> <tr> <td><input type="checkbox"/> Address change</td> <td><input type="checkbox"/> Name change</td> </tr> </table>		<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity	<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	<input type="checkbox"/> Address change	<input type="checkbox"/> Name change
<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity						
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return						
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change						
<p>H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation</p>							
<p>I Fair market value of all assets at end of year (from Part II, column (c), line 16) \$ 12,303,701.</p> <p>J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)</p>							

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 (att sch)				
2 Ck <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
3 Interest on savings and temporary cash investments	4.	4.	4.	
4 Dividends and interest from securities	141,971.	141,971.	141,971.	
5 a Gross rents				
b Net rental income or (loss)				
6 a Net gain/(loss) from sale of assets not on line 10	343,587.			
b Gross sales price for all assets on line 6a				
7 Capital gain net income (from Part IV, line 2)		343,587.		
8 Net short-term capital gain			0.	
9 Income modifications				
10 a Gross sales returns and allowances				
b Less Cost of goods sold				
c Gross profit/(loss) (att sch)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	485,562.	485,562.	141,975.	
13 Compensation of officers, directors, trustees, etc	0.			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16 a Legal fees (attach schedule)				
b Accounting fees (attach sch) SEE ST 1	12,058.	6,029.		6,029.
c Other prof fees (attach sch)				
17 Interest				
18 Taxes (attach schedule)(see instrs) SEE STM 2	50.	50.		
19 Depreciation (attach sch) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) SEE STATEMENT 3	36,024.	36,024.		
24 Total operating and administrative expenses. Add lines 13 through 23	48,132.	42,103.		6,029.
25 Contributions, gifts, grants paid PART XV	822,781.			822,781.
26 Total expenses and disbursements. Add lines 24 and 25	870,913.	42,103.	0.	828,810.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-385,351.			
b Net investment income (if negative, enter -0-)		443,459.		
c Adjusted net income (if negative, enter -0-)			141,975.	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
ASSETS	1	Cash – non-interest-bearing			
	2	Savings and temporary cash investments	6,912,201.	5,407,313.	5,407,313.
	3	Accounts receivable			
		Less: allowance for doubtful accounts	3,300.		
	4	Pledges receivable			
		Less: allowance for doubtful accounts			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach sch.)			
		Less: allowance for doubtful accounts			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments – U.S. and state government obligations (attach schedule)			
	b	Investments – corporate stock (attach schedule)	2,762,872.	3,688,353.	4,282,574.
	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)	2,402,058.	2,599,414.	2,613,814.	
14	Land, buildings, and equipment basis				
	Less: accumulated depreciation (attach schedule)				
15	Other assets (describe)				
16	Total assets (to be completed by all filers – see the instructions Also, see page 1, item I)	12,080,431.	11,695,080.	12,303,701.	
LIABILITIES	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe)			
	23	Total liabilities (add lines 17 through 22)	0.	0.	
FUNDS ASSETS OR	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input checked="" type="checkbox"/>				
	24	Unrestricted	12,080,431.	11,695,080.	
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
30	Total net assets or fund balances (see instructions)	12,080,431.	11,695,080.		
31	Total liabilities and net assets/fund balances (see instructions)	12,080,431.	11,695,080.		

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	12,080,431.
2	Enter amount from Part I, line 27a	2	-385,351.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	11,695,080.
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	11,695,080.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)	
1 a SEE STATEMENT 4					
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			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))		
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)		<div style="border: 1px solid black; padding: 2px; display: inline-block;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>		2	343,587.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):		<div style="border: 1px solid black; padding: 2px; display: inline-block;"> If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 </div>		3	-13,234.

