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Form **990-PF** 

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



internal	nenı Rev	enue Service	Note. The fo	undation may	be able to us	e a copy of this	return to s		rting requirements		Open to public in	ispection
			or tax year beginning	NOV	V 1, 20	012	, and	dending	OCT 31,	2013		
Name	e of	foundation						$\overline{}$	A Employer iden	tification	number	
			ION (FKA H	rewr.eve	r-PACK	ARD	21	$\mathcal{C}$				
			(NOITAGNU			1	2	$\bigcirc$	94-261	2409		
	_		ox number if mail is not of	1-1	4 - 4 - 4 \			Room/suite	<del></del>			
		•			•			i i	B Telephone nun		40.44	
_	_		MILL ROAD	<u>, c/o (</u>	CATHIE	LESJAK		MS1300	(858)	924-	4341	
City o	or to	wn, state, and a	ZIP code						C if exemption appl	ication is p	ending, check here	
PA	L	ALTO,	CA 94304	1					ļ.		•	
G Ch	eck	all that apply:	Initial retui	rn	Init	tial return of a fo	ormer publi	c charity	D 1. Foreign orga	anizations	, check here	ightharpoons
			Final return		( <del></del> -1	ended return		,			,	•
			X Address c			me change			2. Foreign organi	zations me	eting the 85% test, imputation	
11 05	-								check nere an	o attach co	mputation	
H Chi		type of organization		on 501(c)(3) e	1 ' '						tus was terminated	į
			) nonexempt charitabl			e private founda			under section :	507(b)(1)	(A), check here	
1 Fair	ma	rket value of all	assets at end of year	J Accoun	ting method:	Cash	X A	ccrual	F If the foundation	n is in a (	60-month terminat	tion
(froi	m F	Part II, col. (c),	line 16)		Other (specify)				under section !	507(b)(1)	(B), check here	
\$	;	11	0,455,813	(Part I, coll	umn (d) mus	t be on cash	basis.)		)			
Par	t ľ	Analysis of R	evenue and Expense	s		venue and		t investment	(c) Adjusted	net	(d) Disbursem	nents
		The total of amo	unts in columns (b), (c), a il the amounts in column	nd (d) may not		es per books		ncome	income		for charitable pui	rposes
	-				15 0	00,000.	ę.	* ' '	N/A	<del></del> -	<del></del>	»,
			gifts, grants, etc., rece		13,0		*	- * · · ·	/ IN/A	* , , ,	A 4 3 4 5 5	
1	2	Interest on saving	f the foundation is not required	to attach Sch B	\ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \		74 10	70 226	, ,,,,	* `	<u> </u>	<del></del>
. ]	3	cash investments	s and temporary		<b></b>	5.	ļ	72,336.	ļ		STATEMEN	T% Z
<b>,</b>	4	Dividends and	interest from securitie	s	L		1	28,112.	<u> </u>		14 11 × 4	, «
- 1	5a	Gross rents									5 1 1 1 1 1 1	K V i
l	b	Net rental income	or (loss)		*	· , · ·	< %	- 11 J	14 1	/x x)	\$ 7 1 3	491. "i
1	68	Net gain or (loss)	from sale of assets not on	line 10	1.04	46,237.	* ¥ ;	in y	V. 33	, .	STATEMEN	T 1
Revenue	_	Gross sales price		2,550.	3 / 3		1112	× * . £ .	N 4	,	₩ ¥ '. a'	^
된		assets on line 6a			***	*		24,106.	\$ 5 A	<u> </u>		
اچَ			come (from Part IV, line 2	)	_ <u>~</u>	<u>٠ ٪</u> ۲: ۲: ۲	1,0	No. 10.	· ·	` ` `		<del>, , , , ,</del>
_	8	Net short-term	· -		***	*/	3 3	* * *	ļ			rm 4
- 1	9	Income modific Gross sales less r	cations		8	; ¾ ',	-1 × <sub>1</sub>				* . *	*
1	I0a	and allowances		:D :	¥5,	· · · · · · · · · · · · · · · · · · ·	· (5k) 🖦	<b>₹</b> ₽, € 3		\$ ×	* : * *	
ì	b	Less Cost of goo	のかにイトー	- K.	. 6	<u> </u>	. % %	. <sup>*</sup> 40 'y	· · ·	- 1	)2	
- 1	C	Gross profit of	(loss)	181 a.			' * '	(4 4)			1 1	,
- 11	11	Other income	DEC 1 6 20	16 131	5	05,048.		1,191.			STATEMEN	T 3
	12	Total. Adding	s 1 through 11	16 38	16.5	51,290.	1.8	25,745.			3, ,	V 9
				LLX I	<del> </del>	0.		0.	<del> </del>		<del></del>	0.
	14	Other employe	officers directors invisted					<u>-</u> -	<del> </del>		<del> </del>	<u>-</u>
					<del></del>		<del></del>		<del> </del>		<del> </del>	
s l			employee benefits						<del> </del>		<del> </del>	
2 Se		Legal fees		D3 600 4	<b></b>	24 22			<u> </u>		<b></b>	
and Administrative Expense	þ	Accounting fee		rmt 4		31,500.	L	0.	L			0.
ŭ	C	Other profession	elen Si	rmt 5		31,596.		31,596.	L		<u> </u>	0.
9 1	17	Other profession										
- at		T	CI	rmt 6	1	00,111.	1	00,543.				0.
ist.	19	Depreciation at	nd depletion								*, , , ,	• (
듩												
. اق		Occupancy Travel, confere	BRANUT		<b> </b>		<del> </del>	<del> </del>	<del> </del>		<del>                                     </del>	
رُاقٍ ﴿							<del> </del>		<del> </del>		<del></del>	
ر الله الله الله الله الله الله الله الل		Printing and pt		rmr 7	1-3	06,307.	<del> </del>	4,475.	<del> </del>		300	287.
<b></b> ⊆ `	23	Other expenses			<del></del>	00,307.	<del> </del>	4,4/3.	<del> </del>		300,	20/•
ig 3	24	-	g and administrative		1 .	co =	] _	26 65 4	]		1	005
8		-	l lines 13 through 23			69,514.	1	36,614.	ļ	<u> </u>		287.
	25	Contributions,	gifts, grants paid		[7,1]	55,553.					6,405,	553.
12	26	Total expense	s and disbursements									
		Add lines 24 ar			7,6	25,067.	1	36,614.			6,711,	840.
	7	Subtract line 2			1 4	Ý	7	· · · ·	·	,	`` .	٤.
·   '			o over expenses and disb	umantente	m 8 g	26,223.	<b>]</b> ,	*	· .			
·			•		1		1 6	89,131.	<del>                                     </del>		<del> </del>	
			t income (if negative, er		<b></b>		<del> ' '</del>	, , , , , , , , ,	N/A		<del> </del>	
	C	MOUISTED DET II	OCOME (if negative, enter	-0-)					: TA \ \ \ \ \ \ \		1	

LHA. For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2012)

Form 990-PF (2012) COMPANY FOUNDATION)

