

**Amended Return
Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation**

Department of the Treasury
Internal Revenue Service

Note: The organization may be able to use a copy of this return to satisfy state reporting requirements.

1996

For calendar year 1996, or tax year beginning 12/05, 1996, and ending 7/31, 1997

Use the IRS label. Otherwise, please print or type. See Specific Instructions.	Name of organization Cisco Systems Foundation	A Employer identification number 77-0443347
	Number and street (or P.O. box number if mail is not delivered to street address) Room/suite 170 West Tasman Drive	B State registration number (see instruction F) 1995173
	City or town, state, and ZIP code San Jose, CA 95134-1706	C If exemption application is pending, check here. <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Organizations meeting the 85% test, check here and attach computation. <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 62862912	J Accounting method: <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input checked="" type="checkbox"/> Other (specify) <u>Modified Cash</u> (Part I, column (d) must be on cash basis.)	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/> G If address changed, check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in col.(a) (see pg 8 of the instructions).)	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (att. sch.) Stmt. 1	63919502			
2 Contributions from split-interest trusts				
3 Interest on savings and temporary cash investments			N/A	
4 Dividends and interest from securities				
5a Gross rents				
b (Net rental income or (loss) _____)				
6 Net gain or (loss) from sale of assets not on line 10				
7 Capital gain net income (from Part IV, line 2)				
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less: Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total (add lines 1 through 11)	63919502			
13 Compensation of officers, directors, trustees, etc				
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach sch.) (see page 11 of the inst.)				
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule). See Stmt. 2	15000			15000
24 Total operating and administrative expenses (add lines 13 through 23)	15000			15000
25 Contributions, gifts, grants paid See Part XV				
26 Total expenses and disbursements (add lines 24 and 25)	15000			15000
27a Excess of revenue over expenses and disbursements (line 12 minus line 26)	63904502			
b Net investment income (if negative, enter -0-)		0		
c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1	Cash - non-interest-bearing		
	2	Savings and temporary cash investments		
	3	Accounts receivable		
		Less: allowance for doubtful accounts		
	4	Pledges receivable		
		Less: allowance for doubtful accounts		
	5	Grants receivable		
	6	Receivables due from officers, directors, trustees, & other disqualified persons (attach schedule) (see page 12 of the instr.)		
	7	Other notes and loans receivable		
		Less: allowance for doubtful accounts		
	8	Inventories for sale or use		
	9	Prepaid expenses and deferred charges		
	10a	Investments - U.S. and state government obligations (att. sch.)		
	b	Investments - corporate stock (attach schedule) See Stmt... 3	63904502	62862912
	c	Investments - corporate bonds (attach schedule)		
	11	Investments-land, bldgs. & equipmt.: basis		
	Less: accumulated depreciation (attach schedule)			
12	Investments - mortgage loans			
13	Investments - other (attach schedule)			
14	Land, buildings, and equipment: basis			
	Less: accumulated depreciatlon (attach schedule)			
15	Other assets (describe)			
16	Total assets (to be completed by all filers - see page 13 of the instructions).	0	63904502	62862912
LIABILITIES	17	Accounts payable and accrued expenses		
	18	Grants payable		
	19	Deferred revenue		
	20	Loans from officers, directors, trustees, & other disqual. persons		
	21	Mortgages and other notes payable (attach schedule)		
	22	Other liabilities (describe)		
23	Total liabilities (add lines 17 through 22).	0	0	
NET ASSETS OR FUND BALANCES	Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted	63904502	
	25	Temporarily restricted		
	26	Permanently restricted		
	Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds		
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		
	29	Retained earnings, accumulated income, endowment, or other funds		
	30	Total net assets or fund balances (see page 14 of the instructions)	0	63904502
31	Total liabilities and net assets/fund balances (see page 14 of the instructions)	0	63904502	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	
2	Enter amount from Part I, line 27a	2	63904502
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	63904502
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	63904502

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
N/A			

(e) Gross sales price minus expense of sale	(f) Depreciation allowed (or allowable)	(g) Cost or other basis	(h) Gain or (loss) (e) plus (f) minus (g)

