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

Open to Public Inspection

For calendar year 2013 or tax year beginning , and ending

Name of foundation: FLEXTRONICS FOUNDATION

A Employer identification number: 77-0567788

Number and street (or P O box number if mail is not delivered to street address): 847 GIBRALTAR DRIVE — Room/suite:

B Telephone number: (408)576-7000

City or town, state or province, country, and ZIP or foreign postal code: MILPITAS, CA 95035

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: [X] 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, col. (c), line 16)* ▶$ 9,393,746.

J Accounting method: [X] 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).)

		(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	400,000.		N/A	
	2 Check ▶ [ ] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	44,108.	38,529.		STATEMENT2
	4 Dividends and interest from securities	203,465.	186,121.		STATEMENT3
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	71,230.			STATEMENT1
	b Gross sales price for all assets on line 6a 2,432,482.				
	7 Capital gain net income (from Part IV, line 2)		83,480.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 **Total.** Add lines 1 through 11	718,803.	308,130.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 4	7,151.	0.		7,151.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 5	4,623.	0.		4,623.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	37,459.	37,459.		0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	49,233.	37,459.		11,774.
	25 Contributions, gifts, grants paid	481,733.			481,733.
	26 **Total expenses and disbursements.** Add lines 24 and 25	530,966.	37,459.		493,507.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	187,837.			
	b **Net investment income** (if negative, enter -0-)		270,671.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end of year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	436,836.	375,650.	375,650.
	2 Savings and temporary cash investments	416,253.	88,642.	88,642.
	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			
	7 Other notes and loans receivable ▶			
	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			
	b Investments - corporate stock			
	c Investments - corporate bonds STMT 8	748,935.	334,416.	394,207.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 9	6,707,340.	7,747,154.	8,535,247.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)	8,309,364.	8,545,862.	9,393,746.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	5,993,879.	5,993,879.	
	29 Retained earnings, accumulated income, endowment, or other funds	2,315,485.	2,551,983.	
	30 Total net assets or fund balances	8,309,364.	8,545,862.	
	31 Total liabilities and net assets/fund balances	8,309,364.	8,545,862.	

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	8,309,364.
2	Enter amount from Part I, line 27a	2	187,837.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	48,661.
4	Add lines 1, 2, and 3	4	8,545,862.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	8,545,862.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	UBS #18302	P	VARIOUS	VARIOUS
b	UBS #13593	P	VARIOUS	VARIOUS
c	UBS #13593 - CG DISTRIBUTION	P	VARIOUS	VARIOUS
d	UBS #18302 - CG DISTRIBUTION	P	VARIOUS	VARIOUS
e	UBS #18302	P	VARIOUS	VARIOUS

	(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	610,814.		525,248.	85,566.
b	424,365.		410,510.	13,855.
c	5,631.			5,631.
d	990.			990.
e	1,390,682.		1,413,244.	<22,562.>

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				85,566.
b				13,855.
c				5,631.
d				990.
e				<22,562.>

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** 83,480.

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).
If (loss), enter -0- in Part I, line 8 **3** N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	284,706.	8,268,080.	.034434
2011	500,482.	7,778,648.	.064340
2010	436,303.	7,506,744.	.058121
2009	358,078.	6,991,178.	.051219
2008	870,256.	6,930,345.	.125572

2	**Total** of line 1, column (d)	2	.333686
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	.066737
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	8,877,935.
5	Multiply line 4 by line 3	5	592,487.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,707.
7	Add lines 5 and 6	7	595,194.
8	Enter qualifying distributions from Part XII, line 4	8	493,507.

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)

1a 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 instructions)**			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b		1	5,413.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	5,413.
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	5,413.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a 5,200.		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c 6,200.		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	11,400.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	5,987.
11 Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶ 5,987.	**Refunded** ▶	11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the 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. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
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
4a 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? N/A	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, col. (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CA			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	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)*

		Line	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 ▶ WWW.FLEXTRONICS.COM/CORPORATE/CORPORATEGIVING

14 The books are in care of ▶ EMAD SHARQAWI Telephone no. ▶ 408-576-7712

Located at ▶ 847 GIBRALTAR DRIVE, MILPITAS, CA ZIP+4 ▶ 95035

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 N/A

		Line	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.

			Line	Yes	No
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☒ Yes ☐ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after *termination of government service, if terminating within 90 days.)*	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		1b		X
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):				
a	At the end of tax year 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 ▶ ______, ______, ______, ______				
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.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______, ______, ______, ______				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 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.)*	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?		4b		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 ☒ 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)?	☐ 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)?	N/A	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? N/A	☐ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53.4945-5(d).				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		X
If "Yes" to 6b, file Form 8870.				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	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.

(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
SEE STATEMENT 10		0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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. 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 SEE STATEMENT 11	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	8,437,506.
b	Average of monthly cash balances	1b	575,626.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	9,013,132.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	9,013,132.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	135,197.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,877,935.
6	**Minimum investment return.** Enter 5% of line 5	6	443,897.

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	443,897.
2a	Tax on investment income for 2013 from Part VI, line 5 — 2a: 5,413.		
b	Income tax for 2013. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	5,413.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	438,484.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	438,484.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	438,484.

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	493,507.
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	493,507.
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	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	493,507.

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.

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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				438,484.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years: ____, ____, ____		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011 283,619.				
e From 2012				
f Total of lines 3a through e	283,619.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 493,507.				
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				438,484.
e Remaining amount distributed out of corpus	55,023.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	338,642.			
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 instr.			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)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	338,642.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011 283,619.				
d Excess from 2012				
e Excess from 2013 55,023.				

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).)

