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## Return of Private Foundation

OMB No. 1545-0052

2013

Open to Public Inspection

Department of the Treasury  
Internal Revenue Service

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

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For calendar year 2013 or tax year beginning , 2013, and ending , 20

Name of foundation CHARLES AND HELEN SCHWAB FOUNDATION		A Employer identification number 94-3374170
Number and street (or P O box number if mail is not delivered to street address) 201 MISSION STREET		Room/suite 1960
City or town, state or province, country, and ZIP or foreign postal code SAN FRANCISCO, CA 94105		C If exemption application is pending, check here . . . . . ► <input type="checkbox"/>
G Check all that apply Initial return Final return Address change		D 1 Foreign organizations, check here . . . . . ► <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation . . . . . ► <input type="checkbox"/>
H Check type of organization X Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here . . . . . ► <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ► \$ 270,816,062		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here . . . . . ► <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue  Operating and Administrative Expenses	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	907	907		ATCH 1
	4 Dividends and interest from securities	2,484,016	2,484,016		ATCH 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	4,102,639			
	b Gross sales price for all assets on line 6a	4,116,226			
	7 Capital gain net income (from Part IV, line 2)		4,102,639		
	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) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	6,587,562	6,587,562		
	13 Compensation of officers, directors, trustees, etc	304,434			250,709
	14 Other employee salaries and wages	66,207			58,474
	15 Pension plans, employee benefits	80,876			65,059
	16a Legal fees (attach schedule) ATCH 3	63,781			61,646
	b Accounting fees (attach schedule) ATCH 4	28,794			28,794
	c Other professional fees (attach schedule) *	16,925			15,700
	17 Interest	2,455,720			
	18 Taxes (attach schedule) (see instructions) ATCH 6				
19 Depreciation (attach schedule) and depletion				-455	
20 Occupancy	18,358			17,783	
21 Travel, conferences, and meetings	1,660			1,660	
22 Printing and publications	-302,738			-318,274	
23 Other expenses (attach schedule) ATCH 7					
24 Total operating and administrative expenses	2,734,017			181,096	
Add lines 13 through 23	10,222,349			12,373,455	
25 Contributions, gifts, grants paid	12,956,366	0	0	12,554,551	
26 Total expenses and disbursements Add lines 24 and 25					
27 Subtract line 26 from line 12	-6,368,804				
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)	6,587,562				
c Adjusted net income (if negative, enter -0-)					

91K 4

<b>Part II Balance Sheets</b>		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions )		
		Beginning of year	End of year	
Assets	1 Cash - non-interest-bearing . . . . .	(a) Book Value	(b) Book Value	(c) Fair Market Value
	2 Savings and temporary cash investments . . . . .	12,216,662	5,736,768	5,736,768
	3 Accounts receivable ►			
	Less allowance for doubtful accounts ►			
	4 Pledges receivable ►			
	Less allowance for doubtful accounts ►			
	5 Grants receivable . . . . .			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .			
	7 Other notes and loans receivable (attach schedule) ►			
	Less allowance for doubtful accounts ►			
	8 Inventories for sale or use . . . . .			
	9 Prepaid expenses and deferred charges . . . . .			
	10 a Investments - U S and state government obligations (attach schedule) . . . . .			
	b Investments - corporate stock (attach schedule) ATCH 8 . . . . .	148,626,933	265,061,690	265,061,690
	c Investments - corporate bonds (attach schedule) . . . . .			
Liabilities	11 Investments - land, buildings, and equipment basis ►			
	Less accumulated depreciation ►			
	12 Investments - mortgage loans . . . . .			
	13 Investments - other (attach schedule) . . . . .			
	14 Land, buildings, and equipment basis ►			
	Less accumulated depreciation ►			
	15 Other assets (describe ► ATCH 9 ) . . . . .	23,025	17,604	17,604
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .	160,866,620	270,816,062	270,816,062
	17 Accounts payable and accrued expenses . . . . .	2,803	16,118	
	18 Grants payable . . . . .	3,374,772	1,473,666	
	19 Deferred revenue . . . . .			
	20 Loans from officers, directors, trustees, and other disqualified persons . . . . .			
	21 Mortgages and other notes payable (attach schedule) . . . . .			
	22 Other liabilities (describe ► ATCH 10 ) . . . . .	3,237,047	5,245,500	
	23 Total liabilities (add lines 17 through 22) . . . . .	6,614,622	6,735,284	
	Foundations that follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
Net Assets or Fund Balances	24 Unrestricted . . . . .	154,251,998	264,080,778	
	25 Temporarily restricted . . . . .			
	26 Permanently restricted . . . . .			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds . . . . .			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .			
	29 Retained earnings, accumulated income, endowment, or other funds . . . . .			
	30 Total net assets or fund balances (see instructions) . . . . .	154,251,998	264,080,778	
	31 Total liabilities and net assets/fund balances (see instructions) . . . . .	160,866,620	270,816,062	

