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

OMB No 1545-0052

2010

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

For calendar year 2010, or tax year beginning 12/01, 2010, and ending 11/30, 2011

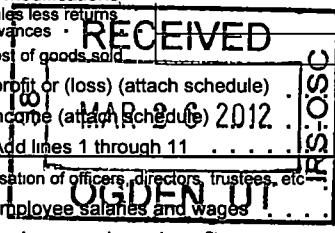
G Check all that apply: Initial return, Initial return of a former public charity, Final return, Amended return, Address change, Name change

Name of foundation: THE CANNING FOUNDATION
 Number and street (or P.O. box number if mail is not delivered to street address): 1650 DUBLIN COURT
 City or town, state, and ZIP code: INVERNESS, IL 60067
 Room/suite: _____
 A Employer identification number: 36-3913323
 B Telephone number (see page 10 of the instructions): (312) 895-1100

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): \$ 1,032,131
 J Accounting method: Cash, Accrual
 Other (specify): _____
 (Part I, column (d) must be on cash basis)

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)	2,112,968.			
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments	60.	60.		ATCH 1
4	Dividends and interest from securities	45,837.	45,837.		ATCH 2
5a	Gross rents				
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)				
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	2,158,865.	45,897.		
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				
18	Taxes (attach schedule) (see page 14 of the instructions)				
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) ATCH 3	388.			388.
24	Total operating and administrative expenses. Add lines 13 through 23	388.			388.
25	Contributions, gifts, grants paid	2,419,337.			2,419,337.
26	Total expenses and disbursements. Add lines 24 and 25	2,419,725.			2,419,725.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	-260,860.			
b	Net investment income (if negative, enter -0-)		45,897.		
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 (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	30,049.	80,340.	80,340.
	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) ATTCH 4	67,338.	100,310.	951,791.
	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	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	97,387.	180,650.	1,032,131.	
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 and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	97,387.	180,650.	
	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)	97,387.	180,650.		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	97,387.	180,650.		

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	97,387.
2	Enter amount from Part I, line 27a	2	-260,860.
3	Other increases not included in line 2 (itemize) ATTACHMENT 5	3	344,123.
4	Add lines 1, 2, and 3	4	180,650.
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	180,650.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)				(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a						
b						
c						
d						
e						
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)			
a						
b						
c						
d						
e						
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69						
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col. (h) gain minus col (k), but not less than -0-) or Losses (from col (h))			
a						
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			
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	1,515,286.	499,440.	3.033970
2008	2,224,128.	584,803.	3.803209
2007	1,944,258.	566,181.	3.433987
2006	1,485,118.	2,025,306.	0.733281
2005	933,795.	1,451,330.	0.643406
2 Total of line 1, column (d)			2 11.647853
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 2.329571
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4 1,230,628.
5 Multiply line 4 by line 3			5 2,866,835.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 459.
7 Add lines 5 and 6			7 2,867,294.
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 2,419,725.

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

Table with 11 rows for excise tax calculations. Includes categories like 'Exempt operating foundations', 'Domestic foundations', 'Tax under section 511', 'Credits/Payments', and 'Total credits and payments'. Total amount owed is 17,351.

Part VII-A Statements Regarding Activities

Table with 10 rows of activity statements. Questions include 'Did the foundation attempt to influence any national, state, or local legislation?', 'Did it spend more than \$100 for political purposes?', 'Did the foundation file Form 1120-POL?', etc. Includes 'Yes' and 'No' columns.

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)
12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?
14 The books are in care of JOHN A. CANNING, JR. Telephone no 312-895-1100
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here
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?

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.

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?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(6) Agree to pay money or property to a government official?
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)?
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?
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?
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?
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?
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?
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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?

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)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 6		-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

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	

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	1,115,639.
b	Average of monthly cash balances	1b	133,730.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	0.
d	Total (add lines 1a, b, and c)	1d	1,249,369.
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	1,249,369.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	18,741.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,230,628.
6	Minimum investment return. Enter 5% of line 5	6	61,531.

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	61,531.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	918.
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	918.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	60,613.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	60,613.
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	60,613.

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	2,419,725.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	0.
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	2,419,725.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,419,725.