94-2618409 Page 2

Cash - non-inferest-burning   5, 621   (1) 8 pool Vision   (1) 8	<u></u>	ort.	Balance Sheets Attached schedules and amounts in the description	Beginning of year	End o	of year
3 Accounts receivable		art	column should be for end-of-year amounts only		l	(c) Fair Market Value
Accounts receivable    4 Prisages receivable    5 Grants receivable    6 Receivable due from officers, directors, functions, and other obscipations for doubtful accounts    5 Grants receivable    6 Receivables due from officers, directors, functions, and other obscipations of the other persons    7 The interactivam receivable    6 Receivables due from officers, directors, functions, and other obscipations of the other persons    7 The interactivam receivable    8 Pregared accentage for said state government obligations    1 Interactivations - componite stock    1 Investments - componite stock    1 Inves		1	Cash - non-interest-bearing	5,621.		
## STATEMENT 10  ## Total assets of the becompleted by aff filers 1  ## Course is propible in less of the propible in less of the interface of the propible in less of the pr		٠2	Savings and temporary cash investments	47,206.	20,259,739.	20,259,739.
Perspect receivable		3	Accounts receivable ►	* * * * * *	* * 4 3 . *	
Least allowance for doubthul accounts		ł	Less: allowance for doubtful accounts			
Least allowance for doubthul accounts		4	Pledges receivable			
Recembles due from officers, derectors, trustees, and other dequalified persons		1	Less: allowance for doubtful accounts		}	<u> </u>
desqualified persons		5	Grants receivable	51,497,194.	46,408,047.	46,408,047.
To the relation of the control of doubtful accounts   Simple control of the co		6	Receivables due from officers, directors, trustees, and other			
Less: allowance for doubful accounts		1	disqualified persons		<u> </u>	
Less: allowance for doubful accounts		7	Other notes and loans receivable			
Prepard popenses and deferred charges   10a (investments - U.S. and state government obligations   10a (investments - Corporate bonds   10a (investments - Corporate bonds   11 (investments - Corporate bonds   11 (investments - Corporate bonds   11 (investments - Corporate bonds   12 (investments - Ordrigage loans   12 (investments - Ordrigage loans   13 (investments - Ordrigage loans   14 (Land, buildings, and equipment base   STMT 8   12,026,620, 6,339,863, 6,339,863.   14 (Land, buildings, and equipment base   STATEMENT 9   8,528, 23,962, 23,962,   23,962,   15 (became of the completed by all filers)   100,785,169, 110,455,813, 110,455,813,   110,455,813,		}	Less; allowance for doubtful accounts			
b Investments - corporate stock c Investments - decomposation and the investments - decomposation and equipment basis    12 Investments - order or order or	ets	8				
b Investments - corporate stock c Investments - decomposation and the investments - decomposation and equipment basis    12 Investments - order or order or	1886		·			
c Investments - corporate bonds  11 investments - tout, surdeposent trans Less securation desperative Less securative Les	Q.					
11   Investments - Invol. belongs, and equament basis   37, 418, 574.   37, 418, 514.   37,		i				
37,200,000. 37,418,574. 37,418,574.   37,4		1				
12   Investments - onther   STMT 8   12,026,620.   6,339,863.   6,339,863.   6,339,863.   12,026,620.   6,339,863.   6,339,863.   6,339,863.   12,026,620.   6,339,863.   6,339,863.   6,339,863.   12,026,620.   6,339,863.   6,339,863.   12,026,620.   6,339,863.   6,339,863.   12,026,620.   6,339,863.   6,339,863.   12,026,620.   6,339,863.   6,339,863.   12,026,620.   6,339,863.   6,339,863.   12,026,620.   6,339,863.   6,339,863.   12,026,620.   6,339,863.   6,339,863.   12,026,620.   6,339,863.   6,339,863.   12,026,620.   12,026,620.   6,339,863.   6,339,863.   12,026,620.   12,0		11	Investments - land, buildings, and equipment basis		1 2 1 1 2 1 2 1 2 1 2 1 2 1 2 1 2 1 2 1	22. 1. 3. 3. 3
13 Investments - other   STMT 8   12,026,620. 6,339,863. 6,339,863.     14 Land, buildings, and equipment bass   Less acomalished degrenations     15 Other assets (describe   STATEMENT 9)				37,200,000.	37,418,574.	37,418,574.
14 Land, buildings, and equipment basis   Less accumulated depresablen   STATEMENT 9   8,528				12 026 620	C 220 0C2	<u> </u>
15 Other assets (describe					<del></del>	
15 Other assets (describe		14				
16   Total assets (to be completed by all filers)   100,785,169   110,455,813   110				0 520	22 062	22 062
17 Accounts payable and accrued expenses   33,333, 185,791.		115	Other assets (describe STATEMENT 9)	0,320.	23,302.	23,302.
17 Accounts payable and accrued expenses   33,333, 185,791.		16	Total accete (to be completed by all filers)	100 785 169	110 455 813	110 /55 813
18   Grants payable   378,018. 969,981.     9   Deferred revenue   20   Loans from officers, dreators, trustees, and other disqualified persons   21   Mortgages and other notes payable   22   Other liabilities (describe   STATEMENT 10)   734,000. 734,000.     23   Total liabilities (add lines 17 through 22)   1,145,351. 1,889,772.     Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.     24   Unrestricted   25   Permanently restricted   26   Permanently restricted   27   Permanently restricted   28   Permanently restricted   29   Permanently restricted   20   Permanently restric	_	_		33 333		110,433,013.
19 Deferred revenue 20 Loans from officers, drectors, trustees, and other disqualified persons 21 Mortgages and other notes payable 22 Other liabilities (add lines 17 through 22) 23 Total liabilities (add lines 17 through 22) 24 Unrestricted 25 Temporarily restricted 26 Permanently restricted 27 Capital stock, trust principal, or current funds 29 Retained earnings, accumulated income, endowment, or other funds 30 Total net assets or fund balances 31 Total liabilities and net assets/fund balances 31 Total liabilities and net assets/fund balances 32 Part III Analysis of Changes in Net Assets or Fund Balances 33 Other increases not included in line 2 (termize) ▶ 34 Add lines 1,2 and 3 5 Decreases not included in line 2 (termize) ▶  5 TATEMENT 10 734,000. 734,0		l				
20 Loans from officers, directors, trustees, and other disqualified persons 21 Mortgages and other notes payable 22 Other liabilities (add lines 17 through 22)  23 Total liabilities (add lines 17 through 22)  24 Unrestricted 25 Temporarily restricted 26 Permanently restricted 26 Permanently restricted 27 Temporarily restricted 28 Paid-in or capital surplus, or land, bldg., and equipment fund 29 Retained earnings, accumulated income, endowment, or other funds 30 Total 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)  2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize)  20 Loans from officers, directors, trustees, and other disqualified persons 21 Mortgages and other notes payable 22 (Other liabilities (describe	<b>"</b>	1		370,010.	303,301.	
Total net assets or fund balances    Total liabilities and net assets/fund balances   Total net assets or fund balances   Total net assets	ties	1				
Total net assets or fund balances    Total liabilities and net assets/fund balances   Total net assets or fund balances   Total net assets	ig	ì.,			<del></del>	
Total liabilities (add lines 17 through 22)  Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.  Unrestricted  Temporarily restricted  Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.  Capital stock, trust principal, or current funds  Part III Analysis of Changes in Net Assets or Fund Balances  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)  Enter amount from Part I, line 27a  Add lines 1, 2, and 3  Decreases not included in line 2 (itemize) ▶  1, 145, 351.  1, 889, 772.  1, 145, 351.  1, 889, 772.  1, 145, 351.  1, 189, 772.  1,	Ë	1		734.000.	734.000.	
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 27 Capital stock, trust principal, or current funds 28 Paid-in or capital surplus, or land, bldg., and equipment fund 29 Retained earnings, accumulated income, endowment, or other funds 30 Total net assets or fund balances 31 Total liabilities and net assets/fund balances  100,785,169. 110,455,813.  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) 2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize)   3 0.  4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize)   5 0.		]				
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 27 Capital stock, trust principal, or current funds 28 Paid-in or capital surplus, or land, bldg., and equipment fund 29 Retained earnings, accumulated income, endowment, or other funds 30 Total net assets or fund balances 31 Total liabilities and net assets/fund balances  100,785,169. 110,455,813.  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) 2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize)   3 0.  4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize)   5 0.		23	Total liabilities (add lines 17 through 22)	1,145,351.	1,889,772.	
24 Unrestricted   25 Temporarily restricted   26 Permanently restricted   27 Temporarily restricted   28 Permanently restricted   29 Permanently restricted   29 Permanently restricted   29 Permanently restricted   29 Permanently restricted   20 Permane	_					
Total liabilities and net assets /fund balances  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)  Total net assets not included in line 2 (itemize)  Add lines 1, 2, and 3  Decreases not included in line 2 (itemize)  Temporarily restricted  Foundations that do not follow SFAS 117, check here X and complete lines 27 through 31.  O. 0. 0.  O. 0		}	and complete lines 24 through 26 and lines 30 and 31.			
Total liabilities and net assets /fund balances  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)  Total net assets not included in line 2 (itemize)  Add lines 1, 2, and 3  Decreases not included in line 2 (itemize)  Temporarily restricted  Foundations that do not follow SFAS 117, check here X and complete lines 27 through 31.  O. 0. 0.  O. 0	Ses	24	Unrestricted			
31 Total liabilities and net assets/fund balances  100,785,169. 110,455,813.  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)  2 Enter amount from Part I, line 27a  3 Other increases not included in line 2 (itemize) ▶  4 Add lines 1, 2, and 3  5 Decreases not included in line 2 (itemize) ▶  5 0.		25	Temporarily restricted			
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31 Total liabilities and net assets/fund balances  100,785,169. 110,455,813.  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)  2 Enter amount from Part I, line 27a  3 Other increases not included in line 2 (itemize) ▶  4 Add lines 1, 2, and 3  5 Decreases not included in line 2 (itemize) ▶  5 0.	ts o	27	Capital stock, trust principal, or current funds			
31 Total liabilities and net assets/fund balances  100,785,169. 110,455,813.  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)  2 Enter amount from Part I, line 27a  3 Other increases not included in line 2 (itemize) ▶  4 Add lines 1, 2, and 3  5 Decreases not included in line 2 (itemize) ▶  5 0.	sse	28			,	
31 Total liabilities and net assets/fund balances  100,785,169. 110,455,813.  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)  2 Enter amount from Part I, line 27a  3 Other increases not included in line 2 (itemize) ▶  4 Add lines 1, 2, and 3  5 Decreases not included in line 2 (itemize) ▶  5 0.	t A	29				
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)  2 Enter amount from Part I, line 27a  3 Other increases not included in line 2 (itemize) ▶  4 Add lines 1, 2, and 3  5 Decreases not included in line 2 (itemize) ▶  5 O.	Š	30	Total net assets or fund balances	99,639,818.	108,566,041.	
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)  2 Enter amount from Part I, line 27a  3 Other increases not included in line 2 (itemize) ▶  4 Add lines 1, 2, and 3  5 Decreases not included in line 2 (itemize) ▶  5 O.				100 000 100	440 455 040	
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)  2 Enter amount from Part I, line 27a  3 Other increases not included in line 2 (itemize) ►  4 Add lines 1, 2, and 3  5 Decreases not included in line 2 (itemize) ►  5 O.		31	Total liabilities and net assets/fund balances	100,785,169.	110,455,813.	
(must agree with end-of-year figure reported on prior year's return)199,639,818.2Enter amount from Part I, line 27a28,926,223.3Other increases not included in line 2 (itemize)30.4Add lines 1, 2, and 34108,566,041.5Decreases not included in line 2 (itemize)50.	P	art	Analysis of Changes in Net Assets or Fund B	alances		
2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) ▶ 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) ▶ 5 Oc.	1	Total	net assets or fund balances at beginning of year - Part II, column (a), line	30	<u>-</u>	
2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) ▶ 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) ▶ 5 Oc.					1	99,639,818.
3 Other increases not included in line 2 (itemize) Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) 5 5 Oc.	2				2	
5 Decreases not included in line 2 (Itemize) > 5 0.					3	0.
~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~	4	Add	lines 1, 2, and 3		4	108,566,041.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 6 108, 566, 041.	5	Decr	eases not included in line 2 (itemize)	<del></del>	5	
	6	Total	net assets or fund balances at end of year (line 4 minus line 5) - Part II, co	olumn (b), line 30	6	108,566,041.

