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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

2011

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

For calendar year 2011 or tax year beginning , 2011, and ending , 20

Name of foundation
THE SATTER FOUNDATION

Number and street (or P O box number if mail is not delivered to street address) Room/suite
500 NORTH MICHIGAN AVENUE 1700

City or town, state, and ZIP code
CHICAGO, IL 60611

A Employer identification number
13-3936468

B Telephone number (see instructions)
() -

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 ☐

G Check all that apply

<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change

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) ▶ \$ 69,102,912.

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 instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule) if the foundation is not required to attach Sch B				
	2 Check <input type="checkbox"/>				
	3 Interest on savings and temporary cash investments	1,045.	1,045.		
	4 Dividends and interest from securities				
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	4,278,336.			
	b Gross sales price for all assets on line 6a	18,380,392.			
	7 Capital gain net income (from Part IV, line 2)		4,278,336.		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	-146,515.	597,468.		ATCH 1
	12 Total. Add lines 1 through 11	4,132,866.	4,876,849.		
	13 Compensation of officers, directors, trustees, etc.	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	15,045.	7,522.		7,523.
	b Accounting fees (attach schedule)	30,996.	15,498.		15,498.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) **	150,744.	3,001.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	41,375.			41,375.
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 3	15,026.	14,736.		290.
	24 Total operating and administrative expenses. Add lines 13 through 23	253,186.	40,757.		64,686.
	25 Contributions, gifts, grants paid	4,199,260.			4,199,260.
	26 Total expenses and disbursements. Add lines 24 and 25	4,452,446.	40,757.		4,263,946.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-319,580.			
	b Net investment income (if negative, enter -0-)		4,836,092.		
	c Adjusted net income (if negative, enter -0-)				

For Paperwork Reduction Act Notice, see instructions

JSA ** ATCH 2

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		15,581,330.	22,374,367.	22,374,367.
	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 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) ATCH 4 . .		4,317,958.	4,601,611.	16,264,840.
	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) ATCH 5 . .		35,249,946.	27,853,676.	30,463,705.
	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)		55,149,234.	54,829,654.	69,102,912.	
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)		0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/>					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds		55,149,234.	54,829,654.	
	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 instructions)		55,149,234.	54,829,654.	
31	Total liabilities and net assets/fund balances (see instructions)		55,149,234.	54,829,654.		

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	55,149,234.
2	Enter amount from Part I, line 27a	2	-319,580.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	54,829,654.
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	54,829,654.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) 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	4,278,336.	
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 instructions) If (loss), enter -0- in Part I, line 8			3	0	

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 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))
2010	3,366,951.	64,276,665.	0.052382
2009	2,653,623.	50,523,440.	0.052523
2008	2,062,503.	51,891,728.	0.039746
2007	1,516,602.	44,637,577.	0.033976
2006	840,661.	28,154,618.	0.029859
2 Total of line 1, column (d)			2 0.208486
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.041697
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4 69,102,433.
5 Multiply line 4 by line 3			5 2,881,364.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 48,361.
7 Add lines 5 and 6			7 2,929,725.
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			8 4,263,946.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 . . . Date of ruling or determination letter: _____ (attach copy of letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	48,361.
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	48,361.
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	48,361.
6 Credits/Payments			
a 2011 estimated tax payments and 2010 overpayment credited to 2011 . . . 6a 82,989.			
b Exempt foreign organizations - tax withheld at source 6b			
c Tax paid with application for extension of time to file (Form 8868) 6c			
d Backup withholding erroneously withheld 6d			
7 Total credits and payments. Add lines 6a through 6d		7	82,989.
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached		8	1.
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	34,627.
11 Enter the amount of line 10 to be Credited to 2012 estimated tax <input checked="" type="checkbox"/> 34,627. Refunded <input type="checkbox"/>		11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input checked="" type="checkbox"/> \$ _____ (2) On foundation managers <input checked="" type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ _____		
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?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> 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 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)			X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?		X	
Website address N/A				
14	The books are in care of TOPEL FORMAN, L.L.C. Telephone no 312-642-0006			
	Located at 500 N. MICHIGAN AVE STE 1700 CHICAGO IL ZIP + 4 60611			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here			
	and enter the amount of tax-exempt interest received or accrued during the year.		15	
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?		Yes	No
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country			X

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		
	Organizations relying on a current notice regarding disaster assistance check here		<input type="checkbox"/>
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?		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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011?	<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 instructions)		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If "Yes," did it have excess business holdings in 2011 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 2011)		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?		X

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 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 instructions)? ☐ Yes ☒ NoOrganizations 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 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 instructions). If none, enter "NONE."

