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Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

OMB No 1545-0052

2009Department 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 change

| | | | |
|---|--|--|--|
| Use the IRS label. Otherwise, print or type. See Specific Instructions. | Name of foundation PRITZKER FOUNDATION | | A Employer identification number 36-6058062 |
| | Number and street (or P O box number if mail is not delivered to street address) 71 SOUTH WACKER DRIVE | Room/suite 4600 | B Telephone number (312) 873-4884 |
| | City or town, state, and ZIP code CHICAGO, IL 60606 | | C If exemption application is pending, check here <input type="checkbox"/> D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> |
| H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation | | | E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> |
| I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 336,212,648. | | J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ | F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/> |

| Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a)) | | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|--|-------------|------------------------------------|---------------------------|-------------------------|---|
| 1 Contributions, gifts, grants, etc., received | | 730,456. | | N/A | |
| 2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B | | | | | |
| 3 Interest on savings and temporary cash investments | | 1,265,322. | 1,263,324. | | STATEMENT 1 |
| 4 Dividends and interest from securities | | 2,862,841. | 2,862,841. | | STATEMENT 2 |
| 5a Gross rents | | | | | |
| b Net rental income or (loss) | | | | | |
| 6a Net gain or (loss) from sale of assets not on line 10 | | 16,360,284. | | | |
| b Gross sales price for all assets on line 6a | 73,448,304. | | | | |
| 7 Capital gain net income (from Part IV, line 2) | | | 16,360,284. | | |
| 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 | | <768,296.> | 632,958. | | STATEMENT 3 |
| 12 Total. Add lines 1 through 11 | | 20,450,607. | 21,119,407. | | |
| 13 Compensation of officers, directors, trustees, etc | | 0. | 0. | | 0. |
| 14 Other employee salaries and wages | | | | | |
| 15 Pension plans, employee benefits | | | | | |
| 16a Legal fees STMT 4 | | 125. | 0. | | 125. |
| b Accounting fees STMT 5 | | 20,000. | 0. | | 20,000. |
| c Other professional fees STMT 6 | | 132,866. | 122,866. | | 10,000. |
| 17 Interest | | 65,609. | 65,609. | | 0. |
| 18 Taxes STMT 7 | | 467,155. | 49,645. | | 0. |
| 19 Depreciation and depletion | | | | | |
| 20 Occupancy | | | | | |
| 21 Travel, conferences, and meetings | | | | | |
| 22 Printing and publications | | | | | |
| 23 Other expenses STMT 8 | | 3,144,839. | 3,139,460. | | 1,507. |
| 24 Total operating and administrative expenses. Add lines 13 through 23 | | 3,830,594. | 3,377,580. | | 31,632. |
| 25 Contributions, gifts, grants paid | | 17,347,667. | | | 17,347,667. |
| 26 Total expenses and disbursements. Add lines 24 and 25 | | 21,178,261. | 3,377,580. | | 17,379,299. |
| 27 Subtract line 26 from line 12: | | | | | |
| a Excess of revenue over expenses and disbursements | | <727,654.> | | | |
| b Net investment income (if negative, enter -0-) | | | 17,741,827. | | |
| c Adjusted net income (if negative, enter -0-) | | | | N/A | |

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| Part II Balance Sheets | | Attached schedules and amounts in the description column should be for end-of-year amounts only | | |
|---|---|---|----------------|-----------------------|
| | | Beginning of year | End of year | |
| | | (a) Book Value | (b) Book Value | (c) Fair Market Value |
| Assets | 1 Cash - non-interest-bearing | 6,097,620. | 456,383. | 456,383. |
| | 2 Savings and temporary cash investments | 11,466. | 22,563,276. | 22,563,276. |
| | 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 10 | 333,631. | 0. | 0. |
| | c Investments - corporate bonds | | | |
| Liabilities | 11 Investments - land, buildings, and equipment basis ▶ | | | |
| | Less: accumulated depreciation ▶ | | | |
| | 12 Investments - mortgage loans | | | |
| | 13 Investments - other STMT 11 | 302,329,501. | 285,024,330. | 312,912,989. |
| | 14 Land, buildings, and equipment basis ▶ | | | |
| | Less: accumulated depreciation ▶ | | | |
| | 15 Other assets (describe ▶ JEWELRY) | 280,000. | 280,000. | 280,000. |
| | 16 Total assets (to be completed by all filers) | 309,052,218. | 308,323,989. | 336,212,648. |
| | 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 ▶ STATEMENT 12) | 200. | 200. | |
| 23 Total liabilities (add lines 17 through 22) | 200. | 200. | | |
| Net Assets or Fund Balances | Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> | | | |
| | 24 Unrestricted | | | |
| | 25 Temporarily restricted | | | |
| | 26 Permanently restricted | | | |
| | Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> | | | |
| | 27 Capital stock, trust principal, or current funds | 0. | 0. | |
| | 28 Paid-in or capital surplus, or land, bldg., and equipment fund | 14,569,496. | 14,569,496. | |
| | 29 Retained earnings, accumulated income, endowment, or other funds | 294,482,522. | 293,754,293. | |
| 30 Total net assets or fund balances | 309,052,018. | 308,323,789. | | |
| 31 Total liabilities and net assets/fund balances | 309,052,218. | 308,323,989. | | |

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 | 309,052,018. |
| 2 Enter amount from Part I, line 27a | 2 | <727,654.> |
| 3 Other increases not included in line 2 (itemize) ▶ | 3 | 0. |
| 4 Add lines 1, 2, and 3 | 4 | 308,324,364. |
| 5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 9 | 5 | 575. |
| 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 | 6 | 308,323,789. |

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 | | | |
| b SEE ATTACHED STATEMENTS | | | |
| c | | | |
| 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 | | | |
| b | | | |
| c | | | |
| d | | | |
| e 73,448,304. | | 67,444,088. | 16,360,284. |

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 | | | |
| b | | | |
| c | | | |
| d | | | |
| e | | | 16,360,284. |

| | | |
|---|---|-------------|
| 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 | 16,360,284. |
| 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 | 24,355,260. | 401,225,814. | .060702 |
| 2007 | 17,472,576. | 443,802,984. | .039370 |
| 2006 | 20,707,265. | 387,670,384. | .053415 |
| 2005 | 12,945,913. | 345,993,518. | .037417 |
| 2004 | 13,257,799. | 313,791,698. | .042250 |

| | | |
|--|---|--------------|
| 2 Total of line 1, column (d) | 2 | .233154 |
| 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 | .046631 |
| 4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5 | 4 | 304,589,799. |
| 5 Multiply line 4 by line 3 | 5 | 14,203,327. |
| 6 Enter 1% of net investment income (1% of Part I, line 27b) | 6 | 177,418. |
| 7 Add lines 5 and 6 | 7 | 14,380,745. |
| 8 Enter qualifying distributions from Part XII, line 4 | 8 | 17,379,299. |

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

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

| | | | |
|--|----|----------|----------|
| 1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions) | | | |
| b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b | | 1 | 177,418. |
| c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b) | | | |
| 2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) | | 2 | 0. |
| 3 Add lines 1 and 2 | | 3 | 177,418. |
| 4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) | | 4 | 0. |
| 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- | | 5 | 177,418. |
| 6 Credits/Payments: | | | |
| a 2009 estimated tax payments and 2008 overpayment credited to 2009 | 6a | 420,000. | |
| b Exempt foreign organizations - tax withheld at source | 6b | | |
| c Tax paid with application for extension of time to file (Form 8868) | 6c | | |
| d Backup withholding erroneously withheld | 6d | | |
| 7 Total credits and payments. Add lines 6a through 6d | 7 | 420,000. | |
| 8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached | 8 | | |
| 9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed | 9 | | |
| 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid | 10 | 242,582. | |
| 11 Enter the amount of line 10 to be: Credited to 2010 estimated tax <input checked="" type="checkbox"/> 242,582. Refunded <input type="checkbox"/> | 11 | 0. | |

Part VII-A Statements Regarding Activities

| | Yes | No |
|---|-----|----|
| 1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? | | X |
| b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities. | | X |
| c Did the foundation file Form 1120-POL for this year? | | X |
| d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0. | | |
| e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0. | | |
| 2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities. | | X |
| 3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes | | X |
| 4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? | | X |
| b If "Yes," has it filed a tax return on Form 990-T for this year? | X | |
| 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T. | | X |
| 6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? | X | |
| 7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV. | X | |
| 8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> 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 | |

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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 ► PRITZKER FAMILY OFFICE, L.L.C. Telephone no. ► (312) 873-4884 Located at ► 71 SOUTH WACKER DRIVE, SUITE 4600, CHICAGO, IL ZIP+4 ► 60606 | | | |
| 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? | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | |
| (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | |
| (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | |
| (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | |
| (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | |
| (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | |
| b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see 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? | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | |
| If "Yes," list the years ► | | |
| b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) | N/A | 2b |
| c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► | | |
| 3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | |
| b If "Yes," did it have excess business holdings in 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 |

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

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 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?

