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Form **990-PF**Department of the Treasury  
Internal Revenue Service**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

OMB No 1545-0052

**2010**

For calendar year 2010, or tax year beginning

12/01, 2010, and ending

11/30, 2011

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

PATRICK G. AND SHIRLEY W. RYAN FOUNDATION

36-3305162

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)

150 N MICHIGAN AVENUE, SUITE 2100

(312) 893-6600

City or town, state, and ZIP code

CHICAGO, IL 60601-7559

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) \$ 3,418,698.

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)	809,644.			
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments	2,527.	2,527.	0.	ATCH 1
4 Dividends and interest from securities	133,153.	133,153.	0.	ATCH 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	20,637,059.			
b Gross sales price for all assets on line 6a	20,640,931.			
7 Capital gain net income (from Part IV, line 2)		20,637,059.		
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)				
12 Total. Add lines 1 through 11	21,582,383.	20,772,739.	0.	
13 Compensation of officers, directors, trustees, etc.	0.			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)	5,044.	0.	0.	5,044.
b Accounting fees (attach schedule) ATCH 3	4,600.	2,300.	0.	2,300.
c Other professional fees (attach schedule)				
17 Interest	33,934.			33,934.
18 Taxes (attach schedule) (see page 14 of the instructions) **	208,000.	0.	0.	0.
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) ATCH 5	890.	95.	0.	795.
24 Total operating and administrative expenses				
Add lines 13 through 23	252,468.	2,395.	0.	42,073.
25 Contributions, gifts, grants paid	16,361,934.			16,361,934.
26 Total expenses and disbursements. Add lines 24 and 25	16,614,402.	2,395.	0.	16,404,007.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	4,967,981.			
b Net investment income (if negative, enter -0-)		20,770,344.		
c Adjusted net income (if negative, enter -0-)			0.	

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

JSA \*\* ATCH 4

Form 990-PF (2010)

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PAGE 2

SCANNED APR 26 2012

5

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 . . . . .			
	2	Savings and temporary cash investments . . . . .	140,591.	112,444.	112,444.
	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) . .			
	b	Investments - corporate stock (attach schedule) <b>ATCH 6</b> . . . . .	6,205.	2,333.	3,306,254.
	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) . . . . .			
	14	Land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶) . . . . .				
16	<b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .	146,796.	114,777.	3,418,698.	
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) . . . . .	5,000,000.	0.	<b>ATCH 7</b>
	22	Other liabilities (describe ▶) . . . . .			
23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .	5,000,000.	0.		
Net Assets or Fund Balances	<b>Foundations that follow SFAS 117, check here</b> <input type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>				
	24	Unrestricted . . . . .			
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
	<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.</b> <input checked="" type="checkbox"/>				
	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 . .	-4,853,204.	114,777.	
	30	<b>Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .	-4,853,204.	114,777.	
	31	<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .	146,796.	114,777.	

**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	-4,853,204.
2	Enter amount from Part I, line 27a . . . . .	2	4,967,981.
3	Other increases not included in line 2 (itemize) ▶ <b>ATTACHMENT 8</b> . . . . .	3	29,600.
4	Add lines 1, 2, and 3 . . . . .	4	144,377.
5	Decreases not included in line 2 (itemize) ▶ <b>ATTACHMENT 9</b> . . . . .	5	29,600.
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	114,777.

Form 990-PF (2010)

**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.)
<b>1a</b> SEE PART IV SCHEDULE					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
(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)		
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
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))		
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>2</b> Capital gain net income or (net capital loss)			<b>2</b>	20,637,059.	
<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; padding-left: 5px;">           If gain, also enter in Part I, line 7            If (loss), enter -0- in Part I, line 7         </div> </div>					
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)			<b>3</b>		
<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; padding-left: 5px;">           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         </div> </div>					

**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.

(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	10,053,247.	18,412,175.	0.546011
2008	10,299,127.	24,695,571.	0.417043
2007	14,568,235.	36,063,425.	0.403961
2006	2,093,858.	38,567,664.	0.054291
2005	1,314,615.	34,899,094.	0.037669
<b>2</b> Total of line 1, column (d)			<b>2</b> 1.458975
<b>3</b> 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			<b>3</b> 0.291795
<b>4</b> Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			<b>4</b> 13,562,487.
<b>5</b> Multiply line 4 by line 3			<b>5</b> 3,957,466.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)			<b>6</b> 207,703.
<b>7</b> Add lines 5 and 6			<b>7</b> 4,165,169.
<b>8</b> Enter qualifying distributions from Part XII, line 4			<b>8</b> 16,404,007.

