Form 990

Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)

Do not enter social security numbers on this form as it may be made public.

Information about Form 990 and its instructions is at www.irs.gov/form990.

A For the 2015 calendar year, or tax year beginning 7/01, 2015, and ending 6/30, 2016

B Check if applicable:

C UC SAN DIEGO FOUNDATION
9500 GILMAN DRIVE #0940
LA JOLLA, CA 92039-0940

D Employer identification number
95-2872494

E Telephone number
(858) 534-1032

F Name and address of principal officer:
SAME AS C ABOVE

G Gross receipts $ 226,112,504.

H(a) Is this a group return for subsidiaries?
Yes X No

H(b) Are all subsidiaries included?
Yes X No

I Tax-exempt status [X] 501(c)(3) [ ] 501(c) ( ) (insert no.) 4947(a)(1) or [ ] 527

J Website: WWW.UCSDFOUNDATION.UCSD.EDU

K Form of organization: [X] Corporation Trust Association Other P
L Year of formation: 1972 M State of legal domicile: CA

Part I Summary

1 Briefly describe the organization's mission or most significant activities: THE MISSION OF THE UC SAN DIEGO FOUNDATION IS TO ADVOCATE AND RAISE PRIVATE SUPPORT FOR THE UNIVERSITY OF CALIFORNIA SAN DIEGO, FOR THE PURPOSES OF ITS RESEARCH, TEACHING AND PUBLIC SERVICE MISSION.

2 Check this box □ if the organization discontinued its operations or disposed of more than 25% of its net assets.

3 Number of voting members of the governing body (Part VI, line 1a) 3 35

4 Number of independent voting members of the governing body (Part VI, line 1b) 4 33

5 Total number of individuals employed in calendar year 2015 (Part V, line 2a) 5 0

6 Total number of volunteers (estimate if necessary) 6 0

7a Total unrelated business revenue from Part VIII, column (C), line 12 7a 1,951.

7b Net unrelated business taxable income from Form 990-T, line 34 7b 0

Revenue

8 Contributions and grants (Part VIII, line 1h) $91,206,588.

9 Program service revenue (Part VIII, line 2g)

10 Investment income (Part VIII, column (A), lines 3, 4, and 7d) 70,109.

11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e) 58,295,890.

12 Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12) 759,560.

13 Grants and similar amounts paid (Part IX, column (A), lines 1-3) 150,332,147.

14 Benefits paid to or for members (Part IX, column (A), line 4) 95,592,785.

15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10) 95,248,368.

16a Professional fundraising fees (Part IX, column (A), line 11e)

b Total fundraising expenses (Part IX, column (D), line 25)

Expenses

17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e) 545,328.

18 Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25) 662,871.


20 Total assets (Part X, line 16) 95,911,239.

21 Total liabilities (Part X, line 25) 54,194,034.

22 Net assets or fund balances. Subtract line 21 from line 20 8,062,946.

Part II Signature Block

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 officer based on all information of which preparer has any knowledge.

Date

Sign Here ▶ M. SHAVER
Type or print name and title DIRECTOR/CFO

Paid Preparer Use Only

Preparer's signature MARK BOYER
Preparer's signature MARK BOYER
Date 3/4/17
Check X if self-employed PTIN P01473280
Paid Preparer Use Only

MARK BOYER CPA 33-0592532
Firm's EIN 3990 OLD TOWN AVENUE B-101 619) 516-1700
Firm's address SAN DIEGO, CA 92110
BAA For Paperwork Reduction Act Notice, see the separate instructions.

Form 990 (2015)
### Part III Statement of Program Service Accomplishments

1. Briefly describe the organization's mission:

   **THE MISSION OF THE UC SAN DIEGO FOUNDATION IS TO ADVOCATE AND RAISE PRIVATE SUPPORT FOR THE UNIVERSITY OF CALIFORNIA SAN DIEGO, FOR THE PURPOSES OF ITS RESEARCH, TEACHING AND PUBLIC SERVICE MISSION.**

2. Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ?  
   - Yes [ ] No [X]
   
   If "Yes," describe these new services on Schedule O.

3. Did the organization cease conducting, or make significant changes in how it conducts, any program services?  
   - Yes [ ] No [X]
   
   If "Yes," describe these changes on Schedule O.

4. Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

   **4a (Code: )** (Expenses $91,340,831, including grants of $91,340,831) (Revenue $ )

   **GRANTS IN SUPPORT OF PROGRAMS OF THE UNIVERSITY OF CALIFORNIA, SAN DIEGO:**

   - $25,703,811 FOR CAPITAL PROJECT CONSTRUCTION,
   - $23,051,115 FOR GENERAL DEPARTMENTAL SUPPORT,
   - $33,351,541 FOR RESEARCH AND RELATED FACULTY SUPPORT,
   - $9,234,564 FOR STUDENT AID.

   

   **4b (Code: )** (Expenses $3,907,537, including grants of $3,907,537) (Revenue $ )

   **INVESTMENT EARNINGS PROVIDED TO SUPPORT UC SAN DIEGO FOUNDATION OPERATING COSTS INCURRED BY THE CAMPUS AS WELL AS OTHER FUNDRAISING COSTS INCURRED BY THE CAMPUS.**

   

   **4c (Code: )** (Expenses $ , including grants of $ ) (Revenue $ )

   

   **4d Other program services. (Describe in Schedule O.)**

   (Expenses $ , including grants of $ ) (Revenue $ )

   

   **4e Total program service expenses**  
   95,248,368.
<table>
<thead>
<tr>
<th>Part IV</th>
<th>Checklist of Required Schedules</th>
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</table>

1. Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If "Yes," complete Schedule A.                          | Yes  | No |
|---------|--------------------------------|
2. Is the organization required to complete Schedule B, Schedule of Contributors (see instructions)?                               | No   | X  |
|---------|--------------------------------|
3. Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I. | No   | X  |
|---------|--------------------------------|
4. **Section 501(c)(3) organizations.** Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? If "Yes," complete Schedule C, Part II. | No   | X  |
|---------|--------------------------------|
5. Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? If "Yes," complete Schedule C, Part III. | No   | X  |
|---------|--------------------------------|
6. Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? If "Yes," complete Schedule D, Part I. | No   | X  |
|---------|--------------------------------|
7. Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? If "Yes," complete Schedule D, Part II. | No   | X  |
|---------|--------------------------------|
8. Did the organization maintain collections of works of art, historical treasures, or other similar assets? If "Yes," complete Schedule D, Part III. | No   | X  |
|---------|--------------------------------|
9. Did the organization report an amount in Part X, line 21, for escrow or custodial account liability; serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? If "Yes," complete Schedule D, Part IV. | No   | X  |
|---------|--------------------------------|
10. Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? If "Yes," complete Schedule D, Part V. | No   | X  |
|---------|--------------------------------|
11. **If the organization's answer to any of the following questions is 'Yes', then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.**
   a. Did the organization report an amount for land, buildings and equipment in Part X, line 10? If "Yes," complete Schedule D, Part VI. | No   | X  |
   |---------|--------------------------------|
   b. Did the organization report an amount for investments — other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VII. | No   | X  |
   |---------|--------------------------------|
   c. Did the organization report an amount for investments — program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VIII. | No   | X  |
   |---------|--------------------------------|
   d. Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part IX. | No   | X  |
   |---------|--------------------------------|
   e. Did the organization report an amount for other liabilities in Part X, line 25? If "Yes," complete Schedule D, Part X. | No   | X  |
   |---------|--------------------------------|
   f. Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? If "Yes," complete Schedule D, Part X. | No   | X  |
   |---------|--------------------------------|
12a. Did the organization obtain separate, independent audited financial statements for the tax year? If "Yes," complete Schedule D, Parts XI, and XII. | No   | X  |
|---------|--------------------------------|
12b. Was the organization included in consolidated, independent audited financial statements for the tax year? If "Yes," and if the organization answered 'No' to line 12a, then completing Schedule D, Parts XI and XII is optional. | No   | X  |
|---------|--------------------------------|
13. Is the organization a school described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E. | No   | X  |
|---------|--------------------------------|
14a. Did the organization maintain an office, employees, or agents outside of the United States? | No   | X  |
|---------|--------------------------------|
14b. Did the organization have aggregate revenues or expenses of more than $10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at $100,000 or more? If "Yes," complete Schedule F, Parts I and IV. | No   | X  |
|---------|--------------------------------|
15. Did the organization report on Part IX, column (A), line 3, more than $5,000 of grants or other assistance to or for any foreign organization? If "Yes," complete Schedule F, Parts II and IV. | No   | X  |
|---------|--------------------------------|
16. Did the organization report on Part IX, column (A), line 3, more than $5,000 of aggregate grants or other assistance to or for foreign individuals? If "Yes," complete Schedule F, Parts III and IV. | No   | X  |
|---------|--------------------------------|
17. Did the organization report a total of more than $15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? If "Yes," complete Schedule G, Part I (see instructions). | No   | X  |
|---------|--------------------------------|
18. Did the organization report more than $15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? If "Yes," complete Schedule G, Part II. | No   | X  |
|---------|--------------------------------|
19. Did the organization report more than $15,000 of gross income from gaming activities on Part VIII, line 9a? If "Yes," complete Schedule G, Part III. | No   | X  |
20a Did the organization operate one or more hospital facilities? If 'Yes', complete Schedule H.

b If 'Yes' to line 20a, did the organization attach a copy of its audited financial statements to this return?

21 Did the organization report more than $5,000 of grants or other assistance to any domestic organization or domestic government on Part IX, column (A), line 1? If 'Yes,' complete Schedule I, Parts I and II.

22 Did the organization report more than $5,000 of grants or other assistance to or for domestic individuals on Part IX, column (A), line 2? If 'Yes,' complete Schedule I, Parts I and III.

23 Did the organization answer 'Yes' to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? If 'Yes,' complete Schedule J.

24a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than $100,000 as of the last day of the year, that was issued after December 31, 2002? If 'Yes,' answer lines 24b through 24d and complete Schedule K. If 'No,' go to line 25a.

b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?

c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?

d Did the organization act as an 'on behalf of' issuer for bonds outstanding at any time during the year?

25a Section 501(c)(3), 501(c)(4), and 501(c)(29) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? If 'Yes,' complete Schedule L, Part I.

b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? If 'Yes,' complete Schedule L, Part I.

26 Did the organization report any amount on Part X, line 5, 6, or 22 for receivables from or payables to any current or former officers, directors, trustees, key employees, highest compensated employees, or disqualified persons? If 'Yes,' complete Schedule L, Part I.

27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? If 'Yes,' complete Schedule L, Part III.

28 Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):

a A current or former officer, director, trustee, or key employee? If 'Yes,' complete Schedule L, Part IV.

b A family member of a current or former officer, director, trustee, or key employee? If 'Yes,' complete Schedule L, Part IV.

c An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? If 'Yes,' complete Schedule L, Part IV.

29 Did the organization receive more than $25,000 in non-cash contributions? If 'Yes,' complete Schedule M.

30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? If 'Yes,' complete Schedule M.

31 Did the organization liquidate, terminate, or dissolve and cease operations? If 'Yes,' complete Schedule N, Part I.

32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? If 'Yes,' complete Schedule N, Part I.

33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If 'Yes,' complete Schedule R, Part I.

34 Was the organization related to any tax-exempt or taxable entity? If 'Yes,' complete Schedule R, Part II, III, or IV, and Part V, line 1.

35a Did the organization have a controlled entity within the meaning of section 512(b)(13)?

b If 'Yes' to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? If 'Yes,' complete Schedule R, Part V, line 2.

36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? If 'Yes,' complete Schedule R, Part V, line 2.

37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? If 'Yes,' complete Schedule R, Part VI.

38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19?

Note: All Form 990 filers are required to complete Schedule O.
Part V | Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response or note to any line in this Part V.

1a Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable.
   1a  Yes  No

b Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable.
   1b  0

c Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?
   1 c X

2a Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return.
   2a  0

b If at least one is reported on line 2a, did the organization file all required federal employment tax returns?
   2b

   Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions)

3a Did the organization have unrelated business gross income of $1,000 or more during the year?
   3a X

b If 'Yes' has it filed a Form 990-T for this year? If 'No' to line 3b, provide an explanation in Schedule O.
   3b X

4a At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?
   4a X

b If 'Yes,' enter the name of the foreign country:

   See instructions for filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR)

5a Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?
   5a X

b Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?
   5b X

c If 'Yes,' to line 5a or 5b, did the organization file Form 8886-T?
   5c

6a Does the organization have annual gross receipts that are normally greater than $100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?
   6a X

b If 'Yes,' did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?
   6b X

7 Organizations that may receive deductible contributions under section 170(c).

a Did the organization receive a payment in excess of $75 made partly as a contribution and partly for goods and services provided to the payor?
   7a X

b If 'Yes,' did the organization notify the donor of the value of the goods or services provided?
   7b X

c Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?
   7c X

b If 'Yes,' indicate the number of Forms 8282 filed during the year.
   7d

e Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?
   7e X

f Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?
   7f X

g If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?
   7g

h If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1099-C?
   7h

8 Sponsoring organizations maintaining donor advised funds. Did a donor advised fund maintained by the sponsoring organization have excess business holdings at any time during the year?
   8

9 Sponsoring organizations maintaining donor advised funds.

a Did the sponsoring organization make any taxable distributions under section 4966?
   9a

b Did the sponsoring organization make a distribution to a donor, donor advisor, or related person?
   9b

10 Section 501(c)(7) organizations. Enter:

a Initiation fees and capital contributions included on Part VIII, line 12.
   10a

b Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities.
   10b

11 Section 501(c)(12) organizations. Enter:

a Gross income from members or shareholders.
   11a

b Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them). 11b

12a Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?
   12a

b If 'Yes,' enter the amount of tax-exempt interest received or accrued during the year.
   12b

13 Section 501(c)(29) qualified nonprofit health insurance issuers.

a Is the organization licensed to issue qualified health plans in more than one state?
   13a

   Note. See the instructions for additional information the organization must report on Schedule O.

b Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans.
   13b

c Enter the amount of reserves on hand.
   13c

14a Did the organization receive any payments for indoor tanning services during the tax year?
   14a X

b If 'Yes,' has it filled a Form 720 to report these payments? If 'No,' provide an explanation in Schedule O.
   14b
### Section A. Governing Body and Management

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### Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

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### Section C. Disclosure

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| 20 |   | M. SHAYER 9500 GILMAN DR., NC 0940 LA JOLLA CA 92093-0940 (858) 534-1032
Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

* List all of the organization's current officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.

* List all of the organization's current key employees, if any. See instructions for definition of 'key employee.'

* List the organization's five current highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than $100,000 from the organization and any related organizations.

* List all of the organization's former officers, key employees, and highest compensated employees who received more than $100,000 of reportable compensation from the organization and any related organizations.

* List all of the organization's former directors or trustees that received, in the capacity as a former director or trustee of the organization, more than $10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons.

<table>
<thead>
<tr>
<th>(A) Name and Title</th>
<th>(B) Average hours per week (list any hours for related organizations below dotted line)</th>
<th>(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)</th>
<th>(D) Reportable compensation from the organization (W-2/1099-MISC)</th>
<th>(E) Reportable compensation from related organizations (W-2/1099-MISC)</th>
<th>(F) Estimated amount of other compensation from the organization and related organizations</th>
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<td>(6) G. Hanson</td>
<td></td>
<td></td>
<td>344,809</td>
<td>94,097.</td>
<td></td>
</tr>
<tr>
<td>Trustee</td>
<td>0</td>
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<td></td>
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</tr>
<tr>
<td>(7) S. Hart</td>
<td></td>
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<td>0.0.0.</td>
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<tr>
<td>Trustee</td>
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<tr>
<td>(8) G. Jacobs</td>
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<tr>
<td>Trustee</td>
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<tr>
<td>(9) S. Jha</td>
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<td>Trustee</td>
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<tr>
<td>(10) M. Katz</td>
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<tr>
<td>Trustee</td>
<td>0</td>
<td>X</td>
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<tr>
<td>(11) J. Knight, Jr.</td>
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<tr>
<td>Trustee</td>
<td>0</td>
<td>X</td>
<td></td>
<td></td>
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</tr>
<tr>
<td>(12) J. Krinsk</td>
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<tr>
<td>Trustee</td>
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<td>X</td>
<td></td>
<td></td>
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</tr>
<tr>
<td>(13) S. Lizerbram</td>
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<td></td>
<td>0.0.0.</td>
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<td>0.0.0.</td>
</tr>
<tr>
<td>Trustee</td>
<td>0</td>
<td>X</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>(14) J. Malana</td>
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<td></td>
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<td>0.0.0.</td>
</tr>
<tr>
<td>Trustee</td>
<td>0</td>
<td>X</td>
<td></td>
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</tr>
</tbody>
</table>
### Part VII | Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

<table>
<thead>
<tr>
<th>(A) Name and title</th>
<th>(B) Average hours per week (list any hours for related organizations below dotted line)</th>
<th>(C) Position</th>
<th>(D) Reportable compensation from the organization (W-2/1099-MISC)</th>
<th>(E) Reportable compensation from related organizations (W-2/1099-MISC)</th>
<th>(F) Estimated amount of other compensation from the organization and related organizations</th>
</tr>
</thead>
<tbody>
<tr>
<td>R. MARREN</td>
<td>1</td>
<td>TRUSTEE</td>
<td>0</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>M. NEWSOME</td>
<td>1</td>
<td>TRUSTEE</td>
<td>0</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>T. NOVA</td>
<td>1</td>
<td>TRUSTEE</td>
<td>0</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>M. PETERSON</td>
<td>1</td>
<td>TRUSTEE</td>
<td>0</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>E. RAY</td>
<td>1</td>
<td>TRUSTEE</td>
<td>0</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>A. REED</td>
<td>1</td>
<td>TRUSTEE</td>
<td>0</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>R. REHM</td>
<td>1</td>
<td>TRUSTEE</td>
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<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>L. SCHENK</td>
<td>1</td>
<td>TRUSTEE</td>
<td>0</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>W. SCRIPPS</td>
<td>1</td>
<td>TRUSTEE</td>
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</tr>
<tr>
<td>A. SENYEI</td>
<td>1</td>
<td>TRUSTEE</td>
<td>0</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>L. SPIEGEL</td>
<td>1</td>
<td>TRUSTEE</td>
<td>0</td>
<td>0.</td>
<td>0.</td>
</tr>
</tbody>
</table>

1. Sub-total: 0. 344,809. 94,097.
2. Total from continuation sheets to Part VII, Section A: 0. 1,832,067. 513,157.
3. Total (add lines 1b and 2c): 0. 2,176,876. 607,254.

2. Total number of individuals (including but not limited to those listed above) who received more than $100,000 of reportable compensation from the organization: 0.

