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EXTENDED TO NOVEMBER 15, 2016

Form **990-PF****Return of Private Foundation**

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

OMB No 1545-0052

2015

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

► 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 2015 or tax year beginning

, and ending

Name of foundation THE SAMUELI FOUNDATION		A Employer identification number 33-0758237
Number and street (or P O box number if mail is not delivered to street address) 2101 E. COAST HIGHWAY	Room/suite 300	B Telephone number 949-760-4300
City or town, state or province, country, and ZIP or foreign postal code CORONA DEL MAR, CA 92625		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <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) \$ 118,096	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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		887,570.		N/A	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		129.	129.		SEE STATEMENT 2
4 Dividends and interest from securities					
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		-10,291.			SEE STATEMENT 1
b Gross sales price for all assets on line 6a 677,279.					
7 Capital gain net income (from Part IV, line 2)			601,364.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		877,408.	601,493.		
13 Compensation of officers, directors, trustees, etc		75,302.	0.		60,242.
14 Other employee salaries and wages		159,970.	0.		127,976.
15 Pension plans, employee benefits		22,670.	0.		18,136.
16a Legal fees					
b Accounting fees STMT 3		6,500.	1,625.		2,600.
c Other professional fees STMT 4		39,960.	4,800.		35,160.
17 Interest					
18 Taxes STMT 5		35,955.	0.		19,828.
19 Depreciation and depletion		6,223.	0.		
20 Occupancy					
21 Travel, conferences, and meetings		107,952.	0.		86,950.
22 Printing and publications		282.	0.		0.
23 Other expenses STMT 6		28,560.	0.		18,093.
24 Total operating and administrative expenses. Add lines 13 through 23		483,374.	6,425.		368,985.
25 Contributions, gifts, grants paid		501,190.			501,190.
26 Total expenses and disbursements. Add lines 24 and 25		984,564.	6,425.		870,175.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-107,156.			
b Net investment income (if negative, enter -0-)			595,068.		
c Adjusted net income (if negative, enter -0-)				N/A	

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LHA For Paperwork Reduction Act Notice, see instructions

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2015.04020 THE SAMUELI FOUNDATION

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	107,857.	3,947.	3,947.
	2 Savings and temporary cash investments	109,013.	110,370.	110,370.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	Liabilities	11 Investments - land, buildings, and equipment basis ▶		
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment: basis ▶ 66,021.				
Less: accumulated depreciation STMT 7 ▶ 62,242.		8,382.	3,779.	3,779.
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		225,252.	118,096.	118,096.
17 Accounts payable and accrued expenses				
18 Grants payable				
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <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.	
	29 Retained earnings, accumulated income, endowment, or other funds	225,252.	118,096.	
30 Total net assets or fund balances	225,252.	118,096.		
31 Total liabilities and net assets/fund balances	225,252.	118,096.		

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	225,252.
2 Enter amount from Part I, line 27a	2	-107,156.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	118,096.
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	118,096.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a 5,296 SHRS WAGEWORK INC.	D	11/16/12	01/14/15
b 1,500 SHRS 58.COM	D	12/09/10	01/14/15
c 4,720 SHRS ANTERO RESOURCES CORPORATION	D	04/07/08	05/21/15
d 2,800 SHRS 58.COM	D	08/04/11	09/18/15
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 302,420.		31,458.	270,962.
b 59,721.		5,623.	54,098.
c 194,782.		28,369.	166,413.
d 120,356.		10,465.	109,891.
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(j) F.M.V. as of 12/31/69	(i) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			270,962.
b			54,098.
c			166,413.
d			109,891.
e			

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	601,364.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):	<div> <div>If gain, also enter in Part I, line 8, column (c).</div> <div>If (loss), enter -0- in Part I, line 8</div> </div>	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2014	896,190.	269,260.	3.328344
2013	1,380,881.	217,072.	6.361396
2012	1,108,871.	396,697.	2.795259
2011	984,858.	335,610.	2.934531
2010	1,433,482.	392,735.	3.649998