NONE

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

NONE

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

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

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

SEE STATEMENT 12

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

SEE STATEMENT 12

c Any submission deadlines:

SEE STATEMENT 12

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

SEE STATEMENT 12

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 13				481,733.
Total			▶ **3a**	481,733.
b *Approved for future payment*				
NONE				
Total			▶ **3b**	0.

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
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	44,108.	
4 Dividends and interest from securities			14	203,465.	
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	71,230.	
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)		0.		318,803.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 318,803.

(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).
	N/A

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	1a(1)		X
(2) Other assets	1a(2)		X
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		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
		N/A	

2a 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
N/A		

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

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

Signature of officer or trustee	Date	Title
[signature]	11-11-2014	Chief Accounting Officer

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
COLLEEN MILLER	Colleen Miller	8/18/14		P00288331

Firm's name ▶ DELOITTE TAX LLP — Firm's EIN ▶ 86-1065772

Firm's address ▶ 555 17TH STREET, SUITE 3600, DENVER, CO 80202 — Phone no. 303-292-5400

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, or 990-PF) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013

Name of the organization	Employer identification number
FLEXTRONICS FOUNDATION	77-0567788

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	Employer identification number
FLEXTRONICS FOUNDATION	77-0567788

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	FLEXTRONICS INTERNATIONAL 847 GIBRALTAR DRIVE MILPITAS, CA 95035	$ 400,000.	Person [X] 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)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)

Name of organization	Employer identification number
FLEXTRONICS FOUNDATION	77-0567788

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
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization	Employer identification number
FLEXTRONICS FOUNDATION	77-0567788

Part III *Exclusively* religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than $1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of $1,000 or less for the year. (Enter this information once.) ▶ $

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
UBS #18302	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
610,814.	529,237.	0.	0.	81,577.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
UBS #13593	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
424,365.	411,156.	0.	0.	13,209.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
UBS #13593 - CG DISTRIBUTION	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
5,631.	5,631.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
UBS #18302 - CG DISTRIBUTION	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
990.	990.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
UBS #18302	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,390,682.	1,414,238.	0.	0.	<23,556.>

CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	71,230.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
UBS FINANCIAL SERVICES	44,108.	38,529.	
TOTAL TO PART I, LINE 3	44,108.	38,529.	

FORM 990-PF | DIVIDENDS AND INTEREST FROM SECURITIES | STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
UBS FINANCIAL SERVICES	203,465.	0.	203,465.	186,121.	
TO PART I, LINE 4	203,465.	0.	203,465.	186,121.	

FORM 990-PF | ACCOUNTING FEES | STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
	7,151.	0.		7,151.
TO FORM 990-PF, PG 1, LN 16B	7,151.	0.		7,151.

FORM 990-PF | TAXES | STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAXES	4,613.	0.		4,613.
CALIFORNIA FILING FEES	10.	0.		10.
TO FORM 990-PF, PG 1, LN 18	4,623.	0.		4,623.

FORM 990-PF | OTHER EXPENSES | STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY	37,459.	37,459.		0.
TO FORM 990-PF, PG 1, LN 23	37,459.	37,459.		0.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT 7

DESCRIPTION	AMOUNT
COST BASIS ADJUSTMENT AND PRIOR PERIOD ADJUSTMENT - NO TAX EFFECT	48,661.
TOTAL TO FORM 990-PF, PART III, LINE 3	48,661.

FORM 990-PF	CORPORATE BONDS	STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MORGAN STANLEY - BONDS (ATTACHMENT A)	334,416.	394,207.
TOTAL TO FORM 990-PF, PART II, LINE 10C	334,416.	394,207.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MORGAN STANLEY - MUTUAL FUNDS (ATTACHMENT B)	COST	7,747,154.	8,535,247.
TOTAL TO FORM 990-PF, PART II, LINE 13		7,747,154.	8,535,247.

Your assets (continued)

Fixed income

Corporate bonds and notes

Prices are obtained from independent quotation bureaus that use computerized valuation formulas to calculate current values Actual market values may vary and thus gains/losses may not be accurately reflected Cost basis has been adjusted for accreted original issue discount (OID) If you have made a tax election to deduct the premium amortization on taxable debt securities, you may request that UBS adjust cost basis for the bond premium amortization

Holding	Trade date	Total face value at maturity ($)	Purchase price ($)	Cost basis ($)	Price on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
CNA FINCL CORP DEBS RATE 07 250% MATURES 11/15/23 ACCRUED INTEREST $2,556 83 CUSIP 126117AE0 Moody· Baa2 S&P· BBB EAI $20,010 Current yield 6 05% Original cost basis $287,045 00	Feb 17, 04	276,000 000	102 644	283,298 80	119 890	330,896 40	47,597 60	LT
GEORGIA PAC CORP M-W+25BP RATE 07 750% MATURES 11/15/29 ACCRUED INTEREST $495 14 CUSIP 373298BR8 Moody Baa2 S&P· A+ EAI $3,875 Current yield 6 12% Original cost basis. $51,380 00	Dec 29, 03	50,000 000	102 234	51,117 44	126 622	63,311 00	12,193 56	LT
Total		**$326,000.000**		**$334,416.24**		**$394,207.40**	**$59,791.16**	

Total accrued interest: $3,051.97

Total estimated annual income: $23,885

ATTACHMENT A

Your assets 4 **Fixed income** (continued)

Mutual funds

Total reinvested is the total of all reinvested dividends It does not include any cash dividends It is not a tax lot for the purposes of determining holding periods or cost basis The shares you receive each time you reinvest dividends become a separate tax lot

Cost basis is the total purchase cost of the security, including reinvested dividends The cost basis may need to be adjusted for return of capital payments in order to determine the adjusted cost basis for tax reporting purposes

Unrealized (tax) gain or loss is the difference between the current value and the cost basis and would generally be your taxable gain or loss if the security was sold on this date The unrealized (tax) gain or loss may need to be adjusted for return of capital payments in order to determine the realized gain or loss for tax reporting purposes

