Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

► 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.*

OMB No 1545-0052

2013

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

Name of foundation: AMBER FOUNDATION

A Employer identification number: 77-0351840

Number and street (or P O box number if mail is not delivered to street address): PO BOX 63 — Room/suite:

B Telephone number (see the instructions): (650) 323-5000

City or town, state or province, country, and ZIP or foreign postal code: LOS ALTOS CA 94023-1797

C If exemption application is pending, check here ► ☐

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

D 1 Foreign organizations, check here ► ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ► ☐

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

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

I Fair market value of all assets at end of year (*from Part II, column (c), line 16*) ► $ 1,007,958.

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)
REVENUE	1 Contributions, gifts, grants, etc, received (att sch)	128,772.			
	2 Ck ► ☐ if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	12.	12.		
	4 Dividends and interest from securities	20,531.	20,531.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	68,730.			
	b Gross sales price for all assets on line 6a 510,176.				
	7 Capital gain net income (from Part IV, line 2)		68,730.		
	8 Net short-term capital gain			12,319.	
	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	218,045.	89,273.	12,319.	
OPERATING AND ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch) L-16b Stmt	2,044.			2,044.
	c Other prof fees (attach sch) L-16c Stmt	5,099.	5,099.		
	17 Interest				
	18 Taxes (attach schedule)(see instrs) EXCISE TAX ON INVESTMENT INCOME	841.			
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) See Line 23 Stmt	127.	47.		80.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	8,111.	5,146.		2,124.
	25 Contributions, gifts, grants paid	125,000.			125,000.
	26 **Total expenses and disbursements.** Add lines 24 and 25	133,111.	5,146.		127,124.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	84,934.			
	b **Net investment income** (if negative, enter -0-)		84,127.		
	c **Adjusted net income** (if negative, enter -0-)			12,319.	

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Part II Balance Sheets

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

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
ASSETS 1	Cash — non-interest-bearing			
2	Savings and temporary cash investments	28,737.	35,125.	35,125.
3	Accounts receivable ► 320.			
	Less: allowance for doubtful accounts ►	1,516.	320.	320.
4	Pledges receivable ►			
	Less allowance for doubtful accounts ►			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7	Other notes and loans receivable (attach sch) ►			
	Less allowance for doubtful accounts ►			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments — U S and state government obligations (attach schedule)			
b	Investments — corporate stock (attach schedule) L-10b Stmt	843,999.	972,513.	972,513.
c	Investments — corporate bonds (attach schedule)			
11	Investments — land, buildings, and equipment basis ►			
	Less: accumulated depreciation (attach schedule) ►			
12	Investments — mortgage loans			
13	Investments — other (attach schedule)			
14	Land, buildings, and equipment basis ►			
	Less: accumulated depreciation (attach schedule) ►			
15	Other assets (describe ►)			
16	**Total assets** (to be completed by all filers — see the instructions Also, see page 1, item I)	874,252.	1,007,958.	1,007,958.
LIABILITIES 17	Accounts payable and accrued expenses	799.	1,378.	
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, & other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ►)			
23	**Total liabilities** (add lines 17 through 22)	799.	1,378.	
NET ASSETS OR FUND BALANCES	**Foundations that follow SFAS 117, check here ► [X] and complete lines 24 through 26 and lines 30 and 31.**			
24	Unrestricted	873,453.	1,006,580.	
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			
30	**Total net assets or fund balances** (see instructions)	873,453.	1,006,580.	
31	**Total liabilities and net assets/fund balances** (see instructions)	874,252.	1,007,958.	

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	873,453.
2	Enter amount from Part I, line 27a	2	84,934.
3	Other increases not included in line 2 (itemize) ► NET UNREALIZED GAIN IN MARKET VALUE OF SECURITIES	3	48,193.
4	Add lines 1, 2, and 3	4	1,006,580.
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	1,006,580.

