



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Return of Private Foundation
or Section 4947(a)(1) Trust Treated as Private Foundation**2013**

Open to Public Inspection

▶ 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.**For calendar year 2013 or tax year beginning** AUGUST 1 , 2013, **and ending** JULY 31 , 2014

Name of foundation KOSHLAND FOUNDATION		A Employer identification number 68-0069874
Number and street (or P.O. box number if mail is not delivered to street address) P.O. BOX 7310	Room/suite	B Telephone number (see instructions) 707-763-3355
City or town, state or province, country, and ZIP or foreign postal code MENLO PARK CA 94026-7310		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name 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. <input checked="" type="checkbox"/> 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) ▶ \$ 33,641,542	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	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	1 Contributions, gifts, grants, etc., received (attach schedule)	0			
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	27,073	27,073		
	4 Dividends and interest from securities	600,203	600,203		
	5a Gross rents	0	0		
	b Net rental income or (loss)	0			
	6a Net gain or (loss) from sale of assets not on line 10	914,413			
	b Gross sales price for all assets on line 6a	1,767,221			
	7 Capital gain net income (from Part IV, line 2)		914,413.00		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances	0			
b Less: Cost of goods sold	0				
c Gross profit or (loss) (attach schedule)	0.00				
11 Other income (attach schedule)	(14,232)	(14,232)			
12 Total. Add lines 1 through 11	1,527,457	1,527,457	N/A		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0	0		0
	14 Other employee salaries and wages	0	0		0
	15 Pension plans, employee benefits	0	0		0
	16a Legal fees (attach schedule)	0	0		0
	b Accounting fees (attach schedule)	13,675	3,500		1,500
	c Other professional fees (attach schedule)	67,915	67,915		0
	17 Interest	0	0		0
	18 Taxes (attach schedule) (see instructions)	46,808	16,808		0
	19 Depreciation (attach schedule) and depletion	0	0		0
	20 Occupancy	0	0		0
	21 Travel, conferences, and meetings	0	0		0
	22 Printing and publications	0	0		0
	23 Other expenses (attach schedule)	1,634	0		1,454
	24 Total operating and administrative expenses. Add lines 13 through 23	130,032	88,223	N/A	2,954
	25 Contributions, gifts, grants paid	1,125,000			1,125,000
26 Total expenses and disbursements. Add lines 24 and 25	1,255,032	88,223	N/A	1,127,954	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	272,425				
b Net investment income (if negative, enter -0-)		1,439,234			
c Adjusted net income (if negative, enter -0-)			N/A		

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	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing		0	0	0
	2 Savings and temporary cash investments		775,486	1,349,314	1,349,314
	3 Accounts receivable ▶	0			
	Less: allowance for doubtful accounts ▶	0	0	0	0
	4 Pledges receivable ▶	0			
	Less: allowance for doubtful accounts ▶	0	0	0	0
	5 Grants receivable		0	0	0
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)		0	0	0
	7 Other notes and loans receivable (attach schedule) ▶	0			
	Less: allowance for doubtful accounts ▶	0	0	0	0
	8 Inventories for sale or use		0	0	0
	9 Prepaid expenses and deferred charges		0	0	0
	10a Investments—US and state government obligations (attach schedule)		0	0	0
	b Investments—corporate stock (attach schedule)		5,501,206	5,168,202	9,058,382
	c Investments—corporate bonds (attach schedule)		0	0	0
	11 Investments—land, buildings, and equipment: basis ▶	0			
Liabilities	Less: accumulated depreciation (attach schedule) ▶	0	0	0	0
	12 Investments—mortgage loans		0	0	0
	13 Investments—other (attach schedule)		14,615,773	14,647,374	23,233,846
	14 Land, buildings, and equipment: basis ▶	0			
	Less: accumulated depreciation (attach schedule) ▶	0	0	0	0
	15 Other assets (describe ▶ ORGANIZATION COSTS)		2,145	2,145	0
	16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)		20,894,610	21,167,035	33,641,542
	17 Accounts payable and accrued expenses		0	0	
	18 Grants payable		0	0	
	19 Deferred revenue		0	0	
Net Assets or Fund Balances	20 Loans from officers, directors, trustees, and other disqualified persons		0	0	
	21 Mortgages and other notes payable (attach schedule)		0	0	
	22 Other liabilities (describe ▶)		0	0	
	23 Total liabilities (add lines 17 through 22)		0	0	
	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>				
	27 Capital stock, trust principal, or current funds		0	0	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund		0	0	
Net Assets or Fund Balances	29 Retained earnings, accumulated income, endowment, or other funds		20,894,610	21,167,035	
	30 Total net assets or fund balances (see instructions)		20,894,610	21,167,035	
	31 Total liabilities and net assets/fund balances (see instructions)		20,894,610	21,167,035	

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	20,894,610
2 Enter amount from Part I, line 27a	2	272,425
3 Other increases not included in line 2 (itemize) ▶	3	0
4 Add lines 1, 2, and 3	4	21,167,035
5 Decreases not included in line 2 (itemize) ▶	5	0
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	21,167,035

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 PUBLICLY TRADED SECURITIES SALES - ML 04195				
b MISC. SHS. CASH IN LIEU		P		
c MISC. SECURITIES LITIGATION SETTLEMENTS		P		
d MUTUAL FUND CAPITAL GAIN DISTRIBUTIONS		P		
e PASS THRU - ML SELECT FUTURES LP		P		
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a 1,426,438	0	852,808	573,630	
b 41	0	0	41	
c 54	0	0	54	
d 296,954	0	0	296,954	
e 43,734	0	0	43,734	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) FMV 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	914,413
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	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

(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	851,454	28,962,711	0.0294
2011	987,750	26,622,651	0.0371
2010	251,885	26,003,633	0.0097
2009	1,485,865	23,573,067	0.0630
2008	1,109,000	21,873,270	0.0507
2 Total of line 1, column (d)			2 0.1899
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 .0380
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 32,510,472
5 Multiply line 4 by line 3			5 1,235,398
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 14,392
7 Add lines 5 and 6			7 1,249,790
8 Enter qualifying distributions from Part XII, line 4 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.			8 1,127,954