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	

2 Capital gain net income or (net capital loss). { If gain, also enter in Part I, line 7 } { If (loss), enter -0- in Part I, line 7 }	2
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 10 and 14 of the instructions). If (loss), enter -0- in Part I, line 8	3

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

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

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

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

1 Enter the appropriate amount in each column for each year; see page 15 of the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
1995			
1994			
1993			
1992			
1991			

2 Total of line 1, column (d)	2
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3
4 Enter the net value of noncharitable-use assets for 1996 from Part X, line 5	4
5 Multiply line 4 by line 3	5
6 Enter 1% of net investment income (1% of Part I, line 27b)	6
7 Add lines 5 and 6	7
8 Enter qualifying distributions from Part XII, line 4	8

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 15.

Part VI Excise Tax on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 15 of the instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here [] and enter "N/A" on line 1
Date of ruling letter: (attach copy of ruling letter if necessary - see instructions)
b Domestic organizations that meet the section 4940(e) requirements in Part V, check here [] and enter 1% of Part i, line 27b.
c All other domestic organizations enter 2% of line 27b. Exempt foreign organizations enter 4% of line 27b.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)
3 Add lines 1 and 2.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)
5 Tax on investment income (line 3 minus line 4 (but not less than -0-))
6 Credits/Payments:
a 1996 estimated tax prmts & 1995 overpmt credited to 1996
b Exempt foreign organizations - tax withheld at source
c Tax paid with application for extension of time to file (Form 2758)
d Backup withholding erroneously withheld
7 Total credits and payments (add lines 6a through d)
8 Enter any PENALTY for underpayment of estimated tax. Check here [] if Form 2220 is attached.
9 TAX DUE. If the total of lines 5 and 8 is more than line 7, enter AMOUNT OWED.
10 OVERPAYMENT. If line 7 is more than the total of lines 5 and 8, enter the AMOUNT OVERPAID.
11 Enter the amount of line 10 to be: Credited to 1997 estimated tax Refunded

Part VII-A Statements Regarding Activities

1a During the tax year, did the organization attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 16 of the instructions for definition)?
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the organization in connection with the activities.
c Did the organization file Form 1120-POL for this year?
d Enter the amount (if any) of taxes on political expenditures (section 4955) paid by the organization during the 1996 tax year. (See instructions.)
2 Has the organization engaged in any activities that have not previously been reported to the IRS?
If "Yes," attach a detailed description of the activities.
3 Has the organization made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments?
4a Did the organization have unrelated business gross income of \$1,000 or more during the year?
b If "Yes," has it filed a tax return on Form 990-T for this year?
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?
If "Yes," attach the statement required by General Instruction T.
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:
By language in the governing instrument; or
By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?
7 Did the organization have at least \$5,000 in assets at any time during the year?
If "Yes," complete Part II, column (c), and Part XV.
8a Enter the states to which the foundation reports or with which it is registered (see page 16 of the instructions)
California
b If the answer is "Yes" to line 7, has the organization furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation
9 Is the organization claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 1996 or the taxable year beginning in 1996 (see instructions for Part XIV on page 22)? If "Yes," complete Part XIV
10 Did any persons become substantial contributors during the tax year? See Statement 4
If "Yes" attach a schedule listing their names and addresses.
11a Did anyone request to see either the organization's annual return or its exemption application (or both)?
b If "Yes," did the organization comply pursuant to the instructions? (See General Instruction Q.)
12 The books are in care of Larry R. Carter Telephone No. 408-526-4000
Located at 170 West Tasman Drive, San Jose, CA ZIP code 95134
13 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041. - Check here
and enter the amount of tax-exempt interest received or accrued during the year 13 N/A