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.

**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 ruling 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	207,703.
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	207,703.
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	207,703.
6 Credits/Payments			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	213,168.	
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	7	213,168.	
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	5,465.	
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?		
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) IL,		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 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

Form 990-PF (2010)

**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		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address <b>N/A</b>				
14	The books are in care of <b>DAWN MOORE</b> Telephone no <b>312-893-6600</b>			
Located at <b>150 NORTH MICHIGAN AVENUE, SUITE 2100, CHICAGO, IL</b> ZIP + 4 <b>60601-7559</b>				
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 <b>15</b>				
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 checked="" type="checkbox"/> Yes <input 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 X
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 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
If "Yes," list the years		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 22 of the instructions)		2b X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 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 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?		4b X

Form 990-PF (2010)

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

- 5 a** 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)? ☐ 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)
- 6 a** 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? ☐ Yes ☒ No  
If "Yes" to 6b, file Form 8870
- 7 a** 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? ☐ Yes ☒ No

5b

6b

7b

X

**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 10		0.	0.	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 ☐ NONE

Form 990-PF (2010)

**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		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	

Form 990-PF (2010)



**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	11,130,465.
b	Average of monthly cash balances	1b	2,638,557.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	0.
d	<b>Total</b> (add lines 1a, b, and c)	1d	13,769,022.
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	13,769,022.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	206,535.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	13,562,487.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	678,124.

**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	678,124.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	207,703.
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	207,703.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	470,421.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	470,421.
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	470,421.

**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	16,404,007.
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	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	16,404,007.
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	207,703.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	16,196,304.

**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 . . . . .				470,421.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only . . . . .			0.	
b Total for prior years 20 08, 20 07, 20 06 . . . . .				
3 Excess distributions carryover, if any, to 2010				
a From 2005 . . . . .				
b From 2006 . . . . .				177,045.
c From 2007 . . . . .				12,774,992.
d From 2008 . . . . .				9,095,978.
e From 2009 . . . . .				9,138,303.
f Total of lines 3a through e . . . . .	31,186,318.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 16,404,007.				
a Applied to 2009, but not more than line 2a . . . . .			0.	
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 . . . . .				470,421.
e Remaining amount distributed out of corpus . . . . .	15,933,586.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a) )				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	47,119,904.			
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 . . . . .			0.	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011 . . . . .				
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 . . . . .	47,119,904.			
10 Analysis of line 9				
a Excess from 2006 . . . . .				177,045.
b Excess from 2007 . . . . .				12,774,992.
c Excess from 2008 . . . . .				9,095,978.
d Excess from 2009 . . . . .				9,138,303.
e Excess from 2010 . . . . .				15,933,586.

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

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 . . . . .

b Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .

Tax year	Prior 3 years			(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007
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) )

ATTACHMENT 11

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
<b>a Paid during the year</b>  ATTACHMENT 12				
<b>Total</b> . . . . .			<b>3a</b>	16,361,934.
<b>b Approved for future payment</b> NONE				0.
<b>Total</b> . . . . .			<b>3b</b>	0.

Form 990-PF (2010)



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

		Yes	No
<b>1</b>	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?		
<b>a</b>	Transfers from the reporting foundation to a noncharitable exempt organization of		
	(1) Cash	1a(1)	X
	(2) Other assets	1a(2)	X
<b>b</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
<b>c</b>	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
<b>d</b>	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

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.