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

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

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

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

Yes No

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

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries.				
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))	
2011	880,269.	12,909,655.	0.068187	
2010	643,961.	13,497,977.	0.047708	
2009	754,357.	11,896,745.	0.063409	
2008	691,465.	9,853,068.	0.070178	
2007	276,232.	2,266,539.	0.121874	
2 Total of line 1, column (d)			2	0.371356
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	0.074271
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4	12,382,255.
5 Multiply line 4 by line 3			5	919,642.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6	4,435.
7 Add lines 5 and 6			7	924,077.
8 Enter qualifying distributions from Part XII, line 4			8	828,810.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1 Date of ruling or determination letter: _____ (attach copy of letter if necessary – see instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	8,869.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0.
3 Add lines 1 and 2		3	8,869.
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	8,869.
6 Credits/Payments			
a 2012 estimated tax pmts and 2011 overpayment credited to 2012	6 a	539.	
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c	13,000.	
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	13,539.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	13.	
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	4,657.	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> 4,657. Refunded <input type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) CA		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If 'No,' attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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Form 990-PF (2012)

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)			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)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address	X		
14 The books are in care of ▶ <u>ELLEN H SAM</u> Telephone no ▶ <u>626-292-1469</u> Located at ▶ <u>PO BOX 80121 SAN MARINO CA</u> ZIP + 4 ▶ <u>91118</u>				
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ <u>15</u> N/A				
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?		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
1 a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1 b	N/A
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1 c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? If 'Yes,' list the years ▶ 20 __, 20 __, 20 __, 20 __	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see instructions.)	2 b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20 __, 20 __, 20 __, 20 __		
3 a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
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.)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4 b	X

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

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

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

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

5 b N/A

Organizations relying on a current notice regarding disaster assistance check here

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

N/A Yes No

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

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

Yes No

6 b X

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

If 'Yes' to 6b, file Form 8870

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

Yes No

7 b

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

N/A

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
WAH-PUI SAM P O BOX 80121 SAN MARINO, CA 91118	PRESIDENT 12.00	0.	0.	0.
ELLEN H SAM P O BOX 80121 SAN MARINO, CA 91118	SECRETARY 5.00	0.	0.	0.

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

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

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

0

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		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 (see instructions)

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.

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	1 a	6,337,540.
b	Average of monthly cash balances	1 b	6,233,277.
c	Fair market value of all other assets (see instructions)	1 c	
d	Total (add lines 1a, b, and c)	1 d	12,570,817.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	12,570,817.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	188,562.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	12,382,255.
6	Minimum investment return. Enter 5% of line 5	6	619,113.

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	619,113.
2 a	Tax on investment income for 2012 from Part VI, line 5	2 a	8,869.
b	Income tax for 2012 (This does not include the tax from Part VI.)	2 b	
c	Add lines 2a and 2b	2 c	8,869.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	610,244.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	610,244.
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	610,244.

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	1 a	828,810.
b	Program-related investments - total from Part IX-B	1 b	
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)	3 a	
b	Cash distribution test (attach the required schedule)	3 b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	828,810.
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	828,810.

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				610,244.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years 20__, 20__, 20__		0.		
3 Excess distributions carryover, if any, to 2012				
a From 2007	164,289.			
b From 2008	201,676.			
c From 2009	160,470.			
d From 2010				
e From 2011	237,372.			
f Total of lines 3a through e	763,807.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 828,810.				
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				610,244.
e Remaining amount distributed out of corpus	218,566.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	982,373.			
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 instructions			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) (see instructions)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	164,289.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	818,084.			
10 Analysis of line 9:				
a Excess from 2008	201,676.			
b Excess from 2009	160,470.			
c Excess from 2010				
d Excess from 2011	237,372.			
e Excess from 2012	218,566.			

