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Return of Private Foundation

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

Treated as a Private Foundation

2009

Department of the Treasury
Internal Revenue Service

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

For calendar year 2009, or tax year beginning , and ending

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation THE DONNELLEY FOUNDATION		A Employer identification number 36-6066894
	Number and street (or P.O. box number if mail is not delivered to street address) 360 N. MICHIGAN AVENUE		B Telephone number 312-827-1222
	City or town, state, and ZIP code CHICAGO, IL 60601-3803		C If exemption application is pending, check here ☐
			D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation			E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 13,052,723. (Part I, column (d) must be on cash basis.)			F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		145,406.		N/A	
2 Check ☐ if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		442,248.	442,248.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		<135,898.>			
b Gross sales price for all assets on line 6a		3,975,524.			
7 Capital gain net income (from Part IV, line 2)			0.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		1,602.	1,602.		STATEMENT 2
12 Total. Add lines 1 through 11		453,358.	443,850.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees		3,879.	0.		3,879.
b Accounting fees		39,339.	0.		39,339.
c Other professional fees		37,175.	37,175.		0.
17 Interest					
18 Taxes		6,991.	6,991.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses		7,202.	7,187.		15.
24 Total operating and administrative expenses. Add lines 13 through 23		94,586.	51,353.		43,233.
25 Contributions, gifts, grants paid		613,250.			613,250.
26 Total expenses and disbursements. Add lines 24 and 25		707,836.	51,353.		656,483.
27 Subtract line 26 from line 12		<254,478.>			
a Excess of revenue over expenses and disbursements			392,497.		
b Net investment income (if negative, enter -0-)					
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			2,308,465.	601,698.	601,698.
	2 Savings and temporary cash investments					
	3 Accounts receivable ▶					
	Less allowance for doubtful accounts ▶					
	4 Pledges receivable ▶					
	Less allowance for doubtful accounts ▶					
	5 Grants receivable					
	6 Receivables due from officers, directors, trustees, 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 STMT 9	0.	1,114,988.	1,111,553.		
	b Investments - corporate stock STMT 10	2,624,952.	6,324,375.	7,847,102.		
	c Investments - corporate bonds STMT 11	1,821,281.	2,282,370.	2,315,923.		
11 Investments - land, buildings, and equipment basis ▶						
Less accumulated depreciation ▶						
12 Investments - mortgage loans						
13 Investments - other STMT 12	5,020,449.	1,102,023.	1,176,447.			
14 Land, buildings, and equipment basis ▶						
Less accumulated depreciation ▶						
15 Other assets (describe ▶)						
16 Total assets (to be completed by all filers)	11,775,147.	11,425,454.	13,052,723.			
Liabilities	17 Accounts payable and accrued expenses					
	18 Grants payable					
	19 Deferred revenue					
	20 Loans from officers, directors, trustees, and other disqualified persons					
	21 Mortgages and other notes payable					
	22 Other liabilities (describe ▶)					
23 Total liabilities (add lines 17 through 22)	0.	0.				
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐					
	24 Unrestricted					
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ ☒					
	27 Capital stock, trust principal, or current funds	11,775,147.	11,425,454.			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.			
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.			
30 Total net assets or fund balances	11,775,147.	11,425,454.				
31 Total liabilities and net assets/fund balances	11,775,147.	11,425,454.				

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	11,775,147.
2 Enter amount from Part I, line 27a	2	<254,478.>
3 Other increases not included in line 2 (itemize) ▶ ADJUSTMENT	3	10,910.
4 Add lines 1, 2, and 3	4	11,531,579.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	106,125.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	11,425,454.

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 NORTHERN TRUST - SEE ATTACHMENT	P	VARIOUS	VARIOUS
b CAPITAL GAIN DISTRIBUTIONS	P	VARIOUS	VARIOUS
c FROM K-1 - SMALL VALUE FUND	P	VARIOUS	VARIOUS
d 1,919 SHS GENERAL ELECTRIC CO	D	10/21/09	10/22/09
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 3,636,491.		4,097,049.	<460,558.>
b 5,745.			5,745.
c 304,077.			304,077.
d 29,211.		14,373.	14,838.
e			

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

(i) FMV 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			<460,558.>
b			5,745.
c			304,077.
d			14,838.
e			

2 Capital gain net income or (net capital loss) If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	<135,898.>
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	701,364.	14,232,212.	.049280
2007	818,348.	16,937,034.	.048317
2006	725,854.	16,077,476.	.045147
2005	947,230.	15,330,316.	.061788
2004	680,023.	14,434,390.	.047111

2 Total of line 1, column (d)	2	.251643
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	.050329
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	11,672,114.
5 Multiply line 4 by line 3	5	587,446.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,925.
7 Add lines 5 and 6	7	591,371.
8 Enter qualifying distributions from Part XII, line 4	8	656,483.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	3,925.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		3	3,925.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	3,925.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	35,431.	
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	35,431.	
8 Enter any penalty for underpayment of estimated tax. Check here ☒ 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	31,506.	
11 Enter the amount of line 10 to be Credited to 2010 estimated tax	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
1b 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
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation: \$ 0. (2) On foundation managers: \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers: \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions): IL		
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

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)	X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	X
14	The books are in care of THOMAS DONNELLEY II Telephone no 312-827-1202 Located at 360 N. MICHIGAN, STE. 1009, CHICAGO, IL ZIP+4 60601-3803	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year 15 N/A	

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

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

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

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

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

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

N/A

☐ Yes ☐ No

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

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

☐ Yes ☒ No

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

6b

X

If "Yes" to 6b, file Form 8870

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

☐ Yes ☒ No

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

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 13		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	10,646,389.
b	Average of monthly cash balances	1b	1,203,473.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	11,849,862.
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	11,849,862.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	177,748.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	11,672,114.
6	Minimum investment return. Enter 5% of line 5	6	583,606.

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	583,606.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	3,925.
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	3,925.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	579,681.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	579,681.
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	579,681.

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	656,483.
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	656,483.
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	3,925.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	652,558.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				579,681.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years.		0.		
3 Excess distributions carryover, if any, to 2009.				
a From 2004				
b From 2005	199,114.			
c From 2006				
d From 2007	3,612.			
e From 2008				
f Total of lines 3a through e	202,726.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 656,483.				
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				579,681.
e Remaining amount distributed out of corpus	76,802.			
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	279,528.			
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	279,528.			
10 Analysis of line 9				
a Excess from 2005	199,114.			
b Excess from 2006				
c Excess from 2007	3,612.			
d Excess from 2008				
e Excess from 2009	76,802.			

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	N/A	501(C)(3)	UNRESTRICTED	613,250.
Total			▶ 3a	613,250.
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 _____						
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						
4 Dividends and interest from securities			14	442,248.		
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	1,602.		
8 Gain or (loss) from sales of assets other than inventory			18	<135,898.>		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue						
a _____						
b _____						
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)		0.		307,952.		0.
13 Total. Add line 12, columns (b), (d), and (e)						307,952.

