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: SATYA AND RAO REMALA FOUNDATION

A Employer identification number: 91-6477106

Number and street (or P O box number if mail is not delivered to street address): C/O SBBB, 11808 NORTHUP WAY, SUITE 240 | Room/suite

B Telephone number: 425-462-8220

City or town, state or province, country, and ZIP or foreign postal code: BELLEVUE, WA 98005

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)* ▶$ 11,692,021.

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	339,100.			
	2 Check ▶ [ ] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	4,395.	46.		STATEMENT 2
	4 Dividends and interest from securities	251,336.	251,336.		STATEMENT 3
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	188,054.			STATEMENT 1
	b Gross sales price for all assets on line 6a 2,570,261.				
	7 Capital gain net income (from Part IV, line 2)		451,554.		
	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	782,885.	702,936.	0.	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.	0.	0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 4	9,250.	4,625.	0.	4,625.
	c Other professional fees STMT 5	37,451.	37,451.	0.	0.
	17 Interest				
	18 Taxes STMT 6	58,044.	841.	0.	25.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 7	1,432.	0.	0.	1,432.
	24 **Total operating and administrative expenses** Add lines 13 through 23	106,177.	42,917.	0.	6,082.
	25 Contributions, gifts, grants paid	439,834.			439,834.
	26 **Total expenses and disbursements** Add lines 24 and 25	546,011.	42,917.	0.	445,916.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	236,874.			
	b **Net investment income** (if negative, enter -0-)		660,019.		
	c **Adjusted net income** (if negative, enter -0-)			0.	

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323501 10-10-13 LHA For Paperwork Reduction Act Notice, see instructions. Form **990-PF** (2013)

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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 (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	1,628,899.	529,382.	529,382.
	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 STMT 8	5,906,045.	6,469,284.	7,817,182.
	c Investments - corporate bonds STMT 9	2,580,156.	3,338,191.	3,345,111.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ STATEMENT 10)	1,458.	346.	346.
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	10,116,558.	10,337,203.	11,692,021.
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 ▶ STATEMENT 11)	21,591.	5,362.	
	23 Total liabilities (add lines 17 through 22)	21,591.	5,362.	
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	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	10,094,967.	10,331,841.	
	30 Total net assets or fund balances	10,094,967.	10,331,841.	
	31 Total liabilities and net assets/fund balances	10,116,558.	10,337,203.	

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	10,094,967.
2	Enter amount from Part I, line 27a	2	236,874.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	10,331,841.
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	10,331,841.

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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	SALE OF PUBLICALLY TRADED SECURITIES	P	VARIOUS	VARIOUS
b	SALE OF PUBLICALLY TRADED SECURITIES	P	VARIOUS	VARIOUS
c	SALE OF PUBLICALLY TRADED SECURITIES	D	VARIOUS	VARIOUS
d	AMERICAN STOCK TRANSFER & TRUST	P	VARIOUS	02/08/13
e	CAPITAL GAINS DIVIDENDS			

	(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	1,699,981.		1,740,834.	-40,853.
b	440,982.		367,873.	73,109.
c	338,904.		10,000.	328,904.
d	4.			4.
e	90,390.			90,390.

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				-40,853.
b				73,109.
c				328,904.
d				4.
e				90,390.

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	451,554.
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.) N/A

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			
2011			
2010			
2009			
2008			

2	**Total** of line 1, column (d)	2	
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	
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	
5	Multiply line 4 by line 3	5	
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	
7	Add lines 5 and 6	7	
8	Enter qualifying distributions from Part XII, line 4	8	

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	13,200.
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	13,200.
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	13,200.
6	Credits/Payments:				
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	37,080.		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	37,080.
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	23,880.
11	Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶ 23,880. **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) ▶ WA			
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) SEE STATEMENT 12	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 ▶ RAO REMALA Telephone no. ▶ 425-827-8255

Located at ▶ 11808 NORTHUP WAY, SUITE 240, BELLEVUE, WA ZIP+4 ▶ 98005

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

			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
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)? N/A	1b		
	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
RAO V. REMALA C/O SMITH BUNDAY BERMAN BRITTON, 1180 BELLEVUE, WA 98005	TRUSTEE 2.00	0.	0.	0.
SATYA K. REMALA C/O SMITH BUNDAY BERMAN BRITTON, 1180 BELLEVUE, WA 98005	TRUSTEE 2.00	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 N/A	
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 SEE STATEMENT 13	2,800.
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	2,800.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	10,411,995.
b	Average of monthly cash balances	1b	668,508.
c	Fair market value of all other assets	1c	902.
d	Total (add lines 1a, b, and c)	1d	11,081,405.
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	11,081,405.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	166,221.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,915,184.
6	**Minimum investment return.** Enter 5% of line 5	6	545,759.

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	545,759.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	13,200.		
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	13,200.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	532,559.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	532,559.
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	532,559.

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	445,916.
b	Program-related investments - total from Part IX-B	1b	2,800.
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	448,716.
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	448,716.

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				532,559.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			420,713.	
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				
e From 2012				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 448,716.				
a Applied to 2012, but not more than line 2a			420,713.	
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				28,003.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
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				504,556.
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	0.			
10 Analysis of line 9.				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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).)

