Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2013

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

Name of foundation: SETO FOUNDATION, C/O HAWAII COMMUNITY FOUNDATION

A Employer identification number: 99-0329759

Number and street (or P O. box number if mail is not delivered to street address): 827 FORT STREET MALL | Room/suite:

B Telephone number (see the instructions): (808) 566-5550

City or town, state or province, country, and ZIP or foreign postal code: HONOLULU HI 96813

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, column (c), line 16)* ► $ 3,518,665.

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) (see instructions))*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc, received (att sch)				
	2 Ck ► [X] if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	85,936.	85,936.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	22,119.	L-6a Stmt		
	b Gross sales price for all assets on line 6a 493,807.				
	7 Capital gain net income (from Part IV, line 2)		22,119.		
	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/(loss) (att sch)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	108,055.	108,055.		
OPERATING AND ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch) L-16b Stmt	2,613.	0.		2,613.
	c Other prof fees (attach sch) L-16c Stmt	43,617.	18,617.		25,000.
	17 Interest				
	18 Taxes (attach schedule)(see instrs)				
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) INVESTMENT EXPENSE	557.	557.		0.
	24 Total operating and administrative expenses. Add lines 13 through 23	46,787.	19,174.		27,613.
	25 Contributions, gifts, grants paid	133,000.			133,000.
	26 Total expenses and disbursements. Add lines 24 and 25	179,787.	19,174.		160,613.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-71,732.			
	b Net investment income (if negative, enter -0-)		88,881.		
	c Adjusted net income (if negative, enter -0-)				

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

			Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
ASSETS	1	Cash – non-interest-bearing			
	2	Savings and temporary cash investments	160,718.	109,080.	109,080.
	3	Accounts receivable ►			
		Less: allowance for doubtful accounts ►			
	4	Pledges receivable ►			
		Less: allowance for doubtful accounts ►			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach sch) ►			
		Less: allowance for doubtful accounts ►			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments – U.S and state government obligations (attach schedule) L-10a. Stmt	646,979.	612,153.	611,292.
	b	Investments – corporate stock (attach schedule) L-10b. Stmt	1,231,609.	1,363,423.	2,010,142.
	c	Investments – corporate bonds (attach schedule) L-10c. Stmt	749,825.	795,357.	788,151.
	11	Investments – land, buildings, and equipment basis ►			
		Less accumulated depreciation (attach schedule) ►			
	12	Investments – mortgage loans			
	13	Investments – other (attach schedule)	162,614.	0.	0.
	14	Land, buildings, and equipment: basis ►			
		Less accumulated depreciation (attach schedule) ►			
	15	Other assets (describe ►)			
	16	**Total assets** (to be completed by all filers – see the instructions Also, see page 1, item I)	2,951,745.	2,880,013.	3,518,665.
LIABILITIES	17	Accounts payable and accrued expenses	0.	0.	
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ►)			
	23	**Total liabilities** (add lines 17 through 22)	0.	0.	
NET ASSETS OR FUND BALANCES		**Foundations that follow SFAS 117, check here ► [ ] and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ► [X] and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	2,951,745.	2,880,013.	
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	2,951,745.	2,880,013.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	2,951,745.	2,880,013.	

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	2,951,745.
2	Enter amount from Part I, line 27a	2	-71,732.
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	2,880,013.
5	Decreases not included in line 2 (itemize) ►	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	2,880,013.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a	PUBLICLY TRADED SECURITIES #601			
b	PUBLICLY TRADED SECURITIES #600			
c	POWERSHARES K-1	P	01/13/13	12/31/13
d	5810 UNITS POWERSHARES DB COMM	P	10/16/09	05/16/13
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	100,220.		62,910.	37,310.
b	242,170.		246,673.	-4,503.
c	0.		1,096.	-1,096.
d	151,417.		161,009.	-9,592.
e				

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

	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a				37,310.
b				-4,503.
c				-1,096.
d				-9,592.
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	22,119.
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	-1,096.

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2012	174,402.	3,222,050.	0.054128
2011	150,561.	3,294,354.	0.045703
2010	123,121.	3,104,415.	0.039660
2009	177,314.	2,562,809.	0.069187
2008	169,279.	3,494,654.	0.048439

2	**Total** of line 1, column (d)	2	0.257117
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	0.051423
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	3,371,147.
5	Multiply line 4 by line 3	5	173,354.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	889.
7	Add lines 5 and 6	7	174,243.
8	Enter qualifying distributions from Part XII, line 4	8	160,613.

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

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

1 a	Exempt operating foundations described in section 4940(d)(2), check here ► ☐ and enter 'N/A' on line 1 Date of ruling or determination letter _______ (attach copy of letter if necessary – see instrs)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► ☐ and enter 1% of Part I, line 27b	1	1,778.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0.
3	Add lines 1 and 2	3	1,778.
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	1,778.
6	Credits/Payments.		
a	2013 estimated tax pmts and 2012 overpayment credited to 2013 — 6a 1,256.		
b	Exempt foreign organizations – tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c 1,600.		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	2,856.
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	1,078.
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ► 1,078. **Refunded** ►	11	

Part VII-A Statements Regarding Activities

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

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

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

Website address ► N/A

14 The books are in care of ► HAWAII COMMUNITY FOUNDATION Telephone no. ► (808) 566-5538

Located at ► 827 FORT STREET MALL HONOLULU HI ZIP + 4 ► 96813

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

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

			Yes	No
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If 'Yes,' enter the name of the foreign country ►			