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				60,613.
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		0.		
3 Excess distributions carryover, if any, to 2010				
a From 2005	1,439,765.			
b From 2006	2,453,594.			
c From 2007	1,916,397.			
d From 2008	2,202,928.			
e From 2009	1,476,680.			
f Total of lines 3a through e	9,489,364.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 2,419,725.				
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				60,613.
e Remaining amount distributed out of corpus	2,359,112.			
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	11,848,476.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions		0.		
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)	1,439,765.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	10,408,711.			
10 Analysis of line 9				
a Excess from 2006	2,453,594.			
b Excess from 2007	1,916,397.			
c Excess from 2008	2,202,928.			
d Excess from 2009	1,476,680.			
e Excess from 2010	2,359,112.			

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling

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

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

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

1 Information Regarding Foundation Managers:

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

JOHN A. & RITA CANNING

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
<p>a <i>Paid during the year</i></p> <p>ATTACHMENT 7</p>				
<p>Total ▶ 3a</p>				<p>2,419,337.</p>
<p>b <i>Approved for future payment</i></p>				
<p>Total ▶ 3b</p>				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, and (e) Related or exempt function income. Rows include categories like Program service revenue, Membership dues and assessments, Interest on savings, Dividends, Net rental income, etc.

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

Table with 2 columns: Line No. and Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes.

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

- 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
(2) Other assets
b Other transactions
(1) Sales of assets to a noncharitable exempt organization
(2) Purchases of assets from a noncharitable exempt organization
(3) Rental of facilities, equipment, or other assets
(4) Reimbursement arrangements
(5) Loans or loan guarantees
(6) Performance of services or membership or fundraising solicitations
c Shannng of facilities, equipment, mailing lists, other assets, or paid employees
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 shannng arrangement, show in column (d) the value of the goods, other assets, or services received

Table with 2 columns: Yes, No. Rows correspond to items 1a(1), 1a(2), 1b(1) through 1b(6), and 1c.

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and shannng arrangements. Row 1 contains 'N/A'.

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 [X]

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship.

Sign Here: Declaration of preparer, Signature of officer or trustee, Date 3-22-2012, Title.
Paid Preparer Use Only: Print preparer's name, Preparer's signature, Date 3/21/12, Check if self-employed, PTIN P00965238, Firm's name PRICEWATERHOUSECOOPERS LLP, Firm's EIN 13-4008324, Firm's address ONE NORTH WACKER DRIVE CHICAGO, IL 60606, Phone no. 312-298-2000.

Schedule of Contributors

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

2010

Name of the organization

THE CANNING FOUNDATION

Employer identification number

36-3913323

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

501(c)() (enter number) organization

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

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

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

501(c)(3) taxable private foundation

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

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

General Rule

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

Special Rules

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

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

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

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

Name of organization THE CANNING FOUNDATION

Employer identification number
36-3913323

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	JOHN & RITA CANNING 1650 DUBLIN CT INVERNESS, IL 60067	\$ 500,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
2	JOHN & RITA CANNING 1650 DUBLIN CT INVERNESS, IL 60067	\$ 200,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
3	JOHN & RITA CANNING 1650 DUBLIN CT INVERNESS, IL 60067	\$ 100,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
4	JOHN & RITA CANNING 1650 DUBLIN CT INVERNESS, IL 60067	\$ 100,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
5	JOHN & RITA CANNING 1650 DUBLIN CT INVERNESS, IL 60067	\$ 50,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
6	JOHN & RITA CANNING 1650 DUBLIN CT INVERNESS, IL 60067	\$ 150,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization THE CANNING FOUNDATION

Employer identification number
36-3913323

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
7	JOHN & RITA CANNING 1650 DUBLIN CT INVERNESS, IL 60067	\$ 100,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
8	JOHN & RITA CANNING 1650 DUBLIN CT INVERNESS, IL 60067	\$ 118,889.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
9	JOHN & RITA CANNING 1650 DUBLIN CT INVERNESS, IL 60067	\$ 794,079.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" 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.)

Name of organization THE CANNING FOUNDATION

Employer identification number

36-3913323

Part II Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
8	8,408 SHARES OF ENVESTNET (ENV)	\$ 118,889.	01/28/2011
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
9	41,444 SHARES OF CINEMARK (CNK)	\$ 794,079.	06/08/2011
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

ATTACHMENT 1

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

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
JP MORGAN CHASE	60.	60.
TOTAL	<u>60.</u>	<u>60.</u>

ATTACHMENT 2

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

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
JP MORGAN CHASE DEUTSCHE BANK	19,916. 25,921.	19,916. 25,921.
TOTAL	<u>45,837.</u>	<u>45,837.</u>