SEE STATEMENT 14

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:

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				
AMERICAN CANCER SOCIETY 509 OLIVE WAY SEATTLE, WA 98101	NONE	501(C)(3)	TO ENCOURAGES PEOPLE TO MAKE HEALTHY LIFESTYLE CHOICES THAT CAN HELP REDUCE THEIR RISK OF CANCER.	393.
CONSUMER REPORTS FOUNDATION 101 TRUMAN AVENUE YONKERS, NY 107031057	NONE	501(C)(3)	TO PROVIDE TRUSTWORTHY PRODUCT INFORMATION.	75.
FOOD LIFELINE 1702 NE 150TH ST SHORELINE, WA 98155	NONE	501(C)(3)	TO PROVIDE FOOD TO THOSE IN NEED.	1,000.
FRED HUTCHINSON CANCER RESEARCH CENTER P.O. BOX 19024, J5-200 SEATTLE, WA 98109	NONE	501(C)(3)	TO SUPPORT RESEARCH, PREVENTION, DETECTION AND OF CANCER.	2,925.
THE SALVATION ARMY P.O. BOX 9219 SEATTLE, WA 98109	NONE	501(C)(3)	TO CARE FOR PEOPLE IN NEED.	1,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	439,834.
b Approved for future payment NONE				
Total			▶ 3b	0.

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** SEE PURPOSE OF GRANT CONTINUATIONS

Part XVI-A **Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(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	46.	4,349.
4 Dividends and interest from securities			14	251,336.	
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	188,054.	
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.		439,436.	4,349.

13 **Total** Add line 12, columns (b), (d), and (e) 13 443,785.

(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).
3	IRC SEC. 103 - TAX EXEMPT INCOME, NET OF ALLOCATED INVESTMENT EXPENSE

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

Signature of officer or trustee: S.V.Rao | Date: 08-13-14 | Title: Trustee

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
JAYNE BRAY		8/11/14		P00080717

Firm's name ▶ SMITH BUNDAY BERMAN BRITTON, P.S. | Firm's EIN ▶ 91-1275259

Firm's address ▶ 11808 NORTHUP WAY, SUITE 240 BELLEVUE, WA 98005-1959 | Phone no. (425)827-8255

Form **990-PF** (2013)

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
HABITAT FOR HUMANITY OF EAST KING COUNTY PO BOX 817 REDMOND, WA 98073	NONE	501(C)(3)	TO CREAT A VARIETY OF HOUSING SOLUTIONS THROUGH NEW CONSTRUCTION RENOVATION AND REPAIR.	2,000.
HOPELINK 16225 NE 87TH ST, SUITE A-1 REDMOND, WA 98052	NONE	501(C)(3)	TO PROVIDE FOR EMERGENCY FOOD, CLOTHING AND SHELTER.	1,000.
FOREST RIDGE SCHOOL 4800 139TH AVENUE SE BELLEVUE, WA 98006	NONE	501(C)(3)	TO SUPPORT EDUCATION AND SCHOLARSHIPS.	3,000.
HOPE HEART INSTITUTE 1380 112TH AVENUE NORTHEAST BELLEVUE, WA 98004	NONE	501(C)(3)	TO SUPPORT RESEARCH, DIAGNOSIS & TREATMENT OF HEART DISEASE.	250.
NORTHWEST HARVEST P.O. BOX 12272 SEATTLE, WA 98102	NONE	501(C)(3)	TO PROVIDE FOOD TO THOSE IN NEED.	1,000.
SPECIAL OLYMPICS WASHINGTON 2150 N 107TH ST, SUITE 220 SEATTLE, WA 98133	NONE	501(C)(3)	TO PROVIDE TRAINING AND HEALTH EDUCTION TO PEOPLE WITH DISABILITIES.	500.
THE SERVICE BOARD 4408 DELRIDGE WAY SW STE 100 SEATTLE, WA 98016	NONE	501(C)(3)	TO PROVIDE LIFE-CHANGING PROGRAMS TO SEATTLE TEENS.	675.
THE SEATTLE FOUNDATION 1200 FIFTH AVENUE, SUITE 1300 SEATTLE, WA 98101	NONE	501(C)(3)	TO IMPROVE THE QUALITY OF LIFE IN KING COUNTY.	25,000.
UNITED WAY OF KING COUNTY 720 SECOND AVENUE SEATTLE, WA 98104	NONE	501(C)(3)	TO ENHANCE THE ABILITY FOR PEOPLE TO SUPPORT EACH OTHER.	100,000.
UNIVERSITY OF WASHINGTON FOUNDATION 1200 FIFTH AVENUE, SUITE 500 SEATTLE, WA 98101	NONE	501(C)(3)	TO SUPPORT COMPUTER SCIENCE SCHOLARSHIPS & ENGINEERING.	3,500.
Total from continuation sheets				434,441.

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
WASHINGTON TRAILS ASSOCIATION 2019 THIRD AVE, SUITE 100 SEATTLE, WA 98121	NONE	501(C)(3)	TO PROTECT HIKING TRAILS AND WILDERNESS.	2,500.
WEATHERHILL NATURE PRESERVE 4030 95TH NE YARROW POINT, WA 98004	NONE	501(C)(3)	TO PROVIDE SUPPORT FOR MAINTENANCE OF THE PRESERVE.	250.
CHILDHAVEN 316 BROADWAY SEATTLE, WA 98122	NONE	501(C)(3)	TO GIVE CHILDREN THE CHANCE TO LEARN THE EDUCATION AND SOCIAL SKILLS THEY NEED TO BE SUCCESSFUL IN SCHOOL	1,000.
PATH 1455 NW LEARY WAY SEATTLE, WA 98107	NONE	501(C)(3)	TO PROMOTE GLOBAL HEALTH.	10,500.
OVERLAKE HOSPITAL MEDICAL CENTER 1035 116TH AVENUE NORTHEAST BELLEVUE, WA 98004	NONE	501(C)(3)	TO SUPPORT OF THE LIFESAVING.	5,000.
TECHNOLOGY ACCESS FOUNDATION 4436 RAINIER AVENUE SOUTH SUITE B SEATTLE, WA 98118	NONE	501(C)(3)	TO PROVIDE A HIGH-QUALITY EDUCATION FOR MORE UNDERSERVED STUDENTS OF COLOR.	1,463.
CANINE COMPANIONS FOR INDEPENDENCE P.O. BOX 446 SANTA ROSA, CA 95402	NONE	501(C)(3)	TO PROVIDE ASSISTANCE DOGS TO PEOPLE WITH DISABILITIES.	250.
SEATTLE CHILDREN HOSPITAL 4800 SAND POINT WAY NE SEATTLE, WA 98105	NONE	501(C)(3)	TO SUPPORT RESEARCH, DIAGNOSIS & TREATMENT FOR CHILDREN.	1,000.
NORTHWEST PARKINSON'S FOUNDATION 400 MERCER STREET SUITE 504 SEATTLE, WA 98109	NONE	501(C)(3)	TO PROVIDE THE TIMELY AND VALUABLE INFORMATION, EDUCATION AND SUPPORT TO IMPROVE QUALITY OF CARE AND	470.
PUGET SOUND CONSUMER'S CHECK BOOK 8071 EARL AVENUE NW SEATTLE, WA 98117	NONE	501(C)(3)	TO PROVIDE BEST INFORMATION FOR CONSUMER.	100.
Total from continuation sheets				