6b

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

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

☐ Yes ☒ No

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

N/A

7b

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

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

| (a) Name and address | (b) Title, and average hours per week devoted to position | (c) Compensation (If not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|----------------------|---|---|---|---------------------------------------|
| SEE STATEMENT 14 | | 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

Form 990-PF (2009)

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 | 14,168. |
| b | Average of monthly cash balances | 1b | 22,853,867. |
| c | Fair market value of all other assets | 1c | 286,360,187. |
| d | Total (add lines 1a, b, and c) | 1d | 309,228,222. |
| e | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) | 1e | 0. |
| 2 | Acquisition indebtedness applicable to line 1 assets | 2 | 0. |
| 3 | Subtract line 2 from line 1d | 3 | 309,228,222. |
| 4 | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) | 4 | 4,638,423. |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 | 5 | 304,589,799. |
| 6 | Minimum investment return. Enter 5% of line 5 | 6 | 15,229,490. |

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 | 15,229,490. |
| 2a | Tax on investment income for 2009 from Part VI, line 5 | 2a | 177,418. |
| b | Income tax for 2009. (This does not include the tax from Part VI.) | 2b | |
| c | Add lines 2a and 2b | 2c | 177,418. |
| 3 | Distributable amount before adjustments. Subtract line 2c from line 1 | 3 | 15,052,072. |
| 4 | Recoveries of amounts treated as qualifying distributions | 4 | 0. |
| 5 | Add lines 3 and 4 | 5 | 15,052,072. |
| 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 | 15,052,072. |

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 | 17,379,299. |
| 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 | 17,379,299. |
| 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 | 177,418. |
| 6 | Adjusted qualifying distributions. Subtract line 5 from line 4 | 6 | 17,201,881. |

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.

Form 990-PF (2009)

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 | | | | 15,052,072. |
| 2 Undistributed income, if any, as of the end of 2009 | | | 0. | |
| a Enter amount for 2008 only | | | | |
| b Total for prior years: | | 0. | | |
| 3 Excess distributions carryover, if any, to 2009: | | | | |
| a From 2004 | | | | |
| b From 2005 | | | | |
| c From 2006 | | | | |
| d From 2007 | | | | |
| e From 2008 | 1,436,652. | | | |
| f Total of lines 3a through e | 1,436,652. | | | |
| 4 Qualifying distributions for 2009 from Part XII, line 4: ▶ \$ 17,379,299. | | | | |
| 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 | | | | 15,052,072. |
| e Remaining amount distributed out of corpus | 2,327,227. | | | |
| 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: | | | | |
| a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 | 3,763,879. | | | |
| 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 | 0. | | | |
| 9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a | 3,763,879. | | | |
| 10 Analysis of line 9: | | | | |
| a Excess from 2005 | | | | |
| b Excess from 2006 | | | | |
| c Excess from 2007 | | | | |
| d Excess from 2008 | 1,436,652. | | | |
| e Excess from 2009 | 2,327,227. | | | |

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

N/A

- 1 a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling

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

Part XV Supplementary Information (continued)

| 3 Grants and Contributions Paid During the Year or Approved for Future Payment | | | | |
|---|---|--------------------------------|----------------------------------|-----------------------|
| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
| Name and address (home or business) | | | | |
| a Paid during the year SEE ATTACHED STATEMENT | | | | 17347667. |
| Total | | | | ▶ 3a 17347667. |
| b Approved for future payment NONE | | | | |
| Total | | | | ▶ 3b 0. |

Part XVI-A

Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

| Enter gross amounts unless otherwise indicated. | | Unrelated business income | | Excluded by section 512, 513, or 514 | | (e) Related or exempt function income |
|--|-------------------------|---------------------------|-------------------------------|--------------------------------------|--|---|
| | (a) Business code | (b) Amount | (c) Exclu- sion code | (d) Amount | | |
| 1 Program service revenue: | | | | | | |
| a NONE | | | | | | |
| b | | | | | | |
| c | | | | | | |
| d | | | | | | |
| e | | | | | | |
| f | | | | | | |
| g Fees and contracts from government agencies | | | | | | |
| 2 Membership dues and assessments | | | | | | |
| 3 Interest on savings and temporary cash investments | | | 14 | 1,263,324. | | 1,998. |
| 4 Dividends and interest from securities | | | 14 | 2,862,841. | | |
| 5 Net rental income or (loss) from real estate: | | | | | | |
| a Debt-financed property | | | | | | |
| b Not debt-financed property | | | | | | |
| 6 Net rental income or (loss) from personal property | | | | | | |
| 7 Other investment income | | | 14 | 632,958. | | 36. |
| 8 Gain or (loss) from sales of assets other than inventory | | | 18 | 16,360,284. | | |
| 9 Net income or (loss) from special events | | | | | | |
| 10 Gross profit or (loss) from sales of inventory | | | | | | |
| 11 Other revenue: | | | | | | |
| a CROSSTEX ENERGY, LP | 525990 | <89.> | | | | |
| b MFP PARTNERS, LP | 525990 | <37,215.> | | | | |
| c PRITZKER FAMILY | | | | | | |
| d FOUNDATION, LLC | 525990 | <1,363,986.> | | | | |
| e | | | | | | |
| 12 Subtotal. Add columns (b), (d), and (e) | | <1,401,290.> | | 21,119,407. | | 2,034. |
| 13 Total. Add line 12, columns (b), (d), and (e) | | | | | | 19,720,151. |

(See worksheet in line 13 instructions to verify calculations.)

Part XVI-B

Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

Part XVII: 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> | <table border="1"> <tr> <th></th> <th>Yes</th> <th>No</th> </tr> <tr> <td>1a(1)</td> <td></td> <td>X</td> </tr> <tr> <td>1a(2)</td> <td></td> <td>X</td> </tr> <tr> <td>1b(1)</td> <td></td> <td>X</td> </tr> <tr> <td>1b(2)</td> <td></td> <td>X</td> </tr> <tr> <td>1b(3)</td> <td></td> <td>X</td> </tr> <tr> <td>1b(4)</td> <td></td> <td>X</td> </tr> <tr> <td>1b(5)</td> <td></td> <td>X</td> </tr> <tr> <td>1b(6)</td> <td></td> <td>X</td> </tr> <tr> <td>1c</td> <td></td> <td>X</td> </tr> </table> | | 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 |
|--|---|----|-----|----|-------|--|---|-------|--|---|-------|--|---|-------|--|---|-------|--|---|-------|--|---|-------|--|---|-------|--|---|----|--|---|
| | 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) is based on all information of which preparer has any knowledge.

Sign Here

Signature of officer or trustee

Date _____

Title

VICE PRESIDENT

Preparer's
signature

Firm's name (or yours
if self-employed),
address, and ZIP code

PRICEWATERHOUSECOOPERS, LLP
ONE NORTH WACKER DRIVE
CHICAGO, IL 60606

Date _____

11/12/11

| | |
|-------------------------------|--|
| Check if self- employed | |
|-------------------------------|--|

Preparer's identifying number

P00965238

EIN ▶ 13-4008324

Phone no. (312) 298-2000

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

2009

Name of the organization

PRITZKER FOUNDATION

Employer identification number

36-6058062

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

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

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

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

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

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

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

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

LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions
for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2009)

Name of organization

Employer identification number

PRITZKER FOUNDATION

36-6058062

Part I Contributors (see instructions)

| (a) No. | (b) Name, address, and ZIP + 4 | (c) Aggregate contributions | (d) Type of contribution |
|------------|--|--------------------------------|--|
| 1 | LILLIAN R. TURCHAN ESTATE, C/O JOSEPH ROMANO, ONE ROTARY CENTER EVANSTON, IL 60201 | \$ 730,456. | Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.) |
| | | \$ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.) |
| | | \$ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.) |
| | | \$ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.) |
| | | \$ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.) |
| | | \$ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.) |
| | | \$ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.) |

