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

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

2010For calendar year 2010, or tax year beginning **July 1**, 2010, and ending **June 30**, 20 **11**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 SIRIUS FUND		A Employer identification number 36-3712587
Number and street (or P O box number if mail is not delivered to street address) 225 W. WASHINGTON	Room/suite 1650	B Telephone number (see page 10 of the instructions) 312-443-5240
City or town, state, and ZIP code CHICAGO, IL 60606		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 13,993,504	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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)
Revenue				
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	279755	279755		
5a Gross rents	-332	-332		
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10				
b Gross sales price for all assets on line 6a				
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) (attach schedule)				
11 Other income (attach schedule)	-23621	-23621		
12 Total. Add lines 1 through 11	255802	255802		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.				
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule)				
17 Interest	894	894		894
18 Taxes (attach schedule) (see page 14 of the instructions)	8667	8667		473
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	22641	22641		22641
24 Total operating and administrative expenses. Add lines 13 through 23	32202	32202		24008
25 Contributions, gifts, grants paid	787885			787885
26 Total expenses and disbursements. Add lines 24 and 25	820087	32202		811893
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-564285			
b Net investment income (if negative, enter -0-)		223600		
c Adjusted net income (if negative, enter -0-)				

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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			1971658	941549	941549
	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 (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					
	10a Investments—U.S. and state government obligations (attach schedule)					
	b Investments—corporate stock (attach schedule)			3734567	3734567	7312147
	c Investments—corporate bonds (attach schedule)					
	11 Investments—land, buildings, and equipment: basis ▶ Less: accumulated depreciation (attach schedule) ▶					
	12 Investments—mortgage loans					
	13 Investments—other (attach schedule)			6033265	6296621	6202846
	14 Land, buildings, and equipment: basis ▶ Less: accumulated depreciation (attach schedule) ▶					
	15 Other assets (describe ▶)					
	16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)			11739490	10972737	14456542
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 (attach schedule)					
	22 Other liabilities (describe ▶)					
	23 Total liabilities (add lines 17 through 22)					
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> 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 ▶ <input type="checkbox"/> and complete lines 27 through 31.					
	27 Capital stock, trust principal, or current funds					
	28 Paid-in or capital surplus, or land, bldg., and equipment fund					
	29 Retained earnings, accumulated income, endowment, or other funds					
	30 Total net assets or fund balances (see page 17 of the instructions)			11739490	10972737	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)					

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	11739490
2 Enter amount from Part I, line 27a	2	-564285
3 Other increases not included in line 2 (itemize) ▶ unrealized p-ship income	3	176740
4 Add lines 1, 2, and 3	4	11351945
5 Decreases not included in line 2 (itemize) ▶ capital losses	5	379208
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	10972737

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	SEC 1231 LOSSES FROM P-SHIPS	P		
b	SEC 1256 GAINS FROM P-SHIPS	P		
c	LONG TERM LOSSES FROM P-SHIPS	P		
d	SHORT TERM GAINS FROM P-SHIPS	P		
e	SHORT TERM GAINS FROM BOND FUNDS	P		

(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		5100	-5100
b 22834			22834
c		452648	-452648
d 27760			27760
e 27946			27946

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			

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	-379208
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	763813	13271784	.0575
2008	717775	12041848	.0596
2007	876328	15053270	.0582
2006	676209	15263082	.0443
2005	857082	13981762	.0613

2	Total of line 1, column (d)	2	.2809
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	.0561
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	13783601
5	Multiply line 4 by line 3	5	773260
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2236
7	Add lines 5 and 6	7	775496
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	811893

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 <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	2236	
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	2236	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	2236	
6	Credits/Payments:			
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	4800	
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	4800	
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2564	
11	Enter the amount of line 10 to be: Credited to 2011 estimated tax 2564 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?		✓
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)? <i>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.</i>		✓
c Did the foundation file Form 1120-POL for this year?		✓
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? <i>If "Yes," attach a detailed description of the activities.</i>		✓
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? <i>If "Yes," attach a conformed copy of the changes</i>		✓
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		✓
b If "Yes," has it filed a tax return on Form 990-T for this year?		✓
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		✓
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	✓	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	✓	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ► ILLINOIS		
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? <i>If "No," attach explanation</i>	✓	
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)? <i>If "Yes," complete Part XIV</i>		✓
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		✓