2 Total of line 1, column (d)	2	19.069528
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	3.813906
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	383,397.
5 Multiply line 4 by line 3	5	1,462,240.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	5,951.
7 Add lines 5 and 6	7	1,468,191.
8 Enter qualifying distributions from Part XII, line 4	8	870,175.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. 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	11,901.
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	11,901.
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	11,901.
6 Credits/Payments:			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	5,631.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	7,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	12,631.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	730.	
11 Enter the amount of line 10 to be: Credited to 2016 estimated tax <input type="checkbox"/> 730. Refunded <input type="checkbox"/>	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)? 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		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. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		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		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? If "Yes," attach the statement required by General Instruction T.		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? If "Yes," complete Part II, col. (c), and Part XV	x	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> CA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	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 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? If "Yes," complete Part XIV		x
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		x

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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)		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)		x
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	x	

Website address **WWW.SAMUELI.ORG**

14 The books are in care of **MICHAEL SCHULMAN** Telephone no. **949-760-4300**
 Located at **2101 E. COAST HIGHWAY, SUITE 300, CORONA DEL MAR, CA** ZIP+4 **92625-1941**

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ☐ and enter the amount of tax-exempt interest received or accrued during the year **15** N/A

16 At any time during calendar year 2015, 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** Yes No x

See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<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)? 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 2015?	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 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2015 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 2015) N/A	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	x
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	4b	x

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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 4945(d)(4)(A)? (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)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

x

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

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

N/A

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SUSAN SAMUELI 2101 E. COAST HIGHWAY, SUITE 300 CORONA DEL MAR, CA 92625-1941	PRESIDENT 5.00	0.	0.	0.
HENRY SAMUELI 2101 E. COAST HIGHWAY, SUITE 300 CORONA DEL MAR, CA 92625-1941	SECRETARY 1.00	0.	0.	0.
MICHAEL SHULMAN 2101 E. COAST HIGHWAY, SUITE 300 CORONA DEL MAR, CA 92625-1941	DIRECTOR 1.00	0.	0.	0.
GERALD SOLOMON 2101 E. COAST HIGHWAY, SUITE 300 CORONA DEL MAR, CA 92625-1941	EXECUTIVE DIRECTOR 8.00	75,302.	2,219.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MICHELLE FREEMAN - 2101 E. COAST HWY # 300, CORONA DEL MAR, CA 92625	PROGRAM MANAGER 40.00	96,670.	3,042.	0.
KATRINA GAUDIER - 2101 E. COAST HWY # 300, CORONA DEL MAR, CA 92625	EXECUTIVE ASSISTANT 40.00	63,720.	2,119.	0.

Total number of other employees paid over \$50,000

0

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

Total number of others receiving over \$50,000 for professional services	0
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Expenses

Amount

All other program-related investments. See instructions.

Total. Add lines 1 through 3	0
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Part X**Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	0.
b	Average of monthly cash balances	1b	385,457.
c	Fair market value of all other assets	1c	3,779.
d	Total (add lines 1a, b, and c)	1d	389,236.
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	389,236.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	5,839.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	383,397.
6	Minimum investment return. Enter 5% of line 5	6	19,170.

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	19,170.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	11,901.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	11,901.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	7,269.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	7,269.
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	7,269.

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	870,175.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	870,175.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	870,175.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				7,269.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010	1,427,815.			
b From 2011	969,031.			
c From 2012	1,104,640.			
d From 2013	1,388,059.			
e From 2014	888,102.			
f Total of lines 3a through e	5,777,647.			
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ \$ 870,175.				
a Applied to 2014, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2015 distributable amount				7,269.
e Remaining amount distributed out of corpus	862,906.			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	6,640,553.			
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 2014. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	887,570.			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7	540,245.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	5,212,738.			
10 Analysis of line 9:				
a Excess from 2011	969,031.			
b Excess from 2012	1,104,640.			
c Excess from 2013	1,388,059.			
d Excess from 2014	888,102.			
e Excess from 2015	862,906.			

