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**Return of Private Foundation
or Section 4947(a)(1) Trust Treated as Private Foundation****2013**Department of the Treasury
Internal Revenue Service

- ▶ Do not enter Social Security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

For calendar year 2013, or tax year beginning , 2013, and ending

ENLIGHT FOUNDATION
954 ROBLE RIDGE ROAD
PALO ALTO, CA 94306**A** Employer identification number
20-1063909**B** Telephone number (see the instructions)
(650) 804-1399

G Check all that apply

<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change

C If exemption application is pending, check here ☐**D 1** Foreign organizations, check here ☐**2** Foreign organizations meeting the 85% test, check here and attach computation ☐

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

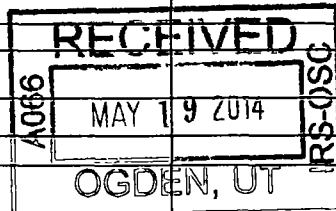
E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

I Fair market value of all assets at end of year (from Part II, column (c), line 16)
\$ 77,623,312.

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

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc. received (att sch)				
2	Ck <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
3	Interest on savings and temporary cash investments	3.	3.	3.	
4	Dividends and interest from securities	1,490,451.	1,490,451.	1,490,451.	
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain/(loss) from sale of assets not on line 10	5,550,677.			
b	Gross sales price for all assets on line 6a	21,050,936.			
7	Capital gain net income (from Part IV, line 2)		5,550,677.		
8	Net short-term capital gain			6,495,248.	
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit/(loss) (att sch)				
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11	7,041,131.	7,041,131.	7,985,702.	
13	Compensation of officers, directors, trustees, etc.	36,000.	12,000.		24,000.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule) SEE ST 1	5,185.	1,728.		3,457.
b	Accounting fees (attach sch)				
c	Other prof fees (attach sch)				
17	Interest				
18	Taxes (attach schedule)(see instrs) SEE STM 2	398,392.			
19	Depreciation (attach sch) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) SEE STATEMENT 3	6,945.	1,230.		3,061.
24	Total operating and administrative expenses. Add lines 13 through 23	446,522.	14,958.		30,518.
25	Contributions, gifts, grants paid PART XV	2,065,177.			2,065,177.
26	Total expenses and disbursements. Add lines 24 and 25	2,511,699.	14,958.	0.	2,095,695.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	4,529,432.			
b	Net investment income (if negative, enter -0-)		7,026,173.		
c	Adjusted net income (if negative, enter -0-)			7,985,702.	



b 914

Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash — non-interest-bearing			
	2 Savings and temporary cash investments	776,693.	437,653.	437,653.
	3 Accounts receivable			
	Less allowance for doubtful accounts			
	4 Pledges receivable			
	Less allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach sch)			
	Less allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments — U.S. and state government obligations (attach schedule)			
	b Investments — corporate stock (attach schedule)			
	c Investments — corporate bonds (attach schedule)			
	11 Investments — land, buildings, and equipment basis			
LIABILITIES	Less accumulated depreciation (attach schedule)			
	12 Investments — mortgage loans			
	13 Investments — other (attach schedule)	80,124,141.	84,993,013.	77,185,659.
	14 Land, buildings, and equipment basis			
	Less accumulated depreciation (attach schedule)			
	15 Other assets (describe)			
	16 Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I.)	80,900,834.	85,430,666.	77,623,312.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
FUND BALANCES	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe SEE STATEMENT 4)	9,308.	9,708.	
	23 Total liabilities (add lines 17 through 22)	9,308.	9,708.	
	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.			
NET ASSETS OR FUND BALANCES	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	80,891,526.	85,420,958.	
	30 Total net assets or fund balances (see instructions)	80,891,526.	85,420,958.	
	31 Total liabilities and net assets/fund balances (see instructions)	80,900,834.	85,430,666.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year — Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	80,891,526.
2	Enter amount from Part I, line 27a	2	4,529,432.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	85,420,958.
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	85,420,958.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a CHARLES SCHWAB - #7732 (P.1)		P	VARIOUS	VARIOUS
b CHARLES SCHWAB - #7732 (P.2 - P.4)		P	VARIOUS	VARIOUS
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 2,589,560.		3,534,131.	-944,571.
b 18,461,376.		11,966,128.	6,495,248.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			-944,571.
b			6,495,248.
c			
d			
e			

2 Capital gain net income or (net capital loss)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>		2	5,550,677.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 </div>		3	6,495,248.