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)
1a	PUBLICLY TRADED SECURITIES-SEE ATTACHED STATEMENT	P	Various	Various
b	PUBLICLY TRADED SECURITIES-SEE ATTACHED STATEMENT	D	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	428,026.		374,696.	53,330.
b	82,150.		66,750.	15,400.
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(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	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a	0.	0.	0.	53,330.
b	0.	0.	0.	15,400.
c				
d				
e				

2	Capital gain net income or (net capital loss) — If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7	2	68,730.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	12,319.

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	59,635.	861,096.	0.069255
2011	45,457.	875,053.	0.051948
2010	39,652.	831,932.	0.047663
2009	46,410.	758,736.	0.061168
2008	50,500.	943,614.	0.053518

2	Total of line 1, column (d)	2	0.283552
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	0.056710
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	934,409.
5	Multiply line 4 by line 3	5	52,990.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	841.
7	Add lines 5 and 6	7	53,831.
8	Enter qualifying distributions from Part XII, line 4	8	127,124.

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 ▶ [ ] 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 ▶ [X] and enter 1% of Part I, line 27b	1	841.
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	841.
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	841.
6	Credits/Payments		
a	2013 estimated tax pmts and 2012 overpayment credited to 2013 — 6a: 0.		
b	Exempt foreign organizations — tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 1,000.		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	1,000.
8	Enter any **penalty** for underpayment of estimated tax Check here [X] if Form 2220 is attached	8	9.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	150.
11	Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶ 150. **Refunded** ▶	11	

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

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

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

Website address ► N/A

14 The books are in care of ► TIMOTHY O. ROBBINS, CPA Telephone no ► (916) 354-1198

Located at ► 6347 RIO OSO DRIVE RANCHO MURIETA, CA ZIP + 4 ► 95683

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

and enter the amount of tax-exempt interest received or accrued during the year ► | 15 |

		Yes	No
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? ☐ Yes ☒ No			
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
(6) Agree to pay money or property to a government official? (**Exception.** Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b If any answer is 'Yes' to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1 b		
Organizations relying on a current notice regarding disaster assistance check here ► ☐			
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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? ☐ Yes ☒ No If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__ .			
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		X
c If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ► 20__ , 20__ , 20__ , 20__ .			
3 a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ 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		
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

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? . . . . [ ] Yes [X] 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 [X] No

(3) Provide a grant to an individual for travel, study, or other similar purposes? . . . . [ ] Yes [X] 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 [X] 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 [X] No

b If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b**

Organizations relying on a current notice regarding disaster assistance check here . . . . ► [ ]

c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? . . . . [ ] Yes [ ] No

If 'Yes,' attach the statement required by Regulations section 53 4945-5(d)

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

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

If 'Yes' to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? . . . . . [ ] Yes [X] No

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
LYSBETH W. ANDERSON PO BOX 63 LOS ALTOS CA 94023	PRESIDENT 1.00	0.	0.	0.
LYSANNA ANDERSON 170 GARBARDA WAY PORTOLA VALLEY CA 94028	VICE PRESIDENT 1.00	0.	0.	0.
DANE F. ANDERSON PO BOX 893 LANGLEY WA 98260	SECRETARY/TREASURER 1.00	0.	0.	0.
BRENTON W. ANDERSON PO BOX 63 LOS ALTOS CA 94023	CHIEF FINANCIAL OFFICER 1.00	0.	0.	0.

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

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

Total number of other employees paid over $50,000 . . . . ► None

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	N/A	
Total number of others receiving over $50,000 for professional services ▶		None

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 NONE	0.
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	0.
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 ▶	None

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes		
a	Average monthly fair market value of securities	1a	903,411.
b	Average of monthly cash balances	1b	45,228.
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	948,639.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	948,639.
4	Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	14,230.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	934,409.
6	**Minimum investment return.** Enter 5% of line 5	6	46,720.