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 2015, 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)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
AAMERICAN ACADEMY OF ARTS & SCIENCE 136 IRVING STREET CAMBRIDGE, MA 02138-1996	NONE	PC	EDUCATION	5,000.
ANTI-DEFAMATION LEAUGE 1201 DOVE STREET, SUITE 550 NEWPORT BEACH, CA 92660	NONE	PC	RELIGIOUS	3,700.
CALIFORNIA SCIENCE TEACHERS ASSOCIATION 950 GLENN DRIVE, SUITE 150 FOLSOM, CA 95630	NONE	PC	EDUCATION	5,000.
CYPRESS ELEMENTARY SCHOOL DISTRICT 9470 MOODY STREET CYPRESS, CA 90063	NONE	PC	EDUCATION	500.
EL TORO HIGH SCHOOL FOOTBALL BOOSTERS 25422 TRABUCO ROAD, SUITE 105-626 LAKE FOREST, CA 92630	NONE	PC	EDUCATION	250.
Total SEE CONTINUATION SHEET(S)			3a	501,190.
b Approved for future payment				
NONE				
Total			3b	0.

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

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash	1a(1)	x
	(2) Other assets	1a(2)	x
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	x
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	x
	(3) Rental of facilities, equipment, or other assets	1b(3)	x
	(4) Reimbursement arrangements	1b(4)	x
	(5) Loans or loan guarantees	1b(5)	x
	(6) Performance of services or membership or fundraising solicitations	1b(6)	x
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	x
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		



[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
N/A		

Sign Here  Signature of officer or trustee	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.				May the IRS discuss this return with the preparer shown below (see instr.)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
	Date 10/6/16	Title DIRECTOR/CFO			
Paid Preparer Use Only	Print/Type preparer's name BRIAN YACKER	Preparer's signature 	Date 10/4/16	Check <input type="checkbox"/> if self-employed	PTIN P00401346
	Firm's name ▶ YH ADVISORS, INC.				Firm's EIN ▶ 45-3269313
	Firm's address ▶ 7755 CENTER AVENUE, SUITE 1225 HUNTINGTON BEACH, CA 92647				Phone no. 310-982-2803

Form **990-PF** (2015)

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and
its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2015

Name of the organization

Employer identification number

THE SAMUELI FOUNDATION

33-0758237

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐

501(c)() (enter number) organization

☐4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐

527 political organization

Form 990-PF

☒

501(c)(3) exempt private foundation

☐

4947(a)(1) nonexempt charitable trust treated as a private foundation

☐

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**☒

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules☐

For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.☐For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year.

▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2015)

Name of organization

Employer identification number

THE SAMUELI FOUNDATION

33-0758237

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	H&S INVESTMENTS L.P. 2101 E. COAST HIGHWAY, SUITE 300 CORONA DEL MAR, CA 92625-1941	\$ 514,582.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
2	HS MANAGEMENT L.P. 2101 E. COAST HIGHWAY, SUITE 300 CORONA DEL MAR, CA 92625-1941	\$ 372,987.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization THE SAMUELI FOUNDATION	Employer identification number 33-0758237
---	---

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
<u>1</u>	<u>5,296 SHRS WAGEWORKS</u> _____ _____	\$ <u>314,582.</u>	<u>01/13/15</u>
<u>2</u>	<u>4,300 SHRS 58.COM AND 4,720 SHRS</u> <u>ANTERO RESOURCES CORPORATION</u> _____ _____	\$ <u>372,987.</u>	<u>12/31/15</u>
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____

Name of organization THE SAMUELI FOUNDATION	Employer identification number 33-0758237
---	---

Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this info once) ▶ \$
Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ENVISION EXCELLENCE IN STEM 2108 LAMBERTON ROAD CLEVELAND HEIGHTS, OH 44118	NONE	PC	EDUCATION	10,000.
FREE THE CHILDREN PO BOX 417298 BOSTON, MA 02241	NONE	PC	SOCIAL SERVICES	10,000.
FRIENDS OF YEMIN ORDE 4340 EAST-WEST HIGHWAY, #202 BETHESDA, MD 20814	NONE	PC	RELIGIOUS	15,000.
GRANTMAKERS OF EDUCATION 720 SW WASHINGTON STREET, SUITE 605 PORTLAND, OR 97205	NONE	PC	EDUCATION	250.
HILLEL FOUNDATION OF UCLA 4255 CAMPUS DRIVE, SUITE 250 IRVINE, CA 92612	NONE	PC	RELIGIOUS	5,000.
ILLUMINATION FOUNDATION 2691 RICHTER AVENUE, SUITE 107 IRVINE, CA 92606	NONE	PC	SOCIAL SERVICES	5,000.
JDFR 2 CORPORATE PARK, SUITE 106 IRVINE, CA 92606	NONE	PC	HEALTH	500.
JEWISH FUNDERS NETWORK 150 WEST 30TH STREET, SUITE 900 NEW YORK, NY 10001	NONE	PC	RELIGIOUS	1,200.
LIVING SUCCESS CENTER 445 EAST 17TH STREET, SUITE E COSTA MESA, CA 92627	NONE	PC	SOCIAL SERVICES	500.
LONG BEACH OPERA 507 PACIFIC AVENUE LONG BEACH, CA 90802	NONE	PC	ART	10,000.
Total from continuation sheets				486,740.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
MISSION EDGE PO BOX 12319 SAN DIEGO, CA 92112	NONE	PC	SOCIAL SERVICES	25,000.
MOM'S ORANGE COUNTY 1128 WEST SANTA ANA BOULEVARD SANTA ANA, CA 92703	NONE	PC	SOCIAL SERVICES	3,500.
MUSEUM OF LATIN AMERICAN ART IN LB 628 ALAMITOS AVENUE LONG BEACH, CA 90802	NONE	PC	ART	20,000.
NATIONAL ACADEMY OF SCIENCES 500 FIFTH STREET, NW WASHINGTON DC, DC 20001	NONE	PC	EDUCATION	25,000.
NATIONAL RESEARCH COUNCIL 500 FIFTH STREET, NW WASHINGTON DC, DC 20001	NONE	PC	EDUCATION	22,610.
ONEOC 1901 EAST FOURTH STREET, SUITE 100 SANTA ANA, CA 92705	NONE	PC	SOCIAL SERVICES	26,830.
ORANGE COUNTY HIGH SCHOOL OF THE ARTS 1010 NORTH MAIN STREET SANTA ANA, CA 92701	NONE	PC	EDUCATION	10,000.
ORANGEWOOD CHILDREN'S FOUNDATION 1575 EAST 17TH STREET SANTA ANA, CA 92705	NONE	PC	SOCIAL SERVICES	19,000.
PATHWAYS TO HOPE P.O. BOX 23148 SANTA ANA, CA 92711-3148	NONE	PC	SOCIAL SERVICES	5,000.
PETALUMA HEALTH CENTER, INC 1179 N. MCDOWELL BLVD. PETALUMA, CA 94954	NONE	PC	HEALTH	2,500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
PHILADELPHIA RONALD MCDONALD HOUSE 3925 CHESTNUT STREET PHILADELPHIA, PA 19104	NONE	PC	SOCIAL SERVICES	500.
PHILANTHROPY ROUNDTABLE 1730 M STREET, NW SUITE 601 WASHINGTON DC, DC 20036	NONE	PC	EDUCATION	500.
PLANT CARE P.O. BOX 1637 SEBASTOPOL, CA 95473	NONE	PC	HEALTH	50,000.
QUAN AM BUDDHIST MEDITATION 12670 18TH STREET REDLANDS, CA 92373	NONE	PC	RELIGIOUS	1,000.
ROCKET SCIENCE TUTORS 9371 LARKSPUR WESTMINSTER, CA 92683	NONE	PC	EDUCATION	2,500.
SANTA ROSA COMMUNITY HEALTH CENTERS 3569 ROUND BARN CIRCLE SANTA ROSA, CA 95403	NONE	PC	HEALTH	2,500.
SOCIETY FOR SCIENCE & THE PUBLIC 1719 N. STREET NW WASHINGTON DC, DC 20036	NONE	PC	EDUCATION	25,000.
ST. MARGARET OF SCOTLAND EPISCOPAL SCHOOL 31641 LA NOVIA AVE. SAN JUAN CAPISTRANO, CA 92675	NONE	PC	EDUCATION	25,000.
TELLURIDE FOUNDATION 620 MOUNTAIN VILLAGE BLVD., STE. 2B TELLURIDE, CA 81435	NONE	PC	SOCIAL SERVICES	25,000.
THE "1939" CLUB 8950 W. OLYMPIC BLVD., SUITE 437 BEVERLY HILLS, CA 90211	NONE	PC	RELIGIOUS	650.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
THE BASIC FUND 1301 CLAY STREET, #70450 OAKLAND, CA 94612	NONE	PC	EDUCATION	1,000.
THE COOPER UNION 30 COOPER SQUARE 8TH FLOOR NEW YORK, NY 10003	NONE	PC	EDUCATION	25,000.
THE NATIONAL ACADEMY OF ENGINEERING 500 FIFTH STREET, NW WASHINGTON DC, DC 20001	NONE	PC	EDUCATION	10,000.
THERE WITH CARE 2401 S. COLORADO BLVD., STE. A DENVER, CO 80222	NONE	PC	SOCIAL SERVICES	2,500.
TILLY'S LIFE CENTER 23785 EL TORO ROAD, #417 LAKE FOREST, CA 92630	NONE	PC	SOCIAL SERVICES	2,500.
TRUSTEES OF BOSTON UNIVERSITY 595 COMMONWEALTH AVENUE, STE. 700 WEST ENTRANCE BOSTON, MA 02215	NONE	PC	EDUCATION	20,000.
UCI FOUNDATION, SAMUELI CENTER 1034 HEWITT HALL IRVINE, CA 92697-5850	NONE	PC	HEALTH	17,000.
UCLA FOUNDATION P.O. BOX 24044 LOS ANGELES, CA 90024-0044	NONE	PC	EDUCATION	27,200.
UNIVERSITY OF MINNESOTA FOUNDATION 420 DELAWARE STREET SE, MMC 505 MINNEAPOLIS, MN 55455	NONE	PC	EDUCATION	2,500.
USA HOCKEY FOUNDATION 1775 BOB JOHNSON DRIVE COLORADO SPRINGS, CO 80906	NONE	PC	SOCIAL SERVICES	1,000.
Total from continuation sheets				

