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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

2010

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

For calendar year 2010, or tax year beginning , 2010, and ending , 20

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

Name of foundation

A Employer identification number

THE LOUIS AND HAROLD PRICE FOUNDATION

13-6121358

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

Room/suite

B Telephone number (see page 10 of the instructions)

1371 HECLA DRIVE

B-1

(303) 665-9201

City or town, state, and ZIP code

LOUISVILLE, CO 80027

H Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 75,584,106.
J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) _____
(Part I, column (d) must be on cash basis)

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

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) (see page 11 of the instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)	3,000.			
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	1,041,195.	1,041,195.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	1,962,929.			
b Gross sales price for all assets on line 6a	18,481,469.			
7 Capital gain net income (from Part IV, line 2)		1,962,929.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	-34,542.	-34,542.		ATCH 1
12 Total. Add lines 1 through 11	2,972,582.	2,969,582.		
13 Compensation of officers, directors, trustees, etc.	24,750.	2,475.		22,275.
14 Other employee salaries and wages	30,720.	3,072.		27,648.
15 Pension plans, employee benefits	36,292.	3,629.		32,663.
16a Legal fees (attach schedule) ATCH 2	67,823.	33,911.	0.	33,912.
b Accounting fees (attach schedule) ATCH 3	35,613.	3,562.	0.	32,051.
c Other professional fees (attach schedule) *	398,846.	184,052.		214,794.
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions) *	41,282.	35,831.		5,215.
19 Depreciation (attach schedule) and depletion				
20 Occupancy	27,903.	2,790.		25,113.
21 Travel, conferences, and meetings	32,513.	3,251.		29,262.
22 Printing and publications				
23 Other expenses (attach schedule) ATCH 6	28,773.	12,469.		16,304.
24 Total operating and administrative expenses. Add lines 13 through 23	724,515.	285,042.	0.	439,237.
25 Contributions, gifts, grants paid	2,883,310.			2,883,310.
26 Total expenses and disbursements. Add lines 24 and 25	3,607,825.	285,042.	0.	3,322,547.
27 Subtract line 26 from line 12	-635,243.			
a Excess of revenue over expenses and disbursements				
b Net investment income (if negative, enter -0-)		2,684,540.		
c Adjusted net income (if negative, enter -0-)				

For Paperwork Reduction Act Notice, see page 30 of the instructions.

* ATCH 4 JSA ** ATCH 5

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	86,513.	47,294.	47,994.
	2	Savings and temporary cash investments	948,024.	947,510.	947,510.
	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 (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule) **	5,377,525.	5,814,599.	5,877,259.
	b	Investments - corporate stock (attach schedule) ATCH 8	33,032,759.	32,499,847.	40,544,740.
	c	Investments - corporate bonds (attach schedule) ATCH 9	5,302,228.	5,208,519.	5,357,661.
	11	Investments - land, buildings, and equipment basis Less accumulated depreciation (attach schedule)			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) ATCH 10	23,981,079.	23,761,110.	22,308,942.
	14	Land, buildings, and equipment basis Less accumulated depreciation (attach schedule)	114,784.		
15	Other assets (describe ▶ ATCH 11)	0.	500,000.	500,000.	
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	68,728,128.	68,778,879.	75,584,106.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue	0.	685,994.	ATCH 12
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)	0.	685,994.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg. and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	68,728,128.	68,092,885.	
30	Total net assets or fund balances (see page 17 of the instructions)	68,728,128.	68,092,885.		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	68,728,128.	68,778,879.		

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	68,728,128.
2	Enter amount from Part I, line 27a	2	-635,243.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	68,092,885.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	68,092,885.

**ATCH 7

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV SCHEDULE					
b					
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					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	1,962,929.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8.			3		

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

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

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 page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009	3,902,293.	65,840,491.	0.059269
2008	4,444,840.	81,213,223.	0.054730
2007	3,889,286.	92,886,302.	0.041871
2006	3,102,843.	85,425,146.	0.036322
2005	4,233,530.	83,214,678.	0.050875
2 Total of line 1, column (d)			2 0.243067
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 0.048613
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4 70,472,250.
5 Multiply line 4 by line 3			5 3,425,867.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 26,845.
7 Add lines 5 and 6			7 3,452,712.
8 Enter qualifying distributions from Part XII, line 4. If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18			8 3,322,547.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of the instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1		
Date of ruling or determination letter _____ (attach copy of ruling letter if necessary - see instructions)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1 53,691.
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
3 Add lines 1 and 2		3 53,691.
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 53,691.
6 Credits/Payments		
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a 55,850.	
b Exempt foreign organizations-tax withheld at source	6b 0.	
c Tax paid with application for extension of time to file (Form 8868)	6c 0.	
d Backup withholding erroneously withheld	6d	
7 Total credits and payments. Add lines 6a through 6d. O.R. OVERPAYMENT	12,058.	7 43,792.
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. ATTACHMENT 13		9 13,073.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10
11 Enter the amount of line 10 to be Credited to 2011 estimated tax. Refunded		11

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 page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the 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 \$ (2) On foundation managers \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$		
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 page 19 of the instructions) NY		
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 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? 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 page 20 of the 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?		X	
Website address WWW.PRICEFOUNDATION.ORG				
14	The books are in care of THE FOUNDATION Telephone no 303-665-9201			
	Located at 1371 HECLA DRIVE LOUISVILLE, CO ZIP + 4 80027			
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				
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?		Yes	No
	See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			X

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 22 of the instructions)?		
Organizations relying on a current notice regarding disaster assistance check here. ▶		
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 2010?		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 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010?	☐ Yes	☒ No
If "Yes," list the years ▶		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 22 of the instructions)		
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 2010 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 2010)		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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 2010?		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)? (see page 22 of the instructions). ☐ 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 page 22 of the instructions)? **5b** ☐ Yes ☒ No
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? ☐ 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** ☐ Yes ☒ No
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? **7b** ☐ Yes ☒ No

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 14		24,750.	26,547.	-0-

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the instructions). If none, enter "NONE."

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

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

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
ATTACHMENT 15		409,193.
Total number of others receiving over \$50,000 for professional services		NONE

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 NONE	
2	
All other program-related investments. See page 24 of the instructions.	
3 NONE	
Total. Add lines 1 through 3	

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	71,408,263.
b	Average of monthly cash balances	1b	137,168.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	0.
d	Total (add lines 1a, b, and c)	1d	71,545,431.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	71,545,431.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	1,073,181.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	70,472,250.
6	Minimum investment return. Enter 5% of line 5	6	3,523,613.

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	3,523,613.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	53,691.
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	53,691.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	3,469,922.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	3,469,922.
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	3,469,922.

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses; contributions, gifts, etc. - total from Part I, column (d), line 26	1a	3,322,547.
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	0.
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	3,322,547.
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 (see page 26 of the instructions)	5	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	3,322,547.

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

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI line 7				3 469 922
2 Undistributed income if any as of the end of 2009				
a Enter amount for 2009 only			3 260 008	
b Total for prior years 2008 2007 2006				
3 Excess distributions carryover if any to 2010				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				0
f Total of lines 3a through e	0			
4 Qualifying distributions for 2010 from Part XII line 4 ▶ \$ 3 322 547				
a Applied to 2009 but not more than line 2a			3 260 008	
b Applied to undistributed income of prior years (Election required see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required see page 26 of the instructions)				
d Applied to 2010 distributable amount				62 539
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d) the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below				
a Corpus Add lines 3f 4c and 4e Subtract line 5	0			
b Prior years undistributed income Subtract line 4b from line 2b				
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				
d Subtract line 6c from line 6b Taxable amount see page 27 of the instructions				
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount see page 27 of the instructions				
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				3 407 383
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 Excess distributions carryover to 2011 Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				0

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

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 2010, 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)

	Tax year	Prior 3 years			(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see page 28 of the instructions.)**1 Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

N/A

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

N/A

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

b The form in which applications should be submitted and information and materials they should include

c Any submission deadlines

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	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
a Paid during the year ATTACHMENT 16				
Total			▶ 3a	2,883,310.
b Approved for future payment ATTACHMENT 17				
Total			▶ 3b	118,240.