Investment return is the current value minus the amount you invested It does not include shares that are not reflected on your statement, including shares that have been realized as either a gain or a loss It also does not include cash dividends that were not reinvested

Holding	Number of shares	Purchase price/ Average price per share ($)	Client investment ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized (tax) gain or loss ($)	Investment return ($)	Holding period
AMERICAN FUNDS BOND FUND OF AMERICA CL A Symbol ABNDX Trade date Aug 18, 05 EAI $21,487 Current yield 2 33%	74,349 052	13 450	1,000,000 00 A	1,000,000 00	12 400	B 921,928 24	-78,071 76	-78,071 76	LT
CALVERT SHORT DURATION INCOME FUND CLASS A Symbol CSDAX Trade date Jul 2, 08 EAI $19,387 Current yield 1 91%	62,538 759	15 990	1,000,000 00 A	1,000,000.00	16 260 B	1,016,880 22	16,880 22	16,880 22	LT
THORNBURG LIMITED TERM INCOME FD CLASS A Symbol THIFX Trade date Jan 6, 12 EAI $24,375 Current yield 2 42%	75,700 227	13 210	1,000,005 25 A	1,000,005.25	13 280 B	1,005,299 01	5,293 76	5,293 76	LT
VIRTUS MULTI-SECTOR SHORT TERM BOND FUND - CLASS A Symbol NARAX Trade date Apr 2, 07 EAI $36,764 Current yield 3 60%	210,082.931	4 760	1,000,000 00 A	1,000,000 00	4 860 B	1,021,003 04	21,003 04	21,003 04	LT
Total			**$4,000,005.25**	**$4,000,005.25**		**$3,965,110.51**	**-$34,894.74**	**-$34,894.74**	

Total estimated annual income: $102,013

ATTACHMENT A

Your assets

Some pnces, income and current values shown may be approximate As a result, gains and losses may not be accurately reflected See Important information about your statement at the end of this document for more information

Cash

Cash and money balances

Cash and money balances may include available cash balances, UBS Bank USA deposit account balances, UBS AG Stamford Branch deposit account balances and money market mutual fund sweep balances

UBS Bank USA deposit account balances are insured by the FDIC within applicable limits, but are not protected by SIPC UBS AG Stamford Branch deposit account balances are not insured by FDIC and are not protected by SIPC Money market sweep balances are protected by SIPC but are not insured by the FDIC See the Important information about your statement at the end of this document for details about those balances

Holding	Opening balance on Dec 1 ($)	Closing balance on Dec 31 ($)	Pnce per share on Dec 31 ($)	Averag e rate	Dividend/Interes t penod	Days in penod	Cap amount ($)
Cash	116,737 99	0 00					
RMA MONEY MKT PORTFOLIO	0 00	39,175 95	1 00	0 01%	Nov 22 to Dec 23	32	
UBS BANK USA BUS ACCT	127,003 69	250,000 00					250,000 00
Total	**$243,741.68**	**$289,175.95**					

Equities

Common stock

Holding	Trade date	Number of shares	Purchase pnce/ Average pnce per share ($)	Cost basis ($)	Pnce per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding penod
AMERICAN TOWER CORP REIT								
Symbol AMT Exchange NYSE								
EAI $2,459 Current yield 1 45%	Mar 1, 12	105 000	62 639	6,577.16	79 820	8,381 10	1,803 94	LT
	Mar 1, 12	105 000	62 649	6,578 24	79 820	8,381 10	1,802 86	LT
	Mar 1, 12	105 000	62 660	6,579 30	79 820	8,381 10	1,801 80	LT
	Mar 1, 12	105 000	62 679	6,581 35	79 820	8,381 10	1,799 75	LT
	Mar 1, 12	105 000	62 770	6,590 85	79 820	8,381.10	1,790 25	LT
	Mar 1, 12	105 000	62 830	6,597 15	79 820	8,381.10	1,783 95	LT
	Mar 1, 12	105 000	62 860	6,600 30	79 820	8,381.10	1,780 80	LT
	Mar 1, 12	69 000	62 910	4,340.79	79 820	5,507 58	1,166 79	LT

continued next page

ATTACHMENT B

Your assets 4 **Equities** 4 **Common stock** (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
	Mar 1, 12	36 000	62 630	2,254 68	79.820	2,873 52	618 84	LT
	Mar 16, 12	120 000	63 346	7,601 59	79 820	9,578 40	1,976 81	LT
	Oct 3, 12	95 000	72 795	6,915 58	79 820	7,582 90	667 32	LT
	Jan 18, 13	430 000	79 156	34,037 47	79 820	34,322 60	285 13	ST
	Apr 2, 13	390 000	78 716	30,699 55	79 820	31,129 80	430 25	ST
	Jun 20, 13	245 000	71 120	17,424 40	79 820	19,555 90	2,131 50	ST
Security total		2,120 000	70 462	149,378 41		169,218 40	19,839 99	
APPLE INC Symbol. AAPL Exchange OTC EAI $3,660 Current yield 2 17%	Jan 11, 12	238 000	420 542	100,089 20	561 020	133,522 76	33,433 56	LT
	May 2, 12	25 000	584 699	14,617.49	561 020	14,025 50	-591 99	LT
	May 2, 12	12 000	585 300	7,023 60	561 020	6,732 24	-291 36	LT
	May 6, 13	25 000	462 016	11,550 40	561 020	14,025 50	2,475 10	ST
Security total		300 000	444 269	133,280 69		168,306 00	35,025 31	
BAXTER INTL INC Symbol: BAX Exchange NYSE EAI $4,900 Current yield 2 82%	Jan 11, 12	1,490 000	50 249	74,872 40	69 550	103,629 50	28,757 10	LT
	Mar 16, 12	310 000	59 696	18,505 95	69 550	21,560 50	3,054 55	LT
	Mar 22, 12	700 000	59 198	41,438 81	69 550	48,685 00	7,246 19	LT
Security total		2,500 000	53 927	134,817 16		173,875 00	39,057 84	
CITIGROUP INC Symbol C Exchange NYSE EAI $37 Current yield 0 08%	Dec 20, 13	925 000	52 310	48,386 75	52 110	48,201 75	-185 00	ST
CROWN HOLDINGS INC Symbol CCK Exchange NYSE	Jan 11, 12	2,905 000	34 368	99,839 45	44 570	129,475 85	29,636 40	LT
	Mar 20, 13	595 000	40 839	24,299 74	44 570	26,519 15	2,219 41	ST
	May 6, 13	500 000	43 159	21,579 96	44 570	22,285 00	705 04	ST
Security total		4,000 000	36 430	145,719 15		178,280 00	32,560 85	
CVS CAREMARK CORP Symbol CVS Exchange NYSE EAI $2,349 Current yield 1.54%	Jan 11, 12	1,770 000	41 988	74,320 17	71 570	126,678 90	52,358 73	LT
	Dec 10, 12	135.000	47.335	6,390.23	71.570	9,661.95	3,271.72	LT
	Dec 10, 12	130 000	47 305	6,149 65	71 570	9,304 10	3,154 45	LT