**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	154,251,998
2 Enter amount from Part I, line 27a . . . . .	2	-6,368,804
3 Other increases not included in line 2 (itemize) ► ATCH 11 . . . . .	3	116,221,202
4 Add lines 1, 2, and 3 . . . . .	4	264,104,396
5 Decreases not included in line 2 (itemize) ► ATCH 12 . . . . .	5	23,618
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	264,080,778

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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 SEE PART IV SCHEDULE					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
(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					
b					
c					
d					
e					
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					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	4,102,639	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 . . . . .	{ . . . . . }		3	0	

**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	9,557,679	149,287,572	0 064022
2011	850,898	144,361,048	0 005894
2010	12,479,170	194,902,487	0 064028
2009	18,454,885	226,749,646	0 081389
2008	21,337,467	247,301,340	0 086281

2 Total of line 1, column (d) . . . . .	2	0 301614
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years . . . . .	3	0 060323
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5 . . . . .	4	149,942,887
5 Multiply line 4 by line 3 . . . . .	5	9,045,005
6 Enter 1% of net investment income (1% of Part I, line 27b) . . . . .	6	65,876
7 Add lines 5 and 6 . . . . .	7	9,110,881
8 Enter qualifying distributions from Part XII, line 4 . . . . .	8	12,804,551

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 ► <input type="checkbox"/> and enter "N/A" on line 1 . . .	} 1	65,876
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . .		
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	
3	Add lines 1 and 2 . . .	3	65,876
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0- . . .	5	65,876
6	<b>Credits/Payments</b>		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 . . .	6a	163,782
b	Exempt foreign organizations - tax withheld at source . . .	6b	
c	Tax paid with application for extension of time to file (Form 8868) . . .	6c	15,000
d	Backup withholding erroneously withheld . . .	6d	
7	Total credits and payments Add lines 6a through 6d . . .	7	178,782
8	Enter any <b>penalty</b> for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached . . .	8	
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . ► 9	9	
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . ► 10	10	112,906
11	Enter the amount of line 10 to be <b>Credited to 2014 estimated tax</b> ► 112,906 <b>Refunded</b> ► 11	11	

**Part VII-A Statements Regarding Activities**

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? . . .	Yes	No
1a		X	
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? . . .	Yes	
	<i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		
1c	Did the foundation file Form 1120-POL for this year? . . .	Yes	
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . <i>If "Yes," attach a detailed description of the activities</i>	Yes	
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i> . . .	Yes	
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . .	Yes	
b	If "Yes," has it filed a tax return on Form 990-T for this year? . . .	Yes	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	Yes	
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? . . .	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► CA, DE, . . .	Yes	
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? <i>If "No," attach explanation</i> . . .	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i> . . .	Yes	
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i> . . .	Yes	

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

11	X
12	X
13	X
Website address ► WWW.SCHWABFOUNDATION.ORG	
14	Telephone no ► (415)795-4920
Located at ► 201 MISSION STREET SAN FRANCISCO, CA ZIP+4 ► 94105	
15	► 15
16	Yes No
See the instructions for exceptions and filing requirements for Form TD F 90-221. If "Yes," enter the name of the foreign country ►	

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly)	Yes	No
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
1b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>		
1c	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
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? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		

**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	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	5b	X
	Organizations relying on a current notice regarding disaster assistance check here . . . . . ► <input type="checkbox"/>			
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? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	X
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	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? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	7b	X
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? . . . . .			

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

<b>1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).</b>				
(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
ATCH 13		304,434	45,500	0
-----				
-----				
-----				
-----				

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
-----				
-----				
-----				
-----				
-----				
-----				
Total number of other employees paid over \$50,000 . . . . .				1

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**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

**Total number of others receiving over \$50,000 for professional services . . . . .** ►

## **Part IX-A      Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.		Expenses
1	NONE	
2		
3		
4		

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

Summary of Program-Related Investments (See Instructions)		Amount
Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.		
<b>1</b>	WEB-BASED DATA MANAGEMENT PLATFORMS	
		250,000
<b>2</b>		
All other program-related investments See instructions		
<b>3</b>	NONE	
<b>Total.</b> Add lines 1 through 3. ►		250,000

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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 145,697,002
b	Average of monthly cash balances	1b 6,529,279
c	Fair market value of all other assets (see instructions)	1c
d	<b>Total</b> (add lines 1a, b, and c)	1d 152,226,281
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e
2	Acquisition indebtedness applicable to line 1 assets	2
3	Subtract line 2 from line 1d	3 152,226,281
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4 2,283,394
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	5 149,942,887
6	<b>Minimum investment return.</b> Enter 5% of line 5	6 7,497,144