Form 990-PF (2010)

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 (See page 28 of the instructions)
		(a) Business code	(b) Amount	(c) Exclusion 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	1,041,195.	
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					
8	Gain or (loss) from sales of assets other than inventory			18	1,928,387.	
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)				2,969,582.	
13	Total. Add line 12, columns (b), (d), and (e)					2,969,582.

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

[illegible]

		Yes	No
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?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of		
	(1) Cash	1a(1)	X
	(2) Other assets	1a(2)	X
b	Other transactions		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
	(3) Rental of facilities, equipment, or other assets	1b(3)	X
	(4) Reimbursement arrangements	1b(4)	X
	(5) Loans or loan guarantees	1b(5)	X
	(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
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.		

[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

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

Kenthausser 11-14-13 V.P.
Signature of officer or trustee Date Title

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	PTIN
	William A. Rooney		William A. Rooney, CPA 11/13/13	Check ☐ if self-employed P00176367
	Firm's name ▶	GHP HORWATH, P.C.		Firm's EIN ▶ 84-1156277
	Firm's address ▶	1670 BROADWAY, SUITE 3000 DENVER, CO 80202		Phone no 303-831-5000

Form 990-PF (2010)

FORM 990-PF - PART IV

CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
		AIG INTERNATIONAL K-1				VAR 34,690.	VAR
		COMMONFUND INTL PRIVATE EQUITY K-1				VAR 45.	VAR
		COMMONFUND INTL EQUITY K-1				VAR 145,432.	VAR
		COMMONFUND NATURAL RESOURCES VII K-1				VAR -6,104.	VAR
		COMMONFUND NATURAL RESOURCES VIII K-1				VAR 2,218.	VAR
		COMMONFUND PRIVATE EQUITY K-1				VAR -314.	VAR
		DIMENSIONAL EMERGING MARKETS K-1				VAR 79,990.	VAR
4,156,686.		LEGG MASON/GRAY SEIFERT 3,407,247.				VAR 749,439.	VAR
11550959.		SAMSON 11400990.				VAR 149,969.	VAR
		SANDERSON INTL VALUE FUND				VAR 37,705.	VAR
1,500,000.		VANGUARD INDEX TOTAL STOCK MARKET 1,481,384.				VAR 18,616.	VAR
273,824.		SSGA LITIGATION SETTLEMENT 0.				VAR 273,824.	VAR

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
1,000,000.		ELLIOT INTERNATIONAL LIMITED - CLASS A PROPERTY TYPE: SECURITIES 522,581.				P	12/31/2005 477,419.	01/04/2010
TOTAL GAIN (LOSS)							<u>1,962,929.</u>	

ATTACHMENT 1

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER K-1 LOSSES	-34,542.	-34,542.
TOTALS	-34,542.	-34,542.

ATTACHMENT 2FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
KATTEN, MUCHIN, ROSENMAN	65,503.	32,751.		32,752.
KINGSBURY, JOHNSON, FOSTER LOV	2,320.	1,160.		1,160.
TOTALS	<u>67,823.</u>	<u>33,911.</u>	<u>0.</u>	<u>33,912.</u>

ATTACHMENT 3FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
PAYCHEX	1,366.	137.		1,229.
GHP HORWATH	25,279.	2,528.		22,751.
PRICE, RAFFEL & BROWNE	8,968.	897.		8,071.
TOTALS	<u>35,613.</u>	<u>3,562.</u>	<u>0.</u>	<u>32,051.</u>

ATTACHMENT 4FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
PRIME, BUCHHOLZ & ASSOCIATES	63,922.	63,922.	
ROBECO INVESTMENTS	1,094.	1,094.	
SAMSON	25,987.	25,987.	
COAL CREEK CAPITAL MANAGEMENT	212,495.	21,250.	191,245.
PAUL EVERITT	360.	36.	324.
ACADIAN INTL VALUE FUND	1,642.	1,642.	
LEGG MASON	67,274.	67,274.	
COMMONFUND	322.	322.	
FOUNDANT	500.		500.
ROSEMARY L. GUIDONE	25,250.	2,525.	22,725.
TOTALS	<u>398,846.</u>	<u>184,052.</u>	<u>214,794.</u>

ATTACHMENT 5

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
TAX WITHHELD ON FOREIGN DIV	35,251.	35,251.	
PAYROLL TAX	5,795.	580.	5,215.
OTHER	236.		
TOTALS	<u>41,282.</u>	<u>35,831.</u>	<u>5,215.</u>

ATTACHMENT 6FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
CUSTODIAL AND BANK FEES	10,657.	10,657.	2,396.
COMPUTER SUPPLIES	2,662.	266.	1,620.
DUES AND MEMBERSHIPS	1,800.	180.	2,626.
INSURANCE	2,918.	292.	2,902.
MISCELLANEOUS	3,225.	323.	1,984.
OFFICE SUPPLIES	2,204.	220.	4,156.
POSTAGE	4,618.	462.	346.
SUBSCRIPTIONS	385.	39.	274.
REPAIRS	304.	30.	
TOTALS	<u>28,773.</u>	<u>12,469.</u>	<u>16,304.</u>

The Louis and Harold Price Foundation
Form 990PF, Part II - US and State Obligations

13-6121358

Description	Quantity	Total Cost Basis	Market Price	Market Value
FHLMCG POOL #G10817 MAT 01JUN13 6%	18.27	0	108.77	20
FHLMCG POOL #G03886 MAT 01JAN38 6%	117,542.90	119,288	108.43	127,452
FNMA PL # 725314 GTD MTG PASS THRU MAT 01APR34 5%	324,298.59	320,321	105.77	342,994
FNMA PL # 849078 MAT 01JAN36 5 9999948%	194,379.49	196,991	109.13	212,124
FNMA PL#254548 DTD 11/01/2002 MAT 01NOV32	129,559.68	129,195	107.67	139,490
FNMA PL#255451 DTD 09/01/2004 MAT 01SEP19	151,953.22	152,006	106.95	162,519
FNMA PL#255770 DTD 06/01/2005 MAT 01JUN35	236,483.89	235,708	107.54	254,315
FNMA PL#745275 DTD 01/01/2006 MAT 01FEB36 5%	86,768.13	88,639	105.58	91,608
FNMA POOL # 254473 MAT 01OCT17 5 5%	75,176.52	78,054	107.84	81,068
FNMA POOL # 323379 MAT 01NOV13 6%	32,393.63	34,023	108.67	35,203
FNMA POOL # 557390 MAT 01AUG17 5 5%	80,270.32	82,145	107.83	86,554
FNMA POOL # 725252 MAT 01OCT18 6%	58,609.29	61,540	108.86	63,801
FNMA POOL #725704 MAT 01AUG34 6%	88,171.38	89,287	110.16	97,130
FNMA POOL #889323 MAT 01NOV22 5 5%	232,796.10	252,838	107.83	251,019
GNMA POOL #004291 MAT 20NOV38 5%	116,013.40	127,542	109.71	127,274
GNMA POOL #487698 MAT 15MAR39 4 4999988%	352,338.97	360,046	103.96	366,285
U S TREASURY NOTES SER AP-2012 MAT 31AUG12	680,000.00	678,592	99.82	678,776
U S TREASURY NOTES SER F-2010 MAT 15NOV20	460,000.00	444,248	94.33	433,909
U S TREASURY NOTES SER U-2013 MAT 15JAN13	480,000.00	480,414	101.52	487,310
CALIFORNIA ST DEPT WTR RES PWR MAT 01MAY13 5%	280,000.00	303,456	108.53	303,887
CHICAGO ILL WTR REV BDS SER A MAT 01NOV12 3%	140,000.00	145,249	103.05	144,270
KENTUCKY ST PPTY & BLDGS COMM REV MAT 01NOV19	150,000.00	150,000	94.70	142,046
METROPOLITAN TRANSN AUTH N Y REV MAT 15NOV18	90,000.00	90,000	100.88	90,795
METROPOLITAN TRANSN AUTH NY MAT 15NOV18	150,000.00	150,000	99.41	149,111
NEW YORK N Y BUILD AMERICA BONDS MAT 01OCT20	150,000.00	150,000	92.04	138,053
NEW YORK N Y CITY TRANSITIONAL MAT 01NOV20 4 075%	110,000.00	110,000	94.27	103,696
NEW YORK ST URBAN DEV CORP REV MAT 01JAN13	140,000.00	150,677	106.91	149,680
NEW YORK ST URBAN DEV CORP REV MAT 15DEC13	200,000.00	204,338	102.09	204,182
OKLAHOMA CAP IMP AUTH ST HWY CAP MAT 01JUL22 4 392%	230,000.00	230,000	95.22	219,013
SAN FRANCISCO CALIF CITY & CNTY MAT 01NOV22 4 9%	200,000.00	200,000	96.84	193,678