**Sign  
Here**

Signature of officer or trustee: Shirley W Ryan

4-3-12  
Date

President  
Title

**Paid  
Preparer  
Use Only**

Print/Type preparer's name

Kristin Ficker

Kristofcku

201203 Date

2012.03.13  
13:11:25 -07'00'

Check ☐ if self-employed

PTIN

P01254056

Firm's name ► CROWE HORWATH LLP

Firm's address ► 70 WEST MADISON STREET, SUITE 700  
CHICAGO, IL

Firm's EIN ▶ 35-0921680

60602-4903

Phone no 312-899-7000

**Schedule B**(Form 990, 990-EZ,  
or 990-PF)Department of the Treasury  
Internal Revenue Service**Schedule of Contributors**

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

OMB No 1545-0047

**2010**

Name of the organization

PATRICK G. AND SHIRLEY W. RYAN FOUNDATION

Employer identification number

36-3305162

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)( ) (enter number) organization☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

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

**Special Rules**

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ \_\_\_\_\_

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

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

Schedule B (Form 990, 990-EZ, or 990-PF) (2010)

JSA

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PAGE 16

Name of organization PATRICK G. AND SHIRLEY W. RYAN FOUNDATION

Employer identification number

36-3305162

**Part I Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	PATRICK G. AND SHIRLEY W. RYAN 150 N MICHIGAN AVENUE, SUITE 2100 CHICAGO, IL 60601-7559	\$ 800,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
2	RYAN ENTERPRISES GROUP 150 NORTH MICHIGAN AVENUE, SUITE 2100 CHICAGO, IL 60601-7559	\$ 9,644.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)



ATTACHMENT 1FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>
JPMORGAN CHASE BANK NA	35.	35.	0.
GOLDMAN SACHS	2,492.	2,492.	0.
TOTAL	<u>2,527.</u>	<u>2,527.</u>	<u>0.</u>

ATTACHMENT 2FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>
AON CORP - PAID THROUGH BOA	30,450.	30,450.	0.
AON CORP - PAID THROUGH GOLDMAN SACHS	102,703.	102,703.	0.
TOTAL	<u>133,153.</u>	<u>133,153.</u>	<u>0.</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>
TAX RETURN PREPARATION FEE	4,600.	2,300.	0.	2,300.
TOTALS	<u>4,600.</u>	<u>2,300.</u>	<u>0.</u>	<u>2,300.</u>

ATTACHMENT 4FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
EXCISE TAX	208,000.	0.	0.	0.
TOTALS	<u>208,000.</u>	<u>0.</u>	<u>0.</u>	<u>0.</u>

ATTACHMENT 5FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
DUES AND SUBSCRIPTIONS	770.	0.	0.	770.
ANNUAL REPORTING FEE	25.	0.	0.	25.
BANK SERVICE	95.	95.	0.	0.
TOTALS	890.	95.	0.	795.

ATTACHMENT 6

FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
AON STOCK	2,333.	3,306,254.
TOTALS	<u>2,333.</u>	<u>3,306,254.</u>

ATTACHMENT 7FORM 990PF, PART II - MORTGAGES AND OTHER NOTES PAYABLE

LENDER: BANK OF AMERICA

DATE OF NOTE: 05/01/2007

MATURITY DATE: 05/01/2010

PURPOSE OF LOAN: REVOLVING LINE OF CREDIT

BEGINNING BALANCE DUE ..... 5,000,000.

ENDING BALANCE DUE ..... 0.

TOTAL BEGINNING MORTGAGES AND OTHER NOTES PAYABLE 5,000,000.TOTAL ENDING MORTGAGES AND OTHER NOTES PAYABLE 0.

ATTACHMENT 8FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
DONATED SERVICES & EXPENSES	29,600.
TOTAL	<u>29,600.</u>



ATTACHMENT 9FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCESDESCRIPTIONAMOUNT

DONATED SERVICES &amp; EXPENSES

29,600.

TOTAL

29,600.