ATTACHMENT 3

FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
FILING FEES	363.
SECRETARY OF STATE	10.
ILLINOIS CHARITY BUREAU FUND	15.
TOTALS	<u>388.</u>

<u>CHARITABLE PURPOSES</u>
363.
10.
15.
<u>388.</u>

ATTACHMENT 4

FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
PACKAGING CORP OF AMERICA	63,526.	5,693.	106,537.
RUTHS HOSPITALITY GROUP INC	3,812.	3,812.	39,243.
CINEMARK	0.	90,805.	806,011.
TOTALS	<u>67,338.</u>	<u>100,310.</u>	<u>951,791.</u>

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

<u>DESCRIPTION</u>	<u>AMOUNT</u>
FMV ADJUSTMENT DUE TO NONCASH GRANT PAID TO QUALIFYING CHARITY	344,123.
TOTAL	<u>344,123.</u>

THE CANNING FOUNDATION

36-3913323

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

ATTACHMENT 6

TITLE AND AVERAGE HOURS PER
WEEK DEVOTED TO POSITION

NAME AND ADDRESS

PRESIDENT/TREASURER/DIRECTOR

JOHN A. CANNING JR.
1650 DUBLIN CT
INVERNESS, IL 60067

VP/SEC/DIRECTOR

RITA J. CANNING
1650 DUBLIN CT
INVERNESS, IL 60067

DIRECTOR

SHARON J. KULAK
THREE FIRST NATIONAL PLAZA
SUITE 4600
CHICAGO, IL 60602

DIRECTOR

ELIZABETH CANNING LUPO
1650 DUBLIN CT
INVERNESS, IL 60067

DIRECTOR

JOHN F PODJASEK III
1650 DUBLIN CT
INVERNESS, IL 60067

GRAND TOTALS

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

ATTACHMENT 7

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
ACADEMY OF ST. BENEDICT THE AFTICAN-CHICAGO	NONE EDUCATIONAL INSTITUTE	TO FURTHER PROGRAM SERVICES	3,000.
ALICIA'S HOUSE	NONE PUBLIC CHARITY	TO FURTHER PROGRAM SERVICES	1,000
AMERICAN RED CROSS OF GREATER CHICAGO	NONE PUBLIC CHARITY	TO FURTHER PROGRAM SERVICES	5,000.
BOYS' TOWNS OF ITALY	NONE PUBLIC CHARITY	TO FURTHER PROGRAM SERVICES	500.
BUEHLER YMCA	NONE PUBLIC CHARITY	TO FURTHER PROGRAM SERVICES	10,000.
CHICAGO JESUIT ACADEMY	NONE EDUCATIONAL INSTITUTE	TO FURTHER PROGRAM SERVICES	12,000.

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

ATTACHMENT 7 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
DE LA SALLE INSTITUTE	NONE EDUCATIONAL INSTITUTE	TO FURTHER PROGRAM SERVICES	17,336.
HALES FRANCISCAN HIGH SCHOOL	NONE EDUCATIONAL INSTITUTE	ON 07/21/11 THE FOUNDATION DONATED 8,408 SHRS OF PACKAGING CORPORATION OF AMERICA WITH A BOOK VALUE OF 47,926 TO HELP FURTHER THE ORGANIZATION'S PROGRAM SERVICES. VALUATIONS ARE BASED ON THE AVERAGE OF THE HIGH/LOW SHARE PRICE ON THE DATE OF CONTRIBUTION.	117,418.
HARPER COLLEGE EDUCATIONAL FOUNDATION	NONE PUBLIC CHARITY	TO FURTHER PROGRAM SERVICES	4,612.
HOSPICE FOUNDATION OF NORTHEASTERN ILLINOIS	NONE PUBLIC CHARITY	TO FURTHER PROGRAM SERVICES	15,000.
KENYON COLLEGE	NONE EDUCATIONAL INSTITUTE	TO FURTHER PROGRAM SERVICES	18,095.
LITTLE KIDS ROCK	NONE PUBLIC CHARITY	TO FURTHER PROGRAM SERVICES	1,000.