(See worksheet in line 13 instructions to verify calculations)

Part XVI-B

Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

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

Employer identification number

THE DONNELLEY FOUNDATION

36-6066894

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

THE DONNELLEY FOUNDATION

36-6066894

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	ROBERT G. DONNELLEY 360 N. MICHIGAN AVENUE NO. 1009 CHICAGO, IL 60601-3803	\$ 100,533.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
2	ROBERT G. DONNELLEY 360 N. MICHIGAN AVENUE NO. 1009 CHICAGO, IL 60601-3803	\$ 1,947.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
3	THOMAS E. DONNELLEY II 360 N. MICHIGAN AVENUE NO. 1009 CHICAGO, IL 60601-3803	\$ 750.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
4	NINA H. DONNELLEY 360 N. MICHIGAN AVENUE NO. 1009 CHICAGO, IL 60601-3803	\$ 2,500.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
5	NINA H. DONNELLEY 360 N. MICHIGAN AVENUE NO. 1009 CHICAGO, IL 60601-3803	\$ 1,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
6	JAMES R. DONNELLEY 360 N. MICHIGAN AVENUE NO. 1009 CHICAGO, IL 60601-3803	\$ 5,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

THE DONNELLEY FOUNDATION

36-6066894

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
7	THOMAS E. DONNELLEY II AND BARBARA C. DONNELLEY 360 N. MICHIGAN AVENUE NO. 1009 CHICAGO, IL 60601-3803	\$ 250.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
8	NINA H. DONNELLEY 360 N. MICHIGAN AVENUE NO. 1009 CHICAGO, IL 60601-3803	\$ 1,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
9	JAMES R. DONNELLEY 360 N. MICHIGAN AVENUE NO. 1009 CHICAGO, IL 60601-3803	\$ 2,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
10	THOMAS E. DONNELLEY II AND BARBARA C. DONNELLEY 360 N. MICHIGAN AVENUE NO. 1009 CHICAGO, IL 60601-3803	\$ 250.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
11	ROBERT G. DONNELLEY 360 N. MICHIGAN AVENUE NO. 1009 CHICAGO, IL 60601-3803	\$ 30,176.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

THE DONNELLEY FOUNDATION

36-6066894

Part II Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	2,943 SHS ILLINOIS TOOL WKS INC COM	\$ 100,533.	05/15/09
2	57 SHS ILLINOIS TOOL WKS INC COM	\$ 1,947.	05/15/09
11	1,919 SHS GENERAL ELECTRIC CO	\$ 30,176.	10/21/09
		\$	
		\$	
		\$	

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
FROM KEELEY	4,267.	0.	4,267.
NORTHERN TRUST INTEREST & DIVIDENDS	437,981.	0.	437,981.
TOTAL TO FM 990-PF, PART I, LN 4	442,248.	0.	442,248.

FORM 990-PF	OTHER INCOME	STATEMENT	2
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER PORTFOLIO INCOME	382.	382.	
MISC INCOME	1,220.	1,220.	
TOTAL TO FORM 990-PF, PART I, LINE 11	1,602.	1,602.	

FORM 990-PF	LEGAL FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	3,879.	0.		3,879.
TO FM 990-PF, PG 1, LN 16A	3,879.	0.		3,879.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION FEES	39,339.	0.		39,339.
TO FORM 990-PF, PG 1, LN 16B	39,339.	0.		39,339.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT FEES	37,175.	37,175.		0.	
TO FORM 990-PF, PG 1, LN 16C	37,175.	37,175.		0.	

FORM 990-PF	TAXES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAXES	6,991.	6,991.		0.	
TO FORM 990-PF, PG 1, LN 18	6,991.	6,991.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FILING FEES	15.	0.		15.	
OTHER DEDUCTIONS - KEELEY	7,187.	7,187.		0.	
TO FORM 990-PF, PG 1, LN 23	7,202.	7,187.		15.	

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES			STATEMENT	8
DESCRIPTION				AMOUNT	
DIFFERENCE IN COST BASIS AND FMV ON DATE OF CONTRIBUTION				106,125.	
TOTAL TO FORM 990-PF, PART III, LINE 5				106,125.	

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	9
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED STATEMENTS	X		1,114,988.	1,111,553.
TOTAL U.S. GOVERNMENT OBLIGATIONS			1,114,988.	1,111,553.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			1,114,988.	1,111,553.

FORM 990-PF	CORPORATE STOCK	STATEMENT	10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED STATEMENTS	6,324,375.	7,847,102.
TOTAL TO FORM 990-PF, PART II, LINE 10B	6,324,375.	7,847,102.

FORM 990-PF	CORPORATE BONDS	STATEMENT	11
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED STATEMENTS	2,282,370.	2,315,923.
TOTAL TO FORM 990-PF, PART II, LINE 10C	2,282,370.	2,315,923.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	12
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MFB NORTHERN SHORT INTERMEDIATE	COST	0.	0.
MAF SMALL VALUE FUND	COST	0.	0.
2 DISTRIBUTIONS RECEIVABLE	COST	0.	0.
SEE ATTACHED STATEMENTS	COST	1,101,133.	1,175,557.
ACCRUED INTEREST PURCHASED	COST	890.	890.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,102,023.	1,176,447.

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 ☒
 - 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 THE DONNELLEY FOUNDATION	Employer identification number 36-6066894
	Number, street, and room or suite no. If a P.O. box, see instructions. 360 N. MICHIGAN AVENUE, NO. 1009	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. CHICAGO, IL 60601-3803	

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

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

THOMAS DONNELLEY II

- The books are in the care of ► **360 N. MICHIGAN, STE. 1009 - CHICAGO, IL 60601-3803**
Telephone No. ► **312-827-1202** 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	\$ 35,431.
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	\$ 35,431.
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)

FORM 990-PF

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

STATEMENT 13

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
THOMAS DONNELLEY II 360 N. MICHIGAN AVENUE NO. 1009 CHICAGO, IL 60601	*PRESIDENT 0.00	0.	0.	0.
JAMES DONNELLEY 360 N. MICHIGAN AVENUE NO. 1009 CHICAGO, IL 60601	*1ST VICE PRESIDENT 0.00	0.	0.	0.
DAVID DONNELLEY 360 N. MICHIGAN AVENUE NO. 1009 CHICAGO, IL 60601	*VP/SECRETARY 0.00	0.	0.	0.
ROBERT DONNELLEY 360 N. MICHIGAN AVENUE NO. 1009 CHICAGO, IL 60601	*VP/TREASURER 0.00	0.	0.	0.
*ALL OFFICERS ARE PART-TIME	0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 14

NAME OF MANAGER

THOMAS DONNELLEY II
JAMES DONNELLEY
ROBERT DONNELLEY

THE DONNELLEY FOUNDATION
FEIN: 36-8068894
2009 FORM 990-PF
PART XV LINE 3A - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