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services ▶

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1 N/A

2

3

4

Part IX-B Summary of Program-Related Investments (see 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 instructions

3 NONE

Total. Add lines 1 through 3 ▶

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see 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	16,336,913.
b	Average of monthly cash balances	1b	16,679,322.
c	Fair market value of all other assets (see instructions)	1c	37,138,519.
d	Total (add lines 1a, b, and c)	1d	70,154,754.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	70,154,754.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,052,321.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	69,102,433.
6	Minimum investment return. Enter 5% of line 5	6	3,455,122.

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

1	Minimum investment return from Part X, line 6	1	3,455,122.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	48,361.
b	Income tax for 2011 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	48,361.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	3,406,761.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	3,406,761.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	3,406,761.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	4,263,946.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	4,263,946.
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 instructions)	5	48,361.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	4,215,585.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				3,406,761.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			1,333,831.	
b Total for prior years 20 09, 20 08, 20 07				
3 Excess distributions carryover, if any, to 2011				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e				
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 4,263,946.				
a Applied to 2010, but not more than line 2a			1,333,831.	
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2011 distributable amount				2,930,115.
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2011. (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				
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 instructions				
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				476,646.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

Part XIV Private Operating Foundations (see 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 2011, enter the date of the ruling

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 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 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))

MUNEER A. SATTER & KRISTEN HERTEL

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 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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year ATTACHMENT 7				
Total			3a	4,199,260.
b Approved for future payment				
Total			3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Schedule M-1 Analysis of income-producing activities					
Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514	(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	1,045.	
4 Dividends and interest from securities					
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property .					
7 Other investment income			18	-146,515.	
8 Gain or (loss) from sales of assets other than inventory			18	4,278,336.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory . .					
11 Other revenue a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e)				4,132,866.	
13 Total. Add line 12, columns (b), (d), and (e)				13	4,132,866.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

ATTACHMENT 1

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
RECOVERY OF ITEMS PREVIOUSLY DEDUCTED INVESTMENT INCOME FROM PARTNERSHIPS	1,000. -147,515.	763,707. -166,239.
LESS:		
TOTALS	<u>-146,515.</u>	<u>597,468.</u>

ATTACHMENT 2

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FEDERAL TAXES PAID	139,743.	
ILLINOIS TAXES PAID	8,000.	
FOREIGN TAXES PAID	3,001.	3,001.
TOTALS	<u>150,744.</u>	<u>3,001.</u>

ATTACHMENT 3

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
BANK FEES	580.	290.	
INVESTMENT ADMINISTRATION FEES	14,446.	14,446.	
TOTALS	15,026.	14,736.	290.

ATTACHMENT 4FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
HEARTWARE LIMITED	4,219,239.	4,219,239.	14,835,000.
I & C BANK OF CHINA		382,372.	1,429,840.
CALL/USO @ \$80 EXP 01/21/11	54,420.		
CALL/USO @ \$90 EXP 01/22/11	44,299.		
TOTALS	<u>4,317,958.</u>	<u>4,601,611.</u>	<u>16,264,840.</u>

ATTACHMENT 5FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
GS EMPLOYEE FUND 2000 OFFSHORE	221,323.	170,549.	321,437.
GS MEZZ PTRS III PIA FUND OS	919,800.	512,659.	458,850.
GS CAPITAL PTRS V PCP FUND	1,675,906.	1,461,695.	2,323,508.
GS LOAN PTRS I EMPLOYEE FUND	790,272.	794,178.	795,600.
GS MEZZANINE PTRS 2006 FUND	4,136,524.	3,268,471.	2,545,300.
GS CAPITAL PTRS VI PIA FUND	2,277,080.	2,524,863.	2,313,080.
GS MEZZANINE PTRS V PIA FUND	2,507,634.	2,402,132.	1,998,850.
GS CAPITAL PTRS V-IA LP (ICBC)	1,334,819.	951,737.	3,051,140.
GS MBD 2011 OFFSHORE LP		297,721.	299,200.
AERPIO THERAPEUTICS INC		159,745.	159,745.
AMERICAN WELL (IOLTA)	1,001,250.	1,001,250.	1,001,250.
AKEBIA THERAPEUTICS INC		729,215.	729,215.
BIOMEDICAL OFFSHORE VALUE FUND	621,239.	621,239.	1,209,984.
BIOTECHNOLOGY VALUE FUND LP	1,498,177.	787,297.	787,297.
CEVIAN CAPITAL II LTD EURO A	1,918,353.	944,200.	942,310.
GREAT POINT PARTNERS I LP	596,119.	1,134,098.	1,134,098.
HERMITAGE GBL CL A (SER 4&7)	1,000,000.	1,000,000.	771,826.
IREO FUND II, LTD	2,751,017.	2,738,810.	2,738,810.
OXFORD NANOPORE TECHNOLOGIES	1,021,977.	1,021,977.	1,021,977.
PANGEA PROPERTIES INC		500,000.	500,000.
REDMILE CAPITAL OS CL A SUB 7	1,000,760.	939,722.	1,026,309.
REDMILE CAPITAL OS CL C SUB 3K		6,880.	7,514.
REDMILE CAPITAL OS CL C SUB 3L		54,158.	73,008.
REDWOOD OFFSHORE FUND (A)	327,546.		
REDWOOD OFFSHORE FUND (B)	3,000,000.	497,560.	779,969.
TOKAI PHARMACEUTICALS	499,857.	575,575.	575,575.
TPG-AXON PTRS OFFSHORE LTD	191,566.	174,986.	271,046.
VALUE PARTNERS ASIA FUND LLC	4,652,611.	776,843.	776,843.
VERDE REALTY LP	1,306,116.	1,306,116.	1,349,964.
VITAL THERAPIES INC		500,000.	500,000.
TOTALS	35,249,946.	27,853,676.	30,463,705.