### Section B. Independent Contractors

1. Complete this table for your five highest compensated independent contractors that received more than $100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

<table>
<thead>
<tr>
<th>(A) Name and business address</th>
<th>(B) Description of services</th>
<th>(C) Compensation</th>
</tr>
</thead>
<tbody>
<tr>
<td>WURTS &amp; ASSOCIATES / VERUS 999 THIRD AVENUE SUITE 4200 SEATTLE, WA 9</td>
<td>INVESTMENT COUNSELOR</td>
<td>229,167.</td>
</tr>
</tbody>
</table>

2. Total number of independent contractors (including but not limited to those listed above) who received more than $100,000 of compensation from the organization: 1.
## UC SAN DIEGO FOUNDATION

**Part VII** Continuation: Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

<table>
<thead>
<tr>
<th>(A) Name and Title</th>
<th>(B) Position (check all that apply)</th>
<th>(C) Average hours per week (list any hours for related organizations below)</th>
<th>(D) Reportable compensation from the organization (W-201299 Misc)</th>
<th>(E) Reportable compensation from related organizations (W-201299 Misc)</th>
<th>(F) Estimated amount of other compensation from the organization and related organizations</th>
</tr>
</thead>
<tbody>
<tr>
<td>J. SUN TRUSTEE</td>
<td></td>
<td>1</td>
<td>0 X</td>
<td>0</td>
<td>0 X</td>
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<tr>
<td>J. SWARTZ TRUSTEE</td>
<td></td>
<td>1</td>
<td>0 X</td>
<td>0</td>
<td>0 X</td>
</tr>
<tr>
<td>S. TIMMONS TRUSTEE</td>
<td></td>
<td>1</td>
<td>0 X</td>
<td>0</td>
<td>0 X</td>
</tr>
<tr>
<td>C. VASSILIADIS TRUSTEE</td>
<td></td>
<td>1</td>
<td>0 X</td>
<td>0</td>
<td>0 X</td>
</tr>
<tr>
<td>C. WEIL TRUSTEE</td>
<td></td>
<td>1</td>
<td>0 X</td>
<td>0</td>
<td>0 X</td>
</tr>
<tr>
<td>C. CHANG TRUSTEE/CHAIR</td>
<td></td>
<td>1</td>
<td>0 X</td>
<td>0</td>
<td>0 X</td>
</tr>
<tr>
<td>P. PREUSS TRUSTEE/PAST CH</td>
<td></td>
<td>2</td>
<td>0 X</td>
<td>0</td>
<td>0 X</td>
</tr>
<tr>
<td>S. ENGLEHORN VICE CHAIR</td>
<td></td>
<td>1</td>
<td>0 X</td>
<td>0</td>
<td>0 X</td>
</tr>
<tr>
<td>D. FRIEDLAENDER TEE/TREASURER</td>
<td></td>
<td>1</td>
<td>0 X</td>
<td>0</td>
<td>0 X</td>
</tr>
<tr>
<td>P. KHOSSLA CHANCELLOR/PRES</td>
<td></td>
<td>1</td>
<td>39 X</td>
<td>0</td>
<td>457,478. 110,047.</td>
</tr>
<tr>
<td>A. DAVIDSON INTERIM V.P.</td>
<td></td>
<td>10</td>
<td>30 X</td>
<td>0</td>
<td>184,712. 51,983.</td>
</tr>
<tr>
<td>J. KEANE VICE PRESIDENT</td>
<td></td>
<td>10</td>
<td>30 X</td>
<td>0</td>
<td>140,628. 32,415.</td>
</tr>
<tr>
<td>M. SHAVER CFO</td>
<td></td>
<td>10</td>
<td>30 X</td>
<td>0</td>
<td>219,668. 58,027.</td>
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<tr>
<td>J. BOND SECRETARY</td>
<td></td>
<td>10</td>
<td>40 X</td>
<td>0</td>
<td>62,278. 22,615.</td>
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<tr>
<td>I TRACY CONTROLLER</td>
<td></td>
<td>10</td>
<td>40 X</td>
<td>0</td>
<td>125,868. 54,846.</td>
</tr>
<tr>
<td>S. GAMER FORMER EXECUTIVE VP</td>
<td></td>
<td>10</td>
<td>25 X</td>
<td>0</td>
<td>348,760. 104,448.</td>
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<tr>
<td>K. BERTELL FORMER VICE PRESIDENT</td>
<td></td>
<td>10</td>
<td>30 X</td>
<td>0</td>
<td>55,458. 13,098.</td>
</tr>
<tr>
<td>K. DRUCQUER DUFF FORMER VP</td>
<td></td>
<td>10</td>
<td>30 X</td>
<td>0</td>
<td>237,217. 65,678.</td>
</tr>
</tbody>
</table>

Form 990 Cont 2015
<table>
<thead>
<tr>
<th>Contributions, Gifts, Grants, and Other Similar Amounts</th>
<th>(A) Total revenue</th>
<th>(B) Related or exempt function revenue</th>
<th>(C) Unrelated business revenue</th>
<th>(D) Revenue excluded from tax under sections 512-514</th>
</tr>
</thead>
<tbody>
<tr>
<td>1a Federated campaigns</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>b Membership dues</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>c Fundraising events</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>d Related organizations</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>e Government grants (contributions)</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>f All other contributions, gifts, grants, and similar amounts not included above</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>g Noncash contributions included in lines 1a-1f</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>h Total. Add lines 1a-1f</td>
<td></td>
<td></td>
<td></td>
<td>96,149,367.</td>
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<table>
<thead>
<tr>
<th>Membership Income</th>
<th>Business Code</th>
</tr>
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<tbody>
<tr>
<td>2a MEMBERSHIP INCOME</td>
<td>74,475. 74,475.</td>
</tr>
<tr>
<td>b</td>
<td></td>
</tr>
<tr>
<td>c</td>
<td></td>
</tr>
<tr>
<td>d</td>
<td></td>
</tr>
<tr>
<td>e</td>
<td></td>
</tr>
<tr>
<td>f All other program service revenue.</td>
<td></td>
</tr>
<tr>
<td>g Total. Add lines 2a-2f</td>
<td>74,475.</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Program Service Revenue</th>
</tr>
</thead>
<tbody>
<tr>
<td>3 Investment income (including dividends, interest and other similar amounts).</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Investment Income</th>
<th>(A) Total revenue</th>
<th>(B) Related or exempt function revenue</th>
<th>(C) Unrelated business revenue</th>
<th>(D) Revenue excluded from tax under sections 512-514</th>
</tr>
</thead>
<tbody>
<tr>
<td>4 Royalties</td>
<td></td>
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</table>

<table>
<thead>
<tr>
<th>Royalties</th>
<th></th>
<th></th>
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</thead>
<tbody>
<tr>
<td>6a Gross rents</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>b Less: rental expenses</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>c Rental income or (loss).</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>d Net rental income or (loss).</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>7a Gross amount from sales of assets other than inventory</td>
<td>12,159,247.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>b Less: cost or other basis and sales expenses</td>
<td>12,213,831.9</td>
<td></td>
<td></td>
<td></td>
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<tr>
<td>c Gain or (loss)</td>
<td>-545,842.</td>
<td></td>
<td></td>
<td></td>
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<tr>
<td>d Net gain or (loss)</td>
<td></td>
<td></td>
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<table>
<thead>
<tr>
<th>Other Revenue Work Sheet</th>
</tr>
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<tbody>
<tr>
<td>8 Gross income from fundraising events (not including $4,262,627.</td>
</tr>
<tr>
<td>(or contributions reported on line 1c).</td>
</tr>
<tr>
<td>See Part IV, line 18</td>
</tr>
<tr>
<td>b Less: direct expenses</td>
</tr>
<tr>
<td>c Net income or (loss) from fundraising events</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Gross income from fundraising events</th>
<th>12,159,247.</th>
</tr>
</thead>
<tbody>
<tr>
<td>a See Part IV, line 18</td>
<td>687,446.</td>
</tr>
<tr>
<td>b Less: direct expenses</td>
<td></td>
</tr>
<tr>
<td>c Net income or (loss) from fundraising events</td>
<td>687,446.</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Gross income from fundraising events</th>
<th>12,159,247.</th>
</tr>
</thead>
<tbody>
<tr>
<td>a See Part IV, line 19</td>
<td>24,723.</td>
</tr>
<tr>
<td>b Less: direct expenses</td>
<td></td>
</tr>
<tr>
<td>c Net income or (loss) from fundraising events</td>
<td>24,723.</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Gross income from fundraising events</th>
<th>12,159,247.</th>
</tr>
</thead>
<tbody>
<tr>
<td>a See Part IV, line 19</td>
<td>24,723.</td>
</tr>
<tr>
<td>b Less: direct expenses</td>
<td></td>
</tr>
<tr>
<td>c Net income or (loss) from fundraising events</td>
<td>24,723.</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Gross income from fundraising events</th>
<th>12,159,247.</th>
</tr>
</thead>
<tbody>
<tr>
<td>a See Part IV, line 19</td>
<td>24,723.</td>
</tr>
<tr>
<td>b Less: direct expenses</td>
<td></td>
</tr>
<tr>
<td>c Net income or (loss) from fundraising events</td>
<td>24,723.</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Revenue (A) Total revenue</th>
<th>(B) Related or exempt function revenue</th>
<th>(C) Unrelated business revenue</th>
<th>(D) Revenue excluded from tax under sections 512-514</th>
</tr>
</thead>
<tbody>
<tr>
<td>11a OTHER INCOME</td>
<td>890.</td>
<td></td>
<td>890.</td>
</tr>
<tr>
<td>b</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>c</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>e Total. Add lines 11a-11d</td>
<td></td>
<td></td>
<td>890.</td>
</tr>
<tr>
<td>12 Total revenue. See instructions</td>
<td>103,974,185.</td>
<td>74,475.</td>
<td>1,951.</td>
</tr>
</tbody>
</table>
**Part IX Statement of Functional Expenses**

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A).

Check if Schedule O contains a response or note to any line in this Part IX.

---

<table>
<thead>
<tr>
<th>(A) Total expenses</th>
<th>(B) Program service expenses</th>
<th>(C) Management and general expenses</th>
<th>(D) Fundraising expenses</th>
</tr>
</thead>
<tbody>
<tr>
<td>1 Grants and other assistance to domestic organizations and domestic governments. See Part IV, line 21</td>
<td>95,248,368.</td>
<td>95,248,368.</td>
<td></td>
</tr>
<tr>
<td>2 Grants and other assistance to domestic individuals. See Part IV, line 22</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>3 Grants and other assistance to foreign organizations, foreign governments, and foreign individuals. See Part IV, lines 15 and 16</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>4 Benefits paid to or for members</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>5 Compensation of current officers, directors, trustees, and key employees</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>7 Other salaries and wages</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>9 Other employee benefits</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>10 Payroll taxes</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>11 Fees for services (non-employees):</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>a Management</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>b Legal</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>c Accounting</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>d Lobbying</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>e Professional fundraising services. See Part IV, line 17</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>f Investment management fees</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>g Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O.)</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>12 Advertising and promotion</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>13 Office expenses</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>14 Information technology</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>15 Royalties</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>16 Occupancy</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>17 Travel</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>18 Payments of travel or entertainment expenses for any federal, state, or local public officials</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>19 Conferences, conventions, and meetings</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>20 Interest</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>21 Payments to affiliates</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>22 Depreciation, depletion, and amortization</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>23 Insurance</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>24 Other expenses. Itemize expenses not covered above (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)</td>
<td>487,849.</td>
<td>487,849.</td>
<td></td>
</tr>
<tr>
<td>a INVESTMENT FEES</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>b BANK CHARGES</td>
<td>126,582.</td>
<td>126,582.</td>
<td></td>
</tr>
<tr>
<td>c OTHER EXPENSES</td>
<td>48,440.</td>
<td>48,440.</td>
<td></td>
</tr>
<tr>
<td>d</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>e All other expenses</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>25 Total functional expenses. Add lines 1 through 24e</td>
<td>95,911,239.</td>
<td>95,248,368.</td>
<td>662,871.</td>
</tr>
</tbody>
</table>

---

26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here [ ] if following SOP 98-2 (ASC 958-720).
<table>
<thead>
<tr>
<th></th>
<th>(A) Beginning of year</th>
<th>(B) End of year</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Cash — non-interest-bearing</td>
<td>1</td>
</tr>
<tr>
<td>2</td>
<td>Savings and temporary cash investments</td>
<td>1,298,610</td>
</tr>
<tr>
<td>3</td>
<td>Pledges and grants receivable, net</td>
<td>62,865,780</td>
</tr>
<tr>
<td>4</td>
<td>Accounts receivable, net</td>
<td>37,611</td>
</tr>
<tr>
<td>5</td>
<td>Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L</td>
<td>5</td>
</tr>
<tr>
<td>6</td>
<td>Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions). Complete Part II of Schedule L</td>
<td>6</td>
</tr>
<tr>
<td>7</td>
<td>Notes and loans receivable, net</td>
<td>367,191</td>
</tr>
<tr>
<td>8</td>
<td>Inventories for sale or use</td>
<td>8</td>
</tr>
<tr>
<td>9</td>
<td>Prepaid expenses and deferred charges</td>
<td>9</td>
</tr>
<tr>
<td>10a</td>
<td>Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D</td>
<td>1,200,000</td>
</tr>
<tr>
<td>10b</td>
<td>Less: accumulated depreciation</td>
<td>143,110,887</td>
</tr>
<tr>
<td>11</td>
<td>Investments — publicly traded securities</td>
<td>536,105,751</td>
</tr>
<tr>
<td>12</td>
<td>Investments — other securities. See Part IV, line 11</td>
<td>319,760</td>
</tr>
<tr>
<td>13</td>
<td>Intangible assets</td>
<td>14</td>
</tr>
<tr>
<td>15</td>
<td>Other assets. See Part IV, line 11</td>
<td>108,685</td>
</tr>
<tr>
<td>16</td>
<td>Total assets. Add lines 1 through 15 (must equal line 34)</td>
<td>745,414,275</td>
</tr>
<tr>
<td>17</td>
<td>Accounts payable and accrued expenses</td>
<td>662,549</td>
</tr>
<tr>
<td>18</td>
<td>Grants payable</td>
<td>18</td>
</tr>
<tr>
<td>19</td>
<td>Deferred revenue</td>
<td>19</td>
</tr>
<tr>
<td>20</td>
<td>Tax-exempt bond liabilities</td>
<td>20</td>
</tr>
<tr>
<td>21</td>
<td>Escrow or custodial account liability. Complete Part IV of Schedule D</td>
<td>11,696,279</td>
</tr>
<tr>
<td>22</td>
<td>Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L</td>
<td>22</td>
</tr>
<tr>
<td>23</td>
<td>Secured mortgages and notes payable to unrelated third parties</td>
<td>23</td>
</tr>
<tr>
<td>24</td>
<td>Unsecured notes and loans payable to unrelated third parties</td>
<td>24</td>
</tr>
<tr>
<td>25</td>
<td>Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D.</td>
<td>25</td>
</tr>
<tr>
<td>26</td>
<td>Total liabilities. Add lines 17 through 25</td>
<td>12,358,828</td>
</tr>
</tbody>
</table>

Organizations that follow SFAS 117 (ASC 958), check here □ and complete lines 27 through 29, and lines 33 and 34.

27 | Unrestricted net assets | 27 |
28 | Temporarily restricted net assets | 28 |
29 | Permanently restricted net assets | 29 |

Organizations that do not follow SFAS 117 (ASC 958), check here □ and complete lines 30 through 34.

30 | Capital stock or trust principal, or current funds | 30 |
31 | Paid-in or capital surplus, or land, building, or equipment fund | 31 |
32 | Retained earnings, endowment, accumulated income, or other funds | 733,055,447 | 32 | 721,077,908 |
33 | Total net assets or fund balances | 733,055,447 | 33 | 721,077,908 |
34 | Total liabilities and net assets/fund balances | 745,414,275 | 34 | 739,458,621 |

BAA
### Part XI Reconciliation of Net Assets

Check if Schedule O contains a response or note to any line in this Part XI.

<p>| | |</p>
<table>
<thead>
<tr>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Total revenue (must equal Part VIII, column (A), line 12)</td>
</tr>
<tr>
<td>2</td>
<td>Total expenses (must equal Part IX, column (A), line 25)</td>
</tr>
<tr>
<td>3</td>
<td>Revenue less expenses. Subtract line 2 from line 1</td>
</tr>
<tr>
<td>4</td>
<td>Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))</td>
</tr>
<tr>
<td>5</td>
<td>Net unrealized gains (losses) on investments</td>
</tr>
<tr>
<td>6</td>
<td>Donated services and use of facilities</td>
</tr>
<tr>
<td>7</td>
<td>Investment expenses</td>
</tr>
<tr>
<td>8</td>
<td>Prior period adjustments</td>
</tr>
<tr>
<td>9</td>
<td>Other changes in net assets or fund balances (explain in Schedule O)</td>
</tr>
<tr>
<td>10</td>
<td>Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))</td>
</tr>
</tbody>
</table>

### Part XII Financial Statements and Reporting

Check if Schedule O contains a response or note to any line in this Part XII.

<table>
<thead>
<tr>
<th></th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Accounting method used to prepare the Form 990:</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Cash</td>
<td>X Accrual</td>
</tr>
<tr>
<td>If the organization changed its method of accounting from a prior year or checked 'Other,' explain in Schedule O.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>2a</td>
<td>Were the organization's financial statements compiled or reviewed by an independent accountant?</td>
<td></td>
</tr>
<tr>
<td>If 'Yes,' check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Separate basis</td>
<td>Consolidated basis</td>
<td>Both consolidated and separate basis</td>
</tr>
<tr>
<td>2b</td>
<td>Were the organization's financial statements audited by an independent accountant?</td>
<td></td>
</tr>
<tr>
<td>If 'Yes,' check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Separate basis</td>
<td>Consolidated basis</td>
<td>X Both consolidated and separate basis</td>
</tr>
<tr>
<td>3a</td>
<td>As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?</td>
<td></td>
</tr>
<tr>
<td>3b</td>
<td>If 'Yes,' did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits</td>
<td></td>
</tr>
</tbody>
</table>

BAA
Public Charity Status and Public Support

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

Attach to Form 990 or Form 990-EZ.

Information about Schedule A (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990.

Name of the organization

UC SAN DIEGO FOUNDATION

Employer identification number

95-2872494

2015

Part I: Reason for Public Charity Status (All organizations must complete this part. See instructions.)

The organization is not a private foundation because it is: (For lines 1 through 11, check only one box.)

1 I A church, convention of churches, or association of churches described in section 170(b)(1)(A)(i).
2 I A school described in section 170(b)(1)(A)(ii). (Attach Schedule E (Form 990 or 990-EZ).)
3 I A hospital or a cooperative hospital service organization described in section 170(b)(1)(A)(iii).
4 I An organization operated in conjunction with a hospital described in section 170(b)(1)(A)(iii). Enter the hospital's name, city, and state:
5 X An organization operated for the benefit of a college or university owned or operated by a governmental unit described in section 170(b)(1)(A)(iv). (Complete Part II.)
6 I A federal, state, or local government or governmental unit described in section 170(b)(1)(A)(v).
7 I An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in section 170(b)(1)(A)(vi). (Complete Part II.)
8 I A community trust described in section 170(b)(1)(A)(vii). (Complete Part II.)
9 I An organization that normally receives: (1) more than 33-1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions — subject to certain exceptions, and (2) no more than 33-1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See section 509(a)(2). (Complete Part III.)
10 I An organization organized and operated exclusively to test for public safety. See section 509(a)(4).
11 I An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See section 509(a)(3). Check the box in lines 11a through 11d that describes the type of supporting organization and complete lines 11e, 11f, and 11g.
   a I Type I. A supporting organization operated, supervised, or controlled by its supported organization(s), typically by giving the supported organization(s) the power to regulate appoint or elect a majority of the directors or trustees of the supporting organization. You must complete Part IV, Sections A and B.
   b X Type II. A supporting organization supervised or controlled in connection with its supported organization(s), by having control or management of the supporting organization vested in the same persons that control or manage the supported organization(s). You must complete Part IV, Sections A and C.
   c I Type III functionally integrated. A supporting organization operated in connection with, and functionally integrated with, its supported organization(s) (see instructions). You must complete Part IV, Sections A, D, and E.
   d X Type III non-functionally integrated. A supporting organization operated in connection with its supported organization(s) that is not functionally integrated. The organization generally must satisfy a distribution requirement and an attentiveness requirement (see instructions). You must complete Part IV, Sections A and D, and Part V.
   e I Check this box if the organization received a written determination from the IRS that it is a Type I, Type II, Type III functionally integrated, or Type III non-functionally integrated supporting organization.
   f I Enter the number of supported organizations:
   g I Provide the following information about the supported organization(s):

<table>
<thead>
<tr>
<th>(I) Name of supported organization</th>
<th>(II) EIN</th>
<th>(III) Type of organization (described on lines 1-9 above) (see instructions)</th>
<th>(IV) Is the organization listed in your governing document?</th>
<th>(V) Amount of monetary support (see instructions)</th>
<th>(VI) Amount of other support (see instructions)</th>
</tr>
</thead>
<tbody>
<tr>
<td>(A)</td>
<td></td>
<td></td>
<td>Yes</td>
<td>No</td>
<td></td>
</tr>
<tr>
<td>(B)</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>(C)</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>(D)</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>(E)</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Total

Schedule A (Form 990 or 990-EZ) 2015
**Section A. Public Support**

<table>
<thead>
<tr>
<th>Calendar year (or fiscal year beginning in)</th>
<th>(a) 2011</th>
<th>(b) 2012</th>
<th>(c) 2013</th>
<th>(d) 2014</th>
<th>(e) 2015</th>
<th>(f) Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>1 Gifts, grants, contributions, and membership fees received. (Do not include any &quot;unsual grants.&quot;)</td>
<td>44934284</td>
<td>77670231</td>
<td>71417991</td>
<td>91276697</td>
<td>96822579</td>
<td>382121782</td>
</tr>
<tr>
<td>2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>0</td>
</tr>
<tr>
<td>3 The value of services or facilities furnished by a governmental unit to the organization without charge</td>
<td>1,019,940</td>
<td>1,137,984</td>
<td>1,005,676</td>
<td>977,095</td>
<td>1,134,269</td>
<td>5,274,964</td>
</tr>
<tr>
<td>4 Total. Add lines 1 through 3</td>
<td>45954224</td>
<td>78808215</td>
<td>72423667</td>
<td>92253792</td>
<td>97956848</td>
<td>387396746</td>
</tr>
<tr>
<td>5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11. column (f)</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>27,415,490</td>
</tr>
<tr>
<td>6 Public support. Subtract line 5 from line 4</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>359981256</td>
</tr>
</tbody>
</table>