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

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

				Yes	No
1 a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
b	If any answer is 'Yes' to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		1 b		X
	Organizations relying on a current notice regarding disaster assistance check here ► ☐				
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?		1 c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):				
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__	☐ Yes ☒ No			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer 'No' and attach statement – see instructions.)		2 b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ► 20__ , 20__ , 20__ , 20__ .				
3 a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If 'Yes,' did it have excess business holdings in 2013 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)*		3 b		
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4 a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?		4 b		X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? **5 b**

Organizations relying on a current notice regarding disaster assistance check here ► ☐

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

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

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

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

If 'Yes' to 6b, file Form 8870

7 a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
DUDLEY S J SETO C/O HAWAII COMMUNITY FDN HONOLULU HI 96813	CHAIRMAN/DIR 0.29	0.	0.	0.
CATHERINE M L SILVA C/O HAWAII COMMUNITY FDN HONOLULU HI 96813	TREASURER/DIR 0.25	0.	0.	0.
CYNTHIA M W HARTWELL C/O HAWAII COMMUNITY FDN HONOLULU HI 96813	PRESIDENT/DIR 0.27	0.	0.	0.
See Information about Officers, Directors, Trustees, Etc.		0.	0.	0.

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

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
2	
3	
4	

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

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

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	3,288,709.
b	Average of monthly cash balances	1b	133,775.
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	3,422,484.
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	3,422,484.
4	Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	51,337.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,371,147.
6	**Minimum investment return.** Enter 5% of line 5	6	168,557.

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	168,557.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	1,778.		
b	Income tax for 2013 (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	1,778.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	166,779.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	166,779.
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	166,779.

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	160,613.
b	Program-related investments — total from Part IX-B	1b	
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	160,613.
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	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	160,613.

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				166,779.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			147,845.	
b Total for prior years 20 ___, 20 ___, 20 ___				
3 Excess distributions carryover, if any, to 2013				
a From 2008 ... 0.				
b From 2009 ... 0.				
c From 2010 ... 0.				
d From 2011 ... 0.				
e From 2012 ... 0.				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 160,613.				
a Applied to 2012, but not more than line 2a			147,845.	
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				12,768.
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).)*				
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				
d Subtract line 6c from line 6b Taxable amount – see instructions		0.		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount – see instructions			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				154,011.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	0.			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2009 ... 0.				
b Excess from 2010 ... 0.				
c Excess from 2011 ... 0.				
d Excess from 2012 ... 0.				
e Excess from 2013 ... 0.				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
CAMP MOKULEIA INC 68-729 FARRINGTON HIGHWAY WAIALUA HI 96791	N/A	170(b)(1)(A)(i)	CHILDHOOD CANCER CAMPS	25,000.
EFFECTIVE PLANNING INNOVATIVE COMM INC 1130 N NIMITZ HWY, SUITE C-210 HONOLULU HI 96817	N/A	170(b)(1)(A)(vi)	HAWAII YOUTH OPPORTUNITIES INITIATIVE	20,000.
HANAHAUOLI SCHOOL 1922 MAKIKI STREET HONOLULU HI 96822	N/A	170(b)(1)(A)(vi)	CAROL SETO SCHOLARSHIP FUND	10,000.
HAWAII CHILDREN'S CANCER FDN 1814 LILIHA STREET HONOLULU HI 96817	N/A	170(b)(1)(A)(vi)	GENERAL OPERATING SUPPORT	28,000.
HAWAII LAW ENFORCEMENT MEMORIAL FDN 4348 WAIALAE AVE, SUITE 527 HONOLULU HI 96816	N/A	170(b)(1)(A)(vi)	CAPITAL CAMPAIGN FOR LAW ENFORCEMENT MEMORIAL	15,000.
LANAKILA PACIFIC 1809 BACHELOT STREET HONOLULU HI 96817	N/A	170(b)(1)(A)(vi)	SERVICE PROGRAMS FOR SENIORS AND ADULTS WITH DISABILITIES	20,000.
WAIKIKI HEALTH 277 OHUA AVENUE HONOLULU HI 96815	N/A	170(b)(1)(A)(vi)	PROJECT YOUTH OUTREACH	15,000.
Total ► 3a				133,000.
b Approved for future payment				
Total ► 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions.)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	85,936.	
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	22,119.	0.
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)				108,055.	0.

13 Total. Add line 12, columns (b), (d), and (e) . . . . . 13 108,055.

(See worksheet in line 13 instructions to verify calculations.)

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

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

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

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

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

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

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

b If 'Yes,' complete the following schedule.

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

Sign Here

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

Signature of officer or trustee: [signature] CYNTHIA S. HANTRSELL — Date: 6-25-2014 — Title: President

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
ALLEN M. ARAKAKI	[signature]	06/20/14		P01065936

Firm's name ► ALLEN M. ARAKAKI, CPA, INC. — Firm's EIN ► 99-0199803

Firm's address ► 1314 SOUTH KING STREET, SUITE 710 HONOLULU HI 96814 — Phone no (808) 591-8480

Form 990-PF, Page 6, Part VIII, Line 1
Information about Officers, Directors, Trustees, Etc.