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. Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	28,785
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2	3	28,785
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	28,785
6	Credits/Payments:		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	41,260
b	Exempt foreign organizations—tax withheld at source	6b	0
c	Tax paid with application for extension of time to file (Form 8868)	6c	0
d	Backup withholding erroneously withheld	6d	0
7	Total credits and payments. Add lines 6a through 6d	7	41,260
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	0
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	12,475
11	Enter the amount of line 10 to be: Credited to 2014 estimated tax 12,475 Refunded	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <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>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ 0 (2) On foundation managers. ▶ \$ 0		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ 0		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		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? <i>If "Yes," attach a conformed copy of the changes.</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
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>		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?	X	
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>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CALIFORNIA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	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)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

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? Website address ► N/A	13	X	
14	The books are in care of ► ROBERT J. HINES, CPA Telephone no. ► 707-763-3355 Located at ► 200 KENTUCKY ST., STE. E, PETALUMA, CA ZIP+4 ► 94952-3825			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here. <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ► 15			
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input 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		
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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 20____, 20____, 20____, 20____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.)	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" 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 <i>Schedule C, Form 4720</i> , to determine if the foundation had excess business holdings in 2013.)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (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)?Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ 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? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**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
SEE STATEMENT ATTACHED		5,000	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 ☐ 0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
MERRILL LYNCH, 2 WORLD FINANCIAL CENTER 35TH FLOOR, NEW YORK, NY 10281	INVESTMENT ADVISOR AND CUSTODIAN	51,755
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A - FOUNDATION ACTIVITIES RESTRICTED TO GRANTMAKING	
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 N/A	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3	N/A

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	31,940,057
b	Average of monthly cash balances	1b	1,065,498
c	Fair market value of all other assets (see instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	33,005,555
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	33,005,555
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	495,083
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	32,510,472
6	Minimum investment return. Enter 5% of line 5	6	1,625,524

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	1,625,524
2a	Tax on investment income for 2013 from Part VI, line 5	2a	28,785
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	0
c	Add lines 2a and 2b	2c	28,785
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,596,739
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	1,596,739
6	Deduction from distributable amount (see instructions)	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,596,739

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	1,127,954
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	0
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,127,954
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	1,127,954

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				1,596,739
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only			0	
b Total for prior years: 20____, 20____, 20____		0		
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	491,547			
f Total of lines 3a through e	491,547			
4 Qualifying distributions for 2013 from Part XII, line 4. ► \$ 1,127,954				
a Applied to 2012, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions)		0		
c Treated as distributions out of corpus (Election required—see instructions)	22,762			
d Applied to 2013 distributable amount				1,105,192
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).)	491,547			491,547
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	22,762			
b Prior years' undistributed income. Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0		
d Subtract line 6c from line 6b. Taxable amount—see instructions		0		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount—see instructions			0	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0			
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	22,762			
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	22,762			

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)**1a** 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

N/A

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)**2a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
(a) 2013	(b) 2012	(c) 2011	(d) 2010	
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).)

DOUGLAS E. KOSHLAND, JAMES M. KOSHLAND

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

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d**a** The name, address, and telephone number or e-mail address of the person to whom applications should be addressed**b** The form in which applications should be submitted and information and materials they should include:**c** Any submission deadlines:**d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> SEE STATEMENT ATTACHED				1,125,000
Total				3a 1,125,000
b <i>Approved for future payment</i>				
Total				3b 0

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	27,073	
4	Dividends and interest from securities . .			14	600,203	
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			14	(14,232)	
8	Gain or (loss) from sales of assets other than inventory			18	914,413	
9	Net income or (loss) from special events . .					
10	Gross profit or (loss) from sales of inventory . .					
11	Other revenue: a					
b						
c						
d						
e						
12	Subtotal Add columns (b), (d), and (e) . .		0.00		1,527,457	0.00
13	Total. Add line 12, columns (b), (d), and (e)				13	1,527,457

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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?

[illegible][illegible]

(1) Sales of assets to a noncharitable exempt organization

(2) Purchases of assets from a noncharitable exempt organization

(3) Rental of facilities, equipment, or other assets

(4) Reimbursement arrangements

(5) Loans or loan guarantees

(6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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.

[illegible]

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

b If "Yes," complete the following schedule.

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

Sign Here correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

[Signature] 2/24/15 SEC / CFO

Signature of officer or trustee Date Title

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

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

ROBERT J. HINES

Preparer's signature

[Signature]

Date

2/17/15

Check ☒ if self-employed

PTIN

P00014061

Firm's name ▶ ROBERT J. HINES CPA

Firm's EIN ▶ 45-4001733

Firm's address ▶ 200 KENTUCKY ST., PETALUMA, CA 94952

Phone no	707-763-3355
----------	--------------

THE KOSHLAND FOUNDATION

EIN: 68-0069874

FORM 990-PF

JULY 31, 2014

	(A) REVENUE & EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(D) DISBURSEMENTS FOR CHARITABLE PURPOSES
PART I, LINE 11 - OTHER INCOME			
Other Ordinary Income - Pass-thru			
ML Select Futures I L.P. (EIN 13-3879393)	-14,232	-14,232	
PART I, LINE 16b - ACCOUNTING FEES			
Robert J Hines, CPA - preparation of annual accounting forms and returns	8,675		
James Esposto - annual record-keeping	5,000	3,500	1,500
Total - Part I, Line 16b	13,675	3,500	1,500
PART I, LINE 16c - OTHER PROFESSIONAL FEES			
Merrill Lynch - Investment Mgmt. & Custodial Fees	51,755	51,755	
Capital Guardian - Investment Mgmt. & Custodial Fees	16,160	16,160	
Total - Part I, Line 16c	67,915	67,915	
PART I, LINE 18 - TAXES			
Foreign taxes withheld - dividend income	16,808	16,808	
Federal tax deposit	30,000	0	
Total - Part I, Line 18	46,808	16,808	
PART I, LINE 23 - OTHER EXPENSES			
State Farm Specialty Products - Directors' Insurance	1,454		1,454
Registry of Charitable Trusts (CA) - filing fee	150		0
Secretary of State (CA) - filing fee	20		0
Franchise Tax Board (CA) - Form 199 fee	10		0
Total - Part I, Line 23	1,634		1,454

