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Return of Private Foundation

OMB No 1545-0052

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

2009

Department of the Treasury
Internal Revenue Service

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

For calendar year 2009, or tax year beginning

, and ending

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeUse the IRS
label.
Otherwise,
print
or type.
See Specific
Instructions.

Name of foundation

The Jay Pritzker Foundation

Number and street (or P O box number if mail is not delivered to street address)

3555 Timmons Lane, Suite 800

Room/suite

City or town, state, and ZIP code

Houston, TX 77027

A Employer identification number

02-0550210

B Telephone number

713 961 1600

C If exemption application is pending, check here ☐D 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test,
check here and attach computation ☐E If private foundation status was terminated
under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination
under section 507(b)(1)(B), check here ☐

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year

(from Part II, col. (c), line 16)

\$ 13,156,317. (Part I, column (d) must be on cash basis.)

J Accounting method: ☒ Cash ☐ Accrual☐ Other (specify)**Part I** Analysis of Revenue and Expenses
(The total of amounts in columns (b), (c), and (d) may not
necessarily equal the amounts in column (a).)(a) Revenue and
expenses per books(b) Net investment
income(c) Adjusted net
income(d) Disbursements
for charitable purposes
(cash basis only)

Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ☒ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	3,323.	3,323.		Statement 1
	4 Dividends and interest from securities	498,217.	498,217.		Statement 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-488,719.			
	b Gross sales price for all assets on line 6a	3,161,449.			
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income	26,964.	0.		Statement 3	
12 Total. Add lines 1 through 11	39,785.	501,540.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans - employee benefits				
	16a Legal fees				
	b Accounting fees	73,263.	65,937.		7,326.
	c Other professional fees				
	17 Interest				
	18 Taxes	16,255.	2,354.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	179.	18.		161.
	24 Total operating and administrative expenses. Add lines 13 through 23	89,697.	68,309.		7,487.
	25 Contributions, gifts, grants paid	6,380,000.			6,380,000.
26 Total expenses and disbursements. Add lines 24 and 25	6,469,697.	68,309.		6,387,487.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-6,429,912.				
b Net investment income (if negative, enter -0-)		433,231.			
c Adjusted net income (if negative, enter -0-)			N/A		

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64
21

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			185,718.	35,014.	35,014.
	2 Savings and temporary cash investments			3,488,620.	786,770.	786,770.
	3 Accounts receivable ▶					
	Less: allowance for doubtful accounts ▶					
	4 Pledges receivable ▶					
	Less: allowance for doubtful accounts ▶					
	5 Grants receivable					
	6 Receivables due from officers, directors, trustees, and other disqualified persons					
	7 Other notes and loans receivable ▶					
	Less: allowance for doubtful accounts ▶					
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges					
	10a Investments - U.S. and state government obligations					
	b Investments - corporate stock Stmt 7			9,278,858.	7,654,624.	7,791,732.
	c Investments - corporate bonds Stmt 8			6,455,795.	4,502,671.	4,542,801.
Liabilities	11 Investments - land, buildings, and equipment basis ▶					
	Less accumulated depreciation ▶					
	12 Investments - mortgage loans					
	13 Investments - other					
	14 Land, buildings, and equipment basis ▶					
	Less accumulated depreciation ▶					
	15 Other assets (describe ▶)					
	16 Total assets (to be completed by all filers)			19,408,991.	12,979,079.	13,156,317.
	17 Accounts payable and accrued expenses					
	18 Grants payable					
Net Assets or Fund Balances	19 Deferred revenue					
	20 Loans from officers, directors, trustees, and other disqualified persons					
	21 Mortgages and other notes payable					
	22 Other liabilities (describe ▶)					
	23 Total liabilities (add lines 17 through 22)			0.	0.	
	Foundations that follow SFAS 117, check here ▶ ☐					
	and complete lines 24 through 26 and lines 30 and 31.					
	24 Unrestricted					
	25 Temporarily restricted					
	26 Permanently restricted					
Net Assets or Fund Balances	Foundations that do not follow SFAS 117, check here ▶ ☒					
	and complete lines 27 through 31.					
	27 Capital stock, trust principal, or current funds			0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds			19,408,991.	12,979,079.	
	30 Total net assets or fund balances			19,408,991.	12,979,079.	
Net Assets or Fund Balances	31 Total liabilities and net assets/fund balances			19,408,991.	12,979,079.	