**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 7,497,144
2a	Tax on investment income for 2013 from Part VI, line 5	2a 65,876
b	Income tax for 2013 (This does not include the tax from Part VI)	2b
c	Add lines 2a and 2b	2c 65,876
3	Distributable amount before adjustments Subtract line 2c from line 1	3 7,431,268
4	Recoveries of amounts treated as qualifying distributions	4
5	Add lines 3 and 4	5 7,431,268
6	Deduction from distributable amount (see instructions)	6
7	<b>Distributable amount as adjusted</b> Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7 7,431,268

**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 12,554,551
b	Program-related investments - total from Part IX-B	1b 250,000
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	<b>Qualifying distributions</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4 12,804,551
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5 65,876
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6 12,738,675

**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 . . . . .				7,431,268
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only . . . . .				
b Total for prior years 20 11 , 20 10 , 20 09				
3 Excess distributions carryover, if any, to 2013				
a From 2008 . . . . .	7,076,743			
b From 2009 . . . . .	7,175,773			
c From 2010 . . . . .	3,092,160			
d From 2011 . . . . .				
e From 2012 . . . . .	2,349,642			
f Total of lines 3a through e . . . . .	19,694,318			
4 Qualifying distributions for 2013 from Part XII, line 4 ► \$ 12,804,551				
a Applied to 2012, but not more than line 2a . . . . .				
b Applied to undistributed income of prior years (Election required - see instructions) . . . . .				
c Treated as distributions out of corpus (Election required - see instructions) . . . . .				
d Applied to 2013 distributable amount . . . . .				7,431,268
e Remaining amount distributed out of corpus . . . . .	5,373,283			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:	25,067,601			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed . . . . .				
d Subtract line 6c from line 6b Taxable amount - see instructions . . . . .				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount - see instructions . . . . .				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014 . . . . .				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . . . .				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . . . .	7,076,743			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a . . . . .	17,990,858			
10 Analysis of line 9				
a Excess from 2009 . . . . .	7,175,773			
b Excess from 2010 . . . . .	3,092,160			
c Excess from 2011 . . . . .				
d Excess from 2012 . . . . .	2,349,642			
e Excess from 2013 . . . . .	5,373,283			

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

NOT APPLICABLE

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				(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
2a 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)(ii) . . . . .					
(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.

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

SEE ATTACHMENT A, PAGE 1

c Any submission deadlines

SEE ATTACHMENT A, PAGE 1

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

SEE ATTACHMENT A, PAGE 1

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>Name and address (home or business)</b>				
<b>a Paid during the year</b> SEE ATTACHMENT B ATTACHED				12,373,455
<b>Total . . . . .</b>			► 3a	12,373,455
<b>b Approved for future payment</b> SEE ATTACHMENT C ATTACHED				1,500,000
<b>Total . . . . .</b>			► 3b	1,500,000

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Form 990-PF (2013)

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

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions )
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue						
a						
b						
c						
d						
e						
f						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments				14	907	
4 Dividends and interest from securities				14	2,484,016	
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	4,102,639	
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)					6,587,562	
13 Total Add line 12, columns (b), (d), and (e)						6,587,562

13 Total. Add line 12, columns (b), (d), and (e) . . . . .  
(See worksheet in line 13 instructions to verify calculations )

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

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

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

<b>Sign Here</b>	<p>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</p> <div style="display: flex; justify-content: space-between;"> <div style="flex: 1;">  <p>Signature of officer or trustee</p> </div> <div style="flex: 1; text-align: center;"> <p>11/14/14</p> <p>Date</p> </div> <div style="flex: 1;">  <p>Title</p> </div> </div> <div style="border: 1px solid black; padding: 5px; margin-top: 10px;"> <p>May the IRS discuss this return with the preparer shown below (see instructions)?</p> <p><input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p> </div>		
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<b>Paid Preparer Use Only</b>	Print/Type preparer's name <b>CHRISTINA BECKWITH</b>	Preparer's signature <i>C Beckwith</i>	Digitally signed by Beckwith, Christina	Date <b>11/12/14</b>	Check <input type="checkbox"/> if self-employed	PTIN <b>P00539266</b>
	Firm's name <b>► GRANT THORNTON, LLP</b>	Firm's EIN ► <b>36-6055558</b>				
	Firm's address <b>► 150 ALMADEN BLVD , SUITE 600 SAN JOSE, CA</b>	95113		Phone no <b>408-275-9000</b>		

CHARLES AND HELEN SCHWAB FOUNDATION

94-3374170

## FORM 990-PF - PART IV

## CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
4,116,226		SALE OF STOCK 13,587				VAR 4,102,639	11/21/2013	
TOTAL GAIN (LOSS)						<u>4,102,639</u>		

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FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTSATTACHMENT 1

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INTEREST INCOME	907.	907.
TOTAL	<u>907.</u>	<u>907.</u>

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIESATTACHMENT 2

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
DIVIDEND INCOME	2,484,016	2,484,016.
TOTAL	<u><u>2,484,016.</u></u>	<u><u>2,484,016.</u></u>

FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
LEGAL FEES	63,781.			61,646.
TOTALS	<u><u>63,781</u></u>			<u><u>61,646</u></u>