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 | CANTILLION WORLD LTD - LT | P | VARIOUS | VARIOUS |
| b | CHIEFTAIN - ST | P | VARIOUS | VARIOUS |
| c | CHIEFTAIN - LT | P | VARIOUS | VARIOUS |
| d | CLOVIS CAPTIAL PARTNERS - LT | P | VARIOUS | VARIOUS |
| e | ICAHN FUND, LTD. | P | VARIOUS | VARIOUS |
| f | MEDA ACCESS FEEDER FUND - ST | P | VARIOUS | VARIOUS |
| g | MFP PARTNERS - ST | P | VARIOUS | VARIOUS |
| h | MFP PARTNERS - LT | P | VARIOUS | VARIOUS |
| i | NEVSKY FUND LIMITED | P | VARIOUS | VARIOUS |
| j | NEWPORT ASIA INSTITUTIONAL FUND - ST | P | VARIOUS | VARIOUS |
| k | NEWPORT ASIA INSTITUTIONAL FUND - LT | P | VARIOUS | VARIOUS |
| l | PIMCO FUNDS - ST | P | VARIOUS | VARIOUS |
| m | PIMCO FUNDS - LT | P | VARIOUS | VARIOUS |
| n | PRITZKER FAMILY FOUNDATION LLC - ST | P | VARIOUS | VARIOUS |
| o | PRITZKER FAMILY FOUNDATION LLC - LT | P | VARIOUS | VARIOUS |

| (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 202,371. | | 174,933. | 27,438. |
| b 79,797. | | 103,409. | <23,612.> |
| c 97,718. | | 231,187. | <133,469.> |
| d 10,532,458. | | 6,710,477. | 3,821,981. |
| e 784,554. | | 847,254. | <62,700.> |
| f | | | <21,603.> |
| g | | | 69,162. |
| h | | | 55,220. |
| i | | | 489,173. |
| j | | | <1,238.> |
| k | | | <87,616.> |
| l | | | 2,178. |
| m | | | 1,056,107. |
| n | | | 3,270,886. |
| o | | | 6,284,558. |

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-") |
|---------------------------|--------------------------------------|---|---|
| a | | | 27,438. |
| b | | | <23,612.> |
| c | | | <133,469.> |
| d | | | 3,821,981. |
| e | | | <62,700.> |
| f | | | <21,603.> |
| g | | | 69,162. |
| h | | | 55,220. |
| i | | | 489,173. |
| j | | | <1,238.> |
| k | | | <87,616.> |
| l | | | 2,178. |
| m | | | 1,056,107. |
| n | | | 3,270,886. |
| o | | | 6,284,558. |

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).

If (loss), enter "-0-" in Part I, line 8

3

PRITZKER FOUNDATION

CONTINUATION FOR 990-PF, PART IV

36-6058062

PAGE 2 OF 2

2

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 | PRITZKER FAMILY FOUNDATION LLC - 1231 | P | VARIOUS | VARIOUS |
| b | SR PHOENICIA - LT | P | VARIOUS | VARIOUS |
| c | SR VISTA - LT | P | VARIOUS | VARIOUS |
| d | TONTINE FINANCIAL OVERSEAS - LT | P | VARIOUS | VARIOUS |
| e | WTC-CTF DIVERSIFIED INFLATION - LT | P | VARIOUS | VARIOUS |
| f | EGERTON EU DOLLAR FUND | P | VARIOUS | VARIOUS |
| g | COLUMBUS HILL OVERSEAS LTD. | P | VARIOUS | VARIOUS |
| h | INDUS JAPAN FUND, LTD | P | VARIOUS | VARIOUS |
| i | INDUS ASIA FUND, LTD | P | VARIOUS | VARIOUS |
| j | LEVEL GLOBAL | P | VARIOUS | VARIOUS |
| k | TCW TOTAL RETURN BOND FUND | P | VARIOUS | VARIOUS |
| l | VENOR CAPITAL OFFSHORE LTD. | P | VARIOUS | VARIOUS |
| m | | | | |
| n | | | | |
| o | | | | |

| (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 | | | <760,759.> |
| b | 11,665,818. | 6,369,921. | 5,295,897. |
| c | 1,433. | | 1,433. |
| d | 144,893. | 2,700,000. | <2,555,107.> |
| e | 2,879,709. | 3,784,432. | <904,723.> |
| f | 5,381,177. | 9,859,581. | <4,478,404.> |
| g | 1,880,526. | 2,401,010. | <520,484.> |
| h | 3,500,000. | 2,565,003. | 934,997. |
| i | 3,500,000. | 2,107,243. | 1,392,757. |
| j | 2,500,000. | 1,543,729. | 956,271. |
| k | 26,297,850. | 23,780,000. | 2,517,850. |
| l | 4,000,000. | 4,265,909. | <265,909.> |
| m | | | |
| n | | | |
| o | | | |

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-") |
|---------------------------|--------------------------------------|---|---|
| a | | | <760,759.> |
| b | | | 5,295,897. |
| c | | | 1,433. |
| d | | | <2,555,107.> |
| e | | | <904,723.> |
| f | | | <4,478,404.> |
| g | | | <520,484.> |
| h | | | 934,997. |
| i | | | 1,392,757. |
| j | | | 956,271. |
| k | | | 2,517,850. |
| l | | | <265,909.> |
| m | | | |
| n | | | |
| o | | | |

| | | |
|---|---|-------------|
| 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 | 16,360,284. |
| 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 |

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

| SOURCE | AMOUNT |
|--|------------|
| CHIEFTAIN CAPITAL MANAGEMENT | 2. |
| CHIEFTAIN CROSSTEX | 3. |
| HYATT WILSHIRE CORPORATION | 15. |
| JP MORGAN CHASE | 6,956. |
| JP MORGAN CHASE - SWEEP ACCOUNT | 4,009. |
| JP MORGAN CHASE INDEX DEPOSIT | 1. |
| MEDA ACCESS FEEDER FUND | 2,060. |
| MFP PARTNERS | 9,176. |
| MFP PARTNERS - US INTEREST | 187. |
| NEWPORT ASIA INSTITUTIONAL FUND | 1,348. |
| PRITZKER FAMILY FOUNDATIONS LLC | 1,126,497. |
| PRITZKER FAMILY FOUNDATIONS LLC - US INTEREST | 37,251. |
| WELLS FARGO | 77,817. |
| TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A | 1,265,322. |

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

| SOURCE | GROSS AMOUNT | CAPITAL GAINS DIVIDENDS | COLUMN (A) AMOUNT |
|----------------------------------|--------------|----------------------------|----------------------|
| CHIEFTAIN CAPITAL MANAGEMENT | 261. | 0. | 261. |
| JP MORGAN CHASE | 611. | 0. | 611. |
| MFP PARTNERS | 24,657. | 0. | 24,657. |
| NEVSKY FUND LIMITED | 288,100. | 0. | 288,100. |
| NEWPORT ASIA INSTITUTIONAL FUND | 286,216. | 0. | 286,216. |
| PIMCO FUNDS | 346,342. | 0. | 346,342. |
| PRAIRIE SHORES, INC. | 6,400. | 0. | 6,400. |
| PRITZKER FAMILY FOUNDATIONS LLC | 811,407. | 0. | 811,407. |
| SELECT EQUITY GROUP | 91. | 0. | 91. |
| SR VISTA INC. | 63,263. | 0. | 63,263. |
| TONTINE CAPITAL OS FUND, LTD. | 1,035,493. | 0. | 1,035,493. |
| TOTAL TO FM 990-PF, PART I, LN 4 | 2,862,841. | 0. | 2,862,841. |

| | | | |
|-------------|--------------|-----------|---|
| FORM 990-PF | OTHER INCOME | STATEMENT | 3 |
|-------------|--------------|-----------|---|

| DESCRIPTION | (A) REVENUE PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME |
|---|-----------------------------|-----------------------------------|-------------------------------|
| MISCELLANEOUS INCOME | 4,560. | 4,560. | |
| NEWPORT ASIA INSTITUTIONAL FUND LP | <10,886.> | <10,886.> | |
| CHIEFTAIN - CROSSTEX | 1,053. | 1,053. | |
| PRITZKER FAMILY FOUNDATION - NONTAXABLE DISTRIBUTION | 36. | 0. | |
| PRITZKER FAMILY FOUNDATION, LLC | 619,223. | 619,223. | |
| JP MORGAN CHASE MISC. INCOME. | 3,292. | 3,292. | |
| MEDA ACCESS FEEDER FUND | 4,156. | 4,156. | |
| MFP PARTNERS | 394. | 394. | |
| STATE STREET | 11,166. | 11,166. | |
| CROSSTEX ENERGY, LP | <89.> | 0. | |
| MFP PARTNERS, LP | <37,215.> | 0. | |
| PRITZKER FAMILY FOUNDATION, LLC | <1,363,986.> | 0. | |
| TOTAL TO FORM 990-PF, PART I, LINE 11 | <768,296.> | 632,958. | |

| | | | |
|-------------|------------|-----------|---|
| FORM 990-PF | LEGAL FEES | STATEMENT | 4 |
|-------------|------------|-----------|---|

| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
|--|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| LEGAL FEES - NEAL, GERBER & EISENBERG | 125. | 0. | | 125. |
| TO FM 990-PF, PG 1, LN 16A | 125. | 0. | | 125. |

| | | | |
|-------------|-----------------|-----------|---|
| FORM 990-PF | ACCOUNTING FEES | STATEMENT | 5 |
|-------------|-----------------|-----------|---|

| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
|---|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| ACCOUNTING FEES - PRICEWATERHOUSECOOPERS | 20,000. | 0. | | 20,000. |
| TO FORM 990-PF, PG 1, LN 16B | 20,000. | 0. | | 20,000. |

| | | | |
|-------------|-------------------------|-----------|---|
| FORM 990-PF | OTHER PROFESSIONAL FEES | STATEMENT | 6 |
|-------------|-------------------------|-----------|---|

| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
|---|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| INVESTMENT ADVISORY FEES - CHIEFTAIN CAPITAL MANAGEMENT | 29,866. | 29,866. | | 0. |
| INVESTMENT ADVISORY FEES - MONTICELLO ASSOCIATES | 93,000. | 93,000. | | 0. |
| PROFESSIONAL FEES - RABBI, HERMAN, SCHAALMAN | 10,000. | 0. | | 10,000. |
| TO FORM 990-PF, PG 1, LN 16C | 132,866. | 122,866. | | 10,000. |

| | | | |
|-------------|-------|-----------|---|
| FORM 990-PF | TAXES | STATEMENT | 7 |
|-------------|-------|-----------|---|

| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
|--|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| FOREIGN TAXES PAID - PRITZKER FAMILY FOUNDATIONS LLC | 39,501. | 39,501. | | 0. |
| FOREIGN TAXES PAID - NEWPORT ASIA INSTITUTIONAL FUND | 8,777. | 8,777. | | 0. |
| STATE TAXES PAID - 2008 CALIFORNIA | 2,510. | 0. | | 0. |
| FEDERAL TAXES PAID | 415,000. | 0. | | 0. |
| MFP PARTNERS | 1,367. | 1,367. | | 0. |
| TO FORM 990-PF, PG 1, LN 18 | 467,155. | 49,645. | | 0. |

| | | | |
|-------------|----------------|-----------|---|
| FORM 990-PF | OTHER EXPENSES | STATEMENT | 8 |
|-------------|----------------|-----------|---|

| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
|--|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| PORTFOLIO DEDUCTIONS - HYATT WILSHIRE CORPORATION | 60. | 60. | | 0. |
| PORTFOLIO DEDUCTIONS - PRITZKER FAMILY FOUNDATIONS LLC | 2,790,254. | 2,790,254. | | 0. |

| | | | |
|------------------------------|------------|------------|--------|
| PORTFOLIO DEDUCTIONS - | | | |
| NEWPORT ASIA INST FUND LP | 109,964. | 109,964. | 0. |
| BANK FEES | 6,543. | 6,543. | 0. |
| MISCELLANEOUS EXPENSE | 101. | 0. | 101. |
| PRITZKER FAMILY FOUNDATION | | | |
| LLC - CHARITABLE | | | |
| CONTRIBUTION | 552. | 0. | 552. |
| PRITZKER FAMILY FOUNDATION | | | |
| LLC - NONDEDUCTIBLE EXPENSES | 3,872. | 0. | 0. |
| MISCELLANEOUS EXPENSE - M&T | | | |
| PRITZKER CHARITABLE | 275. | 0. | 275. |
| PRITZKER FAMILY FOUNDATION | | | |
| LLC - OTHER DEDUCTIONS | 170,178. | 170,178. | 0. |
| MFP PARTNERS - CHARITABLE | | | |
| CONTRIBUTIONS | 221. | 0. | 221. |
| MISCELLANEOUS EXPENSE - | | | |
| PRITZKER PUCKER CHARITABLE | 250. | 0. | 250. |
| PORTFOLIO DEDUCTIONS - MEDA | | | |
| ACCESS FEEDER FUND | 25,706. | 25,706. | 0. |
| PORTFOLIO DEDUCTIONS - MFP | | | |
| PARTNERS | 30,204. | 30,204. | 0. |
| TRAVEL EXPENSES | 108. | 0. | 108. |
| PORTFOLIO DEDUCTIONS - | | | |
| WTC-WTF DIVERSIFIED | | | |
| INFLATION | 6,551. | 6,551. | 0. |
| TO FORM 990-PF, PG 1, LN 23 | 3,144,839. | 3,139,460. | 1,507. |

| | | | |
|-------------|--|-----------|---|
| FORM 990-PF | OTHER DECREASES IN NET ASSETS OR FUND BALANCES | STATEMENT | 9 |
|-------------|--|-----------|---|

| DESCRIPTION | AMOUNT |
|--|--------|
| INVESTMENT IN PRITZKER PUCKER CHARITABLE FUND BASIS ADJ. | 575. |
| TOTAL TO FORM 990-PF, PART III, LINE 5 | 575. |

| | | | |
|-------------|-----------------|-----------|----|
| FORM 990-PF | CORPORATE STOCK | STATEMENT | 10 |
|-------------|-----------------|-----------|----|

| DESCRIPTION | BOOK VALUE | FAIR MARKET VALUE |
|---|------------|-------------------|
| SEE ATTACHED STATEMENT | 0. | 0. |
| TOTAL TO FORM 990-PF, PART II, LINE 10B | 0. | 0. |

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 11

| DESCRIPTION | VALUATION METHOD | BOOK VALUE | FAIR MARKET VALUE |
|--|---------------------|--------------|----------------------|
| PRAIRIE SHORES INC | FMV | 1,255. | 1,255. |
| UNDERGROUND FESTIVAL INC | FMV | 705,000. | 705,000. |
| PF HOLDINGS I, INC | FMV | 4,252,656. | 0. |
| HYATT WILSHIRE COPR | FMV | 763,169. | 763,169. |
| PRITZKER FAMILY FOUNDATIONS LLC | FMV | 139,473,508. | 141,298,728. |
| WTC-CTF DIVERSIFIED INFLATION | FMV | 0. | 0. |
| NEWPORT ASIA | FMV | 10,790,979. | 13,830,027. |
| NEW VERNON INDIA | FMV | 2,830,000. | 4,639,207. |
| EGERTON EU DOLLAR FUND | FMV | 1,070,420. | 5,715,223. |
| COLUMBUS HILL | FMV | 3,098,990. | 4,497,990. |
| MONTPELIER FUND | FMV | 10,290,771. | 10,672,842. |
| TIGER GLOBAL LTD. | FMV | 8,500,000. | 11,876,608. |
| TONTINE OVERSEAS FUND, LTD. | FMV | 7,080,000. | 839,668. |
| TONTINE CAPITAL OVERSEAS FUND, LTD. | FMV | 5,522,400. | 1,897,602. |
| VENOR CAPITAL OFFSHORE LTD. | FMV | 4,210,247. | 4,284,851. |
| SANDSTONE CAPITAL INDIA OFFSHORE FUND, LTD. | FMV | 8,380,000. | 8,966,036. |
| WELLINGTON - BAY POND | FMV | 5,410,000. | 8,096,065. |
| CLOVIS CAPITAL PARTNERS LTD. | FMV | 0. | 0. |
| ICAHN FUND, LTD. | FMV | 5,686,223. | 6,557,793. |
| LEVEL GLOBAL OVERSEAS, LTD. | FMV | 3,682,145. | 5,289,626. |
| SR. PHOENICIA, INC. | FMV | 0. | 0. |
| SR. VISTA, INC. | FMV | 0. | 0. |
| VIKING GLOBAL | FMV | 7,367,477. | 18,553,114. |
| TRANSUNION STOCK | FMV | 1. | 1. |
| INDUS ASIA PACIFIC FUND, LTD. | FMV | 3,029,280. | 6,246,960. |
| INDUS JAPAN FUND, LTD. | FMV | 3,102,287. | 4,594,818. |
| M&T CHARITABLE FD, LLC | FMV | 100. | 100. |
| PRITZKER PUCKER CHARITABLE FD, LLC | FMV | 100. | 100. |
| CANTILLON GLOBAL FUND INC. | FMV | 3,323,720. | 4,401,319. |
| HILDENE OPPORTUNITIES OFFSHORE FUND | FMV | 7,934,000. | 8,944,958. |
| HSBC PRIVATE BANK | FMV | 7,558,110. | 7,558,110. |
| MEDA ACCESS FEEDER FUND | FMV | 4,458,894. | 4,240,702. |
| MFP PARTNERS LP | FMV | 3,289,661. | 3,644,000. |
| NEVSKY FUND LIMITED | FMV | 10,304,273. | 10,530,606. |
| SR. GLOBAL FUND INC. | FMV | 7,720,186. | 10,589,746. |
| PIMCO | FMV | 3,630,878. | 2,992,068. |
| TONTINE TOTAL RETURN FUND | FMV | 1,557,600. | 684,697. |
| TOTAL TO FORM 990-PF, PART II, LINE 13 | | 285,024,330. | 312,912,989. |

| | | |
|-------------|-------------------|--------------|
| FORM 990-PF | OTHER LIABILITIES | STATEMENT 12 |
|-------------|-------------------|--------------|

| DESCRIPTION | BOY AMOUNT | EOY AMOUNT |
|--|------------|------------|
| EXCHANGE - M&T PRITZKER CHARITABLE FUND, LLC | 100. | 100. |
| EXCHANGE - PRITZKER PUCKER CHARITABLE FUND, LLC | 100. | 100. |
| TOTAL TO FORM 990-PF, PART II, LINE 22 | 200. | 200. |

| | | |
|-------------|---|--------------|
| FORM 990-PF | LIST OF SUBSTANTIAL CONTRIBUTORS PART VII-A, LINE 10 | STATEMENT 13 |
|-------------|---|--------------|

| NAME OF CONTRIBUTOR | ADDRESS |
|---|---|
| LILLIAN R. TURCHAN ESTATE, C/O JOSEPH R. V. ROMANO | ONE ROTARY CENTER EVANSTON, IL 60201 |