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)	11		✓
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	✓	
Website address ▶				
14	The books are in care of ▶ PETER FOREMAN	Telephone no. ▶	312-443-5240	
	Located at ▶ 225 W. WASHINGTON, SUITE 1650, CHICAGO, IL	ZIP+4 ▶	60606	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here. ▶ <input type="checkbox"/>			
	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?	16	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 ▶			✓

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	1b	
	Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>		
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?	1c	✓
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? <input type="checkbox"/> Yes <input type="checkbox"/> No		
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
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.)	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. ▶ 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 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.)	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	✓
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b	✓

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**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**

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****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
PETER FOREMAN, 225 W. WASHINGTON, CHICAGO, IL	PRES. AS NEEDED	-0-		
VIRGINIA FOREMAN, 225 W. WASHINGTON, CHICAGO, IL				
RHONDA KEYSOR	VP, AS NEEDED	-0-		
225 W. WASHINGTON, CHICAGO, IL				
CHRIS FOREMAN	DIRECTOR, AS NEEDED	-0-		
365 KALMIA, BOULDER, CO 80304				
JEFFREY FOREMAN	DIRECTOR, AS NEEDED	-0-		
1253 LINDEN, HIGHLAND PARK, IL				

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 ☐

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
"NONE"		
Total number of others receiving over \$50,000 for professional services		

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 "NONE"	
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	
Total. Add lines 1 through 3	

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	7204932
b	Average of monthly cash balances	1b	1335144
c	Fair market value of all other assets (see page 25 of the instructions)	1c	5453429
d	Total (add lines 1a, b, and c)	1d	13993504
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	
3	Subtract line 2 from line 1d	3	13993504
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	209903
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	13783601
6	Minimum investment return. Enter 5% of line 5	6	689180

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	689180
2a	Tax on investment income for 2010 from Part VI, line 5	2a	2236
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2236
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	686944
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	686944
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	686944

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	811893
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	811893
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	2236
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	809657

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				686944
2 Undistributed income, if any, as of the end of 2010:				
a Enter amount for 2009 only			NONE	
b Total for prior years: 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2010:				
a From 2005				0
b From 2006				171507
c From 2007				133739
d From 2008				125565
e From 2009				116912
f Total of lines 3a through e	547723			
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$ 811893				
a Applied to 2009, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		NONE		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)	NONE			
d Applied to 2010 distributable amount				NONE
e Remaining amount distributed out of corpus	124949			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	672672			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions		NONE		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions			NONE	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				NONE
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)	NONE			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	0			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	672672			
10 Analysis of line 9:				
a Excess from 2006				171507
b Excess from 2007				133739
c Excess from 2008				125565
d Excess from 2009				116912
e Excess from 2010				124949

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1a 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 **N/A**

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	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. 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 $\frac{2}{3}$ 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).)

PETER FOREMAN, CHRISTOPHER FOREMAN

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

NONE**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ☐ if the 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:

PETER FOREMAN, 225 W. WASHINGTON, SUITE 1650, CHICAGO, IL 60606 312-443-5240

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

THERE IS NO STANDARD FORM. A LETTER REQUESTING A CONTRIBUTION IS SUFFICIENT.

- c** Any submission deadlines:

NONE

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

ORGANIZATIONS MUST BE EDUCATIONAL, RELIGIOUS OR CHARITABLE AS DEFINED UNDER IRC SEC. 170 (C)

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 <i>Paid during the year</i>				
EACH OF THE CONTRIBUTIONS LISTED ON THE	NONE	501(C)3		787885.
Total			3a	
b <i>Approved for future payment</i>				
Total			3b	

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					
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					
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)					
13	Total. Add line 12, columns (b), (d), and (e)					

(See worksheet in line 13 instructions on page 29 to verify calculations.)