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
LIFELONG AIDS ALLIANCE 1002 E.SENECA SEATTLE, WA 98122	NONE	501(C)(3)	TO PROVIDE RESEARCH, TREATMENT & SUPPORT FOR PEOPLE.	1,000.
MILLIONAIR CLUB CHARITY 2515 WESTERN AVE SEATTLE, WA 98121	NONE	501(C)(3)	TO PROVIDE MEALS & HYGIENE FACILITIES TO THE HOMELESS.	1,000.
LEUKEMIA & LYMPHOMA SOCIETY 123 NW 36TH ST #100 SEATTLE, WA 98107	NONE	501(C)(3)	TO FIGHT AGAINST LEUKEMIA, LYMPHOMA AND MYELOMA AND TO IMPROVE THE QUALITY OF LIFE OF PATIENTS AND THEIR	2,043.
MAKE A WISH 4742 N. 24TH ST., SUITE 400 PHOENIX, AZ 85016	NONE	501(C)(3)	TO ENRICH THE LIVES OF CHILDREN WITH LIFE-THREATENING MEDICAL CONDITIONS THROUGH ITS	500.
POWERFUL SCHOOLS 3301 S. HORTON STREET, SEATTLE, WA 98144	NONE	501(C)(3)	TO SUPPORT LITERACY, ARTS, AFTER-SCHOOL & LEADERSHIP.	9,500.
PRATHAM USA 9703 RICHMOND AVE., SUITE 102, HOUSTON, TX 77042	NONE	501(C)(3)	TO PROVIDE SUPPORT TO UNDER PRIVELEDGED CHILDREN.	20,000.
LT GEN RICHARD C MANGRUM SQUADRON 4957 LAKEMONT BLVD SE SUITE C-4-242 BELLEVUE, WA 98006	NONE	501(C)(3)	TO ASSIST OUR WOUNDED HEROES AND THEIR FAMILIES AS THEY MAKE THEIR WAY THROUGH LIFE ALTERING CRISIS.	500.
SEATTLE GOODWILL 1765 6TH AVENUE SOUTH SEATTLE, WA 98134	NONE	501(C)(3)	TO ASSIST PEOPLE AND FAMILIES IN NEED.	1,000.
LITERACY BRIDGE 1904 THIRD AVENUE #733 SEATTLE, WA 98101	NONE	501(C)(3)	TO CONNECT POOR,RURAL COMMUNITIES WITH THE VITAL KNOWLEDGE THEY NEED TO IMPROVE THEIR LIVES.	5,650.
MAMMA'S HANDS P.O. BOX 40464 BELLEVUE, WA 98015	NONE	501(C)(3)	TO REAWAKEN WITHIN INDIVIDUALS THE HOPE THEY NEED TO REGAIN THEIR SELF-RESPECT AND THEIR DESIRE FOR A	1,000.
Total from continuation sheets				