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	46,720.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	841.		
b	Income tax for 2013 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	841.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	45,879.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	45,879.
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	45,879.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes		
a	Expenses, contributions, gifts, etc — total from Part I, column (d), line 26	1a	127,124.
b	Program-related investments — total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	127,124.
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	841.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	126,283.

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				45,879.
2 Undistributed income, if any, as of the end of 2013.				
a Enter amount for 2012 only			19,127.	
b Total for prior years 20__, 20__, 20__				
3 Excess distributions carryover, if any, to 2013				
a From 2008 — 0.				
b From 2009 — 0.				
c From 2010 — 0.				
d From 2011 — 0.				
e From 2012 — 0.				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4: ► $ 127,124.				
a Applied to 2012, but not more than line 2a			19,127.	
b Applied to undistributed income of prior years (Election required — see instructions)				
c Treated as distributions out of corpus (Election required — see instructions)				
d Applied to 2013 distributable amount				45,879.
e Remaining amount distributed out of corpus	62,118.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	62,118.			
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				
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)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	0.			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	62,118.			
10 Analysis of line 9:				
a Excess from 2009 — 0.				
b Excess from 2010 — 0.				
c Excess from 2011 — 0.				
d Excess from 2012 — 0.				
e Excess from 2013 — 62,118.				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling . . . ►

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

	Tax year	Prior 3 years			
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a 'Assets' alternative test – enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b 'Endowment' alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c 'Support' alternative test – enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year – see instructions.)

1 **Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000) (See section 507(d)(2))

LYSBETH W. ANDERSON

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

NONE

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc, Programs:**

Check here ► [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number or e-mail of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient — Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
***a** Paid during the year*				
WHIDBEY WALDORF SCHOOL 6335 OLD PIETILA ROAD CLINTON WA 98236		501(c)(3)	GENERAL FUND	15,000.
STANFORD UNIVERSITY 326 GALVEZ ST STANFORD CA 94305		501(c)(3)	JASPER RIDGE BIOLOGICAL PRESERVE	50,000.
STANFORD UNIVERSITY 326 GALVEZ ST STANFORD CA 94305		501(c)(3)	HOOVER HOUSE CIRCLE	50,000.
PLANNED PARENTHOOD 1046 W TAYLOR, STE 100 SAN JOSE CA 95126		501(c)(3)	GENERAL FUND	10,000.
Total ► **3a**				125,000.
***b** Approved for future payment*				
Total ► **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See instructions)
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	12.	
4 Dividends and interest from securities			14	20,531.	
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	84,131.	
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)				104,674.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 104,674.

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

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

2 a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If 'Yes,' complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

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

Signature of officer or trustee | Date 8/9/2014 | Title SECRETARY

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
TIMOTHY O. ROBBINS	TIMOTHY O. ROBBINS	08/09/14	X	P01274943

Firm's name ► TIMOTHY O. ROBBINS, CPA — Firm's EIN ►

Firm's address ► 6347 RIO OSO DR, RANCHO MURIETA CA 95683 — Phone no (916) 354-1198

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**
► **Information about Schedule B (Form 990, 990-EZ, 990-PF) and its instructions is at *www.irs.gov/form990*.**

OMB No 1545-0047

2013

Name of the organization	Employer identification number
AMBER FOUNDATION	77-0351840

Organization type (check one)

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	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**

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 filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor (Complete Parts I and II)

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33-1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) $5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II

☐ 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, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ 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, contributions for use *exclusively* for religious, charitable, etc, purposes, but these contributions did not total to more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc, purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc, contributions of $5,000 or more during the year . . . . ► $ ____________

Caution: An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF) but it **must** answer 'No' on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization: AMBER FOUNDATION

Employer identification number: 77-0351840

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	LYSBETH W. ANDERSON PO BOX 63 LOS ALTOS CA 94023	$ 5,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
2	LYSBETH W. ANDERSON PO BOX 63 LOS ALTOS CA 94023	$ 123,772.	Person [ ] Payroll [ ] Noncash [X] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)

Name of organization: AMBER FOUNDATION

Employer identification number: 77-0351840

Part 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	SEE ATTACHED SCHEDULE	$ 123,772.	Various
		$	
		$	
		$	
		$	
		$	

BAA

TEEA0703 12/27/13

Form 990-PF, Page 1, Part I, Line 23
Line 23 Stmt

Other expenses	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
FILING FEES	60.			60.
POSTAGE	20			20.
PORTFOLIO DEDUCTIONS	47.	47.		
Total	127.	47.		80.