THE KOSHLAND FOUNDATION
FEIN: 68-0069874
FORM 990-PF
JULY 31, 2014

PART II - BALANCE SHEET - DETAIL - END OF YEAR

	<u>Book Value (Cost)</u>	<u>Fair Market Value</u>
<u>Line 10b - Investments - Corporate Stock:</u>		
Merrill Lynch Account - see detail attached	\$ 5,161,630	\$ 8,903,742
2,000 shs. Proctor & Gamble*	<u>6,572</u>	<u>154,640</u>
	<u>\$ 5,168,202</u>	<u>\$ 9,058,382</u>
<u>Line 13 - Investments - Other:</u>		
ML Select Futures I, LP	\$ 548,847	\$ 542,583
T Rowe Price Capital Appreciation Fund	3,459,864	5,709,062
Vanguard Dividend Growth Fund	2,445,014	5,161,436
Vanguard Short-Term Investment Grade Fund	1,012,800	1,026,197
Franklin Rising Dividends Fund - Class A	1,305,307	2,600,882
Capital World Growth & Income	1,139,655	1,732,344
Capital EuroPacific Growth Fund	2,218,627	3,737,593
Capital Short Term Bond Fund of America	1,000,000	997,009
Capital World Bond Fund	1,000,000	990,340
IShares Trust Index Fund	<u>517,260</u>	<u>736,400</u>
	<u>\$ 14,647,374</u>	<u>\$ 23,233,846</u>

* stock donated in prior year.

THE KOSHLAND FOUNDATION
FEIN: 68-0069874
FORM 990-PF
JULY 31, 2014

PART II, LINE 10b - INVESTMENTS - CORPORATE STOCK:

PAGE 1 OF 13

MERRILL LYNCH ACCOUNT - Detail:

EMA Fiscal Statement

Merrill Lynch
Wealth Management
Bank of America Corporation

THE KOSHLAND FOUNDATION

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 07/31/14	Unrealized Gain or (Loss)	Est Accrued Interest	Est Annual Income
Cash and Money Funds							
	CASH		1,709 82	1,709 82			
130,192	FFI INSTITUTIONAL FUND		130,192.00	130,192 00			39 06
157,934	ML BANK DEPOSIT PROGRAM	05/24/12	157,934.00	157,934 00			78 97
	Total Cash and Money Funds		289,835.82	289,835.82			118.03

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 07/31/14	Unrealized Gain or (Loss)	Est Annual Income
Equities						
2,259	ABBOTT LABS	04/15/03	40,132.40	95,149 08	55,016 68	1,988 00
122	ABBOTT LABS	01/11/05	2,770 68	5,138 64	2,367 96	108 00
1,118	ABBOTT LABS	06/07/13	41,742.54	47,090 16	5,347 62	984 00
267	AIR PRODUCTS&CHEM	10/27/10	22,562 52	35,230 65	12,668.13	823 00
395	AIR PRODUCTS&CHEM	05/26/11	38,570.05	52,120 25	15,550 20	1,217 00
82	AIR PRODUCTS&CHEM	05/27/11	7,670.03	10,819 90	3,149 87	253.00
2,368	ALTRIA GROUP INC	04/15/03	17,794 37	96,140 80	78,346 43	4,547.00
30	ALTRIA GROUP INC	04/19/07	634 13	1,218.00	583.87	58 00

PLEASE SEE REVERSE SIDE

Page
5 of 45

Statement Period
Year Ending 07/31/14

Account No.
5AX-04195

X 00000000



THE KOSHLAND FOUNDATION
FEIN: 68-0069874
FORM 990-PF
JULY 31, 2014

PART II, LINE 10b - INVESTMENTS - CORPORATE STOCK:

PAGE 2 OF 13

MERRILL LYNCH ACCOUNT - Detail:

EMA Fiscal Statement

THE KOSHLAND FOUNDATION

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 07/31/14	Unrealized Gain or (Loss)	Est Annual Income
Equities						
1,010	ALTRIA GROUP INC	05/27/08	22,622.89	41,006.00	18,383.11	1,940.00
1,175	ALTRIA GROUP INC	06/04/09	19,934.93	47,705.00	27,770.07	2,257.00
391	ANHEUSER-BUSCH INBEV ADR	06/11/14	44,059.45	42,220.18	(1,839.27)	908.00
466	ANHEUSER-BUSCH INBEV ADR	06/12/14	52,253.28	50,318.68	(1,934.60)	1,082.00
524	ASML HLDG NV NY REG SHS	11/22/13	47,847.49	49,339.84	1,492.35	376.00
1,765	ABBVIE INC SHS	04/15/03	34,003.14	92,380.10	58,376.96	2,966.00
122	ABBVIE INC SHS	01/11/05	3,004.56	6,385.48	3,380.92	205.00
800	ABBVIE INC SHS	06/07/13	34,981.44	41,872.00	6,890.56	1,345.00
182	AMER EXPRESS COMPANY	01/14/04	7,688.69	16,016.00	8,327.31	190.00
839	AMER EXPRESS COMPANY	11/07/12	46,717.87	73,832.00	27,114.13	873.00
1,319	APPLE INC	02/07/08	22,893.70	126,096.40	103,202.70	2,480.00
1,316	APPLE INC	10/27/08	18,041.80	125,809.60	107,767.80	2,475.00
903	APPLE INC	06/03/09	17,985.37	86,326.80	68,341.43	1,698.00
780	AUTOMATIC DATA PROC	10/21/05	30,066.00	63,421.80	33,355.80	1,498.00
423	AUTOMATIC DATA PROC	10/20/06	18,096.74	34,394.13	16,297.39	813.00
72	BLACKROCK INC	09/02/11	11,470.48	21,940.56	10,470.08	556.00
230	BLACKROCK INC	02/01/12	42,256.24	70,087.90	27,831.66	1,776.00