Date	Recipient Name	Address	Amount
3/19/2009	National Strategy Forum	53 W Jackson Blvd, Suite 516 Chicago, IL 60604	\$ 3,000
3/17/2009	University of Chicago	5801 South Ellis Avenue Chicago, IL 60637	500
4/7/2009	University of Chicago	5801 South Ellis Avenue Chicago, IL 60637	1,000
5/19/2009	University of Chicago	5801 South Ellis Avenue Chicago, IL 60637	500
7/28/2009	University of Texas M D Anderson Cancer Center	P O Box 4486 Houston, TX 77210	1,000
10/9/2009	3Arts Inc	180 N MI Ave Ste 305 Chicago, IL 60601	1,000
12/15/2009	Northwestern University	633 Clark St Evanston IL 60208	5 000
12/29/2009	Tree House Animal Foundation	1212 West Carmen Chicago, IL 60640	1 000
7/1/2009	Centers for New Horizons	4150 S King Drive Chicago IL 60653	1 000
4/4/2009	Friends of Ryerson Woods	21950 North Riverwoods Road Deerfield, IL 60015	250
5/12/2009	Church of the Holy Spirit	330 Madison Dr Mt Shasta, CA 96067	5,000
10/20/2009	Bath & Tennis Historic Building Preservation Foundation	1170 S Ocean Blvd Palm Beach, FL 33480	3,000
5/28/2009	Smithsonian Institution	PO Box 37012, SIB 494, MRC 035 Washington, D C 20013	100,000
4/1/2009	Chicago Child Care Society	5467 S University Chicago, IL 60615	500
2/5/2009	Lake Forest Open Lands Association	350 N Waukegan Road Lake Forest, IL 60045	10,000
8/17/2009	Lake Forest Open Lands Association	350 N Waukegan Road Lake Forest, IL 60045	1,350
3/25/2009	Art Institute of Chicago Women's Board	111 South MI Avenue Chicago IL 60603	2,500
9/16/2009	Art Institute of Chicago	111 South MI Avenue Chicago, IL 60603	1,000
10/20/2009	Art Institute of Chicago	111 South MI Avenue Chicago, IL 60603	500
8/19/2009	Lake Forest Hospital	660 North Westmoreland Road Lake Forest, IL 60045	500
7/14/2009	The Episcopal Church of Bethesda-by-the-Sea	141 South County Road Palm Beach FL 33480	1 500
4/8/2009	St Timothy School	13809 Poplar Tree Road Chantilly VA 20151	15,000
1/26/2009	The Leukemia & Lymphoma Society	1311 Mamaroneck Ave, Suite 310 White Plains, NY 10605	1,000
2/5/2009	MGH IHP	Charlestown Navy Yard, 36 First Ave Boston, MA 02129	10,000
12/2/2009	Intuit The Center for Intuitive and Outside Art	756 North Milwaukee Ave Chicago, IL 60622	1,000
6/26/2009	Goodman Theatre	170 N Dearborn Chicago IL 60601	2,000
11/23/2009	Children's Home and Aid	125 S Wacker Dr, 14th Fl Chicago IL 60606	1 000
4/8/2009	Friends of Ryerson Woods	21950 North Riverwoods Road Deerfield IL 60015	1,100
12/2/2009	Friends of Ryerson Woods	21950 North Riverwoods Road Deerfield, IL 60015	3 500
12/2/2009	Montana History Foundation	PO Box 863 Helena, MT 59624	7 500
12/2/2009	Illinois Institute of Technology	3300 S Federal Room 205 Chicago, IL 60616	15,000
6/30/2009	University of Chicago	5801 South Ellis Ave Chicago, IL 60637	5,000
11/23/2009	University of Chicago	5801 South Ellis Ave Chicago, IL 60637	43,000
8/17/2009	Society of the Four Arts	Four Arts Plaza Palm Beach, FL 33480	10,000
11/23/2009	National Env Education & Training Foundation	4301 Connecticut Ave, Ste 160 Washington, DC 20008	1,000
12/2/2009	Global Fund for Children	1101 14th St NW, Ste 420 Washington, DC 20005	250
12/2/2009	Alaska Native Heritage Center	8800 Heritage Center Dr Anchorage, AK 99504	3,500
12/2/2009	Bates College 1942 Fund	176 Federal Street Boston, MA 02110	750
11/23/2009	Institute for Active Learning	1157 Brighton Street Albany CA 94706	9,500
11/23/2009	Chicago Public Education Fund	200 West Adams St, Suite 2150 Chicago, IL 60606	1 000
11/23/2009	WBEZ Chicago Public Radio	848 East Grand Ave Chicago, IL 60611	2 000
12/2/2009	International Crane Foundation (ICF)	E 11376 Shady Lane Rd, PO Box 447 Baraboo, WI 53913	5,000
11/23/2009	The Night Ministry	4711 North Ravenswood Ave Chicago, IL 60640	2,000
11/23/2009	The Night Ministry	4711 North Ravenswood Ave Chicago, IL 60640	2,000

THE DONNELLEY FOUNDATION
FEIN: 38-6068894
2009 FORM 990-PF
PART XV LINE 3A - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