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

[illegible]

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

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

Signature of officer or trustee

Date _____

Title

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature _____

Date

Check ☒ if self-employed

PTIN

P00627909

Firm's name ► JAN C. GRANT

Firm's EIN ▶

Firm's address ► 332 SKOKIE VALLEY ROAD, HIGHLAND PARK, IL 60035

Phone no

847-831-1133

Sirius Fund
36-3712587
Year Ended: 06/30/10

Part 1, Line 11
From Partnerships -23621

Part I, Line 18
Taxes:
Net Federal Taxes 8194
Foreign Taxes Paid 473
Total 8667

Part I, Line 23
From Partnerships 22088
Misc. Expenses 553
Total 22641

	beg	end	fmv
Part II, Line 10b			
Duke	159948	159948	282450
BP Amoco	234376	234376	221450
Encore	181125	181125	768000
Firekeepers	445000	445000	577500
JP Morgan	2040833	2040833	1849628
McKesson	334492	334492	2307067
Old Republic	63908	63908	203628
Spectra Energy	115302	115302	205575
Unifirst	159583	159583	896849
Total	3734567	3734567	7312147

	beg	end	fmv	UBTI
Part II, Line 13				
Aragorn	303134	282823	282823	0
Bellman Walter Global	20766	20778	20778	
Doubleline Bond Fund	253575	520332	519399.6	
Glazer Offshore Fund		500000	522260	
Hesperus	302172	302172		596
JDI Loans IV	184009	177753	966	0
JDI Loans V	22624	26955		0
Mason Offshore Capital	430459	430459	976480	
Meditor Eur. Hedge Fund	1367561	1367561	1190289	
Performance Trust	267580	332911	345963	0
Proycon Partners	1873746	2084877	2125684	4035
Pulsar Fund Class E	250000	250000	218203	
TCW Total Return	257639	0	0	
TFP Overseas Fund	500000	0	0	
Total	6033265	6296621	6202846	