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	19,408,991.
2 Enter amount from Part I, line 27a	2	-6,429,912.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	12,979,079.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	12,979,079.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attachment A - Fidelity	P	Various	Various
b See Attachment A - Fidelity	P	Various	Various
c Capital Gains Dividends			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 73,111.		63,810.	9,301.
b 3,078,430.		3,586,358.	-507,928.
c 9,908.			9,908.
d			
e			

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

(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			9,301.
b			-507,928.
c			9,908.
d			
e			

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	-488,719.
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). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year; see 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))
2008	6,713,798.	18,383,276.	.365212
2007	5,289,318.	25,036,777.	.211262
2006	5,398,758.	19,817,499.	.272424
2005	2,670,820.	31,289,834.	.085357
2004	3,486,000.	29,385,313.	.118631

2 Total of line 1, column (d)	2	1.052886
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	.210577
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	13,975,151.
5 Multiply line 4 by line 3	5	2,942,845.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	4,332.
7 Add lines 5 and 6	7	2,947,177.
8 Enter qualifying distributions from Part XII, line 4	8	6,387,487.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	4,332.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		2	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	4,332.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	4,332.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a 12,000.	7	12,000.
b Exempt foreign organizations - tax withheld at source	6b	8	
c Tax paid with application for extension of time to file (Form 8868)	6c	9	
d Backup withholding erroneously withheld	6d	10	7,668.
7 Total credits and payments. Add lines 6a through 6d		11	0.
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 2010 estimated tax ☒ 7,668. Refunded ☐			

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☒ \$ 0. (2) On foundation managers. ☒ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☒ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ IL, CA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► Lewis M. Linn; Timmons Advisors LLC Telephone no. ► 713-961-1600 Located at ► 3555 Timmons Lane, Suite 800, Houston, TX ZIP+4 ► 77027-6426			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15		N/A

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?		1c
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	☐ Yes ☒ No	
If "Yes," list the years ► _____, _____, _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b

Form 990-PF (2009)

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

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

N/A

Organizations relying on a current notice regarding disaster assistance check here

☒

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

N/A

☐ Yes ☐ No

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

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

☐ Yes ☒ No

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

If "Yes" to 6b, file Form 8870.

6b

X

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

☐ Yes ☒ No

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

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Daniel F. Pritzker	Director/President			
3555 Timmons Lane, Suite 800				
Houston, TX 77027	0.00	0.	0.	0.
Karen M. Pritzker	Director/Secretary			
3555 Timmons Lane, Suite 800				
Houston, TX 77027	0.00	0.	0.	0.
Diana E. Conway	Director/Treasurer			
3555 Timmons Lane, Suite 800				
Houston, TX 77027	4.00	0.	0.	0.

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

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

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

0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	12,744,252.
b	Average of monthly cash balances	1b	1,443,719.
c	Fair market value of all other assets	1c	0.
d	Total (add lines 1a, b, and c)	1d	14,187,971.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) See Statement 9	1e	555,693.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	14,187,971.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	212,820.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	13,975,151.
6	Minimum investment return. Enter 5% of line 5	6	698,758.

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

1	Minimum investment return from Part X, line 6	1	698,758.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	4,332.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	4,332.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	694,426.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	694,426.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	694,426.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	6,387,487.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	6,387,487.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	4,332.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	6,383,155.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				694,426.
2 Undistributed income, if any, as of the end of 2009			0.	
a Enter amount for 2008 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004	2,075,716.			
b From 2005	1,146,367.			
c From 2006	4,504,367.			
d From 2007	4,053,681.			
e From 2008	5,818,016.			
f Total of lines 3a through e	17,598,147.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ \$	6,387,487.			
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				694,426.
e Remaining amount distributed out of corpus	5,693,061.			
5 Excess distributions carryover applied to 2009 (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:	23,291,208.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	2,075,716.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	21,215,492.			
10 Analysis of line 9:				
a Excess from 2005	1,146,367.			
b Excess from 2006	4,504,367.			
c Excess from 2007	4,053,681.			
d Excess from 2008	5,818,016.			
e Excess from 2009	5,693,061.			