Form 990-PF, Page 1, Part I
Line 16b - Accounting Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TIMOTHY O. ROBBINS, CPA	BOOKKEEPING & PREPARATION OF FORM 990-PF	2,044.			2,044.
Total		2,044.			2,044.

Form 990-PF, Page 1, Part I
Line 16c - Other Professional Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EVERCORE WEALTH MGMT	INVESTMENT ADVISOR FEES	5,099.	5,099.		
Total		5,099.	5,099.		

Form 990-PF, Page 2, Part II, Line 10b
L-10b Stmt

Line 10b - Investments - Corporate Stock:	End of Year Book Value	End of Year Fair Market Value
SEE STATEMENT	972,513.	972,513.
Total	972,513.	972,513.

AMBER FOUNDATION 2013
FORM 990-PF 77-0351840

PAGE 2, PART II - LINE 10b - COLUMN (a)

NUMBER OF SHARES	NAME OF COMPANY/ FUND	BEGINNING VALUE
825 755	AMERICAN FD EUROPACIFIC	33,979 82
1,140 304	GATEWAY FUND CL Y	30,913 63
5,697 271	PIMCO ALL ASSET FUND	71,671 68
9,806 994	PIMCO TOTAL RETURN FUND	110,230.61
2,840 532	ROYCE PREMIER FUND	54,424 59
1,906 705	RS EMERGING MARKETS FD	45,608 38
2,833 375	T ROWE PRICE HIGH YIELD	19,776 96
916 942	TEMPLETON CHINA WORLD FUND	35,641.54
2,285 192	TURNER SPECTRUM FUND	24,885 74
275 000	AFLAC INC	14,608 00
75 000	ANSYS INC	5,050 50
35 000	APPLE INC	18,626 05
200.000	BAKER HUGHES	8,169 54
175 000	CHEVRON TEXAVCO CORP	18,924 50
165 000	CHURCH & DWIGHT CO	8,839 05
675 000	CISCO	13,263 35
300 000	COCA COLA ENT	9,519 00
80 000	COLGATE-PALMOLIVE	8,363 20
95 000	COSTCO	9,379 35
200 000	COVIDIEN PLC	11,548 00
200 000	DISNEY WALT CO	9,958 00
475 000	EMC CORP	12,017 50
150 000	EMERSON ELECTRIC	7,944 00
75 000	E O G RESOURCES	9,059.25
275 000	EXPEDITORS INTL	10,876.25
175 000	EXXON MOBIL CORP	15,146 25
250 000	FORTINET INC	5,255 00
60 000	FRANKLIN RESOURCES	7,542 00
95 000	F5 NETWORKS	9,229 25
25 000	GOOGLE INC	10,610 70
250 000	JACOBS ENGINEERING GROUP	10,642 50
225 000	LINEAR TECHNOLOGY	7,717.50
400 000	LOWES COMPANIES INC	10,656 00
75 000	MCDONALDS	6,615 75
50 000	METTLER TOLEDO INTL	9,665 00
250 000	MICROSOFT	6,677 43
125 000	NOVARTIS AG SPON ADR	7,912 50
225 000	PEPSICO INC	15,396 75
375 000	PROGRESSIVE CORP	7,912 50
225 000	QUALCOMM INC	13,918.41
175 000	SCHLUMBERGER	12,127 26
250 000	STATE STREET CORP	11,752 50
75 000	TERADATA CORP	4,641 75
300 000	TJX COS	8,490 00
125 000	UNITED PARCEL SERVICE	9,216 25
375 000	WELLS FARGO BANK	12,817 50
375 000	XYLEM	10,162 50
500 000	GREENHAVEN CONT CMDTY	14,415 00
325 000	SECTOR SPDR MATERIALS FD	12,200 50
		843,999 28