**Section B. Total Support**

<table>
<thead>
<tr>
<th>Calendar year (or fiscal year beginning in)</th>
<th>(a) 2011</th>
<th>(b) 2012</th>
<th>(c) 2013</th>
<th>(d) 2014</th>
<th>(e) 2015</th>
<th>(f) Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>7 Amounts from line 4</td>
<td>45954224</td>
<td>78808215</td>
<td>72423667</td>
<td>92253792</td>
<td>97956848</td>
<td>387396746</td>
</tr>
<tr>
<td>8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources</td>
<td>7,968,468</td>
<td>7,055,264</td>
<td>6,829,199</td>
<td>7,785,166</td>
<td>7,583,126</td>
<td>37,221,223</td>
</tr>
<tr>
<td>9 Net income from unrelated business activities, whether or not the business is regularly carried on</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>0</td>
</tr>
<tr>
<td>10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.)</td>
<td>517,448</td>
<td>499,560</td>
<td>599,260</td>
<td>724,736</td>
<td>688,336</td>
<td>3,029,340</td>
</tr>
<tr>
<td>11 Total support. Add lines 7 through 10</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>427647309</td>
</tr>
<tr>
<td>12 Gross receipts from related activities, etc. (see instructions)</td>
<td>12</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>0</td>
</tr>
</tbody>
</table>

**Section C. Computation of Public Support Percentage**

| 14 Public support percentage for 2015 (line 6, column (f) divided by line 11, column (f)) | 14 | 84.18% |
| 15 Public support percentage from 2014 Schedule A, Part II, line 14 | 15 | 72.24% |
| 16a 33-1/3% support test — 2015. If the organization did not check the box on line 13, and line 14 is 33-1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization | | X |
| 17a 10% facts-and-circumstances test — 2015. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the 'facts-and-circumstances' test, check this box and stop here. The organization qualifies as a publicly supported organization | | |
| 18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions | | | BAA |
### Section A. Public Support

<table>
<thead>
<tr>
<th>Calendar year (or fiscal year beginning in)</th>
<th>(a) 2011</th>
<th>(b) 2012</th>
<th>(c) 2013</th>
<th>(d) 2014</th>
<th>(e) 2015</th>
<th>(f) Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>1. Gifts, grants, contributions and membership fees received. (Do not include any &quot;unusual grants.&quot;)</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>2. Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose.</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>3. Gross receipts from activities that are not an unrelated trade or business under section 513.</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>4. Tax revenues levied for the organization's benefit and either paid to or expended on its behalf.</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>5. The value of services or facilities furnished by a governmental unit to the organization without charge.</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>6. Total. Add lines 1 through 5...</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>7a. Amounts included on lines 1, 2, and 3 received from disqualified persons.</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>7b. Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of $5,000 or 1% of the amount on line 13 for the year.</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>8. Public support. (Subtract line 7c from line 6).</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

### Section B. Total Support

<table>
<thead>
<tr>
<th>Calendar year (or fiscal year beginning in)</th>
<th>(a) 2011</th>
<th>(b) 2012</th>
<th>(c) 2013</th>
<th>(d) 2014</th>
<th>(e) 2015</th>
<th>(f) Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>10a. Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources.</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>10b. Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975.</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>11. Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on.</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>12. Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.).</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>13. Total support. (Add lines 9, 10c, 11, and 12.).</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>14. First five years. If the Form 990 is for the organization’s first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here.</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

### Section C. Computation of Public Support Percentage

| Public support percentage for 2015 (line 8, column (f) divided by line 13, column (f)). | 15% |
| Public support percentage from 2014 Schedule A, Part III, line 15. | 16% |

### Section D. Computation of Investment Income Percentage

| Investment income percentage for 2015 (line 10c, column (f) divided by line 13, column (f)). | 17% |
| Investment income percentage from 2014 Schedule A, Part III, line 17. | 18% |
| 19a. 33-1/3% support tests — 2015. If the organization did not check the box on line 14, and line 15 is more than 33-1/3%, and line 17 is more than 33-1/3%, check this box and stop here. The organization qualifies as a publicly supported organization. |         |
| 19b. 33-1/3% support tests — 2014. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33-1/3%, and line 18 is not more than 33-1/3%, check this box and stop here. The organization qualifies as a publicly supported organization. |         |
| 20. Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions. |         |
Part IV  Supporting Organizations

(Complete only if you checked a box in line 11 on Part I. If you checked 11a of Part I, complete Sections A and B. If you checked 11b of Part I, complete Sections A and C. If you checked 11c of Part I, complete Sections A, D, and E. If you checked 11d of Part I, complete Sections A and D, and complete Part V.)

Section A. All Supporting Organizations

1. Are all of the organization’s supported organizations listed by name in the organization’s governing documents?  If No, describe in Part VI how the supported organizations are designated. If designated by class or purpose, describe the designation. If historic and continuing relationship, explain. [ ] Yes [ ] No [ ]

2. Did the organization have any supported organization that does not have an IRS determination of status under section 509(a)(1) or (2)? If “Yes,” explain in Part VI how the organization determined that the supported organization was described in section 509(a)(1) or (2). [ ]

3a. Did the organization have a supported organization described in section 501(c)(4), (5), or (6)? If “Yes,” answer (b) and (c) below. [ ]

b. Did the organization confirm that each supported organization qualified under section 501(c)(4), (5), or (6) and satisfied the public support tests under section 509(a)(2)? If “Yes,” describe in Part VI when and how the organization made the determination. [ ]

c. Did the organization ensure that all support to such organizations was used exclusively for section 170(c)(2)(B) purposes? If “Yes,” explain in Part VI what controls the organization put in place to ensure such use. [ ]

4a. Was any supported organization not organized in the United States (“foreign supported organization”)? If “Yes” and if you checked 11a or 11b in Part I, answer (b) and (c) below. [ ]

b. Did the organization have ultimate control and discretion in deciding whether to make grants to the foreign supported organization? If “Yes,” describe in Part VI how the organization had such control and discretion despite being controlled or supervised by or in connection with its supported organizations. [ ]

c. Did the organization support any foreign supported organization that does not have an IRS determination under sections 501(c)(3) and 509(a)(1) or (2)? If “Yes,” explain in Part VI what controls the organization used to ensure that all support to the foreign supported organization was used exclusively for section 170(c)(2)(B) purposes. [ ]

5a. Did the organization add, substitute, or remove any supported organizations during the tax year? If “Yes,” answer (b) and (c) below (if applicable). Also, provide detail in Part VI, including (i) the names and EIN numbers of the supported organizations added, substituted, or removed; (ii) the reasons for each such action; (iii) the authority under the organization’s organizing document authorizing such action; and (iv) how the action was accomplished (such as by amendment to the organizing document). [ ]

b. Type I or Type II only. Was any added or substituted supported organization part of a class already designated in the organization’s organizing document? [ ]

c. Substitutions only. Was the substitution the result of an event beyond the organization’s control? [ ]

6. Did the organization provide support (whether in the form of grants or the provision of services or facilities) to anyone other than (i) its supported organizations, (ii) individuals that are part of the charitable class benefited by one or more of its supported organizations, or (iii) other supporting organizations that also support or benefit one or more of the filing organization’s supported organizations? If “Yes,” provide detail in Part VI. [ ]

7. Did the organization provide a grant, loan, compensation, or other similar payment to a substantial contributor (defined in section 4958(c)(3)(C)), a family member of a substantial contributor, or a 35% controlled entity with regard to a substantial contributor? If “Yes,” complete Part I of Schedule L (Form 990 or 990-EZ). [ ]

8. Did the organization make a loan to a disqualified person (as defined in section 4958) not described in line 7? If “Yes,” complete Part I of Schedule L (Form 990 or 990-EZ). [ ]

9a. Was the organization controlled directly or indirectly at any time during the tax year by one or more disqualified persons as defined in section 4946 (other than foundation managers and organizations described in section 509(a)(1) or (2))? If “Yes,” provide detail in Part VI. [ ]

b. Did one or more disqualified persons (as defined in line 9a) hold a controlling interest in any entity in which the supporting organization had an interest? If “Yes,” provide detail in Part VI. [ ]

c. Did a disqualified person (as defined in line 9a) have an ownership interest in, or derive any personal benefit from, assets in which the supporting organization also had an interest? If “Yes,” provide detail in Part VI. [ ]

10a. Was the organization subject to the excess business holdings rules of section 4943 because of section 4943(f) (regarding certain Type II supporting organizations, and all Type III non-functionally integrated supporting organizations)? If “Yes,” answer 10b below. [ ]

b. Did the organization have any excess business holdings in the tax year? (Use Schedule C, Form 4720, to determine whether the organization had excess business holdings). [ ]
Part IV  Supporting Organizations (continued)

11  Has the organization accepted a gift or contribution from any of the following persons?
    a  A person who directly or indirectly controls, either alone or together with persons described in (b) and (c) below, the
governing body of a supported organization? ........................................... 11a
    b  A family member of a person described in (a) above? .......................... 11b
    c  A 35% controlled entity of a person described in (a) or (b) above? If 'Yes' to a, b, or c, provide detail in Part VI. 11c

Section B. Type I Supporting Organizations

1  Did the directors, trustees, or membership of one or more supported organizations have the power to regularly appoint
   or elect at least a majority of the organization's directors or trustees at all times during the tax year? If 'No,' describe in
   Part VI how the supported organization(s) effectively operated, supervised, or controlled the organization's activities.
   If the organization had more than one supported organization, describe how the powers to appoint and/or remove
   directors or trustees were allocated among the supported organizations and what conditions or restrictions, if any,
   applied to such powers during the tax year. ........................................... 1

2  Did the organization operate for the benefit of any supported organization other than the supported organization(s)
   that operated, supervised, or controlled the supporting organization? If 'Yes,' explain in Part VI how providing such
   benefit carried out the purposes of the supported organization(s) that operated, supervised, or controlled the
   supporting organization. ................................................................. 2

Section C. Type II Supporting Organizations

1  Were a majority of the organization's directors or trustees during the tax year also a majority of the directors or trustees
   of each of the organization's supported organization(s)? If 'No,' describe in Part VI how control or management of the
   supporting organization was vested in the same persons that controlled or managed the supported organization(s). 1

Section D. All Type III Supporting Organizations

1  Did the organization provide to each of its supported organizations, by the last day of the fifth month of the
   organization's tax year, (i) a written notice describing the type and amount of support provided during the prior tax
   year, (ii) a copy of the Form 990 that was most recently filed as of the date of notification, and (iii) copies of the
   organization's governing documents in effect on the date of notification, to the extent not previously provided? 1

2  Were any of the organization's officers, directors, or trustees either (i) appointed or elected by the supported
   organization(s) or (ii) serving on the governing body of a supported organization? If 'No,' explain in Part VI how
   the organization maintained a close and continuous working relationship with the supported organization(s). 2

3  By reason of the relationship described in (2), did the organization's supported organizations have a significant
   voice in the organization's investment policies and in directing the use of the organization's income or assets at
   all times during the tax year? If 'Yes,' describe in Part VI the role the organization's supported organizations played
   in this regard. ................................................................. 3

Section E. Type III Functionally-Integrated Supporting Organizations

1  Check the box next to the method that the organization used to satisfy the Integral Part Test during the year (see instructions):
   a  ☐ The organization satisfied the Activities Test. Complete line 2 below.
   b  ☐ The organization is the parent of each of its supported organizations. Complete line 3 below.
   c  ☐ The organization supported a governmental entity. Describe in Part VI how you supported a government entity (see instructions).

2  Activities Test. Answer (a) and (b) below.
   a  Did substantially all of the organization's activities during the tax year directly further the exempt purposes of the
      supported organization(s) to which the organization was responsive? If 'Yes,' then in Part VI identify those supported
      organizations and explain how these activities directly furthered their exempt purposes, how the organization was
      responsive to those supported organizations, and how the organization determined that these activities constituted
      substantially all of its activities. .................................................. 2a
   b  Did the activities described in (a) constitute activities that, but for the organization's involvement, one or more of
      the organization's supported organization(s) would have been engaged in? If 'Yes,' explain in Part VI the reasons for
      the organization's position that its supported organization(s) would have engaged in these activities but for the
      organization's involvement. .................................................. 2b

3  Parent of Supported Organizations. Answer (a) and (b) below.
   a  Did the organization have the power to regularly appoint or elect a majority of the officers, directors, or trustees of
      each of the supported organizations? Provide details in Part VI. .............. 3a
   b  Did the organization exercise a substantial degree of direction over the policies, programs, and activities of each of its
      supported organizations? If 'Yes,' describe in Part VI the role played by the organization in this regard. .......... 3b
**Part V: Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations**

**Section A – Adjusted Net Income**

<table>
<thead>
<tr>
<th></th>
<th>(A) Prior Year</th>
<th>(B) Current Year (optional)</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Net short-term capital gain</td>
<td>1</td>
</tr>
<tr>
<td>2</td>
<td>Recoveries of prior-year distributions</td>
<td>2</td>
</tr>
<tr>
<td>3</td>
<td>Other gross income (see instructions)</td>
<td>3</td>
</tr>
<tr>
<td>4</td>
<td>Add lines 1 through 3</td>
<td>4</td>
</tr>
<tr>
<td>5</td>
<td>Depreciation and depletion</td>
<td>5</td>
</tr>
<tr>
<td>6</td>
<td>Portion of operating expenses paid or incurred for production or collection of gross income or for management, conservation, or maintenance of property held for production of income (see instructions)</td>
<td>6</td>
</tr>
<tr>
<td>7</td>
<td>Other expenses (see instructions)</td>
<td>7</td>
</tr>
<tr>
<td>8</td>
<td>Adjusted Net Income (subtract lines 5, 6 and 7 from line 4)</td>
<td>8</td>
</tr>
</tbody>
</table>

**Section B – Minimum Asset Amount**

<table>
<thead>
<tr>
<th></th>
<th>(A) Prior Year</th>
<th>(B) Current Year (optional)</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Aggregate fair market value of all non-exempt-use assets (see instructions for short tax year or assets held for part of year):</td>
<td></td>
</tr>
<tr>
<td>a</td>
<td>Average monthly value of securities</td>
<td>1a</td>
</tr>
<tr>
<td>b</td>
<td>Average monthly cash balances</td>
<td>1b</td>
</tr>
<tr>
<td>c</td>
<td>Fair market value of other non-exempt-use assets</td>
<td>1c</td>
</tr>
<tr>
<td>d</td>
<td>Total (add lines 1a, 1b, and 1c):</td>
<td>1d</td>
</tr>
<tr>
<td>e</td>
<td>Discount claimed for blockage or other factors (explain in detail in Part VI):</td>
<td></td>
</tr>
<tr>
<td>2</td>
<td>Acquisition indebtedness applicable to non-exempt-use assets</td>
<td>2</td>
</tr>
<tr>
<td>3</td>
<td>Subtract line 2 from line 1d</td>
<td>3</td>
</tr>
<tr>
<td>4</td>
<td>Cash deemed held for exempt use. Enter 1-1/2% of line 3 (for greater amount, see instructions)</td>
<td>4</td>
</tr>
<tr>
<td>5</td>
<td>Net value of non-exempt-use assets (subtract line 4 from line 3)</td>
<td>5</td>
</tr>
<tr>
<td>6</td>
<td>Multiply line 5 by .35</td>
<td>6</td>
</tr>
<tr>
<td>7</td>
<td>Recoveries of prior-year distributions</td>
<td>7</td>
</tr>
<tr>
<td>8</td>
<td>Minimum Asset Amount (add line 7 to line 6)</td>
<td>8</td>
</tr>
</tbody>
</table>

**Section C – Distributable Amount**

<table>
<thead>
<tr>
<th></th>
<th>Current Year</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Adjusted net income for prior year (from Section A, line B, Column A)</td>
</tr>
<tr>
<td>2</td>
<td>Enter 85% of line 1</td>
</tr>
<tr>
<td>3</td>
<td>Minimum asset amount for prior year (from Section B, line B, Column A)</td>
</tr>
<tr>
<td>4</td>
<td>Enter greater of line 2 or line 3</td>
</tr>
<tr>
<td>5</td>
<td>Income tax imposed in prior year</td>
</tr>
<tr>
<td>6</td>
<td>Distributable Amount. Subtract line 5 from line 4, unless subject to emergency temporary reduction (see instructions)</td>
</tr>
</tbody>
</table>

7 | Check here if the current year is the organization's first as a non-functionally-integrated Type III supporting organization (see instructions). |
<table>
<thead>
<tr>
<th>Part V</th>
<th>Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations (continued)</th>
</tr>
</thead>
</table>

### Section D – Distributions

<table>
<thead>
<tr>
<th>Current Year</th>
</tr>
</thead>
<tbody>
<tr>
<td>1. Amounts paid to supported organizations to accomplish exempt purposes</td>
</tr>
<tr>
<td>2. Amounts paid to perform activity that directly furthers exempt purposes of supported organizations, in excess of income from activity</td>
</tr>
<tr>
<td>3. Administrative expenses paid to accomplish exempt purposes of supported organizations</td>
</tr>
<tr>
<td>4. Amounts paid to acquire exempt-use assets</td>
</tr>
<tr>
<td>5. Qualified set-aside amounts (prior IRS approval required)</td>
</tr>
<tr>
<td>6. Other distributions (describe in Part VI). See instructions</td>
</tr>
<tr>
<td>7. <strong>Total annual distributions. Add lines 1 through 6</strong></td>
</tr>
<tr>
<td>8. Distributions to attentive supported organizations to which the organization is responsive (provide details in Part VI). See instructions</td>
</tr>
<tr>
<td>9. Distributable amount for 2015 from Section C, line 6</td>
</tr>
<tr>
<td>10. Line 8 amount divided by Line 9 amount</td>
</tr>
</tbody>
</table>

### Section E – Distribution Allocations (see instructions)

<table>
<thead>
<tr>
<th>(i) Excess Distributions</th>
<th>(ii) Underdistributions Pre-2015</th>
<th>(iii) Distributable Amount for 2015</th>
</tr>
</thead>
<tbody>
<tr>
<td>1. Distributable amount for 2015 from Section C, line 6</td>
<td></td>
<td></td>
</tr>
<tr>
<td>2. Underdistributions, if any, for years prior to 2015 (reasonable cause required – see instructions)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>3. Excess distributions carryover, if any, to 2015:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>a.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>b.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>c.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>d. From 2013</td>
<td></td>
<td></td>
</tr>
<tr>
<td>e. From 2014</td>
<td></td>
<td></td>
</tr>
<tr>
<td>f. Total of lines 3a through e</td>
<td></td>
<td></td>
</tr>
<tr>
<td>g. Applied to underdistributions of prior years</td>
<td></td>
<td></td>
</tr>
<tr>
<td>h. Applied to 2015 distributable amount</td>
<td></td>
<td></td>
</tr>
<tr>
<td>i. Carryover from 2010 not applied (see instructions)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>j. Remainder: Subtract lines 3g, 3h, and 3i from 3f</td>
<td></td>
<td></td>
</tr>
<tr>
<td>4. Distributions for 2015 from Section D, line 7:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>a. Applied to underdistributions of prior years</td>
<td></td>
<td></td>
</tr>
<tr>
<td>b. Applied to 2015 distributable amount</td>
<td></td>
<td></td>
</tr>
<tr>
<td>c. Remainder: Subtract lines 4a and 4b from 4</td>
<td></td>
<td></td>
</tr>
<tr>
<td>5. Remaining underdistributions for years prior to 2015, if any. Subtract lines 3g and 4a from line 2 (if amount greater than zero, see instructions)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>6. Remaining underdistributions for 2015. Subtract lines 3h and 4b from line 1 (if amount greater than zero, see instructions)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>7. Excess distributions carryover to 2016. Add lines 3j and 4c</td>
<td></td>
<td></td>
</tr>
<tr>
<td>8. Breakdown of line 7:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>a.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>b.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>c. Excess from 2013</td>
<td></td>
<td></td>
</tr>
<tr>
<td>d. Excess from 2014</td>
<td></td>
<td></td>
</tr>
<tr>
<td>e. Excess from 2015</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

BAA
### PART II, LINE 10 - OTHER INCOME

<table>
<thead>
<tr>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>OTHER INCOME</td>
<td>$688,336</td>
<td>$724,736</td>
<td>$599,260</td>
<td>$499,560</td>
<td>$517,448</td>
</tr>
<tr>
<td>TOTAL</td>
<td>$688,336</td>
<td>$724,736</td>
<td>$599,260</td>
<td>$499,560</td>
<td>$517,448</td>
</tr>
</tbody>
</table>
### Part I | Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts.

Complete if the organization answered 'Yes' on Form 990, Part IV, line 6.