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
CARNEGIE MELLON UNIVERSITY 5000 FORBESAVENUE PITTSBURGH, PA 15213	NONE	501(C)(3)	TO SUPPORT SCIENCES RESEARCH AND EDUCATION.	201,000.
ART OF LIVING FOUNDATION 330 19TH AVE E SEATTLE, WA 98114	NONE	501(C)(3)	TO HELP BUILD STRONG KIDS, FAMILIES AND COMMUNITIES.	1,000.
CLIMATE SOLUTIONS 1402 THIRD AVENUE, SUITE 1305 SEATTLE, WA 98101	NONE	501(C)(3)	TO ACCELERATE PRACTICAL AND PROFITABLE SOLUTIONS TO GLOBAL WARMING BY GALVANIZING	65.
CRISIS CLINIC 1515 DEXTER AVENUE NORTH SEATTLE, WA 98109	NONE	501(C)(3)	TO PROVIDE HELPING FOR PEOPLE IN CRISIS.	500.
NORTHWEST FOLKLIFE 305 HARRISON STREET SEATTLE, WA 98109	NONE	501(C)(3)	TO SHARE AND SUSTAIN THE VITALITY OF FOLK, ETHNIC AND ARTISTIC COMMUNITIES.	250.
SEATTLE ART MUSEUM 1300 1ST AVE, SEATTLE SEATTLE, WA 98101	NONE	501(C)(3)	TO PROMOTE THE UNDERSTANDING AND APPRECIATION OF ART.	670.
SANKARA EYE FOUNDATION 1900 MCCARTHY BLVD #302 MILPITAS, CA 95035	NONE	501(C)(3)	TO REACH OUT TO THE RURAL POOR AND PROVIDE QUALITY EYE CARE FREE OF COST TO THE NEEDY BY BUILDING	1,000.
KCTS9 401 MERCER STREET SEATTLE, WA 98109	NONE	501(C)(3)	TO PROVIDE BETTER LOCAL PUBLIC TELEVISION.	100.
ALLIANCE FOR EDUCATION 509 OLIVE WAY, SUITE 500 SEATTLE, WA 98101	NONE	501(C)(3)	TO ENSURE EVERY CHILD IN SEATTLE PUBLIC SCHOOLS IS PREPARED FOR SUCCESS.	500.
BELLEVUE LIFESPRING P.O. BOX 53203 BELLEVUE, WA 98015	NONE	501(C)(3)	TO PROMOTE STABILITY, SELF-SUFFICIENCY AND INDEPENDENCE FOR THOSE IN NEED IN THE BELLEVUE COMMUNITY	1,553.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
THE KIRAN ANJALI PROJECT 7201 HOLLY HILL DR MERCER ISLAND, WA 98040	NONE	501(C)(3)	TO ADVANCE EDUCATIONAL OPPORTUNITIES FOR UNDERPRIVILEGED CHILDREN.	2,025.
STEM 210 S HUDSON STREET SEATTLE, WA 98134	NONE	501(C)(3)	TO MEET THE NEEDS OF STUDENTS, COMMUNITY AND ECONOMY.	10,000.
VILLAGE THEATRE 303 FRONT STREET NORTH ISSAQUAH, WA 98027	NONE	501(C)(3)	TO OFFER THE HIGHEST QUALITY PERFORMING ARTS PROGRAMS.	250.
SENIOR SERVICES 2208 SECOND AVENUE SUITE 100 SEATTLE, WA 98121	NONE	501(C)(3)	TO PROVIDE HOME-DELIVERED MEALS TO SENIORS.	500.
BELLEVUE HIGH SCHOOL P.O. BOX 856 BELLEVUE, WA 98004	NONE	501(C)(3)	TO PROVIDE BETTER EDUCATION.	500.
COLLEGE SUCCESS FOUNDATION 1605 NW SAMMAMISH ROAD SUITE 200 ISSAQUAH, WA 98027	NONE	501(C)(3)	TO EMPOWER LOW-INCOME, HIGH POTENTIAL YOUTH TO OVERCOME BARRIERS TO THEIR HIGH SCHOOL EDUCATION AND MAKE	1,500.
FULL LIFE CARE 800 JEFFERSON STREET SUITE 620 SEATTLE, WA 98104	NONE	501(C)(3)	TO PROVIDE CARE FOR THE FRAIL ELDERS	150.
THE GEORGE WASHINGTON UNIVERSITY 211 EYE STREET NW WASHINGTON , DC 20052	NONE	501(C)(3)	TO PROVIDE AN ENVIRONMENT WHERE KNOWLEDGE IS CREATED AND ACQUIRED AND WHERE CREATIVE ENDEAVORS	2,000.
JOLKONA FOUNDATION 1904 THIRD AVE. SUITE 100 SEATTLE, WA 98101	NONE	501(C)(3)	TO EDUCATE, EMPOWER AND ENGAGE A NEW GENERATION OF PHILANTHROPISTS AND SOCIAL ENTREPRENEURS	250.
NATURE CONSORTIUM 4408 DELRIDGE WAY SW SUITE 107 SEATTLE, WA 98106	NONE	501(C)(3)	TO CONNECT PEOPLE, ARTS AND NATURE.	600.
Total from continuation sheets				

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
NEIGHBORCARE HEALTH 905 SPRUCE STREET, SUITE #300 SEATTLE, WA 98104	NONE	501(C)(3)	TO PROVIDE MEDICAL AND DENTAL CARE IN SEATTLE FOR LOW INCOME AND UNINSURED FAMILIES AND INDIVIDUALS.	1,250.
SEATTLE HUMANE SOCIETY 13212 SE EASTGATE WAY BELLEVUE, WA 98005	NONE	501(C)(3)	TO BRING PEOPLE AND PETS TOGETHER AND KEEP THEM TOGETHER.	1,000.
SEATTLE SYMPHONY P.O. BOX 21906 SEATTLE, WA 98111	NONE	501(C)(3)	TO BRING LIVE SYMPHONIC MUSIC TO ADULTS AND CHILDREN WHO WOULD NOT OTHERWISE BE ABLE TO	2,500.
SEATTLE UNIVERSITY 901 12TH AVENUE SEATTLE, WA 98122	NONE	501(C)(3)	TO PROVIDE MUCH NEEDED SCHOLARSHIPS FOR THE STUDENTS.	1,000.
SHIRDI SAI BABA SANATHA 12N950 IL ROUTE 47 HAMPSHIRE, IL 60140	NONE	501(C)(3)	TO HELP THE ENDURING HARDSHIPS IN LIFE.	500.
STAND FOR CHILDREN LEADERSHIP CENTER 1732 NW QUIMBY STREET STE 200 PORTLAND, OR 98208	NONE	501(C)(3)	TO TRAIN ORDINARY PEOPLE TO BE EFFECTIVE CITIZEN LEADERS CAPABLE OF SOLVING PROBLEMS FACING	250.
WASHINGTON TELUGA SAMITHI 1171 BELLEVUE WAY NE BELLEVUE, WA 98004	NONE	501(C)(3)	TO ASSIST WITH PRESERVATION AND APPRECIATION OF THE TELUGU PEOPLE'S CULTURE BY PROVING A	1,000.
WOMENS PHILANTHROPY 2000 M STREET, NW WASHINGTON, DC 20036	NONE	501(C)(3)	TO PROVIDE THE MOST MARGINALIZED WOMEN-SURVIVORS OF WAR AND CIVIL STRIFE.	105.
YOUTH EASTSIDE SERVICES 999 164TH AVENUE NE BELLEVUE, WA 98008	NONE	501(C)(3)	TO CREATE A SAFER COMMUNITY THAT CARES FOR THE YOUTH.	500.
YOUTHCARE 2500 NE 54TH ST. SEATTLE, WA 98105	NONE	501(C)(3)	TO PROVIDE HOMELESS YOUTH THE SUPPORT THEY NEED.	272.
Total from continuation sheets				

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Part XV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - CHILDHAVEN

TO GIVE CHILDREN THE CHANCE TO LEARN THE EDUCATION AND SOCIAL SKILLS

THEY NEED TO BE SUCCESSFUL IN SCHOOL AND BEYOND.