U.S. & State Government Obligations

5,814,599

5,877,259

The Louis and Harold Price Foundation
Form 990PF, Part II - Corporate Stock

13-6121358

Description	Quantity	Total Cost Basis	Market Price	Market Value
DIMENSIONAL INTERNATIONAL EQUITY	51,450 59	1,394,527	36 16	1,860,453
DODGE & COX FDS Ticker DODFX	75,191 95	2,365,283	35 71	2,685,105
ELLIOTT INTERNATIONAL LIMITED	6,853 85	2,477,419	755 8102	5 180,213
SARA LEE CORP Ticker SLE	63,000 00	19,701	17 51	1,103,130
ABB LTD SPONS ADR Ticker ABB Conv Ratio 1 1	15,000 00	343,224	22 45	336,750
ACCENTURE PLC Ticker ACN	5,725 00	209,981	48 49	277,605
AECOM TECHNOLOGY CORP Ticker ACM	7,150 00	169,189	27 97	199,986
AMPHENOL CORP CLASS A Ticker APH	6,000 00	210,872	52 78	316,680
ANSYS INC Ticker ANSS	6,500 00	192,849	52 07	338,455
AQUA AMERICA INC Ticker WTR	12,375 00	272,552	22 48	278,190
BANK OF AMERICA CORP Ticker BAC	10,000 00	526,441	13 34	133,400
BE AEROSPACE INC Ticker BEAV	5,600 00	177,430	37 03	207,368
BJ'S WHOLESALE CLUB INC Ticker BJ	3,300 00	110,542	47 9	158,070
C R BARD INC NEW JERSEY Ticker BCR	2,100 00	179,536	91 77	192,717
CHOICE HOTELS INTL INC Ticker CHH	9,000 00	232,190	38 27	344,430
COACH INC Ticker COH	5,000 00	182,637	55 31	276,550
COGNIZANT TECH SOLUTIONS CL A Ticker CTSH	4,200 00	130,748	73 29	307,818
DEVON ENERGY CORP NEW Ticker DVN	2,500 00	59,063	78 51	196,275
DRESSER-RAND GROUP INC Ticker DRG	4,600 00	175,717	42 59	195,914
FISERV INC Ticker FISV	4,400 00	107,988	58 56	257,664
FLIR SYSTEMS INC Ticker FLIR	6,000 00	160,798	29 75	178,500
FLOWSERVE CORP Ticker FLS	1,475 00	148,655	119 22	175,850
GENZYME CORP	5,000 00	223,300	71 2	356,000
GOODRICH CORP Ticker GR	3,250 00	196,285	88 07	286,228
ITRON INC Ticker ITRI	3,500 00	206,918	55 45	194,075
JACOBS ENGINEERING GROUP INC Ticker JEC	5,000 00	189,887	45 85	229,250
LINCOLN ELECTRIC CO HOLDINGS Ticker LECO	3,325 00	171,854	65 27	217,023
MCCORMICK & CO INC NON-VOTING Ticker MKC	3,700 00	91,621	46 53	172,161
RESMED INC Ticker RMD	10,000 00	216,368	34 64	346,400
ROVI CORP Ticker ROVI	4,425 00	175,383	62 01	274,394
SAPIENT CORP Ticker SAPE	16,500 00	173,012	12 1	199,650
SCHLUMBERGER LTD Ticker SLB	3,000 00	213,904	83 5	250,500
SCRIPPS NETWORK INTERACTIVE Ticker SNI	3,800 00	158,867	51 75	196,650
SPX CORP Ticker SPW	4,500 00	368,233	71 49	321,705
TCF FINANCIAL CORP Ticker TCB	16,000 00	208,917	14 81	236,960
THERMO FISHER SCIENTIFIC INC Ticker TMO	6,150 00	355,782	55 36	340,464
THORNBURG INTERNATIONAL VALUE Ticker TGVIX	93,214 03	2,328,577	28 64	2,669,650
TIBCO SOFTWARE INC Ticker TIBX	8,500 00	177,962	19 71	167,535
VEOLIA ENVIRONMENT Ticker VE Conv Ratio 1:1	8,512 00	409,777	29 36	249,912
VANGUARD INDEX TR Ticker VITSX	590,277 55	16,785,859	31 57	18,635,062

Corporate Stock

32,499,847

40,544,740

The Louis and Harold Price Foundation
Form 990PF, Part II - Corporate Bonds

13-6121358

Description

Description	Quantity	Total Cost Basis	Market Price	Market Value
ABBOTT LABORATORIES NOTES MAT 15MAY16 5.875%	150,000.00	180,053	115.44	173,160
BERKSHIRE HATHAWAY INC MAT 15OCT13 4.625%	170,000.00	183,382	108.59	184,608
BOEING CAPITAL CORP MAT 27OCT14 3.25%	150,000.00	161,486	104.21	156,309
COCA COLA CO NOTES REG MAT 15NOV17 5.35%	100,000.00	112,192	113.14	113,142
GENERAL ELECTRIC CAP MAT 04MAR15 4.875%	150,000.00	159,108	106.71	160,064
INTL BUSINESS MACHS MAT 14SEP17 5.7%	170,000.00	179,603	114.78	195,118
JPMORGAN CHASE & CO SR NOTES MAT 01OCT12 5.375%	180,000.00	197,039	107.30	193,142
SCHERING-PLOUGH CORP MAT 01DEC13 5.3%	150,000.00	167,334	111.08	166,620
WAL-MART STORES INC MAT 25OCT15 1.5%	150,000.00	149,433	95.785	143,678
VANGUARD FIXED INCOME SECS FD 332%	117,407.69	1,448,108	13	1,526,300
VANGUARD BD INDEX FD INC SYMBOL VBTSX	221,275.66	2,270,771	10.6	2,345,522
		<u>5,208,519</u>		<u>5,357,661</u>

Corporate Bonds

Attachment 9

Louis and Harold Price Foundation
Form 990PF, Part II - Other Investments

13-6121358

Description					
ALTERNATIVE INVESTMENT International	1	2,615,376	2,650,057.00	2,644,912	
ALTERNATIVE INVESTMENT Institutional	1	2,861,825	3,322,452.00	3,322,699	
ARCHSTONE EQUITY STRATEGIES FUND	9,353.66	1,000,000	134,190,359.7	1,255,171	
ARCHSTONE OFFSHORE FUND, LTD	15,852.68	2,000,000	171,206,572	2,714,083	
BARCLAYS STRATEGIC COMMODITIES	2,868.00	3,500,536	1,255.67	3,269,110	
BERENS GLOBAL VALUE FUND	1	-	500,000.00	-	
COMMON FUND NATURAL RESOURCES	1	482,777	518,424.00	603,177	
COMMONFUND REALTY INVESTORS FUND	1	3,577,807	347,649.00	193,897	
COMMONFUND CAPITAL INTERNATIONAL	1	355,368	355,758.00	428,518	
COMMONFUND NATURAL RESOURCES VIII	1.00	433,810	646,373	677,990	
COMMON FUND CAPITAL PRIVATE EQT FUND	1.00	595,616	517,636	685,373	
SANDERSON INTERNATIONAL VALUE FUND	175,722.43	4,853,145	29,326.5	5,153,331	
WILLIAM BLAIR EMERGING MARKETS	85,744.89	1,484,850	15.87	1,360,771	
Other Investments		23,761,110		22,308,942	