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

- | | | | |
|--|--------------|------------|-----------|
| <p>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?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p>b Other transactions:</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p>d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.</p> | | Yes | No |
| | | | |
| | 1a(1) | | X |
| | 1a(2) | | X |
| | 1b(1) | | X |
| | 1b(2) | | X |
| | 1b(3) | | X |
| | 1b(4) | | X |
| | 1b(5) | | X |
| | 1b(6) | | X |
| | 1c | | X |

[illegible]

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

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

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.

Signature of officer or trustee 		Date 5-13-10		Title Director/Treasurer	
Paid Preparer's Use Only	Preparer's signature 		Date 5/10/10		Check if self-employed ☐
	Firm's name (or yours if self-employed), address, and ZIP code Linn Thurber LLP 3555 Timmons Lane, Suite 800 Houston, TX 77027		Preparer's identifying number P00576175 EIN ▶ 76-0476201 Phone no. (713) 961-1600		

Form **990-PF** (2009)

The Jay Pritzker Foundation
Sale of Securities - Fidelity
EIN: 02-0550210

Description	SHS	Acquired	Sold	Proceeds	Basis	G/L
Citigroup Inc	0 000	07/30/09	07/30/09	0 22	-	0 22
Citigroup Inc	10,922.999	06/09/09	07/31/09	33,739 04	31,788 66	1,950 38
Citigroup Inc	10,999 999	06/09/09	08/05/09	39,371 47	32,021 14	7,350 33
Short Term Gain (Loss)				73,110.73	63,809.80	9,300.93
American Gen Fin 5 375%	500,000 000	Various	09/01/09	500,000 00	518,255 00	(18,255 00)
Bellsouth Telecom Deb 5.875%	300,000 000	Various	01/15/09	300,000 00	308,706.00	(8,706 00)
Exterran Holdings Inc	10,500 000	Various	12/01/09	223,297 31	224,017 50	(720 19)
Spartan International Index	5,000 000	10/04/04	03/31/09	114,090 00	144,000 00	(29,910 00)
Gov National Mtg Assn 6 000%	0 000	Various	12/15/09	36,910 88	36,910 88	-
Gov National Mtg Assn 5 000%	0 000	Various	12/15/09	103,562 14	103,562 14	-
Oakmark Select	2,500 000	02/14/07	03/31/09	37,450 00	85,775 01	(48,325 01)
Oakmark Global Select	6,201.626	Various	03/30/09	37,829 92	66,910.00	(29,080 08)
IBM Corp Notes 4 250%	500,000 000	Various	09/15/09	500,000 00	499,690 00	310.00
Longleaf Partners	2,282 994	01/30/08	03/30/09	34,884 15	69,540 00	(34,655 85)
Longleaf International	4,000 000	02/26/07	03/31/09	37,600 00	79,722 91	(42,122 91)
Morgan Stanley Bank 4 000%	245,000 000	11/03/08	12/31/09	245,000 00	245,000.00	-
Vanguard Emerging Markets	2,000 000	Various	03/31/09	47,315 62	48,769 77	(1,454 15)
Vanguard Mid Cap Index	3,000 000	Various	03/30/09	158,600 00	215,042 63	(56,442 63)
Vanguard Small Cap Index	5,000.000	10/22/04	03/30/09	95,660 00	118,429 60	(22,769 60)
Vanguard 500 Index	8,000.000	10/26/09	03/30/09	606,230 00	822,026 81	(215,796 81)
Long Term Gain (Loss)				3,078,430.02	3,586,358.25	(507,928.23)
Total Gain (Loss) on Sale of Securities				<u>3,151,540.75</u>	<u>3,650,168.05</u>	<u>(498,627.30)</u>



FIDELITY PRIVATE
CLIENT GROUPSM

The Jay Pritzker Foundation
Fidelity Investments Holdings Report
EIN: 02-0550210
2009 990PF

Investment Report

December 31, 2009

Your Portfolio Details

Fidelity AccountSM

THE JAY PRITZKER FOUNDATION

Holdings	(Symbol) as of December 31, 2009	Performance December 31, 2009	Quantity December 31, 2009	Price per Unit December 31, 2009	Total Cost Basis	Total Value December 1, 2009	Total Value December 31, 2009
Stocks 4% of holdings							
VANGUARD EMERGING MKTS VIPERS (VWO)							
			12,000.000	\$41.000	\$286,280.43	\$483,600.00	\$492,000.00
Bonds 38% of holdings							
MELLON FINL CO NT							
6 375% 02/15/2010							
FIXED COUPON							
MOODY'S Aa3 S&P A+							
SEMIANNUALLY							
AI \$12.041 67							
EAI \$15.937 50							
CUSIP 585510CG3							
			500,000 000	100.514	unknown	504,730.00	502,570.00