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ATTACHMENT B

Your assets › **Equities** › **Common stock** *(continued)*

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
	Dec 10, 12	100 000	47 339	4,733 92	71 570	7,157 00	2,423 08	LT
Security total		2,135 000	42 901	91,593 97		152,801 95	61,207 98	
DAVITA HEALTHCARE PARTNERS INC Symbol DVA Exchange NYSE	Dec 10, 13	770 000	61 680	47,493 60	63 370	48,794 90	1,301 30	ST
	Dec 11, 13	230 000	60 690	13,958 70	63 370	14,575 10	616 40	ST
Security total		1,000 000	61 452	61,452 30		63,370 00	1,917.70	
EXXON MOBIL CORP Symbol XOM Exchange NYSE EAI $5,292 Current yield 2.49%	Jan 11, 12	1,265 000	84 630	107,056 95	101 200	128,018 00	20,961 05	LT
	Mar 16, 12	280 000	86 767	24,294 96	101 200	28,336 00	4,041 04	LT
	Apr 2, 13	555 000	90 529	50,244 09	101 200	56,166 00	5,921 91	ST
Security total		2,100 000	86 474	181,596 00		212,520 00	30,924 00	
HUMANA INC Symbol HUM Exchange NYSE EAI $1,944 Current yield 1 05%	Jan 16, 13	1,415 000	70 687	100,023 44	103 220	146,056 30	46,032 86	ST
	Mar 27, 13	385 000	68 339	26,310 89	103 220	39,739 70	13,428 81	ST
Security total		1,800 000	70 186	126,334 33		185,796 00	59,461 67	
INTL BUSINESS MACH Symbol IBM Exchange NYSE EAI $4,085 Current yield 2 03%	Jan 3, 13	112 000	195 600	21,907 20	187 570	21,007 84	-899 36	ST
	Jan 3, 13	90 000	195 859	17,627 39	187 570	16,881 30	-746 09	ST
	Jan 3, 13	81 000	196 040	15,879 24	187 570	15,193 17	-686 07	ST
	Jan 3, 13	67 000	195 810	13,119 27	187 570	12,567 19	-552 08	ST
	Jan 3, 13	55 000	196 040	10,782 20	187 570	10,316 35	-465 85	ST
	Jan 23, 13	90 000	205 440	18,489 60	187 570	16,881 30	-1,608 30	ST
	Feb 20, 13	15 000	200 710	3,010 65	187 570	2,813 55	-197.10	ST
	Mar 27, 13	70 000	211 606	14,812 48	187 570	13,129 90	-1,682 58	ST
	Apr 24, 13	240 000	192 126	46,110 41	187 570	45,016 80	-1,093 61	ST
	Apr 30, 13	20 000	201 589	4,031 78	187 570	3,751 40	-280 38	ST
	May 6, 13	160 000	202 732	32,437 20	187 570	30,011 20	-2,426 00	ST
	Dec 20, 13	75 000	181 950	13,646 25	187 570	14,067 75	421 50	ST
Security total		1,075 000	197 073	211,853 67		201,637 75	-10,215 92	