223511 12-05-12

Page 3

(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.)					low ac Purch Dona	lase		acquired lay; yr.)	( <b>d</b> ) Date sold (mo., day, yr.)
1a ·									
b SEE ATTACHED	STATEMENT			<u></u>					
<u>C</u>				<u> </u>					
d				<u> </u>					
e	-	<del></del>	• • •	Ц.,					
(e) Gross sales price	(f) Depreciation allowed (or allowable)		st or other basis expense of sale					ain or (loss s (f) minus	
а									
b									
C		ļ		_					
d			F F00 44	_					4 604 406
e 7,222,550.		<u> </u>	5,598,44	4.					1,624,106
Complete only for assets showing	gam in column (h) and owned by	T						ol. (h) gain	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69		cess of col. (1) col. (j), if any			COI. (	k), but r Losses	not less tha (from col. (	n -U-) <b>or</b> (h))
a									
b				$\Box$					
С									
d									
е				T					1,624,106
Capital gain net income or (net cap	ortal loss) { If gain, also ente			}	2				1,624,106
Net short-term capital gain or (loss				<b>1</b>					
If gain, also enter in Part I, line 8, o		iiu (o).		J					
If (loss), enter -0- in Part I, line 8	(0)			Л	3			N/A	
Part V   Qualification Ur	nder Section 4940(e) for	r Reduced	Tax on Net	Inve	estm	ent Inco	me		
Was the foundation liable for the secti f "Yes," the foundation does not qualit l Enter the appropriate amount in e	fy under section 4940(e). Do not co	omplete this pa	ırt.						Yes X No
(a) Base period years Calendar year (or tax year beginnin	(b) g in) Adjusted qualifying dis	stributions	Net value of nor	(c) nchari	table-u	use assets		Distrit (col. (b) div	(d) oution ratio olded by col. (c))
2011	4,80	2,550.		50,	24	0,461.	1	· · ·	.095593
2010	4,39	8,264.				1,976.		-	.094036
2009	4,74	2,695.		39,	764	4,020.		-	.11927
2008		7,446.		21,	508	8,457.			.174690
2007	6,38	88,219.		17,	462	2,460.	L		.36582
2 Total of line 1, column (d)							2		.849420
3 Average distribution ratio for the 5 the foundation has been in existen		on line 2 by 5,	or by the number	of yea	rs		3		.169884
4 Enter the net value of noncharitable	e-use assets for 2012 from Part X.	line 5					4	4	6,541,005
5 Multiply line 4 by line 3	,								7,906,572
.,	- (40) - ( Poul I I o - 27) }						5		
6 Enter 1% of net investment income	e (1% 01 Mart I, line 27b)						6	-	16,891
7 Add lines 5 and 6							7	_	7,923,463
B Enter qualifying distributions from If line 8 is equal to or greater than See the Part VI instructions.	•	e 1b, and comp	elete that part using	g a 1%	tax ra	ate.	8		6,711,840
223521 12.05.12								г.	orm <b>QQA_DF</b> /2012

Tax Due on Amended Return: \$15,492

Interest on Tax Due:

\$1,971

year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

**Total Amount Due:** 

\$17,463

Form **990-PF** (2012)