(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
Person . . [X] Business . [ ] KEITH K M SETO C/O HAWAII COMMUNITY FDN HONOLULU HI 96813	VICE-PRES/DIR 0.23	0.	0.	0.
Person . . [X] Business . [ ] CHERYL M W SETO C/O HAWAII COMMUNITY FDN HONOLULU HI 96813	SECRETARY/DIR 0.23	0.	0.	0.
Person . . [X] Business . [ ] CAROL SETO C/O HAWAII COMMUNITY FDN HONOLULU HI 96813	DIRECTOR 0.23	0.	0.	0.
Total		0.	0.	0.

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

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ALLEN ARAKAKI, CPA	TAX RETURN PREP	2,613.	0.		2,613.
Total		2,613.	0.		2,613.

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

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
HAWAII COMMUNITY FDN	GRANT ADMIN FEES	25,000.	0.		25,000.
FHB WEALTH MGMT	INVESTMENT FEES	18,617.	18,617.		0.
Total		43,617.	18,617.		25,000.

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

Line 10a - Investments - US and State Government Obligations:	End of Year State and Local Obligations Book Value	State and Local Obligations FMV	End of Year US Government Obligations Book Value	US Government Obligations FMV
FHB WEALTH MGMT #1147600 SEE ATTACHED STMT	73,569.	70,580.	538,584.	540,712.
Total	73,569.	70,580.	538,584.	540,712.

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

Line 10b - Investments - Corporate Stock:	End of Year Book Value	Fair Market Value
FHB WEALTH MGMT #1147601 SEE ATTACHED STMT	1,363,423.	2,010,142.
Total	1,363,423.	2,010,142.

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

Line 10c - Investments - Corporate Bonds:	End of Year Book Value	Fair Market Value
FHB WEALTH MGMT #1147600 SEE ATTACHED STMT	795,357.	788,151.
Total	795,357.	788,151.

Statement of Value & Activity

January 1, 2013 - December 31, 2013

Asset Detail

Description	Shares/Par Value	Market Value	Cost Basis	Unrealized G/L	Est. Ann. Income	Current Yield
Domestic Equities						
Other						
iShares S&P Midcap 400/Grwth ETF CUSIP: 464287606	1,065.00	$159,952.35	$83,562.52	$76,389.83	$1,413.26	0.88%
iShares S&P Midcap 400/Value ETF CUSIP: 464287705	1,642.00	$190,849.66	$107,067.84	$83,781.82	$2,817.67	1.48%
iShares S&P Smallcap 600/Val ETF CUSIP: 464287879	1,182.00	$131,509.32	$69,521.74	$61,987.58	$1,556.69	1.18%
iShares S&P Smallcap/600 Growth ETF CUSIP: 464287887	884.00	$104,851.24	$51,431.93	$53,419.31	$735.49	0.70%
iShares S&P 500 Growth ETF CUSIP: 464287309	3,738.00	$369,127.50	$216,503.14	$152,624.36	$5,341.60	1.45%
iShares S&P 500 Value ETF CUSIP: 464287408	4,693.00	$401,063.78	$248,594.69	$152,469.09	$8,179.90	2.04%
Principal Diver Real-Institu CUSIP: 74254V166	10,443.86	$125,639.68	$120,000.00	$5,639.68	$1,618.80	1.29%
Total Domestic Equities		$1,482,993.53	$896,681.86	$586,311.67	$21,663.41	
Foreign Equities						
Consumer Discretion						
iShares MSCI EAFE ETF CUSIP: 464287465	6,536.00	$438,532.92	$367,358.07	$71,174.85	$11,130.81	2.54%
Vanguard FTSE Emerging Markets ETF CUSIP: 922042858	2,154.00	$88,615.56	$99,383.90	-$10,768.34	$2,423.25	2.73%
Total Foreign Equities		$527,148.48	$466,741.97	$60,406.51	$13,554.06	
		2,010,142.01	1,363,423.83			

Statement of Value & Activity

January 1, 2013 - December 31, 2013

Asset Detail

Description	*Shares/Par Value*	*Market Value*	*Cost Basis*	*Unrealized G/L*	*Est. Ann. Income*	*Current Yield*
Fixed Income						
US Government Securities						
Federal Home Loan Bank DTD 02/08/2007 5.125% 03/10/2017 Non Callable CUSIP: 3133XJW20	15,000.00	$16,961.55	$17,030.40	-$68.85	$768.75	4.53%
Federal Home Loan Bank DTD 06/13/2007 5.625% 06/09/2017 Non Callable CUSIP: 3133XLF81	15,000.00	$17,293.05	$16,845.00	$448.05	$843.75	4.88%
Federal Home Loan Bank DTD 12/18/2008 3.750% 12/14/2018 Non Callable CUSIP: 3133XSR59	20,000.00	$21,692.80	$21,828.20	-$135.40	$750.00	3.46%
Federal Home Loan Mortgage Corp Medium Term Note DTD 06/25/2012 1.000% 07/28/2017 Non Callable CUSIP: 3137EADJ5	15,000.00	$14,905.20	$15,139.65	-$234.45	$150.00	1.01%
Federal National Mortgage Assn DTD 01/07/2013 0.875% 02/08/2018 Non Callable CUSIP: 3135G0TG8	5,000.00	$4,873.90	$5,025.45	-$151.55	$43.75	0.90%
Federal National Mortgage Assn DTD 02/07/2012 Var Cpn 02/07/2017 Callable CUSIP: 3136FTL31	15,000.00	$15,006.45	$15,007.50	-$1.05	$112.50	0.75%