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

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
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 5

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 STATEMENT 6				
Total				▶ 3 a 822,781.
b Approved for future payment				
Total				▶ 3 b

I.S. Wong Foundation 12/31/2012
Form 990PF Part II / Form 199 Schedule L
FEIN 95-4194427
California Corporation D-1451993
Capital Group

	Quantity	value	cost	unrealized gain (loss)
CORPORATE STOCK				
Cenovus Energy Inc	2175	72,950	66,067	6,883
Chevron Corp	550	59,477	50,298	9,179
Cobalt International Energy	900	22,104	24,925	(2,821)
Conocophillips	400	23,196	22,265	931
Drill-Quip Inc	400	29,220	25,268	3,952
Encana Corp Com	1700	33,592	48,857	(15,265)
EnSCO PLC-CL A	725	42,978	40,122	2,856
EOG Resources Inc	300	36,237	26,826	9,411
Halliburton Co	1250	43,363	38,511	4,852
Kinder Morgan	800	28,264	27,320	944
Noble Energy Inc	575	58,501	44,865	13,636
Royal Dutch Shell Cl A	925	63,779	49,301	14,478
Schlumberger Ltd	1255	86,970	79,320	7,650
Air Products & Chemicals Inc	750	63,015	58,574	4,441
Allegheny Technologies Inc	1050	31,878	32,698	(820)
Barrick Gold Corp US	650	22,757	22,673	84
Dow Chemical Co	500	16,165	15,397	768
Ecolab Inc	340	24,446	15,177	9,269
Monsanto Co New Com	1025	97,016	68,989	28,027
Mosaic Co	800	45,304	43,139	2,165
Nucor Corp	575	24,817	22,841	1,976
Rio Tinto PLC ADR Spon	90	5,228	4,767	461
Boeing Co	225	16,956	15,127	1,829
CAE Inc	1900	19,285	20,715	(1,430)
Caterpillar Inc	575	51,525	48,243	3,282
Danaher Corp	1350	75,465	54,451	21,014
Eaton Corp PLC	1500	81,270	77,483	3,787
Emerson Electric Co	725	38,396	26,430	11,966
General Electric Co	2175	45,653	29,478	16,175
Iron Mountain Inc	2095	65,050	56,472	8,578
Nielsen Holdings NV	1600	48,944	42,417	6,527
Norfolk Southern Corp	1025	63,386	64,303	(917)
Republic Services Inc	800	23,464	23,211	253
Stanley Black & Decker	775	57,327	46,387	10,940
Union Pacific Corp	175	22,001	21,913	88
United Parcel Service B	60	4,424	3,061	1,363
United Technologies Corp	975	79,960	75,520	4,440

I.S. Wong Foundation 12/31/2012
Form 990PF Part II / Form 199 Schedule L
FEIN 95-4194427
California Corporation D-1451993
Capital Group

	Quantity	value	cost	unrealized gain (loss)
Carnival Corp Common	2050	75,379	63,466	11,913
Coach Inc	700	38,857	32,494	6,363
Comcast Corp	3300	123,288	74,891	48,397
Darden Restaurants Inc	950	42,817	48,322	(5,505)
Home Depot Inc	1550	95,868	60,338	35,530
Newell Rubbermaid Inc	3100	69,037	65,324	3,713
Nike Inc B	300	15,480	12,556	2,924
Scripps Networks Interactive	625	36,200	27,768	8,432
Signet Jewellers LTD	650	34,710	28,132	6,578
Starbucks Corp	300	16,089	15,691	398
Target Corp	1075	63,608	50,787	12,821
The Walt Disney Co	100	4,979	2,676	2,303
Tiffany & Co	1085	62,214	52,460	9,754
Time Warner Cable	200	19,438	10,970	8,468
Beam Inc	1000	61,090	54,399	6,691
Diageo PLC Sponsored	75	8,744	6,681	2,063
Nestle Nam Spon ADR	800	52,090	41,334	10,756
Pepsico Inc	250	17,108	12,544	4,564
Philip Morris International	500	41,820	39,621	2,199
Agilent Technologies	200	8,188	7,446	742
Allergan Inc	700	64,211	49,797	14,414
Bristol Myers Squibb	3125	101,844	97,007	4,837
Centene	750	30,750	29,982	768
Cerner Corp	800	62,008	58,610	3,398
Express Scripts Inc	1350	72,900	66,671	6,229
Gilead Sciences Inc	1500	110,175	72,562	37,613
Novo Nordisk	25	4,080	2,027	2,053
Pfizer Inc	700	17,556	14,576	2,980
Seattle Genetics Inc	2300	53,291	43,097	10,194
Unitedhealth Group Inc	300	16,272	16,143	129
ACE LTD	500	39,900	35,400	4,500
AFLAC Inc	500	26,560	20,612	5,948
American Tower Corp	1025	79,202	63,752	15,450
AON Corp	225	12,512	11,036	1,476
BB&T Corp	2500	72,775	70,701	2,074
Blackrock Inc	245	50,644	45,298	5,346
CME Group Inc	1150	58,271	66,441	(8,170)
Goldman Sachs Group	475	60,591	60,744	(153)