11 A lary time during the year, dot the foundation, directly or indirectly, own a controlled entity within the meaning of section 57.0(1)(1)(1)(1)(1)(1)(1)(1)(1)(1)(1)(1)(1)(	Part VII-A Statements Regarding Activities (continued)			
12 Dut the foundation make a distribution to a donor advesd fund over which the foundation or a disqualified person had advisory privileges?  13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?  Website audiress > N/A  13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?  Website audiress > N/A  13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?  Website audiress > N/A  13 Did the foundation comply with the public inspection requirements for ros manual returns and exemption application?  Website and return in care of > THE ORGANIZATION   The publication of the publi	11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of			-
If Yes, a fates statement (see metructones)  10 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?  Websete address ► N/A  11 The books are in case of ► THE ORGANIZATION  12 Section 4947(a)(1) nonexempt charitable rusts filing form 990-Filin leu of Form 1041-Check here and earlier the annual of the x-event interest received or accrued farming the year  16 Alary 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 caccumular to its filing form 990-Filin leu of Form 1041-Check here and earlier the annual of the x-eventum in a foreign country?  18 Alary 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 caccumular to the interest in or a signature or other authority over a bank, securities, or other financial caccumular to the interest in or a signature or other authority over a bank, securities, or other financial caccumular to the interest in or a signature or other authority over a bank, securities, or other financial caccumular to the interest in or a signature or other authority over a bank, securities, or other financial caccumular to the interest in or a signature or other authority over a bank, securities, or other financial caccumular to the interest in or a signature or other authority over a bank, securities, or other financial caccumular to the interest in or a signature or other financial caccumular to the financial caccumular to the interest in or a signature or other securities. The signature of the foundation (left directly or or others)  18 Jurins played and the foundation (left directly or or others)  19 Jurins played and the foundation (left directly or otherwise settled certly to or otherwise settled cargo in the signature of the financial caccumular to the securities of a sincuring an account or a signature or or otherwise settled caccumu	section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
13 Me the foundation comply with the public inspection requirements for its annual returns and exemption application?  Website address ➤ N/A  14 The books are in case of ▶ THE ORGANIZATION  15 Section 4947(8) in onexempt that article it trusts fling form 990-PF in leu of Form 1041-Check here and enter the amount of tax-exempt interest received or accurate during the year  16 At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securines, or other innancial account in a foreign country?  16 At any time during calendar year 2012, did the foundation for the man enterest in or a signature or other authority over a bank, securines, or other innancial account in a foreign country?  16 At any time during calendar year 2012, did the foundation feather an interest in or a signature or other authority over a bank, securines, or other innancial account in a foreign country?  18 Statements Regarding Activities for Which Form 4720 May Be Required  19 File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.  19 Define the schedule of the foundation (either directly or indirectly);  10 Engage in the schedule of the foundation (either directly or indirectly);  11 Engage in the schedule of the foundation (either directly or indirectly);  12 Engage in the schedule person?  13 File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.  14 Engage in the schedule of the foundation (either directly or indirectly);  15 Engage in the schedule of the foundation (either directly or indirectly);  16 grade to pay money or property with a dequalified person?  19 Engage in the schedule person?  10 Engage in the schedule person?  10 Engage in the schedule person?  11 Engage in the schedule person?  12 Engage in the schedule person?  13 Engage in the schedule person?  14 Engage in the schedule person?  15 Engage in the schedule person?  16 Engage in the schedule person?  17 Engage in the schedule person?  18 Eng	12 - Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges?			
Website address N N/A  1 The books are marked or PTHE ORGANIZATION  1 Telephone no.	If "Yes," attach statement (see instructions)	12		X
14 The books are noted > THE ORGANIZATION Telephone no. ► (858) \$24-4341  15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lev of Form 1041- Check here and enter the amount of tax-exempt interest received or accrued during the year  16 A any time during calendary are 2012, dut 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 A any time during calendary are 2012, dut the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?  17 See the instructions for exceptions and filing requirements for Form TDF 90-22.1. If Yes, enter the name of the foreign country.  18 Part VII-B   Statements Regarding Activities for Which Form 4720 May Be Required  19 File Form 4720 If any item is checked in the "Yes" column, unless an exception applies.  19 Derrow money from, lend money (i.o. or otherwise extend credit to (or accept it from) a disqualified person?  10 Derrow money from, lend money (i.o. or otherwise extend credit to (or accept it from) a disqualified person?  11 Pay compensation to, or pay or remiburse the expenses of, a disqualified person?  12 Pays which is a section of payment or property to a government official? (Exception, Check "No" of the foundation agreed to make a grant to or to employ the official for a period after termandon of government service, it fermanding within 90 days.)  18 I any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 3.4941(d)-3 or in a current notice regarding dessets assistance (see instructions)?  19 If "Yes" to did the foundation engine of a section 4942(a) (a) and propriet in any order the exceptions described in Regulation or disqualified person?  20 If "Yes" to did the foundation have any undistributed income (lines 6d and 6e, Parl XIII) for tax year(s) beginning before 2012?  10 If "Yes" is the years be planni		13	X	
Located at \$ 15.01 PAGE MILL ROAD, MS-13.00, PALO ALTO, CA    Section 4947(a)(1) nonexempt charable trusts filing form 990-PF in live of Form 1041-Check here and enter the amount of tax-exempt interest received or accrued during the year  16 Atary time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?  See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If Yes, enter the name of the foreign country.    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.   15				
15 Section 4947(a)(1) nonexempt charitable trusts flaing Form 990-PF in fleut of Form 1041 - Check here amount of tax-exempt interest received or accrued during the year.  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?  18 See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If Yes, enter the name of the foreign country.  19 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.  18 During the year did the foundation (either directly or indirectly):  19 Engage in the sale or exchange, or lessing of property with a disqualified person?  10 Burning the year did the foundation (either directly or indirectly):  11 Engage in the sale or exchange, or lessing of property with a disqualified person?  12 Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?  13 Furnish pods, services, or facilities to (or accept them from) a disqualified person?  14 Pers X No  15 Transfer any income or assets to a disqualified person?  15 Transfer any income or assets to a disqualified person?  16 Agree to pay money or property to a government official? (Exception, Check 'No' of the toundation disqualified person)?  16 Agree to pay money or property to a government official? (Exception, Check 'No' of the foundation engage in a prior year in any of the acid section of in a, other than excepted acts, that were not corrected before the first day of the tax year Deginning in 2012?  18 Texs in stitute to distribute make a grant to rot to employ the official for a period after termination of government service, if terminating within 90 days.  19 Ar there are year is lead of the System		924	-434	11
and enter the amount of tax-exempt interest received or accrued during the year 6. At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?  See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If Yes, enter the name of the foreign country  Part VII-B   Statements Regarding Activities for Which Form 4720 May Be Required  File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.  1a Duming the year did the foundation (either directly or indirectly):  (1) Engage in the sale or exchange, or leasing of property with a disqualified person?  (2) Borrow money from, lend money to, or directive extended red to (or accept it from)  a disqualified person?  (3) Furnish pods, services, or facilities to (or accept them from) a disqualified person?  (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?  (5) Transfer any income or assets to a disqualified person (or make any of other available for the the enter or use of a disqualified person (or make any of other available for the the enter or use of a disqualified person (or make any of other available for the the enter or use of a disqualified person (or make any of other available for 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.)  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 5441(0)-30 or a current notice regarding diseaster assistance (see instructions)?  Organizations relying on a current notice regarding diseaster assistance (see instructions)?  Organizations relying on a current notice regarding diseaster assistance (see instructions)?  The property is a prior year in any other assistance sheet here.  Did the foundation engage in a prior year many of the acts facili		4304		
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.  See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country.  Part VII-B   Statements Regarding Activities for Which Form 4720 May Be Required  File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.  1a During the year did the foundation (either directly) or indenety);  (1) Engage in the sale or exchange, or leasing of property with a disqualified person?  (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person, or acceptance of the expenses of, a disqualified person?  (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person, or yes   Yes   No    (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?  (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 or make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)  1b If any answers *Tes** to 14(1-6), did any of the acts fail to qualify under the exceptions described in Regulations sections 33.441(t)-3 or in a current notice regarding disaster assistance (see instructions)?  Organizations relying on a current notice regarding disaster assistance check here  1b Unit the foundation engage in a prior year many of the acts fail to qualify under the exceptions described in Regulations sections 33.441(t)-3 or in a current notice regarding disaster assistance (see instructions)?  2 Taxes on failure to distribute acts fails to qualify under the exception described and section 49.42(a)(2) or 49.42(a)(3) or 49.4			<b>→</b>	
Sec the instructions for exceptions and filing requirements for Form TD F 90-22.1. If Yes, enter the name of the foreign country Part VII-B   Statements Regarding Activities for Which Form 4720 May Be Required  File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.  1 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?  (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?  (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?  (4) Pay compensation it, or pay or reimburse the expenses of, a disqualified person?  (5) Transfer ary income or assets to a disqualified person (or make any of either available for the benefic or use of a disqualified person (or make any of either available for the benefic or use of a disqualified person)?  (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 diter termination of government service, if terminating within 90 disks.)  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 33.4941(6)-3 or in a current notice regarding disaster assistance (see instructions)?  C Dut 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?  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(a)(1) or 4942(a)(5);  a Aft 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, its the years beginning in 2012 as a result of (1) any purchase by the foundation or disquali		N		
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country    Part VII-B   Statements Regarding Activities for Which Form 4720 May Be Required    File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.   1a During the year did the foundation (either directly or indirectly);   (1) Engage in the sale or exchange, or leasing of property with a disqualified person?   (2) Borrow money from, lend money to, or otherwise extend credit to (or accept item) a disqualified person?   (3) Firmish goods, services, or facilities to (or accept them from) a disqualified person?   (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?   (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)?   (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.)   b If any answer is "Yes" to fact (1-1)(6), did any of the acts fall to quality under the exceptions described in Regulations section 53.4941(0):3 or in a current notice regarding disaster assistance check here   c Did the foundation engage in a prior year in any of the acts fall to quality under the exceptions described in Regulations section 53.4941(0):3 or in a current notice regarding disaster assistance check here   c Did the foundation engage in a prior year in any of the acts set in a guality under the exceptions described in Regulations section 54.942(1)(3) or 14.942(1)(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	·		Yes	
Part VII-B   Statements Regarding Activities for Which Form 4720 May Be Required  File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.  1a During the year did the foundation (either directly or indirectly):  (1) Engage in the sale or exchange, or leasing of property with a disqualified person?  (2) Borrow money from, lend money to, or otherwise extend credit to (or accept throm) a disqualified person?  (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?  (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?  (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)?  (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.)  b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions discribed in Regulations section 53.4941 (1)-30 in a current notice regarding dissates assistance (see instructions)?  Organizations relying on a current notice regarding dissates assistance (see instructions)?  N/A  Organizations relying on a current notice regarding dissates assistance (see instructions)?  N/A  Organizations relying on a current notice regarding dissates assistance (see instructions)?  1b Tress, first day of the tax year beginning in 2012?  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(2)(3) or 4942(2)(5)):  A At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Parl XIII) for tax year(5) beginning before 2012?  If "Yes, list the years beginning in a 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of t	·			
File Form 4720 if any Item is checked in the "Yes" column, unless an exception applies.  1		\ ^*		
File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.  1a During the year did the foundation (either directly or indirectly):  (1) Engage in the sale or exchange, or leasing of property with a disqualified person?  (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?  (3) Furnish goods, servoes, or facilities to (or accept them from) a disqualified person?  (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?  (5) Transfer any income or assets to a disqualified person (or make any of either available tor the benefit or use of a disqualified person)?  (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.)  b) If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations sections 54/941(d)-3 or in a current notice regarding diseaser assistance (see instructions)?  Organizations relying on a current notice regarding diseaser assistance (see instructions)?  Organizations relying on a current notice regarding diseaser assistance (see instructions)?  Organizations relying on a current notice regarding diseaser assistance (see instructions)?  Organizations relying on a current notice regarding diseaser assistance (see instructions)?  Organizations relying on a current notice regarding diseaser assistance (see instructions)?  N/A  1b  Organizations relying on a current notice regarding diseaser assistance (see instructions)?  Organizations relying on a current notice regarding diseaser assistance (see instructions)?  Organizations relying on a current notice regarding diseaser assistance (see instructions)?  Organizations relying on a current notice regarding diseaser assistance (see instructions)?  Organizations relying on a current notice regarding diseaser		<i>W</i>		
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?  (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?  (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?  (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?  (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)?  (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.)  b) If any answer is "Yes" to 1a(1)-(6), did any of the acts fall 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 (see instructions)?  1b Tany answer is "Yes" to 1a(1)-(6), did any of the acts fall to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?  N/A  1b Tany answer is "Yes" to 1a(1)-(6), did any of the acts fall to qualify under the exceptions described in Regulations section 4942(j)(3) or 4942(j)(			N/	NI-
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?  (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?  (3) Furmish goods, services, or facilities to (or accept them from) a disqualified person?  (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?  (5) Transfer any income or assest to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?  (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.)  b) If any answer is Yes' to 1a(1)-(6), did any of the acts fall to qualify under the exceptions described in Regulations section 53.4914(1)-3 or in a current notice regarding diseaster assistance (see instructions)?  Organizations relying on a current notice regarding diseaster 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?  Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(0)(3) or 4942(0)(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  At the end of tax year 2012, did the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation or fassets) to the year's undistributed income? (If applying section 4942(a)(2) (relating to incorrect valuation or assets) to the year's undistributed income? (If applying section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) (relati		-	$\overline{}$	NO
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?  (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?  (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?  (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)?  (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.)  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 33.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?  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?  Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(i)(3) or 4942(i)(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 Islated 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.)  If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.  If the provisions of section 4942(a)(2) are being applied to any of the year sisted in 2a, list the years here.  If the provisions of section 4943(c)(77) to dispose of holdings acquired by gift or bequest to right of the fo		, Á	Æ	4
a disqualified person?  (3) Furmish goods, services, or facilities to (or accept them from) a disqualified person?  (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?  (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)?  (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.)  b If any answer is "Yes" to 1a(1)-(6), did any of the acts fall to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?  N/A  Organizations relying on a current notice regarding disaster assistance (see instructions)?  N/A  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?  Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(1)(3) or 4942(1)(5)):  A 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 I begin a fail to the provisions of section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)  If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years level.  If "Yes," list the years begin and the provisions of section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)  If "Yes," list the years begin and the provisions of section 4943(c)(7)) to dispose of holdings accurred by gift or bequest or (3) the lapse of the 10-1, 15-, or 20-year first phase holding period? (Use Schedule C, Form			¥	•
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?			3	<b>,</b>
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during the year?  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)  1 N/A  1 Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?  2 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?  3 Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that Ab X	O Did the form data to bold on which a contract to the contrac	*	A	
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)  N/A  4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?  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		1	<b>%</b>	> ·
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)  N/A  Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?  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		**	,*	- 12
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)  1		ر.>	* [	,
Form 4720, to determine if the foundation had excess business holdings in 2012)  4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?  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		1	, §	Š., ,,,
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		3 h	3	 
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			$\vdash$	x
had not been removed from jeopardy before the first day of the tax year beginning in 2012?  4b X		74	+	<u> </u>
		46	**	X ~
		للتعبيات	-PF (2	