THE SATTER FOUNDATION

13-3936468

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

ATTACHMENT 6

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION
MUNEER A. SATTER 419 SHERIDAN ROAD WINNETKA, IL 60093	TRUSTEE	0
KRISTEN HERTEL 419 SHERIDAN ROAD WINNETKA, IL 60093	TRUSTEE	0
GRAND TOTALS		0

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 7

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
AMERICAN ENTERPRISE INSTITUTE	NONE	CHARITY	GENERAL	100,000
ART INSTITUTE OF CHICAGO	NONE	CHARITY	GENERAL	1,000
AUSL	NONE	CHARITY	GENERAL	200,000
BEREA COLLEGE	NONE	CHARITY	GENERAL	10,000.
BEYOND SPORTS FOUNDATION	NONE	CHARITY	GENERAL	70,000.
NEW VENTURE FUND	NONE	CHARITY	GENERAL	1,000,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 7 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BRONX SUCCESS ACADEMY	NONE		GENERAL	50,000
	CHARITY			
CAMP SUNSHINE	NONE		GENERAL	1,000
	CHARITY			
CDI	NONE		GENERAL	5,000
	CHARITY			
CHI PSI EDUCATIONAL TRUST	NONE		GENERAL	1,000
	CHARITY			
CHICAGO BOTANIC GARDEN	NONE		GENERAL	5,000
	CHARITY			
CHICAGO COUNCIL ON GLOBAL AFFAIRS	NONE		GENERAL	25,000
	CHARITY			

FORM 990FF PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 7 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
CHICAGO LAKESHORE MEDICAL GLOBAL HEALTH	NONE	GENERAL		25,000.
	CHARITY			
CHICAGO SYMPHONY ORCHESTRA	NONE	GENERAL		25,000
	CHARITY			
CHILD MIND INSTITUTE	NONE	GENERAL		20,000
	CHARITY			
CHILDREN'S CAUSE CANCER ADVOCACY	NONE	GENERAL		1,000
	CHARITY			
CHILDREN'S MEMORIAL HOSPITAL	NONE	CHARITY		25,000.
	CHARITY			
CHURCHILL ARCHIVES CENTER	NONE	GENERAL		10,000.
	CHARITY			

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 7 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
COUNCIL ON FOREIGN RELATIONS	NONE CHARITY	GENERAL	35,000.
FAIR VIEW FOUNDATION	NONE CHARITY	GENERAL	1,000
FAMILY FOCUS	NONE CHARITY	GENERAL	1,000
FAMILY SERVICE OF WINNETKA	NONE CHARITY	GENERAL	5,000
FIDELITY CHARITABLE GIFT FUND	NONE CHARITY	GENERAL	512,000
GIRLS INCORPORATED	NONE CHARITY	GENERAL	20,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 7 (CONT'D.)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
GLOBEMED	NONE CHARITY	GENERAL	1,000
GREATER CHICAGO FOOD DEPOSITORY	NONE CHARITY	GENERAL	25,000
GREATER NY COUNCIL - BOY SCOUTS	NONE CHARITY	GENERAL	17,760
GREELEY SCHOOL - PTO	NONE CHARITY	GENERAL	10,000
HARVARD BUSINESS SCHOOL	NONE CHARITY	GENERAL	25,000.
HARVARD LAW SCHOOL	NONE CHARITY	GENERAL	60,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 7 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
HELPER INTERNATIONAL	NONE CHARITY	GENERAL	15,000
HERITAGE FOUNDATION	NONE CHARITY	GENERAL	25,000.
HOUSTON HOSPICE	NONE CHARITY	GENERAL	1,000
IEA - AUTISM	NONE CHARITY	GENERAL	1,000
ILLINOIS POLICY INSTITUTE	NONE CHARITY	GENERAL	25,000.
INVEST FOR KIDS	NONE CHARITY	GENERAL	5,000

FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 7 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
JOFFREY BALLET	NONE CHARITY	GENERAL	100,000
KHAN ACADEMY	NONE CHARITY	GENERAL	100,000
KIPP ASCEND CHARTER SCHOOL	NONE CHARITY	GENERAL	25,000.
LYMPHOMA RESEARCH FOUNDATION	NONE CHARITY	GENERAL	1,000
LYRIC OPERA OF CHICAGO	NONE CHARITY	GENERAL	5,000
MAYO FOUNDATION	NONE CHARITY	GENERAL	100,000.

THE SATTER FOUNDATION

13-3936468

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

ATTACHMENT 7 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
MOUNT SINAI HOSPITAL	NONE CHARITY		GENERAL	25,000.
MUSTIQUE CHARITABLE TRUST	NONE CHARITY		GENERAL	10,000
NATIONAL MEM PROJECT - MLK	NONE CHARITY		GENERAL	1,000
NAVY SEAL WARRIOR FUND	NONE CHARITY		GENERAL	25,000
NEDS	NONE CHARITY		GENERAL	5,000.
NORTHWESTERN UNIVERSITY	NONE CHARITY		GENERAL	400,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 7 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
NUCLEAR THREAT INITIATIVE	NONE CHARITY	GENERAL	1,000
NY NEEDS YOU	NONE CHARITY	GENERAL	10,000
ONE ACRE FUND	NONE CHARITY	GENERAL	30,000
PLANNED PARENTHOOD	NONE CHARITY	GENERAL	4,000.
PMC JIMMY FUND	NONE CHARITY	GENERAL	1,000.
POSITIVE SPIN FOR ALS PACKET CTR	NONE CHARITY	GENERAL	1,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 7 (CONT'D.)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
RAINFOREST ALLIANCE	NONE CHARITY		GENERAL	1,000
REHAB INSTITUTE OF CHICAGO	NONE CHARITY		GENERAL	5,000
RESTORING THE ART, INC.	NONE CHARITY		GENERAL	17,000
ROBIN HOOD FOUNDATION	NONE CHARITY		GENERAL	125,000.
RONALD KNOX MONTESORRI SCHOOL	NONE CHARITY		GENERAL	30,000
RONALD MCDONALD HOUSE OF NEW YORK	NONE CHARITY		GENERAL	10,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 7 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ROOM TO READ	NONE		GENERAL	450,000
	CHARITY			
SALVATION ARMY	NONE		GENERAL	25,000
	CHARITY			
SAMCA SOURCE	NONE		GENERAL	10,000
	CHARITY			
SEA CHANGE CAPITAL	NONE		GENERAL	100,000
	CHARITY			
SETON ACADEMY	NONE		GENERAL	15,000.
	CHARITY			
ST JOHN BRENUEF CHURCH	NONE		GENERAL	5,000.
	CHARITY			

FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 7 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
ST JUDE'S MEMORIAL HOSPITAL	NONE	CHARITY	GENERAL	1,000
THE CONSERVATION FUND	NONE	CHARITY	GENERAL	5,000
THE NANTUCKET CONSERVATION FUND	NONE	CHARITY	GENERAL	5,000.
THE NATURE CONSERVANCY	NONE	CHARITY	GENERAL	50,000
TREATMENT FOR THE STUDY OF PEDIATRIC	NONE	CHARITY	GENERAL	5,000.
TRUST FOR PUBLIC LAND	NONE	CHARITY	GENERAL	5,000

FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 7 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
UNION SETTLEMENT ASSOCIATIONS	NONE CHARITY	GENERAL	5,000
UNITED WAY	NONE CHARITY	GENERAL	25,000
WASHINGTON INST FOR NEAR EAST HISTORY	NONE CHARITY	GENERAL	1,000
WBEZ	NONE CHARITY	GENERAL	1,000.
WILDLIFE CONSERVATION SOCIETY	NONE CHARITY	GENERAL	50,000
WINNETKA COMMUNITY HOUSE	NONE CHARITY	GENERAL	1,000

FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 7 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
WINNETKA HISTORICAL SOCIETY	NONE		GENERAL	2,500
	CHARITY			
WINNETKA PUBLIC SCHOOLS FOUNDATION	NONE		GENERAL	5,000
	CHARITY			
WITNESS	NONE		GENERAL	10,000
	CHARITY			
PARTNERS IN HEALTH	NONE		GENERAL	32,000.
	CHARITY			

TOTAL CONTRIBUTIONS PAID

4,199,250.