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ACCOUNTING FEES	28,794.		28,794.	
TOTALS	<u>28,794.</u>		<u>28,794.</u>	

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>CHARITABLE PURPOSES</u>
OTHER PROFESSIONAL FEES	16,925.	15,700.
TOTALS	<u>16,925.</u>	<u>15,700.</u>

ATTACHMENT 6FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
CURRENT EXCISE TAX	131,753.
DEFERRED EXCISE TAX	2,323,967.
TOTALS	<u>2,455,720</u>

## FORM 990PF, PART I - OTHER EXPENSES

## REVENUE

## AND

EXPENSES  
PER BOOKS

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS
STAFF EDUCATION AND DEVELOPMNT	3,965.
INSURANCE	18,328.
PAYROLL PROCESSING	13,092.
BANK CHARGES	2,773.
OFFICE SUPPLIES	1,267.
POSTAGE AND DELIVERY	1,497.
COMPUTER HARDWARE AND SOFTWARE	21,573
REGISTRATION FEES	7,249.
ANNUAL DUES	3,563.
WEBSITE TECHNICAL OPERATIONS	11,033.
RESEARCH AND KNOWLEDGE	1,719.
AMORTIZATION OF CREDIT SUPPORT	-393,847.
MEMBERSHIP DUES	5,050.
TOTALS	<u><u>-302,738.</u></u>

CHARITABLE  
PURPOSES

CHARITABLE PURPOSES
3,965.
5,880.
12,670.
2,773.
1,559.
1,405.
18,707
3,563
11,033
7,249
1,719.
-393,847.
5,050
<u><u>-318,274</u></u>

ATTACHMENT 7

FORM 990PE, PART III - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
10,350,065 SHS CHARLES SCHWAB	265,061,690.	265,061,690.
TOTALS	<u><u>265,061,690.</u></u>	<u><u>265,061,690.</u></u>

ATTACHMENT 8

FORM 990PF, PART II - OTHER ASSETS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
PREPAID EXP AND OTHER ASSETS	17,604.	17,604.
TOTALS	<u>17,604.</u>	<u>17,604.</u>

ATTACHMENT 9

ATTACHMENT 10FORM 990PF, PART II - OTHER LIABILITIES

<u>DESCRIPTION</u>	<u>ENDING</u>	<u>BOOK VALUE</u>
OTHER ACCRUED LIABILITIES	106,220	
DEFERRED EXCISE TAX LIABILITY	4,482,869	
CREDIT SUPPORT AGREEMENT	656,411	
TOTALS		<u>5,245,500</u>

ATTACHMENT 11FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
UNREALIZED LOSS ON INVESTMENTS	116,198,342.
IN-KIND CONTRIBUTIONS	22,860.
TOTAL	<u>116,221,202.</u>

ATTACHMENT 12FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
IN-KIND EXPENSE	23,618.
TOTAL	<u>23,618.</u>

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 13

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS</u>	<u>EXPENSE ACCT</u>
			<u>TO EMPLOYEE</u>	<u>AND OTHER ALLOWANCES</u>
<u>BENEFIT PLANS</u>	<u>ALLOWANCES</u>			
HELEN O SCHWAB 201 MISSION STREET 1960 SAN FRANCISCO, CA 94105	PRESIDENT  50			
CHARLES R SCHWAB 201 MISSION STREET 1960 SAN FRANCISCO, CA 94105	CHAIRMAN  50			
KATIE SCHWAB PAIGE 201 MISSION STREET 1960 SAN FRANCISCO, CA 94105	DIRECTOR  50			
NANCY BECHTLE 201 MISSION STREET 1960 SAN FRANCISCO, CA 94105	DIRECTOR AND SECRETARY  .50			
CHARMEL HUFFMAN - CYP 201 MISSION STREET 1960 SAN FRANCISCO, CA 94105	ASSIST TREASURER  50			

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 13 (CONT'D)

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
KRISTI KIMBALL 201 MISSION STREET 1960 SAN FRANCISCO, CA 94105	EXECUTIVE DIRECTOR 40 00	185,728.	22,500	0
CATHERINE A MOLNAR 201 MISSION STREET 1960 SAN FRANCISCO, CA 94105	TREASURER 50			
DIANNE BARNEY 201 MISSION STREET 1960 SAN FRANCISCO, CA 94105	TREASURER 40 00	118,706	23,000	
	GRAND TOTALS	<u><u>304,434</u></u>	<u><u>45,500</u></u>	<u><u>0</u></u>

**SCHEDULE D  
(Form 1041)**Department of the Treasury  
Internal Revenue Service**Capital Gains and Losses**

OMB No 1545-0092

► Attach to Form 1041, Form 5227, or Form 990-T  
 ► Use Form 8949 to list your transactions for lines 1b, 2, 3, 8b, 9 and 10  
 ► Information about Schedule D and its separate instructions is at [www.irs.gov/form1041](http://www.irs.gov/form1041).