AMBER FOUNDATION
FORM 990-PF

2013
77-0351840

PAGE 2, PART II - LINE 10b - COLUMNS (b) & (c)

NUMBER OF SHARES	NAME OF COMPANY/ FUND	ENDING VALUE
100 00	ACCENTURE PLC	8,222 00
125 00	ACE LIMITED	12,941 25
200 00	AFLAC INC	13,360 00
140 00	AMC NETWORKS	9,535 40
825 76	AMERICAN FD EUROPACIFIC	40,445 48
175 00	AMERICAN TOWER CORP	13,968 50
125 00	ANSYS INC	10,900 00
35 00	APPLE INC	19,635 70
2,490 49	AQR MULTI STRATEGY ALT FD	24,356 97
200 00	AUTONATION	9,938 00
300 00	CBRE GROUP INC	7,890 00
175 00	CHEVRON TEXAVCO CORP	21,859 25
165 00	CHURCH & DWIGHT CO	10,936 20
475 00	CISCO	10,654 25
160 00	COLGATE-PALMOLIVE	10,433 60
95 00	COSTCO	11,306.90
200 00	COVIDIEN PLC	13,620 00
350 00	D R HORTON	7,812 00
75 00	DIRECTV	5,179 50
200 00	DISNEY WALT CO	15,280 00
75 00	E O G RESOURCES	12,588 00
475 00	EMC CORP	11,946 25
150 00	EMERSON ELECTRIC	10,527 00
350 00	EXPEDITORS INTL	15,487 50
105 00	EXXON MOBIL CORP	10,626.00
95 00	F5 NETWORKS	8,631 70
180 00	FRANKLIN RESOURCES	10,391 40
1,158 60	GATEWAY FUND CL Y	33,587.90
15.00	GOOGLE INC	16,810 65
284 98	HARBOR INTL FD	20,236 50
250 00	JACOBS ENGINEERING GROUP	15,747 50
250 00	LOWES COMPANIES INC	12,387 50
1,722 58	MATTHEWS TIGER FD	43,012 90
50 00	METTLER TOLEDO INTL	12,129 50
125 00	NOVARTIS AG SPON ADR	10,047 50
250 00	NXP SEMICONDUCTOR	11,482 50
150.00	PEPSICO INC	12,441 00
3,815 39	PIMCO ALL ASSET FUND	46,089 89
9,872.15	PIMCO TOTAL RETURN FUND	105,533 27
1,783 01	PIMCO UNCONSTRAINED BOND FUND	19,773 61
75 00	POLARIS INDUSTRIES	10,923 00
200 00	QUALCOMM INC	14,850 00
1,385 81	RIDGEWORTH SEIX FLOAT	12,555 44
50 00	ROCK-TENN CO	5,250 50
90 00	ROPER	12,481 20
200 00	SCHLUMBERGER	18,022 00
100 00	SPDR GOLD TRUST	11,612 00
250 00	STATE STREET CORP	18,347 50
2,837 34	T ROWE PRICE HIGH YIELD	20,287.00
200 00	TJX COS	12,746 00
125 00	UNITED PARCEL SERVICE	13,135 00
100 00	UNITEDHEALTH GROUP	7,530 00
675 00	VANGUARD FTSE EMRRGING MKTS	27,769 50
475.00	VANGUARD SMALL CAP	52,226 25
375.00	WELLS FARGO BANK	17,025 00
		972,513 46