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ATTACHMENT B

Your assets ▸ Equities ▸ Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
JOHNSON & JOHNSON COM Symbol JNJ Exchange NYSE EAI $6,600 Current yield 2 88%	Jan 11, 12	1,538 000	64 967	99,920 43	91 590	140,865 42	40,944 99	LT
	Mar 7, 12	462 000	64 188	29,654 95	91 590	42,314 58	12,659 63	LT
	Mar 22, 12	500 000	64 548	32,274 45	91 590	45,795 00	13,520 55	LT
Security total		2,500 000	64 740	161,849 83		228,975 00	67,125 17	
JPMORGAN CHASE & CO Symbol. JPM Exchange NYSE EAI $3,800 Current yield 2 60%	Nov 14, 13	2,500 000	54 075	135,188 75	58 480	146,200 00	11,011 25	ST
KANSAS CITY STHN NEW Symbol KSU Exchange NYSE EAI $774 Current yield 0 69%	Dec 6, 12	230 000	78 130	17,969 90	123 830	28,480 90	10,511 00	LT
	Dec 6, 12	135 000	77 600	10,476 00	123 830	16,717 05	6,241 05	LT
	Dec 6, 12	22 000	77 410	1,703 02	123 830	2,724 26	1,021 24	LT
	Dec 6, 12	1 000	77 980	77 98	123 830	123 83	45 85	LT
	Dec 7, 12	80 000	79 230	6,338 40	123 830	9,906 40	3,568 00	LT
	Jan 25, 13	257 000	94 064	24,174 58	123 830	31,824 31	7,649 73	ST
	May 6, 13	175 000	108 753	19,031.78	123 830	21,670 25	2,638 47	ST
Security total		900 000	88 635	79,771 66		111,447 00	31,675 34	
KRAFT FOODS GROUP INC Symbol KRFT Exchange OTC EAI $5,964 Current yield 3 90%	Oct 3, 12	330 000	46 660	15,397 80	53 910	17,790 30	2,392 50	LT
	Oct 3, 12	330 000	46 695	15,409 57	53 910	17,790 30	2,380 73	LT
	Oct 3, 12	191 000	46 679	8,915 79	53 910	10,296 81	1,381 02	LT
	Oct 3, 12	134 000	46 769	6,267 14	53 910	7,223 94	956 80	LT
	Oct 9, 12	335 000	46 288	15,506.77	53 910	18,059 85	2,553 08	LT
	Nov 13, 12	775 000	44 059	34,146 34	53 910	41,780 25	7,633 91	LT
	Nov 28, 12	625 000	45 676	28,547 81	53 910	33,693 75	5,145 94	LT
	Jun 20, 13	120 000	53 038	6,364 67	53 910	6,469 20	104 53	ST
Security total		2,840 000	45 970	130,555 89		153,104 40	22,548 51	
MERCK & CO INC NEW COM Symbol. MRK Exchange. NYSE EAI $6,160 Current yield 3 52%	Oct 29, 13	3,100 000	45 569	141,266 69	50 050	155,155 00	13,888 31	ST

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ATTACHMENT B

Your assets › **Equities** › **Common stock** *(continued)*

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
	Nov 12, 13	400 000	47 390	18,956 00	50 050	20,020 00	1,064 00	ST
Security total		3,500 000	45 778	160,222 69		175,175 00	14,952 31	
NATL-OILWELLVARCO INC Symbol NOV Exchange NYSE EAI $1,914 Current yield 1 31%	Mar 20, 13	984 000	68 359	67,266 13	79 530	78,257 52	10,991 39	ST
	Mar 20, 13	206 000	68 622	14,136 22	79 530	16,383 18	2,246 96	ST
	Apr 2, 13	630 000	69 779	43,961 34	79 530	50,103 90	6,142 56	ST
	Apr 10, 13	20 000	69 259	1,385 19	79 530	1,590 60	205 41	ST
Security total		1,840 000	68 885	126,748 88		146,335 20	19,586 32	
NIKE INC CL B Symbol NKE Exchange NYSE EAI $2,304 Current yield 1 22%	Jan 11, 12	1,022 000	48 982	50,059 86	78 640	80,370 08	30,310 22	LT
	Aug 13, 13	1,378 000	65 937	90,861 19	78 640	108,365 92	17,504 73	ST
Security total		2,400 000	58 717	140,921 05		188,736 00	47,814 95	
PFIZER INC Symbol PFE Exchange NYSE EAI: $4,767 Current yield 3 40%	Jan 11, 12	4,584 000	21 808	99,971 54	30 630	140,407 92	40,436 38	LT
QUALCOMM INC Symbol QCOM Exchange OTC EAI $3,780 Current yield 1 89%	Jan 11, 12	1,345 000	55 577	74,751 99	74 250	99,866 25	25,114 26	LT
	Mar 16, 12	55 000	65 490	3,601 95	74 250	4,083 75	481 80	LT
	Mar 22, 12	350 000	66 270	23,194 50	74 250	25,987 50	2,793 00	LT
	May 2, 12	250 000	64 147	16,036 97	74 250	18,562 50	2,525 53	LT
	Aug 13, 13	700 000	67 320	47,124.00	74 250	51,975 00	4,851 00	ST
Security total		2,700 000	61 003	164,709 41		200,475 00	35,765 59	
QUANTA SERVICES INC Symbol PWR Exchange NYSE	Oct 31, 12	1,625 000	25 920	42,120 00	31 560	51,285 00	9,165 00	LT
	Oct 31, 12	370 000	25 860	9,568 20	31 560	11,677 20	2,109 00	LT
	Dec 10, 12	160 000	26 839	4,294 37	31 560	5,049 60	755 23	LT
	Dec 10, 12	130 000	26 849	3,490 49	31 560	4,102 80	612 31	LT
	Dec 10, 12	120,000	26.849	3,221.98	31.560	3,787.20	565.22	LT
	Dec 10, 12	30 000	26 900	807 00	31 560	946 80	139 80	LT