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

ATTACHMENT 7 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
MARIA HIGH SCHOOL	NONE EDUCATIONAL INSTITUTE	TO FURTHER PROGRAM SERVICES	30,000.
MARIAN CATHOLIC HIGH SCHOOL	NONE EDUCATIONAL INSTITUTE	TO FURTHER PROGRAM SERVICES	3,000.
MERIT SCHOOL OF MUSIC	NONE EDUCATIONAL INSTITUTE	TO FURTHER PROGRAM SERVICES	10,000.
MIDWEST LABORATOR RETRIEVER RESCUE, INC.	NONE PUBLIC CHARITY	TO FURTHER PROGRAM SERVICES	1,000.
MUSEUM OF SCIENCE AND INDUSTRY	NONE PUBLIC CHARITY	ON 12/16/2010 THE FOUNDATION DONATED 7,510 SHRS OF PACKAGING CORPORATION OF AMERICA WITH A BOOK VALUE OF 10,439 TO HELP FURTHER THE ORGANIZATION'S PROGRAM SERVICES. VALUATIONS ARE BASED ON THE AVERAGE OF THE HIGH/LOW SHARE PRICE ON THE DATE OF CONTRIBUTION.	194,171.
NOBLE NETWORK CHARTER SCHOOLS	NONE EDUCATIONAL INSTITUTE	TO FURTHER PROGRAM SERVICES	50,000.

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

ATTACHMENT 7 (CONTD)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>		<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
NORTHEAST ILLINOIS COUNCIL, BSA	NONE	PUBLIC CHARITY	TO FURTHER PROGRAM SERVICES	5,000.
NORTHWEST MEMORIAL HOSPITAL	NONE	PUBLIC CHARITY	TO FURTHER PROGRAM SERVICES	10,000.
OLD ST. PATRICK'S CHURCH	NONE	PUBLIC CHARITY	TO FURTHER PROGRAM SERVICES	40,000.
RAINBOWS	NONE	PUBLIC CHARITY	TO FURTHER PROGRAM SERVICES	500
SETON ACADEMY	NONE	PUBLIC CHARITY	TO FURTHER PROGRAM SERVICES	6,000.
ST. ELIZABETH SCHOOL	NONE	PUBLIC CHARITY	TO FURTHER PROGRAM SERVICES	2,500.

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

ATTACHMENT 7 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ST. JOHN DE LA SALLE	NONE PUBLIC CHARITY	TO FURTHER PROGRAM SERVICES	2,700.
ST. FRANCIS DE SALES HIGH SCHOOL	NONE PUBLIC CHARITY	TO FURTHER PROGRAM SERVICES	36,000.
THE CHICAGO COMMUNITY TRUST	NONE PUBLIC CHARITY	TO FURTHER PROGRAM SERVICES	125,000.
THE EARL FIELD MEMORIAL FUND	NONE PUBLIC CHARITY	TO FURTHER PROGRAM SERVICES	125.
THE FIELD MUSEUM	NONE PUBLIC CHARITY	TO FURTHER PROGRAM SERVICES	34,731.
THE RENAISSANCE SCHOOLS FUND	NONE EDUCATIONAL INSTITUTE	TO FURTHER PROGRAM SERVICES	2,287.

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

ATTACHMENT 7 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
THE SHINING STAR BALL	NONE PUBLIC CHARITY	TO FURTHER PROGRAM SERVICES	20,000.
WINGS WOMEN IN NEED GROWING STRONGER	NONE PUBLIC CHARITY	TO FURTHER PROGRAM SERVICES	4,440.
WOMEN'S BUSINESS DEVELOPMENT CENTER	NONE PUBLIC CHARITY	TO FURTHER PROGRAM SERVICES	2,000.
CRISTO REY JESUIT HIGH SCHOOL	NONE EDUCATIONAL INSTITUTE	ON 07/12/11 THE FOUNDATION DONATED 2,354 SHRS OF PACKAGING CORPORATION OF AMERICA WITH A BOOK VALUE OF 3,272 TO HELP FURTHER THE ORGANIZATION'S PROGRAM SERVICES. VALUATIONS ARE BASED ON THE AVERAGE OF THE HIGH/LOW SHARE PRICE ON THE DATE OF CONTRIBUTION.	65,994.
THE FIELD MUSEUM	NONE PUBLIC CHARITY	ON 12/16/10 THE FOUNDATION DONATED 9,200 SHRS OF PACKAGING CORPORATION OF AMERICA WITH A BOOK VALUE OF 12,788 TO HELP FURTHER THE ORGANIZATION'S PROGRAM SERVICES. VALUATIONS ARE BASED ON THE AVERAGE OF THE HIGH/LOW SHARE PRICE ON THE DATE OF CONTRIBUTION.	237,866.
HALES FRANCISCAN HIGH SCHOOL	NONE EDUCATIONAL INSTITUTE	ON 06/08/11 THE FOUNDATION DONATED 4,500 SHRS OF PACKAGING CORPORATION OF AMERICA WITH A BOOK VALUE OF 6,255 TO HELP FURTHER THE ORGANIZATION'S PROGRAM SERVICES. VALUATIONS ARE BASED ON THE AVERAGE OF THE HIGH/LOW SHARE PRICE ON THE DATE OF CONTRIBUTION.	127,643.