<table>
<thead>
<tr>
<th></th>
<th>(a) Donor advised funds</th>
<th>(b) Funds and other accounts</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Total number at end of year</td>
<td></td>
</tr>
<tr>
<td>2</td>
<td>Aggregate value of contributions to (during year)</td>
<td></td>
</tr>
<tr>
<td>3</td>
<td>Aggregate value of grants from (during year)</td>
<td></td>
</tr>
<tr>
<td>4</td>
<td>Aggregate value at end of year</td>
<td></td>
</tr>
</tbody>
</table>

5. Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?  
   - [ ] Yes  
   - [ ] No

6. Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit?  
   - [ ] Yes  
   - [ ] No

### Part II | Conservation Easements.

Complete if the organization answered 'Yes' on Form 990, Part IV, line 7.

1. Purpose(s) of conservation easements held by the organization (check all that apply).
   - [ ] Preservation of land for public use (e.g., recreation or education)  
   - [ ] Preservation of a historically important land area
   - [ ] Protection of natural habitat  
   - [ ] Preservation of a certified historic structure
   - [ ] Preservation of open space

2. Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.

<table>
<thead>
<tr>
<th></th>
<th>Held at the End of the Tax Year</th>
</tr>
</thead>
<tbody>
<tr>
<td>2a</td>
<td></td>
</tr>
<tr>
<td>2b</td>
<td></td>
</tr>
<tr>
<td>2c</td>
<td></td>
</tr>
<tr>
<td>2d</td>
<td></td>
</tr>
</tbody>
</table>

3. Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year.

4. Number of states where property subject to conservation easement is located.

5. Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds?  
   - [ ] Yes  
   - [ ] No

6. Staff and volunteer hours devoted to monitoring, inspecting, handling of violations, and enforcing conservation easements during the year.

7. Amount of expenses incurred in monitoring, inspecting, handling of violations, and enforcing conservation easements during the year:

8. Does each conservation easement reported on line 2(c) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)?  
   - [ ] Yes  
   - [ ] No

9. In Part XII, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements.

### Part III | Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.

Complete if the organization answered 'Yes' on Form 990, Part IV, line 8.

1. If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIII, the text of the footnote to its financial statements that describes these items.

2. If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items:
   - [i] Revenue included on Form 990, Part VIII, line 1: $  
   - [i] Assets included on Form 990, Part X: $  

3. If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items:
   - [i] Revenue included on Form 990, Part VIII, line 1: $  
   - [i] Assets included on Form 990, Part X: $  

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TEEA4396L 06/30/15 Schedule D (Form 990) 2015
### Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)

3. Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply):
   - [ ] Public exhibition
   - [ ] Scholarly research
   - [ ] Loan or exchange programs
   - [ ] Preservation for future generations

4. Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII.

5. During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection?
   - [ ] Yes
   - [x] No

### Part IV Escrow and Custodial Arrangements

Complete if the organization answered 'Yes' on Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1a. Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X?
   - [ ] Yes
   - [x] No

b. If 'Yes,' explain the arrangement in Part XIII and complete the following table:

<table>
<thead>
<tr>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>1c</td>
</tr>
<tr>
<td>1d</td>
</tr>
<tr>
<td>1e</td>
</tr>
<tr>
<td>1f</td>
</tr>
</tbody>
</table>

2a. Did the organization include an amount on Form 990, Part X, line 21, for escrow or custodial account liability?
   - [x] Yes
   - [ ] No

b. If 'Yes,' explain the arrangement in Part XIII. Check here if the explanation has been provided on Part XIII.

### Part V Endowment Funds

Complete if the organization answered 'Yes' on Form 990, Part IV, line 10.

<table>
<thead>
<tr>
<th>1a. Beginning of year balance</th>
<th>569,369,349</th>
<th>533,982,390</th>
<th>460,034,446</th>
<th>390,282,527</th>
<th>398,254,014</th>
</tr>
</thead>
<tbody>
<tr>
<td>b. Contributions</td>
<td>22,848,091</td>
<td>34,201,716</td>
<td>13,093,066</td>
<td>56,329,662</td>
<td>11,858,876</td>
</tr>
<tr>
<td>c. Net investment earnings, gains, and losses</td>
<td>-16,036,033</td>
<td>19,710,471</td>
<td>77,071,470</td>
<td>28,129,293</td>
<td>-4,525,220</td>
</tr>
<tr>
<td>d. Grants or scholarships</td>
<td>1,090,057</td>
<td>18,516,586</td>
<td>16,197,926</td>
<td>14,685,540</td>
<td>15,304,563</td>
</tr>
<tr>
<td>e. Other expenditures for facilities and programs</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
</tr>
<tr>
<td>f. Administrative expenses</td>
<td>22,983</td>
<td>8,642</td>
<td>18,666</td>
<td>21,497</td>
<td>580</td>
</tr>
<tr>
<td>g. End of year balance</td>
<td>557,068,367</td>
<td>569,369,349</td>
<td>533,982,390</td>
<td>460,034,445</td>
<td>390,282,527</td>
</tr>
</tbody>
</table>

2. Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as:
   - [ ] Board designated or quasi-endowment 1.60%
   - [ ] Permanent endowment 92.80%
   - [ ] Temporarily restricted endowment 5.60%

   The percentages on lines 2a, 2b, and 2c should equal 100%.

3a. Are there endowment funds not in the possession of the organization that are held and administered for the organization by:
   - (i) unrelated organizations.
   - (ii) related organizations.
   - [ ] Yes
   - [x] No

b. If 'Yes' on line 3a(ii), are the related organizations listed as required on Schedule R?
   - [x] Yes
   - [ ] No

### Part VI Land, Buildings, and Equipment

Complete if the organization answered 'Yes' on Form 990, Part IV, line 11a. See Form 990, Part X, line 10.

<table>
<thead>
<tr>
<th>Description of property</th>
<th>(a) Cost or other basis (investment)</th>
<th>(b) Cost or other basis (other)</th>
<th>(c) Accumulated depreciation</th>
<th>(d) Book value</th>
</tr>
</thead>
<tbody>
<tr>
<td>1a. Land</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>1b. Buildings</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>1c. Leasehold improvements</td>
<td></td>
<td></td>
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</tr>
<tr>
<td>1d. Equipment</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>1e. Other</td>
<td></td>
<td></td>
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</tr>
</tbody>
</table>

Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10c.)

| 0. |

BAA
### Part VII Investments — Other Securities.

<table>
<thead>
<tr>
<th>(a) Description of security or category (including name of security)</th>
<th>(b) Book value</th>
<th>(c) Method of valuation: Cost or end-of-year market value</th>
</tr>
</thead>
<tbody>
<tr>
<td>Financial derivatives</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Closely-held equity interests</td>
<td></td>
<td></td>
</tr>
<tr>
<td>UC REGENTS, GEP</td>
<td>345,632,326</td>
<td>END OF YEAR MARKET VALUE</td>
</tr>
<tr>
<td>UC REGENTS, SHORT TERM INV POOL</td>
<td>72,813,030</td>
<td>END OF YEAR MARKET VALUE</td>
</tr>
<tr>
<td>UC REGENTS, COMMGLD ALTERNATIVE INV</td>
<td>13,703,672</td>
<td>END OF YEAR MARKET VALUE</td>
</tr>
<tr>
<td>OTHER EAFE INDEX FUNDS</td>
<td>46,692,741</td>
<td>END OF YEAR MARKET VALUE</td>
</tr>
<tr>
<td>UC REGENTS &amp; OTHER, COMMGLD REAL ESTATE</td>
<td>8,092,966</td>
<td>END OF YEAR MARKET VALUE</td>
</tr>
<tr>
<td>BRANDES</td>
<td>11,486,021</td>
<td>END OF YEAR MARKET VALUE</td>
</tr>
<tr>
<td>UC REGENTS TOTAL RETURN INV. POOL</td>
<td>19,398,147</td>
<td>END OF YEAR MARKET VALUE</td>
</tr>
<tr>
<td>TA REALTY ASSOCIATES FUND XI</td>
<td>1,250,000</td>
<td>END OF YEAR MARKET VALUE</td>
</tr>
<tr>
<td>Total. (Column (b) must equal Form 990, Part X, column (B) line 12).</td>
<td>519,068,903</td>
<td></td>
</tr>
</tbody>
</table>

### Part VIII Investments — Program Related.

Complete if the organization answered 'Yes' on Form 990, Part IV, line 11c, See Form 990, Part X, line 13.

<table>
<thead>
<tr>
<th>(a) Description of investment</th>
<th>(b) Book value</th>
<th>(c) Method of valuation: Cost or end-of-year market value</th>
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</thead>
<tbody>
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</tr>
<tr>
<td>Total. (Column (b) must equal Form 990, Part X, column (B) line 13).</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

### Part IX Other Assets.

Complete if the organization answered 'Yes' on Form 990, Part IV, line 11d. See Form 990, Part X, line 15.

<table>
<thead>
<tr>
<th>(a) Description</th>
<th>(b) Book value</th>
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</thead>
<tbody>
<tr>
<td>(1)</td>
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</tr>
<tr>
<td>Total. (Column (b) must equal Form 990, Part X, column (B) line 15.)</td>
<td></td>
</tr>
</tbody>
</table>

### Part X Other Liabilities.

Complete if the organization answered 'Yes' on Form 990, Part IV, line 11e or 11f. See Form 990, Part X, line 25.

<table>
<thead>
<tr>
<th>(a) Description of liability</th>
<th>(b) Book value</th>
</tr>
</thead>
<tbody>
<tr>
<td>(1) Federal income taxes</td>
<td></td>
</tr>
<tr>
<td>(2)</td>
<td></td>
</tr>
<tr>
<td>(3)</td>
<td></td>
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<td>(11)</td>
<td></td>
</tr>
<tr>
<td>Total. (Column (b) must equal Form 990, Part X, column (B) line 25.)</td>
<td></td>
</tr>
</tbody>
</table>

2. Liability for uncertain tax positions. In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740). Check here if the text of the footnote has been provided in Part XIII.
### Part XI | Reconciliation of Revenue per Audited Financial Statements With Revenue per Return

Complete if the organization answered 'Yes' on Form 990, Part IV, line 12a.

<table>
<thead>
<tr>
<th>Line</th>
<th>Description</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Total revenue, gains, and other support per audited financial statements</td>
<td>85,448,531</td>
</tr>
<tr>
<td>2a</td>
<td>Net unrealized gains (losses) on investments</td>
<td>-19,283,067</td>
</tr>
<tr>
<td>2b</td>
<td>Donated services and use of facilities</td>
<td>2</td>
</tr>
<tr>
<td>2c</td>
<td>Recoveries of prior year grants</td>
<td>2</td>
</tr>
<tr>
<td>2d</td>
<td>Other (Describe in Part XIII.)</td>
<td>757,419</td>
</tr>
<tr>
<td>2e</td>
<td>Add lines 2a through 2d</td>
<td>-18,525,648</td>
</tr>
<tr>
<td>3</td>
<td>Subtract line 2e from line 1</td>
<td>103,974,185</td>
</tr>
</tbody>
</table>

### Part XII | Reconciliation of Expenses per Audited Financial Statements With Expenses per Return

Complete if the organization answered 'Yes' on Form 990, Part IV, line 12a.

<table>
<thead>
<tr>
<th>Line</th>
<th>Description</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Total expenses and losses per audited financial statements</td>
<td>95,911,239</td>
</tr>
<tr>
<td>2a</td>
<td>Donated services and use of facilities</td>
<td>2</td>
</tr>
<tr>
<td>2b</td>
<td>Prior year adjustments</td>
<td>2</td>
</tr>
<tr>
<td>2c</td>
<td>Other losses</td>
<td>2</td>
</tr>
<tr>
<td>2d</td>
<td>Other (Describe in Part XIII.)</td>
<td>2</td>
</tr>
<tr>
<td>2e</td>
<td>Add lines 2a through 2d</td>
<td>95,911,239</td>
</tr>
<tr>
<td>3</td>
<td>Subtract line 2e from line 1</td>
<td>95,911,239</td>
</tr>
<tr>
<td>4a</td>
<td>Investment expenses not included on Form 990, Part VIII, line 7b</td>
<td>4</td>
</tr>
<tr>
<td>4b</td>
<td>Other (Describe in Part XIII.)</td>
<td>4</td>
</tr>
<tr>
<td>4c</td>
<td>Add lines 4a and 4b</td>
<td>95,911,239</td>
</tr>
<tr>
<td>5</td>
<td>Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 18.)</td>
<td>95,911,239</td>
</tr>
</tbody>
</table>

### Part XIII | Supplemental Information

Provide the descriptions required for Part II, lines 3, 5, and 9; Part III, lines 1a and 4; Part IV, lines 1b and 2b; Part V, line 4; Part X, line 2; Part XI, lines 2d and 4b; and Part XII, lines 2d and 4b. Also complete this part to provide any additional information.

### PART IV, LINE 2B - EXPLANATION OF ESCROW ACCOUNT LIABILITY

THE FOUNDATION ACTS AS TRUSTEE FOR VARIOUS CHARITABLE REMAINDER TRUSTS AND ISSUES GIFT ANNUITIES UNDER ITS CHARITABLE GIFT ANNUITY LICENSE WITH THE STATE OF CALIFORNIA DEPARTMENT OF INSURANCE. THE FOUNDATION ALSO HAS AN AGENCY RELATIONSHIP WITH BOTH THE UC SAN DIEGO ALUMNI ASSOCIATION AND THE SANFORD CONSORTIUM FOR REGENERATIVE MEDICINE TO HOLD AND INVEST FUNDS. BOTH ORGANIZATIONS ARE RELATED TO UC SAN DIEGO.
SCHEDULE D, PART XI, LINE 2D
OTHER REVENUE INCLUDED IN F/S BUT NOT INCLUDED ON FORM 990

ACTUARIAL LIABILITY ADJUSTMENT ................................................................. $  757,419.

TOTAL $  757,419.
**Statement of Activities Outside the United States**

Complete if the organization answered 'Yes' on Form 990, Part IV, line 14b, 15, or 16. Attach to Form 990. Information about Schedule F (Form 990) and its instructions is at www.irs.gov/form990.

**2015**

**Open to Public Inspection**

---

**UC SAN DIEGO FOUNDATION**

**Name of the organization**

**Employer identification number**

95-2872494

---

**Part I** General Information on Activities Outside the United States. Complete if the organization answered 'Yes' on Form 990, Part IV, line 14b.

1. **For grantmakers.** Does the organization maintain records to substantiate the amount of its grants and other assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance?... [Yes/No]

2. **For grantmakers.** Describe in Part V the organization's procedures for monitoring the use of its grants and other assistance outside the United States.

3. **Activities per Region.** (The following Part I, line 3 table can be duplicated if additional space is needed.)

<table>
<thead>
<tr>
<th>(a) Region</th>
<th>(b) Number of offices in the region</th>
<th>(c) Number of employees, agents, and independent contractors in region</th>
<th>(d) Activities conducted in region (by type) (e.g., fundraising, program services, investments, grants to recipients located in the region)</th>
<th>(e) If activity listed in (d) is a program service, describe specific type of service(s) in region</th>
<th>(f) Total expenditures for and investments in region</th>
</tr>
</thead>
<tbody>
<tr>
<td>(1) NORTH AMERICA</td>
<td></td>
<td>INVESTMENT</td>
<td></td>
<td></td>
<td>666,341.</td>
</tr>
<tr>
<td>CENTRAL</td>
<td></td>
<td>INVESTMENT</td>
<td></td>
<td></td>
<td>0.</td>
</tr>
<tr>
<td>(2) AMERICA/CARIBBEAN</td>
<td></td>
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<tr>
<td>(3)</td>
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</tr>
<tr>
<td>Sub-total</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>666,341.</td>
</tr>
<tr>
<td>Total from continuation sheets to Part I</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>666,341.</td>
</tr>
<tr>
<td>c Totals (add lines 3a and 3b)</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>666,341.</td>
</tr>
</tbody>
</table>

**BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990.**

Schedule F (Form 990) 2015

TEA3501U 05/27/15
### Part II: Grants and Other Assistance to Organizations or Entities Outside the United States

Complete if the organization answered 'Yes' on Form 990, Part IV, line 15, for any recipient who received more than $5,000. Part II can be duplicated if additional space is needed.

<table>
<thead>
<tr>
<th></th>
<th>(a) Name of organization</th>
<th>(b) IRS code section and EIN (if applicable)</th>
<th>(c) Region</th>
<th>(d) Purpose of grant</th>
<th>(e) Amount of cash grant</th>
<th>(f) Manner of cash disbursement</th>
<th>(g) Amount of non-cash assistance</th>
<th>(h) Description of non-cash assistance</th>
<th>(i) Method of valuation (book, FMV, appraisal, other)</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
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</tbody>
</table>

2. Enter total number of recipient organizations listed above that are recognized as charities by the foreign country, recognized as tax-exempt by the IRS, or for which the grantee or counsel has provided a section 501(c)(3) equivalency letter.

3. Enter total number of other organizations or entities.

BAA

Schedule F (Form 990) 2015
### Part III Grants and Other Assistance to Individuals Outside the United States

Complete if the organization answered 'Yes' on Form 990, Part IV, line 16. Part III can be duplicated if additional space is needed.

<table>
<thead>
<tr>
<th>(a) Type of grant or assistance</th>
<th>(b) Region</th>
<th>(c) Number of recipients</th>
<th>(d) Amount of cash grant</th>
<th>(e) Manner of cash disbursement</th>
<th>(f) Amount of non-cash assistance</th>
<th>(g) Description of non-cash assistance</th>
<th>(h) Method of valuation (book, FMV, appraisal, other)</th>
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</table>

BAA
Part IV Foreign Forms

1. Was the organization a U.S. transferor of property to a foreign corporation during the tax year? If "Yes," the organization may be required to file Form 926, Return by a U.S. Transferor of Property to a Foreign Corporation (see instructions for Form 926). [X] Yes [ ] No

2. Did the organization have an interest in a foreign trust during the tax year? If "Yes," the organization may be required to separately file Form 3520, Annual Return to Report Transactions with Foreign Trusts and Receipt of Certain Foreign Gifts, and/or Form 3520-A: Annual Information Return of Foreign Trust With a U.S. Owner (see instructions for Forms 3520 and 3520-A; do not file with Form 990). [ ] Yes [X] No

3. Did the organization have an ownership interest in a foreign corporation during the tax year? If "Yes," the organization may be required to file Form 5471, Information Return of U.S. Persons With Respect To Certain Foreign Corporations (see instructions for Form 5471). [ ] Yes [X] No

4. Was the organization a direct or indirect shareholder of a passive foreign investment company or a qualified electing fund during the tax year? If "Yes," the organization may be required to file Form 8621, Information Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund (see instructions for Form 8621). [X] Yes [ ] No

5. Did the organization have an ownership interest in a foreign partnership during the tax year? If "Yes," the organization may be required to file Form 8865, Return of U.S. Persons With Respect to Certain Foreign Partnerships (see instructions for Form 8865). [X] Yes [ ] No

6. Did the organization have any operations in or related to any boycotting countries during the tax year? If "Yes," the organization may be required to separately file Form 5713, International Boycott Report (see instructions for Form 5713; do not file with Form 990). [ ] Yes [X] No
PART V. Supplemental Information

Provide the information required by Part I, line 2 (monitoring of funds); Part I, line 3, column (f) (accounting method; amounts of investments vs. expenditures per region); Part II, line 1 (accounting method); Part III (accounting method); and Part III, column (c) (estimated number of recipients), as applicable. Also complete this part to provide any additional information (see instructions).

PART I, LINE 3F - INVESTMENTS & EXPENDITURES PER REGION

THE FOUNDATION MAINTAINS ONE INVESTMENT ACCOUNT IN MEXICO WHICH HOLDS BONDS REQUIRED TO BE PURCHASED PER THE TERMS OF AN ENDOWED DONATION. IN ADDITION, THE FOUNDATION HAS A PARTNERSHIP INTEREST IN OAKTREE REAL ESTATE OPPORTUNITIES FUND VII LP WHICH IS A CAYMEN ISLAND PARTNERSHIP CONDUCTING INVESTMENT ACTIVITIES IN KOREA, AND LUXEMBOURG.
### Supplemental Information Regarding Fundraising or Gaming Activities

**Form 990 or 990-EZ**

**Department of the Treasury**

**Internal Revenue Service**

**Name of the organization**

**UC SAN DIEGO FOUNDATION**

**Employer identification number**

95-2872494

---

### Part I Fundraising Activities

Complete if the organization answered "Yes" on Form 990, Part IV, line 17.

**Form 990-EZ filers are not required to complete this part.**

#### 1 Indicate whether the organization raised funds through any of the following activities. Check all that apply.

- [ ] Mail solicitations
- [ ] Internet and email solicitations
- [ ] Phone solicitations
- [ ] In-person solicitations
- [ ] Solicitation of non-government grants
- [ ] Solicitation of government grants
- [ ] Special fundraising events

#### 2a Did the organization have a written or oral agreement with any individual (including officers, directors, trustees or key employees listed in Form 990, Part VII) or entity in connection with professional fundraising services?  