PLEASE SEE REVERSE SIDE

Page
6 of 45

Statement Period
Year Ending 07/31/14

Account No.
5AX-04195

99999999

THE KOSHLAND FOUNDATION
FEIN: 68-0069874
FORM 990-PF
JULY 31, 2014

PART II, LINE 10b - INVESTMENTS - CORPORATE STOCK:

PAGE 3 OF 13

MERRILL LYNCH ACCOUNT - Detail:

EMA Fiscal Statement

Merrill Lynch
Wealth Management
Bank of America Corporation

THE KOSHLAND FOUNDATION

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 07/31/14	Unrealized Gain or (Loss)	Est Annual Income
Equities						
144	BLACKROCK INC	07/10/13	38,052 92	43,881.12	5,828 20	1,112 00
1,284	COMCAST CORP NEW CL A	02/19/13	53,253 77	68,989 32	15,735 55	1,156.00
476	COMCAST CORP NEW CL A	07/10/13	20,317 11	25,575 48	5,258 37	429 00
4	CANADIAN PACIFIC RAILWAY LTD	02/21/13	468 38	759 80	291 42	6 00
148	CANADIAN PACIFIC RAILWAY LTD	02/22/13	17,403 85	28,112 60	10,708 75	193 00
166	CANADIAN PACIFIC RAILWAY LTD	02/27/13	20,216 51	31,531 70	11,315 19	217 00
212	CANADIAN PACIFIC RAILWAY LTD	07/10/13	26,028.58	40,269 40	14,240.82	277 00
1,621	CHEVRON CORP	04/15/03	51,628 85	209,498 04	157,869.19	6,938 00
114	CHEVRON CORP	10/26/04	6,130.53	14,733 36	8,602.83	488 00
421	CHEVRON CORP	01/11/05	21,683 90	54,410 04	32,726.14	1,802 00
150	CHEVRON CORP	11/25/09	11,948 96	19,386.00	7,437 04	643 00
449	CHEVRON CORP	05/26/11	46,183 78	58,028 76	11,844 98	1,922 00
370	CONOCOPHILLIPS	06/07/04	10,670 92	30,525 00	19,854 08	1,081 00
436	CONOCOPHILLIPS	10/26/04	14,469 39	35,970 00	21,500 61	1,274 00
944	CONOCOPHILLIPS	01/11/05	31,238 55	77,880 00	46,641 45	2,757 00

PLEASE SEE REVERSE SIDE

Page
7 of 45

Statement Period
Year Ending 07/31/14

Account No.
5AX-04195



THE KOSHLAND FOUNDATION
FEIN: 68-0069874
FORM 990-PF
JULY 31, 2014

PART II, LINE 10b - INVESTMENTS - CORPORATE STOCK:

PAGE 4 OF 13

MERRILL LYNCH ACCOUNT - Detail:

EMA Fiscal Statement

THE KOSHLAND FOUNDATION

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 07/31/14	Unrealized Gain or (Loss)	Est Annual Income
Equities						
34	CONOCOPHILLIPS	04/21/05	1,361 60	2,805 00	1,443 40	100 00
676	CONOCOPHILLIPS	05/07/09	23,127 94	55,770 00	32,642 06	1,974 00
386	CONOCOPHILLIPS	05/09/12	20,751 01	31,845 00	11,093 99	1,128 00
59	CATERPILLAR INC DEL	07/11/06	4,310 82	5,944 25	1,633 43	166 00
87	CATERPILLAR INC DEL	10/02/06	5,688 06	8,765 25	3,077 19	244 00
314	CATERPILLAR INC DEL	05/07/09	11,965 41	31,635 50	19,670 09	880 00
265	CATERPILLAR INC DEL	05/24/11	27,024 67	26,698 75	(325 92)	743 00
155	CATERPILLAR INC DEL	05/09/12	14,972 30	15,616 25	643 95	435 00
8,330	COCA COLA COM	01/11/05	171,586 33	327,285.70	155,699 37	10,163.00
1,724	COCA COLA COM	02/01/12	58,772 37	67,735 96	8,963 59	2,104 00
403	DIAGEO PLC SPSP ADR NEW	11/07/12	46,734 90	48,448 66	1,713 76	1,290.00
352	DIAGEO PLC SPSP ADR NEW	11/08/12	40,369 93	42,317.44	1,947 51	1,127 00
787	DISNEY (WALT) CO COM STK	03/12/10	26,478 54	67,587.56	41,109 02	677 00
333	DISNEY (WALT) CO COM STK	03/02/11	14,450 80	28,598 04	14,147.24	287 00
2,839	EXXON MOBIL CORP COM	04/15/03	98,965 28	280,890 66	181,925 38	7,836 00
92	EXXON MOBIL CORP COM	06/18/03	3,432 52	9,102 48	5,669 96	254 00
265	EXXON MOBIL CORP COM	02/05/04	10,687.11	26,219 10	15,531.99	732 00

PLEASE SEE REVERSE SIDE

THE KOSHLAND FOUNDATION
FEIN: 68-0069874
FORM 990-PF
JULY 31, 2014

PART II, LINE 10b - INVESTMENTS - CORPORATE STOCK:

PAGE 5 OF 13

MERRILL LYNCH ACCOUNT - Detail:

EMA Fiscal Statement

Merrill Lynch
Wealth Management
Bank of America Corporation

THE KOSHLAND FOUNDATION

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 07/31/14	Unrealized Gain or (Loss)	Est Annual Income
Equities						
162	EXXON MOBIL CORP COM	06/04/09	11,817 41	16,028 28	4,210 87	448 00
427	EXXON MOBIL CORP COM	08/04/09	30,053 54	42,247 38	12,193 84	1,179 00
516	EXXON MOBIL CORP COM	02/22/10	33,854 97	51,053 04	17,198 07	1,425 00
417	EXXON MOBIL CORP COM	05/09/12	34,939.89	41,257 98	6,318 09	1,151 00
424	EOG RESOURCES INC	07/10/13	30,278 67	46,402 56	16,123.89	213 00
723	FREEPORT-MCMORAN INC	02/28/11	37,871 83	26,910.06	(10,961 77)	904 00
533	FREEPORT-MCMORAN INC	05/26/11	26,703.99	19,838.26	(6,865.73)	667 00
1,270	FREEPORT-MCMORAN INC	05/09/12	45,401.48	47,269 40	1,867.92	1,588.00
1,391	FRANKLIN RES INC	05/30/08	47,213 56	75,322.65	28,109 09	668 00
1,125	FRANKLIN RES INC	07/10/13	51,627.38	60,918 75	9,291 37	540 00
3,502	GENERAL ELECTRIC	04/15/03	97,985 97	88,075 30	(9,910.67)	3,082 00
125	GENERAL ELECTRIC	02/05/04	4,184 50	3,143 75	(1,040 75)	110 00
1,081	GILEAD SCIENCES INC COM	02/12/14	88,562 23	98,965 55	10,403 32	
940	HSBC HLDG PLC SP ADR	05/09/12	41,839.40	50,186 60	8,347.20	2,304 00
2,067	INTEL CORP	04/15/03	35,592.51	70,050 63	34,458.12	1,861 00
970	INTEL CORP	01/11/05	21,825 00	32,873 30	11,048 30	874 00

PLEASE SEE REVERSE SIDE

Page
9 of 45

Statement Period
Year Ending 07/31/14

Account No.
5AX-04195

X

99999999



THE KOSHLAND FOUNDATION
FEIN: 68-0069874
FORM 990-PF
JULY 31, 2014

PART II, LINE 10b - INVESTMENTS - CORPORATE STOCK:

PAGE 6 OF 13

MERRILL LYNCH ACCOUNT - Detail:

EMA Fiscal Statement

THE KOSHLAND FOUNDATION

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 07/31/14	Unrealized Gain or (Loss)	Est Annual Income
Equities						
685	INTL BUSINESS MACHINES CORP IBM	01/15/10	90,022 29	131,293 95	41,271 66	3,014 00
195	INTL BUSINESS MACHINES CORP IBM	03/12/10	24,902 16	37,375 65	12,473 49	858 00
486	INTL BUSINESS MACHINES CORP IBM	09/10/12	97,945 82	93,151 62	(4,794 20)	2,139 00
590	JPMORGAN CHASE & CO-	01/11/05	22,420 00	34,025 30	11,605 30	944 00
951	JPMORGAN CHASE & CO	01/13/09	24,052 31	54,844 17	30,791.86	1,522 00
531	JPMORGAN CHASE & CO	06/02/09	18,512 36	30,622 77	12,110 41	850 00
1,213	JPMORGAN CHASE & CO	01/24/11	54,576 99	69,953 71	15,376 72	1,941 00
825	JPMORGAN CHASE & CO	05/09/12	33,697 95	47,577 75	13,879 80	1,320 00
331	JOHNSON AND JOHNSON COM	04/15/03	18,696.97	33,129 79	14,432 82	927 00
208	JOHNSON AND JOHNSON COM	06/18/03	11,433.76	20,818 72	9,384.96	583 00
1,057	JOHNSON AND JOHNSON COM	03/04/04	56,094.36	105,795 13	49,700 77	2,960 00
533	JOHNSON AND JOHNSON COM	03/31/09	28,065 06	53,347 97	25,282 91	1,493.00
438	JOHNSON AND JOHNSON COM	06/04/09	24,417 62	43,839 42	19,421 80	1,227 00
54	KRAFT FOODS GROUP INC SHS	10/22/10	1,811.67	2,893 59	1,081 92	114 00

PLEASE SEE REVERSE SIDE

Page
10 of 45

Statement Period
Year Ending 07/31/14

Account No
5AX-04195

THE KOSHLAND FOUNDATION
FEIN: 68-0069874
FORM 990-PF
JULY 31, 2014

PART II, LINE 10b - INVESTMENTS - CORPORATE STOCK:

PAGE 7 OF 13

MERRILL LYNCH ACCOUNT - Detail:

EMA Fiscal Statement

Merrill Lynch
Wealth Management
Bank of America Corporation

THE KOSHLAND FOUNDATION

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 07/31/14	Unrealized Gain or (Loss)	Est Annual Income
Equities						
502	KRAFT FOODS GROUP INC SHS	10/25/10	17,053.74	26,899.67	9,845.93	1,055 00
1,346	LAUDER ESTEE COS INC A	04/15/03	20,163 08	98,877 16	78,714 08	1,077 00
558	LAUDER ESTEE COS INC A	07/06/05	10,843 89	40,990 68	30,146 79	447 00
966	MERCK AND CO INC SHS	01/11/05	30,110 22	54,810 84	24,700 62	1,701 00
288	MERCK AND CO INC SHS	06/05/09	7,552 74	16,341 12	8,788 38	507 00
411	MERCK AND CO INC SHS	07/01/09	11,561 68	23,320 14	11,758 46	724 00
135	MONDELEZ INTERNATIONAL INC	10/22/10	2,792 70	4,862 69	2,069 99	76 00
1,507	MONDELEZ INTERNATIONAL INC	10/25/10	31,567.19	54,281.99	22,714 80	844 00
1,052	MCDONALDS CORP COM	04/15/03	16,619.19	99,477.12	82,857 93	3,409 00
619	MCDONALDS CORP COM	06/03/09	37,631 49	58,532 64	20,901 15	2,006 00
819	MCDONALDS CORP COM	11/24/09	52,501 26	77,444 64	24,943 38	2,654 00
133	NOVARTIS ADR	06/07/13	9,556 13	11,563 02	2,006 89	311 00
653	NOVARTIS ADR	06/10/13	47,375 48	56,771 82	9,396 34	1,527 00
282	NOVARTIS ADR	06/10/13	20,295 48	24,517.08	4,221 60	660 00
1,029	TWENTY-FIRST CENTURY FOX INC CLASS A	04/15/03	10,241.66	32,588 43	22,346.77	258 00