FIDELITY PRIVATE
CLIENT GROUPSM

The Jay Pritzker Foundation
Fidelity Investments Holdings Report
EIN: 02-0550210
2009 990PF

Investment Report

December 31, 2009

Fidelity AccountSM THE JAY PRITZKER FOUNDATION

Holdings	(Symbol) as of December 31, 2009	Performance December 31, 2009	Quantity December 31, 2009	Price per Unit December 31, 2009	Total Cost Basis	Total Value December 31, 2009	Total Value December 31, 2009
TARGET CORP NT	6 350% 01/15/2011		500,000.000	105.596	unknown	529,755.00	527,980.00
FIXED COUPON	MOODY'S A2 S&P A+						
SEMIANNUALLY	MAKE WHOLE CALL						
AI	\$14,640.28						
EAI	\$31,750.00						
CUSIP	87612EAC0						
GENERAL ELEC CAP CORP MTN BE	6 00000% 06/15/2012		500,000.000	107.791	unknown	543,960.00	538,955.00
FIXED COUPON	MOODY'S Aa2 S&P AA+						
SEMIANNUALLY	AI	\$1,333.33					
EAI	\$30,000.00						
CUSIP	36962GY4						
FEDERAL HOME LN MTG CORP	5.125% 07/15/2012		500,000.000	108.625	unknown	551,405.00	543,125.00
FIXED COUPON	MOODY'S Aaa S&P AAA						
SEMIANNUALLY	AI	\$11,815.97					
EAI	\$25,625.00						
CUSIP	3134A4QD9						
SBC COMMUNICATION NOTES	5 875 % 08/15/2012		500,000.000	109.170	unknown	551,315.00	545,850.00
FIXED COUPON	MOODY'S A2 S&P A						
SEMIANNUALLY	MAKE WHOLE CALL						
AI	\$11,097.22						
EAI	\$29,375.00						
CUSIP	78387GAK9						



FIDELITY PRIVATE
CLIENT GROUPSM

The Jay Pritzker Foundation
Fidelity Investments Holdings Report
EIN: 02-0550210
2009 990PF

Investment Report

December 31, 2009

Fidelity Account SM

THE JAY PRITZKER FOUNDATION

Holdings	(Symbol) as of December 31, 2009	Performance December 31, 2009	Quantity December 31, 2009	Price per Unit December 31, 2009	Total Cost Basis	Total Value December 31, 2009	Total Value December 31, 2009
FEDERAL NATL MTG ASSN			500,000.000	107.094	unknown	543,280.00	535,470.00
4.375% 09/15/2012 FIXED COUPON							
MOODY'S Aaa S&P AAA SEMIANNUALLY							
AI \$6,440.97							
EAI \$21,875.00							
CUSIP 31359MPF4							
BANK OF AMERICA CORPORATION			500,000.000	103.679	unknown	518,675.00	518,395.00
5.125% 11/15/2014 FIXED COUPON							
MOODY'S A2 S&P A SEMIANNUALLY							
AI \$3,274.31							
EAI \$25,625.00							
CUSIP 060505AU8							
FEDERAL FARM CR BKS CONS			500,000.000	112.563	unknown	583,125.00	562,815.00
5.875% 10/03/2016 FIXED COUPON							
MOODY'S Aaa S&P AAA SEMIANNUALLY							
AI \$7,180.56							
EAI \$29,375.00							
CUSIP 31331LQZ4							
GOVT NATL MTG ASSN POOL #565472			500,000.000	103.622	unknown	182,044.27	177,740.84
5.000% 10/15/2033 FIXED COUPON							
UNRATED MONTHLY							
CUR FACTOR 0.34305618 CUR FACE 171528.09							
CUSIP 36213VFM5							
GOVT NATL MTG ASSN POOL #606943			500,000.000	106.703	unknown	91,226.95	89,899.88
6.00% 11/15/2033 FIXED COUPON							
UNRATED MONTHLY							
CUR FACTOR 0.16850487 CUR FACE 84252.44							
CUSIP 36201YHU3							