**2013**

Name of estate or trust

CHARLES AND HELEN SCHWAB FOUNDATION

Employer identification number

94-3374170

**Note:** Form 5227 filers need to complete **only** Parts I and II**Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less**

See instructions for how to figure the amounts to enter on the lines below

This form may be easier to complete if you round off cents to whole dollars

	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part I, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
1a Totals for all short-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions) However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 1b				
1b Totals for all transactions reported on Form(s) 8949 with <b>Box A</b> checked . . . . .				
2 Totals for all transactions reported on Form(s) 8949 with <b>Box B</b> checked . . . . .				
3 Totals for all transactions reported on Form(s) 8949 with <b>Box C</b> checked . . . . .				
4 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824 . . . . .				4
5 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .				5
6 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2012 Capital Loss Carryover Worksheet . . . . .				6 ( )
7 Net short-term capital gain or (loss). Combine lines 1a through 6 in column (h). Enter here and on line 17, column (3) on the back . . . . . ►				7

**Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year**

See instructions for how to figure the amounts to enter on the lines below

This form may be easier to complete if you round off cents to whole dollars

	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part II, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
8a Totals for all long-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions) However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 8b				
8b Totals for all transactions reported on Form(s) 8949 with <b>Box D</b> checked . . . . .	4,116,226	13,587		4,102,639
9 Totals for all transactions reported on Form(s) 8949 with <b>Box E</b> checked . . . . .				
10 Totals for all transactions reported on Form(s) 8949 with <b>Box F</b> checked . . . . .				
11 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824 . . . . .				11
12 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .				12
13 Capital gain distributions . . . . .				13
14 Gain from Form 4797, Part I . . . . .				14
15 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2012 Capital Loss Carryover Worksheet . . . . .				15 ( )
16 Net long-term capital gain or (loss). Combine lines 8a through 15 in column (h). Enter here and on line 18a, column (3) on the back . . . . . ►				16 4,102,639

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2013

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<b>Part III Summary of Parts I and II</b>		<b>(1) Beneficiaries' (see instr.)</b>	<b>(2) Estate's or trust's</b>	<b>(3) Total</b>
17	Net short-term gain or (loss) . . . . .	17		
18	Net long-term gain or (loss):			
a	Total for year . . . . .	18a		4,102,639
b	Unrecaptured section 1250 gain (see line 18 of the wrksht) . . . . .	18b		
c	28% rate gain . . . . .	18c		
19	<b>Total net gain or (loss).</b> Combine lines 17 and 18a. . . . . ►	19		4,102,639

**Note:** If line 19, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 18a and 19, column (2), are net gains, go to Part V, and do not complete Part IV. If line 19, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

#### Part IV Capital Loss Limitation

20	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of	20	( )
a The loss on line 19, column (3) or b \$3,000 . . . . .			

**Note:** If the loss on line 19, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

#### Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part only if both lines 18a and 19 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

**Caution:** Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if:

- Either line 18b, col (2) or line 18c, col (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero

Form 990-T trusts. Complete this part only if both lines 18a and 19 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 18b, col (2) or line 18c, col (2) is more than zero.

21	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34). . .	21		
22	Enter the smaller of line 18a or 19 in column (2) but not less than zero. . . . .	22		
23	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T). . .	23		
24	Add lines 22 and 23 . . . . .	24		
25	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0-. . . ►	25		
26	Subtract line 25 from line 24 If zero or less, enter -0- . . . . .	26		
27	Subtract line 26 from line 21 If zero or less, enter -0- . . . . .	27		
28	Enter the smaller of the amount on line 21 or \$2,450 . . . . .	28		
29	Enter the smaller of the amount on line 27 or line 28 . . . . .	29		
30	Subtract line 29 from line 28 If zero or less, enter -0- This amount is taxed at 0% . . . . . ►	30		
31	Enter the smaller of line 21 or line 26 . . . . .	31		
32	Subtract line 30 from line 26 . . . . .	32		
33	Enter the smaller of line 21 or \$11,950 . . . . .	33		
34	Add lines 27 and 30 . . . . .	34		
35	Subtract line 34 from line 33 If zero or less, enter -0- . . . . .	35		
36	Enter the smaller of line 32 or line 35 . . . . .	36		
37	Multiply line 36 by 15%. . . . . ►	37		
38	Enter the amount from line 31 . . . . .	38		
39	Add lines 30 and 36 . . . . .	39		
40	Subtract line 39 from line 38 If zero or less, enter -0- . . . . .	40		
41	Multiply line 40 by 20% . . . . . ►	41		
42	Figure the tax on the amount on line 27 Use the 2013 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . . .	42		
43	Add lines 37, 41, and 42 . . . . .	43		
44	Figure the tax on the amount on line 21 Use the 2013 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . . .	44		
45	<b>Tax on all taxable income.</b> Enter the smaller of line 43 or line 44 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) . . . . . ►	45		

Schedule D (Form 1041) 2013

**Name(s) shown on return (Name and SSN or taxpayer identification no. not required if shown on other side)**

**Social security number or taxpayer identification number**

CHARLES AND HELEN SCHWAB FOUNDATION

94-3374170

*Most brokers issue their own substitute statement instead of using Form 1099-B. They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS. Before you check Box D, E, or F below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS. Brokers are required to report basis to the IRS for most stock you bought in 2011 or later.*

**Part II** Long-Term. Transactions involving capital assets you held more than one year are long term. For short-term transactions, see page 1.