PLEASE SEE REVERSE SIDE

Page
11 of 45

Statement Period
Year Ending 07/31/14

Account No.
5AX-04195



THE KOSHLAND FOUNDATION
FEIN: 68-0069874
FORM 990-PF
JULY 31, 2014

PART II, LINE 10b - INVESTMENTS - CORPORATE STOCK:

PAGE 8 OF 13

MERRILL LYNCH ACCOUNT - Detail:

EMA Fiscal Statement

THE KOSHLAND FOUNDATION

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 07/31/14	Unrealized Gain or (Loss)	Est Annual Income
Equities						
1,089	TWENTY-FIRST CENTURY FOX INC CLASS A	01/11/05	16,402 70	34,488 63	18,085 93	273 00
508	TWENTY-FIRST CENTURY FOX INC CLASS A	07/06/05	7,238 86	16,088 36	8,849 50	127 00
1,480	TWENTY-FIRST CENTURY FOX INC CLASS A	04/07/14	47,397 59	46,871 60	(525 99)	370 00
403	NEW NEWSCORP LLC SHS CL A	04/15/03	2 074 61	7 112 95	5,038 34	
272	NEW NEWSCORP LLC SHS CL A	01/11/05	2,119 01	4,800 80	2,681 79	
127	NEW NEWSCORP LLC SHS CL A	07/06/05	936 02	2,241.55	1,305 53	
2,640	NESTLE S A REP RG SH ADR	04/15/03	54,436 81	195,756 00	141,319 19	5,352 00
77	NESTLE S A REP RG SH ADR	06/18/03	1,715 85	5,709 55	3,993 70	157 00
743	NESTLE S A REP RG SH ADR	11/27/09	35,685.25	55,093 45	19,408 20	1,507 00
201	NOVO NORDISK A S ADR	05/06/08	2,746.67	9,256 05	6,509.38	122.00
1,895	NOVO NORDISK A S ADR	05/07/08	25,332 89	87,264 75	61,931 86	1,149 00
320	NOVO NORDISK A S ADR	05/08/08	4,291 99	14,736 00	10,444 01	194 00
285	NOVO NORDISK A S ADR	05/09/08	3,841 62	13,124.25	9,282 63	173 00
385	NOVO NORDISK A S ADR	05/12/08	5,215 96	17,729 25	12,513 29	234 00

PLEASE SEE REVERSE SIDE

Page
12 of 45

Statement Period
Year Ending 07/31/14

Account No.
5AX-04195

THE KOSHLAND FOUNDATION
FEIN: 68-0069874
FORM 990-PF
JULY 31, 2014

PART II, LINE 10b - INVESTMENTS - CORPORATE STOCK:

PAGE 9 OF 13

MERRILL LYNCH ACCOUNT - Detail:

EMA Fiscal Statement

 **Merrill Lynch**
Wealth Management
Bank of America Corporation

THE KOSHLAND FOUNDATION

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 07/31/14	Unrealized Gain or (Loss)	Est Annual Income
Equities						
1,716	OCCIDENTAL PETE CORP CAL	01/11/05	47,820.29	167,670.36	119,850.07	4,943.00
206	OCCIDENTAL PETE CORP CAL	05/26/11	21,384.49	20,128.26	(1,256.23)	594.00
308	OCCIDENTAL PETE CORP CAL	09/01/11	26,526.78	30,094.68	3,567.90	888.00
186	OCCIDENTAL PETE CORP CAL	05/09/12	15,853.86	18,174.06	2,320.20	536.00
1,359	ORACLE CORP \$0.01 DEL	05/15/12	36,988.86	54,890.01	17,901.15	653.00
1,015	ORACLE CORP \$0.01 DEL	07/10/13	31,654.20	40,995.85	9,341.65	488.00
2,756	PHILIP MORRIS INTL INC	04/15/03	47,191.65	226,019.56	178,827.91	10,363.00
30	PHILIP MORRIS INTL INC	04/19/07	1,445.00	2,460.30	1,015.30	113.00
593	PHILIP MORRIS INTL INC	04/10/08	29,065.18	48,631.93	19,566.75	2,230.00
438	PHILIP MORRIS INTL INC	05/27/08	22,596.46	35,920.38	13,323.92	1,647.00
772	PHILIP MORRIS INTL INC	01/13/09	32,779.58	63,311.72	30,532.14	2,903.00
351	PHILIP MORRIS INTL INC	03/31/09	12,554.01	28,785.51	16,231.50	1,320.00
239	PHILLIPS 66 SHS	01/11/05	4,700.82	19,385.29	14,684.47	478.00
17	PHILLIPS 66 SHS	04/21/05	404.65	1,378.87	974.22	34.00
338	PHILLIPS 66 SHS	05/07/09	6,873.27	27,415.18	20,541.91	676.00
1,640	PEPSICO INC	04/15/03	66,936.76	144,484.00	77,547.24	4,297.00
25	PEPSICO INC	06/18/03	1,124.25	2,202.50	1,078.25	66.00

PLEASE SEE REVERSE SIDE

Page
13 of 45

Statement Period
Year Ending 07/31/14

Account No
5AX-04195

X

99999999



THE KOSHLAND FOUNDATION
FEIN: 68-0069874
FORM 990-PF
JULY 31, 2014

PART II, LINE 10b - INVESTMENTS - CORPORATE STOCK:

PAGE 10 OF 13

MERRILL LYNCH ACCOUNT - Detail:

EMA Fiscal Statement

THE KOSHLAND FOUNDATION

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 07/31/14	Unrealized Gain or (Loss)	Est Annual Income
Equities						
204	PEPSICO INC	05/09/12	13,503 88	17,972 40	4,468 52	535 00
12	PRAXAIR INC	03/09/05	577 81	1,537 68	959 87	32 00
219	PRAXAIR INC	03/09/05	10,529 26	28,062 66	17,533 40	570 00
278	PRAXAIR INC	03/10/05	13,310 50	35,622 92	22,312 42	723 00
233	PRAXAIR INC	03/24/06	12,968 31	29,856 62	16,888 31	606 00
346	PRAXAIR INC	05/16/06	19,275 94	44,336 44	25,060 50	900 00
1,409	PROCTER & GAMBLE CO	04/15/03	63,186 61	108,943 88	45,757 27	3,627 00
108	PROCTER & GAMBLE CO	06/18/03	4,945 32	8,350.56	3,405 24	278 00
782	PROCTER & GAMBLE CO	01/14/04	39,225 16	60,464 24	21,239 08	2,013 00
809	PROCTER & GAMBLE CO	05/09/12	51,707 32	62,551.88	10,844 56	2,083 00
759	QUALCOMM INC	11/30/06	27,711.69	55,953.48	28,241 79	1,276 00
757	QUALCOMM INC	05/23/08	35,810 11	55,806 04	19,995 93	1,272 00
596	ROYAL DUTCH SHELL PLC SPONS ADR A	10/27/08	27,540 27	48,770 68	21,230 41	1,905 00
81	ROYAL DUTCH SHELL PLC SPONS ADR A	03/31/09	3,618 53	6,628 23	3,009 70	259 00
207	ROYAL DUTCH SHELL PLC SPONS ADR A	04/16/10	12,632 61	16,938 81	4,306.20	662.00

PLEASE SEE REVERSE SIDE

Page
14 of 45

Statement Period
Year Ending 07/31/14

Account No
5AX-04195

THE KOSHLAND FOUNDATION
FEIN: 68-0069874
FORM 990-PF
JULY 31, 2014

PART II, LINE 10b - INVESTMENTS - CORPORATE STOCK:

PAGE 11 OF 13

MERRILL LYNCH ACCOUNT - Detail:

EMA Fiscal Statement

Merrill Lynch
Wealth Management
Bank of America Corporation

THE KOSHLAND FOUNDATION

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 07/31/14	Unrealized Gain or (Loss)	Est Annual Income
Equities						
32	ROYAL DUTCH SHELL PLC SPONS ADR A	03/25/11	2,233.76	2,618.56	384.80	103.00
290	ROYAL DUTCH SHELL PLC SPONS ADR A	05/26/11	20,317.02	23,730.70	3,413.68	927.00
219	ROYAL DUTCH SHELL PLC SPONS ADR A	05/09/12	14,570.33	17,920.77	3,350.44	700.00
45	ROYAL DUTCH SHELL PLC SPONS ADR A	09/26/13	2,913.30	3,682.35	769.05	144.00
858	ROCHE HLDG LTD SPN ADR	01/22/10	19,079.22	31,166.85	12,087.63	786.00
336	ROCHE HLDG LTD SPN ADR	01/26/10	7,387.80	12,205.20	4,817.40	308.00
1,224	ROCHE HLDG LTD SPN ADR	01/27/10	26,736.08	44,461.80	17,725.72	1,120.00
1,444	ROCHE HLDG LTD SPN ADR	05/09/12	30,685.00	52,453.30	21,768.30	1,322.00
657	STATE STREET CORP	11/22/13	47,774.15	46,279.08	(1,495.07)	789.00
403	SABMILLER PLC SPON ADR	03/22/12	16,443.13	22,084.40	5,641.27	715.00
466	SABMILLER PLC SPON ADR	03/23/12	18,913.45	25,536.80	6,623.35	826.00
828	SABMILLER PLC SPON ADR	04/08/14	43,585.84	45,374.40	1,788.56	1,468.00
513	TOTAL S.A. SP ADR	10/27/08	23,526.80	33,088.50	9,561.70	1,401.00
968	TOTAL S.A. SP ADR	03/01/11	57,754.56	62,436.00	4,681.44	2,644.00
314	TOTAL S.A. SP ADR	06/01/11	17,737.17	20,253.00	2,515.83	858.00

PLEASE SEE REVERSE SIDE

Page
15 of 45

Statement Period
Year Ending 07/31/14

Account No.
5AX-04195



THE KOSHLAND FOUNDATION
FEIN: 68-0069874
FORM 990-PF
JULY 31, 2014

PART II, LINE 10b - INVESTMENTS - CORPORATE STOCK:

PAGE 12 OF 13

MERRILL LYNCH ACCOUNT - Detail:

EMA Fiscal Statement

THE KOSHLAND FOUNDATION

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 07/31/14	Unrealized Gain or (Loss)	Est Annual Income
Equities						
371	TOTAL S A SP ADR	09/01/11	18,081 72	23,929 50	5,847 78	1,014 00
673	TOTAL S.A. SP ADR	05/09/12	30,243 07	43,408 50	13,165 43	1,838 00
417	TEXAS INSTRUMENTS	11/30/06	12,374 60	19,286 25	6,911 65	501 00
1,052	TEXAS INSTRUMENTS	09/05/07	37,148 43	48,655 00	11,506 57	1,263 00
896	TEXAS INSTRUMENTS	10/25/07	27,946 42	41,440 00	13,493 58	1,076 00
610	TEXAS INSTRUMENTS	10/25/10	17,649 68	28,212 50	10,562.82	732 00
194	TARGET CORP COM	04/15/03	6,180 34	11,560 46	5,380 12	404 00
284	TARGET CORP COM	07/25/06	13,141 16	16,923 56	3,782.40	591 00
1,117	TARGET CORP COM	03/01/11	58,885 45	66,562 03	7,676 58	2,324 00
322	TIME WARNER CABLE INC SHS	09/02/11	20,688 21	46,722 20	26,033 99	966 00
951	UNION PACIFIC CORP	02/03/14	82,792 02	93,492 81	10,700.79	1,903.00
536	UNITED TECHS CORP COM	05/16/06	34,924 47	56,360 40	21,435 93	1,265 00
78	UNITED TECHS CORP COM	10/02/06	5,000 58	8,201 70	3,201.12	185.00
511	UNITED TECHS CORP COM	10/25/07	38,696 24	53,731 65	15,035 41	1,206.00
277	UNITED TECHS CORP COM	05/24/11	23,760 78	29,126 55	5,365 77	654 00
253	UNITED TECHS CORP COM	05/09/12	19,611 55	26,602 95	6,991.40	598.00