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 14

| NAME AND ADDRESS | TITLE AND AVRG HRS/WK | COMPEN- SATION | EMPLOYEE BEN PLAN CONTRIB | EXPENSE ACCOUNT |
|--|------------------------------|-------------------|------------------------------|--------------------|
| THOMAS J PRITZKER 71 SOUTH WACKER, SUITE 4600 CHICAGO, IL 60606 | DIRECTOR & V.P. 0.25 | 0. | 0. | 0. |
| ROBERT PRITZKER 71 SOUTH WACKER, SUITE 4600 CHICAGO, IL 60606 | DIRECTOR & PRESIDENT 0.25 | 0. | 0. | 0. |
| PENNY PRITZKER 71 SOUTH WACKER, SUITE 4600 CHICAGO, IL 60606 | DIRECTOR & V.P. 0.25 | 0. | 0. | 0. |
| NICHOLAS J. PRITZKER 71 SOUTH WACKER, SUITE 4600 CHICAGO, IL 60606 | DIRECTOR & V.P. 0.25 | 0. | 0. | 0. |
| RONALD D. WRAY 71 SOUTH WACKER, SUITE 4600 CHICAGO, IL 60606 | V.P. & SECRETARY 0.25 | 0. | 0. | 0. |
| MARK HOPLAMAZIAN 71 SOUTH WACKER, SUITE 4600 CHICAGO, IL 60606 | VICE PRESIDENT 0.25 | 0. | 0. | 0. |
| TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII | | 0. | 0. | 0. |

THE PRITZKER FOUNDATION
FOR THE YEAR ENDED DECEMBER 31, 2009
EIN: 36-6058062
STATEMENT ATTACHED TO AND MADE PART OF 2009 FORM 990-PF BALANCE SHEET
PART II, LINE 2
SAVINGS AND TEMPORARY CASH INVESTMENTS

| | <u>Beginning of Year</u> | <u>End of Year</u> | |
|--------------------------------------|--------------------------|--------------------|--------------------------|
| | <u>Book Value</u> | <u>Book Value</u> | <u>Fair Market Value</u> |
| JP MORGAN MONEY MARKET FUND | 5,679 | 19,519,458 | 19,519,458 |
| SELECT EQUITY GROUP | 460 | - | - |
| DREYFUS MONEY MARKET | 4,114 | - | - |
| 30 DAY CD | - | - | - |
| Wells Fargo | - | 3,043,817 | 3,043,817 |
| INDEX DEPOSIT - JP MORGAN CHASE BANK | 1,213 | 1 | 1 |
| | <u>11,466</u> | <u>22,563,276</u> | <u>22,563,276</u> |

THE PRITZKER FOUNDATION
FOR THE YEAR ENDED DECEMBER 31, 2009
EIN: 36-6058062
STATEMENT ATTACHED TO AND MADE PART OF 2009 FORM 990-PF BALANCE SHEET
PART II, LINE 10B - INVESTMENTS - CORPORATE STOCK

| | <u>Beginning-of- Year Book Value</u> | <u>End-of-Year Book Value</u> | <u>FMV at 12-31-2009</u> |
|--------------------------------------|--|-----------------------------------|------------------------------|
| AMERICA MOVIL SAB | 13456.8 | - | - |
| AMERICAN EXPRESS COMPANY | 9482.2 | - | - |
| COMCAST CORPORATION | 39,841 | - | - |
| CROSSTEX ENERGY INC | 10,933 | - | - |
| CROSSTEX ENERGY LP SUBORDINATE UNITS | 135,191 | - | - |
| DELL INC | 26,199 | - | - |
| EATON CORP | 17,611 | - | - |
| INGERSOLL RAND CO LTD | 23,489 | - | - |
| LABORATORY CORP AMER HLDGS | 8,732 | - | - |
| PRECISION CASTPARTS CORP | 8,827 | - | - |
| RYANAIR HOLDING PLC SPONSORED ADR | 35,525 | - | - |
| ROCKWELL COLLINS PLC SPONSORED ADR | 4,343 | - | - |
| | <u>333,631</u> | <u>-</u> | <u>-</u> |

THE PRITZKER FOUNDATION
FOR THE YEAR ENDED DECEMBER 31, 2009

EIN: 36-6058062

STATEMENT ATTACHED TO AND MADE PART OF 2009 FORM 990-PF
PART IV, LINE 1c - SHORT-TERM CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

| Company | Date Purchased | Date Sold | Shares | Basis | Proceeds | Gain |
|-------------------------------------|-------------------|-----------|--------|-------------------|------------------|--------------------|
| AMERICA MOVIL SAB DE CV SPON ADR | 07-22-08 | 01-06-09 | 50 | 2,446 69 | 1,694 15 | (752 54) |
| AMERICA MOVIL SAB DE CV SPON ADR | 07-22-08 | 01-20-09 | 225 | 11,010 11 | 6,360 82 | (4,649 29) |
| AMERICAN EXPRESS CO COM | 12-18-08 | 01-06-09 | 25 | 474 11 | 529 61 | 55 50 |
| AMERICAN EXPRESS CO COM | 12-18-08 | 01-20-09 | 475 | 9,008 09 | 7,814 37 | (1,193 72) |
| DELL INC COM | 04-17-08 | 01-06-09 | 250 | 4,763 53 | 2,796 51 | (1,967 02) |
| DELL INC COM | 04-17-08 | 01-20-09 | 1,125 | 21,435 86 | 11,525 33 | (9,910 53) |
| EATON CORP COM | 10-23-08 | 01-05-09 | 50 | 2,071 93 | 2,597 87 | 525 94 |
| EATON CORP COM | 10-23-08 | 01-06-09 | 75 | 3,107.89 | 3,920 10 | 812 21 |
| EATON CORP COM | 10-23-08 | 01-20-09 | 300 | 12,431 58 | 14,148.67 | 1,717 09 |
| INGERSOLL-RAND COMPANY LTD CL A | 09-24-08 | 01-06-09 | 275 | 8,909 70 | 5,231.41 | (3,678 29) |
| INGERSOLL-RAND COMPANY LTD CL A | 09-24-08 | 01-20-09 | 450 | 14,579 51 | 7,955 10 | (6,624 41) |
| PRECISION CASTPARTS CORP COM | 12-05-08 | 01-06-09 | 50 | 2,522 08 | 3,376.92 | 854 84 |
| PRECISION CASTPARTS CORP COM | 12-05-08 | 01-20-09 | 125 | 6,305 19 | 7,133 07 | 827 88 |
| ROCKWELL COLLINS INC COM | 12-10-08 | 01-06-09 | 25 | 868 53 | 1,047 41 | 178.88 |
| ROCKWELL COLLINS INC COM | 12-10-08 | 01-20-09 | 100 | 3,474 11 | 3,665 58 | 191 47 |
| SHORT TERM CAPITAL GAIN - CHIEFTAIN | | | | <u>103,408.91</u> | <u>79,796.92</u> | <u>(23,611.99)</u> |