PATRICK G. AND SHIRLEY W. RYAN FOUNDATION

36-3305162

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

ATTACHMENT 10

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
SHIRLEY W RYAN RYAN ENTERPRISES GROUP, LLC 150 N MICHIGAN AVENUE, SUITE 2100 CHICAGO, IL 60601-7559	PRESIDENT/TREASURER 1.00	0.	0.	0.
PATRICK G RYAN RYAN ENTERPRISES GROUP, LLC 150 N MICHIGAN AVENUE, SUITE 2100 CHICAGO, IL 60601-7559	CHAIRMAN/VICE PRESIDENT 1.00	0.	0.	0.
PATRICK G RYAN JR RYAN ENTERPRISES GROUP, LLC 150 N MICHIGAN AVENUE, SUITE 2100 CHICAGO, IL 60601-7559	DIRECTOR 1.00	0.	0.	0.
ROBERT JW RYAN RYAN ENTERPRISES GROUP, LLC 150 N MICHIGAN AVENUE, SUITE 2100 CHICAGO, IL 60601-7559	DIRECTOR 1.00	0.	0.	0.
DAWN MOORE RYAN ENTERPRISES GROUP, LLC 150 N MICHIGAN AVENUE, SUITE 2100 CHICAGO, IL 60601-7559	SECRETARY 1.00	0.	0.	0.
GRAND TOTALS		0.	0.	0.

FORM 990PF, PART XV - INFORMATION REGARDING FOUNDATION MANAGERS

SHIRLEY W. RYAN  
PATRICK G. RYAN

FORM 990-E, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 12

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ACCESS LIVING 115 WEST CHICAGO AVENUE CHICAGO, IL 60610	N/A 509 (A) (1)		LIVING THE VISION CAMPAIGN	199,177.
THE ALAIN LOCKE INITIATIVE 150 N MICHIGAN AVENUE, SUITE 2100 CHICAGO, IL 60601	N/A 509 (A) (1)		GENERAL CHARITABLE OPERATIONS	1,325,000.
AMERICAN ACADEMY OF ARTS & SCIENCES 136 IRVING STREET CAMBRIDGE, MA 02138	N/A 509 (A) (1)		GENERAL CHARITABLE OPERATIONS	25,000
ARCHDIOCESE OF CHICAGO PO BOX 109098 CHICAGO, IL 60610	N/A 509 (A) (2)		SUPPORT CATHOLIC FAITH	5,000
ART INSTITUTE OF CHICAGO 111 S. MICHIGAN AVENUE CHICAGO, IL 60603	N/A 509 (A) (1)		GENERAL CHARITABLE OPERATIONS	875,000
AURORA UNIVERSITY 347 S. GLADSTONE AURORA, IL 60506	N/A 509 (A) (1)		MUSIC BY THE LAKE	25,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BEARS CARE 1000 FOOTBALL DRIVE LAKE FOREST, IL 60045	N/A 509 (A) (1)	EDUCATIONAL/CHARITABLE SUPPORT	10,000.
CATHOLIC THEOLOGICAL UNION 5401 S CORNELL AVENUE CHICAGO, IL 60615-5698	N/A 509 (A) (1)	CHARITABLE/RELIGIOUS SUPPORT	10,000.
CHICAGO BOTANIC GARDEN 1000 LAKE COOK ROAD GLENCOE, IL 60022	N/A 509 (A) (1)	GENERAL CHARITABLE OPERATIONS	25,000
CHICAGO COUNCIL ON GLOBAL AFFAIRS 332 S. MICHIGAN AVE, SUITE 1100 CHICAGO, IL 60604	N/A 509 (A) (2)	STRATEGIC PLAN FOR GLOBAL AFFAIRS	125,000
CHICAGO HISTORICAL SOCIETY 1601 N. CLARK STREET CHICAGO, IL 60614-6038	N/A 509 (A) (1)	SUPPORT CHICAGO HISTORY MUSEUM	11,000.
CHICAGO HUMANITIES FESTIVAL 500 N DEARBORN STREET, SUITE 825 CHICAGO, IL 60610	N/A 509 (A) (1)	SUPPORT HUMANITIES	2,500.