CHARITABLE CONTRIBUTIONS

7/1/2010 - 6/30/2011

DATE	ORGANIZATION	ADDRESS	AMOUNT
12/27/2010	Academy of Our Lady	510 Grand Avenue, Waukegan, IL 60085	1,000 00
6/21/11	African Wildlife Foundation	1400 16th St , N W St 120 Washington DC 20036	1,000 00
various	American Friends Israel Museum	500 Fifth Ave , Ste 2540, New York, NY 10110	3,000 00
10/1/2010	América Jewish Committee	165 E 56th Street, New York, NY 10022	1,000 00
12/14/2010	Anti-Defamation League	309 W Washington, Suite 750, Chicago, IL 60606	1,000 00
various	Art Institute of Chicago	111 S Michigan, Chicago, IL 60603-6110	55,200 00
7/22/2010	Avow Hospice	1095 Whippoorwill Lane Naples, FL 34105	25 00
1/20/2011	BCCA Scholarsip	8700 Bay Colony Drive Naples, FL 34108	100 00
9/21/2010	Beginning with Children	900 Third Ave Suite 1801, New York, NY 10022	2,500 00
12/14/2010	Blaine County Recreation District-Galena	P O Box 3631, Ketchum, ID 83340	1,000 00
10/29/2010	Boise State Radio	1910 University Dr , Boise, ID 83725	500 00
3/16/2011	Casino Endowment Fund	195 E Delaware Place, Chicago, IL 60611	100 00
various	Chicago Botanic Garden	1000 Lake Cook Rd , Glencoe, IL 60022	31,150 00
12/14/2010	Chicago Cares	300 W Adams Suite 300 Chicago, IL 60606	500 00
12/14/2010	Chicago Child Care Society	5467 S University Ave Chicago, IL 60615	200 00
12/14/2010	Chicago History Museum	Clark St at North Ave , Chicago, IL 60614	100 00
5/11/2011	Chicago Horticultural Society Women's Bd	1000 Lake Cook Rd , Glencoe, IL 60022	500 00
10/29/2010	Chicago Public Radio	848 E Grand Ave Chicago, IL 60611	1,000 00
5/5/2011	Chicago Symphony Orchestra	220 S Michigan Ave , Chicago, IL 60604	10,000 00
10/7/2010	Children's Memorial Foundation	2300 Children's Plaza, Chicago, IL 60614	25 00
various	Community Library	P O Box 2168, Ketchum, ID 83340	1,000 00
6/14/2011	Company of Fools	P O Box 329 Hailey, ID 83333	2,500 00
5/19/2011	Cystic Fibrosis Fdn	150 N Michigan Chicago, IL 60601	6,000 00
5/18/2011	Deborah's Place	2822 W Jackson , Chicago, IL 60612	100 00
12/14/2010	Dysautonomia Fdn	1428 Sheridan Rd , Highland Park, IL 60035	200 00
6/3/2011	E Wynn and Family Foundaiton	3131 Las Vegas Blvd South, Las Vegas, NV 89109	41,000 00
6/27/2011	Emory University	1762 Clifton Rd Plaza 1000, Atlanta, GA 30322	500 00
3/16/2011	Erasing the Distance	5223 N Winthrop # 6, Chicago, IL 60640	5,000 00
5/23/2011	Evans Scholars	1 Briar Road, Golf, IL 60029	25 00
9/21/2010	Everglades Foundation	18001 Old Cutler Rd Ste 625 Palmetto Bay, FL 33157	1,000 00
5/5/2011	Family Service of South Lake County	777 Central Ave , Highland Park, IL 60035	200 00
12/14/2010	Field Museum	Roosevelt Rd at Lake Shore, Chicago, IL 60605	10,000 00
various	Field Museum Women's Board	Roosevelt Rd at Lake Shore, Chicago, IL 60605	2,340 00
5/19/2011	500 Clown	1641 W Carmen Ave , Chicago, IL 60648	5,000 00
9/27/2010	Foothill Elementary PTO	1001 Hawthorne Ave , Boulder, CO 80304	2,000 00
various	Foundation Fighting Blindness	610 N Milwaukee, Libertyville, IL 60048	1,050 00
12/14/2010	Friends of the Chicago River	407 S Dearborn, # 1580, Chicago, IL 60605	250 00
various	Fdn For Hearing & Speech Rehab	4541 N Ravenswood, Chicago, IL 60640	150 00
9/14/2010	Fulcrumpoint New Music Project	359 W Belden Chicago, IL 60614	200 00
2/3/2011	Girl Scouts Gift of Caring	20 S Clark, Chicago, IL 60603	40 00
various	Grant Park Music Festival	205 E Randolph Drive Chicago, IL 60601	1,250 00
1/20/2011	Highland Park Aquatics Club	433 Vine Ave , Highland Park, IL 60035	25 00
various	Highland Park Community Foundation	P O Box 398, Highland Park, IL 60035	1,025 00
10/29/2010	H O M E	5414B W Roosevelt Rd , Chicago, IL 60644-1483	100 00
6/14/2011	Hospice & Palliative Care	P O Box 4320, Ketchum, ID 83340	100 00
various	Jewish United Fund	1 S Franklin St , Chicago, IL 60602-4694	5,025 00