NAME OF RECIPIENT - NORTHWEST PARKINSON'S FOUNDATION

TO PROVIDE THE TIMELY AND VALUABLE INFORMATION, EDUCATION AND SUPPORT

TO IMPROVE QUALITY OF CARE AND LIFE WITH PARKINSON'S.

NAME OF RECIPIENT - LEUKEMIA & LYMPHOMA SOCIETY

TO FIGHT AGAINST LEUKEMIA, LYMPHOMA AND MYELOMA AND TO IMPROVE THE

QUALITY OF LIFE OF PATIENTS AND THEIR FAMILIES.

NAME OF RECIPIENT - MAKE A WISH

TO ENRICH THE LIVES OF CHILDREN WITH LIFE-THREATENING MEDICAL

CONDITIONS THROUGH ITS WISH-GRANTING WORK.

NAME OF RECIPIENT - LT GEN RICHARD C MANGRUM SQUADRON

TO ASSIST OUR WOUNDED HEROES AND THEIR FAMILIES AS THEY MAKE THEIR WAY

THROUGH LIFE ALTERING CRISIS, RECOVERY AND REHABILITATION.

NAME OF RECIPIENT - MAMMA'S HANDS

TO REAWAKEN WITHIN INDIVIDUALS THE HOPE THEY NEED TO REGAIN THEIR

SELF-RESPECT AND THEIR DESIRE FOR A PRODUCTIVE LIFE.

NAME OF RECIPIENT - CLIMATE SOLUTIONS

TO ACCELERATE PRACTICAL AND PROFITABLE SOLUTIONS TO GLOBAL WARMING BY

GALVANIZING LEADERSHIP, GROWING INVESTMENT AND BRIDGING DIVIDES.

Part XV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - SANKARA EYE FOUNDATION

TO REACH OUT TO THE RURAL POOR AND PROVIDE QUALITY EYE CARE FREE OF COST TO THE NEEDY BY BUILDING OPERATIONALLY SELF-SUFFICIENT SUPER SPECIALTY EYE CARE HOSPITALS ACROSS INDIA.

TO REACH OUT TO THE RURAL POOR AND PROVIDE QUALITY EYE CARE FREE OF COST TO THE NEEDY BY BUILDING OPERATIONALLY SELF-SUFFICIENT EYE CARE HOSPITALS ACROSS INDIA.

NAME OF RECIPIENT - BELLEVUE LIFESPRING

TO PROMOTE STABILITY, SELF-SUFFICIENCY AND INDEPENDENCE FOR THOSE IN NEED IN THE BELLEVUE COMMUNITY THROUGH PROGRAMS AND SERVICES THAT FEED, CLOTHE, SHELTER AND EDUCATE.

NAME OF RECIPIENT - COLLEGE SUCCESS FOUNDATION

TO EMPOWER LOW-INCOME, HIGH POTENTIAL YOUTH TO OVERCOME BARRIERS TO THEIR HIGH SCHOOL EDUCATION AND MAKE POSSIBLE THEIR DREAM OF A COLLEGE DEGREE.

NAME OF RECIPIENT - THE GEORGE WASHINGTON UNIVERSITY

TO PROVIDE AN ENVIRONMENT WHERE KNOWLEDGE IS CREATED AND ACQUIRED AND WHERE CREATIVE ENDEAVORS SEEK TO ENRICH THE EXPERIENCES OF THE GLOBAL SOCIETY.

NAME OF RECIPIENT - SEATTLE SYMPHONY

TO BRING LIVE SYMPHONIC MUSIC TO ADULTS AND CHILDREN WHO WOULD NOT OTHERWISE BE ABLE TO SHARE IN THIS EXPERIENCE.

Part XV **Supplementary Information**

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - STAND FOR CHILDREN LEADERSHIP CENTER

TO TRAIN ORDINARY PEOPLE TO BE EFFECTIVE CITIZEN LEADERS CAPABLE OF SOLVING PROBLEMS FACING CHILDREN.

NAME OF RECIPIENT - WASHINGTON TELUGA SAMITHI

TO ASSIST WITH PRESERVATION AND APPRECIATION OF THE TELUGU PEOPLE'S CULTURE BY PROVING A FORUM FOR TELUGU LITERARY, CULTURAL, EDUCATIONAL, SOCIAL AND COMMUNITY AFFAIRS AND HUMANITARIAN ACTIVITIES.

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
SATYA AND RAO REMALA FOUNDATION	91-6477106

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
SATYA AND RAO REMALA FOUNDATION	91-6477106

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	RAO AND SATYA REMALA 8827 NE 36TH STREET BELLEVUE, WA 98004	$ 339,100.	Person [ ] Payroll [ ] Noncash [X] (Complete Part II for noncash contributions)

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

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

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

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

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

Name of organization	Employer identification number
SATYA AND RAO REMALA FOUNDATION	91-6477106

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	10000 SHARES MICROSOFT CORPORATION STOCK	$ 339,100.	10/11/13

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

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

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

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

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

Name of organization: SATYA AND RAO REMALA FOUNDATION

Employer identification number: 91-6477106

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
SALE OF PUBLICALLY TRADED SECURITIES	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,699,981.	1,740,834.	0.	0.	-40,853.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SALE OF PUBLICALLY TRADED SECURITIES	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
440,982.	367,873.	0.	0.	73,109.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SALE OF PUBLICALLY TRADED SECURITIES	DONATED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
338,904.	273,500.	0.	0.	65,404.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
AMERICAN STOCK TRANSFER & TRUST	PURCHASED	VARIOUS	02/08/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
4.	0.	0.	0.	4.