FIDELITY PRIVATE
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The Jay Pritzker Foundation
Fidelity Investments Holdings Report
EIN: 02-0550210
2009 990PF

Investment Report

December 31, 2009

Fidelity AccountSM THE JAY PRITZKER FOUNDATION

Holdings	(Symbol) as of December 31, 2009	Performance December 31, 2009	Quantity December 31, 2009	Price per Unit December 31, 2009	Total Cost Basis	Total Value December 1, 2009	Total Value December 31, 2009
Mutual Funds 56% of holdings							
SPRTN TOTAL MKT INDX FID ADVANTAGE CLASS (FSTVX)			35,000.000	31.570	1,076,495.34	1,090,950.00	1,104,950.00
SPARTAN INTL INDEX FID ADVANTAGE CLASS (FSIVX)			24,000.000	33.450	691,200.00	811,200.00	802,800.00
FIMM MMKT PORT INST CL (FNSXX)		7-day Yield 0.09%	513,463.700	1.000	not applicable	726,518.52	513,463.70
OAKMARK GLOBAL SELECT FD CL 1 (OAKWX)			3,000.000	9.990	33,090.00	29,430.00	29,970.00
LONGLEAF PARTNERS (LLPF)			1,000.000	24.090	30,460.00	23,110.00	24,090.00
LONGLEAF INTERNATL (LINX)			2,000.000	13.660	39,808.77	26,600.00	27,320.00
PIMCO COMMODITY REAL RETURN INST (PCRIX)			100,000.000	8.280	1,475,586.75	853,000.00	828,000.00
THIRD AVENUE VALUE (TAVFX)			1,500.000	46.320	92,022.19	67,890.00	69,480.00
THIRD AVENUE FOCUSED CREDIT FUND INSTL CL (TFCIX)			24,892.928	10.500	250,000.00	256,895.01	261,375.74
VANGUARD MID CAP INDEX ADMIRAL SHS (VIMAX)			3,000.000	74.230	215,069.71	212,010.00	222,690.00
VANGUARD SMALL-CAP INDEX ADMIRAL (VSMAX)			9,000.000	27.500	216,632.78	231,840.00	247,500.00
VANGUARD 500 INDEX ADMIRAL (VFIAX)			12,000.000	102.670	1,252,157.91	1,216,560.00	1,232,040.00
VANGUARD TOTAL STOCK MARKET INDEX ADMIRAL (VTSAX)			42,000.000	27.450	1,137,023.08	1,128,120.00	1,152,900.00
Core Account 2% of holdings							
FIDELITY CASH RESERVES (FDRXX)		7-day Yield 0.09%	273,305.910	1.000	not applicable	148.32	273,305.91

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	Amount
Corus Bank	3,323.
Total to Form 990-PF, Part I, line 3, Column A	3,323.

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
National Financial Services, LLC - Fidelity	320,606.	0.	320,606.
National Financial Services, LLC - Fidelity	187,519.	9,908.	177,611.
Total to Form 990-PF, Part I, ln 4	508,125.	9,908.	498,217.

Form 990-PF Other Income Statement 3

Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
2007 Federal Excise Tax Refund	26,964.	0.	
Total to Form 990-PF, Part I, line 11	26,964.	0.	

Form 990-PF Accounting Fees Statement 4

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Accounting & Audit Fees	73,263.	65,937.		7,326.
To Form 990-PF, Pg 1, ln 16b	73,263.	65,937.		7,326.

Form 990-PF	Taxes			Statement	5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
2009 Federal Excise Tax					
Estimated Payments	12,000.	0.		0.	
State Taxes	210.	0.		0.	
2008 Federal Excise Tax					
Payment	1,691.	0.		0.	
Foreign Taxes	2,354.	2,354.		0.	
To Form 990-PF, Pg 1, ln 18	16,255.	2,354.		0.	

Form 990-PF	Other Expenses			Statement	6
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Payroll Processing Fees	179.	18.		161.	
To Form 990-PF, Pg 1, ln 23	179.	18.		161.	

Form 990-PF	Corporate Stock		Statement	7
Description	Book Value	Fair Market Value		
Mutual Funds	6,509,547.	6,003,116.		
Corporate Stocks	286,280.	492,000.		
Private Corporations	858,797.	1,296,616.		
Total to Form 990-PF, Part II, line 10b	7,654,624.	7,791,732.		