Date	Recipient Name	Address	Amount
12/2/2009	Wheaton College	501 College Ave Wheaton, IL 60187	1,000
12/2/2009	Wheaton College	501 College Ave Wheaton, IL 60187	4,000
11/23/2009	Valley of the Moon Boys and Girls Club	PO Box 218 El Verano, CA 95433	6,000
11/23/2009	Children's Memorial Hospital Foundation	2300 North Children's Plz Chicago, IL 60614	10,000
11/23/2009	WTTW, Channel 11 (Windows-to-the-World)	5400 North St Louis Ave Chicago, IL 60625	10,000
11/23/2009	Chicago Public Library Foundation	20 N MI Suite 204 Chicago, IL 60602	20,000
12/2/2009	St Paul's Episcopal Church	231 S LaSalle Street Chicago, IL 60697	3,000
11/23/2009	Associated Colleges of Illinois	205 West Wacker Drive, Suite 220 Chicago, IL 60606	2,000
12/2/2009	St Mark's Episcopal Church	27 Main St Southborough, MA 01772	3,500
9/11/2009	Chicago Youth Centers	104 S MI Avenue, 14th Fl Chicago, IL 60603	5,000
11/23/2009	Chicago Youth Centers	104 S MI Avenue, 14th Fl Chicago, IL 60603	10,000
11/23/2009	YMCA of Metropolitan Chicago	801 North Dearborn St Chicago IL 60610	1,000
12/2/2009	Williams College	880 Main St Hopkins Hall Investment Office PO Box 67 Williamstown, MA 01267	375
12/2/2009	St James Episcopal Church	96 E Genesee St Skaneateles NY 13152	1 000
12/2/2009	Green Mountain Club	4711 Waterbury-Stowe Rd Waterbury Center, VT 05677	1 500
11/23/2009	Big Shoulders Fund	309 W Washington Street, Suite 550 Chicago, IL 60606	2,000
11/23/2009	Lake Forest College	555 North Sherland Road Lake Forest, IL 60045	20,000
11/23/2009	Chicago Children's Advocacy Center	1240 S Damen Avenue Chicago IL 60608	1,000
11/23/2009	United Way International	701 North Fairfax St Alexandria, VA 22314	4,000
12/2/2009	Field Museum of Natural History	1400 South Lake Shore Drive Chicago, IL 60605	2,500
11/23/2009	The Novato Charter School Foundation	940 C Street Novato, CA 94949	20 000
12/2/2009	Trout & Salmon Foundation	360 North MI Ave, Room 1009 Chicago IL 60601	2 500
12/2/2009	Nature Conservancy of Vermont	4245 North Fairfax Drive, Suite 100 Arlington VA 22203	500
11/23/2009	Dancers Group	1360 Mission Street Suite 200 San Francisco, CA 94103	7 000
11/23/2009	The Sonoma Teaching Project	PO Box 493 Sonoma, CA 95476	40,000
12/2/2009	Deerfield Academy	PO Box 87 Deerfield, MA 01342	375
4/8/2009	Montana Land Reliance	PO Box 355 Helena, MT 59624	15,000
12/2/2009	Lake Forest Hospital	660 North Westmoreland Road Lake Forest, IL 60045	1,000
12/2/2009	Salisbury School	251 Canaan Road Salisbury, CT 06068	1,500
11/23/2009	Autism Project of Palm Beach County	5800 Corporate Way West Palm Beach, FL 33407	1,000
12/2/2009	Lincoln Park Zoo	2001 North Clark St Chicago, IL 60614	5,000
11/23/2009	The Rochelle Lee Fund	5153 North Clark Street Suite 206 Chicago IL 60640	5,000
12/2/2009	Newberry Library	60 W Walton Street Chicago IL 60610	5 000
12/2/2009	School of the Art Institute	111 South MI Avenue Chicago, IL 60603	50,000
11/23/2009	Drummond Island Medical Center	PO Box 98 Drummond Island, MI 49726	5,000
11/23/2009	Pleasant Hill Christian School	PO Box 361 Occidental CA 95465	3,500
11/23/2009	Pleasant Hill Christian School	PO Box 361 Occidental, CA 95465	3,500
11/23/2009	Pleasant Hill Christian School	PO Box 361 Occidental, CA 95465	3,500
11/23/2009	Pleasant Hill Christian School	PO Box 361 Occidental, CA 95465	3,500
12/2/2009	The Berkshire School	Undermountain Road Sheffield, MA 01257	1,500
11/23/2009	Occidental Arts & Ecology Center	15290 Coleman Valley Road Occidental, CA 95465	3,500
12/2/2009	Arlington Arts Enrichment Program	892 Warm Brook Rd Arlington, VA 05250	1,000
11/23/2009	Sonoma Valley High School Development Fund	PO Box 493 Sonoma, CA 95476	10,000
1/29/2009	National Trust for Historic Preservation in the U S	1785 MA Ave NW Washington, D C 20036	10 000
12/2/2009	National Trust for Historic Preservation in the U S	1785 MA Ave NW Washington, D C 20036	5 000
12/2/2009	National Trust for Historic Preservation in the U S	1785 MA Ave NW	500

THE DONNELLEY FOUNDATION
FEIN. 36-6066894
2009 FORM 990-PF
PART XV LINE 3A - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

Date	Recipient Name	Address	Amount
12/2/2009	National Trust for Historic Preservation in the U S	Washington, D C 20036 1785 MA Ave NW	3,000
12/2/2009	Partners of '63	Washington, D C 20036 1158 Fifth Avenue	5,000
12/2/2009	Max McGraw Wildlife Foundation	New York, NY 10029 14 N 322 State Rt 25	3,500
12/2/2009	Harris Theater for Music & Dance	East Dundee, IL 60118 205 E Randolph Drive	500
12/2/2009	Illinois State Museum Society	Chicago, IL 60601 502 South Spring Street	500
12/2/2009	The Night Ministry	Springfield, IL 62706 4711 North Ravenswood Ave	250
3/3/2009	Peggy Notebaert Nature Museum	Chicago IL 60640 2430 N Cannon Dr	250
5/26/2009	Landmarks Preservation council	Chicago, IL 60604 53 W Jackson Blvd Ste 1315	50
12/2/2009	The Berkshire School	Undermountain Road Sheffield, MA 01257	250
4/29/2009	Chicago Green City Market	2732 N Clark St 3rd Fl Chicago, IL 60614	50
1/29/2009	Good Sports, Inc	Bayside Office Center 150 Mt Vernon St Ste 2	100
12/2/2009	Yellowstone Park Foundation	Boston, MA 02125 222 E Main St Ste 301	250
4/27/2009	Canal Corridor Association	Bozeman, MT 59715 754 1st St	100
12/2/2009	Smithsonian Institution	Lasalle, IL 61301 PO Box 37012, SIB 494, MRC 035	500
12/2/2009	Alder Fire Department	Washington, D C 20013 PO Box 102	500
4/29/2009	Berkshire Taconic Community Foundation	Alder, MT 59710 271 Main St Ste 3	250
12/2/2009	Friends of Public Radio	Great Barrington, MA 01230 1500 North 30th Street	100
12/2/2009	Glessner House Museum	c/o Yellowstone Public Radio Billings MT 59101	250
12/2/2009	Hegeler-Carus Foundation	1900 S Prairie Ave Chicago, IL 60616	500
5/29/2009	Lincoln Park Conservancy	315 Fifth Street Peru, IL 61354	250
12/2/2009	Ruby Habitat Foundation	2000 North Racine, Room 2080 Chicago, IL 60614	250
12/2/2009	WFMT Fine Arts Circle/Classical Arts Society	Box 638 Sheridan, MT 59749	250
12/2/2009	WTTW, Channel 11 (Windows-to-the-World)	410 South MI, Suite 728 Chicago, IL 60605	250
3/6/2009	Rochelle Lee Fund	5400 North St Louis Ave Chicago, IL 60625	250
12/2/2009	Montana Preservation Alliance	5153 North Clark St, Suite 206 Chicago, IL 60640	250
3/6/2009	International Crane Foundation	120 Reeders Alley 2 Helena, MT 59601	150
12/2/2009	Chicago Public Library Foundation	E 11376 Shady Lane Rd PO Box 447 Baraboo WI 53913	500
12/2/2009	Alder Emergency Medical Services	20 N MI, Suite 204 Chicago, IL 60602	500
12/2/2009	Madison Valley Hospital	PO Box 102 Alder, MT 59710	250
	TOTAL	PO Box 993 Ennis, MT 59729	<u>\$ 613,250</u>