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)	
		2,000 SHS: CALL/USO @ 80 EXP 01/22/11 PROPERTY TYPE: SECURITIES 54,420.				P	02/01/2010	01/24/2011
							-54,420.	
		2,000 SHS: CALL/USO @ 90 EXP 01/22/11 PROPERTY TYPE: SECURITIES 44,299.				P	02/01/2010	01/24/2011
							-44,299.	
60,599.		600 SHS: CALL/GLD @ 160 EXP 01/21/12 PROPERTY TYPE: SECURITIES 101,460.				P	04/12/2011	07/08/2011
							-40,861.	
20,500.		100 SHS: CALL/GLD @ 160 EXP 09/17/11 PROPERTY TYPE: SECURITIES 24,700.				P	04/12/2011	07/08/2011
							-4,200.	
58,553.		150 SHS: CALL/GLD @ 170 EXP 01/21/12 PROPERTY TYPE: SECURITIES 58,350.				P	04/12/2011	07/08/2011
							203.	
13111315.		10,000,000 SHS: SWISS FRANC PROPERTY TYPE: OTHER 11152002.				P	04/13/2011	08/16/2011
							1,959,313.	
4,000,000.		21,151 SHS: REDWOOD OFFSHORE FUND LTD PROPERTY TYPE: OTHER 2,829,985.				P	VARIOUS	12/31/2011
							1,170,015.	
1,113,334.		6,667 SHS: CEVIAN CAPITAL PROPERTY TYPE: OTHER 974,153.				P	12/31/2007	01/03/2011
							139,181.	
16,091.		TPG-AXON PARTNERS (OFFSHORE) LP PROPERTY TYPE: OTHER 16,580.				P	VARIOUS	VARIOUS
							-489.	
		VALUE PARTNERS ASIA FUND LLC PROPERTY TYPE: OTHER				P	VARIOUS	VARIOUS
							-11,322.	
		VALUE PARTNERS ASIA FUND LLC PROPERTY TYPE: OTHER				P	VARIOUS	VARIOUS
							620,867.	
		BIOTECHNOLOGY VALUE FUND LP PROPERTY TYPE: OTHER				P	VARIOUS	VARIOUS
							48,149.	

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)	
		BIOTECHNOLOGY VALUE FUND LP PROPERTY TYPE: OTHER				P	VARIOUS 85,048.	VARIOUS
		GREAT POINT PARTNERS LP PROPERTY TYPE: OTHER				P	VARIOUS 117,814.	VARIOUS
		GS LOAN PTRS I EMPLOYEE FUND PROPERTY TYPE: OTHER				P	VARIOUS 22,066.	VARIOUS
		GS LOAN PTRS I EMPLOYEE FUND PROPERTY TYPE: OTHER				P	VARIOUS 50,402.	VARIOUS
		GS EMPLOYEE FUND 2000 OFFSHORE LP PROPERTY TYPE: OTHER				P	VARIOUS -9,176.	VARIOUS
		GS EMPLOYEE FUND 2000 OFFSHORE LP PROPERTY TYPE: OTHER				P	VARIOUS 10,305.	VARIOUS
		GS MEZZ PTRS III PIA EMPLOYEE FUND OFFSH PROPERTY TYPE: OTHER				P	VARIOUS -107,031.	VARIOUS
		GS CAP PTRS V PCP FUND OFFSHORE LTD PROPERTY TYPE: OTHER				P	VARIOUS 274,024.	VARIOUS
		GS MEZZ PTRS 2006 PCP FUND OFFSHORE, LTD PROPERTY TYPE: OTHER				P	VARIOUS 88,990.	VARIOUS
		GS CAP PTRS VI PIA-PMD QP FUND OFFSHORE PROPERTY TYPE: OTHER				P	VARIOUS -112,646.	VARIOUS
		GS MEZZ PTRS V PIA PMD QP FUND OFFSHORE PROPERTY TYPE: OTHER				P	VARIOUS 76,403.	VARIOUS
TOTAL GAIN (LOSS)							<u>4,278,336.</u>	