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

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

- 1 Self-dealing (section 4941):
a During the year did the organization (either directly or indirectly):
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?
(6) Agree to pay money or property to a government official?
b If any answer is "Yes" to 1a(1)-(6), did ANY of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current Notice regarding disaster assistance (see page 17 of the instructions)?
c Did the organization engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 1996?
2 Taxes on failure to distribute income (section 4942) (does not apply for years the organization was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):
a At the end of tax year 1996, did the organization have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 1996?
b Are there any years listed in 2a for which the organization is NOT applying the provisions of section 4942 (a)(2) (relating to incorrect valuation of assets) to the year's undistributed income?
c If the provisions of section 4942(a)(2) are being applied to ANY of the years listed in 2a, list the years here.
3 Taxes on excess business holdings (section 4943):
a Did the organization hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?
b If "Yes," did it have excess business holdings in 1996 as a result of (1) any purchase by the organization or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period?
4 Taxes on investments that jeopardize charitable purposes (section 4944):
a Did the organization invest during the year any amount in a manner that would jeopardize its charitable purposes?
b Did the organization make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 1996?
5 Taxes on taxable expenditures (section 4945) and political expenditures (section 4955):
a During the year did the organization pay or incur any amount to:
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
(3) Provide a grant to an individual for travel, study, or other similar purposes?
(4) Provide a grant to an organization other than a charitable, etc., organization described in section (509(a)(1), (2), or (3), or section 4940(d)(2)?
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?
b If any answer is "Yes" to 5a(1)-(5), did ANY of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current Notice regarding disaster assistance (see page 17 of the instructions)?
c If the answer is "Yes" to question 5a(4), does the organization claim exemption from the tax because it maintained expenditure responsibility for the grant?
If "Yes," attach the statement required by Regulations section 53.4945-5(d).

Table with columns 'Yes' and 'No'. Rows correspond to questions 1 through 5c. Contains handwritten responses such as 'N/A', 'X', and 'No'.

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 17 of the instructions):

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 5				

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 17 of the instructions). If none, enter "NONE."

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

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

3 Five highest-paid independent contractors for professional services - (see page 18 of the instructions). If none, enter "NONE."

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

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

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments (see page 18 of the instructions)

Describe any program-related investments made by the foundation during the tax year.	Amount
1 N/A	
2	
3	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 18 of the instructions.)

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a Average monthly fair market value of securities	1a	12944017
b Average of monthly cash balances	1b	
c Fair market value of all other assets (see page 19 of the instructions)	1c	
d Total (add lines 1a, b, and c)	1d	12944017
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0
2 Acquisition indebtedness applicable to line 1 assets	2	0
3 Line 1d minus line 2	3	12944017
4 Cash deemed held for charitable activities - Enter 1 1/2% of line 3 (for greater amount, see page 20 of the instructions)	4	194160
5 Net value of noncharitable-use assets - Line 3 minus line 4. (Enter in Part V, line 4.)	5	12749857
6 Minimum investment return. (Enter 5% of line 5.)	6	415680

Part XI Distributable Amount (see page 20 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here and do not complete this part.)

1 Minimum investment return from Part X, line 6	1	415680
2a Tax on investment income for 1996 from Part VI, line 5	2a	
2b Income tax for 1996. (This does not include the tax from Part VI.)	2b	
2c Line 2a plus line 2b	2c	
3 Distributable amount before adjustments (line 1 minus line 2c)	3	415680
4a Recoveries of amounts treated as qualifying distributions	4a	
4b Income distributions from section 4947(a)(2) trusts	4b	
4c Line 4a plus line 4b	4c	
5 Line 3 plus line 4c	5	415680
6 Deduction from distributable amount (see page 20 of the instructions)	6	
7 Distributable amount as adjusted (line 5 minus line 6). (Also enter in Part XIII, line 1.)	7	415680

Part XII Qualifying Distributions (see page 20 of the instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	15000
b Program-related investments - total of lines 1 - 3 of Part IX-B	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions (add lines 1a through 3b). (Enter in Part V, line 8, and Part XIII, line 4.)	4	15000
5 Organizations that qualify under section 4940(e) for the reduced rate of tax on net investment income - enter 1% of Part I, line 27b (see page 21 of the instructions)	5	
6 Adjusted qualifying distributions (line 4 minus line 5)	6	15000

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

Part XIII Undistributed Income (see page 21 of the instructions)