**THE PRITZKER FOUNDATION
FOR THE YEAR ENDED DECEMBER 31, 2009**

EIN: 36-6058062

**STATEMENT ATTACHED TO AND MADE PART OF 2009 FORM 990-PF
PART IV, LINE 1d - LONG-TERM CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

| Company | Date Purchased | Date sold | Shares | Basis | Proceeds | Gain |
|---|---------------------------|------------------|---------------|-------------------|------------------|-------------------|
| COMCAST CORP NEW CL A SPL | 12-12-02 | 01-06-09 | 600 | 9,060.17 | 10,021.38 | 961.21 |
| COMCAST CORP NEW CL A SPL | 12-12-02 | 01-20-09 | 106 | 1,600.63 | 1,525.53 | (75.10) |
| COMCAST CORP NEW CL A SPL | 06-27-02 | 01-20-09 | 2,103 | 29,180.25 | 30,266.00 | 1,085.75 |
| CROSSTEX ENERGY INC COM | 06-29-06 | 01-06-09 | 75 | 1,726.21 | 481.82 | (1,244.39) |
| CROSSTEX ENERGY INC COM | 06-29-06 | 01-20-09 | 400 | 9,206.48 | 1,565.87 | (7,640.61) |
| CROSSTEX ENERGY LP COM | 06-29-06 | 01-06-09 | 50 | 1,403.00 | 328.49 | (1,074.51) |
| CROSSTEX ENERGY LP COM | 06-29-06 | 01-20-09 | 175 | 4,910.50 | 904.57 | (4,005.93) |
| LABORATORY CORP AMERICAN HOLDINGS | 10-29-02 | 01-06-09 | 75 | 1,495.24 | 4,560.67 | 3,065.43 |
| LABORATORY CORP AMERICAN HOLDINGS | 10-29-02 | 01-20-09 | 363 | 7,236.95 | 21,978.61 | 14,741.66 |
| RYANAIR HOLDINGS PLC SPONSORED ADR | 12-08-06 | 01-06-09 | 150 | 5,760.86 | 4,400.97 | (1,359.89) |
| RYANAIR HOLDINGS PLC SPONSORED ADR | 12-08-06 | 01-20-09 | 775 | 29,764.46 | 21,684.14 | (8,080.32) |
| LONG-TERM CAPITAL GAIN - CHIEFTAIN | | | | 101,344.75 | 97,718.05 | (3,626.70) |

PRITZKER FOUNDATION
FOR THE YEAR ENDED DECEMBER 31, 2009
EIN: 36-6058062
STATEMENT ATTACHED TO AND MADE PART OF 2009 FORM 990-PF
PART VII-A, STATEMENTS REGARDING ACTIVITIES, LINE 11

| NAME & ADDRESS OF CONTROLLED ENTITY | EIN | DESCRIPTION OF TRANSFER | AMOUNT OF TRANSFER |
|--|------------|--------------------------------|-------------------------------|
| PRITZKER FAMILY FOUNDATIONS, L.L.C. | 20-0192717 | CASH | 23,802,605 |
| 71 SOUTH WACKER DRIVE, SUITE 4600 | | CANTILLON WORLD LTD | 3,498,654 |
| CHICAGO, IL 60606 | | INDUS JAPAN FUND LTD | 5,667,290 |
| | | INDUS ASIA PACIFIC FUND LTD | 5,053,863 |

THE PRITZKER FOUNDATION
FEIN: 36-6058062
Statement Attached to and Made Part of 2009 Form 990-PF
Part XV, Line 3a - Grants and Contributions Paid During The Year
January 1, 2009 to December 31, 2009

| Recipient Name and Address | Foundation Status of Recipient | Purpose of Grant | Amount |
|---|-----------------------------------|---------------------------|--------------|
| Adler Planetarium 1300 S Lake Shore Drive, Chicago, IL 60605 | 501(c)(3) | General Operating Support | 300,000 00 |
| After School Matters, Inc 88 E Randolph St., Chicago, IL 60601 | 501(c)(3) | General Operating Support | 25,000 00 |
| Alzheimer's Association 225 N Michigan Ave , 17th Floor, Chicago, IL 60601 | 501(c)(3) | General Operating Support | 5,000 00 |
| The American Committee for the Weizmann Institute of Science Inc 533 Third Avenue 20th Floor, New York, NY 10017 | 501(c)(3) | General Operating Support | 15,000 00 |
| The American Jewish Committee P O Box 705, New York, NY 10150 | 501(c)(3) | General Operating Support | 15,000 00 |
| Art Institute of Chicago 111 S Michigan Ave , Chicago, IL 60603 | 501(c)(3) | General Operating Support | 1,000,000 00 |
| Boys & Girls Clubs 820 N Orleans St Ste 235, Chicago, IL 60610 | 501(c)(3) | General Operating Support | 10,000 00 |
| Chicago Children's Museum 700 E Grand Ave , Suite 127, Chicago, IL 60611 | 501(c)(3) | General Operating Support | 3,500 00 |
| Chicago Historical Society 1601 North Clark St , Chicago, IL 60614 | 501(c)(3) | General Operating Support | 200,000 00 |
| Chicago Public Education Fund 500 West Madison St Ste 3700, Chicago IL 60661 | 501(c)(3) | General Operating Support | 500,000 00 |
| Chicago Public Library Foundation 20 North Michigan Ave Lobby 102, Chicago, IL 60602 | 501(c)(3) | General Operating Support | 5,000 00 |
| Children Affected by Aids Foundation 201 W Lake St , #110, Chicago, IL 60606 | 501(c)(3) | General Operating Support | 5,000 00 |
| Children's Memorial Foundation 2300 Childrens Plaza Box 268, Chicago, IL 60614 | 501(c)(3) | General Operating Support | 2,000,000 00 |
| Citizens United for Research in Epilepsy (CURE) 730 N Franklin St , Suite 404, Chicago, IL 60654 | 501(c)(3) | General Operating Support | 5 000 00 |
| Clearbrook 1835 West Central Rd , Arlington Heights, IL 60005 | 501(c)(3) | General Operating Support | 15,000 00 |
| Columbia College 600 S Michigan Ave , Chicago, IL 60605 | 501(c)(3) | General Operating Support | 155,000 00 |
| Columbia University | 501(c)(3) | General Operating Support | 300,000 00 |

THE PRITZKER FOUNDATION
FEIN: 36-6058062
Statement Attached to and Made Part of 2009 Form 990-PF
Part XV, Line 3a - Grants and Contributions Paid During The Year
January 1, 2009 to December 31, 2009

| Recipient Name and Address | Foundation Status of Recipient | Purpose of Grant | Amount |
|---|---|---------------------------|---------------|
| 475 Riverside Dr , New York, NY 10115 | | | |
| Council of Religious Leaders of Metropolitan Chicago 155 E Superior St , Chicago, IL 60611 | 501(c)(3) | General Operating Support | 10,000 00 |
| Council on Foreign Relations 58 E 68th St, New York, NY 10021 | 501(c)(3) | General Operating Support | 15,000 00 |
| Cystic Fibrosis Foundation 6917 Arlington Rd , Suite 308, Bethesda, MD 20814 | 501(c)(3) | General Operating Support | 5,000 00 |
| Enkson Institute 420 N Wabash Ave , Chicago, IL 60611 | 501(c)(3) | General Operating Support | 200,000 00 |
| Field Museum of Natural History 1400 South Lake Shore Dr , Chicago, IL 60605 | 501(c)(3) | General Operating Support | 1,000,000 00 |
| Francis Parker School 330 W Webster, Chicago IL 60614 | 501(c)(3) | General Operating Support | 300,000 00 |
| Harvard College 124 Mount Auburn St , Cambridge, MA 02138 | 501(c)(3) | General Operating Support | 400,000 00 |
| Howard Young Foundation PO Box 470, Woodruff, WI 54568 | 501(c)(3) | General Operating Support | 50,000 00 |
| Invest for Kids 875 N Michigan, Suite 3400, Chicago, IL 60611 | 501(c)(3) | General Operating Support | 1,000 00 |
| Jesse White Tumbling Team, Inc 1336 N Sedgwick St , Chicago, IL 60610 | 501(c)(3) | General Operating Support | 5,000 00 |
| John C Proctor Endowment 2724 W Reservoir Blvd , Peoria, IL 61615 | 501(c)(3) | General Operating Support | 500 00 |
| Juvenile Diabetes Research Foundation 500 N Dearborn, Suite 305, Chicago, IL 60654 | 501(c)(3) | General Operating Support | 5,000 00 |
| Lincoln Park Zoo 2001 North Clark St , Chicago, IL 60614 | 501(c)(3) | General Operating Support | 100 000 00 |
| Max McGraw Wildlife Foundation PO Box 9, Route 25, Dundee, IL 60118 | 501(c)(3) | General Operating Support | 5,000 00 |
| Mayo Foundation 200 First St SW, Rochester, MN 55905 | 501(c)(3) | General Operating Support | 200,000 00 |
| MPD Foundation 858 West Armitage #273, Chicago, IL 60614 | 501(c)(3) | General Operating Support | 100,000 00 |
| Museum of Contemporary Art 220 East Chicago Ave , Chicago, IL 60611 | 501(c)(3) | General Operating Support | 925,000 00 |
| Museum of Science & Industry 5700 South Lake Shore Dr , Chicago IL 60637 | 501(c)(3) | General Operating Support | 1,000,000 00 |
| National Philanthropic Trust 185 Township Line Road, Suite 150, Jenkintown, PA 19046 | 501(c)(3) | General Operating Support | 2,500,000 00 |
| New York Historical Society 170 Central Park W, New York, NY 10024 | 501(c)(3) | General Operating Support | 100,000 00 |