Form 990-PF	Corporate Bonds	Statement	8
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Description	Book Value	Fair Market Value
Corporate Bonds	4,502,671.	4,542,801.
Total to Form 990-PF, Part II, line 10c	4,502,671.	4,542,801.

Form 990-PF

Reduction Explanation
Part X, Line 1e

Statement 9

Explanation for Reduction Claimed for Blockage or Other Factors

See Statement 9 Attachment

STATEMENT 9

**ATTACHED TO AND MADE A PART OF
2009 FORM 990-PF, RETURN OF
PRIVATE FOUNDATION**

**THE JAY PRITZKER FOUNDATION
EIN# 02-0550210**

**EXPLANATION TO PART X, MINIMUM
INVESTMENT RETURN, LINE 1E,
REDUCTION CLAIMED FOR LACK OF MARKETABILITY
OR OTHER FACTORS**

For purposes of calculating its minimum investment return under section 4942(e) of the Internal Revenue Code of 1986, as amended ("the Code"), The Jay Pritzker Foundation is entitled to a \$555,693 reduction in the value of its investment in TransUnion, Corp. for lack of marketability and other reasons. An explanation for the reduction follows.

- (1) At December 31, 2009, The Jay Pritzker Foundation owned 73,738.41699708 shares of TransUnion, Corp., a privately held corporation, ("the TransUnion Shares").
- (2) At December 31, 2009, the TransUnion Shares represented .065937502% of the total issued and outstanding shares of TransUnion, Corp.
- (3) According to an appraisal of the TransUnion Shares, their fair market value before reduction for lack of marketability or other factors was \$25.12 per share.
- (4) According to an appraisal of the TransUnion Shares, the reduction in value for lack of marketability was \$7.536 per share.
- (5) In summary, the reduction in value claimed for the TransUnion Shares was appropriate and provided for in the Code.

Form 990-PF

Grants and Contributions
Paid During the Year

Statement 10

Recipient Name and Address	Recipient Relationship and Purpose of Grant	Recipient Status	Amount
Harpwell Foundation P. O. Box 163 Concord, MA 017420163	General funds	Public Charity	1100000.
Kentfield Schools Foundation 699 Sir Drake Boulevard Kentfield, CA 94904	General funds	Public Charity	5,000.
Lycee Francais La Perouse 330 Golden Hind Passage Corte Madera, CA 94925	Annual support	Public Charity	75,000.
Tufts University 80 George St., Suite 200 Medford, MA 02155	General funds	Public Charity	2500000.
Wildlife Conservation Society 2300 Southern Boulevard Bronx, NY 10460	Conservation programs	Public Charity	700,000.
Northwestern University School of Law 357 East Chicago St. Chicago, IL 60611	Annual support	Public Charity	200,000.
San Francisco University High School 3065 Jackson Street San Francisco, CA 94115	General funds	Public Charity	250,000.
Robert Pritzker Family Foundation 1 N. Franklin, Suite 2420 Chicago, IL 60606	General funds	Private Foundation	1000000.

The Jay Pritzker Foundation

02-0550210

Jazz at Lincoln Center 33 West 60th Street, Floor 11 New York, NY 10023	General funds	Public Charity	25,000.
American Friends of the Hebrew University 1 Battery Park Plaza, Floor 25 New York, NY 10004	General funds	Public Charity	500,000.
The Hogan Jazz Archive Tulane University New Orleans, LA 70118-5698	General funds	Public Charity	25,000.

Total to Form 990-PF, Part XV, line 3a

6,380,000.

Form 990-PF

Grants and Contributions
Approved for Future Payment

Statement 11

Recipient Name and Address	Recipient Relationship and Purpose of Grant	Recipient Status	Amount
Jane Goodall Institute 4245 N. Fairfax Dr., Suite 600 Arlington, VA 22203	Conservation programs	Public Charity	700,000.
Northwestern University School of Law 357 East Chicago St. Chicago, IL 60611	Annual support	Public Charity	600,000.
Tufts University 80 George St., Suite 200 Medford, MA 02155	General funds	Public Charity	5000000.
American Friends of the Hebrew University 1 Battery Park Plaza, Floor 25 New York, NY 10004	General funds	Public Charity	500,000.
Total to Form 990-PF, Part XV, line 3b			6,800,000.