- [ ] Yes  
- [x] No

#### 2b If 'Yes,' list the ten highest paid individuals or entities (fundraisers) pursuant to agreements under which the fundraiser is to be compensated at least $5,000 by the organization.

<table>
<thead>
<tr>
<th>(i) Name and address of individual or entity (fundraiser)</th>
<th>(ii) Activity</th>
<th>(iii) Did fundraiser have custody or control of contributions?</th>
<th>(iv) Gross receipts from activity</th>
<th>(v) Amount paid to (or retained by) fundraiser listed in column (i)</th>
<th>(vi) Amount paid to (or retained by) organization</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td></td>
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<tr>
<td>2</td>
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<td>10</td>
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</tr>
</tbody>
</table>

**Total**

* 0

#### 3 List all states in which the organization is registered or licensed to solicit contributions or has been notified it is exempt from registration or licensing.

---

**Note**: For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ.
### Part II: Fundraising Events

Complete if the organization answered 'Yes' on Form 990, Part IV, line 18, or reported more than $15,000 of fundraising event contributions and gross income on Form 990-EZ, lines 1 and 6b. List events with gross receipts greater than $5,000.

<table>
<thead>
<tr>
<th>REVENUE</th>
<th>(a) Event #1</th>
<th>(b) Event #2</th>
<th>(c) Other events</th>
<th>(d) Total events</th>
</tr>
</thead>
<tbody>
<tr>
<td>1 Gross receipts</td>
<td>4,950,073</td>
<td></td>
<td></td>
<td>4,950,073</td>
</tr>
<tr>
<td>2 Less: Contributions</td>
<td>4,262,627</td>
<td></td>
<td></td>
<td>4,262,627</td>
</tr>
<tr>
<td>3 Gross income (line 1 minus line 2)</td>
<td>687,446</td>
<td></td>
<td></td>
<td>687,446</td>
</tr>
<tr>
<td>10 Direct expense summary. Add lines 4 through 9 in column (d).</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>11 Net income summary. Subtract line 10 from line 3, column (d)</td>
<td></td>
<td></td>
<td></td>
<td>687,446</td>
</tr>
</tbody>
</table>

### Part III: Gaming

Complete if the organization answered 'Yes' on Form 990, Part IV, line 19, or reported more than $15,000 on Form 990-EZ, line 6a.

<table>
<thead>
<tr>
<th>REVENUE</th>
<th>(a) Bingo</th>
<th>(b) Pull tabs/Instant bingo/progressive bingo</th>
<th>(c) Other gaming</th>
<th>(d) Total gaming</th>
</tr>
</thead>
<tbody>
<tr>
<td>1 Gross revenue</td>
<td></td>
<td></td>
<td></td>
<td>24,723</td>
</tr>
<tr>
<td>2 Cash prizes</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>3 Noncash prizes</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>4 Rent/facility costs</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>5 Other direct expenses</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>6 Volunteer labor</td>
<td>Yes</td>
<td>0%</td>
<td>No</td>
<td>20%</td>
</tr>
<tr>
<td>7 Direct expense summary. Add lines 2 through 5 in column (d).</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>8 Net gaming income summary. Subtract line 7 from line 1, column (d)</td>
<td></td>
<td></td>
<td></td>
<td>24,723</td>
</tr>
</tbody>
</table>

9 Enter the state(s) in which the organization conducts gaming activities: **CA**

a Is the organization licensed to conduct gaming activities in each of these states? **Yes** **No**

b If 'No,' explain: **SEE PART IV**

10a Were any of the organization’s gaming licenses revoked, suspended or terminated during the tax year? **Yes** **No**

b If 'Yes,' explain: **SEE PART IV**
Schedule G (Form 990 or 990-EZ) 2015 UC SAN DIEGO FOUNDATION 95-2872494

11 Does the organization conduct gaming activities with nonmembers? 
☐ Yes ☑ No

12 Is the organization a grantor, beneficiary or trustee of a trust or a member of a partnership or other entity formed to administer charitable gaming? 
☐ Yes ☑ No

13 Indicate the percentage of gaming activity conducted in: 
   a The organization's facility ...................................................... 13a
   b An outside facility ................................................................. 13b 100.0%

14 Enter the name and address of the person who prepares the organization's gaming/special events books and records:
   Name ☑ MARLENE SHAVER
   Address ☑ 9500 GILMAN DR. SUITE 0940, LA JOLLA, CA 92039-0940

15a Does the organization have a contract with a third party from whom the organization receives gaming revenue? 
☐ Yes ☑ No

15b If 'Yes,' enter the amount of gaming revenue received by the organization ☑ $  and the amount of gaming revenue retained by the third party ☑ $ 

15c If 'Yes,' enter name and address of the third party:
   Name ☑ 
   Address ☑ 

16 Gaming manager information:
   Name ☑ 
   Gaming manager compensation ☑ $ 
   Description of services provided ☑ 
   ☑ Director/Officer ☑ Employee ☑ Independent Contractor

17 Mandatory distributions
   a Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license? 
☐ Yes ☑ No

   b Enter the amount of distributions required under state law to be distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year ☑ $ 24,723. SEE PART IV

Part IV Supplemental Information. Provide the explanations required by Part I, line 2b, columns (iii) and (v); and Part III, lines 9, 9b, 10b, 15b, 15c, 16, and 17b, as applicable. Also provide any additional information (see instructions).

PART III, LINE 9B - EXPLANATION FOR OPERATING GAMING ACTIVITIES WITHOUT A LICENSE
THE STATE OF CALIFORNIA PERMITS CHARITABLE RAFFLES CONDUCTED BY REGISTERED CHARITIES. THE FOUNDATION IS A REGISTERED CHARITY WITH THE STATE OF CALIFORNIA FOR PURPOSES OF CONDUCTING RAFFLES.

PART III, LINE 17B
DISTRIBUTIONS REQUIRED UNDER STATE LAW

CALIFORNIA ☑

TOTAL ☑ $ 24,723.
Grants and Other Assistance to Organizations, Governments, and Individuals in the United States

Complete if the organization answered 'Yes' on Form 990, Part IV, line 21 or 22.

Attach to Form 990.

Information about Schedule I (Form 990) and its instructions is at www.irs.gov/form990.

UC SAN DIEGO FOUNDATION

Employer identification number 95-2872494

Part I | General Information on Grants and Assistance

1. Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? [ ] Yes [ ] No

2. Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States.

Part II | Grants and Other Assistance to Domestic Organizations and Domestic Governments. Complete if the organization answered 'Yes' on Form 990, Part IV, line 21, for any recipient that received more than $5,000. Part II can be duplicated if additional space is needed.

<table>
<thead>
<tr>
<th>1</th>
<th>(a) Name and address of organization or government</th>
<th>(b) EIN</th>
<th>(c) IRC section if applicable</th>
<th>(d) Amount of cash grant</th>
<th>(e) Amount of non-cash assistance</th>
<th>(f) Method of valuation (book, FMV, appraisal, other)</th>
<th>(g) Description of non-cash assistance</th>
<th>(h) Purpose of grant or assistance</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>REGENTS OF THE UNIV OF CA AT - 9500 GILMAN DR, MC 0940 - LA JOLLA, CA 92093</td>
<td>95-6006144</td>
<td></td>
<td>95,248,367</td>
<td>0</td>
<td></td>
<td>SUPPORT UNIVERSITY PROGRAMS</td>
<td></td>
</tr>
</tbody>
</table>

2. Enter total number of section 501(c)(3) and government organizations listed in the line 1 table

3. Enter total number of other organizations listed in the line 1 table

BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

TEEA3901L 11/04/15 Schedule I (Form 990) (2015)
**Part III**  Grants and Other Assistance to Domestic Individuals. Complete if the organization answered 'Yes' on Form 990, Part IV, line 22. Part III can be duplicated if additional space is needed.

<table>
<thead>
<tr>
<th></th>
<th>Type of grant or assistance</th>
<th></th>
<th>Amount of cash grant</th>
<th></th>
<th>Amount of non-cash assistance</th>
<th></th>
<th>Method of valuation (book, FMV, appraisal, other)</th>
<th></th>
<th>Description of non-cash assistance</th>
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</table>

**Part IV**  Supplemental Information. Provide the information required in Part I, line 2, Part III, column (b), and any other additional information.
**Compensation Information**

*For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees*

- Complete if the organization answered 'Yes' on Form 990, Part IV, line 23.
- Attach to Form 990.

*Information about Schedule J (Form 990) and its instructions is at www.irs.gov/form990.*

**UC SAN DIEGO FOUNDATION**

**Employer Identification number**

95-2872494

### Part I: Questions Regarding Compensation

<table>
<thead>
<tr>
<th>Question</th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td>1a Check the appropriate box(es) if the organization provided any of the following to or for a person listed on Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items:</td>
<td></td>
<td></td>
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<tr>
<td>- First-class or charter travel</td>
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<td></td>
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<tr>
<td>- Travel for companions</td>
<td></td>
<td></td>
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<tr>
<td>- Tax indemnification and gross-up payments</td>
<td></td>
<td></td>
</tr>
<tr>
<td>- Discretionary spending account</td>
<td></td>
<td></td>
</tr>
<tr>
<td>- Housing allowance or residence for personal use</td>
<td></td>
<td></td>
</tr>
<tr>
<td>- Payments for business use of personal residence</td>
<td></td>
<td></td>
</tr>
<tr>
<td>- Health or social club dues or initiation fees</td>
<td></td>
<td></td>
</tr>
<tr>
<td>- Personal services (e.g., maid, chauffeur, chef)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>b If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If 'No,' complete Part III to explain.</td>
<td></td>
<td>1b</td>
</tr>
</tbody>
</table>

| 2 | Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all directors, trustees, and officers, including the CEO/Executive Director, regarding the items checked in line 1a? |     | 2 |

| 3 | Indicate which, if any, of the following filing organization used to establish the compensation of the organization’s CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III. |     |    |
| - Compensation committee                                         |     |    |
| - Independent compensation consultant                            |     |    |
| - Form 990 of other organizations                                 |     |    |
| - Written employment contract                                     |     |    |
| - Compensation survey or study                                    |     |    |
| - Approval by the board or compensation committee                 |     |    |

| 4 | During the year, did any person listed on Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization: |     |    |
| - Receive a severance payment or change-of-control payment?       |     | X  |
| - Participate in, or receive payment from, a supplemental nonqualified retirement plan? |     | X  |
| - Participate in, or receive payment from, an equity-based compensation arrangement? |     | X  |
| If 'Yes' to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III. |     |    |

| 5 | For persons listed on Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of: |     |    |
| - The organization?                                               |     | X  |
| - Any related organization?                                        |     | X  |
| If 'Yes' to line 5a or 5b, describe in Part III.                 |     |    |

| 6 | For persons listed on Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of: |     |    |
| - The organization?                                               |     | X  |
| - Any related organization?                                        |     | X  |
| If 'Yes' on line 6a or 6b, describe in Part III.                 |     |    |

| 7 | For persons listed on Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described on lines 5 and 6? If 'Yes,' describe in Part III. |     |    |

| 8 | Were any amounts reported on Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? |     | X  |
| - If 'Yes,' describe in Part III.                                  |     |    |

| 9 | If 'Yes' to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)? |     |    |

**BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990.**
For each individual whose compensation must be reported on Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions, on row (ii). Do not list any individuals that are not listed on Form 990, Part VII.

Note: The sum of columns (B)(i)-(iii) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable column (D) and (E) amounts for that individual.

<table>
<thead>
<tr>
<th>(A) Name and Title</th>
<th>(B) Breakdown of W-2 and/or 1099-MISC Compensation</th>
<th>(C) Retirement and other deferred compensation</th>
<th>(D) Nontaxable benefits</th>
<th>(E) Total of columns (B)(i)-(D)</th>
<th>(F) Compensation in column (B) reported as deferred on prior Form 990</th>
</tr>
</thead>
<tbody>
<tr>
<td>1 G. HANSON</td>
<td>(B) Base compensation: 0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
</tr>
<tr>
<td>2 TRUSTEE</td>
<td>(B) Bonus &amp; incentive compensation: 344,809</td>
<td>0</td>
<td>64,069</td>
<td>30,028</td>
<td>438,906</td>
</tr>
<tr>
<td>3 P. KOHLA</td>
<td>(B) Other reportable compensation: 0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
</tr>
<tr>
<td>4 CHANCELLOR/PRES</td>
<td>(B) Bonus &amp; incentive compensation: 418,741</td>
<td>25,693</td>
<td>13,044</td>
<td>74,751</td>
<td>35,296</td>
</tr>
<tr>
<td>5 A. DAVIDSON</td>
<td>(B) Bonus &amp; incentive compensation: 179,712</td>
<td>5,000</td>
<td>0</td>
<td>40,003</td>
<td>11,980</td>
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<tr>
<td>6 INTERIM V.P.</td>
<td>(B) Bonus &amp; incentive compensation: 0</td>
<td>0</td>
<td>0</td>
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<td>0</td>
</tr>
<tr>
<td>7 J. KEANE</td>
<td>(B) Bonus &amp; incentive compensation: 125,157</td>
<td>0</td>
<td>15,471</td>
<td>20,967</td>
<td>11,448</td>
</tr>
<tr>
<td>8 VICE PRESIDENT</td>
<td>(B) Bonus &amp; incentive compensation: 0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
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<tr>
<td>9 M. SHAVER</td>
<td>(B) Bonus &amp; incentive compensation: 214,668</td>
<td>5,000</td>
<td>0</td>
<td>47,213</td>
<td>10,814</td>
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<tr>
<td>10 CFO</td>
<td>(B) Bonus &amp; incentive compensation: 118,368</td>
<td>7,500</td>
<td>0</td>
<td>26,157</td>
<td>28,689</td>
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<td>11 TRACY</td>
<td>(B) Bonus &amp; incentive compensation: 0</td>
<td>0</td>
<td>0</td>
<td>0</td>
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<tr>
<td>12 CONTROLLER</td>
<td>(B) Bonus &amp; incentive compensation: 338,606</td>
<td>10,154</td>
<td>69,680</td>
<td>34,768</td>
<td>453,288</td>
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<td>13 S. GEMER</td>
<td>(B) Bonus &amp; incentive compensation: 0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
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<tr>
<td>14 FORMER EXECUTIVE VP</td>
<td>(B) Bonus &amp; incentive compensation: 45,728</td>
<td>9,730</td>
<td>10,232</td>
<td>2,866</td>
<td>68,556</td>
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<tr>
<td>15 FORMER VICE PRESIDENT</td>
<td>(B) Bonus &amp; incentive compensation: 0</td>
<td>0</td>
<td>0</td>
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<td>0</td>
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<tr>
<td>16 FORMER VP</td>
<td>(B) Bonus &amp; incentive compensation: 191,314</td>
<td>5,000</td>
<td>40,903</td>
<td>43,203</td>
<td>22,475</td>
</tr>
</tbody>
</table>
PART III - ADDITIONAL INFORMATION

COMPENSATION FROM RELATED ORGANIZATIONS:

PURSUANT TO THE INSTRUCTIONS FOR FORM 990, ALL COMPENSATION IS REPORTED FOR CALENDAR YEAR 2015, NOT FISCAL YEAR 2015-16.

THE UC SAN DIEGO FOUNDATION DOES NOT INDEPENDENTLY EMPLOY ANY PERSONNEL. ALL PERSONNEL PERFORMING FOUNDATION RELATED DUTIES ARE EMPLOYED BY THE REGENTS OF THE UNIVERSITY OF CALIFORNIA VIA THE SAN DIEGO CAMPUS. ALL COMPENSATION, BENEFITS, AND SUBSTANTIATION OF REIMBURSEMENTS, ARE GOVERNED BY WRITTEN REGENTIAL POLICIES. FOUNDATION PERSONNEL ADHERE TO ALL SUCH POLICIES.

PART I QUESTIONS REGARDING COMPENSATION

ALL COMPENSATION AND BENEFITS OF ALL UNIVERSITY OF CALIFORNIA PERSONNEL, INCLUDING THOSE PERFORMING UC SAN DIEGO FOUNDATION RELATED WORK ARE DETERMINED BY WRITTEN UNIVERSITY OF CALIFORNIA AND UC SAN DIEGO CAMPUS POLICIES. ALL EXPENDITURES, REIMBURSEMENTS AND OTHER PAYMENTS ARE INCURRED BY THE CAMPUS AND NOT BY THE FOUNDATION DIRECTLY, PURSUANT TO WRITTEN POLICIES.
PART III - ADDITIONAL INFORMATION (CONTINUED)

LINE 1A: UNIVERSITY OF CALIFORNIA AND UC SAN DIEGO POLICIES DO NOT PERMIT THE ITEMS LISTED IN 1A TO BE PAID UNLESS BY A SPECIFIC EXCEPTION PROCESS. HOUSING IS PROVIDED BY THE CAMPUSES FOR CHANCELLORS.

LINE 2: BY UNIVERSITY OF CALIFORNIA /UC SAN DIEGO POLICY ALL EXPENSE REIMBURSEMENTS TO ANY EMPLOYEE, OFFICER OR DIRECTOR MUST BE SUBSTANTIATED.


LINE 4: NO ONE LISTED ON FORM 990, PART VII, SECTION A RECEIVED ANY OF THE PAYMENTS LISTED IN LINES 4A-C.

LINES 5, 6, 7: COMPENSATION IS NOT PAID BY UC SAN DIEGO BASED ON REVENUE OR NET EARNINGS OF EITHER THE FOUNDATION OR THE CAMPUS IN ANY MANNER.
PART III - ADDITIONAL INFORMATION (CONTINUED)

LINE 8: NO PAYMENTS WERE MADE RELATED TO THIS REGULATION SECTION.

IT IS A CONDITION OF EMPLOYMENT THAT CHANCELLORS LIVE IN UNIVERSITY OWNED OR PROVIDED HOUSING. THE VALUE OF THE CHANCELLOR’S HOUSING IS NOT INCLUDED AS A PART OF TAXABLE COMPENSATION.

SEE ADDITIONAL SUPPLEMENTAL INFORMATION REGARDING COMPENSATION ON SCHEDULE O
Noncash Contributions

- Complete if the organizations answered ‘Yes’ on Form 990, Part IV, lines 29 or 30.
- Attach to Form 990.
- Information about Schedule M (Form 990) and its instructions is at www.irs.gov/form990.

UC SAN DIEGO FOUNDATION
Employer identification number 95-2872494

<table>
<thead>
<tr>
<th>Part I</th>
<th>Types of Property</th>
<th>(a) Check if applicable</th>
<th>(b) Number of contributions or items contributed</th>
<th>(c) Noncash contribution amounts reported on Form 990, Part VIII, line 1g</th>
<th>(d) Method of determining noncash contribution amounts</th>
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</thead>
<tbody>
<tr>
<td>1</td>
<td>Art — Works of art</td>
<td></td>
<td></td>
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<tr>
<td>2</td>
<td>Art — Historical treasures</td>
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<td>3</td>
<td>Art — Fractional interests</td>
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<tr>
<td>4</td>
<td>Books and publications</td>
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</tr>
<tr>
<td>5</td>
<td>Clothing and household goods</td>
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<td>6</td>
<td>Cars and other vehicles</td>
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<td>7</td>
<td>Boats and planes</td>
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<tr>
<td>8</td>
<td>Intellectual property</td>
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<tr>
<td>9</td>
<td>Securities — Publicly traded</td>
<td></td>
<td>X 89 6,248,461 FMV</td>
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<tr>
<td>10</td>
<td>Securities — Closely held stock</td>
<td></td>
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<tr>
<td>11</td>
<td>Securities — Partnership, LLC, or trust interests</td>
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<tr>
<td>12</td>
<td>Securities — Miscellaneous</td>
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<tr>
<td>13</td>
<td>Qualified conservation contribution — Historic structures</td>
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<td>14</td>
<td>Qualified conservation contribution — Other</td>
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<td>15</td>
<td>Real estate — Residential</td>
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<td>16</td>
<td>Real estate — Commercial</td>
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<tr>
<td>17</td>
<td>Real estate — Other</td>
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<td>18</td>
<td>Collectibles</td>
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<td>19</td>
<td>Food inventory</td>
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<tr>
<td>20</td>
<td>Drugs and medical supplies</td>
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<tr>
<td>21</td>
<td>Taxidermy</td>
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<tr>
<td>22</td>
<td>Historical artifacts</td>
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<td>23</td>
<td>Scientific specimens</td>
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<tr>
<td>24</td>
<td>Archeological artifacts</td>
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</tr>
<tr>
<td>25</td>
<td>Other — (RAFFLE/AUCTION ——— )</td>
<td></td>
<td>X 31 4,630 ESTIMATED FMV</td>
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<td></td>
</tr>
<tr>
<td>26</td>
<td>Other — (PLANNED GIFT ——— )</td>
<td></td>
<td>X 1 14,233 MATURITY VALUE</td>
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<td>27</td>
<td>Other — ( ——— )</td>
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<td></td>
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</tr>
<tr>
<td>28</td>
<td>Other — ( ——— )</td>
<td></td>
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</tr>
</tbody>
</table>

29 Number of Forms 8283 received by the organization during the tax year for contributions for which the organization completed Form 8283, Part IV, Donee Acknowledgement: ........................................ 29

30a During the year, did the organization receive by contribution any property reported in Part I, lines 1 through 28, that it must hold for at least three years from the date of the initial contribution, and which is not required to be used for exempt purposes for the entire holding period? ........................................ 30a Yes X

b If ‘Yes,’ describe the arrangement in Part II.