	(a) Corpus	(b) Years prior to 1995	(c) 1995	(d) 1996
1 Distributable amount for 1996 from Part XI, line 7				415680
2 Undistributed income, if any, as of the end of 1995:				
a Enter amount for 1995 only			0	
b Total for prior years: 19 _____, 19 _____, 19 _____		0		
3 Excess distributions carryover, if any, to 1996:				
a From 1991				
b From 1992				
c From 1993				
d From 1994				
e From 1995				
f Total of lines 3a through e	0			
4 Qualifying distributions for 1996 from Part XII, line 4:				
▶ \$ <u>15000</u>				
a Applied to 1995, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required - see page 21 of the instructions)		0		
c Treated as distributions out of corpus (Election required - see page 21 of the instructions)	0			
d Applied to 1996 distributable amount				15000
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 1996 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0			
b Prior years' undistributed income (line 2b minus line 4b)		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0		
d Subtract line 6c from line 6b. Taxable amount - see page 21 of the instructions		0		
e Undistributed income for 1995 (line 2a minus line 4a). Taxable amount - see page 21 of the instructions			0	
f Undistributed income for 1996 (line 1 minus lines 4d and 5). This amount must be distributed in 1997				400680
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(E) or 4942(g)(3) (see page 21 of the instructions)	0			
8 Excess distributions carryover from 1991 not applied on line 5 or line 7 (see page 22 of the instructions)	0			
9 Excess distributions carryover to 1997 (line 6a minus lines 7 and 8)	0			
10 Analysis of line 9:				
a Excess from 1992				
b Excess from 1993				
c Excess from 1994				
d Excess from 1995				
e Excess from 1996				

Part XIV Private Operating Foundations (see page 22 of the instructions and Part VII-A, question 9) *N/A*

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 1996, enter the date of the ruling. ▶

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

	Tax year				(e) Total
	(a) 1996	(b) 1995	(c) 1994	(d) 1993	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.					
b 85% of line 2a.					
c Qualifying distributions from Part XII, line 4 for each year listed.					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities (line 2c minus line 2d).					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets.					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - Enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year - see page 22 of the instructions.)

1 Information Regarding Foundation Managers:
a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).) *None*

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.
None

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:
 Check here if the organization only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the organization makes gifts, grants, etc., (see page 22 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number of the person to whom applications should be addressed:
See Statement 6

b The form in which applications should be submitted and information and materials they should include:
Written request with 501(c)(3) letter

c Any submission deadlines:
None

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:
IRC 501(c)(3) organizations only

Part XV Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<p>a Paid during the year</p> <p>None</p>				
Total				▶ 3a
b Approved for future payment				
Total				▶ 3b

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include categories like Program service revenue, Fees and contracts from government agencies, Membership dues, etc.

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

Table with 2 columns: Line No., Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes). (See page 23 of the instructions.)

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

	Yes	No
1a(1)		X
a(2)		X
b(1)		X
b(2)		X
b(3)		X
b(4)		X
b(5)		X
b(6)		X
c		X

- a Transfers from the reporting organization to a noncharitable exempt organization of:
 - (1) Cash
 - (2) Other assets
- b Other Transactions:
 - (1) Sales of assets to a noncharitable exempt organization
 - (2) Purchases of assets from a noncharitable exempt organization
 - (3) Rental of facilities or equipment
 - (4) Reimbursement arrangements
 - (5) Loans or loan guarantees
 - (6) Performance of services or membership or fundraising solicitations
- c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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

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

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Part XVIII Public Inspection

- 1 Enter the date the notice of availability of the annual return appeared in a newspaper ▶ 12/10/97
- 2 Enter the name of the newspaper ▶ San Jose Mercury
- 3 Check here to indicate that you have attached a copy of the newspaper notice required by the instructions on page 24. (If the notice is not attached, the return will be considered incomplete.)