CAPITAL GAINS DIVIDENDS FROM PART IV	90,390.
TOTAL TO FORM 990-PF, PART I, LINE 6A	188,054.

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
TAX EXEMPT INTEREST, NET OF INVSTMT EXPENSE	4,349.	0.	4,349.
UBS 15924	46.	46.	46.
TOTAL TO PART I, LINE 3	4,395.	46.	4,395.

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
JP MORGAN CHASE #0000	152,582.	64,965.	87,617.	87,617.	87,617.
SCHWAB 8452	9,714.	0.	9,714.	9,714.	9,714.
SCHWAB 8453	114,681.	18,418.	96,263.	96,263.	96,263.
UBS FINANCIAL	23,017.	3,262.	19,755.	19,755.	19,755.
VANGUARD	41,732.	3,745.	37,987.	37,987.	37,987.
TO PART I, LINE 4	341,726.	90,390.	251,336.	251,336.	251,336.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	9,250.	4,625.	0.	4,625.
TO FORM 990-PF, PG 1, LN 16B	9,250.	4,625.	0.	4,625.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISOR	37,451.	37,451.	0.	0.
TO FORM 990-PF, PG 1, LN 16C	37,451.	37,451.	0.	0.

FORM 990-PF TAXES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX	841.	841.	0.	0.
FEDERAL EXCISE TAX	57,178.	0.	0.	0.
STATE EXCISE TAX	25.	0.	0.	25.
TO FORM 990-PF, PG 1, LN 18	58,044.	841.	0.	25.

FORM 990-PF OTHER EXPENSES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PARKING	175.	0.	0.	175.
BUSINESS EXPENSES	828.	0.	0.	828.
CREDIT CARD FEES	300.	0.	0.	300.
MISCELLANEOUS	129.	0.	0.	129.
TO FORM 990-PF, PG 1, LN 23	1,432.	0.	0.	1,432.

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
VARIOUS EQUITIES - SEE ATTACHED	6,469,284.	7,817,182.
TOTAL TO FORM 990-PF, PART II, LINE 10B	6,469,284.	7,817,182.

FORM 990-PF CORPORATE BONDS STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
VARIOUS BONDS - SEE ATTACHED	3,338,191.	3,345,111.
TOTAL TO FORM 990-PF, PART II, LINE 10C	3,338,191.	3,345,111.

FORM 990-PF OTHER ASSETS STATEMENT 10

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
AMOUNTS TAXED, BUT NOT RECEIVED	1,458.	346.	346.
TO FORM 990-PF, PART II, LINE 15	1,458.	346.	346.

FORM 990-PF OTHER LIABILITIES STATEMENT 11

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
CREDIT CARDS PAYABLE	21,591.	5,362.
TOTAL TO FORM 990-PF, PART II, LINE 22	21,591.	5,362.

FORM 990-PF EXPLANATION CONCERNING PART VII-A, LINE 12 STATEMENT 12

EXPLANATION

DURING THE 2013 TAX YEAR, FOUNDATION MADE A DONATION OF $25,000 TO THE SEATTLE FOUNDATION IN A DONOR ADVISED FUND. THE FOUNDATION TREATED THE ENTIRE $25,000 DONATION AS A QUALIFYING DISTRIBUTION. THE TAXPAYER MAKES FREQUENT DONATIONS TO THE SEATTLE FOUNDATION AND JOINS WITH THE AREA CHARITABLE COMMUNITY UTILIZING THE SEATTLE FOUNDATION'S INFORMATION GATHERING FOR ASSESSMENT OF CHARITABLE NEEDS IN THE COMMUNITY. THE SEATTLE FOUNDATION SERVES TO FACILATE THE PLANNING FOR MULTI YEAR GRANTS TO AREA CHARITIES AS WELL AS LARGER SINGLE DONATIONS TO CHARITIES IN NEED.

FORM 990-PF SUMMARY OF PROGRAM-RELATED INVESTMENTS STATEMENT 13

DESCRIPTION

GLOBAL HEALTH INVESTMENT FUND I, LLC (THE "FUND") SEEKS TO PROVIDE AFFORDABLE FUNDING TO SUPPORT THE DEVELOPMENT OF DRUGS, VACCINES, PREVENTATIVE, DIAGNOSTICS AND OTHER PRODUCTS TO ADDRESS GLOBAL HEALTH CHALLANGES THAT DISPROPORTIONATELY IMPACT DEVELOPING COUNTRIES. THE FUND IS A COLLABORATION AMOUNG JP MORGAN, THE BILL & MELINDA GATES FOUNDATION AND LION'S HEAD GLOBAL PARTNERS.

	AMOUNT
TO FORM 990-PF, PART IX-B, LINE 1	2,800.

FORM 990-PF PART XV - LINE 1A STATEMENT 14
LIST OF FOUNDATION MANAGERS

NAME OF MANAGER

RAO V. REMALA
SATYA K. REMALA

Satya and Rao Remala Foundation 91-6477106

ATTACHMENT TO FORM 990-PF

Reporting Payments for Professional Services

Part I, Line 16, Column (a)

Name of Provider	Type of Service Provided	Amount Paid
Line 16b, Accounting Fees		
Smith Bunday Berman Britton	990-PF Preparation	9,250
		9,250
Line 16c, Other Professional Services:		
UBS Financial	Investment Services	6,689
Vanguard	Investment Services	3,778
JP Morgan Chase	Investment Services	13,724
Cornerstone Advisors	Investment Services	13,263
		37,453