ATTACHMENT 11FORM 990PF, PART II - OTHER ASSETS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
INVESTMENT RECEIVABLE	500,000.	500,000.
TOTALS	<u>500,000.</u>	<u>500,000.</u>

ATTACHMENT 12FORM 990PF, PART II - DEFERRED REVENUE

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>
DEFERRED GAIN	685,994.
TOTALS	<u>685,994.</u>

THE LOUIS AND HAROLD PRICE FOUNDATION

13-6121358

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 14

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS
ROSEMARY GUIDONE 1371 HECLA DRIVE B-1 LOUISVILLE, CO 80027	PRESIDENT EMERITUS 40.00	24,750.	26,547.
TIMOTHY A. JONES 1371 HECLA DRIVE B-1 LOUISVILLE, CO 80027	EXEC VP/TREASURER 10.00	0.	
LINDA VITTI-HERBST 1371 HECLA DRIVE B-1 LOUISVILLE, CO 80027	CHAIRPERSON 1.00	0.	
GEORGE ASCH 1371 HECLA DRIVE B-1 LOUISVILLE, CO 80027	TRUSTEE 1.00	0.	
BONNIE VITTI 1371 HECLA DRIVE B-1 LOUISVILLE, CO 80027	TRUSTEE 1.00	0.	

ATTACHMENT 14

THE LOUIS AND HAROLD PRICE FOUNDATION

13-6121358

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 14 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS
LISA BESHKOV 1371 HECLA DRIVE B-1 LOUISVILLE, CO 80027	TRUSTEE 1.00	0.	
KISHAWN LEUTHAUSER 1371 HECLA DRIVE B-1 LOUISVILLE, CO 80027	VICE PRESIDENT/CORP SECRETARY 1.00	0.	
NOTE: THE MANAGEMENT AND OVERSIGHT ACTIVITIES PERFORMED BY TIMOTHY JONES AND KISHAWN LEUTHAUSER FALL UNDER A FORMAL SERVICES AGREEMENT WITH COAL CREEK CAPITAL MANAGEMENT, INC, (CCCM). TIMOTHY JONES IS ALSO THE CEO AND PRESIDENT OF CCCM. ALL COMPENSATION, BENEFITS AND ALLOWANCES FOR MR. JONES AND MS. LEUTHAUSER ARE PAID DIRECTLY FROM CCCM AS A PART OF THE PROFESSIONAL FEES PAID BY THE FOUNDATION TO CCCM.			
ALFRED E. OSBOURNE, JR., PH.D. 1371 HECLA DRIVE B-1 LOUISVILLE, CO 80027	TRUSTEE 1.00		
GRAND TOTALS		24,750.	26,547.

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 15

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
COAL CREEK CAPITAL MANAGEMENT, INC. 1371 HECLA DR., SUITE B-3 LOUISVILLE, CO 80027	FOUNDATION MGMNT	212,495.
LEGG MASON 380 MADISON AVE. NEW YORK, NY 10021	INVESTMENT MGMNT	67,274.
PRIME, BUCHHOLZ & ASSOCIATES 25 CHESTNUT STREET PORTSMOUTH, NH 03801	INVESTMENT MGMNT	63,922.
KATTEN, MUCHIN, ROSENMAN 525 W. MONROE ST CHICAGO, IL 60661	LEGAL SERVICES	65,502.
TOTAL COMPENSATION		<u>409,193.</u>

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 16

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ACTORS FUND OF AMERICA 729 SEVENTH AVENUE 10TH FLOOR NEW YORK, NY 10019	NONE 501(C) (3)		GENERAL SUPPORT	10,000.
AIDS PROJECT LOS ANGELES 3550 WILSHIRE BLVD - SUITE 300 LOS ANGELES, CA	NONE 501(C) (3)		GENERAL SUPPORT	20,000.
AMERICAN FOUNDATION FOR AIDS RESEARCH 120 WALL STREET - 13TH FLOOR NEW YORK, NY 10005-3902	NONE 501(C) (3)		GENERAL SUPPORT	5,000.
AMERICAN JEWISH WORLD SERVICE 45 WEST 36TH STREET NEW YORK, NY 10018-7904	NONE 501(C) (3)		HAITI EARTHQUAKE RELIEF FUND	25,000.
THE AMERICAN-ISRAELI LIGHTHOUSE, INC 20 E 46TH STREET, SUITE 1401 NEW YORK, NY 10017	NONE 501(C) (3)		GENERAL SUPPORT	10,000.
ANTI-DEFAMATION LEAGUE OF B'NAI B'RITH 10495 SANTA MONICA BOULEVARD LOS ANGELES, CA 90025-5031	NONE 501(C) (3)		GENERAL SUPPORT	10,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ASPEN HALL OF FAME POST OFFICE BOX 510 ASPEN, CO 81612	NONE 501(C)(3)	GENERAL SUPPORT	1,000.
ASPEN HISTORICAL SOCIETY 620 WEST BLEEKER STREET ASPEN, CO 81611	NONE 501(C)(3)	GENERAL SUPPORT	5,000.
ASPEN VALLEY MEDICAL FOUNDATION LIMITED P.O. BOX 1639 ASPEN, CO 81612	NONE 501(C)(3)	GENERAL SUPPORT	53,500.
ASPEN YOUTH CENTER POST OFFICE BOX 8266 ASPEN, CO 81612	NONE 501(C)(3)	SUPPORT OF AYC'S AFTER SCHOOL CLUBS	10,000.
ASSOCIATION OF SMALL FOUNDATIONS 1720 N ST NW WASHINGTON, DC 20036	NONE 501(C)(3)	MEMBERSHIP DUES	500
AVENUES TO INDEPENDENCE 515 BUSSE HIGHWAY, SUITE 100 PARK RIDGE, IL 60068	NONE 501(C)(3)	GENERAL SUPPORT	50,000.

FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BESSIE'S HOPE P.O. BOX 12576 DENVER, CO 80212	NONE 501(C) (3)	YOUTH & ELDERS PROGRAM	5,000.
BETH HILLEL DAY SCHOOL 12326 RIVERSIDE DRIVE VALLEY VILLAGE, CA 91607	NONE 501(C) (3)	GENERAL SUPPORT, FAMILY FINANCIAL ASSISTANCE AND PARENTS ASSOCIATION SUPPORT, & SUPPORT OF DIRECTOR OF EDUCATION AND DIRECTOR OF JEWISH EDUCATION	205,000.
BIENVENIDOS CHILDREN'S CENTER INC 205 E. PALM STREET ALTADENA, CA 91001	NONE 501(C) (3)	GENERAL SUPPORT	5,000.
BREAD OF LIFE AFRICAN MINISTRIES 1131 ALTER WAY BROOMFIELD, CO 80020-1032	NONE 501(C) (3)	GENERAL SUPPORT	30,000.
BUDDY PROGRAM, INC 110 EAST HALLAM, SUITE 125 ASPEN, CO 81611	NONE 501(C) (3)	GENERAL SUPPORT	55,000
CALIFORNIA STATE UNIVERSITY - CHICO COLLEGE OF BUSINESS CHICO, CA 95929-0011	NONE 501(C) (3)	STUDENTS FOR THE ADVANCEMENT OF GLOBAL ENTREPRENEURSHIP (SAGE) PROGRAM	15,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CEDARS SINAI MEDICAL CENTER 8700 BEVERLY BLVD PO BOX 48750 LOS ANGELES, CA 90048-0750	NONE 501(C) (3)	GENERAL SUPPORT, PPRC PRICE PATIENT FUND, & THE MELVIN BRODY, M D. CHAIR IN MEDICAL EDUCATION	220,000.
CEDARS SINAI/TEEN LINE 8700 BEVERLY BLVD PO BOX 48750 LOS ANGELES, CA 90048-0750	NONE 501(C) (3)	GENERAL SUPPORT	5,000.
CENTRE THEATRE GROUP 601 W TEMPLE STREET LOS ANGELES, CA 90012	NONE 501(C) (3)	GENERAL SUPPORT	5,740.
CHILDREN'S AID SOCIETY 105 EAST 22ND STREET NEW YORK, NY 10010	NONE 501(C) (3)	GENERAL SUPPORT	1,000.
CHILDREN'S BUREAU OF SOUTHERN CALIFORNIA 1910 MAGNOLIA AVENUE LOS ANGELES, CA 90007	NONE 501(C) (3)	GENERAL SUPPORT	10,000.
CHILDREN'S HEALTH FUND (THE) 215 W 5TH STREET, SUITE 301 NEW YORK, NY 10027	NONE 501(C) (3)	SUPPORT OF LOS ANGELES PROJECT	7,500.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CITY CENTER 130 WEST 56TH STREET NEW YORK, NY 10019	NONE 501(C) (3)		GENERAL SUPPORT	10,000.
COLORADO CHILDREN'S CHORALE 2420 W 26TH AVENUE, SUITE 3350-D DENVER, CO 80211	NONE 501(C) (3)		GENERAL SUPPORT	4,000.
COLORADO MUSIC FESTIVAL 900 BASELINE ROAD, COTTAGE 100 BOULDER, CO 80302	NONE 501(C) (3)		GENERAL SUPPORT	1,000.
COLORADO SYMPHONY ASSOCIATION 999 18TH STREET, SUITE 2055 DENVER, CO 80202	NONE 501(C) (3)		GENERAL SUPPORT	1,000.
COLUMBIA UNIVERSITY 205 LOW LIBRARY/MAIL CODE 4313 535 WEST 116TH STREET NEW YORK, NY 10027	NONE 501(C) (3)		GENERAL SUPPORT	2,000
COVENANT HOUSE CALIFORNIA 1325 N. WESTERN AVENUE HOLLYWOOD, CA 90027-5615	NONE 501(C) (3)		GENERAL SUPPORT	5,000

FORM 990OFF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
DENVER CHILDREN'S ADVOCACY CENTER 2149 FEDERAL BLVD DENVER, CO 80211	NONE 501(C) (3)	GENERAL SUPPORT	10,000.
DENVER RESCUE MISSION 3501 46TH AVENUE DENVER, CO 80217	NONE 501(C) (3)	CHAMPA HOUSE	25,000.
DOCTORS WITHOUT BORDERS 333 SEVENTH AVENUE 2ND FLOOR NEW YORK, NY 10001-5004	NONE 501(C) (3)	GENERAL SUPPORT	35,000.
DOWNTOWN WOMEN'S CENTER 442 SOUTH SAN PEDRO STREET LOS ANGELES, CA 90013	NONE 501(C) (3)	GENERAL SUPPORT	5,000.
ENGLISH IN ACTION PO BOX 4856 BASALT, CO 81612	NONE 501(C) (3)	GENERAL SUPPORT	10,000.
ETHICAL CULTURE FIELDSTON SCHOOL OFFICE OF INSTITUTIONAL ADVANCEMENT AND ALUMNT 33 CENTRAL PARK WEST NEW YORK, NY 10023	NONE 501(C) (3)	GENERAL SUPPORT	5,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
FAMILY TIME TRAINING 5511 S. YOUNGFIELD STREET LITTLETON, CO 80177	NONE 501(C) (3)		GENERAL SUPPORT	1,000.
FOOD FOR NYC 39 BROADWAY, 10TH FLOOR NEW YORK, NY 10006	NONE 501(C) (3)		GENERAL SUPPORT	70,000
FOODBANK OF THE ROCKIES 10975 E. 47TH AVENUE DENVER, CO 80329	NONE 501(C) (3)		GENERAL SUPPORT	10,000.
FRESH START SURGICAL GIFTS 351 SANTA FE DRIVE, SUITE 210 ENCINITAS, CA 92024	NONE 501(C) (3)		GENERAL SUPPORT	15,000.
FRIENDS & RELATIVES OF INSTITUTIONALIZED AGED INC 18 JOHN STREET, SUITE 601 NEW YORK, NY 10038	NONE 501(C) (3)		GENERAL SUPPORT	3,000.
INDEPENDENCE PASS FOUNDATION PO BOX 1700 ASPEN, CO 81612	NONE 501(C) (3)		GENERAL SUPPORT	5,000.

FORM 990FF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
FUND FOR PERFORMING ARTS CENTER OF LA COUNTY 135 NORTH GRAND AVENUE LOS ANGELES, CA 90012	NONE 501(C) (3)	GENERAL SUPPORT & SUPPORT OF EDUCATIONAL DIVISION	14,100.
HENRY STREET SETTLEMENT 888 EAST 6TH STREET NEW YORK, NY 10009	NONE 501(C) (3)	GENERAL SUPPORT	2,000.
HOPE HOUSE OF COLORADO PO BOX 740568 ARVADA, CO 80006	NONE 501(C) (3)	GENERAL SUPPORT	5,000
HORACE MANN SCHOOL 231 WEST 246TH STREET RIVERDALE, NY 10471	NONE 501(C) (3)	GENERAL SUPPORT	2,000.
I HAVE A DREAM FOUNDATION OF BOULDER COUNTY 1630 N. 63RD STREET, SUITE #6 BOULDER, CO 80301	NONE 501(C) (3)	GENERAL SUPPORT	5,000.
INTERCAMBIO DE COMUNIDADES 4735 WALNUT STREET, SUITE B BOULDER, CO 80301	NONE 501(C) (3)	GENERAL SUPPORT	10,000.

FORM 990FF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
INTERNATIONAL FAMILY MISSIONS C/O JOE AND KATHY HEART PO BOX 309 LAFAYETTE, CO 80026	NONE 501(C) (3)		GENERAL SUPPORT	2,000.
JEFFERSON ACADEMY CHARTER SCHOOL 9955 YARROW STREET BROOMFIELD, CO 80021	NONE 501(C) (3)		GENERAL SUPPORT	5,000.
JEWISH FOUNDATION FOR THE RIGHTEOUS 305 SEVENTH AVENUE - 19TH FLOOR NEW YORK, NY 10001-6008	NONE 501(C) (3)		GENERAL SUPPORT	40,000.
JOHN F KENNEDY CENTER FOR THE PERFORMING ARTS 2700 F. STREET NW WASHINGTON, DC 20566	NONE 501(C) (3)		GENERAL SUPPORT	5,000.
JUNIOR BLIND OF AMERICA 5300 ANGELES VISTA BLVD LOS ANGELES, CA 90043	NONE 501(C) (3)		GENERAL SUPPORT	3,000.
KCET TV - CHANNEL 28 4401 SUNSET BOULEVARD LOS ANGELES, CA 90027	NONE 501(C) (3)		GENERAL SUPPORT	1,000.