**Note.** You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a, you are not required to report these transactions on Form 8949 (see instructions).

**You must check Box D, E, or F below. Check only one box.** If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

(D) Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)  
 (E) Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS  
 (F) Long-term transactions not reported to you on Form 1099-B

**2 Totals.** Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ►

4,116,226      13,587      4,102,639

**Note.** If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See *Column (g)* in the separate instructions for how to figure the amount of the adjustment.

**Charles and Helen Schwab Foundation  
990-PF: Attachment A  
Tax Year Ending December 31, 2013**

The Charles and Helen Schwab Foundation believe that every person has the potential and deserves the opportunity to lead a happy and productive life. A quality education holds the key to much of this. Today, many young people in California and beyond are denied the education they deserve. The status quo has not served them well. We seek out organizations that turn the tables on this unacceptable reality to ensure that each student reaches his or her full potential. This is our primary focus.

The Foundation also recognizes that human suffering takes many different forms and affects people from all walks of life. For this reason, we also support organizations which alleviate suffering, take aim at its root cause and give people a fair shot at their own success.

For more than twenty years, the Foundation has had the privilege of collaborating with organizations and individuals who are leaders in their fields. Their work has informed and extended our own. We have learned both from our successes and our failures about the challenges of making a measurable impact. And while our primary focus is California, we recognize that positive impact here will come from those working within and beyond our geographic boundaries. We have enormous respect for the leadership, passion and ingenuity shown by so many working to transform the lives of others. We will continue to seek out organizations which share these qualities and which work tirelessly to make the world a better place.

The Charles and Helen Schwab Foundation was established by Charles and Helen Schwab in 1987. It is a private foundation and is separate from The Charles Schwab Corporation and from the Charles Schwab Corporate Foundation.

*The Charles and Helen Schwab Foundation does not accept unsolicited grant applications, grant proposals or letters of inquiry*

Organization Legal Name	Organization Address	Tax Status	General Program Area And Description Employee Matching Gift Program	Amount Paid
American Red Cross Typhoon Haiyan	431 18th Street NW Washington, DC 20006	501c(3)	Employee Matching Gift Program	100
Aragon High School	900 Alameda de las Pulgas, San Mateo, CA	501c(3)	Employee Matching Gift Program	100
Catholic Relief Services Typhoon Haiyan	228 W Lexington St , Baltimore, Maryland 21201-3413	501c(3)	Employee Matching Gift Program	100
City Of Hope	1500 East Duarte Road, Duarte, CA 91010	501c(3)	Employee Matching Gift Program	50
Commonwealth Club Of California	595 Market Street, San Francisco, CA 94105	501c(3)	Employee Matching Gift Program	155
Daly City Youth Health Center	2780 Junipero Serra Blvd, Daly City, CA 94015	501c(3)	Employee Matching Gift Program	50
Envision Education Inc	111 Myrtle Street, Suite 203, Oakland, CA 94607	501c(3)	Employee Matching Gift Program	2,000
Focus - Town Of Fairfax	142 Bolinas Road Fairfax, CA 94930	501c(3)	Employee Matching Gift Program	250
Invision Shelter Network	974 Willow Street, San Jose, CA 95125	501c(3)	Employee Matching Gift Program	200
National Ms Society	National Multiple Sclerosis Society Southern California & Nevada			
Orchard Valley Fine Arts Foundation	2440 South Sepulveda Blvd , Suite 115 Los Angeles, 90064	501c(3)	Employee Matching Gift Program	50
Second Harvest Food Bank Of Santa Clara And San Mateo	1509 Warburton Avenue, Santa Clara , CA 95050	501c(3)	Employee Matching Gift Program	50
UC San Diego Foundation	2601 Mariposa Street, San Francisco, CA 94118	501c(3)	Employee Matching Gift Program	100
	9500 Gilman Drive, La Jolla, CA 92093	501c(3)	Employee Matching Gift Program	250
			<b>Employee Matching Gift Program Total</b>	<b>3,455</b>
			<b>Human Services</b>	
Hire America'S Heroes	Post Office Box 407 \Redmond, Washington 98073	501c(3)	Human Services	125,000
Iraq And Afghanistan Veterans Of America	292 Madison Avenue, 10th Floor New York, New York 10017	501c(3)	Human Services	190,000
Iraq And Afghanistan Veterans Of America	292 Madison Avenue, 10th Floor New York, New York 10017	501c(3)	Human Services	250,000
National Organization On Disability	5 East 86th Street, New York, NY 10028	501c(3)	Human Services	135,000
National Organization On Disability	5 East 86th Street, New York, NY 10028	501c(3)	Human Services	145,000
Project Hired Industries	1401 Parkmoor Avenue Suite 125 San Jose, CA 95126	501c(3)	Human Services	145,000
San Francisco Free Clinic	4900 California, San Francisco, CA 94118	501c(3)	Human Services	50,000
San Francisco Free Clinic	4900 California, San Francisco, CA 94118	501c(3)	Human Services	50,000
Single Stop Usa	1825 Park Avenue, Suite 203 New York, NY 10035	501c(3)	Human Services	125,000
St Anthony Foundation	150 Golden Gate Avenue San Francisco, CA 94102	501c(3)	Human Services	25,000
St Anthony Foundation	150 Golden Gate Avenue San Francisco, CA 94102	501c(3)	Human Services	100,000
Student Veterans Of America	P O Box 77673Washington, District of Columbia 20013	501c(3)	Human Services	125,000
Swords To Plowshares	1060 Howard St., San Francisco, CA 94103	501c(3)	Human Services	95,000
Swords To Plowshares	1060 Howard St., San Francisco, CA 94103	501c(3)	Human Services	125,000
The Roberts Enterprise Development Fund	221 Main Street, Suite 1550, San Francisco, CA 94105	501c(3)	Human Services	50,000
Tipping Point Community	703 Market Street, Suite 708 San Francisco, CA 94103	501c(3)	Human Services	100,000
Tipping Point Community	703 Market Street Suite 708 San Francisco, CA 94103	501c(3)	Human Services	1,000,000
Year Up Bay Area	210 Spear St, San Francisco, CA 94105	501c(3)	Human Services	125,000
Year Up Bay Area	210 Spear St, San Francisco, CA 94105	501c(3)	Human Services	125,000
			<b>Human Services Total</b>	<b>3,085,000</b>
			<b>K-12 Education Reform</b>	
Achievement First	403 James Street, New Haven, CT 06513	501c(3)	K-12 Education Reform	50,000
American Institutes For Research	2800 Campus , San Mateo, CA 94403	501c(3)	K-12 Education Reform	100,000
Big Picture Learning	325 Public Street, Providence, RI 02905	501c(3)	K-12 Education Reform	250,000