Satya and Rao Remala Foundation 91-6477106

ATTACHMENT TO FORM 990-PF

Summary of Equities

Name	Market Value as of 12/31/13	Book Value as of 12/31/13
UBS WI-15924-JJ	724,469.93	534,346.66
JP Morgan Chase #A74750000	2,957,760.08	2,456,850.27
Charles Schwab #8452	374,100.00	339,100 00
Charles Schwab #8453	1,984,865 76	1,703,368.42
Vanguard	1,775,986 08	1,435,618.60
	7,817,181.85	6,469,283.95

SATYA AND RAO REMALA FOUNDATION 91-6477106

ATTACHMENT TO FORM 990-PF

VARIOUS EQUITIES -- UBS #15924

Name	Quantity	Market Value as of 12/31/13	Book Value as of 12/31/13
Alpha Natural Resources Inc	10,295	73,506.30	81,007.73
American Capital LTD	2,300	35,972.00	20,253 94
Ares Capital Corp	1,700	30,209.00	20,628 51
Endeavor International Corp	4,166	21,871.50	16,502.15
Gold Resv inc Cl A CAD	14,450	49,563.50	42,169 50
Level 3 Communications Inc	2,100	69,657.00	44,284.49
Resolute FST Prods Inc com	3,974	63,663.48	58,540 77
Ishares Trust S&P 500 Value	457	39,055.22	28,072.76
Ishares Trust S&P 500 Growth	394	38,907 50	23,124 44
Ishares Trust S&P Midcap 400 Value Index Fund	352	40,912 96	22,981.61
Ishares Trust S&P Midcap 400 Growth Index FD	271	40,701.49	17,732 43
Ishares Trust S&P Small CAP 600 Value Index FD	379	42,167 54	23,333.89
Ishares Trust S&P Small CAP 600 Growth Index FD	368	43,648.48	21,461 28
Ishare Trust Intl Select Divid Etf	821	31,148.74	26,611.96
Spdr S&P Dividend Etf	461	33,477 82	26,630.19
Vanguard Intl Equity Index FD Inc FSTE All World Ex-US	1,380	70,007.40	61,011.01
		724,469.93	534,346.66

SATYA AND RAO REMALA FOUNDATION 91-6477106

ATTACHMENT TO FORM 990-PF

VARIOUS EQUITIES -- JP Morgan Chase #A74750000

Name	Quantity	Market Value as of 12/31/13	Book Value as of 12/31/13
BBH Core Select Fund - N	8518.157	182,288.56	150,000.00
BNP Market Plus Spx	50000.000	60,427 89	50,000 00
JPM Large Cap Growth FD-SEL	2091.109	66,455.44	50,577.68
JPM Ren Spx	50000.000	54,360.00	50,000 00
JPM US Large Cap Core Plus FD-SEL	5480 076	152,017.31	125,000.00
JPM Value Advantage Fd-Instl	3850.960	104,553.56	100,000.00
Neuberger Ber MU/C OPP-INS	13684.605	210,058 69	150,000 00
SG Cont Buff EQ SPX 1/8/14	50000 000	57,450 00	50,000.00
Spdr S&P 500 Etf Trust	1456 000	268,908 64	207,643.99
Aston/Fairpointe Mid Cap-I	2930.791	130,918.43	100,000.00
Ishares Core S&P Mid-Cap-I	1504 000	201,250 24	149,115 30
Artisan Intl Value Fund-Inv	13000 499	478,028 35	375,000.00
CS Lev Cont Buff Eq Mxea	50000.000	53,667 50	50,000.00
Dodge & Cox Intl Stock Fund	5270 626	226,847 74	175,000.00
Ishares Msci Eafe Index Fund	1775.000	119,093.63	111,591.11
Barc Market Plus SX5E 3/26/14	50000.000	60,395 00	50,000.00
Vanguard Ftse Europe Etf	900.000	52,920 00	51,184.17
Matthews pacific Tiger FD-IS	3340.155	83,403 67	75,000 00
T-Rowe Price New Asia	9219 053	147,597 04	150,000 00
JPM China Region Fd-Sel	2190.581	46,527.94	40,000 00
Virtus Emerging Mkts Oppor - I	9564.188	91,338 00	96,738.02
JPM Global Res Enh Index Fd - Sel	6127.451	109,252 45	100,000.00
		2,957,760.08	2,456,850 27

SATYA AND RAO REMALA FOUNDATION

91-6477106

ATTACHMENT TO FORM 990-PF

VARIOUS EQUITIES -- CHARLES SCHWAB #8452

Name	Quantity	Market Value as of 12/31/13	Book Value as of 12/31/13
Microsoft Corporation	10,000	374,100.00	339,100.00
		374,100.00	339,100.00

SATYA AND RAO REMALA FOUNDATION 91-6477106

ATTACHMENT TO FORM 990-PF

VARIOUS EQUITIES -- CHARLES SCHWAB #8453

Name	Quantity	Market Value as of 12/31/13	Book Value as of 12/31/13
Cornerstone Adv Glbl Public Eqty Inst	101,176.5750	1,284,942 50	1,011,775.26
Cornerstone Adv Incm Oppty Inst	14,501.0700	155,161.45	145,020.70
Cornerstone Adv Public Alternatives Inst	38,759.4800	393,796 32	388,551.76
Cornerstone Adv Real Assets Inst	15,774.8680	150,965.49	158,020 70
		1,984,865.76	1,703,368.42

SATYA AND RAO REMALA FOUNDATION 91-6477106

ATTACHMENT TO FORM 990-PF

VARIOUS EQUITIES -- VANGUARD

Name	Quantity	Market Value as of 12/31/13	Book Value as of 12/31/13
Vanguard Intermediate-Term Investment Grade Fund ADM	13,654.942	132,043.29	132,019.34
Vanguard Short-term Investment Grade Fund ADM	9,726.368	104,072.14	103,320.42
Vanguard Total International Bond IX ADM	6,633.698	131,413.56	132,335 36
Vanguard Total International Stock Index Fund ADM	11,892.526	333,109.65	304,646.71
Vanguard Total Bond Market Index Fund ADM	26,784.774	282,847.21	279,527.05
Vanguard Total Stock Market Index Fund ADM	16,973 661	792,500.23	483,769.72
		1,775,986.08	1,435,618.60