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

ATTACHMENT 7 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
NORTHWESTERN UNIVERSITY	NONE PUBLIC CHARITY		3,000
THE RENAISSANCE SCHOOLS FUND	NONE PUBLIC CHARITY	ON 1/12/2011 THE FOUNDATION DONATED 3,440 SHRS OF PACKAGING CORPORATION OF AMERICA WITH A BOOK VALUE OF 4,782 TO HELP FURTHER THE ORGANIZATION'S PROGRAM SERVICES. VALUATIONS ARE BASED ON THE AVERAGE OF THE HIGH/LOW SHARE PRICE ON THE DATE OF CONTRIBUTION.	97,713.
MUSEUM OF SCIENCE AND INDUSTRY	NONE PUBLIC CHARITY	TO FURTHER PROGRAM SERVICES	2,441.
CRISTO REY JESUIT HIGH SCHOOL	NONE EDUCATIONAL INSTITUTE	TO FURTHER PROGRAM SERVICES	56.
NORTHWEST COMMUNITY HEALTHCARE FURNITURE	NONE PUBLIC CHARITY	ON 11/08/11 THE FOUNDATION DONATED 7,056 SHRS OF PACKAGING CORPORATION OF AMERICA WITH A BOOK VALUE OF 9,807 TO HELP FURTHER THE ORGANIZATION'S PROGRAM SERVICES VALUATIONS ARE BASED ON THE AVERAGE OF THE HIGH/LOW SHARE PRICE ON THE DATE OF CONTRIBUTION.	186,984.
NORTHWEST COMMUNITY HEALTHCARE FURNITURE	NONE PUBLIC CHARITY	TO HELP FURTHER PROGRAM SERVICES	405.

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

ATTACHMENT 7 (CONTL'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
MUSEUM OF SCIENCE AND INDUSTRY	NONE PUBLIC CHARITY	ON 11/08/11 THE FOUNDATION DONATED 3,773 SHRS OF PACKAGING CORPORATION OF AMERICA WITH A BOOK VALUE OF 5,244 TO HELP FURTHER THE ORGANIZATION'S PROGRAM SERVICES. VALUATIONS ARE BASED ON THE AVERAGE OF THE HIGH/LOW SHARE PRICE ON THE DATE OF CONTRIBUTION.	99,985.
RENAISSANCE SCHOOLS FUND	NONE EDUCATIONAL INSTITUTE	ON 11/08/11 THE FOUNDATION DONATED 3,773 SHRS OF PACKAGING CORPORATION OF AMERICA WITH A BOOK VALUE OF 5,244 TO HELP FURTHER THE ORGANIZATION'S PROGRAM SERVICES. VALUATIONS ARE BASED ON THE AVERAGE OF THE HIGH/LOW SHARE PRICE ON THE DATE OF CONTRIBUTION.	99,985.
RENAISSANCE SCHOOLS FUND	NONE EDUCATIONAL INSTITUTE	TO HELP FURTHER PROGRAM SERVICES.	15.
CHICAGO SCHOOL FOR THE ARTS	NONE EDUCATIONAL INSTITUTE	TO FURTHER PROGRAM DEVELOPMENT	25,000.
HALES FRANCISCAN HIGH SCHOOL	NONE EDUCATIONAL INSTITUTE	TO FURTHER PROGRAM DEVELOPMENT	347,582
PROVIDENCE ST. MEL	NONE PUBLIC CHARITY	TO FURTHER PROGRAM SERVICES	26,000.

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

ATTACHMENT 7 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
MIDTOWN EDUCATIONAL FOUNDATION	NONE PUBLIC CHARITY	TO FURTHER PROGRAM SERVICES	29,000.
ACCESS LIVING METROPOLITAN CHICAGO	NONE PUBLIC CHARITY	TO FURTHER PROGRAM SERVICES	10,000.
ALS LES TURNER FOUNDATION	NONE PUBLIC CHARITY	TO FURTHER PROGRAM SERVICES	5,000.
AMERICAN CANCER SOCIETY	NONE PUBLIC CHARITY	TO FURTHER PROGRAM SERVICES	10,000.
ART OF THE OLYMPIANS FOUNDATION	NONE PUBLIC CHARITY	TO FURTHER PROGRAM SERVICES	5,000.
BARRINGTON AREA UNITED WAY	NONE PUBLIC CHARITY	TO FURTHER PROGRAM SERVICES	100.