California Charter Schools Association	501c(3)	K-12 Education Reform	500,000
Children Now	501c(3)	K-12 Education Reform	200,000
Children Now	501c(3)	K-12 Education Reform	100,000
Connected	501c(3)	K-12 Education Reform	250,000
Education Resource Strategies	501c(3)	K-12 Education Reform	200,000
Education Trust West	501c(3)	K-12 Education Reform	200,000
Envision Education Inc	501c(3)	K-12 Education Reform	50,000
Expeditionary Learning	501c(3)	K-12 Education Reform	250,000
Foundation For Excellence in Education	501c(3)	K-12 Education Reform	500,000
Innovate Public Schools	501c(3)	K-12 Education Reform	500,000
Kipp Bay Area	501c(3)	K-12 Education Reform	500,000
Kipp Foundation	501c(3)	K-12 Education Reform	200,000
National Alliance For Public Charter Schools	501c(3)	K-12 Education Reform	125,000
New Leaders	501c(3)	K-12 Education Reform	125,000
New Leaders	501c(3)	K-12 Education Reform	125,000
New Schools For New Orleans Inc	501c(3)	K-12 Education Reform	20,000
New Schools Venture Fund	501c(3)	K-12 Education Reform	500,000
New Schools Venture Fund	501c(3)	K-12 Education Reform	500,000
New Teacher Center	501c(3)	K-12 Education Reform	250,000
San Mateo County Office Of Education	501c(3)	K-12 Education Reform	200,000
Schoolzilla	501c(3)	K-12 Education Reform	250,000
Silicon Schools Fund	501c(3)	K-12 Education Reform	500,000
Stand For Children Leadership Center	501c(3)	K-12 Education Reform	250,000
Students First Institute	501c(3)	K-12 Education Reform	500,000
Summit Public Schools	501c(3)	K-12 Education Reform	250,000
Teach For America - Bay Area	501c(3)	K-12 Education Reform	500,000
Teach For America - Hawaii	501c(3)	K-12 Education Reform	150,000
Thomas B Fordham Institute	501c(3)	K-12 Education Reform	125,000
TNTP	501c(3)	K-12 Education Reform	500,000
United Way Of Greater Los Angeles	501c(3)	K-12 Education Reform	200,000
		K-12 Education Reform Total	<u>8,920,000</u>
Faith In The Future	501c(3)	Trustee Grant	50,000
Icivics	501c(3)	Trustee Grant	25,000
Johns Hopkins University	501c(3)	Trustee Grant	25,000
Lucile Packard Foundation For Children'S Health	501c(3)	Trustee Grant	25,000
5200 Eastern Avenue, Suite 4100, Room 405 Baltimore, MD 21224	501c(3)	Trustee Grant	15,000
Thomas B Fordham Institute	501c(3)	Trustee Grant	50,000
TNTP	501c(3)	Trustee Grant	125,000
United Way Of Greater Los Angeles	501c(3)	Trustee Grant	50,000
		K-12 Education Reform Total	<u>365,000</u>
		GRAND TOTAL	<u>12,373,455</u>