FORM 990FF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE LEGAL CENTER FOR PEOPLE WITH DISABILITIES AND OLDER PEOPLE 455 SHERMAN STREET, SUITE 130 DENVER, CO 80203-4403	NONE 501(C) (3)	COLORADO LONG-TERM CARE OMBUDSMAN PROGRAM	5,000.
LEO BAECK TEMELE 1300 N. SEPULVEDA BOULEVARD LOS ANGELES, CA 90049	NONE 501(C) (3)	GENERAL SUPPORT	52,000.
LOS ANGELES COUNTY MUSEUM OF ART 5905 WILSHIRE BOULEVARD LOS ANGELES, CA 90036	NONE 501(C) (3)	GENERAL SUPPORT	5,000.
LOS ANGELES JEWISH HOME FOR THE AGING 7150 TAMPA AVENUE RESEDA, CA 91335	NONE 501(C) (3)	GENERAL SUPPORT	5,000.
LOS ANGELES MISSION 303 EAST 5TH STREET LOS ANGELES, CA 90013	NONE 501(C) (3)	GENERAL SUPPORT	5,000.
LOS ANGELES REGIONAL FOODBANK 1734 EAST 41ST STREET LOS ANGELES, CA 90058-1502	NONE 501(C) (3)	GENERAL OPERATIONS AND SUPPORT	75,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MEALS ON WHEELS OF WEST LOS ANGELES 900 HILGARD AVENUE LOS ANGELES, CA 90024	NONE 501(C)(3)		GENERAL SUPPORT	10,000.
MEALS ON WHEELS, DENVER/VOLUNTEERS OF AMERICA 2660 LARIMER STREET DENVER, CO 80205	NONE 501(C)(3)		GENERAL SUPPORT	10,000
MONTFIORE MEDICAL CENTER 111 EAST 210TH STREET BRONX, NY 10467-2490	NONE 501(C)(3)		GENERAL SUPPORT	25,000.
MORNINGSIDE-WESTSIDE BULLETIN 345 WEST 85TH STREET - #31 NEW YORK, NY 10024	NONE 501(C)(3)		GENERAL SUPPORT	10,000
MOUNTAIN RESCUE-ASPEN, INC 630 WEST MAIN STREET ASPEN, CO 81611	NONE 501(C)(3)		GENERAL SUPPORT	500.
MUSIC ASSOCIATES OF ASPEN, INC 2 MUSIC SCHOOL ROAD ASPEN, CO 81611	NONE 501(C)(3)		GENERAL SUPPORT	30,000.

FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
NATIONAL FOUNDATION FOR TEACHING ENTREPRENEURSHIP 120 WALL STREET - 29TH FLOOR NEW YORK, NY 10005	NONE 501(C) (3)	NFTE LOS ANGELES	25,000.
NATURAL RESOURCES DEFENSE COUNCIL 40 WEST 20TH STREET NEW YORK, NY 10011	NONE 501(C) (3)	GENERAL SUPPORT	50,000
NEW YORK HOSPITAL - CENTER FOR SPECIAL STUDIES 525 EAST 68TH STREET NEW YORK, NY 10021	NONE 501(C) (3)	GENERAL SUPPORT	5,000.
OPCC 1453 16TH STREET SANTA MONICA, CA 90404	NONE 501(C) (3)	SUPPORT OF SOJOURN SERVICES FOR BATTERED WOMEN AND THEIR CHILDREN	15,000.
OPERA COLORADO 695 S. COLORADO BOULEVARD, SUITE 20 DENVER, CO 80246	NONE 501(C) (3)	GENERAL SUPPORT	1,000.
PARA LOS NINOS 845 EAST 6TH STREET LOS ANGELES, CA 90021	NONE 501(C) (3)	GENERAL SUPPORT	5,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
PAWS/LA 7315 SANTA MONICA BOULEVARD WEST HOLLYWOOD, CA 90046	NONE 501(C) (3)		GENERAL SUPPORT	2,000.
PHOENIX HOUSE FOUNDATION 11600 ELDRIDGE AVENUE LAKE VIEW TERRACE, CA 91342	NONE 501(C) (3)		GENERAL SUPPORT	5,000.
PITKIN COUNTY LIBRARY (FRIENDS OF THE LIBRARY) 120 NORTH MILL STREET ASPEN, CO 81611	NONE 501(C) (3)		GENERAL SUPPORT	2,000.
PLANNED PARENTHOOD FEDERATION OF AMERICA 434 WEST 33RD STREET NEW YORK, NY 10001	NONE 501(C) (3)		GENERAL SUPPORT	5,000.
PLANNED PARENTHOOD OF THE ROCKY MOUNTAINS 7155 E. 38TH AVENUE DENVER, CO 80207-1630	NONE 501(C) (3)		SUPPORT OF THE GLENWOOD SPRINGS HEALTH CENTER	5,000.
POPULATION CONNECTION 2120 L STREET NW, SUITE 500 WASHINGTON, DC 20037	NONE 501(C) (3)		GENERAL SUPPORT	10,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
RESPONSE HELP FOR BATTERED WOMEN P.O. BOX 1340 ASPEN, CO 81612	NONE 501(C) (3)	GENERAL SUPPORT	10,000.
ROARING FORK PUBLIC RADIO TRANSLATOR, INC. RED BRICK ARTS & RECREATION BUILDING 110 E. HALLAM - #134 ASPEN, CO 81611	NONE 501(C) (3)	GENERAL SUPPORT	2,500.
ROCKY MOUNTAIN PBS - KRMA CHANNEL 6 1089 BARNOCK STREET DENVER, CO 80218	NONE 501(C) (3)	GENERAL SUPPORT	5,000.
ROCKY MOUNTAIN YOUTH CLINICS 1766 HIGH STREET, #1 DENVER, CO 80218	NONE 501(C) (4)	MEDICAL HOME FOR SPECIAL NEEDS CHILDREN PROGRAM	5,000.
ROJARY COMMUNITY FOUNDATION OF LANDER 185 SOUTH 5TH STREET LANDER, WY 82520	NONE 501(C) (3)	GENERAL SUPPORT	7,500.
SAFEHOUSE DENVER 1649 DOWNING STREET DENVER, CO 80218	NONE 501(C) (3)	GENERAL SUPPORT	15,000.