I.S. Wong Foundation 12/31/2012
Form 990PF Part II / Form 199 Schedule L
FEIN 95-4194427
California Corporation D-1451993
Capital Group

	Quantity	value	cost	unrealized gain (loss)
JPMorgan Chase	1500	65,954	53,345	12,609
Marsh & McLennan Cos	1400	48,258	41,225	7,033
Progressive Corp Ohio	1150	24,265	17,792	6,473
Schwab Charles New	1275	18,309	21,882	(3,573)
Accenture PLC	425	28,263	23,750	4,513
Apple Inc	100	53,217	66,597	(13,380)
Broadcom Corp	1725	57,287	56,280	1,007
Genpact LTD	1500	23,250	23,879	(629)
Google Inc A	103	72,860	48,075	24,785
Internationa Business Machines	325	62,254	40,184	22,070
Jabil Circuit Inc	2300	44,367	47,142	(2,775)
Jack Henry & Assoc	1900	74,594	63,132	11,462
KLA Tencor Corp	600	28,656	20,858	7,798
Microsoft Corp	1850	49,413	48,289	1,124
Oracle Corp	1800	59,976	48,469	11,507
Qualcomm Inc	750	46,395	33,427	12,968
TE Connectivity LTD	650	24,128	18,333	5,795
Visa Inc A	125	18,948	15,511	3,437
National Grid PLC	475	27,284	24,863	2,421
Rounding to statement totals		(9)	(4)	
Total Corporate Stocks		4,272,578	3,678,796	593,787
 MUTUAL FUNDS				
ISHARES S&P	2700	106,974	105,657	1,317
Total Mutual Funds		106,974	105,657	1,317
 Total Equity		 4,379,552	 3,784,453	 595,104

I.S. Wong Foundation 12/31/2012
 Form 990PF Part II / Form 199 Schedule L
 FEIN 95-4194427
 California Corporation D-1451993
Merrill Lynch

	Quantity	value	cost	unrealized gain (loss)
<i>MUTUAL FUNDS</i>				
Blackrock Low Duration	134,823.000	1,325,312	1,299,390	25,922
Cohen & Steers Realty	467.000	30,199	32,142	(1,943)
Dreyfus Tax Managed	1,361.000	28,599	30,234	(1,635)
Henderson Global	1,386.000	28,904	30,000	(1,096)
JP Morgan Equity Income	2,869.000	29,527	30,380	(853)
JP Morgan Growth	2,912.000	29,210	30,165	(955)
Lord Abbett Short	8,685.000	40,301	40,301	-
Oppenheimer Limited Term	41,803.000	390,030	389,470	560
Pimco Low Duration Fd	3,824.000	40,190	40,729	(539)
Prudential Short Term	3,464.000	40,150	40,254	(104)
Yacktman Focused Fund	1,449.000	29,733	30,193	(460)
Total Mutual Funds - Merrill Lynch		2,012,155	1,993,258	18,897

I.S. Wong Foundation 12/31/2012
Form 990PF Part II / Form 199 Schedule L
FEIN 95-4194427
California Corporation D-1451993
JP Morgan