Page 6

Part VII-B   Statements Regarding Activities for Which I	-orm 4/20 May Be F	Required (contin	ued)	
5a During the year did the foundation pay or incur any amount to:				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section	1 4945(e))?	Ye	es X No	
(2) Influence the outcome of any specific public election (see section 4955); o	r to carry on, directly or indire			
any voter registration drive?		Y	es 🔀 No 🔓	
(3) Provide a grant to an individual for travel, study, or other similar purposes	?	Ye	es X No	
(4) Provide a grant to an organization other than a charitable, etc., organization	n described in section			
509(a)(1), (2), or (3), or section 4940(d)(2)?		Ye	es X No	
(5) Provide for any purpose other than religious, charitable, scientific, literary,	or educational purposes, or f		;	
the prevention of cruelty to children or animals?		Ye	es X No	
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify unc	der the exceptions described i	n Regulations	-	
section 53.4945 or in a current notice regarding disaster assistance (see instru	ctions)?		N/A	5b
Organizations relying on a current notice regarding disaster assistance check h	ere		▶□	W. 200
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption fr				
expenditure responsibility for the grant?	N	Γ/A	es 🔛 No 💈	
If "Yes," attach the statement required by Regulations section 53.4945	5-5(d).		Į.	
6a Did the foundation, during the year, receive any funds, directly or indirectly, to	pay premiums on			
a personal benefit contract?		Ye	es 🗶 No 📳	
<b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a p	ersonal 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 s		Ye		, // //
<b>b</b> If "Yes," did the foundation receive any proceeds or have any net income attribu				7b
Part VIII   Information About Officers, Directors, Trusto	ees, Foundation Ma	nagers, Highly	y	
1 List all officers, directors, trustees, foundation managers and their		(c) Compensation	(d) Contributions to	(a) Evnança
(a) Name and address	(b) Title, and average hours per week devoted	(If not paid,	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other
ASHLEY B. WATSON	to position  EXECUTIVE DIR	enter -0-)	compensation	allowances
3000 HANOVER STREET	EVECOIIAE DIK	ECTOR		
PALO ALTO, CA 94304	1.00	0.	0.	0.
	CHIEF FINANCI	L		<u> </u>
3000 HANOVER STREET	CHIEF FINANCI	AL OFFICE	K/DI	
PALO ALTO, CA 94304	1.00	0.	0.	0.
	SECRETARY/DIR			·
3000 HANOVER STREET	DECKETAKI/DIK	ECTOR		
PALO ALTO, CA 94304	1.00	0.	0.	0.
	CHAIRMAN		0.	
3000 HANOVER STREET	CHALIGIAN			
PALO ALTO, CA 94304	1.00	0.	0.	0.
2 Compensation of five highest-paid employees (other than those inc				<u> </u>
			(d) Contributions to	(e) Expense account, other
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	employee benefit plans and deferred compensation	account, other allowances
NONE	dovoted to position		compensation	unovarious
				<del> </del>
				1
				1
				1
				<del> </del>
		]		
Total number of other employees paid over \$50,000		•	<b>&gt;</b>	0
			Form	990-PF (2012)

m roundation (FRA newhert-FACE)	ALD	
Form 990-PF (2012) COMPANY FOUNDATION)	94-	2618409 Page 7
Part VIII Information About Officers, Directors, Trustees, Found Paid Employees, and Contractors (continued)	ation Managers, Highly	
3 Five highest-paid independent contractors for professional services. If none, enter	er "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		<b>&gt;</b>
Part IX-A Summary of Direct Charitable Activities		•
List the foundation's four largest direct charitable activities during the tax year. Include relevant statis number of organizations and other beneficiaries served, conferences convened, research papers pro		Expenses
1 <u>N/A</u>		
2		
3		
4		
Part IX-B   Summary of Program-Related Investments		
Describe the two largest program-related investments made by the foundation during the tax year or	lines 1 and 2.	Amount
1 N/A		711104111
		}

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All other program-related investments. See instructions.

Total. Add lines 1 through 3

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Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.) Part X Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes: \$ 8,740,379**.** a Average monthly fair market value of securities 1a 1,090,798. 1b b Average of monthly cash balances 37,418,574. c Fair market value of all other assets 1c 47,249,751. 1d d Total (add lines 1a, b, and c) e Reduction claimed for blockage or other factors reported on lines 1a and 0. 1c (attach detailed explanation) 1e Acquisition indebtedness applicable to line 1 assets 47,249,751. 3 3 Subtract line 2 from line 1d 708.746. 4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) 46,541,005. Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 5 2,327,050. Minimum investment return. Enter 5% of line 5 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.) 2,327,050. Minimum investment return from Part X, line 6 33,783. 2a Tax on investment income for 2012 from Part VI, line 5 2a Income tax for 2012. (This does not include the tax from Part VI.) 33,783. c Add lines 2a and 2b 2c Distributable amount before adjustments. Subtract line 2c from line 1 3 2,293,267. 3 4 Recoveries of amounts treated as qualifying distributions 2,293,267. 5 5 Add lines 3 and 4 Deduction from distributable amount (see instructions) 6 0. 2.293.267Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 7 7 Part XII Qualifying Distributions (see instructions) Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes: a Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26 6,711,840. 1a b Program-related investments - total from Part IX-B 1b Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes 2 Amounts set aside for specific charitable projects that satisfy the: 3.2 a Suitability test (prior IRS approval required) 3a **b** Cash distribution test (attach the required schedule) 3b 6,711,840. Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 4 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b 5 840. 6,711 Adjusted qualifying distributions. Subtract line 5 from line 4 6 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

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4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

Part XIII Undistributed income (s	ee instructions)			
•	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
<ol> <li>Distributable amount for 2012 from Part XI, line 7</li> </ol>				2,293,267.
2 Undistributed income, if any, as of the end of 2012			0.	
a Enter amount for 2011 only b Total for prior years:				
3 Excess distributions carryover, if any, to 2012:		0.		
a From 2007 5,522,318.				
b From 2008 2,686,271.				
c From 2009 3,622,270. d From 2010 3,508,018.				
dFrom 2010 3,508,018. eFrom 2011 2,291,389.				
f Total of lines 3a through e	17,630,266.			
4 Qualifying distributions for 2012 from	***************************************		87 118 0x - 48	**************************************
Part XII, line 4: ▶\$ 6,711,840.				
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior			· *** ( * * * * * * * * * * * * * * * *	ALL VIEWS AND MANY
years (Election required - see instructions)		0.		
c Treated as distributions out of corpus		7 8 3 4 %		,************************************
(Election required - see instructions)	0.			
d Applied to 2012 distributable amount	\$ \$\frac{3}{4} \frac{3}{4} \fr	<u> </u>		2,293,267.
e Remaining amount distributed out of corpus	4,418,573.		<u> </u>	
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount	0.		(	0.
must be shown in column (a) )				
6 Enter the net total of each column as indicated below;				
2 Corpus Add lines 3f, 4c, and 4e Subtract line 5	22,048,839.			
b Prior years' undistributed income. Subtract			No. 30 A	<b>2</b> - 3 - 3 - 4 -
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		<u>0.</u>		
e Undistributed income for 2011. Subtract line			0	
4a from line 2a. Taxable amount - see instr.  f Undistributed income for 2012. Subtract		\$ 27 XX	U•	
lines 4d and 5 from line 1. This amount must				
be distributed in 2013				0.
7 Amounts treated as distributions out of	,,,,			(株) 1 (株) 1 (株) 1
corpus to satisfy requirements imposed by				
section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007		化成为物质		16. S. 20 14. 1
not applied on line 5 or line 7	5,522,318.			
9 Excess distributions carryover to 2013.	16 506 501			
Subtract lines 7 and 8 from line 6a	16,526,521.			
10 Analysis of line 9: a Excess from 2008 2,686,271.				
b Excess from 2009 3,622,270.				
c Excess from 2010 3,508,018.				
dExcess from 2011 2,291,389.				1 34 B
e Excess from 2012 4,418,573.			* * *, , ,	
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	FOUNDATION				18409 Page
Part XIV Private Operating F			-A, question 9)	N/A	
1 a If the foundation has received a ruling o	r determination letter that	t it is a private operating		-	
foundation, and the ruling is effective fo			▶		
b Check box to indicate whether the found		ng foundation described i		4942(j)(3) or4	942(1)(5)
2 a Enter the lesser of the adjusted net	Tax year	(1) 0044	Prior 3 years	(4) 0000	
income from Part I or the minimum	(a) 2012	(b) 2011	(c) 2010	(d) 2009	(e) Total
investment return from Part X for		]			
each year listed					<u> </u>
b 85% of line 2a					
c Qualifying distributions from Part XII,	i '	]	1	Ì	-
line 4 for each year listed					
d Amounts included in line 2c not					
used directly for active conduct of	1	}		1	
exempt activities			<u> </u>		
e Qualifying distributions made directly					
for active conduct of exempt activities.		Í	)	1	1
Subtract line 2d from line 2c		<b> </b>	ļ	(	
3 Complete 3a, b, or c for the					
alternative test relied upon:  a "Assets" alternative test - enter:	1	ì	}	1	
(1) Value of all assets				<b>(</b>	
(2) Value of assets qualifying					
under section 4942(j)(3)(B)(i)	1	i	1		
b "Endowment" alternative test - enter					
2/3 of minimum investment return shown in Part X, line 6 for each year					
listed	1			}	}
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)				Ì	
(2) Support from general public				<del> </del>	<del> </del>
and 5 or more exempt	1				
organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from	<del></del>	<del></del>	<del></del>		<del></del>
an exempt organization					
(4) Gross investment income		<del></del>		<del></del>	<del>                                     </del>
Part XV   Supplementary Info	rmation (Comple	te this part only	if the foundation	had \$5 000 or m	ore in assets
at any time during t				40,000 0	0.0 11. 000010
1 Information Regarding Foundation					
a List any managers of the foundation wh	-	than 2% of the total contr	ributions received by the	foundation before the clo	se of any tax
year (but only if they have contributed n					or or any and
NONE					
b List any managers of the foundation wh	o own 10% or more of th	e stock of a corporation (	or an equally large portion	n of the ownership of a p	eartnership or
other entity) of which the foundation ha					
NONE					
2 Information Regarding Contribut	ion, Grant, Gift, Loan,	Scholarship, etc., Pr	ograms:		
Check here ► X if the foundation o				ot accept unsolicited regi	uests for funds. If
the foundation makes gifts, grants, etc.	(see instructions) to indiv	riduals or organizations u	nder other conditions, co	mplete items 2a, b, c, an	d d.
a The name, address, and telephone num	ber or e-mail of the perso	n to whom applications s	hould be addressed: S	EE STATEMEN	T 12
	·				
SEE STATEMENT 11					
<b>b</b> The form in which applications should be	e submitted and informat	tion and materials they sh	ould include:		
c Any submission deadlines:			<del> </del>	<del></del>	<del></del>
d Any restrictions or limitations on award	s, such as by geographica	al areas, charitable fields,	kınds of institutions, or o	ther factors:	
223601 12-05-12		10			Form <b>990-PF</b> (2012)