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

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

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

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

☐ Yes☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2012	2,488,725.	70,338,863.	0.035382
2011	3,020,628.	59,311,437.	0.050928
2010	5,661,372.	58,274,056.	0.097151
2009	178,367.	49,701,672.	0.003589
2008	8,583,318.	45,537,907.	0.188487

2 Total of line 1, column (d)	2	0.375537
3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.075107
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	65,805,749.
5 Multiply line 4 by line 3	5	4,942,472.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	70,262.
7 Add lines 5 and 6	7	5,012,734.
8 Enter qualifying distributions from Part XII, line 4	8	2,095,695.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary – see instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	140,523.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-).		2	0.
3 Add lines 1 and 2		3	140,523.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-.		5	140,523.
6 Credits/Payments			
a 2013 estimated tax pmts and 2012 overpayment credited to 2013	6 a	300,000.	
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	300,000.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	159,477.	
11 Enter the amount of line 10 to be Credited to 2014 estimated tax <input type="checkbox"/> 159,477. Refunded <input type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) CA		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If 'No,' attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>YONG PING DUAN</u> Telephone no <u>(650) 804-1399</u> Located at <u>954 ROBLE RIDGE ROAD PALO ALTO CA</u> ZIP + 4 <u>94306</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year <u>N/A</u>	15		N/A
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If 'Yes,' enter the name of the foreign country				

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

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

	Yes	No
1 a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1 b	X
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 2013?	1 c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If 'Yes,' list the years <u>20 __ , 20 __ , 20 __ , 20 __</u>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see instructions)	2 b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20 __ , 20 __ , 20 __ , 20 __</u>		
3 a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If 'Yes,' did it have excess business holdings in 2013 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 2013)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4 b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5 a** During the year did the foundation pay or incur any amount to

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No**b** If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5 b N/A

Organizations relying on a current notice regarding disaster assistance check here

☐**c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?N/A ☐ Yes ☐ No

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

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

6 b X

If 'Yes' to 6b, file Form 8870

7 a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7 b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
YONG PING DUAN 954 ROBLE RIDGE ROAD PALO ALTO, CA 94306	DIRECTOR 5.00	18,000.	0.	0.
XIN LIU 954 ROBLE RIDGE ROAD PALO ALTO, CA 94306	PRESIDENT & 10.00	18,000.	0.	0.

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

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

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

0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

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

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

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a Average monthly fair market value of securities	1 a	65,816,603.
b Average of monthly cash balances	1 b	991,264.
c Fair market value of all other assets (see instructions)	1 c	
d Total (add lines 1a, b, and c)	1 d	66,807,867.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	66,807,867.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	1,002,118.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	65,805,749.
6 Minimum investment return. Enter 5% of line 5	6	3,290,287.

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

1 Minimum investment return from Part X, line 6	1	3,290,287.
2 a Tax on investment income for 2013 from Part VI, line 5	2 a	140,523.
b Income tax for 2013. (This does not include the tax from Part VI.)	2 b	
c Add lines 2a and 2b	2 c	140,523.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	3,149,764.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	3,149,764.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	3,149,764.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a Expenses, contributions, gifts, etc. — total from Part I, column (d), line 26	1 a	2,095,695.
b Program-related investments — total from Part IX-B	1 b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the		
a Suitability test (prior IRS approval required)	3 a	
b Cash distribution test (attach the required schedule)	3 b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,095,695.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,095,695.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				3,149,764.
2 Undistributed income, if any, as of the end of 2013.				
a Enter amount for 2012 only			0.	
b Total for prior years. 20 __, 20 __, 20 __		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008	2,864,102.			
b From 2009				
c From 2010	3,035,105.			
d From 2011	235,483.			
e From 2012				
f Total of lines 3a through e	6,134,690.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 2,095,695.				
a Applied to 2012, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required — see instructions)		0.		
c Treated as distributions out of corpus (Election required — see instructions)	0.			
d Applied to 2013 distributable amount				2,095,695.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	1,054,069.			1,054,069.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	5,080,621.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount — see instructions		0.		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount — see instructions			0.	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	1,810,033.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	3,270,588.			
10 Analysis of line 9				
a Excess from 2009				
b Excess from 2010	3,035,105.			
c Excess from 2011	235,483.			
d Excess from 2012				
e Excess from 2013				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year SEE STATEMENT 5				
Total			3 a	2,065,177.
b Approved for future payment				
Total			3 b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1	Program service revenue					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	3.	
4	Dividends and interest from securities			14	1,490,451.	
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	5,550,677.	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue.					
a						
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)				7,041,131.	
13	Total. Add line 12, columns (b), (d), and (e)					13 7,041,131.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