Statement of Value & Activity

January 1, 2013 - December 31, 2013

Description	Shares/Par Value	Market Value	Cost Basis	Unrealized G/L	Est. Ann. Income	Current Yield
Federal National Mortgage Assn DTD 04/19/2012 0.500% 05/27/2015 Non Callable CUSIP: 3135G0KM4	20,000.00	$20,053.00	$19,957.78	$95.22	$100.00	0.50%
Fedl Natl Mtge Assn Pool #889982 30 Yr Gtd Single Family Mortgage DTD 10/01/2008 5.500% 11/01/2038 Non Callable CUSIP: 31410KXK5	1,485.88	$1,631.20	$1,593.99	$37.21	$81.72	5.01%
Fedl Natl Mtge Assn Pool #930071 30 Yr Gtd Single Family Mortgage DTD 10/01/2008 6.000% 10/01/2038 Non Callable CUSIP: 31412NJQ0	2,545.93	$2,816.74	$2,880.23	-$63.49	$152.76	5.42%
Fedl Natl Mtge Assn Pool #992033 30 Yr Gtd Single Family Mortgage DTD 10/01/2008 6.000% 10/01/2038 Non Callable CUSIP: 31415XBA8	1,554.22	$1,719.36	$1,782.10	-$62.74	$93.25	5.42%
Fedl Natl Mtge Assn Pool #992144 30 Yr Gtd Single Family Mortgage DTD 10/01/2008 6.000% 10/01/2038 Non Callable CUSIP: 31415XER8	4,051.17	$4,484.73	$4,373.77	$110.96	$243.07	5.42%

Statement of Value & Activity

January 1, 2013 - December 31, 2013

Description	Shares/Par Value	Market Value	Cost Basis	Unrealized G/L	Est. Ann. Income	Current Yield
Fedl Natl Mtge Assn Pool #995018 30 Yr Gtd Single Family Mortgage DTD 10/01/2008 5.500% 06/01/2038 Non Callable CUSIP: 31416BK72	723.68	$794.93	$776.97	$17.96	$39.80	5.01%
Fedl Natl Mtge Assn Pool #995069 30 Yr Gtd Single Family Mortgage DTD 11/01/2008 6.000% 10/01/2038 Non Callable CUSIP: 31416BMS4	6,850.01	$7,625.23	$7,178.15	$447.08	$411.00	5.39%
		$129,858.14	$129,419.19	$438.95	$3,790.35	
US Treasury Obligations						
United States Treasury Bonds DTD 04/30/2009 2.625% 04/30/2016 CUSIP: 912828KR0	5,000.00	$5,245.30	$5,019.34	$225.96	$131.25	2.50%
United States Treasury Notes DTD 02/15/2011 3.625% 02/15/2021 CUSIP: 912828PX2	15,000.00	$16,187.10	$15,638.67	$548.43	$543.75	3.36%
United States Treasury Notes DTD 03/02/2009 2.625% 02/29/2016 CUSIP: 912828KS8	15,000.00	$15,712.50	$15,067.97	$644.53	$393.75	2.51%
United States Treasury Notes DTD 03/31/2011 2.875% 03/31/2018 CUSIP: 912828QB9	10,000.00	$10,599.20	$10,021.87	$577.33	$287.50	2.71%
United States Treasury Notes DTD 05/15/2009 3.125% 05/15/2019 CUSIP: 912828KQ2	10,000.00	$10,656.30	$11,324.22	-$667.92	$312.50	2.93%

Statement of Value & Activity

January 1, 2013 - December 31, 2013

Description	Shares/Par Value	Market Value	Cost Basis	Unrealized G/L	Est. Ann. Income	Current Yield
United States Treasury Notes DTD 05/31/2012 0.250% 05/31/2014 CUSIP: 912828SW1	50,000.00	$50,029.50	$50,023.44	$6.06	$125.00	0.25%
United States Treasury Notes DTD 06/15/2011 0.750% 06/15/2014 CUSIP: 912828QS2	25,000.00	$25,072.25	$25,305.66	-$233.41	$187.50	0.75%
United States Treasury Notes DTD 06/15/2012 0.375% 06/15/2015 CUSIP: 912828SZ4	25,000.00	$25,052.75	$25,059.57	-$6.82	$93.75	0.37%
United States Treasury Notes DTD 08/15/2005 4.250% 08/15/2015 CUSIP: 912828EE6	15,000.00	$15,958.05	$16,583.20	-$625.15	$637.50	3.99%
United States Treasury Notes DTD 08/15/2010 2.625% 08/15/2020 CUSIP: 912828NT3	15,000.00	$15,304.65	$14,655.79	$648.86	$393.75	2.57%
United States Treasury Notes DTD 08/15/2011 2.125% 08/15/2021 CUSIP: 912828RC6	35,000.00	$33,906.25	$34,991.41	-$1,085.16	$743.75	2.19%
United States Treasury Notes DTD 09/30/2011 1.000% 09/30/2016 CUSIP: 912828RJ1	5,000.00	$5,042.95	$4,984.38	$58.57	$50.00	0.99%
United States Treasury Notes DTD 09/30/2011 1.375% 09/30/2018 CUSIP: 912828RH5	35,000.00	$34,573.35	$34,564.53	$8.82	$481.25	1.39%
United States Treasury Notes DTD 10/15/2011 0.500% 10/15/2014 CUSIP: 912828RL6	5,000.00	$5,014.05	$5,000.59	$13.46	$25.00	0.50%