31 Does the organization have a gift acceptance policy that requires the review of any non-standard contributions? .......................... 31 X

32a Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash contributions? .......................... 32a Yes X

b If ‘Yes,’ describe in Part II.

If the organization did not report an amount in column (c) for a type of property for which column (a) is checked, describe in Part II.

BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990.
SCHEDULE M - ADDITIONAL INFORMATION

THERE ARE OTHER AUCTION ITEMS DONATED IN THE FORM OF SERVICES OR FREE USE OF PROPERTY THAT DO NOT QUALIFY FOR A CHARITABLE DEDUCTION AND THEREFORE ARE NOT REPORTED.
EXPLANATORY INFORMATION RELATED TO UCSD FOUNDATION STRUCTURE

THE UC SAN DIEGO FOUNDATION IS ORGANIZED AND OPERATED SOLELY FOR THE SUPPORT OF THE UNIVERSITY OF CALIFORNIA, SAN DIEGO CAMPUS.

EMPLOYEES, SALARY AND BENEFITS:

ALL COMPENSATION REPORTED IN THE FORM 990 AND SUPPORTING SCHEDULES IS ON A CALENDAR YEAR BASIS PURSUANT TO THE INSTRUCTIONS TO FORM 990.

ALL UC SAN DIEGO FOUNDATION STAFF ARE EMPLOYEES OF THE UNIVERSITY OF CALIFORNIA AND RECEIVE SALARY AND BENEFITS FROM THE UNIVERSITY. COMPENSATION DECISIONS FOR ALL EMPLOYEES ARE MADE BY THE UNIVERSITY OF CALIFORNIA FOLLOWING THE UNIVERSITY'S ESTABLISHED POLICIES. ALL COMPENSATED INDIVIDUALS LISTED IN PART VII OF THE FORM 990 ARE FULL TIME EMPLOYEES OF THE UNIVERSITY. THE HOURS DISCLOSED ARE THE ESTIMATED HOURS THE EMPLOYEE SPENDS SOLELY ON FOUNDATION BUSINESS. UC SAN DIEGO FOUNDATION EMPLOYEES ARE ALSO ELIGIBLE TO PARTICIPATE IN THE UC RETIREMENT 403(B) AND 457(B) PLANS WHICH ARE MANAGED BY THE REGENTS OF THE UNIVERSITY OF CALIFORNIA.

CONTRIBUTION REVENUE

THE UC SAN DIEGO FOUNDATION SOLICITS GIFTS IN CONJUNCTION WITH THE DEVELOPMENT OFFICE OF THE UC SAN DIEGO CAMPUS, ITS FACULTY, AND ITS VOLUNTEERS. THE UC SAN DIEGO FOUNDATION IS THE PRIMARY RECIPIENT OF DONATIONS RECEIVED TO SUPPORT UC SAN DIEGO. GIFTS PROCESSED BY THE UC SAN DIEGO FOUNDATION INCLUDE 100% TAX DEDUCTIBLE DONATIONS PLUS MEMBERSHIP AND SPECIAL EVENT PROCEEDS IN WHICH A PORTION OF THE CONTRIBUTIONS RECEIVED MAY INCLUDE QUID PRO QUO ITEMS. THE FOUNDATION DISCLOSES THE
VALUE OF ANY BENEFITS RETURNED TO DONORS FOR THEIR CONTRIBUTIONS BOTH AT THE TIME OF
SOLICITATION AND ON THE GIFT RECEIPT.

FORM 990 PART IX LINE 1 GRANTS TO CAMPUS

PER UNIVERSITY OF CALIFORNIA SYSTEM WIDE POLICIES, CONTRIBUTIONS AND ENDOWMENT
PAYOUT RECEIVED BY CAMPUS FOUNDATIONS MUST BE EXPENDED FOR THE PURPOSE GIVEN
DIRECTLY BY THE CAMPUS AND NOT BY THE CAMPUS FOUNDATION. ACCORDINGLY, CONTRIBUTIONS
AND ENDOWMENT PAYOUT ARE TRANSFERRED TO THE UC SAN DIEGO CAMPUS AS GRANTS, WHEN
REQUESTED BY THE BENEFITING CAMPUS UNIT. THE CAMPUS THEN EXPENDS THE FUNDS FOR THE
PURPOSES THE GIFTS WERE GIVEN, SUCH AS SCHOLARSHIPS AND FELLOWSHIPS, RESEARCH,
SPECIAL EVENT COSTS, ETC. THEREFORE, ALL EXPENDITURES OF GIFT FUNDS ARE INCURRED
BY THE CAMPUS WITHIN THE UNIVERSITY'S ACCOUNTING SYSTEM AND ARE NOT REFLECTED ON THE
FOUNDATION'S ACCOUNTING RECORDS.

FORM 990 PART III LINE 4C AND PART IX LINE 24D OPERATING EXPENSES

THE TOTAL UC SAN DIEGO FOUNDATION OPERATING COSTS, INCLUDING IMPUTED FACILITY COSTS,
ARE SHOWN ON SCHEDULE A PART II SECTION A LINE 3. THE UC SAN DIEGO FOUNDATION'S
OPERATING COSTS, SPACE AND FACILITY NEEDS ARE PROVIDED BY THE UC SAN DIEGO CAMPUS,
AS ITS PRIMARY SUPPORTING ORGANIZATION IN COMPLIANCE WITH UNIVERSITY OF CALIFORNIA
POLICY. THE FOUNDATION HAS AN AGREEMENT WITH THE CAMPUS TO ENSURE THAT THE CAMPUS
HAS RESOURCES TO PROVIDE FOR THE FOUNDATION'S OPERATING COSTS. THE FOUNDATION
GRANTS THE INVESTMENT INCOME FROM ITS CURRENT USE FUNDS TO THE CAMPUS ANNUALLY FOR
THIS PURPOSE. ANY EXCESS INCOME IS USED BY THE CAMPUS TO COVER OTHER FUNDRAISING
COSTS.

FORM 990, PART VI, LINE 11B - FORM 990 REVIEW PROCESS

THIS 990 FORM WAS REVIEWED BY THE AUDIT COMMITTEE OF THE FOUNDATION'S BOARD. DURING
SUCH REVIEW, THE COMMITTEE HAD THE OPPORTUNITY TO ASK QUESTIONS OF ACCOUNTING STAFF
AND THE CPA PREPARING THE RETURN. THE FORM 990 WAS THEN PROVIDED TO THE FULL BOARD
OF TRUSTEES.
FORM 990, PART VI, LINE 12C - EXPLANATION OF MONITORING AND ENFORCEMENT OF CONFLICTS

THE UC SAN DIEGO FOUNDATION REQUIRE A CONFLICT OF INTEREST CERTIFICATION FORM FROM EACH TRUSTEE ANNUALLY WHICH DISCLOSES POTENTIAL CONFLICTS OR LACK THEREOF. THE REPLIES ARE REVIEWED BY THE CORPORATE SECRETARY AND CHIEF FINANCIAL OFFICER. IF A CONFLICT DOES EXIST, THE IMPACTED TRUSTEE RECUSES THEMSELVES FROM VOTING ON THAT MATTER.

C. CHANG'S SPOUSE IS A UCSD EMPLOYEE.

TRUSTEES L. SCHENK AND J. KNIGHT HAD A BUSINESS RELATIONSHIP DURING PART OF FISCAL YEAR 2015-16.

TRUSTEES R. MARREN, E. GALINSON, D. BINGHAM & S. HART HAVE A BUSINESS RELATIONSHIP WITH TRUSTEE C. WEIL.

FORM 990, PART VI, LINE 19 - OTHER ORGANIZATION DOCUMENTS PUBLICLY AVAILABLE

FINANCIAL STATEMENTS, ARTICLES OF INCORPORATION, BYLAWS AND CONFLICT OF INTEREST POLICIES ARE AVAILABLE ON THE FOUNDATION'S WEBSITE.

FORM 990, PART XI, LINE 9
OTHER CHANGES IN NET ASSETS OR FUND BALANCES

ACTUARIAL LIABILITY ADJUSTMENT .......................................................... $ -757,419.

TOTAL $ -757,419.
**SCHEDULE R (Form 990)**

**Department of the Treasury**

**Internal Revenue Service**

**Name of the organization**: UC SAN DIEGO FOUNDATION

**Employer Identification number**: 95-2872494

---

### Part I  Identification of Disregarded Entities

Complete if the organization answered 'Yes' on Form 990, Part IV, line 33.

<table>
<thead>
<tr>
<th>(a)</th>
<th>(b)</th>
<th>(c)</th>
<th>(d)</th>
<th>(e)</th>
<th>(f)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Name, address, and EIN (if applicable) of disregarded entity</td>
<td>Primary activity</td>
<td>Legal domicile (state or foreign country)</td>
<td>Total income</td>
<td>End-of-year assets</td>
<td>Direct controlling entity</td>
</tr>
<tr>
<td>(1)</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>(2)</td>
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<tr>
<td>(3)</td>
<td></td>
<td></td>
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<td></td>
</tr>
</tbody>
</table>

---

### Part II  Identification of Related Tax-Exempt Organizations

Complete if the organization answered 'Yes' on Form 990, Part IV, line 34 because it had one or more related tax-exempt organizations during the tax year.

<table>
<thead>
<tr>
<th>(a)</th>
<th>(b)</th>
<th>(c)</th>
<th>(d)</th>
<th>(e)</th>
<th>(f)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Name, address, and EIN of related organization</td>
<td>Primary activity</td>
<td>Legal domicile (state or foreign country)</td>
<td>Exempt Code section</td>
<td>Public charity status (if section 501(c)(3))</td>
<td>Direct controlling entity</td>
</tr>
<tr>
<td>(1) REGENTS OF THE UNIV OF CA AT SAN D 9500 GILMAN DR. MC 0940  SAN DIEGO, CA 92093 95-6006144</td>
<td>PUBLIC UNIVERSITY</td>
<td>CA</td>
<td>501(C)(3)</td>
<td>170(B)(1)(A) V</td>
<td>N/A</td>
</tr>
<tr>
<td>(2)</td>
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<td>(3)</td>
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</tr>
</tbody>
</table>

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BAA  For Paperwork Reduction Act Notice, see the Instructions for Form 990.
### Part III: Identification of Related Organizations Taxable as a Partnership

Complete if the organization answered 'Yes' on Form 990, Part IV, line 34 because it had one or more related organizations treated as a partnership during the tax year.

<table>
<thead>
<tr>
<th>(a) Name, address, and EIN of related organization</th>
<th>(b) Primary activity</th>
<th>(c) Legal domicile (state or foreign country)</th>
<th>(d) Direct controlling entity</th>
<th>(e) Predominant income (related, unrelated, excluded from tax under sections 512 &amp; 514)</th>
<th>(f) Share of total income</th>
<th>(g) Share of end-of-year assets</th>
<th>(h) Disproportionate allocations?</th>
<th>(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)</th>
<th>(j) General or managing partner?</th>
<th>(k) Percentage ownership</th>
</tr>
</thead>
<tbody>
<tr>
<td>(1)</td>
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</tbody>
</table>

### Part IV: Identification of Related Organizations Taxable as a Corporation or Trust

Complete if the organization answered 'Yes' on Form 990, Part IV, line 34 because it had one or more related organizations treated as a corporation or trust during the tax year.

<table>
<thead>
<tr>
<th>(a) Name, address, and EIN of related organization</th>
<th>(b) Primary activity</th>
<th>(c) Legal domicile (state or foreign country)</th>
<th>(d) Direct controlling entity</th>
<th>(e) Type of entity (C corp, S corp, or trust)</th>
<th>(f) Share of total income</th>
<th>(g) Share of end-of-year assets</th>
<th>(h) Percentage ownership</th>
<th>(i) Sec 512(b)(13) controlled entity?</th>
<th>(j) Yes</th>
<th>(k) No</th>
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<tbody>
<tr>
<td>(1) RELATED CHAR. REM. TRUSTS (8)</td>
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<td></td>
<td></td>
<td>Yes</td>
<td>No</td>
</tr>
<tr>
<td>LA JOLLA, CA 92037</td>
<td>CHARITABLE TRUST</td>
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<td>X</td>
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</table>

BAA

TEEA5002L 06/01/15 Schedule R (Form 990) 2015
Note: Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule.

<table>
<thead>
<tr>
<th></th>
<th>Yes</th>
<th>No</th>
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<td>1a</td>
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<tr>
<td>1s</td>
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</tr>
</tbody>
</table>

2. If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds.

<table>
<thead>
<tr>
<th></th>
<th>(a) Name of related organization</th>
<th>(b) Transaction type (a-s)</th>
<th>(c) Amount involved</th>
<th>(d) Method of determining amount involved</th>
</tr>
</thead>
<tbody>
<tr>
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</tbody>
</table>
Part VI  Unrelated Organizations Taxable as a Partnership  Complete if the organization answered 'Yes' on Form 990, Part IV, line 37.

Provide the following information for each entity taxed as a partnership through which the organization conducted more than five percent of its activities (measured by total assets or gross revenue) that was not a related organization. See instructions regarding exclusion for certain investment partnerships.

<table>
<thead>
<tr>
<th></th>
<th>(a) Name, address, and EIN of entity</th>
<th>(b) Primary activity</th>
<th>(c) Legal domicile (state or foreign country)</th>
<th>(d) Predominant income (related, unrelated, excluded from tax under sections 512-514)</th>
<th>(e) Are all partners section 501(c)(3) organizations?</th>
<th>(f) Share of total income</th>
<th>(g) Share of end-of-year assets</th>
<th>(h) Disproportionate allocations?</th>
<th>(i) Code V-UBJ amount in box 20 of Schedule K-1 (Form 1065)</th>
<th>(j) General or managing partner?</th>
<th>(k) Percentage ownership</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
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</tbody>
</table>

BAA
Part VII Supplemental Information

Provide additional information for responses to questions on Schedule R (see instructions).
### Part I  U.S. Transferor Information (see instructions)

<table>
<thead>
<tr>
<th>Controlling shareholder</th>
<th>Identifying number</th>
</tr>
</thead>
<tbody>
<tr>
<td>UC SAN DIEGO FOUNDATION</td>
<td>95-2872494</td>
</tr>
</tbody>
</table>

1. **If the transferor was a corporation, complete questions 1a through 1d.**
   - **If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations?**
     - Yes [ ]  No [X]  
   - **If not, list the controlling shareholder(s) and their identifying number(s):**
     - [ ]

2. **If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation?**
   - Yes [ ]  No [X]  
   - If not, list the name and employer identification number (EIN) of the parent corporation:
     - **Name of parent corporation:**
     - **EIN of parent corporation:** 98-1179790

3. **Have basis adjustments under section 367(a)(5) been made?**
   - Yes [ ]  No [X]  

### Part II  Transferee Foreign Corporation Information (see instructions)

<table>
<thead>
<tr>
<th>Transferee foreign corporation</th>
<th>Identifying number, if any</th>
</tr>
</thead>
<tbody>
<tr>
<td>OCM BENIDORM HOLDINGS SARL</td>
<td>4a 98-1279034</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Address (including country)</th>
<th>4b Reference ID number (see instr.)</th>
</tr>
</thead>
<tbody>
<tr>
<td>26A BOULEVARD ROYAL, L-2449</td>
<td>4b 56-887898</td>
</tr>
<tr>
<td>LUXEMBOURG, L-2449</td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Country code of country of incorporation or organization</th>
<th>5b LU</th>
</tr>
</thead>
<tbody>
<tr>
<td>Foreign law characterization (see instructions)</td>
<td>7b CORPORATION</td>
</tr>
</tbody>
</table>

| 8. Is the transferee foreign corporation a controlled foreign corporation? | Yes [ ]  No [X]  |

**Paperwork Reduction Act Notice, see separate instructions.**

Form 926 (Rev. 12-2013)

CPC22712L 11/08/13
**Part III Information Regarding Transfer of Property** (see instructions)

<table>
<thead>
<tr>
<th>Type of Property</th>
<th>(a) Date of Transfer</th>
<th>(b) Description of property</th>
<th>(c) Fair market value on date of transfer</th>
<th>(d) Cost or other basis</th>
<th>(e) Gain recognized on transfer</th>
</tr>
</thead>
<tbody>
<tr>
<td>Cash</td>
<td>VARIOUS</td>
<td></td>
<td>75,975</td>
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<td></td>
</tr>
<tr>
<td>Stock and securities</td>
<td></td>
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<td></td>
<td></td>
<td></td>
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<tr>
<td>Installment obligations, account receivables or similar property</td>
<td></td>
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<tr>
<td>Foreign currency or other property denominated in foreign currency</td>
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<tr>
<td>Inventory</td>
<td></td>
<td></td>
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<td></td>
<td></td>
</tr>
<tr>
<td>Assets subject to depreciation recapture (see Temp. Regs. sec. 1.367(a)-4T(b))</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Tangible property used in trade or business not listed under another category</td>
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<tr>
<td>Intangible property</td>
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<td></td>
<td></td>
</tr>
<tr>
<td>Property to be leased (as described in final and temp. Regs. sec. 1.367(a)-4(c))</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Property to be sold (as described in Temp. Regs. sec. 1.367(a)-4T(d))</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Transfers of oil and gas working interests (as described in Temp. Regs. sec. 1.367(a)-4T(e))</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Other property</td>
<td></td>
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</tr>
</tbody>
</table>

**Supplemental Information Required To Be Reported** (see instructions):

---

CPC22712L 11/08/13  Form 926 (Rev. 12-2013)
Part IV  Additional Information Regarding Transfer of Property (see instructions)

9  Enter the transferor's interest in the foreign transferee corporation before and after the transfer:
   (a) Before _______ 0.0000 %  (b) After _______ 0.2376 %

10 Type of nonrecognition transaction (see instructions) ▶  SECTION 351 CASH/CAPITAL CONTRIBUTION

11 Indicate whether any transfer reported in Part III is subject to any of the following:
   a Gain recognition under section 904(f)(3) .................................................. Yes ☒ No
   b Gain recognition under section 904(f)(5)(F) .............................................. Yes ☒ No
   c Recapture under section 1503(d) ................................................................. Yes ☒ No
   d Exchange gain under section 987 ............................................................... Yes ☒ No

12 Did this transfer result from a change in the classification of the transferee to that of a foreign corporation? Yes ☐ No ☒

13 Indicate whether the transferor was required to recognize income under final and Temporary Regulations sections 1.367(a)-4 through 1.367(a)-6 for any of the following:
   a Tainted property ................................................................. Yes ☐ No ☒
   b Depreciation recapture ................................................................. Yes ☐ No ☒
   c Branch loss recapture ................................................................. Yes ☐ No ☒
   d Any other income recognition provision contained in the above-referenced regulations Yes ☐ No ☒

14 Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)? Yes ☒ No ☐

15a Did the transferor transfer foreign goodwill or going concern value as defined in Temporary Regulations section 1.367(a)-1T(d)(5)(ii)? Yes ☐ No ☒
   b If the answer to line 15a is 'Yes,' enter the amount of foreign goodwill or going concern value transferred $ __________

16 Was cash the only property transferred? Yes ☐ No ☒

17a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? Yes ☒ No ☐
   b If 'Yes' describe the nature of the rights to the intangible property that was transferred as a result of the transaction:

__________________________________________________________________________________
Form 926

Return by a U.S. Transferor of Property to a Foreign Corporation

Department of the Treasury
Internal Revenue Service

Attach to your income tax return for the year of the transfer or distribution.