THE PRITZKER FOUNDATION
FEIN: 36-6058062
Statement Attached to and Made Part of 2009 Form 990-PF
Part XV, Line 3a - Grants and Contributions Paid During The Year
January 1, 2009 to December 31, 2009

| Recipient Name and Address | Foundation Status of Recipient | Purpose of Grant | Amount |
|--|-----------------------------------|---------------------------|-------------------------|
| NYU Medical Center 550 First Ave , New York, NY 10018 | 501(c)(3) | General Operating Support | 100,000 00 |
| Newberry Library 60 W Walton St , Chicago, IL 60610 | 501(c)(3) | General Operating Support | 20,000 00 |
| Noble Street Charter School 1010 N Noble St, Chicago, IL 60622 | 501(c)(3) | General Operating Support | 200,000 00 |
| Northwestern Memorial Foundation 676 N Saint Clair, Ste 2050, Chicago, IL 60611 | 501(c)(3) | General Operating Support | 200,000 00 |
| Parkways Foundations 425 E McFetridge Dr , Chicago, IL 60605 | 501(c)(3) | General Operating Support | 95,000 00 |
| Posse Foundation, Inc 14 Wall St , New York, NY 10005 | 501(c)(3) | General Operating Support | 5 000 00 |
| Rehabilitation Institute of Chicago 345 E Superior St , Ste 1640, Chicago, IL 60611 | 501(c)(3) | General Operating Support | 400,000 00 |
| Renaissance Schools Fund 21 S Clark Street 3120, Chicago, IL 60603 | 501(c)(3) | General Operating Support | 166,888 88 |
| Renaissance Society at the University of Chicago 5811 S Ellis Ave , Chicago, IL 60637 | 501(c)(3) | General Operating Support | 25,000 00 |
| Rhodes College 2000 N Parkway, Memphis, TN 38112 | 501(c)(3) | General Operating Support | 1,000 00 |
| Roosevelt University 430 S Michigan Ave , Chicago, IL 60605 | 501(c)(3) | General Operating Support | 5,000 00 |
| Rush-Presbyterian St Luke Hospital 1653 West Congress Pky , Chicago, IL 60612 | 501(c)(3) | General Operating Support | 300,000 00 |
| Speritus College of Judaica 618 S Michigan Ave , Chicago, IL 60605 | 501(c)(3) | General Operating Support | 200,000 00 |
| Stanford University 326 Galvez St., Stanford, CA 94305 | 501(c)(3) | General Operating Support | 25,000 00 |
| Teach for America, Inc 315 W 36th St., 7th Floor, New York, NY 10018 | 501(c)(3) | General Operating Support | 150,000 00 |
| University of Chicago 5801 South Ellis Ave , Chicago, IL 60637 | 501(c)(3) | General Operating Support | 3,025,000 00 |
| University of Chicago - Laboratory Schools 5801 South Ellis Ave , Chicago, IL 60637 | 501(c)(3) | General Operating Support | 300,000 00 |
| Urban Gateways 200 W Jackson Blvd Ste 300, Chicago, IL 60606 | 501(c)(3) | General Operating Support | 250,000 00 |
| WBEZ Alliance Inc 848 East Grand Ave , Chicago, IL 60611 | 501(c)(3) | General Operating Support | 400,000 00 |
| Total | | | <u>\$ 17,347,888 88</u> |

Pritzker Foundation
FEIN: 36-6058062
Form 990-PF, Page 6, Part VII-B, Line 5c
12-31-2009

Information Statement Relating to Grants Subject to Expenditure Responsibility Made Pursuant to IRC
Regulation §53.4945-5(d)(2):

| | |
|--|--|
| Grantee: | The Pritzker Pucker Family Foundation 71 South Wacker Drive, Suite 4600 Chicago, IL 60606 |
| Date and amount: | September 13, 2002 - \$35,000,000 |
| Purpose: | For charitable, religious, scientific, literary or educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986. |
| Amount of grant spent by grantee: | As of December 31, 2009, \$13,574,995 was expended. |
| Diversion: | No part of the grant has been used for other than its intended purpose. |
| Date of reports received from grantee: | The Pritzker Pucker Family Foundation filed a report on January 29, 2010, verifying the amounts that were expended for charitable purposes prior to December 31, 2009. |
| Date and results of verification of grantee reports: | There has been no verification of the grantee's report by the grantor or by others at the direction of the grantor. |

Pritzker Foundation
FEIN: 36-6058062
Form 990-PF, Page 6, Part VII-B, Line 5c
12-31-2009

Information Statement Relating to Grants Subject to Expenditure Responsibility Made Pursuant to IRC
Regulation §53.4945-5(d)(2):

| | |
|--|---|
| Grantee: | The Pritzker Traubert Family Foundation 71 South Wacker Drive, Suite 4600 Chicago, IL 60606 |
| Date and amount. | September 13, 2002 - \$35,000,000 |
| Purpose: | For charitable, religious, scientific, literary or educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 |
| Amount of grant spent by grantee. | As of December 31, 2009, \$14,612,468 was expended |
| Diversion. | No part of the grant has been used for other than its intended purpose. |
| Date of reports received from grantee: | The Pritzker Traubert Family Foundation filed a report on January 29, 2010, verifying the amounts that were expended for charitable purposes prior to December 31, 2009 |
| Date and results of verification of grantee reports: | There has been no verification of the grantee's report by the grantor or by others at the direction of the grantor. |

Pritzker Foundation
FEIN: 36-6058062
Form 990-PF, Page 6, Part VII-B, Line 5c
12-31-2009

Information Statement Relating to Grants Subject to Expenditure Responsibility Made Pursuant to IRC
Regulation §53.4945-5(d)(2):

| | |
|--|--|
| Grantee: | Margot & Thomas Pritzker Family Foundation 71 South Wacker Drive, Suite 4600 Chicago, IL 60606 |
| Date and amount: | September 13, 2002 - \$35,000,000 |
| Purpose: | For charitable, religious, scientific, literary or educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 |
| Amount of grant spent by grantee: | As of December 31, 2009, \$13,471,584 was expended |
| Diversion. | No part of the grant has been used for other than its intended purpose. |
| Date of reports received from grantee: | The Margot & Thomas Pritzker Family Foundation filed a report on January 29, 2010, verifying the amounts that were expended for charitable purposes prior to December 31, 2009 |
| Date and results of verification of grantee reports: | There has been no verification of the grantee's report by the grantor or by others at the direction of the grantor. |

Pritzker Foundation
FEIN: 36-6058062
Form 990-PF, Page 6, Part VII-B, Line 5c
12-31-2009

Information Statement Relating to Grants Subject to Expenditure Responsibility Made Pursuant to IRC
Regulation §53.4945-5(d)(2):

| | |
|--|--|
| Grantee: | Pritzker Family Foundation c/o PFMC LLC 1603 Orrington Avenue, Suite 1600 Evanston, IL 60201 |
| Date and amount: | September 13, 2002 - \$35,000,000 |
| Purpose: | For charitable, religious, scientific, literary or educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986. |
| Amount of grant spent by grantee: | As of December 31, 2009, \$35,000,000 was expended. |
| Diversion: | No part of the grant has been used for other than its intended purpose. |
| Date of reports received from grantee: | The Pritzker Family Foundation filed a report on February 16, 2010, verifying the amounts that were expended for charitable purposes prior to December 31, 2009. |
| Date and results of verification of grantee reports: | There has been no verification of the grantee's report by the grantor or by others at the direction of the grantor. |

Pritzker Foundation
FEIN: 36-6058062
Form 990-PF, Page 6, Part VII-B, Line 5c
12-31-2009

Information Statement Relating to Grants Subject to Expenditure Responsibility Made Pursuant to IRC
Regulation §53.4945-5(d)(2)

| | |
|--|--|
| Grantee: | The Libra Foundation 10 S. Wacker Drive, Suite 1860 Chicago, IL 60606 |
| Date and amount: | September 13, 2002 - \$35,000,000 |
| Purpose: | For charitable, religious, scientific, literary or educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 |
| Amount of grant spent by grantee: | As of December 31, 2009, \$15,435,355 was expended |
| Diversion: | No part of the grant has been used for other than its intended purpose. |
| Date of reports received from grantee: | The Libra Foundation filed a report on February 25, 2010, verifying the amounts that were expended for charitable purposes prior to December 31, 2009. |
| Date and results of verification of grantee reports. | There has been no verification of the grantee's report by the grantor or by others at the direction of the grantor |

Pritzker Foundation
FEIN: 36-6058062
Form 990-PF, Page 6, Part VII-B, Line 5c
12-31-2009