2013

FEDERAL STATEMENTS

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ENLIGHT FOUNDATION

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STATEMENT 1
FORM 990-PF, PART I, LINE 16A
LEGAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	\$ 5,185.	\$ 1,728.		\$ 3,457.
TOTAL	<u>\$ 5,185.</u>	<u>\$ 1,728.</u>	<u>\$ 0.</u>	<u>\$ 3,457.</u>

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

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAX - 2012	\$ 98,392.			
FEDERAL TAX - 2013	300,000.			
TOTAL	<u>\$ 398,392.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

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

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ATTORNEY GENERAL'S REGISTRY OF CHARITBLE	\$ 225.			\$ 225.
BANK CHARGES	150.	\$ 50.		100.
FILING FEE	365.			365.
OFFICE EXPENSES	171.	57.		114.
PENALTY	2,654.			
STATE ANNUAL FEE	10.			10.
TAXES ON PAYROLL	3,370.	1,123.		2,247.
TOTAL	<u>\$ 6,945.</u>	<u>\$ 1,230.</u>	<u>\$ 0.</u>	<u>\$ 3,061.</u>

STATEMENT 4
FORM 990-PF, PART II, LINE 22
OTHER LIABILITIES

PAYROLL TAXES PAYABLE	\$ 9,708.
TOTAL	<u>\$ 9,708.</u>

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STATEMENT 5
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
PARTNERS IN EDUCATION P.O. BOX 1557 PALO ALTO, CA 94302		501 (C) (3)	EDUCATION	\$ 100,000.
STANFORD UNIVERSITY STANFORD, CA 94305		501 (C) (3)	SCHOLARSHIP & FELLOWSHIP	250,000.
GIVE 2 ASIA P.O. BOX 193223 SAN FRANCISCO, CA 94119		501 (C) (3)	CHARITY	10,000.
LUCILE PACKARD CHILDREN'S FUND 400 HAMILTON AVE. #340 PALO ALTO, CA 94301		501 (C) (3)	CHARITY	600,000.
BARRON PARK SCHOOL, PUBLIC SCHOOL 800 BARRON AVE. PALO ALTO, CA 94306		501C3	EDUCATION	5,500.
MONTEREY BAY AQUARIUM 886 CANNERY ROW MONTEREY, CA 93940		501C3	EDUCATION	10,000.
DHARMA TREASURE INC P.O. BOX 232 PEARCE, AZ 85625		501 (C) (3)	RELIGION	10,000.
FELL GOOD WORLD 2935 VAN NESS AVE. STE 9 SAN FRANCISCO, CA 94109		501 (C) (3)	CHARITY	200,000.
PINEWOOD SCHOOL 26800 W FREMONT ROAD LOS ALTOS HILLS, CA 94022		501 (C) (3)	EDUCATION	151,000.
MORRISSEY-COMPTON EDUCATION CENTER 2555 PARK BOULEVARD, SUITE 1 PALO ALTO, CA 94306		501 (C) (3)	SPECIAL EDUCATION	10,000.
UNIVERSITY OF CINCINNATI DEPARTMENT 00303 CINCINNATI, OH 45274		501 (C) (3)	SCHOLARSHIP & FELLOWSHIP	58,377.
SAFEHOUSE FOR THE PERFORMING ART 715 BRYANT ST. SAN FRANCISCO, CA 94103		501 (C) (3)	CHARITY	24,300.