Part I  U.S. Transferor Information (see instructions)

Name of transferor: UC SAN DIEGO FOUNDATION

Identifying number: 95-2872494

1. If the transferor was a corporation, complete questions 1a through 1d.
   a. If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations?  [Yes] [No]
   b. Did the transferor remain in existence after the transfer?  [Yes] [No]

   If not, list the controlling shareholder(s) and their identifying number(s):

   Controlling shareholder
   Identifying number

   [ ]

   [ ]

   [ ]

   [ ]

   [ ]

   c. If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation?  [Yes] [No]

   If not, list the name and employer identification number (EIN) of the parent corporation:

   Name of parent corporation
   EIN of parent corporation

   [ ]

   [ ]

   d. Have basis adjustments under section 367(a)(5) been made?  [Yes] [No]

2. If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.
   a. List the name and EIN of the transferor's partnership:

   Name of partnership
   EIN of partnership

   OAKTREE REAL ESTATE OPPOR. FUND VII LP  98-1179790

   b. Did the partner pick up its pro rata share of gain on the transfer of partnership assets?  [Yes] [No]

   c. Is the partner disposing of its entire interest in the partnership?  [Yes] [No]

   d. Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market?  [Yes] [No]

Part II  Transferee Foreign Corporation Information (see instructions)

3. Name of transferee (foreign corporation): CAPSTONE CHA REAL ESTATE INVESTMENT LLC

4a Identifying number, if any: [ ]

4b Reference ID number (see instrs.): [ ]

5. Address (including country): 2711 CENTERVILLE RD. SUITE 400
   WILMINGTON, DE 19808

6. Country code of country of incorporation or organization (see instructions): KS

7. Foreign law characterization (see instructions)
   CORPORATION

8. Is the transferee foreign corporation a controlled foreign corporation?  [Yes] [No]

BAA Paperwork Reduction Act Notice, see separate instructions.

Form 926 (Rev. 12-2013)

CPC22712L  11/08/13
### Part III Information Regarding Transfer of Property (see instructions)

<table>
<thead>
<tr>
<th>Type of Property</th>
<th>(a) Date of Transfer</th>
<th>(b) Description of property</th>
<th>(c) Fair market value on date of transfer</th>
<th>(d) Cost or other basis</th>
<th>(e) Gain recognized on transfer</th>
</tr>
</thead>
<tbody>
<tr>
<td>Cash</td>
<td>VARIOUS</td>
<td></td>
<td>1,209.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Stock and securities</td>
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<tr>
<td>Installment obligations, account receivables or similar property</td>
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<td>Inventory</td>
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<td>Assets subject to depreciation recapture (see Temp. Regs. sec. 1.367(a)-4T(b))</td>
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<tr>
<td>Intangible property</td>
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<tr>
<td>Property to be leased (as described in final and temp. Regs. sec. 1.367(a)-4(c))</td>
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<td></td>
</tr>
<tr>
<td>Property to be sold (as described in Temp. Regs. sec. 1.367(a)-4T(d))</td>
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</tr>
<tr>
<td>Transfers of oil and gas working interests (as described in Temp. Regs. sec. 1.367(e)-4T(e))</td>
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<tr>
<td>Other property</td>
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</tbody>
</table>

**Supplemental Information Required To Be Reported** (see instructions):

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- 

Part IV  Additional Information Regarding Transfer of Property (see instructions)

9  Enter the transferor's interest in the foreign transferee corporation before and after the transfer:

(a) Before 0.0000 %  (b) After 0.2352 %

10  Type of nonrecognition transaction (see instructions)  SECTION 351 CASH/CAPITAL CONTRIBUTION

11  Indicate whether any transfer reported in Part III is subject to any of the following:

a  Gain recognition under section 904(f)(3)  Yes  X No
b  Gain recognition under section 904(f)(5)(F')  Yes  X No
c  Recapture under section 1503(d)  Yes  X No
d  Exchange gain under section 987  Yes  X No

12  Did this transfer result from a change in the classification of the transferee to that of a foreign corporation?  Yes  X No

13  Indicate whether the transferor was required to recognize income under final and Temporary Regulations sections 1.367(a)-4 through 1.367(a)-6 for any of the following:

a  Tainted property  Yes  X No
b  Depreciation recapture  Yes  X No
c  Branch loss recapture  Yes  X No
d  Any other income recognition provision contained in the above-referenced regulations  Yes  X No

14  Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)?  Yes  X No

15a  Did the transferor transfer foreign goodwill or going concern value as defined in Temporary Regulations section 1.367(a)-1T(d)(5)(ii)?  Yes  X No

b  If the answer to line 15a is "Yes," enter the amount of foreign goodwill or going concern value transferred $ 

16  Was cash the only property transferred?  Yes  X No

17a  Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction?  Yes  X No

b  If "Yes" describe the nature of the rights to the intangible property that was transferred as a result of the transaction:
**Form 926**

**Part I  U.S. Transferor Information (see instructions)**

**Name of transferor:**

 UC SAN DIEGO FOUNDATION

**Identifying number (see instructions):** 95-2872494

1. **If the transferor was a corporation, complete questions 1a through 1d.**

   a. **If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations?**

   - Yes
   - No

   **If not, list the controlling shareholder(s) and their identifying number(s):**

<table>
<thead>
<tr>
<th>Controlling shareholder</th>
<th>Identifying number</th>
</tr>
</thead>
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</tbody>
</table>

   b. **Did the transferor remain in existence after the transfer?**

   - Yes
   - No

   **If not, list the controlling shareholder(s) and their identifying number(s):**

<table>
<thead>
<tr>
<th>Controlling shareholder</th>
<th>Identifying number</th>
</tr>
</thead>
<tbody>
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<td></td>
</tr>
</tbody>
</table>

   c. **If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation?**

   - Yes
   - No

   **If not, list the name and employer identification number (EIN) of the parent corporation:**

<table>
<thead>
<tr>
<th>Name of parent corporation</th>
<th>EIN of parent corporation</th>
</tr>
</thead>
<tbody>
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</tr>
</tbody>
</table>

   d. **Have basis adjustments under section 367(a)(5) been made?**

   - Yes
   - No

2. **If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.**

   a. **List the name and EIN of the transferor's partnership:**

<table>
<thead>
<tr>
<th>Name of partnership</th>
<th>EIN of partnership</th>
</tr>
</thead>
<tbody>
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<tr>
<td></td>
<td></td>
</tr>
</tbody>
</table>

   b. **Did the partner pick up its pro rata share of gain on the transfer of partnership assets?**

   - Yes
   - No

   c. **Is the partner disposing of its entire interest in the partnership?**

   - Yes
   - No

   d. **Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market?**

   - Yes
   - No

**Part II  Transferee Foreign Corporation Information (see instructions)**

3. **Name of transferee (foreign corporation):**

   OCM HENLEY HOLDINGS SARL

4a. **Identifying number, if any:** 98-1270329

5. **Address (including country):**

   26A BOULEVARD ROYAL
   LUXEMBOURG, L-2449

4b. **Reference ID number (see instructions):**

6. **Country code of country of incorporation or organization:** LU

7. **Foreign law characterization (see instructions):** CORPORATION

8. **Is the transferee foreign corporation a controlled foreign corporation?**

   - Yes
   - No

   **BAA Paperwork Reduction Act Notice, see separate instructions.**
### Part III Information Regarding Transfer of Property (see instructions)

<table>
<thead>
<tr>
<th>Type of Property</th>
<th>(a) Date of Transfer</th>
<th>(b) Description of property</th>
<th>(c) Fair market value on date of transfer</th>
<th>(d) Cost or other basis</th>
<th>(e) Gain recognized on transfer</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Cash</strong></td>
<td>VARIOUS</td>
<td></td>
<td>38,924</td>
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<tr>
<td><strong>Stock and securities</strong></td>
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<td><strong>Installment obligations, account receivables or similar property</strong></td>
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<td><strong>Foreign currency or other property denominated in foreign currency</strong></td>
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<tr>
<td><strong>Inventory</strong></td>
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<tr>
<td><strong>Assets subject to depreciation recapture (see Temp. Regs. sec. 1.367(a)-4T(b))</strong></td>
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<tr>
<td><strong>Tangible property used in trade or business not listed under another category</strong></td>
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<tr>
<td><strong>Intangible property</strong></td>
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<tr>
<td><strong>Property to be leased (as described in final and temp. Regs. sec. 1.367(a)-4(o))</strong></td>
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<tr>
<td><strong>Property to be sold (as described in Temp. Regs. sec. 1.367(a)-4T(d))</strong></td>
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<tr>
<td><strong>Transfers of oil and gas working interests (as described in Temp. Regs. sec. 1.367(a)-4T(e))</strong></td>
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<tr>
<td><strong>Other property</strong></td>
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</tbody>
</table>

**Supplemental Information Required To Be Reported** (see instructions):

---

CPC77121 11/08/13  Form 926 (Rev. 12-2013)
Part IV  Additional Information Regarding Transfer of Property (see instructions)

9  Enter the transferor's interest in the foreign transferee corporation before and after the transfer:

(a) Before   0.0000 %  (b) After  0.1877 %

10  Type of nonrecognition transaction (see instructions)  SECTION 351 CASH/CAPITAL CONTRIBUTION

11  Indicate whether any transfer reported in Part III is subject to any of the following:

   a  Gain recognition under section 904(f)(3)  Yes  X  No
   b  Gain recognition under section 904(f)(5)(F)  Yes  X  No
   c  Recapture under section 1503(d)  Yes  X  No
   d  Exchange gain under section 987  Yes  X  No

12  Did this transfer result from a change in the classification of the transferee to that of a foreign corporation?  Yes  X  No

13  Indicate whether the transferor was required to recognize income under final and Temporary Regulations sections 1.367(a)-4 through 1.367(a)-6 for any of the following:

   a  Tainted property  Yes  X  No
   b  Depreciation recapture  Yes  X  No
   c  Branch loss recapture  Yes  X  No
   d  Any other income recognition provision contained in the above-referenced regulations  Yes  X  No

14  Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)?  Yes  X  No

15a  Did the transferor transfer foreign goodwill or going concern value as defined in Temporary Regulations section 1.367(a)-1T(d)(5)(iii)?  Yes  X  No

   b  If the answer to line 15a is "Yes," enter the amount of foreign goodwill or going concern value transferred  $  

16  Was cash the only property transferred?  Yes  X  No

17a  Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction?  Yes  X  No

   b  If "Yes" describe the nature of the rights to the intangible property that was transferred as a result of the transaction:
Return by a U.S. Transferor of Property to a Foreign Corporation

Part I  U.S. Transferor Information (see instructions)

Name of transferor

UC SAN DIEGO FOUNDATION

1. If the transferor was a corporation, complete questions 1a through 1d.
   a. If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations?  Yes  No
   b. Did the transferor remain in existence after the transfer?  Yes  No

Controlling shareholder

Identifying number

Name of parent corporation

EIN of parent corporation

2. If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation?  Yes  No

Name of partnership

EIN of partnership

Part II  Transferee Foreign Corporation Information (see instructions)

3. Name of transferee (foreign corporation)

OAKTREE REAL ESTATE OPPOR. FUND VII L.D

4a. Identifying number, if any

98-1239947

4b. Reference ID number (see instr.)

5. Address (including country)

190 ELGIN AVENUE

GEORGE TOWN, GRAND CAYMAN KY1-9005 CAYMAN ISLANDS

6. Country code of country of incorporation or organization (see instructions)

CJ

7. Foreign law characterization (see instructions)

CORPORATION

8. Is the transferee foreign corporation a controlled foreign corporation?  Yes  No

BAA Paperwork Reduction Act Notice, see separate instructions.
### Part III Information Regarding Transfer of Property (see instructions)

<table>
<thead>
<tr>
<th>Type of Property</th>
<th>(a) Date of Transfer</th>
<th>(b) Description of property</th>
<th>(c) Fair market value on date of transfer</th>
<th>(d) Cost or other basis</th>
<th>(e) Gain recognized on transfer</th>
</tr>
</thead>
<tbody>
<tr>
<td>Cash</td>
<td>VARIOUS</td>
<td></td>
<td>119.</td>
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<tr>
<td>Stock and securities</td>
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<tr>
<td>Installment obligations, account receivables or similar property</td>
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<td>Inventory</td>
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<tr>
<td>Assets subject to depreciation recapture (see Temp. Regs. sec. 1.367(a)-4T(b))</td>
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<tr>
<td>Intangible property</td>
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<tr>
<td>Property to be leased (as described in final and temp. Regs. sec. 1.367(a)-4(c))</td>
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<tr>
<td>Property to be sold (as described in Temp. Regs. sec 1.367(a)-4T(d))</td>
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<tr>
<td>Transfers of oil and gas working interests (as described in Temp. Regs. sec. 1.367(a)-4T(a))</td>
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<tr>
<td>Other property</td>
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</table>

**Supplemental Information Required To Be Reported (see instructions):**

---

Form 926 (Rev. 12-2013) UC SAN DIEGO FOUNDATION 95-2872494 Page 2

02/22/12 11/05/13
Part IV  Additional Information Regarding Transfer of Property (see instructions)

9  Enter the transferor's interest in the foreign transferee corporation before and after the transfer:
   (a) Before 0.0000%  (b) After 0.2376%

10 Type of nonrecognition transaction (see instructions)  SECTION 351

11 Indicate whether any transfer reported in Part III is subject to any of the following:
   a Gain recognition under section 904(d)(3)  Yes X No
   b Gain recognition under section 904(d)(5)(F)  Yes X No
   c Recapture under section 1503(d)  Yes X No
   d Exchange gain under section 987  Yes X No

12 Did this transfer result from a change in the classification of the transferee to that of a foreign corporation?  Yes X No

13 Indicate whether the transferor was required to recognize income under final and Temporary Regulations sections 1.367(a)-4 through 1.367(a)-6 for any of the following:
   a Tainted property  Yes X No
   b Depreciation recapture  Yes X No
   c Branch loss recapture  Yes X No
   d Any other income recognition provision contained in the above-referenced regulations  Yes X No

14 Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)?  Yes X No

15a Did the transferor transfer foreign goodwill or going concern value as defined in Temporary Regulations section 1.367(a)-1T(d)(5)(iii)?  Yes X No
   b If the answer to line 15a is 'Yes,' enter the amount of foreign goodwill or going concern value transferred $

16 Was cash the only property transferred?  X Yes  No

17a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction?  Yes X No
   b If 'Yes' describe the nature of the rights to the intangible property that was transferred as a result of the transaction:

BAA  CPCZ703L  11/08/13  Form 926 (Rev. 12-2013)
**Return by a U.S. Transferor of Property to a Foreign Corporation**

Information about Form 926 and its separate instructions is at www.irs.gov/form926.

Attach to your income tax return for the year of the transfer or distribution.

---

**Part I U.S. Transferor Information (see instructions)**

**Name of transferor**

**UC SAN DIEGO FOUNDATION**

 identifying number (see instructions) 95-2872494

1. If the transferor was a corporation, complete questions 1a through 1d.

   a. If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? 
   
   Yes [ ] No [ ]

   b. Did the transferor remain in existence after the transfer? 
   
   Yes [ ] No [ ]

   If not, list the controlling shareholder(s) and their identifying number(s):

<table>
<thead>
<tr>
<th>Controlling shareholder</th>
<th>Identifying number</th>
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</tbody>
</table>

   c. If the transferor was a member of an affiliated group filing a consolidated return, wa the transferor corporation?

   Yes [ ] No [ ]

   If not, list the name and employer identification number (EIN) of the parent corporation:

<table>
<thead>
<tr>
<th>Name of parent corporation</th>
<th>EIN of parent corporation</th>
</tr>
</thead>
<tbody>
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</table>

   d. Have basic adjustments under section 367(a)(5) been made? 

   Yes [ ] No [ ]

2. If the transferor was a partner in a partnership that was the actual transferor (but not treated as such under section 367), complete questions 2a through 2d.

   a. List the name and EIN of the transferor's partnership:

<table>
<thead>
<tr>
<th>Name of partnership</th>
<th>EIN of partnership</th>
</tr>
</thead>
<tbody>
<tr>
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</tbody>
</table>

   b. Did the partner pick up its pro rata share of gain on the transfer of partnership assets? 

   Yes [ ] No [ ]

   c. Is the partner disposing of its entire interest in the partnership? 

   Yes [ ] No [ ]

   d. Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? 

   Yes [ ] No [ ]

---

**Part II Transferee Foreign Corporation Information (see instructions)**

3. Name of transferee (foreign corporation)

   OCC GOYA TOPCO SARL

4a. Identifying number, if any 98-1270316

5. Address (including country) 26 A BOULEVARD ROYAL LUXEMBOURG, L-2449

4b. Reference ID number (see instr.)

6. Country code of country of incorporation or organization (see instructions)

7. Foreign law characterization (see instructions)

   CORPORATION

8. Is the transferee foreign corporation a controlled foreign corporation? 

   Yes [ ] No [ ]

---

BAA Paperwork Reduction Act Notice, see separate instructions.
### Part III Information Regarding Transfer of Property (see instructions)

<table>
<thead>
<tr>
<th>Type of Property</th>
<th>(a) Date of Transfer</th>
<th>(b) Description of property</th>
<th>(c) Fair market value on date of transfer</th>
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<th>(e) Gain recognized on transfer</th>
</tr>
</thead>
<tbody>
<tr>
<td>Cash</td>
<td>VARIOUS</td>
<td></td>
<td>53,522</td>
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<tr>
<td>Stock and securities</td>
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<td>Installment obligations, account receivables or similar property</td>
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<tr>
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<tr>
<td>Other property</td>
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</table>

**Supplemental Information Required To Be Reported** (see instructions):

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CPC22712L 11/05/13 Form 926 (Rev. 12-2013)
9 Enter the transferor's interest in the foreign transferee corporation before and after the transfer:

(a) Before 0.0000 %  (b) After 0.1188 %

10 Type of nonrecognition transaction (see instructions) ▶ SECTION 351

11 Indicate whether any transfer reported in Part III is subject to any of the following:

a Gain recognition under section 904(f)(3) ▶ Yes □ No

b Gain recognition under section 904(f)(5)(P) ▶ Yes □ No

c Recapture under section 1503(d) ▶ Yes □ No

d Exchange gain under section 987 ▶ Yes □ No

12 Did this transfer result from a change in the classification of the transferee to that of a foreign corporation? ▶ Yes □ No

13 Indicate whether the transferor was required to recognize income under final and Temporary Regulations sections 1.367(a)-4 through 1.367(a)-6 for any of the following:

a Tainted property ▶ Yes □ No

b Depreciation recapture ▶ Yes □ No

c Branch loss recapture ▶ Yes □ No

d Any other income recognition provision contained in the above-referenced regulations ▶ Yes □ No

14 Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)? ▶ Yes □ No

15a Did the transferor transfer foreign goodwill or going concern value as defined in Temporary Regulations section 1.367(a)-1(l)(d)(5)(iii)? ▶ Yes □ No

b If the answer to line 15a is "Yes," enter the amount of foreign goodwill or going concern value transferred ▶ $ 

16 Was cash the only property transferred? ▶ Yes □ No

17a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? ▶ Yes □ No

b If "Yes" describe the nature of the rights to the intangible property that was transferred as a result of the transaction:

__________________________________________________________

__________________________________________________________

__________________________________________________________

BAA 07172011

Form 926 (Rev. 12-2013)
Form 8865
Return of U.S. Persons With Respect to Certain Foreign Partnerships

Name of person filing this return: UC SAN DIEGO FOUNDATION
Filer’s identifying number: 95-2872494
Filer’s address (if you are not filing this form with your tax return):
9500 GILMAN DRIVE #840
LA JOLLA, CA 92039-0840
A Category of filer (see Categories of Filer in the instructions and check applicable box(es)):
1 [ ] 2 [ ] 3 [ ] 4 [ ]
B Filer’s tax year beginning: 07/01, 2015, and ending 06/30, 2016
C Filer’s share of liabilities: Nonrecourse $24,885 Qualified nonrecourse financing $1,015,277 Other $0
D If filer is a member of a consolidated group but not the parent, enter the following information about the parent:
Name N/A
EIN
Address
Check if any excepted specified foreign financial assets are reported on this form (see instructions)

F Information about certain other partners (see instructions)

(1) Name
(2) Address
(3) Identifying number
(4) Check applicable box(es)
Category 1
Category 2
Constructive owner

G1 Name and address of foreign partnership:
OAKTREE REAL ESTATE OPPORTUNITIES FUND VII LP
333 SOUTH GRAND AVENUE, 28TH FLOOR
LOS ANGELES, CA 90071
2(a) EIN (if any): 98-1179790
2(b) Reference ID number (see instr.):
3 Country under whose laws organized:
CAYMAN ISLANDS

4 Date of organization:
4/1/2015
5 Principal place of business
6 Principal business activity code number
7 Principal business activity
8a Functional currency
8b Exchange rate (see instr.)