	Quantity	value	cost	unrealized gain (loss)
MUTUAL FUNDS				
JPMorgan TR II	9,526.117	96,785	98,373	(1,588)
Managers AMG Fds	4,854.337	99,611	100,575	(964)
Oppenheimer Limited Term Calif	53,480.182	183,972	182,914	1,058
Total Mutual Funds - JPMorgan		380,368	381,862	(1,494)

I.S. Wong Foundation 12/31/2012
 Form 990PF Part II / Form 199 Schedule L
 FEIN 95-4194427
 California Corporation D-1451993
Charles Schwab

	Quantity	value	cost	unrealized gain (loss)
<i>MUTUAL FUNDS AND OTHER INVESTMENTS</i>				
JPMorgan Equity Income A	2028.571	20,610	20,148	462
Tocqueville Gold Fund	690.932	43,936	48,165	(4,229)
Yacktman Focused Service	2425.504	49,771	50,325	(554)
Subtotal-Mutual Funds and Other investments		114,317	118,638	(4,321)
 <i>Equities</i>				
Oracle Corporation	300	9,996	9,557	439
Subtotal-Equities		9,996	9,557	439
Total Charles Schwab		124,313	128,195	(3,882)

I S WONG FOUNDATION

95-4194427

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

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES	\$ 12,058.	\$ 6,029.		\$ 6,029.
TOTAL	<u>\$ 12,058.</u>	<u>\$ 6,029.</u>	<u>\$ 0.</u>	<u>\$ 6,029.</u>

STATEMENT 2
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
REGISTRY OF CHARITABLE TRUST	\$ 50.	\$ 50.		
TOTAL	<u>\$ 50.</u>	<u>\$ 50.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

STATEMENT 3
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DUES	\$ 695.	\$ 695.		
INVESTMENT FEES	35,235.	35,235.		
POSTAGE	94.	94.		
TOTAL	<u>\$ 36,024.</u>	<u>\$ 36,024.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

STATEMENT 4
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
1	ORACLE CORP	PURCHASED	2/02/2012	4/04/2012
2	MERRILL LYNCH ST	PURCHASED	VARIOUS	VARIOUS
3	MERRILL LYNCH LT	PURCHASED	VARIOUS	VARIOUS
4	JP MORGAN	PURCHASED	VARIOUS	VARIOUS
5	CAPITAL GUARDIAN ST	PURCHASED	VARIOUS	VARIOUS
6	CAPITAL GUARDIAN LT	PURCHASED	VARIOUS	VARIOUS
7	CHARLES SCHWAB 5813 ST	PURCHASED	VARIOUS	VARIOUS
8	CHARLES SCHWAB 5813 LT	PURCHASED	VARIOUS	VARIOUS
8	CAPITAL GAIN DIVIDENDS			

I S WONG FOUNDATION

95-4194427

STATEMENT 4 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
1	5,888.		5,596.	292.			\$ 292.	
2	92,347.		86,120.	6,227.				6,227.
3	797,388.		791,939.	5,449.				5,449.
4	80,209.		81,030.	-821.				-821.
5	455,271.		476,011.	-20,740.				-20,740.
6	1237980.		889,220.	348,760.				348,760.
7	441,170.		439,362.	1,808.				1,808.
8	167,878.		165,266.	2,612.				2,612.
							TOTAL	\$ <u>343,587.</u>