FORM 990BFL, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SAFEHOUSE PROGRESSIVE ALLIANCE FOR NONVIOLENCE 835 NORTH STREET BOULDER, CO 80304	NONE 501(C) (3)	GENERAL SUPPORT	5,000.
SALVATION ARMY (THE) SOUTHERN CALIFORNIA DIVISIONAL HEADQUARTERS 900 W. JAMES M. WOOD BLVD, PO BOX 15899 DEL VALLE LOS ANGELES, CA 90015-0899	NONE 501(C) (3)	IN SUPPORT OF THE SOUTH LOS ANGELES YOUTH CENTER AFTERSCHOOL PROGRAMMING	10,000.
SENIOR GLEANERS 1951 BELL AVENUE SACRAMENTO, CA 95838	NONE 501(C) (3)	GENERAL SUPPORT	25,000.
SENIORS INC 5840 EAST EVANS AVENUE DENVER, CO 80222	NONE 501(C) (3)	SUPPORT OF GENERAL OPERATIONS	5,000.
THE SMILE TRAIN 41 MADISON AVENUE, 28TH FLOOR NEW YORK, NY 10010	NONE 501(C) (3)	GENERAL SUPPORT	10,000
SOUTHERN POVERTY LAW CENTER, INC. 400 WASHINGTON AVENUE MONTGOMERY, AL 36104	NONE 501(C) (3)	GENERAL SUPPORT	40,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ST CECLIA CONVENT 1 WILUS WAY ISELIN, NJ 08830	NONE 501(C)(3)		GENERAL SUPPORT	5,000
ST JUDE CHILDREN'S RESEARCH HOSPITAL 501 ST JUDE PLACE MEMPHIS, TN 38105	NONE 501(C)(3)		GENERAL SUPPORT	5,000.
STANFORD UNIVERSITY 380 PANAMA MALL, Terman Engineering Center Room 411 STANFORD, CA 94305-4026	NONE 501(C)(3)		SUPPORT OF PROGRAM DEVELOPMENT AND RESEARCH ON ENTREPRENEURSHIP IN HEALTH AND ENERGY	55,000.
SUSAN G. KOMEN RACE FOR THE CURE HEADQUARTERS 5005 LBJ FREEMAN SUITE 250 DALLAS, TX 75244	NONE 501(C)(3)		GENERAL SUPPORT	10,000
TEACH FOR AMERICA INC. 315 W 36TH STREET, 6TH FLOOR NEW YORK, NY 10018	NONE 501(C)(3)		GENERAL OPERATIONS SUPPORT	10,000.
TEMPLE EMANUEL 8844 BURTON WAY BEVERLY HILLS, CA 90211	NONE 501(C)(3)		GENERAL SUPPORT	20,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
TRINITY SCHOOL 4301 NORTHSIDE DRIVE, NW ATLANTA, GA 30327	NONE 501(C) (3)	GENERAL SUPPORT	5,000.
UNION SETTLEMENT ASSOCIATION 237 EAST 104TH STREET NEW YORK, NY 10029	NONE 501(C) (3)	GENERAL SUPPORT	7,500.
UNITED JEWISH FUND OF GREATER LOS ANGELES 5700 WILSHIRE BOULEVARD - SUITE 2815 LOS ANGELES, CA 90036	NONE 501(C) (3)	GENERAL SUPPORT	250,000.
UNIVERSITY OF CALIFORNIA, LOS ANGELES ANDERSON SCHOOL 110 WESTWOOD PLAZA/SUITE C3205 BOX 951481 LOS ANGELES, CA 90095-1481	NONE 501(C) (3)	ENTREPRENEURSHIP BOOTCAMP FOR VETERANS, & SUPPORT OF TWO FELLOWSHIPS	56,950.
UNIVERSITY OF COLORADO/COLLEGE OF BUSINESS UCB 419 BOULDER, CO 80309	NONE 501(C) (3)	SUSTAINABLE VENTURING INITIATIVE	10,000.
UNIVERSITY OF COLORADO AT BOULDER/IECE UNIVERSITY OF COLORADO FOUNDATION 4740 WALNUT STREET BOULDER, CO 80301	NONE 501(C) (3)	PUBLIC INTEREST INTERNSHIP EXPERIENCE PROGRAM & GUARDIAN SCHOLARS PROGRAM	20,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
UNIVERSITY OF COLORADO AT DENVER / HEALTH SCIENCES CENTER FOR BIOETHICS AND HUMANITIES 4200 EAST NINTH AVENUE, B137 DENVER, CO 80262	NONE 501(C) (3)	CENTER FOR BIOETHICS AND HUMANITIES	75,000
UNIVERSITY OF COLORADO / HERBST PROGRAM OF HUMANITIES 2501 COLORADO AVENUE BOULDER, CO 80302	NONE 501(C) (3)	HERBST PROGRAM OF HUMANITIES	100,000.
URBAN PEAK 730 21ST STREET DENVER, CO 80205	NONE 501(C) (3)	GENERAL SUPPORT	10,000.
WAKE FOREST UNIVERSITY BARCOCK GRADUATE SCHOOL OF MANAGEMENT BOX 7659 WINSTON-SALEM, NC 27109-7659	NONE 501(C) (3)	SUMMER INTERNSHIPS	16,000.
WINDWARD SCHOOL 11350 PALMS BOULEVARD LOS ANGELES, CA 90066	NONE 501(C) (3)	GENERAL SUPPORT	45,000.
WORKSHOP IN BUSINESS OPPORTUNITIES 55 EXCHANGE PLACE NEW YORK, NY 10005	NONE 501(C) (3)	GENERAL SUPPORT	35,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
WRIGHT INSTITUTE LOS ANGELES 9911 WEST PICO BOULEVARD - SUITE 720 LOS ANGELES, CA 90035-2720	NONE 501(C)(3)	GENERAL OPERATIONS	95,000.
YMCA OF METROPOLITAN LOS ANGELES 625 SOUTH NEW HAMPSHIRE AVENUE LOS ANGELES, CA 90005-1371	NONE 501(C)(3)	KIDS TO CAMP	5,000
CARNEGIE HALL SOCIETY, INC. 881 SEVENTH AVENUE NEW YORK, NY 10019	NONE 501(C)(3)	GENERAL SUPPORT	3,000
COMMUNITY PARTNERS / FBO THE LOTUS PROJECT 1000 NORTH ALAMEDA STREET, SUITE 240 LOS ANGELES, CA 90012	NONE 501(C)(3)	GENERAL SUPPORT	5,000.
JEWISH FAMILY SERVICE OF LOS ANGELES 6505 WILSHIRE BOULEVARD, SUITE 500 LOS ANGELES, CA 90048	NONE 501(C)(3)	GENERAL SUPPORT	10,000
GRANDPARENTS AS PARENTS, INC. 22048 SHERMAN WAY, SUITE 217 CANOGA PARK, CA 91303	NONE 501(C)(3)	GENERAL SUPPORT	10,000.

FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SHARRE ZEDEK MEDICAL CENTER PO BOX 3235 91031 JERUSALEM ISRAEL	NONE 501(C) (3)	GENERAL SUPPORT	5,000.
SISTERS OF CHARITY PO BOX 476 CONVENT STATION, NJ 07960	NONE 501(C) (3)	GENERAL SUPPORT	5,000.
SWALLOW HILL MUSIC ASSOCIATION 71 E YALE AVENUE DENVER, CO 80210	NONE 501(C) (3)	GENERAL SUPPORT	1,000.
VISITING NURSE ASSOCIATION AND HOSPICE OF SOUTHERN CALIFORNIA 150 WEST FIRST STREET SUITE 270 CLAREMONT, CA 91711	NONE 501(C) (3)	TAKE THE AFTERNOON OFF PROGRAM	15,000.
1736 FAMILY CRISIS CENTER 2116 ARLINGTON AVENUE SUITE 200 LOS ANGELES, CA 90018	NONE 501(C) (3)	GENERAL SUPPORT	10,000
CASA OF JEFFERSON & GILPIN COUNTIES 100 JEFFERSON COUNTY PARKWAY #2040 GOLDEN, CO 80401	NONE 501(C) (3)	GENERAL SUPPORT	5,000.

FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
UCLA FOUNDATION 10920 WILSHIRE BOULEVARD, SUITE 900 LOS ANGELES, CA 90024	NONE 501(C) (3)		CAMPAIGN FOR CHAMPIONS, DEPARTMENT OF UROLOGY AND WILSON STUDENT FELLOWSHIP	26,000.
ARVADA JUNIOR BASEBALL ASSOCIATION 10415 WEST 64TH PLACE ARVADA, CO 80004	NONE 501(C) (3)		GENERAL SUPPORT	1,000.
SANDY BAY LIGHTHOUSE MINISTRIES 9997 ARCOLA COURT STILLWATER, MN 55082	NONE 501(C) (3)		GENERAL SUPPORT	7,500.
JOHNSON & WALES UNIVERSITY 7150 MONTVIEW BLVD DENVER, CO 80220	NONE 501(C) (3)		BAKING ARTS FELLOWSHIP SUPPORT	7,500.
BEYOND SHELTER 1200 WILSHIRE BLVD, STE 600 LOS ANGELES, CA 90017	NONE 501(C) (3)		GENERAL SUPPORT	10,000.
FULFILLMENT FUND 6100 WILSHIRE BLVD, STE 600 LOS ANGELES, CA 90048	NONE 501(C) (3)		GENERAL SUPPORT	1,500.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ANGELES CHORALE 20929 VENTURE BLVD, STE 47 WOODLAND HILLS, CA 91364	NONE 501(C) (3)		GENERAL SUPPORT	5,000.
HARVARD-WESTLAKE SCHOOL 3700 COLDWATER CANYON NORTH HOLLYWOOD, CA 91604	NONE 501(C) (3)		GENERAL SUPPORT	5,000
FRIENDS OF GOLF 1880 CENTURY PARK STE 1600 LOS ANGELES, CA 90067	NONE 501(C) (3)		GENERAL SUPPORT	5,000.
CITY HARVEST, INC. 159 WEST 25TH STREET, 10TH FLOOR NEW YORK, NY 10001	NONE 501(C) (3)		GENERAL SUPPORT	20,000.
FRIENDS OF CHILDREN 2950 TENNYSON STREET DENVER, CO 80212	NONE 501(C) (3)		GENERAL SUPPORT	15,000.
AMERICAN CORPORATION FOR THE ARTS 6233 HOLLYWOOD BLVD HOLLYWOOD, CA 90028	NONE 501(C) (3)		GENERAL SUPPORT	3,520