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ATTACHMENT B

Account name: FLEXTRONICS FOUNDATION
Account number: VR 18302 JT

Your Financial Advisor:
THE BOON GROUP
858-454-9181/800-231-9628

Your assets › Equities › Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
	Dec 12, 12	95 000	27 650	2,626 75	31 560	2,998 20	371 45	LT
	Dec 12, 12	82 000	27 620	2,264 84	31 560	2,587 92	323 08	LT
	Dec 12, 12	80 000	27 449	2,195 99	31 560	2,524 80	328 81	LT
	Dec 12, 12	3 000	27 440	82 32	31 560	94 68	12 36	LT
	Jun 13, 13	1,000 000	26 199	26,199 90	31 560	31,560 00	5,360 10	ST
Security total		3,695 000	26 217	96,871 84		116,614 20	19,742 36	
RAYONIER INC REIT Symbol RYN Exchange· NYSE EAI $2,695 Current yield 4 66%	Mar 2, 12	1,000 000	44 377	44,377 70	42 100	42,100 00	-2,277 70	LT
	Mar 16, 12	375 000	44 600	16,725 00	42 100	15,787 50	-937 50	LT
Security total		1,375 000	44 438	61,102.70		57,887 50	-3,215 20	
SCHLUMBERGER LTD NETHERLANDS ANTILLES Symbol SLB Exchange NYSE EAI $2,750 Current yield 1.39%	Jan 19, 12	379 000	72 780	27,583 62	90 110	34,151 69	6,568 07	LT
	Jan 19, 12	56 000	72 750	4,074 00	90 110	5,046 16	972 16	LT
	Jan 23, 12	255 000	74 114	18,899 09	90 110	22,978 05	4,078 96	LT
	Feb 2, 12	34 000	76 789	2,610 84	90 110	3,063 74	452 90	LT
	Feb 7, 12	260 000	79 337	20,627 75	90 110	23,428 60	2,800 85	LT
	Mar 16, 12	216 000	76 927	16,616 36	90 110	19,463 76	2,847 40	LT
	Jun 13, 13	1,000 000	72 176	72,176 50	90 110	90,110 00	17,933 50	ST
Security total		2,200 000	73 904	162,588 16		198,242 00	35,653 84	
USG CORP NEW Symbol USG Exchange NYSE	Dec 6, 13	465 000	25 600	11,904 00	28 380	13,196 70	1,292 70	ST
	Dec 6, 13	460 000	25 720	11,831 20	28 380	13,054 80	1,223 60	ST
	Dec 6, 13	445 000	25 769	11,467 56	28 380	12,629 10	1,161 54	ST
	Dec 6, 13	204 000	25 600	5,222 40	28 380	5,789 52	567 12	ST
	Dec 6, 13	20 000	25 660	513 20	28 380	567 60	54 40	ST
	Dec 9, 13	270 000	25 960	7,009 20	28 380	7,662 60	653 40	ST
	Dec 9, 13	251 000	25 959	6,515 93	28 380	7,123 38	607 45	ST
	Dec 18, 13	1,530 000	25 989	39,763.92	28 380	43,421 40	3,657 48	ST
	Dec 18, 13	885 000	26 180	23,169 30	28 380	25,116 30	1,947 00	ST
Security total		4,530 000	25 915	117,396 71		128,561 40	11,164 69	

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ATTACHMENT B

Your assets › Equities › Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
WAL MART STORES INC Symbol WMT Exchange NYSE EAI $4,033 Current yield 2 39%	Feb 4, 13	547 000	69 595	38,068 90	78 690	43,043 43	4,974 53	ST
	Feb 4, 13	207 000	69 426	14,371 23	78 690	16,288 83	1,917 60	ST
	Apr 2, 13	916 000	75 849	69,478.51	78 690	72,080 04	2,601 53	ST
	Apr 18, 13	475 000	77 485	36,805 53	78 690	37,377 75	572 22	ST
Security total		2,145 000	73 997	158,724 17		168,790 05	10,065 88	
WALT DISNEY CO (HOLDING CO) DISNEY COM Symbol DIS Exchange NYSE EAI· $1,871 Current yield 1 13%	Jan 25, 13	1,400 000	54 437	76,211 80	76 400	106,960 00	30,748 20	ST
	Mar 27, 13	775 000	56 355	43,675 13	76 400	59,210 00	15,534 87	ST
Security total		2,175 000	55 120	119,886 93		166,170 00	46,283 07	
3M CO Symbol MMM Exchange· NYSE EAI $4,104 Current yield 2 44%	Jan 11, 12	1,200 000	83 388	100,066 56	140 250	168,300 00	68,233 44	LT
Total				A $3,300,989.20		B $4,049,427.52	$748,438.32	

Total estimated annual income: $76,242

Closed end funds & Exchange traded products

Total reinvested is the total of all reinvested dividends It does not include any cash dividends It is not a tax lot for the purposes of determining holding periods or cost basis The shares you receive each time you reinvest dividends become a separate tax lot

Cost basis is the total purchase cost of the security, including reinvested dividends The cost basis may need to be adjusted for return of capital payments in order to determine the adjusted cost basis for tax reporting purposes

Unrealized (tax) gain or loss is the difference between the current value and the cost basis and would generally be your taxable gain or loss if the security was sold on this date The unrealized (tax) gain or loss may need to be adjusted for return of capital payments in order to determine the realized gain or loss for tax reporting purposes

Investment return is the current value minus the amount you invested It does not include shares that are not reflected on your statement, including shares that have been realized as either a gain or a loss It also does not include cash dividends that were not reinvested

Holding	Number of shares	Purchase price/ Average price per share ($)	Client investment ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized (tax) gain or loss ($)	Investment return ($)	Holding period
ALLIANZGI NFJ DIVID INT & PREM									
Symbol NFJ									
Trade date May 4, 12	2,000 000	16 235	34,056 40	34,056 40	17 710	35,420.00	1,363 60		LT
Trade date May 4, 12	1,742 000	16 217	29,631 42	29,631 42	17 710	30,850 82	1,219 40		LT
Trade date May 4, 12	1,000 000	16 223	17,016 70	17,016 70	17 710	17,710 00	693 30		LT

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ATTACHMENT B

Your assets ‣ **Equities** ‣ **Closed end funds & Exchange traded products** (continued)