012) COMPANY FOUNDATION)
Supplementary Information (continued)

3 Grants and Contributions Paid During the Y		Payment		
Recipient	If recipient is an individual, show any relationship to any foundation manager	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	or substantial contributor	recipient		
a Paid during the year				
AMERICAN RED CROSS	DONEE	501(C)(3)	DISASTER RELIEF -	
2025 E STREET NW			FLOODINGS IN THE US,	043 030
WASHINGTON, DC 20006		<del> </del>	CANADA, AND MEXICO	843,930
CITIZEN SCHOOLS, INC	DONEE	501(C)(3)	EDUCATION INITIATIVE	
330 TWIN DOLPHIN DRIVE, SUITE 115				250 000
REDWOOD CITY, CA 94065		<del> </del>	+	250,000
HEWLETT-PACKARD U.S. EMPLOYEE CASH			SUPPORT OF 540	
MATCH PROGRAM 730 15TH STREET NW			501(C)(3) ORGANIZATIONS	
WASHINGTON, DC 20005			ORGANIZATIONS	3,992,962
			1	
INTERNATIONAL FEDERATION OF RED CROSS	DONEE	501(C)(3)	DISASTER RELIEF -	
AND RED CRESCENT			TYPHOON BOPHA AND	
420 LEXINGTON AVENUE, SUITE 2811			CYCLONE PHAILIN	
NEW YORK, NY 10170			<del>                                     </del>	150,000
SAVE THE CHILDREN	DONEE	501(C)(3)	DISASTER RELIEF -	
54 WILTON ROAD			FLOODINGS IN INDIA AND	
Total SEE COI	 NTINUATION SHEE	·까/요\	AND OKLAHOMA TORNADO	639,151
b Approved for future payment	THOMAS TON BRIDE		<u>▶</u> 3a	<u></u>
CITIZEN SCHOOLS, INC	DONEE	501(C)(3)	EDUCATION INITIATIVE	
330 TWIN DOLPHIN DRIVE, SUITE 115			1	
REDWOOD CITY, CA 94065	<del> </del>			250,000
SAVE THE CHILDREN	DONEE	501(C)(3)	DISASTER RELIEF -	
54 WILTON ROAD			FLOODINGS IN INDIA AND	
WESTPORT, CT 06880	<del> </del>		AND OKLAHOMA TORNADO	500,000
Total		L	<b>▶</b> 3b	750,000

Part XVI-A Analysis of Income-Producing Activities

	<u> </u>		,		
Enter gross amounts unless otherwise indicated.	(a)	ed business income (b)	(C) Exclu-	(d)	(e) Related or exempt
1 Program service revenue:	Business code	Amount	sion	Amount	function income
a		<del>                                     </del>		<u> </u>	<del>                                     </del>
b		<del></del>			<del></del>
C					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash					
investments	L	l	14	5.	
4 Dividends and interest from securities					
5 Net rental income or (loss) from real estate:	(s kom#	W 2 2 2 2	`, ₩,		
a Debt-financed property			L		
<b>b</b> Not debt-financed property	<u> </u>				
6 Net rental income or (loss) from personal	1		ł		
property	L		L		
7 Other investment income	ļ		14	505,048.	
8 Gain or (loss) from sales of assets other	}	}	۱		
than inventory			18	1,046,237.	
9 Net income or (loss) from special events	ļ		Ļ		
10 Gross profit or (loss) from sales of inventory	<b>-</b>		<u> </u>		ļ. ———
11 Other revenue:	}		1		
å		<del></del>	├		
b	ļ	<del> </del>		<del></del>	
·		<u> </u>	<del> </del> -		
d		<del></del>	-		
e 12 Subtotal. Add columns (b), (d), and (e)	12	0.	├	1,551,290.	0.
13 Total. Add line 12, columns (b), (d), and (e)	<u> </u>			13	1,551,290.
(See worksheet in line 13 instructions to verify calculations.)				·-	
Part XVI-B Relationship of Activities	to the Acc	omplishment of E		t Dumana	
rait XVI-B Relationship of Activities	to the Acc		(emp		
Line No. Explain below how each activity for which inco			contrib	outed importantly to the accor	nplishment of
the foundation's exempt purposes (other than	by providing fu	inds for such purposes).			
N/A					
				<del></del>	
				<del></del>	
		· <del></del>		<del></del>	
		<del></del>		<del></del>	
				<del></del>	<del></del>
				<del></del>	<del></del>
<del></del>	<del></del>	<del></del>		<del></del>	
	<del></del>				
				<del></del>	<del></del>
		<del></del>		<del></del>	<del></del>
<del></del>				<del></del>	
				<del></del>	
223621 12-05-12		<del></del>		<del></del>	Form <b>990-PF</b> (2012)

Form 990-	PF (2012) <b>COMP</b>	ANY FOUNDATION)		94-26	18409 Page 13
Part X		legarding Transfers To	and Transactions an	d Relationships With Noncl	naritable
	Exempt Organ		4	501/2	I Van Na
	-	lirectly engage in any of the follow c)(3) organizations) or in section (			Yes No
	·	dation to a noncharitable exempt (	- · · -	ations?	
(1) (	·	uation to a nonchantable exempt t	organization of.		1 1 * 1 *
	Other assets				1a(1) X 1a(2) X
	r transactions:				Y 1/2 X 6
	Sales of assets to a noncharit	able evennt organization			1b(1) X
		oncharitable exempt organization			1b(2) X
	Rental of facilities, equipment,	· · · ·			1b(3) X
	Reimbursement arrangements				1b(4) X
	Loans or loan guarantees	•			1b(5) X
	•	embership or fundraising solicitat	tions		1b(6) X
		ailing lists, other assets, or paid e			1c X
				ys show the fair market value of the good	ls, other assets.
	=			in any transaction or sharing arrangemen	
		, other assets, or services received			
(a)Line no	(b) Amount involved	(c) Name of noncharitat	ole exempt organization	(d) Description of transfers, transactions, a	and sharing arrangements
		N/A			
	L				
	<u> </u>				
		<del> </del>			
		ļ	<del> </del>		
	<del></del>	<del></del>			
	ļ				
	ļ	<del> </del>			
		<del> </del>			
	<u> </u>	<u> </u>		L	
		ctly affiliated with, or related to, or	· · · · · · · · · · · · · · · · · · ·	tions described	Yes X No
		er than section 501(c)(3)) or in se	CHOH 527 F		Yes X No
0 11 16	es," complete the following sch (a) Name of or		(b) Type of organization	(c) Description of relation	nehin
	N/A	gameaton	(b) Type of organization	(v) Booking to it foliate	monp
		<del></del>	+	<del></del>	<del></del>
			<del> </del>		
			<del>                                     </del>	<del></del>	
	Under penalties of perjury, I declare	e that I have examined this return, include	ding accompanying schedules and sta	atements, and to the best of my knowledge	May the IHS discuss this
Sign	and belief, it is true, correct, and co	omplete Declaration of preparer (other the	han taxpayer) is based on all informati	ion of Mile Foldstate 182 and knowledge	return with the preparer shown below (see instr.)?
Here	1 Julgerah	UE MYSan	c 112/12/4	DIRECTOR	X Yes No
	Signature of officer or truste	е	Date	Title	
	Print/Type preparer's n	name Preparer's	signature D	Date Check if PTI	IN
	1	1/20	Mochunel	self- employed	
Paid	ANNE E MZ	ACDONALD CILI	1 10 comments 1	2/11/16   12	00359548

Form **990-PF** (2012)

(650) 845-8100

Firm's EIN ▶ 94-1341042

Phone no.