Statement of Value & Activity

January 1, 2013 - December 31, 2013

Description	Shares/Par Value	Market Value	Cost Basis	Unrealized G/L	Est. Ann. Income	Current Yield
United States Treasury Notes DTD 10/31/2009 2.375% 10/31/2014 CUSIP: 912828LS7	15,000.00	$15,274.80	$15,493.95	-$219.15	$356.25	2.33%
United States Treasury Notes DTD 11/15/2009 3.375% 11/15/2019 CUSIP: 912828LY4	5,000.00	$5,378.15	$5,743.55	-$365.40	$168.75	3.14%
United States Treasury Notes DTD 11/15/2011 2.000% 11/15/2021 CUSIP: 912828RR3	20,000.00	$19,089.00	$20,132.81	-$1,043.81	$400.00	2.09%
United States Treasury Notes DTD 11/30/2009 2.125% 11/30/2014 CUSIP: 912828LZ1	75,000.00	$76,329.75	$74,871.10	$1,458.65	$1,593.75	2.09%
United States Treasury Notes DTD 11/30/2009 2.750% 11/30/2016 CUSIP: 912828MA5	25,000.00	$26,427.75	$24,682.62	$1,745.13	$687.50	2.60%
		$410,853.65	$409,164.67	$1,688.98	$7,612.50	
Corporate Bonds						
Affiliated Computer Services DTD 06/06/2005 5.200% 06/01/2015 Non Callable CUSIP: 008190AH3	10,000.00	$10,548.70	$10,784.80	-$236.10	$520.00	4.93%
AFLAC Inc DTD 08/09/2010 3.450% 08/15/2015 Non Callable CUSIP: 001055AE2	15,000.00	$15,663.45	$15,890.80	-$227.35	$517.50	3.30%

Statement of Value & Activity

January 1, 2013 - December 31, 2013

Description	Shares/Par Value	Market Value	Cost Basis	Unrealized G/L	Est. Ann. Income	Current Yield
ALLTEL Corporation DTD 03/08/1996 7.000% 03/15/2016 Non Callable CUSIP: 020039AE3	5,000.00	$5,609.65	$6,045.70	-$436.05	$350.00	6.24%
Amgen Inc DTD 01/16/2009 5.700% 02/01/2019 Non Callable CUSIP: 031162AZ3	5,000.00	$5,762.00	$6,042.85	-$280.85	$285.00	4.95%
Aon Corp DTD 05/27/2011 3.125% 05/27/2016 Non Callable CUSIP: 037389AY9	10,000.00	$10,428.70	$10,480.40	-$51.70	$312.50	3.00%
AT&T Inc DTD 02/01/2008 5.500% 02/01/2018 Non Callable CUSIP: 00206RAJ1	15,000.00	$16,885.20	$17,133.15	-$247.95	$825.00	4.89%
AutoZone Inc DTD 11/15/2010 4.000% 11/15/2020 Callable CUSIP: 053332AL6	5,000.00	$5,134.10	$4,826.09	$308.01	$200.00	3.90%
Bank of America Corp DTD 08/20/2010 3.700% 09/01/2015 Non Callable CUSIP: 06051GED7	15,000.00	$15,679.65	$15,847.45	-$167.80	$555.00	3.54%

Statement of Value & Activity

January 1, 2013 - December 31, 2013

Description	Shares/Par Value	Market Value	Cost Basis	Unrealized G/L	Est. Ann. Income	Current Yield
Bank of New York Mellon Medium Term Note DTD 02/01/2011 4.150% 02/01/2021 Non Callable CUSIP: 06406HBU2	10,000.00	$10,626.00	$10,816.40	-$190.40	$415.00	3.91%
Bank of Oklahoma DTD 05/21/2007 Var Cpn 05/15/2017 Callable CUSIP: 064207UV3	10,000.00	$9,830.00	$9,897.13	-$67.13	$93.10	0.95%
Berkshire Hathaway Inc DTD 02/11/2013 1.550% 02/09/2018 Non Callable CUSIP: 084670BH0	15,000.00	$14,831.10	$15,041.25	-$210.15	$232.50	1.57%
BHP Billiton Finance DTD 12/12/2005 5.250% 12/15/2015 Non Callable CUSIP: 055451AB4	15,000.00	$16,324.50	$16,699.35	-$374.85	$787.50	4.82%
Bristol-Myers Squibb DTD 05/01/2008 5.450% 05/01/2018 Non Callable CUSIP: 110122AR9	15,000.00	$17,170.95	$16,223.40	$947.55	$817.50	4.76%
Bunge Limited Finance Co DTD 06/09/2009 8.500% 06/15/2019 Non Callable CUSIP: 120568AT7	15,000.00	$18,427.20	$17,386.80	$1,040.40	$1,275.00	6.92%