Holding	Number of shares	Purchase price/ Average price per share ($)	Client investment ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized (tax) gain or loss ($)	Investment return ($)	Holding period
Trade date May 4, 12	1,000 000	16 225	17,018 37	17,018 37	17 710	17,710 00	691 63		LT
Trade date. May 4, 12	1,000 000	16 225	17,018 58	17,018 58	17 710	17,710 00	691 42		LT
Trade date May 4, 12	258 000	16 226	4,391.13	4,391 13	17 710	4,569 18	178 05		LT
Total reinvested	382 000	16 698		6,378 76	17.710	6,765 22	386 46		
EAI $13,288 Current yield 10.16%									
Security total	7,382 000	17 002	119,132 60	125,511 36		130,735 22	5,223 86	11,602 62	
FINANCIAL SECTOR SPDR TRUST ETF									
Symbol XLF									
Trade date Jan 11, 13	9,470 000	17 070	161,652 90	161,652 90	21 860	207,014 20	45,361 30		ST
Trade date Jan 14, 13	3,040 000	17 040	51,801 60	51,801 60	21 860	66,454 40	14,652 80		ST
Trade date Aug 13, 13	4,195 000	20 470	85,871 65	85,871.65	21 860	91,702.70	5,831 05		ST
Trade date Dec 18, 13	995 000	21 429	21,322 83	21,322 83	21 860	21,750 70	427 87		ST
EAI $5,682 Current yield 1 47%									
Security total	17,700 000	18 116	320,648 98	320,648 98		386,922 00	66,273 02	66,273 02	
Total			**$439,781.58** A	**$446,160.34**		B **$517,657.22**	**$71,496.88**	**$77,875.64**	

Total estimated annual income: $18,970

Your total assets

		Value on Dec 31 ($)	Percentage of your account	Cost basis ($)	Estimated annual income ($)	Unrealized gain or loss ($)
Cash	**Cash and money balances**	289,175.95	5.95%	289,175.95		
Equities	Common stock	4,049,427 52		3,300,989 20	76,242 00	748,438 32
	Closed end funds & Exchange traded products	517,657 22		446,160 34	18,970 00	71,496 88
	Total equities	**4,567,084.74**	**94.05%**	**3,747,149.54**	**95,212.00**	**819,935.20**
Total		**$4,856,260.69**	**100.00%**	**$4,036,325.49**	**$95,212.00**	**$819,935.20**

ATTACHMENT B

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 10

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
TIM STEWART 847 GIBRALTAR DRIVE MILPITAS, CA 95035	SECRETARY 1.00	0.	0.	0.
EMAD SHARQAWI 847 GIBRALTAR DRIVE MILPITAS, CA 95035	TREASURER 1.00	0.	0.	0.
DAVE BENNETT 847 GIBRALTAR DRIVE MILPITAS, CA 95035	CFO 1.00	0.	0.	0.
BRUCE KLAFTER 847 GIBRALTAR DRIVE MILPITAS, CA 95035	ASSISTANT SECRETARY 1.00	0.	0.	0.
NATHALIE CARRUTHERS 847 GIBRALTAR DRIVE MILPITAS, CA 95035	CEO/PRESIDENT 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF, PART IX-A

THE FLEXTRONICS FOUNDATION INVESTS GLOBALLY AND SERVES AS A CATALYST FOR POSITIVE CHANGE IN COMMUNITIES AROUND THE WORLD. THE FOUNDATION IS FOCUSED ON BEING AN ASSET TO THESE COMMUNITIES THROUGH DISASTER AND COMMUNITY RELIEF AND EDUCATIONAL PROGRAMS.

FLEXTRONICS FOUNDATION
12/31/2013

FORM 990-PF, PART XV, LINE 2

a) Applications may be addressed to

The Americas
Lori Kenepp
6201 America Center Drive
San Jose, CA 95002
USA
Phone (408) 576-7528

China
David Pang
8,9,11F, North Building,
Resources-Tec-Building
Shenzhen, Guangdong
518057 China
Tel +86 (755) 86239809

Southeast Asia
Parthiban Supramaniam
1088 Mk 6 Tingkat
Perusahaan 6,
Kawasan Perusahaan
Prai IV
Prai, Pulau Pinang (Penang)
13600 Malaysia
Tel +60 (4) 5065195

Europe
Rita Kercsmar
Zalaegerszeg Posta u 63
H-8900 Zalaegerszeg
Hungary
Phone +36 92 508013

b) See application information at
http //www flextronics com/social resp/Flextronics Foundation/default aspx

c) None

d) Grants are limited to education, medical aid/relief, and disaster relief activities by public charities, governmental units, private foundations

Flextronics Foundation
Grants Issued Details
FY 2013

Charity Name/ Address	Description of Grant	Amount
Children's Cancer Foundation 298 Tiong Bahru Road 03-05 Central Plaza Singapore 168730	HAIR for HOPE	10 000
Beijing Youth Development Gulou West Street, Xicheng District Beijing, 100009 China	Empowering blind people through drama tour sponsorship	83,000
ASAC Associacao Sorocabana de Atividades para Deficiente Visuais Str Arh V Vlad, Nr 11 C 8 17718812 Brasil	ASAC Remodelled	5,000
The Warrington Wolves Charitable Foundation The Halliwell Jones Stadium Winwick Road Warrington WA2 7NE United Kingdom	Warrington Children's University Community Project	7,583
Centrum Administacyjne Placowek Opiekunczo Wychowawczych Ul Wojska Polskiego 6 Tczew, 80-310 Poland	*IT and Foreign Language Teaching Lab Community Project*	6,225
ODIS NGO Timisoara, Str Al EEA GORNISTILOR nr 9, ap 19 300455 Timis Country, Romania	Donation to support school s renovation Community Project	8,000
Chinese Relief & Development Foundation 6/F 265 Section 4 Hong Xing Road Chengdu, Sichuan China	China Earthquake Releif	50,000
Children's International Jalisco A C 3220, Col Campo de Polo Chapalita Guadalajara Jalisco C P 44500 Mexico	Educational Reinforcement in Jalisco	5,000
Tijuana Technological University Carretera Libre Tijuana Tecate Km 10 S/N Tijuana, Baja California Norte Mexico	Supporting Education in Tijuana (Flextronics Scholarship)	5 000
Asociacion Silente de Jalisco, A C A V De los Maestros 1031 Guadalajara, Jalisco Mexico	Integral Education Technology for Deaf People	5,000
John Motley Morehead STEM Academy *7810 Neal Road* Charlotte, North Carolina 28227 USA	Ipads for Integrated STEM Education	10,000
Level Playing Field Institute 847 Gibraltar Drive Milpitas, CA 95035 USA	Summer Math and Science Honors Academy (SMASH)	10,000
ALearn 3777 Stevens Creek Blvd #330 Santa Clara, CA 95051 USA	Year-Round Math Acceleration Program (MAP)	15,000
Santa Clara University 500 El Camino Real Santa Clara, CA 95053	2013 Summer Engineering Seminar	10 000