**Use Only** 

Preparer Firm's name ▶ FRANK, RIMERMAN & CO. LLP

Firm's address ▶ 1801 PAGE MILL ROAD

PALO ALTO, CA 94304

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

Department of the Treasury Internal Revenue Service

## **Schedule of Contributors**

➤ Attach to Form 990, Form 990-EZ, or Form 990-PF.

OMB No 1545-0047

2012

Name of the organization
HP FOUNDATION (FKA HEWLETT-PACKARD
COMPANY FOUNDATION)

Employer identification number

94-2618409

Organization type (check o	ne):					
Filers of:	Section:					
Form 990 or 990-EZ	501(c)( ) (enter number) organization					
	4947(a)(1) nonexempt charitable trust not treated as a private foundation					
	527 political organization					
Form 990-PF	S01(c)(3) exempt private foundation					
	4947(a)(1) nonexempt charitable trust treated as a private foundation					
	501(c)(3) taxable private foundation					
	s covered by the <b>General Rule</b> or a <b>Special Rule</b> .					
Note. Only a section 501(c)	(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.					
General Rule						
For an organization contributor. Compl	n filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one lete Parts I and II.					
Special Rules						
509(a)(1) and 170(t	c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections o)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% ) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.					
total contributions	For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use exclusively for religious, chantable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.					
contributions for us If this box is check purpose Do not co	c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, see exclusively for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000 ed, enter here the total contributions that were received during the year for an exclusively religious, charitable, etc., omplete any of the parts unless the <b>General Rule</b> applies to this organization because it received nonexclusively e, etc., contributions of \$5,000 or more during the year					
but it must answer "No" on	nat is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)					

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

Name of organization

HP FOUNDATION (FKA HEWLETT-PACKARD COMPANY FOUNDATION)

**Employer identification number** 

94-2618409

COMPA	NI FOUNDATION/		-2010409
Part I	Contributors (see instructions). Use duplicate copies of Part I if addition	al space is needed.	
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	HEWLETT PACKARD COMPANY  3000 HANOVER STREET  PALO ALTO, CA 94304-1185	\$ <u>15,000,000</u> .	Person Payroll Noncash X (Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution

		\$	Noncash (Complete Part II if there is a noncash contribution
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution

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

Person

223452 12-21-12

Name of organization HP FOUNDATION (FKA HEWLETT-PACKARD COMPANY FOUNDATION)

**Employer identification number** 

94-2618409

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

(a) No. from Part I	(b)  Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	PLEDGE IN THE FORM OF CASH OR NON-CASH		
-		\$ 15,000,000.	01/31/13
(a) No. from Part I	(b)  Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-   -   -		\$	
(a) No. from Part I	(b)  Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
·		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
·		\$	
(a) No. from Part I	(b)  Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received

Name of organization

Employer identification number

ΗP	FOUNI	NOITAC	(FKA	HEWLETT-	-PACKARD
CON	YPANY	FOUNDA	TTON)	)	

	NY FOUNDATION)		94-2618409
Part III	Exclusively religious, charitable, etc., indi year. Complete columns (a) through (e) and t	vidual contributions to section 501(c)(7) he following line entry. For organizations of	, (8), or (10) organizations that total more than \$1,000 for the completing Part III, enter year. (Enter this information once)
	Use duplicate copies of Part III if addition	ic., contributions of \$1,000 or less for the hal space is needed.	year - (Enter this information once)
(a) No.   from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
}		(e) Transfer of gift	
1	Transferee's name, address, a	nd ZIP + 4	Relationship of transferor to transferee
ì			
(a) No.		<del></del>	
from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
]			
ŀ		(e) Transfer of gift	
1		(c) Hansier of gift	
ŀ	Transferee's name, address, a	nd ZIP + 4	Relationship of transferor to transferee
ĺ			
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
ļ			_
<u> </u>			
ĺ		(e) Transfer of gift	•
<u> </u>	Transferee's name, address, a	nd ZIP + 4	Relationship of transferor to transferee
ŀ			
ł			
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
[		<del></del>	-
L			
		(e) Transfer of gift	
]	Transferee's name, address, a	nd ZIP + 4	Relationship of transferor to transferee
Ì			
			·

Part IV Capital Gains and L	osses for lax on investment income				
(a) List an	nd describe the kind(s) of property sole	d, e.g., real estate,	(b) How acquired P - Purchase	(c) Date acquired (mo., day, yr.)	(d) Date sold
	brick warehouse; or common stock, 20	OU SIIS. MILC CO.		(IIIO., uay, yi.)	(mo., day, yr.)
1a RUSSELL 1000			P		
b U S DEBT INDEX			P	ļ <u>.</u>	
d FROM K-1: US I			P	<del> </del>	
	SELL 1000 INDEX F		P	<del> </del>	
	SELL 1000 INDEX F		P	<del>                                     </del>	<del></del>
	JEED TOOO INDEX I	OND B	<del></del>	<del> </del>	
<u>g</u> h	<del></del>	<del></del>		<del> </del>	
		<del></del>	<del>-  </del>		
			<del>-  </del>		
<u>,</u>			<del> </del>	<del>                                     </del>	
<del></del>	<del></del>				
m					
n					
0				1	
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(e) t (µ	) Gain or (loss) plus (f) minus (g)	
a 5,720,550.		5,141,299.		<del></del>	579,251.
b 1,502,000.		1,516,573.			-14,573.
С		-6,198.			6,198.
d		-58,795.			58,795.
е		61,011.			-61,011.
1		-1,055,446.		1,	055,446.
<u>g</u>					
h	<u> </u>				
	ļ				
1	ļ				
<u>k</u>	<del> </del>				
	<del>                                     </del>				
<u>m</u>	<del></del>	<del></del>	<del></del>		
0	<del>                                     </del>		<del></del>	<del></del>	
	ing gain in column (h) and owned by t	the foundation on 12/31/69	/I) I ns	sses (from col. (h))	
	(j) Adjusted basis	(k) Excess of col. (i)	Gains (excess of	of col. (h) gain over	col. (k),
(i) F.M.V. as of 12/31/69	as of 12/31/69	over col. (j), if any	but n	ot less than "-0-")	
a					579,251.
b					-14,573.
С					6,198.
d					58,795.
<u>e</u>					-61,011.
<u>f</u>				<u>1,</u>	055,446.
9	<del> </del>	<b></b>			
<u>h</u>	<del> </del>				
<u></u>	<del> </del>	<del>  </del>	<del> </del>		
<u> </u>	<del> </del>	<del></del>			<del></del>
<u>k</u>	<del> </del>				
m	<del> </del>	<del></del>			
n	<del> </del>	<del></del>			
0	<del>                                     </del>	<del> </del>	<del> </del>		
2 Capital gain net income or (net o	capital loss) { If gain, also enter If (loss), enter "-0	In Part I, line 7	2	1,	624,106.
3 Net short-term capital dain or (lo	oss) as defined in sections 1222(5) an	<u> </u>		<u> </u>	
If gain, also enter in Part I, line 8	3, column (c).	- (0).	- 1		
If (loss), enter "-0-" in Part I, line		J	3	N/A	

Part XV Supplementary Information 3 Grants and Contributions Paid During the			<del></del>	
Recipient	If recipient is an individual.	T		
Name and address (home or business)	show any relationship to any foundation manager or substantial contributor	Foundation status of	Purpose of grant or contribution	Amount
· · · · · · · · · · · · · · · · · · ·	or substantial contributor	recipient		<del></del>
		:		
NETWORK FOR GOOD	DONEE	501(C)(3)	TO SUPPORT HPCO	
1140 CONNECTICUT AVE NW, SUITE 700	1	1	VOLUNTEER REWARDS	
WASHINGTON, DC 20036	<del></del>	<del> </del>	PROGRAM	175,000
		}		
GLOBAL GIVING FOUNDATION	DONEE	501(C)(3)	TO SUPPORT HPCO	
1110 VERMONT AVE NW, SUITE 550		}	VOLUNTEER REWARDS	225 444
WASHINGTON, DC 20005	<del></del>	<del> </del>	PROGRAM	325,000
WORLD VIGTOR	DOMES	E01/0\/3\	DIGIORED DEVINE	
WORLD VISION P.O. BOX 9716	DONEE	501(C)(3)	DISASTER RELIEF -	
FEDERAL WAY, WA 94063			TYPHOON FLOODS IN THE PHILIPPINES	25,000
TEDERAL HAI, HA 34003		<del> </del>	FAIDIFFIAGS	25,000
SALVATION ARMY NATIONAL CORPORATION	DONEE	501(C)(3)	DISASTER RELIEF -	
515 SLATERS LANE, P.O. BOX 269			FLOODING IN COLORADO	
ALEXANDRIA , VA 22313		1	1	4,51
<del></del>				
		1	i	
	1	Ì	i 1	
		<u> </u>	<del>                                     </del>	
<del></del>	<del>- </del>	<del> </del>	+	
	<del> </del>		<del> </del>	<del></del>
			<del> </del>	
<del> </del>		<del> </del>		
Total from continuation sheets				529,510

FORM 99	0-PF . G	AIN OR (LOSS) H	FROM SALE	OF	ASSETS		STA	TEMENT	1
DESCRIP	(A) TION OF PROPERTY				MANNER ACQUIRED	DA ACQU		DATE	SOLD
RUSSELL	1000 INDEX FUND	В		PU	RCHASED			<del></del>	
	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	c.	GAIN	(F)	SS
	5,720,550.	4,698,238.		0.		0.		1,022,	312.
DESCRIP	(A) TION OF PROPERTY				MANNER CQUIRED	DA' ACQU		DATE	SOLD
U S DEB'	T INDEX FUND B -	HPX		PU	RCHASED				
	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E)	c.	GAIN	(F) I OR LO	SS
	1,502,000.	1,478,075.		0.		0.		23,	925.
DESCRIPT	(A) TION OF PROPERTY				MANNER CQUIRED	DA' ACQU		DATE	SOLD
FROM K-	1: US DEBT INDEX	FUND B		PU	RCHASED				
	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	c <b>.</b>	GAIN	(F)	SS
<del>-</del>	0.	0.		0.	· <del></del>	0.			0.