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
TEMPLE BETH HILLEL 12326 RIVERSIDE DRIVE VALLEY VILLAGE, CA 91607	NONE 501(C)(3)	GENERAL SUPPORT	30,000.
EDUCATIONAL FOUNDATION OF THE CO SOCIETY OF CPAS 7979 EAST TUFTS AVENUE, SUITE 500 DENVER, CO 80237	NONE 501(C)(3)	GENERAL SUPPORT	1,000.
SABAN FREE CLINIC 8405 BEVERLY BOULEVARD LOS ANGELES, CA 90048	NONE 501(C)(3)	GENERAL SUPPORT	10,000.
LINCOLN CENTER FOR THE PERFORMING ARTS 70 LINCOLN CENTER PLAZA, 9TH FLOOR NEW YORK, NY 10023	NONE 501(C)(3)	GENERAL SUPPORT	3,000.
UNIVERSITY OF CALIFORNIA, LOS ANGELES (UCLA) UCLA SCHOOL OF MEDICINE CENTER FOR THE HEALTH SCI 100 STEIN PLAZA LOS ANGELES, CA 90095	NONE 501(C)(3)	GENERAL SUPPORT	250,000
TOTAL CONTRIBUTIONS PAID			2,883,310

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

ATTACHMENT 17

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
UNIVERSITY OF COLORADO AT BOULDER 4740 WALNUT STREET BOULDER, CO 80301	NONE	501(C) (3)	PUBLIC INTEREST INTERNSHIP PROGRAM & GUARDIAN SCHOLARS PROGRAM	10,000.
UNIVERSITY OF COLORADO AT DENVER 1200 LARIMER STREET DENVER, CO 80204	NONE	501(C) (3)	CENTER FOR BIOETHICS AND HUMANITIES	72,500.
WORKSHOP IN BUSINESS OPPORTUNITIES 55 EXCHANGE PLACE NEW YORK, NY 10005	NONE	501(C) (3)	GENERAL SUPPORT	30,000.
CENTER THEATRE GROUP LOS ANGELES 601 W TEMPLE STREET LOS ANGELES, CA 90012	501(C) (3)		GENERAL SUPPORT	5,740.
TOTAL CONTRIBUTIONS APPROVED				118,240.

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

► **Attach to Form 1041, Form 5227, or Form 990-T. See the Instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).**

OMB No 1545-0092

2010

Name of estate or trust

Employer identification number

THE LOUIS AND HAROLD PRICE FOUNDATION

13-6121358

Note: Form 5227 filers need to complete **only** Parts I and II

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2009 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ►	5	

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	1,962,929.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2009 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ►	12	1,962,929.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041

Schedule D (Form 1041) 2010

Part III Summary of Parts I and II Caution: Read the instructions before completing this part.		(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
13	Net short-term gain or (loss)	13		
14	Net long-term gain or (loss):			
a	Total for year	14a		1,962,929.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a	15		1,962,929.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation	
16	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of a The loss on line 15, column (3) or b \$3,000

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** on page 7 of the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates	
Form 1041 filers Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero. Caution: Skip this part and complete the worksheet on page 8 of the instructions if • Either line 14b, col (2) or line 14c, col (2) is more than zero, or • Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.	
Form 990-T trusts. Complete this part only if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col (2) or line 14c, col (2) is more than zero.	

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17	
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero	18	
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19	
20	Add lines 18 and 19	20	
21	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0-	21	
22	Subtract line 21 from line 20. If zero or less, enter -0-	22	
23	Subtract line 22 from line 17. If zero or less, enter -0-	23	
24	Enter the smaller of the amount on line 17 or \$2,300	24	
25	Is the amount on line 23 equal to or more than the amount on line 24? ☐ Yes. Skip lines 25 and 26, go to line 27 and check the "No" box ☐ No. Enter the amount from line 23	25	
26	Subtract line 25 from line 24	26	
27	Are the amounts on lines 22 and 26 the same? ☐ Yes. Skip lines 27 thru 30, go to line 31 ☐ No. Enter the smaller of line 17 or line 22	27	
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28	
29	Subtract line 28 from line 27	29	
30	Multiply line 29 by 15% (15)	30	
31	Figure the tax on the amount on line 23. Use the 2010 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31	
32	Add lines 30 and 31	32	
33	Figure the tax on the amount on line 17. Use the 2010 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33	
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34	

Schedule D (Form 1041) 2010

Name of estate or trust as shown on Form 1041. Do not enter name and employer identification number if shown on the other side.

Employer identification number

THE LOUIS AND HAROLD PRICE FOUNDATION

13-6121358

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh. 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a					
AIG INTERNATIONAL K-1					34,690.
COMMONFUND INTL PRIVATE EQUITY K-1					45.
COMMONFUND INTL EQUITY K-1					145,432.
COMMONFUND NATURAL RESOURCES VII K-1					-6,104.
COMMONFUND NATURAL RESOURCES VIII K-1					2,218.
COMMONFUND PRIVATE EQUITY K-1					-314.
DIMENSIONAL EMERGING MARKETS K-1					79,990.
LEGG MASON/GRAY SEIFERT			4,156,686.	3,407,247.	749,439.
SAMSON			11,550,959.	11,400,990.	149,969.
SANDERSON INTL VALUE FUND					37,705.
VANGUARD INDEX TOTAL STOCK MARKET			1,500,000.	1,481,384.	18,616.
SSGA LITIGATION SETTLEMENT			273,824.	0.	273,824.
ELLIOT INTERNATIONAL LIMITED - CLASS A	12/31/2005	01/04/2010	1,000,000.	522,581.	477,419.
6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b					1,962,929.

FEDERAL FOOTNOTES

THE RETURN IS BEING AMENDED TO INCLUDE THE CAPITAL GAIN OF \$477,419 FROM THE SALE OF ELLIOT INTERNATIONAL LIMITED - CLASS A STOCK THAT WAS OMITTED FROM THE PREVIOUSLY FILED RETURN. THE RETURN IS ALSO BEING AMENDED TO RECLASS \$17,500 OF SELLING EXPENSES THAT WERE ORIGINALLY REPORTED AS OTHER PROFESSIONAL FEES TO REDUCE THE PROCEEDS RECEIVED.

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

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for Charities & Nonprofits.

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.

Type or print File by the due date for filing your return. See instructions	Name of exempt organization	Employer identification number
	THE LOUIS AND HAROLD PRICE FOUNDATION	13-6121358
	Number, street, and room or suite no. If a P.O. box, see instructions.	
	1371 HECLA DRIVE	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	LOUISVILLE, CO 80027	

Enter the Return code for the return that this application is for (file a separate application for each return)

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

• The books are in the care of ► THE FOUNDATION

Telephone No ► 303 665-9201

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.

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15, 2011, to file the exempt organization return for the organization named above. The extension is for the organization's return for.
- ☒ X calendar year 2010 or
- ☐ tax year beginning , 20 , and ending , 20 .

- 2 If the tax year entered in line 1 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 \$	0.
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.	3b \$	55,850.
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, 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-EQ and Form 8879-EQ for payment instructions.

For Paperwork Reduction Act Notice, see Instructions.

Form 8868 (Rev. 1-2011)

- 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)	Name of exempt organization		Employer identification number
	THE LOUIS AND HAROLD PRICE FOUNDATION		13-6121358
	Number, street, and room or suite no. If a P.O. box, see instructions		
	1371 HECLA DRIVE		
City, town or post office, state, and ZIP code. For a foreign address, see instructions			
LOUISVILLE, CO 80027			

Enter the Return code for the return that this application is for (file a separate application for each return)

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

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

- The books are in the care of ☐ THE FOUNDATION
Telephone No. ☐ 303 665-9201 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.

I request an additional 3-month extension of time until 11/15, 2011.
For calendar year 2010, or other tax year beginning _____, 20____, and ending _____, 20____.

6 If the tax year entered in line 5 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 ADDITIONAL TIME IS NECESSARY TO GATHER INFORMATION IN ORDER 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 \$	0.
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 \$	55,850.
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, 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 William A. Roney Title CPA Date 8/12/11
Form 8868 (Rev. 1-2011)