STATEMENT 13

USA

Aim High for High School P O Box 410715 San Francisco, CA 94141 USA	Summer Learning on the Peninsula	15,000
Discovery Place, Inc 6800 Solectron Drive Charlotte, North Carolina 28262 USA	Discovery Place Education Studio at Bank of America	10,000
Silicon Valley Education Foundation 1400 Parkmoor Avenue #200 San Jose, CA 95126 USA	STEM Education	55 000
The Tech Museum of Innovation *201 South Market Street* San Jose, CA 95113 USA	The Tech Challenge 2014	10,000
Faribault Public Schools 2800 1st Avenue NW Faribault, Minnessota 55021 USA	STEM Education	6,000
Plano ISD Education Foundation 600 Shiloh Road Plano, Texas 75074 USA	Grants to Educators 2013	10,000
Resource Area For Teaching (RAFT) 1355 Ridder Park Drive San Jose, CA 95131 USA	Preparing Future Innovators for Success	10,000
Cristian Serban Foundation Str Memorandului nr 24 Timisoara Romania 300208	Sponsoring the medical project of the Cristian Serban Foundation	10,000
Polish Society Against Cystic Fibrosis ul Polanki 119 80-308 Gdansk Tczew, Poland	The support group for families of mucoviscoidosis children	3,510
Eletjel Foundation 1181 Budapest Kondor Bela setany 4 Budapest, Hungary	Financial support for the education of children with disadvantages and intellectual disabilities	15,000
Oblasnyi budynok dytyny B Khmelnytskogo, Str , 1 Mukachevo Ukraine	Healthy environment and children welfare Orphanage in Svaliava	5,000
Reviver Group Oreste Angelo Colo Street, Number 112 Sorocaba, Sao Paolo Brazil	Reviver Group Infrastructe	5,000
Sports Club Libero Al Jana Pawla II Nr 4 83-200 Starogard Gdanski Tczew, Poland	*Sport Integration for Disabled Children*	1,415
The Garden of Hope Association ul 1-go Maja 2 Tczew 83-110 Poland	Hospice ward day room equipment	6,000
Zhuhai Center for Social Work Facilitators You Lian Road, Xinqin Industrial Park, Doumen District Zhuhai City, Guangdong Province China	To provide continued support to CSWF	50,000
American India Foundation 216 East 45th Street, 7th Floor New York, NY10017-3304	Digital Equalizer - Chennai	10,000
Centro de Educación Diferencial Especializada Para Sordos, A C Calle Seguro Social 1807, Colonia del Trabajo Aguascalientes Mexico	*Emotional Support Program for Education for Hearing Impaired*	5,000
Save the Children - Philippines 54 Wilton Road Westport, CT 06880	Philippines Disaster Relief	25,000
	Total Grants Made	481,733

Form **8868**
(Rev. January 2014)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ **File a separate application for each return.**
▶ **Information about Form 8868 and its instructions is at** *www irs gov/form8868*

OMB No. 1545-1709

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

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing *(e-file)*. You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit *www.irs.gov/efile* and click on *e-file for Charities & Nonprofits*

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Enter filer's identifying number

Type or print	Name of exempt organization or other filer, see instructions Flextronics Foundation	Employer identification number (EIN) or 77-0567788
File by the due date for filing your return See instructions	Number, street, and room or suite no. If a P.O. box, see instructions. 847 Gibraltar Drive	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. Milpitas, CA 95035	

Enter the Return code for the return that this application is for (file a separate application for each return) [0 4]

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ Emad Sharqawi 847 Gibraltar Drive - Milpitas, CA 95035
  Telephone No. ▶ 408-576-7712 Fax No. ▶
- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______. If this is for the whole group, check this box ▶ [ ]. If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until August 15, 2014, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ [X] calendar year 2013 or
▶ [ ] tax year beginning ______, and ending ______.

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

3a	If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	$ 11,400.
b	If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	$ 5,200.
c	**Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	$ 6,200.

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box ▶ [X]

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
File by the due date for filing your return See instructions	FLEXTRONICS FOUNDATION	77-0567788
	Number, street, and room or suite no. If a P.O. box, see instructions. 847 GIBRALTAR DRIVE	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. MILPITAS, CA 95035	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ▶ EMAD SHARQAWI 847 GIBRALTAR DRIVE - MILPITAS, CA 95035
  Telephone No. ▶ 408-576-7712 Fax No. ▶
- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______. If this is for the whole group, check this box ▶ [ ]. If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until NOVEMBER 17, 2014.

5 For calendar year 2013, or other tax year beginning ______, and ending ______.

6 If the tax year entered in line 5 is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension
ADDITIONAL TIME IS NEEDED TO GATHER THE INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE TAX RETURN.

8a	If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a	$ 5,413.
b	If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	$ 11,400.
c	**Balance due.** Subtract line 8b from line 8a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	$ 0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ▶ Colleen Miller Title ▶ PREPARER Date ▶ 8/8/14

323842
12-31-13