Satya and Rao Remala Foundation 91-6477106

ATTACHMENT TO FORM 990-PF

Summary of Bonds

Name	Market Value as of 12/31/13	Book Value as of 12/31/13
UBS WI-15923-JJ	100,000.00	100,000.00
UBS WI-15924-JJ	356,289.20	348,074.20
JP Morgan Chase #A74750000	2,150,061.75	2,176,572.17
JP Morgan Chase #A73384005	2,800.00	2,800 00
Charles Schwab #8453	735,959.76	710,744.55
	3,345,110.71	3,338,190.92

SATYA AND RAO REMALA FOUNDATION 91-6477106

ATTACHMENT TO FORM 990-PF

VARIOUS BONDS -- UBS Account WI-15923-JJ

Name	Quantity	Market Value as of 12/31/13	Book Value as of 12/31/13
UBS Select Treasury Investor Fund	100,000	100,000.00	100,000 00
		100,000.00	100,000.00

SATYA AND RAO REMALA FOUNDATION 91-6477106

ATTACHMENT TO FORM 990-PF

VARIOUS BONDS -- UBS #15924

Name	Quantity	Market Value as of 12/31/13	Book Value as of 12/31/13
Ares Dynamic CR Strategies FD	1,696	30,494.08	30,200 53
Nuveen High Yield Municipal Bond Fund I	4,144	63,654.66	60,635.41
Aqr Risk Parity Fund	3,775	40,656 56	43,895 02
Blackrock Global Allocation Fund Inc Institutional	2,153	46,135.46	43,110 75
Invesco Balanced Risk Allocation Fund Y	3,505	41,672 93	44,475.25
IVY Asset Strategy Fund Class I	1,541	49,731.01	40,463.58
Pimco All Asset All Authority Fund Class I	3,938	38,985.11	43,625 24
Wells Fargo Asset Allocation Fund Admin Shs	3,182	44,959.39	41,668 42
		356,289.20	348,074 20

SATYA AND RAO REMALA FOUNDATION 91-6477106

ATTACHMENT TO FORM 990-PF

VARIOUS BONDS -- JP Morgan Chase #A74750000

Name	Quantity	Market Value as of 12/31/13	Book Value as of 12/31/13
JPM Access Multi-Strategy Fund II	35963.705	615,005 54	600,000.00
Pimco Unconstrained Bond - P	8553 822	94,861 89	98,711.11
Ishares Cohen & Steers Realty Majors	1000 000	74,720 00	88,793 00
JPM Cont Buff EQ Brent	15000.000	15,537.00	15,000.00
JPM Enhanced Beta Daily Return Note	55000.000	56,039 50	55,000.00
Pimco Commoditypl Strat - P	6915 834	73,791 95	75,000 00
SG Brent Cben	35000 000	38,097.50	35,000.00
Doubleline Total Ret BD-I	17601 910	189,748.61	200,000 00
Eaton Vance Floating Rate - I	16677.400	153,265 32	150,600 79
JPM Str Inc Opp FD - SEL	17065 050	202,903.40	200,000.00
JPM Short Duration Bond FD - SEL	18161.190	197,775.37	200,000 00
JPM Inflation Mgd Bond FD - SEL	6897 610	71,597.23	75,000.00
Pimco Total Return Fund - P	17388.550	185,883.56	200,000.00
Blackrock High Yield Bond	12895.460	105,871.71	101,297.90
Dreyfus Emg Mkt Debt Loc C-I	3132.100	43,442.17	47,169 37
HSBC Market Plus FX Bskt	35000 000	31,521.00	35,000 00
		2,150,061.75	2,176,572.17

SATYA AND RAO REMALA FOUNDATION | 91-6477106

ATTACHMENT TO FORM 990-PF

VARIOUS BONDS -- JP Morgan Chase #W73384005

Name	Quantity	Market Value as of 12/31/13	Book Value as of 12/31/13
Global Health Investment Fund I	2,800 000	2,800.00	2,800.00
		2,800 00	2,800.00

SATYA AND RAO REMALA FOUNDATION 91-6477106

ATTACHMENT TO FORM 990-PF

BONDS -- CHARLES SCHWAB #8453

Name	Quantity	Market Value as of 12/31/13	Book Value as of 12/31/13
Pimco Total Return Fund Institutional Fund	51,647 8330	552,115 33	535,874.97
Templeton Global Bond	14,044.6470	183,844.43	174,869.58
		735,959.76	710,744 55

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

Type or print	Name of exempt organization or other filer, see instructions. SATYA AND RAO REMALA FOUNDATION	Enter filer's identifying number: Employer identification number (EIN) or 91-6477106
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 C/O SBBB, 11808 NORTHUP WAY, SUITE 240	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions. BELLEVUE, WA 98005	

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 ▶ RAO REMALA 11808 NORTHUP WAY, SUITE 240 - BELLEVUE, WA 98005
  Telephone No ▶ 425-827-8255 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	$ 13,200.
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	$ 37,680.
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	$ 0.

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

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

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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 ▶ [ ]

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Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions. SATYA AND RAO REMALA FOUNDATION	Enter filer's identifying number Employer identification number (EIN) or 91-6477106
	Number, street, and room or suite no. If a P O. box, see instructions C/O SBBB, 11808 NORTHUP WAY, SUITE 240	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions BELLEVUE, WA 98005	

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

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▶ [X] calendar year 2013 or
▶ [ ] tax year beginning ______ , and ending ______

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