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FEDERAL STATEMENTS

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STATEMENT 5 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
THE RFK CENTER FOR JUSTICE & HUMAN RIGHT 1300 19TH STREET, NW, SUITE 750 WASHINGTON, DC 20036		501 (C) (3)	CHARITY	\$ 610,000.
CARE MISSION USA 362 W. GARVEY AVE. MONTEREY PARK, CA 91754		501 (C) (3)	CHARITY	5,000.
PENINSULA FAMILY CONNECTIONS P.O. BOX 358 SAN CARLOS, CA 94070		501 (C) (3)	CHARITY	5,000.
BAY AREA ADOPTION SERVICES 465 FAIRCHILD DR. MOUNTAIN VIEW, CA 94043		501 (C) (3)	CHARITY	6,000.
CURRY SENIOR CENTER 333 TURK ST. SAN FRANCISCO, CA 94102		501 (C) (3)	CHARITY	10,000.
TOTAL				\$ <u>2,065,177.</u>

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FEDERAL SUPPORTING DETAIL

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**BALANCE SHEET - INVESTMENTS
FAIR MARKET VALUE AT END OF YEAR (FORM 990-PF)**

126,200	SH	AAPL		\$	70,800,724.
40,000	SH	F			1,179,200.
3,471,500	SH	NINE			6,040,410.
135	CALL	AAPL \$500	01/18/2014		-826,875.
100	CALL	AAPL \$615	01/18/2014		-7,800.
				TOTAL	<u>\$ 77,185,659.</u>

SCH(D) SHORT-TERM CAPITAL GAINS AND LOSSES
ENLIGHT FOUNDATION

2013
FEIN#20-1063909

QUANTITY			DESCRIPTION	DATE ACQUIR	DATE SOLD	SALES PRICE	COST BASIS	GAIN OR (LOSS)
5,000	SH	LONG	PERFECT WORLD	03/30/10	01/22/13	59,746	188,411	(128,665)
						59,746	188,411	(128,665)
300	SH	LONG	APPLE INC	03/20/12	04/29/13	126,155	179,235	(53,080)
						126,155	179,235	(53,080)
3,500	SH	LONG	APPLE INC	03/20/12	05/03/13	1,522,459	2,091,075	(568,616)
1,800	SH	LONG	APPLE INC	03/20/12	10/11/13	863,978	1,075,410	(211,432)
<u>5,300</u>						<u>2,386,437</u>	<u>3,166,485</u>	<u>(780,048)</u>
35	CALL ASSIGNED	AAPL \$435	05/03/13	05/03/13	04/26/13	3,169	0	3,169
18	CALL ASSIGNED	AAPL \$480	10/11/13	10/11/13	09/30/13	14,053	0	14,053
<u>53</u>						<u>17,222</u>	<u>0</u>	<u>17,222</u>

SUB TOTAL - CHARLES SCHWAB (P.1)	2,589,560	3,534,131	(944,571)
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SUB TOTAL LONG TERM CAPITAL GAIN-CHARLES SCHWAB	2,589,560	3,534,131	(944,571)
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SCH(D) SHORT-TERM CAPITAL GAINS AND LOSSES
ENLIGHT FOUNDATION