Organization Legal Name	Organization Address	Tax Status	General Program Area and Description	Unpaid
<b>Human Services</b>				
Hire America'S Heroes	Post Office Box 407 \Redmond, Washington 98073	501c(3)	Human Services	25,000
Hire America'S Heroes	Post Office Box 407 \Redmond, Washington 98073	501c(3)	Human Services	95,000
Iraq And Afghanistan Veterans Of America	292 Madison Avenue, 10th Floor New York, New York 10017	501c(3)	Human Services	25,000
Project Hired Industries	1401 Parkmoor Avenue Suite 125 San Jose, CA 95126	501c(3)	Human Services	25,000
Project Hired Industries	1401 Parkmoor Avenue Suite 125 San Jose, CA 95126	501c(3)	Human Services	110,000
Single Stop Usa	1825 Park Avenue, Suite 503 New York, NY 10035	501c(3)	Human Services	125,000
St Anthony Foundation	150 Golden Gate Avenue San Francisco, CA 94102	501c(3)	Human Services	200,000
Student Veterans Of America	PO Box 77673Washington, District of Columbia 20013	501c(3)	Human Services	25,000
Student Veterans Of America	PO Box 77673Washington, District of Columbia 20013	501c(3)	Human Services	95,000
Swords To Plowshares	1050 Howard St., San Francisco, CA 94103	501c(3)	Human Services	25,000
			Human Services Total	<u><b>750,000</b></u>
<b>K-12 Education Reform</b>				
Edsource	436 14th Street, #723, Oakland, CA 94612	501c(3)	K-12 Education Reform	100,000
Kipp Foundation	520 8th Avenue, Suite 2005 New York, NY 10018	501c(3)	K-12 Education Reform	400,000
New Leaders	30 West 26th Street, Second Floor, New York, NY 10010	501c(3)	K-12 Education Reform	250,000
			K-12 Education Reform Total	<u><b>750,000</b></u>
			<b>GRAND TOTAL</b>	<u><b>1,500,000</b></u>

Charles and Helen Schwab Foundation  
EIN: 94-3374170  
FYE:12/31/2013

**Fixed Assets Schedule**

<b>Account Description</b>	<b>12/31/2012 Report Balance</b>	<b>12/31/2013 Additions</b>	<b>Disposals</b>	<b>Report Balance</b>
				<b>Fixes Assets</b>
Computer hardware	1	-	-	1
Computer software	5,431	-	-	5,431
Office Furniture & Equipment	-	-	-	-
Leashold Improvements	-	-	-	-
<b>Total</b>	<b>5,432</b>	<b>-</b>	<b>5,431</b>	<b>1</b>
<b>Accumulated Depreciation</b>				
Computer hardware	(1)	-	-	(1)
Computer software	(5,431)	-	(5,431)	-
Office Furniture & Equipment	-	-	-	-
Leashold Improvements	-	-	-	-
<b>Total</b>	<b>(5,432)</b>	<b>-</b>	<b>(5,431)</b>	<b>(1)</b>
<b><u>TOTAL NET FIXED ASSETS</u></b>				
		-	-	-

Application for Extension of Time To File an  
Exempt Organization Return

OMB No 1545-1709

► File a separate application for each return.  
► Information about Form 8868 and its instructions is at [www.irs.gov/form8868](http://www.irs.gov/form8868).

- If you are filing for an **Automatic 3-Month Extension**, complete only Part I and check this box . . . . . ►
- 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](http://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, see instructions

<b>Type or print</b> File by the due date for filing your return. See instructions	Name of exempt organization or other filer, see instructions CHARLES AND HELEN SCHWAB FOUNDATION	Employer identification number (EIN) or 94-3374170
	Number, street, and room or suite no. If a P O box, see instructions 201 MISSION STREET, SUITE 1960	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions SAN FRANCISCO, CA 94105	
		0 4

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 ► KRISTI KIMBALL

Telephone No ► 415 795-4925 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 08/15, 2014, to file the exempt organization return for the organization named above. The extension is for the organization's return for

- calendar year 2013 or
- tax year beginning . . . . ., 20 . . . . ., and ending . . . . ., 20 . . . . .

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 Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a \$ 146,715
b If this application is for Form 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 \$ 131,715
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 \$ 15,000

**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

For Privacy Act and Paperwork Reduction Act Notice, see instructions

Form 8868 (Rev. 1-2014)

JSA

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SAN JOSE - 94-3374170

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