THE DONNELLEY FOUNDATION

Reporting

31 Dec 09

EIN: 36-6066894

DONNELLEY FDN CONSOLIDATION

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◆ Asset Summary

Country	Accrued income/expense	Market value	Cost	Unrealized gain/loss			Total	Market values	
				Market	Translation	%		incl	accruals
Equity Securities									
Common stock									
Australia - USD	0.00	1,914.50	1,031.25	883.25	0.00	883.25	1,914.50	0.015%	
Canada - USD	1,852.11	223,672.53	137,326.44	86,346.09	0.00	86,346.09	225,524.64	1.718%	
Emerging Markets Region - USD	0.00	254,784.29	200,000.00	54,784.29	0.00	54,784.29	254,784.29	1.941%	
Europe, Australia, and Far East Region	0.00	2,178,267.00	1,504,532.56	673,734.44	0.00	673,734.44	2,178,267.00	16.596%	
Ireland - USD	0.00	2,394.50	1,899.40	495.10	0.00	495.10	2,394.50	0.018%	
Israel - USD	0.00	2,809.00	2,665.60	143.40	0.00	143.40	2,809.00	0.021%	
Netherlands - USD	0.00	10,110.00	9,018.02	1,091.98	0.00	1,091.98	10,110.00	0.077%	
Switzerland - USD	0.00	56,275.60	40,951.28	15,324.32	0.00	15,324.32	56,275.60	0.429%	
United Kingdom - USD	1,146.84	223,827.20	160,427.26	63,399.94	0.00	63,399.94	224,973.84	1.714%	
United States - USD	10,364.74	4,893,047.87	4,266,522.72	612,154.96	0.00	612,154.96	4,903,412.61	37.358%	
Total common stock	13,363.49	7,847,102.49	6,324,374.53	1,508,357.77	0.00	1,508,357.77	7,860,465.98	59.887%	

Equity funds

Emerging Markets Region - USD	0.00	40,841.03	35,042.25	5,798.78	0.00		5,798.78	40,841.03	0.311%
International Region - USD	0.00	63,908.61	59,140.00	4,768.61	0.00		4,768.61	63,908.61	0.487%
United States - USD	0.00	28,167.14	24,373.42	3,793.72	0.00		3,793.72	28,167.14	0.215%
Total equity funds	0.00	132,916.78	118,555.67	14,361.11	0.00		14,361.11	132,916.78	1.013%
Total equity securities	13,363.49	7,980,019.27	6,457,300.39	1,522,718.88	0.00		1,522,718.88	7,993,382.76	60.899%

Fixed Income Securities

Corporate/government

United States - USD	0.00	53,997.26	52,539.29	1,457.97	0.00		1,457.97	53,997.26	0.411%
Total corporate/government	0.00	53,997.26	52,539.29	1,457.97	0.00		1,457.97	53,997.26	0.411%

Government bonds

United States - USD	7,784.75	1,111,552.52	1,114,988.19	-3,435.67	0.00		-3,435.67	1,119,337.27	8.528%
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Northern Trust

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Reporting

31 Dec 09

DONNELLEY FDN CONSOLIDATION

Page 2 of 4

◆ Asset Summary

Country	Accrued income/expense	Market value	Cost	Market	Unrealized gain/loss		Market values incl. accruals	%
					Translation	Total		
Fixed Income								
Total government bonds	7,784.75	1,111,552.52	1,114,988.19	-3,435.67	0.00	-3,435.67	1,119,337.27	8.528%
Government agencies								
United States - USD	6,229.49	566,885.66	565,494.60	1,391.06	0.00	1,391.06	573,115.15	4.366%
Total government agencies	6,229.49	566,885.66	565,494.60	1,391.06	0.00	1,391.06	573,115.15	4.366%
Corporate bonds								
International Region - USD	3,206.14	966,821.44	1,013,685.16	-47,063.72	0.00	-47,063.72	969,827.58	7.389%
Netherlands - USD	709.50	59,279.16	59,782.40	-513.24	0.00	-513.24	59,988.66	0.457%
Norway - USD	277.08	26,498.70	25,437.75	1,060.95	0.00	1,060.95	26,775.78	0.204%
United Kingdom - USD	366.14	25,563.25	24,933.00	630.25	0.00	630.25	25,929.39	0.188%
United States - USD	11,577.17	1,237,960.58	1,158,521.50	79,439.08	0.00	79,439.08	1,249,537.75	9.520%
Total corporate bonds	16,136.03	2,315,923.13	2,282,369.81	33,553.32	0.00	33,553.32	2,332,059.16	17.767%
Total fixed income	30,150.27	4,048,358.57	4,015,391.89	32,966.68	0.00	32,966.68	4,078,508.84	31.073%
Real Estate								
Real estate funds								
Global Region - USD	0.00	7,457.32	6,403.38	1,053.94	0.00	1,053.94	7,457.32	0.057%
Total real estate funds	0.00	7,457.32	6,403.38	1,053.94	0.00	1,053.94	7,457.32	0.057%
Total real estate	0.00	7,457.32	6,403.38	1,053.94	0.00	1,053.94	7,457.32	0.057%
Commodities								
Commodities								
United States - USD	0.00	26,824.05	22,740.08	4,083.97	0.00	4,083.97	26,824.05	0.204%
Total commodities	0.00	26,824.05	22,740.08	4,083.97	0.00	4,083.97	26,824.05	0.204%
Total commodities	0.00	26,824.05	22,740.08	4,083.97	0.00	4,083.97	26,824.05	0.204%

Northern Trust

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31 Dec 09

DONNELLEY FDN CONSOLIDATION

Page 3 of 4

◆ Asset Summary

Country	Accrued income/expense	Market value	Cost	Market	Unrealized gain/loss Translation	Total	Market values incl accruals	%
<i>Commodities</i>								
Commodity linked funds								
United States - USD	0.00	387,475.93	335,400.00	52,075.93	0.00	52,075.93	387,475.93	2.952%
Total commodity linked funds	0.00	387,475.93	335,400.00	52,075.93	0.00	52,075.93	387,475.93	2.952%
Total commodities								
	0.00	387,475.93	335,400.00	52,075.93	0.00	52,075.93	387,475.93	2.952%
<i>Cash and Short Term Investments</i>								
Short term								
Short Term	0.62	76,976.15	76,976.15	0.00	0.00	0.00	76,976.77	0.586%
Total short term	0.62	76,976.15	76,976.15	0.00	0.00	0.00	76,976.77	0.586%
Total cash and short term Investments								
	0.62	76,976.15	76,976.15	0.00	0.00	0.00	76,976.77	0.586%
<i>Cash and Cash Equivalents</i>								
Short term investment funds								
Short Term Investment Funds	5.90	554,879.40	554,879.40	0.00	0.00	0.00	554,885.30	4.228%
Total short term Investment funds	5.90	554,879.40	554,879.40	0.00	0.00	0.00	554,885.30	4.228%
Total cash and cash equivalents								
	5.90	554,879.40	554,879.40	0.00	0.00	0.00	554,885.30	4.228%
<i>Adjustments To Cash</i>								
Pending trade purchases								
Pending trade purchases	0.00	-7,966.21	-7,966.21	0.00	0.00	0.00	-7,966.21	-0.061%
Total pending trade purchases	0.00	-7,966.21	-7,966.21	0.00	0.00	0.00	-7,966.21	-0.061%
Pending trade sales								
Pending trade sales	0.00	8,058.49	8,058.49	0.00	0.00	0.00	8,058.49	0.061%