PAGE 3, PART IV - STATEMENT REGARDING CAPITAL GAIN & LOSSES

LINE 1a

QUANTITY	SECURITY	DATE ACQUIRED	DATE SOLD	SALES PRICE	COST BASIS FOR BOOK PURPOSES	COST BASIS FOR TAX PURPOSES	GAIN (LOSS) FOR BOOK PURPOSES	GAIN (LOSS) FOR TAX PURPOSES	SHORT TERM CAPITAL GAIN (LOSS)
100 000	ACTIVIS INC	01/31/2013	05/17/2013	12,399 30	8,607 35	8,607 35	3,791 95	3,791 95	3,791 95
25 000	AFLAC INC	02/07/2007	11/26/2013	1,660 81	1,226 18	1,226 18	434 63	434 63	
50 000	AFLAC INC	06/26/2006	11/26/2013	3,321 63	2,276 99	2,276 99	1,044 64	1,044 64	
75 000	ALLERGAN	05/08/2013	08/12/2013	6,861 61	7,769 44	7,769 44	(907 83)	(907 83)	(907 83)
50 000	BAKER HUGHES	02/24/2012	05/07/2013	2,336 74	2,616 79	2,616 79	(280 05)	(280 05)	
150 000	BAKER HUGHES	12/27/2011	05/07/2013	7,010 24	7,469 89	7,469 89	(459 65)	(459 65)	
200 000	CISCO	05/10/2001	08/21/2013	4,849 61	3,806 00	3,806 00	1,043 61	1,043 61	
200 000	COCA COLA ENT	03/14/2011	06/18/2013	7,290 90	5,268 13	5,268 13	2,022 77	2,022 77	
100 000	COCA COLA ENT	03/30/2011	06/18/2013	3,645 43	2,739 75	2,739 75	905 68	905 68	
100 000	DISNEY WALT CO	11/17/2011	08/12/2013	6,389 48	3,556 11	3,556 11	2,833 37	2,833 37	
100 000	DISNEY WALT CO	08/12/2011	08/12/2013	6,389 48	3,316 79	3,316 79	3,072 69	3,072 69	
70 000	E O G RESOURCES	09/12/2008	11/11/2013	11,985 41	6,305 94	6,305 94	5,679 47	5,679 47	
5 000	E O G RESOURCES	09/12/2008	11/14/2013	844 95	450 42	450 42	394 53	394 53	
70 000	EXXON MOBIL CORP	03/03/2009	08/21/2013	6,084 26	4,584 63	4,584 63	1,499 63	1,499 63	
250 000	FORTINET INC	12/28/2012	12/19/2013	4,471 85	5,302 25	5,302 25	(830 40)	(830 40)	(830 40)
275 000	GREENHAVEN CONT CMDTY	10/12/2011	03/25/2013	7,767 97	8,685 26	8,685 26	(917 29)	(917 29)	
225 000	GREENHAVEN CONT CMDTY	09/07/2011	03/25/2013	6,355 61	7,874 28	7,874 28	(1,518 67)	(1,518 67)	
50 000	JACOBS ENGINEERING GROUP	12/02/2008	08/12/2013	3,044 57	2,016 71	2,016 71	1,027 86	1,027 86	
100 000	JACOBS ENGINEERING GROUP	03/05/2009	08/12/2013	6,089 14	3,182 02	3,182 02	2,907 12	2,907 12	
100 000	JACOBS ENGINEERING GROUP	07/16/2010	08/12/2013	6,089 14	3,655 40	3,655 40	2,433 74	2,433 74	
75 000	LINEAR TECHNOLOGY	02/23/2007	04/18/2013	2,620 81	1,947 85	1,947 85	672 96	672 96	
100 000	LINEAR TECHNOLOGY	06/01/2007	04/18/2013	3,494 42	3,643 75	3,643 75	(149 33)	(149 33)	
50 000	LINEAR TECHNOLOGY	06/25/2007	04/18/2013	1,747 20	1,794 95	1,794 95	(47 75)	(47 75)	