various	John Shedd Aquarium	1200 S Lake Shore Dr , Chicago, IL 60605	6,200 00
6/3/2011	Juvenile Diabetes Research Foundation	3525 Piedmont Rd, NE Atlanta, GA 30305	25 00
5/5/2011	Kenosha Community Foundation	600 52nd Street, Kenosah, WI 53140	50 00
7/8/2010	Latin School	59 W North Blvd , Chicago, IL 60610-1492	50,000 00
10/29/2010	Lewa Wildlife Conservancy	P O Box 7943 Woodbridge, VA 22195	500 00
4/21/2011	Lincoln Park Conservancy	2000 N Racine Ave Suite 2080 Chicago, IL 60614	250 00
various	Lincoln Park Zoo Society	2001 N Clark, Chicago, IL 60614	51,000 00
12/29/2010	Living with Wolves	P o Box 890, Sun Valley, ID 83353	25 00
12/14/2010	Lupus Foundation	2000 L Street, N W , Washington DC 20036	1,000 00
various	Marine Biology Laboratory	7 MBL Street Woods Hole, MA 02543	2,600 00
various	Max McGraw Wildlife Fdn	P O Box 9, Dundee, IL 60614	8,000 00
various	Merit Music Program	Dearborn Station, 47 Polk St , Chicago, IL 60605	10,000 00
12/14/2010	Metropolitan Family Services	One N Dearborn, Ste 1000, Chicago, IL 60602	250 00
12/14/2010	Millenium Park	455 N Cityfront Plaza, Ste 1400, Chicago, IL 60611	10,000 00
2/24/2011	Naples Botanical Garden	4820 Bayshore Dr Naples, FL 34112-7337	500 00
various	National Forest Foundation	Fort Missoula Rd Blding 27 Missoula, MT 59804	45,000 00
12/14/2010	Nature Conservancy-Idaho	116 1st Avenue North, Hailey, ID 83333	5,000 00
12/14/2010	Nature Conservancy-Illinois	8 S Michigan, Suite 900, Chicago, IL 60603	1,000 00
12/14/2010	Nature Conservancy-National	4245 N Fairfax, Arlington, VA 22203	1,000 00
12/14/2010	Nature Conservancy-Silver Creek	P O Box 624, Pícabo, ID 83355	1,000 00
various	North Lawndale College Prep	1615 S Christiana Ave Chicago, IL 60623	600 00
12/14/2010	Noble Network of Charter Schools	1010 N Noble St , Chicago, IL 60642	1,000 00
10/29/2010	North Shore Country Day School	310 Green Bay Rd , Winnetka, IL 60093	2,500 00
10/19/2010	Northern Illinois Food Bank	600 Industrial Dr St Charles, IL 60174	500 00
12/14/2010	Northwestern Memorial Hospital-Women's	750 N Lake Shore Drive, Chicago, IL 60611	5,000 00
4/4/2011	One Step at a Time	500 N Michigan, #300, Chicago, IL 60611	100 00
12/14/2010	Openlands Project	25 E Washington, Suite#1650, Chicago, IL 60602	200 00
12/14/2010	Over the Rainbow Assn	2040 Brown Avenue, Evanston, IL 60201	1,000 00
various	PADS Crisis Services Inc	3001 Green Bay Rd #5, North Chicago, IL 60064	37,500 00
11/30/2010	PAWS	1110 W 35th Street, Chicago, IL 60609	50 00
various	Philharmonic Center for the Arts	5833 Pelican Bay Blvd , Naples, FL 34108	1,700 00
2/24/2011	Presbyterian Church of the Big Wood	P O Box 660, Ketchum, ID 83340	25 00
various	Ravinia Festival	400 Ins Lane, Highland Park, IL 60035	12,215 00
various	Rush-Presbyterian-St Luke's Medical	1700 W Van Buren, Chicago, IL 60612	152,150 00
various	Semester at Sea/Insti For Shipbd Ed	811 William Pitt Union, Pittsburgh, PA 15260	132,000 00
12/14/2010	Smart Museum of Art	5550 S Greenwood Ave , Chicago, IL 60637	500 00
12/14/2010	St Luke's Wood River Foundation	P O Box 7005, Ketchum, ID 83340	10,000 00
12/14/2010	Steppenwolf Theatre	1650 N Halsted St , Chicago, IL 60614	1,000 00
9/21/2010	Sun Valley Center for the Arts	P O Box 656, Sun Valley, ID 83353	500 00
10/29/2010	Sun Valley Ketchum Firemen's Assn	P O Box 966, Ketchum, ID 83340	25 00
6/21/2011	Sun Valley Opera	P O Box 7187, Ketchum, ID 83340	1,000 00
4/25/2011	Sun Valley Summer Symphony	P O Box 1914, Sun Valley, ID 83353	11,000 00
12/14/2010	Thresholds	4101 N Ravenswood Ave , Chicago, IL 60613	100 00
12/14/2010	United Way	560 W Lake St , Chicago, IL 60661-1499	15,000 00
various	U of Chicago Women's Board	6019 S Kimbark Ave , Chicago, IL 60637	2,540 00
12/14/2010	Wood River Land Trust	P O Box 6376, Ketchum, ID 83340	10,000 00
2/14/2011	World Vision	P O Box 9716, Federal Way, WA 98063	300 00
TOTAL			787,885 00