Sum a's = Investments - Other Fair Market Value = \$1,175,557

Sum b's = Investments - Other Cost =

Northern Trust

\$1,101,133

*Generated by Northern Trust from reviewed periodic data on 3 May 10 B002

2009 Tax Information Statement

Recipient's Name and Address
THE DONNELLEY FOUNDATION

36-6066894

Recipient's Tax ID number:

360 N. MICHIGAN AVE. STE. 1009
CHICAGO, IL 60601-3803

2nd TIN notice

Corrected

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

2009 Proceeds from Broker and Barter Exchange Transactions

Sales are listed at Gross Proceeds less commissions and option premiums.

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
Short Term Sales								
30000.0000	931422AD1	WALGREEN CON I 4 875% DUE 08-01-2013 BEO	07/22/2008	01/08/2009	31,138.20	29,752.80	1,385.40	0.00
25.0000	088806108	BHP LTD SPONSORED ADR	12/22/2008	01/28/2009	1,036.74	1,031.25	5.49	0.00
25.0000	69331C108	PG&E CORP	12/22/2008	01/28/2009	962.24	968.25	-6.01	0.00
10000.0000	912828HA1	UNITED STATES TREAS NTS 4 75 DUE 08-15-2017 BEO	04/21/2008	01/30/2009	11,515.59	10,802.34	713.25	0.00
35000.0000	17275RAC6	CISCO SYS INC SR NT 5.5% DUE 02-22-2016 REG	04/21/2008	02/10/2009	37,163.35	36,165.85	997.50	0.00
1835.0000	369604103	GENERAL ELECTRIC CO	01/23/2009	02/17/2009	20,235.34	22,842.45	-2,607.11	0.00
1200.0000	49448R109	KIMCO REALTY CORP	01/23/2009	02/17/2009	11,844.53	18,749.16	-6,904.63	0.00
865.0000	842587107	SOUTHERN CO	01/23/2009	02/17/2009	26,425.86	30,021.38	-3,595.52	0.00
175000.0000	912828EV8	US TREAS NTS 4.5 DUE 02-15-2009 REG	04/21/2008	02/17/2009	175,000.00	178,780.27	-3,780.27	0.00
1725.0000	369604103	GENERAL ELECTRIC CO	01/23/2009	03/04/2009	10,625.94	21,473.14	-10,847.20	0.00
21460.0000	464287465	MFC ISHARES TR MSCI EAFE INDEX FD	12/26/2008	03/05/2009	700,089.94	875,811.45	-175,721.51	0.00
25000.0000	912828HR4	UNITED STATES TREAS NTS UNITED STATES TREAS NTS 3 5% DUE 02-15-2018 REG	04/21/2008	03/06/2009	26,519.43	24,548.83	1,970.60	0.00
680.0000	595017104	MICROCHIP TECHNOLOGY INC	01/23/2009	03/12/2009	13,572.72	11,815.61	1,757.11	0.00
1350.0000	902973304	US BANCORP DEL NEW	01/23/2009	03/12/2009	17,279.90	19,550.43	-2,270.53	0.90

This is important tax information and is being furnished to you.



2009 Tax Information Statement

Recipient's Name and Address
THE DONNELLEY FOUNDATION

Recipient's Tax ID number: 36-6066894

☐ Corrected

☐ 2nd TIN notice

360 N. MICHIGAN AVE. STE. 1009
CHICAGO, IL 60601-3803

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
840.0000	13642L100	CANADIAN OIL SANDS TR NEW UNIT SEC #2107723	01/23/2009	04/01/2009	15,861.80	12,850.48	3,011.32	0.00
680.0000	25243Q205	ADR DIAGEO PLC SPONSORED ADR NEW	01/23/2009	04/01/2009	30,870.60	35,136.35	-4,265.75	0.00
1880.0000	756109104	RLTY INC CORP COM	01/23/2009	04/01/2009	35,650.42	35,897.36	-246.94	0.00
600.0000	902973304	US BANCORP DEL NEW	01/23/2009	04/01/2009	8,919.12	8,689.08	230.04	0.00
950.0000	945746101	WELLS FARGO & CO NEW	01/23/2009	04/01/2009	14,066.76	13,931.80	134.96	0.00
4100	828806109	SIMON PPTY GROUP INC NEW	01/23/2009	04/10/2009	13.94	18.01	-4.07	0.00
1225.0000	756109104	RLTY INC CORP COM	01/23/2009	04/22/2009	20,491.77	23,390.56	3,101.21	0.00
630.0000	828806109	SIMON PPTY GROUP INC NEW	01/23/2009	04/22/2009	30,093.94	25,753.08	4,340.86	0.00
25000.0000	912R28JY7	US TREAS NTS 875 DUE 01-31-2011 REG 0.75 DUE 01-31-2011 REG	02/13/2009	05-01/2009	25,021.40	24,988.37	33.03	0.00
62893.0800	665162699	MFB NORTHN HI YIELD FXD INC FD	02/05/2009	07-02/2009	400,000.00	380,503.15	19,496.85	0.00
50.0000	002824100	ABBOTT LABORATORIES	12/22/2008	07/28/2009	2,267.94	2,629.00	-361.06	0.00
75.0000	055622104	BP AMOCO P L C SPONSORED ADR	12/22/2008	07/28/2009	3,746.90	3,424.50	322.40	0.00
25.0000	088606108	BHP LID SPONSORED ADR	12/22/2008	07/28/2009	1,538.46	1,031.25	507.21	0.00
25.0000	166764100	CHEVRONTEXACO CORP	12/22/2008	07/28/2009	1,706.96	1,794.75	-87.79	0.00
75.0000	189054109	CLOXOX CO	12/22/2008	07/28/2009	4,496.88	4,012.50	484.38	0.00
75.0000	291011104	EMERSON ELECTRIC CO	12/22/2008	07/28/2009	2,726.18	2,547.00	179.18	0.00
25.0000	302571104	FPL GRP INC COM W/RTS ATTACHED EXP 6/30/2006	12/22/2008	07/28/2009	1,418.71	1,275.50	143.21	0.00
200.0000	369604103	GENERAL ELECTRIC CO	12/22/2008	07/28/2009	2,493.94	3,332.00	-838.06	0.00

This is important tax information and is being furnished to you.