PLEASE SEE REVERSE SIDE

THE KOSHLAND FOUNDATION
FEIN: 68-0069874
FORM 990-PF
JULY 31, 2014

PART II, LINE 10b - INVESTMENTS - CORPORATE STOCK:

PAGE 13 OF 13

MERRILL LYNCH ACCOUNT - Detail:

EMA Fiscal Statement



THE KOSHLAND FOUNDATION

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 07/31/14	Unrealized Gain or (Loss)	Est Annual Income
Equities						
474	ACE LIMITED	07/10/13	43,355 50	47,447 40	4,091 90	1,233 00
444	ACE LIMITED	11/22/13	45,540 86	44,444 40	(1,096 46)	1,155 00
488	WAL-MART STORES INC	01/11/05	26,150 07	35,907 04	9,756 97	937 00
419	WAL-MART STORES INC	07/06/05	20,724 03	30,830 02	10,105 99	805 00
177	WAL-MART STORES INC	03/31/09	9,230 32	13,023 66	3,793.34	340 00
273	WAL-MART STORES INC	05/14/09	13,509 60	20,087.34	6,577.74	525 00
108	WAL-MART STORES INC	06/04/09	5,481 33	7,946.64	2,465 31	208 00
617	WAL-MART STORES INC	05/09/12	36,487.41	45,398 86	8,911.45	1,185 00
432	WALGREEN CO	04/15/03	13,749.14	29,708 64	15,959 50	545 00
103	WALGREEN CO	06/18/03	3,371 19	7,083 31	3,712 12	130 00
323	WALGREEN CO	03/04/04	11,291 56	22,212 71	10,921 15	407 00
487	WALGREEN CO	06/03/09	15,225 42	33,490 99	18,265 57	614 00
724	XILINX INC	05/14/12	23,889 32	29,778.12	5,888 80	840 00
1,876	WELLS FARGO & CO NEW DEL	07/10/13	78,518 86	95,488 40	16,969 54	2,626 00
Total Equities			5,161,630.16	8,903,741.71	3,742,111.55	238,822.00

PLEASE SEE REVERSE SIDE

Page 17 of 45

Statement Period
Year Ending 07/31/14

Account No.
5AX-04195



THE KOSHLAND FOUNDATION

68-0069874

Form 990-PF

July 31, 2014

PART VIII, LINE 1: OFFICERS AND DIRECTORS:

<u>Name and address</u>	<u>Title</u>	<u>Avg. Hours Per Week</u>	<u>Compen- sation</u>	<u>Contributions to benefit plans and deferred compensation</u>	<u>Expense account, other allowances</u>
Gail K. Wachtel P.O. Box 7310 Menlo Park, CA 94026	Pres. Director	2	None	None	None
James M. Koshland P.O. Box 7310 Menlo Park, CA 94026	Vice Pres. Director	1	None	None	None
Yvonne Koshland P.O. Box 7310 Menlo Park, CA 94026	Vice Pres. Director	1	None	None	None
Douglas E. Koshland P.O. Box 7310 Menlo Park, CA 94026	Vice Pres. Director	1	None	None	None
James Esposto P.O. Box 7310 Menlo Park, CA 94026	Secy. Treasurer CFO	2	\$5,000	None	None
Ellen Koshland P.O. Box 7310 Menlo Park, CA 94026	Vice Pres. Director	1	None	None	None
Phlyssa Koshland P.O. Box 7310 Menlo Park, CA 94026	Vice Pres. Director	1	None	None	None

THE KOSHLAND FOUNDATION

FEIN: 68-0069874

FORM 990-PF

JULY 31, 2014

PART XV, LINE 3a - GRANTS PAID DURING THE YEAR:

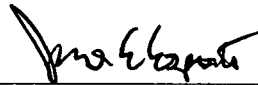
<u>RECIPIENT AND ADDRESS</u>	<u>FOUNDATION STATUS</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
Innovate Public Schools 1400 Parkmoor Ave., Ste. 240 San Jose, CA 95126	Supporting Org. Type 1 501(c)(3)	Current support for the Start-Up Schools Fellowship Program	\$ 100,000
Tides Center P.O. Box 29907 San Francisco, CA 94129-0907	Public Charity	Current support CommunityGrows Project	25,000
Edible Schoolyard Project 1517 Shattuck Ave. Berkeley, CA 94709	Public Charity	Operating support for current projects	100,000
New Leaders - Bay Area 505 14th St., Ste. 250 Oakland, CA 94612	Public Charity	General operating support to the Bay Area program and the national efforts	350,000
California Children & Families Foundation 1115 Atlantic Ave. Alameda, CA 94501	Public Charity	Current support for the First 5 Alameda County CSEFEL program	100,000
NewSchools Venture Fund 1970 Broadway, Ste. 350 Oakland, CA 94612	Public Charity	Current support for New Schools Oakland Fund	250,000
University of California Berkeley Foundation 2080 Addison St. Berkeley, CA 94720	Public Charity	Funding contribution for Chair in Basic Cancer Biology	100,000
Education Outside 135 Van Ness Ave., Room 408 San Francisco, CA 94102	Public Charity	Current support for the Corps for Education Outside Program	100,000
TOTAL GRANT DISTRIBUTIONS			<u><u>\$ 1,125,000</u></u>

THE KOSHLAND FOUNDATION
EIN: 68-0069874
FORM 990-PF
YEAR ENDED JULY 31, 2014

ELECTION PURSUANT TO REGULATIONS SEC. 53.4942(a)-3(d)(2):

PURSUANT TO IRC SEC. 4942(h)(2) AND REG. SEC. 53.4942(a)-3(d)(2), THE KOSHLAND FOUNDATION HEREBY ELECTS TO TREAT CURRENT YEAR QUALIFYING DISTRIBUTIONS IN EXCESS OF THE IMMEDIATELY PRECEDING TAX YEAR'S UNDISTRIBUTED INCOME AS BEING MADE OUT OF CORPUS.

SIGNED: _____



NAME AND TITLE: _____

JAMES E. ESPOSTO SEC / CFO