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

ATTACHMENT 7 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CATHOLIC THEOLOGICAL MUSEUM	NONE PUBLIC CHARITY	TO FURTHER PROGRAM SERVICES	2,500.
CHICAGO DANCING COMPANY	NONE PUBLIC CHARITY	TO FURTHER PROGRAM SERVICES	11,000.
CHICAGO SCHOLARS FOUNDATION	NONE PUBLIC CHARITY	TO FURTHER PROGRAM SERVICES	2,500.
CHICAGO SHAKESPEARE THEATER	NONE PUBLIC CHARITY	TO FURTHER PROGRAM SERVICES	25,000.
DAUGHTERS OF CHARITY	NONE PUBLIC CHARITY	TO FURTHER PROGRAM SERVICES	200.
GOLDEN APPLE ENDOWMENT FUND	NONE PUBLIC CHARITY	TO FURTHER PROGRAM SERVICES	20,000

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

ATTACHMENT 7 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ILLINOIS HOLOCAUST MUSEUM & EDUCATION CENTER	NONE PUBLIC CHARITY	TO FURTHER PROGRAM SERVICES	25,000.
ILLINOIS PARENT EDUCATION FUND	NONE PUBLIC CHARITY	TO FURTHER PROGRAM SERVICES	5,000.
JDRF	NONE PUBLIC CHARITY	TO FURTHER PROGRAM SERVICES	2,500.
JESUIT VOLUNTEER CORPS	NONE PUBLIC CHARITY	TO FURTHER PROGRAM SERVICES	1,000.
MUSIC INSTITUTE OF CHICAGO	NONE EDUCATIONAL INSTITUTE	TO FURTHER PROGRAM SERVICES	10,000.
PALATINE OPERA CENTER	NONE PUBLIC CHARITY	TO FURTHER PROGRAM SERVICES	1,000.

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

ATTACHMENT 7 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
PATHWAYS FOUNDATION	NONE PUBLIC CHARITY	TO FURTHER PROGRAM SERVICES	5,000.
PAWS CHICAGO	NONE PUBLIC CHARITY	TO FURTHER PROGRAM SERVICES	27,000.
PEGGY NOTEBART NATURE MUSEUM	NONE PUBLIC CHARITY	TO FURTHER PROGRAM SERVICES	25,000.
ROTARY CLUB OF SCHAUMBURG	NONE PUBLIC CHARITY	TO FURTHER PROGRAM SERVICES	2,500.
SCHOLARSHIP - ALABAMA A&M	NONE EDUCATIONAL INSTITUTE	TO FURTHER PROGRAM SERVICES	11,543.
SOCIETY PRESERVATION OF HUMAN DIGNITY	NONE PUBLIC CHARITY	TO FURTHER PROGRAM SERVICES	12,500.

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

ATTACHMENT 7 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
SOUTHWEST CHICAGO CHRISTIAN SCHOOLS	NONE EDUCATIONAL INSTITUTE	TO FURTHER PROGRAM SERVICES	3,000.
THE BRIDGE	NONE PUBLIC CHARITY	TO FURTHER PROGRAM SERVICES	7,500
THE CENTER FOR ENRICHED LIVING	NONE PUBLIC CHARITY	TO FURTHER PROGRAM SERVICES	910.
WELFARE AUXILIARY OF CHILDREN'S HOSPITAL	NONE PUBLIC CHARITY	TO FURTHER PROGRAM SERVICES	3,000.
THE SCHOOL SISTERS OF ST. FRANCIS	NONE EDUCATIONAL INSTITUTE	TO FURTHER PROGRAM SERVICES	16,500.
UNITED WAY	NONE PUBLIC CHARITY	TO FURTHER PROGRAM SERVICES	25,000.

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

ATTACHMENT 7 (CONT'D)

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENT

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

RECIPIENT NAME AND ADDRESS

WINDOW TO THE WORLD COMMUNICATIONS

NONE

TO FURTHER PROGRAM SERVICES

10,000.

PUBLIC CHARITY

TOTAL CONTRIBUTIONS PAID

2,419,337.