STATEMENT 5
FORM 990-PF, PART XV, LINE 1A
FOUNDATION MANAGERS - 2% OR MORE CONTRIBUTORS

WAH-PUI SAM
 ELLEN H SAM

STATEMENT 6
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
WORLD CONCERN 19303 FREMONT AVENUE, N SEATTLE, WA 98133	NONE	501(C)(3)	FAMINE RELIEF - AFRICA	\$ 30,000.
FRONTIERS USA PO BOX 60670 PHOENIX, AZ 85082	NONE	501(C)(3)	GENERAL	50,000.
INTERNATIONAL JUSTICE MISSION PO BOX 58147 WASHINGTON, DC 20037	NONE	501(C)(3)	GENERAL FUND	100,000.
SAT-7, USA PO BOX 2770 EASTON, MD 21601	NONE	501(C)(3)	BROADCAST EXPANSION	50,000.
OVERSEAS COUNCIL PO BOX 17368 INDIANAPOLIS, IN 46317	NONE	501(C)(3)	SUPPORT NETWORK OF REGIONAL DIRECTORS	50,000.

I S WONG FOUNDATION

95-4194427

STATEMENT 6 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
CHINESE GOSPEL BROADCASTING CENTER PO BOX 15009 KEW GARDENS, NY 11415	NONE	501 (C) (3)	GENERAL FUND	\$ 15,000.
HIS FOUNDATION PO BOX 2638 FULLERTON, CA 92837	NONE	501 (C) (3)	GENERAL	10,000.
OVERSEAS CAMPUS MINISTRIES 1753 CABRILLO TORRANCE, CA 90501	NONE	501 (C) (3)	GENERAL	20,000.
DORCAS MINISTRY 6611 FORT HAMILTON PARKWAY BROOKLYN, NY 11219	NONE	501 (C) (3)	GENERAL	10,000.
HABITAT FOR HUMANITY 121 HABITAT STREET AMERICUS, GA 31709	NONE	501 (C) (3)	GENERAL	15,000.
VIVA AMERICA NETWORK 601 UNION STREET, STE 3010 SEATTLE, WA 98101	NONE	501 (C) (3)	NEPAL	20,000.
STRATEGIC RESOURCE GROUP 751 FOREST HIGHLANDS FLAGSTAFF, AZ 86001	NONE	501 (C) (3)	GENERAL FUND	250,000.
HAGAR USA C/O TOWN BANK PO BOX 180620 DELAFIELD, WI 53018	NONE	501 (C) (3)	VIETNAM CAREER DEVELOPMENT	40,000.
SAMARITANS PURSE PO BOX 3000 BOONE, NC 28607	NONE	501 (C) (3)	GENERAL FUND	14,050.
IN THE CITY PO BOX 31037 LOS ANGELES, CA 90031	NONE	501 (C) (3)	GENERAL	60,000.
THE RESOURCE FOUNDATION 237 WEST 35TH ST, STE 1203 NEW YORK, NY 10001	NONE	501 (C) (3)	GENERAL	58,731.
F.G. ESCOBAR FOUNDATION 120 N. PROSPECT DR CORAL GABLES, FL 33133	NONE	501 (C) (3)	TEENAGE PREGNANCY IN COLOMBIA	5,000.
GIVE2ASIA 340 PINE STREET, STE 501 SAN FRANCISCO, CA 94104	NONE	501 (C) (3)	CENTER FOR PRISON CHILDREN	5,000.

I S WONG FOUNDATION

95-4194427

STATEMENT 6 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

<u>NAME AND ADDRESS</u>	<u>DONEE RELATIONSHIP</u>	<u>FOUND- ATION STATUS</u>	<u>PURPOSE OF GRANT</u>	<u>AMOUNT</u>
AMERICAN ASSOCIATION OF CAREGIVING YOUTH 1515 N. FEDERAL HWY, #218 BOCA RATON, FL 33432	NONE	501 (C) (3)	GENERAL	\$ 5,000.
RAZIA RAY OF HOPE FOUNDATION PO BOX 81052 WELLESLEY, MA 02481	NONE	501 (C) (3)	SCHOOL FOR AFGHANISTAN GIRLS	10,000.
MADRE 121 W. 27TH ST, ROOM 301 NEW YORK, NY 10001	NONE	501 (C) (3)	RAPE VICTIMS IN HAITI	5,000.
			TOTAL	\$ <u>822,781.</u>