2013
FEIN#20-1063909

QUANTITY			DESCRIPTION	DATE ACQUIR	DATE SOLD	SALES PRICE	COST BASIS	GAIN OR (LOSS)
2,600	SH		YAHOO	02/22/12	01/02/13	41,592	37,787	3,805
30,000	SH		YAHOO	02/22/12	01/18/13	449,983	436,009	13,974
40,000	SH		YAHOO	02/22/12	01/18/13	699,977	581,345	118,632
20,000	SH		YAHOO	02/22/12	01/18/13	399,984	290,673	109,311
16,200	SH		YAHOO	02/22/12	01/18/13	259,194	235,445	23,749
60,000	SH		YAHOO	02/23/12	01/18/13	959,977	883,842	76,135
158,700	SH		YAHOO	03/20/12	01/18/13	2,539,139	2,383,136	156,003
30,000	SH		YAHOO	04/10/12	01/18/13	479,989	450,198	29,791
28,900	SH		YAHOO	05/22/12	01/18/13	462,389	442,560	19,829
<u>386,400</u>						<u>6,292,224</u>	<u>5,740,995</u>	<u>551,229</u>
26	CALL ASSIGNED	YHOO \$16	01/19/13	01/02/13	04/23/12	3,477	0	3,477
200	CALL ASSIGNED	YHOO \$15	01/19/13	01/19/13	02/22/12	33,734	0	33,734
100	CALL ASSIGNED	YHOO \$15	01/19/13	01/19/13	02/23/12	17,367	0	17,367
200	CALL ASSIGNED	YHOO \$17.5	01/19/13	01/19/13	01/23/12	24,991	0	24,991
100	CALL ASSIGNED	YHOO \$17.5	01/19/13	01/19/13	03/23/12	9,067	0	9,067
100	CALL ASSIGNED	YHOO \$17.5	01/19/13	01/19/13	04/23/12	8,067	0	8,067
200	CALL ASSIGNED	YHOO \$20	01/19/13	01/19/13	01/23/12	10,305	0	10,305
849	CALL ASSIGNED	YHOO \$16	01/19/13	01/19/13	04/23/12	113,673	0	113,673
1,000	CALL ASSIGNED	YHOO \$16	01/19/13	01/19/13	05/11/12	136,739	0	136,739
189	CALL ASSIGNED	YHOO \$16	01/19/13	01/19/13	05/22/12	24,143	0	24,143
900	CALL ASSIGNED	YHOO \$16	01/19/13	01/19/13	08/24/12	47,789	0	47,789
<u>3,864</u>						<u>429,352</u>	<u>0</u>	<u>429,352</u>
2,500	SH		BANK OF AMERICA	01/23/12	01/09/13	24,992	18,012	6,980
97,400	SH		BANK OF AMERICA	01/23/12	01/18/13	973,971	701,749	272,222
30,000	SH		BANK OF AMERICA	01/23/12	01/18/13	269,987	216,144	53,843
<u>129,900</u>						<u>1,268,950</u>	<u>935,905</u>	<u>333,045</u>
25	CALL ASSIGNED	BAC \$10	01/19/13	01/09/13	09/17/12	1,243	0	1,243
974	CALL ASSIGNED	BAC \$10	01/19/13	01/19/13	09/17/12	48,438	0	48,438
300	CALL ASSIGNED	BAC \$9	01/19/13	01/19/13	05/31/12	14,315	0	14,315
<u>1,299</u>						<u>63,996</u>	<u>0</u>	<u>63,996</u>
10,000	SH		TESLA MOTORS INC	05/20/13	05/24/13	909,977	907,837	2,140
12,500	SH		TESLA MOTORS INC	05/30/13	07/19/13	1,374,969	1,325,224	49,745
<u>22,500</u>						<u>2,284,946</u>	<u>2,233,061</u>	<u>51,885</u>
100	CALL ASSIGNED	TSLA \$91	05/24/13	05/24/13	05/20/13	34,470	0	34,470
125	CALL ASSIGNED	TSLA \$110	07/20/13	07/19/13	06/21/13	42,622	0	42,622
<u>225</u>						<u>77,092</u>	<u>0</u>	<u>77,092</u>
125	CALL	TSLA \$110	06/22/13	06/21/13	05/30/13	95,030	540	94,490
						<u>95,030</u>	<u>540</u>	<u>94,490</u>
<u>SUB. TOTAL - CHARLES SCHWAB (P 2)</u>						<u>10,511,590</u>	<u>8,910,501</u>	<u>1,601,089</u>