Statement of Value & Activity

January 1, 2013 - December 31, 2013

Description	Shares/Par Value	Market Value	Cost Basis	Unrealized G/L	Est. Ann. Income	Current Yield
Burlington North Santa Fe DTD 04/13/2007 5.650% 05/01/2017 Non Callable CUSIP: 12189TAY0	15,000.00	$16,822.65	$17,321.95	-$499.30	$847.50	5.04%
Cameron Intl Corp DTD 06/02/2011 4.500% 06/01/2021 Non Callable CUSIP: 13342BAE5	5,000.00	$5,199.25	$5,079.65	$119.60	$225.00	4.33%
Campbell Soup Co DTD 04/05/2011 4.250% 04/15/2021 Non Callable CUSIP: 134429AW9	5,000.00	$5,092.05	$5,076.90	$15.15	$212.50	4.17%
Capital One Financial Co DTD 05/22/2009 7.375% 05/23/2014 Non Callable CUSIP: 14040HAS4	15,000.00	$15,386.25	$17,075.10	-$1,688.85	$1,106.25	7.19%
Caterpillar Inc DTD 12/05/2008 7.900% 12/15/2018 Non Callable CUSIP: 149123BQ3	10,000.00	$12,533.20	$12,627.00	-$93.80	$790.00	6.30%
CenterPoint Energy Inc DTD 02/06/2007 5.950% 02/01/2017 Non Callable CUSIP: 15189TAN7	5,000.00	$5,606.30	$5,835.30	-$229.00	$297.50	5.31%
Citigroup Inc DTD 08/15/2007 6.000% 08/15/2017 Non Callable CUSIP: 172967EH0	10,000.00	$11,397.60	$11,400.90	-$3.30	$600.00	5.26%

Statement of Value & Activity

January 1, 2013 - December 31, 2013

Description	Shares/Par Value	Market Value	Cost Basis	Unrealized G/L	Est. Ann. Income	Current Yield
Conagra Foods Inc DTD 01/25/2013 1.900% 01/25/2018 Non Callable CUSIP: 205887BQ4	5,000.00	$4,908.35	$5,041.05	-$132.70	$95.00	1.93%
Continental Airlines Inc DTD 07/01/2009 9.000% 07/08/2016 Non Callable CUSIP: 21079TAA6	4,014.07	$4,576.04	$4,269.96	$306.08	$361.27	7.89%
Costco Wholesale Corp DTD 02/20/2007 5.500% 03/15/2017 Non Callable CUSIP: 22160KAC9	5,000.00	$5,616.45	$5,948.60	-$332.15	$275.00	4.90%
Devon Energy Corporation DTD 01/09/2009 6.300% 01/15/2019 Non Callable CUSIP: 25179MAH6	10,000.00	$11,588.60	$11,889.00	-$300.40	$630.00	5.44%
DirecTV Hldg/Fin Inc DTD 03/10/2011 3.500% 03/01/2016 Non Callable CUSIP: 25459HAY1	10,000.00	$10,496.90	$10,255.65	$241.25	$350.00	3.33%
Dollar General Corp DTD 04/11/2013 1.875% 04/15/2018 Non Callable CUSIP: 256677AB1	5,000.00	$4,836.85	$4,892.71	-$55.86	$93.75	1.94%
Duke Energy Corp DTD 08/16/2012 1.625% 08/15/2017 Non Callable CUSIP: 26441CAH8	5,000.00	$4,968.40	$4,983.55	-$15.15	$81.25	1.63%

Statement of Value & Activity

January 1, 2013 - December 31, 2013

Description	Shares/Par Value	Market Value	Cost Basis	Unrealized G/L	Est. Ann. Income	Current Yield
Genentech Inc (Usa) DTD 07/18/2005 4.750% 07/15/2015 Non Callable CUSIP: 368710AG4	15,000.00	$15,952.50	$16,191.30	-$238.80	$712.50	4.47%
General Elec Cap Corp Medium Term Note DTD 01/09/2012 2.900% 01/09/2017 Non Callable CUSIP: 36962G5N0	15,000.00	$15,659.55	$15,232.20	$427.35	$435.00	2.78%
General Elec Cap Corp Medium Term Note DTD 03/14/2013 Var Cpn 03/15/2023 Non Callable CUSIP: 36966THT2	10,000.00	$9,948.70	$10,000.00	-$51.30	$124.30	1.25%
Gilead Sciences Inc DTD 12/13/2011 3.050% 12/01/2016 Non Callable CUSIP: 375558AT0	10,000.00	$10,558.70	$10,350.30	$208.40	$305.00	2.89%
Glaxosmithkline Cap Inc DTD 03/18/2013 2.800% 03/18/2023 Non Callable CUSIP: 377372AH0	10,000.00	$9,261.40	$9,899.20	-$637.80	$280.00	3.02%
Goldman Sachs Group Inc DTD 02/05/2009 7.500% 02/15/2019 Non Callable CUSIP: 38141EA25	10,000.00	$12,179.70	$11,776.50	$403.20	$750.00	6.16%

Statement of Value & Activity

January 1, 2013 - December 31, 2013

Description	Shares/Par Value	Market Value	Cost Basis	Unrealized G/L	Est. Ann. Income	Current Yield
Goldman Sachs Group Inc Medium Term Note DTD 07/22/2005 Var Cpn 07/22/2015 Non Callable CUSIP: 38141EKF5	5,000.00	$4,988.50	$4,929.45	$59.05	$32.05	0.64%
Halliburton Company DTD 03/13/2009 6.150% 09/15/2019 Non Callable CUSIP: 406216AX9	10,000.00	$11,824.70	$11,804.00	$20.70	$615.00	5.20%
Hewlett-Packard Co DTD 09/13/2010 2.125% 09/13/2015 Non Callable CUSIP: 428236BC6	5,000.00	$5,091.35	$5,037.95	$53.40	$106.25	2.09%
IBM Corporation DTD 11/01/1989 8.375% 11/01/2019 Non Callable CUSIP: 459200AG6	15,000.00	$19,536.30	$19,544.15	-$7.85	$1,256.25	6.43%
Intel Corp DTD 12/11/2012 1.350% 12/15/2017 Non Callable CUSIP: 458140AL4	10,000.00	$9,883.40	$9,989.40	-$106.00	$135.00	1.37%
John Deere Capital Corp Medium Term Note DTD 06/07/2011 2.250% 06/07/2016 Non Callable CUSIP: 24422ERC5	15,000.00	$15,483.45	$15,713.10	-$229.65	$337.50	2.18%