50 000	LOWES COMPANIES INC	08/14/2008	11/26/2013	2,402 16	1,194 62	1,194 62	1,207 54	1,207 54	
6 250	MALLINCKRODT PUB	10/25/2011	07/16/2013	255 93	201 01	201 01	54 92	54 92	
18 750	MALLINCKRODT PUB	12/10/2010	07/16/2013	767 80	571 23	571 23	196 57	196 57	
75 000	MCDONALDS	11/14/2003	04/30/2013	7,618 76	1,945 50	1,945 50	5,673 26	5,673 26	
200 000	MICROSOFT	05/28/2003	05/01/2013	6,533 36	5,144 00	5,144 00	1,389 36	1,389 36	
50 000	MICROSOFT	08/28/2002	05/01/2013	1,633 34	1,252 80	1,252 80	380 54	380 54	
50 000	PEPSICO INC	08/06/2007	06/18/2013	4,112 48	3,398 45	3,398 45	714 03	714 03	
25 000	PEPSICO INC	08/06/2007	11/26/2013	2,113 29	1,699 23	1,699 23	414 06	414 06	
673 001	PIMCO ALL ASSET FUND	05/27/2011	07/10/2013	8,019 88	8,549 00	8,549 00	(529 12)	(529 12)	
32 873	PIMCO ALL ASSET FUND	06/20/2013	07/10/2013	391 73	392 84	392 84	(1 11)	(1 11)	(1 11)
160 421	PIMCO ALL ASSET FUND	12/27/2012	07/10/2013	1,911 67	2,029 33	2,029 33	(117 66)	(117 66)	(117 66)
39 100	PIMCO ALL ASSET FUND	09/20/2012	07/10/2013	465 94	495 40	495 40	(29 46)	(29 46)	(29 46)
1,103 695	PIMCO ALL ASSET FUND	06/22/2011	07/10/2013	13,152 30	13,719 45	13,719 45	(567 15)	(567 15)	
35 085	PIMCO ALL ASSET FUND	12/31/2012	07/10/2013	418 09	441 37	441 37	(23 28)	(23 28)	(23 28)
49 628	PIMCO ALL ASSET FUND	03/21/2013	07/10/2013	591 39	622 83	622 83	(31 44)	(31 44)	(31 44)
200 000	PROGRESSIVE CORP	04/29/2008	04/30/2013	5,039 57	3,780 95	3,780 95	1,258 62	1,258 62	
75 000	PROGRESSIVE CORP	08/06/2007	04/30/2013	1,889 84	1,615 37	1,615 37	274 47	274 47	
100 000	PROGRESSIVE CORP	11/28/2007	04/30/2013	2,519 79	1,814 95	1,814 95	704 84	704 84	
25 000	QUALCOMM INC	06/01/2010	11/26/2013	1,817 30	892 30	892 30	925 00	925 00	
1,630 435	ROYCE PREMIER FUND	12/20/2011	11/26/2013	38,417 53	30,049 00	30,049 00	8,368 53	8,368 53	
171 136	ROYCE PREMIER FUND	12/06/2012	11/26/2013	4,032 43	3,222 49	3,222 49	809 94	809 94	809 94
1,038 961	ROYCE PREMIER FUND	05/29/2012	11/26/2013	24,480 78	20,049 00	20,049 00	4,431 78	4,431 78	
1,053 075	RS EMERGING MARKETS FD	09/17/2012	03/21/2013	24,583 30	25,049 00	25,049 00	(465 70)	(465 70)	(465 70)
853 630	RS EMERGING MARKETS FD	05/13/2010	03/21/2013	19,927 40	19,413 08	19,413 08	514 32	514 32	
25 000	SCHLUMBERGER	01/27/2012	11/26/2013	2,226 79	1,929 99	1,929 99	296 80	296 80	
175 000	SECTOR SPDR MATERIALS FD	07/24/2009	04/30/2013	6,879 78	4,969 13	4,969 13	1,910 65	1,910 65	