Information Statement Relating to Grants Subject to Expenditure Responsibility Made Pursuant to IRC
Regulation §53.4945-5(d)(2):

| | |
|--|--|
| Grantee: | Seedlings Foundation 984 Main Street Branford, CT 06405 |
| Date and amount: | September 13, 2002 - \$35,000,000 |
| Purpose: | For charitable, religious, scientific, literary or educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986. |
| Amount of grant spent by grantee: | As of December 31, 2009, \$35,000,000 was expended. |
| Diversion: | No part of the grant has been used for other than its intended purpose. |
| Date of reports received from grantee: | The Seedlings Foundation filed a report on March 10, 2010 verifying the amounts that were expended for charitable purposes prior to December 31, 2009. |
| Date and results of verification of grantee reports: | There has been no verification of the grantee's report by the grantor or by others at the direction of the grantor. |

Pritzker Foundation
FEIN: 36-6058062
Form 990-PF, Page 6, Part VII-B, Line 5c
12-31-2009

Information Statement Relating to Grants Subject to Expenditure Responsibility Made Pursuant to IRC
Regulation §53.4945-5(d)(2):

| | |
|--|--|
| Grantee: | The Colonel (IL) James N Pritzker Charitable Distribution Fund 104 South Michigan, Suite 600 Chicago, IL 60603 |
| Date and amount. | September 13, 2002 - \$35,000,000 |
| Purpose. | For charitable, religious, scientific, literary or educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986. |
| Amount of grant spent by grantee: | As of December 31, 2009, \$32,244,343 was expended. |
| Diversion: | No part of the grant has been used for other than its intended purpose. |
| Date of reports received from grantee: | The Colonel (IL) James N. Pritzker Charitable Distribution Fund filed a report on February 19, 2010, verifying the amounts that were expended for charitable purposes prior to December 31, 2009 |
| Date and results of verification of grantee reports: | There has been no verification of the grantee's report by the grantor or by others at the direction of the grantor. |

Pritzker Foundation
FEIN: 36-6058062
Form 990-PF, Page 6, Part VII-B, Line 5c
12-31-2009

Information Statement Relating to Grants Subject to Expenditure Responsibility Made Pursuant to IRC
Regulation §53.4945-5(d)(2):

| | |
|--|---|
| Grantee: | The John and Lisa Pritzker Family Fund Pier 5, The Embarcadero, Suite 102 San Francisco, CA 94111 |
| Date and amount: | September 13, 2002 - \$35,000,000 |
| Purpose: | For charitable, religious, scientific, literary or educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986. |
| Amount of grant spent by grantee: | As of December 31, 2009, \$25,500,145 was expended. |
| Diversion: | No part of the grant has been used for other than its intended purpose. |
| Date of reports received from grantee: | The John and Lisa Pritzker Family Fund filed a report on January 24, 2010, verifying the amounts that were expended for charitable purposes prior to December 31, 2009. |
| Date and results of verification of grantee reports. | There has been no verification of the grantee's report by the grantor or by others at the direction of the grantor. |

Pritzker Foundation
FEIN: 36-6058062
Form 990-PF, Page 6, Part VII-B, Line 5c
12-31-2009

Information Statement Relating to Grants Subject to Expenditure Responsibility Made Pursuant to IRC
Regulation §53.4945-5(d)(2):

| | |
|--|--|
| Grantee: | The Anthony Pritzker Family Foundation c/o PPMC LLC 1603 Orrington Avenue, Suite 1600 Evanston, IL 60201 |
| Date and amount: | September 13, 2002 - \$35,000,000 . |
| Purpose: | For charitable, religious, scientific, literary or educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986. |
| Amount of grant spent by grantee: | As of December 31, 2009, \$18,419,457 was expended. |
| Diversion: | No part of the grant has been used for other than its intended purpose. |
| Date of reports received from grantee: | The Anthony Pritzker Family Foundation filed a report on March 31, 2010, verifying the amounts that were expended for charitable purposes prior to December 31, 2009 |
| Date and results of verification of grantee reports: | There has been no verification of the grantee's report by the grantor or by others at the direction of the grantor |

Pritzker Foundation
FEIN: 36-6058062
Form 990-PF, Page 6, Part VII-B, Line 5c
12-31-2009

Information Statement Relating to Grants Subject to Expenditure Responsibility Made Pursuant to IRC
Regulation §53.4945-5(d)(2):

| | |
|--|--|
| Grantee: | Pema Foundation 3555 Timmons Lane, Suite 800 Houston, TX 77027-6426 |
| Date and amount: | September 13, 2002 - \$35,000,000 |
| Purpose: | For charitable, religious, scientific, literary or educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986. |
| Amount of grant spent by grantee: | As of December 31, 2009 \$35,000,000 was expended. |
| Diversion: | No part of the grant has been used for other than its intended purpose. |
| Date of reports received from grantee: | The Pema Foundation filed a report on March 31, 2010, verifying the amounts that were expended for charitable purposes prior to December 31, 2009. |
| Date and results of verification of grantee reports: | There has been no verification of the grantee's report by the grantor or by others at the direction of the grantor. |

**Application for Extension of Time To File an
Exempt Organization Return**

OMB No. 1545-1709

▶ File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **X**
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.**Part I Automatic 3-Month Extension of Time.** Only submit original (no copies needed).A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ☐*All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.***Electronic Filing (e-file).** Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for Charities & Nonprofits.

| | | |
|---|--|---|
| Type or print File by the due date for filing your return. See instructions. | Name of Exempt Organization PRITZKER FOUNDATION | Employer identification number 36-6058062 |
| | Number, street, and room or suite no. If a P.O. box, see instructions. 71 SOUTH WACKER DRIVE, NO. 4600 | |
| | City, town or post office, state, and ZIP code. For a foreign address, see instructions. CHICAGO, IL 60606 | |

Check type of return to be filed (file a separate application for each return):

- | | | |
|---|---|------------------------------------|
| <input type="checkbox"/> Form 990 | <input type="checkbox"/> Form 990-T (corporation) | <input type="checkbox"/> Form 4720 |
| <input type="checkbox"/> Form 990-BL | <input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust) | <input type="checkbox"/> Form 5227 |
| <input type="checkbox"/> Form 990-EZ | <input type="checkbox"/> Form 990-T (trust other than above) | <input type="checkbox"/> Form 6069 |
| <input checked="" type="checkbox"/> Form 990-PF | <input type="checkbox"/> Form 1041-A | <input type="checkbox"/> Form 8870 |

PRITZKER FAMILY OFFICE, L.L.C.

- The books are in the care of ▶ **71 SOUTH WACKER DRIVE, SUITE 4600 - CHICAGO, IL 60606**
Telephone No ▶ **(312) 873-4884** FAX No ▶ _____

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension will cover.

- 1 I request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time until **AUGUST 16, 2010**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
- ▶ ☒ calendar year **2009** or
- ▶ ☐ tax year beginning _____, and ending _____

- 2 If this tax year is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

| | | |
|---|-----------|--------------------|
| 3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions. | 3a | \$ 420,000. |
| b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit. | 3b | \$ 420,000. |
| c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions. | 3c | \$ 0. |

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.**LHA For Privacy Act and Paperwork Reduction Act Notice, see Instructions.**Form **8868** (Rev. 4-2009)

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

| | | |
|--|--|--------------------------------|
| Type or print File by the extended due date for filing the return. See instructions | Name of Exempt Organization | Employer identification number |
| | PRITZKER FOUNDATION | 36-6058062 |
| | Number, street, and room or suite no. If a P.O. box, see instructions. | For IRS use only |
| | 71 SOUTH WACKER DRIVE, NO. 4600 | |
| | City, town or post office, state, and ZIP code. For a foreign address, see instructions. | |
| | CHICAGO, IL 60606 | |

Check type of return to be filed (File a separate application for each return):

- ☐ Form 990
 ☐ Form 990-EZ
 ☐ Form 990-T (sec. 401(a) or 408(a) trust)
 ☐ Form 1041-A
 ☐ Form 5227
 ☐ Form 8870
☐ Form 990-BL
☒ Form 990-PF
☐ Form 990-T (trust other than above)
☐ Form 4720
☐ Form 6069

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

PRITZKER FAMILY OFFICE, L.L.C.

- The books are in the care of **71 SOUTH WACKER DRIVE, SUITE 4600 - CHICAGO, IL 60606**

Telephone No. **(312) 873-4884**

FAX No. _____

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 4 I request an additional 3-month extension of time until **NOVEMBER 15, 2010.**
- 5 For calendar year **2009**, or other tax year beginning _____, and ending _____.
- 6 If this tax year is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period
- 7 State in detail why you need the extension

TAXPAYER RESPECTFULLY REQUESTS ADDITIONAL TIME TO GATHER THE INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN.

| | | | | |
|----|---|----|----|----------|
| 8a | If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions. | 8a | \$ | 420,000. |
| b | If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868. | 8b | \$ | 420,000. |
| c | Balance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions. | 8c | \$ | 0. |

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature **Ronald W. May** Title **VICE PRESIDENT**

Date **8.9.10**

Form 8868 (Rev. 4-2009)