2009 Tax Information Statement

Recipient's Tax ID number: 36-6066894

☐ Corrected ☐ 2nd TIN notice

Recipient's Name and Address
THE DONNELLEY FOUNDATION

360 N. MICHIGAN AVE. STE. 1009
CHICAGO, IL 60601-3803

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
150.0000	452308109	ILLINOIS TOOL WORKS INC	12/22/2008	07/28/2009	6,022.35	5,029.50	992.85	0.00
350.0000	458140100	INTEL CORP COM	12/22/2008	07/28/2009	6,769.53	5,071.50	1,698.03	0.00
25.0000	46625H100	J P MORGAN CHASE & CO	12/22/2008	07/28/2009	950.98	760.25	190.73	0.00
25.0000	487836108	KELLOGG CO	12/22/2008	07/28/2009	1,192.47	1,069.25	123.22	0.00
150.0000	532457108	ELI LILLY & CO	12/22/2008	07/28/2009	5,247.16	5,775.00	-527.84	0.00
75.0000	580135101	MCDONALDUS CORP	12/22/2008	07/28/2009	4,232.14	4,531.50	-299.36	0.00
200.0000	589331107	MERCK & CO INC	12/22/2008	07/28/2009	5,989.85	5,750.00	239.85	0.00
250.0000	595017104	MICROCHIP TECHNOLOGY INC	12/22/2008	07/28/2009	6,759.83	4,915.00	1,844.83	0.00
330.0000	654902204	NOKIA CORP SPONSORED ADR	12/22/2008	07/28/2009	4,313.65	5,121.60	-807.95	0.00
8552.6300	665130209	MFB NORTHIN INTL EQTY INDEX FD	12/22/2008	07/28/2009	76,631.58	65,000.00	11,631.58	0.00
9867.2600	665162863	MFB NORTHIN FDS TX EXMP FD	12/22/2008	07/28/2009	100,942.00	95,023.00	5,919.00	0.00
50.0000	74005P104	PRAXAIR INC	12/22/2008	07/28/2009	3,817.90	2,898.50	919.40	0.00
200.0000	744320102	PRUDENTIAL FINL INC	12/22/2008	07/28/2009	8,535.78	5,722.00	2,813.78	0.00
25.0000	806857108	SCHLUMBERGER LTD ISIN #AN8068571086	01/28/2009	07/28/2009	1,360.47	1,082.75	277.72	0.00
225.0000	847560109	SPECTRA ENERGY CORP COM STK	12/22/2008	07/28/2009	4,070.60	3,483.00	587.60	0.00
25.0000	949746101	WELLS FARGO & CO NEW	12/22/2008	07/28/2009	611.98	731.00	-119.02	0.00
40000.0000	3133XMQ87	FHLB 5% DEB 17/11/2017 USD1000 5 11-17-2017	10/22/2008	07/29/2009	42,821.96	40,629.88	2,192.08	0.00
625.7600	665162525	MFB NORTHIN FDS SHORT INTER TX EXMP FD	07/28/2009	07/29/2009	6,526.57	6,520.31	6.26	0.00

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2009 Tax Information Statement

Recipient's Name and Address
THE DONNELLEY FOUNDATION

36-6066894

Recipient's Tax ID number:

Corrected

2nd TIN notice

360 N. MICHIGAN AVE. STE. 1009
CHICAGO, IL 60601-3803

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
1294 7500	665162681	MFB NORTHERN FDS HIGH YIELD MUNICIPAL FUND	07/28/2009	07/29/2009	9,814.20	9,801.25	12.95	0.00
2559 3000	665162871	MFB NORTHERN FDS INTER TX EXMP FD BOND FUND	07/28/2009	07/29/2009	26,053.52	26,002.34	51.18	0.00
1060 0000	055622104	BP AMOCO P L C SPONSORED ADR	01/23/2009	08/12/2009	53,595.72	43,343.83	10,251.89	0.00
2605 0000	26441C105	DUKE ENERGY CORP NEW COM STK	01/23/2009	08/12/2009	39,751.27	38,798.87	952.40	0.00
25 0000	742718109	PROCTER & GAMBLE CO	12/22/2008	09/13/2009	1,301.15	1,517.50	-216.35	0.00
21000 0000	912828JH4	UNITED STATES TREAS NTS 4% NTS 15/08/18 USD1000 4% DUE 08-15-2018 REG	10/02/2008	08/18/2009	21,820.23	21,544.77	275.46	0.00
25000 0000	13063A5G5	CALIFORNIA ST 7.55% 04-01-2039 BEO TAXABLE	04/22/2009	09/02/2009	26,856.75	26,450.50	406.25	0.00
10 0000	30161N101	EXELON CORP	12/22/2008	09/02/2009	490.07	531.60	-41.53	0.00
40 0000	30161N101	EXELON CORP	12/22/2008	09/02/2009	1,960.25	2,126.40	-166.15	0.00
10 0000	336433107	FIRST SOLAR INC COM	07/28/2009	09/02/2009	1,172.81	1,677.30	-504.49	0.00
50 0000	G1151C101	ACCENTURE PLC SHS CL A NEW	07/28/2009	09/02/2009	1,673.01	1,762.00	-88.99	0.00
25 0000	580135101	MCDONALDS CORP	12/22/2008	09/10/2009	1,373.80	1,510.50	-136.70	0.00
910 0000	707885109	MFC PENN WEST ENERGY TR TR UNIT	01/23/2009	09/17/2009	12,891.72	10,244.20	2,647.52	0.00
25 0000	168764100	CHEVRONTXACO CORP	12/22/2008	10/06/2009	1,764.70	1,794.75	-30.05	0.00
50 0000	17275R102	CISCO SYS INC	07/28/2009	10/06/2009	1,168.97	1,097.92	71.05	0.00
25 0000	231021106	CUMMINS ENGINE INC	09/02/2009	10/06/2009	1,124.00	1,124.87	-0.87	0.00
25 0000	235851102	DANAHER CORP	07/28/2009	10/06/2009	1,654.21	1,516.25	137.96	0.00

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2009 Tax Information Statement

Recipient's Name and Address
THE DONNELLEY FOUNDATION

36-6066894

Recipient's Tax ID number:

360 N. MICHIGAN AVE. STE. 1009
CHICAGO, IL 60601-3803

☐ 2nd TIN notice

☐ Corrected

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
25.0000	291011104	EMERSON ELECTRIC CO	12/22/2008	10/06/2009	983.47	849.00	134.47	0.00
25.0000	30231G102	EXXON MOBIL CORP	07/28/2009	10/06/2009	1,717.21	1,798.20	-80.99	0.00
25.0000	46525H100	J P MORGAN CHASE & CO	12/22/2008	10/06/2009	1,121.22	760.25	360.97	0.00
25.0000	478160104	JOHNSON & JOHNSON	07/28/2009	10/06/2009	1,505.71	1,522.00	-16.29	0.00
25.0000	58405U102	MEDCO HEALTH SOLUTIONS INC	07/28/2009	10/06/2009	1,362.96	1,284.50	78.46	0.00
25.0000	654106103	NIKE INC CLASS B	07/28/2009	10/06/2009	1,587.21	1,322.10	265.11	0.00
468.4900	665162574	MFB NORTN MULTI-MANAGER MID CAP FD MID FOR NMMCX	07/28/2009	10/06/2009	4,118.00	3,729.18	388.82	0.00
139.6200	665162798	MFB NORTHERN TECHNOLOGY FUND	07/28/2009	10/06/2009	1,540.00	1,467.40	72.60	0.00
25.0000	713448108	PEPSICO INC	12/22/2008	10/06/2009	1,524.96	1,369.00	155.96	0.00
25.0000	826552101	SIGMA ALDRICH CORP	07/28/2009	10/06/2009	1,344.22	1,247.40	96.82	0.00
25.0000	847560109	SPECTRA ENERGY CORP COM STK	12/22/2008	10/06/2009	476.24	387.00	89.24	0.00
25.0000	92343V104	VERIZON COMMUNICATIONS	12/22/2008	10/06/2009	752.48	839.25	-86.77	0.00
25.0000	931142103	WAL MART STORES INC	07/28/2009	10/06/2009	1,236.47	1,223.75	12.72	0.00
25.0000	949746101	WELLS FARGO & CO NEW	12/22/2008	10/06/2009	721.23	731.00	-9.77	0.00
195.0000	30249U101	FMC TECHNOLOGIES INC COM	10/05/2009	10/13/2009	10,705.34	10,000.93	704.41	0.00
50.0000	92343V104	VERIZON COMMUNICATIONS	12/22/2008	10/22/2009	1,456.58	1,678.50	-221.92	0.00
265.0000	742962103	PRIVATEBANCORP INC COM	10/05/2009	10/28/2009	2,480.53	6,120.63	-3,640.10	0.00
90.0000	110759109	BUCCYRUS INTL INC NEW COM CL A	10/05/2009	11/03/2009	4,290.27	3,826.30	463.97	0.00
100.0000	481165108	JOY GLOBAL INC	10/05/2009	11/03/2009	5,306.09	5,272.02	34.07	0.00

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360 N. MICHIGAN AVE. STE. 1009
CHICAGO, IL 60601-3803

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
23000.0000	912828LJ7	UNITED STATES TREAS NTS NT 3 625% DUE 08-15-2019 REG	10/29/2009	11/04/2009	23,166.12	23,295.68	-129.56	0.00
50.0000	237194105	DARDEN RESTAURANTS INC	07/28/2009	11/11/2009	1,625.84	1,677.90	-52.06	0.00
50.0000	949746101	WELLS FARGO & CO NEW	12/22/2008	11/11/2009	1,433.46	1,462.00	-28.54	0.00
595.0000	449934108	IMS HEALTH INC	10/05/2009	11/24/2009	12,822.87	8,976.17	3,846.70	0.00
1875.0000	704326107	PAYCHEX INC	01/23/2009	12/04/2009	60,929.56	46,209.38	14,720.18	0.00
10.0000	023135106	AMAZON.COM INCORPORATED COMMON STOCK	07/28/2009	12/08/2009	1,344.02	849.48	494.54	0.00
50.0000	071813109	BAXTER INTL INC	07/28/2009	12/08/2009	2,763.57	2,762.50	1.07	0.00
25.0000	469814107	JACOBS ENGR GROUP INC	07/28/2009	12/08/2009	850.12	1,007.25	-157.13	0.00
25.0000	806857108	SCHLUMBERGER LTD ISIN #AN8068571086	01/28/2009	12/15/2009	1,559.71	1,082.75	476.96	0.00
330.0000	716495106	PETROHAWK ENERGY CORP	10/05/2009	12/29/2009	8,058.49	8,112.69	-54.20	0.00
Total Short Term Sales						2,340,842.63	-113,498.42	0.00

Long Term 15% Sales								
33750.5000	19248H401	MFO COHEN & STEERS INTL RLTY FD INC CL1	04/05/2007	03/05/2009	201,490.47	661,453.79	-459,963.32	0.00
25000.0000	912810FT0	UNITED STATES TREAS BDS DTD 02/15/2006 4.5% DUE 02-15-2036 REG	04/21/2008	04/22/2009	27,730.37	24,979.49	2,750.88	0.00
75000.0000	31359MF40	FNMA PREASSIGN 00507 4 5 02-15-2011	04/21/2008	05/08/2009	79,475.85	78,183.83	1,292.02	0.00
1490.0000	257867101	R R DONNELLEY & SONS CO	01/01/1970	05/12/2009	19,235.40	251.45	18,983.95	0.00
3000.0000	452308109	ILLINOIS TOOL WORKS INC	11/15/1988	05/19/2009	100,431.42	12,157.50	88,273.92	0.00

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CHICAGO, IL 60601-3803

☐ Corrected ☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
50000.0000	02003MAA2	ALLSTATE LIFE GLOBAL FDG SECD MEDIUM TERM TN 4.5 DUE 05-29-2009	04/21/2008	05/29/2009	50,000.00	50,813.00	-813.00	0.00
35000.0000	548661CP0	LOWES COS INC 6.65% DUE 09-15-2037/09-14-2037 BEO	04/21/2008	07/07/2009	37,188.55	35,681.45	1,507.10	0.00
25000.0000	931142CK7	WAL-MART STORES INC NT 6.5 DUE 08-15-2037 REG	04/21/2008	07/07/2009	28,049.50	26,316.00	1,733.50	0.00
25000.0000	025816AY5	AMERICAN EXPRESS CO NT 7% DUE 03-19-2018 REG	04/21/2008	07/29/2009	25,464.75	26,854.00	-1,309.25	0.00
300000.0000	3133X8EL2	FHLB BD 3.75 08-18-2009	04/21/2008	08/18/2009	300,000.00	304,596.90	-4,596.90	0.00
35000.0000	58013MEC4	MCDONALDS CORP 6.3% DUE 10-15-2037 TRANCHE # TR 00099 6.3 10-15-2037 BEO	04/21/2008	08/18/2009	38,484.60	35,570.85	2,913.75	0.00
60000.0000	912828HA1	UNITED STATES TREAS NTS 4.75 DUE 08-15-2017 BEO	04/21/2008	09/16/2009	66,468.51	64,814.07	1,654.44	0.00
116000.0000	912810FT0	UNITED STATES TREAS BDS DTD 02/15/2006 4.5% DUE 02-15-2036 REG	04/21/2008	10/29/2009	119,855.63	115,904.84	3,950.79	0.00
175000.0000	912828HF0	UNITED STATES TREAS NTS DTD 00174 3.625% DUE 10-31-2009 REG	04/21/2008	11/02/2009	175,000.00	179,046.88	-4,046.88	0.00
25000.0000	912828HG8	UNITED STATES TREAS NTS DTD 00175 3.875% DUE 10-31-2012 REG	04/21/2008	11/04/2009	26,773.35	26,083.98	689.37	0.00
Total Long Term 15% Sales						1,842,708.03	-347,059.63	0.00

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