3 Grants and Contributions Paid During the Year (Continuation)

Total from continuation sheets

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

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
5,296 SHRS WAGework INC.		11/16/12	01/14/15

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
302,420.	314,582.	0.	0.	-12,162.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
1,500 SHRS 58.COM		12/09/10	01/14/15

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
59,721.	59,895.	0.	0.	-174.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
4,720 SHRS ANTERO RESOURCES CORPORATION		04/07/08	05/21/15

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
194,782.	195,030.	0.	0.	-248.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
2,800 SHRS 58.COM		08/04/11	09/18/15	
(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
120,356.	118,063.	0.	0.	2,293.
CAPITAL GAINS DIVIDENDS FROM PART IV				0.
TOTAL TO FORM 990-PF, PART I, LINE 6A				-10,291.

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
INTEREST INCOME	129.	129.	
TOTAL TO PART I, LINE 3	129.	129.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	6,500.	1,625.		2,600.
TO FORM 990-PF, PG 1, LN 16B	6,500.	1,625.		2,600.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MANAGEMENT FEES	12,000.	4,800.		7,200.
CONSULTING FEES	27,960.	0.		27,960.
TO FORM 990-PF, PG 1, LN 16C	39,960.	4,800.		35,160.

FORM 990-PF

TAXES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX & LICENSE	187.	0.		14.
PAYROLL TAX	24,768.	0.		19,814.
FEDERAL TAX	11,000.	0.		0.
TO FORM 990-PF, PG 1, LN 18	35,955.	0.		19,828.

FORM 990-PF

OTHER EXPENSES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OFFICE	1,243.	0.		0.
BENEFIT PLAN ADMINISTRATION	671.	0.		537.
TELEPHONE AND INTERNET	7,806.	0.		3,903.
INSURANCE	4,488.	0.		0.
PAYROLL PROCESSING	2,720.	0.		2,175.
DUES AND SUBSCRIPTIONS	11,478.	0.		11,478.
POSTAGE	154.	0.		0.
TO FORM 990-PF, PG 1, LN 23	28,560.	0.		18,093.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 7

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE	FAIR MARKET VALUE
SOFTWARE - WEBSITE	14,700.	14,700.	0.	0.
SOFTWARE - CRM	10,800.	10,800.	0.	0.
SOFTWARE - CRM	5,400.	5,400.	0.	0.
SOFTWARE - CRM	5,400.	5,400.	0.	0.
SOFTWARE - CRM	8,615.	8,615.	0.	0.
LAPTOP	1,265.	1,265.	0.	0.
SOFTWARE - IOS APP	6,000.	6,000.	0.	0.
COMPUTER (DESKTOP)	1,546.	1,546.	0.	0.
LAPTOP	1,109.	894.	215.	215.
COMPUTER (DESKTOP)	2,371.	1,909.	462.	462.
GRANTMAKING WEBSITE	3,500.	2,626.	874.	874.
GRANTMAKING WEBSITE	3,695.	2,772.	923.	923.
LAPTOP	1,620.	315.	1,305.	1,305.
TO 990-PF, PART II, LN 14	66,021.	62,242.	3,779.	3,779.