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

PLEASE SIGN HERE

Signature of officer or trustee: <u>Michael Fontanello</u>	Date: _____	Title: _____
PREPAYER'S IDENTIFICATION	Preparer's signature: <u>Michael Fontanello</u>	Preparer's social security no.: <u>041-36-0590</u>
Firm's name (or yours if self-employed) and address: <u>Delagnes, Mitchell & Linder</u> <u>300 Montgomery St. Suite 1050</u> <u>San Francisco, CA</u>	Check if self-employed <input type="checkbox"/>	EIN: <u>94-2941784</u> ZIP code: <u>94104</u>

Cisco Systems Foundation

77-0443347

Statement 1
Form 990-PF, Part I, Line 1
Contributions, Gifts, and Grants

Direct Contributions:

Contributor's Name	Contributor's Address	Amount of Contr.
Cisco Systems, Inc.	170 West Tasman Drive San Jose, CA 95134	\$ 15000
Cisco Systems, Inc.	170 West Tasman Drive San Jose, CA 95134	40004501
Description : 969,145 sh Cascade		
Date Received: 5/12/97		
Cisco Systems, Inc.	170 West Tasman Drive San Jose, CA 95134	20000001
Description : 484,518 sh Cascade		
Date Received: 5/30/97		
Cisco Systems, Inc.	170 West Tasman Drive San Jose, CA 95134	3900000
Description : 300,000 sh CyberCash		
Date Received: 5/30/97		
Total Direct Contributions		----- \$ 63919502
Total Contributions		----- \$ 63919502 =====

Statement 2
Form 990-PF, Part I, Line 23
Other Expenses

Outsourcing services	\$ 15000
Total	----- \$ 15000 =====

Cisco Systems Foundation

77-0443347

Statement 3
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

Corporate Stocks	Val. Method	Book Val.	Fair Mkt. Value
1,453,663 sh Cascade Communication	Mkt Val	\$ 60004502	58062912
300,000 sh CyberCash	Cost	3900000	4800000
	Total	\$ 63904502	62862912
		=====	=====

Statement 4
Form 990-PF, Part VII-A, Line 10
Substantial Contributors during the tax year

Cisco Systems, Inc.
 170 West Tasman Drive
 San Jose, CA 95134

Statement 5
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

Name and Address	Title & avg. Hrs/wk devoted	Comp.	Employee Ben. Pln Contrib.	Expense Account/ Other
John P. Morgridge 170 West Tasman Drive San Jose, CA 95134	Chairman B of T Part-Time		0	0
John T. Chambers 170 West Tasman Drive San Jose, CA 95134	President Part-Time		0	0
Barbara Beck 170 West Tasman Drive San Jose, CA 95134	Vice President Part-Time		0	0
Larry R. Carter 170 West Tasman Drive San Jose, CA 95134	CFO Part-Time		0	0
	Total	\$	0	0
			=====	=====

Cisco Systems Foundation

77-0443347

Statement 6**Form 990-PF, Part XV, Line 2a****Name and Address of person to whom applicants should be addressed**

Julia Ward
170 West Tasman Drive
San Jose, CA 95134
408-526-4000

Cisco Systems Foundation

77-0443347

Statement 1
Form 199, Part I, Line 3
Contributions, Gifts, Grants, and Similar Amounts Received

Direct Contributions:

Contributor's Name	Contributor's Address	Amount of Contr.
Cisco Systems, Inc.	170 West Tasman Drive San Jose, CA 95134	\$ 15000
Cisco Systems, Inc.	170 West Tasman Drive San Jose, CA 95134	40004501
Description : 969,145 sh Cascade		
Date Received: 5/12/97		
Cisco Systems, Inc.	170 West Tasman Drive San Jose, CA 95134	20000001
Description : 484,518 sh Cascade		
Date Received: 5/30/97		
Cisco Systems, Inc.	170 West Tasman Drive San Jose, CA 95134	3900000
Description : 300,000 sh CyberCash		
Date Received: 5/30/97		
Total Direct Contributions		----- \$ 63919502
Total Contributions, Line 3		----- \$ 63919502 =====

Statement 2
Form 199, Part II, Line 17
Other Expenses

Outsourcing services	\$ 15000
Total	\$ 15000 =====