DESCRIPTION OF PROPI	ERTY				IANNER QUIRED A	DA <sup>1</sup>		DAT	E S	SOLD
FROM K-1: US DEBT II	IDEX	FUND B		PUF	CHASED					
(B) GROSS SALES PRICI	2	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPREC	,		(F) OR	LOS	SS
	0.	0.		0.	<del></del>	0.				0.
(A) DESCRIPTION OF PROPI	ERTY				IANNER QUIRED A		TE IRED	DAT	E S	SOLD
FROM K-1: RUSSELL 10	00	INDEX FUND B		PUF	CHASED					
(B) GROSS		(C)	(D) EXPENSE		(E)			(F)		
	<u>c</u>	COST OR OTHER BASIS	SALE		DEPREC.	•	GAIN	OR	LOS	ss
	0.	0.		0.		0.				0.
(A) DESCRIPTION OF PROPE	ERTY				IANNER QUIRED <i>A</i>			DAT	E S	SOLD
FROM K-1: RUSSELL 10	000	INDEX FUND B		PUR	CHASED					
(B) GROSS SALES PRICE	E	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E)			(F) OR	LOS	SS
	0.	0.		0.		0.				0.
CAPITAL GAINS DIVIDE	ENDS	FROM PART IV								0.
TOTAL TO FORM 990-PR	F, P	ART I, LINE 6A				=		1,04	6,2	237.
FORM 990-PF INTERES	ST O	N SAVINGS AND T	EMPORARY	CASH	INVESTME	ENTS	STA	PEME	NT	2
SOURCE					-			AMOU	NT	
FROM K-1: RUSSELL 10 FROM K-1: US DEBT IN INTEREST INCOME									-	0. 0. 5.
TOTAL TO FORM 990-PH	F, P	ART I, LINE 3,	COLUMN A							5.

FORM 990-PF	OTHER I	NCOME		STATEMENT 3
DESCRIPTION		(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
UNREALIZED GAINS ON INVESTMENT LONG TERM GRANT DISCOUNT FROM K-1: US DEBT INDEX FUND FROM K-1: RUSSELL 1000 INDEX	В	489,557. 15,491. 0.	0. 0. 6. 1,185.	
TOTAL TO FORM 990-PF, PART I	, LINE 11	505,048.	1,191.	
FORM 990-PF	ACCOUNTI	NG FEES	<del></del>	STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION AUDIT FEES	4,250. 27,250.			0.
TO FORM 990-PF, PG 1, LN 16B	31,500.	0		0.
FORM 990-PF C	OTHER PROFES	SIONAL FEES	<u> </u>	STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEE	31,596.	31,596	•	0.
TO FORM 990-PF, PG 1, LN 16C	31,596.	31,596	•	0.

FORM 990-PF	TAX	ES	<u> </u>		STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INV MENT IN	EST-			
PROPERTY TAXES EXCISE TAXES FOREIGN TAXES: RUSSELL	86,611. 13,500.		,611. ,500.			0.
1000 INDEX FUND B	0.		432.			0.
TO FORM 990-PF, PG 1, LN 18 100,111. 100,543.				0.		
FORM 990-PF	OTHER E	XPENSES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INV MENT IN	VEST- ADJUSTEI			
CASH MATCH PROGRAM EXPENSES STATE FILING FEES PORTFOLIO DEDUCTIONS -	306,287.		0.		306,2	87.
OTHER: US DEBT INDEX FUND B PORTFOLIO DEDUCTIONS - OTHER: RUSSELL 1000 INDEX	0.	1	,888.			0.
FUND B	0.	2	,587.			0.
TO FORM 990-PF, PG 1, LN 23	306,307.	4	,475.	<del></del>	306,2	87.
FORM 990-PF	OTHER INV	ESTMENTS			STATEMENT	8
DESCRIPTION		LUATION ETHOD	вос	OK VALUE	FAIR MARKE' VALUE	T
US DEBT INDEX FUND B - BLACK DEBT B BLACKROCK RUSSELL 1000 INDEX		FMV FMV		.,867,123. 1,472,740.	1,867,1 4,472,7	
TOTAL TO FORM 990-PF, PART I	I, LINE 13			5,339,863.	6,339,8	63.
			===	<del></del>		===

FORM 990-PF	OTHER ASSETS		STATEMENT 9
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
PREPAID EXCISE TAXES KIVA PROJECT ANALYSIS FEE	8,528.	8,528. 15,434.	8,528. 15,434.
TO FORM 990-PF, PART II, LINE 15	8,528.	23,962.	23,962.
FORM 990-PF OT	HER LIABILITIES		STATEMENT 10
DESCRIPTION		BOY AMOUNT	EOY AMOUNT
DEFERRED EXCISE TAXES		734,000.	734,000.
TOTAL TO FORM 990-PF, PART II, LI	NE 22	734,000.	734,000.

### FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION PART XV, LINES 2A THROUGH 2D

STATEMENT 11

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

EXECUTIVE DIRECTOR - HEWLETT PACKARD COMPANY FOUNDATION P.O. BOX 10301 PALO ALTO, CA 94303

TELEPHONE NUMBER

(650) 857-2982

#### FORM AND CONTENT OF APPLICATIONS

THERE IS NO REQUIRED FORM IN WHICH APPLICATIONS SHOULD BE SUBMITTED. GRANT REQUESTS SHOULD INCLUDE THE FOLLOWING INFORMATION. A DESCRIPTION OF THE ORGANIZATION, ITS HISTORY AND OVERALL PURPOSE: THE SPECIFIC PURPOSE, NEED AND AMOUNT OF GRANT REQUESTED; CURRENT FINANCIAL STATEMENTS, AND A DETAILED BUDGET SHOWING HOW A CASH GRANT WOULD BE SPENT; SOURCES AND STATUS OF OTHER FUNDING, A LIST OF KEY PERSONNEL AND QUALIFICATION OF STAFF; AND EVIDENCE OF THE ORGANIZATION'S TAX EXEMPT STATUS.

#### ANY SUBMISSION DEADLINES

THERE ARE NO SUBMISSION DEADLINES.

#### RESTRICTIONS AND LIMITATIONS ON AWARDS

THE HEWLETT-PACKARD COMPANY FOUNDATION DOES NOT RESTRICT GRANTS BY GEOGRAPHICAL AREAS. IT ONLY GIVES TO INSTITUTIONS IN THE UNITED STATES WHICH ARE TAX EXEMPT UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE AND ONLY FOR 501(C)(3) PURPOSES OUTSIDE THE UNITED STATES. IT PROVIDES GRANTS FOR PROGRAMS WHICH STRESS AND ENHANCE THE UNDERSTANDING OF SCIENCE, ENGINEERING, TECHNOLOGY AND MEDICINE AND ACADEMIC ORGANIZATIONS IN THE ARTS AND HUMAN SERVICES FIELD WHEN CREATIVE BRIDGES BETWEEN SCIENCES AND THE HUMANITIES CAN BE BUILT. HOWEVER, THE FOUNDATION DOES NOT MAKE PHILANTHROPIC GRANTS TO: ORGANIZATIONS WHICH ARE NOT TAX EXEMPT; INDIVIDUALS, SECTARIAN OR DENOMINATIONAL GROUPS; AGENCIES WHICH PRACTICE OR PROMOTE DISCRIMINATORY OR PARTISAN POLICIES, POLITICAL ACTIVITIES, CAUSES WHICH OFFER SPECIFIC DIRECT BENEFITS TO GRANTORS, AND INDIVIDUAL'S RESEARCH FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION PART XV, LINES 2A - 2D (CONTINUATION)

STATEMENT 12

RESTRICTIONS AND LIMITATIONS ON AWARDS

PROJECTS.

#### GENERAL EXPLANATION

STATEMENT 13

THE RETURNS ARE BEING AMENDED TO INCLUDE INCOME AND DEDUCTIONS FROM TWO SCHEDULE K-1S RECEIVED RECENTLY RELATED TO COMMON TRUST FUND OWNERSHIP IN US DEBT INDEX FUND B BLACKROCK INSTITUTIONAL TRUST (FEIN: 94-3138366) AND RUSSELL 1000 INDEX FUND B BLACKROCK INSTITUTIONAL TRUST (FEIN: 94-3309666).

ADDITIONALLY, AS A RESULT OF ADDITIONAL INCOME AND DEDUCTIONS REPORTED FROM THE SCHEDULE K-1S, THE COST BASIS OF UNITS SOLD IN THE COMMON TRUST FUNDS HAVE ALSO BEEN ADJUSTED FOR ADDITIONAL TAX BASIS APPLICABLE TO THOSE UNITS.

THE FOLLOWING PARTS OF THE RETURN HAVE BEEN AMENDED AND UPDATED:

PART I: LINES 3, 4, 6, 11, 18 AND 23

PART IV

PART V: LINES 6 AND 7 PART VI: LINES 1 AND 9

PART XI: LINE 2

PART XIII