Statement of Value & Activity

January 1, 2013 - December 31, 2013

Description	Shares/Par Value	Market Value	Cost Basis	Unrealized G/L	Est. Ann. Income	Current Yield
JPMorgan Chase & Co DTD 01/25/2013 Var Cpn 01/25/2018 Non Callable CUSIP: 46625HJF8	10,000.00	$10,099.90	$10,000.00	$99.90	$113.80	1.13%
JPMorgan Chase & Co Medium Term Note DTD 06/29/2011 3.150% 07/05/2016 Non Callable CUSIP: 46625HJA9	10,000.00	$10,483.80	$10,264.40	$219.40	$315.00	3.00%
Kinder Morgan Energy Partners DTD 12/19/2008 9.000% 02/01/2019 Non Callable CUSIP: 494550AZ9	10,000.00	$12,705.50	$12,699.55	$5.95	$900.00	7.08%
Lincoln National Corp DTD 06/22/2009 8.750% 07/01/2019 Non Callable CUSIP: 534187AX7	5,000.00	$6,435.80	$6,545.90	-$110.10	$437.50	6.80%
Marsh & McLennan Cos Inc DTD 03/23/2009 9.250% 04/15/2019 Non Callable CUSIP: 571748AQ5	10,000.00	$12,954.60	$13,500.00	-$545.40	$925.00	7.14%
Merck & Co Inc DTD 06/25/2009 5.000% 06/30/2019 Non Callable CUSIP: 589331AN7	15,000.00	$16,990.35	$15,685.65	$1,304.70	$750.00	4.41%
MetLife Inc DTD 08/15/2008 6.817% 08/15/2018 Non Callable CUSIP: 59156RAR9	10,000.00	$11,964.40	$12,535.30	-$570.90	$681.70	5.70%

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Description	Shares/Par Value	Market Value	Cost Basis	Unrealized G/L	Est. Ann. Income	Current Yield
Morgan Stanley DTD 11/20/2009 4.200% 11/20/2014 Non Callable CUSIP: 61747YCK9	15,000.00	$15,477.00	$15,042.90	$434.10	$630.00	4.07%
Murphy Oil Corp DTD 11/30/2012 2.500% 12/01/2017 Non Callable CUSIP: 626717AE2	10,000.00	$10,060.80	$10,053.00	$7.80	$250.00	2.48%
Pepsico Inc DTD 07/30/2013 2.250% 01/07/2019 Callable CUSIP: 713448CK2	5,000.00	$5,014.90	$4,994.45	$20.45	$112.50	2.24%
Pharmacia Corp DTD 12/01/1999 6.500% 12/01/2018 CUSIP: 71713UAQ5	10,000.00	$12,018.90	$12,449.00	-$430.10	$650.00	5.41%
Principal Financial Group Inc DTD 05/21/2009 8.875% 05/15/2019 Non Callable CUSIP: 74251VAD4	10,000.00	$12,785.30	$13,142.90	-$357.60	$887.50	6.94%
Prudential Financial Inc Medium Term Note DTD 06/08/2009 7.375% 06/15/2019 Non Callable CUSIP: 74432QBG9	5,000.00	$6,138.45	$6,396.35	-$257.90	$368.75	6.01%
Sherwin-Williams Co DTD 12/07/2012 1.350% 12/15/2017 Non Callable CUSIP: 824348AP1	10,000.00	$9,737.10	$9,986.90	-$249.80	$135.00	1.39%

Statement of Value & Activity

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Description	Shares/Par Value	Market Value	Cost Basis	Unrealized G/L	Est. Ann. Income	Current Yield
Symantec Corp DTD 09/16/2010 2.750% 09/15/2015 Non Callable CUSIP: 871503AG3	15,000.00	$15,409.50	$15,309.00	$100.50	$412.50	2.68%
Toyota Motor Credit Corp Medium Term Note DTD 01/11/2011 2.800% 01/11/2016 Non Callable CUSIP: 89233P4R4	15,000.00	$15,675.15	$14,979.15	$696.00	$420.00	2.68%
UnitedHealth Group Inc DTD 03/08/2012 2.875% 03/15/2022 Callable CUSIP: 91324PBV3	5,000.00	$4,756.15	$5,128.30	-$372.15	$143.75	3.02%
US Bancorp Medium Term Note DTD 03/02/2012 3.000% 03/15/2022 Callable CUSIP: 91159HHC7	10,000.00	$9,669.70	$10,214.00	-$544.30	$300.00	3.10%
Ventas Realty Lp/Cap Crp DTD 03/19/2013 2.700% 04/01/2020 Callable CUSIP: 92276MBB0	5,000.00	$4,781.00	$5,088.80	-$307.80	$135.00	2.82%
Verizon Communications DTD 09/18/2013 3.650% 09/14/2018 Non Callable CUSIP: 92343VBP8	5,000.00	$5,292.80	$4,999.80	$293.00	$182.50	3.45%