SCH(D) SHORT-TERM CAPITAL GAINS AND LOSSES
ENLIGHT FOUNDATION

2013
FEIN#20-1063909

QUANTITY			DESCRIPTION	DATE ACQUIR	DATE SOLD	SALES PRICE	COST BASIS	GAIN OR (LOSS)
50	CALL EXPIRED	AAPL \$535	01/19/13	01/19/13	01/11/13	15,587	0	15,587
50	CALL EXPIRED	AAPL \$545	01/19/13	01/19/13	12/31/12	40,979	0	40,979
95	CALL EXPIRED	AAPL \$600	01/19/13	01/19/13	03/20/12	656,072	0	656,072
5	CALL EXPIRED	AAPL \$600	01/19/13	01/19/13	04/24/12	24,541	0	24,541
10	CALL EXPIRED	AAPL \$600	01/19/13	01/19/13	12/03/12	21,190	0	21,190
100	CALL EXPIRED	AAPL \$615	01/19/13	01/19/13	03/20/12	621,956	0	621,956
100	CALL EXPIRED	AAPL \$615	01/19/13	01/19/13	04/27/12	627,412	0	627,412
100	CALL EXPIRED	AAPL \$615	01/19/13	01/19/13	02/22/12	428,292	0	428,292
80	CALL EXPIRED	AAPL \$615	01/19/13	01/19/13	10/31/12	184,848	0	184,848
210	CALL EXPIRED	AAPL \$615	01/19/13	01/19/13	12/20/12	42,764	0	42,764
100	CALL EXPIRED	AAPL \$645	01/19/13	01/19/13	04/24/12	346,759	0	346,759
100	CALL EXPIRED	AAPL \$670	01/19/13	01/19/13	08/22/12	497,553	0	497,553
15	CALL EXPIRED	AAPL \$670	01/19/13	01/19/13	09/26/12	62,198	0	62,198
35	CALL EXPIRED	AAPL \$670	01/19/13	01/19/13	10/22/12	76,631	0	76,631
15	CALL EXPIRED	AAPL \$525	01/25/13	01/25/13	01/07/13	28,343	0	28,343
135	CALL EXPIRED	AAPL \$500	01/25/13	01/25/13	01/22/13	234,740	0	234,740
100	CALL EXPIRED	AAPL \$520	02/16/13	02/16/13	02/11/13	3,988	0	3,988
100	CALL EXPIRED	AAPL \$525	02/16/13	02/16/13	02/11/13	3,367	0	3,367
100	CALL EXPIRED	AAPL \$530	02/16/13	02/16/13	02/11/13	2,339	0	2,339
100	CALL EXPIRED	AAPL \$535	02/16/13	02/16/13	02/11/13	1,868	0	1,868
756	CALL EXPIRED	AAPL \$460	02/22/13	02/22/13	02/22/13	542	0	542
65	CALL EXPIRED	AAPL \$460	03/16/13	03/16/13	01/24/13	113,583	0	113,583
10	CALL EXPIRED	AAPL \$425	04/20/13	04/20/13	04/09/13	6,997	0	6,997
25	CALL EXPIRED	AAPL \$430	04/20/13	04/20/13	04/04/13	20,918	0	20,918
100	CALL EXPIRED	AAPL \$585	12/13/13	12/13/13	12/09/13	8,576	0	8,576
						4,072,043	0	4,072,043

50	CALL	AAPL \$535	01/11/13	01/11/13	12/31/12	40,229	220	40,009
						40,229	220	40,009

900	SH	NEW ORIENTAL ED	07/24/12	01/15/13	11,691	11,325	366
209,100	SH	NEW ORIENTAL ED	07/24/12	01/18/13	2,718,231	2,642,804	75,427
10,000	SH	NEW ORIENTAL ED	08/08/12	01/18/13	139,988	122,311	17,677
220,000					2,869,910	2,776,440	93,470

9	CALL ASSIGNED	EDU \$13	01/19/13	01/15/13	07/24/12	2,185	0	2,185
2,091	CALL ASSIGNED	EDU \$13	01/19/13	01/15/13	07/24/12	493,128	0	493,128
100	CALL ASSIGNED	EDU \$14	01/19/13	01/15/13	07/24/12	20,968	0	20,968
2,200						516,281	0	516,281

SUB. TOTAL - CHARLES SCHWAB (P 3)						7,498,463	2,776,660	4,721,803
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SCH(D) SHORT-TERM CAPITAL GAINS AND LOSSES
ENLIGHT FOUNDATION

2013
FEIN#20-1063909

QUANTITY			DESCRIPTION	DATE ACQUIR	DATE SOLD	SALES PRICE	COST BASIS	GAIN OR (LOSS)
2,000	SH		BROOKFIELD RESIDENTIA	04/10/12	04/04/13	44,913	20,590	24,323
4,746	SH		BROOKFIELD RESIDENTIA	04/10/12	04/04/13	107,159	48,859	58,300
285	SH		BROOKFIELD RESIDENTIA	05/07/12	04/04/13	6,435	3,306	3,129
100	SH		BROOKFIELD RESIDENTIA	05/07/12	04/04/13	2,258	1,160	1,098
515	SH		BROOKFIELD RESIDENTIA	05/07/12	04/04/13	11,628	5,973	5,655
187	SH		BROOKFIELD RESIDENTIA	05/21/12	04/04/13	4,222	2,009	2,213
5,036	SH		BROOKFIELD RESIDENTIA	12/03/12	04/04/13	113,708	81,568	32,140
100	SH		BROOKFIELD RESIDENTIA	12/03/12	04/05/13	2,251	1,620	631
7,031	SH		BROOKFIELD RESIDENTIA	12/03/12	04/08/13	158,749	113,882	44,867
						451,323	278,967	172,356

SUB. TOTAL - CHARLES SCHWAB (P.4)	451,323	278,967	172,356
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SUB TOTAL SHORT TERM CAPITAL GAIN-CHARLES SCHWAB	18,461,376	11,966,128	6,495,248
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TOTAL - CHARLES SCHWAB	21,050,936	15,500,259	5,550,677
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