H Provide the following information for the foreign partnership’s tax year:
1 Name, address, and identifying number of agent (if any) in the United States:
2 Check if the foreign partnership must file:
   □ Form 1042 □ Form 8865 □ Form 1065 or 1065-B
   Service Center where Form 1065 or 1065-B is filed:
   ELECTRONIC FILING
3 Name and address of foreign partnership’s agent in country of organization, if any
4 Name and address of person(s) with custody of the books and records of the foreign partnership, and the location of such books and records, if different
   SAME

5 Were any special allocations made by the foreign partnership? □ Yes □ No
6 Enter the number of Forms 8858, Information Return of U.S. Persons With Respect To Foreign Disregarded Entities, attached to this return (see instructions)
7 How is this partnership classified under the law of the country in which it is organized? □ Yes □ No
8a Does the filer have an interest in the foreign partnership, or an interest indirectly through the foreign partnership, that is a separate unit under Reg. 1.1503(d)-(d)(4) or part of a combined separate unit under Reg. 1.1503(d)-(d)(4)? □ Yes □ No
   If “No,” skip question 8b.
   If “Yes,” does the separate unit or combined separate unit have a dual consolidated loss as defined in Reg. 1.1503(d)-(d)(5)(6)? □ Yes □ No
9 Does this partnership meet both of the following requirements?
   □ The partnership’s total receipts for the tax year were less than $250,000 and
   □ The value of the partnership’s total assets at the end of the tax year was less than $1 million.
   □ Yes □ No
   If “Yes,” do not complete Schedules L, M-1, and M-2.

Signature of general partner or limited liability company member

Date

Paid Preparer Use Only
Print/Type preparer’s name
Preparer’s signature
Date
Check self-employed
PTIN

For Privacy Act and Paperwork Reduction Act Notice, see the separate instructions.

Cat. No. 25832A
Form 8865 (2015)
### Schedule A

**Constructive Ownership of Partnership Interest.** Check the boxes that apply to the filer. If you check box b, enter the name, address, and U.S. taxpayer identifying number (if any) of the person(s) whose interest you constructively own. See instructions.

<table>
<thead>
<tr>
<th>Name</th>
<th>Address</th>
<th>Identifying number (if any)</th>
<th>Check if foreign person</th>
<th>Check if direct partner</th>
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**Schedule A-1** Certain Partners of Foreign Partnership (see instructions)

<table>
<thead>
<tr>
<th>Name</th>
<th>Address</th>
<th>Identifying number (if any)</th>
<th>Check if foreign person</th>
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<tbody>
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</table>

Does the partnership have any other foreign person as a direct partner? □ Yes □ No

**Schedule A-2** Affiliation Schedule. List all partnerships (foreign or domestic) in which the foreign partnership owns a direct interest or indirectly owns a 10% interest.

<table>
<thead>
<tr>
<th>Name</th>
<th>Address</th>
<th>EIN (if any)</th>
<th>Total ordinary income or loss</th>
<th>Check if foreign partnership</th>
</tr>
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<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

NONE

### Schedule B

**Income Statement—Trade or Business Income**

Caution: Include only trade or business income and expenses on lines 1a through 22 below. See the instructions for more information.

<table>
<thead>
<tr>
<th>Income</th>
<th>Income</th>
<th>Income</th>
</tr>
</thead>
<tbody>
<tr>
<td>1a Gross receipts or sales</td>
<td>1b Less returns and allowances</td>
<td>1c</td>
</tr>
<tr>
<td>2 Cost of goods sold</td>
<td>3 Gross profit. Subtract line 2 from line 1c</td>
<td>4 Ordinary income (loss) from other partnerships, estates, and trusts (attach statement)</td>
</tr>
<tr>
<td>5 Net farm profit (loss) (attach Schedule F (Form 1040))</td>
<td>6 Net gain (loss) from Form 4797, Part II, line 17 (attach Form 4797)</td>
<td>7 Other income (loss) (attach statement)</td>
</tr>
<tr>
<td>8 Total income (loss), Combine lines 3 through 7</td>
<td></td>
<td>8</td>
</tr>
<tr>
<td>9 Salaries and wages (other than to partners) (less employment credits)</td>
<td>10 Guaranteed payments to partners</td>
<td>11 Repairs and maintenance</td>
</tr>
<tr>
<td>12 Bad debts</td>
<td>13 Rent</td>
<td>14 Taxes and licenses</td>
</tr>
<tr>
<td>15 Interest</td>
<td>16a Depreciation (if required, attach Form 4562)</td>
<td>16b Less depreciation reported elsewhere on return</td>
</tr>
<tr>
<td>17 Depletion (Do not deduct oil and gas depletion.)</td>
<td>18 Retirement plans, etc.</td>
<td>19 Employee benefit programs</td>
</tr>
<tr>
<td>20 Other deductions (attach statement)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>21 Total deductions. Add the amounts shown in the far right column for lines 9 through 20</td>
<td></td>
<td>21</td>
</tr>
<tr>
<td>22 Ordinary business income (loss) from trade or business activities. Subtract line 21 from line 8</td>
<td></td>
<td>22</td>
</tr>
<tr>
<td>Schedule K</td>
<td>Partners' Distributive Share Items</td>
<td>Total amount</td>
</tr>
<tr>
<td>-----------</td>
<td>------------------------------------</td>
<td>--------------</td>
</tr>
<tr>
<td>1</td>
<td>Ordinary business income (loss) (page 2, line 22)</td>
<td>1</td>
</tr>
<tr>
<td>2</td>
<td>Net rental real estate income (loss) (attach Form 8825)</td>
<td>2</td>
</tr>
<tr>
<td>3a</td>
<td>Other gross rental income (loss)</td>
<td>3a</td>
</tr>
<tr>
<td>3b</td>
<td>Expenses from other rental activities (attach statement)</td>
<td>3b</td>
</tr>
<tr>
<td>3c</td>
<td>Other net rental income (loss). Subtract line 3b from line 3a</td>
<td>3c</td>
</tr>
<tr>
<td>4</td>
<td>Guaranteed payments</td>
<td>4</td>
</tr>
<tr>
<td>5</td>
<td>Interest income</td>
<td>5</td>
</tr>
<tr>
<td>6</td>
<td>Dividends: a Ordinary dividends</td>
<td>6a</td>
</tr>
<tr>
<td>6b</td>
<td>Qualified dividends</td>
<td>6b</td>
</tr>
<tr>
<td>7</td>
<td>Royalties</td>
<td>7</td>
</tr>
<tr>
<td>8</td>
<td>Net short-term capital gain (loss) (attach Schedule D (Form 1065))</td>
<td>8</td>
</tr>
<tr>
<td>9a</td>
<td>Net long-term capital gain (loss) (attach Schedule D (Form 1065))</td>
<td>9a</td>
</tr>
<tr>
<td>9b</td>
<td>Collectibles (28%) gain (loss)</td>
<td>9b</td>
</tr>
<tr>
<td>9c</td>
<td>Unrecaptured section 1250 gain (attach statement)</td>
<td>9c</td>
</tr>
<tr>
<td>10</td>
<td>Net section 1231 gain (loss) (attach Form 4797)</td>
<td>10</td>
</tr>
<tr>
<td>11</td>
<td>Other income (loss) (see instructions)</td>
<td>11</td>
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<table>
<thead>
<tr>
<th>Deductions</th>
<th>Total amount</th>
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<tr>
<td>12</td>
<td>Section 179 deduction (attach Form 4562)</td>
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<tr>
<td>13a</td>
<td>Contributions</td>
</tr>
<tr>
<td>13b</td>
<td>Investment interest expense</td>
</tr>
<tr>
<td>13c</td>
<td>Section 59(e)(2) expenditures: (1)</td>
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<tr>
<td>13d</td>
<td>Other deductions (see instructions)</td>
</tr>
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</table>

<table>
<thead>
<tr>
<th>Credits</th>
<th>Total amount</th>
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<tbody>
<tr>
<td>14a</td>
<td>Net earnings (loss) from self-employment</td>
</tr>
<tr>
<td>14b</td>
<td>Gross farming or fishing income</td>
</tr>
<tr>
<td>14c</td>
<td>Gross nonfarm income</td>
</tr>
<tr>
<td>15a</td>
<td>Low-income housing credit (section 42(j)(j))</td>
</tr>
<tr>
<td>15b</td>
<td>Low-income housing credit (other)</td>
</tr>
<tr>
<td>15c</td>
<td>Qualified rehabilitation expenditures (rental real estate) (attach Form 3468)</td>
</tr>
<tr>
<td>15d</td>
<td>Other rental real estate credits (see instructions)</td>
</tr>
<tr>
<td>15e</td>
<td>Other rental credits (see instructions)</td>
</tr>
<tr>
<td>15f</td>
<td>Other credits (see instructions)</td>
</tr>
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</table>

<table>
<thead>
<tr>
<th>Foreign Transactions</th>
<th>Total amount</th>
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<tbody>
<tr>
<td>16a</td>
<td>Name of country or U.S. possession</td>
</tr>
<tr>
<td>16b</td>
<td>Gross income from all sources</td>
</tr>
<tr>
<td>16c</td>
<td>Gross income sourced at partner level</td>
</tr>
<tr>
<td>16d</td>
<td>Foreign gross income sourced at partnership level</td>
</tr>
<tr>
<td>16e</td>
<td>General category</td>
</tr>
<tr>
<td>16f</td>
<td>Other (attach statement)</td>
</tr>
<tr>
<td>17a</td>
<td>Post-1986 depreciation adjustment</td>
</tr>
<tr>
<td>17b</td>
<td>Adjusted gain or loss</td>
</tr>
<tr>
<td>17c</td>
<td>Depletion (other than oil and gas)</td>
</tr>
<tr>
<td>17d</td>
<td>Oil, gas, and geothermal properties—gross income</td>
</tr>
<tr>
<td>17e</td>
<td>Oil, gas, and geothermal properties—deductions</td>
</tr>
<tr>
<td>17f</td>
<td>Other AMT items (attach statement)</td>
</tr>
</tbody>
</table>

<table>
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<tr>
<th>Alternative Minimum Tax (AMT) Items</th>
<th>Total amount</th>
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<tr>
<td>18a</td>
<td>Tax-exempt interest income</td>
</tr>
<tr>
<td>18b</td>
<td>Other tax-exempt income</td>
</tr>
<tr>
<td>18c</td>
<td>Nondeductible expenses</td>
</tr>
<tr>
<td>19a</td>
<td>Distributions of cash and marketable securities</td>
</tr>
<tr>
<td>19b</td>
<td>Distributions of other property</td>
</tr>
<tr>
<td>20a</td>
<td>Investment income</td>
</tr>
<tr>
<td>20b</td>
<td>Investment expenses</td>
</tr>
<tr>
<td>Assets</td>
<td>Beginning of tax year</td>
</tr>
<tr>
<td>----------------------------------------------------------------------</td>
<td>----------------------</td>
</tr>
<tr>
<td>1 Cash</td>
<td></td>
</tr>
<tr>
<td>2a Trade notes and accounts receivable</td>
<td></td>
</tr>
<tr>
<td>b Less allowance for bad debts</td>
<td></td>
</tr>
<tr>
<td>3 Inventories</td>
<td></td>
</tr>
<tr>
<td>4 U.S. government obligations</td>
<td></td>
</tr>
<tr>
<td>5 Tax-exempt securities</td>
<td></td>
</tr>
<tr>
<td>6 Other current assets (attach statement)</td>
<td></td>
</tr>
<tr>
<td>7a Loans to partners (or persons related to partners)</td>
<td></td>
</tr>
<tr>
<td>b Mortgage and real estate loans</td>
<td></td>
</tr>
<tr>
<td>8 Other investments (attach statement)</td>
<td></td>
</tr>
<tr>
<td>9a Buildings and other depreciable assets</td>
<td></td>
</tr>
<tr>
<td>b Less accumulated depreciation</td>
<td></td>
</tr>
<tr>
<td>10a Depletable assets</td>
<td></td>
</tr>
<tr>
<td>b Less accumulated depletion</td>
<td></td>
</tr>
<tr>
<td>11 Land (net of any amortization)</td>
<td></td>
</tr>
<tr>
<td>12a Intangible assets (amortizable only)</td>
<td></td>
</tr>
<tr>
<td>b Less accumulated amortization</td>
<td></td>
</tr>
<tr>
<td>13 Other assets (attach statement)</td>
<td></td>
</tr>
<tr>
<td>14 Total assets</td>
<td></td>
</tr>
<tr>
<td><strong>Liabilities and Capital</strong></td>
<td></td>
</tr>
<tr>
<td>15 Accounts payable</td>
<td></td>
</tr>
<tr>
<td>16 Mortgages, notes, bonds payable in less than 1 year</td>
<td></td>
</tr>
<tr>
<td>17 Other current liabilities (attach statement)</td>
<td></td>
</tr>
<tr>
<td>18 All nonrecourse loans</td>
<td></td>
</tr>
<tr>
<td>19a Loans from partners (or persons related to partners)</td>
<td></td>
</tr>
<tr>
<td>b Mortgages, notes, bonds payable in 1 year or more</td>
<td></td>
</tr>
<tr>
<td>20 Other liabilities (attach statement)</td>
<td></td>
</tr>
<tr>
<td>21 Partners' capital accounts</td>
<td></td>
</tr>
<tr>
<td>22 Total liabilities and capital</td>
<td></td>
</tr>
</tbody>
</table>
# Schedule M: Balance Sheets for Interest Allocation

<table>
<thead>
<tr>
<th></th>
<th>(a) Beginning of tax year</th>
<th>(b) End of tax year</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Total U.S. assets</td>
<td></td>
</tr>
<tr>
<td>2</td>
<td>Total foreign assets:</td>
<td></td>
</tr>
<tr>
<td></td>
<td>a Passive category</td>
<td></td>
</tr>
<tr>
<td></td>
<td>b General category</td>
<td></td>
</tr>
<tr>
<td></td>
<td>c Other (attach statement)</td>
<td></td>
</tr>
</tbody>
</table>

# Schedule M-1: Reconciliation of Income (Loss) per Books With Income (Loss) per Return

(Not required if Item H9, page 1, is answered "Yes.")

<p>| | | |</p>
<table>
<thead>
<tr>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Net income (loss) per books</td>
<td></td>
</tr>
<tr>
<td>2</td>
<td>Income included on Schedule K, lines 1, 2, 3c, 5, 6a, 7, 8, 9a, 10, and 11 not recorded on books this year (itemize):</td>
<td></td>
</tr>
<tr>
<td>3</td>
<td>Guaranteed payments (other than health insurance)</td>
<td></td>
</tr>
<tr>
<td>4</td>
<td>Expenses recorded on books this year not included on Schedule K, lines 1 through 13d, and 16l (itemize):</td>
<td></td>
</tr>
<tr>
<td></td>
<td>a Depreciation $</td>
<td></td>
</tr>
<tr>
<td></td>
<td>b Travel and entertainment $</td>
<td></td>
</tr>
<tr>
<td>5</td>
<td>Add lines 1 through 4</td>
<td></td>
</tr>
<tr>
<td>6</td>
<td>Income recorded on books this year not included on Schedule K, lines 1 through 11 (itemize):</td>
<td></td>
</tr>
<tr>
<td></td>
<td>a Tax-exempt interest $</td>
<td></td>
</tr>
<tr>
<td>7</td>
<td>Deductions included on Schedule K, lines 1 through 13d, and 16l not charged against book income this year (itemize):</td>
<td></td>
</tr>
<tr>
<td></td>
<td>a Depreciation $</td>
<td></td>
</tr>
<tr>
<td>8</td>
<td>Add lines 6 and 7</td>
<td></td>
</tr>
<tr>
<td>9</td>
<td>Income (loss). Subtract line 6 from line 5</td>
<td></td>
</tr>
</tbody>
</table>

# Schedule M-2: Analysis of Partners' Capital Accounts

(Not required if Item H9, page 1, is answered "Yes.")

<p>| | | |</p>
<table>
<thead>
<tr>
<th></th>
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</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Balance at beginning of year</td>
<td></td>
</tr>
<tr>
<td>2</td>
<td>Capital contributed:</td>
<td></td>
</tr>
<tr>
<td></td>
<td>a Cash</td>
<td></td>
</tr>
<tr>
<td></td>
<td>b Property</td>
<td></td>
</tr>
<tr>
<td>3</td>
<td>Net income (loss) per books</td>
<td></td>
</tr>
<tr>
<td>4</td>
<td>Other increases (itemize):</td>
<td></td>
</tr>
<tr>
<td>5</td>
<td>Add lines 1 through 4</td>
<td></td>
</tr>
<tr>
<td>6</td>
<td>Distributions: a Cash</td>
<td></td>
</tr>
<tr>
<td></td>
<td>b Property</td>
<td></td>
</tr>
<tr>
<td>7</td>
<td>Other decreases (itemize):</td>
<td></td>
</tr>
<tr>
<td>8</td>
<td>Add lines 6 and 7</td>
<td></td>
</tr>
<tr>
<td>9</td>
<td>Balance at end of year. Subtract: line 8 from line 5</td>
<td></td>
</tr>
</tbody>
</table>
**Schedule N  Transactions Between Controlled Foreign Partnership and Partners or Other Related Entities**

Important: Complete a separate Form 8865 and Schedule N for each controlled foreign partnership. Enter the totals for each type of transaction that occurred between the foreign partnership and the persons listed in columns (a) through (d).

<table>
<thead>
<tr>
<th>Transactions of foreign partnership</th>
<th>(a) U.S. person filing this return</th>
<th>(b) Any domestic corporation or partnership controlling or controlled by the U.S. person filing this return</th>
<th>(c) Any other foreign corporation or partnership controlling or controlled by the U.S. person filing this return</th>
<th>(d) Any U.S. person with a 10% or more direct interest in the controlled foreign partnership (other than the U.S. person filing this return)</th>
</tr>
</thead>
<tbody>
<tr>
<td>1 Sales of inventory</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>2 Sales of property rights</td>
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<td></td>
</tr>
<tr>
<td>(patents, trademarks, etc.)</td>
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</tr>
<tr>
<td>3 Compensation received for</td>
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<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>technical, managerial, engineering,</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>construction, or like services</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>4 Commissions received</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>5 Rents, royalties, and license</td>
<td></td>
<td></td>
<td></td>
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</tr>
<tr>
<td>fees received</td>
<td></td>
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<td></td>
</tr>
<tr>
<td>6 Distributions received</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>7 Interest received</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>8 Other</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>9 Add lines 1 through 8</td>
<td></td>
<td></td>
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<tr>
<td>10 Purchases of inventory</td>
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<td>11 Purchases of tangible</td>
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<tr>
<td>property other than inventory</td>
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<td>12 Purchases of property rights</td>
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<td>(patents, trademarks, etc.)</td>
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</tr>
<tr>
<td>13 Compensation paid for</td>
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<td></td>
<td></td>
</tr>
<tr>
<td>technical, managerial, engineering,</td>
<td></td>
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<td></td>
<td></td>
</tr>
<tr>
<td>construction, or like services</td>
<td></td>
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</tr>
<tr>
<td>14 Commissions paid</td>
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<td></td>
</tr>
<tr>
<td>15 Rents, royalties, and license</td>
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<td>fees paid</td>
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<td>16 Distributions paid</td>
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</tr>
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<td>17 Interest paid</td>
<td></td>
<td></td>
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</tr>
<tr>
<td>18 Other</td>
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<td></td>
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<tr>
<td>19 Add lines 10 through 18</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>20 Amounts borrowed (enter the</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>maximum loan balance during the</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>year). See instructions</td>
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<td></td>
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<td></td>
</tr>
<tr>
<td>21 Amounts loaned (enter the</td>
<td></td>
<td></td>
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</tr>
<tr>
<td>maximum loan balance during the</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>year). See instructions</td>
<td></td>
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</tbody>
</table>
**Part I** Transfers Reportable Under Section 6038B

<table>
<thead>
<tr>
<th>Type of property</th>
<th>(a) Date of transfer</th>
<th>(b) Number of items transferred</th>
<th>(c) Fair market value on date of transfer</th>
<th>(d) Cost or other basis</th>
<th>(e) Section 704(c) allocation method</th>
<th>(f) Gain recognized on transfer</th>
<th>(g) Percentage interest in partnership after transfer</th>
</tr>
</thead>
<tbody>
<tr>
<td>Cash</td>
<td></td>
<td></td>
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<td></td>
<td></td>
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<tr>
<td>Stock, notes receivable and payable, and other securities</td>
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<td></td>
</tr>
<tr>
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</tr>
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<td>Tangible property used in trade or business</td>
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<td>Intangible property</td>
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</tr>
<tr>
<td>Other property</td>
<td>SEE BELOW</td>
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</tr>
</tbody>
</table>

**Supplemental Information Required To Be Reported** (see instructions):


**Part II** Dispositions Reportable Under Section 6038B

<table>
<thead>
<tr>
<th>(a) Type of property</th>
<th>(b) Date of original transfer</th>
<th>(c) Date of disposition</th>
<th>(d) Manner of disposition</th>
<th>(e) Gain recognized by partnership</th>
<th>(f) Depreciation recapture recognized by partnership</th>
<th>(g) Gain allocated to partner</th>
<th>(h) Depreciation recapture allocated to partner</th>
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</table>

**Part III** Is any transfer reported on this schedule subject to gain recognition under section 904(f)(3) or section 904(f)(5)(F)?

- [ ] Yes
- [x] No

For Paperwork Reduction Act Notice, see the Instructions for Form 8865.