Statement of Value & Activity

January 1, 2013 - December 31, 2013

Description	Shares/Par Value	Market Value	Cost Basis	Unrealized G/L	Est. Ann. Income	Current Yield
Verizon Wireless DTD 05/15/2009 8.500% 11/15/2018 Non Callable CUSIP: 92344SAK6	10,000.00	$12,661.30	$13,931.70	-$1,270.40	$850.00	6.71%
Walt Disney Company/The Medium Term Note DTD 05/23/2011 3.750% 06/01/2021 Non Callable CUSIP: 25468PCL8	15,000.00	$15,484.35	$14,999.05	$485.30	$562.50	3.63%
Wells Fargo & Company DTD 10/28/2013 2.150% 01/15/2019 Non Callable CUSIP: 94974BFQ8	10,000.00	$9,968.70	$10,050.20	-$81.50	$215.00	2.16%
Whirlpool Corp Medium Term Note DTD 05/04/2009 8.600% 05/01/2014 Non Callable CUSIP: 96332HCB3	15,000.00	$15,393.00	$17,470.50	-$2,077.50	$1,290.00	8.38%
		$694,276.79	$700,747.24	-$6,470.45	$29,907.47	
Municipal Obligations						
Madison Wisconsin General Obligation DTD 10/01/2011 2.450% 10/01/2020 Callable CUSIP: 55844RFJ8	15,000.00	$14,358.60	$15,000.00	-$641.40	$367.50	2.56%

Statement of Value & Activity

January 1, 2013 - December 31, 2013

Description	Shares/Par Value	Market Value	Cost Basis	Unrealized G/L	Est. Ann. Income	Current Yield
Massachusetts State General Obligation DTD 12/01/2010 4.200% 12/01/2021 Non Callable CUSIP: 57582PWK2	20,000.00	$21,059.20	$22,000.00	-$940.80	$840.00	3.99%
New York State General Obligation DTD 12/15/2011 2.750% 12/15/2020 Non Callable CUSIP: 649791GV6	20,000.00	$19,212.60	$20,063.40	-$850.80	$550.00	2.86%
Pennsylvania State General Obligation DTD 12/23/2010 4.550% 07/15/2021 Callable CUSIP: 70914PPF3	15,000.00	$15,949.35	$16,505.30	-$555.95	$682.50	4.28%
		$70,579.75	$73,568.70	-$2,988.95	$2,440.00	
Foreign Bonds						
Astrazeneca PLC DTD 09/12/2007 5.900% 09/15/2017 Non Callable CUSIP: 046353AB4	15,000.00	$17,152.05	$18,036.30	-$884.25	$885.00	5.16%
Barclays Bank PLC DTD 05/22/2009 6.750% 05/22/2019 Non Callable CUSIP: 06739FFS5	10,000.00	$12,052.70	$12,366.00	-$313.30	$675.00	5.60%

Statement of Value & Activity

January 1, 2013 - December 31, 2013

Description	Shares/Par Value	Market Value	Cost Basis	Unrealized G/L	Est. Ann. Income	Current Yield
BP Capital Markets PLC DTD 03/11/2011 3.200% 03/11/2016 Non Callable CUSIP: 05565QBQ0	15,000.00	$15,751.20	$15,862.95	-$111.75	$480.00	3.05%
Rio Tinto FIN USA LTD DTD 04/17/2009 9.000% 05/01/2019 Non Callable CUSIP: 767201AH9	10,000.00	$13,056.20	$13,020.90	$35.30	$900.00	6.89%
Schlumberger Investment DTD 12/03/2013 3.650% 12/01/2023 Callable CUSIP: 806854AH8	5,000.00	$4,956.45	$5,035.70	-$79.25	$182.50	3.68%
Swedish Export Credit DTD 07/13/2011 2.125% 07/13/2016 Non Callable CUSIP: 00254EKX9	15,000.00	$15,472.50	$14,925.15	$547.35	$318.75	2.06%
TEVA Pharmaceutical FIN BV DTD 11/10/2011 2.400% 11/10/2016 Callable CUSIP: 88165FAC6	15,000.00	$15,433.05	$15,362.90	$70.15	$360.00	2.33%
		$93,874.15	$94,609.90	-$735.75	$3,801.25	
Total Fixed Income		$1,399,442.48	$1,407,509.70	-$8,067.22	$47,551.57	

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 extention on a previously filed Form 8868.

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

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

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

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

Enter filer's identifying number, see instructions

Type or print

File by the due date for filing your return See instructions

Name of exempt organization or other filer, see instructions: SETO FOUNDATION, C/O HAWAII COMMUNITY FOUNDATION

Employer identification number (EIN) or: 99-0329759

Number, street, and room or suite number If a P O box, see instructions: 827 FORT STREET MALL

Social security number (SSN)

City, town or post office, state, and ZIP code For a foreign address, see instructions: HONOLULU HI 96813

Enter the Return code for the return that this application is for (file a separate application for each return) 04

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 (section 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 ► HAWAII COMMUNITY FOUNDATION

  Telephone No ► (808) 566-5538 Fax No. ► (808) 521-6286
- 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 Aug 15 , 20 14 , to file the exempt organization return for the organization named above. The extension is for the organization's return for.

► [X] calendar year 20 13 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

3 a 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	**3 a**	$ 2,856.
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	**3 b**	$ 1,256.
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.	**3 c**	$ 1,600.

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.