FORM 990-PF PART XV - LINE 1A STATEMENT 8
LIST OF FOUNDATION MANAGERS

NAME OF MANAGER

SUSAN SAMUELI
HENRY SAMUELI

2015 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
11	SOFTWARE - WEBSITE	011108SL		3.00	16	14,700.			14,700.	14,700.		0.
12	SOFTWARE - CRM	011508SL		3.00	16	10,800.			10,800.	10,800.		0.
13	SOFTWARE - CRM	011508SL		3.00	16	5,400.			5,400.	5,400.		0.
14	SOFTWARE - CRM	020108SL		3.00	16	5,400.			5,400.	5,400.		0.
15	SOFTWARE - CRM	092608SL		3.00	16	8,615.			8,615.	8,615.		0.
16	LAPTOP	052711SL		3.00	16	1,265.			1,265.	1,265.		0.
17	(D) LAPTOP	011012SL		3.00	16	1,944.			1,944.	1,944.		0.
18	SOFTWARE - IOS APP	120112SL		3.00	16	6,000.			6,000.	4,167.		1,833.
29	COMPUTER (DESKTOP)	010113SL		3.00	16	1,546.			1,546.	1,030.		516.
30	LAPTOP	080813SL		3.00	16	1,109.			1,109.	524.		370.
31	COMPUTER (DESKTOP)	081213SL		3.00	16	2,371.			2,371.	1,119.		790.
32	GRANTMAKING WEBSITE	093013SL		3.00	16	3,500.			3,500.	1,459.		1,167.
33	GRANTMAKING WEBSITE	100313SL		3.00	16	3,695.			3,695.	1,540.		1,232.
44	LAPTOP	061415SL		3.00	16	1,620.			1,620.			315.
	* TOTAL 990-PF PG 1 DEPR					67,965.		0.	67,965.	57,963.	0.	6,223.
	CURRENT ACTIVITY											
	BEGINNING BALANCE					66,345.		0.	66,345.	57,963.		

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Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
	ACQUISITIONS					1,620.		0.	1,620.	0.		
	DISPOSITIONS					1,944.		0.	1,944.	1,944.		
	ENDING BALANCE					66,021.		0.	66,021.	56,019.		
	ENDING ACCUM DEPR									62,242.		
	LESS DISPOSITIONS									3,779.		
	ENDING BOOK VALUE											

**ELECTION TO TREAT UNUSED PRIOR YEAR CORPUS DISTRIBUTIONS
AS CURRENT YEAR CORPUS DISTRIBUTIONS**

The Samueli Foundation (33-0758237)

Tax Year: 2015

Pursuant to Reg. § 53.4942(a)-3(c)(2)(iv), the above referenced foundation hereby elects to treat, as current distribution out of corpus, the following unused prior tax year's distributions that were treated as corpus distributions under Reg. § 53.4942(a)-3(d)(1)(iii) in such prior tax year:

<u>Tax Year</u>	<u>Amount</u>
2010	\$ 887,570

Signed

Date

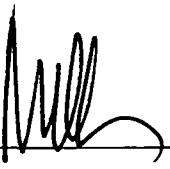
Name and Title

**STATEMENT/ELECTION TO TREAT PRIVATE FOUNDATION AS
A CONDUIT FOUNDATION PURSUANT TO IRC § 170(b)(1)(F)**

The Samueli Foundation (33-0758237)
Tax Year: 2015

Pursuant to IRC § 170(b)(1)(F) and Reg. § 1.170A-9(h)(2), the above referenced Foundation hereby elects to be treated as a "conduit" foundation for the 2015 tax year. The following are distributions made out of corpus pursuant to IRC § 4942(h):

<u>Tax Year</u>	<u>Amount</u>
2010	\$ 887,570



Signed

10/6/16

Date

Michael Schulman Director / CFO

Name and Title