FORM 990-BE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
CHICAGO ZOOLOGICAL SOCIETY 205 W WACKER, SUITE 1400 CHICAGO, IL 60606	N/A 509(A) (1)		SUPPORT ANIMAL CARE & OUTREACH PROGRAM	25,000
CHILDREN'S HOME & AID WOMAN'S BOARD 125 S WACKER DRIVE, SUITE 1400 CHICAGO, IL 60606	N/A 509(A) (1)		BENEFIT CHILDREN & FAMILIES	5,000
CHILDREN OUTREACH & COMMUNITY EMPOWERMENT P O BOX 206 WINNETKA, IL 60093	N/A 509(A) (1)		SUPPORT SCHOOL CONSTRUCTION	10,000
CRISIS CENTER, INC 101 N. MONTGOMERY STREET GARY, IN 46403	N/A 509(A) (2)		BENEFIT CHILDREN, YOUTH, & FAMILIES	10,000.
DOGS FOR CURES 70 W MADISON STREET #1500 CHICAGO, IL 60602	N/A 509(A) (1)		SUPPORT TRAINING DOGS FOR INDIVIDUALS AND RESEARCH	1,000.
DONOR'S FORUM OF CHICAGO 208 N LASALLE ST, STE 740 CHICAGO, IL 60604-1006	N/A 509(A) (1)		EDUCATIONAL ON BEHALF OF PHILANTHROPY	25,230

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
GARDEN CONSERVANCY P O BOX 219 COLD SPRING, NY 10516	N/A 509 (A) (1)	GENERAL CHARITABLE OPERATIONS	5,000.
FRIENDS OF HOYT PARK & POOL P O BOX 13936 WAUWATOSA, WI 53213	N/A 509 (A) (2)	SUPPORT RESTORATION OF RECREATIONAL FACILITY	17,000.
GILLETTE CHILDREN'S SPECIALTY HEALTHCARE 200 UNIVERSITY AVENUE EAST SAINT PAUL, MN 55101	N/A 509 (A) (1)	SUPPORT CHILDREN'S HEALTHCARE & NEEDS	10,000.
GOODMAN THEATRE 170 N DEARBORN CHICAGO, IL 60601	N/A 509 (A) (1)	GENERAL CHARITABLE OPERATIONS	5,000
HOLIDAY HOME CAMP 361 N LAKE SHORE DRIVE, P O BOX 10 WILLIAMS BAY, WI 53191	N/A 509 (A) (1)	BENEFIT CHILDREN	1,000
HOBE SOUND COMMUNITY CHEST INC P O BOX 1384 HOBE SOUND, FL 33475	N/A 509 (A) (1)	GENERAL CHARITABLE OPERATIONS	2,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
INTERFAITH HOUSE 3456 W FRANKLIN BLVD CHICAGO, IL 60624	N/A 509 (A) (1)	GENERAL CHARITABLE OPERATIONS	1,000
JUPITER ISLAND MEDICAL CLINIC, INC 100 ESTRADA SQUARE HOBE SOUND, FL 33455	N/A 509 (A) (1)	GENERAL CHARITABLE OPERATIONS	500
KAPPA KAPPA GAMMA FOUNDATION P O BOX 38 COLUMBUS, OH 43216-0038	N/A 509 (A) (1)	SUPPORT LEADERSHIP PROGRAMS	2,000
JUVENILE DIABETES RESEARCH FOUNDATION 500 N DEARBORN STREET CHICAGO, IL 60611	N/A 509 (A) (1)	SUPPORT DIABETES RESEARCH	10,000
L'ARCHE CHICAGO 1400 S. AUSTIN BLVD CICERO, IL 60804	N/A 509 (A) (1)	GENERAL CHARITABLE OPERATIONS	4,000.
LINCOLN ACADEMY OF ILLINOIS 1 OLD STATE CAPITOL PLAZA SPRINGFIELD, IL 62701	N/A 509 (A) (2)	PROGRAM SUPPORT	5,000.



FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
LOOKING GLASS THEATRE 875 N MICHIGAN AVENUE, SUITE 2200 CHICAGO, IL 60611	N/A 509 (A) (1)	GENERAL CHARITABLE OPERATIONS	5,000
LUPUS FOUNDATION OF AMERICA 2000 L STREET, N W SUITE 710 WASHINGTON, DC 20036	N/A 509 (A) (1)	SUPPORT LUPUS RESEARCH	5,000
HORIZON HOSPICE 833 WEST CHICAGO AVENUE CHICAGO, IL 60622	N/A 509 (A) (1)	PROVIDE COMFORT FOR THE DYING, EDUCATE THE COMMUNITY	10,000
LYRIC OPERA OF CHICAGO 20 NORTH WACKER DRIVE CHICAGO, IL 60606	N/A 509 (A) (1)	MAGNIFICENT ART FORM CONTINUATION	550,000.
GREAT LAKES ADAPTIVE SPORTS ASSOCIATION 400 E ILLINOIS ROAD LAKE FOREST, IL 60045	N/A 509 (A) (2)	SUPPORT WELLNESS PROGRAMMING	1,000.
HARRIS THEATER FOR MUSIC & DANCE 205 E. RANDOLPH DRIVE CHICAGO, IL 60601	N/A 509 (A) (1)	GENERAL CHARITABLE OPERATIONS	10,000

PATRICK G AND SHIRLEY W. RYAN FOUNDATION

36-3305162

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

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MUNDELEIN SEMINARY 205 W WACKER, SUITE 1400 CHICAGO, IL 60606	N/A 509(A) (1)		GENERAL CHARITABLE OPERATIONS	10,000
MILLENNIUM PARK, INC 201 E RANDOLPH STREET CHICAGO, IL 60601	N/A 509(A) (1)		SUPPORT PROGRAMS & SPECIAL PROJECTS IN THE PARK	10,000
MUSIC INSTITUTE OF CHICAGO 205 W WACKER, SUITE 1400 CHICAGO, IL 60606	N/A 509(A) (2)		GENERAL CHARITABLE OPERATIONS	25,000.
NORTHWESTERN UNIVERSITY 8 S MICHIGAN AVENUE, SUITE 500 CHICAGO, IL 60603	N/A 509(A) (1)		SUPPORT FAMILY THERAPY	7,532,500
THE PEGGY NOTEBAERT NATURE MUSEUM 2430 N CANNON DRIVE CHICAGO, IL 60614	N/A 509(A) (1)		CHARITABLE FOR NATURE EDUCATION	25,000
OPEN BOOKS 213 W. INSTITUTE PLACE # 305 CHICAGO, IL 60610	N/A 509(A) (1)		GENERAL CHARITABLE OPERATIONS	2,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
OLD ELM SCHOLARSHIP FOUNDATION 800 OLD ELM ROAD HIGHLAND PARK, IL 60035	N/A 509 (A) (1)	GENERAL CHARITABLE OPERATIONS	5,000.
PROVIDENCE-ST MEL 676 N MICHIGAN AVENUE, #2850 CHICAGO, IL 60611	N/A 509 (A) (1)	SUPPORT URBAN EDUCATION	10,000
SACRED HEART CHURCH 1077 TOWER ROAD WINNETKA, IL 60093	N/A 509 (A) (1)	GENERAL CHARITABLE OPERATIONS	20,000.
ST BENEDICT CATHOLIC CHURCH 137 DEWEY AVENUE FONTANA, WI 53125-1239	N/A 509 (A) (1)	GENERAL CHARITABLE OPERATIONS	10,000
ST FRANCIS DE SALES CHURCH 148 MAIN STREET LAKE GENEVA, WI 53147	N/A 509 (A) (1)	GENERAL CHARITABLE OPERATIONS	10,000.
UNITED CEREBRAL PALSY 205 W WACKER, SUITE 1400 CHICAGO, IL 60606	N/A 509 (A) (1)	SUPPORT CEREBRAL PALSY	10,000

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

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
UNIVERSITY OF NOTRE DAME CI08 JOYCE CENTER NOTRE DAME, IN 46556	N/A 509(A) (1)	GENERAL CHARITABLE OPERATIONS	5,330,027
WATER SAFETY PATROL P O BOX 548 WILLIAMS BAY, WI 53191	N/A 509(A) (1)	GENERAL CHARITABLE OPERATIONS	5,000
TOTAL CONTRIBUTIONS PAID			<u>15,361,934</u>

**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)	
20640931.		AON STOCK PROPERTY TYPE: SECURITIES 3,872.				P	VAR 20637059.	VAR
TOTAL GAIN (LOSS) .....							<u>20637059.</u>	