50 000	SECTOR SPDR MATERIALS FD	10/25/2011	04/30/2013	1,965 63	1,683 03	1,683 03	282 60	282 60	
100 000	SECTOR SPDR MATERIALS FD	03/30/2011	04/30/2013	3,931 31	3,999 10	3,999 10	(67 79)	(67 79)	
344 388	TEMPLETON CHINA WORLD FUND	12/11/2012	08/20/2013	12,448 45	13,549 00	13,549 00	(1,100 55)	(1,100 55)	(1,100 55)
8 259	TEMPLETON CHINA WORLD FUND	12/19/2011	08/20/2013	298 53	277 53	277 53	21 00	21 00	
22 589	TEMPLETON CHINA WORLD FUND	12/20/2012	08/20/2013	816 51	876 92	876 92	(60 41)	(60 41)	(60 41)
137 438	TEMPLETON CHINA WORLD FUND	09/28/2012	08/20/2013	4,967 91	5,015 00	5,015 00	(47 09)	(47 09)	(47 09)
404 268	TEMPLETON CHINA WORLD FUND	06/04/2009	08/20/2013	14,612 90	11,577 96	11,577 96	3,034 94	3,034 94	
75 000	TERADATA CORP	12/28/2012	11/26/2013	3,402 82	4,598 82	4,598 82	(1,196 00)	(1,196 00)	(1,196 00)
2,285 192	TURNER SPECTRUM FUND	12/22/2011	07/01/2013	25,133 82	25,049 00	25,049 00	84 82	84 82	
100 000	WISDOMTREE EMERGING MKTS	06/18/2013	08/20/2013	4,898 94	5,139 68	5,139 68	(240 74)	(240 74)	(240 74)
100 000	WISDOMTREE EMERGING MKTS	06/18/2013	11/25/2013	5,144 33	5,139 67	5,139 67	4 66	4 66	4 66
700 000	WISDOMTREE EMERGING MKTS	06/11/2013	11/25/2013	36,010 32	35,833 41	35,833 41	176 91	176 91	176 91
50 000	XYLEM	02/15/2012	08/07/2013	1,247 38	1,360 15	1,360 15	(112 77)	(112 77)	
175 000	XYLEM	06/28/2012	08/07/2013	4,365 83	4,266 74	4,266 74	99 09	99 09	
75 000	XYLEM	08/18/2011	08/07/2013	1,871 07	1,904 17	1,904 17	(33 10)	(33 10)	
75 000	XYLEM	08/19/2011	08/07/2013	1,871 07	1,886 25	1,886 25	(15 18)	(15 18)	
	PER SCHED K-1 IRC SEC 1256 CONTRACTS & STRADDLES			86 00			86 00	86 00	34 40
	TOTALS			428,026 01	374,695 63	374,695 63	53,330 38	53,330 38	(233 81)

'AMBER FOUNDATION 2013
FORM 990-PF 77-0351840

SCHEDULE B, PART I - SCHEDULE OF CONTRIBUTORS

NONCASH CONTRIBUTIONS

THE FOLLOWING PUBLICLY TRADED SECURITIES WERE DONATED DURING 2013

NO OF SHARES	SECURITY NAME	DATE DONATION RECEIVED	DONOR'S ACQUISITION DATE	DONOR'S COST BASIS	VALUE ON DATE DONATION RECEIVED Hi	Low	Avg	Value
940	GILEAD SCIENCES	04/24/2013	02/20/2013	40,203.99	53 52	50.43	51 98	48,856.50
355	WALT DISNEY	08/07/2013	09/19/2012	18,622.38	66 30	64.12	65 21	23,149.55
200	JACOBS ENGINEERING	08/07/2013	05/05/2011	9,330.40	59 77	59.04	59.41	11,881 00
250	JACOBS ENGINEERING	08/07/2013	09/19/2012	10,811 45	59 77	59 04	59.41	14,851 25
145	EOG RESOURCES	11/07/2013	02/20/2013	18,817 81	180.24	165.05	172.65	25,033.53
				97,786.03				123,771 83